

Approved by the General  
Shareholders Meeting of Bank  
CenterCredit JSC  
«26» April 2013

//State Emblem of RK//  
Registration Service Committee  
Ministry of Justice of the Republic of Kazakhstan  
Registration of Amendment and Addendum is  
effected on 13 May 2013  
Prior 25 May 2004  
№3890-1900 AO

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BIN 980640000093

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## **ARTICLES OF ASSOCIATION**

### **BANK CENTERCREDIT JOINT-STOCK COMPANY**

## I. GENERAL PROVISIONS, NAME, TERM, STATUS, ADDRESS

1.1 Joint Stock Company Bank CenterCredit, hereinafter referred to as the Bank, established by way of merger of Open Joint Stock Company Bank CenterCredit, re-registered in the Almaty City Department of Justice (Certificate No 7738-1910-AO dated 7 January 1998), and Closed Joint Stock Company Zhilstroybank, registered with the Almaty City Department of Justice (Certificate No 391-1910-AO dated 25 July 1997), is the legal successor of the above banks.

The Bank has passed state re-registration on 25.05.2004 in accordance with requirements of the Law of the Republic of Kazakhstan *On Joint Stock Companies*.

### 1.2 Bank Name:

Full name:

- in Kazakh - Акционерлік қоғам “Банк ЦентрКредит”;
- in Russian - Акционерное общество “Банк ЦентрКредит”;
- in English - Joint stock company “Bank CenterCredit”.

Abbreviated name:

- in Kazakh - АҚ “Банк ЦентрКредит” и/или АҚ “БЦК”;
- in Russian - АО “Банк ЦентрКредит” и/или АО «БЦК»;
- in English - JSC “Bank CenterCredit”.

1.3 The Bank shall be a legal entity, shall have solitary property, and shall be liable with such property for its obligations, may in its own name acquire and exercise property rights and personal non-property rights and obligations, may be a plaintiff and a defendant in court.

The Bank shall not be liable for obligation of its shareholders.

1.4 The official status of the Bank shall be determined by its state registration as a bank with the Ministry of Justice of the Republic of Kazakhstan and presence of a license for carrying out banking operations issued by the National Bank of the Republic of Kazakhstan.

1.5 The purpose of the Bank’s activities shall be promotion of the state economy development and ensuring the receipt of dividends by the Bank’s shareholders.

In order to perform the above purposes the Bank shall carry out a complex of banking operations pursuant to the Republic of Kazakhstan legislation.

1.6 The Bank’s activities shall be governed by the Constitution and other legislative acts of the Republic of Kazakhstan, international treaties (agreements) entered into and ratified by the Republic of Kazakhstan, regulatory legal acts of the National Bank of the Republic of Kazakhstan, as well as by this Articles of Association.

1.7 In order to ensure safety of valuables and the work of its employees the Bank shall be entitled to establish a security service in the Bank in the procedure provided for by the legislation.

1.8 The Bank shall establish its subsidiary organizations, branch offices and representative office within the Republic of Kazakhstan and abroad in the procedure provided for by the Republic of Kazakhstan legislation.

1.9 The Bank shall have a seal bearing its name, emblem, standard and logo. The Bank’s logo is a registered trade mark. The Bank has its corporate web-site in the Internet - [www.bcc.kz](http://www.bcc.kz).

1.10 The Bank’s address shall be the address of its Management Board:

98 Panfilov Street, Almaty, 050000, Republic of Kazakhstan

1.11 The Bank shall carry out its activities for an indefinite term.

## II. TYPES OF ACTIVITIES

2.1 Subject to a license issued by the National Bank of the Republic of Kazakhstan the Bank shall carry out the following banking operations:

