

DRAFT RESOLUTIONS

of the annual general meeting of shareholders of Kubanenergo PJSC to be held on 16 June 2017

ITEM 1: On approval of the Company's annual report.

DRAFT DECISION:

To approve the annual report of the Company for 2016.

ITEM 2: On approval annual accounting (financial) report, including the profit and loss statement (income statement).

DRAFT DECISION:

To approve the annual accounting report of the Company for 2016.

ITEM 3: On approval of distribution of profit of the Company by the results of 2015.

DRAFT DECISION:

To approve the following profit distribution (losses) of the Company for 2016 fiscal year:

	(thousand rubles)
Undistributed profit (losses) of the reporting period:	2 140 500
To distribute for: Reserve fund	107 025
Profit for development	1 498 350
Dividends	535 125
Repayment of undistributed deficit of prior years	0

ITEM 4: On the amount, terms and form of paying the dividends by the results of 2016.

DRAFT DECISION:

1. To pay dividends on ordinary shares following the results of 2016 in the amount of 535 125 thousand rubles in monetary form. The amount of dividend paid per share is defined as the ratio of the sum of the dividend amount (535 125 thousand rubles) to the total number of ordinary shares of the Company included in the list of persons entitled to receive dividends.

The period of payment of dividends to a nominal holder and a trustee, who is a professional participant of the securities market, is no more than 10 working days, other shareholders included in the register – 25 working days from the date of drawing up the list of persons entitled to receive the dividends.

2. To determine the date of drawing up the list of persons entitled to receive dividends – 27 June 2017.

ITEM 5: On election of the Company's Board of Directors (supervisory board) members.

DRAFT DECISION:

To elect the following persons to the Company's Board of Directors¹:

#	Candidate proposed by shareholder	Position, place of work of candidate proposed by shareholder
1	Ziborova Tatiana	Deputy head of Local office of Federal Agency for State Property

¹ The Company's BoD consists of 11 members among from candidates of list of candidates for election to "Kubanenergo" PJSC Board of Directors approved by decision of Company's BoD (Minutes 232/2016 dd. 04.03.2016)

	Valentinovna	Management in Krasnodar region
2	Molchanova Olesya Anatolievna	Deputy head of Local office of Federal Agency for State Property Management in Krasnodar region
3	Grib Yuliya Alexandrovna	Head of sector in Local office of Federal Agency for State Property Management in Krasnodar region
4	Ryzhova Anastasiya Nikolaevna	Deputy head of sector in Local office of Federal Agency for State Property Management in Krasnodar region
5	Repina Yanina Alexandrovna	Chief specialist-expert of sector in Local office of Federal Agency for State Property Management in Krasnodar region
6	Sablina Kseniya Sergeyevna	Chief specialist-expert of sector in Local office of Federal Agency for State Property Management in Krasnodar region
7	Khakonova Zarina Muratovna	Leading specialist-expert of sector in Local office of Federal Agency for State Property Management in Krasnodar region
8	Yerokhno Anastasiaya Vasilievna	Specialist-expert of sector in Local office of Federal Agency for State Property Management in Krasnodar region
9	Puzanov Gennadiy Gennadiyevich	1st category specialist of sector in Local office of Federal Agency for State Property Management in Krasnodar region
10	Yakimishin Oleg Igorevich	2 nd category specialist of sector in Local office of Federal Agency for State Property Management in Krasnodar region
11	Klochan Daniil Vladimirovich	3 rd category specialist of sector in Local office of Federal Agency for State Property Management in Krasnodar region
12	Balayeva Svetlana Alexandrovna	Deputy Director General – Investments, Rosseti PJSC
13	Varvarin Aleksandr Viktorovich	Vice-president - Managing Director in charge of Corporate Relations and Legal Support, Russian Union of Industrialists and Entrepreneurs
14	Gavrilov Aleksandr Ilyich	Director General of Kubanenergo PJSC
15	Gritsenko Vladimir Fyodorovich	Presidium member of Non-profit Partnership “OPORA RUSSIA”
16	Yefimov Alexander Leonidovich	Head of Administrative department, Rosseti PJSC
17	Medvedev Mikhail Vladimirovich	Deputy Director General, Holding “Intra Tool” LLC
18	Osipova Yelena Nikolayevna	Head of Financial Analysis and Liquidity Management Department of the Department of the Treasury, Rosseti PJSC
19	Tyurkin Konstantin Vladimirovich	Deputy Head of Communications and Public Relations Sector of the Information Policy and Public Relations Department, Rosseti PJSC
20	Fadeyev Alexandr Nikolayevich	Deputy Director General in charge of Security, Rosseti PJSC
21	Khokholkova Kseniya Valerievna	Deputy Head of Directorate of Share Capital Issues, Head of Division of Shareholders' Rights Protection at Department of Corporate Governance and Interaction with Shareholders, Rosseti PJSC
22	Shagina Irina Alexandrovna	Head of Tariff Policy Sector of Tariff Policy Department, Rosseti PJSC

ITEM 6: On election of the Company’s Auditing commission members.

DRAFT DECISION:

To elect the following persons to Auditing commission²:

	Candidate proposed by shareholder	Position, place of work of candidate proposed by shareholder
1	Koshevaya Yana Vladimirovna	Deputy head of sector in Local office of Federal Agency for State Property Management in Krasnodar region
2	Schegrinets Roman Vladimirovich	Leading specialist-expert of sector in Local office of Federal Agency for State Property Management in Krasnodar region
3	Kurash Konstantin Vladimirovich	Specialist-expert of sector in Local office of Federal Agency for State Property Management in Krasnodar region
4	Zadorozhnaya Anzhelika Alexandrovna	Head of the Control and analytical sector of the Control and Auditing Department, Rosseti PJSC
5	Kabizskina Yelena Alexandrovna	Deputy Head of directorate for inspection activity at Department for control and inspection activity, Rosseti PJSC
6	Kirillov Artyom Nikolaevich	Deputy Head of directorate for inspection activity at Department for control and inspection activity, Rosseti PJSC
7	Malyshev Sergey Vladimirovich	Leading expert of directorate for inspection activity at Department for control and inspection activity, Rosseti PJSC
8	Slesareva Yelena Yurievna	Chief expert of Directorate for internal audit, Rosseti PJSC

ITEM 7: On approval of Company's Auditor.

DRAFT DECISION:

To appoint "RSM RUS," LLC as Company's Auditor.

ITEM 8: On approving the restated Charter of the Company.

DRAFT DECISION:

To approve the restated Charter of the Company.

ITEM 9: On approval of internal document: restated Regulations for the General Meeting of the Company Shareholders

DRAFT DECISION:

To approve the restated Regulations for the General Meeting of the Company Shareholders

ITEM 10: On approval of internal document: restated Regulations for the Board of Directors of the Company

DRAFT DECISION:

To approve the restated Regulations for the Board of Directors of the Company

ITEM 11: On approval of internal document: restated Regulations for the Auditing Committee of the Company

DRAFT DECISION:

To approve the restated Regulations for the Auditing Committee of the Company

ITEM 12: On termination of membership of Kubanenergo PJSC in Association "ENRGOSTROY".

DRAFT DECISION:

To approve termination of membership of Kubanenergo PJSC in Association "ENRGOSTROY".

² Auditing commission consists of 5 members among from candidates of list of candidates for election to "Kubanenergo" PJSC Board of Directors approved by decision of Company's BoD (Minutes No. 232/2016 dd. 04.03.2016)