

Results of the Annual General Meeting of Shareholders of RusHydro

PJSC RusHydro (ticker symbol: MOEX, LSE: HYDR; OTCQX: RSHYY) announces results of the Annual General Meeting of shareholders (AGM) held on June 27, 2018, in Moscow

1. Type of General Meeting of Participants (Shareholders) of the Issuer (annual [regular], extraordinary): **annual**.
2. Form of holding the General Meeting of Participants (Shareholders) of the Issuer (meeting [joint attendance] or absentee voting): **meeting (joint attendance)**.
3. Date and location of the General Meeting of Participants (Shareholders) of the Issuer: **June 27, 2018; 12 Krasnopresnenskaya Naberezhnaya, Congress Hall, Floor 2, Congress Center, Entrance No. 4, World Trade Center (WTC), Moscow, Russia; starts at 10:30 a.m. (Moscow time)**.
4. Quorum of the General Meeting of Participants (Shareholders) of the Issuer:

Quorum on issues No. 1–6, 9–18 of the Agenda

Number of votes held by the persons included in the list of persons entitled to participate in the Meeting – 426,288,813,551

Number of votes corresponding to the voting shares of the Company determined with regard to the provisions of Clause 4.20 of the Regulations for Additional Requirements Applicable to the Procedure for Preparing, Convening, and Holding the General Meeting of Shareholders approved by Order of the Federal Financial Markets Service No. 12-6/pz-n dated February 2, 2012 – 426,288,813,551

Number of votes held by persons participating in the Meeting – 369,844,858,990

A quorum on the given issues was reached.

Quorum on issue No. 7:

Number of cumulative votes held by the persons included in the list of persons entitled to participate in the Meeting – 5,541,754,576,163

Number of cumulative votes corresponding to the voting shares of the Company determined with regard to the provisions of Clause 4.20 of the Regulations for Additional Requirements Applicable to the Procedure for Preparing, Convening, and Holding the General Meeting of Shareholders approved by Order of the Federal Financial Markets Service No. 12-6/pz-n dated February 2, 2012 – 5,541,754,576,163

Number of cumulative votes held by the persons participating in the Meeting – 4,807,957,320,370

A quorum on the given issue was reached.

Quorum on issue No. 8:

Number of votes held by the persons included in the list of persons entitled to participate in the Meeting – 426,288,813,551

Number of votes corresponding to the voting shares of the Company determined with regard to the provisions of Clause 4.20 of the Regulations for Additional Requirements Applicable to the

Procedure for Preparing, Convening, and Holding the General Meeting of Shareholders approved by Order of the Federal Financial Markets Service No. 12-6/pz-n dated February 2, 2012 – 426,217,609,304

Number of votes held by persons participating in the Meeting – 369,844,858,990

A quorum on the given issue was reached.

5. Agenda of the Meeting:

- 1. Approval of the Company's Annual Report for 2017.*
- 2. Approval of the Company's annual accounting (financial) statements by the results of 2017.*
- 3. Approval of the Company's profits distribution based on the results of 2017.*
- 4. On payment of dividends, the time and form of payment of dividends based on the results of operations in 2017, and establishment of the date as of which the persons entitled to dividends are determined.*
- 5. On payment of remuneration for work as a part of the Board of Directors to the members of the Board of Directors of the Company who are not public officials in the amount specified by the internal documents of the Company.*
- 6. On payment of remuneration for work as part of the Internal Audit Commission to the members of the Internal Audit Commission of the Company who are not public officials in the amount specified by the internal documents of the Company.*
- 7. Election of members of the Board of Directors of the Company.*
- 8. Election of members of the Internal Audit Commission of the Company.*
- 9. Approval of the Company's auditor.*
- 10. On the participation of PJSC "RusHydro" in the Association "National Network of the Global Compact".*
- 11. On the participation of PJSC "RusHydro" in the self-regulatory organization "Self-Regulating Corporation of Builders of the Krasnoyarsk Territory" Association.*
- 12. On the participation of PJSC "RusHydro" in the self-regulatory organization "ENERGOPROEKT" Association.*
- 13. On the participation of PJSC "RusHydro" in the "Engineering Surveys in Construction" Association.*
- 14. On the termination of participation of PJSC "RusHydro" in the non-commercial partnership "Russian-Chinese Business Council".*
- 15. Approval of the Company's Articles of Association in the new edition.*
- 16. Approval of the Regulation on the procedure for convening and holding the General Meeting of Shareholders of the Company in the new edition.*
- 17. Approval of the Regulation on the procedure for convening and holding the meetings of the Board of Directors of the Company in the new edition.*
- 18. Approval of the Regulation on the Company's Management Board in the new edition.*

6. Results of voting on the issues of the agenda of the General Meeting of Participants (Shareholders) of the Issuer on which a quorum was reached, and the formulations of decisions made by the General Meeting of Participants (Shareholders) of the Issuer on the given issues:

Item No. 1: Approval of the Company's Annual Report for 2017.

