**PUBLIC JOINT STOCK COMPANY “LENENERGO”**

**BOARD OF DIRECTORS**

196247, Saint Petersburg, Ploshchad Konstitutsii, 1

Tel./fax: (812) 494-37-34

**EXTRACT FROM THE MINUTES No. 41**

**of the Meeting of the Board of Directors of PJSC “Lenenergo”**

**Saint Petersburg          May 20, 2019**

**Meeting format**: absentee voting (by ballot)

**Meeting date (deadline for receiving voting ballots)**: May 17, 2019

**Address for submitting/emailing ballots:** 1, Ploshchad Konstitutsii, Office 327, Saint Petersburg, 196247 / E-mail: [sd@lenenergo.com.](mailto:sd@lenenergo.com.)

**The quorum for the meeting is present.**

**Item No. 3: Considering the of PJSC “Lenenergo” for 2018.**

**IT WAS RESOLVED TO:**

Approve, on a preliminary basis, the annual accounting (financial) statements of PJSC “Lenenergo” for 2018 and recommend that the Annual General Meeting of PJSC “Lenenergo” approves such annual accounts (Appendix 3 to this resolution of the Board of Directors of the Company.

The resolution was passedin accordance with Articles of Association of PJSC “Lenenergo” (Para. 18.5, Clause 18).

*(Signed)*

V.A. Frolikova

Corporate Secretary

**PUBLIC JOINT STOCK COMPANY “LENENERGO”**

**BOARD OF DIRECTORS**

196247, Saint Petersburg, Ploshchad Konstitutsii, 1

Tel./fax: (812) 494-37-34

**EXTRACT FROM THE MINUTES No. 41**

**of the Meeting of the Board of Directors of PJSC “Lenenergo”**

**Saint Petersburg          May 20, 2019**

**Meeting format**: absentee voting (by ballot)

**Meeting date (deadline for receiving voting ballots)**: May 17, 2019

**Address for submitting/emailing ballots:** 1, Ploshchad Konstitutsii, Office 327, Saint Petersburg, 196247 / E-mail: [sd@lenenergo.com.](mailto:sd@lenenergo.com.)

**The quorum for the meeting is present.**

**Item No. 4: Recommendations regarding the payment of the Company’s profit (losses) after 2018.**

**IT WAS RESOLVED TO:**

Recommend that the Annual General Meeting approves that the Company’s profit (loss) after 2017 be distributed as shown below:

|  |  |
| --- | --- |
| Item | thou RUB |
| Unappropriated earnings for 2018 | 10,386,223 |
| to be distributed as follows: |  |
| Reserves | 102,193 |
| Earnings invested to finance development | 8,945,364 |
| Dividends | 1,338,666 |
| Covering losses of previous years | 0 |

The resolution was passedin accordance with Articles of Association of PJSC “Lenenergo” (Para. 18.5, Clause 18).

*(Signed)*

V.A. Frolikova

Corporate Secretary

**PUBLIC JOINT STOCK COMPANY “LENENERGO”**

**BOARD OF DIRECTORS**

196247, Saint Petersburg, Ploshchad Konstitutsii, 1

Tel./fax: (812) 494-37-34

**EXTRACT FROM THE MINUTES No. 41**

**of the Meeting of the Board of Directors of PJSC “Lenenergo”**

**Saint Petersburg          May 20, 2019**

**Meeting format**: absentee voting (by ballot)

**Meeting date (deadline for receiving voting ballots)**: May 17, 2019

**Address for submitting/emailing ballots:** 1, Ploshchad Konstitutsii, Office 327, Saint Petersburg, 196247 / E-mail: [sd@lenenergo.com.](mailto:sd@lenenergo.com.)

**The quorum for the meeting is present.**

**Item No. 5: Recommendations regarding the size of the dividends on the Company shares   
for 2018 and the procedure for their payment. Proposals to the General Meeting regarding   
the Eligibles List date.**

**IT WAS RESOLVED TO:**

Recommend that the Annual General Meeting resolves to^

1. Pay dividend of RUB 0.0352 per ordinary share in cash out of the profit for 2018.

Payout to the nominee holders or trustees who are securities market professionals will be made within ten (10) or less business days from the List of Eligibles date, and payout to other registered persons will be made within twenty-five (25) business days after such date.

