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# Translated from the original text in Russian

Registered on 27 August 2018 .  
state registration number

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**Bank of Russia**

(Indicate the name of the registering authority)

(Signature of the authorized person)

(Seal of the registering authority)

## DECISION ON THE ADDITIONAL ISSUE OF SECURITIES

***Public Joint-Stock Company Federal Hydro- Generating Company – RusHydro***

(Indicate the full name of the Issuer)

***uncertificated registered ordinary shares with a face value of one (1) ruble each, in the quantity of fourteen billion thirteen million eight hundred eighty-eight thousand eight hundred twenty-eight (14,013,888,828) shares, method of placement: open subscription***

(Indicate the type, category (class), form, series, and other identifying characteristics of the securities being offered; for bonds, maturity, nominal value (if any), quantity, method of placement of securities)

Approved by the Decision ***of the Board of Directors of PJSC RusHydro***

(Indicate the management body of the Issuer that approved the decision on the issue (additional issue) of securities)

adopted on 21 June 2018 , Minutes dated 22 June 2018 No. 272 ,

based on the decision ***to increase the Authorized Capital of RusHydro through the placement of additional shares***

(Indicate the respective decision on the placement of securities)

adopted ***by the Board of Directors*** 21 June 2018 ,

(Indicate the management body of the Issuer that adopted the decision on the placement of securities)

Minutes dated 22 June 2018 No. 272 .

Location and contact telephone numbers of the Issuer: ***Krasnoyarsk, Krasnoyarsk Krai,***

(Indicate the location of the issuer)

***Tel.: 8 (800) 333-8000, ext. 1821***

and contact telephone numbers of the issuer with area code)

***Chairman of the Management Board –  
General Director, RusHydro***

16 August 2018 .

***N. G. Shulginov***

signature  
L.S.

Initials and last name

## **1. Type and category (class) of securities**

*registered shares*

Category of shares: *ordinary*

*The securities are not convertible*

## **2. Form of securities: *uncertificated***

## **3. Indication of mandatory centralized custody**

*Not indicated for this type of securities.*

## **4. Face value of each security in the issue (additional issue) (RUB)**

*One (1)*

## **5. Number of securities in the issue (additional issue)**

*fourteen billion thirteen million eight hundred eighty-eight thousand eight hundred twenty-eight (14,013,888,828)*

## **6. Total number of securities of the given issue offered previously**

*Four hundred twenty-six billion two hundred eighty-eight million eight hundred thirteen thousand five hundred fifty-one (426,288,813,551) securities*

## **7. Rights of the owner of each security in the issue (additional issue)**

7.1. For ordinary shares, indicate the exact provisions of the Articles of Association of the joint-stock company on the rights granted to shareholders by ordinary shares: the right to receive authorized dividends, the right to participate in the General Meeting of Shareholders and to vote on all matters falling within its competence, the right to receive a part of the assets of the joint-stock company in the event of its liquidation.

*In accordance with Clause 6.2 of the Articles of Association of RusHydro (the "Issuer," the "Company"):*

*"Each registered ordinary share of the Company shall endow the shareholder with an equal scope of rights.*

*Holders of registered ordinary shares of the Company shall be entitled to:*

- Participate in the General Meeting of Shareholders of the Company in person or by proxy with the right to vote on all items within its competence*
- Receive dividends declared by the Company*
- Receive a part of the Company property in the event of its liquidation"*

*The Articles of Association of the Company do not limit the maximum number of votes belonging to one shareholder.*

7.2 *Not indicated for this category (type) of securities.*

7.3. *Not indicated for this type of securities.*

7.4. *Not indicated for this type of securities.*

7.5. *The securities being offered are not convertible securities.*

7.6. *The securities being offered are not securities intended for qualified investors.*

## **8. Terms and conditions of and procedures for the offering of securities of an issue (additional issue)**

### **8.1. Manner of securities offering: *open subscription***

### **8.2. Term of securities offering**

The procedure for determining the starting date of securities placement:

*The starting date of placement of the securities of this additional issue (the "Shares," "shares," "additional shares," "securities," "securities to be placed," "shares to be placed") shall be the next business day following the date of notification of the persons holding a preemptive right to acquire additional shares of*

*the possibility to exercise their preemptive right to acquire additional shares.*

*The starting date of placement may not be earlier than the date from which the Issuer grants access to the securities prospectus and may not be later than eighty (80) days before the expiry of one (1) year from the date of state registration of this additional issue of Shares.*

*The Issuer shall disclose information about the starting date of placement in the manner established by the Decision on the Additional Issue of Securities in accordance with Federal Law No. 39-FZ "On the Securities Market" dated April 22, 1996, and with Bank of Russia regulations.*

*The notice of the starting date of securities placement shall be published by the Issuer:*

*- On the news feed of the authorized information agency Interfax-Corporate Information Disclosure Center LLC (the "Interfax news feed") and on the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru>: no later than one (1) day before the starting date of securities placement*

The procedure for determining the closing date of securities placement:

*The earliest of the following dates:*

- The 26th business day from the closing date of the Offer Collection Period (the offer collection period is established in Clause 8.3 of the Decision on the Additional Issue of Securities)*
- The date of placement of the last Share of this additional issue*
- One (1) year from the date of state registration of this additional issue of Shares*

*The securities placement period is determined by a reference to the dates of disclosure of any information about the securities issue.*

The procedure for disclosing such information is as follows:

*Information about the state registration of an additional issue of securities and about the procedure for obtaining access to information contained in the Securities Prospectus shall be published by the Issuer within the following time frames following the date information about the state registration of an additional issue of the Issuer's securities is published on the web page of the registration agency or following the date when the Issuer receives a written notice from the registration agency on the state registration of the additional issue of securities by post, by fax, via email, or delivered against signature, whichever of those dates comes earlier.*

*The material fact notice "Information about the stages of the procedure for issuing equity securities" shall be disclosed by the Issuer within the following time frames:*

- On the Interfax news feed: not later than one (1) day*
- On the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru>: not later than two (2) days*

*The Issuer shall provide any stakeholder with access to the information contained in the registered Securities Prospectus by placing a copy thereof at: RusHydro, 7 Malaya Dmitrovka St., Moscow, Russia.*

*The Issuer shall provide a copy of the registered Securities Prospectus to the owners of the issuer's securities and other stakeholders upon their request at a charge not exceeding the cost of preparation of such copies within seven (7) days from the date of receipt (presentation) of the respective request.*

### **8.3. Procedure for the offering of securities**

The procedure and conditions for concluding contracts aimed at alienating securities to the first owners during their offering (form and method of contract conclusion, place and time of their conclusion, and, if contracts are concluded by way of submitting and satisfying requests, the procedure and conditions for submitting (sending) requests, the requirements for the content of the requests and the time for their review, and the manner and term of sending notices (messages) of satisfaction of (refusal to satisfy) requests):

*The Shares are placed by way of concluding contracts aimed at acquiring the Shares being placed (a "Share Acquisition Contract").*

*The shares shall be offered to the persons holding a preemptive right to acquire such shares in accordance with the procedure established in Clause 8.5 of the Decision on the Additional Issue of Securities (the "Decision on the Additional Issue of Securities").*

*The Shares may not be placed other than by way of exercising the said preemptive right until the effective*

*period of such preemptive right to acquire Shares, as established in Clause 8.5 of the Decision on the Additional Issue of Shares, expires.*

*For the purposes of concluding Share Acquisition Contracts besides through the exercise of a preemptive right, the Issuer, at any moment of time after the expiry of the effective period of the preemptive right to acquire Shares, as established in Clause 8.5 of the Decision on the Additional Issue of Shares, but no later than thirty-five (35) business days before the expiry of one (1) year from the date of state registration of such additional issue of Shares, shall publish an invitation in the Interfax news feed and on the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and [www.rushydro.ru](http://www.rushydro.ru) addressed to the general public to make proposals (offers) to acquire the Shares being offered (an "Invitation to make offers").*

The time period for submitting offers for the acquisition of securities placed (the "Offers"):

*The starting date of the time period during which the Offers may be submitted to the Issuer (the "Offer Collection Period") shall be the business day following the date when the Invitation to make offers is published.*

*The closing date of the time period during which the Offers may be submitted to the Issuer shall be the business day twenty-five (25) business days before the expiry of one (1) year from the date of state registration of this additional issue of Shares.*

*No later than one (1) month before the Closing Date of the Offer Collection Period, the Issuer may extend the offer collection period through the adoption of a decision by the Issuer's competent body to approve amendments to the Decision on the Additional Issue of Securities in terms of the procedure for determining the closing date of the offer collection period and the procedure for determining the closing date of the placement of Shares and in terms of changing other periods stipulated by the Decision on the Additional Issue of Securities and associated with the maximum time period for the implementation of Share placement activities. Such amendments shall come into force from the date of their state registration.*

*A potential acquirer of the Shares being offered (an "Acquirer") may submit an Offer on a daily basis from 10:00 a.m. to 5:00 p.m. Moscow time, except Saturday, Sunday, and nonworking days, at the address: RusHydro, 7 Malaya Dmitrovka St., Moscow 127006, Russia.*

