



Approved
by the General Meeting of Shareholders
of PIK Group of Companies
Public Joint-Stock Company

Minutes No. 1 dated 5 March 2021

**REGULATION
ON THE AUDIT COMMISSION
of Public Joint Stock Company
«PIK-specialized homebuilder»**

Moscow
2021

1. GENERAL

1.1. This Regulation specifies the operating procedures of the Audit Commission of the Public Joint Stock Company «PIK-specialized homebuilder» (hereinafter – Company), including the procedure for holding meetings of the Audit Commission, the audit procedure, as well as the rights and obligations of the Audit Commission members.

1.2. This Regulation has been developed in accordance with the applicable laws of the Russian Federation, including the Federal Law on Joint-Stock Companies, as well as the Company's Articles of Association and other internal documents.

1.3. The Audit Commission comprising 3 members shall be elected by the General Meeting in the procedure provided for by the applicable laws and the Company's Articles of Association.

1.4. In its activities, the Audit Commission shall rely on the laws and regulations of the Russian Federation, the Articles of Association of the Company, resolutions of the General Meetings of Shareholders of the Company, and this Regulation.

1.5. The Audit Commission is the Company's body elected by the General Meeting of Shareholders of the Company to exercise control over the financial and economic activities of the Company.

1.6. The Audit Commission is accountable to the General Meeting of Shareholders and acts independently from any other management bodies of the Company.

1.7. Based on the resolution of the General Meeting of Shareholders, during their periods of office, the Audit Commission members may receive remunerations and/or compensations for expenses associated with the discharge of their duties. The amounts of such remunerations and compensations shall be determined by the resolution of the General Meeting of Shareholders.

1.8. The competence of the Audit Commission shall be determined by the laws of the Russian Federation and the Company's Articles of Association.

2. COMPETENCE OF THE AUDIT COMMISSION

2.1. The Audit Commission shall exercise control over the financial and economic activities of the Company, including its branches and representative offices.

2.2. Within its competence, the Audit Commission shall exercise control over the financial and economic activities of the Company in the form of an audit (review). The Audit Commission shall audit (review) the Company's financial and economic activities in the following areas:

- Company's financial and economic documents, including data from accounting source documents, where necessary:

- legality of resolutions and actions of the Company's executive bodies, including agreements entered into and transactions made;

- compliance of the terms and conditions of transactions made by the Company with the terms and conditions of transactions made in the comparable context;

- compliance of the procedure for keeping accounting records with the accounting policy;

- compliance of the procedure for accounting and tax record-keeping and reporting with the Company's internal documents and the applicable laws of the Russian Federation;

- correctness of application of the chart of accounts in arranging and keeping accounting records;

- correctness of keeping journals, compliance of synthetic accounting data with analytical accounting data;

- accuracy of records kept using mechanised data processing;

- correctness of cost accounting;

- correctness of monetary values of inventory items;

- arrangement of document management, and timeliness of receiving accounting source documents by the Company's accounting department, audit of Company's financial documents;

- arrangement, completeness and timeliness of annual inventories of all balance sheet items, as well as presentation of inventory results in the records and reports;

- compliance of accounting data with data presented in the balance sheet and annual report of the Company, accuracy of the said documents;
- review of the Company's financial position, identification of reserves for improvement of the Company's economic status;
- review of timeliness and correctness of settlements with counterparties, budgets of different levels, shareholders and other creditors of the Company;
- review of settlements with debtors of the Company, including in terms of timeliness and completeness of measures taken by its executive bodies;
- other aspects of the current financial and economic activities of the Company.

3. RIGHTS OF THE AUDIT COMMISSION

3.1. In exercising control over the Company's financial and economic activities, the Audit Commission shall be entitled to:

3.1.1. Request documents concerning the Company's financial and economic activities, including those confidential, materials and information from the Company's officials in the following procedure:

- documents concerning the Company's financial and economic activities may be requested both in oral and written forms;

- documents concerning the Company's financial and economic activities shall be immediately provided at Audit Commission's request, and where due to objective factors, providing such documents immediately is impossible, no later than on the business day following the date of such request;

- the Audit Commission members shall have access to Company's documents, including those confidential, at any time during the business hours of the Company, and, where necessary, outside such business hours based on a written request;

- in order to document the results of audits (reviews) of Company's activities, the Audit Commission shall be entitled to demand that duly certified copies of Company's financial and economic documents are included in the audit materials;

- if inaccurate documents are provided, a refusal to provide documents is received, any of the time limits specified herein are broken, or any other hindrances to the Audit Commission's activities are created, the Audit Commission shall be entitled to demand that the Company's executive bodies take the corresponding measures with respect to the persons that committed such violation, and the documents required are provided without undue delay.

