



Minutes of Board of Directors Meeting No. 238/2016

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

Date of meeting	29 April 2016
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	29.04.2016, 5 p.m.
Date of drawing up minutes	29 April 2016

Board of Directors Members: 11

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

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

According to requirements of paragraph 7.3 of Regulation on the Board of Directors of Public joint stock Company of power industry and electrification of Kuban (approved by decision of annual General meeting of "Kubanenergo", JSC shareholders dated 11.06.2015, minutes No.36), the 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 Plan of activities aimed at increase of business efficiency and improvement of financial state of Kubanenergo PJSC
2. On introducing changes to Methods of calculation and evaluation of key performance indicators of the Company's director general

Item 1

On approval of Plan of activities aimed at increase of business efficiency and improvement of financial state of Kubanenergo PJSC

The following decision is proposed:

1. To approve the Plan of activities aimed at increase of business efficiency and improvement of financial state of the Company in new edition with regard of the Plan of activities aimed at increase of business efficiency and provision of stability in the power grid in current macroeconomic conditions, in accordance with Annex 1 to the resolution of the Company's Board of Directors.
2. To consider as invalid the Plan of activities aimed at increase of business efficiency and improvement of financial state of the Company that was approved by the Board of Directors on 10.08.2015 (minutes of meeting No.218/2015).
3. To instruct the chief executive of the Company to ensure that the Report on implementation of the Plan of activities aimed at increase of business efficiency and improvement of financial state of the Company is prepared and discussed at the BoD.

Deadline: every quarter (quarterly report by the 20th day of the month following the reporting period, annual report – by the 20th March of the next reporting period).

Voting results

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

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

Item 2

On introducing changes to Methods of calculation and evaluation of key performance indicators of the Company's director general

The following decision is proposed:

1. Pursuant to the directives of the RF Government from 29.03.2016 No.2073p-P13 to introduce changes in the procedure of calculation and evaluation of key performance indicators of the General Director of Kubanenergo PJSC, approved by the decision of the Company Board of Directors on 31.03.2016 (Minutes of meeting No.234/2016 dated 01.04.2016), in accordance with Annex 2 to the resolution of the Board of Directors.

Calculation and evaluation of the implementation of KPIs in accordance with paragraph 1 of the decision shall be carried out starting from 1 January 2016.

Voting results

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

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

Chairperson

Mangarov Yu.N..

Corporate secretary

Russu O.V.