Notice of Pre-emptive Right

to purchase additional ordinary shares of

PJSC Rosseti Kuban

Public Joint Stock Company Rosseti Kuban (registered office: Russian Federation, Krasnodar, address: 2A Stavropolskaya St., Krasnodar region, 3500033, Krasnodar, Primary State Registration Number 1022301427268) (hereinafter referred to as the Company or the Issuer) hereby notifies shareholders of the possibility of exercising the pre-emptive right to purchase additional ordinary shares being placed.

On April 1, 2021, the Bank of Russia carried out the official registration of the additional issue of ordinary shares, the additional issue registration number 1-02-00063-А.

Method of placement of shares of additional issue - ***by public subscription.***

The number of shares being placed - ***69,583,132 units (sixty nine million five hundred and eighty three thousand one hundred and thirty two)*** at par value of 100 (one hundred) rubles per share.

The placement price per one additional ordinary share (including the preemptive right to purchase placed additional shares) amounted to ***100 (one hundred) rubles.***

In accordance with the Article 40 of the Federal Law “On Joint-Stock Companies”, the shareholders of the issuer have the preemptive right to purchase floating ordinary shares by public subscription in proportion to the number of ordinary shares of the issuer owned by the given shareholders.

The date on which the list of persons who have the pre-emptive right to purchase floating securities is made: ***February 1, 2021.***

The Preemptive right validity period would be 300 (three hundred) days from the date of publication of the present Notice on the Issuer’s website on the Internet at***:*** [***https://rosseti-kuban.ru/***](http://kubanenergo.ru/) ***and*** [***www.kubanenergo.ru***](http://www.kubanenergo.ru)***.***

Procedure for exercising the preemptive right to purchase floating securities.

Procedure in which applications of persons with a pre-emptive right to purchase shares must be submitted to the issuer.

***The person who has a pre-emptive right to purchase ordinary shares shall have a right to exercise its pre-emptive right in whole or in part during the period of validity by application for purchasing of floating securities (hereinafter referred to as the Application) and performing the obligation to pay them.***

***The issuer may determine the recommended Application form. In this case, the Application form shall be published on the Issuer's website on the Internet at:*** [***https://rosseti-kuban.ru/***](https://rosseti-kuban.ru/) ***and*** [***www.kubanenergo.ru***](http://www.kubanenergo.ru) ***no later than the start date of*** ***the Preemptive right validity period.***

***In the process of exercising the pre-emptive right to purchase shares with the persons exercising such right (hereinafter referred to as the Declarants), civil contracts are concluded as follows.***

***In case the Declarant is a person*** ***registered in the Issuer's shareholder register:***

***1) The application shall contain:***

***- information to allow the identification of the Declarant;***

***- number of securities purchased by the Declarant.***

***2) The application shall be submitted by sending out or by delivery against receipt to the registrar of the issuer a document in the written form signed by the Declarant, and in the event that it is provided by the rules according to which the Issuer’s registrar carries out activity on maintaining the register, as well as by sending to the registrar of the issuer an e-document signed by a qualified electronic signature. These rules may also provide for the possibility of signing such an electronic document by*** ***a simple or unqualified electronic signature.***

***Such rules provide the possibility for signing such an electronic document with a simple or unqualified electronic signature. In that case, the e-document signed by a simple or unqualified electronic signature is recognized as equivalent to a paper document signed with a handwritten signature.***

***3) The application sent or delivered to the Issuer's registrar is considered to be submitted to the Issuer on the date of its receipt by the issuer's registrar.***

***In case the Declarant is a person not registered in the Issuer's shareholder register:***

***1) The Declarant exercises its preemptive right by giving the appropriate instruction (instruction) to the person who records its rights to the Issuer’s shares.*** ***Such instruction (instruction) is given in accordance with the requirements of the legislation of the Russian Federation on securities and must contain the number of securities purchased.***

***2)*** ***The application is considered to be submitted to the Issuer on the date the Issuer's registrar receives a message containing the Declarant’s will from the nominal shareholder registered in the Issuer's shareholder register.***

 ***It is recommended to include in the Application (instruction (instructions) to the person who records rights of the Declarant not registered in the Issuer's shareholder register to the Issuer's shares) the following information:***

