

APPROVED BY:

Resolution of the «Rosseti Lenenergo», PJSC  
Annual General Shareholders' Meeting  
dated \_\_\_\_\_ (Minutes No. \_\_\_\_\_ dated \_\_)

**REGULATIONS**  
**on the Internal Audit Board**  
**of Public Joint stock company «Rosseti Lenenergo»**

(new version)

St. Petersburg  
2021

## **1. General Provisions**

1.1. These Regulations on the Internal Audit Board of Public Joint stock company «Rosseti Lenenergo» (hereinafter referred to as the Regulations) are an internal document of «Rosseti Lenenergo», PJSC (hereinafter referred to as the Company), developed in accordance with Federal Law No. 208-FZ On Joint Stock Companies dated December 26, 1995 (hereinafter referred to as the Federal Law On Joint Stock Companies) and the Company's Articles of Association, defining the objectives and procedure for the Company's Internal Audit Board operation, regulating issues of interaction with the Company's governing bodies and heads of the Company's structural and stand-alone units.

1.2. The Company's Internal Audit Board is a permanent elected internal control body of the Company that periodically monitors the financial and business activities of the Company, its stand-alone units, officials of the Company's governing bodies and structural units of the Company's executive office through desk and on-site audits of the:

- 1) legality, economic validity and efficiency (expediency) of Company's business and financial transactions in the audited period;
- 2) completeness and correctness of business and financial transactions disclosure in Company's documents.

1.3. The Company's Internal Audit Board shall act in the interests of the Company's shareholders and be accountable to the General Shareholders' Meeting of the Company in its activities.

1.4. In its activities, the Company's Internal Audit Board shall be independent of the officials of the Company's governing bodies.

1.5. The Company's Internal Audit Board shall be responsible to the General Shareholders' Meeting for the accuracy and impartiality of the results of audits carried out.

1.6. In its activities, the Company's Internal Audit Board shall be guided by the legislation of the Russian Federation, the Company's Articles of Association, these Regulations and other internal documents of the Company approved by the General Shareholders' Meeting of the Company.

## **2. Objectives of the Company's Internal Audit Board**

2.1. Objectives of the Company's Internal Audit Board are as follows:

- 1) control over the Company's financial and business activities;
- 2) independent assessment of the reliability of data contained in the Company's Annual Report, Annual Accounting (Financial) Statements and the Report on Related-Party Transactions entered into by the Company in the reporting year.

## **3. Election Procedure, Composition and Terms of Office of the Company's Internal Audit Board**

3.1. The Company's Internal Audit Board shall be elected by the General Shareholders' Meeting for a term until the next Annual General Shareholders' Meeting in accordance with the procedure provided for by the Federal Law On Joint Stock Companies and the Company's Articles of Association.

If the Company's Internal Audit Board is elected at the extraordinary General Shareholders' Meeting of the Company, the Company's Internal Audit Board members shall be deemed to have been elected for the period until the date of the Annual General Shareholders' Meeting.

3.2. In accordance with the Company's Articles of Association, the Company's Internal Audit Board shall be comprised of five (5) persons (Internal Audit Board members).

- 3.3. When preparing their proposals for nominating candidates for election to the Internal Audit Board, the Company's shareholders shall strive to take into account that their proposed candidates for membership in the Internal Audit Board may be elected sequentially for no more than three (3) consecutive terms, unless other restrictions for election are stipulated by the legislation of the Russian

Federation, the Company's Articles of Association and these Regulations.

3.4. A Company's Internal Audit Board member may voluntarily resign at any time by notifying the Company's Internal Audit Board Chairman in writing.

3.5. The powers of individual or all members of the Company's Internal Audit Board may be terminated early by a resolution of the General Shareholders' Meeting.

3.6. The Internal Audit Board Chairman shall initiate the termination of powers of a Company's Internal Audit Board member in the event of his/her bad-faith conduct or causing harm to the Company, which includes:

- 1) destruction, intentional damage or falsification of documents and materials;
- 2) concealment of information about the revealed abuses of officials or other employees of the Company;
- 3) deliberate misleading of officials or other employees of the Company or shareholders on issues related to the Company's activities;
- 4) disclosure of state secrets and confidential information about the Company's activities;
- 5) other actions that cause harm to the Company.

