



**PUBLIC JOINT STOCK COMPANY
Enel Russia**

**MINUTES № 1/19
of Annual General Shareholders' Meeting**

Full Company Name: Public Joint-Stock Company Enel Russia (hereinafter the “Company”).
Company Location: Yekaterinburg, **the address:** 10, Khokhryakova street, Yekaterinburg, Sverdlovsk Oblast, Russian Federation, 620014.
Type of General Shareholders' Meeting: Annual.
Meeting Form: Meeting.
Date on which persons entitled to participate in the General Meeting are determined (fixed): May 24, 2019.
Meeting Date: June 18, 2019.
Meeting Location: Conference Hall, Radisson Slavyanskaya hotel, pl. Evropy, 2, Moscow, Russia.
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: 14:45.
Time of Start of Vote Counting: 14:55.
Time of Meeting Closure: 15:50.
Postal Address for Receipt of Filled Voting Ballots: 18, building 13, Stromynka Street, Moscow, 107996, Russia, JSC «IRC – R.O.S.T.».
Meeting Chairman: Stephane Maurice Zweguintzow, Chairman of the Board of Directors of PJSC Enel Russia.
Meeting Secretary: Sedova Zhanna Igorevna.
Person who confirmed the adoption of decisions by the General Shareholders' Meeting and the composition of the persons present at their adoption: Joint-Stock Company “Independent Registrar Company R.O.S.T.” (Registrar acting as the counting commission), location and address: Moscow; 107996, Moscow, str. Stromynka, 18, building 13. **Registrar's Authorised Representatives:** Akhmatov Igor Vladimirovich, Visyulina Olga Petrovna.
Date of Minutes Compiling: June 18, 2019.

These Minutes use the following term: “Regulation” – the Regulation on General Meetings of Shareholders, endorsed by the Central Bank of the Russian Federation on 16.11.2018 No. 660-II.

Meeting Presidium:

Stephane Maurice Zweguintzow
Carlo Palasciano Villamagna
Zhanna Igorevna Sedova

Chairman of the Board of Directors of PJSC Enel Russia
General Director of PJSC Enel Russia
Corporate secretary of PJSC Enel Russia

The Registrar's Authorized Representative (Akhmatov I.V.) 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 General Shareholders' Meeting PJSC Enel Russia (hereinafter the "Meeting") was authorized.

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 2018.**
- 2. Approval of the annual accounting (financial) statements for the year 2018.**
- 3. Approval of the distribution of profit (including the payment (announcement) of dividends) of PJSC Enel Russia upon the results of 2018 year.**
- 4. Election of the members of the Board of Directors of PJSC Enel Russia.**
- 5. Approval of a new version of the Charter of PJSC Enel Russia.**
- 6. Election of the members of the Internal Audit Commission of PJSC Enel Russia and the early termination of their powers.**
- 7. Termination of the Company's internal documents.**
- 8. Approval of the Auditor of PJSC Enel Russia.**
- 9. Approval of a new version of the Regulation on payment of remuneration and compensations to members of Board of Directors and Board of Directors' Committees of PJSC Enel Russia.**
- 10. Consent for entering into the Directors and Officers liability insurance contracts as related-party transactions.**
- 11. Participation of PJSC Enel Russia in the Russia Renewable Energy Development Association.**

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) to the members of the Board of Directors, the management of PJSC Enel Russia, the Auditor, candidates to the Board of Directors and Internal Audit Commission of PJSC Enel Russia, 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 Adopted Resolutions.

ISSUE 1. Approval of the Annual Report of PJSC Enel Russia for the year 2018.

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

C. Palasciano spoke about the results of 2018, as well as the goals the following years. In particular, he reported on the dynamics of indicators in the sphere of labor protection and industrial safety, on key operating results, on the Company's capital expenditures in 2018. Then C. Palasciano reported on the progress of the Company in key areas of development, on the strategic plan for 2019-2021 in terms of dividends and capital expenditures, and announced the Company's obligations under the Sustainable Development Goals.

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. 4.24 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	30 463 118 452
The QUORUM for passing a resolution on this agenda issue is present	86.1224%

Voting results:

Voting options	Number of votes cast for each voting option	% of participating in the meeting
FOR	30 399 571 255	99.7914
AGAINST	28 997 405	0.0952
ABSTAINED	20 616 376	0.0677
Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation		
Nullified	296 654	0.0009
Other grounds	13 636 762	0.0448
TOTAL:	30 463 118 452	100.0000

The following resolution is adopted for issue 1:

1. To approve the Annual Report of PJSC Enel Russia for the year 2018 (Appendix 1).**ISSUE 2: Approval of the annual financial statements for the year 2018.**

Speaker on the issue - Accounting and Taxation Director - 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. 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 2018. The speaker announced key figures of the Company's financial statements for 2018 and told about its dynamics in comparison with 2017.

