



**PUBLIC JOINT STOCK COMPANY
Enel Russia**

**MINUTES № 1/18
of Annual General Shareholders' Meeting**

Full Company Name: Public Joint-Stock Company Enel Russia.

Company Location: Yekaterinburg, the address: 10, Khokhryakova street, Yekaterinburg, Sverdlovsk Oblast, Russian Federation, 620014.

Meeting Form: Meeting.

Meeting Location: Conference Hall, Radisson Slavyanskaya hotel, pl. Evropy, 2, Moscow, Russia.

Type of General Shareholders' Meeting: Annual.

Postal Address for Receipt of Filled Voting Ballots: 18/5Б, Stromynka Street, Moscow, 107076, Russia, JSC «Independent Registrar Company».

Meeting Date: June 4, 2018.

Time of Start of Registration of the Persons Entitled to Participate in the General Shareholders' Meeting: 11:00.

Time of Meeting Opening: 12:00.

Time of End of Registration of the Persons Entitled to Participate in the General Shareholders' Meeting: 14:30.

Time of Start of Vote Counting: 14:45.

Time of Meeting Closure: 16:10.

Date of Minutes Compiling: June 4, 2018.

Meeting Chairman: Stephane Maurice Zweguintzow, Chairman of the Board of Directors of PJSC Enel Russia.

Meeting Secretary: Sedova Zhanna Igorevna.

In accordance with Article 56 of Federal Law № 208-FZ «On Joint-Stock Companies» dd. 26 December 1995, the functions of the counting board are performed by the Company's registrar - Joint-Stock Company «Independent Registrar Company».

Registrar's Address – Russian Federation, Moscow.

Registrar's Authorised Representative: Igor Vladimirovich Akhmatov.

The list of the persons entitled to participate in the Annual General Shareholders' Meeting of PJSC Enel Russia (hereinafter the 'Meeting'), was compiled based on the shareholders' register as of May 10, 2018 (date on which persons entitled to participate in the General Meeting are determined (fixed)).

These Minutes use the following term: «Regulation» – the Regulation on additional requirements to the procedure of preparation, convocation and holding of the General Shareholders' Meeting, endorsed by Order of the FFMS of Russia dd. 02.02.2012 № 12-6/ПЗ-Н.

Meeting Presidium:

Stephane Maurice Zweguintzow

Chairman of the Board of Directors of PJSC Enel Russia

Carlo Palasciano Villamagna

General Director of PJSC Enel Russia

Zhanna Igorevna Sedova

Corporate secretary of PJSC Enel Russia

Yulia Konstantinovna
Matyushova

Deputy General Director – Financial Director of PJSC Enel
Russia

The Registrar's Authorized Representative announced the registration results, informed about the presence of the quorum, explained the voting procedure on the agenda issues. There was the quorum for each issue, the Meeting was authorized to make resolutions.

The Chairman drew the attention of those present to the fact that the Meeting was video-broadcasted, opened the Meeting and announced the agenda of the Meeting.

Meeting agenda:

- 1. Approval of the Annual Report of PJSC Enel Russia for the year 2017;**
- 2. Approval of the annual financial statements of PJSC Enel Russia for the year 2017;**
- 3. Approval of the distribution of profit (including the payment (announcement) of dividends) and of the losses of PJSC Enel Russia upon the results of 2017 financial year;**
- 4. Election of the members of the Board of Directors of PJSC Enel Russia;**
- 5. Election of the members of the Internal Audit Commission of PJSC Enel Russia;**
- 6. Approval of the Auditor of PJSC Enel Russia;**
- 7. Approval of a new version of the Company's Charter;**
- 8. Approval of a new version of the Rules of procedure for convening and holding meetings of the Board of Directors of PJSC Enel Russia;**
- 9. Approval of a new version of the Regulation on payment of remuneration and compensations to the PJSC Enel Russia Board of Directors members;**
- 10. Consent for conclusion of the agreement for transfer of contracts for delivery of capacity of the renewable generating facility to be made by PJSC Enel Russia to LLC Enel Rus Wind Kola as a related-party transaction;**
- 11. Consent for conclusion of the agreement for transfer of contracts for delivery of capacity of the renewable generating facility to be made by PJSC Enel Russia to LLC Enel Rus Wind Azov as a related-party transaction;**
- 12. Consent for an Independent Guarantee to be issued by PJSC Enel Russia for LLC Enel Rus Wind Kola as a related-party transaction;**
- 13. Consent for an Independent Guarantee to be issued by PJSC Enel Russia for LLC Enel Rus Wind Azov as a related-party transaction;**
- 14. Consent for conclusion of Suretyship Agreement by PJSC Enel Russia for the obligations of LLC Enel Rus Wind Kola as a related-party transaction;**
- 15. Consent for conclusion of a Suretyship Agreement by PJSC Enel Russia for the obligations of LLC Enel Rus Wind Azov as a related-party transaction;**
- 16. Consent for conclusion of loan agreement between PJSC Enel Russia and LLC Enel Rus Wind Kola as a related-party transaction.**

The Chairman introduced the members of the Presidium, the Meeting Secretary, set the method for the submission of the questions (orally, in writing, by e-mail, via WhatsApp) to the members of the Board of Directors, members of the Executive Board, General Director, candidates to the Board of Directors and Internal Audit Commission of PJSC Enel Russia (hereinafter also the 'Company'), set the time for the reports, discussion of the issues, introduced the members of the Board of Directors and the Executive Board present at the meeting venue, drew the attention of those present to the fact that the members of the Board of Directors, candidates to the Board of Directors and candidates to the Internal Audit Commission of the Company, who do not participate in the Meeting in person, will answer shareholders' questions by telephone.

Review of Agenda Issues and Adoption of Resolutions.

ISSUE 1. Approval of the Annual Report of PJSC Enel Russia for the year 2017.

Speaker on the issue – General Director of PJSC Enel Russia, Carlo Palasciano Villamagna.

C. Palasciano reported that 2017 was successful for PJSC Enel Russia, the Company achieved its financial targets. The previous year became an important stage for PJSC Enel Russia –the Company won a tender for 2 wind power projects for 291 MW in June. Good results and investments influenced the dynamics of the Company's shares, that increased by 43% in 2017. This year, the Company increases its dividend payout from 55% to 60% of net profit. The speaker highlighted the fact that this year PJSC Enel Russia will focus on implementation of its strategic goals, as well as on investigation of new interesting opportunities for development.

Further, C. Palasciano told about the situation in the sphere of health and safety, key operating results, key financial results, capital expenditures, the structure of the Company's debt portfolio, the dynamics of PJSC Enel Russia share prices in 2017, the fulfillment of strategic goals, the Company's dividend policy until 2020 and the strategic project for 2018-2020.

