

DRAFT RESOLUTIONS

of annual general meeting of shareholders of “Kubanenergo” PJSC to be held 24 June 2016

ITEM 1: On approval of Company’s annual report.

DRAFT DECISION:

To approve the annual report of the Company for 2015.

ITEM 2: On approval annual accounting (financial) report, including the profit and loss statement (income statement).

DRAFT DECISION:

To approve the annual accounting report of the Company for 2015.

ITEM 3: On approval of distribution of profit of the Company by the results of 2015.

DRAFT DECISION:

To approve the following profit distribution (losses) of the Company for 2015 fiscal year:

	(thousand rubles)
Undistributed profit (losses) of the reporting period:	1 452 479
To distribute for: Reserve fund	72 624
Profit for development	-
Dividends	1 144 797
Repayment of undistributed deficit of prior years	235 058

ITEM 4: On the amount, terms and form of paying the dividends by the results of 2015.

DRAFT DECISION:

1. It is recommended by the results of 2015 to pay out dividends on ordinary shares of the Company in amount 4.047105 rubles in monetary form per one ordinary share of the Company.

The period of payment of dividends to a nominee holder and a trustee holder, being a professional participant of securities market, is limited to 10 business days; period for other holders registered in the registry of shareholders is limited to 25 business days from the dated of making the list of persons/entities entitled to receive dividends.

2. To fix that the dated of making the list of persons/entities entitled to receive dividends – 13 July 2016.

ITEM 5: On election of Company’s Board of Directors (supervisory board) members.

DRAFT DECISION:

To elect the following persons to Company’s Board of Directors¹:

#	Candidate proposed by shareholder	Position, place of work of candidate proposed by shareholder
1	Ziborova Tatiana	Deputy head of Local office of Federal Agency for State Property

¹ The Company’s BoD consists of 11 members among from candidates of list of candidates for election to “Kubanenergo” PJSC Board of Directors approved by decision of Company’s BoD (Minutes 232/2016 dd. 04.03.2016)

	Valentinovna	Management in Krasnodar region
2	Molchanova Olesya Anatolievna	Deputy head of Local office of Federal Agency for State Property Management in Krasnodar region
3	Dzhaparidze Svetlana Arkadievna	Deputy head of Local office of Federal Agency for State Property Management in Krasnodar region
4	Markova Tatiana Vasilievna	Deputy head of sector in Local office of Federal Agency for State Property Management in Krasnodar region
5	Kramarenko Roman ANatolievich	Chief specialist of sector in Local office of Federal Agency for State Property Management in Krasnodar region
6	Balaev Avla Eldarovich	Chief specialist of sector in Local office of Federal Agency for State Property Management in Krasnodar region
7	Ryzhova Anastasiya Nikolaevna	Chief specialist of sector in Local office of Federal Agency for State Property Management in Krasnodar region
8	Avilova Anastasiya Dmitrievna	Chief expert of sector in Local office of Federal Agency for State Property Management in Krasnodar region
9	Sizintseva Xenia Igorevna	Leading expert of sector in Local office of Federal Agency for State Property Management in Krasnodar region
10	Kurash Konstantin Vladimirovich	Specialist-expert of sector in Local office of Federal Agency for State Property Management in Krasnodar region
11	Sablina Kseniya Sergeyevna	1st category specialist of sector in Local office of Federal Agency for State Property Management in Krasnodar region
12	Bobkov Dmitry Alexeyevich	Head of Department of information policy and public relations, Rosseti PJSC
13	Bogashov Alexander Evgenievich	Head of sector of corporate governance at Department of corporate governance, price environment and audit and inspection activity in the spheres of Fuel & Energy Complex of RF Ministry of Energy
14	Varvarin Aleksandr Viktorovich	Vice-president - Managing Director in charge of Corporate Relations and Legal Support, Russian Union of Industrialists and Entrepreneurs
15	Gavrilov Aleksandr Ilyich	Director General of Kubanenergo PJSC
16	Gritsenko Vladimir Fyodorovich	Presidium member of Non-profit Partnership "OPORA RUSSIA"
17	Yefimov Alexander Leonidovich	Head of Administrative department, Rosseti PJSC
18	Mangarov Yuri Nikolaevich	Chief advisor, Rosseti PJSC
19	Serov Alexey Yurievich	Acting Director of the Department of finances, Head of sector for capital market and strategic investments
20	Sofyin Vladimir Vladimirovich	<i>Director of the Department for technological development and innovation</i>
21	Khokholkova Kseniya Valerievna	Deputy Head of Directorate of Share Capital Issues, Head of Division of Shareholders' Rights Protection at Department of Corporate Governance and Interaction with Shareholders, Rosseti PJSC
22	Shmakov Igor Vladimirovich	Head of Directorate of internal control, Rosseti PJSC

ITEM 6: On election of Company's Auditing commission members.

DRAFT DECISION:

To elect the following persons to Auditing commission²:

	Candidate proposed by shareholder	Position, place of work of candidate proposed by shareholder
1	Schegrinets Roman Vladimirovich	Leading specialist-expert of sector in Local office of Federal Agency for State Property Management in Krasnodar region
2	Yerokhno naastasiya Vasilievna	Specialist-expert of sector in Local office of Federal Agency for State Property Management in Krasnodar region
3	Shkuratova Mariya Igorevna	2 nd category specialist of sector in Local office of Federal Agency for State Property Management in Krasnodar region
4	Kim Svetlana Anatolievna	Head of directorate for inspection activity at Department for control and inspection activity, Rosseti PJSC
5	Kabizskina Yelena Alexandrovna	Deputy Head of directorate for inspection activity at Department for control and inspection activity, Rosseti PJSC
6	Kirillov Artyom Nikolaevich	Deputy Head of directorate for inspection activity at Department for control and inspection activity, Rosseti PJSC
7	Malyshev Sergey Vladimirovich	Leading expert of directorate for inspection activity at Department for control and inspection activity, Rosseti PJSC
8	Slesareva Yelena Yurievna	Chief expert of Directorate for internal audit, Rosseti PJSC

ITEM 7: On approval of Company's Auditor.

DRAFT DECISION:

To appoint "RSM RUS," LLC as Company's Auditor.

ITEM 8: On approving restated Regulation on Board of Directors.

DRAFT DECISION:

To approve the restated Regulation on Board of Directors.

² Auditing commission consists of 5 members among from candidates of list of candidates for election to "Kubanenergo" PJSC Board of Directors approved by decision of Company's BoD (Minutes No. 232/2016 dd. 04.03.2016)