

April 7, 2017

### Results of the Board of Directors on April 5, 2017

PJSC RusHydro (ticker symbol: MOEX, LSE: HYDR; OTCQX: RSHYY) announces that the Company's Board of Directors held a meeting in absentia on April 5, 2017.

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The Board of Directors accepted proposal submitted by the Federal Agency for State Property Management, representing the Russian Federation as shareholder, owning 60.6%<sup>1</sup> of the Company voting shares on the list of candidates to the Board of Directors to be voted at 2016 AGM. The list includes the following candidates<sup>2</sup>:

- Artem Avetisyan, New business division, Agency for Strategic Initiatives for New Projects Promotion;
- Vyacheslav Kravchenko, Deputy Minister of Energy of the Russian Federation;
- Nikolay Podguzov, Deputy Minister for Economic Development of the Russian Federation;
- Nikolai Rogalev, Rector, Moscow Power Engineering Institute, Federal Research University;
- Yuri Trutnev, Deputy Chairman of the Government of the Russian Federation — Plenipotentiary Representative of the President in the Far Eastern Federal District;
- Nikolai Shulginov, Chairman of the Management Board — Director General of PJSC RusHydro;
- Maxim Bystrov, Chairman of the Management Board, JSC ATS, NP Market Council;
- Pavel Grachev, CEO, PJSC Polyus;
- Sergei Ivanov, General Director, Russian Energy Company (ERCO);
- Vyacheslav Pivovarov, President, Altera Capital;
- Alexei Chekunkov, General Director, Far East Development Fund;
- Sergey Shishin, Senior Vice-President, VTB Bank (PJSC);
- Also, the Board of Directors accepted proposal submitted by Gaprombank (JSC), as a shareholder owning 4.6% of the Company shares, on including in the list of candidates to the Board of Directors of:

Andrei Shishkin, Vice-President for Energy and Localization, PJSC Rosneft.

The Board of Directors included at the proposal of Federal Agency for State Property Management, representing the Russian Federation as shareholder, owning 60.6%<sup>3</sup> of the Company voting shares, the following candidates to Audit Commission of the Company<sup>4</sup>:

- Natalia Annikova, First Deputy General Director, JSC Construction Department №308;
- Tatyana Zobkova, Head, - Division of a Department, Ministry of Energy of the Russian Federation;
- Marina Kostina- Deputy Head of Department, Ministry of Economic Development of the Russian Federation.
- Igor Repin, Deputy Executive Director, Association for Protection of Investors;
- Dmitry Simochkin, Adviser, Division of a Department, Federal Agency for State Property Management

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The Board of Directors accepted proposal on the agenda for the AGM on results of 2016 submitted by the Federal Agency for State Property Management, representing the Russian Federation as shareholder, owning 60.6%<sup>5</sup> of the Company voting shares. The Agenda contains the following items:

- Approval of the annual report
- Approval of accounting (financial) reports
- Approval of distribution of Company 2016 profit

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<sup>1</sup> Number of shares belonging to the shareholder as of the date of proposal

<sup>2</sup> Work and position as of the nomination date

<sup>3</sup> Number of shares belonging to the shareholder as of the date of proposal

<sup>4</sup> Work and position as of the nomination date

<sup>5</sup> Number of shares belonging to the shareholder as of the date of proposal

- On dividends: volume, timeline and form of payment, date of record for dividend payment eligibility
- On compensation to Board of Directors members, not employed by government agencies
- On reimbursement for participation in the work of the Audit commission to members of the Commission
- Election of the Board of Directors
- Election of the Audit Commission
- Approval of the auditor

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The Board of Directors introduced changes in the Provision on procurement for the needs of PJSC RusHydro in order to reflect recommendations of the Government Commission on import substitution. In particular, the Board has amended item on “Preferences” of the Provision by the adding the following wording: “Procurement of equipment, currently not represented by types, manufactured in the Russian Federation, may be sourced from a Russian supplier, in case such supplier can guarantee shipment of such equipment in future providing existence of special investment contracts for beginning of local manufacturing of given equipment or, alternatively, in the absence of such special investment contracts, given confirmation by the Ministry of Industry and Commerce of plans for local manufacturing.

The Board of Directors charged Nikolai Shulginov, Chairman of the Management Board — Director General to:

- Modify, within 60 days, of corporate plans for import substitution in order to incorporate recommendations of Subcommittee on civil sectors of economy of the Government commission on import substitution;
- Analyse, within 30 days existing policies and regulations of RusHydro and its subsidiaries with the view to identify qualification conditions and criteria limiting participation of Russian providers of goods and services in corporate procurement procedures;
- Amend acting procurement regulations with the view to eliminate existing barriers for procurement from Russian providers of goods and services within 2 months.

## About RusHydro

RusHydro Group is one of Russia’s largest generating companies. RusHydro is the leading producer of renewable energy in Russia with over 70 generating facilities in Russia and abroad. The company also manages a number of R&D, engineering and electricity retail companies. Group’s thermal assets are operated by subsidiary – RAO Energy System of East in the Far East of Russia. Total electricity generation capacity of the Group is 38.7 GW, heat capacity – 16.2 thousand GCal/h.

Russian Federation owns 66.8% in RusHydro, the rest is held by other institutional and individual shareholders (over 360,000). The company’s stock is traded on Moscow Exchange (MOEX), and included in MSCI EM и MSCI Russia indexes. Company’s GDRs in the IOB section of LSE, ADRs – in OTCQX.

## For more information:

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*We do not intend to update these statements to reflect events and circumstances occurring after the date hereof or to reflect the occurrence of unanticipated events. Many factors could cause the actual results to differ materially from those contained in our projections or forward-looking statements, including, among others, general economic and political conditions, our competitive environment, risks associated with operating in Russia and rapid technological and market changes in our industries, as well as many other risks specifically related to RusHydro and its operations.*