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**Minutes of Board of Directors Meeting No. 186/2014**

**Open joint stock company of**

**power industry and electrification of Kuban (“Kubanenergo” JSC)**

|  |  |
| --- | --- |
| Date of meeting | April 18, 2014 |
| 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 | 18.04.2014, 5 p.m. |
| Date of drawing up minutes | April 21, 2014 |

Board of Directors Members: 11

Questionnaires were submitted by: Magadeyev R.R. (chairperson of Board of Directors), Vagapov S.G., Varvarin A.V., Gaichenya I.A., Katina A.Yu., Kolyada A.S., Lavrova M.A., Solod A.V.

Questionnaires were not submitted by: Likhov Kh.M., Neganov L.V., Cherezov A.V.

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 convening General meeting of Company’s shareholders and choosing the form of the meeting
2. On fixing the date, place and time of the General meeting of Company’s shareholders, start time of registration of persons participating in the General meeting of Company’s shareholders
3. On selecting agenda items for the General meeting of Company’s shareholders
4. On fixing the date of making the lists persons entitled to participate in the General meeting of Company’s shareholders

**Item 1**

**On convening General meeting of Company’s shareholders and choosing the form of the meeting**

The following decision is proposed:

To convene the General meeting of Company’s shareholders in the form of a meeting (joint presence)

**Voting results**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| Vagapov S.G. | - | FOR | Lavrova M.A. | - | FOR |
| Varvarin A.V. | - | FOR | Katina A.Yu. | - | FOR |
| Gaichenya I.A. | - | FOR | Magadeyev R.R. |  | FOR |
| Kolyada A.S. | - | FOR | Solod A.V. | - | FOR |

Thus, the BoD members unanimously adopted the decision on the first item**.**

**Item 2**

**On fixing the date, place and time of the General meeting of Company’s shareholders, start time of registration of persons participating in the General meeting of Company’s shareholders**

The following decision is proposed:

1. To fix the date of holding the General meeting of shareholders of the Company – June 18, 2014.
2. To fix the time of holding the General meeting of shareholders of the Company – 10:00 a.m. by local time.
3. To choose the place of holding the General meeting of shareholders of the Company – “Kubanenergo” JSC, 2 Stavropolskaya str., Krasnodar, Krasnodar region 350033.

The registration of persons participating in annual general meeting of shareholders starts at 09:00 a.m. by local time.

**Voting results**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| Vagapov S.G. | - | FOR | Lavrova M.A. | - | FOR |
| Varvarin A.V. | - | FOR | Katina A.Yu. | - | FOR |
| Gaichenya I.A. | - | FOR | Magadeyev R.R. |  | FOR |
| Kolyada A.S. | - | FOR | Solod A.V. | - | FOR |

Thus, the BoD members unanimously adopted the decision on the second item**.**

**Item 3**

**On selecting agenda items for the General meeting of Company’s shareholders** The following decision is proposed:

To defer the discussion to a later date

**Voting results**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| Vagapov S.G. | - | FOR | Lavrova M.A. | - | FOR |
| Varvarin A.V. | - | FOR | Katina A.Yu. | - | FOR |
| Gaichenya I.A. | - | FOR | Magadeyev R.R. |  | FOR |
| Kolyada A.S. | - | FOR | Solod A.V. | - | FOR |

Thus, the BoD members unanimously adopted the decision on the third item**.**

**Item 4**

**On fixing the date of making the lists persons entitled to participate in the General meeting of Company’s shareholders**

The following decision is proposed:

The date of making the lists persons entitled to participate in the General meeting of Company’s shareholders is 30April 2014.

**Voting results**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| Vagapov S.G. | - | FOR | Lavrova M.A. | - | FOR |
| Varvarin A.V. | - | FOR | Katina A.Yu. | - | FOR |
| Gaichenya I.A. | - | FOR | Magadeyev R.R. |  | FOR |
| Kolyada A.S. | - | FOR | Solod A.V. | - | FOR |

Thus, the BoD members unanimously adopted the decision on the third item**.**

|  |  |
| --- | --- |
| Chairperson  | Magadeyev R.R. |
| Corporate secretary | Russu O.V. |