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DRAFT RESOLUTIONS AND EXPLANATORY NOTES

**regarding agenda items for the Annual General Meeting of PJSC “Rosseti Lenenergo”
to be held on June 13, 2023**

Item 1: Approval of the annual report and annual accounting (financial) statements of the Company for 2022.

Draft resolution:

Approve the annual report of the Company for 2022 and the annual accounting (financial) statements of the Company for 2022 in accordance with Appendix 1, published on the Company’s official website at <https://rosseti-lenenergo.ru/shareholders/corp/control/osa/>

**Explanatory note on Agenda Item 1
for the Annual General Meeting of PJSC “Rosseti Lenenergo”**

Item 1: Approval of the annual report and annual accounting (financial) statements of the Company for 2022.

Approval of the Company’s annual report.

The annual report of PJSC “Rosseti Lenenergo” (hereinafter referred to as the “Company”) for 2022 (hereinafter referred to as the “Annual Report”) has been prepared in accordance with the requirements of Federal Law No. 208-FZ On Joint Stock Companies of December 26, 1995 (hereinafter referred to as the “Law”), the Regulations on Information Disclosure by Issuers of Issue-Grade Securities approved by the Bank of Russia on March 27, 2020 (No.714-P), also subject to the Code of Corporate Governance recommended for use in Bank of Russia Letter No. 06-52/2463 of April 10, 201, and the provisions of Bank of Russia Letter No. IN-06-28/102 of December 27, 2021 titled “On Disclosing the Report on Compliance with the Principles and Recommendations of the Corporate Governance Code in the Annual Report of a Public Joint-stock Company”.

The Annual Report discloses the Company’s operational and financial results for 2022.

The Appendices to the Annual Report include the Company’s financial statements under Russian Accounting Standards (RAS) with a positive auditor’s opinion, a report on compliance with the principles and recommendations of the Code of Corporate Governance, and a report on related-party entered into by the Company in 2022 approved by the Company’s Board of Directors in accordance with the requirements of the Law (Subpara. 3, Para. 1.1, Article 81).

The reliability of data contained in Annual Report 2022 is confirmed by the Company’s Internal Audit Board (Report and opinion of April 28, 2023).

The Annual Report 2022 was reviewed and preapproved by the Company’s Board of Directors on May 11, 2023 (Minutes No. 60 of May 12, 2023), and recommended for approval by the Company’s Annual General Meeting.

In voting on this item, “one share, one vote” rule shall apply.

In accordance with the Law (Para. 2, Art. 49), this item shall be resolved on by majority vote by holders of the Company’s voting shares participating in the Company’s meeting.

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

The Company’s statements were prepared in accordance with the effective Russian reporting and accounting regulations including Federal Law No. 402-FZ On Accounting of December 6, 2011, Regulations on Russian Accounting Records and Accounting Statements approved by the Russian Ministry of Finance (Order No. 34n of July 29, 1998 (as amended)), and Regulations on Accounting approved by the Russian Ministry of Finance.

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

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

As at December 31, 2022, the Company’s balance sheet totaled RUB 274 156 million versus

RUB 253,667 million as at December 31, 2021, with the growth at RUB 20,489 million year-on-year.

The Company's net profit after 2022 was RUB 17,975 million versus RUB 19,794 million as at December 31, 2021.

The Company's revenue for 2022 grew by RUB 1.66 million versus 2021 to RUB 95,054 million.

As at December 31, 2022, the Company's net assets totaled RUB 168 825 million (RUB 158,907 million as at December 31, 2020), with the capital surplus at RUB 160,208 million.

In accordance with Federal Law No. 307-FZ On Auditing of December 30, 2008, the statutory audit of the Company's operations for 2022 was conducted by JSC "Technologies of Trust – Audit as the Company's auditor (auditing entity). After the audit, the auditor issued an opinion stating that all material aspects of the Company's financial position as at December 31, 2022, the Company's financial results and its cash flows for the year ended on the said date were reliably presented in the Company's financial statements in accordance with the Russian financial reporting rules.

