

DRAFT RESOLUTIONS AND EXPLANATORY NOTES
regarding agenda items of the LENENERGO PJSC Annual General Meeting
dated May 29, 2020.

Item No. 1: Approval of the annual report, and annual accounting (financial) statements of the Company for 2019.

Draft resolution:

Approve the annual report of the Company for 2019, the annual accounting (financial) statements of the Company for 2019 in accordance with Appendix No. 1, published on the Company's official website at <http://www.lenenergo.ru/shareholders/corp/control/osa/>

Explanatory note on Item No. 1 of the Annual General Meeting of Shareholders of LENENERGO PJSC

Agenda Item No. 1: Approval of the annual report, and annual accounting (financial) statements of the Company for 2019.

Approval of the Company's annual report;

The annual report of LENENERGO PJSC (hereinafter referred to as the "Company") for 2019 (hereinafter referred to as the "Annual Report") has been prepared in accordance with the requirements of Federal Law No. 208-FZ *On Joint-Stock Companies*, dated December 26, 1995 (hereinafter referred to as the "Law"), the Regulations on Information Disclosure by Issuers of Issue-Grade Securities approved by the Bank of Russia on December 30, 2014 (No.454-P), and also subject to the provisions of the Code of Corporate Governance recommended by the Bank of Russia for application in its Letter No. 06-52/2463 dated April 10, 2014.

The Annual Report discloses the operational and financial results of the Company for 2019.

The Appendices to the Annual Report include the Company's financial statements under Russian Accounting Standards (RAS) with a positive audit opinion, a report on compliance with the principles and recommendations of the Code of Corporate Governance, as well as a report on interested-party transactions performed by the Company in 2019 and approved by the Company's Board of Directors in accordance with the requirements of paragraph 3 of Article 81.1 of the Law.

The reliability of data contained in the Annual Report 2019 is confirmed by the Review Commission in its opinion dated April 15, 2020.

The Annual Report 2019 was reviewed and preliminarily approved by the Company's Board of Directors on April 28, 2020 (Minutes No. 53 of April 30, 2020), and recommended to the Company's Annual General Meeting of Shareholders for approval.

Voting on this item shall be based on the "one voting share in the Company – one vote" principle.

In accordance with Article 49.2 of the Law, the resolution on such item shall be adopted by a majority vote of shareholders holding voting shares in the Company and participating in the Company's meeting.

Approval of the annual accounting (financial) statements of the Company.

Financial (accounting) statements of the Company were prepared in accordance with regulatory documents on accounting and reporting in force in the Russian Federation, in particular Federal Law No. 402-FZ *On Accounting* dated December 6, 2011, the Regulations on Accounting Records and Accounting Statements in the Russian Federation, approved by Order of the Russian Ministry of Finance No. 34n dated July 29, 1998 (as amended), and the Regulations on Accounting approved by orders of the Russian Ministry of Finance.

In accordance with Article 14 of Federal Law No. 402-FZ *On Accounting* dated December 6, 2011 and Order of the Russian Ministry of Finance No. 66n *On Forms of Accounting Statements of Organizations* dated July 2, 2010, the Company's accounting (financial) statements shall comprise:

- a) the balance sheet;
- b) the statement of financial results;
- c) appendices to the balance sheet and statement of financial results, including:
 - the statement of changes in equity,
 - cash flow statement;
 - other appendices to the balance sheet and statement of financial results (notes).

As at December 31, 2019, the Company's balance sheet total was RUB 226,796 million (RUB 214,720 million as at December 31, 2018), or by RUB 12,076 million higher year-on-year.

The Company's net profit for 2019 was RUB 12,704 million (RUB 10,386 million as at December 31, 2018).

The Company's revenue for 2019 increased by RUB 5,921 million (7.7% year-on-year) to RUB

82,371 million.

As at December 31, 2019, the Company's net assets totaled RUB 151,068 million (RUB 139,702 million as at 31.12.2018), and exceeded its authorized capital by RUB 142,451 million.

