

AUDIT COMMITTEE

MEETING PROTOCOL No.KA – 51 IDGC of Urals (OAO)

25 March 2016

Ekaterinburg

Meeting form:

in-absentia (by ballots)

Attending members:

Yulia Vitalyevna	Director of Economic Planning and Budgeting Department at Rosseti (PAO), the Chair;
Yascheritsyna	
Sergey Mikhailovich	Director of Production Asset Management Department at Rosseti (PAO);
Kataev	
Evgeny Rudolfovich	Project director at GK Renova (ZAO).
Villevald	

3 out of 3 members have participated in the meeting. A quorum for decision-making on agenda issues is duly constituted.

The Committee Secretary:

Dmitry Vyacheslavovich	Head of Corporate Events Section of Corporate Governance and Shareholder Relations Department.
Tikhanov	

Agenda:

1. Preview of a report with regard to IA&C Department's and IA performance in 2015.
2. Examination of a report prepared by the Company's executives with regard to remedial actions to weaknesses exposed by the Company's internal audit and outside supervision and oversight bodies, Board of Internal Auditors.

Issue 1: Preview of a report with regard to IA&C Department's and IA performance in 2015.

Resolution:

1. To approve the report with regard to IA&C Department's and IA performance in 2015.
2. To recommend the Board of Directors to approve the following resolution:
"To approve the report with regard to IA&C Department's and IA performance in 2015".

Voting results:

"FOR" - 2 (Two) votes: Y.V. Yascheritsyna, S.M. Kataev.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 1 (One) vote: E.R. Villevald.

PASSED BY THE MAJORITY.

Issue 2: Examination of a report prepared by the Company’s executives with regard to remedial actions to weaknesses exposed by the Company’s internal audit and outside supervision and oversight bodies, Board of Internal Auditors.

Resolution:

To take note of the report prepared by the Company’s executives with regard to remedial actions to weaknesses exposed by the Company’s internal audit and outside supervision and oversight bodies, Board of Internal Auditors.

Voting results:

“FOR” - 3 (Three) votes: Y.V. Yascheritsyna, S.M. Kataev, E.R. Villevald.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 0 (Zero) votes.

PASSED UNANIMOUSLY.

Appendix No.1 The report with regard to IA&C Department’s and IA performance in 2015.

Appendix No.2 The report prepared by the Company’s executives with regard to remedial actions to weaknesses exposed by the Company’s internal audit and outside supervision and oversight bodies, Board of Internal Auditors.

The Chair

Y.V. Yascheritsyna

The Secretary

D.V. Tikhanov

Protocol date: 28.03.2016.