



APPROVED
by Resolution of the Board of Directors
of PJSC Enel Russia dd. March 25, 2021
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**REGULATION ON INSIDER INFORMATION
of Public Joint-Stock Company
Enel Russia**

Moscow, 2021

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1. General Provisions

1.1. This Regulation on Insider Information (hereinafter referred to as the Regulation) has been developed in accordance with the applicable laws of the Russian Federation, other regulatory legal acts of the Russian Federation, the Charter, Code of Ethics, Zero Tolerance to Corruption of and other internal documents of PJSC Enel Russia (hereinafter referred to as the Company) shall determine:

- the procedure for the use of information on activity of the Company, its controlling entity, on the Company financial instruments and transactions with those, on the activity of the controlled entities of the Company, which is not public and which disclosure could influence the market value of the Company financial instruments;
- the restrictions on the insider information use and procedure for transactions settlement with use of the insider information;
- the responsibility for the unauthorized use of the insider information.

1.2. The Regulation has been passed for the purposes of:

- further improvement of the Company corporate governance practices, their coordination with the international standards of the corporate management, recommendations of the Central Bank of the Russian Federation, requirements of the securities market trade organizers;
- protecting the rights and legitimate interests of shareholders and persons transacting with financial instruments of the Company;
- ensuring the economic security of the Company;
- control over activities of insiders on the basis of placing restrictions on the use and disposal of the insider information;
- establishing general rules on protection of information constituting the Company insider information;
- establishing the procedure of insiders accounting to the Company;
- informing of sanctions, applied for violation of requirements, established by this Regulation.

1.3. The major tasks of this Regulation are to prevent and suppress the cases of insider information unauthorized use for the purpose of settling transactions with the financial instruments of the Company.

2. Terms and Definitions

2.1. The terms and definitions used in this Regulation shall be applied in the meaning, in which they are used in the applicable laws of the Russian Federation on joint-stock companies and securities, unless otherwise is provided herein.

2.2. For the purposes of this Regulation the following terms and definitions are used:

Insider information is an accurate and specific information about the Company activities, the Company financial instruments and transactions with those (including the information constituting commercial, official, communication secret (in as much as it concerns information on postal money remittance) and other legally protected secret), which has not been distributed, and distribution of which may significantly influence the market value of the Company financial instruments and which pertains to the information included in the list of information relating to the insider information;

Insider is a natural person or legal entity which has the right of access to the insider information by virtue of its official or other capacity under the law, other regulatory legal act, the Company Charter, job description or other internal document of the Company, as well as on the basis of a contract with the Company.

The following natural persons or legal entities shall be considered the Company insiders:

- persons who have the right to dispose directly or indirectly (through controlled entities) at least 25 percent of votes in the supreme governing body of the Company, as well as those who due to ownership of shares in the authorized capital of the Company have access to the insider information under federal laws, constituent documents or internal documents;
- members of the Company Board of Directors;
- members of the committees of the Company Board of Directors;
- a person performing functions of the sole executive body of the Company (General Director) and (or) its controlled entities, as well as their deputies and advisers;

- members of the Executive Board of the Company;
- the Chief Accountant of the Company and (or) its Subsidiary Companies, and their deputies;
- the heads of the Company branches and representative offices;
- key managers of the Company, as defined in the Company's internal documents;
- other employees of the Company having access to the insider information due to their job duties;
- the persons having access to information concerning preparation and/or delivery of a voluntary, compulsory or competitive bid for purchase of securities, notification of the right to demand purchase of securities or request for purchase of securities under Chapter XI.1 of Federal Law No. 208-FZ of December, 26, 1995 on Joint Stock Companies, including the persons who have sent a voluntary, compulsory or competitive bid for purchase of securities, notification of the right to demand purchase of securities or request for purchase of securities to a joint stock company, a bank or any other credit organization which has provided a banker's guarantee;
- the Company Auditor (Audit organization);
- the Company Appraiser (legal entities with appraisers employed under labour contracts);
- information agencies disclosing the information of the Company;
- insurance organizations;
- entities assigning credit ratings to the Company;
- other natural persons and legal entities having the access to the insider information under labour and/or civil-law contracts concluded with relevant persons/entities.

