



Interregional Distribution Grid Company of Centre,
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MINUTES

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

15 May 2019

Moscow

No. 09/19

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 E.B. Sinitsyna was taken into account at drawing up of the minutes.

Date of the minutes: 15.05.2019.

AGENDA:

1. On consideration of the interim accounting (financial) statements of the Company for the 1st quarter of 2019, prepared under Russian Accounting Standards.
2. On consideration of the report of the Internal Audit Department «On execution of the Work Plan for 1Q 2019 and results of the internal auditor's activity».

Item 1. On consideration of the interim accounting (financial) statements of the Company for the 1st quarter of 2019, prepared under Russian Accounting Standards.

Decision:

To take into consideration the draft of the interim accounting (financial) statements of IDGC of Centre, PJSC for the 1st quarter of 2019, prepared under Russian Accounting Standards, in accordance with Appendix # 1 to this decision of the Audit Committee of the Board of Directors of the Company.

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 consideration of the report of the Internal Audit Department «On execution of the Work Plan for 1Q 2019 and results of the internal auditor's activity».

Decision:

To approve the report of the Internal Audit Department of IDGC of Centre, PJSC on execution of the Work Plan and to take into consideration the results of the internal auditor's activity for 1Q 2019 in accordance with Appendix # 2 to this decision of the Audit Committee of the Board of Directors of the Company.

Voting results:**Alexander Viktorovich Varvarin** - «FOR»**Maxim Mikhailovich Saukh** - «FOR»**Alexander Viktorovich Shevchuk** - «FOR»**Total:**

«FOR» - «3»

«AGAINST» - «0»

«ABSTAINED» - «0»

Decision is taken.

A dissenting opinion on this agenda item was received from a member of the Audit Committee of the Board of Directors of the Company, A.V. Varvarin (Appendix # 3).

Appendices:

1. The interim accounting (financial) statements of IDGC of Centre, PJSC for the 1st quarter of 2019, prepared under Russian Accounting Standards (Appendix # 1).
2. The report of the Internal Audit Department of IDGC of Centre, PJSC on execution of the Work Plan and to take into consideration the results of the internal auditor's activity for 1Q 2019 (Appendix # 2).
3. The dissenting opinion of Chairperson of the Audit Committee, A.V. Varvarin, regarding item # 2 of the meeting agenda of the Audit Committee (Appendix # 3).

Chairperson of the Audit Committee**A.V. Varvarin****Secretary of the Audit Committee****S.V. Lapinskaya**