Number of votes cast for each of the voting options:

FOR – 369,584,390,284 (99.9296%)

AGAINST – 419,098 (0.0001%)

ABSTAINED – 134,366,529 (0.0363%)

Number of votes that were not counted due to recognition of the respective ballots as null and void and on other grounds: 125,683,079

Resolution adopted:

To approve the Company's Annual Report for 2017.

Item No. 2: Approval of the Company's annual accounting (financial) statements by the results of 2017.

Number of votes cast for each of the voting options:

FOR – 369,584,170,453 (99.9295%)

AGAINST – 419,098 (0.0001%)

ABSTAINED – 134,371,009 (0.0363%)

Number of votes that were not counted due to recognition of the respective ballots as null and void and on other grounds: 125,898,430

Resolution adopted:

To approve the Company's annual accounting (financial) statements by the results of 2017.

Item No. 3: Approval of the Company's profits distribution based on the results of 2017.

Number of votes cast for each of the voting options:

FOR – 369,706,176,995 (99.9625%)

AGAINST – 2,766,987 (0.0007%)

ABSTAINED – 22,755,266 (0.0062%)

Number of votes that were not counted due to recognition of the respective ballots as null and void and on other grounds: 113,159,742

Resolution adopted:

To approve the following distribution of profits (losses) of the Company based on the results of 2017:

	<i>(RUB)</i>
<i>Retained earnings (losses) of the reporting period</i>	<i>36,148,608,891.19</i>
<i>To distributed to:</i>	
<i>Reserve fund</i>	<i>1,807,430,444.56</i>
<i>Development of the Company</i>	<i>23,115,501,974.98</i>
<i>Dividends</i>	<i>11,225,676,471.65</i>
<i>Repayment of losses of previous years</i>	<i>0.00</i>

Item No. 4: On payment of dividends, the time and form of payment of dividends based on the

results of operations in 2017, and establishment of the date as of which the persons entitled to dividends are determined.

Number of votes cast for each of the voting options:

FOR – 369,729,842,983 (99.9689%)

AGAINST – 1,185,058 (0.0003%)

ABSTAINED – 592,480 (0.0002%)

Number of votes that were not counted due to recognition of the respective ballots as null and void and on other grounds: 113,238,469

Resolution adopted:

To pay dividends on ordinary shares of the Company based on the results of 2017 in the amount of RUB 0.0263335 per share.

Form of payment of dividends: monetary.

To establish the 10th day from the date of the decision to pay dividends as the date on which the persons entitled to receive dividends shall be determined.

The dividends payment period for a nominee holder or beneficial owner who is a securities market professional registered in the Company's shareholder register shall not exceed 10 business days, and for other persons registered in the Company's shareholder register, it shall not exceed 25 business days from the date when the persons entitled to dividends are determined.

Item No. 5: On payment of remuneration for work as a part of the Board of Directors to the members of the Board of Directors of the Company who are not public officials in the amount specified by the internal documents of the Company.

Number of votes cast for each of the voting options:

FOR – 369,658,927,781 (99.9497%)

AGAINST – 24,664,645 (0.0067%)

ABSTAINED – 48,068,158 (0.0130%)

Number of votes that were not counted due to recognition of the respective ballots as null and void and on other grounds: 113,198,406

Resolution adopted:

To pay remuneration to the members of the Board of Directors based on their work in the Board of Directors during the period from June 26, 2017 to June 27, 2018 in the amount, in the manner, and within the term specified by the Resolutions on Payment of Remuneration and Compensation to the Members of the Board of Directors of RusHydro approved by the decision of the Annual General Meeting of Shareholders of the Company dated June 26, 2017 (Minutes No. 16 dated June 27, 2017).

Item No. 6: On payment of remuneration for work as part of the Internal Audit Commission to the members of the Internal Audit Commission of the Company who are not public officials in the amount specified by the internal documents of the Company.

