

APPROVED:  
the decision of the annual  
General meeting of  
Lenenergo JSC  
«  »        2019  
(minutes №    of       )

**REGULATION**  
about payment to members of the Board of Directors  
of Lenenergo PJSC  
remunerations and compensations

(AS AMENDED)

1. The present Provision about the payment to the members of the Lenenergo JSC Board of Directors of the remuneration and compensation (further - Provision) has been developed in compliance with the Federal law «About Joint-stock Companies» and sets the size and the order of payment of the remuneration and compensation to the members of the Board of Directors of Lenenergo JSC (further - Company).

2. The benefit is paid by the Company in cash.

3. The present Provision does not apply to the members of the Board of Directors of the Company who are members of a collective executive body of the Company or an individual executive body (Director General) of the Company at the same time.

4. The remuneration is not charged or paid both to the Chairman and to the members of the Board of Directors of the Company who are limited or are not allowed to receive any payments from commercial organisations within the federal law.

5. The payment of the remuneration.

5.1. The remuneration to the member of Board of Directors of the Company is paid within the term of the date of election of the member of the Board of Directors of the Company to the date of termination of the member of the Board of Directors of the Company.

5.2. The remuneration to each member of the Board of Directors is paid quarterly.

5.3. The sum of the quarterly remuneration for the membership of each member in the Board of Directors of the Company is calculated with the account of the general number of meetings of the Board of Directors of the Company within the reported quarter and the number of meetings in which the member of the Board of Directors took part according to the formula:

$$S(1) = B_{\text{base}}/4 \times 100/130 \times \left( \frac{n}{m} \right), \text{ where}$$

S(1) – the sum of the quarterly remuneration for the membership in the Board of Directors of the Company;

B<sub>base</sub> - the size of the base annual remuneration defined in the order set by clause 5.4 of the present Provision;

n – the number of meetings of the Board of Directors (independently of the form of their conduct) in which the member of the Board of Directors took part in the reported quarter;

m - the general number of meetings of the Board of Directors (independently of the form of their conduct) in the reported quarter.

5.4. The size of the base annual remuneration( B<sub>base</sub>) is set according to the revenue of the Company calculated according to the Russian standards of accounting for the latest finished reporting year previous to the election of the Board of Directors of the Company and consists of

The size of the revenue	B <sub>base</sub>
more than 200 billion RUB	3.000.000 RUB
more than 70 billion RUB	2.700.000 RUB
more than 30 billion RUB	2.200.000 RUB
more than 10 billion RUB	1.600.000 RUB
more than 1 billion RUB	1.000.000 RUB
more than 600 million RUB	800.000 RUB
less than 600 million RUB	600.000 RUB

5.5. The payment terms of the remuneration defined in Clause 5.3 of the present Provision are 30 (thirty) days net after the finishing of the reported quarter.

5.6. In addition to the remuneration defined in clause 5.3. of the present Provision charges are set as follows:

30% of S(1) - to the chairman of the Board of Directors of the Company;

20% of S(1) - to the chairman of the specialized Committee of the Board of Directors of the Company;

10% of S(1) - for the membership in the specialized Committee of the Board of Directors of the Company.

5.7. The charges for the chairmanship and/or membership in the specialized Committee of the Board of Directors of the Company are not paid if no session of the Committee were conducted in the reported quarter.

5.8. For purposes of the present Provision in order to define the size of the remuneration and compensation to the members of the Board of Directors, the reported quarter is a regular calendar quarter (from the moment of election of personnel of the Board of Directors at the annual General meeting of shareholders of the Company to the moment of conduct of the next annual General meeting of the shareholders of the Company).

5.9. The total remuneration of every member of the Board of Directors of the Company defined in clauses 5.3 of the present Provision with the account of charges defined in clauses 5.6 of the present Provision cannot be more than  $1/4$  of  $B_{base}$ .

5.10. The remuneration is not paid if the member of the Board of Directors of the Company has not taken part in more than 50% of the meetings that were conducted in the reported quarter.

5.11. The member of the Board of Directors of the Company can refuse to receive the remuneration defined in the present Provision by sending the corresponding statement to the individual executive body (Director General) of the Company.

6. The payment of the compensation.

6.1. The expenses of the members of the Board of Directors are offset if connected with the participation in sessions of the Board of Directors of the specialized Committee of the Board of Directors and in the general meetings of the shareholders of the Company according to the rules of reimbursement of travel expenses operative at the moment of conduct of the session (meeting) that are set for the first managers of the Company.

6.2. The compensation is paid by the Company within 3 (three) working days after the submission of documents that confirm the expenses.

7. The remuneration is paid at the expense of the revenue from unregulated business activities.