

Corporate Action Notice

Resolutions Passed by the Issuer's Board of Directors

INSIDER INFORMATION NOTICE

1. General Information	
1.1. Full business name of the Issuer (name in case of a non-profit organisation):	Unipro Public Joint Stock Company
1.2. Abbreviated business name of the Issuer	Unipro PJSC
1.3. Address of the Issuer	Building 34, 23 Energostroiteley Street, Surgut, Khanty-Mansi Autonomous Area-Yugra, Tyumen Region, Russian Federation
1.4. Issuer's OGRN (Primary State Registration Number)	1058602056985
1.5. Issuer's INN (Taxpayer Identification Number)	8602067092
1.6. Issuer's unique code assigned by the registering body	65104-D
1.7. Webpage used by the Issuer to disclose information:	http:// www.unipro.energy http://www.e-disclosure.ru/portal/company.aspx?id=7878
1.8. Date of occurrence of the event (material fact) about which the message was drawn up	05.04.2019

2. Notice Contents
<p>2.1. The quorum for holding a meeting of the Board of Directors is at least half of the number of elected members of the Board of Directors. The quorum for resolving on the agenda items of the Board of Directors is present.</p> <p>Voting results on item 1: "For" – 7 votes "Against" – (None) "Abstain" – (None).</p> <p>Voting results on item 2: "For" – 7 votes "Against" – (None) "Abstain" – (None).</p> <p>Voting results on item 3: "For" – 7 votes "Against" – (None) "Abstain" – (None).</p> <p>Voting results on item 4: "For" – 7 votes "Against" – (None) "Abstain" – (None).</p> <p>Voting results on item 5: "For" – 7 votes "Against" – (None) "Abstain" – (None).</p> <p>Voting results on item 6: "For" – 4 votes "Against" – (None) "Abstain" – 1 vote.</p>

Voting results on item 7:

“For” – 7 votes

“Against” – (None)

“Abstain” – (None).

Voting results on item 8:

“For” – 7 votes

“Against” – (None)

“Abstain” – (None).

Voting results on item 9:

“For” – 7 votes

“Against” – (None)

“Abstain” – (None).

Voting results on item 10:

“For” – 7 votes

“Against” – (None)

“Abstain” – (None).

2.2. Content of the resolutions passed by the Issuer's Board of Directors:

Item 1: Consideration of proposals of the Company shareholders on nominees to the Company's management and control bodies to be elected during the annual General Shareholders' Meeting for the results of 2018.

Resolution on the Item:

1.1. To include the following candidates proposed by the Company shareholders into the list of candidates for voting in election to the Company's Board of Directors at the annual General Shareholders' Meeting for results of 2018:

No	Full name of the candidate	Position
1	Dr. Patrick Wolff	General Counsel and Chief Compliance Officer, Uniper SE
2	Günter Eckhardt Rümmler	Member of the Management Board, Uniper SE
3	Uwe Heinz Fip	Senior Vice President Gas Supply & Origination, Uniper Global Commodities SE
4	Ulrich Köster	Executive Vice-President of HR, Uniper SE
5	Reiner Hartmann	Head of Moscow Representative Office, Uniper Global Commodities SE
6	Maxim Gennadyevich Shirokov	Chief Executive Officer, Unipro PJSC
7	Anna Grigoryevna Belova	Professor of Higher School of Management, Higher School of Economics
8	Oleg Vyacheslavovich Vyugin	Professor of School of Finance, Faculty of Economic Sciences, Higher School of Economics
9	Georgiy Levanovich Abdushelishvili	Managing Director - Senior Partner of Vector of Leadership JSC

Item 2: Recognition of the nominee member of the Board of Directors as independent.