Mandatory audit of the Company (in accordance with Federal Law No. 307-FZ *On Auditing* dated December 30, 2008) for 2019 was performed by Ernst & Young LLC as auditor. Based on the audit results, the auditor issued an opinion on reliable presentation of all material aspects of the Company's financial position in the financial statements as at December 31, 2019, as well as its financial results and cash flows for the year ended on the above date, in accordance with the financial reporting rules applicable in the Russian Federation.

The Company's Review Commission approved the report on reliability of data in the financial statements under RAS for 2019, according to which the financial statements are recognized to provide as a true and fair view of all material aspects.

In accordance with Article 47 and Article 48.1.11 of the Law, and Article 10.2.11 of the Company's Articles of Association, the competence of the General Meeting of Shareholders includes approval of the Company's annual financial (accounting) statements.

In accordance with the Resolution of the Company's Board of Directors dated April 28, 2020 (Minutes No. 53 dated April 30, 2020), the Company's Annual General Meeting of Shareholders is recommended to approve the Company's annual accounting (financial) statements for 2019.

In accordance with Article 10.8 of the Company's Articles of Association, the General Meeting of Shareholders shall vote on this item based on the "one voting share –one vote" principle.

In accordance with Article 49.2 of the Law, the resolution on such item shall be adopted by a majority vote of shareholders holding voting shares in the Company and participating in the Company's meeting.

Item No. 2: Distribution of the Company's profit (including payment (declaration) of dividends) and losses for 2019.

Draft resolution:

1. Approve the following distribution of the Company's profits for the reporting year 2019:

Item	thousand rubles
Undistributed profits (losses) for the reporting period: Distributed to:	12,704,918
Reserve fund	0
Development profit	10,632,692
Dividends	2,072,226
Recovery of losses for prior years	0

2. Pay dividends on ordinary shares of the Company for 2019 in the amount of RUB 0.0947 per ordinary share in cash.

Dividends to a nominee holder or a trustee who is a professional securities market participant shall be paid within 10 business days, and to other persons on the shareholder register within 25 business days from the record date for dividends.

3. Pay dividends on preference shares of the Company for 2019 in the amount of RUB 13.6226 per preference share in cash.

Dividends to a nominee holder or a trustee who is a professional securities market participant shall be paid within 10 business days, and to other persons on the shareholder register within 25 business days from the record date for dividends.

4. Set the record date for dividends at June 11, 2020.

Explanatory note on Item No. 2 of the Annual General Meeting of Shareholders of LENENERGO PJSC

Agenda Item No. 2: Distribution of the Company's profit (including payment (declaration) of dividends) and losses for 2019.

In accordance with Article 48.1.11.1 of the Federal Law *On Joint-Stock Companies* (hereinafter referred to as the "Law") and Article 10.2.11.1 of the Articles of Association of LENENERGO PJSC (hereinafter referred to as the Company), distribution of profit (including payment (declaration) of dividends, except for profit distributed as dividends for the first quarter, first six months, or nine months of the reporting year) and losses of the Company for the reporting year is reserved to the competence of the General Meeting of the Company's Shareholders.

According to paragraph 3 of Article 47.1 of the Law, the Annual General Meeting of Shareholders shall resolve, among other things, on the distribution of profits and losses of the Company for the reporting year.

In accordance with Article 23.4 of the Company's Articles of Association, the distribution of the Company's profits and losses shall be subject to preliminary approval by the Board of Directors not later than thirty (30) days before the date of the Company's Annual General Meeting of Shareholders.

The Company's financial results for the reporting period under the accounting (financial) statements prepared in accordance with Russian Accounting Standards (hereinafter referred to as "RAS") is RUB 12,704 million of net profit.

In accordance with the Resolution of the Company's Board of Directors dated April 28, 2020 (Minutes No. 53 dated April 30, 2020), the Company's Annual General Meeting of Shareholders is recommended to approve the following distribution of the Company's profit (losses) for 2019.

