

**Minutes of the Board of Directors Meeting No. 323/2018**  
**Public joint stock Company of power industry and electrification of Kuban**  
**(Kubanenergo PJSC)**

Date of the meeting	18 December 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	19 December 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 Policy on Information Technologies, Automation and Telecommunications.
2. Early resignation and appointment of new members of the Company’s Management Board.
3. Discussion of a report on the results of the Business Plan of Kubanenergo PJSC for the first six months of 2018.
4. Discussion of a report on implementation of the Group’s Business plan consolidated on the principles of RAS and IFRS for the 1<sup>st</sup> six months of 2018.
5. Approval of a report on the results of implementation of the Company’s Investment Programme for the 2<sup>nd</sup> quarter and the first six months of 2018 and a report on implementation of the Company’s investment projects from the list of top-priority facilities, for the 2<sup>nd</sup> quarter of 2018.
6. Discussion of a report from the Director General of “Kubanenergo” PJSC on implementation of orders issued by the Company’s Board of Directors.
7. Approval of budgets for the Committees under the Company’s Board of Directors for the 2<sup>nd</sup> half of 2018.
8. Discussion of a report from the Director General on implementation of overdue connection contracts for the 2<sup>nd</sup> quarter of 2018.
9. Approval of the Programme of non-state pension provision for employees of Kubanenergo PJSC.
10. Discussion of a report from the Director General on the Company’s insurance provision for the 3<sup>rd</sup> quarter of 2018.
11. Approval of a report on the Company’s Director General observing the KPI “Efficiency of innovation activity”.

### **Item 1**

#### **Approval of the Policy on Information Technologies, Automation and Telecommunications**

The following resolution is proposed:

1. To approve the Policy on Information Technologies, Automation and Telecommunications as the Company's internal document, as specified in Annex 1 to this resolution of the Company's Board of Directors.
2. To consider as no longer valid the decision of the Company's Board of Directors of 20.06.2012 (minutes No.138/2012 of 22.06.2012).

#### **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**

#### **Early resignation and appointment of new members of the Company's Management Board**

The following resolution is proposed:

1. To terminate powers of the following members of the Company's Management Board:
  - Ivanova Irina Viktorovna
  - Mikhailov Vladimir Alexandrovich
2. To elect the following persons to the Company's Management Board:
  - Khazikova Zanda Ivanovna, Deputy Director General for Corporate Governance
  - Nischyuk Oleg Fyodorovich, Deputy Director General for Implementation of Services

#### **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**

#### **Discussion of a report on the results of the Business Plan of Kubanenergo PJSC for the first six months of 2018**

The following resolution is proposed:

1. To take note of the report on the results of the Business Plan of Kubanenergo PJSC for the first six months of 2018, as specified in Annex 2 to this resolution of the Company's Board of Directors.
2. To instruct the Company's Director General to ensure implementation of additional measures to prevent occurrence of key operational risks in 2018, as specified in Annex 3 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 third issue, the proposed decision was unanimously adopted by the members of the Board of Directors participating in the meeting.

#### **Item 4**

##### **Discussion of a report on implementation of the Group's Business plan consolidated on the principles of RAS and IFRS for the 1<sup>st</sup> six months of 2018**

The following resolution is proposed:

To take note of the report on implementation of the Group's Business plan consolidated on the principles of RAS and IFRS for the 1<sup>st</sup> six months of 2018, as specified in Annexes 4 and 5 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 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 the results of implementation of the Company's Investment Programme for the 2<sup>nd</sup> quarter and the first six months of 2018 and a report on implementation of the Company's investment projects from the list of top-priority facilities, for the 2<sup>nd</sup> quarter of 2018**

The following resolution is proposed:

