

**REPORT**  
**ON THE ACTIVITIES OF THE AUDIT COMMITTEE**  
**OF ELECTRORAZPREDELITELNI MREJI ZAPAD AD, UIC 130277958**  
**FOR THE PERIOD FROM 01 JANUARY 2021 TO 31 DECEMBER 2021**

Information from the annual activity reports of the audit committees of public interest entities provides information for implementation by the Commission for Public Oversight of Statutory Auditors (CPOSA) of its obligation under Regulation (EU) № 537/2014<sup>1</sup> and the Independent Financial Audit Act to carry out regular monitoring of the market of services for statutory financial audit of these enterprises and evaluating the performance of their audit committees.

The questions are separated in accordance with the functions of the audit committee according to the Independent Financial Audit Act. Only some of the general issues related to the identification of the main characteristics of the audited company and the audit committee are open-ended.

Some questions allow more than one answer, and this is explicitly stated on a case-by-case basis.

After each question there is an option for additional comment.

The reporting period covered by the report is the previous calendar year. This means that the questions apply to all actions of the audit committee, respectively of the registered auditor / company, performed during the period from 01 January to 31 December of the reporting year, regardless of the mandatory audit of the financial statement for which financial year it is. When the question concerns a condition at a given point in time, this means giving information as of December 31 of the reporting year (previous calendar year).

The matters cover the activities of the audit committee, including when the entity has ceased to be a public interest entity during the reporting year. Analogically this applies for the cases of a newly established or acquired enterprise during the reporting year.

In cases where there is a change in the composition (both within and after the end of the reporting year), this circumstance is stated in the field for comment on the question of qualification and experience of the members of the audit committee, and in the reply field shall be indicated the composition as of 31 December.

At the end of the report, the audit committee should express an opinion on the work of the registered auditor in relation to the mandatory financial audit commitment performed (closed) during the reporting year. The questions cover six areas that can be assessed on a 4-point scale.

The purpose of the reporting is to obtain the necessary information for the analysis of the market of the above services, as well as to identify the practical difficulties for the audit committees in performing their tasks. Information about the latter is also needed to improve the interaction between the management of the audited entity, its audit committee, external auditors and the CPOSA.

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<sup>1</sup> 1Regulation (EU) № 537/2014 of the European Parliament and of the Council of 16th April 2014 on specific requirements regarding the statutory audit of public-interest entities and repealing Commission Decision 2005/909 / EC - Art. 27, para. 1, p. "b".

Appendix № 1 to Minutes № 62 as of 2022 of the Audit Committee of Electrorazpreditelni mreji Zapad AD

The report on the activities of the audit committees is divided into 4 groups of questions:

Information about the public-interest entity and the audit committee.

General information on the composition of the audit committee according to Table.

Activities of the audit committee.

Information on the activity of the external auditor.

Evaluation of the work of the registered auditor in terms of fulfilment of the commitment for mandatory financial audit according to table.

The deadline for submitting the report is May 31 of the year following the reporting year.

**DEFINITIONS:**

1. **Formal meeting** - a meeting held by the audit committee for which a document certifying the date and place of the meeting, the participants, the topics discussed, and the decisions taken, where applicable, has been drawn up.

2. **Persons charged with general management** - a person charged with responsibility for exercising supervision over the strategic direction of development of the enterprise and with obligations related to the responsibility for its reporting, incl. supervision of the financial reporting process. Depending on the form of management of the enterprise in the two-tier system these are the persons from the supervisory board, and in the one-tier system these are the members of the board of directors without executive functions. The persons in charge of general management also include the members of the audit committee.

**CONFIDENTIALITY:** The data provided will be processed in complete confidentiality. The specific answers of the audit committees can be summarized and will not be disclosed or provided to third parties outside the legal requirements.

№	Question	Answer	Note	Comment
1	Name of the company and UIC.	"Electrorazpreditelni mreji Zapad" AD, UIC 130277958	Please indicate the full name, legal form and UIC of the company according to commercial registration.	On April 18, 2022, a decision was made by the Extraordinary General Meeting of the Company to change the name of the Company from CEZ Distribution Bulgaria AD to Electrorazpreditelni mreji Zapad AD. The change in the name of the Company was entered in the account of the Company in the Commercial Register at the Registry Agency on April 28, 2022.

Appendix № 1 to Minutes № 62 as of 2022 of the Audit Committee of Electrorazpredelitelni mreji Zapad AD

2	Address of management of the company.	<ul style="list-style-type: none"> <li>- Postal code - 1784</li> <li>- Location – Sofia city</li> <li>- Telephone - +359 892 270 646</li> <li>- e-mail - ok@ermzapad.bg</li> </ul>	<p><i>Please indicate the postal code, location, telephone and business contact e-mail (if possible, to a person from management).</i></p>	
3	Category of the company of public interest according to par. 1, art. 22 of the Accounting Act;	<ul style="list-style-type: none"> <li>- <b><u>a company whose transferable securities are admitted to trading on a regulated market in a Member State of the European Union.</u></b> <ul style="list-style-type: none"> <li>- credit institution;</li> <li>- insurer and/or reinsurer.</li> <li>- pension insurance company and the funds managed by it;</li> <li>- investment intermediary, which is a large enterprise according to the Accounting Act.</li> </ul> </li> <li>- collective investment scheme and / or a management company within the meaning of the Law on the Activity of Collective Investment Schemes and Other collective investment enterprises, which is a large enterprise according to the Accounting Act;</li> <li>- financial institution within the meaning of the Credit Institutions Act, which is a large enterprise according to the Accounting Act;</li> <li>- "Holding Bulgarian State Railways "- EAD, or its subsidiary; or National Company" Railway Infrastructure ";</li> <li>- a company whose principal activity is to produce and / or transport, and / or sell electricity and / or heat energy and which is a large enterprise according to the Accounting Act;</li> </ul>	<p><i>Please indicate in which category the company falls for the reporting year.</i></p>	

Appendix № 1 to Minutes № 62 as of 2022 of the Audit Committee of Electrorazpreditelni mreži Zapad AD