*Each Offer shall contain the following information:*

- *Heading: "Offer to Acquire Shares of RusHydro"*
- *An indication that the Offer is aimed at acquiring Shares on the conditions set forth in the Decision on the Additional Issue of Securities*
- *The full corporate name (company name)/full name of the Acquirer*
- *Acquirer's taxpayer identification number (if any)*
- *Acquirer's location (place of residence)*
- *For legal entities: The legal entity's registration details (inter alia, for Russian legal entities—information on the state registration of the legal entity and on the making of a respective entry in the Unified State Register of Legal Entities (date, registration authority, certificate No.))*
- *For individuals: Personal details (date and place of birth; series, No., and date of issue of the person's passport (or other identification document), issuing authority and validity period of the identification document (if applicable))*
- *Information on the form of payment for the Shares being offered: Cash funds*
- *The acquisition price corresponding to the offering price, as provided for by the Decision on the Additional Issue of Securities (one (1) ruble per one (1) additional Share), and the number of Shares being acquired that the Acquirer undertakes to acquire at the said price, expressed as whole numbers*
- *An indication that the place of conclusion of the Share Acquisition Agreement concluded on the conditions set forth in the Offer shall be Moscow, Russia*
- *An indication of the Acquirer's obligation to accept the securities being offered, inter alia, to perform the necessary actions for the crediting of the shares being offered to the account specified in the Offer*
- *If the Acquirer has a personal account in the register of holders of the Issuer's registered securities, and the Shares acquired are to be credited to such account, the number of the Acquirer's personal account in the register of holders of the Issuer's registered securities*
- *If Shares are to be credited to the Acquirer's securities account opened with the Central Depository, the full name of the person for whom a personal account of a nominee holder of the central depository (the "Central Depository") has been opened in the register of holders of the Issuer's registered securities, the state registration details of the Central Depository (OGRN, the agency that performed*

- state registration, date of state registration and the making of an entry about the Central Depository in the Unified State Register of Legal Entities), the Acquirer's securities account number in the Central Depository, and the number and date of the depositary agreement concluded by the Central Depository and the Acquirer*
- *If the Shares are to be credited to the Acquirer's securities account with a depository (the "Acquirer's Depository") for which a nominee holder account has been opened with the Central Depository, the state registration details of the Central Depository (OGRN, the agency that performed state registration, the date of state registration and the making of an entry about the Central Depository in the Unified State Register of Legal Entities), the full corporate name of the depository where the Acquirer's securities account is opened and for which a nominee holder account has been opened with the Central Depository, the state registration details of the Acquirer's Depository (OGRN, the agency that performed state registration, the date of state registration and the making of an entry about the Acquirer's Depository in the Unified State Register of Legal Entities), the Acquirer's securities account number, the number and date of the depositary agreement concluded by the depository and the Acquirer, and the essential elements of the interdepository agreement between the Central Depository and the Acquirer's Depository If the Acquirer's securities account is maintained by a depository registered as a nominee holder with another depository for which a nominee holder account has been opened with the Central Depository ("Tier 2 Depository"), the Offer shall also specify: The full corporate name of the Tier 2 Depository, the state registration details of the Tier 2 Depository (OGRN, the agency that performed state registration, the date of state registration and the making of an entry about the Tier 2 Depository in the Unified State Register of Legal Entities), and the essential elements of the interdepository agreement between the Acquirer's Depository and the Tier 2 Depository (hereinafter, this information shall be provided with regard to all depositories, from the Central Depository to the ultimate depository where the Acquirer has a securities account (with respect to the securities being placed))*
  - *Bank details of the Acquirer's account for settlements in the currency of the Russian Federation to which money may be repaid*
  - *An indication that the Contract shall be deemed terminated if the shares being offered cannot be credited to the Acquirer's personal account or securities account before the expiry of the Share placement period due to the refusal of the Issuer's registrar or the Central Depository to process the operation or due to the return of Shares to the Issuer because of incorrect and/or missing account details or details of the Acquirer's Depository or other details of nominee holders, or due to the absence of a counterorder of the Acquirer that is necessary to credit Shares to the Acquirer's securities account*
  - *For legal entities: a representation that preliminary approval and/or consent of the Acquirer's competent management body (Board of Directors/Supervisory Board, General Meeting of Shareholders/General Meeting of Participants, other management body in accordance with the Acquirer's constituent documents) for the acquisition of Shares under the offer has been obtained or a statement that such preliminary approval and/or consent is not required*
  - *Contact details (mailing address, telephone and fax number, including area code, email address) for the purposes of sending a reply on Offer acceptance or notification of the Issuer about the refusal to satisfy the Offer*
  - *A list of documents attached to the offer and the number of sheets in each document*
  - *The offer signing date*

*The Offer shall be signed by the Acquirer (or by its authorized person, with the original or a notarized copy of a duly executed power of attorney or other document attesting the representative's powers attached to the Offer) and, for legal entities, shall bear a seal imprint (if any).*

*If the Offer is executed on two (2) or more sheets, it shall be stitched, numbered, and attested with a seal (if any) and the signature of the same individual who signed the Offer. Instead of stitching, each sheet of the Offer may be attested with a seal (if any) and the signature of the same individual who signed the Offer.*

*The Offer shall be made in Russian.*

*Legal entities shall attach notarized copies of their constituent documents and documents attesting the powers of the person entitled to act on their behalf without the power of attorney to the Offer. If such documents are executed in a foreign language, they shall be accompanied with a translation of the text thereof into Russian, on which the translator's signature shall be certified by a notary in accordance with the procedure established*

*by the laws of the Russian Federation.*

*If in accordance with the requirements of the Acquirer's laws or in accordance with the Acquirer's constituent documents the Acquirer acquires the amount of Shares specified in the Order subject to preliminary approval and/or consent of the Acquirer's competent management body (Board of Directors/Supervisory Board, General Meeting of Shareholders/General Meeting of Participants or other management body in accordance with the Acquirer's constituent documents), the person who submitted the Offer shall attach the original or a notarized copy of the decision of the Acquirer's respective management body on the approval of the Share acquisition transaction and/or other consent thereto, drawn up in Russian, to this Offer. If such decision is made in a foreign language, it shall be accompanied with a translation of the text thereof into Russian, on which the translator's signature shall be certified by a notary in accordance with the procedure established by the laws of the Russian Federation.*

*If the Offer is signed by the Acquirer's authorized representative, it shall be accompanied with the original or a notarized copy of the power of attorney issued in compliance with Articles 185 and 185.1 of the Civil Code of the Russian Federation, and if such power of attorney is made in a foreign language, it shall be accompanied with a translation of the text thereof into Russian, on which the translator's signature shall be certified by a notary in accordance with the procedure established by the laws of the Russian Federation.*

*Offers that do not meet the requirements and conditions set forth in the Decision on the Additional Issue of Securities and/or the requirements of Russian laws cannot be satisfied by the Issuer.*

*The Acquirers of Shares shall bear sole liability for the accuracy, integrity, and relevance of data provided in their Offers in accordance with the laws of the Russian Federation.*

*Offers submitted to the Issuer shall be registered by the Issuer in a special register of received Offers (the Register of Offers) on the day of their receipt.*

*Within no more than three (3) business days following the expiry date of the Offer Collection Period, the Issuer may make a decision to accept the Offer (the "Acceptance Term") or to decline to accept the Offer.*

*Based on data in the Register of Offers, the Issuer will send a reply on Offer acceptance to Acquirers to be determined by the Issuer at its sole discretion from among the Acquirers who have sent their Offers in compliance with the requirements established in Clause 8.3 of the Decision on the Additional Issue of Securities. Such a reply shall specify the number of Shares to be placed with the Acquirer that sent the Offer.*

*A reply on the satisfaction of the Offer (acceptance) shall be delivered to the Acquirer personally or to its authorized representative or shall be sent to the mailing address and/or to the fax number and/or to the email address provided in the Offer within no more than two (2) business days following the day when the Issuer makes a decision to accept the Offer (the "Acceptance Sending Date").*

*Notices of the Issuer on refusal to satisfy the Offer shall be sent to the respective Acquirers not later than two (2) business days following the day of the Issuer's decision to refuse to satisfy the Acquirer's offer at the postal address and/or fax number and/or email address specified in the Offer.*

*In accordance with Part 2 of Article 438 of the Civil Code of the Russian Federation, the Issuer's silence shall not mean acceptance of the Offer.*

*The Issuer shall have the right to make a decision to accept the Offer only with respect to the amount of the Shares that are unplaced at the moment such decision is made and are not subject to placement with another person or with the same Acquirer on the basis of an Offer previously accepted by the Issuer and/or subject to placement with other persons as part of the exercise of a preemptive right to acquire Shares by the Issuer's shareholders.*

*The Share Acquisition Agreement shall be deemed concluded when the Acquirer (the Acquirer's authorized representative who submitted the Offer) receives a reply from the Issuer with on satisfaction of the Offer (acceptance). A written form of the contract shall be deemed complied with, inter alia, if the acceptance has been sent by the Issuer by fax or via email in the manner described below. The place of conclusion of the Share Acquisition Agreement shall be Moscow, Russia.*

*By agreement of the Acquirer and the Issuer, a Share Acquisition Agreement may be drawn up as a single document signed by the parties in the number of copies agreed upon by the parties.*

*For the purpose of drawing up the Share Acquisition Agreement, the Acquirer may submit a request on a daily basis from 10:00 a.m. to 5:00 p.m. Moscow time, except Saturday, Sunday, and nonworking days, at the address: RusHydro, 7 Malaya Dmitrovka St., Moscow, Russia. The contract shall be drawn up along with or*

*after the receipt of the Offer acceptance by the Acquirer.*

*Share Acquisition Agreements may be concluded by way of exchange of documents (the Offer and its acceptance) by post; in this case, the Acquirer shall be identified based on the information and Acquirer's details specified in the Offer. The Issuer shall be identified using the following details that shall be contained in the Issuer's reply on the satisfaction of the Offer (acceptance):*

- The Issuer's full or short corporate name*
- The Issuer's seal*
- The signature of the Issuer's authorized person*

*When concluding Share Acquisition Agreements, the possibility of the Acquirer sending Offers to the Issuer by fax (sending a fax copy of the Offer) or via email (sending of a scanned image of the Offer) is not provided for.*

