**Statement of material fact**

**“On decisions adopted by the Issuer’s Board of Directors”**

**(disclosure of inside information)**

|  |  |
| --- | --- |
| 1. General data | |
| 1.1 Full business name of the issuer | Public joint-stock company of Power Industry and Electrification of Kuban |
| 1.2. Abbreviated business name of the issuer | “Kubanenergo” PJSC |
| 1.3. Location of the issuer | Krasnodar, Russian Federation |
| 1.4. PSRN of the issuer | 1022301427268 |
| 1.5. TIN of the issuer | 2309001660 |
| 1.6. The issuer’s unique code assigned by the registering body | 00063-A |
| 1.7. Website used by the issuer for information disclosure | [www.kubanenergo.ru](http://www.kubanenergo.ru)  <http://www.e-disclosure.ru/portal/company.aspx?id=2827> |
| 2. Statement content | |
| **2.1 Quorum of meeting of the issuer’s BoD and the results of voting on the proposed decisions:**  Number of the BoD members: 11 members  Members participated in the meeting: 10 members  Quorum necessary for holding the meeting of Kubanenergo PJSC Board of Directors is present.  Voting results:   |  |  |  |  | | --- | --- | --- | --- | | No. | Votes | | | | FOR | AGAINST | ABSTAINED | |  | **10** |  |  | |  | **10** |  |  | |  | **10** |  |  | | |
| **Disclosure of insider information**  **Item No. 1 “On compositions of the committees of Kubanenergo Board of Directors”** | |
| 2.2.1. Decision adopted by issuer’s Board of Directors:  1.1. To decide that the Audit Committee of the Company’s Board of Directors shall consist of 3 (three) persons.  1.2. To elect the following persons to the Audit Committee of the Company’s Board of Directors:   |  |  |  | | --- | --- | --- | | # | Name of the candidate | Employment | | 1 | Varvarin Aleksandr Viktorovich | Vice-president - Managing Director in charge of Corporate Relations and Legal Support, Russian Union of Industrialists and Entrepreneurs | | 2 | Khokholkova Kseniya Valerievna | Deputy Head of Directorate of Share Capital Issues and Information Disclosure, Department of Corporate Governance and Interaction with Shareholders, Rosseti PJSC | | 3 | Shagina Irina Alexandrovna | Head of Tariff Policy Sector of Tariff Policy Department, Rosseti PJSC |   1.3. To appoint Khokholkova Kseniya Valerievna for the position of the Chairperson of the Audit Committee.  2.1. To decide that the Personnel and Remuneration Committee of the Company’s Board of Directors shall consist of 3 (three) persons.  2.2. To elect the following persons to the Personnel and Remuneration of the Company’s Board of Directors:   |  |  |  | | --- | --- | --- | | # | Name of the candidate | Employment | | 1 | Sergeeva Olga Andreeyvna | Deputy Director General - Chief of Staff, Rosseti PJSC; member of the Management Board | | 2 | Chevkin Dmitriy Aleksandrovich | Head of Personnel and Organization Development Department, Rosseti PJSC | | 3 | Erpsher Nataliya Ilinichna | Head of Division for Organization Development under Department of HR Policy and Organization Development, Rosseti PJSC |   2.3. To appoint Sergeeva Olga Andreeyvna, Deputy Director General - Chief of Staff, Rosseti PJSC; member of the Management Board, for the position of the Chairperson of the Personnel and Remuneration Committee.  3.1 To decide that the Committee for Strategy, Development, Investments and Reform under the Company’s Board of Directors shall consist of 8 (eight) persons.  3.2. To elect the following persons to the Committee for Strategy, Development, Investments and Reform under the Company’s Board of Directors:   |  |  |  | | --- | --- | --- | | # | Name of the candidate | Employment | | 1 | Pavlov Alexey Igorevich | Head of Treasury Department, Rosseti PJSC | | 2 | Gritsenko Vladimir Fyodorovich | Director of Business Development, Yunitel Engineering LLC | | 3 | Guselnikov Konstantin Sergeyevich | Director General, FinInvest Consulting LLC | | 4 | Balaban Fyodor Nikolaevich | Deputy Head of Strategic Projects Division at Department of Strategic Development, Rosseti PJSC | | 5 | Mikryukov Dmitriy Vasilievich | Chief Expert of Division for Consolidated Planning and Reporting at Investments Activity Department, Rosseti PJSC | | 6 | Ocheredko Olga Vyacheslavovna | Deputy General Director for Economics and Finance, Kubanenergo PJSC | | 7 | Rafalskaya Inna Sergeyevna | Deputy Head of Division for Settlement of Disputes in the field of Tariff Formation of the Tariff Policy Department, Rosseti PJSC | | 8 | Seleznyov Viktor Yurievich | Head of Department of Scientific and Technical Development and Control over implementation of R&D under the Department of Technological Development of Innovations, Rosseti PJSC |   3.3. To appoint Pavlov Alexey Igorevich for the position of the Chairperson of the Committee for Strategy, Development, Investments and Reform under the Company’s Board of Directors.  4.1 To decide that the Reliability Committee under the Company’s Board of Directors shall consist of 5 (five) persons.  4.2. To elect the following persons to the Reliability Committee under the Company’s Board of Directors:   |  |  |  | | --- | --- | --- | | # | Name of the candidate | Employment | | 1 | Ukolov Vladimir Anatolievich | Deputy Director of Situation and Analytical Centre, Rosseti PJSC | | 2 | Bogomolov Eduard Valerievich | First Deputy Director of Engineering Supervision Centre, branch of Rosseti PJSC | | 3 | Shishigin Igor Nikolaevich | Deputy Director General in charge of Technical Issues – Chief Engineer, Kubanenergo PJSC | | 4 | Ocheredko Olga Vyacheslavovna | Deputy General Director for Economics and Finance, Kubanenergo PJSC | | 5 | Medvedev Mikhail Vladimirovich | Deputy Director General, Holding “Intra Tool” LLC |   3.3. To appoint Ukolov Vladimir Anatolievich for the position of the Chairperson of the Reliability Committee under the Company’s Board of Directors. | |
| **Disclosure of insider information**  **Item No. 2 “Approval of the Schedule for the Board of Directors of Kubanenergo PJSC for the 2nd half of 2018 – 1st half of 2019”** | |
| 2.2.2. Decision adopted by issuer’s Board of Directors:  To approve the Schedule for the Board of Directors of Kubanenergo PJSC for the 2nd half of 2018 – 1st half of 2019 as per Annex 1 to this resolution of the Company’s Board of Directors. | |
| **Disclosure of insider information**  **Item No. 3 “Introduction of changes to the Regulations for the Dividend Policy of Kubanenergo PJSC”** | |
| 2.2.3. Decision adopted by issuer’s Board of Directors:  To introduce changes to the Regulations for the Dividend Policy of Kubanenergo PJSC (approved by the BoD on 31.01.2018; minutes of the meeting No.297/2018 of 01.02.2018) as per Annex 2 to this resolution of the Company’s Board of Directors. | |
| 2.3. Date of holding the meeting of the Board of Directors which adopted the resolutions:  **30 July 2018**  2.4. Date of making and number of minutes of meeting which adopted the resolutions: **31 July 2018, minutes of meeting No.316/2018.** | |

|  |  |  |
| --- | --- | --- |
| 3. Signature | | |
| 3.Head of the Corporate Governance and Shareholder Relations Department (by power of attorney No.119/10-946 dated 22.02.2018) | \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_  (signature) | Didenko Ye.Ye. |
| 3.2 Date: 1 August 2018 | seal |  |