



AUDIT COMMITTEE

**Protocol # KA - 30
Of Audit Committee session
IDGC of Urals, OAO**

December 26, 2013

Ekaterinburg

Session form:

absentee voting (by questionnaires)

The following Committee members took part in the session: E.N. Zhuykov, M.V. Azovtsev, A.M. Kislyakov, A.N. Fadeev.

Quorum for decision-taking on all agenda issues reached.

Agenda:

1. Review of a 3Q 2013 IA&RMD progress report.
2. Submission of comments from the external auditor on key problems of 9M 2013 RAS financial statements.
3. Review of a 3Q 2013 IA&RMD report on the control over the observation of requirements regarding to insider information control.
4. Approval of IA&RMD working plan for 2014.

Issue 1: Review of a 3Q 2013 IA&RMD progress report.

Resolution:

1. To take into account a 3Q 2013 IA&RMD progress report according to the Appendix hereof.
2. To note the failure to execute the instruction from the Audit Committee dd. 27.09.2013 (Protocol #29 dd. 27.09.2013) on the submission of a report containing information on substantiality of revealed violations and real effect from measures following recommendations to inspections since 3Q 2013.
3. To improve the quality of inspections and their efficiency, to ensure elimination of reasons for revealed violations to recommend IA&RMD the following:
 - 3.1. During inspections to reveal the reasons of the violations and submit recommendations regarding their elimination.
 - 3.2. To introduce the practice related to informing the responsible officers on the results of dispute reviews following the inspections.

Voting results:

“FOR” – 4 (Four) votes: E.N. Zhuykov, M.V. Azovtsev, A.M. Kislyakov, A.N. Fadeev.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 0 (Zero) votes.

The resolution is adopted unanimously.

Issue 2: Submission of comments from the external auditor on key problems of 9M 2013 RAS financial statements.

Resolution:

To take into account comments from the external auditor on key problems of 9M 2013 RAS financial statements according to the Appendix hereof.

Voting results:

“FOR” – 3 (Three) votes: E.N. Zhuykov, M.V. Azovtsev, A.M. Kislyakov.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 1 (One) vote: A.N. Fadeev.

The resolution is adopted by the majority of votes.

Issue 3: Review of a 3Q 2013 IA&RMD report on the control over the observation of requirements regarding to insider information control.

Resolution:

1. To approve a 3Q 2013 IA&RMD report on the control over the observation of requirements regarding to insider information control according to the Appendix hereof.
2. To recommend the BoD to approve a 3Q 2013 IA&RMD report on the control over the observation of requirements regarding to insider information control.

Voting results:

“FOR” – 4 (Four) votes: E.N. Zhuykov, M.V. Azovtsev, A.M. Kislyakov, A.N. Fadeev.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 0 (Zero) votes.

The resolution is adopted unanimously.

Issue 4: Approval of IA&RMD working plan for 2014.

Resolution:

To approve IA&RMD working plan for 2014 according to the Appendix hereof.

Voting results:

“FOR” – 4 (Four) votes: E.N. Zhuykov, M.V. Azovtsev, A.M. Kislyakov, A.N. Fadeev.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 0 (Zero) votes.

The resolution is adopted unanimously.

The Committee Chairperson

E.N. Zhuykov

The Committee Secretary

D.V. Tikhanov

The Protocol was compiled on: 30.12.2013.