Item	thousand rubles
Undistributed profits (losses) for the reporting period: Distributed to:	12,704,918
Reserve fund	0
Development profit	10,632,692
Dividends	2,072,226
Recovery of losses for prior years	0

The rationale for the estimated net profit distribution is additionally presented in the materials for the 2019 Annual General Meeting of the Company's Shareholders.

In accordance with Article 10.8 of the Company's Articles of Association, the General Meeting of Shareholders shall vote on this item based on the "one voting share –one vote" principle.

In accordance with Article 49.2 of the Law, the resolution on such item shall be adopted by a majority vote of shareholders holding voting shares in the Company and participating in the Company's meeting.

Item No. 3: Elections to the Company’s Board of Directors.

Draft resolution:

Elect the following persons to the Company’s Board of Directors:

- 1. _____
- 2. _____
- 3. _____
- 4. _____
- 5. _____
- 6. _____
- 7. _____
- 8. _____
- 9. _____
- 10. _____
- 11. _____
- 12. _____
- 13. _____

Explanatory note on Item No. 3 of the Annual General Meeting of Shareholders of

LENENERGO PJSC

Agenda Item No. 3: Elections to the Company's Board of Directors.

In accordance with Article 48.1.4 of the Federal Law *On Joint-Stock Companies* (hereinafter referred to as the "Law") and Article 10.2.4 of the Articles of Association of LENENERGO PJSC (hereinafter referred to as the "Company"), election of Members of the Board of Directors and early termination of their powers are reserved to the competence of the General Meeting of the Company's Shareholders.

According to paragraph 3 of Article 47.1 of the Law, the Annual General Meeting of Shareholders shall resolve, among other things, on the distribution of profits and losses of the Company for the reporting year.

In accordance with Article 53.1 of the Law and Article 13.1 of the Company's Articles of Association, the Company's shareholders (shareholder) holding in aggregate at least two (2) percent of the Company's voting shares may nominate candidates to the Company's Board of Directors within sixty (60) days after the end of the reporting year, the number of which may not exceed the number of members in such governing body.

Within the above period, the Company received proposals from two (2) shareholders:

1. ROSSETI Public Joint Stock Company (hereinafter referred to as ROSSETI PJSC), which held not less than two (2) percent of the Company's voting shares (68.22% of the Company's voting shares) as at the date of submitting such proposal;

2. Saint Petersburg, city of federal significance, represented by the Property Relations Committee of Saint Petersburg, which held not less than two (2) percent of the Company's voting shares (29.11% of the Company's voting shares) as at the date of submitting such proposal;

The maximum number of candidates nominated by a shareholder corresponds to the number of Members of the Company's Board of Directors set out in the Company's Articles of Association (thirteen (13)).

No nominations were from other shareholders.

In accordance with a resolution of the Company's Board of Directors dated March 6, 2020 (Minutes No.40 dated March 6, 2020), the nominees are included in the list of nominees for election to the Board of Directors at the Annual General Meeting of Shareholders in 2020.

The list of nominees for election to the Company's Board of Directors includes 19 nominees:

No.	Candidate nominated by a shareholder(s) to the Company's Board of Directors	Position and place of work of the candidate nominated by a shareholder(s) to the Company's Board of Directors	Name (business name) of the shareholder(s) nominating the candidate to the Company's Board of Directors	Number of voting shares in the Company held by the shareholder(s) (%)
1	Pavel Livinsky	CEO and Chairman of the Management Board at ROSSETI PJSC	ROSSETI PJSC	68.22

No.	Candidate nominated by a shareholder(s) to the Company's Board of Directors	Position and place of work of the candidate nominated by a shareholder(s) to the Company's Board of Directors	Name (business name) of the shareholder(s) nominating the candidate to the Company's Board of Directors	Number of voting shares in the Company held by the shareholder(s) (%)
2	Yuri Goncharov	Senior Advisor at ROSSETI PJSC	ROSSETI PJSC	68.22
3	Pavel Grebtsov	Acting Deputy CEO for Economics and Finances at ROSSETI PJSC	ROSSETI PJSC	68.22
4	Andrey Kolyada	Deputy Director of Corporate Governance at ROSSETI PJSC	ROSSETI PJSC	68.22
5	Aleksandr Korneev	Head of the Grid Connection and Infrastructure Development Department at ROSSETI PJSC	ROSSETI PJSC	68.22
6	Daniil Krainsky	Senior Advisor at ROSSETI PJSC	ROSSETI PJSC	68.22
7	Sergey Pikin	Director, Energy Development Fund	ROSSETI PJSC	68.22
8	Sergey Podlutsky	Director of Investment Activities at ROSSETI PJSC	ROSSETI PJSC	68.22