Financial instruments of the Company are securities or financial instruments of the Company with regard to which the Insider holds the insider information;

Persons holding the insider information are persons who actually hold the insider information (both legally and illegally);

Lawful use of the insider information is the use of insider information in the interests of the Company with a view to ensuring production and economic, financial and other kinds of activities of the Company in accordance with the applicable laws of the Russian Federation, subordinate regulatory legal acts, the Company Charter, as well as job descriptions or other internal documents of the Company adopted in accordance therewith (regulations, procedures, orders, instructions and other internal documents of the Company), as well as under a contract with the Company;

Unauthorized use of the insider information is any kind of use of the insider information, carried out in violation of the conditions stipulated under clause "lawful use of insider information" of this article, *inter alia* use of the insider information in the private interests of persons holding the insider information and third parties, including (but not limited to):

- effecting transactions with insider financial instruments in violation of the order provided for by this Regulation;
- giving recommendations to third parties about acquisition, sale and conservation of the insider financial instruments;
- anywise transfer of the insider information (or information based on it, including conclusions and predictions about the cost of insider financial instruments) to third parties in return for compensation or gratuitously;
- publication or distribution of the insider information in other way.

Restrictive period - a period prior to the disclosure of information about the activity of the Company and its controlled entities, which may affect the market value of the Company's financial instruments, during which it is recommended to refrain from transactions in the Company's financial instruments.

2.3. Control over compliance with the requirements of the Federal Law dd. 27.07.2010 No. 224-FZ "On counteracting the illegal use of insider information and market manipulation and on amendments to certain legislative acts of the Russian Federation" (hereinafter referred to as Law No. 224-FZ) and regulations adopted in accordance therewith shall be carried out by a separate organization unit of the Company or a Company official (hereinafter referred to as the Authorized Unit) accountable to the Company General Director.

3. Information relating to insider information

3.1. Insider information is the information that simultaneously matches the following criteria:

- the information directly or indirectly relates to the Company, its controlling and (or) the controlled companies;
- the information is of specific nature, i.e. it contains data on facts or circumstances that have occurred in the past, take place at present or those that are most likely to occur in the future;
- the information is not publicly available (unknown to third parties);
- the information in case of its disclosure could influence the market value of the Company financial instruments.

3.2. The information shall be considered public if it is widely (openly) distributed in a way, which makes it available to any interested party. Spreading of rumors, even if those are true and are reproduced in the mass media, is not an actual public dissemination.

In particular, the following information shall be considered public:

- information disclosed in accordance with the applicable laws of the Russian Federation on financial instruments market;
- information posted on the official website of the Company;
- information disclosed by the Company representatives at the public press conferences;
- information published with the Company consent in the mass media.

3.3. The list of insider information shall be determined in accordance with the laws of the Russian Federation and shall be approved by the Company General Director and is published on the Company's official website. Should the laws be amended, before introducing of the relevant amendment into the Company's list of insider information, the amendments reflected in the laws are also attributed to the Company's insider information.

3.4. In addition to the information indicated in clause 3.3 hereof, other information may as well pertain to insider information, which distribution and provision according to the Company may significantly influence the price of issuance securities qualified for trading at the securities market trade organizer, or in which respect an application was filed about their admission for trading at the securities market trade organizer.

3.5. The information specified in clause 3.4 shall be approved by the Company General Director and published on the official website of the Company.

3.6. The information, containing assessment of the financial instruments value and (or) the assessment of financial, and property status of the Company and the controlled companies conducted on the basis of publicly available information shall not be related to the insider information of the Company and the controlled companies.

4. Insiders list keeping and transfer

4.1. The Company shall compile and regularly update the List of persons having access to the insider information of the Company (hereinafter referred to as the List of Insiders), regardless of whether such a person has the right of access to information on a regular or temporary basis.