3.7. In the event of early termination of powers of a Company's Internal Audit Board member, the powers of the other Company's Internal Audit Board members shall not be terminated.

3.8. In the event that the number of Company's Internal Audit Board members is less than half of the total number of its members stipulated by the Company's Articles of Association, the Company's Internal Audit Board Chairman may apply to the Company's Board of Directors to initiate, by a resolution of the Board of Directors, the convocation of an extraordinary General Shareholders' Meeting of the Company to elect Company's Internal Audit Board members.

3.9. At nomination of candidates to the Company's Internal Audit Board, the following requirements for professional experience and knowledge of candidates shall be met:

- 1) higher education in economics, finance, or law;
- 2) work experience in an internal audit unit, control and audit bodies;
- 3) knowledge in the field of economics, finance, accounting, business law, knowledge of the specifics of the Company's scope of activity.

3.10. When preparing their proposals for candidates for election to the Company's Internal Audit Board, the Company's shareholders shall strive to take into account the following principles for compiling the lists of candidates:

- 1) avoid including candidates whose powers were terminated early on the grounds specified in Clause 3.6 hereof, inter alia, when they work in internal audit boards of other legal entities.
- 2) avoid including candidates being employees of the Company.

3.11. Candidates to the Company's Internal Audit Board shall confirm in writing their consent to be elected to the Company's Internal Audit Board.

3.12. No Company's Internal Audit Board member may concurrently serve as a member of the Company's Board of Directors or hold positions in the governing bodies of the Company.

#### **4. Internal Audit Board Chairman and Secretary**

4.1. The Company's Internal Audit Board Chairman shall be elected by Company's Internal Audit Board members from among such members by a majority vote of the total number of elected Company's Internal Audit Board members. Company's Internal Audit Board members may at any time re-elect the Company's Internal Audit Board Chairman by a majority vote of the total number of elected Company's Internal Audit Board members.

4.2. The Company's Internal Audit Board Secretary shall be elected by Company's Internal Audit Board members from among such members by a majority vote of the total number of elected Company's Internal Audit Board members. Internal Audit Board members may at any time re-elect the Company's Internal Audit Board Secretary by a majority vote of the total number of elected Company's Internal Audit Board members.

4.3. The Chairman and Secretary of the Company's newly elected Internal Audit Board shall be elected no later than fifteen (15) business days from the date of election of the relevant Company's Internal Audit Board members.

4.4. The Internal Audit Board Chairman shall:

- 1) convene and conduct meetings of the Company's Internal Audit Board;
- 2) approve the agenda of the Company's Internal Audit Board meeting, as well as resolve all issues associated with the preparation and conduct of the Company's Internal Audit Board meeting;
- 3) arrange the routine work of the Company's Internal Audit Board;
- 4) represent the Company's Internal Audit Board at the General Shareholders' Meeting and meetings of the Board of Directors;
- 5) sign the Company's Internal Audit Board meeting minutes and other documents issued on behalf of the Company's Internal Audit Board.

4.5. The Internal Audit Board Secretary shall:

- 1) arrange for the keeping of the Company's Internal Audit Board meeting minutes;
- 2) ensure the timely informing of the Company's governing bodies about the results of the audits conducted by submitting a Report, Opinion of the Company's Internal Audit Board in accordance with the requirements hereof;
- 3) draw up and sign the Company's Internal Audit Board meeting minutes;
- 4) arrange for the record keeping, document management and storage of documents of the Company's Internal Audit Board;
- 5) arrange for the members of the Company's Internal Audit Board to be notified about the Company's Internal Audit Board meetings, scheduled and unscheduled audits of the Company's activities;
- 6) perform other functions provided for by these Regulations.

