**Corporate action notification**

**‘For a meeting of the Issuer’s Board of Directors and its agenda’**

**(disclosure of insider information)**

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| 1. General information | |
| **1.1. Full corporate name of the issuer** | *Public Joint Stock Company Rosseti Kuban* |
| **1.2. Short name of the issuer** | *PJSC Rosseti Kuban* |
| **1.3. Registered office of the issuer** | ***Russian Federation, Krasnodar*** |
| **1.4. PSRN of the issuer** | ***1022301427268*** |
| **1.5. TIN of the issuer** | ***2309001660*** |
| **1.6. Unique code of the issuer assigned by the registration body** | ***00063-А*** |
| **1.7. URL used by the issuer for information disclosure** | <https://rosseti-kuban.ru/>*,*  <http://www.e-disclosure.ru/portal/company.aspx?id=2827> |
| **1.8. Published event date (corporate action), on the basis of which the notification was compiled (if applicable)** | January 22, 2021 |
| 2. Notification content | |
| 2.1 The quorum for the meeting of the Issuers’ Board of Directors and election returns on decision making:  ***Number of members of the Board of Directors: eleven (11) in number.***  ***Number of members participated in the meeting: ten (10) in number.***  ***The quorum of PJSC Rosseti Kuban Board of Directors is present.***  ***Election returns:***   |  |  |  |  | | --- | --- | --- | --- | | **Item No.** | **Number of votes** | | | | **“For”** | **“Against”** | **“Abstain”** | | **1** | **10** |  |  | | **2** | **10** |  |  | | |
| **On convening of the extraordinary General Meeting of Shareholders of the Company/**  **Disclosure of insider information**  **Item No. 1 “**On convening of the extraordinary General Meeting of Shareholders of the Company***”.*** | |
| *2.2.1. Content of resolutions passed by the Issuers’ Board of Directors:*  *1. 1. To convene the* *extraordinary General Meeting of Shareholders of the Company in the form of absentee voting.*  *2. To determine the date of holding the extraordinary General Meeting of Shareholders (acceptance end date of the voting ballots) – February 24, 2021.*  *3. To approve the following agenda item of the extraordinary General Meeting of Shareholders of the Company:*  1. On increasing the charter capital of PJSC Rosseti Kuban by floating additional shares.  2. On the early termination of authorities of the Audit Committee of the Company.  3. On election of the Audit Committee of the Company.  *4. The following candidates shall be put on the list of nominees to elect the members of the Audit Committee of the Company:*   |  |  |  | | --- | --- | --- | | No | The nominee for inclusion in the voter list to elect the members of the Audit Committee of the Company (full name) | Occupation, principal place of employment of the nominee for inclusion in the voter list to elect the members of the Audit Committee of the Company | | 1 | Kovaleva Svetlana Nikolaevna | Internal Audit Director – Head of Internal Audit Department of PJSC Rosseti | | 2 | Tsarkov Viktor Vladimirovich | First Deputy Head of Internal Audit Department of PJSC Rosseti | | 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 | | 4 | Roptanova Elena Mikhailovna | Chief Expert of Internal Audit and Control Department of Subsidiary of Internal Audit Department of PJSC Rosseti | | 5 | Venevtsev Konstantin Igorevich | Chief Expert of Operational Audit Department of Internal Audit Department of PJSC Rosseti |   *5. To approve the determination date (record date) established by the company in order to determine which shareholders are eligible to take part in the extraordinary General Meeting of Shareholders of the Company – February 1, 2021;*  *6. Because of the fact that the preferred shares did not issued by the Company, the decisions on determination of the type (types) of preferred shares, the owners of which have the voting rights on the items of the Agenda of the General Meeting of Shareholders of the Company shall not be made.*  *7. To determine that information (materials) provided to persons who have the right to participate in the extraordinary General Meeting of Shareholders of the Company is:*  *- the extract from the Meeting Minutes of the Board of Directors with recommendations (proposals) on the items which are presented for the General Meeting of Shareholders of the Company consideration.