

**Minutes of the Board of Directors Meeting No. 320/2018**  
**Public joint stock Company of power industry and electrification of Kuban**  
**(Kubanenergo PJSC)**

Date of the meeting 25 October 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 26 October 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 28.05.2018, minutes No.40), the quorum for holding the meeting should count at least half of elected members of Board of Directors.

**Quorum is present**

**Agenda**

1. Approval of the restated Guidelines for determining the backup power at the Company’s substations
2. Approval of an internal documents of the Company in new edition: Regulations for placement of temporarily disposable monetary resources of Kubanenergo PJSC
3. Approval of an internal documents of the Company in new edition: Regulations for transfer of payments of Kubanenergo PJSC
4. Recognition of the Director General of Kubanenergo PJSC for implementation of a high-profile task
5. Approval of a report on implementation of key performance indicators of the Company in the 4<sup>th</sup> quarter of 2017

**Item 1**

**Approval of the restated Guidelines for determining the backup power at the Company’s substations**

The following resolution is proposed:

To approve the restated Guidelines for determining the backup power at the Company’s substations, as per Annex 1 to the 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 first issue, the proposed decision was unanimously adopted by the members of the Board of Directors participating in the meeting.

## **Item 2**

**Approval of an internal documents of the Company in new edition: Regulations for placement of temporarily disposable monetary resources of Kubanenergo PJSC** The following resolution is proposed:

1. To approve the Regulations for placement of temporarily disposable monetary resources of Kubanenergo PJSC, as per Annex 2 to the resolution of the Company's Board of Directors.
2. To approve the list of credit institutions and limits of placement of temporarily disposable monetary resources of Kubanenergo PJSC, as per Annex 3 to the resolution of the Company's Board of Directors.
3. To consider a no longer valid the Regulations for placement of temporarily disposable monetary resources of Kubanenergo JSC approved by the BoD on 20.06.2014 (Minutes of the Meeting No.192/2014).

### **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**

**Approval of an internal documents of the Company in new edition: Regulations for transfer of payments of Kubanenergo PJSC**

The following resolution is proposed:

1. To approve the Regulations for transfer of payments of Kubanenergo PJSC, as per Annex 4 to the resolution of the Company's Board of Directors.
2. To consider a no longer valid the Regulations for transfer of payments of Kubanenergo PJSC approved by the BoD on 26.06.2015 (Minutes of the Meeting No.215/2015).

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

## **Item 4**

**Recognition of the Director General of Kubanenergo PJSC for implementation of a high-profile task**

The following resolution is proposed:

In accordance with the paragraph 4.3.3. of the Regulations on material remunerations to the Company's Director General, it is ordered to pay Gavrilov Alexander Ilyich, Director General of Kubanenergo PJSC, a lump sum bonus for implementation of a high-profile task: provision of reliable and high-quality power supply to the venues of the FIFA 2018 World Cup, as per Annex 5 to the 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 fourth issue, the proposed decision was unanimously adopted by the members of the Board of Directors participating in the meeting.

**Item 5**

**Approval of a report on implementation of key performance indicators of the Company in the 4<sup>th</sup> quarter of 2017**

The following resolution is proposed:

To approve the report on implementation of key performance indicators of the Company in the 4<sup>th</sup> quarter of 2017, as per Annex 6 to the 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 fifth 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.**