*Share Acquisition Agreements shall provide for the possibility for the Issuer to send notices of acceptance to the Acquirer by fax (a fax copy of the acceptance to the fax number specified in the Offer) or via email (a scanned image of the acceptance to the email address specified in the Offer). In this case, the Issuer's email address (SorokinRYU@rushydro.ru or DurovYuG@rushydro.ru) or the Issuer's fax number from which the acceptance was sent (+7 (495) 225 37 37) shall be an additional identifying attribute of the Issuer apart from the main acceptance elements.*

*If the acceptance is sent by fax or via email, the original acceptance shall also be sent by post within no more than ten (10) business days after it has been sent to the Acquirer by fax or via email.*

*The Shares being acquired shall be fully paid for by an Acquirer who has received a reply from the Issuer on the satisfaction of an Offer (acceptance) within no more than six (6) business days after the Acquirer receives such acceptance, but no later than on the 18th business day following the expiry date of the Offer Collection Period.*

*The obligation to pay for Shares shall be deemed discharged when the funds are credited to the Issuer's account specified in Clause 8.6 of the Decision on the Additional Issue of Securities.*

*The Acquirer shall pay for a whole number of Shares, as specified in the Acceptance, within the time specified in the Decision on the Additional Issue of Shares and before the credit entries are made on the Acquirers' personal accounts in the recording system of the Issuer's Register of Shareholders, and if Shares are to be credited to a securities account with a depository, before the credit entries are made on the personal account of the Central Depository (for subsequent crediting of Shares to the Acquirer's securities account using the details specified in the Acquirer's Offer). Furthermore, credit entries on the personal accounts of the Acquirers of Shares in the recording system of the Issuer's Register of Shareholders or the Central Depository (for subsequent crediting of Shares to the Acquirer's securities account using the details provided in the Acquirer's Offer) may not be made before the Starting Date and after the Closing Date of Additional Share Placement.*

*If the total amount of money contributed by the Acquirer as payment for Shares exceeds the cost of the acquired amount of Shares as specified in the Acceptance, the Issuer shall, within no more than sixty (60) days following the closing date of Shares placement, as specified in Clause 8.2 of the Decision on the Additional Issue of Securities, return to the Acquirer the amount of money exceeding the cost of Shares placed with this Acquirer that has been received by the Issuer as payment for Shares using the bank details provided in the Acquirer's Offer.*

*If the Acquirer's obligation to pay for Shares is discharged partially or is not discharged within the established time, the Issuer will not place Shares with such Acquirer, and the Share Acquisition Agreement with the Acquirer will be deemed terminated from the day following the closing date of the period of payment for Shares by the Acquirer.*

*If the Share Acquisition Agreement is terminated, the money received by the Issuer in discharge of the obligations to pay for Shares, the money received by the Issuer as partial fulfillment of the obligations to pay for Shares, and the money received by the Issuer in discharge of obligations to pay for Shares after the deadline shall be returned to the Acquirer in a noncash form using the bank details provided in the Offer within no more than sixty (60) days following the closing date of Share placement.*

*If the payment documents confirming payment for the acquired Shares by the Acquirer indicate a price for such Shares that differs from the Share placement price, the Acquirer shall be deemed not to have paid for the Shares at the Share placement price established by the Issuer. In this case, the money received by the Issuer as payment for Shares shall be returned to the Acquirer in noncash form using the bank details provided in the Offer within no more than sixty (60) days following the closing date of Share placement.*



*The Issuer's obligation to transfer the Shares being placed to the Acquirer shall be deemed discharged upon the making of a credit entry on the Acquirer's personal account or on the Acquirer's securities account specified in the Offer.*

*The expenses for making credit entries on the crediting of the Shares being placed to the Acquirers' personal accounts shall be borne by the Issuer.*

*The expenses for making credit entries on the crediting of the Shares being placed to the Acquirers' securities accounts and to other kinds of accounts besides a personal account in the Issuer's register of shareholders shall be borne by the Acquirer.*

*If the Shares being placed are to be credited to the account of the Central Depository for the purpose of subsequent crediting to the Acquirer's securities account, the Acquirer shall ensure that the Central Depository receives a respective order to perform the transaction for crediting the Shares within no more than three (3) business days following the date of payment for the acquired Shares. In this case, the Acquirer shall use the numerical code specified by the Issuer in the respective Acceptance as a Reference.*

Other terms of documents exchange: *none.*

*Amendment and/or termination of the contracts concluded in the course of share placement in other cases apart from those specified in the Decision on the Additional Issue of Securities shall be carried out on the grounds and in accordance with the procedure established in Chapter 29 of the Civil Code of the Russian Federation.*

The possibility of preemptive acquisition of the securities being offered, including the possibility of exercising the preemptive right to acquire securities as provided for by Articles 40 and 41 of the Federal Law "On Joint-Stock Companies":

*In accordance with Articles 40 and 41 of Federal Law No. 208-FZ dated December 26, 1995, "On Joint-Stock Companies," holders of the Issuer's ordinary shares that have been included in the list of persons holding a preemptive right to acquire Shares shall enjoy a preemptive right to acquire the Issuer's Shares in an amount proportional to the amount of the Issuer's ordinary shares belonging to them.*

*The shares shall be offered to the persons holding a preemptive right to acquire such shares in accordance with the procedure established in Clause 8.5 of the Decision on the Additional Issue of Securities.*

*The Shares may not be placed other than by way of exercising the said preemptive right until the effective period of such preemptive right to acquire Shares, as established in Clause 8.5 of the Decision on the Additional Issue of Shares, expires.*

*The securities are registered, and a register of holders thereof shall be maintained by the registrar.*

The person to whom the Issuer shall issue (send) the transfer order, which serves as the basis for making a credit entry on the personal account or the securities account of the first owner (registrar, depository, first owner), and the term and other conditions for issuing the transfer order:

*The Issuer shall send the transfer order before or on the date of summing up the results of the exercise of the preemptive right to acquire the Shares to the Issuer's registrar (Joint-Stock Company VTB Registrar, OGRN 1045605469744, License of the FFMS of Russia for the maintenance of a register of securities holders No. 045-13970-000001 dated February 21, 2008). Such transfer order shall serve as the grounds for making a credit entry on the personal account of the persons holding a preemptive right to acquire the Shares (the "Applicant") or the Central Depository for subsequent crediting of Shares to the Applicant's securities account.*

*The registrar, within no more than three (3) business days following the receipt of the transfer order, but not earlier than the starting date of securities placement, shall debit the amount of Shares of the additional issue specified in the transfer order from the Issuer's securities issue account and credit such Shares to the Applicant's or Central Depository's personal account for subsequent crediting of the Shares to the Applicant's securities account.*

*After the starting date of Share placement, but not later than within two (2) business days following the expiry of the Share payment period established in Clauses 8.3 and 8.6 of the Decision on the Additional Issue of Securities, provided that the Acquirer has made full payment for the Shares being placed in the manner defined in Clause 8.6 of the Decision on the Additional Issue of Securities, and not later than five (5) business days before the closing date of Share placement, the Issuer, in accordance with the Share Acquisition Agreements, shall send the Issuer's registrar (Joint-Stock Company VTB Registrar, OGRN 1045605469744, License of the FFMS of Russia for the maintenance of a register of securities holders No. 045-13970-000001 dated February 21, 2008) a transfer order that constitutes the grounds for making a credit entry on the personal account of the*

*Acquirer or the Central Depository for the subsequent crediting of Shares to the Acquirer's securities account using the details provided in the Acquirer's Offer.*

*The registrar, within three (3) business days following the receipt of the transfer order, but not earlier than the starting date of Share placement and not later than the closing date of Share placement, shall debit the amount of Shares specified in the transfer order from the Issuer's securities issue account and credit such Shares to the Acquirer's or Central Depository's personal account for the subsequent crediting of Shares to the Acquirer's securities account using the details provided in the Acquirer's Offer.*

*The Shares shall be deemed placed from the date of the making of an entry in the register of the Issuer's securities holders on the crediting of Shares to the Acquirer's personal account or to the Acquirer's securities account specified in the Acquirer's Offer.*

*The securities being placed are not certificated securities that are subject to mandatory centralized custody, nor are they certificated securities that are not subject to mandatory centralized custody.*

*The securities being placed are not shares, securities convertible into shares, or options of the Issuer that are placed by way of private subscription only among all shareholders with the provision of a possibility for the said shareholders to acquire a whole number of securities being offered in proportion to the number of shares of the corresponding category (class) belonging to them.*

*The securities being placed are not placed by way of private subscription.*

*The securities being placed are not placed by way of bidding.*

*The Issuer and/or the person authorized thereby do not intend to conclude preliminary contracts that provide for the duty to conclude in future a master agreement aimed at alienating the securities being placed to the first owner or to collect preliminary requests for the acquisition of the securities being offered.*

*Securities shall not be placed by the Issuer with the involvement of brokers providing the Issuer with the services of placing and/or organizing the placement of securities.*

*The securities are not to be placed outside the Russian Federation, inter alia, by way of placing corresponding foreign securities. Inter alia, the Issuer does not plan (in particular, in the course of exercising the preemptive right to acquire the Shares being placed) to conclude contracts or perform other transactions aimed at placing Shares, ADRs (level 1) or GDRs (as per Rule 144 A) that certify the rights to the Issuer's shares in accordance with foreign laws.*

*Along with the placement of the securities, there are no plans to offer for acquisition, inter alia, outside the Russian Federation, the Issuer's previously placed securities (outstanding securities) of the same kind and category (class) by way of placing corresponding foreign securities.*

*The Issuer, in accordance with Federal Law No. 57-FZ dated April 29, 2008, "On the Procedure for Making Foreign Investments in Business Entities Having Strategic Value for National Defense and Security," is not a business entity having a strategic value for national defense and security.*

