

**Draft resolutions of the Extraordinary General Meeting of Shareholders
of JSC Lenenergo dated 25.11.2011**

ISSUE #1: On determining the number, nominal value and category (type) of authorized shares and the rights granted by these shares.

DECISION:

1. To determine the maximum amount of ordinary shares of JSC Lenenergo in the amount 2,000,000,000 (two billion) pcs with par value of 1 (one) RUB each for a total par value of RUB 2,000,000,000 (two billion).
2. Ordinary shares declared by JSC Lenenergo for placement, grant their owners the rights provided for by paragraph 6.2 of Article 6 of the Charter of JSC Lenenergo.

ISSUE # 2: On introducing of amendments and supplements to the Charter of the Company

DECISION:

To introduce amendments and supplements to the Charter of the Company as follows:
“The Company is entitled to place, in addition to the issued shares (authorized shares), ordinary shares in the amount of 2,000,000,000 (two billion) pieces with a par value of 1 (one) ruble each for a total par value of RUB 2,000,000,000 (two billion). Ordinary shares declared by JSC Lenenergo for the placement, grant their owners the rights provided for in item 6.2 of Article 6 of this Charter”.

ISSUE # 3: On increasing the authorized capital of JSC Lenenergo by placement of additional shares.

DECISION:

1. To increase the authorized capital of JSC Lenenergo by placement of additional ordinary shares in the amount of 273,023,689 (two hundred seventy-three million twenty-three thousand six hundred eighty-nine) shares with par value of 1 (one) RUB each for a total amount of shares at par value of RUB 273 023 689 (Two hundred seventy-three million twenty-three thousand six hundred eighty-nine), the following main terms:

- 1) Placement method - public offering;
- 2) The price of placement (including persons in the list of persons having the right to purchase additional shares) of one additional share of 14 (fourteen) roubles 56 (fifty six) cents; The price is determined on the basis of the weighted average price of transactions involving ordinary shares of JSC Lenenergo committed in the auction CJSC MICEX Stock Exchange during the period from 08.07.2011 to 07.10.2011 (inclusive);
- 3) the form of payment for additional shares - additional shares shall be paid in the currency of the Russian Federation in a cashless form by their transfer to the account of JSC Lenenergo as well as non-monetary assets (property) - transmission facilities involved in the energy supply subscribers in St. Petersburg and Leningrad region.

To determine the market value of the property, which may be paid by the placed ordinary shares of JSC Lenenergo must be brought Appraisers from the following list:

1. Ryazanov Alexander Vladimirovich is a member of the self-regulatory organization of appraisers - NCO "Community of professionals of assessment" (location - 190000, St. Petersburg, Gritsova Lane, 5, of. 101).

Ryazanov A.V. has signed an employment contract with the LLC Lair.

2. Travin Denis Vasilyevich is a member of the self-regulatory organization of appraisers - NCO "Community of professionals of assessment" (location - 190000, St. Petersburg, Gritsova Lane, 5, of. 101).

Travin D.V. has signed an employment contract with the LLC Lair.

3. Solodova Svetlana Sergeevna is a member of the self-regulatory organization of appraisers - NCO "Community of professionals of assessment" (location - 190000, St. Petersburg, Gritsova Lane, 5, of. 101).

Solodova S.S. has signed an employment contract with the LLC Lair.

2. To amend paragraph 4.1 and 4.2 of Article 4 of the Charter of JSC Lenenergo in terms of the amount of the authorized capital and the number of issued and authorized ordinary shares of JSC Lenenergo on the results of their placement on the basis of the decision to increase the authorized capital of JSC Lenenergo and registered the report on the additional issue of ordinary shares.