

**MINUTES**  
of the meeting of the Audit Committee  
of the Board of Directors of IDGC of Centre, PJSC  
(in the form of joint presence)

22 April 2021

Moscow

No. 06/21

**Form of the meeting:** joint presence.

**Time of the meeting:** 11 hours 00 minutes – 12 hours 00 minutes.

**Place of the meeting:** Moscow, Malaya Ordynka St., 15, floor 1, room 201.

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

**Participants of the meeting:** A.I. Kazakov, A.V. Shevchuk.

**The written vote (questionnaire) of the following members was taken into account while defining the results:** L.A. Romanovskaya.

**Members who neither participated nor provided 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:** 22.04.2021.

The meeting of the Audit Committee was audiotaped (hereinafter – the Committee), which is stored in the materials to the meeting of the Committee.

The meeting of the Committee was opened by Chairperson of the Committee, Alexander Ivanovich Kazakov.

**The following independent members of the Board of Directors of IDGC of Centre, PJSC were present:**

A.V. Golovtsov

V.Y. Zarkhin

**The following persons were present from IDGC of Centre, PJSC:**

L.A. Sklyarova - Chief Accountant - Head of Financial and Tax Accounting and Reporting Department

**from Ernst & Young LLC:**

T.L. Okolotina – Partner

After the announcement of a quorum regarding the agenda items, the meeting of the Committee was called to order.

**AGENDA:**

1. On consideration of the Management and governance letter, presented by the external auditor on the main problems of the financial statements of the Company for 2020, prepared under IFRS, and the Company's management information about material adjustments made on the results of the external audit of the statements.
2. On consideration of the financial statements of the Company for 2020, prepared under IFRS.
3. On evaluation of the effectiveness of the external audit process of the Company's financial statements for 2020.

**Item 1. On consideration of the Management and governance letter, presented by the**

**external auditor on the main problems of the financial statements of the Company for 2020, prepared under IFRS, and the Company's management information about material adjustments made on the results of the external audit of the statements.**

**Speaker / co-speaker** – Tatiana Leonidovna Okolotina / Lyudmila Alexeevna Sklyarova.

**In discussing the report the questions and comments were received from A.V. Golovtsov, A.V. Shevchuk, V.Y. Zarkhin.**

**After the discussion the members of the Committee proceeded to vote.**

**Decision taken at the meeting:**

To take into consideration the Management and governance letter (auditor's report) to the management and the Audit Committee of the Board of Directors of IDGC of Centre, PJSC on the main problems of accounting and reporting on the results of the audit of the consolidated financial statements prepared in accordance with IFRS, for 2020, to note the absence of significant remarks with the external auditor affecting the reliability of the statements.

**Voting results under the decision draft, announced at the meeting:**

**Alexander Ivanovich Kazakov** - «FOR»

**Alexander Viktorovich Shevchuk** - «FOR»

**Voting results by providing a written vote:**

**Larisa Anatolievna Romanovskaya** - «FOR»

**Total:**

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

**Decision is taken.**

**Item 2. On consideration of the financial statements of the Company for 2020, prepared under IFRS.**

**Speaker / co-speaker** – Lyudmila Alexeevna Sklyarova.

**In discussing the report the questions and comments were received from A.V. Golovtsov, A.V. Shevchuk, V.Y. Zarkhin.**

**After the discussion the members of the Committee proceeded to vote.**

**Decision taken at the meeting:**

To take into consideration the consolidated financial statements of IDGC of Centre, PJSC for the year ended 31.12.2020.

**Voting results under the decision draft, announced at the meeting:**

**Alexander Ivanovich Kazakov** - «FOR»

**Alexander Viktorovich Shevchuk** - «FOR»

**Voting results by providing a written vote:**

**Larisa Anatolievna Romanovskaya** - «FOR»

**Total:**

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

**Decision is taken.**

**Item 3. On evaluation of the effectiveness of the external audit process of the Company's financial statements for 2020.**

**Speaker / co-speaker** – Lyudmila Alexeevna Sklyarova.

**Without discussing the report, the members of the Committee proceeded to vote.**

**Decision taken at the meeting:**

1. To recognize the Auditor's report and procedures, conducted by Ernst & Young LLC during the audit of the Company's financial statements, prepared under RAS, for 2020, in

compliance with the terms and conditions of the contract and the requirements of the legislation of the Russian Federation.

2. To recommend that the Board of Directors of the Company include the Conclusion of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC on the level of efficiency and quality of the external audit process in the list of materials provided to persons entitled to participate in the Annual General Meeting of Shareholders of the Company, in accordance with Appendix # 1 to this decision of the Audit Committee.

**Voting results under the decision draft, announced at the meeting:**

**Alexander Ivanovich Kazakov** - «FOR»

**Alexander Viktorovich Shevchuk** - «FOR»

**Voting results by providing a written vote:**

**Larisa Anatolievna Romanovskaya** - «FOR»

**Total:**

«FOR» - «3»

«AGAINST» - «0»

«ABSTAINED» - «0»

**Decision is taken.**

The agenda of the meeting of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC on 22.04.2021 was exhausted.

The meeting of the Audit Committee of the Board of Directors of the Company was closed.

**Appendix:** The Conclusion of the Audit Committee of the Board of Directors of IDGC of Centre, PJSC on the level of efficiency and quality of the external audit process (Appendix # 1).

**Chairperson of the Audit Committee**

**A.I. Kazakov**

**Secretary of the Audit Committee**

**S.V. Lapinskaya**