*Conclusion of contracts aimed at alienating the issuer's securities in accordance with the Decision on the Additional Issue of Securities does not require the adoption of a decision on preliminary approval of the said contracts in accordance with Federal Law No. 57-FZ "On the Procedure for Foreign Investments in Business Entities with Strategic Importance for National Defense and Security" dated April 29, 2008.*

#### **8.4. The price (prices) or the procedure for determining the price of the securities offering**

*The offering price of one additional uncertificated registered ordinary share was set by a decision of the Issuer's Board of Directors dated June 22, 2018 (Minutes No. 272 dated June 22, 2018), in the amount of one (1) ruble.*

*The offering price of Shares determined by the Issuer's Board of Directors shall be the same for persons included in the list of persons with the preemptive right to acquire Shares and for other Acquirers of Shares.*

## **8.5. Procedure for the exercise of the preemptive right to acquire the securities being offered**

*In accordance with Articles 40 and 41 of Federal Law No. 208-FZ dated December 26, 1995, "On Joint-Stock Companies," holders of the Issuer's ordinary shares that have been included in the list of persons holding a preemptive right to acquire Shares shall enjoy a preemptive right to acquire the Issuer's Shares in an amount proportional to the amount of the Issuer's ordinary shares belonging to them.*

The date as of which the list of persons holding a preemptive right to acquire the securities being offered is drawn up: **July 02, 2018.**

The procedure for notifying the persons holding a preemptive right to acquire the securities being offered about the opportunity to exercise such right:

*The notice of the opportunity to exercise the preemptive right to acquire the offered Shares (the "Notice of the Preemptive Right") shall be given after the state registration of this additional issue of Shares, and no later than on the two hundred and eighty-fifth (285th) day following the date of state registration of the additional issue of Shares in the manner established by the Issuer's Articles of Association for notification on the holding of the Issuer's General Meeting of Shareholders.*

*In accordance with Clause 10.11 of the Company's Articles of Association, the notice on the holding of the General Meeting of Shareholders shall be published on the Company website [www.rushydro.ru](http://www.rushydro.ru).*

*Therefore, after the state registration of the additional issue of Shares, and no later than on the two hundred and eighty-fifth (285th) day following the date of state registration of the additional issue of Shares, the Issuer shall post the Notice of the Preemptive Right on the Issuer's web page [www.rushydro.ru](http://www.rushydro.ru).*

*The Notice of the Preemptive Right shall be additionally published by the Issuer in the Interfax news feed on the same day it is published on the Issuer's web page [www.rushydro.ru](http://www.rushydro.ru).*

*The Notice of the Preemptive Right shall include information on the number of additional shares offered, the offering price of such securities (inter alia, within the framework of the preemptive right) determined by the Issuer's Board of Directors, the procedure for determining the amount of securities that may be acquired by each person enjoying the preemptive right to acquire them, the procedure for submitting the applications of such persons to the Company Registrar, and the time period during which such applications shall be delivered to the Issuer's Registrar (the "Validity Period of the Preemptive Right").*

The procedure for exercising the preemptive right to acquire the securities being offered, including the validity period of the said preemptive right:

*According to Article 40 of Federal Law No. 208-FZ dated December 26, 1995, "On Joint-Stock Companies," the persons holding the Issuer's shares shall have a preemptive right to acquire the Issuer's additional shares in an amount proportional to the amount of the Issuer's ordinary shares belonging to them on the tenth (10th) day after the Issuer's Board of Directors makes a decision to increase the Issuer's authorized capital by way of offering additional shares.*

*The Shares shall be offered to the persons enjoying the preemptive right to acquire the Shares offered based on written applications for the acquisition of Shares which are submitted by such persons (the "Applicants" or, in the singular, the "Applicant") or based on the respective instructions to the entity that keeps the records of the Applicant's rights to the Issuer's shares (the "Applications" or, in the singular, the "Application").*

*The persons who enjoy the preemptive right to acquire the Shares offered shall have the right to exercise, whether in whole or in part, their preemptive right to acquire Shares in the amount proportional to the amount of the Issuer's registered ordinary shares belonging to them.*

*The Applicant shall have the right to exercise, whether in whole or in part, its preemptive right by way of submitting an Application for the acquisition of Shares and paying for them.*

*The persons included in the register of shareholders shall submit Applications by sending the document in writing, signed by the person submitting the Application, or delivering it against signature to the Issuer's*

*registrar. The Application for the acquisition of securities being offered, which has been sent or delivered to the Issuer's Registrar, shall be deemed submitted to the Issuer on the day of its receipt by the Issuer's Registrar.*

*The Application of a person holding a preemptive right and registered in the Issuer's register of shareholders shall contain information that enables identification of the person submitting it and of the number of securities being acquired by such person.*

*Apart from the signature of the person submitting the Application, the Application of a legal entity shall also contain its seal imprint (if any).*

*If the Application is executed on two (2) or more sheets, it shall be stitched, numbered, and attested with a seal (if any) and the signature of the same individual who signed the Application. Instead of stitching, each sheet of the Application may be attested with a seal (if any) and the signature of the same individual who signed the Application.*

*The Application shall be made in Russian.*

*If the Application is signed by the Applicant's authorized representative, it shall be accompanied by an original or a notarized copy of the power of attorney issued in compliance with Articles 185 and 185.1 of the Civil Code of the Russian Federation, and if such power of attorney is made in a foreign language, it shall be accompanied by a translation of the text thereof into Russian, on which the translator's signature shall be certified by a notary in accordance with the procedure established by the laws of the Russian Federation.*

*Submission of an Application to the Issuer's Registrar shall constitute the Applicant's representation that the preliminary approval and/or consent of the Applicant's competent management body (Board of Directors/Supervisory Board, General Meeting of Shareholders/General Meeting of Participants or other management body in accordance with the Applicant's constituent documents) for the acquisition of Shares under the Application has been obtained, or that such preliminary approval and/or consent is not required.*

*The Applicant shall be liable for the accuracy of data provided in the Application and for their conformity to the information provided in the Issuer's register of shareholders.*

*Issuer's Registrar: Joint-Stock Company VTB Registrar, OGRN 1045605469744, License of the FFMS of Russia for the maintenance of a register of securities holders No. 045-13970-000001 dated February 21, 2008.*

*Location of the Issuer's Registrar: 23 Pravdy St., Moscow 127015*

*Business hours of the Issuer's Registrar at the address above on business days:*

*Monday through Thursday: 10.00 a.m.–5:00 p.m. (issuance of tickets for the electronic queue stops 30 minutes before the end of business hours)*

*On Fridays: 10:00 a.m.–4:00 p.m. (issuance of tickets for the electronic queue stops 30 minutes before the end of business hours)*

*Mailing address of the Issuer's Registrar for sending Applications: P.O. Box 54, Moscow 127137*

*It is recommended that the following information be included in the Application:*

- The header "Application for the Acquisition of RusHydro Shares in Exercise of the Preemptive Right"*
- The full name (full corporate name) of the person holding the preemptive right to acquire the Shares offered*
- Place of residence (location) of the person holding the preemptive right to acquire the Shares being offered*
- For individual persons: passport details (date and place of birth, series, number, and date of issue of the passport, issuing authority)*
- For legal entities: the legal entity's state registration details (inter alia, for Russian legal entities: information on the state registration of the legal entity/on the making of a respective entry in the Unified State Register of Legal Entities (date, registration authority, certificate No.))*

*The Issuer may determine the recommended form of the Application. In this case, the Application form shall be published on the web page [www.rushydro.ru](http://www.rushydro.ru) before or on the starting date of the Validity Period of the Preemptive Right.*

*A person holding a preemptive right who is not registered in the Issuer's register of shareholders shall exercise such preemptive right by way of giving respective instructions to the entity keeping records of its rights to the Issuer's shares. Such instruction shall be given in accordance with the requirements of Russian laws on securities and shall specify the number of securities being acquired. The Application for the acquisition of securities being offered shall be deemed submitted to the Issuer on the day when the Issuer's Registrar receives a notice from the nominee holder of shares that is registered in the Issuer's register of shareholders stating the will of such person.*

*An account of a nominee holder of the central depository has been opened in the Issuer's register of shareholders, and in accordance with Clause 2, Article 33 of the Federal Law "On the Central Depository" the Issuer's Registrar is not entitled to credit the Shares being offered to the personal accounts of other nominee holders besides the central depository; therefore, the corresponding instructions of a person holding a preemptive right who is not registered in the Issuer's register of shareholders shall conform to this requirement.*

*Payment for the acquired Shares shall be made by the Applicant in the manner established in Clause 8.6 of the Decision on the Additional Issue of Securities.*

*The Share Acquisition Agreement with the Applicant shall be deemed concluded at the moment of the fulfillment of the last of the following two (2) actions:*

- Delivery to the Issuer's Registrar of the Application for the Acquisition of securities being offered from the person holding the preemptive right to acquire Shares*
- Discharge by the person holding the preemptive right to acquire Shares of the obligation to pay for them*

*In any case, the Share Acquisition Agreement with the Applicant may be concluded no earlier than on the starting date of the offering period and no later than on the closing date of the period of payment for them by the persons exercising a preemptive right to acquire them.*

*In this case, the written form of the agreement shall be deemed complied with. The place of conclusion of the Share Acquisition Agreement shall be Moscow, Russia.*

*If the last of the above actions is performed before the starting date of the securities offering period, the respective agreement shall be deemed concluded on the starting date of the securities offering period.*

*The Applications will be reviewed by the Issuer within no more than two (2) business days following their delivery to the Issuer (the Issuer's Registrar). Satisfaction of the Application may be refused on any of the following grounds:*

- The Application does not comply with the requirements established in Clause 8.5 of the Decision on the Additional Issue of Securities (including the requirements for the procedure for submitting the Application).*
- The Application was delivered to the Issuer (to the Issuer's Registrar) after the expiry of the Validity Period of the Preemptive Right.*
- The Application was submitted by a person not included in the list of persons holding the preemptive right to acquire Shares.*

