

Minutes of the Board of Directors Meeting No. 358/2019
Public joint stock Company of power industry and electrification of Kuban
(Kubanenergo PJSC)

Date of the meeting	16 August 2019
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	16 August 2019

Board of Directors Members: 11

Questionnaires were submitted by: Gavrilov A.I. (Chairperson of the BoD), Varvarin A.V., Kiryukhin S.V., Larionov D.V., Medvedev M.V., Osipova Ye.N., Rozhkov V.V., Sergeeva O.A., Khokholkova K.V., Shagina I.A., Yavorsky.V.K.

Questionnaires were not submitted by: none

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 the Annual General Meeting of Shareholders of Kubanenergo PJSC on 20.06.2019, minutes No.42), the quorum for holding the meeting should count at least half of elected members of Board of Directors.

Quorum is present

Agenda

1. Approval of restated Regulations for the Strategy Committee under the Board of Directors of Kubanenergo PJSC
2. Consideration of Changes to the Investment Programme of Kubanenergo PJSC 2018-2022 approved by the order of the RF Ministry of Energy No.21@ on 01.12.2017 (with the changes introduced by the order of the RF Ministry of Energy No.18@ on 10.12.2018) that have been prepared as part of implementation of corrections
3. Compositions of the Committees under the Board of Directors of Kubanenergo PJSC
4. Approval of the Programme of non-state pension provision for the employees of Kubanenergo PJSC in 2019
5. Approval of the Programme of Insurance Protection of Kubanenergo PJSC in 2019
6. Determining the remuneration payable for the services of the external auditor of the Company
7. Expressing the Company’s opinion on agenda of the General Meeting of Shareholders of the Company’s affiliate – “Recreation Centre “Energetik” JSC

Item 1

Approval of restated Regulations for the Strategy Committee under the Board of Directors of Kubanenergo PJSC

The following resolution is proposed:

1. Rename the Committee for Strategy, Development, Investments and Reforms under the Board of Directors of Kubanenergo PJSC as the Committee for Strategy under the Board of Directors of Kubanenergo PJSC.
2. Approve the Regulations for the Committee for Strategy under the Board of Directors of Kubanenergo PJSC, as specified in Annex 1 to the present resolution.
3. Starting from the date of making this decision, it is decided to consider as no longer valid the Regulations for the Committee for Strategy, Development, Investments and Reforms under the Board of Directors of Kubanenergo PJSC approved by the Board of Directors on 04.02.2010 (minutes of the meeting No.84/2010 of 05.02.2010) with amends as of 17.03.2016 (minutes of the meeting No.233/2016 of 18.03.2016).

Voting results

Gavrilov A.I.	-	FOR	Sergeeva O.A.	-	FOR
Varvarin A.V.	-	FOR	Rozhkov V.V.,	-	FOR
Kiryukhin S.V.	-	FOR	Shagina I.A.	-	FOR
Larionov D.V.	-	FOR	Khokholkova K.V.	-	FOR
Medvedev M.V.	-	FOR	Yavorsky.V.K.	-	FOR
Osipova Ye.N.	-	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

Consideration of Changes to the Investment Programme of Kubanenergo PJSC 2018-2022 approved by the order of the RF Ministry of Energy No.21@ on 01.12.2017 (with the changes introduced by the order of the RF Ministry of Energy No.18@ on 10.12.2018) that have been prepared as part of implementation of corrections

The following resolution is proposed:

1. Approve the Changes to the Investment Programme of Kubanenergo PJSC 2018-2022 approved by the order of the RF Ministry of Energy No.21@ on 01.12.2017 (with the changes introduced by the order of the RF Ministry of Energy No.18@ on 10.12.2018) that have been prepared as part of implementation of corrections, as specified in Annex 2 to the present resolution.
2. Instruct the sole executive body of Kubanenergo PJSC to go through in detail the feedback on the draft of the investment programme and, if necessary, make changes to the draft of investment programme of Kubanenergo PJSC within the deadlines complying with the requirements from the paragraph 3 of clause 41 of the Rules for approval of investment programmes of power companies, approved by the resolution of the RF Government on 01.12.2009 No.977. Information on implementation of this order shall be submitted to the Board of Directors of Kubanenergo PJSC by 31.12.2019.