1. Pay dividend of RUB 11.1364 per preference share in cash out of the profit for 2018.

Payout to the nominee holders or trustees who are securities market professionals will be made within ten (10) or less business days from the List of Eligibles date, and payout to other registered persons will be made within twenty-five (25) business days after such date.

1. The List of Eligibles to be prepared on July 01, 2019 (List of Eligibles date).

The resolution was passedin accordance with Articles of Association of PJSC “Lenenergo” (Para. 18.5, Clause 18).

*(Signed)*

V.A. Frolikova

Corporate Secretary

**PUBLIC JOINT STOCK COMPANY “LENENERGO”**

**BOARD OF DIRECTORS**

196247, Saint Petersburg, Ploshchad Konstitutsii, 1

Tel./fax: (812) 494-37-34

**EXTRACT FROM THE MINUTES No. 43**

**of the Meeting of the Board of Directors of PJSC “Lenenergo”**

**Saint Petersburg          May 24, 2019**

**Meeting format**: absentee voting (by ballot)

**Meeting date (deadline for receiving voting ballots)**: May 21, 2019

**Address for submitting/emailing ballots:** 1, Ploshchad Konstitutsii, Office 327, Saint Petersburg, 196247 / E-mail: [sd@lenenergo.com.](mailto:sd@lenenergo.com.)

**The quorum for the meeting is present.**

**Item No. 1: Listing Nominees as Candidates for Election to the Board of Directors of PJSC “Lenenergo” by Voting at Its Annual General Meeting**

**IT WAS RESOLVED TO:**

List the below nominees as candidates for election to the Board of Directors of PJSC “Lenenergo”   
by voting at its Annual General Meeting pursuant to the Federal Law *On Joint Stock Companies* (Para. 2, Clause 7, Article 53):

* Elena Tsereteli, Director, Saint Petersburg Small and Medium Enterprises Development Foundation, Nonprofit Institution;
* Aleksey Malukhin, First Deputy Chairman, Saint Petersburg Energy and Building Services Committee; and
* Gennady Magazinov, Chief of Staff for M.A. Shaskolsky, Vice-Governor of Saint Petersburg.

The resolution was passedin accordance with Articles of Association of PJSC “Lenenergo” (Para. 18.5, Clause 18).

*(Signed)*

V.A. Frolikova

Corporate Secretary

**PUBLIC JOINT STOCK COMPANY “LENENERGO”**

**BOARD OF DIRECTORS**

196247, Saint Petersburg, Ploshchad Konstitutsii, 1

Tel./fax: (812) 494-37-34

**EXTRACT FROM THE MINUTES No. 43**

**of the Meeting of the Board of Directors of PJSC “Lenenergo”**

**Saint Petersburg          May 24, 2019**

**Meeting format**: absentee voting (by ballot)

**Meeting date (deadline for receiving voting ballots)**: May 21, 2019

**Address for submitting/emailing ballots:** 1, Ploshchad Konstitutsii, Office 327, Saint Petersburg, 196247 / E-mail: [sd@lenenergo.com.](mailto:sd@lenenergo.com.)

**The quorum for the meeting is present.**

**Item No. 5: Considering the Nominees for the Auditor of PJSC “Lenenergo”**

**IT WAS RESOLVED TO:**

Suggest that the Annual General Meeting approves Ernst & Young LLC as the auditor for PJSC “Lenenergo”.

The resolution was passedin accordance with Articles of Association of PJSC “Lenenergo” (Para. 18.5, Clause 18).

*(Signed)*

V.A. Frolikova

Corporate Secretary

**PUBLIC JOINT STOCK COMPANY “LENENERGO”**

**BOARD OF DIRECTORS**

196247, Saint Petersburg, Ploshchad Konstitutsii, 1

Tel./fax: (812) 494-37-34

**EXTRACT FROM THE MINUTES No. 43**

**of the Meeting of the Board of Directors of PJSC “Lenenergo”**

**Saint Petersburg          May 24, 2019**

**Meeting format**: absentee voting (by ballot)

**Meeting date (deadline for receiving voting ballots)**: May 21, 2019

**Address for submitting/emailing ballots:** 1, Ploshchad Konstitutsii, Office 327, Saint Petersburg, 196247 / E-mail: [sd@lenenergo.com.](mailto:sd@lenenergo.com.)