1. To take note of the report on the results of implementation of the Company's Investment Programme for the 2<sup>nd</sup> quarter and the first six months of 2018 and a report on implementation of the Company's investment projects from the list of top-priority facilities, for the 2<sup>nd</sup> quarter of 2018, as specified in Annexes 6 and 7 to this resolution of the Company's Board of Directors.
2. To determine the procedure for submitting a report on purchase of grid facilities which do not require prior approval of the Board of Directors, specified in paragraph 2.1. of the decision of the BoD of 18.05.2018 on item 2 (minutes No.310/2018 of 21.05.2018), as part of the quarterly report on implementation of the Company's Investment Programme.
3. To note deviation from the actual indicators of implementation of the Company's Investment Programme for the 2<sup>nd</sup> quarter and 6 months of 2018 from the planned indicators, as specified in Annex 8 to this resolution of the Company's Board of Directors.
4. To ensure commissioning and testing of the equipment of 220 kV substation "Port" in accordance with the approved Consolidated schedule for commissioning electrical installations with a voltage level of 500-10 kV to ensure entry into service of the transport infrastructure of the Taman Peninsula.

5. To instruct the Director General of Kubanenergo PJSC to submit to the Board of Directors a report on the reasons of deviation of the actual indicators of the Investment Programme of Kubanenergo PJSC from the planned ones.

**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.

**Item 6**

**Discussion of a report from the Director General of “Kubanenergo” PJSC on implementation of orders issued by the Company’s Board of Directors**

The following resolution is proposed:

1. To take note of the report from the Director General of “Kubanenergo” PJSC on implementation of orders issued by the Company’s Board of Directors, as specified in Annex 9 to this resolution of the Company’s Board of Directors.
2. To instruct the Director General to ensure strict compliance with the Decree of the Government of the Russian Federation No.1352 of 11.12.2014 pertaining payment deadlines for contracts concluded with small and medium-sized businesses.
3. To take note of the information on implementation of the decision of the Board of Directors of the Company of 15.08.2018 on item No. 2 (minutes No.317/2018 of 17.08.2018) in accordance with Annex10 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 sixth issue, the proposed decision was unanimously adopted by the members of the Board of Directors participating in the meeting.

**Item 7**

**Approval of budgets for the Committees under the Company’s Board of Directors for the 2<sup>nd</sup> half of 2018**

The following resolution is proposed:

To approve budgets for the Committees under the Company’s Board of Directors for the 2<sup>nd</sup> half of 2018, as specified in Annexes 11-15 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 seventh issue, the proposed decision was unanimously adopted by the members of the Board of Directors participating in the meeting.

#### **Item 8**

##### **Discussion of a report from the Director General on implementation of overdue connection contracts for the 2<sup>nd</sup> quarter of 2018**

The following resolution is proposed:

1. To take note of the report from the Director General on implementation of overdue connection contracts for the 2<sup>nd</sup> quarter of 2018, as specified in Annex 16 to this resolution of the Company's Board of Directors.
2. To recommend the management of Kubanenergo PJSC to ensure observance of the schedule, including the projects that were not implemented in 1<sup>st</sup> and 2<sup>nd</sup> quarters of 2018.

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

#### **Item 9**

##### **Approval of the Programme of non-state pension provision for employees of Kubanenergo PJSC**

The following resolution is proposed:

To approve the Programme of non-state pension provision for employees of Kubanenergo PJSC, as specified in Annex 17 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 ninth issue, the proposed decision was unanimously adopted by the members of the Board of Directors participating in the meeting.

#### **Item 10**

##### **Discussion of a report from the Director General on the Company's insurance provision for the 3<sup>rd</sup> quarter of 2018**

The following resolution is proposed:

To take note of the report from the Director General on the Company's insurance provision for the 3<sup>rd</sup> quarter of 2018, as specified in Annex 18 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 tenth issue, the proposed decision was unanimously adopted by the members of the Board of Directors participating in the meeting.

### **Item 11**

#### **Approval of a report on the Company's Director General observing the KPI "Efficiency of innovation activity"**

The following resolution is proposed:

To approve the report on the Company's Director General observing the KPI "Efficiency of innovation activity", as specified in Annex 19 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 eleventh 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.**