



«AGAINST»	- «0»
«ABSTAINED»	- «0»

**Decision is taken.**

**Item 2: On preliminary consideration of the report of the Company's internal audit «On the effectiveness of the internal control system and the risk management system of the Company in 2016».**

**Decision:**

1. To note the lack of increase of the level of maturity of the internal control system, the risk management system of the Company following the results of 2016 in comparison with 2015 and keeping the level of maturity of the internal control system, the risk management system as being at an intermediate level between "Moderate" and "Optimal".

2. To recommend to the Board of Directors of the Company to take the following decision:

*«1. To approve the Report on the effectiveness of the internal control and risk management systems of IDGC of Centre, PJSC following the results of 2016.*

*2. To note that the measures implemented by the Company's management in 2016 to improve the internal control and risk management systems did not ensure growth of the level of maturity of the internal control system, the risk management system.*

*3. To instruct General Director of IDGC of Centre, PJSC:*

*3.1. To develop no later than 30.04.2017 and to implement a set of measures to improve the internal control and risk management systems with the implementation of additional measures to develop the components of the internal control system "Monitoring", the risk management system "Identification of events" and "Implementation of risk management measures", having ensured the increase of the level of maturity of the internal control system, the risk management system following the results of 2017 up to "Optimal".*

*3.2. To submit for consideration of the Company's Board of Directors the report on the implementation of the measures, specified in paragraph 3.1 of this decision, together with the report on the organization and functioning of the internal control system and the report of the Company's internal audit on the effectiveness of the internal control system and the risk management system following the results of 2017.*

*Deadline: not later than 01.04.2018».*

**Voting results:**

**Oxana Vladimirovna Shatokhina** - «FOR»

**Maxim Mikhailovich Saukh** - «FOR»

**Roman Alexeyevich Filkin** - «FOR»

**Alexander Viktorovich Shevchuk** - «FOR»

**Natalia Ilyinichna Erpsheer** - «FOR»

**Total:**

«FOR»	- «5»
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«AGAINST»	- «0»
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«ABSTAINED»	- «0»
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**Decision is taken.**

**Chairperson of the Audit Committee**

**O.V. Shatokhina**

**Secretary of the Audit Committee**

**S.V. Lapinskaya**