

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	01.04.2021

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" – 6 votes</p>

“Against” – (None)
“Abstain” – (None).

Voting results on item 7:

“For” – 6 votes
“Against” – (None)
“Abstain” – (None).

Voting results on item 8:

“For” – 6 votes
“Against” – (None)
“Abstain” – (None).

Voting results on item 9:

“For” – 6 votes
“Against” – (None)
“Abstain” – (None).

Voting results on item 10:

“For” – 7 votes
“Against” – (None)
“Abstain” – (None).

Voting results on item 11:

“For” – 7 votes
“Against” – (None)
“Abstain” – (None).

Voting results on item 12:

“For” – 6 votes
“Against” – (None)
“Abstain” – 1 vote.

Voting results on item 13:

“For” – 7 votes
“Against” – (None)
“Abstain” – (None).

Voting results on item 14:

“For” – 7 votes
“Against” – (None)
“Abstain” – (None).

Voting results on item 15:

“For” – 7 votes
“Against” – (None)
“Abstain” – (None).

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

Item 1: Unipro PJSC General Director’s Annual Financial and Business Operations Report for 2020, including the Budget Execution Report.

Resolution on the Item:

1.1. To take into consideration Unipro PJSC General Director's Annual Financial and Business Operations Report for 2020, including the Budget Execution Report, as per Annex No. 1 to the minutes.

Item 2: Approval of the investment project for participation in the selection for the modernization of power unit No.3 of Surgutskaya GRES-2.

Resolution on the Item:

2.1. To approve implementation of the investment project for upgrade of power unit No.3 of Surgutskaya GRES-2 by Unipro PJSC on conditions according to Annex No. 2 to the minutes.

Item 3: Discussion of PJSC Unipro's strategic development prospects.

Resolution on the Item:

3.1. To take into consideration the information concerning the strategic prospects for the development of Unipro PJSC.

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

Resolution on the Item:

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

4.2. To amend the decision of the Board of Directors of the Company dated 13.08.2020 (minutes No. 291 dated 17.08.2020) on the issue "Current status of the investment project Recovery of the Power Unit No.3 of the Unipro PJSC Berezovskaya GRES Branch", setting out Annex No.1 to the minutes of the Board of Directors No.291 dated 17.08.2020 amended in accordance with Annex No. 3 to the minutes.

Item 5: Approval of concluding an additional agreement to Contract No. IA-17-0781/436-17 dated 28 August 2017.

Resolution on the Item:

5.1. To approve concluding an additional agreement to Contract IA-17-0781/436-17 dated 28 August 2017 on material terms provided in Annex No. 4 to the minutes.

Item 6: Approval of the related-party transaction, namely Additional Agreement No.6 to Paid Services Contract No. IA-16-0597 dated 30 June 2016 between Unipro PJSC and Uniper Technologies GmbH.

Resolution on the Item:

6.1. To approve the interested-party transaction, namely Additional Agreement No.6 to Paid Services Contract No. IA-16-0597 dated 30 June 2016 between Unipro PJSC and Uniper Technologies GmbH on the material terms as per Annex No. 5 to the minutes.

6.2. To approve Additional Agreement No. 6 to Paid Services Contract No. IA-16-0597 dated 30 June 2016 between Unipro PJSC and Uniper Technologies GmbH without holding the procurement procedures prescribed by the Regulation on Procurement of Unipro PJSC.

6.3. To establish that the terms and conditions of this transaction shall be confidential and shall not be subject to disclosure until the transaction is completed.

Item 7: Payments to the General Director of Unipro PJSC for 2020.

Resolution on the Item:

7.1. To pursuant to the provisions of Employment Contract No. 655/P dated 1 December 2017 (as amended), award a year-end bonus to M.G. Shirokov, General Director of the Company, for his performance in 2020 as per Annexes No. 6 and No. 7 to the minutes by 10.04.2021 at the latest.

Item 8: Approval of the amendments of the terms and conditions of the employment contract with the General Director of Unipro PJSC.

Resolution on the Item:

8.1. To approve the amendments to the employment contract with M.G. Shirokov, General Director of the Company, as per Annex No. 8 to the minutes effective from 01.01.2021.