No.	Candidate nominated by a shareholder(s) to the Company's Board of Directors	Position and place of work of the candidate nominated by a shareholder(s) to the Company's Board of Directors	Name (business name) of the shareholder(s) nominating the candidate to the Company's Board of Directors	Number of voting shares in the Company held by the shareholder(s) (%)
9	Vasily Rozhkov	Director of Production Activities – Deputy Chief Engineer at ROSSETI PJSC	ROSSETI PJSC	68.22
10	Larisa Romanovskaya	Acting Deputy CEO for HR Management and Government and Media Relations at ROSSETI PJSC	ROSSETI PJSC	68.22
11	Andrey Ryumin	CEO of LENENERGO PJSC	ROSSETI PJSC	68.22
12	Konstantin Tyurkin	Deputy Director of Public and Media Relations at ROSSETI PJSC	ROSSETI PJSC	68.22
13	Dmitry Chevkin	Acting Director of HR Management at ROSSETI PJSC	ROSSETI PJSC	68.22
14	Andrey Bondarchuk	Chairman, Energy and Building Services Committee of Saint Petersburg	Constituent entity of Russia,	29.11

No.	Candidate nominated by a shareholder(s) to the Company's Board of Directors	Position and place of work of the candidate nominated by a shareholder(s) to the Company's Board of Directors	Name (business name) of the shareholder(s) nominating the candidate to the Company's Board of Directors	Number of voting shares in the Company held by the shareholder(s) (%)
			Saint Petersburg, a city of federal significance, represented by the Property Relations Committee of Saint Petersburg	
15	Dmitry Koptin	Chairman, Tariff Committee of Saint Petersburg	Saint Petersburg, a city of federal significance and constituent entity of the Russian Federation, represented by the Property Relations Committee of Saint Petersburg	29.11
16	Aleksandr German	Deputy Chairman, Property Relations Committee of Saint Petersburg	Saint Petersburg, a city of federal significance and constituent entity of the Russian Federation, represented by the Property Relations Committee of Saint Petersburg	29.11
17	Gennady Magazinov	Chief of Staff for M.A. Shaskolsky, the Vice-Governor of Saint Petersburg	Saint Petersburg, a city of federal significance and constituent entity of the Russian Federation, represented by the Property Relations Committee	29.11

No.	Candidate nominated by a shareholder(s) to the Company's Board of Directors	Position and place of work of the candidate nominated by a shareholder(s) to the Company's Board of Directors	Name (business name) of the shareholder(s) nominating the candidate to the Company's Board of Directors	Number of voting shares in the Company held by the shareholder(s) (%)
			of Saint Petersburg	
18	Aleksey Malukhin	First Deputy Chairman, Energy and Building Services Committee	Saint Petersburg, a city of federal significance and constituent entity of the Russian Federation, represented by the Property Relations Committee of Saint Petersburg	29.11
19	Yelena Tsereteli	Director, Saint Petersburg Small and Medium Enterprises Development Foundation, Nonprofit Entity	Saint Petersburg, a city of federal significance and constituent entity of the Russian Federation, represented by the Property Relations Committee of Saint Petersburg	29.11

Information on the positions held by candidates is given as at the date of shareholders' nominations to the Company's Board of Directors.

Information on obtaining written consents from candidates to be nominated and elected is disclosed in the materials provided to persons entitled to attend the Annual General Meeting of the Company's Shareholders.