* ***headline: “Application for Acquisition of Additional Ordinary Shares of PJSC Rosseti Kuban in Exercise of the Preemptive Right”;***
* ***the surname, first name and patronymic (full corporate name) of the person*** ***who has a preemptive right to purchase additional shares;***
* ***indication of the place of residence (registered office) of the person who has a preemptive right to purchase additional shares;***
* ***for individuals – indication of passport data (date, year and birthplace; series, number and passport issue date (other identification document); the agency that issued it;***
* ***for legal entities - information on the state registration of the legal entity and its entry to the Uniform State Register of Legal Entities (Primary State Registration Number and/or registration number if applicable, date, registration agency, number of the relevant certificate);***
* Taxpayer Identification Number (TIN) of the person who has the preemptive right to purchase additional shares;
* ***In case the Declarant has a depositary account in the Central Depository in accordance with Clause 1 of Section 25 of the Federal Law dated December 7, 2011 No. 414-FZ "On the Central Depository" and the shares placed are to be charged to the Declarant's depositary account in the Central Depository, then the full company name is indicated in accordance with it – a non-bank financial institution joint-stock company ‘National Settlement Depository’, depositary account number of the Declarant in the Central Depository, number and date of the depository agreement concluded between the Central Depository and the Declarant.***

***In case the Declarant’s depositary account is maintained by the depositary in its turn is the depositor of the Central Depository (hereinafter referred to as the*** ***Depository of the second level), the Application shall contain information about the Depository of the second level and all subsequent levels:***

* ***full corporate name of the depository;***
* ***data on state registration (PSRN, name of the public registrar, state registration date and date of making an entry to the Single State Register of Legal Entities);***
* ***number and date of the depository agreement concluded between the Depository of the second level and the Declarant;***
* ***number and date of the Interdepository Agreement concluded between the depositories.***

***This information shall be indicated regarding all depositories as of the depository in which the Declarant has a depository account, to the depository which is the depositor of the Central Depository.***

***- indication of bank account details of the Declarant according to which the Issuer may return money;***

- contact information of the Declarant (correspondence address, email address and/or fax number with international code).

***The persons who have the pre-emptive right to purchase shares offered for placement shall be solely liable for fairness, completeness and relevance of data specified in the Application and its compliance with the information in the Issuer's register of securities holders.***

***Share Purchase Agreement with a person who has a preemptive right to purchase additional share can be drawn up in the form of one document signed by the parties with the mutual consent of both Parties. This Agreement may be executed on business days from 9 am to 5 pm Moscow time at the address: 2A Stavropolskaya St., Krasnodar,*** ***Corporate Support Department of PJSC Rosseti Kuban and/or may be delivered by post: 2A Stavropolskaya St., Krasnodar 350033, Russian Federation, Corporate Support Department of PJSC Rosseti Kuban.***

***The application shall be signed by the Declarant (or its designated person, attaching the original document or a properly completed and duly executed copy of the power of attorney or other document certified by a notary conforming the powers of the representative) and it is required to affix a seal to the application for legal entities (if applicable).***

Within three (3) business days after receipt of the Application, the issuer is obliged to consider the received application and send to the Declarant a notice of Application approval or a notice rejecting application including the reasons for deviation. The notice of Application approval (notice rejecting application) is to be sent:

- to the persons who are recorded in the register of the issuer’s shareholders: by registered letter to the Declarant’s address indicated in the Application (and in the absence of the address in the Application – at the address indicated in the register of the issuer’s shareholders) or by delivery against receipt;

- to the persons who are not recorded in the register of the issuer’s Shareholders: by registered letter to the Declarant’s address indicated in the Application (and in the absence of the address in the Application – 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).

The issuer shall have the right to dismiss the Application in the following cases:

- the application does not satisfy the requirements provided by the legislation of the Russian Federation, Clause 8.8.5 of the securities prospectus;

- the application does not allow to identify the person on behalf of which the Application was submitted, as a person having a pre-emptive right to purchase shares;

- in case the original copy or a properly completed and duly executed copy of the power of attorney or other document certified by a notary conforming the powers of the representative is not attached to the Application submitted to the representative of the person who has a pre-emptive right to purchase shares.