Voting results

Gavrilov A.I.	-	FOR	Sergeeva O.A.	-	FOR
Varvarin A.V.	-	FOR	Rozhkov V.V.,	-	FOR
Kiryukhin S.V.	-	FOR	Shagina I.A.	-	FOR
Larionov D.V.	-	FOR	Khokholkova K.V.	-	FOR
Medvedev M.V.	-	FOR	Yavorsky.V.K.	-	FOR

Osipova Ye.N. - 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

Compositions of the Committees under the Board of Directors of Kubanenergo PJSC

The following resolution is proposed:

1.1. To decide that the Personnel and Remuneration Committee of the Company's Board of Directors shall consist of 3 (three) persons.

1.2. To elect the following persons to the Personnel and Remuneration of the Company's Board of Directors:

#	Name of the candidate	Employment
1	Kiryukhin Sergey Vladimirovich	Acting Deputy Director General – Chief of Staff, Rosseti PJSC

Voting results

Gavrilov A.I.	-	FOR	Sergeeva O.A.	-	FOR
Varvarin A.V.	-	FOR	Rozhkov V.V.,	-	FOR
Kiryukhin S.V.	-	FOR	Shagina I.A.	-	FOR
Larionov D.V.	-	FOR	Khokholkova K.V.	-	FOR
Medvedev M.V.	-	FOR	Yavorsky.V.K.	-	FOR
Osipova Ye.N.	-	FOR			

#	Name of the candidate	Employment
2	Romanovskaya Larisa Anatolievna	Deputy Director General – Governing Institution Relations, Rosseti PJSC

Voting results

Gavrilov A.I.	-	FOR	Sergeeva O.A.	-	FOR
Varvarin A.V.	-	FOR	Rozhkov V.V.,	-	FOR
Kiryukhin S.V.	-	FOR	Shagina I.A.	-	FOR
Larionov D.V.	-	FOR	Khokholkova K.V.	-	FOR
Medvedev M.V.	-	FOR	Yavorsky.V.K.	-	FOR
Osipova Ye.N.	-	FOR			

1.3. To appoint Romanovskaya Larisa Anatolievna, Deputy Director General – Governing Institution Relations, Rosseti PJSC, for the position of the Chairperson of the Personnel and Remuneration Committee

#	Name of the candidate	Employment
3	Erpsheer Nataliya Ilinichna	Head of Division for Organization Development under Department of HR Policy and Organization Development, Rosseti PJSC

Voting results

Gavrilov A.I.	-	FOR	Sergeeva O.A.	-	FOR
Varvarin A.V.	-	FOR	Rozhkov V.V.,	-	FOR
Kiryukhin S.V.	-	FOR	Shagina I.A.	-	FOR
Larionov D.V.	-	FOR	Khokholkova K.V.	-	FOR
Medvedev M.V.	-	FOR	Yavorsky.V.K.	-	FOR

Osipova Ye.N. - FOR

#	Name of the candidate	Employment
4	Varvarin Aleksandr Viktorovich	Vice President for Legal Regulation and Administration of Law, Russian Union of Industrialists and Entrepreneurs

Voting results

Gavrilov A.I.	-	ABSTAINED	Sergeeva O.A.	-	ABSTAINED
Varvarin A.V.	-	ABSTAINED	Rozhkov V.V.,	-	ABSTAINED
Kiryukhin S.V.	-	ABSTAINED	Shagina I.A.	-	ABSTAINED
Larionov D.V.	-	ABSTAINED	Khokholkova K.V.	-	ABSTAINED
Medvedev M.V.	-	ABSTAINED	Yavorsky.V.K.	-	ABSTAINED
Osipova Ye.N.	-	ABSTAINED			

2.1. To decide that the Audit Committee of the Company's Board of Directors shall consist of 3 (three) persons.

2.2. To elect the following persons to the Audit Committee of the Company's Board of Directors:

#	Name of the candidate	Employment
1	Varvarin Aleksandr Viktorovich	Vice President for Legal Regulation and Administration of Law, Russian Union of Industrialists and Entrepreneurs
2	Kiryukhin Sergey Vladimirovich	Acting Deputy Director General – Chief of Staff, Rosseti PJSC
3	Osipova Yelena Nikolayevna	Head of Financial Analysis Unit at Finance Department, Rosseti PJSC

