

Minutes of the Board of Directors Meeting No. 316/2018
Public joint stock Company of power industry and electrification of Kuban
(Kubanenergo PJSC)

Date of the meeting 30 July 2018
Form of the meeting Absentee (by filling in questionnaires)
Place of vote counting office 105, building 1, 2A Stavropolskaya St.,
Krasnodar (postal address of the Corporate Secretary of
“Kubanenergo” PJSC)
Date of drawing up minutes 31 July 2018

Board of Directors Members: 11

Questionnaires were submitted by: Sergeeva O.A. (Chairperson of the BoD), Varvarin A.V., Gavrilov A.I., Gritsenko V.F., Medvedev M.V., Osipova Ye.N., Selivanova L.V., Tyukanko A.S., Tyurkin K.V., Khokholkova K.V., Shagina I.A.

Questionnaires were not submitted by:

According to requirements of paragraph 7.3 of the Regulations for the Board of Directors of Public joint stock Company of power industry and electrification of Kuban (approved by decision of annual General meeting of “Kubanenergo” PJSC shareholders on 20.06.2017, minutes No.39), the quorum for holding the meeting should count at least half of elected members of Board of Directors.

Quorum is present

Agenda

1. On compositions of the committees of Kubanenergo Board of Directors
2. Approval of the Schedule for the Board of Directors of Kubanenergo PJSC for the 2nd half of 2018 – 1st half of 2019
3. Introduction of changes to the Regulations for the Dividend Policy of Kubanenergo PJSC

Item 1

On compositions of the committees of Kubanenergo Board of Directors.

The following resolution is proposed:

- 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 Andreevna	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 Andreevna, 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	Gusel'nikov Konstantin Sergeevich	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 Sergeevna	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.

Voting results

Sergeeva O.A.	-	FOR	Osipova Ye.N.	-	FOR
Varvarin A.V.	-	FOR	Tyukanko A.S.	-	FOR
Gavrilov A.I.	-	FOR	Tyurkin K.V.	-	FOR
Gritsenko V.F.	-	FOR	Khokholkova K.V.	-	FOR
Medvedev M.V.	-	FOR	Shagina I.A.	-	FOR
Selivanova L.V.	-	FOR			

Thus, on the first issue, the proposed decision was unanimously adopted by the members of the Board of Directors participating in the meeting.

Item 2

Approval of the Schedule for the Board of Directors of Kubanenergo PJSC for the 2nd half of 2018 – 1st half of 2019.

The following resolution is proposed:

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.

Voting results

Sergeeva O.A.	-	FOR	Osipova Ye.N.	-	FOR
Varvarin A.V.	-	FOR	Tyukanko A.S.	-	FOR
Gavrilov A.I.	-	FOR	Tyurkin K.V.	-	FOR
Gritsenko V.F.	-	FOR	Khokholkova K.V.	-	FOR
Medvedev M.V.	-	FOR	Shagina I.A.	-	FOR
Selivanova L.V.	-	FOR			

Thus, on the second issue, the proposed decision was unanimously adopted by the members of the Board of Directors participating in the meeting.

Item 3

Introduction of changes to the Regulations for the Dividend Policy of Kubanenergo PJSC

The following resolution is proposed:

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.

Voting results

Sergeeva O.A.	-	FOR	Osipova Ye.N.	-	FOR
Varvarin A.V.	-	FOR	Tyukanko A.S.	-	FOR
Gavrilov A.I.	-	FOR	Tyurkin K.V.	-	FOR
Gritsenko V.F.	-	FOR	Khokholkova	-	FOR
			K.V.		
Medvedev M.V.	-	FOR	Shagina I.A.	-	FOR
Selivanova L.V.	-	FOR			

Thus, on the third issue, the proposed decision was unanimously adopted by the members of the Board of Directors participating in the meeting.

Chairperson of the BoD

Sergeeva O.A.

Corporate secretary

Russu O.V.