

# ITEM № 4

## ON ELECTION OF MEMBERS OF THE AUDIT COMMISSION OF THE COMPANY

### ITEM № 4 «ON ELECTION OF MEMBERS OF THE AUDIT COMMISSION OF THE COMPANY»

#### Explanatory information on the item

In accordance with Federal Law dated 26.12.1995 № 208-FZ "On Joint-Stock Companies", the agenda of the Annual General Meeting of Shareholders of the Company should include the issue of electing members of the Company's Audit Commission.

In accordance with Article 53 of Federal Law dated 26.12.1995 № 208-FZ "On Joint-Stock Companies", paragraph 13.1 of Article 13 of the Articles of Association of the Company, shareholders (a shareholder) of the Company who collectively own at least 2 (two) percent of the Company's voting shares, within 60 (sixty) days after the end of the fiscal year, have the right to raise issues in the agenda of the Annual General Meeting of Shareholders and nominate candidates to the Board of Directors and the Audit Commission of the Company, the number of which cannot exceed the number of members of the relevant body.

In accordance with paragraph 24.1 of Article 24 of the Articles of Association of the Company, the composition of the Audit Commission of the Company is 5 (five) persons.

By the end of the deadline for accepting offers (01.03.2019) the Company received 1 proposal to nominate candidates to the management bodies of IDGC of Centre from the shareholder holding more than 2% of the Company's voting shares - PJSC Rosseti - 50,23 % of the authorized capital (5 candidates).

Members of the Audit Commission shall not simultaneously be members of the Board of Directors of the Company, and hold other positions in the Company's management bodies either.

Persons elected to the Audit Commission may be re-elected an unlimited number of times.

By the decision of the Board of Directors of the Company on 06.03.2019 (Minutes #07/19) the following candidates were included in the list of candidates for voting for election to the Audit Commission of IDGC of Centre, PJSC:

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#### Draft resolution on item № 4

To elect the following Company's Audit Commission\*:

№	Full name of the Candidate Member	Position of the Candidate Member
1	Sergey Vladimirovich Kiryukhin	Top Advisor of PJSC ROSSETI
2	Marina Alekseevna Lelekova	Director of Internal Audit and Control Department of PJSC ROSSETI
3	Svetlana Anatolyevna Kim	Head of Internal Audit Office of Internal Audit and Control Department of PJSC ROSSETI
4	Elena Alexandrovna Kabizskina	Deputy Head of Internal Audit Office of Internal Audit and Control Department of PJSC ROSSETI
5	Artem Nikolaevich Kirillov	Deputy Head of Internal Audit Office of Internal Audit and Control Department of PJSC ROSSETI

\* - in accordance with item 24.1. of Article 24 of the Articles of Association of IDGC of Centre, PJSC the Audit Commission of the Company consists of 5 (five) persons.

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**List of candidates for the Audit Commission of IDGC of Centre, PJSC:**

No	Full name of the Candidate Member	Nationality	Position, Place of Employment of the Candidate Member (on the date of nomination)	Full name/shareholder, who proposed to include the Candidate into the list for voting to be elected for the Audit Commission of the Company / Number of voting shares of the Company held by the shareholder, %	Availability of consent to election
1	Sergey Vladimirovich Kiryukhin	RF	Top Advisor of PJSC ROSSETI	PJSC «Rosseti» / 50,23%	Available
2	Marina Alekseevna Lelekova	RF	Director of Internal Audit and Control Department of PJSC ROSSETI	PJSC «Rosseti» / 50,23%	Available
3	Svetlana Anatolyevna Kim	RF	Head of Internal Audit Office of Internal Audit and Control Department of PJSC ROSSETI	PJSC «Rosseti» / 50,23%	Available
4	Elena Alexandrovna Kabizskina	RF	Deputy Head of Internal Audit Office of Internal Audit and Control Department of PJSC ROSSETI	PJSC «Rosseti» / 50,23%	Available
5	Artem Nikolaevich Kirillov	RF	Deputy Head of Internal Audit Office of Internal Audit and Control Department of PJSC ROSSETI	PJSC «Rosseti» / 50,23%	Available