## **5. Rights and Responsibilities of the Company's Internal Audit Board**

5.1. The Company's Internal Audit Board may:

- 1) independently determine the methods and forms of audit, guided by the applicable legislation of the Russian Federation and these Regulations;
- 2) check the entire scope of documents on the financial and business activities of the Company, the availability of monetary amounts and securities of the Company;
- 3) receive unimpeded access to all the Company's office premises during internal audits;
- 4) within the limits of its competence, require officials of the Company's governing bodies, heads of structural and stand-alone units of the Company to provide all the information (documents and materials) necessary for the audit;
- 5) upon written request, receive the necessary information from third parties, inter alia, with the assistance of the Company's governing bodies and shareholders having initiated the audit;
- 6) request the officials of the governing bodies, managers and employees of the Company's structural and stand-alone units to provide written explanations on the issues that arise during the audits;
- 7) seal the monetary vaults, material warehouses, archives and other office premises of the Company for the period of auditing the safety of the valuables and documents contained therein;
- 8) if there are erasures and other signs of forgery on the documents, as well as if there are reasonable doubts as to the authenticity of the documents, make copies of such documents for the purpose of additional study and analysis and require the Company's officials to confirm the authenticity of the copies of the documents by endorsing the same with the official's signature and the Company's seal;
- 9) issue instructions to the Sole Executive Body of the Company to take immediate measures in connection with the identified violations if the failure to take such measures may lead to the loss of valuables, documents or contribute to further abuse;

10) request the convocation of an extraordinary General Shareholders' Meeting of the Company, a meeting of the Company's Board of Directors in accordance with the procedure stipulated by the legislation of the Russian Federation, the Company's Articles of Association and these Regulations;

11) address the authorized persons with a proposal to apply the sanctions provided for by the legislation of the Russian Federation in case the Company's Internal Audit Board reveals the facts of violation of the legislation of the Russian Federation or internal documents of the Company;

12) if applicable, engage experts in the relevant fields (law, economics, finance, accounting, management, economic security, and other fields of knowledge) who do not hold positions in the Company, as well as specialized organizations, and apply to the Company for the entering into civil law contracts with these experts and organizations.

5.2. The Company's Internal Audit Board shall:

1) conduct audits of the Company's financial and business activities based on its performance for the year, as well as at any time on its own initiative, by decision of the General Shareholders' Meeting of the Company, the Company's Board of Directors, or at the request of a Company's shareholder(s) holding at least 10 percent of the voting shares in total;

2) promptly notify the Sole Executive Body of the Company of the audit commencement;

3) promptly inform the Company's governing bodies of the results of the audits conducted;

4) in accordance with the procedure stipulated by the Company's Articles of Association, request the convocation of the General Shareholders' Meeting of the Company in the event of a real threat to the Company's interests;

5) no later than forty-five (45) days prior to the date of the Annual General Shareholders' Meeting of the Company, submit an Opinion on the Results of the Annual Audit of the Company's activities, including the assessment of the Company's Annual Report, to the Board of Directors.

5.3. The Company's Internal Audit Board Chairman shall, together with the Company's Internal Audit Board member(s), at the invitation of the General Shareholders' Meeting of the Company or the Company's Board of Directors, attend the General Shareholders' Meeting of the Company and meetings of the Company's Board of Directors when the results of audits of the Company's activities are being reviewed.

5.4. Company's Internal Audit Board members may not transfer their powers to other persons, including by power of attorney.

5.5. Company's Internal Audit Board members shall:

1) personally participate in the Company's Internal Audit Board meetings as well as in audits of the Company's financial and business activities;

2) ensure the confidentiality of data received and prevent unauthorized disclosure of information that they have obtained in the course of audits.

5.6. Company's Internal Audit Board members shall be liable in accordance with the procedure stipulated by the legislation of the Russian Federation:

1) for non-performance or improper performance of their responsibilities;

2) for the failure to ensure the safety of information that they have obtained in the performance of their duties and that constitutes state, official, and/or trade secrets, personal data and other confidential information in accordance with the requirements of the applicable legislation of the Russian Federation;

3) in other cases stipulated by the legislation of the Russian Federation and these Regulations.