- 1) accepting deposits, opening and maintaining bank accounts of legal entities;
- 2) accepting deposits, opening and maintaining bank accounts of individuals;
- 3) opening and maintaining correspondent accounts of banks and organizations carrying out certain types of banking operations;
- 4) opening and maintaining metal accounts of individuals and legal entities reflecting actual amount of affined precious metals and coins made of precious metals, owned by such a person;
- 5) cash operations: acceptance and disbursal of cash, including their change, exchange, re-counting, sorting, packaging and storage;
- 6) transfer operations: fulfillment of orders given by individuals and legal entities on payments and money transfers;
- 7) discounting operations: discounting of bills and other debt obligations of individuals and legal entities;
- 8) banking borrowing operations: extending by bank monetary and paid loans to be terms and repayable;
- 9) organization of exchange operations with foreign currency;
- 10) transportation of banknotes, coins and valuables;
- 11) acceptance of payment documents for collection (except for bills);
- 12) opening and confirmation of letters of credit and performance of obligations thereunder;
- 13) issuance of bank guarantees providing for discharge in monetary form;
- 14) issuance of bank comfort letters and other commitments for third parties providing for discharge in monetary form.

2.2 If the Bank has a license issued by the National Bank of the Republic of Kazakhstan, the Bank shall also be entitled to perform the following operations:

- 1) purchase, acceptance in pledge, accounting, custody and sale of affined precious metals (gold, silver, platinum, platinum group metals) in bullion, coins made of precious metals;
- 2) purchase, acceptance in pledge, accounting, custody and sale of jewelry containing precious metals and stones;
- 3) operations with bills: acceptance of bills for collection, provision of services related to payment of bills by drawee, payment of domiciled bills, brokerage acceptance of bills;
- 4) leasing activities;
- 5) issue of its own securities (other than shares);
- 6) factoring operations: acquisition of rights to demand payment from purchaser of goods (works, services) with acceptance of risk of non-payment;
- 7) forfeiting: payment of debt obligations of a purchaser of goods (works, services) by way of purchase of bill without recourse to seller;
- 8) trust operations: management of funds, rights to claim under mortgage loans and affined precious metals in the interests and on behalf of the trustor;
- 9) safe operations: custody of securities issued in documentary form, documents and the customer's valuables, including lease of safe boxes, cabinets and strong room.

2.3 The Bank shall be entitled to perform the following types of professional activities in the securities market:

- 1) brokerage activities with government securities of the Republic of Kazakhstan and countries having the minimum required rating assigned by one of the rating agencies or without such a rating upon resolution of the competent authority, derivative securities and derivative financial instruments, which basic assets list and procedure of acquisition are defined by the competent authority;

- 2) dealership activities with government securities of the Republic of Kazakhstan and countries having the minimum required rating assigned by one of the rating agencies or without such a rating upon resolution of the competent authority, derivative securities and derivative financial instruments, which basic assets list and procedure of acquisition are defined by the competent authority, other securities in the events established by Article 8 of the Republic of Kazakhstan Law *On Banks and Banking Activities in the Republic of Kazakhstan*;
- 3) custodian activities;
- 4) transfer and agency activities.

The license for the Bank to perform one or several compatible types of professional activities in the securities market listed above shall be issued by an authorized body.

2.4 The Bank shall be entitled to carry out other types of activities not prohibited by the Republic of Kazakhstan legislation.

### III. SECURITIES OF THE BANK

3.1 The Bank shall be entitled to issue either common share or common and preferred shares. Introduction of 'golden share' shall be prohibited.

3.2 The Bank shall be entitled to issue other securities, and terms and procedure of issuance, placement, circulation and repayment of such shares shall be established by the Republic of Kazakhstan Law *On the Securities Market*.

3.3 A common share shall grant a shareholder a right to participate in a General Shareholders Meeting and vote when deciding on all the matters put to vote, as well as the right to dividends provided the Bank has net profit, and to a part of the Bank's property in the event of its liquidation, according to the procedure established by Kazakhstan legislation.

3.4 The Bank shall be entitled to issue convertible shares.

Terms and conditions, timelines and procedure for converting the Bank's securities shall be specified in the prospectus of convertible securities issue.

The Bank shall be entitled to issue preferred shares convertible into the common shares of the Bank.

Convertible securities of the Bank may be converted only one time.

