

MINUTES NO. 45
of the Annual General Meeting of Shareholders of Public Joint Stock Company
Rosseti Kuban (PJSC Rosseti Kuban)

Full corporate name	Public Joint Stock Company Rosseti Kuban
Location and address of the Company:	350033, Russian Federation, Krasnodar region, г. Krasnodar, 2A Stavropolskaya St.
Type of the general meeting:	Annual
Form of holding the General Meeting:	Absentee voting (by questionnaire)
Determination date (record date) for persons, entitled to participate in the General Meeting	
Date of holding the General Meeting	May 9, 2021
(acceptance end date of the completed voting ballots):	June 3, 2021
The correspondence address at which the completed voting ballots were sent:	107076, Russian Federation, Moscow, 18 Stromynka St., building 5B, JSC IRC - R.O.S.T. (Company's registrar)
Website address on the Internet to fill in the electronic form of ballots	Registrar's website: https://lk.rrost.ru/
Date on which the minutes were drawn up:	June 4, 2021

The Annual General Meeting of Shareholders of PJSC Rosseti Kuban (hereinafter referred to as the Company) is held based on decisions of the Board of Directors of PJSC Rosseti Kuban (hereinafter referred to as Company) dated April 28, 2021 (Minutes No. 429/2021 of April 29, 2021) and dated April 30, 2021 (Minutes No. 430/2021 of April 30, 2021).

In accordance with the Clause 56 of Federal Law "On Joint Stock Companies" and Clause 5.1.1. of the Regulations on the General Meeting of Shareholders of the Company, functions of the counting commission and registration of persons entitled to participate in the General Meeting of Shareholders, should be exercised by the Company's registrar - Independent Registrar Company R.O.S.T. (JSC IRC - R.O.S.T., hereinafter referred to as the registrar).

The notification on holding the annual General Meeting of Shareholders of the Company is published on the Company's website on the Internet at <https://rosseti-kuban.ru/> until April 30, 2021.

The voting ballots should be sent by regular letter at the address that is indicated in the list of persons who have the right to participate in the Annual General Meeting of Shareholders, not later than May 13, 2021.

Voting ballots (texts of the voting ballots) are sent in e-form (in the form of electronic documents) to the registrar of JSC IRC - R.O.S.T. not later than May 13, 2021 by nominee shareholder, recorded in the register of shareholders of the Company.

Determination date (record date) for persons, entitled to participate in the Annual General Meeting of Shareholders – May 9, 2021.

Gavrilov Aleksandr Ilich is the Chairman of the Board of Directors of PJSC Rosseti Kuban (Clause 10 of Article 10 of the Articles of Association of the Company).

Russu Olga Vladimirovna is the Corporate Secretary of PJSC Rosseti Kuban serves as the secretary of the annual General meeting of Shareholders based on decisions of the Board of Directors of PJSC Rosseti Kuban dated April 28, 2021 (Minutes No. 429/2021 of April 29, 2021).

The person confirming the decision-making by the Annual General Meeting of Shareholders on agenda items and the number of persons who took part in the Annual General Meeting of Shareholders - Registrar of the Company, designated person of the registrar: Doronin Maksim Sergeevich, per procuration No. 303 of February 12, 2019.

The agenda item is approved by the Company's Board of Directors dated April 30, 2021 (Minutes No. 430/2021 of April 30, 2021) as mentioned below

Agenda of the meeting:

1. *Approval of the annual report, the annual accounting (financial) statements of the Company.*
2. *On distribution of profits (including the dividends payment (declaration)) and losses of the Company based on the results of 2020.*
3. *On election of the members of the Board of Directors of the Company.*
4. *On election of the Audit Committee of the Company.*
5. *Approval of the Company's Auditor.*
6. *Approval of the updated version of the Articles of Association.*
7. *Approval of the updated version of the Regulations on the General Meeting of Shareholders of the Company.*

Quorum and voting results on agenda item No. 1:

Approval of the annual report, the annual accounting (financial) statements of the Company.

