



OPEN JOINT-STOCK COMPANY  
INTERREGIONAL DISTRIBUTIVE  
GRID COMPANY OF URALS  
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## AUDIT COMMITTEE

### Protocol # KA - 6 Of Audit Committee session OAO "IDGC of Urals"

May 05, 2010  
Session form:

Ekaterinburg  
absentee voting (by questionnaires)

The following Committee members took part in the session:

Yuri Nikolayevich PANKSTYANOV  
Svetlana Andreevna MURAVYOVA  
Andrei Borisovich LUKIN

Quorum for decision-taking on all agenda issues reached.

#### **Agenda:**

1. Appraisal of the IDGCU's 2009 auditor report.
2. Appraisal of internal control procedures efficiency in 2009.
3. Auditor nominee presentment for the BoD review.

#### **ISSUE #1: Appraisal of the IDGCU's 2009 auditor report.**

##### **RESOLUTION:**

1. To acknowledge satisfactory the IDGCU's 2009 auditor report, prepared by an independent auditor (ZAO "NP Consult").
2. To recommend the Company's BoD members to include the 2009 auditor report, prepared by an independent auditor (ZAO "NP Consult"), into the list of materials for distribution among the shareholders during AGM preparation procedures.

##### **VOTING RESULTS:**

"FOR" - 3 (Three) votes: Y.N. Pankstyanov, S.A. Muravyova, A.B. Lukin.

"AGAINST" - 0 (Zero) votes.

"ABSTAIN" - 0 (Zero) votes.

**The resolution was adopted unanimously.**

#### **ISSUE #2: Appraisal of internal control procedures efficiency in 2009.**

##### **RESOLUTION:**

1. To acknowledge efficient internal control procedures executed by Internal Control and Audit Department (ICA Department).
2. To approve an ICA Department report on internal control procedures execution in 2009 according to Appendix to the present resolution.

**VOTING RESULTS:**

“FOR” - 3 (Three) votes: Y.N. Pankstyanov, S.A. Muravyova, A.B. Lukin.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 0 (Zero) votes.

**The resolution was adopted unanimously.**

**ISSUE #3: Auditor nominee presentment for the BoD review.**

**RESOLUTION:**

To present OOO “Fineart-audit” as an auditor nominee for the BoD’s review and further recommendation for AGM approval.

**VOTING RESULTS:**

“FOR” - 2 (Two) votes: Y.N. Pankstyanov, A.B. Lukin.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 1 (One) votes: S.A. Muravyova.

**The resolution was adopted by the majority of votes.**

Appendix #1: IDGCU’s 2009 auditor report prepared by an independent auditor (ZAO “NP Consult”).

Appendix #2: An ICA Department report on internal control procedures execution in 2009.

Appendix #3: Information on the Company’s auditor nominee.

Appendices #4-6: Questionnaires of the Audit Committee members.

**The Committee Chairperson**

**Y. N. Pankstyanov**

**The Committee Secretary**

**D.V. Tikhanov**

The Committee Protocol is compiled on: 05.05.2010