

AUDIT COMMITTEE

MINUTES OF THE COMMITTEE MEETING No.KA -61 IDGC of Urals (OAO)

21 November 2016

Yekaterinburg

Meeting form:

in-absentia (by ballots)

Attending members:

Yulia Vitalyevna Yascheritsyna	Director of Economic Planning and Budgeting Department at Rosseti (PAO), the Chair;
Vladimir Vladimirovich Sofyin	Director of Technological Development and Innovations Department at Rosseti (PAO);
Aleksandr Viktorovich Shevchuk	Executive Director of Professional Investor Association;
Roman Avgustovich Dmitrik	General Director at RRSK (OOO).

4 out of 4 members have participated in the meeting. A quorum for decision-making on agenda issues is duly constituted.

The Committee Secretary:

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

1. Preliminary examination of the progress report regarding remedial and preventive actions against violations and weaknesses revealed by the Company's Board of Internal Auditors during the audit of FY2015 operations.

Agenda item No.1: Preliminary examination of the progress report regarding remedial and preventive actions against violations and weaknesses revealed by the Company's Board of Internal Auditors during the audit of FY2015 operations.

Resolution:

1. To entrust the Company's SEB, when filing report regarding remedial and preventive actions against violations and weaknesses revealed by the Company's Board of Internal Auditors during the audit of FY2015 operations with the Board of Directors, to add blueprints, schedules and road map from the CEO's progress report, to the materials.
2. To recommend the Board of Directors, when examining the report regarding remedial

and preventive actions against violations and weaknesses revealed by the Company's Board of Internal Auditors during the audit of FY2015 operations, to adopt the following resolution:

2.1. To take note of the progress report regarding remedial and preventive actions against violations and weaknesses revealed by the Company's Board of Internal Auditors during the audit of FY2015 operations.

2.2. To entrust the Company's SEB to take additional action against weaknesses stipulated by the Appendix hereof.

2.3. To entrust the Audit Committee to supervise the revision of remedial and preventive actions against violations and weaknesses revealed by the Company's Board of Internal Auditors during the audit of FY2015 operations.

Voting results:

"FOR" - 3 (Three) votes: Y.V. Yascheritsyna, V.V. Sofyin, A.V. Shevchuk.

"AGAINST" - 0 (Zero) votes.

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

PASSED BY THE MAJORITY.

Appendix No.1	Progress report regarding remedial and preventive actions against violations and weaknesses revealed by the Company's Board of Internal Auditors during the audit of FY2015 operations.
Appendix No.2	Weaknesses of remedial action plans after the audit of FY2015 operations.
Appendices No.3-6	Ballots of the Committee members.

The Chair

Y.V. Yascheritsyna

The Secretary

D.V. Tikhanov

Minutes date: 21.11.2016.