The Company's Internal Audit Board approved the report on reliability of the data in the RAS financial statements 2022 concluding that the Company's financial statements give a true and fair view of all material aspects.

In accordance with Article 47 and Subparagraph 11 of Paragraph 1 of Article 48 of the Law, and Paragraph 10.2 of Article 10 of the Company's Articles of Association, the competence of the General Meeting includes approval of the Company's annual financial (accounting) statements.

On May 11, 2023, the Company's Board of Directors recommended (Minutes No. 60 of May 12, 2023) that the Company's annual accounting (financial) statements for 2022 be approved by the Company's Annual General Meeting.

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

In accordance with the Law (Para. 2, Art. 49), this item shall be resolved by a majority vote of holders of the Company's voting shares present at the Company's meeting.

Item 2: Distribution of the Company's profit (loss) after 2022 (including deciding the size of the dividends and payout arrangements).

Draft resolution:

1. Approve the following distribution of the Company's profits (loss) for the reporting year 2022:

(RUB thousand)	
Item	Amount
Undistributed profits (unrecovered loss) for the reporting period:	17,975,405
Distributed to: Reserves	0
Dividends including:	6,079,046
- <i>Interim dividends after nine months of 2022 (as resolved by the EGM of December 26, 2022, Minutes No. 2/2022)</i>	3,821,662
- <i>Dividends payable</i>	2,257,384
Recovery of loss for prior years	0
Development profit	11,896,359

2. Pay dividends on the ordinary shares of PJSC "Rosseti Lenenergo" for 2022 in the amount of RUB 0.0588 per ordinary share in cash.

3. Pay dividends on preferred A shares of PJSC "Rosseti Lenenergo" for 2022 in the amount of RUB 18.8302 per preferred share in cash.

4. The record date for dividends on ordinary shares and preferred A shares of PJSC "Rosseti Lenenergo" shall be June 27, 2023.

**Explanatory note on Agenda Item 2
for the Annual General Meeting of PJSC “Rosseti Lenenergo”**

Item 2: Distribution of the profit (loss) of the Company for 2022 including the dividend size and payout arrangements.

In accordance with the Federal Law *On Joint-Stock Companies* (Subpara. 11.1, Para. 1, Article 48), the said law hereinafter referred to as the “Law”, and the Articles of Association (Subclause 11.1, Clause 10.2., Article 10) of PJSC “Rosseti Lenenergo” (hereinafter referred to as the “Company”), distribution of profit (including payment (declaration) of dividends less the profit distributed as dividends after the first three, six or nine months of the reporting year) and loss of the Company for the reporting year is reserved to the competence of the Company's General Meeting.

In accordance with the Company’s Articles of Association (Subclause 13, Clause 15.1), the Board of Directors is responsible for recommending and competent to recommend the size of the dividends and the payout arrangements

The dividend payout timeframe is set out in Clause 7.7 of the Company’s Articles of Association.

On May 11, 2023, the Company’s Board of Directors resolved (Minutes No. 60 of May 12, 2023) to recommend that the General Meeting of the Company approves the following distribution of the Company’ profit (loss) after 2022:

		(RUB thousand)
Item		Amount
Undistributed profits (unrecovered loss) for the reporting period:		17,975,405
Distributed to:	Reserves	0
Dividends including:		6,079,046
- <i>Interim dividends after nine months of 2022 (as resolved by the EGM of December 26, 2022, Minutes No. 2/2022)</i>		3,821,662
- <i>Dividends payable</i>		2,257,384
Recovery of loss for prior years		0
Development profit		11,896,359

The rationale for the net profit distribution is presented in the materials for the 2022 Annual General Meeting of the Company (Appendix 6).

In accordance with the Company’s Articles of Association (Clause 10.8) of, the General Meeting shall vote on this item based on the “one voting share, one vote” rule.

In accordance with the Law (Article 49, Paragraph 2), the Company’s profit or loss shall be distributed as resolved by a majority of votes of holders of the voting shares in the Company present at the Company’s meeting.