Voting upon issue 1.

| | |
|---|-----------------|
| The number of votes belonging to persons included in the list of shareholders entitled to participate in the general shareholders' meeting on this issue of the agenda of the General Shareholders' Meeting is | 35 371 898 370 |
| The number of votes accounting for voting shares of the Company under this issue of the agenda of the General Shareholders' Meeting, determined taking into account provisions of cl. 4.20 of the Regulation is | 35 371 898 370 |
| The number of votes belonging to persons that participated in the General Shareholders' Meeting on this issue of the agenda of the General Shareholders' Meeting is | 30 942 462 032 |
| The QUORUM for passing a resolution on this agenda issue is present | 87.4775% |

Voting results:

| Voting options | Number of votes cast for each voting option | % of participating in the meeting |
|--|---|-----------------------------------|
| FOR | 30 908 518 586 | 99.8903 |
| AGAINST | 22 811 | 0.0001 |
| ABSTAINED | 32 483 619 | 0.1050 |
| Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation | | |
| Nullified | 195 141 | 0.0006 |
| Other grounds | 1 241 875 | 0.0040 |
| TOTAL: | 30 942 462 032 | 100.0000 |

Based on the results of the voting at the Meeting, the following resolution is adopted for issue 1:
«**1. To approve the Annual Report of PJSC Enel Russia for the year 2017 (Appendix 1)**».

ISSUE 2: Approval of the annual financial statements of PJSC Enel Russia for the year 2017.

Speaker on the issue - Head of Accounting and Tax - Chief Accountant of PJSC Enel Russia Grishachev Valery Vladimirovich.

V.V. Grishachev reported that the financial statements of PJSC Enel Russia are prepared in accordance with Russian Accounting Standards (RAS). According to the audit report of LLC Ernst & Young, the Company's financial statements represents fairly its financial position and the results of its financial and operational activities in all material aspects. Based on the audit, the Internal Audit Commission has sufficient grounds to confirm the reliability of the data presented in the annual financial statements of

PJSC Enel Russia for 2017. The speaker announced key figures of the Company's financial statements for 2017 and told about its dynamics in comparison with 2016.

Voting upon issue 2.

| | |
|---|-----------------|
| The number of votes belonging to persons included in the list of shareholders entitled to participate in the general shareholders' meeting on this issue of the agenda of the General Shareholders' Meeting is | 35 371 898 370 |
| The number of votes accounting for voting shares of the Company under this issue of the agenda of the General Shareholders' Meeting, determined taking into account provisions of cl. 4.20 of the Regulation is | 35 371 898 370 |
| The number of votes belonging to persons that participated in the General Shareholders' Meeting on this issue of the agenda of the General Shareholders' Meeting is | 30 942 462 032 |
| The QUORUM for passing a resolution on this agenda issue is present | 87.4775% |

Voting results:

| Voting options | Number of votes cast for each voting option | % of participating in the meeting |
|--|---|-----------------------------------|
| FOR | 30 908 529 576 | 99.8903 |
| AGAINST | 22 865 | 0.0001 |
| ABSTAINED | 32 477 191 | 0.1050 |
| Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation | | |
| Nullified | 186 612 | 0.0006 |
| Other grounds | 1 245 788 | 0.0040 |
| TOTAL: | 30 942 462 032 | 100.0000 |

Based on the results of the voting at the Meeting, the following resolution is adopted for issue 2:

«2. To approve the annual financial statements of PJSC Enel Russia for the year 2017 (Appendix 2)».

ISSUE 3: Approval of the distribution of profit (including the payment (announcement) of dividends) and of the losses of PJSC Enel Russia upon the results of 2017 financial year.

Speaker on the issue - Head of Accounting and Tax - Chief Accountant of PJSC Enel Russia Grishachev Valery Vladimirovich.

V.V. Grishachev reported that the net profit subject to distribution, based on the performance for 2017, amounted to 5 billion 945 million rubles. In addition, the Company as of December 31, 2016, has accumulated the profit in the amount of 15 billion 316 million rubles. The speaker also announced the recommendations of the Board of Directors on the profit distribution and payment of dividends based on the results for 2017 financial year.

Voting upon issue 3.

| | |
|---|-----------------|
| The number of votes belonging to persons included in the list of shareholders entitled to participate in the general shareholders' meeting on this issue of the agenda of the General Shareholders' Meeting is | 35 371 898 370 |
| The number of votes accounting for voting shares of the Company under this issue of the agenda of the General Shareholders' Meeting, determined taking into account provisions of cl. 4.20 of the Regulation is | 35 371 898 370 |
| The number of votes belonging to persons that participated in the General Shareholders' Meeting on this issue of the agenda of the General Shareholders' Meeting is | 30 942 462 032 |
| The QUORUM for passing a resolution on this agenda issue is present | 87.4775% |

Voting results:

| Voting options | Number of votes cast for each voting option | % of participating in the meeting |
|--|---|-----------------------------------|
| FOR | 30 888 401 837 | 99.8253 |
| AGAINST | 42 584 | 0.0001 |
| ABSTAINED | 32 455 325 | 0.1049 |
| Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation | | |
| Nullified | 20 320 411 | 0.0657 |
| Other grounds | 1 241 875 | 0.0040 |
| TOTAL: | 30 942 462 032 | 100.0000 |

Based on the results of the voting at the Meeting, the following resolution is adopted for issue 3:

«3.1. To approve the following distribution of the PJSC Enel Russia earnings as of December 31, 2017

| | (million RUR) |
|---|---------------|
| Net profit (loss) of the reporting period subject to distribution (coverings): | 5,942 |
| Accumulated earnings as of December 31, 2016: | 15,316 |
| Distribute to: Legal reserve | 81 |
| Dividends | 5,127 |
| Coverings incurred losses | - |
| Accumulated earnings | 16,050 |

3.2. To pay dividends on ordinary shares of PJSC Enel Russia on the results of fiscal year 2017 in the amount of 0.14493 rubles per one ordinary share.

To fix June 22, 2018 as a date on which the persons entitled to receive dividends are determined. The dividends shall be paid in cash within the time limit stipulated by the legislation. The accrued dividends per shareholder shall be determined accurate within 1 kopeck. The amount of dividends to pay shall be subject to mathematical rules of rounding».

ISSUE 4: Election of the members of the Board of Directors of PJSC Enel Russia.

Speaker on the issue – Corporate Secretary of PJSC Enel Russia Zhanna Igorevna Sedova.

Zh.I. Sedova has reported that the Company has received the proposals on nomination of the candidates to the Board of Directors from three shareholders:

- Enel Investment Holding B.V.,
- PFR Partners Fund I Limited,
- The Russian Prosperity Fund.

From Enel Investment Holding B.V.:

| | |
|----|---------------------------------|
| 1 | Stephane Maurice Zweguinzow |
| 2 | Roberto Antonio Enzo Deambrogio |
| 3 | Rodolfo Avogadro Di Vigliano |
| 4 | Marco Fragale |
| 5 | Maria Antonietta Giannelli |
| 6 | Andrea Palazzolo |
| 7 | Andrea Guaccero |
| 8 | Isabella Alessio |
| 9 | Giuseppe Luzzio |
| 10 | Giorgio Callegari |
| 11 | Gerald Joseph Rohan |

Candidates from PFR Partners Fund I Limited:

| | |
|---|--------------------------|
| 1 | Laurent Nicolas Souviron |
| 2 | Tagir Sitdekov |
| 3 | Denis Mosolov |

Candidates from The Russian Prosperity Fund:

| | |
|---|--------------------------------|
| 1 | Alexander Arthur John Williams |
| 2 | Andrey Vladimirovich Morozov |

The proposals were received on time, contain all the necessary information in accordance with paragraph 4 of Article 53 of the Federal Law «On Joint Stock Companies», are signed by the authorized person.