## **6. Rights and Responsibilities of the Company**

6.1. Within the scope of the existing competence, the Company's employees shall:

1) create conditions for Company's Internal Audit Board members and the specialists (experts) engaged in the work of the Internal Audit Board to ensure the efficient conduct of audit,

provide all necessary information and documents as well as give explanations and commentaries in oral and written form upon their request (oral or written). The requested documents and materials shall be submitted to Company's Internal Audit Board members within two (2) business days from the date of the request;

2) promptly eliminate all violations identified by the Company's Internal Audit Board, including those associated with accounting and the preparation of the accounting and other financial statements;

3) avoid any actions during the audit aimed at limiting the range of issues to be clarified during the audit;

4) promote observance of the rights of the Company's Internal Audit Board.

5) develop and implement compensatory and preventive actions aimed at eliminating and preventing the occurrence of violations and deficiencies identified by the Internal Audit Board in a timely manner. At the same time, the developed action plans shall contain the planned effect of each action to be implemented;

6) submit a report on the implementation of the action plans aimed at eliminating and preventing the occurrence of violations and deficiencies identified by the Internal Audit Board, with an assessment of the effect of actions taken by the Company.

6.2. The Company's Sole Executive Body may:

1) receive information about the audit commencement in a timely manner;

2) get familiarized with the results of audits conducted by the Company's Internal Audit Board;

3) get familiarized with the resolutions of the Company's Internal Audit Board.

## **7. Arrangement of Company's Internal Audit Board Operations**

7.1. The Company's Internal Audit Board shall adopt resolutions at its meetings.

7.2. The first meeting of the Company's Internal Audit Board after the election of its members shall be held no later than 15 business days from the date of the resolution of the General Shareholders' Meeting of the Company at the initiative of any Company's Internal Audit Board member. At its first meeting, the Company's Internal Audit Board shall consider issues related to the election of the Company's Internal Audit Board Chairman and Secretary.

7.3. At the meeting, which shall be held no later than forty-five (45) days after the election of the new Company's Internal Audit Board at the Annual General Shareholders' Meeting, the Company's Internal Audit Board shall approve the work plan of the Company's Internal Audit Board.

7.4. Any further meetings of the Company's Internal Audit Board and audits of the Company's activities shall be held in accordance with the approved annual work plan of the Company's Internal Audit Board.

7.5. The work plan of the Company's Internal Audit Board shall include:

1) objects of audits (types of financial and business activities of the Company, individual fields of Company's activity);

2) determining the form of audit for each of the objects (desk audit, audit at the location of the audit object (on-site audit));

3) the period of audits of the Company's activities (annual, quarterly), approximate dates of audits;

4) schedule of meetings of the Company's Internal Audit Board to resolve issues associated with the preparation and conduct of audits of the Company's activities, and summarizing the results of audits of the Company's activities;

5) a list of financial and/or business documentation required for the audit of each of the audit objects;

6) determination of Company's Internal Audit Board members responsible for preparing for audits, collecting information and necessary documents and materials;

7) other matters pertaining to the organization of meetings and audits by the Company's Internal Audit Board.

7.6. At the initiative of the Company's Internal Audit Board Chairman or at the proposal of Company's Internal Audit Board members, unscheduled meetings of the Company's Internal Audit Board may be held, which will be convened by the Company's Internal Audit Board Chairman.

## **8. Company's Internal Audit Board Meeting Organization and Holding**

8.1. Meetings of the Company's Internal Audit Board shall be held to resolve organizational issues pertaining to the activities of the Company's Internal Audit Board, as well as each time before and after the audit.

8.2. The Company's Internal Audit Board Chairman shall convene a meeting of the Company's Internal Audit Board in accordance with the approved work plan of the Company's Internal Audit Board, on his own initiative or on the initiative of a Company's Internal Audit Board member, as well as on the basis of a resolution of the General Shareholders' Meeting, the Company's Board of Directors, or a request of the Company's shareholders (who own at least ten (10) percent of the Company's voting shares) to conduct an audit of the Company's financial and business activities.

8.3. In preparation for the Company's Internal Audit Board meeting, the Company's Internal Audit Board Chairman shall:

- 1) determine the date, time and venue of the meeting (summarizing the results of absentee voting);
- 2) form of the meeting (joint attendance, absentee voting);
- 3) approve (sign) the meeting agenda;
- 4) determine the list of materials and documents (information) required for consideration of the Company's Internal Audit Board meeting agenda items;
- 5) determine the list of persons invited to participate in the Company's Internal Audit Board meeting (in the event of joint attendance);
- 6) resolve other issues pertaining to the preparation for a Company's Internal Audit Board meeting.

