APPROVED

by the resolution of the Supervisory Board of the Moscow Exchange on April 26, 2018, Minutes No. 1

PROVISIONS ON THE AUDIT COMMISSION OF THE SUPERVISORY BOARD OF THE MOSCOW EXCHANGE

1. General Provisions

- 1.1. The Provisions on the Audit Commission of the Supervisory Board of Public Joint-Stock Company "Moscow Exchange MICEX-RTS" (hereinafter referred to as the "Provisions") have been prepared in accordance with the laws of the Russian Federation, the Charter and other bylaws of Public Joint-Stock Company "Moscow Exchange MICEX-RTS" (hereinafter referred to as the "Moscow Exchange" or the "Exchange"), recommendations of the Corporate Governance Code made by the Bank of Russia (hereinafter referred to as the "Code of Corporate Governance"), and the Rules for securities admission to organized trading of the trade organizer effecting listing of the exchange securities (hereinafter referred to as the "Rules for Securities Admission to Organized Trading").
- 1.2. The Provisions establish a procedure for setting up and the status of the Audit Commission of the Supervisory Board of the Moscow Exchange (hereinafter referred to as the "Audit Commission" or the "Commission"), determine the purposes, objectives, powers, functioning and decision-making procedures of the Commission.
- 1.3. The Audit Commission is a standing consultative and advisory body of the Supervisory Board of the Moscow Exchange, set up with the purpose to preview the issues related to control over financial and economic activities of the Moscow Exchange, and the companies under direct or indirect control of the Moscow Exchange (hereinafter referred to as the "Moscow Exchange Group"), to ensure efficient internal and external audit and control, to analyze financial statements of the Moscow Exchange and the Moscow Exchange Group, and to submit recommendations to the Supervisory Board of the Moscow Exchange with regard to these issues when the Supervisory Board adopts resolutions.
- 1.4. In performing its duties, the Audit Commission shall be governed by the laws of the Russian Federation, the Charter of the Moscow Exchange, the Provisions on the Supervisory Board of the Moscow Exchange, Moscow Exchange Strategy, the resolutions of the Supervisory Board of the Moscow Exchange, these Provisions and other documents adopted by the General Shareholders Meeting and the Supervisory Board of the Moscow Exchange.
- 1.5. Unless these Provisions provide otherwise, terms used but not defined herein shall have the same meaning as in the Charter of the Moscow Exchange and the Provisions of the Supervisory Board of the Moscow Exchange.
- 1.6. The Commission shall function within the scope of powers granted by the Supervisory Board of the Moscow Exchange and shall on all matters report to the Supervisory Board of the Moscow Exchange.
- 1.7. The Commission shall neither act on behalf of the Moscow Exchange, its executive bodies or the Supervisory Board, nor bind the executive bodies or the Supervisory Board of the Moscow Exchange.
- 1.8. These Provisions and any supplements and amendments hereto are subject to the approval of the Supervisory Board of the Moscow Exchange.

- 1.9. These Provisions shall not apply to internal control departments in respect of operations of the Moscow Exchange as a trade organizer.
- 1.10. The Supervisory Board of the Moscow Exchange performs assessment of the Audit Commission's activities on a regular basis, at least annually.
- 1.11. These Provisions shall be applied to the extent not contradictory with the Charter of the Moscow Exchange.