		<ul style="list-style-type: none"> <li>– a company whose main activity is to import and / or transport and / or distribute and / or transit natural gas and which is a large enterprise according to the Accounting Act;</li> <li>– Water supply and sewerage operator within the meaning of Art. 2, para. 1 of the Law for regulation of the water supply and sewerage services, which is medium or large enterprise according to the Accounting Act.</li> </ul>		
4	<p>If the securities of the company are admitted to trading on BSE-Sofia AD or on a regulated market of an EU Member State, please indicate the economic sector to which the main subject of activity of the enterprise.</p>	<ul style="list-style-type: none"> <li>– agriculture, forestry and fisheries;</li> <li>– mining industry;</li> <li>– manufacturing industry;</li> <li>– <b><u>production and distribution of electricity and heat and gaseous fuels</u></b></li> <li>– water supply; sewerage, waste management and remediation activities</li> <li>– construction;</li> <li>– trade; repair of motor vehicles and motorcycles;</li> <li>– transport, warehousing and post services.</li> <li>– hotel and restaurant business;</li> <li>– creation and dissemination of information and creative products; telecommunications;</li> <li>– financial and insurance activities;</li> <li>– real estate transactions;</li> <li>– professional activities and research;</li> <li>– administrative and support service activities;</li> <li>– other activities.</li> <li>– not applicable.</li> </ul>	<p><i>Please indicate in which category the main subject of activity of the enterprise falls (more than one answer is possible).</i></p>	

Appendix № 1 to Minutes № 62 as of 2022 of the Audit Committee of Electrorazpredelitelni mreji Zapad AD

5	Contact details with the chairman of the audit committee.	<ul style="list-style-type: none"> <li>- telephone: + 359 897 880 844.</li> <li>- e-mail: <a href="mailto:a.rizov@stgeorgeschool.eu">a.rizov@stgeorgeschool.eu</a></li> </ul>	The Chairman of the Audit Committee of Electrorazpredelitelni mreji Zapad AD (the "AC") is Mr. Anton Rizov.	
6	Category of the enterprise according to its size according to the Accounting Act.	<ul style="list-style-type: none"> <li>- micro (book value of assets up to BGN 700 thousand, net sales revenues up to BGN 1.4 million, average number of employees up to 10 people)</li> <li>- small (book value of assets up to BGN 8 million, net sales revenues up to BGN 16 million, average number of employees up to 50 people)</li> <li>- average (book value of assets up to BGN 38 million, net sales revenues up to BGN 76 million, average number of employees up to 250 people)</li> <li>- <b><u>large (book value of assets over BGN 38 million, net sales revenues over BGN 76 million, average number of employees over 250 people)</u></b></li> </ul>	<p><i>Please in determining category to keep in mind that in order to categorize an enterprise as micro, small, medium or large, it is necessary as of December 31 of the reporting year to correspond to individual base of the values of two of the following three criteria - book value of assets, net sales revenues, average number of staff.</i></p>	
7	Status of the enterprise as of December 31 of the reporting year.	<ul style="list-style-type: none"> <li>- newly established;</li> <li>- <b><u>acting</u></b>;</li> <li>- does not carry out any activity;</li> <li>- acquired the quality of a company of public interest during the period;</li> <li>- lost the quality of an enterprise of public interest during the period; with a revoked license from the respective regulatory body;</li> <li>- in insolvency;</li> <li>- in liquidation;</li> <li>- converted;</li> <li>- other.</li> </ul>	<p><i>Please indicate the answers, which best describe the status of the enterprise within the reporting period (more than one answer is possible).</i></p> <p><i>If the answer is "other", please clarify in the comments box.</i></p>	

Appendix № 1 to Minutes № 62 as of 2022 of the Audit Committee of Electrorazpreditelni mreži Zapad AD

8	Qualification and experience of the audit committee.	<p><b>Please fill in</b></p> <p><b>Appendix № 1</b></p>	<p><i>In the column "Name, surname, family ", please indicate the names of the members and the chairperson of the audit committee as of 31 December of the reporting year (it is possible to add new lines if the composition is more than three persons).</i></p> <p><i>If there was a change in the composition during the reporting year, please indicate in the comments field what the changes are.</i></p>	<p>As of January 1, 2021, the Audit Committee of the Company consists of the following members: David Machač, Jaroslav Malsa and Vaclav Job.</p> <p>With a decision of the General Meeting of Shareholders from 22.06.2021, in force from 27.07.2021. the following changes were made in the composition of the Audit Committee of the company:</p> <ul style="list-style-type: none"> <li>- dismissal as members of the Audit Committee of the Society of David Machač, Jaroslav Malsa and Vaclav Job, and</li> <li>- appointment of the following persons as members of the Audit Committee of the Company: Anton Jivkov Rizov, Venelin Aleksandrov Kolutsov and Kalin Valentinov Kanev.</li> </ul> <p>As of December 31, 2021, the Audit Committee of the Company consists of the following members: Anton Jivkov Rizov, Venelin Aleksandrov Kolutsov and Kalin Valentinov Kanev.</p> <p>Anton Rizov has a university degree in economics - a master's degree in "Accounting and Control" from the University of National and World Economy, Sofia.</p> <p>Venelin Kolutsov has a university degree in economics.</p> <ul style="list-style-type: none"> <li>- Bachelor's degree in Accounting and Finance and Business Administration from Texas Christian University in the United States.</li> </ul> <p>Kalin Kanev has a university degree in economics - a master's degree in "Accounting and Control" from the University of National and World Economy, Sofia</p>
9	Number of meetings of the audit committee during the reporting year.	<p>- 1</p> <p>- 2</p> <p>- 3</p> <p><b>more than 3</b></p>	<p><i>Please select one of the possible answers.</i></p>	<p>the reported period the AC has held sessions through attendance meetings or has taken resolutions <i>in-absentio</i>.</p> <p>In the referred period the AC held 5 sessions in total.</p>

Appendix № 1 to Minutes № 62 as of 2022 of the Audit Committee of Electrorazpredelitelni mreji Zapad AD