Number of votes cast for each of the voting options:

FOR – 369,659,468,932 (99.9499%)

AGAINST – 24,920,001 (0.0067%)

ABSTAINED – 47,285,046 (0.0128%)

Number of votes that were not counted due to recognition of the respective ballots as null and void and on other grounds: 113,185,011

Resolution adopted:

To pay remuneration to the members of the Internal Audit Commission based on their work in the Internal Audit Commission during the period from June 26, 2017 to June 27, 2018 in the amount, in the manner, and within the term specified by the Resolutions on Remuneration and Compensation to the Members of the Internal Audit Commission of RusHydro approved by the decision of the Annual General Meeting of Shareholders of the Company (Minutes No. 16 dated June 27, 2017).

Item No. 7: Election of members of the Board of Directors of the Company.

Number of votes for cumulative voting cast for each candidate:

No.	Full name of candidate	Number of FOR votes (vote distribution by candidate)
1.	<i>Artyom Davidovich Avetisyan</i>	282,237,848,231
2.	<i>Maksim Sergeyevich Bystrov</i>	282,237,868,846
3.	<i>Mikhail Viktorovich Voyevodin</i>	810,492,901
4.	<i>Pavel Sergeyevich Grachev</i>	420,460,510,805
5.	<i>Sergey Nikolayevich Ivanov</i>	298,369,000,250
6.	<i>Vyacheslav Mikhailovich Kravchenko</i>	282,243,756,145
7.	<i>Pavel Anatolyevich Livinsky</i>	282,238,796,687
8.	<i>Vyacheslav Viktorovich Pivovarov</i>	418,442,976,752
9.	<i>Mikhail Alekseyevich Rasstrigin</i>	282,237,381,845
10.	<i>Nikolay Dmitriyevich Rogalev</i>	282 327 369 480
11.	<i>Yury Petrovich Trutnev</i>	660,498,810,154
12.	<i>Aleksey Olegovich Chekunkov</i>	529,030,386
13.	<i>Sergey Vladimirovich Shishin</i>	282,236,742,455
14.	<i>Andrey Nikolayevich Shishkin</i>	406,653,944,491
15.	<i>Nikolay Grigorievich Shulginov</i>	623,892,330,672

FOR all candidates – 4,805,416,860,100

AGAINST all candidates – 654,941,807

ABSTAINED on all candidates – 429,606,970

Number of cumulative votes that were not counted due to recognition of the respective ballots as null and void and on other grounds: 1,455,911,493

Resolution adopted:

To elect the following persons to the Board of Directors of RusHydro:

- 1. Yury Petrovich Trutnev***
- 2. Nikolay Grigorievich Shulginov***
- 3. Pavel Sergeyevich Grachev***
- 4. Vyacheslav Viktorovich Pivovarov***
- 5. Andrey Nikolayevich Shishkin***
- 6. Sergey Nikolayevich Ivanov***
- 7. Nikolay Dmitriyevich Rogalev***
- 8. Vyacheslav Mikhailovich Kravchenko***
- 9. Pavel Anatolyevich Livinsky***
- 10. Maxim Sergeyevich Bystrov***
- 11. Artyom Davidovich Avetisyan***
- 12. Mikhail Alekseyevich Rasstrigin***
- 13. Sergey Vladimirovich Shishin***

Item No. 8: Election of members of the Internal Audit Commission of the Company.

Number of votes cast for each of the voting options for each candidate:

Candidate: Natalya Nikolayevna Annikova

FOR – 369,684,819,556 (99.9567%)

AGAINST – 617,158 (0.0002%)

ABSTAINED – 47,898,407 (0.0130%)

Number of votes that were not counted due to recognition of the respective ballots as null and void and on other grounds: 111,523,869

Candidate: Tatyana Valentinovna Zobkova

FOR – 369,686,261,909 (99.9571%)

AGAINST – 616,738 (0.0002%)

ABSTAINED – 48,656,279 (0.0132%)

Number of votes that were not counted due to recognition of the respective ballots as null and void and on other grounds: 109,324,064

Candidate: Igor Nikolayevich Repin

FOR – 369,686,267,227 (99.9571%)

AGAINST – 709,958 (0.0002%)

ABSTAINED – 48,831,160 (0.0132%)

Number of votes that were not counted due to recognition of the respective ballots as null and void and on other grounds: 109,050,645

