

Minutes of the Board of Directors Meeting No. 355/2019
Public joint stock Company of power industry and electrification of Kuban
(Kubanenergo PJSC)

Date of the meeting	31 July 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	2 August 2019

Board of Directors Members: 11

Questionnaires were submitted by: Gavrilov A.I. (Chairperson of the BoD), Varvarin A.V., Kiryukhin S.V., Larionov D.V., Medvedev M.V., Osipova Ye.N., Rozhkov V.V., Sergeeva O.A., Khokholkova K.V., Shagina I.A., Yavorsky.V.K.

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 the Annual General Meeting of Shareholders of Kubanenergo PJSC on 20.06.2019, minutes No.42), the quorum for holding the meeting should count at least half of elected members of Board of Directors.

Quorum is present

Agenda

1. Discussion of the means of independent external evaluation of the company's internal audit

Item 1

Discussion of the means of independent external evaluation of the company's internal audit The following resolution is proposed:

1. Take into consideration the format of the external evaluation of the internal audit activity (terms of reference) in accordance with Appendix No.1 to this decision of the Board of Directors.
2. Entrust the Audit Committee of the Board of Directors of Kubanenergo PJSC with approving the organization for an external evaluation of the internal audit activity selected as the winner based on the results of a centralized procurement procedure.
3. Instruct the Sole Executive Body of Kubanenergo PJSC to submit to the Board of Directors of the Company a report on the results of the external independent evaluation of the internal audit activity with preliminary consideration of the Audit Committee of the Board of Directors of the Company.

Deadline: 31.12.2019

Voting results

Gavrilov A.I.	-	FOR	Sergeeva O.A.	-	FOR
Varvarin A.V.	-	FOR	Rozhkov V.V.,	-	FOR
Kiryukhin S.V.	-	FOR	Shagina I.A.	-	FOR
Larionov D.V.	-	FOR	Khokholkova K.V.	-	FOR
Medvedev M.V.	-	FOR	Yavorsky.V.K.	-	ABSTAINED
Osipova Ye.N.	-	FOR			

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

Chairperson of the BoD

Gavrilov A.I.

Corporate secretary

Russu O.V.