

**Minutes of the Meeting of the Board of Directors No. 367/2019**

**of the Public Joint Stock Company**

**of Power Industry and Electrification of Kuban (PJSC Kubanenergo)**

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| Date of Meeting | November 29, 2019 |
| Form of Meeting: | Absentee voting (by questionnaire) |
| Location of summing up the voting results: | room 105, building 1, 2А Stavropolskaya Str., Krasnodar (for postage to the Corporate Secretary of PJSC Kubanenergo) |
| Date on which the minutes were drawn up: | November 29, 2019 |
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**Members of the Board of Directors:** 11 persons

**Members of the Board of Directors were submitted the checklists**: Gavrilov A.I. (Chairman of the Board of Directors), Varvarin A.V., Kiryukhin S.V., Larionov D.V., Medvedev M.V., Osipova E.N., Rozhkov V.V., Sergeeva O.A., Khokholkova K.V., Shagina I.A., Yavorskiy V.K.

**Members of the Board of Directors were not submitted the checklists:** none.

In accordance with the Clause 7.3 “Regulations on the Board of Directors of Public Joint Stock Company of Power Industry and Electrification of Kuban” (passed by the decision of the Annual General Meeting of Shareholders of PJSC Kubanenergo, Minutes No. 42 of June 20, 2019) at least half of the number of elected members of the Board of Directors of the Company constitutes a quorum for a meeting of the Board of Directors.

**A quorum is present.**

**Agenda of the meeting of the Board of Directors:**

1. On preliminary approval of the resolution on delivery of contributions by PJSC Kubanenergo in 2019.
2. On introducing amendments to the Appendix No. 6 “The list of affiliated persons of the Customers, purchase of goods, works and services which shall not be governed by the Federal Law No. 223-FZ” to the Common Procurement Standard of PJSC Rosseti (Regulation on the procurement).

**Item No.1: On preliminary approval of the resolution on delivery of contributions by PJSC Kubanenergo in 2019.**

**The following solution was offered:**

1. *To approve the delivery of contributions by PJSC Kubanenergo in 2019 in accordance with the Appendix No. 1 to the present resolution of the Company’s Board of Directors.*
2. *To assign the chief executive officer (CEO) of PJSC Kubanenergo to provide contribution finding out of profits from uncontrolled types of activities without planned characteristics decline on financial result and the amount of dividend payout taking into consideration the maintaining the complete performance of the reduction index of unit operating costs (expenses) for year 2019 results.*

**The results of voting:**

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| --- | --- | --- | --- | --- | --- |
| Gavrilov A.I. | - | **“FOR”** | Sergeeva О.А. | - | **“FOR”** |
| Varvarin А.V. | - | **“FOR”** | Rozhkov V.V. | - | **“FOR”** |
| Kiryukhin S.V. | - | **“FOR”** | Shagina I.А. | - | **“FOR”** |
| Larionov D.V. | - | **“FOR”** | Khokholkova К.V. | - | **“FOR”** |
| Medvedev М.V. | - | **“FOR”** | Yavorskiy V.К. | - | **“FOR”** |
| Osipova Е.N. | - | **“FOR”** |  |  |  |

Thus, regarding the first Agenda Item of the meeting, the resolution **was adopted unanimously** by the Board of Directors participating in the meeting.

**Item No. 2:** **On introducing amendments to the Appendix No. 6 “The list of affiliated persons of the Customers, purchase of goods, works and services which shall not be governed by the Federal Law No. 223-FZ” to the Common Procurement Standard of PJSC Rosseti (Regulation on the procurement).**

**The following solution was offered:**

*To introduce amendments to the Appendix No. 6 “The list of affiliated persons of the Customers, purchase of goods, works and services which shall not be governed by the Federal Law No. 223-FZ” to the Common Procurement Standard of PJSC Rosseti (Regulation on the procurement) specified in part of inclusion to the List of JSC Energoservice of Kuban.*

**The results of voting:**

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| Gavrilov A.I. | - | **“FOR”** | Sergeeva О.А. | - | **“FOR”** |
| Varvarin А.V. | - | **“FOR”** | Rozhkov V.V. | - | **“FOR”** |
| Kiryukhin S.V. | - | **“FOR”** | Shagina I.А. | - | **“FOR”** |
| Larionov D.V. | - | **“FOR”** | Khokholkova К.V. | - | **“FOR”** |
| Medvedev М.V. | - | **“FOR”** | Yavorskiy V.К. | - | **“FOR”** |
| Osipova Е.N. | - | **“FOR”** |  |  |  |

Thus, regarding the first Agenda Item of the meeting, the resolution **was adopted unanimously** by the Board of Directors participating in the meeting.

**Chairman of the Board of Directors А.I. Gavrilov**

**Corporate Secretary O.V. Russu**