**The quorum for the meeting is present.**

**Item No. 7: Considering the draft amended Articles Association of PJSC “Lenenergo”.**

**IT WAS RESOLVED TO:**

Recommend that the Annual General Meeting approves the draft amended Articles Association   
of PJSC “Lenenergo” (Appendix 5 to this resolution).

The resolution was passedin accordance with Articles of Association of PJSC “Lenenergo” (Para. 18.5, Clause 18).

**Item No. 8: Considering the draft amended Regulations for the General Meeting   
of PJSC “Lenenergo”.**

**IT WAS RESOLVED TO:**

Recommend that the Annual General Meeting approves the draft amended Regulations for the General Meeting of PJSC “Lenenergo” (Appendix 6 to this resolution).

The resolution was passedin accordance with Articles of Association of PJSC “Lenenergo” (Para. 18.5, Clause 18).

**Item No. 9: Considering the draft amended Regulations for the Board of Directors   
of PJSC “Lenenergo”.**

**IT WAS RESOLVED TO:**

Recommend that the Annual General Meeting approves the draft amended Regulations for the Board   
of Directors of PJSC “Lenenergo” (Appendix 7 to this resolution).

The resolution was passedin accordance with Articles of Association of PJSC “Lenenergo” (Para. 18.5, Clause 18).

**Item No. 10: Considering the draft amended Regulations for the Management Board  
of PJSC “Lenenergo”.**

**IT WAS RESOLVED TO:**

Recommend that the Annual General Meeting approves the draft amended Regulations   
for the Management Board of PJSC “Lenenergo” (Appendix 8 to this resolution).

The resolution was passedin accordance with Articles of Association of PJSC “Lenenergo” (Para. 18.5, Clause 18).

**Item No. 11: Considering the draft amended Regulations for Remuneration and Compensations Payable to Members of the Board of Directors of PJSC “Lenenergo”.**

**IT WAS RESOLVED TO:**

1. Recommend that the Annual General Meeting approves the draft amended Regulations for Remuneration and Compensations Payable to Members of the Board of Directors of PJSC “Lenenergo” (Appendix 9 to this resolution).
2. Decide that the said amended Regulations for Remuneration and Compensations Payable to Members of the Board of Directors of PJSC “Lenenergo” will apply to its directors elected by this General Meeting and to be elected by further General Meetings.

The resolution was passedin accordance with Articles of Association of PJSC “Lenenergo” (Para. 18.5, Clause 18).

*(Signed)*

V.A. Frolikova

Corporate Secretary

**PUBLIC JOINT STOCK COMPANY “LENENERGO”**

**BOARD OF DIRECTORS**

196247, Saint Petersburg, Ploshchad Konstitutsii, 1

Tel./fax: (812) 494-37-34

**EXTRACT FROM THE MINUTES No. 28**

**of the Meeting of the Board of Directors of PJSC “Lenenergo”**

**Saint Petersburg         March 12, 2019**

**Meeting format**: absentee voting (by ballot)

**Meeting date (deadline for receiving voting ballots)**: March 06, 2019

**Address for submitting/emailing ballots:** 1, Ploshchad Konstitutsii, Office 327, Saint Petersburg, 196247 / E-mail: [sd@lenenergo.com.](mailto:sd@lenenergo.com.)

**The quorum for the meeting is present.**

**Item No. 1: Considering items for discussion at the Company’s Annual General Meeting and nominees proposed by the Company’s shareholders for election to the Company’s management and control bodies.**

