

AUDIT COMMITTEE

MINUTES OF THE COMMITTEE MEETING No. KA-110 OAO IDGC of Urals

07 November 2019
Meeting form: Yekaterinburg
in-absentia (by ballots)

Participants:

Viktorovich Shevchuk	Association of Institutional Investors' Executive Director, Chair of the Committee;
Yury Kazbekovich Zafesov	PAO Rosseti's Procurement Department Director;
Roman Avgustovich Dmitrik	OOO ESIH's General Director;
Yuri Vladimirovich Goncharov	PAO Rosseti's Chief Advisor;
Tatyana Aleksandrovna Ivanova	PAO Rosseti's Tariff Department Deputy Director.

Meeting attendance: 5 / 5. A quorum for decision-making on agenda issues is duly constituted.

Committee Secretary:

Dmitry Vyacheslavovich Tikhanov OAO IDGC of Urals' Head of Corporate Events Section of Corporate Governance and Stockholder Relations Department.

Agenda:

1. Preliminary examination of the OAO IDGC of Urals' Amended and Restated Internal Audit Policy.

Agenda item No.1: Preliminary examination of the OAO IDGC of Urals' Amended and Restated Internal Audit Policy.

Resolution:

To recommend the Board of Directors, with regard to the following agenda item "Adoption of the OAO IDGC of Urals' Amended and Restated Internal Audit Policy", to adopt the following resolution:

1. To adopt the OAO IDGC of Urals' Amended and Restated Internal Audit Policy, as stated in the Appendix hereof.
2. To revoke the OAO IDGC of Urals' Internal Audit Policy, approved by the Mar.14,2016 Board of Directors resolution (Minutes No.189), revised by Mar.29, 2017 resolution (Minutes No.221), from the date of the resolution.

Voting results:

"FOR" - 5 (Five) votes: T.A. Ivanova, Y.K. Zafesov, Y.V. Goncharov, A.V. Shevchuk, R.A. Dmitrik.

"AGAINST" - 0 (Zero) votes.

"ABSTAIN" - 0 (Zero) votes.

PASSED UNANIMOUSLY.

Appendix No.1 OAO IDGC of Urals' Amended and Restated Internal Audit Policy.

The Chair **A.V. Shevchuk**

The Secretary **D.V. Tikhanov**