Candidate: Marina Alexandrovna Kostina

FOR – 369,686,166,798 (99.9571%)

AGAINST – 761,251 (0.0002%)

ABSTAINED – 48,838,446 (0.0132%)

Number of votes that were not counted due to recognition of the respective ballots as null and void and on other grounds: 109,092,495

Candidate: Dmitry Igorevich Simochkin

FOR – 369,685,559,307 (99.9569%)

AGAINST – 1,306,344 (0.0004%)

ABSTAINED – 48,848,446 (0.0132%)

Number of votes that were not counted due to recognition of the respective ballots as null and void and on other grounds: 109,144,893

Resolution adopted:

To elect the following members to the Internal Audit Commission of the Company:

- 1. Natalya Nikolayevna Annikova – First Deputy General Director, OJSC Construction Department No. 308***
- 2. Tatyana Valentinovna Zobkova – Head of Department of Minenergo of Russia***
- 3. Igor Nikolayevich Repin – Deputy Executive Director of the Association of Institutional Investors***
- 4. Marina Alexandrovna Kostina – Deputy Head of Department of the Ministry of Economic Development of Russia***
- 5. Dmitry Igorevich Simochkin – Deputy Head of Department of the Federal Agency for State Property Management***

Item No. 9: Approval of the Company's auditor.

Number of votes cast for each of the voting options:

FOR – 369,345,163,349 (99.8649%)

AGAINST – 357,252,088 (0.0966%)

ABSTAINED – 34,526,191 (0.0093%)

Number of votes that were not counted due to recognition of the respective ballots as null and void and on other grounds: 107,917,362

Resolution adopted:

To approve Joint Stock Company “PricewaterhouseCoopers Audit” (OGRN 1027700148431) as the auditor of PJSC “RusHydro”.

Item No. 10: On the participation of PJSC "RusHydro" in the Association "National Network of the Global Compact".

Number of votes cast for each of the voting options:

FOR – 369,698,308,416 (99.9604%)

AGAINST – 822,881 (0.0002%)

ABSTAINED – 37,631,444 (0.0102%)

Number of votes that were not counted due to recognition of the respective ballots as null and void and on other grounds: 108,096,249

Resolution adopted:

To approve the entry of PJSC “RusHydro” into the Association "National Network of the Global Compact" on the terms determined by internal documents and decisions of the governing bodies of the Association "National Network of the Global Compact", including those regulating the amount, frequency and procedure for payment of membership fees.

Item No. 11: On the participation of PJSC "RusHydro" in the self-regulatory organization "Self-Regulating Corporation of Builders of the Krasnoyarsk Territory" Association.

Number of votes cast for each of the voting options:

FOR – 369,697,397,006 (99.9601%)

AGAINST – 1,063,409 (0.0003%)

ABSTAINED – 38,382,007 (0.0104%)

Number of votes that were not counted due to recognition of the respective ballots as null and void and on other grounds: 108,016,568

Resolution adopted:

To approve the entry of PJSC “RusHydro” into the self-regulating organization "Self-Regulating Corporation of Builders of the Krasnoyarsk Territory" Association (OGRN 1082400002156) (hereinafter referred to as the Association) on the terms determined by the internal documents and decisions of the authorized management bodies of the Association, including those regulating the amount, frequency and procedure for payment of membership fees as of the time of entry.

Item No. 12: On the participation of PJSC "RusHydro" in the self-regulatory organization "ENERGOPROEKT" Association.

Number of votes cast for each of the voting options:

FOR – 369,698,628,993 (99.9605%)

AGAINST – 377,664 (0.0001%)

ABSTAINED – 37,828,653 (0.0102%)

Number of votes that were not counted due to recognition of the respective ballots as null and void and on other grounds: 108,023,680

Resolution adopted:

To approve the entry of PJSC “RusHydro” into the self-regulating organization Association of Organizations Engaged in the Design of Energy Facilities “ENERGOPROEKT” (OGRN 1097799022903) (hereinafter referred to as the “ENERGOPROEKT” Association) on the terms determined by the internal documents and decisions of the authorized management bodies of the “ENERGOPROEKT” Association, including those regulating the amount, frequency and procedure for payment of membership fees.

Item No. 13: On the participation of PJSC “RusHydro” in the “Engineering Surveys in Construction” Association.