2. Purposes and Objectives of the Audit Commission

- 2.1. The main purpose of the Audit Commission is to ensure the efficient work of the Supervisory Board of the Moscow Exchange in making decisions on issues concerning control over financial and economic activities.
- 2.2. The key objectives of the Audit Commission are:
- 2.1.1. Control, analysis and participation in consideration of the issues in the area of financial accounts (financial statements);
- 2.1.2. Control, analysis and assessment of the risk management system and internal control:
- 2.1.3. Ensuring independence and impartiality in the area of internal and external audit;
- 2.1.4. Control in the area of prevention of and response to mala fide actions of the company's employees and third parties;
- 2.1.5. Facilitation of the Moscow Exchange Supervisory Board members actual involvement in control procedures related to the Company's business activity and increasing their personal awareness of such activities.
- 2.1.6. Preview, analysis, development and provision of opinions and recommendations to the Supervisory Board of the Moscow Exchange on issues with regard to the Audit Commission functions and objectives.
- 2.1.7. Preparation of assessment of the Moscow Exchange auditor's opinion and submitting such assessment for the consideration of the General Shareholders Meeting of the Moscow Exchange among other materials.

3. Functions of the Audit Commission

3.1. To achieve the set objectives, the Commission shall perform the following functions:

3.1.1. *In the area of internal audit:*

- ensuring independence and impartiality of the internal audit function of the Moscow Exchange;
- participating in drafting and consideration of bylaws regulating the internal audit activities of the Moscow Exchange, including documents determining the activities of the Internal Audit Service of the Moscow Exchange; the policy in the area of internal audit (provisions on internal audit) of the Moscow Exchange determining the purposes, objectives and functions of internal audit;

- previewing the work plan of the Internal Audit Service of the Moscow Exchange, receiving information on the work progress and internal audit performance;
- previewing the issues related to appointment (dismissal) of the Head of the Internal Audit Service and determination of his/her remuneration amount;
- consideration of existing limitations of powers of the Internal Audit Service of the Moscow Exchange that may cause a detrimental effect on its effective performance;
- oversight of the activities of the Internal Audit Service, assessment of the internal audit efficiency and audit functions, preparation of improvement proposals;
- ensuring efficient interaction between the Internal Audit Service and external auditors of the Moscow Exchange;
- informing the Supervisory Board of the Moscow Exchange on the financial and economic activities of the Company;

3.1.2 *In the area of external audit:*

- ensuring independence and impartiality of the external audit function of the Moscow Exchange;
- assessment of independence, impartiality and no conflict of interests between external auditors of the Moscow Exchange and the Moscow Exchange Group companies, including: assessment of auditors' candidacies; making proposals related to appointment, re-election and dismissal of external auditors, terms of payment for their services, including maximum remuneration amount, terms of engagement and criteria for choosing external auditors; making recommendations related to the draft agreement to be concluded with the external auditor, type and scope of their services;
- assessment of the scope and efficiency of the audit procedures of the Moscow Exchange, subject to respective professional and legislative requirements;
- control over competitive selection (tender) of an independent auditor of the Moscow Exchange and the Moscow Exchange Group companies, if any;
- external audit oversight at Moscow Exchange and auditors' performance assessment, auditors opinions' quality assessment;
- development and implementation control of the Moscow Exchange policy determining the principles of service rendering s and concurrent rendering of audit and non-audit services by an auditor of the Moscow Exchange;
- discussing essential issues arising in the course of independent external audit with the external auditor and ensuring the Supervisory Board of the Moscow Exchange is informed about the Commission's opinion;
- reviewing the independent auditor's opinion on the annual financial accounts (financial statements) of the Moscow Exchange prior to presenting them to the General Shareholders Meeting, considering material changes to the financial accounts following the results of audit, discussing them with the auditor and senior management of the Moscow Exchange, making recommendations on corrective actions and preparing assessment of the auditor's opinion to further submit it to the General Shareholders Meeting of the Moscow Exchange with the materials for the meeting.

3.1.3. In the area of the financial accounts (financial statements) and the annual report:

- ensuring completeness, accuracy and reliability of the financial accounts (financial statements) of the Moscow Exchange and the Moscow Exchange Group Companies;
- analyzing material aspects of the accounting policy of the Moscow Exchange;
- participating in consideration of material issues and judgements with regard to the financial accounts (financial statements) of the Moscow Exchange;
- providing recommendations on the pre-approval of the annual report by the Supervisory Board of the Moscow Exchange.