*  *- the extract from the Meeting Minutes of the Board of Directors on the item regarding the price determination of floating additional shares;*  *- information on the candidates for the Audit Committee of the Company or information on failure to provide indicated data by candidates, including information on the presence or absence of the written consent of the indicated candidates for nomination or election;*  *- draft decision regarding the agenda items of the extraordinary General Meeting of Shareholders of the Company;*  *- the model form of the power of attorney, which the shareholder may give to its representative, and procedure for its attestation;*  *- Information on shareholder's agreements concluded within a year up to the date of holding the General Meeting of Shareholders.*  *8. To establish that the persons who have the right to participate in the extraordinary General Meeting of Shareholders could obtain above-mentioned information (materials) for the period from February 4, 2021 to February 24, 2021, with the exception of weekends and public holidays, from 10 am until 3 pm Moscow time at the address:*  *- Russian Federation, Krasnodar, 2A Stavropolskaya St., PJSC Rosseti Kuban*  *- Russian Federation, Moscow, 18 Stromynka St., building 5B, JSC IRC - R.O.S.T. (registrar of the Company),*  *and for the period from February 4, 2021 on the Company’s website on the Internet at: https://rosseti-kuban.ru/.*  *As part of preparation for the General Meeting of Shareholders of the Company and in case the nominee shareholder is the person who is recorded in the register of Shareholders of the Company, the information (materials) to be submitted to the persons who have the right to participate in the General Meeting of Shareholders, is to be sent up to February 4, 2021 in accordance with the legislation of the Russian Federation on securities in order to provide information and materials to the persons who exercise the securities rights.*  *9. To approve the form and the text of the voting papers at the extraordinary General Meeting of Shareholders of the Company in accordance with Appendices 1-2 to the present resolution.*  *For sending in e-form (in the form of electronic documents) by nominee shareholder, recorded in the register of shareholders, it is necessary to use the wording of the decisions specified in the voting ballots.*  *10. To define that the voting ballots are to be sent by regular letter at the address that is indicated in the list of persons who have the right to participate in the extraordinary General Meeting of Shareholders, not later than February 4, 2021.*  *Voting ballots (texts of the voting ballots) are sent to the registrar of JSC IRC - R.O.S.T. not later than February 4, 2021 for sending to nominee shareholders recorded in the register of the shareholders of the Company.*  *11. To determine that the voting ballots are to be sent at the address:*  *- 18 Stromynka St., building 5B, Moscow, 107076, Russian Federation, JSC IRC - R.O.S.T.*  *12. To determine the following website address on the Internet to fill in the e-form of voting ballots - https://lk.rrost.ru/.*  *Shareholders who took part in the Annual General Meeting of Shareholders of the Company will be considered as shareholders, whose voting ballots will be received or filled in electronic form on the website on the Internet https://lk.rrost.ru/ up to February 24, 2021, as well as the shareholders who issued directions (instructions) for voting (in accordance with the legislation of the Russian Federation on securities), to those individuals who carry out accounting of share ownership rights of shareholders if the messages to announce their willingness are received up to February 24, 2021.*  *13. To approve the form and text of the notice of the extraordinary General Meeting of Shareholders of the Company in accordance with Appendix No.3 to the present resolution.*  *14. To inform the persons who have the right to participate at the extraordinary General Meeting of Shareholders of the Company, on conducting the extraordinary General Meeting of Shareholders of the Company: to publish information on the extraordinary General Meeting of Shareholders of the Company on the official website of the Company on the Internet at https://rosseti-kuban.ru/ not later than January 25, 2021.*  *The message text regarding the General Meeting of Shareholders is additionally sent in e-form to those shareholders of the Company who have provided the registrar with the information about e-mail addresses where such messages may be sent.*  *In case the nominee shareholder is the person who is recorded in the register of Shareholders of the Company, the information on the extraordinary General Meeting of Shareholders of the Company is to be sent in e-form (in the form of electronic documents signed by using an electronic signature) to the nominee shareholder up to January 25, 2021.*  *15. To elect as the secretary of the extraordinary General Meeting of Shareholders of the Company Russu Olga Vladimirovna – Corporate Secretary of the Company.