The Registrar's Authorised Representative (Akhmatov I.V.) explained the peculiarities of cumulative voting procedure.

Voting upon issue 4.

| | |
|---|-----------------|
| The number of votes belonging to persons included in the list of shareholders entitled to participate in the general shareholders' meeting on this issue of the agenda of the General Shareholders' Meeting is | 389 090 882 070 |
| The number of votes accounting for voting shares of the Company under this issue of the agenda of the General Shareholders' Meeting, determined taking into account provisions of cl. 4.20 of the Regulation is | 389 090 882 070 |
| The number of votes belonging to persons that participated in the General Shareholders' Meeting on this issue of the agenda of the General Shareholders' Meeting is | 340 367 082 352 |
| The QUORUM for passing a resolution on this issue is present | 87.4775% |

Cumulative votes are distributed as follows:

| | Name of candidate | Number of votes cast for each voting option |
|--|---------------------------------|---|
| FOR, distribution of votes by candidates | | |
| 1 | Tagir Sitdekov | 30 385 714 745 |
| 2 | Denis Mosolov | 30 010 058 554 |
| 3 | Alexander Arthur John Williams | 29 966 846 932 |
| 4 | Maria Antonietta Giannelli | 27 542 873 524 |
| 5 | Stephane Maurice Zweguintzow | 27 526 311 043 |
| 6 | Roberto Antonio Enzo Deambrogio | 27 509 299 493 |
| 7 | Rodolfo Avogadro Di Vigliano | 27 508 754 695 |
| 8 | Marco Fragale | 27 508 470 121 |
| 9 | Andrea Palazzolo | 27 501 179 897 |
| 10 | Giorgio Callegari | 27 500 953 437 |
| 11 | Andrea Guaccero | 27 066 405 501 |
| 12 | Laurent Nicolas Souviron | 14 063 402 853 |
| 13 | Andrey Vladimirovich Morozov | 13 201 892 970 |
| 14 | Gerald Joseph Rohan | 378 571 085 |
| 15 | Isabella Alessio | 9 004 840 |
| 16 | Giuseppe Luzzio | 8 896 251 |
| AGAINST | | 290 411 |
| ABSTAINED | | 2 648 078 246 |
| Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation | | |
| Nullified | | 10 418 342 |
| Other grounds | | 19 659 412 |
| TOTAL: | | 340 367 082 352 |

Based on the results of the voting at the Meeting, the following resolution is adopted for issue 4:

«4. To elect the Board of Directors of PJSC Enel Russia in the following composition:

- 1. Tagir Sitdekov**
- 2. Denis Mosolov**
- 3. Alexander Arthur John Williams**
- 4. Maria Antonietta Giannelli**
- 5. Stephane Maurice Zweguintzow**
- 6. Roberto Antonio Enzo Deambrogio**
- 7. Rodolfo Avogadro Di Vigliano**
- 8. Marco Fragale**
- 9. Andrea Palazzolo**
- 10. Giorgio Callegari**
- 11. Andrea Guaccero».**

ISSUE 5: Election of the members of the Internal Audit Commission of PJSC Enel Russia.

Speaker on the issue – Corporate Secretary of PJSC Enel Russia Sedova Zhanna Igorevna.

Zh.I. Sedova reported that the Company received a proposal on nomination of candidates to the Audit Commission from a single shareholder - Enel Investment Holding B.V. that holds 56.43% of shares.

Candidates from Enel Investment Holding B.V.:

| | |
|---|----------------------------------|
| 1 | Giancarlo Pescini |
| 2 | Paolo Pirri |
| 3 | Kumlachew Marchetti Mechal Ebisa |
| 4 | Mauro Di Carlo |
| 5 | Natalia Alexandrovna Khramova |

The proposal was received on time, contains all the necessary information in accordance with paragraph 4 of Article 53 of the Federal Law «On Joint Stock Companies», it is signed by the authorized person.

Voting upon issue 5.

| | |
|---|-----------------|
| The number of votes belonging to persons included in the list of shareholders entitled to participate in the general shareholders' meeting on this issue of the agenda of the General Shareholders' Meeting is | 35 371 898 370 |
| The number of votes accounting for voting shares of the Company under this issue of the agenda of the General Shareholders' Meeting, determined taking into account provisions of cl. 4.20 of the Regulation is | 35 371 898 370 |
| The number of votes belonging to persons that participated in the General Shareholders' Meeting on this issue of the agenda of the General Shareholders' Meeting is | 30 942 462 032 |
| The QUORUM for passing a resolution on this issue is present | 87.4775% |

Voting results:

| № | Name of candidate | Number of votes cast for each voting option | | | | Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation | |
|---|---|---|--------------|---------|---------------|--|---------------|
| | | FOR | %* | AGAINST | ABSTAINED | Nullified | Other grounds |
| 1 | Natalia Alexandrovna Khramova | 28 078 011 830 | 90.74 | 64 303 | 2 862 192 358 | 951 666 | 1 241 875 |
| 2 | Giancarlo Pescini | 28 077 441 605 | 90.74 | 429 918 | 2 862 627 916 | 720 718 | 1 241 875 |
| 3 | Mauro Di Carlo | 28 074 141 954 | 90.73 | 433 955 | 2 862 619 297 | 4 024 951 | 1 241 875 |
| 4 | Paolo Pirri | 28 074 131 618 | 90.73 | 561 787 | 2 862 510 764 | 4 015 988 | 1 241 875 |
| 5 | Kumlachew Marchetti Mechal Ebisa | 28 074 079 866 | 90.72 | 559 590 | 2 862 568 518 | 4 012 183 | 1 241 875 |

* - percentage of the present votes.

Based on the results of the voting at the Meeting, the following resolution is adopted for issue 5:

«5. To elect the Internal Audit Commission of OJSC Enel Russia in the following composition:

- 1. Natalya Alexandrovna Khramova**
- 2. Giancarlo Pescini**
- 3. Mauro Di Carlo**
- 4. Paolo Pirri**
- 5. Kumlachew Marchetti Mechal Ebisa ».**

ISSUE 6: Approval of the Auditor of PJSC Enel Russia.

Speaker on the issue - Head of Accounting and Tax - Chief Accountant of PJSC Enel Russia Valery Vladimirovich Grishachev.

The candidacy of LLC Ernst & Young, selected by the Company based on the results of procurement procedures, is submitted for consideration of the General Shareholders' Meeting. LLC Ernst & Young is one of the world leaders in the audit, tax and advisory services, and it is the Auditor of the Company in recent years. LLC Ernst & Young has gained a good understanding of the activity of the Company that helps not to increase the audit fees for 2018.

