

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 April 2021

Moscow

No. 05/21

Form of the meeting: absent voting.

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

Participants of the voting: A.I. Kazakov, L.A. Romanovskaya, 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 was taken into account at drawing up of the minutes.

Date of the minutes: 15.04.2021.

AGENDA:

1. On preliminary consideration of the report of the internal audit division of the Company on the implementation of the work plan and the results of internal audit activities for 2020, including the results of self-assessment of the quality of internal audit activities for 2020.
2. On consideration and coordination of the contents of the section of the Annual Report of the Company «Internal Control System».
3. On preliminary consideration of the report of General Director and the Management Board of the Company «On the organization and functioning of the internal control system in 2020, including information on the implementation of measures to improve the internal control system».
4. On preliminary consideration of the report of the internal auditor of the Company on the assessment of the effectiveness of the internal control system and the risk management system of the Company based on the results of 2020.

Item 1. On preliminary consideration of the report of the internal audit division of the Company on the implementation of the work plan and the results of internal audit activities for 2020, including the results of self-assessment of the quality of internal audit activities for 2020.

Decision:

1. To agree upon the report on the implementation of the work plan of the internal audit division of IDGC of Centre, PJSC for 2020, including the results of self-assessment of the quality of internal audit activities for 2020, the results of the implementation in 2020 of the plan for the development and improvement of the Company's internal audit activities for the period from 2020 to 2024, as well as the implementation of key performance indicators of the head of the internal audit department of IDGC of Centre, PJSC in 2020, in accordance with Appendix # 1 to this decision of the Audit Committee.

2. To recommend that the Board of Directors of IDGC of Centre, PJSC take the following decision:

«To approve the report on the implementation of the work plan of the internal audit division of IDGC of Centre, PJSC for 2020, including the results of self-assessment of the quality of internal audit activities for 2020, the results of the implementation in 2020 of the plan for the development and improvement of the Company's internal audit activities for the period from 2020 to 2024, as well as the implementation of key performance indicators of the head of the internal audit department of IDGC of Centre, PJSC in 2020, in accordance with the Appendix».

Voting results:

Alexander Ivanovich Kazakov - «FOR»

Larisa Anatolievna Romanovskaya - «FOR»

Alexander Viktorovich Shevchuk - «FOR»

Total:

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

Decision is taken.

Item 2. On consideration and coordination of the contents of the section of the Annual Report of the Company «Internal Control System».

Decision:

1. To agree upon the section of the Annual Report of IDGC of Centre, PJSC for 2020 «Internal control system, risk management system» in terms of information on the internal control system in accordance with Appendix # 2 to this decision of the Audit Committee.

2. Based on the results of consideration by the Board of Directors of IDGC of Centre, PJSC of the internal audit evaluation of the effectiveness of the Company's internal control system, to update the data of the section of the Annual Report of IDGC of Centre, PJSC for 2020 «Internal control system, risk management system» in terms of specifying the details of the decision of the Board of Directors of the Company.

Voting results:

Alexander Ivanovich Kazakov - «FOR»

Larisa Anatolievna Romanovskaya - «FOR»

Alexander Viktorovich Shevchuk - «FOR»

Total:

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

Decision is taken.

Item 3. On preliminary consideration of the report of General Director and the Management Board of the Company «On the organization and functioning of the internal control system in 2020, including information on the implementation of measures to improve the internal control system».

Decision:

To recommend that the Board of Directors of IDGC of Centre, PJSC take into consideration the report of General Director and the Management Board of the Company «On the organization and functioning of the internal control system in 2020, including information on the implementation of measures to improve the internal control system» in accordance with Appendix # 3 to this decision of the Audit Committee.

Voting results:

Alexander Ivanovich Kazakov - «FOR»

Larisa Anatolievna Romanovskaya - «FOR»

Alexander Viktorovich Shevchuk - «FOR»

Total:

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

Decision is taken.

Item 4. On preliminary consideration of the report of the internal auditor of the Company on the assessment of the effectiveness of the internal control system and the risk management system of the Company based on the results of 2020.

Decision:

1. To take into consideration the report of the internal auditor of the Company on the assessment of the effectiveness of the internal control system and the risk management system of the

Company based on the results of 2020 and the conclusion of the internal audit of IDGC of Centre, PJSC based on the results of assessing the reliability and efficiency of the internal control system and the risk management system, corporate governance of the Company in accordance with Appendices ## 4-5 to this decision of the Audit Committee.

2. To recommend that General Director of the Company include the conclusion of the internal audit of IDGC of Centre, PJSC based on the results of assessing the reliability and efficiency of the internal control system and the risk management system, corporate governance of the Company in the list of materials provided to persons entitled to participate in the Annual General Meeting of Shareholders of the Company.

Voting results:

Alexander Ivanovich Kazakov - «FOR»

Larisa Anatolievna Romanovskaya - «FOR»

Alexander Viktorovich Shevchuk - «FOR»

Total:

«FOR» - «3»

«AGAINST» - «0»

«ABSTAINED» - «0»

Decision is taken.

Appendices:

1. The report on the implementation of the work plan of the internal audit division of IDGC of Centre, PJSC for 2020, including the results of self-assessment of the quality of internal audit activities for 2020, the results of the implementation in 2020 of the plan for the development and improvement of the Company's internal audit activities for the period from 2020 to 2024, as well as the implementation of key performance indicators of the head of the internal audit department of IDGC of Centre, PJSC in 2020 (Appendix # 1).

2. The section of the Annual Report of IDGC of Centre, PJSC for 2020 «Internal control system, risk management system» in terms of information on the internal control system (Appendix # 2).

3. The report of General Director and the Management Board of the Company «On the organization and functioning of the internal control system in 2020, including information on the implementation of measures to improve the internal control system» (Appendix # 3).

4. The report of the internal auditor of the Company on the assessment of the effectiveness of the internal control system and the risk management system of the Company based on the results of 2020 and the conclusion of the internal audit of IDGC of Centre, PJSC based on the results of assessing the reliability and efficiency of the internal control system and the risk management system, corporate governance of the Company (Appendices ## 4-5).

Chairperson of the Audit Committee

A.I. Kazakov

Secretary of the Audit Committee

S.V. Lapinskaya