

**Minutes of meeting No.32
of extraordinary General meeting of shareholders of open joint stock company of
power industry and electrification of Kuban region**

Full business name and location of the Company:	open joint stock company of power industry and electrification of Kuban region 2 Stavropolskaya str., Krasnodar, Russian Federation
Type of general meeting:	annual
Form of meeting holding:	meeting in the form of the presence of the shareholders
Date of the general meeting:	August 24, 2012
Place of the holding the meeting:	Kubanenergo JSC, 2 Stavropolskaya str., Krasnodar, Russian Federation
Registration start-time:	09:00 a.m.
Registration end-time:	10:10 a.m.
Starting time of meeting:	10:00 a.m.
Start time of vote counting:	11:40 a.m.
End time of vote counting:	11:05 a.m.
Postal addresses for sending filled-in voting ballots:	▪ Kubanenergo JSC, 2 Stavropolskaya str., Krasnodar, Russian Federation 350033; ▪ “Registrar R.O.S.T” JSC (Company’s registrar), POB 9, 18 Stromynka str., Moscow 107996
Deadline of receiving voting ballots:	August 21, 2012
Date of drawing up minutes of meeting:	August 24, 2012

Extraordinary General meeting of Kubanenergo JSC shareholders (hereafter – the Meeting) is held upon the decision of Company’s Board of Directors dated 04.06.2012 (minutes of meeting No.136/2012 dd 05.06.2012).

According to paragraph 1 of article 56 of Federal Law “On Joint Stock Companies” and paragraph 5.1.1 of Regulation on the procedure of preparation and holding General meeting of Kubanenergo JSC shareholders the functions of ballot committee and registration of persons entitled to participate in General meeting of shareholders are fulfilled by Company’s registrar – “Registrar R.O.S.T” JSC.

By June 14, 2012 the announcement on holding the extraordinary General meeting of Kubanenergo shareholders was sent to each person from the list of entitled to participate in annual General meeting of shareholders.

The announcement on holding the annual General meeting of Kubanenergo shareholders was published in “Kubanskiye novosti” and “Sovetskaya Adygheya” newspapers on June 13, 2012, as well as was published at website of the Company on June 8, 2012.

By August 3, 2012 voting ballots were sent to each person from the list of entitled to participate in annual General meeting of shareholders.

Date of making the list of persons entitled to participate in annual General meeting of Company’s shareholders – **June 4, 2012.**

Presidium of the meeting:

Chairperson – Romeiko Dmitriy Igorevich, member of Kubanenergo Board of Directors, director for special commitments at Holding IDGC JSC.

Presidium members:

- Sultanov Georgiy Akhmedovich – member of Kubanenergo Board of Directors, director general of Kubanenergo JSC;

Secretary of the meeting – Russu Olga Vladimirovna –corporate secretary of Kubanenergo JSC.

The Chairperson called upon **Volneikina S.V.**, chairperson of ballot committee, representative of “Registrar R.O.S.T” JSC, to announce the presence of quorum. The quorum on all agenda items is present and is **96.6487% from the total amount of votes of persons entitled to participate in the Meeting.** The Meeting is quorate to adopt decisions on all items of the agenda.

Chairperson reports:

As of the closing of registry of Kubanenergo JSC shareholders (June 4, 2012) there are 142 102 589 (**one hundred and forty two million one hundred and two thousand five hundred eighty nine**) Company’s voting shares.

The Chairperson declares the meeting open.

As of the opening the Meeting registered shareholders and their representatives have in total more than half of distributed voting shares of the Company. According to article 58 of Federal Law “On Joint Stock Companies” and paragraph 11 of Company’s Charter the **quorum necessary for holding the meeting is present.**

Registration of participants will end with the discussion of the last agenda item.

In accordance with paragraph 4.10 of Order of FCSM RF (Federal Commission for the Securities Market of Russian Federation) No. 17/пс dated 31.05.2002 “On approval of regulations on extra requirements to the procedure of preparation, convening and holding general meeting of shareholders” persons registered for participation in the general meeting have right to vote on all agenda items starting from the opening of the meeting and till the beginning of voting counting, as the results of voting and decisions adopted by general meeting will be announced at the meeting.

In accordance with sub paragraph 2 of paragraph 4.10 of Order of FCSM RF No. 17/пс dated 31.05.2002 “On approval of regulations on extra requirements to the procedure of preparation, convening and holding general meeting of shareholders” after the last agenda item is discussed and the voting counting has not commenced the persons that did not vote till that moment will be given time to vote.

The Chairperson called upon **Volneikina S.V.**, chairperson of ballot committee, representative of “Registrar R.O.S.T” JSC, to explain the procedure of voting on agenda items and filling in the ballots.