Resolution on the Item:

2.1. 2.1. To recognise Oleg Vyacheslavovich Vyugin as an independent candidate to the Board of Directors of Unipro PJSC for election at the annual General Shareholders' Meeting of Unipro PJSC following the results of 2018 despite the presence of the formal criterion of his association with the Company's material counterparties, namely Rosneft Oil Company PJSC and NCO NCC (JSC), pursuant to Sub-Cl. 1, Cl. 6 of Appendix 4.1 to the Listing Rules of Moscow Exchange PJSC approved by the Supervisory Board of Moscow Exchange PJSC on 10 September 2018 (Minutes No. 7) (the Listing Rules) due to the following circumstances:

2.1.1. Oleg Vyacheslavovich Vyugin was elected to the Board of Directors of Unipro PJSC for the first time at the Extraordinary General Shareholders' Meeting on 07 December 2017 (Minutes No. 19 dated 07 December 2017).

Oleg Vyacheslavovich Vyugin was elected to the Board of Directors of Unipro PJSC at the Annual General Shareholders' Meeting on 14 June 2018 (Minutes No. 20, dated 14 June 2018).

The Company's Board of Directors recognised Oleg Vyacheslavovich Vyugin as an independent Director on 14 June 2018 (Minutes No. 261 dated 15 June 2018) despite the presence of the formal criterion of his relation to the Company's material counterparties, namely Rosneft Oil Company PJSC and NCO NCC (JSC).

Oleg Vyacheslavovich Vyugin was included in the list of candidates to the Company's Board of Directors at the Annual General Shareholders' Meeting at year-end 2018.

In the course of evaluation of compliance of Oleg Vyacheslavovich Vyugin with the criteria for independence of members of the Board of Directors established by the Listing Rules, it was found that Oleg Vyacheslavovich Vyugin was related to the Company's material counterparties – Rosneft Oil Company PJSC and NCO NCC (JSC).

2.1.2. Pursuant to Clause 2 of Annex 4.1 to the Listing Rules, Rosneft Oil Company PJSC is recognised as a material counterparty of the Company, since the amount of the Company's obligations arising out of contractual relations between Unipro PJSC and Rosneft Oil Company PJSC exceeds 2% of the Company's consolidated revenue (income) for 2018.

Oleg Vyacheslavovich Vyugin is a member of the Board of Directors of Rosneft Oil Company PJSC, therefore, in accordance with Subclause 1, Clause 6 of Annex 4.1 to the Listing Rules, he is a person related to the Company's material counterparty.

Oleg Vyacheslavovich Vyugin was elected to the Board of Directors of Rosneft Oil Company PJSC as an independent Director on 17 June 2015. The Agreement between Unipro PJSC and Rosneft Oil Company PJSC was signed on 18 June 2015. Prior to making the agreement with Rosneft Oil Company PJSC, the Company analysed the proposals of the other independent gas producing companies, as well. Rosneft Oil Company PJSC was selected as the company that offered the best market conditions.

Rosneft Oil Company PJSC does not influence and is unable to influence the decisions made by the Company. The influence on the financial and business operations of the Company is limited to the provisions of the Agreement made by the companies.

Conclusion of the Agreement did not require any approval by the Board of Directors of Rosneft Oil Company PJSC, so Oleg Vyacheslavovich Vyugin could not influence the decision to make this Agreement.

The Agreement between Unipro PJSC and Rosneft Oil Company PJSC was approved by the Company's Board of Directors on 10 June 2015 (Minutes No. 214 dated 11 June 2015). Oleg Vyacheslavovich Vyugin could not influence the decision to make this Agreement, since he was not a member of the Board of Directors of Rosneft Oil Company PJSC at the time.

The Agreement between Unipro PJSC and Rosneft Oil Company PJSC is valid till 31 December 2020. As of now, the Company has not made any additional agreements to the Agreement with Rosneft Oil Company PJSC.

When signing additional agreements to the existing agreement or in case new contractual obligations arise between Unipro PJSC and Rosneft Oil Company PJSC, if such contracts will require approval by the Company's Board of Directors, Vyugin Oleg Vyacheslavovich undertakes to abstain from voting on such issues.

