

APPROVED BY
Decision of the Board of Directors
of PJSC “Rosseti Lenenergo” of February 27, 2023
(Minutes No. 50 of February 28, 2023)

PUBLIC JOINT STOCK COMPANY “ROSSETI LENENERGO”

COMPANY REGULATIONS

PL-08.01.04-002-2022

**Regulations
on Stakeholder Conflict Resolution**

Version 1

Saint Petersburg
2023

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1. General Provisions

1.1. These Regulations for Stakeholder Conflict Resolution is an internal regulation of PJSC “Rosseti Lenenergo” designed in accordance with the applicable Russian law, the Articles of Association and internal regulations of the Company.

1.2. These Regulations define the efforts used by the Company and the management bodies to prevent, identify and/or resolve stakeholder conflicts in PJSC “Rosseti Lenenergo”.

1.3. For the Company to be able to effectively identify, prevent, and/or resolve stakeholder conflicts, the Company’s bodies, officers, and employees need to identify (potential) conflicts as soon as they have arisen or when they are about to arise and to be able to align their efforts in order to prevent and/or resolve such conflicts.

1.4. The Company seeks to identify stakeholder conflicts from the onset and ensure that they are treated with due care and diligence by the management bodies and employees.

1.5. The Company seeks to determine its position in a stakeholder conflict as soon as practically possible relying on the rules of the applicable Russian law, the Articles of Association and internal regulations of the Company.

1.6. The key goal in preventing, identifying and/or resolving stakeholder conflicts is to efficiently protect the interests of all parties to the conflict whose rights are violated.

1.7. If there is no stakeholder conflict between a shareholder and the Company, however there are disagreements as to the procedure, method, time or other aspects of performance of the Company’s obligations to the shareholder, the Company will offer the shareholder to resolve the existing disagreements on terms acceptable to the Company.

1.8. The procedure for processing shareholder queries by the Corporate Secretary as set out in these Regulations covers queries related to stakeholder conflicts or disagreements in respect of the procedure, method, time and other aspects of performance of the Company’s obligations to a shareholder.

2. Terms and Definitions

These Regulations use the following key terms and definitions:

Stakeholder Conflict means any disagreement and/or dispute between the management body(ies) and a shareholder(s) or between shareholders resulting from a disregard for the interests of the management body(ies) and/or shareholder(s).

Corporate Secretary means the officer who ensures the Company’s compliance with the Russian law, the Articles of Association and internal regulations of the Company which secure the rights and legitimate interests of shareholders.

Company means Public Joint Stock Company “Rosseti Lenenergo”.

Management bodies are:

- General Meeting of Shareholders;
- Board of Directors;
- Management Board;
- CEO.

Regulations means the Regulations for Stakeholder Conflict Resolution of PJSC “Rosseti Lenenergo”.

Articles of Association means the Articles of Association of PJSC “Rosseti Lenenergo”.

3. Procedure for Stakeholder Conflict Resolution

3.1. The Sole Executive Body shall act for the Company and be responsible for the resolution of stakeholder conflicts in any matters reserved to it by the Articles of Association.

3.2. The Board of Directors shall resolve stakeholder conflicts in any matters reserved to it by the Articles of Association.

3.3. To ensure unbiased assessment and efficient resolution of a stakeholder conflict, the persons whose interests are affected and/or may be affected by the Stakeholder Conflict may not be involved in the conflict resolution.

3.4. If a stakeholder conflict affects and/or may affect the interests of a person serving as the Sole Executive Body, the powers to resolve shall be transferred to the Board of Directors.

3.5. Members of the Board of Directors whose interests are affected and/or may be affected by a corporate conflict may not be involved in the conflict resolution.

3.6. A person authorized by the Company to resolve conflicts, shall report if a stakeholder conflict affects and/or may affect his/her interests as soon as he/she becomes aware of it.

3.7. Stakeholder conflicts shall be recorded by the Corporate Secretary.

3.7.1. The Corporate Secretary shall register shareholder queries, applications, letters and claims related to stakeholder conflicts, in accordance with the procedure set out by the Company.

3.7.2. After a shareholder application or query is received and registered, information shall be collected from the Company’s business units for a subsequent review, analysis and preparation of a draft response.

3.7.3. The draft response shall be approved by the top management.

3.7.4. The Corporate Secretary shall send the approved response to the shareholder within the time set out in the Russian law.

3.8. Each shareholder query requires a full and reasoned response.

3.8.1. A notice of refusal to satisfy a shareholder query or claim shall be based on the rules of the Russian law.

3.8.2. If the Company’s consent to satisfy a claim requires that the shareholder take any actions prescribed by the laws, the Articles of Association or other internal

regulations of the Company, such response shall include an exhaustive description of and the information necessary for such efforts.

3.9. If a shareholder files a claim to the court against the Company or the management bodies, such stakeholder conflict shall be resolved in accordance with the applicable Russian law. Meanwhile, the Company shall attempt to resolve such stakeholder conflict through the complaint procedure.

4. Resolution of Shareholder Conflicts by the Company

4.1. The Company shall take any practical and reasonable efforts to prevent and resolve any stakeholder conflicts, including through the complaint procedure, and, among other things, mediation.

4.2. If the Company becomes aware of a conflict arising between shareholders which may affect the interests of the Company or other shareholders, the Company may offer its services as a mediator in resolving the conflict.

4.3. Subject to the consent of the shareholders who are parties to a conflict, the Corporate Secretary shall participate in negotiations between the shareholders, provide the available information and documents related to the conflict, clarify the provisions of the Company's internal regulations, and generally take appropriate efforts to help resolve the conflict and minimize the consequences.

5. Liability

5.1. If a stakeholder conflict is prevented, identified and/or resolved by violating any requirements of the Russian law, the Articles of Association and/or internal regulations of the Company thus resulting in damage to the Company and/or its shareholders, the guilty persons shall be held liable in accordance with the applicable Russian law.