2.3. To appoint Kiryukhin Sergey Vladimirovich for the position of the Chairperson of the Audit Committee.

Voting results

Gavrilov A.I.	-	FOR	Sergeeva O.A.	-	FOR
Varvarin A.V.	-	FOR	Rozhkov V.V.,	-	FOR
Kiryukhin S.V.	-	FOR	Shagina I.A.	-	FOR
Larionov D.V.	-	FOR	Khokholkova K.V.	-	FOR
Medvedev M.V.	-	FOR	Yavorsky.V.K.	-	FOR
Osipova Ye.N.	-	FOR			

3.1 To decide that the Committee for Strategy under the Company's Board of Directors shall consist of 9 (nine) persons.

3.2. To elect the following persons to the Committee for Strategy under the Company's Board of Directors:

#	Name of the candidate	Employment
1	Bogomolov Alexander Yurievch	Chief Specialist at Strategic Projects Unit at Strategic Planning Department, Rosseti PJSC

Voting results

Gavrilov A.I.	-	FOR	Sergeeva O.A.	-	FOR
Varvarin A.V.	-	FOR	Rozhkov V.V.,	-	FOR
Kiryukhin S.V.	-	FOR	Shagina I.A.	-	FOR
Larionov D.V.	-	FOR	Khokholkova K.V.	-	FOR

Medvedev M.V. - FOR
Osipova Ye.N. - FOR

Yavorsky.V.K. - FOR

#	Name of the candidate	Employment
2	Guselnikov Konstantin Sergeyevich	Director General, FinInvest Consulting LLC

Voting results

Gavrilov A.I. - FOR
Varvarin A.V. - FOR
Kiryukhin S.V. - FOR
Larionov D.V. - FOR
Medvedev M.V. - FOR
Osipova Ye.N. - FOR

Sergeeva O.A. - FOR
Rozhkov V.V., - FOR
Shagina I.A. - FOR
Khokholkova K.V. - FOR
Yavorsky.V.K. - FOR

#	Name of the candidate	Employment
3	Lavrova Marina Alexandrovna	Deputy Head of Economics Department, Rosseti PJSC

Voting results

Gavrilov A.I. - FOR
Varvarin A.V. - FOR
Kiryukhin S.V. - FOR
Larionov D.V. - FOR
Medvedev M.V. - FOR
Osipova Ye.N. - FOR

Sergeeva O.A. - FOR
Rozhkov V.V., - FOR
Shagina I.A. - FOR
Khokholkova K.V. - FOR
Yavorsky.V.K. - FOR

#	Name of the candidate	Employment
4	Medvedev Mikhail Vladimirovich	Deputy Director General, Holding Company Intra Tool LLC

Voting results

Gavrilov A.I. - FOR
Varvarin A.V. - FOR
Kiryukhin S.V. - FOR
Larionov D.V. - FOR
Medvedev M.V. - FOR
Osipova Ye.N. - FOR

Sergeeva O.A. - FOR
Rozhkov V.V., - FOR
Shagina I.A. - FOR
Khokholkova K.V. - FOR
Yavorsky.V.K. - FOR

#	Name of the candidate	Employment
5	Mikryukov Dmitriy Vasilievich	Chief Expert of Division for Planning and Pricing in Investment Activity at Investments Activity Department, Rosseti PJSC

Voting results

Gavrilov A.I. - FOR
Varvarin A.V. - FOR
Kiryukhin S.V. - FOR
Larionov D.V. - FOR
Medvedev M.V. - FOR
Osipova Ye.N. - FOR

Sergeeva O.A. - FOR
Rozhkov V.V., - FOR
Shagina I.A. - FOR
Khokholkova K.V. - FOR
Yavorsky.V.K. - FOR

#	Name of the candidate	Employment
6	Ocheredko Olga Vyacheslavovna	Deputy General Director for Economics and Finance, Kubanenergo PJSC

Voting results

Gavrilov A.I.	- FOR	Sergeeva O.A.	- FOR
Varvarin A.V.	- FOR	Rozhkov V.V.,	- FOR
Kiryukhin S.V.	- FOR	Shagina I.A.	- FOR
Larionov D.V.	- FOR	Khokholkova K.V.	- FOR
Medvedev M.V.	- FOR	Yavorsky.V.K.	- FOR
Osipova Ye.N.	- FOR		

#	Name of the candidate	Employment
7	Pavlov Alexey Igorevich	Head of Finance Department, Rosseti PJSC

3.3. To appoint Pavlov Alexey Igorevich for the position of the Chairperson of the Committee for Strategy under the Company's Board of Directors.

