###  Minutes of the Meeting of the Board of Directors No. 439/2021

### of the Public Joint Stock Company

###  Rosseti Kuban (PJSC Rosseti Kuban)

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| Date of Meeting | July 2, 2021 |
| 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 Rosseti Kuban) |
| Date on which the minutes were drawn up: | July 5, 2021 |

**Members of the Board of Directors:** 11 persons

**Members of the Board of Directors were submitted the checklists**: Krainskiy D.V., Gladkovskiy G.K., Kazakov A.I., Molskiy A.V., Medvedev M.V., Ozhegina N.K., Prokhorov E.V., Sergeev S.V., Tikhonova M.G., Yavorskiy V.K.

**Members of the Board of Directors were not submitted the checklists:** Polinov A. A.

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. 43 of May 29, 2020) 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 convening of the extraordinary General Meeting of Shareholders of the Company.

**Item No. 1:** **On convening of the extraordinary General Meeting of Shareholders of the Company.**

**The following solution was offered:**

*1. To convene the* *extraordinary General Meeting of Shareholders of the Company in the form of absentee voting.*

*2. To determine the date of holding the extraordinary General Meeting of Shareholders (acceptance end date of the voting ballots) – August 31, 2021.*

*3. To approve the following agenda item of the extraordinary General Meeting of Shareholders of the Company:*

*1.* On early termination of authorities of the members of the Company’s Board of Directors.

2. On election of the members of the Company’s Board of Directors.

*4. To approve the determination date (record date) of persons entitled to take part in the extraordinary General Meeting of Shareholders of the Company – July 13, 2021.*

*5. Because of the fact that the preferred shares did not issued by the Company, the decisions on determination of the type (types) of preferred shares, the owners of which have the voting rights on the items of the Agenda of the General Meeting of Shareholders of the Company shall not be made.*

*6. To determine that information (materials) provided to persons who have the right to participate in the extraordinary General Meeting of Shareholders of the Company is:*

*- information on the candidates for the Board of Directors of the Company, including information on the persons who nominate each of the candidates and information on the presence or absence of the written consent of the indicated candidates for nomination or election;*

*- information on who proposed each agenda item of the extraordinary General Meeting of Shareholders;*

*- information on shareholder's agreements concluded within a year up to the date of holding the General Meeting of Shareholders;*

*- position of the Board of Directors regarding the agenda item of the Meeting and special opinions of the Board member on each agenda item of the Meeting;*

*- the model form of the power of attorney, which the shareholder may give to its representative, and procedure for its attestation;*

*- draft decision regarding the agenda items of the extraordinary General Meeting of Shareholders of the Company.*

*7. To establish that the persons who have the right to participate in the extraordinary General Meeting of Shareholders could obtain above-mentioned information (materials) for the period from August 8, 2021 to August 31, 2021, with the exception of weekends and public holidays, from 10 am until 3 pm Moscow time at the address*

*- Russian Federation, Krasnodar, 2A Stavropolskaya St., PJSC Rosseti Kuban*

*- Russian Federation, Moscow, 18 Stromynka St., building 5B, JSC IRC - R.O.S.T. (registrar of the Company),*

*and for the period from August 10, 2021 on the Company’s website on the Internet at:* [*https://rosseti-kuban.ru/*](https://rosseti-kuban.ru/)*.*

*As part of preparation for the General Meeting of Shareholders of the Company and in case the nominee shareholder is the person who is recorded in the register of Shareholders of the Company, the information (materials) to be submitted to the persons who have the right to participate in the General Meeting of Shareholders, is to be sent up to August 10, 2021 in accordance with the legislation of the Russian Federation on securities in order to provide information and materials to the persons who exercise the securities rights.*

*8. To approve the form and the text of the voting papers at the extraordinary General Meeting of Shareholders of the Company in accordance with Appendix 1 to the present resolution.*

*9. To inform the persons who have the right to participate at the extraordinary General Meeting of Shareholders of the Company, on conducting the extraordinary General Meeting of Shareholders of the Company: to publish information on the extraordinary General Meeting of Shareholders of the Company on the official website of the Company on the Internet at https://rosseti-kuban.ru/ not later than July 9, 2021:* [*https://rosseti-kuban.ru/*](https://rosseti-kuban.ru/)*.*

*The message text regarding the General Meeting of Shareholders is additionally sent in e-form to those shareholders of the Company who have provided the registrar with the information about e-mail addresses where such messages may be sent.*

*In case the nominee shareholder is the person who is recorded in the register of Shareholders of the Company, the information on the extraordinary General Meeting of Shareholders of the Company is to be sent in e-form (in the form of electronic documents signed by using an electronic signature) to the nominee shareholder up to July 9, 2021.*

*10. To determine that the voting ballots are to be sent at the address:*

*- 18 Stromynka St., building 5B, Moscow, 107076, Russian Federation, JSC IRC - R.O.S.T.*

*11. To determine the following website address on the Internet to fill in the e-form of voting ballots -* [*https://lk.rrost.ru/*](https://lk.rrost.ru/)*.*

*Shareholders who took part in the Annual General Meeting of Shareholders of the Company will be considered as shareholders, whose voting ballots will be received or filled in electronic form on the website on the Internet* [*https://lk.rrost.ru/*](https://lk.rrost.ru/) *up to August 31, 2021, as well as the shareholders who issued directions (instructions) for voting (in accordance with the legislation of the Russian Federation on securities), to those individuals who carry out accounting of share ownership rights of shareholders if the messages to announce their willingness are received up to August 31, 2021.*

*12. To elect as the secretary of the extraordinary General Meeting of Shareholders of the Company Russu Olga Vladimirovna – Corporate Secretary of the Company.*

*13. To determine that shareholders (a shareholder) of the Company* *holding in total not more than two (2) percent of voting shares of the Company, shall have the right to nominate the candidates to the Company’s Board of Directors, the number of which shall not exceed the* *number of members of the Board of Directors*.

*14. Proposals specified in Clause 13 of the present resolution shall be submitted to PJSC Rosseti Kuban* *in accordance with the procedure specified in the legislation of the Russian Federation and Articles of Association of PJSC Rosseti Kuban up to July 30, 2021.*



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 D.V. Krainskiy**

**Corporate Secretary O.V. Russu**