

APPROVED BY  
the decision of the General Meeting of  
Shareholders of Rosseti North-West, PJSC  
dated June 19, 2025 (Minutes No. 21 dated  
June 24, 2025)

**REGULATION**  
**on the Auditing Commission**  
**Rosseti North-West**  
**Public Joint Stock Company**

Saint Petersburg  
2025

## **1. General Provisions**

1.1. This Regulation on the Auditing Commission of Rosseti North-West Public Joint Stock Company (hereinafter referred to as the “Regulation”) is an internal document of Rosseti North-West Public Joint Stock Company (hereinafter referred to as the “Company”) defining the tasks and the procedure for the activities of the Company's Auditing Commission, including issues of interaction between the Company's Auditing Commission and the Company's management bodies and the heads of the Company's structural and separate divisions, as well as issues related to conducting audits (inspections), as well as determining the procedure for preparing and conducting meetings of the Company's Auditing Commission (hereinafter referred to as the “meeting”) and absentee voting for the adoption of decisions by the Company's Auditing Commission (hereinafter referred to as the “absentee voting”).

1.2. This Regulation has been developed in accordance with Federal Law No. 208-FZ dated December 26, 1995, “On joint stock companies” (hereinafter referred to as the “Federal Law “On joint-stock companies”) and the Company's Articles of Association.

1.3. The Company's Auditing Commission acts in the interests of the Company and its shareholders. The Auditing Commission of the Company is accountable to the General Meeting of Shareholders of the Company and annually reports to the General Meeting of Shareholders of the Company.

1.4. In carrying out its activities, the Auditing Commission of the Company is independent from the Board of Directors of the Company, executive bodies of the Company and officials of the Company.

1.5. The Company's Auditing Commission is responsible to the Company's General Meeting of Shareholders for the reliability and fairness of presentation of the results of audits (inspections) conducted.

1.6. In its activities, the Auditing Commission of the Company is guided by the applicable law of the Russian Federation, the Company's Articles of Association, this Regulation and other internal documents of the Company approved by the Company's General Meeting of Shareholders, as well as decisions adopted by the Company's General Meeting of Shareholders.

## **2. Objectives of the Auditing Commission of the Company**

2.1. The Company's Auditing Commission is a permanent elected body responsible for monitoring the Company's financial and economic activities.

2.2. The objectives of the Auditing Commission of the Company as follows:

- 1) supervision over Company's financial and economic activity;
- 2) carrying out independent evaluation of consistency of data contained in the Company's annual report and annual accounting (financial) statements;
- 3) verification of consistency of data contained in the Company's report on the interested party transactions.

2.3. The Auditing Commission of the Company exercises periodic control over the financial and economic activities of the Company, the activities of its structural and standalone divisions, the Company's bodies by conducting desk and on-site audits (inspections) of the following:

- 1) legitimacy and economic feasibility of the business and financial transactions performed by the Company in the audited period;

2) completeness and correctness of record of business and financial transactions in the Company's documents.

### **3. Election procedure, composition and terms of office of members of the Company's Auditing Commission**

3.1. The Members of the Company's Auditing Commission are elected by the Company's General Meeting of Shareholders for a term ending at the next annual Company's General Meeting of Shareholders in accordance with the procedure provided for by the Federal Law "On joint stock companies" and the Company's Articles of Association.

If the members of the Company's Auditing Commission are elected at an extraordinary meeting of the Company's General Meeting of Shareholders, they shall be deemed elected until the date of the next annual meeting of the Company's General Meeting of Shareholders.

3.2. The number of members of the Auditing Commission shall be five (5) persons.

3.3. Based on the decision of the Company's General Meeting of Shareholders, the powers of members of the Company's Auditing Committee may be terminated early.

3.4. In the event of a member of the Company's Audit Commission leaving the Company's Audit Commission, the powers of the remaining members of the Company's Audit Commission shall not be terminated.

3.5. A member of the Company's Auditing Commission shall be deemed to have left the Commission if they have died or have been restricted in their legal capacity, declared legally incompetent or disqualified by a court decision, a member of the Company's Auditing Commission who has notified the Company of their resignation, as well as a member of the Company's Auditing Commission who is considered to have left for other reasons provided for by federal law. The resignation of a member of the Company's Auditing Commission shall be made in writing in advance of the date of the meeting or the date of the end of the acceptance of documents containing information on the will of the members of the Company's Auditing Commission, when conducting absentee voting.