4.2. The Authorized Unit shall be responsible for keeping and updating (changing) the List of Insiders.

4.3. The list of information about insiders that must be included into the Company list of insiders, shall be determined in accordance with the legislation of the Russian Federation, regulatory acts of the Bank of Russia, as well as in accordance with the rules and requirements of trade organizers.

4.4. The Authorized Unit shall ensure transfer of the List of Insiders (amendments to the List of Insiders) to the securities market trade organizer in accordance with the requirements of the applicable laws of the Russian Federation and trade organizers.

4.5. The Authorized Unit shall draft and keep the List of Insiders.

4.6. The Authorized Unit shall provide information about the insiders to the trade organizer through which transactions with the Company's financial instruments are conducted, at its request, in accordance with the procedure established by a regulatory act of the Bank of Russia, as well as to the Bank of the Russia upon request.

5. Notification of persons about their inclusion into (exclusion from) the Company List of Insiders

5.1. The Company shall notify the person being an Insider under this Regulation about their inclusion into the Company List of Insiders or exclusion therefrom in accordance with the requirements of the laws of the Russian Federation.

5.2. The Authorized Unit shall draft a corresponding notice and send it to the person being an Insider of the Company not later than 7 (seven) working days from the date of inclusion or exclusion of this person into/from the Company List of Insiders, respectively.

5.3. The notice about inclusion or exclusion of a person into/from the List of Insiders shall be transferred against signed receipt directly to the person, included into the Company List of Insiders, or shall be sent to the address of the person indicated, known to the Company via postal, telegraph service, teletype network, electronic communication in a way that allows confirming the sending of this notice to such a person. The notice indicated in this clause shall be composed according to the form as per Appendix 1 to this Regulation. The authority to sign the notice of the person's inclusion into or exclusion from the List of Insiders shall belong to persons approved by the Company General Director.

5.4. If the notice on exclusion from the Company List of Insiders sent by the Company to the last known address of the person included into the Company List of Insiders was not received by the indicated person the Company must take reasonable and available measures under the circumstances to determine the address of the person where the notice may be sent.

5.5. The Authorized Unit shall keep record of all notices sent in accordance with this Regulation. Full details on the notices sent shall be stored at the Company at least for 5 (five) years from the date of the person's exclusion from the Company List of Insiders.

6. General Responsibilities of Insiders

6.1. The persons who are insiders under this Regulation are required to use the insider information only in the interests of the Company and in accordance with this Regulation and other internal documents of the Company, as well as the applicable laws of the Russian Federation, to ensure the confidentiality of insider information and to independently monitor the changes and additions to the list of information being the insider one and indicated in the List of Insider Information.

6.2. The insiders shall bear responsibility for unauthorized use of insider information in accordance with the applicable laws of the Russian Federation.

6.3. In order to eliminate the risk of recognizing a transaction with financial instruments of the Company as a non-standard transaction, insiders including insiders referred to in clauses 7 and 13 of Article 4 of Law No. 224-FZ as well as their affiliated persons must refrain from carrying out any transactions with financial instruments of the Company during the restrictive periods. Transactions with financial instruments of other companies shall be carried out without restriction.

6.4 The restrictive period shall begin no later than:

- 30 (thirty) calendar days before the signing of the accounting (financial) statements prepared in accordance with Russian Accounting (Financial) Reporting Standards (RAS) and consolidated financial statements prepared in accordance with International Financial Reporting Standards (IFRS), and ends on the day following the day of publication of the said statements.

6.5 The Company may recommend the Company's insiders to refrain from conducting transactions with financial instruments during other periods. Recommendations to the Company's insiders are published according to the procedure specified by the Regulation on Information Policy for voluntary disclosure of information.

6.6. Members of the Company Board of Directors shall be obliged to notify the Company Board of Directors about the transactions with the Company financial instruments effected by them within 10 (ten) working days as from the date of their performance of the corresponding transaction (Appendix 2).

6.7. Members of the Company Board of Directors shall be obliged to notify the Company Board of Directors of the intention to make transactions with the Company financial instruments. This notice shall be addressed to the Chairman of the Company Board of Directors in writing.