3.5 Paying up of shares and other securities, convertible into common shares of the Bank to be purchased under the pre-emptive rights, shall be made by the shareholder within the time-limit not exceeding seventy calendar days immediately upon placement of shares.

3.6 The Bank shall be entitled to increase its authorized capital pursuant to the legislation on joint stock companies.

3.7 Placement of authorized shares or other securities convertible into the common shares, as well as marketing of earlier repurchased securities shall be made in accordance with the Republic of Kazakhstan laws.

3.8 Shareholders – owners of preference shares shall have the priority right over other shareholders – owners of common shares to dividends in the defined guaranteed amount set by the Articles of Association, and to the part of property in the event of Bank's liquidation, according to the procedure established by the Law *On Joint Stock Companies*.

A preference share convertible into a common share of the Bank shall not give a shareholder the right to participate in the management of the Bank, except for the cases set by the Republic of Kazakhstan Law *On Joint Stock Companies*.

3.9 Dividends on common shares shall not be paid unless all dividends on preference shares of the Bank are paid in full.

3.10 Amount of dividends on preference shares of the Bank convertible into common shares shall be the guaranteed and may not be less than the amount of dividends accrued on common shares for the same period.

3.11 Within five business days prior to the date when dividends on preference shares convertible into common shares fall due, the Bank shall be obliged to publish in the republican print media the information on dividends payment with indication of the amount of dividend per a preference share convertible into common share, as well as the following data:

- 1) name, location, banking and other details of the Bank;
- 2) period for which dividends are paid;
- 3) dividend payment commencement date;
- 4) procedure and form of dividends payment.

3.12 Size of dividends per a preference share convertible into common share shall be 0,01Tenge (zero point zero one).

3.13 Frequency of dividends payment on preference shares convertible into common shares shall be once a year. The Board of Directors shall define the date, procedure and form of dividends payment on preference shares convertible into common shares.

3.14 The Bank shall be entitled to exchange the Bank's placed shares of one type for the Bank's share of another type.

Terms and conditions, timeline and procedure for exchanging the Bank's placed shares of one type to the Bank's shares of another type shall be established by the Republic of Kazakhstan laws and prospectus of shares issue.

3.15 The Bank shall be entitled to redeem placed shares in accordance with the existing legislation. The Bank shall publish advertisements required in accordance with the procedure of redeeming the shares, in the mass media meeting the requirements set by the competent authority.

#### **IV. DISTRIBUTION OF THE BANK'S NET PROFIT, FORMATION OF FUNDS**

4.1 Net profit received by the Bank as a result of its activities, after taxes and other mandatory payments to the budget shall remain in the Bank's ownership and shall be used for financing the reserve capital and other funds of the Bank, payments of dividends on shares, as well as directed for the Bank's development or other purposes provided for by the resolution of the General Shareholders Meeting, in accordance with legislation of the Republic of Kazakhstan and Articles of Association of the Bank.

Procedure for distributing the Bank's net profit for the reporting financial year shall fall within the exclusive competence of the General Meeting of the Bank's Shareholders.

4.2 General Meeting of the Bank's Shareholders shall be entitled to adopt a decision on non-payment of dividends on common shares of the Bank subject to mandatory publication of the decision in mass media within ten business days from the moment of decision-making.

4.3 Accrual of dividends on common and preference shares of the Bank shall not be permitted if:

- 1) own equity is negative or if the Bank's own equity shall become negative as a result of payment of dividends on its shares;
- 2) it is insolvent pursuant to the Republic of Kazakhstan Law *On Bankruptcy* or if it shall become insolvent as a result of payment of dividends on its shares;

4.4 Dividends on the Bank's shares shall be paid in moneys or the Bank's securities provided that resolution on dividends payment is adopted at the General Shareholders Meeting by simple majority of the Bank's voting shares, except for the dividends on preference shares.

Payment of dividends on the Bank's shares in the form of its securities shall be allowed only provided that such payment is made by the Bank's authorized shares and its issued bonds upon written consent of a shareholder.