Item No. 3: Election of members to the Company's Board of Directors.

Draft resolution:

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

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

**Explanatory note on Agenda Item 3
for the Annual General Meeting of PJSC “Rosseti Lenenergo”**

Item 3: Election of members to the Company’s Board of Directors.

In accordance with the Federal Law On Joint-Stock Companies (Subpara. 4, Para. 1, Article 48), the said law hereinafter referred to as the “Law”, Articles of Association (Subpara. 4, Para. 10.2, Art. 10) of PJSC “Rosseti Lenenergo” (hereinafter referred to as the “Company”), election and termination of members of the Board of Directors is reserved to the competence of the Company's General Meeting.

Pursuant to the Law (Subpara. 3, Para. 1, Art. 47), the Annual General Meeting of Shareholders shall resolve, among other things, regarding the election of the Company’s Board of Directors.

In accordance with the Law (Para. 1, Art. 53), the Company’s shareholder(s) holding in aggregate at least two (2) percent of the Company’s voting shares may, within thirty (30) or less days after the end of the reporting year (or within a greater timeframe if permitted by the Company’s Articles of Association), suggest items to be added to the agenda of the General Meeting and nominate candidates for election to the Company’s Board of Directors and/or Internal Audit Board, with the number of nominees to be no greater than the number of the members specified in the applicable regulations.

The Articles of Association of PJSC “Rosseti Lenenergo” specify that the shareholders may submit their proposals within sixty (60) days after the end of the reporting year.

In accordance with Article 53 of the Law, Article 13.1 of the Company’s Articles of Association, and Section II of the Bank of Russia Regulations for General Meetings (Regulations No. 660-P of November 16, 2018), if the Company’s shareholder(s) holding in aggregate at least two (2) percent of the Company’s voting shares suggests that an item should be added to the agenda of the Annual General Meeting or nominates a candidate for election to a body of a Company, an items shall be added to the agenda and/or candidates will be nominated for election, provided that said proposals were:

- 1) submitted by the Company’s shareholder(s) holding in aggregate at least two (2) percent of the Company’s voting shares and are deemed submitted by their signers;
- 2) submitted in writing stating the name of the submitter(s) and the number and class of shares held by them (with the percentage or part of the voting shares held by a shareholder deemed to be such as recorded as at the submittal date);
- 3) sent to the Company:
 - by post or courier service and delivered to or served at the registered (professional) address of the company’s chief executive officer or sole executive body (management company, manager or the management company’s ongoing chief executive officer or executive body) specified in the Unified State Register of Legal Entities, and/or to/at addresses as may be specified in the company’s articles of association, bylaw, Regulations for the General Meeting or other regulations of the company for the General Meeting;
 - served, with the acknowledgement of receipt, to the person being or acting as the company’s chief executive officer or sole executive body, chairperson of the company’s board of directors or corporate secretary (if any), or other (contact) person authorized to receive the Company’s correspondence;
- 4) signed by a/the shareholder(s); and
- 5) submitted to the Company within sixty (6) or less days after the end of the reporting year.

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

1. Public Joint Stock Company “Federal Grid Company – Rosseti” (hereinafter referred to as “PJSC “Rosseti”) that held not less than two (2) percent of the Company’s voting shares (68.22%

of the Company's voting shares) as at the date when the proposal was submitted;
 2. Saint Petersburg, a federal city represented by the Property Relations Committee of Saint Petersburg, that held not less than two (2) percent of the Company's voting shares (29.11% of the Company's voting shares) as at the date when the proposal was submitted.

The number of the candidates nominated by each shareholder was no greater than the number of Members of the Company's Board of Directors specified in the Company's Articles of Association (thirteen (13)).

No other nominations were submitted.

In accordance with the resolution of the Company's Board of Directors of March 6, 2022 (Minutes No. 51 of March 9, 2023), the candidates were duly nominated for election to the Board of Directors at the Annual General Meeting of Shareholders in 2023.