A member of the Auditing Commission of the Company is recognized as having withdrawn from the day following the day of receipt by the Auditing Commission of the Company of their application or from the date of death or receipt by the Company of documents confirming the impossibility for the member of the Auditing Commission of the Company to exercise their powers.

### **4. Chairperson Deputy Chairperson and Secretary of the Auditing Commission of the Company**

4.1. The activities of the Company's Auditing Commission are organized by its Chairperson, who is elected with his consent by the members of the Company's Auditing Commission from among themselves by a simple majority of votes of the total number of its members at the first meeting or by absentee voting.

Such a meeting or absentee voting shall be held no later than one month from the date of election of the new members of the Company's Auditing Commission by the Company's General Meeting of Shareholders.

4.2. Members of the Company's Auditing Commission shall have the right at any time to terminate the powers of the Chairperson of the Company's Auditing Commission, including upon his written request sent to the members of the Company's Auditing

Commission and the Secretary of the Company's Auditing Commission, and to elect a new Chairperson of the Company's Auditing Commission in accordance with the procedure set forth in the First Paragraph of Clause 4.1 of this Regulation, within ten (10) business days from the date of receipt of the said request by the Secretary of the Company's Auditing Commission.

4.3. For the time of absence of the Chairperson of the Auditing Commission of the Company or in the event of occurrence of the events provided for in Clause 4.2 hereof, the functions of the Chairperson of the Auditing Commission of the Company are performed by the Deputy Chairperson of the Auditing Commission of the Company, elected by the Auditing Commission of the Company by a simple majority of votes from the total number of elected members of the Auditing Commission of the Company at the first meeting or by absentee voting.

4.4. The Secretary of the Company's Auditing Commission shall be elected by the members of the Company's Auditing Commission from among themselves by a simple majority vote of the total number of its members at the first meeting or by absentee ballot.

The members of the Company's Auditing Commission shall have the right at any time to terminate the powers of the Secretary of the Company's Auditing Commission and elect a new Secretary of the Company's Auditing Commission in accordance with the procedure specified in the First Paragraph of this Clause.

4.5. The Chairperson of the Auditing Commission of the Company shall:

- 1) decide whether to hold a meeting or conduct an absentee vote;
- 2) forms and approves the agenda, determines the method of decision-making by the Company's Auditing Commission (meeting or absentee voting), and resolves all necessary issues related to the preparation and conduct of the meeting or absentee voting;
- 3) organize the current work of the Auditing Commission of the Company;
- 4) represent the Company's Auditing Commission before the Company's General Meeting of Shareholders, the Company's Board of Directors, and the Company's executive bodies;
- 5) sign the minutes of the meeting or absentee voting (hereinafter referred to as the "minutes of the Company's Auditing Commission") and other documents issued on behalf of the Company's Auditing Commission.

4.6. Secretary of the Auditing Commission of the Company shall:

- 1) organize keeping of minutes of the Company's Auditing Commission;
- 2) ensure timely notification of the Company's management bodies about the results of audits (inspections) by providing the Company's Auditing Commission report and the Company's Auditing Commission conclusion in accordance with the requirements of this Regulation;
- 3) draw up and sign, together with the Chairperson of the Auditing Commission of the Company, the minutes of the Company's Auditing Commission;
- 4) organize record keeping, document circulation and storage of documents of the Auditing Commission of the Company;
- 5) send notifications to the members of the Company's Auditing Commission about meetings or absentee voting, scheduled and unscheduled audits (inspections) of the Company's activities;
- 6) interact with the Company's Corporate Secretary of the as part of exercising their powers;
- 7) perform other functions provided for by this Regulation.

## **5. Rights and obligations of the Company's Auditing Commission**

5.1. The Company's Auditing Commission shall have the right to:

1) independently determine the methods and forms of audit (inspection), based on the provisions of the applicable law of the Russian Federation and this Regulation;

2) carry out full check of the documentation on the financial and economic activities of the Company, the availability of cash and securities of the Company;

3) receive, during inspections (audits), free access to all office premises of the Company;

4) request the documents necessary for conducting an audit (inspection) of the financial and economic activities of the Company by sending a written request to the Company's General Director;

5) receive, upon written request, the necessary information from third parties, including with the assistance of the Company's management bodies and shareholders who requested the audit (review);

6) require the officials of the Company's bodies, managers and employees of structural and separate divisions of the Company to provide written explanations on issues arising in the course of audits (inspections);

7) seal cash vaults, material depots, archives and other office premises of the Company for the period of audit (inspection) in order to preserve the valuables and documents stored in them;