*If the Application is subject to satisfaction, the Issuer shall send the Applicant a notice of satisfaction of the Application within no more than three business days following the delivery of the Application to the Issuer (to the Issuer's Registrar).*

*A person that is not registered in the register of the Issuer's shareholders and that exercises a pre-emptive right by giving a respective order (instruction) to the person that keeps the records of his/her rights to the Issuer's shares shall receive a notice of satisfaction of the Application by way of its transfer (delivery against signed acknowledgement) to the Issuer's Registrar (the authorized person of the Issuer's Registrar) to be forwarded to a nominee for which a personal account has been opened in the register of the Issuer's shareholders.*

*A person registered in the register of the Issuer's shareholders shall receive a notice of satisfaction of the Application in the manner specified in the Application (via e-mail, by post, and/or by fax). If the Application does not contain information on the manner in which the Applicant is to be notified, the Issuer shall send such notice to the address indicated in the Application or, in the absence of such address, to the address indicated in the register of the Issuer's shareholders.*

*If the Application is not subject to satisfaction, the Issuer shall send the Applicant a notice of refusal to satisfy the Application with the reasons for such refusal within no more than three business days following the delivery of the Application to the Issuer (to the Issuer's Registrar).*

*A person that is not registered in the register of the Issuer's shareholders and that exercises a pre-emptive right by giving a respective order (instruction) to the person that keeps the records of his/her rights to the Issuer's shares shall receive a notice of refusal to satisfy the Application with the reasons for such refusal by way of its transfer (delivery against signed acknowledgement) to the Issuer's Registrar (the authorized person of the Issuer's Registrar) to be forwarded to a nominee for which a personal account has been opened in the register of the Issuer's shareholders.*

*A person registered in the register of the Issuer's shareholders shall receive a notice of refusal to satisfy the Application with the reasons for such refusal in the manner specified in the Application (via e-mail, by post, and/or by fax). If the Application does not contain information on the manner in which the Applicant is to be notified, the Issuer shall send such notice to the address indicated in the Application or, in the absence of such address, to the address indicated in the register of the Issuer's shareholders.*

*Defects in the Application that served as the grounds for the Issuer's refusal to satisfy it and that can be eliminated before the Validity Period of the Preemptive Right expires may be eliminated by the Applicant, after which a repeat Application may be submitted in accordance with the established procedure and before the expiry of the Validity Period of the Preemptive Right.*

*The Issuer shall deny the exercise of the preemptive right by the person who sent the Application if the Applicant failed to discharge the duty to pay for the Shares being offered before the Validity Period of the Preemptive Right to Acquire Shares expires.*

*If the Issuer denies the exercise of the preemptive right by the person who sent the Application, the Issuer shall send the Applicant a denial of the exercise of the preemptive right to acquire Shares within no more than five (5) business days after summing up the results of the preemptive right.*

*If the Issuer denies satisfaction of the Application, the money received by the Issuer as payment for Shares shall be returned to the Applicant in a noncash form using the bank details provided in the Application within no more than sixty (60) days following the expiry date of the Validity Period of the Preemptive Right.*

*If the number of Shares specified in the Application is less than the number of Shares the Applicant pays for, the preemptive right of such Applicant shall be exercised with regard to the number of Shares specified in the Application. The Issuer shall, within no more than sixty (60) days following the expiry date of the term of payment for Shares by the person exercising the preemptive right to acquire Shares, return the money received by the Issuer as payment for Shares in excess of the cost of the Shares being offered in the amount specified in the Application to the Applicant using the bank details provided in the Application.*

*If the number of Shares specified in the Application is more than the number of Shares that the Applicant pays for after submitting the application, the Applicant will be considered to have exercised its preemptive right to acquire Shares with regard to the whole number of Shares for which payment has been made. In this case, the Share Acquisition Agreement with the person exercising the preemptive right to acquire Shares shall be deemed concluded with respect to the whole number of Shares for which payment has been made.*

*If the number of Shares specified in the Application exceeds the number of Shares that the Applicant is entitled to acquire, the preemptive right of such Applicant, subject to compliance with all other requirements thereto, shall be exercised with regard to the maximum possible number of whole Shares for this person in accordance with the calculation procedure described below. The Issuer shall, within no more than sixty (60) days following the expiry date of the term of payment for Shares by the person exercising the preemptive right to acquire Shares, return the money received by the Issuer as payment for Shares in excess of the cost of the whole number of Shares which is the maximum number which the Applicant may acquire to the Applicant using the bank details provided in the Application.*

*If the Application does not contain such bank details, the Issuer shall return the money using the bank details of the account payment was made from or using the bank details provided in the Applicant's claim for refund.*

*If one person exercising the preemptive right to acquire the Issuer's securities being offered submits several Applications during the Validity Period of the Preemptive Right without stating therein which*

*Application(s) should be considered valid, all Applications will be deemed valid (submitted), and the Issuer will consider such Applications as one Application containing the Applicant's intention to exercise its preemptive right to acquire shares with regard to the aggregate number of shares under all Applications submitted by such person.*

*The maximum number of Shares that the person may acquire in exercising the preemptive right to acquire the Issuer's Shares is proportional to the number of its registered ordinary uncertificated shares of the Issuer as of July 02, 2018, and shall be calculated using the following formula:*

$$X = Y * (14,013,888,828 / 426,288,813,551), \text{ where:}$$

*X is the maximum number of Shares that the person holding the preemptive right to acquire the Shares being offered may acquire,*

*Y is the number of the Issuer's registered ordinary shares belonging to the person holding the preemptive right to acquire the securities being offered as of July 02, 2018 (the date the list of persons holding the preemptive right to acquire Shares is drawn up),*

*fourteen billion thirteen million eight hundred eighty-eight thousand eight hundred and twenty-eight (14,013,888,828) is the quantity of the Shares to be placed by the Issuer in accordance with the Decision on the additional issue of securities,*

*four hundred twenty-six billion two hundred eighty-eight million eight hundred thirteen thousand five hundred and fifty-one (426,288,813,551) is the number of Issuer's registered ordinary shares placed as of July 02, 2018 (the date the list of persons holding the preemptive right to acquire Shares was drawn up).*

*If, as a result of calculating the number of Shares being offered within the limits of which a person holding the preemptive right to acquire Shares may exercise such a preemptive right, a fractional number is obtained, such person shall have the right to acquire a part of a Share being offered (a fractional share) corresponding to the fraction obtained as a result of calculation.*

*A fractional share shall endow its holder with the rights provided by the shares of the corresponding category in the volume corresponding to the part of a whole share it comprises.*

*Fractional shares shall circulate alongside whole shares.*

*The rights to fractional shares shall be recorded in the register maintenance system on the personal accounts of registered persons without rounding.*

*Upon the formation of fractional shares as a result of the exercise of the preemptive right by shareholders, the remaining part of such additional shares shall not be subject to subsequent offering. After the state registration of a report with the results of the additional issue of Shares, fractional parts of Shares that remained unplaced shall be canceled.*

*Crediting of the Shares acquired as a result of the exercise of the preemptive right to acquire Shares shall be carried out only after their full payment.*

*With respect to the persons holding the preemptive right to acquire Shares whose Applications for the Acquisition of Shares have been satisfied and with regard to which the Issuer has not denied the exercise of their preemptive right to acquire the Shares being offered, the Issuer shall send the Issuer's Registrar a transfer order to credit the Shares being offered to:*

- The personal account in the Issuer's register of shareholders—for the persons registered in the register of shareholders who have submitted their Applications directly to the Issuer's Registrar*
- The personal account of the Central Depository in the Issuer's register of shareholders for the subsequent crediting of Shares to the Applicant's securities account (provided that it meets the requirements set forth in Clause 2, Article 33 of the Federal Law "On the Central Depository")*

*The Issuer shall send the transfer order before or on the date of summing up the results of the exercise of the preemptive right to acquire the Shares to the Issuer's registrar (Joint-Stock Company VTB Registrar, OGRN 1045605469744, License of the FFMS of Russia for the maintenance of a register of securities holders No. 045-13970-000001 dated February 21, 2008). Such transfer order shall serve as the grounds for making a credit entry on the personal account of the Applicant or the Central Depository for the subsequent crediting of Shares to the Applicant's securities account.*

*The Shares shall be deemed placed from the date an entry is made in the register of the Issuer's securities holders on the crediting of Shares to the Applicant's personal account or to the Applicant's securities account.*

*The expenses for making credit entries on the crediting of the shares being placed to the Applicants' personal accounts in the Issuer's register of shareholders shall be borne by the Issuer.*

*The expenses for making credit entries on crediting the shares being placed to the Applicants' securities accounts and to other kinds of accounts besides a personal account in the Issuer's register of shareholders shall be borne by the Applicant.*

*If the Shares placed are to be credited to the account of the Central Depository for their subsequent crediting to the Applicant's securities account, the Applicant shall ensure that the Central Depository receives a respective order to perform the Shares crediting transaction within no more than three (3) business days following the date of payment for the acquired Shares.*

*The Issuer will use the following numerical code (without spaces) as a Reference: the number of Shares that the Applicant specified in the Application, unless the Issuer and the Applicant agree on another numerical code to be used as the Reference.*

The validity period of the said preemptive right:

*The Validity Period of the Preemptive Right to acquire Shares shall be twelve (12) business days. The Validity Period of the Preemptive Right shall start after the Issuer discharges in full its obligations related to the Notification of the Preemptive Right, namely, after the Notice of the Preemptive Right is published on the Issuer's website at: [www.rushydro.ru](http://www.rushydro.ru) and <http://www.e-disclosure.ru/portal/company.aspx?id=8580>.*

