**Corporate action notification**

**‘On resolutions passed by the Issuer’s Board of Directors’**

**(disclosure of insider information)**

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| 1. General information | |
| **1.1 Full corporate name of the issuer** | Public Joint Stock Company of Power Industry and Electrification of Kuban |
| **1.2. Short name of the issuer** | PJSC Kubanenergo |
| **1.3. Registered office of the issuer** | the Russian Federation, Krasnodar |
| **1.4. PSRN of the issuer** | 1022301427268 |
| **1.5. TIN of the issuer** | 2309001660 |
| **1.6. Unique code of the issuer assigned by the registration body** | 00063-А |
| **1.7. URL used by the issuer for information disclosure** | http://[www.kubanenergo.ru](http://www.kubanenergo.ru)  <http://www.e-disclosure.ru/portal/company.aspx?id=2827> |
| **1.8. Published event date (corporate action), on the basis of which the notification was compiled (if applicable)** | April 27, 2020 |
| 2. Notification content | |
| 2.1 The quorum for the meeting of the Issuers’ Board of Directors and election returns on decision making:  ***Number of members of the Board of Directors: eleven (11) in number.***  ***Number of members participated in the meeting: eleven (11) in number.***  ***The quorum of PJSC Kubanenergo Board of Directors is present.***  ***Election returns:***   |  |  |  |  | | --- | --- | --- | --- | | **Item No.** | **Number of votes** | | | | **“For”** | **“Against”** | **“Abstain”** | | **1** | **11** |  |  | | **2** | **11** |  |  | | **3** | **11** |  |  | | **4** | **11** |  |  | | **5** | **11** |  |  | | **6** | **11** |  |  | | **7** | **11** |  |  | | **8** | **11** |  |  | | |
| **Disclosure of insider information / On convening of the General Meeting of Shareholders of the Issuer**  **Item No. 1 *“On convening of the General Meeting of Shareholders of the Company, determination of the format and date of the meeting”.*** | |
| 2.2.1. Content of resolutions passed by the Issuers’ Board of Directors:   1. *To convene the General Meeting of Shareholders of the Company* *in the form of absentee voting.*   *2. To determine the date of holding the Annual General Meeting of Shareholders (acceptance end date of the voting ballots) – May 29, 2020.* | |
| **Disclosure of insider information/ concerning the date on which the persons who have the right to exercise of rights on securities are determined, including the date on which the list of persons who have the right to participate in the General Meeting of Shareholders of the Issuer is made.**  **Item No. 2 “*Approval of the determination date (record date)established by the company in order to determine which shareholders are eligible to take part in the Annual General Meeting of Shareholders of the Company”*** | |
| 2.2.2. Content of resolutions passed by the Issuers’ Board of Directors:  *To approve the determination date (record date) established by the company in order to determine which shareholders are eligible to take part in the Annual General Meeting of Shareholders of the Company – May 5, 2020.* | |
| **Disclosure of insider information**  **Item No. 3 *“On determination of the type (types) of preferred shares, the owners of which have the voting rights on the items of the Agenda of the General Meeting of Shareholders of the Company”.*** | |
| 2.2.3. Content of resolutions passed by the Issuers’ Board of Directors:  *Because of the fact that the preferred shares were not issued by the Company, the decisions on determination of the type (types) of preferred shares, the owners of which have the voting rights on the items of the Agenda of the General Meeting of Shareholders of the Company shall not be made.* | |
| **Disclosure of insider information**  **Item No. 4 “*Approval of the agenda of the General Meeting of Shareholders of the Company”.*** | |
| 2.2.4. Content of resolutions passed by the Issuers’ Board of Directors:  *To approve the following agenda of the Annual General Meeting of shareholders of the Company:*  *1. Approval of the annual report of the Company.*  *2.* *Approval of the Annual Financial Statements including the Profit and Loss Statements (profit and loss accounts) of the Company.*  *3.* *Approval of the allocation of profit of the Company based on the results of 2019.*  *4.* *Amount, deadline and mode of payment of dividends based on the results of 2019.*  *5. Election of the members of the Board of Directors (supervisory board) of the Company.*  *6.* *Election of the members of the Auditing Committee (auditor) of the Company.*  *7. Approval of the auditor of the Company.*  *8.* *On introducing amendments to the Regulations of the Company requiring appeal to the Ministry of Justice of the Russian Federation with application for a permit to include the word derived from the official name “the Russian Federation” or “Russia” to the new corporate name of the Company.*  *9. Approval of the Regulation on the Board of Directors of the Company as amended.* | |