10	How many times during the reporting year did the audit committee meet with management and the persons charged with governance?	<ul style="list-style-type: none"> <li>- 0</li> <li>- <u>1</u></li> <li>- 2</li> <li>- 3</li> <li>more than 3</li> </ul>	<p><i>Please select one of the possible answers. The question refers to formal meetings, incl. In-absentio through conference calls.</i></p>	<p>The AC is in an uninterrupted communication with the management and with persons charged with governance. During the reported period were held several informal meetings between the AC, the management and the persons charged with governance.</p> <p>Except for meetings there were held telephone and video conference calls and was exchanged written correspondence.</p> <p>Meetings related to the completion of the audit for the year 2021 were held also after the end date of the reported period.</p>
11	How many times during the reporting year did the audit committee meet with the statutory auditor / auditor company?	<ul style="list-style-type: none"> <li>- 0</li> <li>- <u>1</u></li> <li>- 2</li> <li>- 3</li> <li>- more than 3</li> </ul>	<p><i>Please select one of the possible answers. The question refers to formal meetings, incl. In-absentio through conference calls.</i></p>	<p>“The AC had 1 formal meeting and 2 informal meetings with the audit firm. On top of the meetings held, there have been telephone and video conference calls and written correspondence. Informal meetings related to the completion of the audit for the year 2021 were held also after the end date of the reported period.”</p>
12	Is the audit committee aware of the results of the last quality control inspection of the activity of the registered auditor / auditor’s company made by CPOSA or ICPA?	<ul style="list-style-type: none"> <li>- <u>yes</u></li> <li>- no</li> </ul>	<p><i>Please select one of the possible answers.</i></p>	

Appendix № 1 to Minutes № 62 as of 2022 of the Audit Committee of Electrorazpredelitelni mreži Zapad AD

13a	Has the audit committee discussed with the registered auditor / auditor's company the strategy and the plan for carrying out of the completed audit engagement for the previous year?	no - <u>yes</u>	<i>Please select one of the possible answers.</i>	In 2020 the AC discussed with audit firm AFA OOD the strategy and the plan for the performance of the completed audit engagement for the previous year. Key matters arising from the statutory audit were considered.
13b	Has the audit committee discussed with the registered auditor / auditor's company the strategy and plan for carrying out the audit engagement of the financial statements for the last year (the reporting year for the activity of audit committee)?	no - <u>yes</u>	<i>Please select one of the possible answers.</i>	In 2021 the AC discussed with audit firm Grant Thornton OOD the strategy and the plan for the performance of the completed audit engagement for the last reported year (the reported year for the activity of the AC). Key matters arising from the statutory audit were considered.
14	Has the audit committee discussed with the registered auditor / auditor's company issues regarding the ongoing performance of the audit?	no - <u>yes</u>	<i>Please select one of the possible answers.</i>	The AC discussed with audit firm Grant Thornton OOD the ongoing performance of the audit, as well as the key matters arising from the statutory audit were considered.
15a	Has the audit committee discussed with the registered auditor / auditor's company key audit issues for the completed audit engagement for the previous year?	no - <u>yes</u>	<i>Please select one of the possible answers.</i>	The AC discussed with audit firm AFA OOD the key matters related to the completed audit engagement for the previous year.
15b	Has the audit committee discussed with the registered auditor / auditor's company key audit issues for the audit engagement of the financial statements for the last year (the reporting year for the activity of audit committee)?	no - <u>yes</u>	<i>Please select one of the possible answers.</i>	The AC discussed with audit firm Grant Thornton OOD the key matters arising from the statutory audit of the financial statements for the last reported year.
16	Did the external auditor present additional report to the audit committee according to art. 60 IFAA?	- <u>yes</u> - no	<i>Please select one of the possible answers.</i>	The external auditor submitted two additional reports to the audit committee according to Art. 60 of the LFIA in connection with the audit engagement for the individual annual financial statements



Appendix № 1 to Minutes № 62 as of 2022 of the Audit Committee of Electrorazpredelitelni mreži Zapad AD

				and for the consolidated annual financial statements of the company, which ended during the reporting year. Both reports were reviewed and adopted in absentia by the AC.
17	Has the audit committee discussed with the registered auditor / auditor's company issues from the additional report to the audit committee according to art. 60 IFAA?	<ul style="list-style-type: none"> <li>- <b>yes</b></li> <li>- no</li> </ul>	<i>Please select one of the possible answers.</i>	
18	Has the Audit Committee taken actions (recommendations) for implementation of the recommendations given by the auditor with the additional report under Art. 60 IFAA?	<ul style="list-style-type: none"> <li>- <b><u>there are no recommendations.</u></b></li> <li>- there are recommendations and actions have been taken by the audit committee and management.</li> <li>- there are recommendations and actions have been taken by the audit committee but not by management;</li> <li>- There are recommendations, but no action has been taken by either the audit committee or the management.</li> </ul>	<i>Please select one of the possible answers.</i>	
19	During the reporting year, who performed the procedure for selection of a registered auditor / auditor's company?	<ul style="list-style-type: none"> <li>- the audit committee;</li> <li>- <b><u>appointment commission by the company;</u></b></li> <li>- the management;</li> <li>- no selection / appointment of a</li> </ul>	<i>Please select one of the</i>	The pre-selection procedure for the appointment of a registered auditor was performed by a public competition type procedure for awarding of a public procurement under Art. 18, Para. 2, Item 12 of the PPA.

Appendix № 1 to Minutes № 62 as of 2022 of the Audit Committee of Electrorazpredelitelni mreži Zapad AD

		<p>registered auditor / audit company has been performed</p> <ul style="list-style-type: none"> <li>– renewed engagement with the auditor from the previous year;</li> <li>– selection made by the audit committee, but another statutory auditor is appointed by the general meeting of shareholders / partners;</li> <li>– other.</li> </ul>	<p><i>possible answers. If the answer is "other", please clarify in the comments box.</i></p>	
20	<p>How many offers were submitted for participation in the selection procedure of an independent auditor/auditor's company in the reported year?</p>	<ul style="list-style-type: none"> <li>– 0</li> <li>– 1</li> <li>– 2</li> <li>– <u>3</u></li> <li>– more than 3</li> </ul>	<p><i>Please select one of the possible answers.</i></p>	<p>The pre-selection procedure for the appointment of a registered auditor was performed by a public competition type procedure for awarding of a public procurement under Art. 18, Para. 2, Item 12 of the PPA.</p>
21	<p>Who made the recommendation for the appointment of the registered auditor/auditor's company in the reported period?</p>	<ul style="list-style-type: none"> <li>– <b>the audit committee;</b></li> <li>– appointment commission by the company;</li> <li>– the management;</li> <li>– no recommendation for registered auditor / auditor's company has been done;</li> <li>– other</li> </ul>	<p><i>Please select one of the possible answers. If the answer is "other", please clarify in the comments box.</i></p>	<p>The Audit Committee has acknowledged: (a) the minutes of the commission appointed in the procedure to carry out the ranking of the candidates; and (b). the proposal of the management body to appoint a contractor, and took them into consideration when preparing the recommendation.</p>
22	<p>How many registered auditors/auditor's companies did the AC indicate in its recommendation to the appointing authority during the selection procedure?</p>	<ul style="list-style-type: none"> <li>– 0</li> <li>– 1</li> <li>– <u>2</u></li> <li>– more than 2</li> </ul>	<p><i>Please note that unless the recommendation of the audit committee was related to the renewal of an audit engagement, it shall be grounded and</i></p>	<p><i>contain at least two options for selection of an auditor, as the audit committee shall express its duly grounded preference to one of them. If the answer is different than "Two", please specify in the comment box the reas</i></p>

