

APPROVED
by Annual General Shareholders' Meeting
of Lenenergo PJSC _____
Minutes No. _____ dated _____

General Director of Lenenergo PJSC

_____ A.V. Ryumin

CHARTER

of Lenenergo, Public Joint Stock Company of the Power Industry and Electrification

(as amended)

Article 1. General provisions

1.1. Lenenergo, Public Joint Stock Company of the Power Industry and Electrification (hereinafter – the Company) was established in accordance with the Decree of the President of the Russian Federation No. 922 dated August 14, 1992 "On peculiarities of transformation of state enterprises, associations, organizations of fuel-energy complex into joint stock companies", the Decree of the President of the Russian Federation No. 923 dated August 15, 1992 "On organization of management of power complex of the Russian Federation in terms of privatization", by the Decree of the President of the Russian Federation No. 1334 dated November 2, 1992 "On realization of the Decree of the President of the Russian Federation No. 922 dated 14 August 1992 "On peculiarities of transformation of state enterprises, associations, organizations of fuel-energy complex into joint stock companies" in the electric power industry".

The founder of the Company is the Committee for city property management of the city hall of St. Petersburg - Territorial agency of the State Property Committee of the Russian Federation. The Company was registered by the decision of the Registration chamber of the city hall of St. Petersburg No. 2518 dated January 22, 1993.

The Company is a legal successor of rights and obligations of the state enterprise - of the order of the October revolution and the order of the Patriotic war of the 1st degree of Lenenergo, the Leningrad Production Association of the Power Industry and Electrification to the extent specified in the Privatization plan of Lenenergo, the state enterprise of power industry and electrification, approved by the Chairman of the Committee on city property management of St. Petersburg on December 22, 1992.

1.2. Full corporate name of the Company in Russian is Публичное акционерное общество энергетики и электрификации «Ленэнерго», in English - Lenenergo, Public Joint Stock Company of the Power Industry and Electrification. The former corporate name of the Company in Russian – Открытое акционерное общество энергетики и электрификации «Ленэнерго»; the former full company name in English - JOINT-STOCK COMPANY "LENENERGO".

The abbreviated corporate name of the Company in Russian - ПАО «Ленэнерго», in English - LENENERGO PJSC. The former abbreviated corporate name of the Company in Russian – ОАО «Ленэнерго»; in English - JSC "LENENERGO".

Location of the Company: Russian Federation, St. Petersburg.

The address of the Company shall be indicated in the unified state register of legal entities.

Postal address of the Company: St. Petersburg, 196247, Constitution Square, 1

1.3. The Company is established without limitation of term of activity.

Article 2. Legal status of the Company

2.1. The legal status of the Company is determined by the Civil Code of the Russian Federation, Federal Law No. 208-FZ dated December 26, 1995 "On joint stock companies" (hereinafter – the Federal Law "On joint stock companies"), other regulatory legal acts of the Russian Federation, as well as this Charter.

2.2. The Company is a legal entity and a public joint stock company according to the legislation of the Russian Federation.

2.3. The Company owns separate property and is responsible for its obligations, may acquire and exercise property and personal non-property rights on its own behalf, perform duties, be a plaintiff and a defendant in court.

2.4. The Company has the right to open bank accounts on the territory of the Russian Federation and abroad in accordance with the established procedure.

2.5. The Company shall be liable for its obligations with all property belonging to it.

The Company shall not be liable for the obligations of the state and its bodies, as well as for the obligations of its shareholders.

Shareholders of the Company shall not be liable for obligations of the Company, except as provided for by the legislation of the Russian Federation.

Shareholders have the right to alienate their shares without the consent of other shareholders and the Company.

Shareholders of the Company bear the risk of losses related to its activities within the value of their shares.

2.6. The Company has a round seal containing its full corporate name in Russian, logo, emblem and indication of its location.

The Company has the right to have stamps and letterheads (forms) with its corporate name, as well as a trademark registered in accordance with the established procedure and other means of visual identification.

2.7. The Company has civil rights and performs the duties necessary for the implementation of any activities not prohibited by Federal Laws.

2.8. The Company may establish branches and open representative offices in accordance with the provisions of the Civil Code of the Russian Federation, the Federal Law "On joint stock companies" and other Federal Laws.

Branches and representative offices of the Company are not legal entities and act on the basis of the regulations approved by the Company.

The head of a branch or representative office of the Company shall be appointed by the sole executive body of the Company and shall act on the basis of a power of attorney issued by the Company.

Information about branches and representative offices of the Company shall be specified in the unified state register of legal entities.

2.9. The Company may have subsidiaries that are legal entities under the legislation of the Russian Federation, established in accordance with the Federal law "On joint stock companies", other Federal Laws and this Charter, and outside the territory of the Russian Federation – in accordance with the legislation of a foreign state at the location of the subsidiary, unless otherwise provided by an international treaty of the Russian Federation.

A business entity in which the participation interest of the Company is more than 20 (Twenty) percent of the voting shares for the purposes of this Charter is recognized as associated company.

2.10. When the Company organizes work with information constituting state secrets, the legislation of the Russian Federation shall have absolute priority.

Court proceedings on all matters related to state secrets shall be conducted on the territory of the Russian Federation and in accordance with the legislation of the Russian Federation.

Article 3. Purpose and activities of the Company

3.1. The main purposes of the Company are:

- 1) receiving of profit by the Company;
- 2) implementation of effective and reliable operation of objects of distribution power grid complex;
- 3) ensuring sustainable development of the distribution power grid complex;
- 4) ensuring reliable and high-quality power supply to consumers (in terms of supply and transmission of electricity).

3.2. For receiving the profit the Company has the right to carry out the following activities:

- provision of electric power transmission services and other services which are inseparably linked with process of supply electric energy to consumers;
- technological connection of power receivers (power installations) of legal entities and individuals to power grids;
- receipt (purchase) of electric power from the wholesale market of electric power (capacity) to subjects of the retail markets and producers;
- obtaining (purchase) of thermal energy from manufacturers;
- production of electric power for own needs;
- production of thermal energy, delivery (sale) of thermal energy at the established tariffs according to dispatching schedules of thermal loadings, including - to the population;
- design, installation and adjustment on operation facility, operation, metrological support of activity of measuring complexes for electricity metering;
- transmission of electric and thermal energy;
- activity on operation of power grids;
- activity on operation of heat networks;
- activity on operation of gas supply systems;
- engineering surveys for the construction of buildings and structures of I and II levels of responsibility in accordance with the state standard;
- preparation of project documentation for capital construction projects;
- implementation of construction, reconstruction and overhaul activities;
- implementation of activity as the guaranteeing supplier of electric power, supply of electric power to the territory of the zone of activity;
- geodesic activity;
- transportation of passengers by road, equipped for transportation of more than 8 (eight) people;
- cargo transportation by rail;
- loading and unloading activities on railway transport;
- hazardous cargo transportation;
- development of communication facilities and provision of communication services;
- educational activity;
- storage of oil, gas and products of their processing;
- storage of oil, gas and products of their processing;
- medical activity;
- foreign economic activity;
- operation of hazardous industrial facilities;
- organization and implementation of industrial control over compliance with industrial safety requirements of hazardous industrial facilities;
- training of employers and employees on occupational health and safety;
- preparation, processing and realization of non-ferrous scrap;
- preparation, processing and realization of ferrous scrap;
- organization and carrying out of measures on mobilization preparation, civil defense and emergency situations;

- implementation of measures and provision of services for the protection of information constituting trade and state secrets;
- activities in the field of energy saving and improvement of the energy efficiency,
- activities in the field of energy survey (energy audit) and provision of energy services;
- development of schedules of emergency limitation of the use conditions;
- production of control measurements of flow distribution, loads and voltage levels in the power grids of power systems;
- rendering of services on certification of workplaces according to working conditions;
- organization of recreation and general health improvement of children, realization of permits to children's health camp;
- conducting activities in terms of research, development and technological works, including the development, creation, introduction of new and improvement of existing equipment, technologies, methods to improve the reliability, quality, efficiency and environmental friendliness of energy supply to consumers, creating conditions for the development of the Russian electric power system, implementation of R&D and innovation programs, participation in the formation of sector-specific funds of R&D;
- carrying out organizational, practical and preventive measures to ensure comprehensive security (anti-terrorist and anti-criminal protection, economic security, anti-corruption and information security);
- other activities not prohibited by the legislation of the Russian Federation.

3.3. The company can engage in certain activities, which list is determined by the legislation of the Russian Federation, only on the basis of a special permit (license), membership in a self-regulating organization or a certificate of admission to a certain type of work issued by a self-regulating organization.

The right of the Company to carry out activities which requires obtaining a special permit (license), membership in self-regulating organization or a certificate of self-regulating organization of admission to a particular type of work, arises from the moment of receipt of such permit (license) or in the period specified therein or the date on which the Company joined a self-regulating organization or issuing the certificate of admission for certain type of works by self-regulating organization and stops at the termination of the permit (license), membership in the self-regulating organization or certificate of admission to the works issued by the self-regulating organization.

Article 4. Authorized capital of the Company

4.1. The authorized capital of the Company is made up of the nominal value of the shares of the Company acquired by the shareholders (outstanding shares).

The authorized capital of the Company is 8,617,049,631 (Eight billion six hundred and seventeen million forty-nine thousand six hundred and thirty-one) rubles and 05 (Five) kopecks.

4.2. The company placed the following uncertified registered shares with the same par value of 1 (One) ruble:

1) preferred shares of type A:

- 93,264,311 (Ninety three million two hundred sixty four thousand three hundred eleven) pieces for the total amount at the nominal value of 93,264,311 (Ninety three million two hundred sixty four thousand three hundred eleven) rubles;

2) ordinary shares:

- 8,523,785,320 (Eight billion five hundred twenty-three million seven hundred eighty-five thousand three hundred twenty) point 5/100 (Five hundredths) pieces of shares totaling at nominal value of 8,523,785,320 (Eight billion five hundred twenty-three million seven hundred eighty-five thousand three hundred twenty) rubles and 05 (Five) kopecks.

The authorized capital of the Company can be:

- increased by increasing the nominal value of shares or by placing the additional shares;
- decreased by reducing the nominal value of shares or reducing their number, including by acquiring and redeeming part of outstanding shares of the Company in accordance with this Charter.

The Company has the right to place in addition to the placed shares ordinary registered uncertified shares in the amount of 12,017,484,970 (Twelve billion seventeen million four hundred eighty four thousand nine hundred seventy) pieces of shares with a nominal value of 1 (One) ruble each for a total amount at nominal value of 12,017,484,970 (Twelve billion seventeen million four hundred eighty four thousand nine hundred seventy) rubles (authorized shares). Ordinary registered shares authorized by Lenenergo PJSC for placement, grant their owners the rights provided for in paragraph 6.2. of article 6 of this Charter.

4.3. Increase of the authorized capital of the Company is allowed only after its full payment.

Payment of additional shares placed by the Company by offsetting claims to the Company is allowed in cases provided for by the Federal Law "On joint stock companies".

4.4. Reduction of the authorized capital of the Company shall be carried out in the manner prescribed by the legislation of the Russian Federation and this Charter.

It is not allowed to reduce the authorized capital of the Company, if as a result of this reduction, the authorized capital of the Company will be less than the minimum size of the authorized capital determined in accordance with the Federal Law "On joint stock companies" at the date of submission of documents for state registration of relevant amendments in this Charter, and in cases if in accordance with the Federal Law "On joint stock companies", is obliged to reduce its authorized capital – on the date of the state registration of the Company.

The company is obliged to reduce its authorized capital in cases provided for by the Federal law "On joint stock companies".

Article 5. Shares, bonds and other securities of the Company

5.1. The Company places ordinary shares and has the right to place one or several types of preferred shares, bonds and other securities in accordance with the procedure established by the legislation of the Russian Federation.

In case of non-payment or incomplete payment of shares within the established terms, the ownership of shares, the placement price of which corresponds to the unpaid amount (the value of property not transferred to pay for shares), passes to the Company.

5.2. Conversion of ordinary shares into preferred shares, bonds and other securities is not allowed.

5.3. Placement by the Company of shares and other securities of the Company convertible into shares shall be carried out in accordance with legal acts of the Russian Federation.

5.4. In cases provided for by the current legislation of the Russian Federation, shareholders of the Company shall have the pre-emptive right to purchase additional shares and issue securities convertible into shares placed by subscription in an amount proportional to the number of shares of this category (type) owned by them.

5.5. If in the exercise of pre-emptive right to purchase additional shares and when consolidating the shares, acquiring the whole number of shares by the shareholder is impossible, parts of the stock (fractional shares) shall be formed.

A fractional share grants to the shareholder - its owner the rights granted by the share of the corresponding category (type) in the amount corresponding to the part of the whole share that it constitutes.

Fractional shares are traded on a par with whole shares. If one person acquires two or more fractional shares of the same category (type), these shares form one whole and (or) fractional share equal to the sum of these fractional shares.

5.6. The Company has the right to decide on an additional issue of shares within their authorized number. The Company has the right to place additional shares and other issue securities by subscription and conversion. In case of increase in the authorized capital of the Company at the expense of its property the Company shall carry out placement of additional shares by means of their distribution among shareholders.

The form of payment of additional shares placed through subscription shall be determined by the decision on their placement and shall comply with the requirements of the legislation of the Russian Federation.

At paying of shares by monetary funds, the monetary valuation of the property contributed in payment for the shares is made by the Board of Directors in accordance with article 77 of the Federal Law "On joint stock companies", and in cases stipulated by the legislation of the Russian Federation, an independent appraiser (auditor). In case of payment of additional shares by non-monetary means, payment of shares shall be made in accordance with the decision on their placement.

Payment of other securities can be made only in cash.

5.7. The additional share does not provide voting rights until it is fully paid.

Shares placed at the disposal of the Company do not provide voting rights, are not taken into account when counting votes, and dividends are not accrued on them. Such shares shall be sold by resolution of the Board of Directors at a price not lower than their market value not later than one year from the date of their acquisition. Otherwise, the General Shareholders' Meeting shall decide to reduce the authorized capital of the Company by redeeming these shares.