| **Disclosure of insider information**  **Item No. 5 “*On the approval of list of information (materials) provided to shareholders of the Company as part of preparation for holding the General Meeting of Shareholders of the Company and its submission procedure”.*** | |
| 2.2.5. Content of resolutions passed by the Issuers’ Board of Directors:  *1. To determine that information (materials)* *provided to the persons who have the right to participate in the Annual General Meeting of Shareholders of the Company is:*  *Annual report of the Company and report of the Auditing Committee (Auditor) of the Company based on the results of its inspection (opinion on the fairness of data contained in the annual report of the Company);*  *Annual accounting (financial) statements, audit report and report of the Auditing Committee (Auditor) of the Company based on the results of its inspection;*  *Report of the Auditing Committee of the Board of Directors of the Company on the efficiency level and process quality of external audit;*  *The extract from the Meeting Minutes of the Board of Directors on the item on preliminary approval of the annual report of the Company for 2019 and recommendations to the Annual General Meeting of Shareholders on its approval;*  *The extracts from the Meeting Minutes of the Board of Directors with recommendations (proposals) on the items which are presented for the General Meeting of Shareholders of the Company consideration;*  *Foundation for the proposed distribution of net profit;*  *Information on the candidates for the Board of Directors of the Company, Auditing Committee of the Company or information on failure to provide indicated data by candidates, including information on the presence or absence of the written consent of the indicated candidates for nomination or election;*  *Information on the candidates for auditor of the Company which is sufficient for understanding their competencies and independence, including the name of* *self-regulatory organization of auditors to which the candidate for Company’s auditor belongs, description of procedures used in selecting of external auditors that provide their independence and objectivity, and also information on offered benefits of external auditors for services of audit and non-audit nature (including information on compensation payments and other expenses related to engaging the auditor) and other material terms of the contracts concluded with the auditors of the Company;*  *Recommendations of Auditing Committee of the Board of Directors of the Company in respect of the auditor candidacy of the Company;*  *Regulations of the Company as at present in force, draft amendments to the Regulations of the Company,* *comparison table of amendments with explanations;*  *Regulation on the Board of Directors of the Company as at present in force, Draft Regulation on the Board of Directors of the Company as at present in force, comparison table of amendments with explanations;*  *The report on interested parties’ transactions concluded by the Company in 2019, including the report of the Auditing Committee, confirmed the fairness of data contained in the report;*  *Information on shareholder's agreements concluded within a year up to the date of holding the General Meeting of Shareholders;*  *Information on who proposed each agenda item of the Annual General Meeting of Shareholders;*  *Draft conclusions and explanatory notes on agenda items of the General Meeting of Shareholders;*  *The model form of the power of attorney, which the shareholder may give to its representative, and procedure for its attestation.*  *2. To establish that persons who have the right to participate in the Annual General Meeting of Shareholders* ***could obtain information*** *on the item of the Agenda of the Annual General Meeting of Shareholders* ***for the period from May 8, 2020 to May 29, 2020, with the exception of weekends and public holidays, from 10 am until 3 pm Moscow time at the address****:*  *- The Russian Federation, Krasnodar, 2A Stavropolskaya Street, PJSC Kubanenergo, and also since May 8, 2020 on the official website of the Company at:* [*www.kubanenergo.ru*](http://www.kubanenergo.ru)  *As part of preparation for the General Meeting of Shareholders of the Company and in case the nominee shareholder is the person who is recorded in the register of Shareholders of the Company, the information (materials) to be submitted to the persons who have the right to participate in the General Meeting of Shareholders, is to be sent up to May 8, 2020 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.* | |
| **Disclosure of insider information**  **Item No. 6 *“Approval of the date on which the voting ballots will be sent to the persons in order to determine which of them are eligible to take part in the Annual General Meeting of Shareholders of the Company, addresses where completed voting papers can be sent and the acceptance end date of the completed voting ballots”*.** | |
