

**DRAFT RESOLUTION OF EXTRAORDINARY GENERAL SHAREHOLDERS' MEETING  
of Public Joint-Stock Company Enel Russia**

**The place of location: Yekaterinburg. The address: ul. Khokhryakova, 10, Yekaterinburg, Sverdlovsk  
Oblast, Russian Federation 620014**

**Date of the end of acceptance of voting ballots: July 22, 2019**

The issue of agenda was submitted for consideration by the General shareholders' meeting on the initiative of the Board of Directors.

**ISSUE №1: Approval of major transaction.**

**RESOLUTION: 1. To approve the major transaction under the following terms and conditions:**

Parties of the sale purchase agreement	PJSC Enel Russia – the Seller, JSC Kuzbassenergo – the Purchaser.
Subject matter of the sale purchase agreement	The Seller shall sell and the Purchaser shall purchase the assets constituting Reftinskaya GRES, a thermal power plant located in Reftinskiy, Sverdlovsk region, including movable and immovable assets, as well as the stocks of coal, raw materials and spare parts.
Price of the sale purchase agreement	No less than 21 (twenty one) BRUR (net of VAT RF) subject to price adjustments (by up to 5%).
Timeline for Transfer of Title to Reftinskaya GRES property to the Purchaser	Within 18 months from signing and taking effect of the sale purchase agreement.