

Macro process: Corporate affairs
Process: Information disclosure

Name: Information Policy Regulation

APPROVED
by the decision of the Board of Directors
of OJSC Enel OGK-5
Minutes № 9/12, dated October 31, 2012

The Chairman of the Board of Directors

_____ Dominique Fache

Open Joint-Stock Company Enel OGK-5 Information Policy Regulation

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1. GENERAL PROVISIONS

1.1. This Information Policy Regulation (hereinafter referred to as the Regulation) of Open Joint-Stock Company Enel OGK-5 (hereinafter referred to as the Company) is developed in accordance with the requirements of applicable laws of the Russian Federation, Charter, Code of Ethics, Zero Tolerance towards Corruption Plan, and other internal documents of the Company, as well as international corporate governance practices.

1.2. This Regulation is an internal document of the Company determining rules, approaches and requirements to information disclosure, list of information and documents to be disclosed to the shareholders, as well as to potential investors and professional participants of the securities market (hereinafter referred to as stakeholders), as well as providing procedure and term for disclosure thereof.

1.3. The information policy of the Company is focused on satisfaction of the shareholders' and other stakeholders' need for reliable information about the Company, its business, as well as on provision of free access to such information, to the fullest extent possible.

1.4. As provided by applicable laws in effect, the Company shall ensure protection of information constituting national, commercial, or any other legally protected secrets.

1.5. Executive bodies of the Company shall be responsible for adequacy and accuracy of disclosed information about the Company and its business.

2. REPLACED DOCUMENTS

2.1. This document cancels the Regulation on information policy of Joint-stock company "The Fifth Power Generation Company" ratified by the resolution of the Board of Directors of JSC OGK-5 (dated September 23, 2005, Minutes №14).

3. TERMS AND DEFINITIONS

3.1. Terms and definitions used herein shall have the same meaning as assigned to them in the Russian Federation laws on joint-stock companies and securities, unless otherwise provided by this Regulation.

3.2. For the purposes of this Regulation, the following terms shall be defined as follows:

Stakeholders — potential investors of the Company and professional participants of the securities market;

Officers — persons discharging organizational and management, or administrative and business, duties at the Company;

Newsfeed — an information resource updated in a real-time mode and provided by an

information agency and/or other entity qualified as a mass communication medium;

Disclosed Information — information made available to the shareholders and (or) stakeholders in accordance with the procedure using the means and forms provided for by applicable laws, Charter, and internal documents of the Company;

Information Disclosure — maintenance of availability of information to the shareholders and stakeholders regardless of the purposes for obtainment thereof in accordance with the procedure ensuring detection and obtainment thereof.

4. GENERAL PRINCIPLES OF THE INFORMATION POLICY

4.1. Information policy is a set of measures for disclosure of information about the Company in order to make the same available to the shareholders and stakeholders to the extent enabling them to make informed decisions as to their participation in the Company, or to make any other actions, which may affect both financial and business operations of the Company.

Information policy of the Company shall be focused on the most perfect enforcement of the shareholders' rights to information material for their making of investment and administrative decisions.

4.2. Basic principles of the Company information policy shall be as follows:

Periodicity — continuous and system-based informing the shareholders and stakeholders of the Company, using all means of information available to the Company;

Efficiency — maintenance of the shortest terms for informing the shareholders and stakeholders of the most significant events and facts, which may affect both financial and business operations of the Company, as well as the shareholders' and (or) stakeholders' interests;

Availability — the Company's utilization of the information dissemination channels enabling free, easy, and the most cost-efficient access of the shareholders and stakeholders to disclosed information about the Company;

Reliability — provision of trustworthy information to the shareholders and stakeholders, as well as monitoring on the part of the Company to the intent that information disclosed by the Company could be neither corrupted, nor erroneous;

Adequacy — provision of the information to the extent enabling the most comprehensive concept of the shareholders and stakeholders with respect to any issue being of interest to them;

Harmony — maintenance by the Company of a reasonable balance between openness and transparency on the one hand, and confidentiality on the other hand, in order to ensure the most perfect enforcement of the shareholders' right to information, provided, however, that the Company's interests in terms of access restriction to the information classified as commercial secrets of the Company are strictly observed;

Legal Equality — provision of equal rights and opportunities, regarding obtainment of the information, to all shareholders of the Company and other stakeholders, save as otherwise provided by applicable laws;

Information Resource Protection — a right of the Company to use methods and ways to protect the information constituting commercial secrets of the Company permitted by applicable laws of the Russian Federation;

Neutrality — when informing about its business, the Company shall not avoid disclosure of any negative information about it, should it be material for the shareholders and stakeholders.