The number of votes owned by persons on the list of persons who had the right to participate in the general meeting on the current issue of the agenda item of the general meeting	334 657 837
The number of votes which are accounted for by voting shares of the Company on the current issue of the agenda item of the general meeting determined in consideration of the provisions of the Clause 4.24	334 657 837
The number of votes owned by persons participated in the general meeting on the current issue of the agenda item of the general meeting	312 720 832
The QUORUM on the current issue of the agenda item was present	93.4449451%

Variants of voting	The number of votes for each of the election variants	percent of those who took part in the meeting
"FOR"	312 716 415	99.9985876
"AGAINST"	2	0.0000006
"ABSTAIN"	4 405	0.0014086
Number of votes that were not counted in connection with invalidation of voting ballots or for any other reasons provided by the Regulation		
"Invalid"	10	0.0000032
"For any other reason"	0	0.0000000
TOTAL:	312 720 832	100.0000000

Decision made on agenda item No. 1:

To approve the annual report of the Company for 2020 in accordance with the Appendix published on the official website of the Company on the Internet at <https://rosseti-kuban.ru/>. To approve the annual accounting statement of the Company for 2020 in accordance with the Appendix published on the official website of the Company on the Internet at <https://rosseti-kuban.ru/>

Quorum and voting results on agenda item No. 2:

On distribution of profits (including the dividends payment (declaration)) and losses of the Company based on the results of 2020.

The number of votes owned by persons on the list of persons who had the right to participate in the general meeting on the current issue of the agenda item of the general meeting	334 657 837
The number of votes which are accounted for by voting shares of the Company on the current issue of the agenda item of the general meeting determined in consideration of the provisions of the Clause 4.24	334 657 837
The number of votes owned by persons participated in the general meeting on the current issue of the agenda item of the general meeting	312 720 832
The quorum on the current issue of the agenda item was present	93.4449451%

Variants of voting	The number of votes for each of the election variants	percent of those who took part in the meeting
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“FOR”	312 711 779	99.9971051
“AGAINST”	2 618	0.0008372
“ABSTAIN”	6 425	0.0020545
Number of votes that were not counted in connection with invalidation of voting ballots or for any other reasons provided by the Regulation		
“Invalid”	10	0.0000032
“For any other reason”	0	0.0000000
TOTAL:	312 720 832	100.0000000

Decision made on agenda item No. 2:

1. To approve the following distribution of profits (losses) of the Company for 2020 of the reporting year:

Line item	(thousands of rubles)
Net profit (loss) of the reporting year	(1 501 278)
Distribute into:	
- Reserve fund	-
- Profit for development	-
- Dividends	-
- repayment of losses for past years	-

2. Do not pay dividends on ordinary shares of the Company based on the results of 2020 due to the Company's losses based on the results of 2020.

Quorum and voting results on agenda item No. 3:

On election of the members of the Board of Directors of the Company.

The number of votes owned by persons on the list of persons who had the right to participate in the general meeting on the current issue of the agenda item of the general meeting	3 681 236 207
The number of votes which are accounted for by voting shares of the Company on the current issue of the agenda item of the general meeting determined in consideration of the provisions of the Clause 4.24	3 681 236 207
The number of votes owned by persons participated in the general meeting on the current issue of the agenda item of the general meeting	3 439 929 152
The QUORUM on the current issue was present	93.4449451%

Ser. No.	Full name of the candidate	The number of votes for each of the election variants
“FOR”, distribution of votes among candidates		
1	Sergeev Sergey Vladimirovich	312 768 234
2	Kazakov Aleksandr Ivamovich	312 717 873
3	Gladkovskiy Grigoriy Konstantinovich	312 715 068
4	Ozhegina Natalya Klimentevna	312 713 753
5	Tikhonova Mariya Gennadevna	312 712 824
6	Krainskiy Daniil Vladimirovich	312 712 568
7	Polinov Aleksey Aleksandrovich	312 712 525
8	Prokhorov Egor Vyacheslavovich	312 712 473
9	Molskiy Aleksey Valerevich	312 712 458
10	Medvedev Mikhail Vladimirovich	312 712 004
11	Yavorskiy Viktor Korneevich	312 712 004
“AGAINST”		22
“ABSTAIN”		25 696
Number of votes that were not counted in connection with invalidation of voting ballots or for any other reasons provided by the Regulation		
“Invalid”		0
“For any other reason”		1 650
TOTAL:		3 439 929 152

