

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 January 2020

Moscow

No. 01/20

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 T.V. Zaitseva was taken into account at drawing up of the minutes.

Date of the minutes: 31.01.2020.

AGENDA:

1. On consideration of the internal audit information on the results of the audit of identification and sale of non-core assets of the Company in 2019.
2. On consideration of the management information «On the execution in 2019 of the Anti-Corruption Policy of the Company».
3. On consideration of the Company's management information «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 following the results of 2019».

Item 1. On consideration of the internal audit information on the results of the audit of identification and sale of non-core assets of the Company in 2019.

Decision:

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

«1. To take into consideration Auditor's report № 01-2020-«IDGC of Centre» of 17.01.2020 «Evaluation of the implementation of the non-core asset disposal program and the action plan for the sale of non-core assets at IDGC of Centre, PJSC» in accordance with the Appendix.

2. To recommend that the Company's management:

2.1. Ensure the implementation of the recommendations of the internal audit based on the results of the audit.

2.2. Ensure an increase in the effectiveness of the implementation of the non-core asset disposal program and the plan for the sale of non-core assets».

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 management information «On the execution in 2019 of the Anti-Corruption Policy of the Company».

Decision:

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

«To take into consideration the management information on the execution in 2019 of the Anti-Corruption Policy of the Company in accordance with the Appendix».

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 consideration of the Company's management information «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 following the results of 2019».

Decision:

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

«To take into consideration the Company's management information 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 following the results of 2019 in accordance with the Appendix».

Voting results:

Alexander Viktorovich Varvarin - «FOR»

Maxim Mikhailovich Saukh - «FOR»

Alexander Viktorovich Shevchuk - «FOR»

Total:

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

Decision is taken.

Chairperson of the Audit Committee

A.V. Varvarin

Secretary of the Audit Committee

S.V. Lapinskaya