**The Auditing Commission of “Kubanenergo”, JSC**

**Minutes No. 2**

**of the meeting of the Auditing Commission of “Kubanenergo”, JSC**

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| Moscow  Belovezhskaya street, 4a,  3rd floor, room 75 | 7 August 2014  10:00 |

The meeting was held in the form of joint meeting

Quantitative composition of the Auditing Commission specified by the Charter of the Company – 5 persons

Members of the Auditing Commission of “Kubanenergo”, JSC that participated in voting on agenda: Shmakov I.V., Guseva Ye.Yu., Malyshev S.V., Bunyaeva M.V.

Udod A.N., member of Auditing Commission submitted written opinion (filled in and signed questionnaire) on all items of Agenda of this meeting of Auditing Commission.

Quorum, necessary for making decisions on all the agenda items of the Auditing Commission meeting, is present. The decision on the agenda items of the Auditing Commission meeting should be adopted by a majority of votes of the members of the Auditing Commission of the Company.

**Agenda:**

1. On approving plan of activities of Auditing Commission of the Company for 2014-2015.

**ITEM 1:**

**On approving plan of activities of Auditing Commission of the Company for 2014-2015.**

**DISCUSSED:**

Propositions of Auditing Commission members Shmakov I.V., Guseva Ye.Yu., Malysheva S.V., Bunyaeva M.V. on creation of plan of activities of Auditing Commission.

**RESOLUTION:**

To approve plan of activities of Auditing Commission of the Company for 2014-2015 submitted in Appendix 1 to present Minutes.

**Voting results:**

“FOR”: (Shmakov I.V., Guseva Ye.Yu., Udod A.N., Malyshev S.V., Bunyaeva M.V.) – 5 persons

“AGAINST”: no.

“ABSTAINED”: no.

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| Chairperson of the Auditing Commission of “Kubanenergo”, JSC | \_\_\_\_\_\_\_\_\_ Shmakov I.V. |
| Secretary of the Auditing Commission of “Kubanenergo”, JSC | \_\_\_\_\_\_\_\_\_\_ Guseva Ye.Yu. |

Appendix 1

to Minutes of meeting

of Auditing Commission of

“Kubanenergo” JSC

No. 2 dd. 07.08.2014

Plan of activities

of Auditing Commission of “Kubanenergo” JSC for 2014-2015

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|  | Event | Performance period |
| 1 | Meeting of Auditing Commission of “Kubanenergo” JSC (hereafter - Company):   1. Electing of chairperson of Auditing Commission. 2. Electing of secretary of Auditing Commission. | 07.07.2014 |
| 2 | Meeting of Auditing Commission:   1. On approving plan of actions of Auditing Commission. | 07.08.2014 |
| 3 | Meeting of Auditing Commission:   1. Approving of Programme of control of financial and operational activities of the Company for 2014 including approving of subjects, procedure, terms and volume of inspection. 2. On inviting specialists (experts) from correspondent spheres to participate in inspection. 3. Assigning of responsibilities between members of Auditing Commission and experts in the event of their inviting on subjects of inspection of financial and operational activities of the Company for 2014. Appointing member Auditing Commission responsible for data, necessary documents collection and for preparation of conclusions of Auditing Commission to meeting of Auditing Commission on summary of inspection. 4. Making a list of information, documents, materials, necessary for inspection of every subject, subjects and sources of their receiving. 5. Making a list of persons invited to inspection (to give explanations). 6. Setting the dates of holding of meetings of Auditing Commission on estimating of credibility of annual report and annual accounting report of the Company for 2014 and summarizing of inspection. 7. Other issues. | February – March of 2015 |
| 4 | 1. Inspection of financial and operational activities of the Company in 2014. \*\* | 1st-2nd quarter of 2015 |
| 5 | Meeting of Auditing Commission on estimating of credibility of annual report for 2014:   1. Consideration of information received during inspection and sources of its receiving, summarizing of inspection. 2. Summarizing of conclusions on authenticity of annual report and annual accounting report of the Company for 2014. 3. Approving and signing of findings of Auditing Commission on results of estimating of authenticity of data from annual report and annual accounting report of the Company for 2014. 4. Other issues. | In 45 days before the Annual general meeting of shareholders |
| 6 | Meeting of Auditing Commission on results of inspection of financial and operational activities of the Company for 2014:   1. Consideration of information received during inspection and sources of its receiving, summarizing of inspection. 2. Summarizing of conclusions and making offers based on results of inspection. 3. Approving and signing of Certificate of Auditing Commission by the results of inspection of financial and operational activities of the Company for 2014, solution of question on giving instructions to Auditing Commission. 4. Determination and analyze of causes of law violation of Russian Federation and Company’s Charter for 2014, solution of question on giving instructions to Auditing Commission. 5. Making decision on informing management bodies of the Company, its authorities and executives of structural subdivision of executive body on necessity of corrective actions found during inspection, apply the sanctions against responsible persons. 6. Other issues. | 2nd quarter of 2015 |

\*\* - terms of inspection can be changed by the decision of Auditing Commission.

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| Chairperson of the Auditing Commission of “Kubanenergo”, JSC | \_\_\_\_\_\_\_\_\_ Shmakov I.V. |
| Secretary of the Auditing Commission of “Kubanenergo”, JSC | \_\_\_\_\_\_\_\_\_\_ Guseva Ye.Yu. |