



ОТКРЫТОЕ АКЦИОНЕРНОЕ ОБЩЕСТВО
ЭНЕРГЕТИКИ И ЭЛЕКТРИФИКАЦИИ КУБАНИ
О А О « К У Б А Н Ъ Э Н Е Р Г О »
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Minutes of Board of Directors Meeting No. 202/2015
Open joint stock company of
power industry and electrification of Kuban (“Kubanenergo” JSC)

Date of meeting	29 January, 2015
Form of holding the meeting	absentee voting (questionnaire)
Place of vote counting	Office 105, building 1, 2 Stavropolskaya St., Krasnodar (postal address of “Kubanenergo”, JSC)
Date of vote counting	29.01.2015, 5 p.m.
Date of drawing up minutes	30 January, 2015

Board of Directors Members: 11

Questionnaires were submitted by: Sergeyev S.V. (chairperson of BoD), Varvarin A.V., Kobelyan A.M., Lavrova M.A., Mezhevich V.E., Sukhov O.A., Khokholkova K.V., Kharin A.N., Chermentieva Yu. P., Shatokhin A.G.

Questionnaires were not submitted by: Gavrilov A.I.

According to requirements of paragraph 7.3 of Regulation on order of conveying and holding meetings of “Kubanenergo”, JSC Board of Directors approved by decision of annual General meeting of “Kubanenergo”, JSC shareholders dated 22.06.2012, minutes No.31, quorum for holding the meeting should count at least half of elected members of Board of Directors.

Quorum is present

Agenda

1. On approving internal document of the Company –Integrated safety and security policy of Kubanenergo JSC
2. On approving interested party transaction (confidential)

Item 1

On approving internal document of the Company –Integrated safety and security policy of Kubanenergo JSC.

The following decision is proposed:

1. To approve the Integrated safety and security policy of Kubanenergo JSC, in accordance with Appendix 1 to the decision of the BoD.
2. To instruct sole executive body of the Company to ensure the Policy is carried out in the Company..

Voting results

Varvarin A.V.	- FOR	Sukhov O.A.	- FOR
Kobelyan A.M.	- FOR	Kharin A.N.	- FOR
Lavrova M.A.	- FOR	Khokholkova K.V.	- FOR
Mezhevich V.E.	- FOR	Chermentieva Yu. P.	- FOR
Sergeyev S.V.	- FOR	Shatokhin A.G.	- FOR

Thus, the BoD members participating in the meeting unanimously adopted the decision on the first item.

Item 2

On approving interested party transaction (confidential).

In accordance with paragraph 3 of article 83 of the Federal Law No.208-FZ dated 26.12.1995 “On Joint Stock Companies” resolution on this item should be taken by majority of votes of independent directors uninterested in the transaction.

Except Gavrilov A.I. and Mezhevich V.E.other members of the BoD vote on this item and are recognized as independent directors uninterested in the transaction in accordance with paragraph 3 of article 83 of the Federal Law No.208-FZ dated 26.12.1995 “On Joint Stock Companies”.

The following decision is proposed:

Confidential

Voting results

Varvarin A.V.	- FOR	Kharin A.N.	- FOR
Kobelyan A.M.	- FOR	Khokholkova K.V.	- FOR
Lavrova M.A.	- FOR	Chermentieva Yu. P.	- FOR
Sergeyev S.V.	- FOR	Shatokhin A.G.	- FOR
Sukhov O.A.	- FOR		

Thus, the decision on the second item was adopted by majority of votes of independent directors uninterested in transaction.

Chairperson

Sergeyev S.V.

Corporate secretary

Russu O.V.