8) if there are erasures and other signs of forgery on the documents, as well as if there are reasonable doubts about the authenticity of documents, for the purpose of additional study and analysis, make copies of such documents and require the Company's officials to confirm the authenticity of copies of documents by certifying them with the signature of an official and seal of the Company;

9) request an extraordinary meeting of the Company's General Meeting of Shareholders or an absentee vote for the adoption of resolutions by the Company's General Meeting of Shareholders, a meeting of the Company's Board of Directors or an absentee vote for the adoption of decisions by the Company's Board of Directors in accordance with the procedure established by the legislation of the Russian Federation and Company's Articles of Association;

10) in accordance with the internal documents of the Company, attend the meetings of the Company's Board of Directors and meetings of the Company's General Meeting of Shareholders;

11) interact with the Company's audit organization;

12) interact with the Company's structural divisions performing the functions of internal audit and internal control;

13) contact authorized persons with a proposal to apply measures of responsibility provided for by the legislation of the Russian Federation, in the event that the Company's Auditing Commission discovers violations of Russian Federation legislation and the Company's internal documents;

14) if necessary, engage specialists (experts) in the relevant areas of specialization (law, economics, finance, accounting, management, economic security and other subject areas) who do not hold positions in the Company, as well as specialized organizations, request the Company to provide its consent to the conclusion of civil law contracts with the specified specialists (experts) and organizations.

5.2. The Auditing Commission of the Company shall:

1) carry out audits (inspections) of the financial and economic activities of the Company based on the results of activities for the year, as well as at any time on its own initiative, by decision of the Company's General Meeting of Shareholders, the Board of Directors of the Company or at the request of the Company's shareholder(s), owning in total not less than ten (10) percent of the Company voting shares;

2) timely notify the General Director of the Company about the beginning of the audit (inspection);

3) timely inform the Company's bodies about the results of audits (inspections) conducted;

4) in accordance with the procedure established by the Company's Articles of Association, request the convening of a Company's General Meeting of Shareholders or an absentee vote for the adoption of decisions by the Company's General Meeting of Shareholders in the event of a real threat to the Company's interests;

5) submit to the Company's Board of Directors, prior to the date of the annual General Meeting of Shareholders, a report on the results of the annual audit (review) of the Company's activities, including information on confirming the accuracy of the data contained in the Company's annual report and annual accounting (financial) statements, the report on transactions concluded by the Company during the reporting year in which there is an interest.

5.3. The members of the Auditing Commission of the Company shall:

1) personally participate in meetings and absentee voting, in audits (revisions) of the Company's financial and economic activities;

2) ensure compliance with the confidentiality regime for information received, including information constituting state, commercial, and/or other secrets protected by law, as well as insider information that has become known to them during the process of conducting audits (inspections);

3) monitor the Company's elimination of violations identified during audits (inspections);

4) take all possible measures to identify possible violations of the legislation of the Russian Federation and the Company's Articles of Association in the course of the Company's financial and economic activities and to facilitate their elimination, acting in good faith and reasonably in the Company's interests;

5) timely inform the Company's management bodies of the results of audits and inspections of the Company's activities, conclusions (reports) of the Company's Auditing Commission, proposals for eliminating the causes and conditions contributing to violations of financial and economic discipline.

5.4. The members of the Auditing Commission of the Company shall be liable in the manner prescribed by the applicable law of the Russian Federation:

1) for failure to perform or improper performance of their duties;

2) for the failure to ensure the non-disclosure of information of which they became aware of during performance of their duties, which constitutes state, official, and/or other secrets protected by law, personal data, other confidential information in accordance with the requirements of the applicable law of the Russian Federation;

3) in other cases established by the applicable law of the Russian Federation and this Regulation.

5.5. By the decision of the Company's General Meeting of Shareholders, the members of the Company's Auditing Commission may be paid the remuneration and/or they may get compensation for the expenses related to their fulfilment of their functions within

the period of their fulfilment of their obligations. The amounts of such remuneration and compensation are determined by a resolution of the Company's General Meeting of Shareholders upon the recommendation of the Company's Board of Directors, including as part of the approval of an internal document regulating the procedure for paying remuneration and compensation to members of the Company's Auditing Commission.

## **6. Organization of the activities of the Company's Auditing Commission**

6.1. The Company's Auditing Commission carries out its activities on the basis of the approved work plan, which is developed, inter alia, taking into account the proposals submitted by members of the Company's Auditing Commission.

6.2. The work plan of the Company's Auditing Commission shall be approved by the Company's Auditing Commission no later than forty-five (45) days from the date of election of new members of the Company's Auditing Commission.