4.3. Information to be disclosed hereunder shall be disclosed in Russian, and in any other language, where required.

5. METHODS OF INFORMATION DISCLOSURE

5.1. Information about the Company shall be disclosed by way of dissemination thereof as follows:

5.1.1. Publication in electronic mass media

The Company shall publish press releases, news, and other information in electronic mass media when and where required.

Information about material facts (events, actions) referring to the financial and business operations of the Company, and the data, which may have a material effect on value of the Company's securities, as well as any other information which the Company may be required to disclose under applicable laws of the Russian Federation, shall be published in the newsfeed within the term provided for by the applicable laws of the Russian Federation.

Should securities of the Company be included in the list of securities qualified for trade at the trade operator in the securities market, the Company or a person authorized by it shall, when publishing information in the newsfeed together with publication of such information in the newsfeed, notify the trade operator in the securities market on the contents of such information. Such notification shall be sent to the trade operator in the securities market as approved by the trade operator in the securities market.

Where the Russian Federation laws require that the information has to be disclosed by publication thereof in the newsfeed, such information shall not be disclosed otherwise, until and unless the same is disclosed by publication thereof in the newsfeed. That information shall not be publicly available, and any its utilization shall result in liability as provided by the applicable laws of the Russian Federation.

5.1.2. Publication in the Internet

Unless otherwise stipulated by the laws of the Russian Federation, the Company shall, when publishing information on the information and telecommunication network (hereinafter referred to as the Internet), except for publication in the newsfeed, use the web page in the Internet provided by one of the information providers in the securities market.

Should securities of the Company be included in the list of securities qualified for trade at the trade operator in the securities market, the Company shall, when publishing information in the Internet, except for publication in the newsfeed, in addition to the web page in the Internet provided by one of the information providers in the securities market, use the web page of the Company in the Internet.

The Company shall publish press releases, news, articles, interviews, advertising materials, and other information at the Company's Web site: www.enel.ru, when and where required.

Information about material facts (events, actions) referring to the financial and business operations of the Company, and the data which may have a material effect on value of the Company's securities, as well as any other information which the Company may be required to disclose under applicable laws of the Russian Federation, shall be published in the Internet within the term provided for by applicable laws of the Russian Federation.

The Company shall enable free access to the information to be disclosed by the Company in the Internet under applicable laws of the Russian Federation, Charter, and internal documents of the Company.

The following information shall be published at the Company's Web site, and shall be constantly available thereat unless provided otherwise:

- Company's Charter;
- amendments and addenda to the Company Charter;
- certificate of incorporation of the Company;
- internal documents regulating the activity of the Company's bodies;
- amendments and addenda to the internal documents regulating the activity of the Company's bodies;

- wording of earlier versions of the Company's Charter and internal documents regulating the activity of the Company's bodies – for 3 months upon publication of a new version of the respective document in the Internet;
- organizational structure of the Company;
- information about members of management bodies of the Company;
- annual reports of the Company – for at least 3 years upon publication thereof in the Internet;
- annual accounting reports of the Company – for at least 3 years upon publication thereof in the Internet;
- consolidated annual financial statements of the Company prepared as provided by the International Financial Reporting Standards (IFRS) – for at least 3 years upon publication thereof in the Internet;
- consolidated interim financial statements of the Company prepared as provided by the International Financial Reporting Standards (IFRS) – for at least 1 year upon publication thereof in the Internet;
- prospectuses of the Company – for at least 5 years upon publication thereof in the Internet;
- quarter reports of an equity securities issuer – for at least 5 years upon publication thereof in the Internet;
- information about material facts – for at least 12 months upon publication thereof in the Internet;
- list of the Company's affiliates — for at least 3 years upon publication thereof in the Internet;
- changes made to the list of the Company's affiliates — for 6 months upon publication thereof in the Internet;
- information about the Company's strategy, development and reorganization projects;
- dividend-related policy of the Company;
- regulations on branches or representative offices of the Company;
- regulations on the Committees of the Company Board of Directors;
- Code of Ethics of the Company;
- Code of Corporate Behavior of the Company;
- this Regulation;
- information (materials) provided to the persons entitled to participate in the general shareholders' meeting of the Company – for a term of provision thereof, unless otherwise

