



**Annual General Shareholders’
Meeting of Unipro PJSC**

Unipro PJSC
10 Presnenskaya
Emb., Block B,
Floor 23,
123112, Moscow
www.unipro.energy

MINUTES No. 28

Full corporate name of the company (<i>hereinafter referred to as the Company</i>):	Unipro Public Joint Stock Company
Location address	628406, Russian Federation, Tyumen Region, Khanty-Mansiysk Autonomous Okrug - Yugra, Surgut city, 23 Energostroyteley str., building 34
Company address	628406, Khanty-Mansi Autonomous Okrug - Yugra, Surgut city, 23 Energostroyteley Street, building 34
Date of the Annual General Shareholders’ Meeting of the Company (<i>hereinafter referred to as the Meeting</i>):	10 June 2022
Type of the General Meeting:	Annual
Form of the Meeting:	Absentee vote
Date of determining (recording) the persons entitled to take part in the Meeting:	17 May 2022
Venue of the Meeting:	n/a
Check-in opens at:	n/a
Meeting opens at:	n/a
Check-in closes at:	n/a
Vote count starts at:	n/a
Meeting closes at:	n/a
Postal address for sending completed voting ballots:	VTB Registrar JSC, P. O. Box 54, Moscow, 127137
Deadline for submitting completed voting ballots	09 June 2022
Date of the Minutes:	10 June 2022

In accordance with Article 56 of Federal Law No. 208-FZ “On Joint Stock Companies” dated 26 December 1995 (hereinafter referred to as the Federal Law “On Joint Stock Companies”), the functions of the Ballot Committee are assigned to the Company’s Registrar — VTB Registrar Joint Stock Company (hereinafter referred to as the Registrar). In accordance with Clause 3, Article 67.1 of the Civil Code of the Russian Federation, the Registrar acting as the Ballot Committee shall certify the list of participants and resolutions adopted at the Company’s General Shareholders’ Meeting.

Registrar’s location: Moscow.

Registrar’s address: 23 Pravdy Street, Moscow, 127015.

Registrar’s authorized person: Elena Dmitrievna Anokhina by virtue of power of attorney No. 010622/26 dated June 01, 2021.

Postal address for sending completed voting ballots: VTB Registrar JSC,
P. O. Box 54, Moscow, 127137

The Ballot Committee's report on voting results is attached to these Minutes of the Annual General Shareholders' Meeting of Unipro PJSC.

In accordance with Clause 8.2 of the Regulation on the Procedure for Preparing and Holding the General Shareholders' Meeting, the duties of the Chairman of the Annual General Shareholders' Meeting of Unipro PJSC are performed by the Chairman of the Board of Directors of the Company – Prof. Dr. Klaus-Dieter Maubach.

Chairman of the Meeting — Prof. Dr. Klaus-Dieter Maubach.

Secretary of the Meeting — E.A. Giganova.

Meeting Agenda:

- 1) Approval of the Company's annual report and annual accounting (financial) statements for 2021.
- 2) Distribution of the Company's profit (including payment (announcement) of dividends) and loss for 2021.
- 3) Election of members to the Company's Board of Directors.
- 4) Approval of the Auditor of the Company.

Reviewing and Resolving on the Meeting agenda items.

1. **Meeting agenda Item No. 1: Approval of the Company's annual report and annual accounting (financial) statements for 2021.**

Quorum:

Number of votes held by the persons entitled to take part in the General Meeting	63 048 706 145 44925042874/49130625974
Number of votes attached to the Company's voting shares calculated subject to the provisions of Clause 4.24 of Regulation on the General Shareholders' Meetings No. 660-P dated 16 November 2018 approved by the Central Bank of Russia	63 048 706 145 44925042874/49130625974
Number of votes held by the persons taking part in the General Meeting on this item	53 067 360 745
Quorum (%)	84.1688

The Meeting had a quorum for Meeting agenda *Item No. 1*.

The Meeting voted on Meeting agenda *Item No. 1* by *Ballots No. 1*.

Voting results:

The voting results on Meeting agenda *Item No. 1* are as follows:

Voting options	Votes cast for each voting option	As a share of meeting participants (%)
FOR	53 054 623 837	99.9760
AGAINST	1 603 088	0.0030
ABSTAINED	5 155 889	0.0097
Number of votes disregarded due to ballot invalidation or for other reasons provided for by Regulation on the General Shareholders' Meetings No. 660-P dated 16 November 2018 approved by the Central Bank of Russia		5 977 931

Wording of adopted resolution:

1. To approve the Company's annual report and annual accounting (financial) statements for 2021.

The text of the document is available <https://www.unipro.energy/shareholders/>

Based on the voting results, the resolution on this item was adopted by majority vote — 99.9760% of all Meeting participants.

2. Meeting agenda Item No. 2: Distribution of the Company's profit (including payment (announcement) of dividends) and loss for 2021.

Quorum:

Number of votes held by the persons entitled to take part in the General Meeting	63 048 706 145 44925042874/49130625974
Number of votes attached to the Company's voting shares calculated subject to the provisions of Clause 4.24 of Regulation on the General Shareholders' Meetings No. 660-P dated 16 November 2018 approved by the Central Bank of Russia	63 048 706 145 44925042874/49130625974
Number of votes held by the persons taking part in the General Meeting on this item	53 067 360 745
Quorum (%)	84.1688

The Meeting had a quorum for Meeting agenda *Item No. 2*.

The Meeting voted on Meeting agenda *Item No. 2* by *Ballots No. 1*.

