**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)** | April 30, 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: nine (9) in number.**  **The quorum of PJSC Rosseti Kuban Board of Directors is present.**  **Election returns:**   |  |  |  |  | | --- | --- | --- | --- | | **Item No.** | **Number of votes** | | | | **“For”** | **“Against”** | **“Abstain”** | | **1** | **9** |  |  | | **2** | **9** |  |  | | **3** | **9** |  |  | | **4** | **9** |  |  | | **5** | **9** |  |  | | **6** | **9** |  |  | | **7** | **9** |  |  | | **8** | **9** |  |  | | **9** | **9** |  |  | | **10** | **9** |  |  | | **11** | **9** |  |  | | |
| **Disclosure of insider information/approval of the agenda of the General Meeting of Shareholders of the Company**  **Item No. 1 “On** **approval of the agenda of the Annual General Meeting of Shareholders of the Company”.** | |
| 2.2.1. Content of resolutions passed by the Issuers’ Board of Directors:  *To approve the following agenda* *of the Annual General Meeting of Shareholders of the Company:*  *1.* *Approval of the annual report, the annual Accounting (Financial) Statements of the Company;*  *2.* *On* *allocation of profit (including the* *dividends payment) and loss of the Company based on the results of 2020;*  *3.* *Election of the members of the Board of Directors of the Company*  *4.* *Election of the members of the Auditing Committee of the Company;*  *5. Approval of the Company’s auditor;*  *6. Approval of the* *Articles of Association of the Company as amended;*  *7.* *Approval of the Regulation on the General Meeting of Shareholders of the Company as amended.* | |
| **Disclosure of insider information/other decisions related to the preparation, convocation and holding the General Meeting of Shareholders of the Company**  **Item No. 2 “On determination the list of information (materials) provided to shareholders of the Company as part of preparation for holding the Annual General Meeting of Shareholders of the Company and its submission procedure”.** | |
| 2.2.2. Content of resolutions passed by the Issuers’ Board of Directors:  *1. To determine that information (materials) provided to the persons who have the right to participate in the Annual General Meeting of Shareholders of the Company is:*  *Annual report of the Company and report of the Auditing Committee (Auditor) of the Company based on the results of its inspection (opinion on the fairness of data contained in the annual report of the Company);*  *Annual accounting (financial) statements, audit report and report of the Auditing Committee (Auditor) of the Company based on the results of its inspection;*  *Report of the Auditing Committee of the Board of Directors of the Company on the efficiency level and process quality of external audit;*  *The extract from the Meeting Minutes of the Board of Directors on the item on preliminary approval of the annual report of the Company for 2020 and recommendations to the Annual General Meeting of Shareholders on its approval;*  *The extracts 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;*  *Foundation for the proposed distribution of net profit;*  *Information on the candidates for the Board of Directors of the Company, Auditing 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;*  *Information on the candidates for auditor of the Company which is sufficient for understanding their competencies and independence, including the name of self-regulatory organization of auditors to which the candidate for Company’s auditor belongs, description of procedures used in selecting of external auditors that provide their independence and objectivity, and also information on offered benefits of external auditors for services of audit and non-audit nature (including information on compensation payments and other expenses related to engaging the auditor) and other material terms of the contracts concluded with the auditors of the Company;*  *Recommendations of Auditing Committee of the Board of Directors of the Company in respect of the auditor candidacy of the Company;*  *The Articles of Association of the Company as at present in force, the draft of the Articles of Association of the Company as amended with amendments and explanations;*  *Regulation on the General Meeting of Shareholders of the Company as at present in force, Draft Regulation on the General Meeting of Shareholders of the Company as amended with amendments and explanations;*  *The report on interested parties’ transactions concluded by the Company in 2020, including the report of the Auditing Committee, confirmed the fairness of data contained in the report;*  *Information on shareholder's agreements concluded within a year up to the date of holding the General Meeting of Shareholders;*  *Information on who proposed each agenda item of the Annual General Meeting of Shareholders;*  *Draft conclusions and explanatory notes on agenda items of the General Meeting of Shareholders;*  *The model form of the power of attorney, which the shareholder may give to its representative, and procedure for its attestation.