Number of votes cast for each of the voting options:

FOR – 369,697,419,002 (99.9601%)

AGAINST – 1,140,715 (0.0003%)

ABSTAINED – 38,283,705 (0.0104%)

Number of votes that were not counted due to recognition of the respective ballots as null and void and on other grounds: 108,015,568

Resolution adopted:

To approve the entry of PJSC “RusHydro” into the Association “Engineering Surveys in Construction” (OGRN 1067799027977) (hereinafter – SRO “AESC”) on the terms determined by the internal documents and decisions of the authorized management bodies of SRO “AESC”, including those regulating the amount, frequency and the procedure for payment of dues.

Item No. 14: On the termination of participation of PJSC “RusHydro” in the non-commercial partnership “Russian-Chinese Business Council”.

Number of votes cast for each of the voting options:

FOR – 369,700,108,951 (99.9609%)

AGAINST – 369,155 (0.0001%)

ABSTAINED – 36,365,316 (0.0098%)

Number of votes that were not counted due to recognition of the respective ballots as null and void and on other grounds: 108,015,568

Resolution adopted:

To terminate the participation of PJSC “RusHydro” in the non-commercial partnership “Russian-Chinese Business Council”.

Item No. 15: Approval of the Company's Articles of Association in the new edition.

Number of votes cast for each of the voting options:

FOR – 369,702,578,246 (99.9615%)

AGAINST – 499,500 (0.0001%)

ABSTAINED – 33,765,676 (0.0091%)

Number of votes that were not counted due to recognition of the respective ballots as null and void and on other grounds: 108,015,568

Resolution adopted:

To approve the Company's Articles of Association in the new edition.

Item No. 16: Approval of the Regulation on the procedure for convening and holding the General Meeting of Shareholders of the Company in the new edition.

Number of votes cast for each of the voting options:

FOR – 369,700,998,845 (99.9611%)

AGAINST – 498,612 (0.0001%)

ABSTAINED – 13,941,565 (0.0038%)

Number of votes that were not counted due to recognition of the respective ballots as null and void and on other grounds: 129,419,968

Resolution adopted:

To approve the Regulation on the procedure of convening and holding the General Meeting of Shareholders of the Company in the new edition.

Item No. 17: Approval of the Regulation on the procedure for convening and holding the meetings of the Board of Directors of the Company in the new edition.

Number of votes cast for each of the voting options:

FOR – 369,698,437,967 (99.9604%)

AGAINST – 489,155 (0.0001%)

ABSTAINED – 35,455,927 (0.0096%)

Number of votes that were not counted due to recognition of the respective ballots as null and void and on other grounds: 110,475,941

Resolution adopted:

To approve the Regulation on the procedure for convening and holding the meetings of the Board of Directors of the Company in the new edition.

Item No. 18: Approval of the Regulation on the Company's Management Board in the new edition.

Number of votes cast for each of the voting options:

FOR – 369,698,402,992 (99.9604%)

AGAINST – 489,155 (0.0001%)

ABSTAINED – 35,400,064 (0.0096%)

Number of votes that were not counted due to recognition of the respective ballots as null and void and on other grounds: 110,566,779

Resolution adopted:

To approve the Regulation on the Management Board of the Company in the new edition.

About RusHydro

RusHydro Group is one of Russia's largest generating companies. RusHydro is the leading producer of renewable energy in Russia with over 70 generating facilities in Russia and abroad. The company also manages a number of R&D, engineering and electricity retail companies. Group's thermal assets are operated by subsidiary – RAO Energy System of East in the Far East of Russia. Total electricity generation capacity of the Group is 39.0 GW, heat capacity – 16.2 thousand GCal/h.

Russian Federation owns 60.6% in RusHydro, the rest is held by other institutional and individual shareholders (over 360,000). The company's stock is traded on Moscow Exchange (MOEX), and included in MSCI EM и MSCI Russia indexes. Company's GDRs in the IOB section of LSE, ADRs – in OTCQX.

For more information:

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The information in this press release may contain projections or other forward-looking statements regarding future events or the future financial performance of PJSC "RusHydro" ("RusHydro"). One can identify forward-looking statements by terms such as "expect", "believe", "anticipate", "plan", "aim", "target", "forecast", "project", "should", "estimate", "intend", "will", "could", "may" or "might", the negative of such terms or other similar expressions. We wish to caution you that these statements are only predictions and that actual events or results may differ materially from these statements.

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