Voting results

Gavrilov A.I.	- FOR	Sergeeva O.A.	- FOR
Varvarin A.V.	- FOR	Rozhkov V.V.,	- FOR
Kiryukhin S.V.	- FOR	Shagina I.A.	- FOR
Larionov D.V.	- FOR	Khokholkova K.V.	- FOR
Medvedev M.V.	- FOR	Yavorsky.V.K.	- FOR
Osipova Ye.N.	- FOR		

#	Name of the candidate	Employment
8	Pokalyuk Maxim Mikhailovich	Head of Unit for Implementation on Innovation Projects at Department of Technological Development and Innovation, Rosseti PJSC

Voting results

Gavrilov A.I.	- FOR	Sergeeva O.A.	- FOR
Varvarin A.V.	- FOR	Rozhkov V.V.,	- FOR
Kiryukhin S.V.	- FOR	Shagina I.A.	- FOR
Larionov D.V.	- FOR	Khokholkova K.V.	- FOR
Medvedev M.V.	- FOR	Yavorsky.V.K.	- FOR
Osipova Ye.N.	- FOR		

#	Name of the candidate	Employment
9	Ryabukhin Yakov Viktorovich	Chief expert at Directorate for Tariff Making and Development of Government Regulation at Tariff Policy Department, Rosseti PJSC

Voting results

Gavrilov A.I.	- FOR	Sergeeva O.A.	- FOR
Varvarin A.V.	- FOR	Rozhkov V.V.,	- FOR
Kiryukhin S.V.	- FOR	Shagina I.A.	- FOR
Larionov D.V.	- FOR	Khokholkova K.V.	- FOR
Medvedev M.V.	- FOR	Yavorsky.V.K.	- FOR

Osipova Ye.N. - FOR

#	Name of the candidate	Employment
10	Kondratiev Arsalan Konstantinovich	Chief Expert at Directorate for Financial Analysis, at Tariff Policy Department, Rosseti PJSC

Voting results

Gavrilov A.I.	-	ABSTAINED	Sergeeva O.A.	-	ABSTAINED
Varvarin A.V.	-	ABSTAINED	Rozhkov V.V.,	-	ABSTAINED
Kiryukhin S.V.	-	ABSTAINED	Shagina I.A.	-	ABSTAINED
Larionov D.V.	-	ABSTAINED	Khokholkova K.V.	-	ABSTAINED
Medvedev M.V.	-	ABSTAINED	Yavorsky.V.K.	-	ABSTAINED
Osipova Ye.N.	-	ABSTAINED			

4.1 To decide that the Reliability Committee under the Company's Board of Directors shall consist of 5 (five) persons.

4.2. To elect the following persons to the Reliability Committee under the Company's Board of Directors:

#	Name of the candidate	Employment
1	Bogomolov Alexander Yurievch	Chief Specialist at Strategic Projects Unit at Strategic Planning Department, Rosseti PJSC
2	Medvedev Mikhail Vladimirovich	Deputy Director General, Holding Company Intra Tool LLC
3	Ocheredko Olga Vyacheslavovna	Deputy General Director for Economics and Finance, Kubanenergo PJSC
4	Ukolov Vladimir Anatolievich	Deputy Director of Situation and Analytical Centre, Rosseti PJSC
5	Shishigin Igor Nikolaevich	Deputy Director General in charge of Technical Issues – Chief Engineer, Kubanenergo PJSC

4.3. To appoint Ukolov Vladimir Anatolievich for the position of the Chairperson of the Reliability Committee under the Company's Board of Directors.

5.1. To decide that the Grid Connection Committee under the Company's Board of Directors shall consist of 5 (five) persons.

5.2. To elect the following persons to the Reliability Committee under the Company's Board of Directors:

#	Name of the candidate	Employment
1	Varvarin Aleksandr Viktorovich	Vice President for Legal Regulation and Administration of Law, Russian Union of Industrialists and Entrepreneurs

Voting results

Gavrilov A.I.	-	FOR	Sergeeva O.A.	-	FOR
Varvarin A.V.	-	FOR	Rozhkov V.V.,	-	FOR
Kiryukhin S.V.	-	FOR	Shagina I.A.	-	FOR
Larionov D.V.	-	FOR	Khokholkova K.V.	-	FOR
Medvedev M.V.	-	FOR	Yavorsky.V.K.	-	FOR
Osipova Ye.N.	-	FOR			