Voting upon issue 6.

| | |
|---|-----------------|
| The number of votes belonging to persons included in the list of shareholders entitled to participate in the general shareholders' meeting on this issue of the agenda of the General Shareholders' Meeting is | 35 371 898 370 |
| The number of votes accounting for voting shares of the Company under this issue of the agenda of the General Shareholders' Meeting, determined taking into account provisions of cl. 4.20 of the Regulation is | 35 371 898 370 |
| The number of votes belonging to persons that participated in the General Shareholders' Meeting on this issue of the agenda of the General Shareholders' Meeting is | 30 942 462 032 |
| The QUORUM for passing a resolution on this agenda issue is present | 87.4775% |

Voting results:

| Voting options | Number of votes cast for each voting option | % of participating in the meeting |
|--|---|-----------------------------------|
| FOR | 30 426 991 934 | 98.3341 |
| AGAINST | 172 538 | 0.0006 |
| ABSTAINED | 513 716 950 | 1.6602 |
| Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation | | |
| Nullified | 338 735 | 0.0011 |
| Other grounds | 1 241 875 | 0.0040 |
| TOTAL: | 30 942 462 032 | 100.0000 |

Based on the results of the voting at the Meeting, the following resolution is adopted for issue 6:
«6. To approve the Limited Liability Company Ernst & Young as the Auditor of PJSC Enel Russia for 2018».

ISSUE 7: Approval of a new version of the Company's Charter.

Speaker on the issue – Corporate Secretary of PJSC Enel Russia Sedova Zhanna Igorevna.
Zh.I. Sedova told about the main amendments proposed to be introduced into the Charter of PJSC Enel Russia.

Voting upon issue 7.

| | |
|---|-----------------|
| The number of votes belonging to persons included in the list of shareholders entitled to participate in the general shareholders' meeting on this issue of the agenda of the General Shareholders' Meeting is | 35 371 898 370 |
| The number of votes accounting for voting shares of the Company under this issue of the agenda of the General Shareholders' Meeting, determined taking into account provisions of cl. 4.20 of the Regulation is | 35 371 898 370 |
| The number of votes belonging to persons that participated in the General Shareholders' Meeting on this issue of the agenda of the General Shareholders' Meeting is | 30 942 462 032 |
| The QUORUM for passing a resolution on this agenda issue is present | 87.4775% |

Voting results:

| Voting options | Number of votes cast for each voting option | % of participating in the meeting |
|--|---|-----------------------------------|
| FOR | 30 668 626 666 | 99.1150 |
| AGAINST | 42 742 | 0.0001 |
| ABSTAINED | 272 517 241 | 0.8808 |
| Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation | | |
| Nullified | 33 277 | 0.0001 |
| Other grounds | 1 242 106 | 0.0040 |
| TOTAL: | 30 942 462 032 | 100.0000 |

Based on the results of the voting at the Meeting, the following resolution is adopted for issue 7:

«7. To approve the new version of the Company's Charter (Appendix 3)».

ISSUE № 8: Approval of a new version of the Rules of procedure for convening and holding meetings of the Board of Directors of the Company.

Speaker on the issue – Corporate Secretary of PJSC Enel Russia Sedova Zhanna Igorevna.

Zh.I. Sedova told about the main amendments proposed to be introduced into the Rules of procedure for convening and holding meetings of the Board of Directors of the Company.

Voting upon issue 8.

| | |
|---|-----------------|
| The number of votes belonging to persons included in the list of shareholders entitled to participate in the general shareholders' meeting on this issue of the agenda of the General Shareholders' Meeting is | 35 371 898 370 |
| The number of votes accounting for voting shares of the Company under this issue of the agenda of the General Shareholders' Meeting, determined taking into account provisions of cl. 4.20 of the Regulation is | 35 371 898 370 |
| The number of votes belonging to persons that participated in the General Shareholders' Meeting on this issue of the agenda of the General Shareholders' Meeting is | 30 942 462 032 |
| The QUORUM for passing a resolution on this agenda issue is present | 87.4775% |

Voting results:

| Voting options | Number of votes cast for each voting option | % of participating in the meeting |
|--|---|-----------------------------------|
| FOR | 30 668 837 695 | 99.11570 |
| AGAINST | 42 742 | 0.00014 |
| ABSTAINED | 272 328 857 | 0.88011 |
| Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation | | |
| Nullified | 10 863 | 0.00004 |
| Other grounds | 1 241 875 | 0.00401 |
| TOTAL: | 30 942 462 032 | 100.0000 |

Based on the results of the voting at the Meeting, the following resolution is adopted for issue 8:

«8. To approve the new version of the Rules of procedure for convening and holding meetings of the Board of Directors of PJSC Enel Russia" (Appendix 4)».

ISSUE № 9: Approval of a new version of the Regulation on payment of remuneration and compensations to members of Board of Directors of PJSC Enel Russia.

Speaker on the issue – Corporate Secretary of PJSC Enel Russia Sedova Zhanna Igorevna.

Zh.I. Sedova told about the main amendments proposed to be introduced into the Regulation on payment of remuneration and compensations to members of Board of Directors of PJSC Enel Russia, and noted that the proposed amendments to be introduced into the Regulation on payment of remuneration and compensation to members of Board of Directors of PJSC Enel Russia will allow the Company to comply with best practices of corporate governance recommended by the Corporate Governance Code (recommended by the letter of the Central Bank of the Russian Federation № 06-52/2463 dd. 10.04.2014).

Voting upon issue 9.

| | |
|---|-----------------|
| The number of votes belonging to persons included in the list of shareholders entitled to participate in the general shareholders' meeting on this issue of the agenda of the General Shareholders' Meeting is | 35 371 898 370 |
| The number of votes accounting for voting shares of the Company under this issue of the agenda of the General Shareholders' Meeting, determined taking into account provisions of cl. 4.20 of the Regulation is | 35 371 898 370 |
| The number of votes belonging to persons that participated in the General Shareholders' Meeting on this issue of the agenda of the General Shareholders' Meeting is | 30 942 462 032 |
| The QUORUM for passing a resolution on this agenda issue is present | 87.4775% |

Voting results:

| Voting options | Number of votes cast for each voting option | % of participating in the meeting |
|--|---|-----------------------------------|
| FOR | 30 020 001 292 | 97.0188 |
| AGAINST | 648 253 981 | 2.0950 |
| ABSTAINED | 272 936 140 | 0.8821 |
| Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation | | |
| Nullified | 27 014 | 0.0001 |
| Other grounds | 1 243 605 | 0.0040 |
| TOTAL: | 30 942 462 032 | 100.0000 |

Based on the results of the voting at the Meeting, the following resolution is adopted for issue 9:

«9. To approve the new version of the Regulation on payment of remuneration and compensations to members of Board of Directors of PJSC Enel Russia (Appendix 5) ».

ISSUE № 10: Consent for conclusion of the agreement for transfer of contracts for delivery of capacity of the renewable generating facility to be made by PJSC Enel Russia to LLC Enel Rus Wind Kola as a related-party transaction.

Speaker on the issues 10, 11 – Head of Investment Management Mariyam Musrepova.

On the issues 10, 11 M. Musrepova informed according to the results of the competitive selection of renewable energy sources (RES) projects, held in 2017, PJSC Enel Russia received the right to build wind power stations with a capacity of 200.97 MW in the Murmansk region and 90.09 MW in the Rostov region, which resulted in conclusion of contracts for delivery of capacity of the renewable generating facility (RES DPM). The execution of the projects will be carried out by the subsidiaries of PJSC Enel Russia - LLC Enel Rus Wind Kola and LLC Enel Rus Wind Azov. The RES DPM contracts should be transferred from PJSC Enel Russia to LLC Enel Rus Wind Kola and LLC Enel Rus Wind Azov.