6.3. The work plan of the Auditing Commission of the Company shall include the following information:

1) timing of conduction of the audit (inspection) of the financial and economic activities of the Company;

2) date of the meeting or absentee voting and the list of issues to be considered.

6.4. The audit (inspection) program of the Company's Auditing Commission shall include:

1) form of the audit (inspection) for each of the items (desk inspection, audit (inspection) at the location of the audit (inspection) item (on-site inspection);

2) list of objects of audit checks (audits) (types of financial and economic activities of the Company, separate areas of the Company's activities);

3) period of the audit (inspection) (annual, quarterly), the approximate timing of the audit (inspection);

4) appointment of members of the Company's Auditing Commission responsible for preparation for the audit (inspection), collection of information and necessary documents and materials;

5) other issues related to the organization of the audits (inspections) by the Company's Auditing Commission.

## **7. Procedure for conducting a meeting or absentee voting**

7.1. Decisions of the Company's Auditing Commission may be adopted at a meeting, including a meeting where voting is combined with absentee voting, or without holding a meeting (absentee voting).

The decision to hold a meeting, including a meeting combined with absentee voting, or absentee voting by the Company's Auditing Commission shall be made by the Chairperson of the Company's Auditing Commission in accordance with the work plan of the Company's Auditing Commission, as well as necessary.

A meeting or absentee voting shall be held without fail:

- before conducting an audit (inspection);
- based on the results of an audit (review).

7.2. A meeting or absentee voting on conducting an audit (inspection) of the Company's financial and economic activities shall be organized by the Chairperson of the Company's Auditing Commission on his own initiative or on the initiative of a member of

the Company's Auditing Commission, as well as on the basis of a decision of the General Meeting of Shareholders of the Company, the Company's Board of Directors, or a request from a shareholder(s) of the Company who collectively own at least ten (10) percent of the Company's voting shares.

7.3. The Chairperson of the Company's Auditing Commission, when preparing for a meeting or absentee voting, shall:

- 1) determine the method of decision-making by the Company's Auditing Commission (meeting or absentee voting);
- 2) determine the date and time of the meeting, and if the voting at the meeting is combined with absentee voting, also the time on the date of the meeting or another earlier date for the deadline for accepting documents containing information on the will of the members of the Company's Auditing Commission who voted absentee (hereinafter referred to as the "questionnaire"), the meeting venue, in the case of absentee voting, the date of the end of the acceptance of questionnaires;
- 3) set and approve the agenda;
- 4) determine the list of materials and documents (information) necessary for consideration of the agenda items;
- 5) determine the list of persons invited to the meeting;
- 6) decide on other issues related to the preparation for the meeting or absentee voting.

7.4. When holding a meeting or absentee voting, members of the Company's Auditing Commission shall be notified of its holding no later than two (2) business days before the date of the meeting or before the date of the end of the acceptance of questionnaires in the case of absentee voting, by the Secretary of the Company's Auditing Commission sending a notification signed by the Chairperson of the Company's Auditing Commission, a questionnaire drawn up in accordance with Appendix 1 hereto, draft resolutions, as well as materials and documents (information) on the agenda items.

By decision of the Chairperson of the Company's Auditing Commission, the deadline for sending notifications to members of the Company's Auditing Commission and providing accompanying materials on agenda items may be shortened.

7.5. Notification, questionnaires, and materials specified in Clause 7.4 hereof shall be sent by the Secretary of the Company's Auditing Commission to the members of the Company's Auditing Commission in a manner that ensures their prompt receipt, including by sending them to the email addresses of the members of the Company's Auditing Commission available to the Secretary of the Company's Auditing Commission.

7.6. A member of the Company's Auditing Commission shall be deemed to have been notified from the date of receipt of the notification at the email address specified in Clause 7.5 hereof.

7.7. Specialists (experts), representatives of the audit organization, and other persons may be invited to attend meetings of the Company's Auditing Commission.

7.8. By decision of the Chairperson of the Company's Auditing Commission, the members of the Company's Auditing Commission who are absent from the venue of the Company's Auditing Commission meeting may be given the opportunity to participate in the discussion of agenda items and voting on agenda items put to the vote remotely, via conference and video conferencing. The participation of a member of the Company's Auditing Commission in a meeting via the specified means of communication shall be deemed equivalent to personal attendance at the meeting.