*The securities may not be offered other than by way of exercising the preemptive right until the Validity Period of the Preemptive Right to acquire the securities being offered expires.*

The procedure for exercising the preemptive right to acquire the securities being offered:

*The summing up of the results of exercising the preemptive right to acquire Shares shall be carried out by the person performing the functions of the Issuer's Sole Executive Body within five (5) days following the expiry of the Validity Period of the Preemptive Right to acquire the Shares being offered.*

The procedure for disclosing or providing information on the results of the exercise of the preemptive right to acquire the securities being offered:

*The Issuer shall disclose information on the results of the exercise of the preemptive right in a notice within the following time periods following the day the results of the exercise of the preemptive right are summed up:*

- *On the Interfax news feed: within four (4) days*
- *On the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru>: within five (5) days*

## **8.6. Conditions of and procedures for payment for the securities**

*The securities shall be paid for with money.*

The conditions of and procedures for payment for the securities:

*Shares shall be fully paid for with money in Russian rubles, in noncash form, by their potential acquirers (the "Acquirers")/persons holding the preemptive right to acquire the Shares being offered (the "Applicants") within the time frames determined in the Decision on the Additional Issue of Securities and the Share Acquisition Agreements and before the making of credit entries on the personal accounts of Share Acquirers (Applicants) and/or the Central Depository for the subsequent crediting of Shares to the Acquirer's (Applicant's) securities account using the details provided by the Acquirers (Applicants).*

*The obligation to pay for Shares shall be deemed discharged upon the crediting of funds to the Issuer's account specified below in this Clause 8.6 of the Decision on the Additional Issue of Securities.*

*The Shares shall be credited to the personal accounts of the Acquirers (Applicants) in the register of holders of registered securities of the Issuer and/or the Central Depository for subsequent crediting to the Acquirer's (Applicant's) securities account only after they are paid up in full.*



Payment term:

*Persons exercising the preemptive right to acquire additional Shares being offered shall pay for the shares before the expiry of the Validity Period of the Preemptive Right to Acquire Shares.*

*When Shares are placed not in exercise of the preemptive right, such Shares shall be paid for by the Acquirers in full within no more than six (6) business days after the Acquirer receives the notice of acceptance, but no later than on the eighteenth (18th) business day following the expiry date of the Offer Collection Period. The possibility of paying for Shares in installments is not provided for.*

The form of settlements:

*Settlements in cash are not allowed.*

*Noncash settlements are required.*

The form of noncash settlements:

*Settlements with payments orders*

Credit institution details

Full corporate name:

*VTB Bank (Public Joint-Stock Company)*

Short corporate name:

*VTB Bank (PJSC)*

Location:

*29 Bolshaya Morskaya St., Saint Petersburg 190000, Russia*

*BIC: 044525187*

*Correspondent account No. 3010181070000000187*

*Bank INN: 7702070139*

Bank details of accounts to which the money received as payment for securities shall be transferred:

*Settlement account No. 40702810700030003502*

*Issuer's (Beneficiary's) INN: 2460066195*

*Name of the Issuer (recipient of funds): RusHydro*

*When Shares being offered are paid for with the funds of budgetary investments, including funds from the federal budget, the reserve fund of the Government of the Russian Federation, etc., payment for the Shares shall be made with due regard to the specifics of the budget laws of the Russian Federation effective at the moment of such payment, including requirements for the treasury support of transactions with the allocated funds, by way of money transfer to the accounts opened by the territorial bodies of the Federal Treasury with the institutions of the Central Bank of the Russian Federation for crediting to the Issuer's personal account(s) opened in accordance with the procedure established by the Federal Treasury with its territorial bodies. In accordance with the rules of treasury support, the basis for opening personal accounts for legal entities to account for transactions is concluded contracts for the provision of budgetary investments, agreements on the provision of contributions to the authorized capital of legal entities.*

*Bank details of the Federal Treasury Department for Moscow*

*FTD for Moscow (RusHydro)*

*Full name of the credit institution: Main Administration of the Bank of Russia for the Central Federal District*

*Short name: MA of the Bank of Russia for the CFD*

*Address: 2 Balchug St., Moscow 35 115035*

*Settlement account 40501810445251000179 in the Main Department of the Bank of Russia for the Central Federal District of Moscow*

*BIC 044525000*

*INN of the Beneficiary: 2460066195*

*Personal account: a personal account in the name of RusHydro opened in accordance with the budget legislation of the Russian Federation, including with regard to treasury support for operations with the targeted funds.*

*Name of the Issuer (recipient of funds): RusHydro*

*When paying for the Shares being offered, the payment purpose in the payment order shall contain identifying details of the Offer or the Application under which payment for Shares is being made and the number of Shares being paid for.*

*No nonmonetary form of payment is provided for.*

#### **8.7. Information on the document containing the actual results of the securities offering which shall be submitted after the completion of the securities offering**

*The report on the results of the additional issue of securities is a document containing the actual results of the securities offering that the Issuer must submit to the registration agency upon completion of the securities offering.*

#### **9. Procedure and terms for redemption and payment of yield on bonds**

*This clause applies only to bonds.*

#### **10. Information on the acquisition of bonds**

*This clause applies only to bonds.*

#### **11. The procedure for the disclosure of information by the Issuer on the issue (additional issue) of securities**

The procedure for the disclosure of information by the Issuer on the issue (additional issue) of securities.

*The Issuer shall disclose information in the form of a quarterly report and notices of material facts (events, actions) affecting its financial and economic activities in accordance with the procedure stipulated by the legislation of the Russian Federation, including Federal Law No. 39-FZ dated April 22, 1996, "On the Securities Market," the Regulation on Information Disclosure by Issuers of Equity Securities approved by Bank of Russia Regulation No. 454-P dated December 30, 2014 (the "Regulation on Information Disclosure by Issuers of Equity Securities"), the Regulation on Securities Issue Standards, the Procedure for the State Registration of an Issue (Additional Issue) of Equity Securities, State Registration of Reports on the Results of the Issue (Additional Issue) of Equity Securities, and Registration of Securities Prospectus approved by Bank of Russia Regulation No. 428-P dated August 11, 2014.*

*If, at the time of the occurrence of an event regarding which the Issuer must disclose information in accordance with the applicable legislation of the Russian Federation and Bank of Russia regulations, the procedure and terms for disclosing information about the said event differ from those established by the Decision on the Additional Issue of Securities and the Securities Prospectus, the information on the said event shall be disclosed in the manner and within the term stipulated by the federal laws of the Russian Federation and the Bank of Russia regulations effective as of the date of the said event.*

*Material fact notices shall be published by the Issuer within the following time period following the occurrence of a material fact:*

- *On the Interfax news feed: within no more than one (1) day*
- *On the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru>: within no more than two (2) days*

*The text of a notice of material fact shall be available on the Issuer's web page for no less than twelve (12) months after the expiry of the period established by the Regulation on Information Disclosure by Issuers of Equity Securities for its publication on the web or, if it is published on the web after the expiry of such period, from the date of its publication on the web.*

*The Issuer shall provide each stakeholder with access to the information contained in each of the notices, inter alia, in each of the material fact notices published by the Issuer in accordance with the Regulation on Information Disclosure by Issuers of Equity Securities, and in the duly registered decision on the issue (additional issue) of securities, the securities prospectus and amendments thereto, the report (notice) on the*

*results of the issue (additional issue) of securities, the quarterly report, consolidated financial statements, and other documents that must be disclosed in accordance with the Regulation on Information Disclosure by Issuers of Equity Securities, by way of placing copies thereof at the address (place of location) of the Issuer's permanent executive body for communications with the Issuer, as specified in the Unified State Register of Legal Entities, and, before the securities offering period expires, also in the places specified in the Issuer's advertising notices containing information on the securities offering.*

*The Issuer shall provide a copy of each notice, including a copy of each material fact notice published by the Issuer in accordance with the Regulation on Information Disclosure by Issuers of Equity Securities, as well as a copy of the duly registered decision on the issue (additional issue) of securities, the securities prospectus and amendments thereto, the report on the results of the issue (additional issue) of securities, a copy of the notice of the results of the issue (additional issue) of securities, a copy of the quarterly report, a copy of the consolidated financial statements, and copies of other documents that must be disclosed in accordance with the Regulation on Information Disclosure by Issuers of Equity Securities, to the holders of the Issuer's securities and other stakeholders at their request for a fee that shall not exceed the expenses for making such a copy, within no more than seven (7) days following the receipt (presentation) of such request.*

*The Issuer shall publish the bank details of the settlement account(s) of the Issuer for payment of the expenses for making copies of the said documents, as well as the amount (the procedure for determining the amount) of such expenses, on the web page <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru>.*

*The state registration of an additional issue of securities shall be accompanied by the registration of a Securities Prospectus.*

The procedure for disclosing information on the issue (additional issue) of securities at the subsequent stages of the securities issue procedure:

*The Issuer shall disclose information on the additional issue of securities at each stage of the securities issue procedure in the manner established by the Regulation on Information Disclosure by Issuers of Equity Securities:*

- *At the stage of decision making on the securities offering*
- *At the stage of approval of the decision on the additional issue of securities*
- *At the stage of state registration of the additional issue of securities*
- *At the stage of securities placement*
- *At the stage of state registration of the report on the results of the additional issue of securities*

Forms, methods, and terms of information disclosure:

*1) After making a decision on the offering of securities, the Issuer shall disclose information on the making of a decision on the increase of the authorized capital by way of offering additional shares in the form of a Material Fact Notice "Information on the stages of the securities issue procedure" – "Information on the Making of a Decision on Securities Offering" and the Material Fact Notice "On Certain Decisions Adopted by the Issuer's Board of Directors" within the following time periods following the date of executing the minutes (the expiry date of the time period established by the Russian laws for executing the minutes) of the meeting of the Issuer's Board of Directors where the respective decision was made:*

- *On the Interfax news feed: not later than one (1) day*
- *On the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru>: not later than two (2) days*

*2) Information on the approval by the Issuer's Board of Directors of the Decision on the Additional Issue of Securities shall be disclosed by the Issuer by way of publishing it in the form of a Material Fact Notice "Information on the Stages of the Securities Issue Procedure" – "Information on Approving a Decision on the Additional Issue of Securities" and the Material Fact Notice "On Certain Decisions Adopted by the Issuer's Board of Directors" within the following time periods following the date of execution of the minutes (the expiry date of the time period established by Russian laws for executing the minutes) of the meeting of the Issuer's Board of Directors where the respective decision to approve the Decision on the Additional Issue of Securities was made.*

- *On the Interfax news feed: within no more than one (1) day*
- *On the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru>: not later than two (2) days*

3) Information on the state registration of an additional issue of securities shall be disclosed by the Issuer by way of publishing it in the form of the Material Fact Notice "Information on the Stages of the Securities Issue Procedure" – "Information on the State Registration of an Additional Issue of Securities" and in the form of the Decision on the Additional Issue of Securities and the Securities Prospectus by way of publishing them on the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru>.