In accordance with paragraph 4 of article 66 of Federal Law “On Joint Stock Companies” elections of members of company’s board of directors should be performed in the form of cumulative voting.

In case of cumulative voting the amount of votes possessed by the shareholder should be multiplied by the amount of persons that are to be elected to company’s board of

directors, and the shareholder has a right to give all votes to one candidate or to distributor the votes among two and more candidates. Candidates are considered as elected to company's board of directors if they get the majority of votes.

Please not that cumulative voting is applied at agenda item No.2 as well as that the company's board of directors will consist of 11 members.

Chairperson reports:

By decision of Company's BoD dated 04.06.2012 (minutes of meeting No. 136/2012 dd 05.06.2012) the following agenda of annual General meeting of Kubanenergo shareholders was approved:

1. On early termination of authorities of members of Company's Board of Directors.
2. On electing members to Company's Board of Directors.

The discussion of agenda commenced.

The first item of agenda of annual General meeting of Kubanenergo shareholders: "On early termination of authorities of members of Company's Board of Directors".

Romeiko Dmitriy Igorevich, Chairperson, reports on this agenda item.

The second item of agenda of annual General meeting of Kubanenergo shareholders: "On electing members to Company's Board of Directors".

Romeiko Dmitriy Igorevich, Chairperson, reports on this agenda item.

Chairperson reports: The discussion of agenda items of annual General meeting and registration of persons entitled to participate in meeting are finished.

Dear shareholders, according to the procedure of holding the annual General meeting of Kubanenergo JSC shareholders, you have 30 minutes for voting.

Voting results:

Item 1:

On early termination of authorities of members of Company's Board of Directors

Number of votes the persons, included in the list of persons entitled to participate in general meeting, had	142 102 589
Number of votes participated in the meeting	137 340 243
Quorum on this item, %	96.6487

Voting	Number of votes	% from participants in voting
FOR	137 335 413	99.9965
AGAINST	0	0.0000
ABSTAINED	1 050	0.0008
Did not vote	360	0.0002

Votes considered as invalid	3 420
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Decision adopted on item 1:

To early terminate the authorities of members of Company's Board of Directors

Item 2: On electing members to Company's Board of Directors

Number of votes the persons, included in the list of persons entitled to participate in general meeting, had	1 563 128 479
Number of votes participated in the meeting	1 510 742 673
Quorum on this item, %	96.6487

Voting:

	Candidate	Votes for candidates			
		FOR (for a single candidate)	Against	Abstained	Did not vote
1.	Budagrin OlegMikhailovich	117 009 911	0	3 960	3 960
2.	Murov Andrey Evgenievich	114 663 896			
3.	Diakov FyodorAlekseevich	114 669 074			
4.	Goncharov Valeriy Anatolievich	114 660 896			
5.	Romeiko Dmitriy Igorevich	114 660 896			
6.	Demidov Aleksey Vladimirovich	114 661 009			
7.	Sultanov Georgy Akhmedovich	114 738 623			
8.	Prokhorov YegorVyacheslavovich	114 661 009			
9.	Chichinskiy Mikhail Ivanovich	62 014 691			
10.	Mangarov Yuriy Nikolaevch	8 916			
11.	Komarov Valentin Mikhailovich	8 916			
12.	Neganov Leonid Valerievich	0			
13.	Likhov KhasanMushtafaevich	229 103 988			
14.	Yugov Aleksandr Sergeevich	0			
15.	Nikonov VasiliyVladislavovich	149 930 220			
16.	Gordienko Aleksandr Nikolaevich	0			
17.	Yemelin Aleksandr Sergeevich	149 930 333			
18.	Pustovoy Pavel Anatolievich	0			

Votes considered as invalid	12 375
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Decision adopted on item 2:**To elect the following candidates to Company's Board of Directores:**

1. Budagrin OlegMikhailovich;
2. Goncharov Valeriy Anatolievich;
3. Demidov Aleksey Vladimirovich;
4. Diakov FyodorAlekseevich;
5. Yemelin AleksandrSergeevich;
6. Likhov KhasanMushtafaevich;
7. Murov Andrey Evgenievich;
8. Nikonov VasiliyVladislavovich;
9. Prokhorov YegorVyacheslavovich;
- 10.Romeiko Dmitriy Igorevich;
- 11.Sultanov Georgy Akhmedovich.

Annex: minutes of meeting of ballot committee on the results of voting at annual general meeting of shareholders of open joint stock company of power industry and electrification of Kuban region dated 24.08.12 on 3 pages.

Chairperson of annual General meeting

Romeiko D.I.

Secretary of annual General meeting

Russu O.V.