Appendix № 1 to Minutes № 62 as of 2022 of the Audit Committee of Electrorazpredelitelni mreži Zapad AD

23	Did the appointing authority appoint the auditor, for which the AC expressed its duly grounded preference?	<ul style="list-style-type: none"> <li>- <b>yes</b></li> <li>- no</li> </ul>	<p><i>If the answer is "No", please specify in the comment box the reasons.</i></p>	
24	Information about the statutory auditor/auditor's company selected in the reported year.	<ul style="list-style-type: none"> <li>- type:</li> <li>- a) individual practice</li> <li>- <b>b) auditor's company</b></li> <li>- name: <b>Grant Thornton OOD</b></li> </ul> <p>registration number of the registry under Art. 20 of the IFAA: <b>032</b>.</p> <ul style="list-style-type: none"> <li>- type (in case of joint audit):</li> <li>- a) individual practice</li> <li>- b) auditor's company</li> <li>- name (in case of joint audit):</li> </ul>	<p><i>Please provide the name and the registration number of the auditor.</i></p>	
25	When was selected the registered auditor and since when did he perform without interruption the mandatory financial audit at the company?	<ul style="list-style-type: none"> <li>- <b>from 2021</b></li> <li>- from 2020</li> <li>- from 2019</li> <li>- from 2017</li> <li>- from 2016</li> <li>- from 2015</li> <li>- from 2014</li> <li>- another year</li> <li>- from 2021 (in case of joint audit)</li> <li>- from 2020 (in case of joint audit)</li> <li>- from 2019 (in case of joint audit)</li> <li>- from 2017 (in case of joint audit)</li> <li>- from 2016 (in case of joint audit)</li> <li>- from 2015 (in case of joint audit)</li> <li>- from 2014 (in case of joint audit)</li> <li>- from another year (in case of joint audit)</li> </ul>	<p><i>Please indicate the year when the auditor/the audit firm was selected for the first time (note - only for consecutive previous years related to the current auditor). If the answer is "other year", please specify in the comment box.</i></p>	

Appendix № 1 to Minutes № 62 as of 2022 of the Audit Committee of Electrorazpredelitelni mreji Zapad AD

26	<p>What is the duration of the term of office of the current registered auditor/ audit firm appointed in the reported year?</p>	<ul style="list-style-type: none"> <li>- <b><u>1 year</u></b></li> <li>- 2 years</li> <li>- 3 years</li> <li>- 4 years</li> <li>- 5 years</li> <li>- 6 years</li> <li>- 7 years</li> <li>- more than 7 years</li>   <li>- 1 year (in case of joint audit)</li> <li>- 2 years (in case of joint audit)</li> <li>- 3 years (in case of joint audit)</li> <li>- 4 years (in case of joint audit)</li> <li>- 5 years (in case of joint audit)</li> <li>- 6 years (in case of joint audit)</li> <li>- 7 years (in case of joint audit)</li> <li>- more than 7 (in case of joint audit)</li> </ul>	<p><i>Please indicate the number of the years for which was selected the auditor in accordance with the decision of the General Meeting of the Shareholders/Partners. If the answer is "More than 7", please indicate the exact number in the comment box.</i></p>	
27	<p>For which consecutive year are the functions of a responsible auditor in relation to the engagement for audit of the financial statements for the <u>previous year</u> (the reported year for the activities of the audit committee) performed by the same auditor?</p>	<ul style="list-style-type: none"> <li>- <b><u>1</u></b></li> <li>- 2</li> <li>- 3</li> <li>- 4</li> <li>- 5</li> <li>- 6</li> <li>- 7</li>   <li>- more than 7</li>   <li>- 1 year (in case of joint audit)</li> <li>- 2 years (in case of joint audit)</li> <li>- 3 years (in case of joint audit)</li> <li>- 4 years (in case of joint audit)</li> <li>- 5 years (in case of joint audit)</li> <li>- 6 years (in case of joint audit)</li> <li>- 7 years (in case of joint audit)</li> </ul>	<p><i>Please indicate the number of the years during which the responsible auditor for the engagement in the reported year performed without interruption the statutory financial audit engagements.</i></p>	<p>The name of the current responsible auditor is Zornitsa Dzhambazka.</p>

Appendix № 1 to Minutes № 62 as of 2022 of the Audit Committee of Electrorazpredelitelni mreži Zapad AD

		– more than 7 (in case of joint audit)		
28	Did the audit committee use the opportunity to extend the mandate of the current registered auditor/audit firm without conduction of a new selection procedure?	– yes – <b><u>no</u></b>	<i>Please note that these are actions related to the matter only within the reported year.</i>	The auditor, which performed the independent financial audit of the Financial Statements of the company for the reported period was appointed by a resolution of the GMoS held on 29 December 2021 after procedure for awarding of a public procurement under Art. 18, Para. 2, Item 12 of the PPA and recommendation by the Audit Committee of the Company.
29	Has the AC denied during the reported year a request for the approval of additional services by the registered auditor/ audit firm?	– yes – <b><u>no</u></b>	<i>Please select one of the possible answers. If the answer is "Yes", please specify the reasons in the comment box.</i>	
30	Did the audit committee establish any threats for the impartiality and independence of the independent auditor?	– yes – <b><u>no</u></b>	<i>Please select one of the possible answers. If the answer is "Yes", please specify in the comment box what threats have been established.</i>	

Appendix № 1 to Minutes № 62 as of 2022 of the Audit Committee of Electrorazpredelitelni mreži Zapad AD