3.1.2. Request calling an extraordinary general meeting of shareholders to the extent provided for by the applicable laws.

3.1.3. Request calling a meeting of the Board of Directors or Management Board in the procedure prescribed by the Company's internal documents.

3.1.3. Request personal, oral or written, explanations from the Company's officials on the matters within the Audit Commission's competence that will be included in the audit materials.

3.1.4. Request that the Company's officials, whose competences include specific matters of the Company's financial and economic activities, provide written opinions on the matters within their competences.

3.1.5. Approach the Chairman of the Board of Directors and/or the Chief Executive Officer of the Company with information on the violations identified.

3.1.6. Determine the procedure for and forms of audits (reviews).

3.1.7. Inspect storage areas and check the actual availability and preservation of the Company's assets, funds and documents, gain access to all Company's documents (accounting and financial documents, plans, reports, references, estimates, etc.) required for the audit (review).

3.1.8. Request that a general or partial inventory of the Company's assets and operations is conducted.

3.1.9. Provide suggestions on improving the internal control system and enhancing the performance of the Company.

3.1.10 In order to resolve extremely complicated issues in the course of Audit Commission's activities, engage third-party specialists (individuals and legal entities).

3.1.11. Raise an issue before the Company's management bodies on holding the Company's employee (official), whose action or omission has led to a violation, liable.

3.2. Any explanations and opinions provided at Audit Commission's request in accordance with Clauses 3.1.2 and 3.1.4 hereof shall be submitted no later than on the business day following the date of such request.

3.3. The Company's management bodies shall inform the Audit Commission on the measures taken based on the latter's applications.

4. OBLIGATIONS OF THE AUDIT COMMISSION

4.1. In exercising its powers, the Audit Commission shall:

4.1.1. Audit (review) the Company's financial and economic activities based on the Company's results at year-end, and at any time as requested by the persons specified in the Federal Law on Joint-Stock Companies, the Company's Articles of Association and this Regulation.

4.1.2. Provide the Board of Directors with its opinion at least two weeks before the date of preliminary approval of the Company's annual report by the Board of Directors.

4.1.3. Duly examine all documents and materials related to the audit (review), draw up opinions by results of audits (reviews) that contain information regarding the Company's financial and economic activities, and the procedure for keeping accounting records and providing financial and other reports.

4.1.4. Upon summing up the results of audit of the Company's budget performance, bring before the Board of Directors at its coming meeting the report of audit results.

4.1.5. Ensure non-biased presentation of any deficiencies, violations and abusive practices discovered in the documents issued by results of audits (reviews) specifying the reasons for the same, those responsible, and amounts of property damage caused thereby.

4.1.6. Timely communicate the audit (review) results to the Company's management bodies/shareholder that requested such audit (review).

4.1.7. Exercise control over the elimination of deficiencies and violations discovered by results of audits (reviews), compliance with the Audit Commission's recommendations and action plan to eliminate such deficiencies and violations.

4.2. The Audit Commission members shall:

4.2.1. Not disclose any confidential information (keep the trade secret), with which became known to the Audit Commission members as they were exercising their powers.

4.2.2. Timely provide the Company with information about themselves in accordance with the legislative requirements, in particular, notify the Company in writing that they hold Company's securities, or intend to make transactions in securities of the Company or its subsidiaries (associates), as well as disclose information on any transactions in such securities made by them.

4.2.3. Attend meetings of the Company's management bodies, Audit and Risk Committee of the Board of Directors to the extent specified by the Company's internal documents, as well as where it becomes necessary, and at the invitation from such bodies.

5. OPERATING PROCEDURES OF THE AUDIT COMMISSION

5.1. Election and powers of the Chairman and the Secretary of the Audit Commission

5.1.1. The Audit Commission's operations shall be managed by its Chairman elected by a majority vote of the Audit Commission members that take part in the voting at the first meeting of the Audit Commission. The Chairman of the Audit Commission may be re-elected at any time based on the resolution passed by a majority vote of Audit Commission members.