Article 6. Rights and obligations of shareholders of the Company

6.1. A shareholder of the Company is a person owning shares of the Company on the grounds provided for by the legislation of the Russian Federation and this Charter.

6.2. Each ordinary registered share of the Company grants the shareholder - its owner the same amount of rights.

Shareholders - owners of ordinary registered shares of the Company have the right to:

1) participate personally or through representatives in the General Shareholders' Meeting of the Company with the right to vote on all matters of its competence;

2) make proposals to the agenda of the General Shareholders' Meeting of the Company in the manner prescribed by the legislation of the Russian Federation and this Charter;

3) receive information about activities of the Company and get acquainted with documents of the Company in accordance with the Federal Law "On joint stock companies", other regulatory legal acts and this Charter;

4) receive dividends authorized by the Company;

5) pre-emptive acquisition of additional shares and issue of securities convertible into shares placed by subscription in an amount proportional to the number of ordinary shares owned by them, in cases provided for by the legislation of the Russian Federation;

6) receive a part of its property in case of liquidation of the Company;

7) appeal against decisions of management bodies of the Company, entailing civil consequences, in cases and in the manner prescribed by the legislation of the Russian Federation;

8) demand compensation for losses caused to the Company;

9) challenge transactions settled by the Company on grounds provided by the legislation of the Russian Federation, and to demand the application of consequences of their invalidity, and also application of consequences of invalidity of void transactions of the Company;

10) conclude between themselves, as well as with creditors of the Company and other third parties an agreement on the exercise of corporate rights (corporate agreement);

11) exercise other rights provided for by the legislation of the Russian Federation and this Charter.

6.3. Shareholders on the basis of an agreement with the Company have the right to finance and support the activities of the Company at any time to contribute to assets of the Company grant contributions in cash or in another form which do not increase the authorized capital of the Company and do not change nominal value of shares (contributions to the assets of the Company).

The agreement on the basis of which the shareholder makes a contribution to assets of the Company shall be approved by the resolution of the Board of Directors of the Company.

6.4. Shareholders - owners of ordinary registered shares of the Company are obliged to:

1) participate in the formation of assets of the Company in the required amount in the manner, order and within the terms provided for by the legislation of the Russian Federation or the Charter of the Company;

2) not to disclose confidential information about activities of the Company;

3) participate in making decisions, without which the Company cannot continue its activities in accordance with the law, if its participation is necessary for making such decisions;

4) not to commit actions deliberately aimed at causing damage to the Company;

5) not to perform actions (inaction) that significantly complicate or make it impossible to achieve the goals for which the Company has been established;

6) notify the Company of the fact of conclusion of the corporate agreement;

7) timely notify the other shareholders of the Company on the intention to file a claim in court challenging the resolution of the General Shareholders' Meeting of the Company, and also on compensation for losses incurred to the Company or the recognition of the transaction settled by the Company to be void or application of consequences of invalidity of the transaction by sending to the Company the notice in writing which shall be received by the Company not less than five days before the date of application to the court.

Shareholders of the Company may bear other obligations stipulated by the legislation of the Russian Federation or this Charter.

6.5. The Company shall not be entitled to pay dividends on ordinary shares prior to the payment of dividends on preferred shares of type A.

6.6. Preferred shares of type A of the Company provide shareholders - their owners with the same amount of rights and have the same nominal value.

Shareholders - owners of preferred shares of type A have the right to:

1) receive dividends authorized by the Company.

At the same time, if the amount of annual dividends paid by the Company on each ordinary share in a certain year exceeds the amount payable as dividends on each preferred share of type A, the amount of the dividend paid on the latter shall be increased to the amount of the dividend paid on ordinary shares.

The Company shall not be entitled to pay dividends on ordinary shares prior to the payment of dividends on preferred shares of type A.

2) pre-emptive acquisition of additional shares and issue of securities convertible into shares placed through an open subscription in an amount proportional to the number of preferred shares of this type owned by them;

3) participate in the General Shareholders' Meeting with the right to vote when solving the matters on reorganization and liquidation of the Company, as well as issues decision on which in accordance with the Federal Law "On joint stock companies" was adopted unanimously by all shareholders of the Company;

4) participate in the General Shareholders' Meeting of the Company with the right to vote when deciding on amendments and additions to this Charter limiting the rights of shareholders - owners of preferred shares of type A.

The decision on introduction of such amendments shall be considered adopted if it has received not less than three quarters of votes of shareholders – owners of voting shares participating in the General Shareholders' Meeting of the Company, excluding votes of the shareholders – owners of preferred shares, rights for which are limited, and three fourths of votes of all shareholders – owners of preferred shares of each type the rights under which are limited.

5) participate in the General Shareholders' Meeting of the Company with the right to vote on all matters of its competence, starting from the meeting following the annual meeting of shareholders, at which, regardless of the reasons, no decision was made on payment of dividends or a decision was made on incomplete payment of dividends on preferred shares of type A.

The right of shareholders - owners of preferred shares of type A to participate in the General Shareholders' Meeting of the Company shall cease from the moment of the first payment of dividends in full on these shares.

6) participate in the General Shareholders' Meeting of the Company with the right to vote when deciding on the application for delisting of preferred shares of this type. The specified decision shall be deemed adopted provided that at least three – quarters of the votes of shareholders – owners of voting shares participating in the General Shareholders' Meeting , except for the votes of shareholders -owners of preferred shares of type A, and three-quarters of the votes of all shareholders - owners of preferred shares of type A.

7) exercise other rights provided for by the legislation of the Russian Federation.

6.7. The Company has no right to pay dividends on preferred shares of type A, except in the manner provided for by this Charter.

6.8. In case of liquidation of the Company, the property of the Company remaining after the completion of settlements with creditors shall be distributed by the liquidation commission among the shareholders in the following order:

- first of all, payments are made on shares that shall be redeemed in accordance with article 75 of the Federal Law "On joint stock companies";

- on a second-priority basis, payments are made of accrued but not paid dividends on preferred shares of type A and the nominal (liquidation) value of the preferred shares of type A owned by the shareholder;

- on a third-priority basis, the division of property of the Company between shareholders - owners of ordinary and preferred shares of type A.

If the property of the Company is not sufficient to pay dividends accrued but not paid and the liquidation value determined by this Charter to all shareholders - owners of preferred shares of type A, the property shall be divided among the shareholders – owners of preferred shares of type A in proportion to the number of shares of this type owned by them.

Article 7. Dividends

7.1. The Company has the right by results of the first quarter, six months, nine months of the reporting year and (or) by results of the reporting year to take decisions (declare) about payment of dividends on placed shares. The decision to pay (declare) dividends based on the results of the first quarter, half-year and nine months of the reporting year may be made within three months after the end of the corresponding period.

The Company is obliged to pay dividends declared on shares of each category (type), unless otherwise provided by the Federal Law "On joint stock companies".

7.2. The Resolution on payment (declaration) of dividends shall be taken by the General Shareholders' Meeting of the Company.

The specified resolution shall determine the amount of dividends on shares of each category (type), the form of their payment, the procedure for payment of dividends in non-monetary form, the date on which the persons entitled to receive dividends are determined.

At the same time, the decision regarding the establishment of the date on which the persons entitled to receive dividends are determined shall be made only on the proposal of the Board of Directors of the Company.

The amount of dividends shall not exceed the amount of dividends recommended by the Board of Directors of the Company.

The General Shareholders' Meeting of the Company is entitled to adopt the decision on nonpayment of dividends on shares of certain categories (types), as well as on the payment of dividends in part for preferred shares, the amount of dividends on which is determined by paragraph 7.3 of article 7 of this Charter.

7.3. The total amount paid as a dividend on each preferred share is set at 10 (Ten) percent of the net profit of the Company for the last financial year, determined in proportion to the number of preferred shares of type A sold.

7.4. The Company has no right to make a decision (declare) on payment of dividends on shares:

- up to full payment of the total authorized capital of the Company;

- prior to the redemption by the Company of all shares to be redeemed in accordance with article 76 of the Federal Law "On Joint Stock Companies";

- if on the day of such decision the Company meets the criteria for insolvency (bankruptcy) in accordance with the legislation of the Russian Federation about insolvency (bankruptcy) or if specified signs will appear at the Company as a result of payment of dividends;

- if on the date of such decision the cost of net assets of the Company is less than its authorized capital and Reserve fund and excess over the nominal value determined by this Charter of liquidation value of outstanding preferred shares or becomes less than their amount in the result of such decision;

- in other cases provided by Federal Laws.

7.5. The Company has no right to pay declared dividends on shares:

- if on the day of payment the Company meets the criteria for insolvency (bankruptcy) in accordance with the legislation of the Russian Federation about insolvency (bankruptcy) or if specified signs will appear at the Company as a result of payment of dividends;

- if on the day of payment the value of net assets is less than the amount of its authorized capital, reserve fund and excess over the nominal value determined by the Charter of the Company liquidation value of outstanding

preferred shares (in case of placement of preferred shares of the Company) or becomes less than the specified amount resulting from the payment of dividends;

- in other cases provided by Federal Laws.

Upon termination of these circumstances, the Company is obliged to pay dividends to shareholders.

7.6. Sources of dividend's payment are companies profit after taxes (net profit of the company) The net profit of the Company is determined according to the accounting (financial) reports of the Company.

7.7. The term of payment of dividends to a nominee holder and a trustee who is a professional participant in the securities market, registered in the register of shareholders, shall not exceed 10 working days, and to other persons registered in the register of shareholders - 25 working days from the date on which the persons entitled to receive dividends are determined.

The date on which the persons entitled to receive dividends are determined in accordance with the decision on payment (declaration) of dividends cannot be established earlier than 10 days from the date of the decision on payment (declaration) of dividends and later than 20 days from the date of such decision.

Dividends are paid to persons who were owners of shares of the relevant category (type) or persons exercising rights under these shares in accordance with Federal Laws, at the end of the operating day of the date on which, in accordance with the decision on payment of dividends, persons entitled to receive them are determined.

Payment of dividends in monetary term is carried out in non-cash order by the Company or on its behalf by the Registrar conducting the register of shareholders of the Company, or by a credit institution.

The payment of dividends in monetary form to individuals whose rights to shares are recorded in the register of shareholders shall be made by transfer of money resources on their bank accounts, details of which are available to the registrar of the Company, or in the absence of information on bank accounts by mail money transfer, and other persons whose rights on shares are recorded in the register of shareholders, by transferring money to their bank accounts. The obligation of the Company to pay dividends to these persons shall be deemed fulfilled from the date of receipt of the transferred funds by the federal postal service organization or from the date of receipt of funds to the credit organization in which the bank account of the person entitled to receive such dividends is opened, and if such person is a credit organization, then to its account.

Persons entitled to receive dividends and whose rights to shares are registered with the nominee shareholder shall receive dividends in monetary terms in accordance with the procedure established by the legislation of the Russian Federation on securities. A nominee holder to whom dividends have been transferred and who has not fulfilled the obligation to transfer them established by the legislation of the Russian Federation on securities, for reasons beyond his control, is obliged to return them to the Company within 10 days after the expiration of one month from the date of expiry of the dividend payment term.

7.8. A person who has not received declared dividends, due to the fact that the Company or the Registrar does not have accurate and necessary data on address or Bank details, or due to other delay of the creditor, has the right to apply for payment of such dividends (unclaimed dividends) within three years from the date of the decision on their payment.

The deadline for filing a claim for payment of unclaimed dividends when it is missed shall not subject to restoration, except if the person entitled to receive dividends, did not submit this claim under the influence of violence or threat.

Upon expiration of such period, declared and unclaimed dividends shall be restored as part of the retained earnings of the Company, and the obligation to pay them shall cease.

Article 8. Funds of the Company

8.1. The Company shall create a Reserve fund in the amount of 15 (Fifteen) percent of the authorized capital of the Company.

The amount of mandatory annual contributions to the Reserve fund of the Company is not less than 5 (Five) percent of the net profit of the Company until the Reserve fund reaches the established amount.

8.2. The Reserve fund is intended to cover company losses, as well as to repay bonds in case of absence of other funds.

The Reserve fund of the Company shall not be used for other purposes.

8.3. The Company has the right to establish a special Employee share ownership fund of the Company, formed from the net profit.

The funds of Employee share ownership fund of the Company are spent exclusively for acquisition of shares of the Company sold by the shareholders of the Company for subsequent placement to employees.

In case of paid sale to employees of the Company of the shares purchased at the expense of Employee share ownership fund of the Company, the proceeds shall be directed to the formation of the specified Fund.

8.4. The Company has the right to form in accordance with the requirements of the legislation of the Russian Federation other funds that ensure its economic and financial activities as a business entity.

Article 9. Management and control bodies of the Company

9.1. The management bodies of the Company are:

- the General Shareholders' Meeting of the Company (hereinafter - the General Meeting);
- the Board of Directors of the Company (hereinafter - the Board of Directors);

- the Board of the Company (hereinafter -the Board);
- the General Director of the Company (hereinafter - the General Director).

9.2. The Auditing Commission of the Company (hereinafter - the Auditing Commission) is a control body over the financial and economic activities of the Company.