14 persons were nominated for election to the Company's Board of Directors as specified below:

No	Nominee for election to Company's Board of Directors	Position and place of work of the candidate nominated by a shareholder(s) to the Company's Board of Directors	Full name / Name (business name) of the nominating shareholder(s)	Nominating shareholder's interest in the Company (%)
1.	Andrey Valeryevich Ryumin	CEO, PJSC "Rosseti"	PJSC "Rosseti"	68.22
2.	Igor Anatolyevich Kuzmin	CEO, PJSC "Rosseti Lenenergo"	PJSC "Rosseti"	68.22
3.	Sergey Sergeevich Pikin	Director, Energy Development Fund	PJSC "Rosseti"	68.22
4.	Aleksey Aleksandrovich Polinov	Acting Deputy CEO, Finance and Economics, PJSC "Rosseti"	PJSC "Rosseti"	68.22
5.	Aleksey Valeryevich Molsky	Deputy CEO, Investments and Capital Construction, PJSC "Rosseti"	PJSC "Rosseti"	68.22
6.	Daniil Valdimirovich Krainsky	Deputy CEO, Legal, PJSC "Rosseti"	PJSC "Rosseti"	68.22
7.	Evgeny Viktorovich Lyapunov	Deputy CEO and Chief Engineer at PJSC "Rosseti"	PJSC "Rosseti"	68.22
8.	Ekaterina Sergeevna Golubeva	Head of the Office of the Vice Governor of Saint Petersburg	Saint Petersburg, federal city and a federal constituent	29.11

No	Nominee for election to Company's Board of Directors	Position and place of work of the candidate nominated by a shareholder(s) to the Company's Board of Directors	Full name / Name (business name) of the nominating shareholder(s)	Nominating shareholder's interest in the Company (%)
		(S.G. Dregval's Office)	entity represented by the Saint Petersburg Property Relations Committee	
9.	Stanislav Dmitrievich Protasov	Chairman, Committee on Energy and Engineering Support	Saint Petersburg, federal city and a federal constituent entity represented by the Saint Petersburg Property Relations Committee	29.11
10.	Alla Aleksandrovna Petrova	First Deputy Chairperson, Committee on Energy and Engineering Support	Saint Petersburg, federal city and a federal constituent entity represented by the Saint Petersburg Property Relations Committee	29.11
11.	Svetlana Anatolyevna Melnikova	Deputy Chairperson, Committee on Energy and Engineering Support	Saint Petersburg, federal city and a federal constituent entity represented by the Saint Petersburg Property Relations Committee	29.11
12.	Konstantin Valeryevich Kotvitsky	Deputy Chairman, Committee on Energy and Engineering Support	Saint Petersburg, federal city and a federal constituent entity represented by the Saint Petersburg Property Relations Committee	29.11
13.	Igor Vadimovich Denisov	Deputy Chairman, Committee on Energy and Engineering Support	Saint Petersburg, federal city and a federal constituent entity represented by the Saint Petersburg Property Relations	29.11

No	Nominee for election to Company's Board of Directors	Position and place of work of the candidate nominated by a shareholder(s) to the Company's Board of Directors	Full name / Name (business name) of the nominating shareholder(s)	Nominating shareholder's interest in the Company (%)
			Committee	
14.	Andrey Nikolaevich Karelsky	Deputy Chairman, Saint Petersburg Property Relations Committee	Saint Petersburg, federal city and a federal constituent entity represented by the Saint Petersburg Property Relations Committee	29.11

Information regarding the positions held by candidates is given as at the date of their nomination for election to the Company's Board of Directors.

Information concerning whether written consents were received from candidates to be nominated and elected is disclosed in the materials provided to persons entitled to attend the Company's Annual General Meeting.

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

In accordance with the Law (Para. 1 and 4, Article 66) and the Company's Articles of Association (Clauses 16.1 and 16.2, Article 16), members of the Board of Directors are elected by cumulative voting at the Company's General Meeting for a period until the next Annual General Meeting.

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

Nominees with the highest number of votes are deemed elected to the board of directors (supervisory board).

Item 4: Election of members to the Company's Internal Audit Board.

