

**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 February 2019

Moscow

No. 03/19

**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 E.B. Sinitsyna was taken into account at drawing up of the minutes.

**Date of the minutes:** 25.02.2019.

**AGENDA:**

1. On preliminary consideration of the Regulations on the structural unit of internal audit of IDGC of Centre, PJSC in a new edition.

**Item 1. On preliminary consideration of the Regulations on the structural unit of internal audit of IDGC of Centre, PJSC in a new edition.**

**Decision:**

1. To agree upon the Regulations on the Internal Audit Department of IDGC of Centre, PJSC in a new edition in accordance with Appendix # 1 to this decision of the Audit Committee of the Board of Directors of the Company.

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

*«1. To approve the Regulations on the Internal Audit Department of IDGC of Centre, PJSC in a new edition in accordance with the Appendix.*

*2. To recommend to General Director of the Company to approve the Regulations on the Internal Audit Department of IDGC of Centre, PJSC in a new edition 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.**

**Appendix:** The Regulations on the Internal Audit Department of IDGC of Centre, PJSC in a new edition (Appendix # 1).

**Chairperson of the Audit Committee**

**A.V. Varvarin**

**Secretary of the Audit Committee**

**S.V. Lapinskaya**