Voting upon issue 10.

| | |
|---|-----------------|
| The number of votes belonging to persons included in the list of shareholders entitled to participate in the general shareholders' meeting on this issue, not acting as the related parties in this transaction, is | 15 411 419 899 |
| The number of votes accounting for voting shares of the Company, held by persons, not acting as the related parties in this transaction, under this issue, determined taking into account provisions of cl. 4.20 of the Regulation is | 15 411 419 899 |
| The number of votes belonging to persons, not acting as the related parties in this transaction, that participated in the General Shareholders' Meeting on this issue is | 10 981 983 561 |
| The QUORUM for passing a resolution on this agenda issue is present | 71.2587% |

Voting results:

| Voting options | Number of votes cast for each voting option | % of participating in the meeting |
|--|---|-----------------------------------|
| FOR | 7 681 703 598 | 71.5751 |
| AGAINST | 2 723 718 857 | 25.3786 |
| ABSTAINED | 326 934 601 | 3.0463 |
| Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation | | |
| Nullified | 8 808 325 | |
| Other grounds | 240 818 180 | |
| TOTAL: | 10 981 983 561 | 100.0000 |

Based on the results of the voting at the Meeting, the following resolution is adopted for issue 10:

«10. To give consent for conclusion of the agreement for transfer of contracts for delivery of capacity of the renewable generating facility (the DPM contracts) to be made by PJSC Enel Russia to LLC Enel Rus Wind Kola as a related-party transaction on the following essential terms and conditions:

| | |
|---------------------------------|--|
| Parties of the agreement | Transferor – PJSC Enel Russia. Transferee – LLC Enel Rus Wind Kola. JSC Trading System Administrator of Wholesale Electricity Market Transactions. |
| Subject of the agreement | Transfer by the Transferor of all rights and obligations under the DPM contracts to the Transferee, as a result of which the Transferor shall be completely replaced by the Transferee in accordance with all conditions and requirements of the DPM contracts. DPM contracts are made with respect to the delivery of capacity of the renewable generating facility of awarded capacity of 200.97 MW. Aggregated value of the assigned rights under DPM contracts is equal to the maximum cost of capacity of the renewable generating facility during the delivery period and exceeds 10 BRUB, excl. VAT. |
| Price of the agreement | Free of charge. |

The persons having interest in transaction and the bases on which persons having interest in transaction are as follows: Enel Investment Holding B.V. shall be admitted as the entity having interest in transaction since it is the controlling entity of PJSC Enel Russia owing its shares in direct possession (share in authorized capital shall make 56,43%) and the controlling entity of LLC Enel Rus Wind Kola owing shares in authorized capital of LLC Enel Rus Wind Kola in indirect possession through participation in authorized capital of PJSC Enel Russia, owning 100% of shares in authorized capital of LLC Enel Rus Wind Kola, and Enel S.p.A. shall be admitted as the entity having interest in transaction since Enel S.p.A. is the controlling entity of PJSC Enel Russia owing its shares in indirect possession through 100% of participation in authorized capital of Enel Investment Holding B.V. and the controlling entity of LLC Enel Rus Wind Kola owing its shares in indirect possession».

ISSUE № 11: Consent for conclusion of the agreement for transfer of contracts for delivery of capacity of the renewable generating facility to be made by PJSC Enel Russia to LLC Enel Rus Wind Azov as a related-party transaction.

Voting upon issue 11.

| | |
|---|-----------------|
| The number of votes belonging to persons included in the list of shareholders entitled to participate in the general shareholders' meeting on this issue, not acting as the related parties in this transaction, is | 15 411 419 899 |
| The number of votes accounting for voting shares of the Company, held by persons, not acting as the related parties in this transaction, under this issue, determined taking into account provisions of cl. 4.20 of the Regulation is | 15 411 419 899 |
| The number of votes belonging to persons, not acting as the related parties in this transaction, that participated in the General Shareholders' Meeting on this issue is | 10 981 983 561 |
| The QUORUM for passing a resolution on this agenda issue is present | 71.2587% |

Voting results:

| Voting options | Number of votes cast for each voting option | % of participating in the meeting |
|--|---|-----------------------------------|
| FOR | 7 681 585 673 | 71.5156 |
| AGAINST | 2 723 822 689 | 25.3588 |
| ABSTAINED | 335 719 412 | 3.1256 |
| Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation | | |
| Nullified | 37 607 | |
| Other grounds | 240 818 180 | |
| TOTAL: | 10 981 983 561 | 100.0000 |

Based on the results of the voting at the Meeting, the following resolution is adopted for issue 11:

«11. To give consent for conclusion of the agreement for transfer of contracts for delivery of capacity of the renewable generating facility (the DPM contracts) to be made by PJSC Enel Russia to LLC Enel Rus Wind Azov as a related-party transaction on the following essential terms and conditions:

| | |
|---------------------------------|---|
| Parties of the agreement | Transferor – PJSC Enel Russia. Transferee – LLC Enel Rus Wind Azov. JSC Trading System Administrator of Wholesale Electricity Market Transactions. |
| Subject of the agreement | Transfer by the Transferor of all rights and obligations under the DPM contracts to the Transferee, as a result of which the Transferor shall be completely replaced by the Transferee in accordance with all conditions and requirements of the DPM contracts. DPM contracts are made with respect to the delivery of capacity of the renewable generating facility of awarded capacity of 90.09 MW. Aggregated value of assigned rights under DPM contracts is equal to the maximum cost of capacity of the renewable generating facility during the delivery period and exceeds 10 BRUB, excl. VAT. |
| Price of the agreement | Free of charge. |

The persons having interest in transaction and the bases on which persons having interest in transaction are as follows: Enel Investment Holding B.V. shall be admitted as the entity having interest in transaction since it is the controlling entity of PJSC Enel Russia owing its shares in direct possession (share in authorized capital shall make 56,43%) and the controlling entity of LLC Enel Rus Wind Azov owing shares in authorized capital of LLC Enel Rus Wind Azov in indirect possession through participation in authorized capital of PJSC Enel Russia, owning 100% of shares

in authorized capital of LLC Enel Rus Wind Azov, and Enel S.p.A. shall be admitted as the entity having interest in transaction since Enel S.p.A. is the controlling entity of PJSC Enel Russia owing its shares in indirect possession through 100% of participation in authorized capital of Enel Investment Holding B.V. and the controlling entity of LLC Enel Rus Wind Azov owing its shares in indirect possession».

ISSUE № 12: Consent for an Independent Guarantee to be issued by PJSC Enel Russia for LLC Enel Rus Wind Kola as a related-party transaction.

Speaker on the issues 12, 13 – Head of Finance and Insurance Nina Vasilyevna Leonova.

On the issues 12, 13 N.V. Leonova informed that for the execution of projects for the construction of wind farms, contracts for supply of turbines would be concluded, within the framework of which the provision of an independent guarantee by PJSC Enel Russia is required. Then the essential terms of transactions submitted for consideration of the PJSC Enel Russia General Shareholders' Meeting were announced.

