###  шапка2_Монтажная область 1

**Minutes of the Meeting of the Board of Directors No. 389/2020**

**of the Public Joint Stock Company**

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

|  |  |
| --- | --- |
| Date of Meeting | May 28, 2020 |
| Form of Meeting: | Absentee voting (by questionnaire) |
| Location of summing up the voting results: | room 202, building 2, 2А Stavropolskaya Str., Krasnodar (for postage to the Corporate Secretary of PJSC Kubanenergo) |
| Date on which the minutes were drawn up: | May 29, 2020 |

**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 consideration of the report concerning the implementation of PJSC Kubanenergo business plan for 2019.
2. On approval of the report on investment program implementation results of PJSC Kubanenergo for 2019.
3. On consideration of the report concerning the execution of Kubanenergo Group business plans consolidated on principles of RAS and IFRS for 2019.
4. On consideration of the report of the CEO of the Company on the implementation of non-core assets register for the first quarter (Q1) of 2020, on the approval of the updated register of non-core assets of PJSC Kubanenergo.
5. On consideration of the report of the CEO of PJSC Kubanenergo concerning the implementation of the decisions of the Board of Directors adopted at the meetings of the Company’s Board of Directors.
6. On approval of the work report of the Corporate Secretary of PJSC Kubanenergo.

**Item No. 1:** **On consideration of the report concerning the implementation of PJSC Kubanenergo business plan for 2019.**

**The following solution was offered:**

*1. Take into consideration the report concerning the implementation of PJSC Kubanenergo business plan for 2019 in accordance with the Appendix No. 1 to the present resolution of the Company’s Board of Directors.*

*2. It is necessary to notice the deviation of actual figures from planned figures of the business plan on the basis of the Company’s performance for 2019 in accordance with the Appendix No. 2 to the present resolution of the Company’s Board of Directors.*

*3. To assign the Chief Executive Officer (CEO) of PJSC Kubanenergo to provide execution of instructions and recommendations in accordance with the Appendix No. 3 to the present resolution of the Company’s Board of Directors.*

**The results of voting:**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| 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 approval of the report on investment program implementation results of PJSC Kubanenergo for 2019.**

**The following solution was offered:**

*1. Take into consideration the report on* *investment program implementation results of PJSC Kubanenergo for 2019 in accordance with the Appendix No. 4 to the present resolution of the Company’s Board of Directors.*

*2. It is necessary to notice the deviation of actual parameters from planed parameters of investment program implementation for 2019* *in accordance with the Appendix No. 5 to the present resolution of the Company’s Board of Directors.*

*3. To assign the Chief Executive Officer (CEO) of the Company to submit to the Board of Directors of PJSC Kubanenergo for consideration the item on the reasons for deviation of actual parameters from planed parameters of investment program implementation for 2019.*

*4. Take into consideration the report on acquisition of electric power facilities for 2019 which do not require approval at the meeting of the Board of Directors of PJSC Kubanenergo in accordance with the Appendix No. 6 to the present resolution of the Company’s Board of Directors.*

**The results of voting:**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| 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 second Agenda Item of the meeting, the resolution **was adopted unanimously** by the Board of Directors participating in the meeting.

**Item No. 3: On consideration of the report concerning the execution of Kubanenergo Group business plans consolidated on principles of RAS and IFRS for 2019.**

**The following solution was offered:**

*1. Take into consideration the report concerning the execution of Kubanenergo Group business plans consolidated on principles of RAS and IFRS for 2019 in accordance with the Appendices No. 7 and 8 to the present resolution of the Company’s Board of Directors.*

*2. It’s necessary to notice the deviation of actual figures from planned figures of the business plan* *on the basis of performance of PJCS Kubanenergo Group for 2019 in accordance with the Appendix No. 9 to the present resolution of the Company’s Board of Directors.*

**The results of voting:**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| 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 third Agenda Item of the meeting, the resolution **was adopted unanimously** by the Board of Directors participating in the meeting.

**Item No. 4:**  **On consideration of the report of the CEO of the Company** **on the implementation of non-core assets register for the first quarter (Q1) of 2020, on the approval of the updated register of non-core assets of PJSC Kubanenergo.**

**The following solution was offered:**

*1. Take into consideration the report on the implementation of non-core assets register for the first quarter (Q1) of 2020 in accordance with the Appendix No. 10 to the present resolution of the Company’s Board of Directors.*

*2. To approve the updated register of non-core assets as amended in accordance with the Appendix No. 11 to the present resolution of the Company’s Board of Directors.*

**The results of voting:**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| 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 fourth Agenda Item of the meeting, the resolution **was adopted unanimously** by the Board of Directors participating in the meeting.

**Item No. 5:** **On consideration of the report of the CEO of PJSC Kubanenergo concerning the implementation of the decisions of the Board of Directors adopted at the meetings of the Company’s Board of Directors.**

**The following solution was offered:**

*1. Take into consideration the report of the CEO of PJSC Kubanenergo concerning the implementation of the decisions of the Board of Directors adopted at the meetings of the Company’s Board of Directors in accordance with the Appendix No. 12 to the present resolution of the Company’s Board of Directors.*

*2.* *Take into consideration the reports of the CEO of PJSC Kubanenergo* *concerning the implementation of the decisions of the Board of Directors of the Company of September 5, 2019 on item No.7, Clause 5 (Minutes No. 359/2019 of September 6, 2019); on item No.6, Clause 2 of May 15, 2019 (Minutes No. 342/2019 of September 17, 2019); on item No. 1, Clause 2.2. of February 25, 2019 (Minutes No. 331/2019); on item No. 2, Clause 2 of August 16, 2019 (Minutes No. 358/2019), in accordance with Appendices No. 13-15 to the present resolution of the Board of Directors.*

**The results of voting:**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| 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 fifth Agenda Item of the meeting, the resolution **was adopted unanimously** by the Board of Directors participating in the meeting.

**Item No. 6:** **On approval of the work report of the Corporate Secretary of PJSC Kubanenergo.**

**The following solution was offered:**

*To approve the work report of the Corporate Secretary of PJSC Kubanenergo in accordance with the Appendix No. 16 to the present resolution of the Company’s Board of Directors.*

**The results of voting:**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| 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 sixth 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**