8.2. To authorise Anna Belova, Deputy Chairman of the Board of Directors, to sign an additional agreement to Employment Contract No. 655/P dated 1 December 2017 with M.G. Shirokov, General Director, as per Annex No. 9 to the minutes.

Item 9: Approval of concurrent service in the management bodies of other companies by M.G. Shirokov, General Director of Unipro PJSC, Member of the Management Board of Unipro PJSC.

Resolution on the Item:

9.1. To approve concurrent service by M.G. Shirokov, General Director of Unipro PJSC, Member of the Management Board of Unipro PJSC, as General Director of Unipro Engineering LLC on the material terms as per Annex No. 10 to the minutes.

Item 10: Approval of Unipro PJSC Report on Related-Party Transactions in 2020.

Resolution on the Item:

10.1. To approve Unipro PJSC Related-Party Transaction Report 2020 as per Annex No. 11 to the minutes.

Item 11: 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 2020.

Resolution on the Item:

11.1. 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 2020:

No.	Full name of the candidate	Position
1	Georgiy Abdushelishvili	Managing Director - Senior Partner of Vector of Leadership JSC
2	Anna Belova	Lecturer at the Department of Applied and Institutional Economics, FSBEI of HE MSU (part-time)
3	David Bryson	Chief Operating Officer, Uniper SE
4	Dr. Sascha Fehlemann	Senior Vice President Corporate Legal Affairs Uniper SE
5	Uwe Heinz Fip	Senior Vice President Gas Supply & Origination, Uniper Global Commodities SE
6	Reiner Hartmann	Head of Moscow Representative Office, Uniper Global Commodities SE
7	Prof. Dr. Klaus-Dieter Maubach	Chief Executive Officer, Uniper SE
8	Maxim Shirokov	Chief Executive Officer, Unipro PJSC
9	Oleg Vyugin	Professor at School of Finance, Faculty of Economic Sciences, FSAEI of HE Higher School of Economics (part-time)

Item 12: Recognition of the nominee member of the Board of Directors as independent.

Resolution on the Item:

12.1. To recognise Oleg Vyacheslavovich Vyugin as an independent candidate to Unipro PJSC Board of Directors for election at the annual General Meeting of Shareholders of Unipro PJSC at year-end 2020 despite the presence of the formal criterion of his relation to the Company's material counterparty, namely NCO NCC (JSC), pursuant to Sub-clause 1, Clause 6, Annex 4 to the Listing Rules of Moscow Exchange PJSC approved by the Supervisory Board of Moscow Exchange PJSC on 16 November 2020 (Minutes No. 12) (hereinafter – Listing Rules) due to the following reasons:
1.1. Oleg Vyacheslavovich Vyugin was elected to the Board of Directors of Unipro PJSC for the first time at the Extraordinary General Meeting of Shareholders on 7 December 2017 (Minutes No. 19 dated 7 December 2017).

The Company's Board of Directors recognised Oleg Vyacheslavovich Vyugin as an independent Director on 5 April 2018 (Minutes No. 257 dated 6 April 2018) despite the presence of the formal criterion of his relation to the Company's material counterparty, namely NCO NCC (JSC).

Oleg Vyacheslavovich Vyugin was elected to Unipro PJSC Board of Directors at the Annual General Meeting of Shareholders 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 counterparty, namely NCO NCC (JSC).

The Company's Board of Directors recognised Oleg Vyacheslavovich Vyugin as an independent Director on 5 April 2019 (Minutes No. 272 dated 6 April 2019) despite the presence of the formal criterion of his relation to the Company's material counterparty, namely NCO NCC (JSC). Oleg Vyacheslavovich Vyugin was re-elected to Unipro PJSC Board of Directors at the Annual General Meeting of Shareholders on 14 June 2019 (Minutes No. 22 dated 14 June 2019).

The Company's Board of Directors recognised Oleg Vyacheslavovich Vyugin as an independent Director on 6 November 2019 (Minutes No. 281 dated 8 November 2019) despite the presence of the formal criterion of his relation to the Company's material counterparty, namely NCO NCC (JSC). Oleg Vyacheslavovich Vyugin was re-elected to Unipro PJSC Board of Directors at the Extraordinary General Meeting of Shareholders on 3 December 2019 (Minutes No. 23 dated 5 December 2019).