Voting results:

The voting results on Meeting agenda *Item No. 2* are as follows:

Voting options	Votes cast for each voting option	As a share of meeting participants (%)
FOR	53 019 002 350	99.9089
AGAINST	37 360 533	0.0704
ABSTAINED	7 379 548	0.0139
Number of votes disregarded due to ballot invalidation or for other reasons provided for by Regulation on the General Shareholders' Meetings No. 660-P dated 16 November 2018 approved by the Central Bank of Russia		3 618 314

Wording of adopted resolution:

1. To approve the distribution of the Company's profit (including payment (announcement) of dividends) and loss for 2021 as follows:

	Amount in RUB
Net profit (RAS) for 2021	16 520 690 440
Interim dividends for 9M 2021	12 000 000 000
Retained profit (loss) of the reporting period	4 520 690 440
To be distributed to:	
Reserve fund	-
Dividends	-
Coverage of losses of past years	-
Accumulated profit	4 520 690 440

2. Not to pay dividends on ordinary shares of Unipro PJSC for 2021.

3. The accumulated undistributed net profit for 2021 in the amount of 4 520 690 440 rubles shall be left at the disposal of the Company.

Based on the voting results, the resolution on this item **was adopted** by majority vote — **99.9089%** of all Meeting participants.

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

Quorum:

In accordance with the applicable laws of the Russian Federation, the Company's Board of Directors was elected by cumulative voting.

Number of votes held by the persons entitled to take part in the General Meeting	567 438 355 313 11280378074/49130625974
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Number of votes attached to the Company's voting shares calculated subject to the provisions of Clause 4.24 of Regulation on the General Shareholders' Meetings No. 660-P dated 16 November 2018 approved by the Central Bank of Russia	567 438 355 313 11280378074/49130625974
Number of votes held by the persons taking part in the General Meeting on this item	477 606 246 705
Quorum (%)	84.1688

The Meeting had a quorum for Meeting agenda *Item No. 3*.

The Meeting voted on Meeting agenda *Item No. 3* by *Ballots No. 2*.

Voting results:

The cumulative voting results on Meeting agenda *Item No. 3* are as follows:

No.	Full name of the candidate	Candidate's position at the time of nomination	Number of votes for cumulative voting
1	Georgiy Levanovich Abdushelishvili	Managing Director – Senior Partner, Vektor Liderstva JSC	53 409 270 297
2	Anna Grigoryevna Belova	Lecturer, Department of Applied and Institutional Economics, Lomonosov Moscow State University (part-time)	53 435 117 109
3	David Bryson	Chief Operating Officer, Uniper SE	52 825 803 141
4	Oleg Vyacheslavovich Vyugin	Professor at Higher School of Economics, National Research University (part-time)	53 448 356 670
5	Dr. Sascha Fehleemann	Senior Vice President, Corporate and Legal, Uniper SE	52 824 703 618
6	Uwe Heinz Fip	Senior Vice President for Gas Procurement, Uniper Global Commodities SE	52 824 468 231
7	Reiner Hartmann	Head of the Representative Office of Uniper Global Commodities SE in Moscow	52 823 309 324
8	Prof. Dr. Klaus-Dieter Maubach	CEO, Uniper SE	52 828 543 348
9	Maxim Gennadyevich Shirokov	General Director, Unipro PJSC	52 946 445 776
FOR:			477 366 017 514
AGAINST:			131 234 751
ABSTAINED:			73 292 940
Number of votes disregarded due to ballot invalidation or for other reasons provided for by Regulation on the General Shareholders' Meetings No. 660-P dated 16 November 2018 approved by the Central Bank of Russia			35 701 500

Wording of adopted resolution:

1. To elect the following members to the Company's Board of Directors:
 - 1) Oleg Vyacheslavovich Vyugin
 - 2) Anna Grigoryevna Belova
 - 3) Georgiy Levanovich Abdushelishvili
 - 4) Maxim Gennadyevich Shirokov
 - 5) Prof. Dr. Klaus-Dieter Maubach
 - 6) David Bryson
 - 7) Dr. Sascha Fehleemann
 - 8) Uwe Heinz Fip
 - 9) Reiner Hartmann.

4. Meeting agenda Item No. 4: Approval of the Auditor of the Company.

Quorum:

Number of votes held by the persons entitled to take part in the General Meeting	63 048 706 145 44925042874/49130625974
Number of votes attached to the Company's voting shares calculated subject to the provisions of Clause 4.24 of Regulation on the General Shareholders' Meetings No. 660-P dated 16 November 2018 approved by the Central Bank of Russia	63 048 706 145 44925042874/49130625974
Number of votes held by the persons taking part in the General Meeting on this item	53 067 360 745
Quorum (%)	84.1688

The Meeting had a quorum for Meeting agenda Item No. 4.

The Meeting voted on Meeting agenda Item No. 4 by Ballots No. 1.

Voting results:

The voting results on Meeting agenda Item No. 4 are as follows:

Voting options	Votes cast for each voting option	As a share of meeting participants (%)
FOR	53 043 562 617	99.9551
AGAINST	5 397 552	0.0102
ABSTAINED	7 302 380	0.0138
Number of votes disregarded due to ballot invalidation or for other reasons provided for by Regulation on the General Shareholders' Meetings No. 660-P dated 16 November 2018 approved by the Central Bank of Russia		11 098 196

Wording of adopted resolution:

1. To approve PricewaterhouseCoopers Audit Joint Stock Company as the Auditor of the Company (Taxpayer identification number (INN) – 7705051102; Primary State Registration Number (OGRN) – 1027700148431).

Based on the voting results, the resolution on this item **was adopted** by majority vote — **99.9551%** of all Meeting participants.



Prof. Dr. Klaus-Dieter Maubach
Chairman of
the Annual General Shareholders' Meeting
Unipro PJSC



E.A. Giganova
Secretary
of the Annual General Shareholders' Meeting
Unipro PJSC