



**PUBLIC JOINT STOCK COMPANY  
Enel Russia**

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**MINUTES № 1/20  
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.

**Type of General Shareholders' Meeting:** Annual.

**General Meeting form:** Absentee voting.

**Date on which persons entitled to participate in the General Meeting are determined (fixed):** May 25, 2020.

**Meeting date (end date of acceptance of voting ballots):** June 19, 2020.

**Person who confirmed the adoption of decisions by the General 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), 18 building 5B, room IX, Stromynka Street, Moscow, 107996, Russia, **Authorized Representatives:** Akhmatov Igor Vladimirovich, Visyulina Olga Petrovna.

**The postal address for sending the filled-in voting ballots:** 18 building 5B, room IX, Stromynka Street, Moscow, 107996, Russia, JSC "IRC – R.O.S.T."

**Website address on the Internet where an electronic form of the voting ballots was filled in:** <https://lk.rost.ru/>.

**Meeting Chairman (Chairman of the General Shareholders' Meeting):** Giorgio Callegari, Chairman of the Board of Directors of PJSC Enel Russia.

**Meeting Secretary:** Sedova Zhanna Igorevna.

**Date of Minutes Compiling:** June 19, 2020.

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.

In connection with the COVID-19 pandemic and based on the resolution of the PJSC Enel Russia Board of Directors (Minutes no.6/20 dated 22.04.2020), adopted according to the article 2 of the Federal Law no. 50-FZ dated March 18, 2020, the Annual General Shareholders' Meeting of PJSC Enel Russia (hereinafter also referred to as the Company) was held in the form of absentee voting. For additional information to shareholders video messages on all issues of the agenda were published on the Company's website [www.enelrussia.ru](http://www.enelrussia.ru); shareholders could ask questions via email, WhatsApp, also using a special form posted on the Company's website; answers to shareholders' questions were published on the Company's website.

**Meeting agenda:**

- 1. Approval of the Annual Report of PJSC Enel Russia for the year 2019.**
- 2. Approval of the annual accounting (financial) statements of PJSC Enel Russia for the year 2019.**
- 3. Approval of the distribution of profit (including the payment (announcement) of dividends) and of losses of PJSC Enel Russia upon the results of 2019 year.**
- 4. Election of the members of the Board of Directors of PJSC Enel Russia.**
- 5. Approval of the Auditor of PJSC Enel Russia.**
- 6. Approval of a new version of the Charter of PJSC Enel Russia.**

7. Approval of a new version of the Rules of procedure for convention and holding of meetings of PJSC Enel Russia Board of Directors.
8. Approval of a new version of the Regulation on the Executive Board of PJSC Enel Russia.
9. 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 Generation as a related-party transaction.

**Review of Agenda Issues and Adopted Resolution.**

**ISSUE №1. Approval of the Annual Report of PJSC Enel Russia for the year 2019.**

**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	30 322 232 999
The QUORUM for passing a resolution on this agenda issue <b>is present</b>	<b>85.7241%</b>

**Voting results:**

Voting options	Number of votes cast for each voting option	% of participating in the meeting
<b>FOR</b>	<b>30 265 501 881</b>	<b>99.8129</b>
AGAINST	91 055	0.0003
ABSTAINED	1 608 375	0.0053
Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation		
Nullified	55 031 688	0.1815
Other grounds	0	0.0000
<b>TOTAL:</b>	<b>30 322 232 999</b>	<b>100.0000</b>

The following resolution is adopted for issue 1:

- 1. To approve the Annual Report of PJSC Enel Russia for the year 2019 (Appendix 1).**

**ISSUE №2. Approval of the annual accounting (financial) statements of PJSC Enel Russia for the year 2019.**

**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	30 322 232 999
The QUORUM for passing a resolution on this agenda issue <b>is present</b>	<b>85.7241%</b>

**Voting results:**

Voting options	Number of votes cast for each voting option	% of participating in the meeting
<b>FOR</b>	<b>30 265 525 535</b>	<b>99.8130</b>
AGAINST	90 236	0.0003
ABSTAINED	1 526 326	0.0050
Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation		
Nullified	55 090 902	0.1817
Other grounds	0	0.0000
<b>TOTAL:</b>	<b>30 322 232 999</b>	<b>100.0000</b>

The following resolution is adopted for issue 2:

**2. To approve the annual financial statements of PJSC Enel Russia for the year 2019 (Appendix 2).**

**ISSUE №3. Approval of the distribution of profit (including the payment (announcement) of dividends) and of losses of PJSC Enel Russia upon the results of 2019 year.**

**Voting upon item 3.1, 3.2. of 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	30 322 232 999
The QUORUM for passing a resolution on this agenda issue <b>is present</b>	<b>85.7241%</b>

**Voting results:**

Voting options	Number of votes cast for each voting option	% of participating in the meeting
<b>FOR</b>	<b>30 265 198 074</b>	<b>99.811904</b>
AGAINST	203 568	0.000671
ABSTAINED	56 817 829	0.187380
Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation		
Nullified	13 528	0.000045
Other grounds	0	0.000000
<b>TOTAL:</b>	<b>30 322 232 999</b>	<b>100.000000</b>

