

**Amendments introduced to the Regulations on
the Board of Directors Audit Committee**

1. Clause 4.1.5 of the Regulations shall be revised to read:

“4.1.5. Regarding oversight of efficiency of the system combating unfair practices of Company’s employees and third parties:

4.1.5.1. Analysis and evaluation whether or not the policy regarding management of conflicts of interest is enforced.

4.1.5.2. Oversight of efficiency of the system alerting on potential unfair practices of the personnel and third parties as well as on other violations.

4.1.5.3. Supervision of special investigations regarding potential fraud, unfair use of insider or confidential information.

4.1.5.4. Oversight of measures implemented by the Company’s executives in response to personnel unfair practices and other violations.”.

2. The following sentence shall be appended to clause 10.4.14 of the Regulations: “The Committee Chair shall accept the filed written opinion by signing it”.

3. Appendix No.2 to the Regulations shall be revised as stipulated in Appendix No.1 hereof.

The list of issues to be included into the action plan of the Audit Committee of IDGC of Urals (OAO) for 20__ - 20__ corporate year

No.	Agenda item	Recommended period for conducting a Committee meeting
With regard to administrative issues		
1	Election of the Committee Deputy Chair	Within 30 days since the Committee membership and Chair are approved by the Board of Directors
2	Election of the Committee Secretary	
3	Engagement of an expert	
4	Approval of the Committee action plan for 20__ - 20__ corporate year	
5	Preview of the Committee budget for 2H 20__ and 1H 20__	
6	Progress report of the Audit Committee	Within 15 calendar days prior to the date of the Annual General Meeting of Stockholders
7	Preview of the Amended and Restated Regulations on the Audit Committee of the Company	As and when required
With regard to Company's financial statements		
8	Preview of _Q/_M 20__ RAS interim financial statements	Within 45 calendar days after the end of the reported period (1Q, 6M, 9M)
9	Preview of FY_____ RAS financial statements and FY_____ IFRS condensed financial statements of the Company	Till Apr. 30 of the year next to the reported one
10	Review of the written information from the external auditor with regard to points of concern of the Company's ___ 20__ RAS interim financial statements and information of the Company's executives with regard to post-audit adjustments	Pursuant to the terms of the auditor contract, but within 15 days since the deadline for written information with regard to audit of Company's interim statements (6M/9M)
11	Review of the written information from the external auditor with regard to points of concern of the Company's FY 20__ RAS and FY 20__ condensed IFRS financial statements and information of the Company's executives with regard to post-audit adjustments	Pursuant to the terms of the auditor contract, but till Apr. 30 of the year next to the reported one
12	Review of significant aspects of the Company's accounting policy for the reported period and its modifications for the next year	Till Dec. 25 of the year preceding the reported one
13	Review of executive's information on non-standard operations and events as well as bad debt evaluative liability reserves	Till Dec. 25 of the reported year

With regard to oversight of reliability and efficiency of internal control & risk management systems and corporate governance practices		
14	Preview of Company's bylaws regulating strategy, arrangement and evolution of IC system	As and when required
15	Preview of the Amended and Restated Internal Control Policy of the Company	As and when required
16	Review of information prepared by the Company's management with regard to: i) completion of remedial action plan to eliminate weaknesses exposed by the Board of Internal Auditors, internal auditor or external watchdogs; ii) measures taken to respond to reports on potential unfair practices of employees and post-investigation results	Within 45 calendar days after the end of the reported period (as of 6M, 12M)
17	Review of executives' information on the execution of the Internal Control Policy of the Company	At 1 st in-presentia Committee meeting
18	Preliminary examination of a CEO's or EB's report regarding IC system arrangement and performance	Till Mar. 30 of the year after the reported one
19	Review and approval of "Internal Control System" Section of the annual report	Within 120 days since the end of the reported period
20	Preliminary examination of an IA unit's report with regard to efficiency of IC&RM systems as of 20__	Till Mar. 30 of the year after the reported one
21	Preliminary examination of an IA unit's report with regard to efficiency of corporate governance practices as of 20__	Till Mar. 30 of the year after the reported one
22	Preliminary examination of an outside independent appraiser's report with regard to efficiency of IC&RM systems and CG practices as of 20__	If a relevant contract on outside independent evaluation of efficiency of IC&RM systems and CG practices is concluded by the Company
With regard to oversight of external audit and procedure of auditor selection		
23	Preliminary examination of conditions of procurements related to outside auditor selection and right to conduct the audit of FY 20__ financial statements of the Company	As and when required, Until Jan. 30
24	Preview of an external auditor nominee seeking to conduct the audit of FY 20__ financial statements of the Company	Till Apr. 30
25	Preview of auditor's fee for the audit of FY 20__ financial statements of the Company	Till Apr. 30
26	Efficiency evaluation of FY 20__ reporting external audit	Till Apr. 30 of the year after the reported one
27	Preview of the policy with regard to non-audit services rendered by an outside auditor	As and when required
With regard to assurance of IA independence and objectivity		
28	Preliminary examination of the Amended and Restated Internal Audit Policy of the Company	As and when required
29	Preliminary examination of the Amended and Restated Regulations on the IA unit of the Company	As and when required
30	Review and approval of IA unit membership and structure	As and when required

31	Preview of IA unit's budget	Every year, till Dec. 25 of the year preceding the planned one
32	Preview of a nominee for the position of IA unit director and his/her remuneration	As and when required
33	Preview of an IA unit's action plan for 20__	Till Nov. 30 of the year preceding the planned one
34	Review of an IA unit's progress report and IA performance report as of ____Q/M 20__	Within 45 calendar days since the end of the reported period (1Q, 6M, 9M)
35	Preview of an IA unit's progress report and IA performance report as of 20__	Till Feb.28 of the year after the reported one
36	Review of self-evaluation of IA operations quality and action plan related to IA improvement	Till Feb.28 of the year after the reported one
37	Review of specifications, significant conditions of a contract on independent evaluation of IA performance quality	As and when required
38	Review of an independent entity nominee to conduct independent evaluation of IA performance quality	As and when required, after competitive procurement procedures
39	Review of independent evaluation of IA performance quality	If a relevant control on independent evaluation of IA performance quality is concluded by the Company
With regard to oversight of efficiency of the system combating unfair practices of the Company's personnel and third parties		
40	Preliminary examination of the Amended and Restated Anticorruption Policy of the Company	As and when required
41	Preliminary examination of the Amended and Restated Corporate Ethics Code of the Company	As and when required
42	Examination of the information prepared by the management regarding execution of the Company's Anticorruption Policy	At the 1 st in-presensia Committee meeting
43	Examination of anticorruption monitoring outcomes	Within 45 calendar days since the end of the reported period (6M, 12M)

Please, note: The list of issues to be included into the Committee's action plan is not exhaustive and is formed in line with clause 10.1.2 of the present Regulations.