8.4. Company's Internal Audit Board members shall be notified in writing about a Company's Internal Audit Board meeting by the Company's Internal Audit Board Secretary no later than ten (10) business days prior to the date of the meeting.

In the event of absentee voting in the cases provided for by these Regulations, Company's Internal Audit Board members, together with the notification of absentee voting, shall receive materials on the agenda items and a questionnaire no later than fifteen (15) business days prior to the date of summarizing the voting results.

8.5. Company's Internal Audit Board members shall be notified at the place indicated by the Company's Internal Audit Board member, including via the email.

8.6. A Company's Internal Audit Board member shall be deemed notified from the date of receiving the notification at the place specified in Clause 8.5 hereof.

8.7. By resolution of the Company's Internal Audit Board members, invited persons and engaged specialists (experts) may take part in the meetings.

8.8. A Company's Internal Audit Board meeting shall be deemed competent if at least half of the total number of Company's Internal Audit Board members participate in it or have submitted their written opinions on the Company's Internal Audit Board meeting agenda items prior to the meeting.

8.9. For the purpose of prompt decision-making, draft resolutions of the Company's Internal Audit Board may be coordinated prior to the Company's Internal Audit Board meeting by exchanging information via fax, email, or other types of communication agreed upon by Internal Audit Board members.

8.10. The resolution on the Company's Internal Audit Board meeting agenda items shall be

adopted by a simple majority of votes of the total number of Company's Internal Audit Board members.

When resolving issues at a Company's Internal Audit Board meeting, each member of the Company's Internal Audit Board shall have one vote.

In case of a vote tie, the vote of the Company's Internal Audit Board Chairman shall be decisive.

8.11. The Company's Internal Audit Board meeting shall be held in the form of joint attendance of Company's Internal Audit Board members. A meeting may be held in the form of absentee voting.

8.12. If a Company's Internal Audit Board member is unable to personally participate in a Company's Internal Audit Board meeting, he/she may express his/her opinion by sending a written opinion on all meeting agenda items to the Company's Internal Audit Board Chairman. The written opinion shall be received by the Company's Internal Audit Board Chairman no later than the date and time of the Internal Audit Board meeting held in person.

8.13. The opinion of the absent Company's Internal Audit Board members expressed in writing shall be announced by the Company's Internal Audit Board Chairman at the meeting and recorded in the minutes.

8.14. The Company's Internal Audit Board meeting in the form of joint attendance shall be held in the following stages:

- 1) opening of the meeting by the Company's Internal Audit Board Chairman;
- 2) determination whether the meeting is quorate;
- 3) announcement of the meeting agenda items;
- 4) speeches and reports on the meeting agenda items and discussion thereof;
- 5) formulation by the Company's Internal Audit Board Chairman of a draft resolution on the agenda items;
- 6) voting on the meeting agenda items;
- 7) summarizing of voting results;
- 8) announcement of resolutions of the Company's Internal Audit Board on the agenda items.

8.15. The Company's Internal Audit Board meeting conducted by filling out questionnaires shall be held in the following stages:

- 1) acceptance and counting of questionnaires received from the Company's Internal Audit Board members within the terms specified in the questionnaire for absentee voting;
- 2) determination of the Company's Internal Audit Board meeting quorum;
- 3) counting of the votes cast in the questionnaires and summarizing of the voting results;
- 4) drawing up of the Company's Internal Audit Board meeting minutes.

8.16. At the Company's Internal Audit Board meeting held prior to each audit, the following issues of preparation and conduct of the upcoming audit shall be considered:

- 1) determination of the audit object (accounting statements and statistical reports, etc.);
- 2) procedure, terms and scope of the audit;
- 3) approval of the audit program;
- 4) determination of the list of information and materials required for the audit, methods and sources thereof;
- 5) determination of the list of persons who need to be involved in the audit (for giving explanations, commenting on certain issues);
- 6) setting of the date of the Company's Internal Audit Board meeting for summarizing the audit results;
- 7) determination of the Company's Internal Audit Board member responsible for the preparation of the draft Report and Opinion of the Company's Internal Audit Board for the Company's Internal Audit Board meeting for summarizing the audit results;
- 8) resolution of other issues.