7.9. The meeting of the Company's Auditing Commission includes the following



stages:

- 1) opening of the meeting by the Chairperson of the Company's Auditing Commission;
- 2) determining whether the quorum is present;
- 3) announcement of the meeting agenda items;
- 4) presentation of reports, announcements and reports on the agenda items; discussion thereof;
- 5) formulation by the Chairperson of the Company's Auditing Commission of a draft resolution on the agenda items;
- 6) voting on the meeting agenda items;
- 7) summarizing the results (outcome) of the voting;
- 8) announcement of the resolutions passed by the Company's Auditing Commission on the agenda items.

7.10. By decision of the Chairperson of the Company's Auditing Commission, voting at the meeting may be combined with absentee voting.

7.11. When combining voting at the meeting with absentee voting, the acceptance of ballots from members of the Company's Auditing Commission who voted absentee shall be completed at the time specified in the notice of the meeting on the date of the meeting, unless an earlier date for the completion of the acceptance of ballots is specified in the notice.

7.12. For the purposes of expediting decision-making, draft decisions may be agreed upon prior to a meeting or absentee voting by exchanging information via email or other means agreed upon by the members of the Company's Auditing Commission.

7.13. The quorum for decision-making by the Company's Auditing Commission shall be at least half of the total number of members of the Company's Auditing Commission.

When determining the quorum for agenda items at a meeting where voting is combined with absentee voting, the questionnaires of members of the Company's Auditing Commission who are absent from the meeting and received by the Secretary of the Company's Auditing Commission within the time period specified in the notice of the meeting shall be taken into account.

To determine the quorum for the adoption of decisions by the Company's Auditing Commission through absentee voting, the questionnaires of the members of the Company's Auditing Commission received no later than the deadline specified in the notice of absentee voting shall be taken into account.

The questionnaire may be submitted by a member of the Company's Auditing Commission to the email address specified therein, followed by submission of the original.

Questionnaires submitted in violation of the specified procedure shall not be taken into account when determining the quorum and summarizing the results (outcomes) of voting on the agenda items of the meeting or absentee voting.

7.14. Decisions on the agenda items of the meeting or absentee voting shall be adopted by a simple majority of votes of the total number of members of the Company's Auditing Commission.

When deciding on issues, each member of the Company's Auditing Commission has one vote.

In the event of a tie, the Chairman of the Company's Auditing Commission shall have the casting vote.

7.15. Before the start of each audit (inspection), the Company's Auditing Commission considers the following issues related to the preparation and conduct of the upcoming audit

(inspection) in order to make decisions:

- 1) determination of the audit (inspection) target (accounting and statistical reporting, etc.);
- 2) procedure, terms and scope of the audit (inspection);
- 3) approval of the audit (inspection) program;
- 4) determining the list of information and materials necessary for the audit (inspection), methods and sources of their receipt;
- 5) determining the list of persons who need to be involved in the audit (inspection) (for giving explanations, clarifying certain issues);
- 6) solution of other issues.

7.16. In order for the Company's Auditing Commission to make decisions based on the results of each audit (inspection), the following issues are considered:

- 1) discussion of the information obtained during the audit (inspection) and the sources of its receipt;
- 2) summarizing the results of the audit (inspection);
- 3) summarizing conclusions and formulating proposals based on the results of the audit (inspection);
- 4) approval and signing of the act of the Company's Auditing Commission and the conclusion of the Company's Auditing Commission on the results of the audit (inspection);
- 5) identification and analysis of the causes of violation of the law of the Russian Federation and the Company Articles of Association, and discussion of possible options for their elimination and prevention in the future;
- 6) making a decision to address the Company's management bodies, their officials and heads of structural divisions of the executive office on the need to eliminate violations identified by the audit (inspection); recommendations for the imposition of sanctions on persons who have committed violations;
- 7) other issues related to summing up the results of the audit (inspection).

7.16.A member of the Company's Auditing Commission has the right to submit a special opinion on issues submitted for consideration by the Company's Auditing Commission, which shall be drawn up in writing, signed by the member of the Company's Auditing Commission with their own signature, indicating their surname and first name.

A dissenting opinion shall be submitted by a member of the Company's Auditing Commission to the Secretary of the Company's Auditing Commission:

- no later than the date of the meeting of the Company's Auditing Commission — during the meeting;
- together with the questionnaire — when holding a meeting where voting is combined with absentee voting, as well as when conducting absentee voting.

7.17. If a member of the Company's Auditing Commission reveals violations of the law of the Russian Federation, the Company Articles of Association and internal documents of the Company in the course of carrying out the Company's activities, such member shall send a written statement to the Chairman of the Company's Auditing Commission describing the nature of the violations and the persons who committed them, no later than three (3) business days from the time of their detection.