Voting upon issue 12.

| | |
|---|-----------------|
| The number of votes belonging to persons included in the list of shareholders entitled to participate in the general shareholders' meeting on this issue, not acting as the related parties in this transaction, is | 15 411 419 899 |
| The number of votes accounting for voting shares of the Company, held by persons, not acting as the related parties in this transaction, under this issue, determined taking into account provisions of cl. 4.20 of the Regulation is | 15 411 419 899 |
| The number of votes belonging to persons, not acting as the related parties in this transaction, that participated in the General Shareholders' Meeting on this issue is | 10 981 983 561 |
| The QUORUM for passing a resolution on this agenda issue is present | 71.2587% |

Voting results:

| Voting options | Number of votes cast for each voting option | % of participating in the meeting |
|--|---|-----------------------------------|
| FOR | 7 681 501 237 | 71.5152 |
| AGAINST | 2 723 582 965 | 25.3567 |
| ABSTAINED | 335 992 371 | 3.1281 |
| Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation | | |
| Nullified | 88 808 | |
| Other grounds | 240 818 180 | |
| TOTAL: | 10 981 983 561 | 100.0000 |

Based on the results of the voting at the Meeting, the following resolution is adopted for issue 12:

«12. To give consent for issuance of the Independent Guarantee by PJSC Enel Russia for LLC Enel Rus Wind Kola as a related-party transaction on the following essential terms and conditions:

| | |
|---------------------------------|---|
| Parties of the Guarantee | PJSC Enel Russia – the Guarantor; LLC Enel Rus Wind Kola – the Guaranteed Party; “Siemens Gamesa Renewable Energy” LLC – the Guarantee Beneficiary |
| Subject of the Guarantee | The Guarantor shall indemnify the Guarantee Beneficiary against all losses and expenses, up to the amount of the guarantee, which may be incurred by the Guarantee Beneficiary in connection with the Guaranteed Party's failure to perform obligations under the Turbine Supply Agreement (“TSA”). TSA will be entered into between the Guarantee Beneficiary and the Guaranteed Party in connection with the project for wind farm construction of 200.97 MW in Murmansk region (hereinafter referred to |

| | |
|------------------------|---|
| | as the “Project”). |
| Value of the Guarantee | Shall not exceed ninety nine million seven hundred thousand (99,700,000.00) EUR and four billion six hundred million (4.600.000.000,00) RUB The amount of the Guarantee shall be automatically decreased by the amount paid by the Guaranteed Party under TSA. |
| The Guarantee Term | Valid from the date of issuance till the earlier of a) fulfilment by the Guaranteed Party of its obligations under TSA or b) 28.02.2022. |
| The Guarantee Fee Rate | 0% |

The persons having interest in transaction and the bases on which persons having interest in transaction are as follows: Enel Investment Holding B.V. shall be admitted as the entity having interest in transaction since it is the controlling entity of PJSC Enel Russia owing its shares in direct possession (share in authorized capital shall make 56,43%) and the controlling entity of LLC Enel Rus Wind Kola owing shares in authorized capital of LLC Enel Rus Wind Kola in indirect possession through participation in authorized capital of PJSC Enel Russia, owning 100% of shares in authorized capital of LLC Enel Rus Wind Kola, and Enel S.p.A. shall be admitted as the entity having interest in transaction since Enel S.p.A. is the controlling entity of PJSC Enel Russia owing its shares in indirect possession through 100% of participation in authorized capital of Enel Investment Holding B.V. and the controlling entity of LLC Enel Rus Wind Kola owing its shares in indirect possession».

ISSUE № 13: Consent for an Independent Guarantee to be issued by PJSC Enel Russia for LLC Enel Rus Wind Azov as a related-party transaction.

Voting upon issue 13.

| | |
|---|-----------------|
| The number of votes belonging to persons included in the list of shareholders entitled to participate in the general shareholders’ meeting on this issue, not acting as the related parties in this transaction, is | 15 411 419 899 |
| The number of votes accounting for voting shares of the Company, held by persons, not acting as the related parties in this transaction, under this issue, determined taking into account provisions of cl. 4.20 of the Regulation is | 15 411 419 899 |
| The number of votes belonging to persons, not acting as the related parties in this transaction, that participated in the General Shareholders’ Meeting on this issue is | 10 981 983 561 |
| The QUORUM for passing a resolution on this agenda issue is present | 71.2587% |

Voting results:

| Voting options | Number of votes cast for each voting option | % of participating in the meeting |
|--|---|-----------------------------------|
| FOR | 7 681 365 124 | 71.5138 |
| AGAINST | 2 723 721 226 | 25.3579 |
| ABSTAINED | 336 010 369 | 3.1283 |
| Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation | | |
| Nullified | 64 749 | |
| Other grounds | 240 822 093 | |
| TOTAL: | 10 981 983 561 | 100.0000 |

Based on the results of the voting at the Meeting, the following resolution is adopted for issue 13:
«13. To give consent for issuance of the Independent Guarantee by PJSC Enel Russia for LLC Enel Rus Wind Azov as a related-party transaction on the following essential terms and conditions:

| | |
|---------------------------------|---|
| Parties of the Guarantee | PJSC Enel Russia – the Guarantor; LLC Enel Rus Wind Azov – the Guaranteed Party; “Siemens Gamesa Renewable Energy” LLC – the Guarantee Beneficiary. |
| Subject of the Guarantee | The Guarantor shall indemnify the Guarantee Beneficiary against all losses and expenses, up to the amount of the guarantee, which may be incurred by the Guarantee Beneficiary in connection with the Guaranteed Party’s failure to perform obligations under the Turbine Supply Agreement (“TSA”). TSA will be entered into between the Guarantee Beneficiary and the Guaranteed Party in connection with the project for wind farm construction of 90.09 MW in Azov, Rostov region (hereinafter referred to as the “Project”). |
| Value of the Guarantee | Shall not exceed forty five million (45,000,000.00) EUR and two billion one hundred million (2.100.000.000,00) RUB. The amount of the Guarantee shall be automatically decreased by the amount paid by the Guaranteed Party under TSA. |
| The Guarantee Term | Valid from the date of issuance till the earlier of a) fulfilment by the Guaranteed Party of its obligations under TSA or b) 01.03.2021. |
| The Guarantee Fee Rate | 0% |

The persons having interest in transaction and the bases on which persons having interest in transaction are as follows: Enel Investment Holding B.V. shall be admitted as the entity having interest in transaction since it is the controlling entity of PJSC Enel Russia owing its shares in direct possession (share in authorized capital shall make 56,43%) and the controlling entity of LLC Enel Rus Wind Azov owing shares in authorized capital of LLC Enel Rus Wind Azov in indirect possession through participation in authorized capital of PJSC Enel Russia, owning 100% of shares in authorized capital of LLC Enel Rus Wind Azov, and Enel S.p.A. shall be admitted as the entity having interest in transaction since Enel S.p.A. is the controlling entity of PJSC Enel Russia owing its shares in indirect possession through 100% of participation in authorized capital of Enel Investment Holding B.V. and the controlling entity of LLC Enel Rus Wind Azov owing its shares in indirect possession».

ISSUE № 14: Consent for conclusion of Suretyship Agreement by PJSC Enel Russia for the obligations of LLC Enel Rus Wind Kola as a related-party transaction.

Speaker on the issues 14, 15 – Head of Finance and Insurance Nina Vasilyevna Leonova.

On the issues 14-15 N.V. Leonova informed that credit contracts would be signed in order to fund the costs related to construction of the windfarms as well as to refinance the previous expenses related to these projects. Within the framework of credit contracts, the suretyship of PJSC Enel Russia is required on the essential terms announced by the speaker.