6.8. The insiders included into the Company List of insiders who have received a request from the Company to provide information on transactions made by them with the Company's securities and on the conclusion of contracts that are derivative financial instruments and whose price depends on such securities shall be obliged to provide the requested information in the manner and within the time limits established by a regulatory act of the Bank of Russia (Appendix 2):

6.9. The Notices of the transactions with the Company financial instruments are sent to the Central Bank of the Russian Federation upon its request (requirement, directions).

6.10. The responsibilities of insiders specified by this Regulation shall apply to any transactions with the Company financial instruments, of which the insider is a party, a beneficiary, an intermediary or a representative, including cases, when the Company financial instruments are transferred by and (or) to them into trust management (excluding the cases when the insiders own investment shares of unit investment funds, which assets include the Company financial instruments).

6.11. The information received pursuant to clause 6.8 hereof is a subject to analysis by the Authorized Unit for the purposes of detecting the possible evidence of insider information use at making transactions with the Company financial instruments. The Authorized Unit forwards the information received for consideration of the Company General Director in order to take measures on prevention of the insider information use or violation of the shareholders and investors' rights.

6.12. The Authorized Unit shall provide reports on insiders' transactions with financial instruments of the Company to the Company General Director.

7. Disclosure of the insider information

7.1. The Company shall disclose the insider information in the cases, amount, procedure and terms stipulated by the regulatory legal acts of the Russian Federation, the Company Charter, and the Regulation on Information Policy of the Company, as well as internal documents of the Company. Information that is not included into the list of insider information approved by the Bank of Russia shall be disclosed if the Company decides to disclose it according to the procedure specified by the Regulation on Information Policy of the Company for voluntary disclosure of information.

7.2. Unauthorized disclosure of the insider information by insiders as well as by other persons shall not relieve the Company from obligation on its disclosure in the cases stipulated by the applicable laws of the Russian Federation and (or) internal documents of the Company and does not abolish the restrictions on its use prior to official disclosure of such information by the Company established by this Regulation.

7.3. Employees of the Company responsible for interaction with the public and shareholders shall provide equal opportunity to all interested parties for the simultaneous access to the essential information disclosed about the Company activities, as well as take measures for immediate refutation of unreliable information, which is claimed to be the insider one.

8. Requirements ensuring compliance with confidentiality regarding the insider information

8.1. The Company General Director and members of the Board of Directors shall have the right of access to any piece of the insider information.

Other insiders shall have the right of access to the insider information necessary to them for performance of their duties, directly provided for by the applicable laws of the Russian Federation, other regulatory legal acts, the Company Charter, labor or civil contracts with the Company, job descriptions and internal documents of the Company.

8.2. Insiders shall be obliged to take all reasonable measures to protect and prevent the insider information from unauthorized use and distribution.

8.3. Insiders shall have no right to transfer the insider information available to them to other persons, except as expressly provided by the applicable laws of the Russian Federation, other regulatory legal acts, the Company Charter, internal documents of the Company, job descriptions or contracts with the Company.

Insiders shall have no right to use the insider information for purposes not related to their professional activities at the Company and (or) for purposes not provided for by the terms of agreements concluded with the Company.

8.4. At the conclusion of labor or civil contracts, providing for the right of access to the insider information under agreement for the Company's contracting party, such a contract shall include a term of non-disclosure and prohibition of the unauthorized use of the insider information. When concluding an agreement with a legal entity gaining access to insider information on the basis of the concluded agreement, the said entity shall be informed about the requirements of Law No. 224-FZ and the regulations of the Bank of Russia adopted in accordance with it and of responsibility for illegal use of insider information, as well as of the fact that they will be included in the List of Insiders.

8.5. Liabilities of insiders provided for by this Regulation shall be valid for at least 6 (six) months upon elimination of the ground, subject to which the person is considered to be an insider, if not longer provided by the contract between the insider and the Company, or internal documents of the Company.