3.1.4. In the area of risk management, internal control and corporate governance:

- control over reliability and efficiency of the risk management and internal control system, corporate governance system of the Moscow Exchange and the Moscow Exchange Group companies, including assessment of the risk management and internal control procedures efficiency, corporate governance practice and providing improvement proposals, analysis of the risk management system of the Moscow Exchange Group Companies, including stress-testing;
- ensuring the Moscow Exchange compliance with the legal requirements and ethical standards, rules and procedures of the Moscow Exchange, requirements of the trade organizer effecting listing of the exchange securities;
- analysis and assessment of the conflict of interest policy implementation;
- interacting with the Revision Commission of the Moscow Exchange and increasing efficiency of the internal control system;
- control over the implementation of recommendations made by the Internal Audit Service, external auditor and the Revision Commission of the Moscow Exchange by the senior management and respective subdivisions of the Moscow Exchange;
- monitoring the work of external consultants of the Moscow Exchange, appraisers and other professional organizations rendering services which affect internal audit and control systems;
- assisting in drafting and reviewing Moscow Exchange bylaws regulating risk management and internal control (the appropriateness of participation is determined by the Chair of the Commission), and the documents regulating the activities of the respective subdivisions of the Moscow Exchange;
- considering written reports, memos, statements prepared by the Revision Commission and the internal audit and control subdivisions of the Moscow Exchange on breaches revealed during a respective period of the Moscow Exchange operation and preparing recommendations for the Supervisory Board of the Moscow Exchange on prevention measures.

3.1.5. In the area of prevention of and response to mala fide actions of employees of the Moscow Exchange and Moscow Exchange Group companies and third parties (including negligence, fraud, bribery and corruption, corrupt business practices, abuses and other wrongful acts that may cause damage to the Moscow Exchange):

- control over efficiency of the system of warning on potential mala fide actions of employees of the Moscow Exchange and the Moscow Exchange Group companies (including mala fide use of insider or confidential information) and third parties, and other breaches;

- oversight over the conduct of special investigations related to potential actions of fraud, mala fide use of insider or confidential information of the Moscow Exchange and the Moscow Exchange Group companies;
- control over implementation of measures initiated by the Executive Board and the Chair of the Executive Board (executive management) of the Moscow Exchange in response to the information on potential mala fide actions of employees and other breaches.
- 3.2. In addition to functions specified in clause 3.1. hereof, the Audit Commission shall perform for the Supervisory Board of the Moscow Exchange a general overview of the following areas , related to the competence of other consultative and advisory bodies (Commissions) of the Supervisory Board of the Moscow Exchange:
 - the Moscow Exchange Group key projects implementation;
 - the quality of services provided for the Moscow Exchange Group;
 - the course of implementation of the software and hardware projects of the Moscow Exchange Group.

Submitting recommendations to the Supervisory Board for making decisions on the issues specified in this clause falls within the competence of the respective Commissions of the Supervisory Board of the Moscow Exchange.

- 3.3. As instructed by the Supervisory Board of the Moscow Exchange, the Audit Commission may perform for the Supervisory Board of the Moscow Exchange the following functions related to organization and control:
 - review particular business agreements of the Moscow Exchange Group;
 - audit the efficiency of the Moscow Exchange Group business processes;
 - review software and hardware development processes and IT infrastructure of the Moscow Exchange Group;
 - audit IT security of the Moscow Exchange remote software and hardware facilities:
 - audit business continuity services of the Moscow Exchange Group;
 - conduct other audits with regard to the system-relevant key elements of the Moscow Exchange business.
- 3.4. The Audit Commission may participate, on the instructions of the Supervisory Board of the Moscow Exchange, in resolving other issues not specified expressly herein.
- 3.5. To fulfill its functions and achieve its objectives, the Audit Commission interacts with the Supervisory Board of the Moscow Exchange, in particular:
 - prepares oral and/or written opinions on the instructions of the Supervisory Board of the Moscow Exchange or on its own initiative;
 - previews the issues delegated to the Commission for consideration and provides recommendations to the Supervisory Board of the Moscow Exchange;
 - prepares and submits information on the issues which require some action, and provides respective recommendations to the Supervisory Board of the Moscow Exchange.
- 3.6. To fulfill their functions and achieve pre-set objectives, the Audit Commission members shall have the following powers:

- 3.6.1. Subject to non-disclosure of confidential information (including information constituting commercial secret), inquire and freely obtain from the executive bodies of the Moscow Exchange, the Supervisory Board of the Moscow Exchange, internal auditor and other internal audit and control departments, department heads, and the Moscow Exchange and the Moscow Exchange Group employees, in accordance with procedures applicable in the Moscow Exchange and the Moscow Exchange Group companies, information, documents and materials necessary for performance by the Commission of its functions and tasks. Members of the Audit Commission shall receive information on facts lawbreaking, breach of the internal procedures of the Moscow Exchange by any employee and/or any member of the Supervisory Board, the Executive Board and the Audit Commission of the Moscow Exchange;
- 3.6.2. Exercise control over decision implementation checks and checking completion of the Supervisory Board of the Moscow Exchange tasks with regard to its area of competence;
- 3.6.3. If necessary, invite any management officials of the Moscow Exchange, Head of the Internal Audit Service of the Moscow Exchange, heads of other structural subdivisions, employees of the Moscow Exchange, representatives of external auditors or other persons with required professional skills and competence to consider the issues related to the Commission's activities, to attend the Commission's meetings;
- 3.6.4. On a permanent or temporary basis, involve independent advisors (experts) in the preparation of materials and making recommendations on the issues of the Agenda of the Audit Commission. If necessary, buy professional services from other organizations, or involve third parties as experts (advisors) with regard to the issues related to the Commission's activities.

4. Commission's Composition and Formation Procedure

- 4.1. Members of the Commission shall be elected by a simple majority of votes of all elected members of the Supervisory Board of the Moscow Exchange, at one of the first meetings after the election of the new Supervisory Board of the Moscow Exchange.
- 4.2. The number of members and personal composition of the Commission shall be determined by the Supervisory Board of the Moscow Exchange. The number of its members may not be less than three (3).
- 4.3. The Audit Commission of the Moscow Exchange shall be composed only of the members of the Supervisory Board of the Moscow Exchange deemed independent.
- 4.4. In electing the members of the Commission, the preference will be given to nominees with a University degree in finance, economics or law and/or with employment experience in financial control and risk management, nominees who have command of accounting and financial reporting fundamentals. Individuals holding positions in organizations competing with the Moscow Exchange or with the Moscow Exchange Group companies cannot be elected to the Audit Commission.

At least one (1) member of the Commission shall have professional experience and knowledge in the area of financial accounts (financial statements) preparation, analysis, assessment and audit.

- 4.5. Members of the Audit Commission shall serve during the term of the Supervisory Board of the Moscow Exchange office until their successors are duly elected by the General Shareholders Meeting or Extraordinary Meeting in the event of early termination of the Supervisory Board of the Moscow Exchange office.
- 4.6. Persons other than members of the Commission may attend the meetings of the Commission only if they are invited to do so by the Chair of the Commission. If necessary the members of the Commission may invite to their meetings leaders of the structural units and employees of the Moscow Exchange and Moscow Exchange Group, and other persons with professional skills and competence required to make decisions on issues reviewed by the Commission.

The invitees mentioned in this paragraph shall be entitled to attend the meeting, speak at the meeting of the Commission and provide recommendations on the agenda issues.

- 4.7. A member of the Commission may resign earlier by submitting a written notice of resignation to the Chair of the Exchange Supervisory Board and the Chair of the Commission at least one month prior to the expected resignation date.
- 4.8. The Supervisory Board of the Exchange may at its sole discretion release all or any Commission member from their responsibilities.