Voting upon issue 14.

| | |
|---|-----------------|
| The number of votes belonging to persons included in the list of shareholders entitled to participate in the general shareholders’ meeting on this issue, not acting as the related parties in this transaction, is | 15 411 419 899 |
| The number of votes accounting for voting shares of the Company, held by persons, not acting as the related parties in this transaction, under this issue, determined taking into account provisions of cl. 4.20 of the Regulation is | 15 411 419 899 |
| The number of votes belonging to persons, not acting as the related parties in this transaction, that participated in the General Shareholders’ Meeting on this issue is | 10 981 983 561 |
| The QUORUM for passing a resolution on this agenda issue is present | 71.2587% |

Voting results:

| Voting options | Number of votes cast for each voting option | % of participating in the meeting |
|--|---|-----------------------------------|
| FOR | 7 434 128 111 | 69.2162 |
| AGAINST | 2 723 721 537 | 25.3595 |
| ABSTAINED | 582 599 536 | 5.4243 |
| Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation | | |
| Nullified | 722 925 | |
| Other grounds | 240 811 452 | |
| TOTAL: | 10 981 983 561 | 100.0000 |

Based on the results of the voting at the Meeting, the following resolution is adopted for issue 14:

«14. To give consent for the conclusion of Suretyship Agreement by PJSC Enel Russia for the obligations of LLC Enel Rus Wind Kola under the Credit Contract concluded with Bank(s) (hereinafter referred to as the «Credit Contract») as a related-party transaction on the following essential terms and conditions:

| | |
|--|---|
| Parties of Suretyship Agreement | PJSC Enel Russia – the Suretyship Provider; Bank(s) – the Lender(s) |
| Beneficiary | LLC Enel Rus Wind Kola – the Borrower; |
| Bank(s) | <p>A financial institution, which satisfies the following criteria:</p> <p>For commercial banks: with a credit rating not lower than the level of the country rating of the Russian Federation minus 2 notches (S&P, Fitch or Moody's) at the date of entering the deal, or which is among the top ten Russian banks by amount of net assets at the date of entering the deal.</p> <p>For other financial institutions (including banks for development): with a credit rating not below the level of the country rating of the Russian Federation minus 2 notches (S&P, Fitch or Moody's) at the date of entering the deal, and with value of Total Assets of at least 100 billion rubles.</p> <p>The financial institution shall be selected by the Borrower under the results of consideration of the relevant proposals.</p> |
| Subject of Suretyship Agreement | <p>The issue of Suretyship by the Suretyship Provider to the Bank to secure due performance all obligations of the Borrower under the Credit Contract signed between the Borrower and Bank (the Lender) including return of all amount of the credit and the interest for use of other party's funds added according to Art. 395 of the Civil Code of the Russian Federation, in case of invalidity or recognition of the Credit Contract uncompleted, payment of interest charged on the credit (including potential increase of the interest rate according to the terms of the Credit Contract), payment of commissions and penalties mentioned in the Credit Contract, reimbursement of legal costs of the debt recovering and other losses caused by the failure of the Borrower to perform its obligations under the Credit Contract.</p> <p>The Suretyship Provider shall undertake to bear joint responsibility towards the Lender for due performance by the Borrower of his obligations under the Credit Contract.</p> <p>The Credit Contract shall be entered between the Borrower and Bank for the purposes of financing costs related to the project for construction of renewable generating facility (wind farm) with designed capacity of 200.97 MW in Murmansk region (hereinafter referred to as the</p> |

| | |
|---|---|
| | “Project”) and/or to refinance the costs incurred earlier in relation to the Project. |
| Limit of shared responsibility of the Suretyship Provider towards Bank(s) | Shall not exceed 32.000.000.000,00 (thirty two billion) RUB |
| Tenor of the Suretyship | not more than 20 years |
| Interest on the Suretyship | The Suretyship Provider shall provide Suretyship free of charge |

The persons having interest in transaction and the bases on which persons having interest in transaction are as follows: Enel Investment Holding B.V. (Netherlands) shall be admitted as the entity having interest in transaction since it is the controlling entity of PJSC Enel Russia owing its shares in direct possession (share in authorized capital shall make 56,43%) and the controlling entity of LLC Enel Rus Wind Kola owing shares in authorized capital of LLC Enel Rus Wind Kola in indirect possession through participation in authorized capital of PJSC Enel Russia, owning 100% of shares in authorized capital of LLC Enel Rus Wind Kola, and Enel S.p.A. (Italy) shall be admitted as the entity having interest in transaction since Enel S.p.A. (Italy) is the controlling entity of PJSC Enel Russia owing its shares in indirect possession through 100% of participation in authorized capital of Enel Investment Holding B.V. and the controlling entity of LLC Enel Rus Wind Kola owing its shares in indirect possession.

Other conditions of a Suretyship shall be determined by the Sole Executive Body of the Suretyship Provider on his discretion».

ISSUE № 15: Consent for conclusion of a Suretyship Agreement by PJSC Enel Russia for the obligations of LLC Enel Rus Wind Azov as a related-party transaction.

Voting upon issue 15.

| | |
|---|-----------------|
| The number of votes belonging to persons included in the list of shareholders entitled to participate in the general shareholders’ meeting on this issue, not acting as the related parties in this transaction, is | 15 411 419 899 |
| The number of votes accounting for voting shares of the Company, held by persons, not acting as the related parties in this transaction, under this issue, determined taking into account provisions of cl. 4.20 of the Regulation is | 15 411 419 899 |
| The number of votes belonging to persons, not acting as the related parties in this transaction, that participated in the General Shareholders’ Meeting on this issue is | 10 981 983 561 |
| The QUORUM for passing a resolution on this agenda issue is present | 71.2587% |

Voting results:

| Voting options | Number of votes cast for each voting option | % of participating in the meeting |
|--|---|-----------------------------------|
| FOR | 7 434 478 123 | 69.2491 |
| AGAINST | 2 723 748 588 | 25.3706 |
| ABSTAINED | 577 619 741 | 5.3803 |
| Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation | | |
| Nullified | 5 325 657 | |
| Other grounds | 240 811 452 | |
| TOTAL: | 10 981 983 561 | 100.0000 |

Based on the results of the voting at the Meeting, the following resolution is adopted for issue 15:

«15. To give consent for conclusion of a Suretyship Agreement by PJSC Enel Russia for the obligations of LLC Enel Rus Wind Azov under the Credit Contract concluded with Bank(s)

