

AUDIT COMMITTEE

MINUTES OF THE COMMITTEE MEETING No. KA-115 OAO IDGC of Urals

30 March 2020
Meeting form: Yekaterinburg
in-absentia (by ballots)

Participants:

Aleksandr 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 SEB's 2019 report regarding the roll-out and functioning of the internal control system, incl. information on implementation of system-improving measures.
2. Preliminary examination of the Internal Audit's 2019 report regarding evaluation of the efficiency of the internal control and risk management systems.

Agenda item No.1: Preliminary examination of the SEB's 2019 report regarding the roll-out and functioning of the internal control system, incl. information on implementation of system-improving measures.

Resolution:

To recommend the Board of Directors to take note of the SEB's and EB's 2019 report regarding the roll-out and functioning of the internal control system, incl. information on implementation of system-improving measures, as stated in Appendix No.1 hereof.

Voting results:

"FOR" - 4 (Four) votes: T.A. Ivanova, Y.K. Zafesov, Y.V. Goncharov, A.V. Shevchuk.

"AGAINST" - 0 (Zero) votes.

"ABSTAIN" - 1 (One) vote: R.A. Dmitrik.

PASSED BY THE MAJORITY.

Agenda item No.2: Preliminary examination of the Internal Audit's 2019 report regarding evaluation of the efficiency of the internal control and risk management systems.

Resolution:

To recommend the Board of Directors to take note of the Internal Audit's 2019 report regarding evaluation of the efficiency of the internal control and risk management systems, as stated in Appendix No.2 hereof.

Voting results:

"FOR" - 4 (Four) votes: T.A. Ivanova, Y.K. Zafesov, Y.V. Goncharov, A.V. Shevchuk.

"AGAINST" - 0 (Zero) votes.

"ABSTAIN" - 1 (One) vote: R.A. Dmitrik.

PASSED BY THE MAJORITY.

- Appendix No.1 SEB's and EB's 2019 report regarding the roll-out and functioning of the internal control system, incl. information on implementation of system-improving measures.
- Appendix No.2 Internal Audit's 2019 report regarding evaluation of the efficiency of the internal control and risk management systems.

The Chair

A.V. Shevchuk

The Secretary

D.V. Tikhanov