Article 10. General Meeting

10.1. The General Meeting is the supreme management body of the Company.

10.2. The competence of the General Meeting shall include the following issues:

1) introduction of amendments and additions to this Charter or approval of the Charter, except for the cases established by the Federal Law "On joint stock companies", and the issues concerning establishment, reorganization, liquidation and activity of branches and representative offices;

2) reorganization of the Company;

3) liquidation of the Company, appointment of the liquidation commission and approval of the interim and final liquidation balance sheets;

4) election of members of the Board of Directors and early termination of their powers;

5) determination of the number, nominal value, category (type) of the declared shares and the rights granted by these shares;

b) increasing the authorized capital of the Company by increasing the nominal value of shares or by placing the additional shares;

7) reduction of the authorized capital of the Company by reducing the nominal value of shares by acquisition of the shares by the Company in order to reduce their total number and by redemption of acquired or repurchased shares of the Company;

8) election of members of the Auditing Commission and early termination of their powers;

9) approval of the Auditor of the Company;

10) determination of the procedure for holding the General Meeting;

11) approval of the annual report of the Company, annual accounting (financial) reports of the Company;

11.1.) distribution of profits (including payment (declaration) of dividends, except for profits distributed as dividends for the first quarter, six months, nine months of the reporting year) and losses of the Company for the reporting year;

12) payment (declaration) of dividends based on the results of the first quarter, half-year, nine months of the reporting year;

13) splitting and consolidation of the shares of the Company;

14) making a decision on placement of bonds convertible into shares and other issue securities convertible into shares by the Company;

15) making decisions on consent to or subsequent approval of transactions in cases provided for in article 83 of the Federal Law "On joint stock companies";

16) making decisions on consent to or subsequent approval of major transactions in cases provided for in article 79 of the Federal Law "On joint stock companies";

17) making decisions on participation in financial and industrial groups, associations, other joint commercial organizations;

18) approval of internal documents regulating the activities of the bodies of the Company;

19) making a decision on payment of remuneration and (or) compensation to members of the Auditing Commission;

20) making a decision on payment of remuneration and (or) compensation to members of the Board of Directors;

21) making a decision on applying for delisting of shares of the Company and (or) issue securities convertible of the Company into its shares;

22) resolution of other issues stipulated by the Federal Law "On joint stock companies".

10.3. Issues within the competence of the General Meeting shall not be referred to the Board of Directors, the Board and the General Director for decision, unless otherwise provided by the Federal Law "On joint stock companies".

The General Meeting shall not have the right to consider and make decisions on issues not within its competence under the Federal Law "On joint stock companies".

10.4. The resolution of the General Meeting on the matter put to the vote shall be taken by a majority of votes of shareholders - owners of voting shares of the Company participating in the meeting, unless otherwise stated by the Federal Law "On joint stock companies". Only a separate (independent) decision may be taken on each matter put to the vote.

10.5. Resolutions of the General Meeting shall be adopted by a three-fourths majority vote of shareholders - owners of voting shares of the Company participating in the General Meeting on the following matters:

- amendments and additions to this Charter or approval of the Charter in as amended;

- reorganization of the Company;

- liquidation of the Company, appointment of the liquidation commission and approval of interim and final liquidation balance sheets.

determination of quantity, nominal value, category (type) of declared shares and rights, presented by this shares;

- reduction of the authorized capital of the Company by reducing the nominal value of shares;
- placement of shares by means of closed subscription by resolution of the General Meeting on increase in the authorized capital of the Company by placement of additional shares;
- placement by open subscription of ordinary shares amounting to more than 25 (Twenty-five) percent of previously placed ordinary shares;
- making decisions on consent to or subsequent approval of a major transaction, the subject of which is property, the value of which is more than 50 (fifty) percent of the book value of the assets of the Company;
- making a decision on applying for delisting of shares of the Company and (or) issue securities convertible of the Company into its shares;
- acquisition of placed shares by the Company in cases stipulated by the Federal Law "On joint stock companies"
- in other cases stipulated by the Federal Law "On joint stock companies".

The resolution on consent to or subsequent approval of a transaction in which there is an interest in accordance with article 83 of the Federal Law "On joint stock companies" shall be adopted by the General Shareholders' Meeting of the Company by a majority of votes of all shareholders not interested in the transaction - owners of voting shares participating in the meeting.

The General Shareholders' Meeting, when adopting a resolution on the consent to or subsequent approval of a transaction in which there is an interest, shall be deemed competent regardless of the number of shareholders - owners of voting shares of the Company, who are not interested in the transaction, taking part in it.

The resolution on the matter of payment (declaration) of dividends on preferred shares of type A shall be taken by a majority of votes of shareholders – owners of voting shares of the Company participating in the meeting. The votes of shareholders - owners of preferred shares of this type cast for voting options expressed by the wording "against" and "abstained" are not taken into account when counting votes and determining the quorum for decision-making on this matter.

10.6 The matters provided for in subparagraphs 2, 5, 7, 13-20 of paragraph 10.2 of article 10 of this Charter, as well as matters on reducing the authorized capital by reducing the nominal value of shares and on establishing the date on which persons entitled to receive dividends are determined, shall be submitted to the General Meeting only upon the proposal of the Board of Directors.

10.7 The General Meeting shall not have the right to make decisions on matters not included in the agenda of the General Meeting, as well as to change the agenda.

Resolutions of the General Shareholders' Meeting taken on matters not included in the agenda of the General shareholders' meeting (except if it was attended by all shareholders), or with violation of competence of the General Shareholders' Meeting, in the absence of quorum for holding the General Shareholders' Meeting or without necessary for taking a resolution by majority of votes of the shareholders, are not valid irrespective of the appeal against them in court.

10.8 Voting at the General Meeting is carried out on the principle of "one voting share – one vote", except for cumulative voting on the election of the Board of Directors.

10.9 The General Shareholders' Meeting of the Company shall be held at the location of the Company or in Moscow.

The specific address of the General Shareholders' Meeting of the Company shall be established by the Board of Directors when resolving issues related to the General Shareholders' Meeting.

Article 11. Holding the General Meeting

11.1. The annual General Meeting shall be held not earlier than two months and not later than six months after the end of the reporting year.

At the annual General Meeting in a mandatory manner the issues of electing the Board of Directors, the Auditing Commission, approval of the Auditor of the Company, approval of submitted by the Board of Directors annual report, annual accounting (financial) reports, as well as profit distribution (including payment (declaration) of dividends except for the payment (declaration) of dividends by results of the first quarter, six months, nine months of financial year) and losses of the Company by the results of the reporting year, and also other issues attributed to the competence of the General Shareholders' Meeting shall be resolved.

11.2. The General Meeting shall be held in the form of joint attendance of shareholders (representatives of shareholders) for discussion of matters of the agenda and making decisions on matters put to the vote, as well as, if necessary, in the form of absentee voting (by poll).

The General Meeting, the agenda of which includes the matters specified in paragraph 11.1. of article 11 of this Charter shall not be held in the form of absentee voting.

The procedure for conducting the General Meeting shall be approved by the General Meeting.

11.3. The functions of the Counting Commission at the General Meeting are performed by a professional securities market participant who is the holder of the register of shareholders of the Company (Registrar of the Company).

11.4. The list of persons entitled to participate in the General Meeting shall be drawn up in accordance with the rules of the legislation of the Russian Federation on securities in order to compile a list of persons exercising rights under securities.

Date on which the persons entitled to participate in the General Meeting cannot be established earlier than 10 (Ten) days from the date of adoption of decision on holding of the General Shareholders' Meeting or more than 25 (Twenty five) days before the date of the General Shareholders' Meeting, and in the cases provided for in paragraphs 14.7 and 14.9 of article 14 of this Charter - more than 55 (Fifty five) days before the date of the General Meeting.

In the case of holding the general shareholders' meeting, the agenda of which contains the matter of reorganization of the company, the date on which the persons entitled to participate in such a meeting are determined (fixed) may not be established more than 35 days before the date of the general shareholders' meeting.

Information about the date on which persons entitled to participate in the General Shareholders' Meeting of the Company are determined (fixed) shall be disclosed not less than 7 (Seven) days before this date.

The list of persons entitled to participate in the General Shareholders' Meeting (with the exception of information about their expression of will), is submitted to the Company for review at the request of the persons included in this list and owning not less than 1 (one) percent of votes on any matter on the agenda of the General Shareholders' Meeting, from the date following the date of receipt by the Company of the request to provide a specified list (as at the date of compilation of this list, if such a request has been received by the Company before the date of its execution). The list of persons entitled to participate In the General Shareholders' Meeting (except for information about their expression of will) shall be provided by the Company for review at the premises of the executive body of the Company, and shall also be available for review during the General Shareholders' Meeting at its venue. Thus the data allowing to identify the individuals included in the specified list, except for a surname, a name, a patronymic (if available), are provided only with their consent.

The Company shall, at the request of the persons included in the list of persons entitled to participate in the General Shareholders' Meeting, holding not less than one per cent of the votes on any matter on the agenda of the General Shareholders' Meeting, to send a copy of the list of persons entitled to participate in the General Shareholders' Meeting (except for information about their expression of will), within seven working days from the date of receipt by the Company of the respective request (the date of compilation of the specified list, if such a request has been received by the Company before the date of its execution).

11.5. The notice of the General Shareholders' Meeting shall be posted on the Company's website on the Internet at www.lenenergo.ru not later than 30 (Thirty) days before the date of its holding, and in the cases provided for in paragraphs 2 and 8 of article 53 of the Federal Law "On joint stock companies" - not later than 50 (Fifty) days before the date of holding the General Shareholders' Meeting .

The text of the notice of holding the General Shareholders' Meeting by resolution of the Board of Directors can be additionally sent in electronic form to those shareholders who have informed the Company or Registrar about the data on e-mail addresses to which such notices can be sent.

The notice of holding the General Shareholders' Meeting shall indicate:

- full corporate name of the Company and location of the Company;
- form of the General Shareholders' Meeting (meeting or absentee voting);
- date, place (including information about the premises), time of the General Shareholders' Meeting and postal address to which the completed ballots may be sent;
- the date on which the persons entitled to participate In the General Shareholders' Meeting shall be determined (fixed);
- agenda of the General Shareholders' Meeting;
- the procedure for familiarization with the information (materials) to be provided in preparation for the General Shareholders' Meeting, and the address (addresses) at which it can be found;
- categories (types) of shares, the owners of which have the right to vote on all or some matters of the agenda of the General Shareholders' Meeting ;
- e-mail address to which the completed ballots may be sent, and (or) the address of the website in the information and telecommunication network "Internet", on which the electronic form of ballots may be filled in, if such methods of sending and (or) filling in ballots are provided by the resolution of the Board of Directors of the Company in preparation for the General Shareholders' Meeting;
- information about the documents that shall be presented for admission to the premises in which the General Shareholders' Meeting will be held, if the admission to the premises is not free.
- time of the beginning of registration of persons participating in the General Shareholders' Meeting.

In case, if registered person in the register of shareholders is a nominal shareholder, notice on holding General Shareholders' Meeting and information (materials) submitted to persons entitled to participate in the General shareholders meeting at preparing to holding of the General Shareholders' Meeting of the Company shall be provided in accordance with the rules of the legislation of the Russian Federation on securities for providing information and materials to the persons exercising the rights to securities.

The Company shall keep the information about sending the notices provided for in this article for five years from the date of the General Shareholders' Meeting.

11.6. Voting at the General Shareholders' Meeting shall be carried out only by ballots for voting on all matters of the agenda. The form and text of the voting ballot shall be approved by the Board of Directors. Voting by ballots is equivalent to the receipt by the Registrar of the Company of messages on the expression of will of persons who have the right to participate in the General Shareholders' Meeting, not registered in the register of shareholders of the Company and in accordance with the requirements of the legislation of the Russian Federation on securities have given to persons, who carry out record-keeping of their rights to shares, instructions for voting.

The voting ballot shall be sent or handed over against signature to each person specified in the list of persons entitled to participate in the General Shareholders' Meeting not later than 20 (Twenty) days before the General Shareholders' Meeting.

Voting ballots may be sent by registered or simple letter to the address specified in the list of persons entitled to participate in the General Shareholders' Meeting and/or to the e-mail address of the relevant person specified in the register of shareholders of the Company. The form of the voting ballot can be additionally placed on the Company's website in the information and telecommunication network "Internet".

Each person included in the list or his/her representative shall be provided with one copy of the voting ballot on all matters or one copy of two or more voting ballots on different matters.

11.7. Information (materials) about matters of the agenda of the General Shareholders' Meeting within 20 (Twenty) days, and in the case of holding the General Shareholders' Meeting, the agenda of which contains the matter on reorganization of the Company, within 30 (Thirty) days before holding the General Shareholders' Meeting shall be available to persons entitled to participate in the General Shareholders' Meeting for familiarization in the premises of the executive body and other places, addresses of which are specified in the notice of holding the General Shareholders' Meeting, and also on the website of the Company in the information and telecommunication network Internet at the address www.lenenergo.ru.

The specified information (materials) shall be available to the persons participating in The General Shareholders' Meeting during its holding.

At the same time, the Company strives to ensure the availability of materials for the General Shareholders' Meeting at least 30 days before the date of its holding.

The procedure for familiarization of persons entitled to participate in the General Meeting with information (materials) about matters of the agenda of the General Meeting and the list of such information (materials) shall be determined by the resolution of the Board of Directors of the Company.

11.8. The right to participate in the General Meeting is exercised by the shareholder both personally and through his representative.

In case of transfer of the share after the date of drawing up the list and before the date of the General Meeting the person included in the list of persons entitled to participate in the General Meeting shall issue the acquirer a power of attorney for voting or vote at the General Meeting in accordance with the instructions of the acquirer of the shares. This rule also applies to each subsequent transfer of shares.

If the share of the Company is in the share ownership of several persons, the voting rights at the General Meeting shall be exercised at their discretion by one of the participants of the share ownership or by their common representative.

The powers of each of these persons shall be duly executed.

11.9. At holding the General Shareholders' Meeting in the form of joint attendance the persons included in the list of persons entitled to participate in the General Shareholders' Meeting, or their representatives, are entitled to register for participation in such meeting or send completed ballots to the Company, or fill in the electronic form of the ballot on the web-site in information and telecommunications network "Internet", the address of which is specified in the notice of holding the General Shareholders' Meeting, if the ballot is provided for by resolution of the Board of Directors of the Company during preparation for holding the General Shareholders' Meeting.

11.10. The General Meeting is competent (has a quorum) if it was attended by shareholders (their representatives) owning in aggregate more than half of the votes of the placed voting shares of the Company.

Participating in the General Shareholders' Meeting shareholders are shareholders registered for participation, including on the specified in the notice of holding the General Shareholders' Meeting web-site site in information and telecommunication network "Internet" (if such a possibility was envisaged by the resolution of the Board of Directors), and shareholders whose voting ballots have been received or the electronic form of the ballots has been filled in on the specified in the notice web-site in information and telecommunications network "Internet" (if such a possibility was envisaged by the resolution of the Board of Directors of the Company), not later than two days before the date of holding the General Shareholders' Meeting.