provided by this Regulation;

- other documents (materials) to be published under applicable laws of the Russian Federation and individual resolutions of the Company Board of Directors.

5.1.3. Publication in printed media

The Company shall publish the press releases, news, articles, interviews, advertising materials, and other information in the periodical printed media distributed both in the Russian Federation and abroad, where and when required.

Information about material facts (events, actions) referring to the financial and business operations of the Company, as well as any other information which the Company may be required to disclose under applicable laws of the Russian Federation, shall be published in the periodical printed matters within the term provided for by the applicable laws of the Russian Federation.

5.1.4. Provision of the shareholders with access to information (documents) and delivery of the copies of documents to the shareholders as requested by them to the extent permitted by applicable laws of the Russian Federation and internal documents of the Company.

The Company shall provide its shareholders with access to documents under applicable laws of the Russian Federation to the extent established by applicable laws in effect on national, commercial, and other legally protected secrets, as well as by internal documents of the Company.

The aforesaid documents shall be provided by the Company within 7 (seven) days after the respective request for examination thereof in the premises of the Company's executive body has been made. As requested by the persons entitled to access the aforesaid documents, the Company shall provide those persons with the copies of the documents required. A fee charged by the Company for provision of the aforesaid copies shall not exceed the costs incurred due to production thereof. Bank details of the Company's settlement account for repayment of the costs incurred due to production of the aforesaid document copies, as well as the amount of those costs, shall be published by the Company at its Web site.

Documents shall be accessed (document copies shall be provided) upon presentation of the respective request prepared in any form and in writing, addressed to the General Director or Corporate Secretary of the Company. Full name of an applicant (as for legal entity – registered name and address), quantity and category (type) of securities owned, as well as the name of a document so requested and its type (request for examination of documents, and (or) request for obtainment of document copies), shall be specified in the request. Where the document copies are to be provided, those shall be accompanied with the documents evidencing repayment of

costs incurred due to production of such copies.

Corporate Secretary of the Company shall ensure the shareholders' access to information about the Company listed herein.

Corporate Secretary of the Company at his/her own discretion shall obtain extracts from the share register evidencing the number of shares of the respective category (type) owned by a shareholder acting as a signatory to the respective request.

A shareholder submitting a request may produce an extract from the share register evidencing his/her title to the Company's stock.

5.1.5. Provision of information to the national authorities and local self-government bodies

The Company shall provide information about it as may be reasonably requested by the national authorities or local self-government bodies to the extent provided by applicable laws of the Russian Federation. Should the Company be not obliged to provide such information to the aforesaid authorities/bodies under applicable laws of the Russian Federation, a decision as to advisability of information provision so demanded shall be made by the Company on a case-by-case basis.

The Company may demand from the national authorities or local self-government bodies, which are provided with information about the Company, to ensure protection of confidentiality thereof.

5.1.6. Other methods

The Company shall publish information about the Company and its business, as well as advertising materials and other information, in the brochures, booklets, and other printed matters, where and when required.

Where and when required, the Company shall arrange press conferences dedicated to the significant events, which take place, or will take place, at the Company, as well as hold the meetings with the shareholders (shareholders' representatives), investors, and investment analysts, and *inter alia* when the aforesaid persons apply for the same in writing.

The Company shall tend to active participation in both Russian and international conferences and symposia to the fullest extent possible.