#	Name of the candidate	Employment
2	Davydkin Vladimir Alexandrovich	Head of Grid Connection Unit at Department of Selling of Services, Rosseti PJSC

Voting results

Gavrilov A.I.	-	FOR	Sergeeva O.A.	-	FOR
Varvarin A.V.	-	FOR	Rozhkov V.V.,	-	FOR
Kiryukhin S.V.	-	FOR	Shagina I.A.	-	FOR
Larionov D.V.	-	FOR	Khokholkova K.V.	-	FOR
Medvedev M.V.	-	FOR	Yavorsky.V.K.	-	FOR
Osipova Ye.N.	-	FOR			

#	Name of the candidate	Employment
3	Kostetsky Vyacheslav Yurievich	Deputy Director General for Devolvement and Grid Connection, Kubanenergo PJSC

Voting results

Gavrilov A.I.	-	FOR	Sergeeva O.A.	-	FOR
Varvarin A.V.	-	FOR	Rozhkov V.V.,	-	FOR
Kiryukhin S.V.	-	FOR	Shagina I.A.	-	FOR
Larionov D.V.	-	FOR	Khokholkova K.V.	-	FOR
Medvedev M.V.	-	FOR	Yavorsky.V.K.	-	FOR
Osipova Ye.N.	-	FOR			

#	Name of the candidate	Employment
4	Lyashko Andrey Mikhailovich	Deputy Minister of Fuel and Energy Complex and Housing and Public Utilities of Krasnodar region

Voting results

Gavrilov A.I.	-	FOR	Sergeeva O.A.	-	FOR
Varvarin A.V.	-	FOR	Rozhkov V.V.,	-	FOR
Kiryukhin S.V.	-	FOR	Shagina I.A.	-	FOR
Larionov D.V.	-	FOR	Khokholkova K.V.	-	FOR
Medvedev M.V.	-	FOR	Yavorsky.V.K.	-	FOR
Osipova Ye.N.	-	FOR			

#	Name of the candidate	Employment
5	Pyatigor Alexander Mikhailovich	Member of the Management Board, Deputy Director General for Selling of Services, Rosseti PJSC

Voting results

Gavrilov A.I.	-	FOR	Sergeeva O.A.	-	FOR
Varvarin A.V.	-	FOR	Rozhkov V.V.,	-	FOR
Kiryukhin S.V.	-	FOR	Shagina I.A.	-	FOR
Larionov D.V.	-	FOR	Khokholkova K.V.	-	FOR
Medvedev M.V.	-	FOR	Yavorsky.V.K.	-	FOR
Osipova Ye.N.	-	FOR			

#	Name of the candidate	Employment
6	Soltan Yelena Leonodovna	Head of Grid Connection Department, Kubanenergo PJSC

Voting results

Gavrilov A.I.	-	ABSTAINED	Sergeeva O.A.	-	ABSTAINED
Varvarin A.V.	-	ABSTAINED	Rozhkov V.V.,	-	ABSTAINED
Kiryukhin S.V.	-	ABSTAINED	Shagina I.A.	-	ABSTAINED
Larionov D.V.	-	ABSTAINED	Khokholkova K.V.	-	ABSTAINED
Medvedev M.V.	-	ABSTAINED	Yavorsky.V.K.	-	ABSTAINED
Osipova Ye.N.	-	ABSTAINED			

#	Name of the candidate	Employment
7	Ryabukhin Yakov Viktorovich	Chief expert at Directorate for Tariff Making and Development of Government Regulation at Tariff Policy Department, Rosseti PJSC

Voting results

Gavrilov A.I.	-	ABSTAINED	Sergeeva O.A.	-	ABSTAINED
Varvarin A.V.	-	ABSTAINED	Rozhkov V.V.,	-	ABSTAINED
Kiryukhin S.V.	-	ABSTAINED	Shagina I.A.	-	ABSTAINED
Larionov D.V.	-	ABSTAINED	Khokholkova K.V.	-	ABSTAINED
Medvedev M.V.	-	ABSTAINED	Yavorsky.V.K.	-	ABSTAINED
Osipova Ye.N.	-	ABSTAINED			

Thus, on the third item the Company's Board of Directors unanimously approved the following decision:

1.1. To decide that the Personnel and Remuneration Committee of the Company's Board of Directors shall consist of 3 (three) persons.

