

## AUDIT COMMITTEE

### MINUTES OF THE COMMITTEE MEETING No. KA-76 OAO IDGC of Urals

22 November 2017

Meeting form:

Yekaterinburg

in-absentia (by ballots)

#### Participants:

Aleksandr Viktorovich Shevchuk	Executive Director of Association of Institutional Investors, Chair of the Committee;
Yulia Vitalyevna Yascheritsyna	Director of Economic Planning and Budgeting Department at Rosseti (PAO);
Aleksandr Nikolaevich Fadeev	Chief Advisor at Rosseti (PAO);
Roman Avgustovich Dmitrik	General Director at RRSK (OOO);
Aleksey Yuryevich Serov	Director of Finance Department at Rosseti (PAO).

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

#### Committee Secretary:

Dmitry Vyacheslavovich Tikhonov      Head of Corporate Events Section of Corporate Governance and Stockholder Relations Department at IDGC of Urals (OAO).

#### Agenda:

1. Election of the Board of Directors' Audit Committee Deputy Chair.
2. Election of the Board of Directors' Audit Committee Secretary.
3. Engagement of an expert into Committee activities.

#### **Agenda item No. 1: Election of the Board of Directors' Audit Committee Deputy Chair.**

#### **Resolution:**

To elect Yulia Vitalyevna Yascheritsyna, Director of Economic Planning and Budgeting Department at Rosseti (PAO), the Committee Deputy Chair.

#### **Voting results:**

"FOR" - 5 (Five) votes: Y.V. Yascheritsyna, A.V. Shevchuk, A.N. Fadeev, R.A. Dmitrik, A.Y. Serov.

"AGAINST" - 0 (Zero) votes.

"ABSTAIN" - 0 (Zero) votes.

**PASSED UNANIMOUSLY.**

#### **Agenda item No. 2: Election of the Board of Directors' Audit Committee Secretary.**

#### **Resolution:**

To elect Dmitry Vyacheslavovich Tikhanov, Head of Corporate Events Section of Corporate Governance and Stockholder Relations Department at IDGC of Urals (OAO), the Committee Secretary.

**Voting results:**

"FOR" - 5 (Five) votes: Y.V. Yascheritsyna, A.V. Shevchuk, A.N. Fadeev, R.A. Dmitrik, A.Y. Serov.

"AGAINST" - 0 (Zero) votes.

"ABSTAIN" - 0 (Zero) votes.

**PASSED UNANIMOUSLY.**

**Agenda item No. 3: Engagement of an expert into Committee activities.**

**Resolution:**

To engage Anzhelika Aleksandrovna Zadorozhnaya, Head of Oversight and Analysis Directorate of Oversight Department at Rosseti (PAO), as an expert of the Board of Directors' Audit Committee.

**Voting results:**

"FOR" - 5 (Five) votes: Y.V. Yascheritsyna, A.V. Shevchuk, A.N. Fadeev, R.A. Dmitrik, A.Y. Serov.

"AGAINST" - 0 (Zero) votes.

"ABSTAIN" - 0 (Zero) votes.

**PASSED UNANIMOUSLY.**

The Chair

A.V. Shevchuk

The Secretary

D.V. Tikhanov

Minutes prepared on: 23.11.2017.