



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@nrsk-1.ru, www.nrsk-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)

25 November 2016

Moscow

No. 13/16

**Form of the meeting:** absent voting.

**Total number of members of the Audit Committee:** 5 persons.

**Participants of the voting:** O.V. Shatokhina, M.M. Saukh, R.A. Filkin, A.V. Shevchuk, N.I. Erpsher.

**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:** 25.11.2016.

**AGENDA:**

1. On preliminary consideration of the Program of assurance and improvement of the internal audit quality of IDGC of Centre, PJSC.

**Item 1: On preliminary consideration of the Program of assurance and improvement of the internal audit quality of IDGC of Centre, PJSC.**

**Decision:**

To recommend to the Board of Directors of IDGC of Centre, PJSC to take the following decision:

«1. To approve the Program of assurance and improvement of the internal audit quality of IDGC of Centre, PJSC (hereinafter – the Program of assurance) in accordance with the Appendix.

2. The division performing the internal audit function to provide an internal assessment and its presentation in accordance with para. 7.2 of the Program of assurance to the Company's Board of Directors with a preliminary examination by the Audit Committee starting with evaluation for 2016.

Deadline: the evaluation for 2016 – no later than 10.04.2017, evaluation of the following reporting periods – no later than 28 February of the year following the reporting one.

3. General Director of the Company to ensure an external evaluation of the quality of the Company's internal audit activities as of 31.12.2018 and presentation of its results to the Board of Directors with a preliminary examination by the Audit Committee.

Deadline: no later than 31.03.2019.

4. To cancel paragraph 2.2 of the decision of the Board of Directors of IDGC of Centre, PJSC dated 20.08.2014 regarding item 4 (Minutes of the meeting of the Board of Directors dated 22.08.2014 # 18/14)».

**Voting results:**

**Oxana Vladimirovna Shatokhina** - «FOR»

**Maxim Mikhailovich Saukh** - «FOR»

**Roman Alexeyevich Filkin** - «FOR»

**Alexander Viktorovich Shevchuk** - «FOR»

**Natalia Ilyinichna Erpsher** - «FOR»

**Total:**

«FOR» - «5»

«AGAINST» - «0»

«ABSTAINED» - «0»

**Decision is taken.**

**Chairperson of the Audit Committee**

**O.V. Shatokhina**

**Secretary of the Audit Committee**

**S.V. Lapinskaya**