Draft resolution:

Elect the following persons as members of the Company's Internal Audit Board:

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

**Explanatory note on Agenda Item 4
for the Annual General Meeting of PJSC “Rosseti Lenenergo”**

Item 4: Election of members to the Company’s Internal Audit Board.

In accordance with the Federal Law On Joint-Stock Companies (Subpara. 9, Para. 1, Article 48), the said law hereinafter referred to as the “Law”, Articles of Association (Subpara. 8, Para. 10.2, Article 10) of PJSC “Rosseti Lenenergo” (hereinafter referred to as the “Company”), election and termination of members of the Board of Directors and early termination of their powers is reserved to the competence of the Company's General Meeting.

In accordance with the Law (Para. 1, Art. 53), the Company’s shareholder(s) holding in aggregate at least two (2) percent of the Company’s voting shares may, within thirty (30) or less days after the end of the reporting year (or within a greater timeframe if permitted by the Company’s Articles of Association), suggest items to be added to the agenda of the General Meeting and nominate candidates for election to the Company’s Board of Director’s and/or Internal Audit Board, with the number of nominees to be no greater than the number of the members specified in the applicable regulations.

The Articles of Association of PJSC “Rosseti Lenenergo” specify that the shareholders may submit their proposals within sixty (60) days after the end of the reporting year.

In accordance with Article 53 of the Law and Section II of the Bank of Russia Regulations for General Meetings (Regulations No. 660-P of November 16, 2018), if the Company’s shareholder(s) holding in aggregate at least two (2) percent of the Company’s voting shares suggests that an item should be added to the agenda of the Annual General Meeting or nominates a candidate for election to a body of a Company, an items shall be added to the agenda and/or candidates will be nominated for election, provided that said proposals were:

- submitted by the Company’s shareholder(s) holding in aggregate at least two (2) percent of the Company’s voting shares and are deemed submitted by their signers;
- submitted in writing stating the name of the submitter(s) and the number and class of shares held by them (with the percentage or part of the voting shares held by a shareholder deemed to be such as recorded as at the submittal date);
- sent to the Company:
 - by post or courier service and delivered to or served at the registered (professional) address of the company’s chief executive officer or sole executive body (management company, manager or the management company’s ongoing chief executive officer or executive body) specified in the Unified State Register of Legal Entities, and/or to/at addresses as may be specified in the company’s articles of association, bylaw, Regulations for the General Meeting or other regulations of the company for the General Meeting;
 - served, with the acknowledgement of receipt, to the person being or acting as the company’s chief executive officer or sole executive body, chairperson of the company’s board of directors or corporate secretary (if any), or other (contact) person authorized to receive the Company’s correspondence;
- signed by a/the shareholder(s); and
- submitted to the Company within sixty (6) or less days after the end of the reporting year.

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

1. Public Joint Stock Company “Federal Grid Company – Rosseti” (hereinafter referred to as “PJSC “Rosseti”), which held not less than two (2) percent of the Company’s voting shares (68.22% of the Company’s voting shares) as at the date when the proposal was submitted;
2. Saint Petersburg, a federal city represented by the Property Relations Committee of Saint Petersburg, which held not less than two (2) percent of the Company’s voting shares (29.11% of

the Company's voting shares) as at the date when the proposal was submitted.

The number of the candidates nominated by each shareholder was no greater than the number of Members of the Company's Internal Audit Board specified in the Company's Articles of Association (five (5)).

No other nominations were submitted.

In accordance with the resolution of the Company's Board of Directors of March 6, 2022 (Minutes No. 51 of March 9, 2023), the candidates were duly nominated for election to the Internal Audit Board at the Annual General Meeting of Shareholders in 2023.