The Company shall tend to use other methods of the information disclosure to the fullest extent possible.

6. FORMS OF INFORMATION DISCLOSURE

6.1. Information about the Company shall be disclosed by dissemination thereof as follows:

- Company's Charter and internal documents regulating the activity of the Company's bodies;

- information about the general shareholders' meeting of the Company;
- quarter reports of the Company;
- annual report(s) of the Company;
- annual accounting reports of the Company;
- consolidated annual and interim financial statements of the Company prepared as provided by the International Financial Reporting Standards (IFRS);
- prospectus of the Company;
- statements of material facts;
- information about affiliates of the Company;
- information about dividend-related policy of the Company;
- information disclosed when the Company's securities are issued;
- other forms permitted by applicable laws, Charter, internal documents of the Company and resolutions of the Company Board of Directors.

6.2. The Company shall disclose information in compliance with the procedure, to the extent and within the term provided for by applicable laws of the Russian Federation and internal documents of the Company.

7. INFORMATION ABOUT THE GENERAL SHAREHOLDERS' MEETING OF THE COMPANY

7.1. Notice of the General Shareholders' Meeting of the Company, as well as notices of voting results and adopted resolutions, shall be made public in accordance with the procedure and within the term provided for by applicable laws of the Russian Federation, the Company's Charter, and internal documents of the Company.

7.2. The following shall be stated in a notice of the General Shareholders' Meeting of the Company:

- full registered name and address of the Company;
- form of the General Shareholders' Meeting of the Company (assembly or absentee vote);
- date, place, and time of the General Shareholders' Meeting of the Company, and postal address whereto filled-in voting papers shall be sent, or voting paper submission deadline and postal address whereto filled-in voting papers shall

be sent, should the General Meeting of Shareholders of the Company be held as an absentee vote;

- effective date of a list of persons entitled to participate in the General Shareholders' Meeting of the Company;
- agenda of the General Shareholders' Meeting of the Company;
- procedure for examination of the information (materials) to be made public by the Company when preparing to the General Shareholders' Meeting of the Company, as well as address of the place(s) where the same could be examined;
- contact phone numbers.

7.3. The list of information (materials), which must be made available to the persons entitled to participate in the General Shareholders' Meeting of the Company, shall be set forth in the Company's Charter.

Any extra information (materials) to be made available to the persons entitled to participate in the General Shareholders' Meeting shall be determined by the Company Board of Directors, or by the persons holding the General Shareholders' Meeting of the Company.

8. INFORMATION DISCLOSURE IN THE FORM OF ANNUAL REPORT

8.1. The annual report of the Company is a source of information about the Company's business, i.e. an outcome document enabling the shareholders to evaluate annual performance of the Company.

The annual report of the Company shall be subjected to preliminary validation by the Company Board of Directors, and be approved by the General Shareholders' Meeting of the Company.

Reliability of the data set forth in the annual report of the Company shall be acknowledged by the Internal Audit Commission of the Company.

Before publication of the Company annual report, the Company shall involve an auditor having no property interests at the Company or its shareholders in order to enable annual examination and verification of the Company's annual financial records.

8.2. The annual report must contain information as required under applicable laws of the Russian Federation.

The following information shall be set forth in the annual report, in addition to the data required under applicable laws:

- information about accomplished strategic objectives of the Company;
- actual annual performance of the Company as compared to planned indices;

- prospects of the Company's development (volume of sales, productive capacity, market share under control, increase in revenues, profitability, debt to equity ratio);
- changes in the list of shareholders owning at least 5 per cent of the Company's stock;
- information about the Company's own stock redeemed by the Company;
- information about securities owned by members of the Board of Directors and members of the executive bodies of the Company;
- with respect to each member of the Company Board of Directors – his/her age, occupation, principal place of business, citizenship, as well as any other positions held by him/her, and information about the date, when member of the Board of Directors has been appointed for the first time;
- Company policy in terms of social partnership;
- report on the Company's compliance with the Code of Corporate Behavior, as well as information on the Company's observance of all, or any specific, recommendations set forth therein, together with the reasons for the Company's failure to comply with all recommendations set forth in the Code of Corporate Behavior.