The Company's Internal Audit Board meeting on the preparation and conduct of the audit may be held without the joint attendance of Company's Internal Audit Board members, i.e. by absentee voting (through filling out of questionnaires).

8.17. The following matters shall be considered at the Company's Internal Audit Board meeting held on the basis of the results of each audit:

- 1) discussion of the information obtained during the audit and sources thereof;
- 2) summarizing of audit results.
- 3) consolidation of conclusions and formation of proposals based on audit results;
- 4) approval and signing of the Report and Opinion of the Company's Internal Audit Board based on audit results;
- 5) resolution of the matter regarding issuing Instructions of the Internal Audit Board;
- 6) identification and analysis of causes of violations of the Russian legislation and the Company's Articles of Association and discussion of possible options to eliminate and prevent the same in the future;
- 7) making a decision to address the Company's governing bodies, their officials and heads of structural units of the executive office regarding the need to eliminate violations identified during the audit; recommendations for applying sanctions to persons who committed violations;
- 8) other issues related to summarizing the audit results.

8.18. The Company's Internal Audit Board members participating in the meeting and having an opinion that differs from the one adopted at the meeting based on the audit results may form their own dissenting opinion. The dissenting opinion shall form an integral part of the Company's Internal Audit Board Meeting Minutes.

8.19. A Company's Internal Audit Board member shall send a written statement to the Company's Internal Audit Board Chairman describing the nature of the violations and the persons who committed the violations no later than three (3) business days from the moment of detection thereof, if violations of the legislation of the Russian Federation, the Company's Articles of Association, and other internal documents of the Company are detected.

At the same time, the Company's Internal Audit Board Chairman shall convene an extraordinary meeting of the Company's Internal Audit Board in the form of a joint attendance within ten (10) business days from the date of receiving information about the revealed violations.

8.20. The Company's Internal Audit Board Secretary shall keep minutes at Company's Internal Audit Board meetings.

8.21. The Company's Internal Audit Board meeting minutes shall contain the following information:

- 1) date, time and venue of the meeting (summarizing the meeting results);
- 2) list of Company's Internal Audit Board members and persons present at the meeting;
- 3) list of Company's Internal Audit Board members that vote by sending written opinions;
- 4) information about the meeting quorum;
- 5) items included in the meeting agenda;
- 6) main points of speeches and reports on agenda items (only for a meeting in the form of joint attendance);
- 7) information on dissenting opinions (if any) of Company's Internal Audit Board members;
- 8) items put to the vote and the results of voting thereon;
- 9) resolutions adopted by the Company's Internal Audit Board.

8.22. The Company's Internal Audit Board meeting minutes shall be drawn up in two copies no later than five (5) business days from the date of the meeting (summarizing the results of absentee voting) and signed by the Chairman and Secretary of the Company's Internal Audit Board.

8.23. The materials (opinions, reports and other documents) that served as the basis for resolutions shall be attached to the meeting minutes.

8.24. If the items under discussion were agreed upon by means of a questionnaire, the

questionnaires received from Company's Internal Audit Board members shall be attached to the minutes.

8.25. Copies of the Company's Internal Audit Board minutes shall be provided (sent) to all Company's Internal Audit Board members.

8.26. The first copy of the minutes shall be kept by the Company's Internal Audit Board Secretary.

The second copy of the minutes shall be kept by the Company. The Company shall keep the Company's Internal Audit Board meeting minutes and ensure that the same are made available at the request of the Company's shareholders.

## **9. Audit Procedure**

9.1. The financial and business activity of the Company shall be audited based on the Company's performance for a year and at any time at the initiative of the Company's Internal Audit Board, resolution of the General Shareholders' Meeting, the Board of Directors or at the request of the Company's shareholder(s) holding in total at least 10 percent of the Company's voting shares.

9.2. The scheduled audit of the Company's financial and business activities shall be conducted in accordance with the approved annual Work Plan of the Company's Internal Audit Board.

