

AUDITING COMMISSION
Minutes No. 5 dated 21.06.2012

Elected by decision of the General Meeting of Shareholders

OPINION
OF THE AUDITING COMMISSION
OF IDGC OF THE NORTH-WEST, JSC

following the results of review of financial and economic activities of

Joint-Stock Company
IDGC of the North-West

in 2012

April 10, 2013 Moscow,

COMPANY DETAILS

Full registered name of organization	Joint-Stock Company "Interregional Distribution Grid Company of the North-West"
Registered address	188300, Russia, Leningrad Region, Gatchina, Sobornaya str., 31
Postal address	196247, Russia, Saint Petersburg, Konstitutsii Sq. 3, Lit. A
^Contact information	e-mail: post@mrsksevzap.ru
State registration (PSRN [Primary State Registration Number], date)	Registered in the Uniform State Register of Legal Entities by Interregional Inspectorate No 15 of the Ministry of Taxation of the Russian Federation for Saint Petersburg under No 1047855175785 on December 23, 2004. Certificate Series 78 No 005502120
TIN [Taxpayer Identification Number]	7802312751
Branches	Arkhenergo, Vologdaenergo, Karelenenergo, Kolenergo, Komienergo, Novgorodenergo, Pskovenergo
Sole Executive Body	General Director – Alexander Markovich Kukhmay during the period from 01.07.2008 - 30.06.2012. General Director – Sergey Gennadyevich Titov - since 02.07.2012. Approved in office by decision of the Board of Directors dated June 20, 2012 (Minutes No 101/22 dated 20.06.2012).
Chief Accountant	Tatyana Viktorovna Maksimova

DETAILS OF AUDITING COMMISSION COMPOSITION

Chairman of the Auditing Commission	Alimuradova, Izumrud Aligadzhiyevna
Secretary of the Auditing Commission	Bogachev, Igor Yuryevich
Members of the Auditing Commission	Roslyakova, Ye.S.
	Belyayev, N.A.
	Arkhipov, V.N.

AUDITOR DETAILS

Full name of the organization:	Closed Joint-Stock Company "KPMG"(Saint Petersburg branch of Closed Joint-Stock Company "KPMG" – North-Western Regional Center)
Location (registered address):	129110, Moscow, Olimpiysky pr., 18/1, Room 3035 Saint Petersburg branch of Closed Joint-Stock Company "KPMG"– North-Western Regional Center: 191119, Saint Petersburg, Marat str., 69-71, Lit. A
Postal address	123317, Moscow, Presnenskaya emb., 10, Block C, Storey 31 Saint Petersburg branch of Closed Joint-Stock Company "KPMG"– North-Western Regional Center: 191119, Saint Petersburg, Marat str., 69-71, Lit. A
State registration:	Registered by the Moscow Registration Chamber. Certificate No 011.585 dated May 25, 1992. Entered into the Uniform State Register of Legal Entities by Interregional Inspectorate No 39 of the Ministry of Taxation of the Russian Federation for Moscow under No 1027700125628 on August 13, 2002. Certificate Series 77 No 005721432 Saint Petersburg branch of Closed Joint-Stock Company "KPMG" registered by decision of the Saint Petersburg Registration Chamber, No 74620 dated June 13, 1997.
Membership in self-regulatory auditor organizations	Member of Non-Commercial Partnership "Russian Audit Chamber" Primary registration number of entry in the state register of auditors and auditor organizations 10301000804

I. ANALYTICAL PART

The review (hereinafter referred to as the “Audit Examination”) was carried out by the Auditing Commission of IDGC of the North-West, JSC (hereinafter referred to as the “Company”) by virtue of:

- Federal Law “On Joint-Stock Companies”;
- Charter of IDGC of the North-West, JSC;
- Regulations on the Auditing Commission of IDGC of the North-West, JSC;
- Decision of the annual General meeting of Shareholders on election of the Auditing Commission of IDGC of the North-West, JSC (Minutes No 5 dated 21.06.2012);
- Decision of the Auditing Commission of 21.06.2012 on arrangement of audit review of financial and economic activities of the Company in 2012 (Minutes No 9 dated 26.03.2013);
- Other regulatory documents.