In this case the members of the Supervisory Board of the Exchange shall elect a new member (members) of the Commission at the meeting that decides on the early release, or shall adopt a decision to reduce the size of the Commission.

- 4.9. In case the number of Commission members does not meet the required quorum for holding Commission's meetings, the Chair of the Moscow Exchange Supervisory Board, as advised by the Chair of the Commission, shall convene an extraordinary meeting of the Supervisory Board to hold new elections or shall include the election issue into the agenda of the next scheduled meeting of the Supervisory Board of the Moscow Exchange.
- 4.10. The work of the Commission shall be governed and organised by the Chair of the Commission elected by the members of the Supervisory Board of the Moscow Exchange out of independent directors.
- 4.11. If necessary, in the absence of the Chair of the Commission the members of the Commission shall have the right to elect a Deputy Chair by a majority vote of the attending members of the Commission.

5. Commission's Proceedings

- 5.1. In organising the work of the Commission, the Chair shall:
 - ensure the unbiased character of recommendations developed by the Commission for the Supervisory Board of the Moscow Exchange;

- convene and chair the meeting;
- decide on the form of the meeting and approve its agenda;
- decide on the list of invitees to the Commission meeting in praesentia;
- organise the discussion of agenda items at Commission meetings and listen to the opinions of invitees;
- organise minutes keeping and sign the minutes;
- draft, where necessary, a forward schedule of Commission meetings taking into account the schedule of the Supervisory Board meetings;
- allocate responsibilities among Commission members;
- represent the Commission in interaction with executive bodies of the Moscow Exchange and Moscow Exchange Group, other bodies and persons;
- maintain official correspondence of the Commission, sign enquires, letters and other documents on behalf of the Commission;
- ensure compliance of the Commission activities with current legislation of the Russian Federation, the Charter of the Moscow Exchange, other bylaws of the Moscow Exchange and these Provisions;
- on a regular basis advise the Supervisory Board and its Chair on activities of the Commission;
- upon reporting year completion, prepare a report on the Commission performance results and submit it for consideration of the Supervisory Board of the Moscow Exchange;
- perform other functions as assigned by the current legislation, the Charter of the Moscow Exchange, other bylaws of the Moscow Exchange and these Provisions.
- 5.2. An employee of the Moscow Exchange, appointed by the Supervisory Board or in his/her absence at the meeting any employee elected by a majority vote of the total attending Commission members shall perform the functions of the Commission Secretary and shall ensure the preparation for and holding of Commission meetings, collection and filing of pre-reads, timely notification of the members of the Commission and invitees on the meeting date and agenda, taking meeting minutes, keeping all relevant materials and other functions upon assignment of the Chair of the Commission.
- 5.3. Normally, the Commission shall hold meetings in praesentia (joint attendance). At meetings held in praesentia the Commission members, with consent of all attending Commission members, may review issues not included into the agenda.
- 5.4. To facilitate the work of the Commission technical communication means (teleconferences and etc.) may be used.

The invitees to the meeting in praesentia, inclusive of the members of the Commission who cannot attend the meeting may submit their written opinions on the agenda items. Such written opinions must be read out at the Commission meeting by the Commission Chair. The Commission shall take account of such written opinions at decision-making and they shall be attached to the meeting minutes.

The written opinion of a non-attending Commission member shall be taken into account when determining the presence of quorum and voting results on the agenda item if the following conditions are met:

- a written opinion has been received prior to the beginning of the meeting;
- a Commission member has expressed his/her viewpoint on the issue in unmistakable terms, having indicated in the written opinion one of the voting options for the proposed draft resolution "for", "against" or "abstained".

A written opinion containing adjustments or reservations as to the proposed draft resolution shall not be taken into account when determining the presence of quorum and voting results. Neither the written opinion shall be taken into account when determining the presence of quorum and voting results, if the draft resolution is adjusted at the Commission meeting.