In this case, the Chairperson of the Company's Auditing Commission shall be obliged to decide on holding an extraordinary meeting or absentee voting within ten (10) business days from the date of receipt of information about the identified violations.

7.18. The meeting of the Company's Auditing Commission and the results of voting at the meeting, as well as the results of absentee voting, shall be confirmed by the minutes

of the Company's Auditing Commission, which shall indicate:

- 1) date and time of the meeting, and if the vote at the meeting was combined with an absentee vote, also the date and time of the end of the acceptance of ballots, the venue of the meeting or (in the case of an absentee vote) the date of the end of the acceptance of ballots;
- 2) persons who participated in the meeting or absentee voting, as well as invited persons;
- 3) information about the quorum for the meeting or absentee voting;
- 4) agenda items put to the vote and the results (outcome) of the vote on each agenda item, indicating the vote of each member of the Company's Auditing Commission or information that they did not participate in the vote, decisions taken on each agenda item;
- 5) main points of speeches, presentations, and reports on the agenda items of the meeting;
- 6) information on the dissenting opinions of members of the Company's Auditing Commission;
- 7) information about the persons who signed the minutes of the Company's Auditing Commission.

7.19. The minutes of the Company's Auditing Commission shall be drawn up in two (2) copies no later than five (5) business days from the date of the meeting or the date of completion of the acceptance of questionnaires in the case of absentee voting, and shall be signed by the Chairperson of the Company's Auditing Commission and the Secretary of the Company's Auditing Commission.

7.20. The following documents are attached to the minutes of the Company's Auditing Commission:

- 1) documents approved by the Company's Auditing Commission when making decisions on agenda items;
- 2) special opinions of members of the Company's Auditing Commission (if any);
- 3) questionnaires.

7.21. Copies of the minutes of the Company's Auditing Commission shall be provided (sent) to all members of the Company's Auditing Commission.

7.22. The Company shall ensure the storage of the minutes of the Company's Auditing Commission in accordance with the procedure and within the time limits established by the legislation of the Russian Federation.

## **8. Procedure for conducting audits (inspections)**

8.1. The audit (inspection) of the Company's financial and economic activities shall be carried out following the outcome of the Company's activities during the year and may also be carried out any time at the initiative of the Company's Auditing Committee, under the decision of the Company's General Meeting of Shareholders, Company's Board of Directors or upon the demand of the Company's shareholder(s) possessing in total at least ten (10) percent of the Company's voting shares.

8.2. A scheduled audit (inspection) of the financial and economic activities of the Company shall be carried out in accordance with the approved work plan of the Company's Auditing Commission.

8.3. The unscheduled audit (inspection) of the financial and economic activities of the Company shall be carried out:

- 1) based on the resolution passed by the Company's Auditing Commission;

2) based on the resolution passed by the Company's General Meeting of Shareholders and the Company's Board of Directors;

3) at the request of the Company's shareholders possessing in total at least ten (10) percent of the Company's voting shares.

8.4. Unless otherwise determined by a decision of the Company's Auditing Commission or the Company's General Meeting of Shareholders to conduct an unscheduled audit (inspection), the meeting or absentee voting shall be held no later than thirty (30) business days from the date of receipt of the written request or decision.

8.5. An audit (inspection) of the Company's financial and economic activities is carried out in accordance with the audit (inspection) program and decisions made by the Company's Auditing Commission.

8.6. When conducting an audit (inspection) by the Auditing Commission of the Company, the following activities shall be arranged:

1) audit (inspection) of financial, accounting, payment and other documents of the Company related to the Company's financial and business activities for the compliance with laws of the Russian Federation, Company's Articles of Association, the internal documents of the Company;

2) audit (inspection) and analysis of the Company's financial condition, solvency, functioning of the risk management and internal control system, liquidity of assets, ratio of equity to debt, correctness and timeliness of accrual and payment of interest on bonds, income from other securities;

3) control over spending of the Company's funds in accordance with the approved business plan and budget of the Company;

4) control over building up and use of the reserve and other funds of the Company;

5) audit (inspection) of timeliness and correctness of conducting settlement operations with the contractors and the budget, as well as the calculation operations for remuneration of labor, social insurance, accruing and payment of dividends and other settlement operations;

6) control over observance of the established procedure of writing off as a Company's loss of the insolvent obligors' indebtedness;

7) audit (inspection) of the Company's business transactions made in compliance with the concluded contracts;

8) audit (inspection) of observance of ongoing contracts, the norms and standards, the approved estimates and other documents governing the Company's activity in the process of using material, labor and financial resources in the financial and operational activity;

9) control over safekeeping and spending of capital asset;

10) audit (inspection) of the Company's cashier's department and property, the effectiveness of using the Company's assets and other resources, establishing the reasons for non-productive losses and expenses, finding the reserves for the Company's financial position improvement;

11) developing recommendations for the Company's management bodies;

12) carrying out of other actions (measures) related to the audit (inspection) of the Company's financial and economic activities.