5.1.2. A candidate for the Chairman of the Audit Commission may be proposed by any Audit Commission member. An Audit Commission member may propose himself/herself as such candidate.

5.1.3. When electing the Chairman of the Audit Commission, all Audit Commission members shall take part in the voting, including the candidate put to the vote.

5.1.4. In the absence of the Chairman of the Audit Commission, the latter's functions shall be performed by either member of the Audit Commission elected by a majority vote of Audit Commission members attending the meeting.

5.1.5. The Chairman of the Audit Commission shall:
plan and arrange the operations of the Audit Commission;
call and chair meetings of the Audit Commission;
approve agendas of meetings of the Audit Commission;
arrange taking minutes at meetings of, and sign documents issued by, the Audit Commission;
arrange the day-to-day operations of the Audit Commission, including the audit procedure, audit issues, and their allocation among the Audit Commission members;
draw up an Audit Commission Work Plan, allocate responsibilities among its members, and manage their operations;

represent the Audit Commission at General Meetings of Shareholders, meetings of the Board of Directors, meetings of committees of the Board of Directors, as well as meetings of any other bodies of the Company;

resolve issues associated with technical support of meetings of the Audit Commission;
arrange the document management, recording and keeping of documents of the Audit Commission;
take measures required to establish Audit Commission's control over the financial and economic activities of the Company and operations of its management bodies;

ensure timely notification of the Company's management bodies/shareholders, as well as any other persons of the audit (review) results, and provide copies of opinions of the Company's Audit Commission;
arrange giving at least three (s) business days' advance notice of a meeting of the Audit Commission to the Audit Commission members;

perform any other functions required to support the activities of the Audit Commission.

Any organisational instructions (including that concerning the need and time limits for an audit of the Company's financial and economic activities) of the Chairman shall be binding on the Audit Commission members. The Chairman shall not be entitled to affect the findings of an Audit Commission member derived by results of the audit performed.

5.1.6. The organisational support of the Audit Commission's operations shall be provided by the Secretary of the Audit Commission elected at the first meeting of the Audit Commission from among its members. The Secretary of the Audit Commission shall be elected in the procedure similar to that provided for the election of the Chairman of the Audit Commission.

5.1.7. Immediately upon his/her election, the Secretary of the Audit Commission shall notify the Company of the methods that may be used to transfer any documents received for the Audit Commission in accordance with Clause 6.1 hereof to the Secretary.

5.1.8. The Secretary of the Audit Commission shall take minutes and ensure keeping of documents related to the activities of the Audit Commission in accordance with Section 6 hereof.

5.2. Holding meetings of the Audit Commission

5.2.1. Any issues concerning the activities of the Audit Commission not referred by this Regulation to the competence of the Chairman of the Audit Commission shall be resolved at meetings of the Audit Commission. The Audit Commission shall meet as and when needed.

5.2.2. The first meeting of the Audit Commission shall be held within 15 days following the date of election of the Audit Commission.

5.2.3. Meetings of the Audit Commission shall be chaired by the Chairman of the Audit Commission. In the absence of the Chairman of the Audit Commission, an alternate Chairman for the meeting shall be elected by a majority vote of Audit Commission members attending the meeting.

5.2.4. In the absence of the Secretary of the Audit Commission, an alternate Secretary for the meeting shall be elected by a majority vote of Audit Commission members attending the meeting.

5.2.5. The Audit Commission shall meet at all times before and after an audit of the Company, as well as when and as needed. An Audit Commission member shall be entitled to demand calling a meeting of the Audit Commission.

5.2.6. A meeting of the Audit Commission held before each audit (review) shall consider the following matters of preparation and performance of the upcoming audit:

- subject matter of the audit (review);

- audit (review) procedure, time limits and scope;

- list of information and materials required for the audit (review), methods for obtaining and sources of the same;

- list of persons to be engaged in the audit (review), in particular, to provide explanations and clarifications on certain issues;

- allocation of responsibilities among the Audit Commission members as part fo the audit (review);

- other matters.

5.2.7. A meeting of the Audit Commission held after each audit (review) shall consider the following matters:

- discussing information received during the audit (review) and sources thereof;

- summing up the audit (review) results;

- compiling findings and articulating proposals based on the audit (review) results;

- approving and signing the Audit Commission's opinion issued by results of the audit (review);

- finding and analysing the reasons behind the violations discovered, as well as discussing available options to eliminate and prevent the same;

- making a decision to submit an application to the Company's management bodies and their officials regarding the need to eliminate the violations discovered by the audit (review);

- other matters associated with summing up the audit (review) results.