9.3. An unscheduled audit of the Company's financial and business activities shall be conducted:

- 1) based on a resolution of the Company's Internal Audit Board;
- 2) based on a resolution of the General Shareholders' Meeting or the Board of Directors;
- 3) at the request of the Company's shareholder(s) holding in total at least ten (10) percent of the Company's voting shares.

9.4. Unless otherwise stipulated by the resolution of the Company's Internal Audit Board or the General Shareholders' Meeting on conducting an unscheduled audit, the Company's Internal Audit Board meeting to be held in accordance with Clause 8.16 hereof shall be held no later than thirty (30) business days from the date of receipt of the written request or resolution specified in Clause 9.3 hereof.

9.5. The audit of the Company's financial and business activities shall be carried out in accordance with the audit program and resolutions adopted at Company's Internal Audit Board meetings.

9.6. During the audit, the Company's Internal Audit Board shall perform the following actions:

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

2) audit and analysis of the financial standing of the Company, its solvency, the functioning of the internal control system and the risk management system, the liquidity of assets, the ratio of equity and debt, the correctness and timeliness of accrual and payment of interest on bonds, income on other securities;

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

4) control over the formation and use of the Company's reserve and other special funds;

5) verification of the timeliness and correctness of settlement operations with counterparties and the budget, as well as payroll, social insurance, accrual and payment of dividends, and other settlement operations;

6) control over compliance with the stipulated procedure for writing off the debts of insolvent creditors as the Company's losses;

7) audit of the Company's business operations carried out in accordance with the contracts

concluded;

8) verification of compliance with the existing contracts, rules and regulations, approved estimates and other documents regulating the Company's activities when using material, labor and financial resources in financial and business activities;

9) control over the safety and use of fixed assets;

10) audit of the Company's cash register and property, efficiency of use of the Company's assets and other resources, identification of the causes of non-production losses and expenses, identification of reserves for improving the Company's financial standing;

11) verification of compliance with the instructions for the elimination of violations and deficiencies earlier identified by the Company's Internal Audit Board;

12) development of recommendations for the Company's governing bodies;

13) other actions (measures) related to the audit of the Company's financial and business activities.

### **10. Engagement of Experts in Audits**

10.1. The Company's Internal Audit Board may engage specialists (experts) in its work on the basis of contracts entered into between them and the Company. The terms of contracts with the specialists (experts) engaged, who are not members of the Internal Audit Board, shall be approved by a resolution of the Company's Board of Directors.

10.2. Both individuals and legal entities (specialized organizations) may act as specialists (experts). Specialized organizations may be engaged in accordance with the procedure stipulated by the applicable legislation and the Company's internal documents regulating procurement activities.

10.3. The resolution on the need to engage specialists (experts) shall be adopted by Company's Internal Audit Board members at Company's Internal Audit Board meetings.

10.4. The resolution shall be recorded in the minutes of the Company's Internal Audit Board meeting, which shall include the grounds for the engagement of specialists (experts).

10.5. Upon resolution adoption, the Internal Audit Board Chairman shall ensure that the relevant item is included in the agenda of the Company's Board of Directors meeting.

### **11. Documents Drawn up Based on the Results of the Audit Conducted by the Company's Internal Audit Board**

11.1. The final documents drawn up by the Internal Audit Board based on the results of the audits are the Report of the Internal Audit Board, the Opinion of the Internal Audit Board, and the Instructions of the Internal Audit Board.

11.2. Based on the results of each audit of the Company's financial and business activities, the Company's Internal Audit Board shall draw up a Report. The Report of the Company's Internal Audit Board shall consist of three parts: introductory, analytical, and conclusive.