6 persons were nominated for election to the Company's Board of Directors as specified below:

No.	Nominee for election to Company's Internal Audit Commission	Position and place of work of the candidate nominated by a shareholder(s) to the Company's Board of Directors	Full name / Name (business name) of the nominating shareholder(s)	Nominating shareholder's interest in the Company (%)
1.	Anton Sergeevich Ulyanov	Director, Internal Audit – Head of Internal Audit at PJSC “Rosseti”	PJSC “Rosseti”	68.22
2.	Viktor Vladimirovich Tsarkov	First Deputy Head of Internal Audit at PJSC “Rosseti”	PJSC “Rosseti”	68.22
3.	Svetlana Mikhaylovna Trishina	Deputy Head of Internal Audit – Head of Corporate Audit and Subsidiary Oversight, Internal Audit Department, PJSC “Rosseti”	PJSC “Rosseti”	68.22
4.	Maksim Gennadyevich Kormiltsev	Chief Expert, Corporate Audit and Subsidiary Oversight, Internal Audit Department, PJSC “Rosseti”	PJSC “Rosseti”	68.22

5.	Vladimir Aleksandrovich Makarov	Director, Internal Controls and Risk Management – Head of Internal Controls and Risk Management Department, PJSC “Rosseti”	PJSC “Rosseti”	68.22
6.	Aleksandra Alekseevna Borisova	Chief Specialist, Project Support Unit, Prospective Development Office, Committee on Energy and Engineering Support	Constituent entity of the Russian Federation – federal city of Saint Petersburg represented by the Property Relations Committee of Saint Petersburg	29.11

Information regarding the positions held by candidates is given as at the date of their nomination for election to the Company’s Internal Audit Board.

In accordance with Para. 22.2 of Article 22 of the Company’s Articles of Association, the Company’s Internal Audit Board shall have five (5) members. In accordance with Para. 22.1 of Article 22 of the Company’s Articles of Association, the Internal Audit Board is elected by the Company’s General Meeting for the period until the next Annual General Meeting).

In accordance with Clause 10.8 of the Company’s Articles of Association, the General Meeting shall vote on this item based on the “one share, one vote” rule.

In accordance with the Law (Para. 2, Art. 49) and the Company’s Articles of Association (Clause 10.4, Art. 10), the resolution regarding election or termination of members of the Internal Audit Commission shall be passed by a majority of votes of holders of voting shares in the Company present at the Company’s meeting, unless otherwise prescribed by the said Federal Law.

Item 5: Appointment of the Company's Auditing Entity (Auditor).

Draft resolution:

Appoint Joint-Stock Company "Technologies of Trust - Audit" (INN/KPP 7705051102 / 771001001, address: Russia, 125047, Moscow, ul. Butyrsky Val, 10) as the Company's Auditing Entity (Auditor).

Explanatory note on Agenda Item 5 for the Annual General Meeting of PJSC “Rosseti Lenenergo”

Item 5: Appointment of the Company’s Auditing Entity (Auditor).

Pursuant to Federal Law No. 208-FZ *On Joint Stock Companies* of December 26, 1995 (Clause 10, Para. 1, Art. 48), hereinafter referred to as the “Law”, and to the Articles of Association of PJSC “Rosseti Lenenergo” (Subclause 9, Clause 10.2., Art. 10), the approval of the Auditor (Auditing Entity) for the Company falls within the scope of competence of its General Meeting. The Law (Subpara. 3, Para. 1, Art. 47) says that the General Meeting will, among other things, address the approval of the auditor for the Company.

The nominee for the Company’s auditor was selected via the electronic public bid for the statutory audit services for the Company.

The bid was held in accordance with Federal Law No. 307-FZ *On Auditing* of December 30, 2008, Federal Law No. 208-FZ *On Consolidated Financial Statements* of July 27, 2010, and Federal Law No. 44-FZ *On the Contract-based System for the Federal and Municipal Procurements (Goods, Work and Services)* of April 05, 2013.

PJSC “Rosseti Lenenergo” held a public electronic bid via the Russian Auction House (RAD) platform for the contract for the annual statutory audit of the statements of PJSC “Rosseti Lenenergo” for 2021-2023. PricewaterhouseCoopers Audit Joint-Stock Company Ernst & Young LLC was the winner of the bid based on the minutes of Bidding Commission meeting (bidding commission record) awarding the bid (meeting date: March 11, 2021; bid announcement date: January 29, 2021; bid notice No. 0400700025521000001). The price for the services quoted to PJSC “Rosseti Lenenergo” was RUB 72,000,000.00 including the VAT, with the cost of the services at RUB 24,000,000.00 for each of 2021, 2022 and 2023.