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. 4.24 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	30 463 118 452
The QUORUM for passing a resolution on this agenda issue is present	86.1224%

Voting results:

Voting options	Number of votes cast for each voting option	% of participating in the meeting
FOR	30 403 694 135	99.8049
AGAINST	28 994 617	0.0952
ABSTAINED	16 716 923	0.0549
Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation		
Nullified	74 532	0.0002
Other grounds	13 638 245	0.0448
TOTAL:	30 463 118 452	100.0000

The following resolution is adopted for issue 2:

2. To approve the annual financial statements of PJSC Enel Russia for the year 2018 (Appendix 2).

ISSUE 3: Approval of the distribution of profit (including the payment (announcement) of dividends) of PJSC Enel Russia upon the results of 2018 financial year.

Speaker on the issue - Accounting and Taxation Director - 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 2018, amounted to 5 081 million rubles. In addition, the Company has accumulated the profit in the amount of 16 060 million rubles. As of December 31, 2018, the maximum amount of the reserve fund was reached, so no contribution to it is required. The speaker also announced the recommendations of the Board of Directors on the profit distribution and payment of dividends based on the results for 2018 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. 4.24 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	30 463 118 452
The QUORUM for passing a resolution on this agenda issue is present	86.1224%

Voting results:

Voting options	Number of votes cast for each voting option	% of participating in the meeting
FOR	30 432 026 034	99.8979
AGAINST	665 423	0.0022
ABSTAINED	16 051 958	0.0527
Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation		
Nullified	734 275	0.0024
Other grounds	13 640 762	0.0448
TOTAL:	30 463 118 452	100.0000

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, 2018:

	(million RUR)
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Net profit (loss) of the reporting period subject to distribution (coverings):	5 081
Accumulated earnings as of December 31, 2017:	16 060
Distribute to: Legal reserve	-
Dividends	5 004
Coverings incurred losses	-
Accumulated earnings	16 137

3.2. To pay dividends on ordinary shares of PJSC Enel Russia on the results of fiscal year 2018 in the amount of 5,004 MRUB or 0.141471 rubles per one ordinary share.

To fix July 08, 2019 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.

The Registrar's Authorized Representative (Akhmatov I.V.) announced the preliminary results of voting on the fourth issue on the agenda, and explained the peculiarities of cumulative voting procedure.

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.

Z.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 S.p.A.,
- PFR Partners Fund I Limited,
- The Russian Prosperity Fund.

From Enel S.p.A.:

1	Stephane Maurice Zweguintzow
2	Simone Mori
3	Giancarlo Pescini
4	Marco Fragale
5	Maria Antonietta Giannelli
6	Andrea Palazzolo
7	Andrea Guaccero
8	Giuseppe Ferrara
9	Giuseppe Luzzio
10	Giorgio Callegari
11	Irina Nikolaevna Dushina

From PFR Partners Fund I Limited:

1	Laurent Nicolas Souvion
2	Tagir Alievich Sitdekov
3	Denis Mosolov

From The Russian Prosperity Fund:

1	Vitaly Yurievich Zarkhin
2	Andrey Vladimirovich Morozov

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

Besides, Sedova Z.I. reported that the Board of Directors of the Company, assessing the independence of candidates to the Board of Directors, recognized Andrea Palazzolo, Andrea Guaccero, Giorgio Callegari,

Vitaly Yurievich Zarkhin, Andrey Vladimirovich Morozov as independent candidates to the Board of Directors, and recommended to shareholders to elect a sufficient number of independent directors in order to comply with Moscow Exchange Listing Rules, as well as recommendations of the Corporate Governance Code of the Central Bank of the Russian Federation.