*  *2. To determine that the persons who have the right to participate in the Annual General Meeting of Shareholders could obtain information on the item of the Agenda of the Annual General Meeting of Shareholders for the period from May 13, 2021 to June 3, 2021, with the exception of weekends and public holidays, from 10 am until 3 pm Moscow time at the address:*  *- The Russian Federation, Krasnodar, 2A Stavropolskaya Street, PJSC Rosseti Kuban,*  *and also since May 13, 2021 on the official website of the Company at:* [*https://rosseti-kuban.ru*](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 May 13, 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.* | |
| **Disclosure of insider information/other decisions related to the preparation, convocation and holding the General Meeting of Shareholders of the Company**  **Item No. 3 “Approval of the form and text of the voting ballots at the Annual General Meeting of Shareholders, and also formulations of decisions on the items of the Agenda of the Annual General Meeting of Shareholders that have to be sent in e-form (in the form of electronic documents) by nominee shareholder recorded in the register of shareholders of the Company.** | |
| 2.2.3. Content of resolutions passed by the Issuers’ Board of Directors:  *1. To approve the form and text of the voting ballots at the Annual General Meeting of Shareholders of the Company* *in accordance with the Appendices No. 1-3 to the present resolution.*  *2. 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.* | |
| **Disclosure of insider information/other decisions related to the preparation, convocation and holding the General Meeting of Shareholders of the Company**  **Item No. 4 “On determination of the date on which the voting ballots will be sent to the persons in order to determine which of them are eligible to take part in the Annual General Meeting of Shareholders of the Company, addresses where completed voting papers can be sent and the acceptance end date of the completed voting ballots”.** | |
| 2.2.4. Content of resolutions passed by the Issuers’ Board of Directors:  *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 Annual General Meeting of Shareholders, not later than May 13, 2021.*  *Voting ballots (texts of the voting ballots) are sent to the registrar of JSC IRC - R.O.S.T. in e-form (in the form of electronic documents) not later than May 13, 2021 for sending to nominee shareholders recorded in the register of the shareholders of the Company.*  *2. To determine that completed voting ballots are to be sent at:*  *- 107076, Russian Federation, Moscow, 18 Stromynka St., building 5B,  JSC IRC - R.O.S.T.;*  *3. To determine the* *website URL on the Internet where the e-forms of the voting ballots are filled in -* [*https://lk.rrost.ru/*](https://lk.rrost.ru/)*.*  *4. 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 June 3, 2021, and also 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 June 3, 2021.*  *5. To assign the chief executive officer (CEO) to* *provide direction of voting ballots to the shareholders of the Company in accordance with the present resolution of the Board of Directors.* | |
| **Disclosure of insider information/other decisions related to the preparation, convocation and holding the General Meeting of Shareholders of the Company**  **Item No. 5 “Procedures for informing the shareholders of the Company about the Annual General Meeting of Shareholders of the Company, including approval of the form and message text.”.** | |
| 2.2.5. Content of resolutions passed by the Issuers’ Board of Directors:  *1. To approve the form and message text on holding the Annual General Meeting of Shareholders of the Company in accordance with Appendix 4 to the present resolution of the Board of Directors.*  *2. To inform the persons who have the right to* *take part in the Annual General Meeting of Shareholders of the Company on holding the Annual General Meeting of Shareholders of the Company: to publish the notification on holding the Annual General Meeting of Shareholders of the Company* *on the official website of the Company on the Internet at:* [*https://rosseti-kuban.ru*](https://rosseti-kuban.ru) *not later than April 30, 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 holding the Annual General Meeting of Shareholders of the Company is sent to the nominee shareholder in e-form (in the form of electronic documents* *signed by using an electronic signature) up to April 30, 2021.* | |