*  *16. To approve the cost estimate related to the preparation and holding the extraordinary General Meeting of Shareholders of the Company in accordance with Appendix No 4 to the present resolution.*  *To assign the CEO of the Company to present a report to the Board of Directors on expenditure for holding the extraordinary General Meeting of Shareholders not later than two months after holding the extraordinary General Meeting of Shareholders.*  *17. To approve the terms and conditions of the contract for the provision of services on organization, convention and holding the General Meeting of security holders, including performing the duties of tellers and distribution of materials by means of the registrar of the Company in accordance with the Appendix 5 to the present resolution.*  *18. To assign the CEO of the Company to sign the contract with the registrar under the terms and conditions stipulate in Appendix No.5 to the present resolution.* | |
| **On determination of the offering price per additional shares of the Company / Disclosure of insider information**  **Item No. 2 “**On determination of the offering price per additional shares of the Company***”.*** | |
| *2.2.2. Content of resolutions passed by the Issuers’ Board of Directors:*   1. *To determine the offering price per one ordinary additional share of PJSC Rosseti Kuban (for people on the list holding the preemptive right to purchase outstanding additional shares) amounted to 100 rubles (one hundred rubles) in accordance with Sections 36 and 77 of Federal Law “On Joint Stock Companies”.*   *2.To assign the CEO of PJSC Rosseti Kuban to notify the Federal Agency for State Property Management on decision taken by the Company’s Board of Directors on determination of the offering price per one ordinary additional share of PJSC Rosseti Kuban* *of additional issue by public subscription including the persons on the list holding the preemptive right to purchase outstanding additional shares of PJSC Rosseti Kuban not later than three business days from the date of adoption of the present decision attaching a copy of the certificate of Public Joint-Stock Company "Moscow Exchange MICEX-RTS".* | |
| **On proposals for the extraordinary General Meeting of Shareholders of the Company regarding the item on increasing the charter capital of PJSC Rosseti Kuban by floating additional shares / Disclosure of insider information**  **Item No. 3 “**On proposals for the extraordinary General Meeting of Shareholders of the Company regarding the item on increasing the charter capital of PJSC Rosseti Kuban by floating additional shares”*.* | |
| *2.2.3. Content of resolutions passed by the Issuers’ Board of Directors:*  *Propose the extraordinary General Meeting of Shareholders of the Company to make the following decision regarding the item “On increasing the charter capital of PJSC Rosseti Kuban”:*  *“To increase the charter capital of PJSC Rosseti Kuban by floating additional ordinary shares in the quantity of 69,583,132 units (sixty nine million five hundred and eighty three thousand one hundred and thirty two) at nominal value of 100 (one hundred) rubles per share for a total amount at nominal value of 6,958,313,200 (six billion nine hundred and fifty eight million three hundred and thirteen thousand two hundred) rubles under the following terms and conditions:*  *- method of floating - by public subscription;*  *- the offering price per one ordinary share (including the preemptive right to purchase floating additional shares) amounted to 100 (one hundred) rubles 00 kopeck;*  *- payment method for additional shares – additional shares are paid by monetary funds in rubles of the Russian Federation in a non-cash form”.* | |
| **Identification characteristics of securities:**  type, category: ordinary registered share, state registration number of the issue (additional issue) of securities and state registration date (ID number of the issue (additional issue) of securities and date of assignment): 1-02-00063-A of July 08, 2003 International Securities Identification Number (ISIN) (if applicable): RU0009046767. | |
| 2.3. Date of the meeting of the Issuer’s Board of Directors at which the relevant resolutions were passed: ***January 21, 2021***  2.4. Date and number of the Meeting Minutes of the Issuer’s Board of Directors at which the relevant resolutions were passed: ***«22» January 2021, Minutes No. 418/2021.*** | |
| 3. Signature | |
| 3.1. Acting Deputy General Director  for Corporate Governance \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ М.S. Shirikov  (per procuration No.23/256-н/23-2020-5-513 of October 30, 2020) (signature)  3.2. Date «22» January 2021 stamp here | |