

Minutes of the Board of Directors Meeting No. 332/2019
Public joint stock Company of power industry and electrification of Kuban
(Kubanenergo PJSC)

Date of the meeting	6 March 2019
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	7 March 2019

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: none

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. Consideration of proposals put forward by the shareholders regarding inclusion of items in the agenda of the Annual General Meeting of the Company’s Shareholders and regarding nomination of candidates for the Company’s management and control bodies
2. Setting the date of the meeting of the Board of Directors for consideration of matters related to preparation to the Annual General Meeting of the Company’s Shareholders

Item 1

Consideration of proposals put forward by the shareholders regarding inclusion of items in the agenda of the Annual General Meeting of the Company’s Shareholders and regarding nomination of candidates for the Company’s management and control bodies

The following resolution is proposed:

1. The following candidates shall be included on the list of nominees for election to the Board of Directors of the Company:

No.	Candidate proposed by the shareholder(s) for inclusion in the list of nominees for election to the Board of Directors of the Company	Employment of the candidate proposed by the shareholder(s) for inclusion in the list of nominees for election to the Board of Directors of the Company	Name(s) of the shareholder(s) proposing the candidate for inclusion in the list of nominees for election to the Board of Directors of the Company	Percentage of voting shares held by the shareholder (s) in the Company
1	Bobkov Dmitry Alexeyevich	Head of Communications Policy and PR Department, Rosseti PJSC	Rosseti PJSC	92.78%
2	Varvarin Alexander Viktorovich	Vice-president – Managing Director in charge of Corporate Relations and Legal Support, Russian Union of Industrialists and Entrepreneurs	Rosseti PJSC	92.78%

3	Gavrilov Alexander Ilyich	Director General of Kubanenergo PJSC	Rosseti PJSC	92.78%
4	Yefimov Alexander Leonidovich	Head of Department of Organizational Support, Rosseti PJSC	Rosseti PJSC	92.78%
5	Larionov Dmitry Vitaliyevich	Deputy Head of Department – Head of Division for Land and Property Regulations and Property Management, Rosseti PJSC	Rosseti PJSC	92.78%
6	Medvedev Mikhail Vladimirovich	Deputy Director General, Holding Intra Tool LLC	Rosseti PJSC	92.78%
7	Osipova Yelena Nikolayevna	Head of Financial Analysis and Liquidity Management Sector of the Treasury Department, Rosseti PJSC	Rosseti PJSC	92.78%
8	Selivanoova Lyudmila Vasilievna	Deputy Director General in charge of Public Authorities Relations, Rosseti PJSC	Rosseti PJSC	92.78%
9	Sergeyeva Olga Andreyevna	Member of the Management Board, Deputy Director General – Chief of Staff, Rosseti PJSC	Rosseti PJSC	92.78%
10	Khokholkova Kseniya Valerievna	Chief Expert at Directorate for Equity Capital and Information Disclosure under Department of Corporate Governance, Rosseti PJSC	Rosseti PJSC	92.78%
11	Yavorsky Viktor Korneyevich	Member of the Presidium, OPORA RUSSIA	Rosseti PJSC	92.78%

2. The following candidates shall be included in the list of nominees for election to the Auditing Commission of the Company:

No.	Candidate proposed by the shareholder(s) for inclusion in the list of nominees for election to the Auditing Commission of the Company	Employment of the candidate proposed by the shareholder(s) for inclusion in the list of nominees for election to the Auditing Commission of the Company	Name(s) of the shareholder(s) proposing the candidate for inclusion in the list of nominees for election to the Auditing Commission of the Company	Percentage of voting shares held by the shareholder(s) in the Company
1	Lelekova Marina Alexeyevna	Head of Department for Control and Inspection, Rosseti PJSC	Rosseti PJSC	92.78%
2	Kim Svetlana Anatolievna	Head of Directorate for Inspection Unit at Department for Control and Inspection, Rosseti PJSC	Rosseti PJSC	92.78%
3	Kabizskina Yelena Alexandrovna	Deputy Head of Inspection Unit at Department for Control and Inspection, Rosseti PJSC	Rosseti PJSC	92.78%
4	Yerandina Yelena Stanislavovna	Chief Expert at Control and Inspection Directorate Department for Control and Inspection, Rosseti PJSC	Rosseti PJSC	92.78%
5	Malyshev Sergey Vladimirovich	Leading Expert of Inspection Unit at Department for Control and Inspection, Rosseti PJSC	Rosseti PJSC	92.78%