The notice of the state registration of an additional issue of securities shall be published by the Issuer within the following time periods from the date of publishing information on the state registration of an additional issue of Issuer's Shares on the web page of the registration agency or from the date of receipt by the Issuer of a written notice from the registration agency on the state registration of the additional issue of securities by post, by fax, via email, or by means of personal delivery against signature, whichever of the said dates comes earlier:

- On the Interfax news feed: not later than one (1) day
- On the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru>: not later than two (2) days

The Issuer shall publish the text of the registered Decision on the Additional Issue of Securities on the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru> before or on the starting date of the securities offering period. When publishing the text of the Decision on the Additional Issue of Securities on the web page, it shall include the state registration number of the additional issue of securities, the date of its state registration, and the registration agency that carried out the state registration of the additional issue of Shares.

The text of the registered Decision on the Additional Issue of Securities shall be available on the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru> from the expiry date of the period established for its publication on the web or, if it is published on the web after the expiry of such period, from the date of its publication on the web and until all securities of such additional issue have been redeemed.

The Issuer shall publish the text of the registered Securities Prospectus on the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru> before or on the starting date of the securities offering period. When publishing the text of the Securities Prospectus on the web page, it shall include the state registration number of the additional issue of securities for which the Securities Prospectus is registered, the date of its state registration, and the registration agency that registered the Securities Prospectus.

The text of the registered Shares Prospectus shall be available on the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru> from the expiry date of the period established for its publication on the web or, if it is published on the web after the expiry of such period, from the date of its publication on the web and until the expiry of no less than five years from the date of publication of the text of the registered report on the results of the additional issue of shares on the web.

Starting from the date of publication of the notice of state registration of the additional issue of securities, all stakeholders may examine the Decision on the Additional Issue of Securities and the Securities Prospectus and receive the copies thereof at the address: 7 Malaya Dmitrovka St., Moscow, Russia (at the location of the sole executive body of RusHydro).

From the date of publication of the notice of state registration of the additional issue of securities, any stakeholders may receive a copy of the Decision on the Additional Issue of Securities and the Securities Prospectus at the address above for a fee that does not exceed the expenses for making copies of the said documents.

Placement of securities of an additional issue whose state registration is accompanied by the registration of a securities prospectus by way of subscription before the date from which the Issuer grants access to the securities prospectus is prohibited.

4) The notice of the opportunity to exercise a preemptive right to acquire the offered Shares (the "Notice of the Preemptive Right") shall be given after the state registration of this additional issue of Shares, and no later than on the starting date of their offering period, in the manner established by the Issuer's Articles of Association for notification of holding the Issuer's General Meeting of Shareholders.

In accordance with Clause 10.11 of the Issuer's Articles of Association, the notice of the holding of the General Meeting of Shareholders shall be published on the Company website [www.rushydro.ru](http://www.rushydro.ru).

Therefore, after the state registration of the additional issue of Shares and no later than on the two

hundred and eighty-fifth (285th) day following the date of state registration of the additional issue of Shares, the Issuer shall post the Notice of the Preemptive Right on the web page [www.rushydro.ru](http://www.rushydro.ru).

The Notice of the Preemptive Right shall be additionally published by the Issuer in the Interfax news feed on the same day it is published on the Issuer's web page [www.rushydro.ru](http://www.rushydro.ru).

The Notice of the Preemptive Right shall include information on the number of additional Shares being offered; the offering price of such securities (inter alia, within the framework of the preemptive right), as determined by the Company Board of Directors; the procedure for determining the number of securities that may be acquired by each person enjoying a preemptive right to acquire them; the procedure for submitting the applications of such persons to the Company; and the time period during which such applications shall be delivered to the Issuer (the "Validity Period of the Preemptive Right").

5) At the stage of securities offering, the Issuer shall disclose information in the form of:

- A notice of the starting date of the securities offering period
- A notice of a change in the starting date of the securities offering period
- The material fact notices "Information on the Stages of the Securities Issue Procedure" – "Information on the Start of Securities Offering" and "Information on the Stages of the Issuer's Securities Issue Procedure" – "Information on the Completion of Securities Offering"
- A notice of the suspension of the securities offering
- A notice of the resumption of the securities offering
- Amendments introduced to the Decision on the Additional Issue of Securities and/or to the Securities Prospectus

A) The notice of the starting date of securities placement shall be published by the Issuer:

- On the Interfax news feed and on the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru>: no later than one (1) day before the starting date of securities placement

B) If the Issuer decides to postpone (change) the disclosed starting date of offering, the Issuer shall publish a notice of the change in the starting date of securities offering on the Interfax news feed and on the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru> no later than one (1) day before such date occurs.

C) The Issuer shall also disclose, in the form of material fact notices, information on the securities offering (start and completion of offering) ("Information on the Stages of the Securities Offering Procedure" – "Information on the Start of Securities Offering," "Information on the Stages of the Securities Offering Procedure" – "Information on the Completion of Securities Offering").

The information on the securities offering (start and completion of offering) shall be disclosed by the Issuer within the following time periods from the starting date of the securities offering period and from the closing date of the securities offering period, respectively:

- On the Interfax news feed: not later than one (1) day
- On the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru>: not later than two (2) days

D) If during the securities offering period the Issuer makes a decision to amend the Decision on the Additional Issue of Securities and/or the Securities Prospectus, and/or if the Issuer receives during the securities offering period a written demand (order, ruling) of the Bank of Russia or another governmental authority to suspend the securities offering (the "Competent Body"), the Issuer shall suspend the securities offering and publish a notice of the suspension of the securities offering within the following time periods following the date of execution of the minutes (the expiry date of the time period established by Russian laws for executing the minutes) of the meeting of the Issuer's competent management body where the decision to introduce amendments to the Decision on the Additional Issue of Securities and/or to the Securities Prospectus was made, and, in the event of amendments to the conditions established in the decision on securities offering, the date of execution of the minutes (expiry date of the time period established by Russian law for executing the minutes) of the meeting of the Issuer's competent management body where the decision to amend such conditions was made, or the date when the Issuer receives a written demand (order, ruling) of the Competent Body to suspend the offering of securities by post, by fax, via email, or by way of delivery against signature, whichever of the said dates comes earlier:

- On the Interfax news feed: not later than one (1) day
- On the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru>: not later than two (2) days

If the offering of securities is suspended due to the decision of the registration agency on suspending the issuance of securities, information on the suspension of the securities offering shall be disclosed by the Issuer in the form of a material fact notice "Information on the Suspension of the Securities Issue" in accordance with the requirements of Section V of the Regulation on Information Disclosure by Issuers of Equity Securities.

E) After the registration of amendments to the Decision on the Additional Issue of Securities and/or to the Securities Prospectus during the securities offering period, or after a decision has been made to deny registration of such amendments, or upon receipt of a written notice (ruling, decision) of the Competent Body during the securities offering period that allows resumption of the securities offering (terminates the grounds for suspending the securities offering), the Issuer shall publish a notice of resumption of the securities offering on the news feed and on the web pages.

The notice of the resumption of the securities offering shall be published by the Issuer within the following time periods from the date information is published on the registration of amendments to the Decision on the Additional Issue of Securities and/or to the Securities Prospectus, or on refusal to register such amendments on the web page of the registration agency, or from the date when the Issuer receives a written notice from the registration agency on the registration of amendments to the Decision on the Additional Issue of Securities and/or to the Securities Prospectus, or on refusal to register of such amendments, or a written notice (ruling, decision) of the Competent Body on resumption of the securities offering (termination of the grounds for suspending the securities offering) by post, by fax, via email, or by way of delivery against signature, whichever of these dates comes earlier:

- On the Interfax news feed: not later than one (1) day
- On the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru>: not later than two (2) days

The Issuer shall resume the offering of securities only after publishing the notice of the resumption of the securities offering on the news feed and on the web pages.

If the offering of securities is resumed due to the decision of the registration agency on the resumption of the issuance of securities, information on the resumption of the securities offering shall be disclosed by the Issuer in the form of a material fact notice "Information on Resuming the Securities Issue" in accordance with the requirements of Section V of the Regulation on Information Disclosure by Issuers of Equity Securities.

F) For the purposes of concluding a Share Acquisition Contract that is not part of the exercise of a preemptive right, the Issuer, at any moment of time after the expiry of the preemptive right, but no earlier than on the starting date of the securities offering period and no later than thirty-five (35) business days before the expiry of one (1) year from the date of state registration of such additional issue of Shares, shall publish in the Interfax news feed and on the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru> an invitation addressed to the general public to make proposals (offers) to acquire the Shares being offered (the "Invitation to Make Offers").

