**Corporate action statement**

 **“On convening the general meeting of issuer’s shareholders”**

**(disclosure of insider information)**

|  |
| --- |
| General information |
| * 1. Full business name of the issuer (in case of non-profit organization – name)
 | 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> |
| 1.8. Date of the event (material fact) that is disclosed in the statement (if applicable) | 19.04.2019 |
| 2. Statement content |
| 2.1.Type of general meeting of participants (shareholders) of the issuer (annual (scheduled), extraordinary): **annual.**2.2. Form of holding the general meeting of participants (shareholders) of the issuer (meeting (joint presence) or absentee voting): **joint presence.**2.3 Date, place, time of holding the general meeting of participants (shareholders) of the issuer, postal address, e-mail for submission of the voting bulletins (if stipulated), webpage for filling in the voting ballots (if stipulated): **Date of holding the Annual General Meeting of Shareholders of the Company: 20 June 2019.****Time of the start of the Annual General Meeting of Shareholders of the Company: 10:00 a.m. by local time.****Postal address, e-mail for submission of the filled-in voting bulletins (if stipulated), webpage for filling in the voting ballots (if stipulated) will be specified by the Board of Directors later.** 2.4.Registration start-time for persons participating in the general meeting of participants (shareholders) of the issuer (if the meeting is held in the form of joint presence): **09:00 a.m. by local time.**2.5. The deadline for submission of the voting bulletins (if the meeting held in the form of absentee voting): **The** **meeting is held in the form of joint presence.**2.6. Date of making the list of persons entitled to participate in the general meeting of participants (shareholders) of the issuer: **26.05.2019**2.7. Agenda of the general meeting of participants (shareholders) of the issuer, and if the specified agenda contains items voting (making decision) on which may entail the occurrence of the right to request the issuer to repurchase shares of certain categories (types) and (or) granting the preemptive right to purchase additional shares offered by the issuer and (or) securities convertible into shares – indication of information on such circumstances: **Agenda of the Annual General Meeting of Shareholders of the Company:**1. **Approval of the annual report and annual accounting (financial) statements of the Company**
2. **Distribution of profit (as well as payment of dividends (declaration of dividends) and loss of the Company in 2018**
3. **Election of the Board of Directors of the Company**
4. **Election of the Auditing Commission of the Company**
5. **Approval of the Auditor of the Company**
6. **Approval of the restated Charter of the Company**
7. **Approval of the restated Regulations on the General Meeting of Shareholders of the Company**
8. **Approval of the restated Regulations on the Board of Directors of the Company**
9. **Approval of the restated Regulations on the Management Board of the Company**
10. **Approval of the restated Regulations on Payment of Remunerations and Compensations to the Members of the Board of Directors of the Company**
11. **Participation of Kubanenergo PJSC in the Association “Self-Regulatory Organization “Interregional Alliance of Builders”**