3. To dismiss the following proposals from the Company's shareholder(s):

No.	Names(s) of the shareholder(s) who submitted a proposal on inclusion of the issue in the agenda of the annual General Shareholders Meeting or candidate in the list of voting on the election to the management and control body of the company	Wording of the proposal from the shareholder (shareholders)	Reason for dismissing the inclusion of the shareholder's (shareholders') proposed issue in the agenda or candidate in the list of voting on the election to the management and control body of the company (according to clause 5 Article 53 of FL "On Joint Stock Companies")
1	Russian Federation represented by Interregional Territorial Administration of the Federal Agency for State Property Management in the Krasnodar	Rosimushchestvo proposes the following agenda items: 1. Approval of the Company's annual report.	According to paragraph 1 of article 53 of the Federal Law "On Joint-Stock Companies" proposals on agenda items to the annual general meeting of shareholders and

<p>region and the Republic of Adygea (Interregional Territorial Administration of Rosimushchestvo in the Krasnodar region and the Republic of Adygea)</p>	<p>2. Approval of the Company's annual financial report, including the profit and loss statement (income statement).</p> <p>3. Approval of distribution of profit of the Company by the results of 2018.</p> <p>4. On the amount, terms and form of paying of dividends by the results of 2018.</p> <p>5. Election of the Company's Board of Directors (supervisory board) members.</p> <p>6. Election of the Company's Auditing commission (controllers) members</p> <p>7. Approval of the Company's Auditor.</p> <p>In addition, in order to ensure the interests of the Russian Federation as a shareholder of the Company, Rosimushchestvo offers the following candidates for election to the Board of Directors:</p> <p>1. Ziborova Tatiana Valentinovna, Deputy Head of Local Office of the Federal Agency for State Property Management in the Krasnodar region and the Republic of Adygea</p> <p>2. Gorgul Marianna Mikhailovna, Deputy Head of Local Office of the Federal Agency for State Property Management in the Krasnodar region and the Republic of Adygea</p> <p>3. Repina Yanina Alexandrovna, Chief Specialist-Expert of Sector in Local Office of the Federal Agency for State Property Management in the Krasnodar region and the Republic of Adygea</p> <p>4. Khakonova Zarina Muratovna, Leading Specialist-Expert of Sector in Local Office of the Federal Agency for State Property Management in the Krasnodar region and the Republic of Adygea</p> <p>5. Maximanko Alexander Valeriyevich Deputy Head of Sector in Office of the Federal Agency for State Property Management in the Krasnodar region and the Republic of Adygea</p> <p>To the Auditing Commission:</p> <p>1. ALexeyeva Marina Georgievna, Deputy Head of Sector in Office of the Federal Agency for State Property Management in the Krasnodar region and the Republic of Adygea</p> <p>2. Repnikova Natalia Alexeyevna, Leading Specialist-Expert of Sector in Local Office of the Federal Agency for State Property Management in the Krasnodar region and the Republic of Adygea</p>	<p>candidates for the company's board of directors, collegial executive body, auditing committee, etc. must be submitted to the company no later than 30 days after the end of the reporting year, unless a later date is established by the company's charter. In accordance with paragraph 13.1 of article 13 of the Charter of the Company, such proposals must be received by the Company no later than 60 days after the end of the reporting year. According to paragraph 2.5 of the Regulations of Shareholders, approved by the Bank of Russia on 16.11.2018 by order N 660-P, the date of receipt of proposals on the agenda of the general meeting or the requirement to convene an extraordinary general meeting (the date of submission of the requirement to convene an extraordinary general meeting) is the date of receipt of the postal item by the addressee, if the proposal on agenda item or the requirement to convene an extraordinary general meeting is sent as a simple letter or other simple mail.</p> <p>The proposals of the Interregional Territorial Administration of the Federal Agency for State Property Management in the Krasnodar region and the Republic of Adygea were received by the Company later than the date established by paragraph 1 of article 53 of the Federal Law "On Joint Stock Companies" and paragraph 13.1 of article.13 of the Charter of the Company.</p>
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3.1. It is decided that within three days upon adoption of the decision, the shareholder(s) that submitted an agenda item or proposed a candidate will receive a substantiated decision of the Company stating its refusal to include the proposed item or candidate to the list of nominees for election to certain governing body of the Company.

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

Setting the date of the meeting of the Board of Directors for consideration of matters related to preparation to the Annual General Meeting of the Company's Shareholders

The following resolution is proposed:

To determine the date of meeting of the Company's Board of Directors to discuss the issues related to preparation for the AGM (including the issues of determining the date, place and time of the AGM, the beginning of registration of persons participating in the AGM, approving the agenda of the AGM, approving the date of determining persons entitled to participate in the Annual General Meeting of Shareholders, approving the form and text of ballots for voting at the AGM, etc.): not later than 17 April 2019.

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.

Chairperson of the BoD

Sergeeva O.A.

Corporate secretary

Russu O.V.