The following resolution is adopted for item 3.1, 3.2 of issue 3:

**3. To approve the following distribution of the PJSC Enel Russia profit and losses as of December 31, 2019:**

**3.1. To allocate the funds of the Reserve Fund of PJSC Enel Russia in the amount of 1,769 million RUB for covering of the losses of PJSC Enel Russia for 2019.**

**3.2. To allocate the retain earning in the amount of 10,422 million RUB for covering of the losses of PJSC Enel Russia for 2019.**

**Voting upon item 3.3. of 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	30 322 232 999
The QUORUM for passing a resolution on this agenda issue <b>is present</b>	<b>85.7241%</b>

#### Voting results:

Voting options	Number of votes cast for each voting option	% of participating in the meeting
<b>FOR</b>	<b>30 321 763 562</b>	<b>99.998452</b>
AGAINST	202 912	0.000669
ABSTAINED	253 404	0.000836
Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation		
Nullified	13 121	0.000043
Other grounds	0	0.000000
<b>TOTAL:</b>	<b>30 322 232 999</b>	<b>100.000000</b>

The following resolution is adopted for item 3.3 of issue 3:

**3.3. To pay dividends on ordinary shares of PJSC Enel Russia on the retain earning after losses distribution in the amount of 3,000 million RUB, which will amount to 0.085 RUB per one ordinary share.**

**To fix July 09, 2020 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 one 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.

##### 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	333 544 562 889
The QUORUM for passing a resolution on this issue <b>is present</b>	<b>85.7241%</b>

**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		
<b>1</b>	<b>Vitaly Yurievich Zarkhin</b>	<b>37 953 239 200</b>
<b>2</b>	<b>Tagir Sitdekov</b>	<b>30 074 088 944</b>
<b>3</b>	<b>Laurent Souviron</b>	<b>30 072 507 809</b>
<b>4</b>	<b>Simone Mori</b>	<b>29 449 470 810</b>
<b>5</b>	<b>Andrea Palazzolo</b>	<b>29 448 209 577</b>
<b>6</b>	<b>Andrea Guaccero</b>	<b>29 445 902 661</b>
<b>7</b>	<b>Giorgio Callegari</b>	<b>29 444 442 425</b>
<b>8</b>	<b>Giancarlo Pescini</b>	<b>29 442 478 961</b>
<b>9</b>	<b>Maria Antonietta Giannelli</b>	<b>29 441 223 183</b>
<b>10</b>	<b>Luca Noviello</b>	<b>29 440 781 364</b>
<b>11</b>	<b>Denis Mosolov</b>	<b>28 137 844 140</b>
12	Irina Nikolayevna Dushina	79 169 159
13	Tatiana Shustova	76 394 389
14	Mauro Ghilardi	73 864 250
15	Giuseppe Luzzio	73 666 948
16	Giuseppe Ferrara	73 260 611
17	Sangeet Dinesh Dhanani	72 735 588
AGAINST		24 249 962
ABSTAINED		69 187 800
Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation		
Nullified		628 590 424
Other grounds		23 254 684
<b>TOTAL:</b>		<b>333 544 562 889</b>

The following resolution is adopted for issue 4:

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

- 1. Vitaly Yurievich Zarkhin**
- 2. Tagir Sitdekov**
- 3. Laurent Souviron**
- 4. Simone Mori**
- 5. Andrea Palazzolo**
- 6. Andrea Guaccero**
- 7. Giorgio Callegari**
- 8. Giancarlo Pescini**
- 9. Maria Antonietta Giannelli**
- 10. Luca Noviello**
- 11. Denis Mosolov**

**ISSUE № 5. Approval of the Auditor of PJSC Enel Russia.**

**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. 4.24 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	30 322 232 999
The QUORUM for passing a resolution on this agenda issue <b>is present</b>	<b>85.7241%</b>

#### Voting results:

Voting options	Number of votes cast for each voting option	% of participating in the meeting
<b>FOR</b>	<b>30 262 253 234</b>	<b>99.802192</b>
AGAINST	416 882	0.001375
ABSTAINED	4 330 180	0.014281
Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation		
Nullified	55 232 703	0.182152
Other grounds	0	0.000000
<b>TOTAL:</b>	<b>30 322 232 999</b>	<b>100.000000</b>

The following resolution is adopted for issue 5:

#### 5. To approve Joint Stock Company "KPMG" as the Auditor of PJSC Enel Russia.

#### ISSUE № 6: Approval of a new version of the Charter of PJSC Enel Russia.

##### 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. 4.24 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	30 322 232 999
The QUORUM for passing a resolution on this agenda issue <b>is present</b>	<b>85.7241%</b>

#### Voting results:

Voting options	Number of votes cast for each voting option	% of participating in the meeting
<b>FOR</b>	<b>30 260 724 182</b>	<b>99.7971</b>
AGAINST	964 857	0.0032
ABSTAINED	5 297 791	0.0175
Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation		
Nullified	55 246 169	0.1822
Other grounds	0	0.0000
<b>TOTAL:</b>	<b>30 322 232 999</b>	<b>100.0000</b>