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. 4.24 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	335 094 302 972
The QUORUM for passing a resolution on this issue is present	86.1224%

Cumulative votes are distributed as follows:

No.	Full name of candidate	Number of votes cast for each voting option
FOR, distribution of votes by candidates		
1	Denis Mosolov	31 059 629 884
2	Stephane Maurice Zweguintzow	29 688 161 419
3	Andrea Guaccero	29 654 662 281
4	Maria Antonietta Giannelli	29 654 561 156
5	Simone Mori	29 653 865 482
6	Andrea Palazzolo	29 653 673 001
7	Giancarlo Pescini	29 653 398 502
8	Giorgio Callegari	29 652 786 827
9	Vitaly Yurievich Zarkhin	28 743 621 814
10	Tagir Alievich Sitdekov	28 001 852 549
11	Laurent Nicolas Souviron	28 001 630 350
12	Andrey Vladimirovich Morozov	11 371 543 313
13	Irina Nikolaevna Dushina	22 604 130
14	Giuseppe Ferrara	1 908 064
15	Giuseppe Luzzio	1 207 790
16	Marco Fragale	790 637
AGAINST		203 588
ABSTAINED		28 631 361
Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation		
Nullified		98 421 202
Other grounds		151 149 622
TOTAL:		335 094 302 972

The following resolution is adopted for issue 4:

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

1. Denis Mosolov
2. Stephane Maurice Zweguintzow
3. Andrea Guaccero
4. Maria Antonietta Giannelli
5. Simone Mori
6. Andrea Palazzolo
7. Giancarlo Pescini

8. Giorgio Callegari
9. Vitaly Yurievich Zarkhin
10. Tagir Alievich Sitdekov
11. Laurent Nicolas Souviron

ISSUE 5: Approval of a new version of the Charter of PJSC Enel Russia.

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

Z.I. Sedova told about the main amendments proposed to be introduced to the Charter of PJSC Enel Russia, including amendments concerning the termination of the Internal Audit Commission, the possibility of electronic voting, amendments in the competence of the Board of Directors, amendments in the list of grounds for recognizing a member of the Board of Directors as withdrawn.

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	30 463 118 452
The QUORUM for passing a resolution on this issue is present	86.1224%

Voting results:

Voting options	Number of votes cast for each voting option	% of participating in the meeting
FOR	27 671 245 412	90.8352
AGAINST	2 729 011 262	8.9584
ABSTAINED	48 619 850	0.1596
Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation		
Nullified	605 166	0.0020
Other grounds	13 636 762	0.0448
TOTAL:	30 463 118 452	100.0000

The following resolution is adopted for issue 5:

5. To approve the new version of the Company's Charter (Appendix 3).

ISSUE 6: Election of the members of the Internal Audit Commission of PJSC Enel Russia and the early termination of their powers.

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

Z.I. Sedova reported that the Company received a proposal on nomination of candidates to the Audit Commission from a single shareholder - Enel S.p.A. that holds 56.43% of shares.

Candidates from Enel S.p.A:

1	Nicoletta Pollio
2	Paolo Pirri
3	Kumlachew Marchetti Mechal Ebisa
4	Natalia Alexandrovna Khramova
5	Cristiano Bussi

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

Z.I. Sedova clarified that the General Shareholders' Meeting is invited to decide on the termination of the powers of the members of the Internal Audit Commission of PJSC Enel Russia from the date of state registration of changes in the Charter of PJSC Enel Russia, since the agenda of the Meeting includes the issue of approving the new version of the Charter, which does not provide availability of the Internal Audit Commission in the Company.

Voting upon item 1 of 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	30 463 118 452
The QUORUM for passing a resolution on this issue is present	86.1224%

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	Paolo Pirri	30 343 133 436	99.61	121 963	48 923 531	57 294 407	13 654 115
2	Natalia Alexandrovna Khramova	30 343 080 704	99.61	118 041	48 899 165	57 375 345	13 645 197
3	Nicoletta Pollio	30 342 840 349	99.61	123 019	49 367 234	57 142 735	13 645 115
4	Kumlachew Marchetti Mechal Ebisa	30 342 409 455	99.60	228 527	49 535 964	57 299 391	13 645 115
5	Cristiano Bussi	30 342 205 077	99.60	116 720	49 704 415	57 447 125	13 645 115

* - percentage of the present votes.

Voting upon item 2 of 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	30 463 118 452
The QUORUM for passing a resolution on this issue is present	86.1224%

Voting results:

Voting options	Number of votes cast for each voting option	% of participating in the meeting
FOR	30 370 718 620	99.6967
AGAINST	29 014 708	0.0952
ABSTAINED	49 688 666	0.1631
Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation		
Nullified	59 696	0.0002
Other grounds	13 636 762	0.0448
TOTAL:	30 463 118 452	100.0000

The following resolution is adopted for issue 6:

6.1 To elect the Internal Audit Commission of PJSC Enel Russia in the following composition:

- 1. Paolo Pirri**
- 2. Natalya Alexandrovna Khramova**
- 3. Nicoletta Pollio**
- 4. Kumlachew Marchetti Mechal Ebisa**
- 5. Cristiano Bussi.**

6.2 To terminate the powers of members of Internal Audit Commission of PJSC Enel Russia since the date of state registration of amendments to the Charter of PJSC Enel Russia.