Audit examination objective: expression of a judgment as to consistency of 2012 accounting (financial) statements and the annual report of the Company (hereinafter referred to as the “Statements”). “Consistency”, in all material respects, is understood as a degree of the Statements data accuracy enabling users of such Statements to draw well-substantiated conclusions on the result of economic activities and financial and property standing of the Company.

Object: accounting (financial) statements, annual report and financial and economic documents bearing witness of the Company’s economic activity facts.

This Opinion is a document officially open for publication and intended for shareholders, investors and other interested persons.

The audit examination was carried out in accordance with:

- Federal Law dated 06.12.2011 No 402-FZ “On Accounting”
- Order No 34n of the Ministry of Finance of the Russian Federation “On approval of the Regulations on Maintenance of Accounting Statements in the Russian Federation” dated 29.07.1998;
- Accounting regulations (standards);
- Order No 66n of the Ministry of Finance of the Russian Federation “On organizations” accounting statement forms” dated 02.07.2010;
- Regulation on disclosure of information by issuers of equity securities approved by Order of the Federal Financial Markets Service (hereinafter – “FFMS”) dated 04.10.2011, No 11-46/pz-n;
- Other legislative acts and in-house local acts of the Company.

Bearing responsibility for compliance with the Russian Federation legislation while effecting financial and economic operations is the Sole Executive Body of the Company.

We planned and carried out the audit examination so that to gain reasonable assuredness of 2012 Statements containing no material misrepresentations.

The audit examination was planned on a selective basis and included test-based study of proofs confirming the value of information on the financial and economic activities of the Company and such information disclosure in the Statements, evaluation of accounting principles and methods, the Statements preparation rules and determination of material assessed values.

While carrying out the audit examination we considered whether the Company complied with the Russian Federation legislation and local regulatory acts of the Company. We reviewed a number of financial and economic operations effected by the Company for conformity with the legislation solely to obtain reasonable and sufficient assuredness of the Statements containing no material misrepresentations.

In the course of the Audit Examination we determined the materiality level (level of maximum admissible error of the Statements indices misrepresentation). We understand “materiality” as the capability of information disclosed in the Statements to effect decision-taking by users of such Statements. For us the admissible error level is a criterion to the extent of confirming consistency of the Company’s Statements.

We determined the materiality level as equal to 1,290.98 mln RUR.

Period reviewed:

We undertook Audit Examination of the Statements appended to the Opinion for a period as follows:

1) reporting period:

from 01.01.2012 to 31.12.2012 within the framework of financial and economic activities in 2012

2) Events after the reporting date:

from 01.01.2013 to 04.03.2013.

The Statements were generated in accordance with legislative and normative acts of the Russian Federation (RAS) and in-house local acts of the Company.

Composition of the Company’s Statements to be confirmed by the Auditing Commission:

No of item	Statement form title	Date of signature by management	Number of sheets in the document
1.	Accounting balance sheet (<i>consolidated per all the standalone subdivisions of the Company</i>)	04.03.2013	3
2.	Financial results report (<i>consolidated per all the standalone subdivisions of the Company</i>)	04.03.2013	2
	Statement of changes in equity	04.03.2013	3
4.	Cash flow statement	04.03.2013	3
5.	Other appendices (explanations) to the accounting balance sheet and the financial results report	04.03.2013	65
6.	Annual report (<i>consolidated per all the standalone subdivisions of the Company and reflecting information on subsidiary and dependant companies</i>)		274

We believe that the Audit examination carried out provides sufficient grounds for us to express our judgment as to consistency of the Company’s Statements.

II. FINAL PART

To our judgment, the Company's 2012 Statements, in all material respects, consistently reflects the financial standing of IDGC of the North-West, JSC as of December 31, 2012, the results of the Company's financial and economic activities and cash flow in 2012 in accordance with the established rules of accounting statements generation and in-house local acts governing build-up of the annual report of the Company.

DISSENTING JUDGMENT

The members of the Auditing Commission adhere to no dissenting judgment different from that set forth in the final part of the Opinion.

Approved by Minutes No 10 of the Auditing Commission of IDGC of the North-West, JSC dated 10.04.2013.

Chairman of the Auditing Commission
IDGC of the North-West, JSC

I.A. Alimuradova