2.1.3. Pursuant to Clause 2 of Annex 4.1 to the Listing Rules, NCO NCC (JSC) is recognised as a material counterparty of the Company, since the total amount of the Company's obligations (including the deposits placed) arising out of contractual relations between Unipro PJSC and NCO NCC (JSC) exceeds 2% of consolidated revenue (income) for 2017 earned by NCO NCC (JSC).

Oleg Vyacheslavovich Vyugin is a member of the Board of Directors of Moscow Exchange PJSC controlling NCO NCC (JSC), and therefore, in accordance with Subclause 1, Clause 6 of Annex 4.1 to the Listing Rules, he is a person related to the Company's material counterparty.

Oleg Vyacheslavovich Vyugin was elected to the Board of Directors of Moscow Exchange PJSC as an independent Director on 26 April 2018.

Unipro PJSC and NCO NCC (JSC) entered into the Clearing Service Agreement on 07 February 2018, under which NCO NCC (JSC) acts as the Company's central counterparty for the Company's transactions in the deposit market. NCO NCC (JSC) being the Company's central counterparty only acts as an intermediary in relations between the parties, while banks, brokers, and other traders act as borrowers.

NCO NCC (JSC) does not influence and is unable to influence the decisions made by the Company. The influence on the financial and business operations of the Company is limited to the provisions of the Agreement made by the companies. As per the Agreement between Unipro PJSC and NCO NCC (JSC), the maximum compensation of NCO NCC (JSC) is limited to the maximum applicable fee of the central counterparty under performed transactions.

The Agreement required approval by neither the Board of Directors of Unipro PJSC, nor the Supervisory Board of Moscow Exchange PJSC, so Oleg Vyacheslavovich Vyugin could not influence the decision to make the Agreement.

In case of making additional agreements to the existing Agreement or if new contractual obligations arise between Unipro PJSC and NCO NCC (JSC), provided that such agreements require approval by the Company's Board of Directors, Oleg Vyacheslavovich Vyugin undertakes to abstain from voting on such issues.

2.1.4. Oleg Vyacheslavovich Vyugin complies with all criteria for determination of independence of members of the Board of Directors established by the Listing Rules, except for the criterion of relation to the Company's material counterparty.

2.1.5. Oleg Vyacheslavovich Vyugin conscientiously performs the duties of a member of the Company's Board of Directors. He takes an active part in meetings of the Company's Board of Directors and votes in accordance with the long-term plans of the Company representing the interests of all shareholders.

2.1.6. By the resolution of the Board of Directors dated 14 June 2018 (Minutes No. 261 dated 15 June 2018), Oleg Vyacheslavovich Vyugin was elected to the Audit Committee of the Company's Board of Directors and the Appointment and Remuneration Committee of the Company's Board of Directors. Oleg Vyacheslavovich Vyugin has extensive experience as an independent member of committees of boards of directors with several Russian public companies, which facilitates effective work and comprehensive consideration of issues by the committees of the Board of Directors of Unipro PJSC.

2.1.7. Oleg Vyacheslavovich Vyugin is a laureate of the 12th National Award 'Director of the Year' in the nomination 'Independent Director' and 'Chairman of the Board of Directors: Contribution into the Development for Corporate Governance' according to the Independent Directors Association (2017); further more, he is one of the TOP-25 best chairpersons of the board of directors according to the Independent Directors Association (2018).

2.1.8. In view of the foregoing, Unipro PJSC Board of Directors has every reason to believe that the relation of Oleg Vyacheslavovich Vyugin to the Company's material counterparties Rosneft Oil Company PJSC and NCO NCC (JSC) is of formal nature and believes that many years of experience, high professional training and personal responsibility, goodwill, and unbiased position based on the principles of legality, justice, and equal treatment of all shareholders of the Company enable him to take unbiased decisions that fully meet the interests of the Company and its shareholders irrespective of the influence of any other persons.

