

The Audit Commission of IDGC of Center

Minutes No. 2 of the meeting of the Audit Commission of IDGC of Centre

Moscow

August 01, 2012

Number of members of the Audit Commission of IDGC of Centre (hereinafter- the Company) determined by the Articles of Association of the Company – 5 persons.

Members of the Audit Commission of IDGC of Centre, who expressed oral opinion (questionnaires are filled in and signed) on the items of the agenda of this meeting of the Audit Commission of the Company: I.A. Alimuradova, O.V. Popova, G.I. Meshalova, I.Y. Bogachev.

The quorum for taking decisions on all items of the agenda of this meeting of the Audit Commission of the Company is present. Decision on the items of the agenda of the meeting of the Audit Commission is taken by the majority of votes of the members of the Audit Commission of the Company.

THE AGENDA OF THE MEETING OF THE AUDIT COMMISSION:

1. **On approval of the Work Plan of the Audit Commission of the Company elected at the Annual General Shareholders Meeting on 20.06.2012.**
2. **On involvement of a specialist to process documents of the Audit Commission of the Company and to coordinate work of the members of the Audit Commission of the Company.**

ITEM NO. 1: On approval of the Work Plan of the Audit Commission of the Company elected at the Annual General Shareholders Meeting on 20.06.2012.

DRAFT DECISION: To approve the Work Plan of the Audit Commission of the Company, elected at the Annual General Shareholders Meeting on 20.06.2012, in accordance with Appendix #1.

Voting results:

«**FOR**»: (I.A. Alimuradova, O.V. Popova, G.I. Meshalova, I.Y. Bogachev) – 4 persons.

«**AGAINST**»: none

«**ABSTAINED**»: none

THE DECISION TAKEN: To approve the Work Plan of the Audit Commission of the Company, elected at the Annual General Shareholders Meeting on 20.06.2012, in accordance with Appendix #1.

ITEM NO. 2: On involvement of a specialist to process documents of the Audit Commission of the Company and to coordinate work of the members of the Audit Commission of the Company.

DRAFT DECISION: To involve A.S. Berezka – principal specialist of section of audits and expertise of Internal Audit and Risk Management Department of IDGC Holding to process documents of the Audit Commission of the Company and to coordinate work of the members of the Audit Commission of the Company.

Voting results:

«**FOR**»: (I.A. Alimuradova, O.V. Popova, G.I. Meshalova, I.Y. Bogachev) – 4 persons.

«**AGAINST**»: none

«**ABSTAINED**»: none

THE DECISION TAKEN: To involve A.S. Berezka – principal specialist of section of audits and expertise of Internal Audit and Risk Management Department of IDGC Holding to process documents of the Audit Commission of the Company and to coordinate work of the members of the Audit Commission of the Company.

Chairperson of the Audit Commission
of IDGC of Centre

_____ I.A. Alimuradova

Secretary of the Audit Commission
of IDGC of Centre

_____ G.I. Meshalova