ISSUE № 7: Termination of the Company's internal documents.

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

Z.I. Sedova clarified that the General Shareholders' Meeting is proposed to decide on the termination of the documents related to the activities of the Internal Audit Commission due to the fact that the agenda of the Meeting includes the issue of approving a new version of the Charter that does not stipulate existence of the Internal Audit Commission in the Company.

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	30 463 118 452
The QUORUM for passing a resolution on this issue is present	86.1224%

Voting results:

Voting options	Number of votes cast for each voting option	% of participating in the meeting
FOR	30 368 700 146	99.6901
AGAINST	29 103 020	0.0955
ABSTAINED	51 620 552	0.1695
Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation		
Nullified	57 972	0.0002
Other grounds	13 636 762	0.0447
TOTAL:	30 463 118 452	100.0000

The following resolution is adopted for issue 7:

7. From the date of state registration of amendments to the Charter of PJSC Enel Russia to terminate the following documents:

- Regulations on the Internal Audit Commission of the Company;
- Regulations on Payment of Remunerations and Compensations to the members of the Internal Audit Commission of the Company.

ISSUE № 8: Approval of the Auditor of PJSC Enel Russia.

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

The candidature of LLC Ernst & Young, selected by the Company as a result of the procurement procedures, is submitted to the General Shareholders' Meeting for consideration. LLC Ernst & Young is an auditor of the Company over the past 9 years, has a good understanding of the Company's activities, which will make it possible not to increase the cost of the auditor's services for 2019.

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	30 463 118 452
The QUORUM for passing a resolution on this issue is present	86.1224%

Voting results:

Voting options	Number of votes cast for each voting option	% of participating in the meeting
FOR	30 367 278 011	99.6854
AGAINST	29 794 730	0.0978
ABSTAINED	52 134 422	0.1711
Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation		
Nullified	274 286	0.0009
Other grounds	13 637 003	0.0448
TOTAL:	30 463 118 452	100.0000

The following resolution is adopted for issue 8:

8. To approve the Limited Liability Company Ernst & Young as the Auditor of PJSC Enel Russia.

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

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

Z.I. Sedova told about the main amendments proposed to be introduced into the Regulation on payment of remuneration and compensation to members of Board of Directors of PJSC Enel Russia and Board of Directors' Committees of PJSC Enel Russia in a new edition.

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	30 463 118 452
The QUORUM for passing a resolution on this agenda issue is present	86.1224%

Voting results:

Voting options	Number of votes cast for each voting option	% of participating in the meeting
FOR	29 946 320 089	98.3035
AGAINST	29 889 145	0.0981
ABSTAINED	473 201 436	1.5534
Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation		
Nullified	71 020	0.0002
Other grounds	13 636 762	0.0448
TOTAL:	30 463 118 452	100.0000

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 and Board of Directors' Committees of PJSC Enel Russia (Appendix 4).

ISSUE № 10: Consent for entering into the Directors and Officers liability insurance contracts as related-party transactions.

Speaker on the issue – Head of Finance and Insurance of PJSC Enel Russia Nina Vasilyevna Leonova. N.V. Leonova reported on terms of transactions submitted for consideration by the General Shareholders' Meeting of PJSC Enel Russia, and also noted that the conclusion of such contracts was previously approved by the General Shareholders' Meeting of PJSC Enel Russia.

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 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	30 463 118 452
The QUORUM for passing a resolution on this agenda issue is present	86.1224%

Voting results:

Voting options	Number of votes cast for each voting option	% of participating in the meeting
FOR	27 668 490 778	90.8262
AGAINST	2 730 291 854	8.9626
ABSTAINED	47 027 140	0.1544
Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation		
Nullified	3 662 819	0.0120
Other grounds	13 645 861	0.0448
TOTAL:	30 463 118 452	100.0000

The following resolution is adopted for issue 10:

10.1. To determine that the price of the directors and officers liability insurance contracts as related-party transactions, shall not exceed EUR 135 000 for the period of 3 years.