The Company's Board of Directors recognised Oleg Vyacheslavovich Vyugin as an independent Director on 2 April 2020 (Minutes No. 287 dated 3 April 2020) despite the presence of the formal criterion of his relation to the Company's material counterparty, namely NCO NCC (JSC).

Oleg Vyacheslavovich Vyugin was re-elected to Unipro PJSC Board of Directors at the Annual General Meeting of Shareholders on 10 June 2020 (Minutes No. 24 dated 15 June 2020).

Oleg Vyacheslavovich Vyugin was included in the list of candidates to the Company's Board of Directors at the Annual General Meeting of Shareholders at year-end 2020.

Pursuant to the evaluation of Oleg Vyacheslavovich Vyugin for compliance with the independence criteria applicable to the Board members set out of the Listing Rules, Oleg Vyacheslavovich Vyugin was found to be a person related to the Company's material counterparty – NCO NCC NCO NCC (JSC).

1.2. Pursuant to Clause 2 of Annex 4 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 cash on deposit accounts arising out of contractual relations between Unipro PJSC and NCO NCC (JSC) exceeds 2% of the Company's consolidated income (revenue) in 2020.

Oleg Vyacheslavovich Vyugin is a member of the Board of Directors of Moscow Exchange PJSC controlling NCO NCC (JSC), and therefore, pursuant to Sub-clause 1, Clause 6, Annex 4 to the Listing Rules, he qualifies as 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.

Unipro PJSC and NCO NCC (JSC) entered into the Clearing Service Agreement on 7 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.

1.3. 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.

1.4. 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.

1.5. By its Resolution dated 14 June 2018 (Minutes No. 261 dated 15 June 2018), the Company's Board of Directors elected Oleg Vyacheslavovich Vyugin to the Audit Committee of the Company's Board of Directors and Appointment and Remuneration Committee of the Company's Board of Directors; later on, by its Resolution dated 16 June 2020 (Minutes No. 289 dated 18 June 2020), the Company's Board of Directors re-elected Oleg Vyacheslavovich Vyugin to the Audit Committee of the Company's Board of Directors and 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.

1.6. Oleg Vyacheslavovich Vyugin is the prize-winner of the 12th "Director of the Year" National Award in the categories "Independent Director" and "Chairman of the Board of Directors: Contribution to Corporate Governance Development" according to the Independent Directors Association (2017); furthermore, he is one of the TOP-25 best board chairs according to the Independent Directors Association (2018).

1.7. In view of the foregoing, Unipro PJSC Board of Directors has every reason to believe that Oleg Vyacheslavovich Vyugin's relation to the Company's material counterparty NCO NCC (JSC) is of formal nature and believes that many years of experience, strong professional competence, and personal responsibility, goodwill, and unbiased position based on the principles of legality, justice, and equal treatment of all Company shareholders enable him to take unbiased decisions that fully meet the interests of the Company and its shareholders despite any third parties' influence.

Item 13: Performance Report of the Audit Committee of the Board of Directors of Unipro PJSC for 2020.

Resolution on the Item:

13.1. To take into consideration Unipro PJSC Board Audit Committee's Performance Report 2020 as per Annex No. 12 to the minutes.

Item 14: Performance Report of the Appointment and Remuneration Committee of the Board of Directors of Unipro PJSC for 2020.

Resolution on the Item:

14.1. To take into consideration Unipro PJSC Board Appointment and Remuneration Committee's Performance Report 2020 as per Annex No. 13 to the minutes.

Item 15: Performance evaluation of Unipro PJSC Board of Directors and Committees of Unipro PJSC Board of Directors in business year 2020-2021.

Resolution on the Item:

15.1. To give a good performance rating to the Company's Board of Directors, Committees of the Company's Board of Directors, and Company's Corporate Secretary in business year 2020–2021.

15.2. To take into consideration the recommendations regarding the ways to improve performance by the members of the Board of Directors upon completion of evaluation.

2.3. Date of the meeting of the Issuer's Board of Directors during which the resolutions were passed: 01 April 2021.

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: 01 April 2021, Minutes No. 300.

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: 01 April 2021 L. S.