1.2. To elect the following persons to the Personnel and Remuneration of the Company's Board of Directors:

#	Name of the candidate	Employment
1	Kiryukhin Sergey Vladimirovich	Acting Deputy Director General – Chief of Staff, Rosseti PJSC
2	Romanovskaya Larisa Anatolievna	Deputy Director General – Governing Institution Relations, Rosseti PJSC
3	Erpsher Nataliya Ilinichna	Head of Division for Organization Development under Department of HR Policy and Organization Development, Rosseti PJSC

1.3. To appoint Romanovskaya Larisa Anatolievna, Deputy Director General – Governing Institution Relations, Rosseti PJSC, for the position of the Chairperson of the Personnel and Remuneration Committee

2.1. To decide that the Audit Committee of the Company's Board of Directors shall consist of 3 (three) persons.

2.2. To elect the following persons to the Audit Committee of the Company's Board of Directors:

#	Name of the candidate	Employment
1	Varvarin Aleksandr Viktorovich	Vice President for Legal Regulation and Administration of Law, Russian Union of Industrialists and Entrepreneurs

2	Kiryukhin Sergey Vladimirovich	Acting Deputy Director General – Chief of Staff, Rosseti PJSC
3	Osipova Yelena Nikolayevna	Head of Financial Analysis Unit at Finance Department, Rosseti PJSC

2.3. To appoint Kiryukhin Sergey Vladimirovich for the position of the Chairperson of the Audit Committee.

3.1 To decide that the Committee for Strategy under the Company’s Board of Directors shall consist of 9 (nine) persons.

3.2. To elect the following persons to the Committee for Strategy under the Company’s Board of Directors:

#	Name of the candidate	Employment
1	Bogomolov Alexander Yurievch	Chief Specialist at Strategic Projects Unit at Strategic Planning Department, Rosseti PJSC
2	Guselnikov Konstantin Sergeevich	Director General, FinInvest Consulting LLC
3	Lavrova Marina Alexandrovna	Deputy Head of Economics Department, Rosseti PJSC
4	Medvedev Mikhail Vladimirovich	Deputy Director General, Holding Company Intra Tool LLC
5	Mikryukov Dmitriy Vasilievich	Chief Expert of Division for Planning and Pricing in Investment Activity at Investments Activity Department, Rosseti PJSC
6	Ocheredko Olga Vyacheslavovna	Deputy General Director for Economics and Finance, Kubanenergo PJSC
7	Pavlov Alexey Igorevich	Head of Finance Department, Rosseti PJSC
8	Pokalyuk Maxim Mikhailovich	Head of Unit for Implementation on Innovation Projects at Department of Technological Development and Innovation, Rosseti PJSC
9	Ryabukhin Yakov Viktorovich	Chief expert at Directorate for Tariff Making and Development of Government Regulation at Tariff Policy Department, Rosseti PJSC

3.3. To appoint Pavlov Alexey Igorevich for the position of the Chairperson of the Committee for Strategy under the Company’s Board of Directors.

4.1 To decide that the Reliability Committee under the Company’s Board of Directors shall consist of 5 (five) persons.

4.2. To elect the following persons to the Reliability Committee under the Company’s Board of Directors:

#	Name of the candidate	Employment
1	Bogomolov Alexander Yurievch	Chief Specialist at Strategic Projects Unit at Strategic Planning Department, Rosseti PJSC
2	Medvedev Mikhail Vladimirovich	Deputy Director General, Holding Company Intra Tool LLC
3	Ocheredko Olga Vyacheslavovna	Deputy General Director for Economics and Finance, Kubanenergo PJSC
4	Ukolov Vladimir Anatolievich	Deputy Director of Situation and Analytical Centre, Rosseti PJSC
5	Shishigin Igor Nikolaevich	Deputy Director General in charge of Technical Issues – Chief Engineer, Kubanenergo PJSC

4.3. To appoint Ukolov Vladimir Anatolievich for the position of the Chairperson of the Reliability Committee under the Company’s Board of Directors.

5.1. To decide that the Grid Connection Committee under the Company's Board of Directors shall consist of 5 (five) persons.