**IT WAS RESOLVED TO:**

1. List the below nominees as candidates for election to the Company’s Board of Directors:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **No.** | **Nominee to be listed**  **as a candidate**  **for election to the Board of Directors** | **Nominee’s position and place of work** | **Nominating shareholder’s name** | **Interest held by the nominating shareholder, %** |
| 1 | Pavel Livinsky | CEO and Chairman of the Management Board,  PJSC “Rosseti” | PJSC “Rosseti” | 68.22 |
| 2 | Leonid Akimov | Director, Legal, PJSC “Rosseti” | PJSC “Rosseti” | 68.22 |
| 3 | Daniil Krainsky | Senior Advisor,  PJSC “Rosseti”;  Deputy CEO, Legal and Corporate Governance, PJSC “Lenenergo” | PJSC “Rosseti” | 68.22 |
| 4 | Marina Lavrova | Deputy Director, Economics  Department,  PJSC “Rosseti” | PJSC “Rosseti” | 68.22 |
| 5 | Aleksey Pavlov | Director, Treasury,  PJSC “Rosseti” | PJSC “Rosseti” | 68.22 |
| 6 | Sergey Pikin | Director, Energy Development Fund | PJSC “Rosseti” | 68.22 |
| 7 | Andrey Romankov | Deputy Chief Engineer,  PJSC “Rosseti” | PJSC “Rosseti” | 68.22 |
| 8 | Larisa Romanovskaya | Chief Advisor,  PJSC “Rosseti” | PJSC “Rosseti” | 68.22 |
| 9 | Andrey Ryumin | CEO, PJSC “Lenenergo” | PJSC “Rosseti” | 68.22 |
| 10 | Sergey Sergeev | Deputy CEO  for Fixed Assets Construction,  PJSC “Rosseti” | PJSC “Rosseti” | 68.22 |
| 11 | Olga Sergeeva | Member of the Management Board, Deputy CEO,  Head of Administrative Office, PJSC “Rosseti” | PJSC “Rosseti” | 68.22 |
| 12 | Makar Timofeev | Director, Services Sales,  PJSC “Rosseti” | PJSC “Rosseti” | 68.22 |
| 13 | Vladimir Furgalsky | Deputy CEO, Corporate  Governance, PJSC “Rosseti” | PJSC “Rosseti” | 68.22 |
| 14 | Andrey Bondarchuk | Chairman, Saint Petersburg Energy  and Building Services Committee | PJSC “Rosseti” | 68.22 |
| 15 | Dmitry Koptin | Chairman,  Saint Petersburg  Tariff Committee | Saint Petersburg, federal city and  a federal constituent entity represented by the Saint Petersburg Property Relations Committee | 29.11 |
| 16 | Aleksandr German | Deputy Chairman, Saint Petersburg  Property Relations Committee | Saint Petersburg, federal city and  a federal constituent entity represented by the Saint Petersburg Property Relations Committee | 29.11 |
| 17 | Aleksandr Zhukov | Chairman, Saint Petersburg  State Financial Control Committee | Saint Petersburg, federal city and  a federal constituent entity represented by the Saint Petersburg Property Relations Committee | 29.11 |
| 18 | Leonid Kulakov | Chairman, Saint Petersburg  Construction Committee | Saint Petersburg, federal city and  a federal constituent entity represented by the Saint Petersburg Property Relations Committee | 29.11 |

The resolution was passedin accordance with Articles of Association of PJSC “Lenenergo” (Para. 18.5, Clause 18).

1. List the below nominees as candidates for election to the Company’s Board of Directors:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **No.** | **Nominee to be listed**  **as a candidate**  **for election to the Board of Directors** | **Nominee’s position and place of work** | **Nominating shareholder’s name** | **Interest held by the nominating shareholder, %** |
| 1 | Sergey Kiryukhin | Chief Advisor,  PJSC “Rosseti” | PJSC “Rosseti” | 68.22 |
| 2 | Marina Lelekova | Director, Internal Audit and Control Department, PJSC “Rosseti” | PJSC “Rosseti” | 68.22 |
| 3 | Elena Kabizskina | Deputy Head, Internal Control Division, Internal Audit and Control Department,  PJSC “Rosseti” | PJSC “Rosseti” | 68.22 |

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| 4 | Artem Kirillov | Deputy Head, Internal Control Division, Internal Audit and Control Department,  PJSC “Rosseti” | PJSC “Rosseti” | 68.22 |
| 5 | Dmitry Ponomarev | Head of Control and Analysis Division, Internal Audit and Control Department,  PJSC “Rosseti” | PJSC “Rosseti” | 68.22 |
| 6 | Valery Uskov | Head of Power Facilities Development Unit, Saint Petersburg Energy and Building Services Committee | Saint Petersburg, federal city and  a federal constituent entity represented by the Saint Petersburg Property Relations Committee | 29.11 |

The resolution was passedin accordance with Articles of Association of PJSC “Lenenergo” (Para. 18.5, Clause 18).

*(Signed)*

V.A. Frolikova

Corporate Secretary