8.6. The Company Board of Directors shall exercise supervisory control over the system of monitoring use of the insider information and observance of the requirements of this Regulation.

8.7. The information provided by insiders, and reports of the Authorized Unit prepared in accordance with the requirements of this Regulation, as well as Lists of Insiders shall be confidential. The Company officials shall be liable for illegal use and distribution of this information in accordance with the applicable laws of the Russian Federation.

9. Actions aimed at protecting the insider information

9.1. Actions aimed to protect the insider information that can be established by the Company shall be as follows:

- establishment of access control to separate premises occupied by the Company (including on holidays and weekends);
- record of persons holding insider information;
- granting or restricting the right of access to the insider information of the Company employees and contracting parties based on labor agreements and civil agreements respectively;
- inclusion of insider's responsibilities, provided for by this Regulation, into contracts signed by the Company with the insiders;
- allowing access to the insider information only in certain places;
- timely destruction of all documents not subject to storage, which may contain the insider information;
- introduction of protection procedures for working places and places of documents storage from unimpeded access and observation;
- use of systems protecting information and technical systems, preventing from loss of information and unauthorized access to information, including through communication channels;
- other measures aimed at restriction of access to the insider information, suggested by the Company body (or organization unit), which is competent to exercise control over use of the insider information, as agreed upon with the Company General Director.

9.2. In order to protect the insider information, the Company shall:

- bring this Regulation to the attention of an employee, whose access to the insider information is necessary to carry out his/her employment duties, against signed receipt;
- create conditions, necessary for the employee to comply with the mode of the insider information use, established by the Company;
- carry out other actions aimed at ensuring the Procedure for insider information use.

9.3. A person who became aware of unauthorized use of the insider information shall be obliged to inform the Authorized Unit thereof within 1 (one) working day from the date, when they became aware of that. Upon receipt of such information not later than 3 (three) working days from the moment of its receipt, the Authorized Unit shall bring for consideration of the corresponding official of the Company the issue of applying disciplinary or civil penalties to the violator, and if there is an evidence of crime – the issue of initiating the criminal proceedings in regard to such a violator.

10. Responsibility

10.1. The Company insiders may be brought to disciplinary and (or) civil responsibility for the unauthorized distribution and (or) use of the insider information in accordance with the applicable laws of the Russian Federation, the terms of contracts with the Company and the Company internal documents, and to administrative and criminal responsibility in accordance with the applicable laws of the Russian Federation accordingly.

10.2. The Company shall have the right to require from the insiders guilty of the unauthorized use and distribution of the insider information to compensate for losses inflicted on the Company by the indicated wrongful acts.

10.3. The Company or a shareholder (shareholders) of the Company possessing in aggregate at least 1 percent of the Company outstanding shares shall have the right to file a lawsuit in court against a member

of the Company Board of Directors, the Company General Director, a member of the Company Executive Board on compensation for losses inflicted to the Company as a result of the unauthorized use or distribution of the insider information by the defendant.

11. Final provisions

11.1. All amendments and additions to the Regulation shall be approved by the Company Board of Directors.

11.2. Should separate articles of this Regulation be inconsistent with the applicable laws of the Russian Federation due to its change, the provisions of the applicable Russian Federation laws shall prevail. The articles of the Regulation contradicting the applicable laws of the Russian Federation do not influence the legal validity of the rest of its articles, and the Company shall make every effort to bring the contradicting articles into compliance with the applicable laws of the Russian Federation.

11.3. In the event of inconsistencies between the provisions of the Charter and this Regulation, the provisions of the Company Charter shall prevail.