11.2.1 The introductory part of the Report of the Company's Internal Audit Board shall include:

1) general name of the document – Report of the Internal Audit Board of Public Joint stock company «Rosseti Lenenergo»;

2) date and place of the Report drawing up;

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

4) grounds for the audit (resolution of the Internal Audit Board, General Shareholders' Meeting, Board of Directors, shareholder(s) of the Company);

5) the purpose of the audit (to determine the legality of the Company's activities, to establish the reliability of accounting and other documentation and compliance thereof with the legislation of the Russian Federation, etc.);

6) audit object (certain activities of the Company, financial and business documentation, including accounting statements and statistical reports, etc.);

7) list of requirements for the provision of information submitted during the audit to the governing bodies, heads of structural and stand-alone units, branches and representative offices of the Company;

8) received refusals to provide information and the reasons for non-provision thereof;

9) information on written explanations from the Sole Executive Body, members of the Board of Directors and employees of the Company;

10) information on the engagement of experts on certain issues of financial and business activities who do not hold positions in the Company in the work of the Company's Internal Audit Board, as well as information on execution and performance of contracts with them;

11) the list of regulatory legal acts and other documents regulating the Company's activities that were used during the audit.

11.2.2 The analytical part of the Report of the Company's Internal Audit Board shall contain an objective assessment of the audit object's condition and include:

1) general results of the audit of accounting and reporting documents and other documentation on the Company's financial and business activities;

2) a description of the violations committed by the Company as regards the requirements of local regulations, the terms and conditions of contracts and transactions entered into, non-compliance with the resolutions of the governing bodies;

3) information on the cases of violations of the accounting and financial reporting procedures as well as the procedure for the conduct of the Company's financial and business activities.

11.2.3 The conclusive part of the Report of the Company's Internal Audit Board shall constitute the reasoned conclusions of the Company's Internal Audit Board based on the results of the audit.

11.3. Upon the assessment of the reliability of data contained in the Company's Annual Report and Accounting Statements, the Company's Internal Audit Board shall draw up the Opinion, which shall consist of two parts: an introductory and a conclusive one.

11.3.1. The introductory part of the Opinion of the Company's Internal Audit Board shall include:

1) general name of the document – Opinion of the Internal Audit Board of Public Joint stock company «Rosseti Lenenergo»;

2) date and place of the Opinion drawing up;

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

4) the grounds for the audit (resolution of the Internal Audit Board);

5) the purpose of the audit (to establish the reliability of accounting and other documentation and compliance thereof with the legislation of the Russian Federation, etc.);

6) audit object (financial and business documentation, including accounting statements and statistical reports, etc.).

11.3.2. The conclusive part of the Opinion of the Company's Internal Audit Board shall include:

1) confirmation of the reliability of the data contained in the Company's Annual Report, Annual Accounting (Financial) Statements;

2) information on the cases of violations of the accounting and financial reporting procedures as well as the procedure for the conduct of the financial and business activities.

11.4. Should any violations or deficiencies be identified, the Company's Internal Audit Board shall draw up the Instructions to the Company's Sole Executive Body, which contains recommendations and proposals for eliminating the identified causes and consequences of violations of the applicable legislation of the Russian Federation, the Company's Articles of Association and internal documents, the terms and conditions of contracts and transactions entered into, the conduct of economically unjustified and inefficient (inexpedient) business and financial operations, and the failure to comply with resolutions of the Company's governing bodies.

11.5. The Report and Opinion of the Company's Internal Audit Board shall be drawn up in three (3) copies no later than ten (10) business days from the date of the audit and signed by all Company's Internal Audit Board members participating in the audit at the meeting of the Company's Internal Audit Board following the audit.

11.6. The experts engaged for the audit shall not sign the Report or Opinion, and the available expert materials shall be attached to the Report or Opinion.

11.7. One copy of the Report and Opinion shall be kept by the Company's Internal Audit Board Secretary, one copy shall be sent to the Chairman of the Company's Board of Directors, and one copy shall be forwarded to the Company's Sole Executive Body.

11.8. The Instruction of the Company's Internal Audit Board shall be drawn up in two (2) copies within the terms set forth by the resolution of the Internal Audit Board at the meeting of the Company's Internal Audit Board following the results of the audit, and signed by the Internal Audit Board Chairman.

11.9. One copy of the Instruction shall be kept by the Company's Internal Audit Board Secretary and one copy shall be forwarded to the Company's Sole Executive Body.

11.10. The Company shall keep the Reports, Opinions and Instructions of the Company's Internal Audit Board and provide access thereto in accordance with the procedure stipulated by the legislation and internal documents of the Company.