Since PricewaterhouseCoopers Audit Joint-Stock Company (“JSC PwC Audit”) terminated its global membership in PricewaterhouseCoopers International Limited on June 3, 2022, it was renamed JSC “Technologies of Trust - Audit” under the Russian law, with its new name recorded in the Unified State Register of Legal Entities. The auditor’s other details including its principal registration and taxpayer number (OGRN 1027700148431 / INN 770505110) and its registered office and place of business remained unchanged. The factors described in this paragraph have not affected obligations assumed by JSC “Technologies of Trust - Audit” in respect of the Company.

JSC “Technologies of Trust - Audit” is a member of the Sodruzhestvo Self-Regulatory Auditors Association (SRO AAS) and is listed in the Master Register of Auditors and Audit Firms under Main Registration Record Number (ORNZ) 12006020338.

JSC “Technologies of Trust - Audit” is fully independent from the Company’s management bodies as prescribed by Federal Law *On Auditing* (Art. 8).

There are no factors that may affect the auditor’s independence from the Company. Not auditor, nor its officers have any interest in the Company. The Company has not lent money or issued loans to the auditor or its officers. The auditor and the Company are not related entities, i.e. they do not promote each other’s products/services and do not have any joint business, ventures or operations, etc. No persons who are relatives work for the auditor and the Company. There is no information available to the Company that any of its officers are also the auditor’s officers.

The Audit Committee of the Board of Directors of PJSC “Rosseti Lenenergo” has discussed JSC “Technologies of Trust - Audit” as a nominee for the Company’s auditor at its meeting held on May 10, 2023 (Minutes No. 182 of May 11, 2023) and recommended that the Board of Directors proposes said nominee for approval as auditor for PJSC “Rosseti Lenenergo” at its Annual General Meeting.

The Company’s Board of Directors on May 11, 2023 (Minutes No. 60 of May 12, 2022)

recommended that the Company's General Meeting approves Joint-Stock Company "Technologies of Trust - Audit" as the auditing entity for the Company.

It is recommended that the Company shareholders vote regarding this item based on the above facts.

In accordance with the Company's Articles of Association (Clause 10.8), the General Meeting shall vote regarding the approval of the auditor on a one share, one vote basis.

Pursuant to the Law (Para. 2, Art. 49) the decision regarding approval of the auditing entity (auditor) for the Company shall be taken by a majority of the votes present.

Item 6: Approval of the Amended Regulations for the General Meeting of Public Joint Stock Company “Rosseti Lenenergo”.

Draft resolution:

Approve the amended Regulations for the General Meeting of Public Joint Stock Company “Rosseti Lenenergo” in accordance with Appendix No. 12.2 published on the official website of the Company at <https://rosseti-lenenergo.ru/shareholders/corp/control/osa/>

**Explanatory note on Agenda Item 6
for the Annual General Meeting of PJSC “Rosseti Lenenergo”**

Item 6: Approval of the Amended Regulations for the General Meeting of Public Joint Stock Company “Rosseti Lenenergo”.

In accordance with Article 48 (Subpara. 19, Para. 1) of the Federal Law On Joint-Stock Companies (hereinafter referred to as the “Law”) and Article 10 (Subclause 18, Clause 10.2) of the Articles of Association of PJSC “Rosseti Lenenergo” (hereinafter referred to as the “Company”), approval of the Company’s regulations for the Company’s governing bodies’ activities is reserved to the competence of the Company’s General Meeting. The Company’s General Meeting may approve such regulations only when so proposed by the Company’s Board of Directors (Clause 3, Article 49 of the Law and Clause 10.6, Article 10 of the Company’s Articles of Association).

In accordance with Clause 7 of Article 53 of the Law and Clause 13.4 of Article 13.4 of the Company’s Articles of Association, the Company’s Board of Directors may, at its discretion, put items on the agenda of the Company’s General Meeting.