Shareholders who, in accordance with the rules of the legislation of the Russian Federation on securities, have given instructions on voting to persons, who carry out record-keeping of their rights to shares, shall also be deemed to have taken part in the General Shareholders' Meeting, if messages on their expression of will are received no later than two days before the date of holding the General Shareholders' Meeting.

If the agenda of the General Meeting includes matters on which voting is carried out by different composition of voters, the quorum for making decision on these matters shall be determined separately.

At the same time, the absence of a quorum for making a decision on matters voted on by one set of voters shall not prevent the adoption of a decision on matters voted on by another set of voters for the adoption of which there is a quorum.

11.11. In the absence of a quorum for the annual General Shareholders' Meeting of the Company, a reconvened General Shareholders' Meeting of the Company with the same agenda shall be held. In the absence of a quorum for holding an extraordinary General Shareholders' Meeting of the Company, a reconvened General Shareholders' Meeting of the Company with the same agenda may be held.

The resolution to convene a reconvened General Shareholders' Meeting of the Company shall be taken by the Board of Directors of the Company.

A reconvened General Shareholders' Meeting of the Company, convened to replace the failed one, is competent if it was attended by shareholders owning in aggregate not less than 30 percent of the votes of the placed voting shares of the Company.

At the holding a repeated General Meeting less than 40 (Forty) days after the failed General Meeting, the persons entitled to participate in the General Meeting shall be determined (fixed) on the date on which the persons entitled to participate in the failed General Meeting were determined (fixed).

If there is no quorum for holding the annual General Shareholders' Meeting on the basis of a court decision, a reconvened General Shareholders' Meeting with the same agenda shall be held no later than 60 days later. In this case, an additional appeal to the court is not required. The reconvened General Shareholders' Meeting shall be convened and held by a person or body specified in the court decision, and, if the said person or body shall not convene the annual General Shareholders' Meeting within a term determined by the decision of the court, reconvened shareholders' meeting shall be convened and held by other persons or bodies who applied to the court, provided that these persons or body of the Company are specified in the court decision.

If there is no quorum for holding an extraordinary General Shareholders' Meeting on the basis of a court decision, a reconvened General Shareholders' Meeting shall not be held.

11.12. The Minutes of the General Shareholders' Meeting shall be drawn up not later than 3 (Three) working days after the closing of the General Shareholders' Meeting in two copies. Both copies shall be signed by the Chairman of the General Shareholders' Meeting and the Secretary of the General Shareholders' Meeting (Corporate Secretary).

An extract from the minutes of the General Shareholders' Meeting or from the minutes of voting results at the General Shareholders' Meeting may be signed by the Chairman of the General Shareholders' Meeting and (or) the Secretary of the General Shareholders' Meeting, by the person holding the position (performing the functions) of the sole executive body of the Company, or

The minutes of the General Shareholders' Meeting shall be posted on the official website of the Company in the information and telecommunication Internet at: www.lenenergo.ru not later than 3 (three) days from the date of its compilation.

11.13. The resolutions taken by the General Shareholders' Meeting and the voting results may be announced at the General Shareholders' Meeting during which the vote was taken, and shall also be communicated to the persons included in the list of persons entitled to participate in the General Shareholders' Meeting, in the form of a Report on voting results in the manner provided for the notice of holding the General Shareholders' Meeting, not later than 4 (four) working days after the date of closing the General Shareholders' Meeting.

If at the date of determination (fixing) of persons entitled to participate in the General Shareholders' Meeting registered in the register of shareholders of the Company, a nominee holder of shares is arriving, the information contained in the Report on voting results, is sent to a nominee holder in accordance with the rules of the legislation of the Russian Federation on securities for providing the information and materials to the persons exercising the rights to securities.

Article 12. Holding the General Shareholders' Meeting in the form of absentee voting

12.1. The resolution of the General Shareholders' Meeting may be taken without holding a meeting (joint attendance of shareholders for discussion of matters of the agenda and making decisions on matters put to the vote) by absentee voting (by poll).

Voting on matters of the agenda of the General Shareholders' Meeting held in the form of absentee voting shall be carried out only by voting ballots. The form and text of the voting ballot shall be approved by the Board of Directors.

Voting by ballots is equivalent to the receipt by the Registrar of the Company of messages on the expression of will of persons who have the right to participate in the General Shareholders' Meeting, not registered in the register of shareholders of the Company and in accordance with the requirements of the legislation of the Russian Federation on securities have given to persons, who carry out record-keeping of their rights to shares, instructions for voting.

12.2. The General Shareholders' Meeting, agenda of which includes matters on election of the Board of Directors, the Auditing Commission, approval of the Auditor of the Company, as well as matters stipulated by subparagraphs 11 and 11.1 of paragraph 10.2 of article 10 of this Charter shall not be held in the form of absentee voting.

A new General Shareholders' Meeting instead of the failed General Shareholders' Meeting shall not be held in the form of absentee voting (by poll), which should have been held by joint attendance.

12.3. The list of persons entitled to participate in absentee voting on matters of the agenda of the General Shareholders' Meeting shall be drawn up in accordance with the rules of the legislation of the Russian Federation on

securities for compiling the list of persons exercising rights under securities.

Date on which the persons entitled to participate in absentee voting on matters of the agenda of the General Shareholders' Meeting shall be determined (fixed), cannot be established earlier than 10 (ten) days from the date of adoption of decision on holding of the General Shareholders' Meeting or more than 25 (Twenty five) days before the date of the accepting questionnaires by the Company, and in the case stipulated by paragraph 8 of article 53 of the Federal Law "On joint stock companies" - more than 55 (Fifty five) days prior to the date of the General Shareholders' Meeting.

In the case of holding the General Shareholders' Meeting, the agenda of which contains the matter of reorganization of the Company, the date on which the persons entitled to participate in such a meeting are determined (fixed) may not be established more than 35 days before the date of the General Shareholders' Meeting.

Information about the date on which persons entitled to participate in the General Shareholders' Meeting of the Company are determined (fixed) shall be disclosed not less than 7 (Seven) days before this date.

12.4. The notice of holding the General Shareholders' Meeting by absentee voting shall be posted on the Company's website on the Internet at www.lenenergo.ru not later than 30 (Thirty) days before the deadline for acceptance of ballots, and in the case provided for in paragraph 8 of article 53 of the Federal Law "On joint stock companies" - not later than 50 (Fifty) days before the date of holding the General Shareholders' Meeting.

The text of the notice of holding the General Shareholders' Meeting by resolution of the Board of Directors can be additionally sent in electronic form to those shareholders who have informed the Company or Registrar about the data on e-mail addresses to which such notices can be sent.

The notice of holding the General Shareholders' Meeting shall indicate:

- full corporate name of the Company and location of the Company;
- form of the General Shareholders' Meeting (meeting or absentee voting);
- the deadline for acceptance of voting ballots and the postal address to which the completed ballots should be sent;
- the date on which the persons entitled to participate In the General Shareholders' Meeting shall be determined (fixed);
- agenda of the General Shareholders' Meeting;
- the procedure for familiarization with the information (materials) to be provided in preparation for the General Shareholders' Meeting, and the address (addresses) at which it can be found.
- e-mail address to which the voting ballots may be sent, and (or) the address of the website in the information and telecommunication network "Internet", on which the electronic form of ballots may be filled in, if such methods of sending and (or) filling in ballots are provided by the resolution of the Board of Directors of the Company in preparation for the General Shareholders' Meeting;
- categories (types) of shares, the owners of which have the right to vote on all or some matters of the agenda of the General Shareholders' Meeting.

In case, if registered person in the register of shareholders is a nominal shareholder, notice of holding the General Shareholders' Meeting and information (materials) submitted to persons entitled to participate in the General shareholders meeting at preparing to holding of the General Shareholders' Meeting of the Company shall be provided in accordance with the rules of the legislation of the Russian Federation on securities for providing information and materials to the persons exercising the rights to securities.

The Company shall keep the information about sending the notices provided for in this article for five years from the date of the General Shareholders' Meeting.

12.5. The voting ballot shall be sent or handed over against signature to each person specified in the list of persons entitled to participate In the General Shareholders' Meeting, not later than 20 (Twenty) days before the deadline for acceptance of voting ballots.

Voting ballots may be sent by registered or simple letter to the address specified in the list of persons entitled to participate in the General Shareholders' Meeting and/or to the e-mail address of the relevant person specified in the register of shareholders of the Company. The form of the voting ballot can be additionally placed on the Company's website in the information and telecommunication network "Internet".

Each person included in the list of persons entitled to participate in the General Shareholders' Meeting shall be provided with one copy of the ballot for voting on all matters or one copy of two or more ballots for voting on different matters.

The procedure for familiarization of persons entitled to participate in the General Shareholders' Meeting with information (materials) about matters of the agenda of the General Shareholders' Meeting and the list of such information (materials) shall be determined by the resolution of the Board of Directors of the Company.

12.6. The General Shareholders' Meeting, held in the form of absentee voting, is competent (has a quorum), if it was attended by shareholders owning in aggregate more than half of the votes of the placed voting shares of the Company.

Shareholders participated in the General Meeting of Shareholders held in the form of absentee voting shall be considered as shareholders whose bulletins have been received and (or) which electronic form of bulletins was completed on the Internet website indicated in the message on holding the General Meeting of Shareholders (If such possibility was provided by the resolution of the Company's Board of Directors) before the specified end date of bulletin receipt by the Company, as well as shareholders who, according to the rules of the legislation of the Russian

Federation on securities, have given to the persons accounting for their rights to shares, instructions (Instructions) on voting, if reports of their expression of will are received before the end date of the bulletin receipt.

12.7. The Minutes on voting results shall be drawn up and signed by the Registrar of the Company not later than 3 (Three) working days after the deadline for acceptance of voting ballots in two copies.

The minutes of the General Shareholders' Meeting shall be drawn up no later than 3 (Three) working days after the end of acceptance by the Company of voting ballots in two copies. Both copies shall be signed by the Chairman of the General Shareholders' Meeting and the Secretary of the General Shareholders' Meeting (Corporate Secretary).

An extract from the minutes of the General Shareholders' Meeting or from the minutes of voting results at the General Shareholders' Meeting may be signed by the Chairman of the General Shareholders' Meeting and (or) the Secretary of the General Shareholders' Meeting, by the person holding the position (performing the functions) of the sole executive body of the Company, or

Minutes of the General Meeting of Shareholders shall be posted on the Company's website on the Internet no later than 3 (Three) days from the date of its creation.

12.8. The resolutions taken by the General Shareholders' Meeting and voting results shall be communicated to the persons included in the list of persons entitled to participate in the General Shareholders' Meeting, in the form of the Report on voting results in the manner provided for the notice of holding the General Shareholders' Meeting, not later than 4 (four) working days after the deadline for acceptance of voting ballots at holding the General Shareholders' Meeting in the form of absentee voting.

In case on the date of determination (fixing) of persons entitled to participate in the General Meeting of Shareholders, the person registered in the register of the Company shareholders was a nominal holder of shares, the information contained in the Voting Results Report shall be provided to the nominal holder of shares according to the rules of the securities legislation of the Russian Federation for provision of information and materials to persons exercising rights under securities.

Article 13. Proposals for the agenda of the annual General Meeting

13.1. The shareholders (shareholder) being in aggregate owners not less than 2 (Two) percent of voting shares of the Company are entitled to make proposals to the agenda of the annual General Shareholders' Meeting and to nominate candidates to the Board of Directors and the Auditing Commission of the Company, which number cannot exceed quantitative structure of appropriate body. Such proposals shall be submitted to the Company not later than 60 (Sixty) days after the end of the reporting year.

13.2. The proposal on introduction of matters to the agenda of the General Shareholders' Meeting and proposal on nomination of candidates shall be made indicating the name (title) of the submitting shareholders (shareholder), quantity and category (type) of shares owned by them and shall be signed by shareholders (shareholder) or their representatives. The shareholders (shareholder) of the Company, not registered in the register of shareholders is entitled to make proposals to the agenda of the General Shareholders' Meeting and proposals on nomination of candidates by giving the relevant instructions to the person who considers their rights to the shares. Such instructions shall be given in accordance with the rules of the legislation of the Russian Federation on securities.

The proposal on introduction of matters to the agenda of the General Meeting shall contain wording of each proposed matter and the proposal on nomination of candidates - surname, name, patronymic and the data of the personal identification document (series and (or) number of document, date and place of issue, name of issuing authority) of each proposed candidate, the name of the body for election to which he is proposed.

13.3. The Board of Directors shall consider the proposals received and make a decision to include them in the agenda of the General Meeting or to refuse to include them in the specified agenda not later than 5 (Five) days after the end of the period specified in paragraph 13.1. of this article.

The Board of Directors shall have the right to refuse to include the matters submitted by the shareholder (shareholders) to the agenda of the General Meeting, as well as to include the nominated candidates in the list of candidates for voting on elections to the relevant body of the Company, on the grounds provided for by the Federal Law "On joint stock companies" and other legal acts of the Russian Federation.

13.4. A reasoned decision of the Board of Directors of the Company to refuse to include a matter to the agenda of the General Shareholders' Meeting of the Company or a candidate in the list of candidates for voting on elections to the relevant body of the Company shall be sent to the shareholder (shareholders) who submitted the question or nominated the candidate not later than 3 (Three) days from the date of such decision. If these proposals were received by the Company from persons who are not registered in the register of shareholders of the Company and gave an instruction to the person, who carry out record-keeping of their rights to shares, the specified resolution of the Board of Directors of the Company shall be sent to such persons not later than 3 (Three) days from the date of its adoption in accordance with the rules of the legislation of the Russian Federation on securities for providing information and materials to persons exercising rights under securities. The Board of Directors of the Company shall not have the right to amend the wording of matters proposed for inclusion in the agenda of the General Shareholders' Meeting and (if any) the wording of resolutions on such matters.

Along with the matters proposed by shareholders for inclusion to the agenda of the General Shareholders' Meeting and candidates proposed by shareholders for formation of corresponding body, the Board of Directors may include in the agenda of the General Shareholders' Meeting the matters and (or) candidates in the list of candidates

for voting on elections to corresponding body of the Company in its sole discretion. The number of candidates proposed by the Board of Directors of the Company may not exceed the number of members of the relevant body.