Decision made on agenda item No. 3:

To elect the members of the Board of Directors of the Company composed of:

1. Sergeev Sergey Vladimirovich
2. Kazakov Aleksandr Ivamovich
3. Gladkovskiy Grigoriy Konstantinovich
4. Ozhegina Natalya Klimentevna
5. Tikhonova Mariya Gennadevna

6. Krainskiy Daniil Vladimirovich
7. Polinov Aleksey Aleksandrovich
8. Prokhorov Egor Vyacheslavovich
9. Molskiy Aleksey Valerevich
10. Medvedev Mikhail Vladimirovich
11. Yavorskiy Viktor Korneevich

Quorum and voting results on agenda item No. 4:
On election of the Audit Committee of the Company.

The number of votes owned by persons on the list of persons who had the right to participate in the general meeting on the current issue of the agenda item of the general meeting	334 657 837
The number of votes which are accounted for by voting shares of the Company on the current issue of the agenda item of the general meeting determined in consideration of the provisions of the Clause 4.24	334 657 837
The number of votes owned by persons participated in the general meeting on the current issue of the agenda item of the general meeting	312 720 832
The QUORUM on the current issue of the agenda item was present	93.4449451%

Distribution of votes

No	Full name of the candidate	The number of votes for each of the election variants				Number of votes that were not counted in connection with invalidation of voting ballots or for any other reasons provided by the Regulation	
		“FOR”	%*	“AGAINST”	“ABSTAIN”	“Invalid”	“For any other reason”
1	Rogachev Kirill Evgenevich - Chief Expert of Operational Audit Department of Internal Audit Department of PJSC Rosseti	312 717 084	99.998	2302	521	925	0
2	Kovaleva Svetlana Nikolaevna – Internal Audit Director - Head of Internal Audit Department of PJSC Rosseti	312 714 854	99.998	2292	686	3000	0
3	Trishina Svetlana Mikhailovna– Deputy Head of Internal Audit Department – Head of Corporate Audit and Control of Subsidiary Companies Office of PJSC Rosseti Internal Audit Department	312 714 094	99.997	2292	521	3925	0
4	Pyatakova Olga Gennadevna - Chief Expert of Operational Audit Department of Internal Audit Department of PJSC Rosseti	312 714 094	99.997	2292	521	3925	0
5	Tsarkov Viktor Vladimirovich– First Deputy Head of Internal Audit Department of PJSC Rosseti	312 714 049	99.997	2302	31	4450	0

* - percent of those who took part in the meeting.

Decision made on agenda item No. 4:

To elect the members of the Audit Committee of the Company composed of ¹:

1. Rogachev Kirill Evgenevich - Chief Expert of Operational Audit Department of Internal Audit Department of PJSC Rosseti
2. Kovaleva Svetlana Nikolaevna – Internal Audit Director - Head of Internal Audit Department of PJSC Rosseti
3. Trishina Svetlana Mikhailovna– Deputy Head of Internal Audit Department – Head of Corporate Audit and Control of Subsidiary Companies Office of PJSC Rosseti Internal Audit Department
4. Pyatakova Olga Gennadevna - Chief Expert of Operational Audit Department of Internal Audit Department of PJSC Rosseti
5. Tsarkov Viktor Vladimirovich– First Deputy Head of Internal Audit Department of PJSC

¹ Positions of members of the Audit Committee are indicated at the time of their nomination

Quorum and voting results on agenda item No. 5:**Approval of the Company's Auditor.**

The number of votes owned by persons on the list of persons who had the right to participate in the general meeting on the current issue of the agenda item of the general meeting	334 657 837
The number of votes which are accounted for by voting shares of the Company on the current issue of the agenda item of the general meeting determined in consideration of the provisions of the Clause 4.24	334 657 837
The number of votes owned by persons participated in the general meeting on the current issue of the agenda item of the general meeting	312 720 832
The QUORUM on the current issue of the agenda item was present	93.4449451%