In case of a notice of non-compliance with the Application, the person who wants to exercise its preemptive right to purchase shares before expiration of the preemptive right shall have the right to re-submit the application by eliminating the defects which have resulted in non-compliance.

The issuer may also refuse to exercise a pre-emptive right to the person who sent the Application in the following cases:

***- if the person having the pre-emptive right to purchase shares has not fulfilled the obligation to pay for the placed securities within the time period specified in Clause 8.8.6 of the Securities Prospectus. In this case, the Issuer shall notify such person of the refusal to exercise the pre-emptive right within 10 (ten) business days from the expiration date of the pre-emptive right, indicating the reasons why the pre-emptive right to purchase additional shares cannot be exercised;***

***- if the application from the person having a pre-emptive right to purchase shares has been received by the issuer after the preemptive right expiration date. In this case the issuer is obliged to send a notice of refusal to exercise*** ***the pre-emptive right within 10 (ten) business days after receipt of the Application, indicating the reasons why the pre-emptive right to purchase additional shares cannot be exercised.***

***Notice of refusal to exercise the pre-emptive right is to be sent:***

***-*** to the persons who are recorded in the register of the issuer’s shareholders: by registered letter to the Declarant’s address indicated in the Application (and in the absence of the address in the Application – at the address indicated in the register of the issuer’s shareholders) or by delivery against receipt;

- to the persons who are not recorded in the register of the issuer’s Shareholders: by registered letter to the Declarant’s address indicated in the Application (and in the absence of the address in the Application – 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).

***Share Purchase Agreement with a person who has a preemptive right to purchase additional share is considered to be concluded from the moment of the last of the actions:***

***- receipt of Application to the Company;***

***- performance of obligations by the person, who has a preemptive right to purchase additional shares, to pay for these shares.***

***In case the last of these actions is carried out before the date of placement of securities, the corresponding agreements are considered to be concluded on the date of placement of securities.***

Procedure for determining the number of ordinary shares that each person who has a pre-emptive right to purchase these shares.

***The maximum number of additional shares that a person may purchase*** ***in exercise of the preemptive right to purchase shares in proportion to the number of the Issuer's ordinary shares as of February 1, 2021- the date on which the list of persons*** ***who have the preemptive right to purchase placed securities is made (the determination date (record date) of persons who have the preemptive right to purchase placed securities) is calculated in accordance with the following formula:***

***Х = А х (69,583,132 / 334,657,837), where***

***Х – the maximum number of additional shares of the present additional issue of PJSC Rosseti Kuban which can be purchased by a person who has a pre-emptive right to purchase additional shares (units),***

***А – number of ordinary shares of the Issuer owned by the person having the pre-emptive right to purchase additional shares as of February 1, 2021 (date on which the list of persons having the pre-emptive right to purchase placed securities is made) (units),***

***69,583,132 – number of additional ordinary shares placed by the issuer (units).***

***334,657,837 -*** ***number of previously placed ordinary shares of the issuer (units).***

***If as a result of the above-mentioned procedure for determining the number of additional shares to be placed, within which a person, who has a preemptive right to purchase shares, can exercise such preemptive right, a fractional number is formed, such person is entitled to purchase a part of the additional share to be placed (fractional share) corresponding to the fractional part of the formed number.***

***The fractional share grants to the shareholder - its owner the rights granted by the share of the relevant category, in the amount corresponding to the part of the whole share that it constitutes. Fractional shares are traded on an equal basis with whole shares.***

***In the event of failure of the issuer to exercise the pre-emptive right to the person who sent the Application, the Issuer shall return the paid money received by the Issuer as payment for the shares*** ***not later than 30 (thirty) business days*** ***from the expiration date of the pre-emptive right.***

***In case the number of shares purchased specified in the Application is less than the number of shares paid by the Declarant and less than the maximum number of shares that the Declarant is entitled to purchase in exercise of the pre-emptive right to purchase shares, the Declarant shall be deemed to have exercised the pre-emptive right to purchase shares in respect of the whole number of shares specified in the Application; the Application shall be satisfied with respect to the whole number of shares specified therein. In this case, the excess money paid shall be returned to the Declarant*** ***in accordance with the procedure, as outlined below:***