Article 14. Convocation of extraordinary General Meeting

14.1. General Shareholders' Meetings of the Company held in addition to the annual meeting are extraordinary.

An extraordinary General Shareholders' Meeting is held by the resolution of the Board of Directors on its own initiative, request of the Auditing Commission, the Auditor of the Company and shareholders (shareholder) being owners not less than 10 (Ten) percent of voting shares at the date of presentation of the request. Such General Shareholders' Meeting of the Company shall be held within 40 (Forty) days from the date of submission of the request on holding the extraordinary General Shareholders' Meeting of the Company, except for the case provided for in paragraph 14.7. of this Charter.

14.2. The request on holding the extraordinary General Shareholders' Meeting of the Company shall specify the matters to be included in the agenda of the General Shareholders' Meeting of the Company.

Persons (person) demanding convocation of the extraordinary General Shareholders' Meeting of the Company are entitled to submit draft resolutions of the extraordinary General Shareholders' Meeting of the Company, the proposal on holding the General Meeting. If the request on convening the extraordinary General Shareholders' Meeting contains a proposal on nomination of the candidates, such proposal shall be subject to the relevant provisions of article 13 of this Charter.

The Board of Directors shall not entitled to amend the wording of matters of the agenda, wording of resolutions on such matters and to change the proposed form of holding the extraordinary General Shareholders' Meeting convened at the request of the Auditing Commission of the Company, the Auditor of the Company or shareholders (shareholder) being owners of not less than 10 (ten) percent of voting shares of the Company.

14.3. If the request on convening the extraordinary General Shareholders' Meeting of the Company comes from the shareholders (shareholder), it shall contain the names of the shareholders (shareholder) requesting the convening of such a meeting, and indicate the number, category (type) of shares of the Company owned by them.

A request for convening an extraordinary General Meeting shall be signed by the persons (persons) requesting the convening of an extraordinary General Shareholders' Meeting of the Company.

14.4. Within 5 (Five) days from the date of the request of the Auditing Commission, the Auditor of the Company or shareholders (shareholder) owning at least 10 (Ten) percent of the voting shares of the Company on convening an extraordinary General Meeting, the Board of Directors shall decide to convene an extraordinary General Shareholders' Meeting of the Company or to refuse to convene it.

14.5. The decision of the Company's Board of Directors to convene an extraordinary Company's General Meeting of Shareholders or a substantiated decision to refuse to convene it shall be sent to the persons requesting its convening no later than 3 (Three) days from the date of such decision. If the request on convening the extraordinary General Shareholders' Meeting was received by the Company from persons that are not registered in the register of shareholders of the Company and gave an instruction to the person, who carry out record-keeping of their rights to shares, the resolution of the Board of Directors of the Company shall be sent to such persons no later than three days from the date of its adoption in accordance with the rules of the legislation of the Russian Federation on securities for providing information and materials to the persons exercising the rights to securities.

14.6. In case if within the period specified in paragraph 14.4 of article 14 of this Charter, the Board of Directors of the Company hasn't decided to convene an extraordinary General Shareholders' Meeting or the decision on refusal in its convocation has been taken, the body of the Company or persons demanding its convening, shall have the right to address in court with requirement on coercion of the Company to hold an extraordinary General Shareholders' Meeting.

The court decision on coercion of the Company to hold an extraordinary General Shareholders' Meeting shall specify the terms and procedure for its holding.

Execution of the court decision shall be assigned to the plaintiff or at his request to the body of the Company or other person, subject to their consent. Such body cannot be the Board of Directors of the Company.

In this case, the body of the Company or the person who, in accordance with the court decision, holds an extraordinary General Shareholders' Meeting, has all the powers provided for by the Federal Law "On joint stock companies" necessary for convening and holding this meeting.

In case, if, in accordance with a court decision, an extraordinary General Shareholders' Meeting is held by the plaintiff, the costs of preparing and holding this meeting may be reimbursed by the resolution of the General Shareholders' Meeting at the expense of the Company.

14.7. If the proposed agenda of the extraordinary General Meeting contains the matter of election of members of the Board of Directors:

14.7.1. The General Shareholders' Meeting shall be held within 75 (Seventy-five) days from the date of submission of the request for holding the extraordinary General Shareholders' Meeting of the Company. In this case, the Board of Directors of the Company shall determine the date by which the proposals of shareholders on nomination of candidates for election to the Board of Directors of the Company will be accepted.

14.7.2. Shareholders (shareholder) of the Company, who collectively own at least 2 (Two) percent of the voting shares of the Company, have the right to propose candidates for election to the Board of Directors, the number of

which may not exceed the number of the Board of Directors.

Such proposals shall be submitted to the Company at least 30 (Thirty) days before the date of holding the extraordinary General Meeting.

The Board of Directors of the Company shall consider the proposals received and make decisions on their inclusion in the agenda of the extraordinary General Shareholders' Meeting or on their refusal to be included in the specified agenda not later than 5 (Five) days after the end of the period specified in paragraph 2 of this subparagraph.

14.7.3. Date on which the persons entitled to participate in the General Shareholders' Meeting shall be determined (fixed), cannot be established earlier than 10 (Ten) days from the date of adoption of resolution on holding the General Shareholders' Meeting and more than 55 (Fifty five) days before the date of holding the General Shareholders' Meeting.

14.7.4. Notice of holding the extraordinary General Shareholders' Meeting shall be made not later than 50 (Fifty) days prior to the date of its holding.

14.8. In cases when in accordance with the Federal Law "On joint stock companies" the Board of Directors shall decide on holding an extraordinary General Shareholders' Meeting for the election of members of the Board of Directors, such General Shareholders' Meeting shall be held within 70 (Seventy) days from the date of adoption of the decision on its holding by the Board of Directors of the Company.

14.9. In case, if the proposed agenda of the General Shareholders' Meeting contains the matter of reorganization in form of merger, separation or division and the matter of election of the Board of Directors (Supervisory Board) of the Company, created through reorganization in form of merger, separation or division, a shareholder or shareholders who are in aggregate own not less than 2 percent of voting shares of the reorganized Company, are entitled to nominate candidates to the Board of Directors (Supervisory Board) of the created Company, its collective executive body and, if in accordance with the Charter of the created Company the presence of the Auditing Commission is mandatory, the candidates to the Auditing Commission, which number cannot exceed quantitative structure of the appropriate body specified in the notice of holding the General Shareholders' Meeting in accordance with the draft Charter of the newly created Company, as well as to nominate a candidate for the position of the sole executive body of the created Company.

In case, if the proposed agenda of the General Shareholders' Meeting contains the matter of reorganization in form of merger, a shareholder or shareholders who are in aggregate own not less than 2 percent of voting shares of the reorganized Company, are entitled to nominate candidates for election to the Board of Directors (Supervisory Council) created by the reorganization in form of merger of Company, the number of which cannot exceed the number of elected corresponding members of the Board of Directors (Supervisory Board) of the created Company, specified in the notice of holding the General Shareholders' Meeting in accordance with the merger agreement.

Proposals for nominating candidates shall be submitted to the reorganized Company not later than 45 days before the date of the General Shareholders' Meeting of the reorganized Company.

The resolution on inclusion of persons nominated by the shareholders or the Board of Directors of the reorganized Company as candidates in the list of members of the collegial executive body, the Auditing Commission and the resolution on approval of the person performing the functions of the sole executive body of each Company created by reorganization in the form of merger, division or separation shall be adopted by a three-quarters majority vote of the members of the Board of Directors of the reorganized Company. The votes of retired members of the Board of Directors of the Company are not taken into account.

Article 15. The Board of Directors

15.1. The Board of Directors is a collegial management body, supervising the activities of the Sole executive body of the Company and performs other functions entrusted to it by law or the Charter of the Company. The competence of the Board of Directors is to resolve issues of general management of the Company's activities, except for issues referred to by this Charter and the Federal Law "On joint stock companies" to the competence of the General Meeting.

The competence of the Board of Directors shall include the following issues:

1) determination of priority areas of activities of the Company, including approval of the development strategy of the Company, innovative development program of the Company and reports on their implementation;

2) convocation of annual and extraordinary General Meetings, except for the cases provided for in paragraph 14.6. of article 14 of this Charter, as well as the announcement of the date of a new General Meeting to replace the failed due to lack of quorum;

3) approval of the agenda of the General Meeting;

4) determination of the date of drawing up the list of persons entitled to participate in the General Shareholders' Meeting, setting the date of drawing up the list of persons entitled to receive dividends, approval of cost estimates for holding the General Shareholders' Meeting and solution of other issues connected with preparation and holding the General Shareholders' Meeting ;

5) election of the Secretary of the General Meeting;

6) submission to the decision of the General Shareholders' Meeting of the matters provided for in subparagraphs 2, 5, 7, 13-20 of paragraph 10.2. of article 10 of this Charter, as well as the reduction of the authorized capital of the Company by reducing the nominal value of shares, as well as the establishment of the date on which the persons entitled to receive dividends are determined;

7) placement by the Company of additional shares, into which the preferred shares of type A, convertible into ordinary shares or preferred shares of other types placed by the Company are converted, if such placement is not connected with an increase in the authorized capital of the Company, as well as placement by the Company of bonds or other issue securities, except for shares; issue of eurobonds and determination of the policy of the Company regarding the issue of issue securities (except for shares) and eurobonds;

8) approval of decision on issue (additional issue) of securities, prospectus for securities, report on results of issue (additional issue) of securities and notification about results of issue (additional issue) of securities, reports on results of acquisition of shares from shareholders, reports on the results of share redemption, reports on the results of claiming about the redemption of their shares, the decision on acceptance of offers (accept) on the acquisition of additional shares placed by public subscription after the expiration of the pre-emptive right in cases determined by the Board of Directors;

9) determination of price (monetary value) of property, placement price or procedure for its determination, and repurchase price of issued securities in cases stipulated by the Federal Law "On joint stock companies" and at making decisions on matters specified in subparagraphs 11, 21, 22, 35 of paragraph 15.1. of this Charter;

10) acquisition of shares, bonds and other securities placed by the Company in cases stipulated by the Federal Law "On joint stock companies" or other Federal Laws;

11) alienation (sale) of shares of the Company placed at the disposal of the Company as a result of their acquisition or redemption from shareholders of the Company, as well as in other cases provided for by the Federal Law "On joint stock companies";

12) recommendations to the General Meeting on the amount of remuneration and compensation paid to members of the Auditing Commission and determination of the amount of payment for the services of the Auditor of the Company;

13) recommendations on the amount of the dividend on shares and the procedure for its payment;

14) use of the Reserve and other funds of the Company, approval of internal documents of the Company determining the procedure for formation and use of the funds of the Company; approval of estimates of use of means from special-purpose funds of the Company and consideration of results of execution of estimates of using the funds from the special-purpose funds of the Company;

15) approval of internal documents of the Company, except for internal documents, the approval of which is referred to the competence of the General Meeting, as well as other executive bodies of the Company;

16) on approval of the investment program, including its amendments, and the quarterly report on results of its implementation (for the first quarter, first half of the year, nine months, reporting year);

17) approval of the business plan (adjusted business plan) and consideration of the quarterly report on the implementation of the business plan (for the first quarter, first half, nine months, reporting year);

18) preliminary approval of the annual report, annual accounting (financial) reports, distribution of profits and losses of the Company for the financial year;

19) establishment of branches and opening the representative offices of the Company, their liquidation;

20) taking the resolution on participation of the Company in other organizations (on joining the existing organization or establishment of a new organization including approval of constituent documents) and on acquisition, alienation and encumbrance of shares and stakes in the authorized capitals of organizations in which the Company participates, change of participation share in the authorized capital of respective organization and termination of participation of the Company in other organizations, with the exception of decisions on the participation provided for in subparagraph 17 of paragraph 10.2 of article 10 of this Charter;

21) making a decision on settlement by the Company of one or several interrelated transactions on alienation, pledge or other encumbrance of stock and shares of SDCs not engaged in production, transfer, dispatching, distribution and sale of electric power and thermal energy, if the market value of stock or shares being the subject of the transaction, determined in accordance with the conclusion of an independent appraiser, exceeds 30,000,000 (Thirty million) rubles, as well as in other cases (amounts) determined by separate resolutions of the Board of Directors of the Company;

22) determination of the credit policy of the Company in terms of issue of loans by the Company, conclusion of credit agreements and loan agreements, issue of guarantees, accepting obligations under a bill (issuing the ordinary bill and the bill of exchange), transfer of property in pledge and taking decisions on settlement of the specified transactions by the Company in cases when the procedure for making decisions on them is not determined by the credit policy of the Company and the adoption in the manner prescribed by the credit policy of the Company of decisions on bringing the debt position of the Company in line with the limits set in the credit policy;

23) making decisions on consent to or subsequent approval of major transactions in cases provided for in Chapter X of the Federal Law "On Joint Stock Companies";

24) making decisions on consent to or subsequent approval of transactions provided for in Chapter XI of the Federal Law "On Joint Stock Companies";

25) approval of the Registrar of the Company, terms of the contract therewith, and termination of the agreement with him;

26) election and dismissal of the Chairman of the Board of Directors;

27) election and dismissal of the Deputy Chairman of the Board of Directors;

28) election of the Corporate Secretary of the Company and early termination of his powers;

29) making decisions on suspension of powers of the managing organization (managing person);
30) adoption of the resolution on appointment of the acting General Director of the Company in cases determined by separate resolutions of the Board of Directors of the Company, as well as bringing him to disciplinary responsibility;

31) consideration of annual (quarterly) reports of the General Director on the Company's activities (including the performance of duties by the General Director), on the implementation of resolutions of the General Meeting and the Board of Directors;

32) approval of the procedure for cooperation of the Company with economic entities, stock and shares of which are owned by the Company;