10.2. To give consent for entering into the directors and officers liability insurance contracts between PJSC Enel Russia and insurance company as related-party transactions on the following conditions:

Parties to the Contracts	Policyholder – PJSC Enel Russia, Insurer – insurance company, established and existing under the Russian Federation law, having experience in the Directors’ and Officers’ liability insurance, having a valid license to carry out the mentioned insurance activity according to the established in the Russian Federation procedure on the date of the execution of the insurance contract.
Subject Matter	In case of an insured event, Insurer shall pay the insurance indemnity according to the terms and conditions of the contracts and applicable law of the Russian Federation.
Insurance Object	Insured Party’s and/or insured individuals’ property interests in connection with the liability according to the applicable law to compensate losses of third parties in case of an insured event.
All Coverages	Cover A (Side A) Insured Person Liability The insurer shall pay the loss of each insured person resulting from a claim against the insured person except for and to the extent that the company has indemnified the insured person. Cover B (Side B) Company Reimbursement The insurer shall pay the loss of the company resulting from a claim against the insured person but only when and to the extent that the company has indemnified the insured person for the loss. Cover C – Global program Subsidiaries Directors Liability

	<p>The insurer shall pay the loss of the subsidiaries directors resulting from a claim against the director.</p> <p>Cover D – Global program Representation at Investigations and Examinations</p> <p>The insurer shall pay the investigations costs.</p> <p>Cover E – Global program Special Excess Protection for Non-Executive Directors</p> <p>The insurer shall pay the loss of each non-executive director resulting from a claim against the non-executive director.</p> <p>Cover F (Side C) Company Liability for Securities Claims</p> <p>The insurer shall pay the loss of the company resulting from a claim against the company for any wrongful act committed by such company arising from a securities claims.</p>
Insured Persons (Beneficiaries)	<p>Including but not limited to:</p> <ul style="list-style-type: none"> - members of board of directors, members of executive board, general director, of the Policyholder and its subsidiaries; - executive directors, heads of departments (functional directors) of the Policyholder and its subsidiaries; - statutory auditor, General Counsel or Risk Manager (or equivalent position) of the Policyholder and its subsidiaries. <p>Full list of insured persons is as per schedule and policy conditions of Directors & Officers Liability Insurance Policy.</p>
Annual insurance Premium	Shall not exceed EUR 45 000.
Limit of Liability	<p>Maximum EUR 35 000 000 each claim and aggregate for all loss of all insured persons, including defense costs</p> <p>Plus</p> <p>at least EUR 850 000 for each independent director.</p>
Policy Period	<p>At least 1 year.</p> <p>Provide for possible annual renewal during 3 years.</p>
Validity period for consent for entering into the contracts	3 years.

The persons having interest in transactions: members of the Board of Directors of PJSC Enel Russia, members of the Executive Board of PJSC Enel Russia, General Director of PJSC Enel Russia. The bases on which persons having interest in transaction are as follows: members of the Board of

Directors of PJSC Enel Russia, members of the Executive Board of PJSC Enel Russia, General Director of PJSC Enel Russia are the beneficiaries under the transactions.

ISSUE № 11: Participation of PJSC Enel Russia in the Russia Renewable Energy Development Association.

Speaker on the issue – Institutional Affairs Manager of PJSC Enel Russia Kuznetsov Makar Sergeevich. M.S. Kuznetsov told about the Renewable Energy Development Association, representing the interests of participants in the renewable energy sources (RES) in Russia and leading activities to stimulate investment and promote the use of renewable energy in the Russian Federation.

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 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	30 463 118 452
The QUORUM for passing a resolution on this agenda issue is present	86.1224%

Voting results:

Voting options	Number of votes cast for each voting option	% of participating in the meeting
FOR	27 673 854 055	90.8438
AGAINST	2 729 034 439	8.9585
ABSTAINED	43 019 230	0.1412
Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation		
Nullified	3 564 867	0.0117
Other grounds	13 645 861	0.0448
TOTAL:	30 463 118 452	100.0000

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

11. To approve participation of PJSC Enel Russia in the Russia Renewable Energy Development Association.

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 (I.V. Akhmatov) announced the voting results. The Chairman declared the Meeting closed.

These Minutes are drawn up on 15 pages in two copies.

The following is attached to the present minutes of meeting:

1. The Annual Report of PJSC Enel Russia for 2018 (translation of the original Russian version) on 315 pages in 1 copy;
2. The Annual Financial Statements of PJSC Enel Russia for 2018 (translation of the original Russian version) on 63 pages in 1 copy;
3. Revised PJSC Enel Russia Charter (translation of the original Russian version) on 50 pages in 1 copy;

4. Regulation "On payment of remuneration and compensations to members of Board of Directors and Board of Directors' Committees of PJSC Enel Russia" (translation of the original Russian version) on 4 pages in 1 copy.
5. The Minutes on the voting results at the General Shareholders' Meeting of PJSC Enel Russia dated June 18, 2019 with Annexes (Russian version) on 29 pages in 1 copies.

Chairman

S.M Zweguintzow

Secretary

Z.I. Sedova