Item 3: Unipro PJSC General Director's Annual Financial and Business Operations Report for 2018, including the Budget Execution Report.

Resolution on the Item:

3.1. To take into consideration Unipro PJSC General Director's Annual Financial and Business Operations Report for 2018 including the Budget Execution Report in accordance with Annex 1 to the Minutes.

Item 4: Implementation status of the investment project "Recovery of Power Unit No. 3 of Berezovskaya GRES Branch of Unipro PJSC".

Resolution on the Item:

4.1. To take into consideration the information on current implementation status of the investment project "Recovery of Power Unit No. 3 of Berezovskaya GRES Branch of Unipro PJSC".

Item 5: Discussion of strategic prospects for the development of Unipro PJSC.

Resolution on the Item:

5.1. To take into consideration the information concerning the progress of drawing strategic prospects for the development of Unipro PJSC.

Item 6: Approval of a related-party transaction: a loan agreement between Unipro PJSC and Uniper SE.

Resolution on the Item:

6.1. To approve a related-party transaction – a loan agreement between Unipro PJSC and Uniper SE on the material terms specified in Annex No. 2 to the Minutes.

6.2. To establish that the terms of this transaction alongside with the beneficiaries shall be confidential and shall not be disclosed until the transaction is completed.

Item 7: Head of Internal Audit Department of Unipro PJSC.

Resolution on the Item:

7.1. To assign Veronika Nikolayevna Semenova to the position of Head of Internal Audit of Unipro PJSC.

Item 8: Performance evaluation of Unipro PJSC Board of Directors and Committees of Unipro PJSC Board of Directors in business year 2018-2019.

Resolution on the Item:

8.1. In accordance with the Report on the assessment of the performance of the Company's Board of Directors and the Committees of the Company's Board of Directors in 2018-2019 corporate year in accordance with Annex No. 3 to the Minutes, to recognise the work of the Company's Board of Directors and the Committees of the Company's Board of Directors in the 2018-2019 corporate year as effective.

8.2. Having heard the report of the Chairman of the Human Resources and Compensation Committee of the Company's Board of Directors on the assessment of the performance of the Company's Board of Directors and the Committees of the Company's Board of Directors in 2018-2019 corporate year, to take into consideration the recommendations for further improving the work of the Company's Board of Directors and Committees of the Company's Board of Directors.

Item 9: Performance Report of the Audit Committee of the Board of Directors of Unipro PJSC for 2018.

Resolution on the Item:

9.1. To take in consideration the Performance Report of the Audit Committee of the Board of Directors of Unipro PJSC for 2018 in accordance with Annex No.4 to this Minutes.

Item 10: Performance Report for 2018 by the Appointment and Remuneration Committee of the Board of Directors, Unipro PJSC.

Resolution on the Item:

10.1. To take into consideration the Performance Report for 2018 by the Appointment and Remuneration Committee of the Board of Directors, Unipro PJSC in accordance with Annex No.5 to this Minutes.

2.3. Date of the meeting of the Issuer's Board of Directors during which the resolutions were passed: 04 April 2019.

2.4. Date of the execution and the number of the Minutes of the meeting of the Issuer's Board of Directors during which the resolutions were passed: 05 April 2019, Minutes No. 272.

2.5. Type, class (category), and series of securities, state registration number of the securities issue (additional issue) and date of its state registration (ID number of the securities issue (additional issue) and date of its assignment), and International Securities Identification Number (ISIN) (if available):

Type and class (category) of securities: Ordinary registered uncertified shares.

State registration number of the securities issue: 1-02-65104-D.

Date of state registration of the securities issue: 19 April 2007.

International Securities Identification Number (ISIN) (if available): RU000A0JNGA5.

3. Signature

3.1. CEO _____ M. G. Shirokov

3.2. Date: 05 April 2019 L. S.