Payment of dividends on the company's preference shares in the form of securities shall not be allowed.

4.5 Dividends on the Bank's common shares shall be paid based upon results of the year. The decision on payment of dividends on the Bank's common shares shall be adopted by the annual General Shareholders Meeting.

4.6 With the use of net profit the Bank shall form the reserve capital, other designated and special funds required for the efficient performance of the Bank.

The minimum amount of reserve capital, as well as procedure of its formation shall be set by the banking legislation.

Funds of the reserve capital shall be used to cover losses incurred as a result of banking activities. Procedure for using the Bank's reserve capital shall be determined by the Board of Directors.

4.7 Procedure for using other designated and special funds shall be defined by the Board of Directors of the Bank.

4.8 The Bank may allocate the certain part of its net income after taxes and other mandatory payments for distribution among its employees.

## V. SHAREHOLDERS OF THE BANK

5.1 Legal entities and individuals – either residents or non-residents of the Republic of Kazakhstan may be the Bank's shareholders.

Shareholders shall not be liable for the Bank's obligations and shall bear the risk of losses related to the Bank's activities within the value of shares owned thereby, except for the cases provided for by legislation on the joint stock companies.

A shareholder or a number of shareholders acting on the basis of an agreement concluded between them, who hold(s) (in aggregate) ten and more percent of the Bank's voting shares, shall be deemed a major shareholder(s).

A shareholder who holds less than ten percent of voting shares of the joint stock company shall be deemed a minority shareholder.

5.2 The Bank's shareholders shall be entitled to:

1) participate in the management of the Bank according to the procedure established by the legislation on joint stock companies and/or the Articles of Association;

2) receive dividends;

3) obtain information on the Bank's activities, as well as to review the Bank's financial statements according to the procedure established by the General Shareholders Meeting or the Articles of Association;

4) receive excerpts from the Bank's registrar or nominal holder certifying the title to securities;

5) nominate candidates to the General Shareholders Meeting to be elected to the Bank's Board of Directors;

6) challenge decisions of the Bank's bodies in the court;

7) if severally or jointly with other shareholders own five or more percent of the Bank's voting shares, file to the judicial bodies in its own name in the cases stipulated by the legislation on joint stock companies, a claim to reimburse to the Bank losses caused by the Bank officials and to return to the Bank by the Bank officials and(or) their affiliates profit(income) received as a result

of adopting a decision on concluding (proposals to conclude) the major transactions and(or) interested party transactions;

8) submit to the Bank written requests on its activities and receive grounded responses thereto within thirty calendar days following the receipt of such a request;

9) a portion of property in the event of the Bank's liquidation;

10) preemptive rights to the Bank's shares or other securities convertible into its shares in the procedure established by the legislation on joint-stock companies.

11) upon written request to obtain copies of the following documents:

- the Bank's Articles of Association;

- Regulation on the Branch;

- Minutes (Excerpt from the Minutes) of a General Shareholders Meeting;

- Strategic Development Plan;

- Prospectus of the Bank securities issue;

- Monthly balance sheet and the statement on the results of business activities;

- opinion of an independent auditor on the results of the Bank's activities;

5.3 A major shareholder shall be also entitled to:

1) demand convocation of an extraordinary General Shareholders Meeting or to file a claim to the court seeking such convocation if the Board of Directors rejects such a demand;

2) propose to the Board of Directors to include additional items into the agenda of a General Shareholders Meeting pursuant to the legislation on joint stock companies;

3) demand convocation of the Board of Directors meeting;

4) Demand conducting of the Bank's audit at its own expense.

5.4 The Bank's shareholders shall be obliged to:

1) pay shares;

2) within ten days notify the Bank's registrar and the nominal holder of shares belonging to such a shareholder, of a change in information required for maintenance of the Bank's shareholders register system;

3) not to disclose information about the Bank or its activities being a professional, commercial or other secret protected by law;

4) fulfill other obligations pursuant to the legislation on joint stock companies and other legislative acts of the Republic of Kazakhstan.

