###  Minutes of the Meeting of the Board of Directors No. 423/2021

**of the Public Joint Stock Company**

###  Rosseti Kuban (PJSC Rosseti Kuban)

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| Date of Meeting | March 16, 2021 |
| Form of Meeting: | Absentee voting (by questionnaire) |
| Location of summing up the voting results: | room 202, building 2, 2А Stavropolskaya Str., Krasnodar (for postage to the Corporate Secretary of PJSC Rosseti Kuban) |
| Date on which the minutes were drawn up: | March 18, 2021 |

**Members of the Board of Directors:** 11 persons

**Members of the Board of Directors were submitted the checklists**: Gavrilov A.I. (Chairman of the Board of Directors), Alyushenko I.D., Varvarin A.V., Guryanov D.L., Logatkin A.V., Medvedev M.V., Sergeev S.V., Terekhov I.A., Shagina I.A., Yavorskiy V.K.

**Members of the Board of Directors were not submitted the checklists:** Varseev V. V.

In accordance with the Clause 7.3 “Regulations on the Board of Directors of Public Joint Stock Company of Power Industry and Electrification of Kuban” (passed by the decision of the Annual General Meeting of Shareholders of PJSC Kubanenergo, Minutes No. 43 of May 29, 2020) at least half of the number of elected members of the Board of Directors of the Company constitutes a quorum for a meeting of the Board of Directors.

**A quorum is present.**

**Agenda of the meeting of the Board of Directors:**

1. On consideration of the report on Programme execution intended to reduce electrical energy losses in electric networks of PJSC Rosseti Kuban for 2020-2024 on result of the nine months of 2020.
2. On implementation Programme intended to reduce electrical energy losses in network of PJSC Rosseti Kuban.
3. Position of the Company on Agenda Item of the meeting of the Board of Directors of subsidiaries and affiliates of PJSC Rosseti Kuban – JSC Energoservice of Kuban.

**Item No. 1:**  **On consideration of the** **report on Programme execution intended to reduce electrical energy losses in electric networks of PJSC Rosseti Kuban for 2020-2024 on result of the nine months of 2020.**

**The following solution was offered:**

1. *Take into consideration the* *report on Programme execution intended to reduce electrical energy losses in electric networks of PJSC Rosseti Kuban for 2020-2024 on result of the nine months of 2020 in accordance with Appendix No. 1 to the present resolution of the Company’s Board of Directors.*
2. *It is necessary to notice the implementation of planned indicators of electrical energy losses for nine months in accordance with the business plan for 2020* *in the integrated power grid of PJSC Rosseti Kuban (at planned value of 1,862,630 million kWh (10,38%), the actual value amounted to 1 614,604 млн. kWh (9,48%).*

**The results of voting:**

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| Gavrilov A.I. | - | **“FOR”** | Medvedev M.V. | - | **“FOR”** |
| Alyushenko I. D | - | **“FOR”** | Sergeev S.V. | - | **“FOR”** |
| Varvarin А.V. | - | **“FOR”** | Terekhov I.A. | - | **“FOR”** |
| Guryanov D.L. | - | **“FOR”** | Shagina I.A. | - | **“FOR”** |
| Logatkin A.V. | - | **“FOR”** | Yavorskiy V.К. | - | **“FOR”** |

Thus, regarding the first Agenda Item of the meeting, the resolution **was adopted unanimously** by the Board of Directors participating in the meeting.

**Item No. 2:**  **On implementation Programme intended to reduce electrical energy losses in network of PJSC Rosseti Kuban.**

**The following solution was offered:**

1. *The Programme intended to reduce electrical energy losses* *in the integrated power grid of PJSC Kubanenergo for the period 2020-2024 passed by the Board of Directors of PJSC Kubanenergo of March 30, 2020 (Minutes No.383/2020 of April 2, 2020) is considered to be no longer in force.*
2. *To define that the approval of implementation Programme intended to reduce electrical energy losses in PJSC Rosseti Kuban for the period of planning (hereinafter referred to as the Programme) is the responsibility of the Chief Executive Officer of PJSC Rosseti Kuban with the exception of the following cases when the Programme is submitted for approval by the Board of Directors of PJSC Rosseti Kuban:*

*1) If there are measures intended to reduce losses* *in terms of financial assistance of the Company for the period of Program planning;*

*2) In the event of non-fulfillment of performance targets for electrical energy losses in the Company based on the results of the Reference period (reference year preceding the current year;*

*3) In the event of inclusion of PJSC Rosseti Kuban in the list of subsidiaries and affiliates of PJSC Rosseti by the decision of PJSC Rosseti which need to approve the Programme by a decision of the Board of Directors.*

**The results of voting:**

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| Gavrilov A.I. | - | **“FOR”** | Medvedev M.V. | - | **“FOR”** |
| Alyushenko I. D | - | **“FOR”** | Sergeev S.V. | - | **“FOR”** |
| Varvarin А.V. | - | **“FOR”** | Terekhov I.A. | - | **“FOR”** |
| Guryanov D.L. | - | **“FOR”** | Shagina I.A. | - | **“FOR”** |
| Logatkin A.V. | - | **“FOR”** | Yavorskiy V.К. | - | **“FOR”** |

Thus, regarding the second Agenda Item of the meeting, the resolution **was adopted unanimously** by the Board of Directors participating in the meeting.

**Item No. 3:** **Position of the Company on Agenda Item of the meeting of the Board of Directors of subsidiaries and affiliates of PJSC Rosseti Kuban –** **JSC Energoservice of Kuban.**

**The following solution was offered:**

 To agree on the position of the representatives of PJSC Rosseti Kuban in the Board of Directors of JSC Energoservice of Kuban regarding the agenda item of the Board of Directors of JSC Energoservice of Kuban concerning “The early termination of authorities of the General Director of the Company and assignment of the Acting General Director of the Company” with regards to vote for adopting the decision regarding the early termination of authorities of the General Director of JSC Energoservice of Kuban Kondratev Aleksandr Andreevich and terms of his Employment Agreement in accordance with Clause 1 of the first paragraph of Article 77 of the Labour Code of the Russian Federation and assignment of the Acting General Director of JSC Energoservice of Kuban Sarsebaev Bauyrzhan Kapyshovich.

**The results of voting:**

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| --- | --- | --- | --- | --- | --- |
| Gavrilov A.I. | - | **“FOR”** | Medvedev M.V. | - | **“FOR”** |
| Alyushenko I. D | - | **“FOR”** | Sergeev S.V. | - | **“FOR”** |
| Varvarin А.V. | - | **“FOR”** | Terekhov I.A. | - | **“FOR”** |
| Guryanov D.L. | - | **“FOR”** | Shagina I.A. | - | **“FOR”** |
| Logatkin A.V. | - | **“FOR”** | Yavorskiy V.К. | - | **“FOR”** |

Thus, regarding the third Agenda Item of the meeting, the resolution **was adopted unanimously** by the Board of Directors participating in the meeting.

**Chairman of the Board of Directors А.I. Gavrilov**

**Corporate Secretary O.V. Russu**