

Minutes of Board of Directors Meeting No. 193/2014
Open joint stock company of
power industry and electrification of Kuban (“Kubanenergo” JSC)

Date of meeting	July 9, 2014
Form of holding the meeting	absentee voting (questionnaire)
Place of vote counting	Office 105, building 1, 2 Stavropolskaya St., Krasnodar (postal address of “Kubanenergo”, JSC)
Date of vote counting	09.07.2014, 5 p.m.
Date of drawing up minutes	July 10, 2014

Board of Directors Members: 11

Questionnaires were submitted by: Gavrilov A.I., Varvarin A.V., Kobelyan A.M., Lavrova M.A., Mezhevich V.E., Sergeyev S.V., Sukhov O.A., Khokholkova K.V., Chermentieva Yu. P., Shatokhin A.G.

Questionnaires were not submitted by: Kharin A.N.

According to requirements of paragraph 7.3 of Regulation on order of conveying and holding meetings of “Kubanenergo”, JSC Board of Directors approved by decision of annual General meeting of “Kubanenergo”, JSC shareholders dated 22.06.2012, minutes No.31, quorum for holding the meeting should count at least half of elected members of Board of Directors.

Quorum is present

Agenda

1. On electing Chairperson of Kubanenergo JSC Board of Directors.
2. On electing deputy Chairperson of Kubanenergo JSC Board of Directors.
3. On electing Corporate Secretary of Kubanenergo and on appointing person entitled to determine the terms of the contract and sign it with the Corporate Secretary.
4. On approving internal document: Proprietary Standard “Technical Policy. System of metering electric energy with remote data collection on wholesale and retail markets of electric energy on facilities of Kubanenergo JSC”.
5. On Kubanenergo participating in charity for Non-profit Partnership “Eurasian communication centre”.

Item 1

On electing Chairperson of Kubanenergo JSC Board of Directors

The following decision is proposed:

To appoint Sergeyev Sergey Vladimirovich, deputy director general in charge of capital construction, Rosseti JSC, for the position of Chairperson of Kubanenergo JSC Board of Directors

Voting results

Gavrilov A.I.	- FOR	Sergeyev S.V.	- FOR
Varvarin A.V.	- FOR	Sukhov O.A.	- FOR
Kobelyan A.M.	- FOR	Khokholkova K.V.	- FOR
Lavrova M.A.	- FOR	Chermentieva Yu. P.	- FOR
Mezhevich V.E.	- FOR	Shatokhin A.G.	- FOR

Thus, the BoD members unanimously adopted the decision on the first item.

Item 2

O preliminary approval of changes to the Collective Agreement of “Kubanenergo” JSC for 2013-2015

The following decision is proposed:

To appoint Mezhevich Valentin Yefimovich, deputy director general in charge of strategic communications, Rosseti JSC for the position of deputy Chairperson of Kubanenergo JSC Board of Directors.

Voting results

Gavrilov A.I.	- FOR	Sergeyev S.V.	- FOR
Varvarin A.V.	- FOR	Sukhov O.A.	- FOR
Kobelyan A.M.	- FOR	Khokholkova K.V.	- FOR
Lavrova M.A.	- FOR	Chermentieva Yu. P.	- FOR
Mezhevich V.E.	- FOR	Shatokhin A.G.	- FOR

Thus, the BoD members unanimously adopted the decision on the second item.

Item 3

On electing Corporate Secretary of Kubanenergo and on appointing person entitled to determine the terms of the contract and sign it with the Corporate Secretary

The following decision is proposed:

1. To appoint Russu Olga Vladimirovna, chief expert at department of corporate governance and shareholders relations of Kubanenergo JSC, for the position of Corporate Secretary of Kubanenergo.

2. To authorize Director general of Kubanenergo JSC to determine the terms of the contract with Russu Olga Vladimirovna and sign it.

Voting results

Gavrilov A.I.	- FOR	Sergeyev S.V.	- FOR
Varvarin A.V.	- FOR	Sukhov O.A.	- FOR
Kobelyan A.M.	- FOR	Khokholkova K.V.	- FOR
Lavrova M.A.	- FOR	Chermentieva Yu. P.	- FOR
Mezhevich V.E.	- FOR	Shatokhin A.G.	- FOR

Thus, the BoD members unanimously adopted the decision on the third item.

Item 4

On approving internal document: Proprietary Standard “Technical Policy. System of metering electric energy with remote data collection on wholesale and retail markets of electric energy on facilities of Kubanenergo JSC

The following decision is proposed:

1. To approve Proprietary Standard “Technical Policy. System of metering electric energy with remote data collection on wholesale and retail markets of electric energy on facilities of Kubanenergo JSC”, in accordance with annex 1 to the resolution of the BoD.

2. To consider as invalid resolution of the BoD dated 15.10.2011 (minutes No.123/2011 dd 16.12.2011) on item 16 “On approving Standard on technical policy of Kubanenergo on electricity metering in distribution grid complex” upon the adoption of this resolution.

Voting results

Gavrilov A.I.	- FOR	Sergeyev S.V.	- FOR
Varvarin A.V.	- FOR	Sukhov O.A.	- FOR
Kobelyan A.M.	- FOR	Khokholkova K.V.	- FOR
Lavrova M.A.	- FOR	Chermentieva Yu. P.	- FOR
Mezhevich V.E.	- FOR	Shatokhin A.G.	- FOR

Thus, the BoD members unanimously adopted the decision on the fourth item.

Item 5

On Kubanenergo participating in charity for Non-profit Partnership “Eurasian communication centre

The following decision is proposed:

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Voting results

Gavrilov A.I.	- FOR	Sergeyev S.V.	- FOR
Varvarin A.V.	- ABSTAINED	Sukhov O.A.	- FOR
Kobelyan A.M.	- FOR	Khokholkova K.V.	- FOR
Lavrova M.A.	- FOR	Chermentieva Yu. P.	- FOR
Mezhevich V.E.	- FOR	Shatokhin A.G.	- FOR

Thus, the majority of BoD members adopted the decision on the fifth item.

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Chairperson

Sergeyev S.V.

Corporate secretary

Russu O.V.