Written opinions shall be taken into account when determining the presence of the quorum and voting results separately for each agenda item and reflected in the Commission minutes.

Written opinions sent by persons unable to attend the Commission meeting in praesentia must be signed by them, indicating their surnames and initials and submitted prior to the beginning of the Commission meeting in the original copy or by fax with further submission of the original copy.

- 5.5. Exceptionally upon decision of the Chair of the Commission the members adopt resolutions by voting in absentia.
- 5.6. The Chair of the Commission shall develop its work plan in consideration of the approved work plan of the Moscow Exchange Supervisory Board and proposals of the Supervisory Board and Commission members, Chair and members of the Executive Board, the Corporate Secretary and structural units of the Moscow Exchange.
- 5.7. When convening a Commission meeting the Chair of the Commission shall decide on the date, time, agenda, venue, and form of the meeting as well as the list of invitees.

Commission Chair shall take a decision to convene an extraordinary meeting of the Commission basing on the relevant requests and proposals from persons specified in clause 5.6 hereof.

Commission Chair shall decide to convene an extraordinary meeting or to include an item into the agenda within 5 (five) business days following the relevant request or proposal taking into account the importance and urgency of the proposed item.

- 5.8. The Chair may refuse to convene an extraordinary meeting if the items proposed for inclusion into the agenda are not within the competence of the Commission subject to these Provisions. The motivated refusal shall be provided to the initiator within 5 (five) business days following the relevant request or proposal.
- 5.9. If there are circumstances impeding the holding of a Commission meeting or even making it impossible and the Commission members have been notified about

such a meeting, the Chair may decide to move the meeting to a different date with the same agenda.

The Commission Secretary instructed so by the Chair shall notify all Commission members on the change of the meeting date and (or) time.

- 5.10. The Chair of the Commission or, in his absence, the Deputy Chair shall preside at the meetings of the Commission. If neither of them is present, the members of the Commission shall choose one of their number to be the Chair by their ordinary resolution.
- 5.11. The meeting of the Commission shall be deemed quorate if at least half of the total number of members enjoying a right to vote are attending the meeting. When opening the meeting the Chair of the Commission shall decide whether the meeting is quorate. In the absence of quorum, the meeting shall be adjourned by the Chair and postponed to another date with the same agenda, or the issues to be discussed at such adjourned meeting shall be included into the agenda of the next scheduled meeting.
- 5.12. Each member of the Commission, inclusive of its Chair, shall have one vote. The members of the Commission may not delegate their votes to any other member of the Commission.
- 5.13. In the course of the meeting any information about members having interest in any agenda item must be disclosed and advised to the members of the Commission.
- 5.14. The Commission shall take decisions by a simple majority vote. The Chair of the meeting shall be entitled to a casting vote when votes are equally divided.
- 5.15. If the meeting of the Commission is held in absentia the members of the Commission shall receive voting ballots along with the pre-reads.
- 5.16. When filling in a voting ballot for an absentee vote (or sending a written opinion by those members who cannot attend the meeting) all voting options, except one ("for", "against" or "abstained") in each item put to vote must be crossed out. The filled in voting ballot must be signed with indication of the surname and initials of such Commission member and delivered to the specified address in the original copy or by fax with the original copy to be delivered later.
- 5.17. The resolutions of the Commission shall be reflected in the minutes, drafted by the Secretary of the Commission no later than 10 (ten) business days after the meeting. The Chair of the meeting and the Secretary of the Commission shall sign the minutes. The Chair shall be responsible for the accuracy of the minutes.
- 5.18. The minutes of the meetings shall state: the form, venue, date and time of the meeting (deadline for the filled in voting ballots submission), names of attendees, agenda of the meeting, items put to vote, draft resolutions, voting results, adopted resolutions, opinions in writing of the absent members, key points of delivered reports (optional), opinions and recommendations of invitees.