5.2. To elect the following persons to the Reliability Committee under the Company's Board of Directors:

1	Varvarin Aleksandr Viktorovich	Vice President for Legal Regulation and Administration of Law, Russian Union of Industrialists and Entrepreneurs
2	Davydkin Vladimir Alexandrovich	Head of Grid Connection Unit at Department of Selling of Services, Rosseti PJSC
3	Kostetsky Vyacheslav Yurievich	Deputy Director General for Devolvement and Grid Connection, Kubanenergo PJSC
4	Lyashko Andrey Mikhailovich	Deputy Minister of Fuel and Energy Complex and Housing and Public Utilities of Krasnodar region
5	Pyatigor Alexander Mikhailovich	Member of the Management Board, Deputy Director General for Selling of Services, Rosseti PJSC

5.3. To appoint Pyatigor Alexander Mikhailovich for the position of the Chairperson of the Reliability Committee under the Company's Board of Directors.

Item 4

Approval of the Programme of non-state pension provision for the employees of Kubanenergo PJSC in 2019

The following resolution is proposed:

Approve the Programme of non-state pension provision for the employees of Kubanenergo PJSC in 2019, as specified in Annex 3 to the present resolution.

Voting results

Gavrilov A.I.	-	FOR	Sergeeva O.A.	-	FOR
Varvarin A.V.	-	FOR	Rozhkov V.V.,	-	FOR
Kiryukhin S.V.	-	FOR	Shagina I.A.	-	FOR
Larionov D.V.	-	FOR	Khokholkova K.V.	-	FOR
Medvedev M.V.	-	FOR	Yavorsky.V.K.	-	FOR
Osipova Ye.N.	-	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

Approval of the Programme of Insurance Protection of Kubanenergo PJSC in 2019

The following resolution is proposed:

1. Approve the Programme of Insurance Protection of Kubanenergo PJSC in 2019, as specified in Annex 4 to the present resolution.

2. Confidential

3. Confidential

Voting results

Gavrilov A.I.	-	FOR	Sergeeva O.A.	-	FOR
Varvarin A.V.	-	FOR	Rozhkov V.V.,	-	FOR
Kiryukhin S.V.	-	FOR	Shagina I.A.	-	FOR
Larionov D.V.	-	FOR	Khokholkova K.V.	-	FOR
Medvedev M.V.	-	FOR	Yavorsky.V.K.	-	FOR
Osipova Ye.N.	-	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

Determining the remuneration payable for the services of the external auditor of the Company

The following resolution is proposed:

Determine the amount of payment for the services of the external auditor of the Company Ernst & Young LLC for audit of the accounting (financial) statements for 2019 prepared in accordance with RAS, audit of the consolidated financial statements prepared in accordance with IFRS for the year ended 31.12. 2019, in the amount of 4 478 469 (four million four hundred seventy eight thousand four hundred sixty nine) rubles 95 kopecks, plus VAT (20%): 895 694 (eight hundred ninety five thousand six hundred ninety four) rubles 00 kopecks.

Voting results

Gavrilov A.I.	-	FOR	Sergeeva O.A.	-	FOR
Varvarin A.V.	-	FOR	Rozhkov V.V.,	-	FOR
Kiryukhin S.V.	-	FOR	Shagina I.A.	-	FOR
Larionov D.V.	-	FOR	Khokholkova K.V.	-	FOR
Medvedev M.V.	-	FOR	Yavorsky.V.K.	-	FOR
Osipova Ye.N.	-	FOR			

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

Item 7

Expressing the Company's opinion on agenda of the General Meeting of Shareholders of the Company's affiliate – "Recreation Centre "Energetik" JSC

The following resolution is proposed:

Instruct representatives of Kubanenergo PJSC at the General Meeting of Shareholders of Recreation Centre "Energetik" JSC to vote for adoption of the following decision on item "Introduction of changes and supplements to the Charter of the Company":

Paragraph 3.2 of article 3 of the Charter of Recreation Centre "Energetik" JSC shall be amended as specified in the Annex hereto.

Voting results

Gavrilov A.I.	-	FOR	Sergeeva O.A.	-	FOR
Varvarin A.V.	-	FOR	Rozhkov V.V.,	-	FOR
Kiryukhin S.V.	-	FOR	Shagina I.A.	-	FOR
Larionov D.V.	-	FOR	Khokholkova K.V.	-	FOR
Medvedev M.V.	-	FOR	Yavorsky.V.K.	-	FOR
Osipova Ye.N.	-	FOR			

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

Chairperson of the BoD

Gavrilov A.I.

Corporate secretary

Russu O.V.