Company’s effective Regulations for the General Meeting were approved by the Annual General Meeting of May 30, 2022 (Minutes No. 1/2022 of June 2, 2022).

In accordance with the Resolution of the Company’s Board of Directors of May 17, 2023 (Minutes No. 61 of May 18, 2023), it is proposed that the Company’s General Meeting approve the restated version of the Regulations for the General Meeting of Public Joint Stock Company “Rosseti Lenenergo” (hereinafter referred to as the “Regulations”).

The Regulations for the General Meeting of PJSC “Rosseti Lenenergo” (Appendix 12.2) were restated in order to be aligned with the similar Regulations of the Rosseti Group, to reflect best corporate governance practices in line with the Law and the Russian Institute of Directors (RID) recommendations in the context of the national corporate governance rating. The summary of amendments (Appendix 12.3) is provided as part of material issued to persons eligible to participate in the Company’s Annual General Meeting.

In accordance with Clause 10.8 of the Company’s Articles of Association, the General Meeting shall vote on this item based on the “one share, one vote” rule.

In accordance with the Law (Para. 2, Art. 49), the resolution regarding this item shall be passed by a majority vote of holders of the Company’s voting shares present at the meeting.

Item 7: Approval of the Amended Regulations for the Board of Directors of Public Joint Stock Company “Rosseti Lenenergo”.

Draft resolution:

Approve the amended Regulations for the Board of Directors of Public Joint Stock Company “Rosseti Lenenergo” in accordance with Appendix 13.2 posted on the Company’s official website at <https://rosseti-lenenergo.ru/shareholders/corp/control/osa/>

**Explanatory note on Agenda Item 7
for the Annual General Meeting of PJSC “Rosseti Lenenergo”**

Item 7: Approval of the Amended Regulations for the Board of Directors of Public Joint Stock Company “Rosseti Lenenergo”.

In accordance with Subparagraph 19 of Paragraph 1 of Article 48 of the Federal Law On Joint-Stock Companies (hereinafter referred to as the “Law”) and Subclause 18 of Clause 10.2 of Article 10 of the Articles of Association of PJSC “Rosseti Lenenergo” (hereinafter referred to as the “Company”), approval of the Company’s regulations for the Company’s governing bodies’ activities is reserved to the competence of the Company’s General Meeting. The Company’s General Meeting may approve such regulations only when so proposed by the Company’s Board of Directors (Clause 3, Article 49 of the Law and Clause 10.6, Article 10 of the Company’s Articles of Association).

In accordance with Clause 7 of Article 53 of the Law and Clause 13.4 of Article 13.4 of the Company’s Articles of Association, the Company’s Board of Directors may, at its discretion, put items on the agenda of the Company’s General Meeting.

The Company’s effective Regulations for the Board of Directors were approved by the Annual General Meeting of May 30, 2022 (Minutes No. 1/2022 of June 2, 2022).

In accordance with the Resolution of the Company’s Board of Directors of May 17, 2023 (Minutes No. 61 of May 18, 2023), it is proposed that the Company’s General Meeting approve the restated version of the Regulations for the General Meeting of Public Joint Stock Company “Rosseti Lenenergo” (hereinafter referred to as the “Regulations”).

The Regulations for the Board of Directors of PJSC “Rosseti Lenenergo” (Appendix 13.2) were restated in order to be aligned with the similar Regulations of the Rosseti Group, to reflect best corporate governance practices in line with the Law and the Russian Institute of Directors (RID) recommendations in the context of the national corporate governance rating. The summary of amendments (Appendix 13.3) is provided as part of material issued to persons eligible to participate in the Company’s Annual General Meeting.

In accordance with Clause 10.8 of the Company’s Articles of Association, the General Meeting shall vote on this item based on the “one share, one vote” rule.

In accordance with the Law (Para. 2, Art. 49), the resolution regarding this item shall be passed by a majority vote of holders of the Company’s voting shares present at the meeting.