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Minutes of Board of Directors Meeting No. 220/2015

Public joint stock Company of power industry and electrification of Kuban ("Kubanenergo" PJSC)

Date of meeting	28 September 2015
Form of holding the meeting	absentee voting (questionnaire)
Place of vote counting	Office 105, building 1, 2A Stavropolskaya St., Krasnodar (postal address of "Kubanenergo", PJSC)
Date of vote counting	28.09.2015, 5 p.m.
Date of drawing up minutes	30 September 2015

Board of Directors Members: 11

Questionnaires were submitted by: Mangarov Yu.N. (chairperson), Bogach Ye.V., Varvarin A.V., Gavrilov A.I., Kataev S.M., Kislyakov A.M., Lavrova M.A., Kharin A.N., Khokholkova K.V.

Questionnaires were not submitted by: Niyazmetov A.K., Terebkov F.A.

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 approval of cash flow benchmarks of Kubanenergo PJSC for the 4th quarter of 2015.
2. On expressing Company's opinion on agenda items of "Kubanenergo" PJSC Board of Directors meetings.
3. On approval of report on the results of the business plan (as well as investments programme and information on key risks) of Kubanenergo PJSC in the 2nd quarter and 6 months of 2015.
4. On approval of results of implementation of key indicators of efficiency of the director general in the 2nd quarter of 2015.
5. On approval of Plan of activities of Kubanenergo PJSC on reduction of overdue accounts payable for the services of energy transmission and settlement of disputes as of 01.07.2015.
6. On fixing the amount of payment for the services of the Auditor.
7. On taking into consideration the report of director general of Kubanenergo PJSC on credit policy of the Company in the 2nd quarter of 2015.

Item 1

On approval of cash flow benchmarks of Kubanenergo PJSC for the 4th quarter of 2015.

The following decision is proposed:

1. To approve the cash flow indicators for the 4th quarter of 2015:

Month	Services on development of power grid complex
October	7 521
November	7 521
December	7 521

2. To instruct director general of the Company to:

- Ensure the preparation and the further approval of draft cash flow within 5 days upon the approval of the resolution

To submit the abovementioned document to the BoD for its consideration within 1 day upon the approval of the resolution.

Voting results

Bogach Ye.V.	- FOR	Lavrova M.A.	- FOR
Varvarin A.V.	- FOR	Mangarov Yu.N.	- FOR
Gavrilov A.I.	- FOR	Kharin A.N.	- ABSTAINED
Kataev S.M.	- FOR	Khokholkova K.V.	- FOR
Kislyakov A.M.	- FOR		

Thus, the decision on the first item was adopted by the majority of BoD members participating in the meeting.

Item 2

On expressing Company's opinion on agenda items of "Kubanenergo" PJSC Board of Directors meetings.

The following decision is proposed:

Trade secret

Voting results

Bogach Ye.V.	- FOR	Lavrova M.A.	- FOR
Varvarin A.V.	- FOR	Mangarov Yu.N.	- FOR
Gavrilov A.I.	- FOR	Kharin A.N.	- FOR
Kataev S.M.	- FOR	Khokholkova K.V.	- FOR
Kislyakov A.M.	- FOR		

Thus, the decision on the second item was unanimously adopted by the BoD members participating in the meeting.

Item 3

On approval of report on the results of the business plan (as well as investments programme and information on key risks) of Kubanenergo PJSC in the 2nd quarter and 6 months of 2015.

Trade secret

Voting results

Bogach Ye.V.	- FOR	Lavrova M.A.	- FOR
Varvarin A.V.	- FOR	Mangarov Yu.N.	- FOR
Gavrilov A.I.	- FOR	Kharin A.N.	- AGAINST

Kataev S.M. - FOR

Khokholkova K.V. - FOR

Kislyakov A.M. - FOR

Thus, the decision on the third item was adopted by the majority of BoD members participating in the meeting.

Item 4

On approval of results of implementation of key indicators of efficiency of the director general in the 2nd quarter of 2015.

The following decision is proposed:

To approve the results of implementation of key indicators of efficiency of the director general in the 2nd quarter of 2015, in accordance with Annex 2 to the resolution of the BoD.

Voting results

Bogach Ye.V. - FOR

Lavrova M.A. - FOR

Varvarin A.V. - FOR

Mangarov Yu.N. - FOR

Gavrilov A.I. - FOR

Kharin A.N. - FOR

Kataev S.M. - FOR

Khokholkova K.V. - FOR

Kislyakov A.M. - FOR

Thus, the decision on the fourth item was unanimously adopted by the BoD members participating in the meeting.

Item 5

On approval of Plan of activities of Kubanenergo PJSC on reduction of overdue accounts payable for the services of energy transmission and settlement of disputes as of 01.07.2015.

The following decision is proposed:

1. To approve the Plan of activities of Kubanenergo PJSC on reduction of overdue accounts payable for the services of energy transmission and settlement of disputes as of 01.07.2015, in accordance with Annex 3 to the resolution of the BoD.

2. To take into consideration the Report on implementation of the previously approved by the BoD Plan of activities of Kubanenergo PJSC on reduction of overdue accounts payable for the services of energy transmission and settlement of disputes as of 01.04.2015, in accordance with Annex 4 to the resolution of the BoD.

3. To take into consideration the Report on works carried out by Kubanenergo in respect of the newly formed overdue accounts payable for the services of energy transmission, in accordance with Annex 5 to the resolution of the BoD.

Voting results

Bogach Ye.V. - FOR

Lavrova M.A. - FOR

Varvarin A.V. - FOR

Mangarov Yu.N. - FOR

Gavrilov A.I. - FOR

Kharin A.N. - FOR

Kataev S.M. - FOR

Khokholkova K.V. - FOR

Kislyakov A.M. - FOR

Thus, the decision on the fifth item was unanimously adopted by the BoD members participating in the meeting.

Item 6

On fixing the amount of payment for the services of the Auditor.

The following decision is proposed:

To fix the amount of payment for services of RSM Rus LCC on audit of accounting (financial) report under RAS and audit of consolidated accounting (financial) statements under IFRS rendered in 2015, shall be 1 614 104.40 (one million six hundred fourteen thousand one hundred and four) rubles and 40 kopeks, including 18% VAT - 246 219.30 (two hundred forty six thousand two hundred twelve) rubles 32 kopeks.

Voting results

Bogach Ye.V.	- FOR	Lavrova M.A.	- FOR
Varvarin A.V.	- FOR	Mangarov Yu.N.	- FOR
Gavrilov A.I.	- FOR	Kharin A.N.	- FOR
Kataev S.M.	- FOR	Khokholkova K.V.	- FOR
Kislyakov A.M.	- FOR		

Thus, the decision on the sixth item was unanimously adopted by the BoD members participating in the meeting.

Item 7

On taking into consideration the report of director general of Kubanenergo PJSC on credit policy of the Company in the 2nd quarter of 2015.

The following decision is proposed:

To take into consideration the report of director general of Kubanenergo PJSC on credit policy of the Company in the 2nd quarter of 2015, in accordance with Annex 6 to the resolution of the BoD.

Voting results

Bogach Ye.V.	- FOR	Lavrova M.A.	- FOR
Varvarin A.V.	- FOR	Mangarov Yu.N.	- FOR
Gavrilov A.I.	- FOR	Kharin A.N.	- FOR
Kataev S.M.	- FOR	Khokholkova K.V.	- FOR
Kislyakov A.M.	- FOR		

Thus, the decision on the seventh item was unanimously adopted by the BoD members participating in the meeting.

Chairperson

Mangarov Yu.N..

Corporate secretary

Russu O.V.