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**Information on candidates for the Audit Commission of IDGC of Centre, PJSC:**

No	Full name of the Candidate Member	Year of birth	Higher vocational education	Positions in the Company and other entities for last 5 years (work experience)
1	Sergey Vladimirovich Kiryukhin	1979	<p>2002, Tula State University <b>Specialization:</b> Jurisprudence <b>Qualification:</b> Lawyer</p> <p>2010, Orel Regional Academy of Public Service <b>Specialization:</b> State and Municipal Administration <b>Qualification:</b> Manager</p> <p>2017 - Moscow City University of Management of the Government of Moscow on the additional professional advanced training program "The system of management of financial and economic activities of state institutions and enterprises, joint-stock companies with state participation in the authorized capital"</p> <p>2017 - The Russian Academy of National Economy and Public Administration under the President of the Russian Federation on the additional professional program "Issues of preventing and combating corruption in the civil service"</p>	<p>2018 - till current - Top Advisor of PJSC Rosseti</p> <p>2017 – 2018 - Deputy Head of Office, Head of Office, Federal Service for Environmental, Technological and Nuclear Supervision</p> <p>2017 – 2017 - Advisor to General Director, Federal State Budgetary Institution "Institute of Labour" of the Ministry of Labour of Russia</p> <p>2012 – 2016 - Deputy Head of General Directorate of the Investigative Committee of Russia</p>
2	Marina Alekseevna Lelekova	1961	<p>1982, Far Eastern Institute of Soviet Trade <b>Specialization:</b> Economics <b>Qualification:</b> Economist</p> <p>1995, Training courses for auditors at the Academic and Methodological Centre for training and retraining of auditors of the Faculty of Economics of Lomonosov Moscow State University <b>Specialization:</b> Specialist in general audit <b>Qualification:</b> Auditor</p> <p>2000, Courses for training of professional accountants at the Academic and Methodological Centre of Far Eastern State University <b>Specialization:</b> Professional Accountant <b>Qualification:</b> Financial manager, financial expert</p>	<p>2013 – till current - Director of Internal Audit and Control Department of PJSC Rosseti</p> <p>2009-2013 - Head of Control and Audit Department of FGC UES</p>
3	Svetlana Anatolyevna Kim	1981	<p>2004, MIIT; <b>Qualification:</b> Commercial specialist, <b>Specialization:</b> Commerce</p>	<p>2013 – till current - Head of Internal Audit Office of Internal Audit and Control Department of PJSC Rosseti</p> <p>2008-2013 - Head of Investment Control of Control and Audit Department of FGC UES</p>
4	Elena Alexandrovna Kabizskina	1964	<p>1986, Far Eastern Technical Institute of Fisheries and Agriculture, <b>Specialization:</b> Economy and organization of industry <b>Qualification:</b> Engineer-economist</p> <p>2002, Courses for training of professional accountants at the Academic and Methodological Centre of Far Eastern State University <b>Specialization:</b> Professional Accountant <b>Qualification:</b> Chief Accountant, accounting expert (consultant)</p>	<p>04.2014 – till current – Deputy Head of Internal Audit Office of Internal Audit and Control Department of PJSC Rosseti</p> <p>11.2013 – 03.2014 - Head of Methodological Support Department of Internal Audit Department of MOESK</p> <p>09.2005 – 10.2013 – Head of Internal Control and Risk Management Department, Deputy Head of Control and Audit Department of FGC UES</p>
5	Artem Nikolaevich Kirillov	1984	<p>2008, Moscow Power Engineering Institute (MPEI); <b>Qualification:</b> Electrical engineer, <b>Specialization:</b> Electric vehicles</p>	<p>2013-2015 – Head of Investment Audit Section of Control Department of PJSC Rosseti;</p> <p>2015 – till current – Deputy Head of Internal Audit Office of Internal Audit and Control Department of PJSC Rosseti</p>