In accordance with Article 16 of the Company's Articles of Association, the Company's Board of Directors shall have thirteen Members.

In accordance with Article 66.4 of the Law and Article 16 of the Company's Articles of Association, Members of the Board of Directors are elected by cumulative voting at the General Meeting of the Company's Shareholders for a period until the next Annual General Meeting of Shareholders.

In cumulative voting, a shareholder's votes are multiplied by the number of Members of the Board of Directors to be elected and the shareholder may give all the votes so calculated to one candidate or distribute them between two or more candidates.

Nominees with the highest number of votes are deemed elected to the Board of Directors (Supervisory Board).

Item No. 4: Elections to the Company’s Review Commission.

Draft resolution:

Elect the following persons as Members of the Company’s Review Commission:

- 1. _____
- 2. _____
- 3. _____
- 4. _____
- 5. _____

Explanatory note on Item No. 4 of the Annual General Meeting of Shareholders of

LENENERGO PJSC

Agenda Item No. 4: Elections to the Company's Review Commission.

In accordance with Article 48.1.9 of the Federal Law *On Joint-Stock Companies* (hereinafter referred to as the "Law") and Article 10.2.8 of the Articles of Association of LENENERGO PJSC (hereinafter referred to as the "Company"), election of Members of the Review Commission and early termination of their powers are reserved to the competence of the General Meeting of the Company's Shareholders.

In accordance with Article 53.1 of the Law and Article 13.1 of the Company's Articles of Association, the Company's shareholders (shareholder) holding in aggregate at least two (2) percent of the Company's voting shares may nominate candidates to the Company's Review Commission within sixty (60) days after the end of the reporting year, the number of which may not exceed the number of members in such governing body.

The deadline for receiving proposals from the Company's shareholders expired on March 02, 2020 (Monday, work day).

Within the above period, the Company received proposals from two (2) shareholders:

1. ROSSETI Public Joint Stock Company (hereinafter referred to as ROSSETI PJSC), which held not less than two (2) percent of the Company's voting shares (68.22% of the Company's voting shares) as at the date of submitting such proposal;

2. Saint Petersburg, city of federal significance, represented by the Property Relations Committee of Saint Petersburg, which held not less than two (2) percent of the Company's voting shares (29.11% of the Company's voting shares) as at the date of submitting such proposal;

The maximum number of candidates nominated by a shareholder corresponds to the number of Members of the Company's Review Commission set out in the Company's Articles of Association (five (5)).

Other shareholders did not propose their nominations.

In accordance with a resolution of the Company's Board of Directors dated March 6, 2020 (Minutes No.40 dated March 6, 2020), the nominees are included in the list of nominees for election to the Review Commission at the Annual General Meeting of Shareholders in 2020.

The list of nominees for election to the Company's Review Commission includes 6 nominees:

No.	Candidate nominated by a shareholder(s) to the Company's Review Commission	Position and place of work of the candidate nominated by a shareholder(s) to the Company's Review Commission	Name (business name) of the shareholder(s) nominating the candidate to the Company's Review Commission	Number of voting shares in the Company held by the shareholder(s) (%)
1	Sergey Kiryukhin	Acting Deputy CEO – Chief of Staff at ROSSETI PJSC	ROSSETI PJSC	68.22
2	Marina Lelekova	Director of the Internal Control and Risk Management Department at ROSSETI PJSC	ROSSETI PJSC	68.22
3	Dmitry Ponomaryov	Head of the Risk and Internal Control System Office of the Internal Control and Risk Management Department at ROSSETI PJSC	ROSSETI PJSC	68.22
4	Yelena Kabizskina	Head Expert of the Supervisory Office of the Internal Control and Risk Management Department at ROSSETI PJSC	ROSSETI PJSC	68.22
5	Irina Sidorenko	Chief Expert of the Production Planning Office of the Production Activities at ROSSETI PJSC	ROSSETI PJSC	68.22

No.	Candidate nominated by a shareholder(s) to the Company's Review Commission	Position and place of work of the candidate nominated by a shareholder(s) to the Company's Review Commission	Name (business name) of the shareholder(s) nominating the candidate to the Company's Review Commission	Number of voting shares in the Company held by the shareholder(s) (%)
6	Valery Uskov	Head of Project Support of the Prospective Development Office, the Energy and Building Services Committee	Saint Petersburg, a city of federal significance and constituent entity of the Russian Federation, represented by the Property Relations Committee of Saint Petersburg	29.11

Information on the positions held by candidates is given as at the date of shareholders' nominations to the Company's Review Commission.