31	<p>What are the reasons for the established threats for the independence during the reported year, if applicable?</p>	<ul style="list-style-type: none"> <li>- for three or more consecutive financial years the statutory auditor provided the audited company, its subsidiaries, the parent enterprise with additional services, the total amount of the remuneration for these services exceeds 70% of the average amount of the remuneration for mandatory financial audit for the last three or more consecutive financial years             <ul style="list-style-type: none"> <li>- the total amount of the remuneration, paid by the public enterprise in the last three consecutive financial years exceeds 15% of the total amount of the remuneration received by the registered auditor or the auditor of the group</li> </ul> </li> <li>- threat related to personal interest (the threat that a financial or other interest would wrongfully influence the assessment or the conduct of the registered auditor             <ul style="list-style-type: none"> <li>- threat of revision of its own work (the threat that the registered auditor would not assess correctly the consequences of the previous assessment or the activity or the service performed by him or another person within the audit firm on which he relies when making his assessment as a part of the mandatory financial audit)</li> <li>- threat of intercession (the threat that the registered auditor would support the position of the management of the audited enterprise to the extent when its objectivity will be questionable)</li> <li>- threat of familiarity (the threat that because of the prolonged or close relationship with the management of the audited company</li> </ul> </li> </ul>	<p><i>Please select one of the possible answers. If the answer is "Other" or "Not applicable", please specify in the comment box.</i></p>	<p>The AC did not establish any threats for the impartiality and independence of the independent auditor.</p>
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Appendix № 1 to Minutes № 62 as of 2022 of the Audit Committee of Electrorazpredelitelni mreži Zapad AD

		<p>the registered auditor would be too sympathetic about its interests and too tolerant of its work)</p> <ul style="list-style-type: none"> <li>- threat of intimidation (the threat that the registered auditor would be prevented from acting objectively because of actual or perceived pressure, including attempts to wrongfully influence on the registered auditor)</li> <li>- other</li> <li>- <b>not applicable</b></li> </ul>		
32	<p>Did the audit committee recommend any precautionary measures in order to limit the threats for the independence and the impartiality of the external auditor – pursuant to Art. 66 of the IFAA or the requirements of the Code of Ethics for Professional Accountants?</p>	<ul style="list-style-type: none"> <li>- yes</li> <li>- no</li> <li>- <b>not applicable</b></li> </ul>	<p><i>Please select one of the possible answers. If the answer is "Not applicable", please specify in the comment box.</i></p>	<p>The AC did not establish any threats for the impartiality and independence of the independent auditor</p>
33	<p>In case that any threats for the independence and the impartiality of the auditor have been established, what precautionary measures have been recommended by the audit committee in order of their limitation or elimination?</p>	<ul style="list-style-type: none"> <li>- use of an external registered auditor recommended by the audit committee for quality review before issuing of the audit report</li> <li>- termination of the auditors mandate</li> <li>- other</li> <li>- <b>not applicable</b></li> </ul>	<p><i>Please select one of the possible answers. If the answer is "Other", please specify in the comment box.</i></p>	<p>The AC did not establish any threats for the impartiality and independence of the independent auditor.</p>
34	<p>Is there any refusal by the external auditor during the reported year to perform the accepted engagement for the independent financial audit?</p>	<ul style="list-style-type: none"> <li>- yes</li> <li>- <b>no</b></li> </ul>	<p><i>Please select one of the possible answers. If the answer is "Yes", please specify in the comment box.</i></p>	

Appendix № 1 to Minutes № 62 as of 2022 of the Audit Committee of Electrorazpreditelni mreži Zapad AD

35	<p>Has the audit committee made any recommendations to the management for the improvement of the financial reporting system at the company?</p>	<p>- yes - <b><u>no</u></b></p>	<p><i>Please select one of the possible answers. If the answer is "Yes" please specify in the comment box.</i></p>	<p>In the reported period, the AC performed its functions to monitor the financial reporting processes, in the course of which were held discussions on their effectiveness. The monitoring made by the AC regarding the present status of the financial reporting was made on the basis of reports and discussions as well as on the basis of documents provided by the company, including the financial statements and policies. The AC did not establish significant omissions, which would require the preparation of specific recommendations and proposals with view of improving the process.</p>
36	<p>Has the audit committee made any recommendations to the management for the improvement of the internal control and risk management systems at the company?</p>	<p>- yes - <b><u>no</u></b></p>	<p><i>Please select one of the possible answers. If the answer is "Yes" please specify in the comment box.</i></p>	<p>In the course of performance of its functions for monitoring the effectiveness of the internal control and risk management systems of the company, matters relating to the possible optimization of the processes have been discussed. The monitoring made by the AC regarding the present status of the internal control and</p>



Appendix № 1 to Minutes № 62 as of 2022 of the Audit Committee of Electrorazpredelitelni mreži Zapad AD

				<p>risk management systems was made on the basis of reports and discussions and on the basis of documents provided by the company. The AC did not establish significant omissions, which would require the preparation of official recommendations.</p>
37	<p>Has the audit committee made any recommendations to the management for the improvement of the internal audit activity at the company?</p>	<ul style="list-style-type: none"> <li>- yes</li> <li>- <b>no</b></li> <li>- not applicable</li> </ul>	<p><i>Please select one of the possible answers. If the answers are "Yes" or "Not applicable", please specify in the comment box.</i></p>	<p>The monitoring made by the AC regarding the present status of the internal audit was made on the basis of reports and discussions as well as on the basis of documents provided by the company, including annual audit plans. At the sessions held, a report of the Head of the specialized Internal Audit unit was presented, the AC was informed about the annual audit plan, the audit and follow-up audit engagements held, their scope, their results as well as the material findings made by the internal auditors and measures taken by the Management Board. Information on the manner of implementation of the Policy for signals and irregularities in the Company</p>

Appendix № 1 to Minutes № 62 as of 2022 of the Audit Committee of Electrorazpredelitelni mreži Zapad AD

			and on the current internal rules of the specialized unit for internal audit was presented to the AC. In the course of performance of its functions for monitoring the effectiveness of the internal audit processes, no need for preparation of recommendations for improving the monitored activity was established.
38	Main difficulties of the audit committee in performing of its functions.	<ul style="list-style-type: none"> <li>– communication with the management and the persons charged with general management of the company</li> <li>– communication with the auditor</li> <li>– insufficient methodological instructions and guidelines related to the work of the auditor</li> <li>– other</li> <li>– <b>none</b></li> </ul>	<p><i>Please select one of the possible answers. If the answer is “Other”, please specify in the comment box (more than one answer is possible).</i></p>
39	Were there any disagreements between the audit committee and the registered auditor on the indicated information by the auditor in the audit report?	<ul style="list-style-type: none"> <li>– yes</li> <li>– <b>no</b></li> </ul>	<p><i>Please select one of the possible answers. If the answer is “Yes”, please specify in the comment box.</i></p>
40	Please indicate the elements on which there was a disagreement, if applicable.	<ul style="list-style-type: none"> <li>– key audit matters</li> <li>– paragraph to pay attention</li> <li>– expressed opinion</li> <li>– basis for expression of opinion</li> <li>– statement on the principle “active company”</li> <li>– other</li> <li>– <b>not applicable</b></li> </ul>	<p><i>Please select one of the possible answers and specify in the comment box.</i></p>

Appendix № 1 to Minutes № 62 as of 2022 of the Audit Committee of Electrorazpredelitelni mreji Zapad AD

**Chairman of the Audit Committee of Electrorazpredelitelni mreji Zapad AD:**



~~Anton Rizov~~

Подписът е положен, но е заличен на основание чл. 5, ал. 1 от Регламент (ЕС) 2016/679/ The signature was placed, but removed on the grounds of Art.5, Para. 1 of Regulation (EU) 2016/679.