5.2.8. Meetings of the Audit Commission may be held in the form of both a meeting in presentia and an absentee meeting.

5.2.9. For a meeting in presentia, the Audit Commission members shall be provided with documents containing the agenda and a voting form that enables clear expression of their positions on the agenda items. Documents for an absentee meeting shall be prepared and sent by the Secretary of the Audit Commission as instructed by the Chairman of the Audit Commission. The Chairman of the Audit Commission shall set the time limit, within which the Audit Commission members must express their position on the agenda items.

5.2.10. A meeting of the Audit Commission shall be deemed duly constituted if at least one half of the elected Audit Commission members attend such meeting. An absentee meeting shall be deemed duly constituted if at least one half of the elected Audit Commission members take part in the voting.

5.2.11. Resolutions of the Audit Commission shall be passed by a majority vote the Audit Commission members that attended the meeting (or, for an absentee meeting, took part in the voting). Each Audit Commission member shall have one vote. In case of an equality of votes, the Chairman of the Audit Commission shall have a casting vote.

5.2.12. An Audit Commission member shall be prohibited from transferring his/her voting rights to any other person, in particular, to any other Audit Commission member.

5.2.13. An Audit Commission member who voted 'against' the resolution passed by the Audit Commission shall be entitled to set out his/her dissenting opinion in writing and communicate it to the Company's management bodies. The dissenting opinion of the Audit Commission member shall be attached to the Audit Commission meeting minutes, or directly included in its text.

5.2.14. At any meeting of the Audit Commission, minutes shall be taken. The minutes of the meeting of the Audit Commission shall be drawn up within five (5) business days following the meeting date and signed by the Chairman and all members of the Audit Commission that attended the meeting, in two (2) original copies.

The minutes of the meeting of the Audit Commission shall contain the following information:
minutes number;

full corporate name and location of the Company;
date, place and time of the meeting;
Audit Commission members that attend the meeting;
Audit Commission members that do not attend the meeting;
persons invited to the meeting;
information on the presence of a quorum required for the meeting and for each item on its agenda;
meeting agenda;
matters put to the vote and voting results;
resolutions passed;
minutes date;
persons that stated a dissenting opinion on the resolutions passed;
persons that spoke on the agenda items.

5.3. Performance of audits by the Audit Commission

5.3.1. The Audit Commission shall audit the Company's financial and economic activities based on the Company's results at year-end.

5.3.2. In addition to the audit specified in Clause 5.3.1 hereof, the Audit Commission shall be entitled to perform unscheduled audits at any time in accordance with this Regulation.

5.3.3. The Company's financial and economic activities may also be audited at any time:

- as requested by the Company's Audit Commission itself;
- based on the resolution of the Company's General Meeting of Shareholders;
- based on the resolutions of the Company's Board of Directors;
- as requested by a Company's shareholder(s) holding in aggregate at least 10 per cent of voting shares in the Company on all matters within the competence of the General Meeting of Shareholders as at the date of such request.

5.3.4. The corresponding resolution of the General Meeting of Shareholders or the Board of Directors shall constitute the basis for an audit as requested by the Company's management body. The Chairman of the Audit Commission shall arrange the unscheduled audit within 30 days following the date of the corresponding resolution of the General Meeting of Shareholders or the Board of Directors.

5.3.5. A written request received by the Audit Commission shall constitute the basis for an audit as requested by a shareholder.

5.3.6. The shareholder's request, or the resolution of the Company's management body shall be made in writing and contain the following information:

name of the Company's management body, or full name (corporate name) of the shareholder(s);
information about shares held by the shareholders that submitted the request (number, class, and type);

information on the subject matter and operational area of the audit (review);

reasons for the request for an audit.

5.3.7. The request shall be signed by the shareholder or shareholder's representative, or by the chairman (alternate chairman) of the Company's management body. The number of voting shares in the Company held by the shareholder(s) that signed the request, and the total number of voting shares in the Company shall be determined as of the date, on which the request was actually submitted to the Company. To certify the number of shares held by the shareholder(s), the latter shall attach a statement of such shareholder's personal account in the Company's register of shareholders, or a statement of the owner's securities account (if Company's shares are recorded through a nominee holder) made on or before the date preceding the date, on which the request was submitted to the Company.