In accordance with Article 22.1 of the Company's Articles of Association, the Company's Review Commission shall have five Members. The Review Commission is elected at the General Meeting of the Company's Shareholders for a period of one (1) year (until the next Annual General Meeting of Shareholders).

In accordance with Article 10.8 of the Company's Articles of Association, the General Meeting of Shareholders shall vote on this item based on the "one voting share –one vote" principle.

In accordance with Article 49.2 of the Law and Article 10.4 of the Company's Articles of Association, the resolution on election of Members of the Review Commission and early termination of their powers shall be adopted by a majority vote of shareholders holding voting shares in the Company and participating in the Company's meeting, separately for each nominee.

Item No. 5: Approval of the Company's Auditor.

Draft resolution:

Approve Ernst & Young LLC as the Company's Auditor.

Explanatory note on Item No. 5 of the Annual General Meeting of Shareholders of LENENERGO PJSC

Agenda Item No. 5: Approval of the Company's Auditor.

In accordance with Article 48.1.10 of the Federal Law *On Joint-Stock Companies* (hereinafter referred to as the "Law") and Article 10.2.9 of the Articles of Association of LENENERGO PJSC (hereinafter referred to as the "Company"), approval of the Company's Auditor is reserved to the competence of the General Meeting of the Company's Shareholders. According to paragraph 3 of Article 47.1 of the Law, the Annual General Meeting of Shareholders shall resolve, among other things, on the approval of the Company's Auditor.

The nominee to the position of Auditor was selected based on the results of a bidding held among auditors for the right to carry out the mandatory audit of the Company.

The bidding was held in accordance with Federal Laws No. 307-FZ *On Auditing* dated December 30, 2008, No. 208-FZ *On Consolidated Financial Statements* dated July 27, 2010, and No. 44-FZ *On the Contract System in the Procurement for Goods, Works and Services for Governmental and Municipal Needs* dated April 05, 2013.

ROSSETI PJSC held a public bidding for the right to enter into a contract to carry out mandatory annual audit of statements of ROSSETI PJSC's subsidiaries and affiliates for 2018-2020 via the B2B Center public online trading platform, with Ernst & Young LLC recognized as the winner of the tender with a bid price for Lenenergo PJSC at RUB 23,716,023.50, including VAT, with the following breakdown by year: RUB 7,905,341.17 for 2018, RUB 7,905,341.17 for 2019, and RUB 7,905,341.16 for 2020 (Minutes No. 14/595r dated April 16, 2018).

Ernst & Young LLC is recommended for approval as the Auditor to carry out the audit of the accounting (financial) statements for 2020 prepared in accordance with RAS, as well as to review the interim consolidated consolidated financial statements prepared in accordance with IFRS for the first three and six months ending June 30, 2020, and audit the consolidated financial statements for 2020 prepared in accordance with IFRS.

Ernst & Young is a global leader in audit, tax, transaction support and advisory services.

The company has a team of 284,000 employees around the world. The company has 728 offices across 150 world countries.

Ernst & Young LLC has been present in Russia since 1989. The company offers audit and advisory services on tax and finance.

Certificate of making an entry in the Unified State Register of Legal Entities on a legal entity registered before July 01, 2002, Series 77 No. 007367150, OGRN 1027739707203, made on December 05, 2002.

Ernst & Young LLC is a member of the Self-Regulated Organization of Auditors Association Sodruzhestvo (SRO AAS).

Ernst and Young LLC is included in the control copy of the Register of Auditors and Audit Organizations under Principal Registration Number 12006020327.