33) determination of the position of the Company (representatives of the Company), including the instruction to take or not to take part in voting on matters of the agenda, to vote on draft decisions "for", "against" or "abstained", on the following matters of the agenda of General Shareholders' (Participants') Meetings of subsidiaries and affiliates (hereinafter - SDCs), and meetings of the boards of Directors of SDCs:

a) on determination of the agenda of the General Shareholders' (participants') Meeting of SDCs (except for those SDCs, 100 (One hundred) percent of the authorized capital of which belongs to the Company);

b) on reorganization, liquidation of SDCs;

c) on determination of the quantitative structure of management bodies and control of SDCs, nominating, electing their members and early termination of their powers, on nominating, electing the sole executive body of SDCs and early termination of his powers;

d) on determination of the number, nominal value, category (type) of the declared shares of SDCs and the rights granted by these shares;

e) on increase in the authorized capital of SDCs by increasing the nominal value of shares or by placing additional shares;

f) on placement of securities of SDCs convertible into ordinary shares;

g) on splitting, consolidation of shares of SDCs;

h) on consent to or subsequent approval of major transactions made by SDCs;

i) on participation of SDCs in other organizations (on joining the existing organization or establishing new organization) as well as on acquisition, alienation and encumbrance of stock and shares in the authorized capitals of organizations in which SDCs participate, changing the share of participation in authorized capital of respective organization;

j) on making transactions (including several related transactions) related to the acquisition, alienation or the possibility of alienation of property constituting fixed assets, intangible assets, objects of construction in progress, the purpose of which is the production, transmission, dispatching, distribution of electric power and thermal energy, in cases (amounts) determined by the procedure of cooperation of the Company with organizations in which the Company participates approved by the Board of Directors of the Company;

k) on amendments and additions to the constituent documents of SDCs;

l) on determination of the procedure for payment of remuneration to members of the Board of Directors and the Auditing Commission of SDCs;

m) on reduction of the authorized capital of SDCs by reducing the nominal value of shares by acquisition of the shares by SDCs in order to reduce their total number and by redemption of acquired or repurchased shares of SDCs;

n) on determination of the credit policy of SDCs with regard to the granting of loans, conclusion of credit agreements and loan agreements, issue of guarantees, accepting obligations under a bill (issuing of the ordinary bill and the bill of exchange), transfer of property in pledge and taking decisions on making the specified transactions by SDCs in cases when the procedure for decision-making thereon is not determined by the credit policy of SDCs, and the adoption in the manner prescribed by the credit policy of SDCs of decisions on bringing the debt position of SDCs in accordance with the limits established by credit policy of SDCs, on consideration of the report on credit policy of SDCs, on approval of the credit plan of SDCs, approval of the Long-term development plan of SDCs, the adjusted Long-term development plan of SDCs, on consideration of the report on implementation of the Long-term development plan of SDCs.

o) on approval of the business plan (the adjusted business plan) of SDCs engaged in the activities on transmission, production or sale of electric power, or whose revenue is more than 5% of the revenue of the Company for the last reporting period ended;

p) on consideration of the report for the reporting year on the execution of the business plan of SDCs engaged in the activities on transmission, production or sale of electric power, or whose revenue is more than 5% of the revenue of the Company for the last reporting period ended;

34) determination of the position of the Company (representatives of the Company) on the following matters of the agenda of meetings of the Boards of Directors of SDCs (including the instruction to take or not to take part in voting on matters of the agenda, to vote on draft decisions "for", "against" or "abstained"):

a) on determination of the position of representatives of SDCs on matters of the agenda of the General Shareholders' (Participants') Meetings and meetings of the Boards of Directors of subsidiaries and affiliates in relation to SDCs, concerning the execution (approval) of transactions (including several related transactions) related to the acquisition, alienation or possibility of alienation of property constituting fixed assets, intangible assets,

construction in progress, the purpose of which is the production, transmission, dispatching, distribution of electric power and thermal energy, in cases (amounts) determined by the procedure of cooperation of the Company with organizations in which the Company participates approved by the Board of Directors of the Company;

b) on determination of the position of representatives of SDCs on matters of the agenda of the General Shareholders' (Participants') Meetings and meetings of the Boards of Directors of subsidiaries and affiliates in relation to SDCs engaged in the production, transmission, dispatching, distribution and sale of electric power and thermal energy, on reorganization, liquidation, increase in the authorized capital of such companies by increasing the nominal value of shares or by placement of additional shares, placement of securities convertible into ordinary shares;

35) preliminary approval of decisions on settlement by the Company:

a) transactions involving non-current assets of the Company in the amount of more than 10 (Ten) percent of the book value of non-current assets according to the accounting reports for the last reporting date;

b) transactions (including several related transactions) connected with acquisition, alienation or possibility of alienation of property constituting fixed assets, intangible assets, objects of construction in progress, the purpose of which is production, transmission, dispatching, distribution of electric power and thermal energy in cases (amounts) determined by separate decisions of the Board of Directors of the Company or if these cases (amounts) are not defined by the Board of Directors;

c) transactions (including several related transactions) connected with acquisition, alienation or possibility of alienation of property constituting fixed assets, intangible assets, objects of construction in progress, the purpose of which is not transmission, dispatching, distribution of electric power and thermal energy in cases (amounts) determined by separate decisions of the Board of Directors of the Company or if these cases (amounts) are not determined by the Board of Directors;

d) transactions for a period of more than 5 years on transfer to temporary possession and use or temporary use of real estate, power grid facilities or for the receiving in temporary possession and use or temporary use of real estate, in cases (amounts) determined by separate decisions of the Board of Directors of the Company or if the specified cases (amounts) are not determined by the Board of Directors of the Company;

36) nomination by the Company of candidates for election to the position of the sole executive body, to other management bodies, control bodies, as well as candidates of the auditor of organizations in which the Company participates and which carry out production, transmission, dispatching, distribution and sale of electric power and thermal energy, as well as repair and service activities;

37) approval of the appraiser (appraisers) for determination of the value of shares, property and other assets in cases stipulated by the Federal Law "On joint stock companies", this Charter and separate resolutions of the Board of Directors of the Company;

38) determination of the housing policy of the Company in terms of providing corporate support to employees of the Company in improving housing conditions in the form of subsidies, cost compensation, interest-free loans and making a decision on the provision of such support by the Company in cases where the procedure for its provision is not determined by the housing policy of the Company;

39) preliminary approval of the collective agreement, agreements concluded by the Company within the framework of regulation of social and labor relations, as well as approval of documents on non-state pension provision of employees of the Company;

40) approval of candidacy of the financial consultant, engaged in accordance with the Federal Law "On securities market" and candidates of organizers of securities issue and consultants on transactions directly related to attracting funds through public borrowing;

41) election of the General Director of the Company and early termination of his powers, including the decision on early termination of the employment agreement with him;

42) preliminary approval of decisions on making transactions by the Company connected with gratuitous transfer of the property of the Company or property rights (claims) to itself or to a third person; transactions connected with release from property obligation before itself or before a third person; transactions connected with gratuitous services (performing works) provided by the Company to third parties in cases (amounts) determined by separate resolutions of the Board of Directors, and making decisions on settlement of transactions in cases when the above-mentioned cases (amounts) are not determined;

43) preliminary approval of transactions that may entail liabilities denominated in foreign currency (or liabilities whose value is tied to foreign currency), transactions with derivative financial instruments, in cases and amounts determined by separate resolutions of the Board of Directors of the Company, as well as, if these cases (amounts) are not determined by the Board of Directors of the Company; determination of the policy regarding transactions with derivative financial instruments of the Company;

44) determination of the procurement policy in the Company, including approval of the Regulation on procurement of goods, works, services, as well as approval of the procurement plan and other decisions in accordance with the documents approved by the Company regulating the procurement activities of the Company;

45) approval of the methodology for calculation and evaluation of key performance indicators (KPIs) of the General Director of the Company, their target values (adjusted values) and reports on their implementation;

46) making a decision on the nomination of the General Director of the Company for submission to the state awards;

47) determination of the policy of the Company in terms of improving the reliability of the distribution complex of power grids and other power grid facilities, including approval of the strategic programs of the Company on improvement of the reliability of the power grid complex, development of the power grid complex and its safety;

48) determination of the quantitative structure of the Board of the Company, election of members of the Board of the Company, establishment of remunerations and compensations paid to them, early termination of their powers;

49) approval of the organizational structure of the executive office of the Company and making changes to it;

50) approval of the regulation on remunerative incentives of the General Director, regulation on remunerative incentives of senior managers of the Company; approval of the list of senior managers;

51) bringing to disciplinary responsibility of the General Director and members of the Board and their promotion in accordance with labor legislation of the Russian Federation;

52) approval of candidates for certain positions of the executive office of the Company, determined by the Board of Directors of the Company;

53) determination of the policy of the Company in the field of insurance, control of ensuring insurance protection of the Company, including approval of candidates of Insurers of the Company;

54) application for listing of shares of the Company and (or) issue securities of the Company convertible into shares of the Company;

55) making decisions on accession of the Company to industry and inter-industry standards, regulations and other documents in the field of electric power industry in various areas of the Company's activities, including technical regulation;

56) determination of principles and approaches to the organization of Internal audit, risk management and internal control systems in the Company, including approval of internal documents of the Company determining the policy of the Company in the field of risk management, internal control and Internal audit of the Company;

57) risk assessment, as well as the establishment of an acceptable amount of risks for the Company;

58) organization of at least once a year analysis and evaluation of the functioning of risk management and internal control systems, including on the basis of reports regularly received from the executive bodies of the Company, Internal audit and external auditors of the Company;

59) annual consideration of issues on organization, functioning and effectiveness of risk management and internal control systems in the Company;

60) control and organization of Internal audit activities, including approval of the regulation on the internal audit unit, in the case of engagement for the implementation of Internal audit of external independent organizations – approval of such organizations and the conditions of the agreement, including the amount of remuneration; approval of the plan of the Internal audit activities, report on the implementation of the plan of Internal audit activities and budget of the Internal audit, the preliminary approval of the decision of the sole executive body of the Company on the appointment, dismissal from office (not initiated by the employee) of the head of Internal audit, the imposition of disciplinary action, and approval of employment agreement terms and remuneration to the head of Internal audit, consideration of the results of quality assessment of the function of Internal audit;

61) control over compliance of the executive bodies of the Company with the strategy approved by the Company; listening to the reports of the General Director and members of the Board on the implementation of the strategy approved by the Company;

62) formation of committees of the Board of Directors of the Company, approval of internal documents determining their competence and procedure for activities, determination of their quantitative structure, appointment of the Chairman and members of the Committee and termination of their powers;

63) approval of the information policy of the Company and consideration of reports on its implementation;

64) on preliminary approval of the agreement on introduction by the shareholder (shareholders) of the Company of gratuitous contributions to property of the Company in monetary or other form which do not increase authorized capital of the Company and do not change face value of shares (contributions to property of the Company);

65) on preliminary approval of the agreement on introduction by the Company of gratuitous contributions to property of the companies in which authorized capital the Company participates, in monetary or other form which do not increase authorized capital of the specified companies and (or) do not change face value of shares;

66) recommendations to the executive bodies of the Company on any issues of the Company's activities;

67) other issues referred to the competence of the Board of Directors by the Federal Law "On joint stock companies" and this Charter.

15.2. Issues within the competence of the Board of Directors may not be referred to the decision of the Board or the General Director of the Company.

15.3. Members of the Board of Directors in exercising their rights and performing their duties shall act in the interests of the Company, exercise their rights and perform their duties with respect to the Company in good faith and reasonably.

15.4. Members of the Board of Directors shall be liable to the Company for losses caused to the Company by their wrongful acts (omission), unless other grounds and the amount of liability are established by Federal Laws.

At the same time, members of the Board of Directors who voted against the decision that caused losses to the Company or who did not participate in the voting shall not be liable.

Article 16. Election of the Board of Directors

The Board of Directors of the Company is elected in the number of 13 (thirteen) people.

16.1. Members of the Board of Directors shall be elected at the annual General Meeting in the manner prescribed by the Federal Law "On joint stock companies" and this Charter for a term up to the next annual General Meeting.

If the annual General Meeting was not held within the time limits specified in paragraph 11.1. of article 11 of this Charter, the powers of the Board of Directors shall be terminated, except for the powers on preparation, convening and holding the annual General Meeting.

16.2. Elections of members of the Board of Directors are carried out by cumulative voting.

The number of votes held by each shareholder shall be multiplied by the number of persons to be elected to the Board of Directors, and the shareholder shall have the right to cast the votes thus obtained in full for one candidate or to distribute them among two or more candidates.

The candidates with the highest number of votes are considered to be elected to the Board of Directors.

16.3. Only an individual may be a member of the Board of Directors.

16.4. Persons elected to the Board of Directors may be re-elected any number of times.

16.5. By resolution of the General Meeting, the powers of all members of the Board of Directors may be terminated ahead of time. If the Board of Directors is elected at an extraordinary General Meeting, the members of the Board of Directors shall be deemed elected for the period up to the date of the annual General Meeting.

Article 17. Chairman of the Board of Directors:

17.1. The Chairman of the Board of Directors is elected by the members of the Board of Directors of the Company from among them by a majority vote of the total number of members of the Board of Directors.

The Board of Directors may at any time re-elect its Chairman by a majority vote of the total number of votes of the members of the Board of Directors.

17.2. The Chairman of the Board of Directors shall organize the work of the Board of Directors, convene its meetings and preside over them, organize record keeping at meetings, preside over the General Meeting.

17.3. In the absence of the Chairman of the Board of Directors his functions shall be performed by the Deputy Chairman of the Board of Directors, elected from among the members of the Board of Directors by a majority vote of the total number of members of the Board of Directors, or another member of the Board of Directors by resolution of the Board of Directors.

Article 18. Meetings of the Board of Directors

18.1. Meetings of the Board of Directors shall be held as required, but at least once every six weeks. The Board of Directors meeting shall be convened by the Chairman of the Board of Directors (or by Deputy Chairman of the Board of Directors in cases stipulated by paragraph 17.3 of article 17 of this Charter) on his own initiative or at the request of a member of the Board of Directors, the Auditing Commission, head of Internal audit (head of structural unit of the Company, responsible for the organization and implementation of Internal audit and in case of engagement of external independent organization for the implementation of Internal audit – the head of the specified organization), the Auditor, the Board or the General Director.

18.2. A member of the Board of Directors who is absent from the in-person meeting of the Board of Directors has the right to express his/her opinion on matters of the agenda in writing.

