

**Minutes of the Board of Directors Meeting No. 335/2019**  
**Public joint stock Company of power industry and electrification of Kuban**  
**(Kubanenergo PJSC)**

Date of the meeting	4 April 2019
Form of the meeting	Absentee and in presentia (as well by videoconference)
Place of vote counting	Room A7-065, Belovezhskaya str. 4, Moscow
Start time of the meeting	12:30 p.m.
End time of the meeting	13:10 p.m.
Date of drawing up minutes	5 April 2019

In accordance with the requirements of clause 7.1 of the Regulations on the Board of Directors of Public joint stock Company of power industry and electrification of Kuban approved by the decision of the Annual General Meeting of Shareholders of the Company on 25.05.2018 (Minutes No.40 of 28.05.2018), the meeting of the Board of Directors is opened by the Chairperson of the Board of Directors of Kubanenergo PJSC – **Sergeeva Olga Andreevna**.

In accordance with paragraph 7.3 of the Regulations on the Board of Directors of Public joint stock Company of power industry and electrification of Kuban, to determine the presence of a quorum for the meeting of the Board of Directors, the floor is given to the Corporate Secretary of the Company – **Rusu Olga Vladimirovna**; the quorum for holding a meeting of the Board of Directors is not less than half of the number of the elected members of the Board of Directors of the Company. According to paragraph 16.1 of the Charter of Kubanenergo PJSC, 11 (eleven) people were elected to the Company's Board of Directors.

**Members of the board of directors that are present at the meeting:** Sergeeva O.A. (Chairperson of the BoD), Medvedev M.V., Osipova Ye.N., Tyurkin K.V., Khokholkova K.V., Shagina I.A.

**Absent members:** Gavrilov A.I., Gritsenko V.F., Varvarin A.V., Selivanova L.V., Tyukanko A.S.

Of the 11 elected members of the Board of Directors of the Company, 6 attended the meeting, which is not less than half of the number of elected members of the Board of Directors of the Company.

The required **quorum** for the meeting of the Board of Directors **is present**.

The members of the Board of Directors that submitted questionnaires: Gavrilov A.I., Gritsenko V.F., Varvarin A.V., Selivanova L.V., Tyukanko A.S.

The members of the Board of Directors that did not submit questionnaires: none

Invitees:

1. Shishigin Igor Nikolayevich, Deputy Director General for Technical Issues – Chief Engineer
2. Shmakov Igor Vladimirovich, Deputy Director General for Controlling
3. Ochikov Sergey Ivanovich, Head of Internal Audit Department

The agenda of the meeting of the Board of Directors of Kubanenergo PJSC includes the following items:

1. Discussion of the report on implementation of the Plan of development of the Production Assets Management System of Kubanenergo PJSC in 2018
2. Discussion of the report of the internal audit on implementation of the work plan and the results of activity of internal audit, including the results of self-rating of the quality of internal audit by the results of 2018, as well as implementation of the plan for development and improvement of the internal audit system in the Company

The first item of the agenda of the meeting of the BoD of Kubanenergo PJSC: **“Discussion of the report on implementation of the Plan of development of the Production Assets Management System of Kubanenergo PJSC in 2018”**

Shishigin Igor Nikolayevich, Deputy Director General for Technical Issues – Chief Engineer delivered the report on the matter.

The following persons addressed the meeting:

- members of the Board of Directors: Sergeeva Olga Andreyevna, Osipova Yelena Nikolaevna, Medvedev Mikhail Vladimirovich, Tyurkin Konstantin Vladimirovich

Concerning the first item of the agenda it was resolved as follows:

To take into consideration the report on implementation of the Plan of development of the Production Assets Management System of Kubanenergo PJSC in 2018 in accordance with Annex 1 to the present resolution of the Company’s Board of Directors.

**Voting results:**

**FOR** - 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.

**AGAINST** - none

**ABSTAINED** - none

Thus, the BoD members participating in the meeting unanimously adopted the proposed decision on the first item.

The second item of the agenda of the meeting of the BoD of Kubanenergo PJSC: **“Discussion of the report of the internal audit on implementation of the work plan and the results of activity of internal audit, including the results of self-rating of the quality of internal audit by the results of 2018, as well as implementation of the plan for development and improvement of the internal audit system in the Company”**

Ochikov Sergey Ivanovich, Head of Internal Audit Department, and Shmakov Igor Vladimirovich, Deputy Director General for Controlling delivered the report on the matter.

The following persons addressed the meeting:

- members of the Board of Directors: Osipova Yelena Nikolaevna, Medvedev Mikhail Vladimirovich

Concerning the second item of the agenda it was resolved as follows:

To approve the report on implementation of the work plan and the results of activity of internal audit, including the results of self-rating of the quality of internal audit by the results of 2018 in accordance with Annex 2 to the present resolution of the Company’s Board of Directors.

**Voting results:**

**FOR** - 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.

**AGAINST** - none

**ABSTAINED** - none

Thus, the BoD members participating in the meeting unanimously adopted the proposed decision on the second item.

**Chairperson of the BoD**

**Sergeeva O.A.**

**Corporate secretary**

**Russu O.V.**