Appendix № 1 to Minutes № 62 as of 2022 of the Audit Committee of Electrorazpreditelni mreži Zapad AD

APPENDIX № 1 (it is possible to add new rows, if the composition includes more than three persons):

№ by order	Composition of the audit committee	Qualification and experience				How many years has he been chairman/member of the audit committee?
		First name, Middle name, Last name	How many years of experience in the field of accounting and/or audit?	Is he an external to and independent form the company (Yes/ No)?	Is he an internal for the company (Yes/No)?	
1	Chairman	Anton Jivkov Rizov	– 0 – 1 – 2 – 3 – 4 – 5 – <b>more than 5</b>	Yes	No	- <b>as of the reported year</b> - earlier
2	Member 1	Kalin Valentinov Kanev	– 0 – 1 – 2 – 3 – 4 – 5 – <b>more than 5</b>	Yes	No	- <b>as of the reported year</b> - earlier
3	Member 2	Venelin Aleksandrov Kolutsov	– 0 – 1 – 2 – 3 – 4 – 5 – <b>more than 5</b>	No	Yes	- <b>as of the reported year</b> - earlier
...	...	...	...	...	...	...

Appendix № 1 to Minutes № 62 as of 2022 of the Audit Committee of Electrorazpreditelni mreži Zapad AD

Comment box	<p>As of January 1, 2021, the Audit Committee of the Company consists of the following members: David Machač, Jaroslav Malsa and Vaclav Job.</p> <p>With a decision of the General Meeting of Shareholders from 22.06.2021, in force from 27.07.2021. the following changes were made in the composition of the Audit Committee of the company:</p> <ul style="list-style-type: none"> <li>- dismissal as members of the Audit Committee of the Society of David Machač, Jaroslav Malsa and Vaclav Job, and</li> <li>- appointment of the following persons as members of the Audit Committee of the Company: Anton Jivkov Rizov, Venelin Aleksandrov Kolutsov and Kalin Valentinov Kanev.</li> </ul> <p>As of December 31, 2021, the Audit Committee of the Company consists of the following members: Anton Jivkov Rizov, Venelin Aleksandrov Kolutsov and Kalin Valentinov Kanev.</p> <p>Anton Rizov has a university degree in economics - a master's degree in "Accounting and Control" from the University of National and World Economy, Sofia.</p> <p>Venelin Kolutsov has a university degree in economics. - Bachelor's degree in Accounting and Finance and Business Administration from Texas Christian University in the United States.</p> <p>Kalin Kanev has a university degree in economics - a master's degree in "Accounting and Control" from the University of National and World Economy, Sofia</p>					

**ПРОТОКОЛ №. 62**

от

**НЕПРИСЪСТВЕНО РЕШЕНИЕ НА**

**Одитния комитет на**

**„Електроразпределителни мрежи Запад” АД**

Настоящото решение на Одитния комитет на “Електроразпределителни мрежи Запад” АД, акционерно дружество, учредено и съществуващо съгласно законите на Република България, със седалище и адрес на управление: гр. София 1784, район Младост, бул. „Цариградско шосе” № 159, БенчМарк Бизнес Център, вписано в Търговския регистър при Агенция по вписванията под ЕИК 130277958 (наричано по-долу “Дружеството”), се приема неприсъствено на основание член 14, алинея 6 от Процедурните правила на Одитния комитет.

**КАТО ВЗЕ ПРЕДВИД СЛЕДНОТО:**

(А) На основание чл. 108, ал. 1, т. 8 от Закона за независимия финансов одит („ЗНФО“) и чл. 2 от Статута Одитният комитет е длъжен да отчита дейността си пред Общото събрание на Дружеството, в качеството му на орган по назначаване;

(Б) На основание чл. 108, ал. 1, т. 9 от ЗНФО и чл. 17 от Статута Одитният комитет има задължението да изготви и чрез своя председател да представи на Комисията за надзор над регистрираните одитори („КПНРО“) своя годишен доклад за дейността в срок до 31 май на съответната година, следваща отчетния период.

Одитният комитет на Дружеството взе следните

**РЕШЕНИЯ:**

1. Одитният комитет, на основание член 108, ал. 1, т. 8 от ЗНФО и чл. 2 от Статута, одобрява приложения Годишния доклад за дейността на Одитния комитет за 2021 г. (Приложение № 1) и взема решение да го представи на редовното годишно Общо събрание на Дружеството.

2. Одитният комитет, на основание член 108, ал. 1, т. 9 от ЗНФО и чл. 17 от Статута одобрява Годишния доклад за дейността на Одитния комитет за 2021 г., изложен в Приложение № 2 към настоящото

**MINUTES No. 62**

of

**IN ABSENTIO DECISION OF THE**

**Audit Committee of**

**Electrorazpredelitelni mreji Zapad AD**

The present resolution of the Audit Committee of Electrorazpredelitelni mreji Zapad AD AD, a joint-stock company organised and existing under the laws of the Republic of Bulgaria, having its seat and registered address at Sofia 1784, Mladost Region, 159 Tsarigradsko Shosse Blvd., BenchMark Business Centre, registered with the Commercial Register at the Registry Agency under Unified Identification Code 130277958 (hereinafter referred to as the “Company”), has been passed in absentio, pursuant to Article 14, Para. 6 of the Rules of Procedure of the Audit Committee.