The following resolution is adopted for issue 6:

#### 6. To approve the new version of the Charter of PJSC Enel Russia (Appendix 3).

**ISSUE № 7. Approval of a new version of the Rules of procedure for convention and holding of meetings of PJSC Enel Russia Board of Directors.**

**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. 4.24 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	30 322 232 999
The QUORUM for passing a resolution on this agenda issue <b>is present</b>	<b>85.7241%</b>

**Voting results:**

Voting options	Number of votes cast for each voting option	% of participating in the meeting
<b>FOR</b>	<b>30 260 894 164</b>	<b>99.7977</b>
AGAINST	386 707	0.0013
ABSTAINED	5 709 739	0.0188
Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation		
Nullified	55 242 389	0.1822
Other grounds	0	0.0000
<b>TOTAL:</b>	<b>30 322 232 999</b>	<b>100.0000</b>

The following resolution is adopted for issue 7:

**7. To approve the new version of the Rules of procedure for convention and holding of meetings of PJSC Enel Russia Board of Directors (Appendix 4).**

**ISSUE № 8. Approval of a new version of the Regulation on the Executive Board of PJSC Enel Russia.**

**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. 4.24 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	30 322 232 999
The QUORUM for passing a resolution on this agenda issue <b>is present</b>	<b>85.7241%</b>

**Voting results:**

Voting options	Number of votes cast for each voting option	% of participating in the meeting
<b>FOR</b>	<b>30 261 234 562</b>	<b>99.7988</b>
AGAINST	446 202	0.0015
ABSTAINED	5 305 804	0.0175
Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation		
Nullified	55 246 431	0.1822
Other grounds	0	0.0000
<b>TOTAL:</b>	<b>30 322 232 999</b>	<b>100.0000</b>

The following resolution is adopted for issue 8:

**8. To approve the new version of the Regulation on the Executive Board of PJSC Enel Russia (Appendix 5).**

**ISSUE № 9: 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 Generation as a related-party transaction.**

**Voting upon issue 9.**

The number of votes belonging to all persons included in the list of shareholders entitled to participate in the general shareholders' meeting on this issue 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	15 411 419 899
The number of votes belonging to persons who were not interested in the transaction by the Company, participated in the General Shareholders' Meeting on this issue is	10 361 754 528
The QUORUM for passing a resolution on this agenda issue <b>is present</b>	

**Voting results:**

Voting options	Number of votes cast for each voting option	% of those who took part in the Meeting
<b>FOR</b>	<b>8 487 522 173</b>	<b>81.9120</b>
AGAINST	1 704 151 532	16.4466
ABSTAINED	114 843 565	1.1083
Number of votes not counted due to the nullification of ballots or to other grounds stipulated by the Regulation		
Nullified	55 237 258	0.5331
Other grounds	0	0.0000
<b>TOTAL:</b>	<b>10 361 754 528</b>	<b>100.0000</b>

The following resolution is adopted for issue 9:

**9. To give consent for conclusion of the agreement of 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 Generation as a related-party transaction on the following essential terms and conditions:**

<b>Parties of the Agreement</b>	<b>Transferor – PJSC Enel Russia. Transferee – LLC Enel Rus Wind Generation. JSC Trading System Administrator of Wholesale Electricity Market Transactions.</b>
<b>Subject of the Agreement</b>	<b>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</b>



	<p>and requirements of the DPM contracts without any exceptions and reservations.</p> <p>DPM contracts are made with respect to the delivery of capacity of the renewable generating facility of awarded capacity of 71,25 MW with GDP GVIE1336.</p> <p>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 it's estimated to exceed 10 BRUB, excl. VAT.</p>
<b>Price of the Agreement</b>	<b>Free of charge</b>

The persons having interest in transaction and the bases on which persons having interest in transaction are as follows: Enel S.p.A. shall be admitted as the entity having interest in transaction since Enel S.p.A. is (i) the controlling entity of LLC Enel Rus Wind Generation owing its shares in authorized capital in indirect possession and (ii) the controlling entity of PJSC Enel Russia owing its shares in direct possession.

These Minutes are drawn up on 9 pages in two copies.

The following is attached to the present minutes of meeting:

1. The Annual Report of PJSC Enel Russia for 2019 (translation of the original Russian version) on 354 pages in 1 copy;
2. The Annual Financial Statements of PJSC Enel Russia for 2019 (translation of the original Russian version) on 68 pages in 1 copy;
3. New version of the Charter of PJSC Enel Russia on 50 pages in 1 copy;
4. New version of the Rules of procedure for convention and holding of meetings of PJSC Enel Russia Board of Directors (translation of the original Russian version) on 14 pages in 1 copy.
5. New version of the Regulation on the Executive Board of PJSC Enel Russia (translation of the original Russian version) on 9 pages in 1 copy.
6. The Minutes on the voting results at the General Shareholders' Meeting of PJSC Enel Russia dated June 19, 2020 with Annexes (Russian version) on 27 pages in 1 copy.

**Chairman**

**G. Callegari**

**Secretary**

**Z.I. Sedova**