



Interregional Distribution Grid Company of Centre,
Public Joint-Stock Company
2nd Yamskaya, 4, Moscow, Russia, 127018
Tel.: +7 (495) 747-92-92, Fax: +7 (495) 747-92-95,
Power Engineers' Direct Line: 8-800-50-50-115,
Trust Line: +7 (495) 747-92-99,
e-mail: posta@mrsk-1.ru, www.mrsk-1.ru

MINUTES
of the meeting of the Audit Committee
of the Board of Directors of IDGC of Centre, PJSC
(in the form of absent voting)

31 July 2018

Moscow

No. 08/18

Form of the meeting: absent voting.

Total number of members of the Audit Committee: 3 persons.

Participants of the voting: A.V. Varvarin, M.M. Saukh, A.V. Shevchuk.

Members who did not provide questionnaires: none.

The quorum is present.

The Expert conclusion of the expert of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC M.A. Lelekova was taken into account at drawing up of the minutes.

Date of the minutes: 31.07.2018.

AGENDA:

1. On election of Deputy Chairperson of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC.
2. On election of Secretary of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC.
3. On involvement of an expert to participate in the activity of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC.
4. On approval of the Work Plan of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC for the 2018-2019 corporate year.
5. On preliminary consideration of the budget of the Audit Committee for 2H 2018.
6. On consideration of management information of the Company «On the results of implementation in IDGC of Centre, PJSC of measures to comply with the requirements of the legislation on countering the misuse of insider information and market manipulation in the first half of 2018».
7. On consideration of interim accounting (financial) statements of the Company for 6 months of 2018, prepared under RAS.

Item 1: On election of Deputy Chairperson of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC.

Decision:

To elect Maxim Mikhailovich Saukh – Head of Corporate Governance Office of Corporate Governance and Interaction with Shareholders and Investors Department of PJSC «Rosseti» as Deputy Chairperson of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC.

Voting results:

Alexander Viktorovich Varvarin	- «FOR»
Maxim Mikhailovich Saukh	- «FOR»
Alexander Viktorovich Shevchuk	- «FOR»

Total:

«FOR»	- «3»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

Decision is taken.

Item 2: On election of Secretary of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC.

Decision:

To elect Svetlana Vladimirovna Lapinskaya – Head of Corporate Events Office of Corporate Governance and Shareholder Relations Department of IDGC of Centre, PJSC as Secretary of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC.

Voting results:

Alexander Viktorovich Varvarin - «FOR»

Maxim Mikhailovich Saukh - «FOR»

Alexander Viktorovich Shevchuk - «FOR»

Total:

«FOR» - «3»

«AGAINST» - «0»

«ABSTAINED» - «0»

Decision is taken.

Item 3: On involvement of an expert to participate in the activity of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC.

Decision:

To involve Elena Borisovna Sinitsyna - Head of Control and Expert Office of Internal Audit and Control Department of PJSC «Rosseti», to participate in the activity of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC as an expert.

Voting results:

Alexander Viktorovich Varvarin - «FOR»

Maxim Mikhailovich Saukh - «FOR»

Alexander Viktorovich Shevchuk - «FOR»

Total:

«FOR» - «3»

«AGAINST» - «0»

«ABSTAINED» - «0»

Decision is taken.

Item 4: On approval of the Work Plan of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC for the 2018-2019 corporate year.

Decision:

To approve the Work Plan of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC for the 2018-2019 corporate year in accordance with Appendix # 1 to this decision of the Audit Committee.

Voting results:

Alexander Viktorovich Varvarin - «FOR»

Maxim Mikhailovich Saukh - «FOR»

Alexander Viktorovich Shevchuk - «FOR»

Total:

«FOR» - «3»

«AGAINST» - «0»

«ABSTAINED» - «0»

Decision is taken.

Item 5: On preliminary consideration of the budget of the Audit Committee for 2H 2018.

Decision:

To recommend to the Board of Directors of IDGC of Centre, PJSC to approve the Budget of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC for 2H 2018 in accordance with Appendix # 2 to this decision of the Audit Committee.

Voting results:

Alexander Viktorovich Varvarin - «FOR»

Maxim Mikhailovich Saukh - «FOR»

Alexander Viktorovich Shevchuk - «FOR»

Total:

«FOR» - «3»

«AGAINST» - «0»

«ABSTAINED» - «0»

Decision is taken.

Item 6: On consideration of management information of the Company «On the results of implementation in IDGC of Centre, PJSC of measures to comply with the requirements of the legislation on countering the misuse of insider information and market manipulation in the first half of 2018».

Decision:

To take into consideration the management information of the Company «On the results of implementation in IDGC of Centre, PJSC of measures to comply with the requirements of the legislation on countering the misuse of insider information and market manipulation in the first half of 2018» in accordance with Appendix # 3 to this decision of the Audit Committee.

Voting results:

Alexander Viktorovich Varvarin - «FOR»

Maxim Mikhailovich Saukh - «FOR»

Alexander Viktorovich Shevchuk - «FOR»

Total:

«FOR» - «3»

«AGAINST» - «0»

«ABSTAINED» - «0»

Decision is taken.

Item 7: On consideration of interim accounting (financial) statements of the Company for 6 months of 2018, prepared under RAS.

Decision:

1. To take into consideration the interim accounting (financial) statements of IDGC of Centre for 6 months of 2018, prepared under RAS.

2. Secretary of the Audit Committee to provide information to members of IDGC of Centre's Board of Directors about the main trends in changes of the indicators of interim accounting (financial) statements of IDGC of Centre for 6 months of 2018, prepared under RAS, in accordance with Appendix # 4 to this decision of the Audit Committee.

Voting results:

Alexander Viktorovich Varvarin - «FOR»

Maxim Mikhailovich Saukh - «FOR»

Alexander Viktorovich Shevchuk - «FOR»

Total:

«FOR» - «3»

«AGAINST» - «0»

«ABSTAINED» - «0»

Decision is taken.

Appendices:

1. The Work Plan of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC for the 2018-2019 corporate year (Appendix # 1).

2. The budget of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC for 2H 2018 (Appendix # 2).

3. The management information of the Company «On the results of implementation in IDGC of Centre, PJSC of measures to comply with the requirements of the legislation on countering the misuse of insider information and market manipulation in the first half of 2018» (Appendix # 3).

4. The main trends in changes of the indicators of interim accounting (financial) statements of IDGC of Centre for 6 months of 2018, prepared under RAS (Appendix # 4).

Chairperson of the Audit Committee

A.V. Varvarin

Secretary of the Audit Committee

S.V. Lapinskaya