###  Minutes of the Meeting of the Board of Directors No. 422/2021

**of the Public Joint Stock Company**

###  Rosseti Kuban (PJSC Rosseti Kuban)

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| Date of Meeting | March 5, 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 5, 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 shareholder proposals on placing agenda items of the Annual General Meeting of Shareholders of the Company and nomination of candidates to the Management and Supervisory Boards of the Company.
2. The determination of the date of the meeting of the Board of Directors on consideration of the issues surrounding the preparation for the Annual General Meeting of Shareholders of the Company

**Item No. 1:** **On consideration of shareholder proposals on placing agenda items of the Annual General Meeting of Shareholders of the Company and nomination of candidates to the Management and Supervisory Boards of the Company.**

**The following solution was offered:**

*1. The following candidates shall be put on the list of nominees to elect the members of the Board of Directors of the Company:*

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Ser. No. | The nominee suggested by the shareholder (shareholders) for inclusion in the voter list to elect the members of the Board of Directors of the Company | Occupation, workplace of the candidate suggested by the shareholder (shareholders) for inclusion in the voter list to elect the members of the Board of Directors of the Company | Full name/name of the shareholder (shareholders) which proposed the nominee for inclusion in the voter list to elect the members of the Board of Directors of the Company | The quantity of the voting shares of the Company, owned by shareholder (shareholders) (as a percentage) |
| 1 | Gladkovskiy Grigoriy Konstantinovich  | Deputy Chief Engineer of PJSC Rosseti | Public Joint Stock Company Russian Grids | 93.44% |
| 2 | Polinov Aleksey Aleksandrovich | Adviser to the Director-General of PJSC Rosseti | Public Joint Stock Company Russian Grids | 93.44% |
| 3 | Ozhegina Natalya Klimentevna  | HR Deputy General Director of PJSC Rosseti | Public Joint Stock Company Russian Grids | 93.44% |
| 4 | Tikhonova Mariya Gennadevna  | Deputy General Director for Corporate Managementof PJSC Rosseti | Public Joint Stock Company Russian Grids | 93.44% |
| 5 | Molskiy Aleksey Valerevich | Deputy Director General for Investments, Capital Construction and Implementation of Services of PJSC Rosseti | Public Joint Stock Company Russian Grids | 93.44% |
| 6 | Krainskiy Daniil Vladimirovich  | Deputy General Director for Legal Support of PJSC Rosseti | Public Joint Stock Company Russian Grids | 93.44% |
| 7 | Prokhorov Egor Vyacheslavovich  | Deputy General Director for Strategy of PJSC Rosseti | Public Joint Stock Company Russian Grids | 93.44% |
| 8 | Sergeev Sergey Vladimirovich  | CEO of PJSC Rosseti Kuban | Public Joint Stock Company Russian Grids | 93.44% |
| 9 | Kazakov Aleksandr Ivanovich  |  | Public Joint Stock Company Russian Grids | 93.44% |
| 10 | Medvedev Mikhail Vladimirovich | Adviser to the Director-General of JSC “Avangard” | Public Joint Stock Company Russian Grids | 93.44% |
| 11 | Yavorskiy Viktor Korneevich | Member of the Presidium of the Board of "OPORA RUSSIA" | Public Joint Stock Company Russian Grids | 93.4% |

*2. Включить в список кандидатур для голосования по выборам в Ревизионную комиссию Общества следующих кандидатов:* *The following candidates shall be put on the list of nominees to elect the members of the Audit Committee of the Company:*

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Ser. No. | The nominee suggested by the shareholder (shareholders) for inclusion in the voter list to elect the members of Audit Committee of the Company | Occupation, workplace of the candidate suggested by the shareholder (shareholders) for inclusion in the voter list to elect the members of Audit Committee of the Company | Full name/name of the shareholder (shareholders) which proposed the nominee for inclusion in the voter list to elect the members of Audit Committee of the Company | The quantity of the voting shares of the Company, owned by shareholder (shareholders) (as a percentage) |
| 1 | Kovaleva Svetlana Nikolaevna | Internal Audit Director - Head of Internal Audit Department of PJSC Rosseti | Public Joint Stock Company Russian Grids | 93.44% |
| 2 | Tsarkov Viktor Vladimirovich | First Deputy Head of Internal Audit Department of PJSC Rosseti | Public Joint Stock Company Russian Grids | 93.44% |
| 3 | Trishina Svetlana Mikhailovna | Deputy Head of Internal Audit Department – Head of Internal Audit and Control Department Subsidiary of Internal Audit Department of PJSC Rosseti | Public Joint Stock Company Russian Grids | 93.44% |
| 4 | Rogachev Kirill Evgenevich | Chief Expert of Operational Audit Department of Internal Audit Department of PJSC Rosseti | Public Joint Stock Company Russian Grids | 93.44% |
| 5 | Pyatakova Olga Gennadevna  | Chief Expert of Operational Audit Department of Internal Audit Department of PJSC Rosseti | Public Joint Stock Company Russian Grids | 93.44% |

**The results of voting:**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| 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:** **The determination of the date of the meeting of the Board of Directors on consideration of the issues surrounding the preparation for the Annual General Meeting of Shareholders of the Company.**

**The following solution was offered:**

*To determine the date of the meeting of the Board of Directors on consideration of the issues surrounding the preparation for the Annual General Meeting of Shareholders of the Company – not later than April 28, 2021.*

**The results of voting:**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| 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.

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

**Corporate Secretary O.V. Russu**