**TAKING INTO CONSIDERATION THAT:**

(A) On the grounds of Art. 108, Par. 1, item 8 of the Independent Financial Audit Act (“IFAA”) and Art. 2 of its Statutes the Audit Committee is obligated to report on its activities before the General Meeting of the Company, in its capacity of an appointing body;

(B) On the grounds of Art. 108, Par. 1, item 9 of the IFAA and Art. 17 of its Statutes the Audit Committee has the obligation to prepare and through its Chairman to submit to the Commission for Public Oversight of Statutory Auditors (“CPOSA”) its Annual Report on the Activities by 31<sup>st</sup> May of the respective year, following the reported period.

The Audit Committee of the Company has

**RESOLVED AS FOLLOWS:**

1. The Audit Committee, acting pursuant to Art. 108, Par. 1, item 8 of the IFAA and Art. 2 of the Statutes, approves the attached Annual Report on the Activities of the Audit Committee for the year 2021 (Appendix № 1) and takes decision to submit it to the regular annual General Meeting of the Company.

2. The Audit Committee, acting pursuant to Art. 108, Par. 1, item 9 of the IFAA and Art. 17 of the Statutes approves the Annual Report on the Activities of the Audit Committee for the year 2021, attached as

неприсъствено решение, изготвен съгласно образца, утвърден с Наредба № 2 от 7 юли 2020 г. за формата и съдържанието на годишните доклади за дейността на одитните комитети на предприятията от обществен интерес, обнародвана в Държавен вестник бр. 74/21.08.2020 г., издадена от КПНРО и възлага на своя председател г-н Антон Ризов да го представи на КПНРО, в срок до 31.05.2022 г.

Настоящият протокол е изготвен на български и на английски език в 3 еднообразни екземпляра, всеки от които е подписан от съответния член на Одитния комитет, които събрани заедно се считат за един и същи документ. При противоречия между българския и английския текст, българският текст има предимство.

Appendix № 2 to the present in-absentio decision, prepared pursuant to the template, approved by means of Ordinance № 2 as of 7th July 2020 for the form and content of the annual reports on the activities of the audit committees in public interest companies, promulgated in State Gazette issue 74 as of 21st August 2020, issued by the CPOSA and assigns to its Chairman Mr. Anton Rizov to submit it to the CPOSA up to 31<sup>st</sup> May 2022.

These minutes are drafted in Bulgarian and in English language in 3 counterparts, each signed by the respective member of the Audit Committee, which taken together constitute one and the same document. In the event of discrepancies between the Bulgarian and the English version, the Bulgarian text shall prevail.

**Дата / Date: 19.05.2022**

Подписът е положен, но е заличен на основание чл. 5, ал. 1 от Регламент (ЕС) 2016/679/ The signature was placed, but removed on the grounds of Art.5, Para. 1 of Regulation (EU) 2016/679.

**Антон Ризов / Anton Rizov**

Председател на Одитния комитет / Chairman of the Audit Committee

**ПРОТОКОЛ No. 62**

от

**НЕПРИСЪСТВЕНО РЕШЕНИЕ НА**

**Одитния комитет на**

**„Електроразпределителни мрежи Запад” АД**

Настоящото решение на Одитния комитет на “Електроразпределителни мрежи Запад” АД, акционерно дружество, учредено и съществуващо съгласно законите на Република България, със седалище и адрес на управление: гр. София 1784, район Младост, бул. „Цариградско шосе” № 159, БенчМарк Бизнес Център, вписано в Търговския регистър при Агенция по вписванията под ЕИК 130277958 (наричано по-долу “Дружеството”), се приема неприсъствено на основание член 14, алинея 6 от Процедурните правила на Одитния комитет.

**КАТО ВЗЕ ПРЕДВИД СЛЕДНОТО:**

(А) На основание чл. 108, ал. 1, т. 8 от Закона за независимия финансов одит („ЗНФО“) и чл. 2 от Статута Одитният комитет е длъжен да отчита дейността си пред Общото събрание на Дружеството, в качеството му на орган по назначаване;

(Б) На основание чл. 108, ал. 1, т. 9 от ЗНФО и чл. 17 от Статута Одитният комитет има задължението да изготви и чрез своя председател да представи на Комисията за надзор над регистрираните одитори („КПНРО“) своя годишен доклад за дейността в срок до 31 май на съответната година, следваща отчетния период.

Одитният комитет на Дружеството взе следните

**РЕШЕНИЯ:**

1. Одитният комитет, на основание член 108, ал. 1, т. 8 от ЗНФО и чл. 2 от Статута, одобрява приложения Годишния доклад за дейността на Одитния комитет за 2021 г. (Приложение № 1) и взема решение да го представи на редовното годишно Общо събрание на Дружеството.

2. Одитният комитет, на основание член 108, ал. 1, т. 9 от ЗНФО и чл. 17 от Статута одобрява Годишния доклад за дейността на Одитния комитет за 2021 г., изложен в Приложение № 2 към настоящото

**MINUTES No. 62**

of

**IN ABSENTIO DECISION OF THE**

**Audit Committee of**

**Electrorazpredelitelni mreji Zapad AD**

The present resolution of the Audit Committee of Electrorazpredelitelni mreji Zapad AD AD, a joint-stock company organised and existing under the laws of the Republic of Bulgaria, having its seat and registered address at Sofia 1784, Mladost Region, 159 Tsarigradsko Shosse Blvd., BenchMark Business Centre, registered with the Commercial Register at the Registry Agency under Unified Identification Code 130277958 (hereinafter referred to as the “Company”), has been passed in absentio, pursuant to Article 14, Para. 6 of the Rules of Procedure of the Audit Committee.

**TAKING INTO CONSIDERATION THAT:**

(A) On the grounds of Art. 108, Par. 1, item 8 of the Independent Financial Audit Act (“IFAA”) and Art. 2 of its Statutes the Audit Committee is obligated to report on its activities before the General Meeting of the Company, in its capacity of an appointing body;

(B) On the grounds of Art. 108, Par. 1, item 9 of the IFAA and Art. 17 of its Statutes the Audit Committee has the obligation to prepare and through its Chairman to submit to the Commission for Public Oversight of Statutory Auditors (“CPOSA”) its Annual Report on the Activities by 31<sup>st</sup> May of the respective year, following the reported period.

The Audit Committee of the Company has

**RESOLVED AS FOLLOWS:**

1. The Audit Committee, acting pursuant to Art. 108, Par. 1, item 8 of the IFAA and Art. 2 of the Statutes, approves the attached Annual Report on the Activities of the Audit Committee for the year 2021 (Appendix № 1) and takes decision to submit it to the regular annual General Meeting of the Company.