Variants of voting	The number of votes for each of the election variants	percent of those who took part in the meeting
"FOR"	312 714 055	99.9978329
"AGAINST"	1 462	0.0004675
"ABSTAIN"	5 305	0.0016964
Number of votes that were not counted in connection with invalidation of voting ballots or for any other reasons provided by the Regulation		
"Invalid"	10	0.0000032
"For any other reason"	0	0.0000000
TOTAL:	312 720 832	100.0000000

Decision made on agenda item No. 5:

To approve the Leader of the joint participant for the position of the Company's Auditor - LLC Ernst & Young (TIN 7709383532, legal address: 77 Sadovnicheskaya naberezhnaya, building 1, Moscow, 115035, Russian Federation).

Quorum and voting results on agenda item No. 6:**Approval of the updated version of the Articles of Association.**

The number of votes owned by persons on the list of persons who had the right to participate in the general meeting on the current issue of the agenda item of the general meeting	334 657 837
The number of votes which are accounted for by voting shares of the Company on the current issue of the agenda item of the general meeting determined in consideration of the provisions of the Clause 4.24	334 657 837
The number of votes owned by persons participated in the general meeting on the current issue of the agenda item of the general meeting	312 720 832
The QUORUM on the current issue of the agenda item was present	93.4449451%

Variants of voting	The number of votes for each of the election variants	percent of those who took part in the meeting
"FOR"	312 713 916	99.9977884
"AGAINST"	2 455	0.0007850
"ABSTAIN"	4 211	0.0013466
Number of votes that were not counted in connection with invalidation of voting ballots or for any other reasons provided by the Regulation		
"Invalid"	250	0.0000800
"For any other reason"	0	0.0000000
TOTAL:	312 720 832	100.0000000

Decision made on agenda item No. 6:

To approve the updated version of the Articles of Association in accordance with the Appendix published on the official website of the Company on the Internet at <https://rosseti-kuban.ru/>.

Quorum and voting results on agenda item No. 7:**Approval of the updated version of the Regulations on the General Meeting of Shareholders of the Company.**

The number of votes owned by persons on the list of persons who had the right to participate in the general meeting on the current issue of the agenda item of the general meeting	334 657 837
The number of votes which are accounted for by voting shares of the Company on the current issue of the agenda item of the general meeting determined in consideration of the provisions of the Clause 4.24	334 657 837

The number of votes owned by persons participated in the general meeting on the current issue of the agenda item of the general meeting		312 720 832
The QUORUM on the current issue of the agenda item was present		93.4449451%
Variants of voting	The number of votes for each of the election variants	percent of those who took part in the meeting
“FOR”	312 713 931	99.9977932
“AGAINST”	2 455	0.0007851
“ABSTAIN”	4 436	0.0014185
Number of votes that were not counted in connection with invalidation of voting ballots or for any other reasons provided by the Regulation		
“Invalid”	10	0.0000032
“For any other reason”	0	0.0000000
TOTAL:	312 720 832	100.0000000

Decision made on agenda item No. 7:

To approve the updated version of Regulations on the General Meeting of Shareholders of the Company in accordance with the Appendix published on the official website of the Company at <https://rosseti-kuban.ru/>.

Appendices:

1. The Minutes on voting results at the annual General Meeting of Shareholders of Public Joint Stock Company Rosseti Kuban of June 3, 2021, shall be submitted on nine (9) sheets.
2. The updated version of the Articles of Association of PJSC Rosseti Kuban shall be submitted on forty-five (45) sheets.
3. The updated version of the Regulation on the General Meeting of Shareholders of PJSC Rosseti Kuban shall be submitted on thirteen (13) sheets.

**Chairman of the Annual
General Meeting of Shareholders**

A.I. Gavrilov

**Secretary of the Annual
General Meeting of Shareholders**

O.V. Russu