## VI. MANAGEMENT OF THE BANK

6.1 The Bank's bodies shall be:

1) the General Shareholders Meeting shall be the supreme body;

2) the Board of Directors shall be the management body;

3) the Management Board shall be an executive body;

4) the Internal Audit Service shall be the body monitoring financial and business activities of the Bank.

The Bank shall be entitled to establish permanent committees, which operating procedures shall be determined by the Bank's internal procedures.

6.2 General Shareholders Meeting shall be annual and extraordinary.

The Bank shall be obliged to hold annual General Shareholders Meeting. Other General Shareholders Meetings shall be extraordinary.

The annual General Shareholders Meeting shall:

1) approve the annual financial statements of the Bank;

2) determine procedure for distributing the Bank's net profit for the financial year lapsed and the amount of dividend per one common share of the Bank;

3) review the issue on shareholders' appeals to the actions of the Bank and its officials and results of their consideration.

The Chairman of the Board of Directors shall inform the Bank shareholders of the amount and structure of remuneration for the members of the Board of Directors and Executive Body of the Bank.

The annual General Shareholders Meeting shall be entitled to consider any other issues which decision-making falls within the competence of the General Shareholders Meeting.

6.3 The following issues shall fall within the exclusive competence of the General Shareholders Meeting:

- 1) introduction of amendments into the Articles of Association or approval of a new wording thereof;
- 2) voluntary reorganization or liquidation of the Bank;
- 3) adoption of a decision on increasing the number of the Bank's authorized shares or changing the type of unplaced authorized shares of the Bank;
  - 3-1) determination of the terms and conditions and procedure for conversion of the Bank's securities, as well as their modification;
  - 3-2) adoption of a decision on issuance of securities convertible into common shares of the Bank;
  - 3-3) taking a decision on exchange of placed shares of one type for the shares of another type, determination of the terms and conditions and procedures of such exchange;
- 4) determination of a quantitative composition and terms of office of the Counting Board, election of its members and early termination of their powers;
- 5) determination of a quantitative composition and terms of office of the Board of Directors, establishment of requirements to their qualification, election of the Board of Directors members and early termination of their powers, as well as determination of the amount and terms of paying remuneration and expenses compensation to the members of the Board of Directors for performance of their duties;
- 6) determination of an auditor to perform the Bank's audit;
- 7) approval of the annual financial statements;
- 8) approval of the procedure for distributing the Bank's net profit for the reporting financial year, adoption of a decision on payout of dividends on common shares and approval of the amount of dividend per a common share of the Bank;
- 9) adoption of a decision on non-payment of dividends on common shares of the Bank;
- 9-1) adoption of a decision on voluntary delisting of the Bank's shares;
- 10) taking a decision on the Bank's participation in establishment and activities of other legal entities or secession from the participants (shareholders) of other legal entities by way of transferring (receiving) the part or several parts of assets totaling twenty five and more percent of all the Bank's assets;
- 11) determination of the form of notification to the Bank's shareholders regarding convocation of the General Shareholders' Meeting and adoption of decision on publishing such information in the press;
- 12) approval of amendments into the methodology for determining the price of shares upon their repurchase by the Bank in the unorganized market pursuant to the legislation on joint stock companies;
- 13) approval of agenda of the General Shareholders Meeting;
- 14) determination of the procedure for provision of shareholders with information on the Bank's activities, as well as determination of a print media, unless such a procedure is established in the Article of Association;
- 15) approval of the Corporate Governance Code, as well as amendments thereto;



16) Other issues which decision-making is referred to the exclusive competence of the General Shareholders Meeting by the legislation on joint stock companies and/or Articles of Association.

Decisions of the General Shareholders Meeting on the matters listed in the sub-paragraphs 1)-3), 12), 15) of Clause 6.3 hereof shall be made by a qualified majority of the total voting shares of the Bank.

Decisions of a General Shareholders Meeting related to other issues shall be adopted by a simple majority of votes of the Bank's total number of voting shares participating in the vote, unless otherwise prescribed by the Republic of Kazakhstan Law *On Joint Stock Companies* and(or) the Articles of Association.

