

Minutes of the Board of Directors Meeting No. 328/2018
Public joint stock Company of power industry and electrification of Kuban
(Kubanenergo PJSC)

Date of the meeting	28 December 2018
Form of the meeting	Absentee (by filling in questionnaires)
Place of vote counting	office 105, building 1, 2A Stavropolskaya St., Krasnodar (postal address of the Corporate Secretary of “Kubanenergo” PJSC)
Date of drawing up minutes	29 December 2018

Board of Directors Members: 11

Questionnaires were submitted by: Sergeeva O.A. (Chairperson of the BoD), Varvarin A.V., Gavrilov A.I., Gritsenko V.F., Medvedev M.V., Osipova Ye.N., Selivanova L.V., Tyukanko A.S., Tyurkin K.V., Khokholkova K.V., Shagina I.A.

Questionnaires were not submitted by:

According to requirements of paragraph 7.3 of the Regulations for 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” PJSC shareholders on 28.05.2018, minutes No.40), 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 target indicators for annual key performance indicators of the Director General of Kubanenergo PJSC for 2018
2. On approval of the KPI of the head of the Internal Audit Department of the Company for 2019
3. On consideration of the report of the Director General of Kubanenergo PJSC on the results of the Company’s readiness to operation during the autumn-winter period 2018-2019
4. On approval of the budget for the Internal Audit Department of Kubanenergo PJSC for 2019
5. On approval of the Schedule of the Internal Audit Department of Kubanenergo PJSC for 2019
6. On approval of Insurers of Kubanenergo PJSC

Item 1

On approval of target indicators for annual key performance indicators of the Director General of Kubanenergo PJSC for 2018

The following resolution is proposed:

1. To approve the target indicators for annual key performance indicators of the Director General of Kubanenergo PJSC for 2018, as specified in Annex 1 to this resolution of the Company’s Board of Directors.
2. To reword paragraph 1.7 of the annex to the resolution of the Board of Directors of 05.04.2017 (minutes No.270/2017) as it is specified in Annex 2 to the current resolution of the Company’s Board of Directors.

Voting results

Sergeeva O.A.	-	FOR	Osipova Ye.N.	-	FOR
Varvarin A.V.	-	FOR	Tyukanko A.S.	-	FOR
Gavrilov A.I.	-	FOR	Tyurkin K.V.	-	FOR
Gritsenko V.F.	-	FOR	Khokholkova K.V.	-	FOR
Medvedev M.V.	-	FOR	Shagina I.A.	-	FOR
Selivanova L.V.	-	FOR			

Thus, on the first issue, the proposed decision was **unanimously adopted** by the members of the Board of Directors participating in the meeting.

Item 2

On approval of the KPI of the head of the Internal Audit Department of the Company for 2019

The following resolution is proposed:

1. To set the KPI for the head and other lead managers of the Internal Audit Department of Kubanenergo PJSC for 2019 as specified in Annex 2 to the current resolution of the Company's Board of Directors.
2. To instruct the Sole executive body of the Company to approve the specified in paragraph 1 of the resolution KPI for the head and other lead managers of the Internal Audit Department of Kubanenergo PJSC for 2019 in accordance with the established at Kubanenergo PJSC procedure.

Voting results

Sergeeva O.A.	-	FOR	Osipova Ye.N.	-	FOR
Varvarin A.V.	-	FOR	Tyukanko A.S.	-	FOR
Gavrilov A.I.	-	FOR	Tyurkin K.V.	-	FOR
Gritsenko V.F.	-	FOR	Khokholkova K.V.	-	FOR
Medvedev M.V.	-	FOR	Shagina I.A.	-	FOR
Selivanova L.V.	-	FOR			

Thus, on the second issue, the proposed decision was **unanimously adopted** by the members of the Board of Directors participating in the meeting.

Item 3

On consideration of the report of the Director General of Kubanenergo PJSC on the results of the Company's readiness to operation during the autumn-winter period 2018-2019

The following resolution is proposed:

To take note of the report of the Director General of Kubanenergo PJSC on the results of the Company's readiness to operation during the autumn-winter period 2018-2019, as specified in Annex 3 to this resolution of the Company's Board of Directors.

Voting results

Sergeeva O.A.	-	FOR	Osipova Ye.N.	-	FOR
Varvarin A.V.	-	FOR	Tyukanko A.S.	-	FOR
Gavrilov A.I.	-	FOR	Tyurkin K.V.	-	FOR
Gritsenko V.F.	-	FOR	Khokholkova K.V.	-	FOR
Medvedev M.V.	-	FOR	Shagina I.A.	-	FOR
Selivanova L.V.	-	FOR			

Thus, on the third issue, the proposed decision was **unanimously adopted** by the members of the Board of Directors participating in the meeting.

Item 4

On approval of the budget for the Internal Audit Department of Kubanenergo PJSC for 2019

The following resolution is proposed:

To approve the budget for the Internal Audit Department of Kubanenergo PJSC for 2019, as specified in Annex 4 to this resolution of the Company's Board of Directors.

Voting results

Sergeeva O.A.	-	FOR	Osipova Ye.N.	-	FOR
Varvarin A.V.	-	FOR	Tyukanko A.S.	-	FOR
Gavrilov A.I.	-	FOR	Tyurkin K.V.	-	FOR
Gritsenko V.F.	-	FOR	Khokholkova K.V.	-	FOR
Medvedev M.V.	-	FOR	Shagina I.A.	-	FOR
Selivanova L.V.	-	FOR			

Thus, on the fourth issue, the proposed decision was unanimously adopted by the members of the Board of Directors participating in the meeting.

Item 5

On approval of the Schedule of the Internal Audit Department of Kubanenergo PJSC for 2019

The following resolution is proposed:

To approve the Schedule of the Internal Audit Department of Kubanenergo PJSC for 2019, as specified in Annex 5 to this resolution of the Company's Board of Directors.

Voting results

Sergeeva O.A.	-	FOR	Osipova Ye.N.	-	FOR
Varvarin A.V.	-	FOR	Tyukanko A.S.	-	FOR
Gavrilov A.I.	-	FOR	Tyurkin K.V.	-	FOR
Gritsenko V.F.	-	FOR	Khokholkova K.V.	-	FOR
Medvedev M.V.	-	FOR	Shagina I.A.	-	FOR
Selivanova L.V.	-	FOR			

Thus, on the fifth issue, the proposed decision was **unanimously adopted** by the members of the Board of Directors participating in the meeting.

Item 6

On approval of Insurers of Kubanenergo PJSC

The following resolution is proposed:

To appoint the following companies as the Company's Insurers:

Insurance	Insurer	Insurance period (period of issue of a policy)
Compulsory third party car insurance (OSAGO)	SOGAZ JSC	01.01.2019 – 31.12.2019
Compulsory insurance of civil liability of the owner of a hazardous object for inflicting damage as a result of an accident at the hazardous object (hazardous facility)	AlfaStrakhovanie JSC	01.01.2019 – 31.12.2019

Voting results

Sergeeva O.A.	-	FOR	Osipova Ye.N.	-	FOR
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Varvarin A.V. - FOR
Gavrilov A.I. - FOR
Gritsenko V.F. - FOR
Medvedev M.V. - FOR
Selivanova L.V. - FOR

Tyukanko A.S. - FOR
Tyurkin K.V. - FOR
Khokholkova K.V. - FOR
Shagina I.A. - FOR

Thus, on the sixth issue, the proposed decision was **unanimously adopted** by the members of the Board of Directors participating in the meeting.

Chairperson of the BoD

Sergeeva O.A.

Corporate secretary

Russu O.V.