If the request is signed by a shareholder's representative, it shall be supported with a duly executed power of attorney.

5.3.8. The request for an audit (review) shall be sent by registered mail with return receipt requested to the Company's address, or delivered by hand to the Company's office. The date of the request shall be

determined based on the date of notification of its service or delivery to the Company's office, and a copy of such request shall be sent to the Chairman of the Audit Commission in the same procedure.

5.3.9. Within ten (10) business days following the date of the request, the Audit Commission shall pass a resolution to perform (refuse of) the audit (review) of the Company, after which, within three (3) business days after passing the resolution, send such resolution to the requestor by registered mail to the address specified in the request, or deliver it by hand, with a copy of such resolution to be sent to the Company's single-member executive body.

5.3.10. The following instances shall constitute grounds for the refusal of an audit (review):

- the requesting shareholder(s) does not/do not hold the number of Company's voting shares required for submitting such request;
- an audit (review) based on the facts specified in the request submitted has already been performed, and the Audit Commission has drawn up its opinion in this respect.

5.3.11. The Chairman of the Audit Commission shall arrange the unscheduled audit within 30 days of receipt of the request.

5.3.12. Any unscheduled audit as requested by the Audit Commission itself shall be performed if supported by a majority vote of the Audit Commission members.

5.3.13. At least one week before the audit commencement, the Chairman of the Audit Commission shall notify the Board of Directors and the Chief Executive Officer (alternate Chief Executive Officer) of the Company in writing of the matters to be audited, audit requestor, estimated audit duration, the need to engage third-party specialists in the audit, and any other material conditions of the audit. The notice may be supported with a request for documents to be audited.

5.3.14. To support the Audit Commission's operations, the Chief Executive Officer (alternate Chief Executive Officer) of the Company shall appoint a team of Company's employees in charge of interactions with the Audit Commission.

5.4. Procedure for engagement of third-party specialists in certain audits performed by the Audit Commission

5.4.1. The Board of Directors and any Audit Commission member may approach the Chairman of the Audit Commission with a proposal to engage third-party specialists in the audit. A resolution to engage third-party specialists shall be passed at the meeting of the Audit Commission.

5.4.2. If third-party specialists may only be engaged on the paid-for basis, they shall be engaged with the prior approval of the Board of Directors. In its resolution, the Board of Directors shall determine the procedure for payment and any other material terms and conditions of engagement of third-party specialists in the audit performed by the Audit Commission.

5.5. Documenting the results of audits performed by the Audit Commission

5.5.1. By results of an audit, a Audit Report shall be drawn up to contain a systematised description of documented violations in the Company's financial and economic activities discovered by the audit, or specification of the non-availability of such violations, as well as Audit Commission's findings and proposals concerning the elimination of the violations discovered

5.5.2. Based on the Audit Report, the Audit Commission shall draw up an opinion to specify its view, particularly concerning the accuracy of data contained in the reports and other financial documents of the Company.

5.5.3. Depending on the facility under (subject matter of) the audit (review), the opinion shall contain:

- brief information on the company under audit;
- information on the composition of the Audit Commission;
- period under audit;
- audit method;
- verification of accuracy of the data contained in the Company's annual report, annual financial statements and other reports, and any other financial documents of the Company;

- information on violations of the procedure for accounting and financial and other reporting prescribed by regulations of the Russian Federation, as well as requirements of regulations of the Russian Federation in the course of financial and economic activities of the Company.

5.5.4. The opinion shall be signed by the Chairman of the Audit Commission and its members that participated in the audit. Any disagreements that may arise in drawing up the opinion shall be resolved by a majority vote. An Audit Commission member who does not agree with the finding contained in the opinion shall be entitled to set out his/her position in writing.

5.5.5. The opinion shall be made in three copies to be sent to the following addressees:

- Board of Directors of the Company;
- Chief Executive Officer of the Company.

One copy of the opinion shall be kept in files of the Audit Commission.

5.5.6. If the audit has been requested by a shareholder or a group of shareholders, the opinion shall be made in four copies, one of which shall be sent to them. In all other instances, the parties concerned may examine Audit Commission's opinions in the procedure specified by Article 91 of the Federal Law on Joint-Stock Companies.