**The agenda does not contain issues, voting (decision-making) on which may result in the right to require the issuer to repurchase shares of certain categories (types) and/or grant the preemptive right to purchase additional shares and/or securities convertible into shares issued by the issuer.**2.8. The procedure of receiving the information (materials) subject to disclosure for the purposes of preparation to general meeting of issuer’s participants (shareholders), address (addresses) where such information is available: **1. The information (materials) provided to the persons entitled to participate in the AGM:*** annual report of the Company and opinion of the Company’s Auditing Commission by the results of its revision (report on fairness of the representations in the Company’s Annual report)
* annual accounting statements, as well as Auditor’s opinion and report of the Company’s Auditing Commission by the results of check of accounting statements
* conclusion of the Audit Committee of the Board of Directors of Kubanenergo on the level of efficiency and quality of the external audit process
* abstract of decision of the BoD on issues related to preliminary approval Company’s annual report for 2018 and recommendations to AGM on its approval;
* recommendations of the Board of Directors of the Company on distribution of profit (loss) of the Company by the results of 2018;as well ason the dividends on the Company’s shares, the procedure for their payment and determining the date of drawing up the list of persons entitled to receive the dividends;
* substantiation of the proposed distribution of net profit;
* an extract from the decision of the Board of Directors concerning the issue of submitting of the annual accounting (financial) statements to the annual General Meeting of Shareholders for their approval;
* information on the candidates to the Board of Directors of the Company, the Auditing Commission of the Company, or information on the failure of candidates to submit such information, including information on entities that nominated a candidate; as well as information on the presence or absence of written consent of these candidates for nomination and election
* information on candidates for the Company’s auditor sufficient to form an opinion on ​​their professional qualities and independence, including the name of self-regulatory organization of auditors at which the candidate for the Company’s auditor is a member; description of the procedures for selection of external auditors that ensure their independence and objectivity, and information on the proposed remuneration to external auditors for audit and non-audit services (including information on compensation payments and other expenses on the auditor) and other material terms of contracts concluded with the Company’s auditor
* recommendations of the Company’s Audit Committee on candidature of an Auditor
* report on interested-party transactions concluded by the Company in 2018, including report of the Auditing Commission confirming fairness of the report
* information on shareholder agreements concluded within a year before the date of the General Meeting of Shareholders
* information on who proposed each issue to the agenda of the annual General Meeting of Shareholders
* draft decisions and explanations to agenda of the AGM
* details of how to get to the place of holding the AGM
* sample of the power of attorney that a shareholder can provide for its representative and procedure of its verification
* abstract of decision of the BoD on other issues proposed for the AGM
* current Charter of the Company, draft Charter of the Company in a new version and table of amendments and additions to the Company’s Charter
* current Regulations on the General Meeting of Shareholders of the Company, draft Regulations on the General Meeting of Shareholders of the Company and table of amendments to the Regulations and their explanations
* current Regulations on the Board of Directors of the Company, draft Regulations on the Board of Directors of the Company in a new version and table of amendments to the Regulations on the Board of Directors of the Company and their explanations
* current Regulations on the Management Board of the Company, draft Regulations on the Management Board of the Company in a new version and table of amendments to the Regulations for the Management Board of the Company and their explanations
* current Regulations on Payment of Remuneration and Compensation to Members of the Board of Directors, draft Regulations on Payment of Remuneration and Compensation to Members of the Board of Directors and table of amendments to the Regulations on Payment of Remuneration and Compensation to Members of the Board of Directors and their explanations

**2. Persons entitled to participate at the Annual General Meeting Company’s Shareholders can find the information within the period of 30 May 2019 – 19 June 2019 (except weekends and holydays) from 9:00 a.m. to 15:00 p.m., as well as on 20 June 2019 at:*** **Kubanenergo PJSC, 2A Stavropolskaya str., Krasnodar**
* **R.O.S.T. Registrar mail box 9, 18 Stromynka str, Moscow**
* **from 30 May 2019 at the official webpage of the Company** [**www.kubanenergo.ru**](http://www.kubanenergo.ru) **on the Internet**

**If a person is a nominal holder of shares registered in the registry of shareholders of the Company, information (materials) subject for submission to the persons entitled to participate in the General Meeting of Shareholders, in the course of preparation for the General Meeting of Shareholders of the Company shall be sent no later than 30 May 2019 in accordance with the legislation of the Russian Federation on securities for the provision of information and materials to persons exercising rights to securities.****The above-mentioned information (materials) shall be available to persons entitled to participate in the Annual General Meeting of Shareholders of the Company on the day of the Annual General Meeting of Shareholders at the place of the meeting.****Holders of ordinary shares have the right to vote on all issues of the agenda.**2.9. Identification characteristics of securities:type, category (kind): **ordinary registered shares**state registration number of the issue (additional issue) of securities and the date of its state registration (identification number of the issue (additional issue) of securities and the date of its assignment): **1-02-00063-A of 08.07.2003**International security identification number (ISIN) (if any): **RU0009046767**2.10. Indication of a person or the issuer’s authorized body that adopted the decision on convening the general meeting of the shareholders and the date of such a decision; if such a body is the collegiate executive body of the board of directors (supervisory board), the issuer shall also indicate the date and number of the minutes of meeting of collegiate executive body of the board of directors (supervisory board) at which such a decision was adopted: **minutes of the meeting of the Company’s Board of Directors No.339/2019 of 19.04.2019, minutes of the meeting of the Company’s Board of Directors No.340/2019 of 24.04.2019, minutes of the meeting of the Company’s Board of Directors No.342/2019 of 17.05.2019.** |
| 3. Signature  |
| 3.1 Head of Corporate Governance and Shareholder Relations Department (by power of attorney No.119/10-1406 of 19.12.2018) | \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_(signature) | Didenko Ye.Ye. |
| 3.2 Date: 20 May 2019  | seal  |  |