The written opinion of a member of the Board of Directors who is absent from the meeting of the Board of Directors shall be taken into account when determining the quorum and voting results on matters of the agenda in accordance with the procedure established by the rules of the Board of Directors approved by the General Meeting.

18.3. The resolution of the Board of Directors may be taken by absentee voting (by poll). In case of absentee voting, all members of the Board of Directors are sent materials on matters of the agenda and a questionnaire for voting, indicating the deadline by which the completed and signed by a member of the Board of Directors questionnaire shall be submitted to the Board of Directors.

18.4. Transfer of voting rights by a member of the Board of Directors of the Company to another person, including to another member of the Board of Directors, is not allowed.

18.5. Resolutions at the meeting of the Board of Directors shall be taken by a majority vote of the members of the Board of Directors participating in the meeting, except for the cases provided for by the Federal Law "On joint stock companies" and this Charter.

In cases where the resolution of the Board of Directors on a transaction shall be taken simultaneously on several grounds (established by this Charter and established by Chapter X or Chapter XI of the Federal Law "On joint stock companies"), the provisions of the Federal Law "On joint stock companies" shall apply to the procedure for its adoption.

18.6. Resolutions of the Board of Directors shall be taken by a three-fourths majority vote of the members of the Board of Directors (the votes of retired members of the Board of Directors shall not be taken into account) on the following matters:

- on suspension of powers of the managing organization (managing person) and on appointment of the acting General Director of the Company;

- on convocation of the extraordinary General Meeting in the cases provided by paragraphs 21.11, 21.12 of article 21 of this Charter.

The resolution on consent to or subsequent approval of an interested party transaction shall be taken by the Board of Directors of the Company in accordance with article 83 of the Federal Law "On joint stock companies".

18.7. Resolutions of the Board of Directors on the matters provided for in subparagraphs 21, 22, 32-35 of paragraph 15.1. of article 15 of this Charter shall be adopted by a two-thirds majority vote of the members of the Board of Directors participating in the meeting.

18.8. During solution of matters at the meeting of the Board of Directors, each member of the Board of Directors shall have one vote. In case of equality of votes during the voting, the vote of the Chairman of the Board of Directors shall be decisive.

18.9. The quorum for holding the meeting of the Board of Directors in deciding matters adopted by a simple majority vote of the members of the Board of Directors shall be at least half of the number of elected members of the Board of Directors.

If the number of members of the Board of Directors becomes less than the number constituting the specified quorum, the Board of Directors shall take a decision on holding an extraordinary General Meeting to elect a new Board of Directors. The remaining members of the Board of Directors are entitled to make a decision only on convening such an extraordinary General Meeting. In this case, the quorum for the meeting of the Board of Directors shall be at least half of the remaining members of the Board of Directors.

The quorum for holding a meeting of the Board of Directors when making decisions on consent to or subsequent approval of transactions provided for in Chapter XI of the Federal Law "On joint stock companies" shall be not less than 2 (Two) members of the Board of Directors of the Company who are not interested in the transaction and meet the requirements established by paragraph 3 of article 83 of the Federal Law "On joint stock companies".

18.10. At the meeting of the Board of Directors the minutes shall be kept. The minutes of the meeting of the Board of Directors shall be prepared no later than 3 (Three) days after the meeting and signed by the Chairman of the meeting and the Secretary of the Board of Directors (Corporate Secretary), which are responsible for its correctness. All materials on matters of the agenda of the meeting and documents approved by the Board of Directors shall be attached to the minutes.

When the Board of Directors makes decisions by absentee voting, voting questionnaires signed by the members of the Board of Directors shall be attached to the minutes.

18.11. The procedure for making decisions by the Board of Directors is determined by the rules of the Board of Directors approved by the General Meeting.

18.12. Resolutions of the Board of Directors, adopted in violation of competence of the Board of Directors, in the absence of a quorum for the meeting of the Board of Directors or without the majority of votes of the members of the Board of Directors of the Company necessary for making a decision, are not valid irrespective of the appeal against them in court.

Article 19. Committees of the Board of Directors of the Company;

19.1. The committees of the Board of Directors are formed by the resolution of the Board of Directors.

19.2. Committees of the Board of Directors shall be established for preliminary consideration of matters within the competence of the Board of Directors or studied by the Board of Directors in order to control the activities of the executive body of the Company, and drawing up necessary recommendations to the Board of Directors and the executive body of the Company.

19.3. The internal documents of the Company approved by the Board of Directors of the Company and separate resolutions of the Board of Directors shall determine the rules of operation, the procedure for the formation, competence and term of office of the committees of the Board of Directors.

19.4. The Board of Directors forms the Audit Committee for preliminary consideration of matters related to control over financial and economic activities of the Company, including assessment of the independence of the Auditor of the Company and the absence of a conflict of interest, as well as evaluation of the quality of the audit of the accounting (financial) reports of the Company.

Article 13.3. Corporate Secretary of the Company.

20.1. With the purpose of appropriate observance in the Company of the order of preparing and holding the General Shareholders' Meeting, activities of the Board of Directors, the Board of Directors may elect the Corporate Secretary of the Company, which in its activities reports directly to the Board of Directors. The Corporate Secretary is an officer of the Company, ensuring compliance with current legislation, this Charter and internal documents of the Company, guaranteeing the rights and legitimate interests of shareholders of the Company.

20.2. The status of a Corporate Secretary, requirements for candidacy, procedure of appointment and termination of powers of the Corporate Secretary, his subordination and relations with the management bodies and structural units of the Company, as well as other issues of the Corporate Secretary of the Company are determined by the Regulation on the Corporate Secretary of the Company, approved by the Board of Directors of the Company.

Article 21. Executive bodies

21.1. Management of current activities of the Company is performed by the sole executive body – the General Director and the collegial executive body – the Board of the Company.

21.2. The General Director and the Board are accountable to the General Meeting and the Board of Directors.

The executive bodies of the Company regularly report to the Board of Directors for the establishment and operation of the effective risk management and internal control system and are responsible for its effective functioning.

21.3. The General Director without power of attorney shall act on behalf of the Company, including taking into account limitations stipulated by the current legislation, this Charter, decisions of the General Shareholders' Meeting, Board of Directors and the Board adopted in accordance with their competence.

The competence of the General Director includes all issues of management of the current activities of the Company, except for issues related to the competence of the General Meeting, the Board of Directors and the Board. The General Director shall:

- 1) ensure the implementation of the activity plans of the Company necessary to solve its tasks;
- 2) organize accounting and tax accounting and reporting in the Company, storage of accounting documents;
- 3) dispose of the property of the Company, make transactions on behalf of the Company, issue powers of attorney, open settlement and other accounts of the Company in banks and other credit institutions (as well as in cases stipulated by law – in organizations – professional participants of the securities market) ;
- 4) issue orders, approve (accept) instructions, local regulatory acts and other internal documents of the Company on the issues of its competence, give instructions, obligatory for execution by all employees of the Company;
- 5) approve Regulations on branches and representative offices of the Company;
- 6) approve the Regulations on bonuses for employees of the Company;
- 7) in accordance with the general structure of the executive office of the Company approve the manning table and salaries of employees of the Company, approve the methodology for calculating and evaluating the implementation of key performance indicators for divisions (officials) of the Company, their target values (adjusted values) and reports on their implementation;
- 8) carry out the rights and obligations of the employer in relation to the employees of the Company, stipulated by the labor legislation;
- 9) assign duties between Deputy General Directors;
- 10) prepare the business plan (adjustment of the business plan) and a report on the results of its implementation, as well as approve and correct the cash flow in accordance with the list and values of the cash flow benchmarks approved by the Board of Directors with mandatory subsequent submission to the Board of Directors;
- 11) submit to the Board of Directors reports on financial and economic activities of the Company, on the implementation of resolutions of the General Meeting and the Board of Directors;
- 12) not later than 45 (Forty-five) days prior to the date of the annual General Meeting, the Company shall submit for consideration to the Board of Directors the annual report, annual accounting (financial) reports of the Company, distribution of profits and losses of the Company;
- 13) be responsible for the organization of work with the information constituting the state secret, and also for creation of conditions for protection of the state secret;
- 14) resolve other issues of current operations of the Company, except for issues within the competence of the General Meeting, the Board of Directors and the Board of the Company.
- 15) perform the functions of the Chairman of the Board of the Company.

21.4. The General Director is elected by the Board of Directors of the Company by a majority vote of the members of the Board of Directors participating in the meeting.

21.5. The Board of the Company shall act on the basis of this Charter, and the Regulation on the Board approved by the General Shareholders' Meeting, which establishes the terms and procedure for convening and holding its meetings and the procedure of making decisions.

21.6. The competence of the Board of the Company includes the following issues:

- 1) development and submission to the Board of Directors of long-term plans for implementation of the main activities of the Company;
- 2) preparation of the annual report, report on implementation by the Board of resolutions of the General Shareholders' Meeting and the Board of Directors;
- 3) consideration of reports (information) of Deputy General Directors of the Company, heads of structural divisions of the Company on the activities of the Company and its subsidiaries and affiliates for consideration to the Board of the Company in accordance with the instructions of the Board or of the Board of Directors of the Company;
- 4) establishment of social benefits and guarantees to employees of the Company;
- 5) taking decisions on matters referred to the competence of supreme management bodies of business entities, 100 (One hundred) percent of the authorized capital of which is owned by the Company (taking into account subparagraphs 33, 34 of subparagraph 15.1. of article 15 of this Charter);
- 6) making decisions on settlement of transactions, the subject of which are property, works and services, the value of which is from 5 (Five) to 25 (Twenty-five) percent of the book value of the assets of the Company according

to the accounting reports as at the last reporting date (except for the cases provided for in subparagraph 35 of paragraph 15.1 of this Charter);

7) effective risk management within the current activities of the Company; approval of the budget for risk management activities in the Company within the limits agreed by the resolution of the Board of Directors of the Company; resolution of cross-functional (performed by several structural divisions) risk management tasks;

8) preparation of the business plan (adjusted business plan), and quarterly report on the implementation of the business plan (for the first quarter, first half, nine months, reporting year);

9) solution of other issues of current activities of the Company in accordance with the resolutions of the General Shareholders' Meeting, the Board of Directors and also issues submitted to the Board by the General Director of the Company.

21.7. The number of members of the Board may not be less than 3 (Three) persons and is determined by the resolution of the Board of Directors.

Members of the Board are elected by the Board of Directors of the Company on the nomination of the General Director.

In case of rejection by the Board of Directors of candidates for the Board nominated by the General Director, the Board of Directors of the Company shall be entitled to elect to the Board candidates proposed by a member (members) of the Board of Directors of the Company.

21.8 The Board is competent if at least half of the elected members of the Board take part in the meeting (absentee voting).

21.9. All decisions are taken by the Board by a simple majority of votes of the members of the Board present at the meeting (taking part in absentee voting). In case of equality of votes, the vote of the Chairman of the Board shall be decisive.

21.10. Transfer of a voting right by a member of the Board of the Company to another person, including to another member of the Board, is not allowed.

21.11. The rights and obligations of the General Director and members of the Board on managing the current activities of the Company shall be determined by the legislation of the Russian Federation, this Charter and the employment contract concluded by them with the Company.

21.12. The General Director and members of the Board may combine positions in the management bodies of other organizations, as well as other paid positions in other organizations, only with the consent of the Board of Directors of the Company.

21.13. The employment agreement with the General Director and members of the Board on behalf of the Company shall be signed by the Chairman of the Board of Directors or a person authorized by the Board of Directors.

21.14. The terms of the employment agreement, including the term of office, shall be determined by the Board of Directors or by a person authorized by the Board of Directors to sign the employment agreement in accordance with subparagraph 21.13. of this article.

21.15. The rights and obligations of the employer on behalf of the Company in relation to General Director and members of the Board shall be made by the Board of Directors or a person authorized by the Board of Directors in the manner determined by resolutions of the Board of Directors.

21.16. The Board of Directors has the right at any time to make a decision on termination of powers of the General Director, members of the Board and on formation of new executive bodies.

Termination of powers of the General Director and members of the Board shall be carried out on the grounds established by the legislation of the Russian Federation and the agreement concluded by them with the Company.

21.17. By the resolution of the General Meeting, the powers of the sole executive body of the Company may be transferred by agreement to a managing organization or a managing person.

21.18. The rights and obligations of the managing organization (managing person) on managing the current activities of the Company are determined by the legislation of the Russian Federation and the agreement concluded with the Company.

The agreement shall be signed on behalf of the Company by the Chairman of the Board of Directors or a person authorized by the Board of Directors.

The terms of the agreement, including the term of office, shall be determined by the Board of Directors or a person authorized by the Board of Directors.

21.19. The General Shareholders' Meeting has the right at any time to make a decision on early termination of powers of the managing organization (managing person).

The Board of Directors may decide to suspend the powers of the managing organization or the managing person. Simultaneously with the specified decision, the Board of Directors shall decide on appointment of acting General Director and on holding an extraordinary General Shareholders' Meeting for resolving the matter on early termination of powers of the managing organization (managing person) and, unless another resolution will be made by the Board of Directors, on transfer of powers of the sole executive body of the managing organization (managing person).

21.20. In case, if the managing organization (managing person) cannot perform their duties, the Board of Directors may take a decision on appointing the acting General Director and on holding an extraordinary General Shareholders' Meeting for resolving the matter on early termination of powers of the managing organization

(managing person) and, unless another resolution will be made by the Board of Directors, on transfer of powers of the sole executive body to another managing organization or a managing person.

21.21. The acting General Director shall manage the current activities of the Company within the competence of the executive bodies of the Company, unless the Board of Directors decides otherwise.

21.22. The General Director, the Acting General Director, members of the Board, as well as the managing organization (managing person) when exercising their rights and performing obligations shall act in the interests of the Company, exercise their rights and fulfill the responsibilities towards the Company reasonably and in good faith.

21.23. The General Director, the Acting General Director, members of the Board, as well as the managing organization (managing person) shall be liable to the Company for losses caused to the Company by their wrongful acts (omission), unless other grounds and the amount of liability are established by Federal Laws.