The General Shareholders Meeting shall be entitled to cancel any decision of other Bank authorities on the matters related to the internal activities of the Bank.

Persons not being shareholders of the Bank may participate and speak at the General Shareholders Meeting in presentia when discussing the issue not being a commercial secret. Such persons shall not be entitled to participate in vote on the agenda items of the General Shareholders Meeting.

6.4 The Annual General Shareholders Meeting shall be convened by the Board of Directors.

The Extraordinary General Shareholders Meeting shall be convened under the initiative of:

- 1) the Board of Directors;
- 2) a major shareholder.

The General Shareholders Meeting shall be prepared and held by:

- 1) the Management Board;
- 2) the Bank's registrar pursuant to the agreement therewith;
- 3) the Board of Directors;
- 4) the Liquidation Commission.

6.5 The Bank's registrar shall prepare a list of shareholders entitled to participate and vote at a General Shareholders Meeting based upon the information contained in the Bank's shareholders register system.

The shareholders must be notified of the upcoming General Meeting not later than thirty calendar days prior to the meeting, and in case of absentee or mixed voting, not later than forty five calendar days prior to the date of such meeting. The notification on holding the General Shareholders Meeting must be published in mass media meeting the requirements set by the competent authority.

The notification on holding the General Meeting of the Bank's shareholders shall contain:

- 1) full name and location of the Management Board;
- 2) information on an initiator of the meeting convocation;
- 3) date, time, and venue of the General Shareholders Meeting, meeting participants registration time, as well as the date and time of reconvened General Meeting of the Bank's Shareholders, which must be held, if the original meeting fails;
- 4) the date of compiling the list of shareholders entitled to participate in the General Shareholders Meeting;
- 5) agenda of the General Shareholders Meeting;
- 6) procedure for acquainting the Bank's shareholders with materials related to the agenda items of the General Shareholders Meeting.

A minority shareholder shall be entitled to apply to the Bank's registrar for the purpose of integrating with other shareholders when taking decisions on the items specified in the agenda of the General Shareholders Meeting.

6.6 Agenda of the General Shareholders Meeting shall be prepared by the Board of Directors and contain the comprehensive list of accurately formulated issues to be submitted for discussion.

Agenda of the General Shareholders Meeting may be supplemented by a major shareholder or the Board of Directors provided that the shareholders are notified of such supplements not later than fifteen days prior to the date of such General Meeting.

6.7 The General Shareholders Meeting shall be empowered to consider and decide on the agenda items, if as of the moment when the meeting participants registration procedure is over, registered shareholders or their representatives included into the list of shareholders entitled to participate and vote on the meeting, own in aggregate fifty and more percent of the Bank's voting shares.

6.8 A shareholder shall be entitled to participate in the General Shareholders Meeting and vote on the considered issue it person or via its representative.

Members of the Bank's executive body shall not be entitled to act as representatives of shareholders at the General Shareholders Meeting.

The Bank employees shall not be entitled to act as representatives of shareholders at the General Shareholders Meeting, except for the cases when such representation is based on the Power of Attorney containing clear voting instructions on all the agenda items of the General Shareholders Meeting.

The Power of attorney for participation in the General Shareholders Meeting and voting on issues under consideration is not required for a person who has the right to act in the name of a shareholder or represent its interests without a power of attorney pursuant to the legislation of the Republic of Kazakhstan or an agreement.

The Bank's shareholder, who is an owner of preference shares, shall be entitled to attend the General Shareholders Meeting held in presentia and to participate in discussion of issues under consideration.

6.9 Arrived shareholders (their representatives) shall be registered before opening a General Shareholders Meeting. The shareholder's representative must present the power of attorney confirming the powers to participate and vote at the General Shareholders Meeting.

The General Shareholders Meeting shall be opened at the announced time given the quorum is met.

The General Shareholders Meeting shall elect a chairman (Presidium) and a secretary (Secretariat) of the General Meeting.