| **Disclosure of insider information/other decisions related to the preparation, convocation and holding the General Meeting of Shareholders of the Company**  **Item No. 6 “On consideration of the annual Accounting (Financial) Statements of the Company for 2020”.** | |
| 2.2.6. Content of resolutions passed by the Issuers’ Board of Directors:  *To approve preliminary and submit the annual Accounting (Financial) Statements of the Company for 2020 for approval by the Annual General Meeting of Shareholders of the Company in accordance with the Appendix No. 5 to the present resolution.* | |
| **Disclosure of insider information/other decisions related to the preparation, convocation and holding the General Meeting of Shareholders of the Company**  **Item No. 7 “Recommendations on the allocation of profit (loss) of the Company based on the results of 2020”.** | |
| 2.2.7. Content of resolutions passed by the Issuers’ Board of Directors:  *To recommend the Annual General Meeting of Shareholders of the Company to approve the following allocation of profit (loss)* *based on the results of 2020:*   |  |  | | --- | --- | | *Line item* | *(thousands of rubles)* | | *Retained Earnings (uncovered losses) of the reporting period:* | *(1,501,278)* | | *Distribute into: Reserve fund* | *-* | | *Profit for development* | *-* | | *Dividends* | *-* | | *Repayment of losses for past years* | *-* |   *.* | |
| **Disclosure of insider information / recommendations on the dividends amount on shares of the Issuer being a Joint-Stock Company and terms and conditions of its payment**  **Item No. 8 “Recommendations on the dividends amount on shares of the Company for 2020, terms and conditions of its payment and proposals for the Annual General Meeting of Shareholders concerning the date on which the persons who have the right to receive dividends are determined”.** | |
| 2.2.8. Content of resolutions passed by the Issuers’ Board of Directors:  *To recommend the Annual General Meeting of Shareholders to adopt the following decision:*  *Do not pay dividends on ordinary shares of the Company based on the results of 2020 due to the incurred losses by the Company based on the results of 2020.* | |
| **Disclosure of insider information/other decisions related to the preparation, convocation and holding the General Meeting of Shareholders of the Company**  **Item No. 9 “On consideration of the candidacy of the Company’s auditor”.** | |
| 2.2.9. Content of resolutions passed by the Issuers’ Board of Directors:  *To propose the Annual General Meeting of Shareholders to approve the Leader of the joint participant – Limited Liability Company Ernst &Young (TIN 7709383532, legal address: 77 Sadovnicheskaya naberezhnaya, building 1, Moscow, 115035, Russia) as the auditor of the Company.* | |
| **Disclosure of insider information/other decisions related to the preparation, convocation and holding the General Meeting of Shareholders of the Company**  **Item No. 10 “Proposals for the Annual General Meeting of Shareholders concerning the item “Approval of the Articles of Association of the Company as amended”.** | |
| 2.2.10. Content of resolutions passed by the Issuers’ Board of Directors:  *To propose the Annual General Meeting of Shareholders to approve the Articles of Association of the Company as amended in accordance with Appendix 6 to the present resolution of the Company’s Board of Directors.* | |
| **Disclosure of insider information/other decisions related to the preparation, convocation and holding the General Meeting of Shareholders of the Company**  **Item No. 11 “Proposals for the Annual General Meeting of Shareholders concerning the item “Approval of the Regulations on the General Meeting of Shareholders of the Company as amended”.** | |
| 2.2.11. Content of resolutions passed by the Issuers’ Board of Directors:  *To propose the Annual General Meeting of Shareholders of the Company to approve* *the Regulations on the General Meeting of Shareholders of the Company as amended* *in accordance with Appendix 7 to the present resolution of the Company’s Board of Directors.* | |
| 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: **April 30, 2021**  2.4. Date and number of the Meeting Minutes of the Issuer’s Board of Directors at which the relevant resolutions were passed: **«30» April 2021, Minutes No. 430/2021.** | |
| 3. Signature | |
| 3.1. Head of Corporate Support Department \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ Е.Е. Didenko  (per procuration No.23/256-н/23-2021-2-253 of February 16, 2021)  3.2. Date «04» May 2021 stamp here | |