9. PROCEDURE FOR INFORMATION DISCLOSURE BY REPRESENTATIVES OF THE COMPANY

9.1. Information shall be disclosed by members of the Board of Directors, members of the Committees of the Board of Directors, and officers of the Company in accordance with the provisions of this Regulation and internal documents approved by the Company Board of Directors, and to the extent provided for by applicable laws in effect on national, commercial, and other legally protected secrets.

9.2. The Chairman of the Company Board of Directors is entitled to officially comment on resolutions adopted by the Company Board of Directors, as well as explain an opinion of the Company Board of Directors (in the course of telephone conferences, interviews, etc.) with respect to the issues examined at the meeting of the Company Board of Directors, with due regard for the restrictions imposed by internal documents of the Company and to the extent provided by the applicable laws in effect on national, commercial, and other legally protected secrets.

9.3. Members of the Company Board of Directors may explain their respective personal opinions with respect to the issues examined at the meeting of the Company Board of Directors, as well as with respect to resolutions adopted at the meeting of the Company Board of Directors, with due regard for the restrictions imposed by internal documents of the Company

and to the extent provided by applicable laws in effect on national, commercial, and other legally protected secrets.

9.4. Chairmen of the Committees of the Company Board of Directors may comment on the resolutions adopted at the meetings of the Committees of the Company Board of Directors, and bring the same to the attention of all stakeholders, with due regard for the restrictions imposed by internal documents of the Company and to the extent provided by applicable laws in effect on national, commercial, and other legally protected secrets.

9.5. Members of the Committees of the Company Board of Directors may publicly explain their respective personal opinions with respect to the issues examined at the meetings of the relevant Committee, as well as with respect to resolutions adopted by such Committee, with due regard for the restrictions imposed by internal documents of the Company, and to the extent provided by applicable laws in effect on national, commercial, and other legally protected secrets.

9.6. If information about resolutions of the Company Board of Directors, or Committees of the Company Board of Directors, must be disclosed as required by the applicable laws of the Russian Federation or any other country at which stock markets the Company's securities are traded, members of the Board of Directors, members of the Committees of the Board of Directors, and officers of the Company may only comment on the aforesaid resolutions once the respective information is disclosed officially in accordance with the procedure provided for by the applicable laws of the Russian Federation or any other country at which stock markets the Company's securities are traded.

9.7. The sole executive body of the Company, authorized representative of the Company for public relations, other officers of the Company, as directed by the sole executive body of the Company, shall have an exclusive right to make public statements with respect to the issues related to the Company's business in the course of the conferences, meetings, seminars, sessions of departments of the ministries and agencies, executive and legislative authorities of the Russian Federation and constituent entities of the Russian Federation, and other public events, held both in the Russian Federation and abroad, as well as participate in the press conferences, briefings, telephone and video conferences, give the interviews, produce comments to Russian and foreign mass media, financial, and investment companies.

10. CONFIDENTIAL AND INSIDER INFORMATION PROTECTION BY THE COMPANY

10.1. The Company shall protect confidential and insider information in accordance with the procedure provided for by applicable laws in effect and respective internal documents of the

Company.

11. FINAL PROVISIONS

11.1. Chairman of the Company Board of Directors shall exercise control over compliance with this Regulation.

11.2. Company Board of Directors may demand from the General Director to provide information about compliance with this Regulation and applicable laws of the Russian Federation in terms of information disclosure to the joint-stock companies.

11.3. This Information Policy Regulation, as well as any amendments hereof and addenda hereto, shall be approved by the Board of Directors.

11.4. Except as otherwise explicitly stated herein, laws of the Russian Federation, Company's Charter, and resolutions of the Company Board of Directors shall apply.

11.5. Should any clause hereof be in conflict with the laws or regulatory legal acts of the Russian Federation due to any changes made to such laws or normative acts, such clause shall become null and void and the Company shall be governed by the laws and sub-legislative normative legal acts of the Russian Federation, until and unless this Regulation is amended.