G) After the Offer Collection Period expires, the Issuer shall publish a respective notice of the expiry of the Offer Collection period on the Interfax news feed and on the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru> within no more than two (2) days following the expiry date of the Offer Collection Period.

H) In the event of registration of amendments to the Decision on the Additional Issue of Securities and/or to the securities prospectus, the Issuer shall publish the text of registered amendments to the Decision on the Additional Issue of Securities and/or to the securities prospectus on the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru> within no more than two (2) days from the date of publishing information on the registration of such amendments on the web page of the registration agency or from the date when the Issuer receives a written notice from the registration agency on the registration of such amendments by post, by fax, via email, by way of delivery against signature, whichever of these dates comes earlier, but no earlier than on the date the text of the registered Decision on the Additional Issue of Securities and/or the text of the registered securities prospectus, respectively, is published on the web page.

When publishing the text of amendments to the Decision on the Additional Issue of Securities and/or to the securities prospectus on the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580>

and <http://www.rushydro.ru>, it shall include the date of registration of such amendments and the name of the registration agency that registered them.

The text of registered amendments to the Decision on the Additional Issue of Securities shall be available on the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru> from the expiry date of the period established for its publication on the web by the Regulation on Information Disclosure by Issuers of Equity Securities or, if it is published on the web after the expiry of this period, from the date of its publication on the web to the expiry of the period established by the Regulation on Information Disclosure by Issuers of Equity Securities for providing access to the text of the registered Decision on the Additional Issue of Securities online.

The text of registered amendments to the Securities Prospectus shall be available on the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru> from the expiry date of the period established for its publication on the web by the Regulation on Information Disclosure by Issuers of Equity Securities or, if it is published on the web after the expiry of this period, from the date of its publication on the web to the expiry of the period established by the Regulation on Information Disclosure by Issuers of Equity Securities for providing web access to the text of the registered securities prospectus.

Starting from the date of publication of information on the registration of amendments to the Decision on the Additional Issue of Securities and/or to the Securities Prospectus on the web page of the registration agency or from the date when the Issuer receives a written notice from the registration agency on the registration of the said amendments by post, by fax, via email, or by way of delivery against signature, whichever of these dates comes earlier, all stakeholders may examine such amendments and obtain copies thereof at the address: 7 Malaya Dmitrovka St., Moscow, Russia (at the location of the sole executive body of RusHydro).

From the said moment, any stakeholder shall have the right to receive a copy of the duly registered amendments to the Decision on the Additional Issue of Securities and/or to the Securities Prospectus at the address above for a fee that does not exceed the expenses for making copies of the said documents.

1) The Issuer shall also disclose information about the suspension and resumption of the securities issue in the form of material fact notices.

The material fact notices "Information on the Suspension of the Securities Issue" and "Information on the Resumption of the Securities Issue" shall be disclosed by the Issuer within the following time periods following the occurrence of the material fact:

- On the Interfax news feed: not later than one (1) day
- On the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru>: not later than two (2) days

The moment of occurrence of the material fact of securities issue suspension is the date information is published on the suspension of the Issuer's securities issue on the web page of the registration agency or the date when the Issuer receives a written notice from the registration agency on the suspension of the securities issue by post, by fax, via email, or by way of delivery against signature, whichever of the said dates comes earlier.

The moment of occurrence of the material fact of securities issue resumption is the date information is published on the resumption of the Issuer's securities issue on the web page of the registration agency or the date when the Issuer receives a written notice from the registration agency on the resumption of the securities issue by post, by fax, via email, or by way of delivery against signature, whichever of the said dates comes earlier.

6) Procedure for disclosing information on the results of exercising the preemptive right to acquire the Shares being offered.

The Issuer shall disclose information on the results of the exercise of the preemptive right in a notice within the following time periods following the day the results of the exercise of the preemptive right are summed up:

- On the Interfax news feed: within four (4) days
- On the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru>: within five (5) days

7) Information on the state registration of a report on the results of an additional issue of securities shall be disclosed by the Issuer in the form of a material fact notice "Information on the Stages of the Securities Issue Procedure" – "Information on the State Registration of a Report on the Results of the Issue (Additional Issue) of Securities" within the following time periods from the date information is published on the state registration of a report on the results of an additional issue of the Issuer's securities on the web page of the registration agency or from the date when the Issuer receives a written notice from the registration agency on the state

registration of a report on the results of an additional issue of securities by post, by fax, via email, or by way of delivery against signature, whichever of these dates comes earlier:

- On the Interfax news feed: not later than one (1) day
- On the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru>: not later than two (2) days

Within two (2) days after the information on the state registration of the report on the results of the additional issue of the Issuer's securities is published on the web page of the registration authority or after the Issuer receives a written notice from the registration authority of the state registration of the report on the results of the additional issue of securities by post, fax, email or delivery against signature, whichever is earlier, the Issuer shall publish the text of the registered report on the results of the additional issue of securities on its web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru>.

The text of the registered report on the results of the additional issue of securities shall be available on the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru> for no less than twelve (12) months from the expiry date of the period established for its publication on the web or, if it is published on the web after the expiry of such period, from the date of its publication on the web.

After the notice of the state registration of the report on the results of the additional issue of securities is published, all stakeholders may review the report on the results of the additional issue of securities and receive a copy thereof at the address: 7 Malaya Dmitrovka St., Moscow, Russia (at the location of the sole executive body of RusHydro).

Starting from the date the notice of state registration of the report on the results of the additional issue of securities is published, any stakeholder may receive a copy of the report on the results of the additional issue of securities at the address above for a fee that does not exceed the expenses for making a copy of the said document.

8) Information on recognizing the additional issue of securities as failed or invalid shall be disclosed by the Issuer in the form of material fact notices "Information on Recognizing the Additional Issue of Securities as Failed or Invalid" within the following time periods following the occurrence of the material fact:

- On the Interfax news feed: not later than one (1) day
- On the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru>: not later than two (2) days

The moment of occurrence of the material fact of recognizing the additional issue of securities as failed is the date information on recognizing the additional issue of the Issuer's securities as failed is published on the web page of the registration agency or the date when the Issuer receives a written notice from the registration agency on recognizing the additional issue of securities as failed by post, by fax, via email, or by way of delivery against signature, whichever of the said dates comes earlier.

The moment of occurrence of the material fact of recognizing the additional issue of securities as invalid is the date when the Issuer receives a final and binding judicial act (resolution, ruling, regulation) on the invalidation of the additional issue of securities (or the effective date of the above).

Information shall not be disclosed by way of publishing in a printed periodical(s).

Information shall be disclosed by publishing it on the web page.

Address of the web page: <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and [www.rushydro.ru](http://www.rushydro.ru)

The Issuer shall disclose information in the form of material fact notices in other cases stipulated by the Regulation on Information Disclosure by Issuers of Equity Securities.

The material fact notice shall be published by the Issuer within the following time periods following the occurrence of the material fact:

- On the Interfax news feed: not later than one (1) day
- On the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru>: not later than two (2) days

The text of the material fact notice shall be available on the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru> for no less than twelve (12) months from the expiry date of the period established for its publication on the web or, if it is published on the web after the expiry of such period, from the date of its publication on the web.

The Issuer shall disclose information in the form of a quarterly report in accordance with the procedure stipulated by the Regulation on Information Disclosure by Issuers of Equity Securities.

A quarterly report shall be executed based on the results of each quarter.



*The Issuer shall publish the text of the quarterly report on its web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru> within no more than forty-five (45) days after the last day of the respective quarter.*

*The text of the quarterly report shall be available on the Issuer's web pages <http://www.e-disclosure.ru/portal/company.aspx?id=8580> and <http://www.rushydro.ru> for no less than five (5) years from the expiry date of the period established for its publication on the web or, if it is published on the web after the expiry of such period, from the date of its publication on the web.*

*The issuer and/or the registrar maintaining the register of the issuer's registered securities holders, at the request of the stakeholder, shall provide the latter with a copy of the decision on the additional issue of securities for a fee that shall not exceed the costs of its making.*

**12. Information on security for the performance of liabilities on bonds in the issue (additional issue)**

*This clause applies only to bonds.*

**13. Information on the representative of the bond owners**

*This clause applies only to bonds.*

**14. The obligation of the Issuer and/or the registrar maintaining the register of the Issuer's registered securities holders, at the request of the stakeholder, to provide the latter with a copy of this Decision on the Additional issue of securities for a fee that shall not exceed the costs of its making**

*The issuer and/or the registrar maintaining the register of the issuer's registered securities holders, at the request of the stakeholder, shall provide the latter with a copy of the decision on the additional issue of securities for a fee that shall not exceed the costs of its making.*

**15. The Issuer's commitment to ensure the security holders' rights subject to the latter's compliance with the procedure established by the legislation of the Russian Federation for exercising these rights**

*The Issuer undertakes to ensure the securities owners' rights subject to the latter's compliance with the procedure established by the legislation of the Russian Federation for exercising these rights.*

**16. The commitment of persons that have provided security for the bonds to secure the Issuer's discharge of its commitments to the bond owners in the event of the Issuer's refusal to discharge its commitments or delayed discharge of the respective commitments under the bonds, in accordance with the terms of the security provided**

*This clause applies only to bonds*

**17. Other information provided for in the Regulation on the standards for the issue of securities and the procedure for the state registration of the issue (additional issue) of equity securities, the state registration of reports on the results of the issue (additional issue) of equity securities, and registration of securities prospectuses**

*Other information provided for in the Regulation on the standards for the issue of securities and the procedure for the state registration of the issue (additional issue) of equity securities, the state registration of reports on the results of the issue (additional issue) of equity securities, and registration of securities prospectuses (approved by the Bank of Russia No. 428-P on August 11, 2014) is not available.*