The auditor is fully independent of the Company's governing bodies in accordance with the requirements of Article 8 of the Federal Law *On Auditing*.

There are no factors that may affect the auditor's independence from the Company. The auditor (auditor's officers) do not have any shares in the authorized capital of the Company. The Company has not granted any loans to the auditor (auditor's officers). There are no close business relations (participation in the promotion of the Company's products (services), participation in joint business activities, etc.), or family relations. The Company does not have any information about its officers who are also officers of the auditor (auditor).

On April 24, 2020, the Audit Committee of the Board of Directors of LENENERGO PJSC (Minutes No. 123 dated April 27, 2020) preliminarily reviewed the nomination for the position of auditor of LENENERGO PJSC and recommended it to the Board of Directors to be proposed for approval at the Annual General Meeting of Shareholders of LENENERGO PJSC.

In accordance with the Resolution of the Company's Board of Directors dated April 28, 2020

(Minutes No. 53 dated April 30, 2020), the Board suggests the Company's Annual General Meeting of Shareholders to approve Ernst & Young LLC as the Company's auditor.

The shareholders are offered to resolve on voting on this matter taking into account the above.

In accordance with Article 10.8 of the Company's Articles of Association, the General Meeting of Shareholders shall vote on this item based on the "one voting share –one vote" principle.

In accordance with Article 49.2 of the Law, the resolution on such item shall be adopted by a majority vote of shareholders holding voting shares in the Company and participating in the Company's meeting.

Item No. 6: Introducing amendments to the Company’s Articles of Association that require filing an application with the Ministry of Justice of the Russian Federation for a permission to include a word derived from the official name “Russian Federation” or “Russia” into the new corporate name of the Company.

Draft resolution:

Make amendments to the Company’s Articles of Association related to the change of the Company’s name to “LENENERGO Public Joint Stock Company” according to Appendix 11.2, which is available on the official website of the Company at:<https://www.lenenergo.ru/shareholders/corp/control/osa/>.

Approach the Ministry of Justice of the Russian Federation for permission to include a word derived from the official name “Russian Federation” or “Russia” into the new corporate name of the Company.

These amendments to the Company’s Articles of Association shall become effective from the moment of entering information on registration in the Unified State Register of Legal Entities after obtaining the relevant permission from the Ministry of Justice of the Russian Federation for the above change in the Company’s name.

Explanatory note on Item No. 6 of the Annual General Meeting of Shareholders of LENENERGO PJSC

Agenda Item No. 6: Introducing amendments to the Company’s Articles of Association that require filing an application with the Ministry of Justice of the Russian Federation for a permission to include a word derived from the official name “Russian Federation” or “Russia” into the new corporate name of the Company.

In accordance with Article 48.1 of the Federal Law *On Joint-Stock Companies* (hereinafter referred to as the “Law”) and Article 10.2.1 of the Articles of Association of LENENERGO (hereinafter referred to as the “Company”), introducing amendments or additions to the Articles of Association or approving a new version of the Company’s Articles is reserved to the competence of the General Meeting of the Company’s Shareholders.

In accordance with Article 53.7 of the Law and Article 13.4 of the Company’s Articles of Association, the Company’s Board of Directors may, at its discretion, include these matters in the agenda of the General Meeting of Shareholders.

Approval of amendments to the Company’s Articles of Association is not a mandatory matter to be resolved at the Annual General Meeting of the Company’s Shareholders (in accordance with Article 47 of the Federal Law *On Joint Stock Companies*).

In accordance with Article 53.7 of the Law, the Company’s Board of Directors may, at its discretion, include this matter in the agenda of the General Meeting of Shareholders.

The current version of the Articles of Association was approved by Resolution of the Annual General Meeting of Shareholders dated June 18, 2019 (Minutes No. 1/2019 dated June 21, 2019).

The Board of Directors shall have the right to propose to the Annual General Meeting of Shareholders to amend the Company’s Articles of Association and submit a draft thereof.