***In the event that the number of shares purchased specified in the Application exceeds the number of shares paid for, the Declarant shall be deemed to have exercised a pre-emptive right to purchase the shares in respect of the whole number of shares paid for.***

***In case the number of shares specified in the Application exceeds the maximum number of shares that may be purchased by the Declarant, it is considered that the Declarant, in compliance with all other conditions, exercised its pre-emptive right to purchase shares in respect of the maximum possible number of whole shares for that person in accordance with the above-mentioned settlement procedure; for this purpose the Application shall be satisfied in respect to the maximum possible number of whole shares for the person in accordance with the above-mentioned settlement procedure. In this case, the excess money paid shall be returned to the Declarant in accordance with the procedure, as outlined below.***

***Procedure for repayment of excess money paid by the Declarant in exercising the preemptive right to purchase additional shares***

***In the above-mentioned cases, the excess money paid is subject to refund in non-cash form not later than 30 (thirty) business days from the expiration date of the pre-emptive right.*** ***Refund is made using the bank account details specified in the Application*** ***and if such details are not specified in the Application, then by details specified in the request for refund.***

***In case the*** ***bank account details are not specified in the Application to refund and the request for refund has not been received within 30 (thirty) business days from the expiration date of the pre-emptive right, the refund is made according to the banking details specified in the register of holders of the Issuer's securities.***

Payment terms and conditions for securities

***Payment of additional ordinary shares of the Issuer shall be made in cash in rubles of the Russian Federation in non-cash form.***

***The obligation to pay for the relevant number of shares shall be deemed fulfilled from the moment of cash receipt to the Issuer's settlement account specified in Clause 8.8.6 of the Securities Prospectus.***

***There are no cash payments.***

***Non-cash payments are provided.***

Form of non-cash payments: ***payment orders, in case of payment to the cash in bank - documents executed at such payment.***

Information on financial institution

Full corporate name: ***Branch of Gazprombank (Joint Stock Company)*** ***Yuzhnyj***

Short corporate name: ***Branch of the Bank GPB (JSC)*** ***Yuzhnyj***

Registered office of the financial institution: ***Moscow***

Branch address: ***11 Dmitrievskaya Damba St., Krasnodar region, 350033, Krasnodar***

TIN: ***7744001497***

Tax Registration Reason Code (КPP): ***772801001***

Bank account details to which money should be transferred as payment for securities:

***BIC: 040349781***

***Corr/Acc. 30101810500000000781***

***Settl/Acc. 40702810060070000191***

***Cash recipient:***

***Public Joint Stock Company Rosseti Kuban***

***TIN / Tax Registration Reason Code (КPP) 2309001660 / 997650001***

Payment due date:

***In case the shareholders exercise the pre-emptive right to purchase additional shares to be placed, the shares to be purchased shall be paid prior to the expiration date of the preemptive right.***

**Additional information:**

The text of the securities prospectus is published on the web page on the Internet at: [https://rosseti-kuban.ru/](http://kubanenergo.ru/)  и <http://www.e-disclosure.ru/portal/company.aspx?id=2827>.

Besides, interested parties may become familiar with the content of the securities Prospectus, as well as receive a copy of it for a fee not exceeding the costs of copying, within a period of not more than 7 (seven) days from the date of receipt (submission) of the corresponding request on business days from 8 am to 5 pm (Friday to 4 pm) Moscow time at: 2A Stavropolskaya St., Krasnodar, Russian Federation, PJSC Rosseti Kuban.

Shareholders of PJSC Rosseti Kuban may apply for any questions related to the procedure for exercising the preemptive right to purchase shares by calling:

- to the Corporate Support Department of PJSC Rosseti Kuban: +7 (861) 212-2510, +7 (861) 212-2672.

- to the Company registrar.

Company registrar:

Full corporate name: ***Joint Stock Company Independent Registrar Company R.O.S.T***

Short corporate name: ***JSC IRC - R.O.S.T.***

Central office address:***18 Stromynka St., building 5B, room IX, 107996, Moscow.***

Address for correspondence: ***18 Stromynka St., building 5B, room IX, 107996, Moscow.***

Phone: ***+7 (495) 771-73-36, +7 (495) 989-76-50.***

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| Chief Executive Officer of PJSC Rosseti Kuban  |  | Sergeev S.V. |