



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

Protocol # KA - 7 Of Audit Committee session OAO "IDGC of Urals"

May 28, 2010

Ekaterinburg

Session form:

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. Recommendations to the BoD agenda issue: Approval of internal documents:
 - The Risk Management Policy of OAO "IDGC of Urals";
 - The Internal Control Policy of OAO "IDGC of Urals";

Issue #1:

1. Recommendations to the BoD agenda issue: Approval of internal documents:
 - The Risk Management Policy of OAO "IDGC of Urals";
 - The Internal Control Policy of OAO "IDGC of Urals";

Resolution:

To recommend the BoD to adopt the following resolution:

1. To approve the following internal documents:
 - The Risk Management Policy of OAO "IDGC of Urals";
 - The Internal Control Policy of OAO "IDGC of Urals";
2. General Director should:
 - 2.1. Ensure realization of the approved internal documents aimed at perfection and development of internal control, audit and risk management in OAO "IDGC of Urals".
 - 2.2. Form a working group on development and implementation of standard system of internal control and risk management, including experts from internal control and audit subdivisions and coordinators from the Company's and branch subdivisions.
 - 2.3. On a quarterly basis submit information on the progress of the documents aimed at perfection and development of internal control, audit and risk management for the Audit BoD Committee review, to present the corresponding materials.
 - 2.4. Ensure prompt submission of reports, materials and documents aimed at perfection and development of internal control, audit and risk management upon the request of the Audit committee.

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.

Appendix #1: The Risk Management Policy of OAO “IDGC of Urals”;

Appendix #2: The Internal Control Policy of OAO “IDGC of Urals”;

Appendices #3-5: Questionnaires of the Audit Committee members.

The Committee Chairperson

Y. N. Pankstyanov

The Committee Secretary

D.V. Tikhanov

The Committee Protocol is compiled on: 31.05.2010