2. The Audit Committee, acting pursuant to Art. 108, Par. 1, item 9 of the IFAA and Art. 17 of the Statutes approves the Annual Report on the Activities of the Audit Committee for the year 2021, attached as



неприсъствено решение, изготвен съгласно образеца, утвърден с Наредба № 2 от 7 юли 2020 г. за формата и съдържанието на годишните доклади за дейността на одитните комитети на предприятията от обществен интерес, обнародвана в Държавен вестник бр. 74/21.08.2020 г., издадена от КПНРО и възлага на своя председател г-н Антон Ризов да го представи на КПНРО, в срок до 31.05.2022 г.

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These minutes are drafted in Bulgarian and in English language in 3 counterparts, each signed by the respective member of the Audit Committee, which taken together constitute one and the same document. In the event of discrepancies between the Bulgarian and the English version, the Bulgarian text shall prevail.

Дата / Date: 19 05.2022

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Калин Кънев / Kalin Kanev

Член на Одитния комитет / Member of the Audit Committee

**ПРОТОКОЛ No. 62**

от

**НЕПРИСЪСТВЕНО РЕШЕНИЕ НА**

**Одитния комитет на**

**„Електроразпределителни мрежи Запад” АД**

Настоящото решение на Одитния комитет на “ЧЕЗ Разпределение България” АД, акционерно дружество, учредено и съществуващо съгласно законите на Република България, със седалище и адрес на управление: гр. София 1784, район Младост, бул. „Цариградско шосе” № 159, БенчМарк Бизнес Център, вписано в Търговския регистър при Агенция по вписванията под ЕИК 130277958 (наричано по-долу “Дружеството”), се приема неприсъствено на основание член 14, алинея 6 от Процедурните правила на Одитния комитет.

**КАТО ВЗЕ ПРЕДВИД СЛЕДНОТО:**

(А) На основание чл. 108, ал. 1, т. 8 от Закона за независимия финансов одит („ЗНФО“) и чл. 2 от Статута Одитният комитет е длъжен да отчита дейността си пред Общото събрание на Дружеството, в качеството му на орган по назначаване;

(Б) На основание чл. 108, ал. 1, т. 9 от ЗНФО и чл. 17 от Статута Одитният комитет има задължението да изготви и чрез своя председател да представи на Комисията за надзор над регистрираните одитори („КПНРО“) своя годишен доклад за дейността в срок до 31 май на съответната година, следваща отчетния период.

Одитният комитет на Дружеството взе следните

**РЕШЕНИЯ:**

1. Одитният комитет, на основание член 108, ал. 1, т. 8 от ЗНФО и чл. 2 от Статута, одобрява приложения Годишния доклад за дейността на Одитния комитет за 2021 г. (Приложение № 1) и взема решение да го представи на редовното годишно Общо събрание на Дружеството.

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**MINUTES No. 62**

of

**IN ABSENTIO DECISION OF THE**

**Audit Committee of**

**Electrorazpredelitelni mreji Zapad AD**

The present resolution of the Audit Committee of Electrorazpredelitelni mreji Zapad AD AD, a joint-stock company organised and existing under the laws of the Republic of Bulgaria, having its seat and registered address at Sofia 1784, Mladost Region, 159 Tsarigradsko Shosse Blvd., BenchMark Business Centre, registered with the Commercial Register at the Registry Agency under Unified Identification Code 130277958 (hereinafter referred to as the “Company”), has been passed in absentio, pursuant to Article 14, Para. 6 of the Rules of Procedure of the Audit Committee.

**TAKING INTO CONSIDERATION THAT:**

(A) On the grounds of Art. 108, Par. 1, item 8 of the Independent Financial Audit Act (“IFAA”) and Art. 2 of its Statutes the Audit Committee is obligated to report on its activities before the General Meeting of the Company, in its capacity of an appointing body;

(B) On the grounds of Art. 108, Par. 1, item 9 of the IFAA and Art. 17 of its Statutes the Audit Committee has the obligation to prepare and through its Chairman to submit to the Commission for Public Oversight of Statutory Auditors (“CPOSA”) its Annual Report on the Activities by 31<sup>st</sup> May of the respective year, following the reported period.

The Audit Committee of the Company has

**RESOLVED AS FOLLOWS:**

1. The Audit Committee, acting pursuant to Art. 108, Par. 1, item 8 of the IFAA and Art. 2 of the Statutes, approves the attached Annual Report on the Activities of the Audit Committee for the year 2021 (Appendix № 1) and takes decision to submit it to the regular annual General Meeting of the Company.

2. The Audit Committee, acting pursuant to Art. 108, Par. 1, item 9 of the IFAA and Art. 17 of the Statutes approves the Annual Report on the Activities of the Audit Committee for the year 2021, attached as

неприсъствено решение, изготвен съгласно образеца, утвърден с Наредба № 2 от 7 юли 2020 г. за формата и съдържанието на годишните доклади за дейността на одитните комитети на предприятията от обществен интерес, обнародвана в Държавен вестник бр. 74/21.08.2020 г., издадена от КПНРО и възлага на своя председател г-н Антон Ризов да го представи на КПНРО, в срок до 31.05.2022 г.

Настоящият протокол е изготвен на български и на английски език в 3 еднообразни екземпляра, всеки от които е подписан от съответния член на Одитния комитет, които събрани заедно се считат за един и същи документ. При противоречия между българския и английския текст, българският текст има предимство.

Appendix № 2 to the present in-absentio decision, prepared pursuant to the template, approved by means of Ordinance № 2 as of 7th July 2020 for the form and content of the annual reports on the activities of the audit committees in public interest companies, promulgated in State Gazette issue 74 as of 21st August 2020, issued by the CPOSA and assigns to its Chairman Mr. Anton Rizov to submit it to the CPOSA up to 31<sup>st</sup> May 2022.

These minutes are drafted in Bulgarian and in English language in 3 counterparts, each signed by the respective member of the Audit Committee, which taken together constitute one and the same document. In the event of discrepancies between the Bulgarian and the English version, the Bulgarian text shall prevail.

**Дата / Date: 19.05.2022**

Подписът е положен, но е заличен на основание чл. 5, ал. 1 от Регламент (ЕС) 2016/679/ The signature was placed, but removed on the grounds of Art.5, Para. 1 of Regulation (EU) 2016/679.

**Венелин Колицов / Venelin Kolutsov**

Член на Одитния комитет / Member of the Audit Committee