



"Interregional Distribution Grid Company of Centre", Joint-Stock Company

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MINUTES

of the meeting of the Committee for Audit
of the Board of Directors of IDGC of Centre
(in the form of absent voting)

April 15, 2014

Moscow

No. 04/14

Form of the meeting: **absent voting.**

Total number of members of the Committee for Audit: **5 persons.**

Participants of the voting: **O.V. Shatokhina, S.A. Demin, M.M. Saukh, R.A. Filkin, A.V. Shevchuk.**

Members who did not provide questionnaires: **none.**

The quorum is present.

Absence of objections concerning the materials and draft decisions from I.V. Shmakov, an expert of the Committee for Audit of the Board of Directors of the Company, was taken into account while drawing up the minutes.

Date of the minutes: **16.04.2014.**

AGENDA:

1. Consideration of the nomination of an external auditor of the Company to audit the accounting statements of the Company for 2014, prepared in accordance with RAS and IFRS.

Item 1: Consideration of the nominations of an external auditor of the Company to audit the accounting statements of the Company for 2014, prepared in accordance with RAS and IFRS.

Decision:

To recommend to the Board of Directors of the Company to submit the nomination of Ernst & Young LLC (TIN/KPP 7709383532/770501001, registered office: Sadovnicheskaya nab. 77, bld. 1, 115035, Moscow, Russia) for approval by the Annual General Shareholders' Meeting of the Company as the auditor of the Company to audit the accounting statements of the Company for 2014 under RAS and to audit consolidated financial statements for the year ended 31.12.2014, prepared in accordance with IFRS.

Voting results:

Oxana Vladimirovna Shatokhina	- «FOR»
Sergey Alexandrovich Demin	- «ABSTAINED»
Maxim Mikhailovich Saukh	- «FOR»
Roman Alexeyevich Filkin	- «FOR»
Alexander Viktorovich Shevchuk	- «FOR»

Total:

«FOR»	- «4»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

Decision is taken.

**Chairperson of the Committee for Audit
of the Board of Directors of IDGC of Centre**

O.V. Shatokhina

**Secretary of the Committee for Audit
of the Board of Directors of IDGC of Centre**

A.A. Varlamov