5.5.7. The opinion of the Audit Commission shall be drawn up within 10 days following the audit completion and shall constitute the official view of the Audit Commission concerning the matters under audit. The opinion shall be communicated to the parties concerned within five days following the date of such opinion.

6. KEEPING AND PROVISION TO PARTIES CONCERNED OF AUDIT COMMISSION'S DOCUMENTS

6.1. Any documents addressed to the Audit Commission (in particular, requests for audits) shall be sent by registered mail with return receipt requested to the Company's address, or delivered by hand to the Company's secretariat (office). The Company's executive bodies shall ensure that the documents received are forwarded to the Chairman of the Audit Commission, or the Secretary of the Audit Commission.

6.2. Audit Commission's opinions shall be kept at the location of the executive body, or at any other place known and accessible to shareholders or any other parties concerned.

6.3. Audit Commission's opinions shall be provided to the persons having the right of access to such documents in accordance with the applicable laws, and in the procedure specified by the applicable laws and the Company's Articles of Association.

6.4. Minutes of meetings of the Audit Commission and other documents related to the Audit Commission's operations (save for its opinions) shall be kept by the Secretary of the Audit Commission. When the Secretary of the Audit Commission is re-elected, the former Secretary of the Audit Commission shall transfer such documents to the newly elected Secretary of the Audit Commission.

7. SUPPLY SUPPORT OF AUDIT COMMISSION'S OPERATIONS

7.1. To enable operations of the Audit Commission (in particular, for holding meetings of the Audit Commission and for the durations of audits), the Company shall provide the premises equipped with office machines and equipment (phones, fax machines, computers, printers, and other appliances as may be reasonably requested by the Chairman of the Audit Commission). The premises provided shall be located so as not to hinder the Audit Commission's operations.

7.2. The Audit Commission shall be provided with office stationery and other supplies in the amount required to enable Audit Commission's operations, at Company's expense.

7.3. The Audit Commission members shall be compensated for all documented expenses incurred by them in connection with the performance of their functions of Audit Commission members.

8. LIABILITY OF AUDIT COMMISSION MEMBERS

8.1. The Audit Commission members shall exercise their rights and perform their obligations on exercising control over the financial and economic activities of the Company in good faith and in a reasonable manner.

8.2. The Chairman and members of the Audit Commission shall be liable for the failure to properly perform their respective obligations under the laws of the Russian Federation.

9. ELECTION AND DISMISSAL OF AUDIT COMMISSION MEMBERS

9.1. The Audit Commission shall be elected by the General Meeting of Shareholders for a term until the next annual General Meeting of Shareholders from among the candidates proposed by the Company's shareholders.

9.2. Candidates for the Audit Commission shall confirm their consent to being elected to the Audit Commission in writing.

9.3. The number of Audit Commission members shall be determined by the General Meeting of Shareholders and shall not be less than three (3).

9.4. The voting on the election of Audit Commission members shall be held separately on each candidate for the Audit Commission. The resolution to elect a member of the Audit Commission shall be passed by a majority vote of shareholders that hold voting shares in the Company and attend the General Meeting of Shareholders.

9.5. The Audit Commission members may be re-elected for any number of times.

9.6. The Audit Commission shall elect the Chairman from among its members by a majority vote of Audit Commission members that attend the meeting.

9.7. Upon election of the new Audit Commission, the previously elected Audit Commission members shall be dismissed.

9.8. Certain or all Audit Commission members may be subject to early dismissal based on the resolution of the General Meeting of Shareholders.

9.9. Where the number of Audit Commission members becomes less than the half of Audit Commission members elected, the Board of Directors shall call an Extraordinary General Meeting of Shareholders to elect a new Audit Commission. The remaining Audit Commission members shall perform their functions until the new Audit Commission has been elected at the Extraordinary General Meeting of Shareholders.

10. FINAL PROVISIONS

10.1. This Regulation shall be approved by the General Meeting of Shareholders by a majority vote of the shareholders that hold voting shares in the Company and attend the General Meeting of Shareholders.

10.2. If any amendments to the laws of the Russian Federation or the Articles of Association of the Company result in certain articles of this Regulation becoming contradictory to the same, such articles shall be null and void, and until this Regulation have been amended, the Audit Commission members shall rely on the applicable laws.

10.3. In all other matters concerning the activities of the Audit Commission not directly covered by this Regulation, the provisions of the Company's Articles of Association and the applicable laws of the Russian Federation shall apply.