| 2.2.6. Content of resolutions passed by the Issuers’ Board of Directors:  *1. To define that the voting ballots are to be sent by regular letter at the address that is indicated in the list of persons who have the right to participate in the Annual General Meeting of Shareholders, not later than May 8, 2020.*  *Voting ballots (texts of the voting ballots) are sent to the registrar of* *JSC IRC - R.O.S.T. not later than May 8, 2020 for sending to nominee shareholders recorded in the register of the shareholders of the Company.*  *2. To define that completed voting ballots can be sent to the address:*  *- the Russian Federation, Moscow, 18 Stromynka Street, building 5B, 107996, JSC IRC - R.O.S.T.*  *3. To define the following website address in order to fill in the electronic form of the ballot -* [*https://lk.rrost.ru/*](https://lk.rrost.ru/)*.*  *4. The shareholders who took part in the Annual General Meeting of Shareholders of the Company will be considered as shareholders, whose voting ballots will be received or filled in electronic form on the website on the Internet at* [*https://lk.rrost.ru/*](https://lk.rrost.ru/) *up to May 29, 2020, and also the shareholders who issued directions (instructions) for voting (in accordance with the legislation of the Russian Federation on securities), to those individuals who carry out accounting of share ownership rights of shareholders if the messages to announce their willingness are received up to May 29, 2020.*  *5. To assign the chief executive officer (CEO) to provide direction of voting ballots to the shareholders of the Company in accordance with the present resolution of the Board of Directors.* | |
| **Disclosure of insider information**  **Item No. 7 “*Procedures for informing the shareholders of the Company about the Annual General Meeting of Shareholders of the Company, including approval of the form and message text”.*** | |
| 2.2.7. Content of resolutions passed by the Issuers’ Board of Directors:  *1. To confirm the form and message text concerning holding the Annual General Meeting of Shareholders of the Company in accordance with the Appendix No.1 to the present resolution of the Board of Directors.*  *2. To inform the persons who have the right to participate in the Annual General Meeting of Shareholders of the Company about holding the Annual General Meeting of Shareholders of the Company:* *to publish a message about holding the Annual General Meeting of Shareholders of the Company on the official website of the Company on the Internet at:* [*www.kubanenergo.ru*](http://www.kubanenergo.ru)*, not later than April 28, 2020.*  *The message text regarding the Annual General Meeting of Shareholders is additionally sent in e-form to those shareholders of the Company who have provided the registrar with the information about e-mail addresses where such messages may be sent.*  *In case the nominee shareholder is the person who is recorded in the register of Shareholders of the Company, the message concerning holding the Annual General Meeting of Shareholders of the Company is to be sent in e-form (e-documents signed by using an electronic signature) to the nominee shareholder up to April 28, 2020.* | |
| **Disclosure of insider information**  **Item No. 8 “*Approval of the conditions of the contract with Company's registrar”.*** | |
| 2.2.8. Content of resolutions passed by the Issuers’ Board of Directors:  *1. To approve the terms and conditions of the contract for the provision of services on organization, convention and holding the General Meeting of security holders, including performing the duties of tellers and distribution of materials by means of the registrar of the Company in accordance with the Appendix 2 to the present resolution of the Company’s Board of Directors.*  *2. To assign the General Director of the Company to sign the contract for services on organization, convention and holding the General Meeting of security holders, including performing the duties of tellers and distribution of materials by means of the registrar of the Company in accordance with the Appendix 2 to the present resolution of the Company’s Board of Directors.*  *Identification characteristics of securities:*  *type, category: ordinary registered share, state registration number of the issue (additional issue) of securities and state registration date (ID number of the issue (additional issue) of securities and date of assignment): 1-02-00063-A of July 08, 2003 International Securities Identification Number (ISIN)(if applicable): RU0009046767* | |
| 2.3. Date of the meeting of the Issuer’s Board of Directors at which the relevant resolutions were passed: ***April 24, 2020.***  2.4. Date and number of the Meeting Minutes of the Issuer’s Board of Directors at which the relevant resolutions were passed: ***April 27, 2020, Minutes No. 385/2020.*** | |
| 3. Signature | |
| 3.1. Head of Corporate Management  and Shareholders’ Arrangements Department \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Е.Е. Didenko  (per procuration No.23/256-н/23-2020-4-130 of January 23, 2020) (signature)  3.2. Date «27» April 2020 stamp here | |