NOTICE
on inclusion of a person into the List of insiders
(exclusion from the List of Insiders)

No.	I. Information on the Company	
1.1.	Full name of the Company	
1.2.	Taxpayer identification number of the Company	
1.3.	OGRN of the Company	
1.4.	Registered office of the Company	
1.5.	The Company's postal address	
1.6.	Telephone number of the Company	
1.7.	Fax number of the Company	
1.8.	E-mail of the Company	
1.9.	Category of the Insiders, foreseen in clause 4 of FL*, to which the Company belong to	
1.10.	The Authorized Unit responsible for keeping the List of Insiders (telephone, e-mail)	
No.	II. Information on the person included in the List of the Company's Insiders (excluded from the List of the Company's Insiders)	
	For insiders – legal entities	
2.1.	The insider's full business name	
2.2.	Taxpayer identification number of the insider	
2.3.	OGRN of the insider	
2.4.	Registered office of the insider or postal address	
	For insiders – natural persons	
2.1.	Insider's surname, first name, patronymic	
2.2.	Insider's birthdate	
2.3.	Insider's birthplace	
No.	III. Information on the ground for sending notice	
3.1.	Type and date of the event	
3.2.	Date when the person was included into the List of Insiders (date of exclusion from the List of Insiders)	
3.3.	No. of the subclause (subclauses) of clause 4 of FL in accordance with the person was included into (excluded from) the List of Insiders	
3.4.	Basis for inclusion of the person into the List of Insiders (exclusion from the List of Insiders)	
3.5.	Financial instrument in which respect the person included in the List of the Company's Insiders must notify the Company under the clause 10 of FL	

* FL - Federal law from July 27th, 2010 No. 224-FZ "On counteraction to illegal use of insider information and market manipulation and on the amendments to individual legislative acts of the Russian Federation"

Please note that, from the moment of inclusion of a person in the List of the Company's insiders, in respect of such person as an insider restrictions are introduced, as contemplated by article 6 of the FL, responsibility is specified, in accordance with article 7 of the Federal law and obligations are vested, as stipulated by article 10 of the FL.

Insiders bear responsibility in accordance with the Russian Federation laws including in accordance with art. 15.21 and 15.35 of the Code of the Russian Federation on administrative offences and shall be obliged to abstain from unauthorized use of the insider information.

Signature of the Company Authorized Person

/Full Name/

L.S.

**Notice on the settlement of PJSC Enel Russia
financial instrument transaction by an insider**

No.	I. Information about the person included in the List of Organization Insiders	
	For insiders – legal entities	
1.1.	Name of the entity	
1.2.	Taxpayer identification number of the entity, registration number	
1.3.	Registration address	
	For insiders – natural persons	
1.1.	Natural person’s surname, first name, patronymic	
1.2.	Type and details of the personal identification document of insider	
1.3.	Registration address	
No.	II. Information about the basis for sending the notice on transaction of financial instruments of PJSC Enel Russia performed by the Insider	
2.1.	Transaction type	
2.2.	Date of transaction	
2.3.	Subject of transaction	
2.3.1.	Name of the securities issuer	
2.3.2.	Type and category of securities (indicate for transactions with securities)	
2.3.3.	Full corporate name of issuer of security (indicate for transactions with securities)	
2.3.4.	State registration number of the securities issuance (indicate for transactions with securities)	
2.3.5.	Price of one security (indicate for all transactions with securities other than REPO operations)	
2.3.6.	Price of purchase and sale of one security under REPO contract (for REPO contracts)	
2.3.7.	Par value	
2.4.	Transaction (operation) price	
2.5.	Number of securities (indicate for transactions with securities)	
2.6.	Place of conclusion of transaction (name of trade organizer or over-the-counter market)	
2.7.	Type of contract being a derivative financial instrument (indicate for transactions with derivative financial instruments)	
2.8.	Name (designation) of contact being a derivative financial instrument adopted with the trade organizer at securities market (indicate for	

	transactions with derivative financial instruments)	
2.9.	Price of one contract being a derivative financial instrument (amount of option bonus) (indicate for transactions with derivative financial instruments)	
2.10.	Number of contracts being derivative financial instruments (indicate for transactions with derivative financial instruments)	
2.11.	Price of execution of contract being a derivative financial instrument (indicate for transactions with derivative financial instruments)	

For insiders – legal entities

Signature of the Company Manager

L.S.

/Full Name/

Date: _____ “__”, 20__.

For insiders – natural persons

Signature

/Full Name/

Date: _____ “__”, 20__.