At its meeting held on June 28, 2019 (Minutes of Meeting No. 2 dated July 1, 2019), the Board of Directors of LENENERGO PJSC resolved to adopt the Unified Corporate Style Standard of ROSSETI PJSC and ROSSETI Group approved by resolution of ROSSETI PJSC’s Board of Directors (Minutes of Meeting No. 353 dated April 30, 2019, item 5) and approve the Roadmap for the Company to adopt the Unified Corporate Style Standard of ROSSETI PJSC and ROSSETI Group.

The adoption by the Company of the Unified Corporate Style Standard of ROSSETI PJSC and ROSSETI Group provides for bringing the Company’s name in compliance with the Unified Corporate Style Standard of ROSSETI PJSC and ROSSETI Group and adoption of unified brand architecture by ROSSETI Group.

As part of this adoption, it is planned to take measures to amend the Articles of Associations of ROSSETI PJSC’s subsidiaries in order to change their corporate names.

Additionally, Article 54 of the Civil Code of the Russian Federation states that inclusion of the official name “Russian Federation” or “Russia” as well as words derived from this name in the name of a legal entity shall be allowed in cases provided for by law, Executive Orders of the President of the Russian Federation, or acts of the Government of the Russian Federation, or by permission issued in accordance with the procedure established by the Government of the Russian Federation.

In accordance with Clause 2 of the Rules for Including the Official Name “Russian Federation” or “Russia” as well as Words Derived from this Name in the Corporate Name of Legal Entities (as approved by Resolution No. 52 of the Russian Government, dated February 03, 2010, hereinafter referred to as the “Rules”), permission for including the official name “Russian Federation” or “Russia” as well as words derived from this name in the corporate name of a legal entity may be issued by the Ministry of Justice of the Russian Federation.

Item No. 7: Approval of the new version of the Regulations on the Board of Directors of LENENERGO Public Joint Stock Company.

Draft resolution:

Approve the revised Regulations on the Board of Directors of LENENERGO Public Joint Stock Company in accordance with Appendix No. 12.2 published on the official website of the Company at <http://www.lenenergo.ru/shareholders/corp/control/osa>

Explanatory note on Item No. 7 of the Annual General Meeting of Shareholders of LENENERGO PJSC

Agenda Item No. 7: Review of a draft new version of the Regulations on the Company's Board of Directors.

In accordance with Article 48.1.19 of the Federal Law *On Joint-Stock Companies* (hereinafter referred to as the "Law") and Article 10.2.18 of the Articles of Association of LENENERGO PJSC (hereinafter referred to as the "Company"), approval of internal documents governing the activities of the Company's governing bodies is reserved to the competence of the General Meeting of the Company's Shareholders. The General Meeting of the Company's Shareholders may approve internal documents governing the activities of the Company's governing bodies only on the proposal of the Company's Board of Directors (Clause 49.3 of the Law and Article 10.6 of the Company's Articles of Association).

In accordance with Clause 53.7 of the Law and Article 13.4 of the Company's Articles of Association, the Company's Board of Directors may, at its discretion, include matters in the agenda of the Company's General Meeting of Shareholders. This matter is reserved to the competence of the Company's Board of Directors in accordance with Articles 10.2.18 and 15.1.6 the Company's Articles of Association, which state that the General Meeting of the Company's Shareholders only approve the Company's internal documents only on the proposal of the Company's Board of Directors.

The current version of the Regulations on the Company's Board of Directors was approved by the Resolution of the Annual General Meeting of Shareholders dated June 18, 2019 (Minutes No. 1/2019 dated June 21, 2019).

The Company's Board of Directors is proposed to consider a draft new version of the Regulations on the Company's Board of Directors and propose that the Annual General Meeting of the Company's Shareholders approve the new version of the Regulations on the Company's Board of Directors.

The new version of the Regulations on the Board of Directors of PJSC LENENERGO was drafted in order to bring the Regulations in compliance with the applicable laws, take into account the recommendations of the Code of Corporate Governance and introduce technical adjustments. A summary table of the amendments has been attached to the package of materials on the subject.