(hereinafter referred to as «Credit Contract») as a related-party transaction on the following essential terms and conditions:

| | |
|--|---|
| Parties of Suretyship Agreement | PJSC Enel Russia – the Suretyship Provider; Bank(s) – the Lender(s) |
| Beneficiary | LLC Enel Rus Wind Azov – the Borrower; |
| Bank(s) | <p>A financial institution, which satisfies the following criteria:</p> <p>1.For commercial banks: with a credit rating not lower than the level of the country rating of the Russian Federation minus 2 notches (S&P, Fitch or Moody's) at the date of entering the deal, or which is among the top ten Russian banks by amount of net assets at the date of entering the deal.</p> <p>2.For other financial institutions (including banks for development): with a credit rating not below the level of the country rating of the Russian Federation minus 2 notches (S&P, Fitch or Moody's) at the date of entering the deal, and with value of Total Assets of at least 100 billion rubles.</p> <p>The financial institution shall be selected by the Borrower under the results of consideration of the relevant proposals.</p> |
| Subject of Suretyship Agreement | <p>The issue of Suretyship by the Suretyship Provider to the Bank to secure due performance all obligations of the Borrower under the Credit Contract signed between the Borrower and Bank (the Lender) including return of all amount of the credit and the interest for use of other party's funds added according to Art. 395 of the Civil Code of the Russian Federation, in case of invalidity or recognition of the Credit Contract uncompleted, payment of interest charged on the credit (including potential increase of the interest rate according to the terms of the Credit Contract), payment of commissions and penalties mentioned in the Credit Contract, reimbursement of legal costs of the debt recovering and other losses caused by the failure of the Borrower to perform its obligations under the Credit Contract.</p> <p>The Suretyship Provider shall undertake to bear joint responsibility towards the Lender for due performance by the Borrower of his obligations under the Credit Contract.</p> <p>The Credit Contract shall be entered between the Borrower and Bank for the purposes of financing costs related to the project for construction of renewable generating facility (wind farm) with designed capacity of 90.09 MW in Azov, Rostov region (hereinafter referred to as the “Project”) and/or to refinance the costs incurred earlier in relation to the Project.</p> |
| Limit of shared responsibility of the Suretyship Provider towards Bank(s) | Shall not exceed 15.000.000.000,00 (fifteen billion) RUB |
| Tenor of the Suretyship | not more than 20 years |
| Interest on the Suretyship | The Suretyship Provider shall provide the Suretyship free of charge |

The persons having interest in transaction and the bases on which persons having interest in transaction are as follows: Enel Investment Holding B.V. shall be admitted as the entity having interest in transaction since it is the controlling entity of PJSC Enel Russia owing its shares in direct possession (share in authorized capital shall make 56,43%) and the controlling entity of LLC Enel Rus Wind Azov owing shares in authorized capital of LLC Enel Rus Wind Azov Kola in indirect possession through participation in authorized capital of PJSC Enel Russia, owning 100%

of shares in authorized capital of LLC Enel Rus Wind Azov, and Enel S.p.A. shall be admitted as the entity having interest in transaction since Enel S.p.A. is the controlling entity of PJSC Enel Russia owing its shares in indirect possession through 100% of participation in authorized capital of Enel Investment Holding B.V. and the controlling entity of LLC Enel Rus Wind Azov owing its shares in indirect possession.

Other conditions of a Suretyship shall be determined by the Sole Executive Body of the Suretyship Provider on his discretion».

ISSUE № 16: Consent for conclusion of loan agreement between PJSC Enel Russia and LLC Enel Rus Wind Kola as a related-party transaction.

Speaker on the issue – Head of Finance and Insurance Nina Vasilyevna Leonova.

N.V. Leonova informed that the loan is provided for financing of payments required to ensure due execution of the agreements and activities related to construction of the 200.97 MW wind power plant (windfarm) in Murmansk region, as well as for operating and financial costs of the Borrower, and listed the main terms and conditions of the transaction.

Voting upon issue 16.

| | |
|---|-----------------|
| The number of votes belonging to persons included in the list of shareholders entitled to participate in the general shareholders' meeting on this issue, not acting as the related parties in this transaction, is | 15 411 419 899 |
| The number of votes accounting for voting shares of the Company, held by persons, not acting as the related parties in this transaction, under this issue, determined taking into account provisions of cl. 4.20 of the Regulation is | 15 411 419 899 |
| The number of votes belonging to persons, not acting as the related parties in this transaction, that participated in the General Shareholders' Meeting on this issue is | 10 981 983 561 |
| The QUORUM for passing a resolution on this agenda issue is present | 71.2587% |

Voting results:

| Voting options | Number of votes cast for each voting option | % of participating in the meeting |
|--|---|-----------------------------------|
| FOR | 7 434 760 091 | 69.2515 |
| AGAINST | 2 723 725 120 | 25.3703 |
| ABSTAINED | 577 403 231 | 5.3782 |
| Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation | | |
| Nullified | 5 283 667 | |
| Other grounds | 240 811 452 | |
| TOTAL: | 10 981 983 561 | 100.0000 |

Based on the results of the voting at the Meeting, the following resolution is adopted for issue 16:

«**16. To give consent for the conclusion of loan agreement between PJSC Enel Russia and LLC Enel Rus Wind Kola as a related-party transaction on the following essential terms and conditions:**

| | |
|---------------------------------|---|
| Parties of the Agreement | PJSC Enel Russia – the Lender; LLC Enel Rus Wind Kola – the Borrower |
| Subject of the Agreement | Provision of loans (tranches) by the Lender to the Borrower |
| Special purpose loan | Loans are provided to finance payments, which are necessary for due performance of agreements and activities related to the the project for construction of renewable generating facility (wind farm) with designed capacity of 200.97 MW in Murmansk region (hereinafter referred to as |

| | |
|-----------------------------------|--|
| | the “Project”), as well as for operational and financial expenses of the Borrower. |
| Max Loan Amount | Shall not exceed 5.500.000.000,00 (five billion five hundred million) RUB. |
| Rate | 0% |
| Maturity | Final maturity of each separate tranche will not exceed 20 years from the date of signing of each drawdown notice. |
| Other terms and conditions | Amount, final maturity, repayment schedule and other terms and conditions to be defined in each specific drawdown notice within the above limits. |

The persons having interest in transaction and the bases on which persons having interest in transaction are as follows: Enel Investment Holding B.V. shall be admitted as the entity having interest in transaction since it is the controlling entity of PJSC Enel Russia owing its shares in direct possession (share in authorized capital shall make 56,43%) and the controlling entity of LLC Enel Rus Wind Kola owing shares in authorized capital of LLC Enel Rus Wind Kola in indirect possession through participation in authorized capital of PJSC Enel Russia, owning 100% of shares in authorized capital of LLC Enel Rus Wind Kola, and Enel S.p.A. shall be admitted as the entity having interest in transaction since Enel S.p.A. is the controlling entity of PJSC Enel Russia owing its shares in indirect possession through 100% of participation in authorized capital of Enel Investment Holding B.V. and the controlling entity of LLC Enel Rus Wind Kola owing its shares in indirect possession».

The agenda contains no more issues. The Company’s management answered the questions received from shareholders. The Chairman announced that the discussion of the meeting agenda issue was over.

The Registrar’s Authorized Representative announced the voting results.
The Chairman declared the Meeting closed.

These Minutes are drawn up on 21 pages in two copies.

The following is attached to the present minutes of meeting:

1. The Annual Report of PJSC Enel Russia for 2017 on ___ pages in 1 copy;
2. The Annual Financial Statements of PJSC Enel Russia for 2017 on ___ pages in 1 copy;
3. Revised PJSC Enel Russia Charter on ___pages in 1 copy;
4. Regulation "On the procedure for convening and holding meetings of the Board of Directors of PJSC Enel Russia" on ___ pages in 1 copy.
5. The Minutes of Meeting of the Counting Board on the voting results at the General Shareholders’ Meeting dated June 15, 2017 with Annexes on ___ pages in 1 copies.

Chairman

S.M Zweguintzow

Secretary

Zh.I. Sedova