Based on the results of the meeting, Commission Secretary shall make up the key notes on the issues of the agenda to be delivered to the members of the Commission for the next Commission meeting in praesentia and to be signed by all the Commission's members that attended next meeting in praesentia.

An individual opinion of the Commission member having voted against the proposed resolution or of the member abstained from voting may be recorded in the minutes of the meeting if so requested.

- 5.19. Where the Commission provides recommendations on the agenda items to be further decided on at the meeting of the Supervisory Board of the Moscow Exchange, the reference to such recommendations must be made in the pre-reads for this item, submitted for the review by the Moscow Exchange Supervisory Board.
- 5.20. The Corporate Secretary of the Moscow Exchange shall ensure that minutes of meetings are duly kept. The minutes of the meetings of the Commission shall have a continuous numbering starting from the date of approval of the effective composition of the Commission till the date of approval of a new composition of the Commission by the Supervisory Board of the Moscow Exchange.
- 5.21. The copies of the meetings' minutes or abstracts thereof shall be forwarded by the Commission Secretary to persons, responsible for the implementation of the relevant Commission resolutions, members of the Commission, as well as to the members of the Moscow Exchange Supervisory Board and Moscow Exchange Group supervisory boards upon their written request, and to the Moscow Exchange structural units only if so sanctioned by the Chair of the Executive Board of the Moscow Exchange or the person authorised by him/her.
- 5.22. Commission members must refrain from actions, which will or may result in a conflict of interests between them and the Moscow Exchange. They must not disclose or otherwise use any confidential or insider information of the Moscow Exchange in their personal interests or in the interests of any third parties. To that end the Commission members must undertake a written confidentiality obligation.
- 5.23. By the decision of the Chair, the Commission may hold joint meetings with the Moscow Exchange Group companies' commissions (committees) preforming similar functions (hereinafter referred to as the "joint meetings"). The joint meetings shall be held in praesentia after the Commissions' Chairs agree on the issues to be discussed at the meeting, date, time and venue of the meeting.

The procedure for preparing and holding joint meetings will be similar to the procedures set by these Provisions.

5.24. The chairs of commissions (committees) concerned shall co-chair the joint meetings or take the chair by rotation.

The Secretary of the Supervisory Board of the Moscow Exchange shall act as the Secretary of the joint meeting.

5.25. The joint meeting shall be deemed duly held if it meets the quorum required by each commission (committee) bylaw. If case a commission (committee) is not quorate, the meeting shall only be deemed duly held for the quorate commission (committee). Members of the no quorum commission (committee) shall be entitled to a consultative vote, their opinion is not taken into account during voting and may be

included into the minutes if the members of the quorate commission (committee) decide so.

- 5.26. Voting on the agenda items at a joint meeting shall be separate for each commission (committee). Resolutions on the issues put to vote at each commission (committee) shall be deemed passed in accordance with the bylaws of each commission (committee). Resolution of the joint meeting shall be deemed passed if adopted by each commission (committee). If commissions (committees) adopt different decisions on the same issue, both proposed wordings will be recorded in the minutes of the joint meeting.
- 5.27. Following the results of joint meetings joint minutes must be taken subject to requirements of these Provisions.

Joint minutes shall be signed by the commissions' (committees) chairs and the Secretary of the joint meeting in two (2) copies for each commission (committee). Joint minutes shall be numbered. Their numbers shall include sequence numbers of the commissions' (committees) minutes.

5.28. At least quarterly, the Commission or the Chair of the Commission shall hold a meeting with a head of the Internal Audit Service of the Moscow Exchange with regard to the issues in the competence of the Internal Audit Service.

6. Concluding Provisions

6.1. Any issues that are not regulated by these Provisions shall be regulated by the Charter of the Moscow Exchange, the Provisions on the Supervisory Board of the Moscow Exchange, other bylaws of the Moscow Exchange and the applicable laws.