8.7. Within the framework of their competence, the Company's employees are obliged to:

1) create conditions for the members of the Company's Auditing Commission and specialists (experts) engaged by the Company's Auditing Commission to ensure the effective conduct of the audit (inspection), provide all the necessary information and

documentation, and also, upon their request (whether submitted in writing or orally) provide oral or written explanations and comments. The requested documents and materials shall be submitted to the members of the Company's Auditing Commission within two (2) working days from the date of receipt of the request;

2) promptly eliminate all violations identified by the Company's Auditing Commission, including those related to accounting and preparation of accounting and other financial statements;

3) abstain from any actions during the audit (inspection) aimed at limiting the range of issues to be clarified during the audit (inspection);

4) timely develop and implement compensatory and preventive measures aimed at eliminating and preventing the occurrence of violations and shortcomings identified by the Auditing Commission. While, the developed action plans shall contain the description of the planned effect from the implementation of each event;

5) submit to the Company's Auditing Commission a report on implementation of action plans aimed at eliminating and preventing the occurrence of violations and shortcomings identified by the Company's Auditing Commission, with an assessment of the effect of implementation of the measures taken by the Company.

8.8. The Company's General Director shall have the right to:

1) timely receive information about the commencement of audits (inspections);

2) study the results of audits (inspections) conducted by the Company's Auditing Commission;

3) familiarize with the decisions adopted by the Company's Auditing Commission.

## **9. Engagement of experts for conduction of audits (inspections)**

9.1. The Company's Auditing Commission shall have the right to engage specialists (experts) on the basis of agreements concluded between them and the Company.

The terms of contracts with the engaged specialists (experts) who are not members of the Company's Auditing Commission shall be approved by the resolution passed by the Company's Board of Directors.

9.2. Both individuals and legal entities (specialized organizations) can act as specialists (experts). Engagement of specialized organizations shall be carried out in the manner prescribed by law and internal documents of the Company regulating procurement activities.

9.3. The decision on the need to engage specialists (experts) shall be made by the Company's Auditing Commission.

9.4. The decision shall be formalized in the minutes of the meeting of the Company's Auditing Commission, which shall specify the grounds for involvement of specialists (experts).

9.5. Based on the resolution passed by the Company's Auditing Commission on the need to engage specialists (experts), the Chairman of the Company's Auditing Commission, in accordance with the procedure established by the Company's internal documents, shall initiate the inclusion of the relevant issue in the agenda of the meeting or absentee voting.

## **10. Documents prepared based on the results of the audit (inspection) by the Company's Auditing Commission**

10.1. The final documents prepared by the Auditing Commission based on the results

of audits (inspections) are: Report issued by the Company's Auditing Commission, the Opinion of the Company's Auditing Commission.

10.2. Based on the results of each audit (inspection) of the Company's financial and economic activities, a Report shall be issued by the Company's Auditing Commission. The Report of the Company's Auditing Commission shall consist of three parts: an introduction, an analysis and a summary.

10.2.1. The introduction of the Report issued by the Company's Auditing Commission shall include:

1) name of the entire document "Report of the Auditing Commission of Rosseti North-West Public Joint Stock Company;

2) date and place of drawing up the Report of the Company's Auditing Commission;

3) date (period) and place of the audit (inspection);

4) grounds for the audit (inspection) (decision passed by the Auditing Commission of the Company, the Company's General Meeting of Shareholders, Company's Board of Directors, Company's shareholder(s);

5) the purpose of the audit (inspection) (determining whether the Company's operations are legitimate, verification of reliability of accounting and other documentation, its compliance with the law of the Russian Federation, etc.);

6) audit (inspection) item (certain activities of the Company, financial and economic documentation, including accounting and statistical reporting, etc.);

7) a list of requests on provision of information submitted during the audit (inspection) to management bodies, heads of structural and standalone divisions of the Company;

8) received refusals to provide information and reasons for failure to submit it;

9) information about written explanations given by the Company's General Director, members of the Company's Board of Directors and the Company's employees;

10) information on the involvement of specialists (experts) on certain issues of financial and economic activities who do not hold positions in the Company to assist members of the Company Auditing Commission, as well as information on the conclusion and execution of contracts with them;

11) a list of regulatory legal acts and other documents regulating the Company's activities, which were used during the audit (inspection).