21.24. Appointment to the positions providing the admission to the data constituting the state secret is possible only after registration of such admission in the order established by legislative and other regulatory acts of the Russian Federation.

21.25. In case of temporary absence of the General Director (including, but not limited to, due to illness, business trip, vacation), the performance of his duties on the basis of the order of the General Director of the Company may be assigned to one of his deputies, only in the absence of the resolution of the Board of Directors of the Company on the appointment of the acting General Director of the Company.

In connection with the circumstances referred to in the first subparagraph of this paragraph, the Board of Directors may decide on the appointment of the acting General Director of the Company for a specified period without termination of powers of the General Director of the Company.

Article 22. The Auditing Commission, the Internal auditor and the Auditor of the Company

22.1. To exercise control over the financial and economic activities of the Company, the General Meeting shall elect the Auditing Commission with a term of office of 1 (one) year (until the date of the next annual General Meeting).

The Auditing Commission shall be elected of 5 (Five) people.

22.2. By the resolution of the General Meeting, the powers of all or individual members of the Auditing Commission may be terminated ahead of time. If the Auditing Commission or its individual members are elected at an extraordinary General Meeting, the Auditing Commission shall be deemed elected for the period up to the date of the annual General Meeting. Members of the Auditing Commission of the Company may not simultaneously be members of the Board of Directors of the Company, as well as hold other positions in the management bodies of the Company.

22.3. The competence of the Auditing Commission includes:

1) confirmation of reliability of the data contained in the annual report of the Company, annual accounting (financial) reports;

2) analysis of the financial condition of the Company, identification of reserves on improvement of the financial condition of the Company and development of recommendations for management bodies of the Company;

3) organization and implementation of audit (inspection) of financial and economic activities of the Company, in particular:

4) verification of financial, accounting, payment and settlement and other documentation of the Company related to financial and economic activities of the Company for compliance with the legislation of the Russian Federation, the Charter, internal and other documents of the Company;

5) audit and analysis of the financial condition of the Company, its solvency, functioning of the internal control system and risk management system, liquidity of assets, ratio of own and borrowed funds, correctness and timeliness of accrual and payment of interest on bonds, income on other securities;

6) control over the safety and use of fixed assets;

7) control over compliance with the established procedure for writing off debts of insolvent creditors for losses of the Company;

8) control over the expenditure of the Company's funds in accordance with the approved business plan and budget of the Company;

9) control over formation and use of reserve and other funds of the Company;

10) check of timeliness and correctness of conducting settlement operations with contractors and the budget, and also settlement operations on compensation, social insurance, charge and payment of dividends and other settlement operations;

11) verification of business operations of the Company carried out in accordance with the concluded contracts;

12) verification of compliance with the use of material, labor and financial resources in financial and economic activities of existing contracts, norms and regulations, approved finance plans and other documents regulating the activities of the Company;

13) check of cash and property of the Company, efficiency of use of assets and other resources of the Company, identification of causes of non-productive losses and expenses, identification of provisions for improvement of the financial condition of the Company;

14) verification of execution of orders on elimination of violations and shortcomings previously identified by

the Auditing Commission of the Company;

15) development of recommendations for management bodies of the Company;

16) other actions (measures) related to the audit of financial and economic activities of the Company.

22.4. The Auditing Commission is entitled to demand the convening of an extraordinary General Meeting.

The Auditing Commission is obliged to demand the convening of an extraordinary General Meeting in case of serious violations in the financial and economic activities of the Company.

22.5. The procedure for activities of the Auditing Commission is determined by the internal document of the Company approved by the General Meeting.

in case of need to involve specialists in respective areas (law, economics, finance, accounting, management, economic security and other branches of knowledge), not occupying posts in the Company, and also specialised organizations, to request the Company about the conclusion of civil contracts with these professionals and organizations.

22.6. Audit (inspection) of financial economic activities of the Company is carried out according to the results of activities of the Company and at any time upon the initiative of the Auditing Commission of the Company, the General Shareholders' Meeting, the Board of Directors or at the request of a shareholder (shareholders) of the Company holding in aggregate not less than 10 (Ten) percent of the voting shares of the Company.

22.7. At the request of the Auditing Commission of the Company, persons holding positions in the management bodies of the Company are obliged to submit documents on the financial and economic activities of the Company.

22.7.1. Following the results of the audit of financial economic activities of the Company, the Auditing Commission shall make up a conclusion, which should contain:

- confirmation of reliability of the data contained in the annual report of the Company, annual accounting (financial) reports;

information about the facts of violation of the order of accounting and presentation of financial reports, as well as the implementation of financial and economic activities.

- confirmation of the reliability of the data contained in the report on the transactions concluded in which there is an interest.

22.7.2. By the resolution of the General Shareholders' Meeting, members of the Auditing Commission of the Company may be paid remuneration and (or) compensated for expenses related to the performance of their duties. The amount of such remuneration and compensation shall be established by the resolution of the General Shareholders' Meeting.

22.8. To assess the reliability and effectiveness of risk management and internal control, the Company carries out an Internal audit.

22.9. The order of activity of Internal audit shall be determined by this Charter, Internal Audit Policy, approved by the Board of Directors, and local regulations regulating the activities on the Internal audit.

22.10. To verify and confirm the annual accounting (financial) reports of the Company, the General Shareholders' Meeting shall annually approve the Auditor of the Company, who is not connected with the Company and its shareholders by property interests.

The Auditor is approved annually at the annual General Meeting.

22.11. The amount of payment for the services of the Auditor shall be determined by the Board of Directors.

22.12. The Auditor shall audit the financial and economic activities of the Company in accordance with the requirements of the legislation of the Russian Federation and on the basis of the agreement concluded with it.

22.13. Based on the results of the audit of financial and economic activities of the company, the Auditor draws up a conclusion, which should contain:

- confirmation of reliability of the data contained in the accounting (financial) reports of the Company;

- information about the facts of violation by the Company of the order of conducting accounting and presentation of accounting (financial) reports established by legal acts of the Russian Federation, and also legal acts of the Russian Federation at implementation of financial and economic activity by the Company.

The order and terms of drawing up the report on results of audit of financial-economic activities of the Company shall be determined by legal acts of the Russian Federation on the basis of the agreement concluded with the Auditor of the Company.

Article 23. Accounting and accounting (financial) reports of the Company

23.1. The Company shall maintain accounting records and submit accounting (financial) reports in accordance with the procedure established by the legislation of the Russian Federation and this Charter.

23.2. Responsibility for the organization, condition and reliability of accounting in the Company, timely submission of accounting (financial) reports to the relevant authorities, as well as information about the Company's activities submitted to the shareholders of the Company, creditors and the media shall be borne by the executive body of the Company in accordance with the legislation of the Russian Federation and this Charter.

23.3. The reliability of the data contained in the annual report and annual accounting (financial) reports of the Company shall be confirmed by the Auditing Commission. The Company is obliged to engage the audit organization which is not connected by property interests with the Company or its shareholders for annual audit of the annual accounting (financial) reports.

23.4. Annual report, annual accounting (financial) reports, distribution of profits and losses of the Company are subject to prior approval by the Board of Directors not later than 30 (Thirty) days prior to the date of holding the annual General Shareholders' Meeting.

Article 24. Storage of documents by the Company. Provision of information by the Company

24.1. The Company is obliged to keep the documents stipulated by the Federal Law "On joint stock companies", the Charter and internal documents of the Company, decisions of management bodies of the Company, as well as documents stipulated by regulatory legal acts of the Russian Federation.

24.2. The Company shall keep the documents provided for in paragraph 24.1. of this article, at the location of the executive body of the Company in the manner and within the terms established by the Bank of Russia.

24.3. In case of reorganization of the Company all documents shall be transferred in accordance with the established procedure to the legal successor.

24.4. At liquidation of the Company the documents of permanent storage having scientific and historical value are transferred to the state storage to Federal archival service of Russia, documents on employees (orders, personal files and cards of the account, personal accounts, etc.) are transferred to storage to the state archive of St. Petersburg.

Transfer and ordering of documents shall be carried out in accordance with the requirements of archival authorities.

Information about the Company is provided to them in accordance with the requirements of the legislation of the Russian Federation.

24.5. The Company is obliged to provide shareholders with access to documents in the amount, procedure and terms provided for by the Federal Law "On joint stock companies" upon their request.

24.6. Information about the Company is provided to them in accordance with the requirements of the Federal Law "On joint stock companies", as well as other Federal Laws and regulations of the Russian Federation. In the case of non-payment by the authorized person of the Company of costs for making copies of documents previously received and executed the Request, the period for submitting copies of the documents on the subsequent requirements shall be calculated from the date of receipt of such payment.

24.7. The Company shall provide shareholders and employees of the Company with access to information in compliance with the requirements of the legislation on state and trade secrets.

24.8. The Company is obliged to place the terms of the confidentiality agreement on its website in the information and telecommunication network "Internet". In case of a group appeal of shareholders, this agreement shall be signed by each of them, and when providing access to the documents to the shareholder's representative by power of attorney, both by the shareholder and his representative.

24.9. Notifications on signs of possible interest in transactions performed by the joint stock company, as well as Notifications on changes in information containing signs of possible interest in transactions performed by the joint stock company shall be sent to the Company in one of the following ways:

- sending by registered mail with a notification of delivery or by courier to the address of the Company contained in the unified state register of legal entities, as well as to other addresses specified in the Charter of the Company or in the internal document of the Company approved by the General Shareholders' Meeting of the Company;
- delivery against the signature to the person holding the position (performing functions) of the sole executive body of the Company, or to other person authorized to receive written correspondence addressed to the Company;
- sending the electronic document signed by the electronic signature according to requirements of the Federal Law No. 63-FZ dated April 6, 2011 "On the electronic signature", on telecommunication communication channels, including through the information and telecommunication network "Internet";
- direction by telecommunication, including means of facsimile and telegraph communication, e-mail.

Article 25. Reorganization and liquidation of the Company

25.1. The Company may be voluntarily reorganized by merger, accession, division, separation and transformation, as well as on the grounds and in the manner prescribed by the Civil Code of the Russian Federation and Federal Laws.

25.2. The Company may be liquidated by a court decision or voluntarily in the manner prescribed by the Civil Code of the Russian Federation, the Federal Law "On joint stock companies" and this Charter.

25.3. The Company is considered to be reorganized, except for cases of reorganization in the form of accession, from the moment of state registration of newly arisen legal entities.

In case of reorganization of the Company by joining another company, the Company shall be considered reorganized from the moment of entry into the unified state register of legal entities on termination of activities of the Company.

Formation of property of the Company created as a result of reorganization is carried out only at the expense of property of the reorganized companies.

25.4. Liquidation of the Company entails termination of its activities without transfer of rights and obligations in succession to other persons.

25.5. In case of reorganization, liquidation of the Company or termination of works containing information constituting a state and trade secret, the Company is obliged to ensure the safety of this information and its carriers by developing and implementing measures of secrecy, information protection, PD TR, protection and fire safety.

A constituent document of the entity (OGRN (Principal State Registration Number) 1027809170300) was filed upon making an entry (GRN (State Registration Number) 2207803691566 dd. July 30, 2020) to the Unified State Register of Legal Entities.



**THE DOCUMENT WAS SIGNED
USING AN ENHANCED QUALIFIED
ELECTRONIC SIGNATURE**

information on the electronic signature certificate

Certificate: 3F82CD00D6AB2FB6419AD4ECD3135515

Owner: Aleksandra Aleksandrovna Leushina

Inter-District Inspectorate No. 15 for Saint Petersburg of the Federal Tax Service of Russia

Valid: from June 10, 2020 to June 10, 2021

Amended subject to:
the Resolution of the Annual General Meeting
of Lenenergo, PJSC
Minutes No. 2/2020 dd. June 1, 2020.

CEO, Lenenergo, PJSC

(signed) A. Ryumin
(sealed)

**Amendments
to the Articles of Association
of Lenenergo, Public Joint Stock Company
of the Power Industry and Electrification**

State the name of the Company on the title page of the Articles of Association as follows:
Articles of Association of Public Joint Stock Company «Rosseti Lenenergo»

In Article 1 (*General*):

In Art. 1 Par. 1.1 replace the words “Lenenergo, Public Joint Stock Company of the Power Industry and Electrification” with “Public Joint Stock Company «Rosseti Lenenergo»”.

Amend Art. 1 Par. 1.2 as follows:

“1.2 The Company’s full corporate name in Russian is Публичное акционерное общество «Россети Ленэнерго».

The previous full corporate names in Russian are Публичное акционерное общество энергетики и электрификации «Ленэнерго», Открытое акционерное общество энергетики и электрификации «Ленэнерго».

The Company’s full corporate name in English is Public Joint Stock Company «Rosseti Lenenergo».

The previous full corporate names in English are Public JOINT-STOCK COMPANY “LENENERGO”; JOINT-STOCK COMPANY “LENENERGO”.

The Company’s short corporate name in Russian is ПАО «Россети Ленэнерго».

The previous short corporate names in Russian are ПАО «Ленэнерго», ОАО «Ленэнерго».

The Company’s short corporate name in English is «Rosseti Lenenergo», PJSC. The previous short corporate names in English are PJSC “LENENERGO”; JSC “LENENERGO”.

The location of the Company is Saint Petersburg, Russia.

The Company’s address is specified in the Unified State Register of Legal Entities.

The Company’s mailing address is 1, Ploshchad Konstitutsii, Saint Petersburg, 196247.”

The Russian Federation
Saint Petersburg
The thirty-first of July two thousand twenty

I, Irina Ivanovna Bykh, notary of the notarial district of Saint Petersburg, hereby confirm that the contents of the document made by me in hard copy are identical to the contents of the electronic document presented to me.

The qualified electronic signature of the signatory of the electronic document presented to me and the fact that such a signature belongs to such a signatory have been verified and proved.

This hard copy document is identical to, and is equally valid as, the electronic document presented to me.

Entered in the register under No. 78/688-Н/78-2020-9-693.

State duty collected as per tariff: RUB 50.

Fee paid for the legal and technical services: RUB 85.

(signed)

I. Bykh

(sealed)

The document contains the total of
2 (two) pages.

Notary

(signed)

(sealed)