10.2.2. The analysis contained in the Report of the Company's Auditing Commission shall represent an objective assessment of the condition of the item being inspected and include:

1) general results of the audit (inspection) of accounting and reporting documentation and other documentation related to the Company's financial and economic activities;

2) description of violations committed by the Company of the requirements of the Company's internal documents, the terms of concluded contracts and ongoing transactions, failure to comply with the resolutions passed by the Company's management bodies;

3) information on the facts of violation of the accounting procedures and preparation of financial statements, as well as the procedure for the Company's financial and economic activities.

10.2.3. The summary of the Report of the Company's Auditing Commission represents the reasoned conclusions of the Company's Auditing Commission based on the results of the audit (inspection).

10.3. Based on the results of assessing the reliability of the data contained in the Company's annual report, the Company's annual accounting (financial) statements, as well

as the results of confirming the reliability of the data contained in the Company's report on related party transactions, the Company's Auditing Commission shall form a conclusion, which shall consist of two parts: an introductory part and a concluding part.

10.3.1. The introduction of the Auditing Commission's Opinion shall include:

- 1) name of the entire document "Opinion of the Auditing Commission of Rosseti North-West Public Joint Stock Company;
- 2) date and place of drawing up the Opinion of the Company's Auditing Commission;
- 3) date (period) and place of the audit (inspection);
- 4) grounds for conduction of the audit (inspection) (resolution passed by the Company's Auditing Commission);
- 5) purpose of the audit (inspection) (verification of consistency of accounting and other documentation, its compliance with the law of the Russian Federation, etc.);
- 6) audit (revision) item (financial and economic documentation, including accounting reporting, etc.);

10.3.2. The summary of the Company's Auditing Commission's Opinion shall include:

- 1) verification of consistency of data contained in the Company's annual report, annual accounting (financial) statements; in the Company's report on related party transactions;
- 2) information on the facts of violation of the accounting procedures and presentation of financial statements, as well as carrying out of financial and economic activities;

10.4. Based on the decision of the Company's Auditing Commission following the results of an audit (inspection), only the conclusion of the Company's Auditing Commission may be prepared.

10.5. The Act of the Company's Auditing Commission and the conclusion of the Company's Auditing Commission shall be drawn up in three (3) copies no later than ten (10) business days from the date of the audit (inspection) and shall be signed by all members of the Company's Auditing Commission participating in the audit (inspection) at a meeting or by absentee voting based on the results of the audit (inspection).

10.6. Specialists (experts) involved in the audit (inspection) shall not sign the act of the Company's Auditing Commission or the conclusion of the Company's Auditing Commission. The available expert materials are attached to the report of the Company's Auditing Commission and the conclusion of the Company's Auditing Commission.

10.7. One copy of the report of the Company's Auditing Commission and the conclusions of the Company's Auditing Commission shall be kept by the Secretary of the Company's Auditing Commission, the second copy shall be sent to the chairperson of the Company's Board of Directors, and the third copy shall be sent to the Company's General Director.

10.8. The Company shall be obliged to store the acts of the Company's Auditing Commission and the conclusions of the Company's Auditing Commission and to ensure access to them in accordance with the procedure established by the legislation of the Russian Federation and the Company's internal documents.

Appendix  
to the Regulation of the Auditing  
Commission  
of Rosseti North-West, PJSC

**AUDITING COMMISSION**  
**Rosseti North-West**  
**Public Joint Stock Company**

---

---

**QUESTIONNAIRE**  
**for voting**

Item:

1. \_\_\_\_\_

Decision:

1. \_\_\_\_\_

FOR

AGAINST

ABSTAINED

(leave your variant uncrossed)

---

Item:

2. \_\_\_\_\_

Decision:

2. \_\_\_\_\_

FOR

AGAINST

ABSTAINED

(leave your variant uncrossed)

---

The completed and signed questionnaire should be sent in original form or by email to: \_\_\_\_\_  
no later than \_\_\_\_\_.

/date, time/

Please send the original of the questionnaire to the address: \_\_\_\_\_

Questionnaires received by the Company after the specified deadline shall not be taken into account when determining the quorum for decision-making by the Company's Auditing Commission and summarizing the results (totals) of voting.

Member of the Auditing Commission \_\_\_\_\_ / \_\_\_\_\_  
(signature) (Full name)

**THE QUESTIONNAIRE IS INVALID UNLESS SIGNED BY MEMBER OF THE AUDITING  
COMMISSION**