The General Shareholders Meeting shall determine the form of vote – open or secret (using ballots). Members of the Management Board may not preside at the General Shareholders Meeting except for the cases when all the shareholders attending the meeting are the members of the Management Board.

The General Shareholders Meeting may be declared closed only after consideration of and deciding on all the agenda items.

6.10 The General Shareholders Meeting may adopt decisions by absentee voting. Absentee voting may be applied along with voting by shareholders attending the General Shareholders Meeting (mixed voting), or without holding a General Meeting of Shareholders.

When conducting an absentee voting, unified voting ballots shall be sent (distributed) to persons entered into the list of shareholders.

Voting ballot must be sent to persons included into the list of shareholders not later than forty five days prior to the date of the General Shareholders Meeting. When conducting an absentee voting without holding a General Meeting, the Bank must publish an absentee ballot to be used at the General Shareholders Meeting in mass media corresponding to the requirement set by the competent authority along with a notice of such meeting holding.

The absentee ballot shall contain:

- 1) full name and location of the Bank;
- 2) information on the initiator of the meeting convocation;

- 3) final date for presentation of absentee ballots;
- 4) date of the General Shareholders Meeting or the date of counting votes for absentee voting without holding the General Shareholders Meeting;
- 5) agenda of the General Shareholders Meeting;
- 6) names of nominees proposed for election, if agenda of the General Shareholders Meeting contains the election of the Board of Directors members;
- 7) wording of matters to be put to vote;
- 8) Voting options for each agenda item of the General Shareholders Meeting, expressed by the words "for", "against", "abstained";
- 9) explanation of the voting procedure (ballot filling-in) on each agenda item.

6.11 Voting at a General Shareholders Meeting shall be conducted based on the principle 'one vote per one share', except for the following cases:

- 1) restriction of maximum number of votes on shares provided to one shareholder in cases stipulated by the legislative acts of the Republic of Kazakhstan;
- 2) cumulative vote when electing the members of the Board of Directors;
- 3) provision of one vote to each person entitled to vote at the General Shareholders Meeting with respect to the procedural issues of holding the General Shareholders Meeting.

6.12 Based upon the results of vote, the Counting Board shall prepare and sign the protocol on the voting results.

If any shareholder has a special opinion on the issue put to vote, the Bank's Counting Board shall be obliged to record the respective opinion in the protocol.

Protocol on the results of voting shall be attached to the Minutes of the General Shareholders Meeting.

The voting results shall be disclosed at the General Shareholders Meeting where the voting took place.

The voting results of the General Shareholders Meeting and absentee voting results shall be notified to the shareholders by way of publication thereof in mass media corresponding to the requirements set by the competent authority, within fifteen calendar days after closing the General Shareholders Meeting.

6.13 Minutes of the General Shareholders Meeting must be prepared and signed within three business days after closing the meeting.

Minutes of the General Shareholders Meeting shall contain:

- 1) full name and location of the Bank's Management Board;
- 2) date, time and venue of the General Shareholders Meeting;
- 3) information on the number of the Bank's voting shares presented at the General Shareholders Meeting;
- 4) quorum of the General Shareholders Meeting;
- 5) agenda of the General Shareholders Meeting;
- 6) voting procedure at the General Shareholders Meeting;
- 7) Chairman (Presidium) and Secretary of the General Shareholders Meeting;
- 8) speeches of persons participating in the General Shareholders Meeting;
- 9) total number of the shareholders' votes on each agenda item of the General Shareholders Meeting put to vote;
- 10) matters put to vote, voting results;
- 11) decisions adopted by the General Shareholders Meeting.

Should the issue on election of the Bank's Board of Directors (election of a new member of the Board of Directors) to be considered at the General Shareholders Meeting, the Minutes of the General Meeting shall indicate whose representative the elected member of the Board of Directors is and (or) who of the elected members of the Board of Directors is an Independent Director.

Minutes of the General Shareholders Meeting shall be signed by:

1) Chairman (Presidium members) and Secretary (Secretariat) of the General Shareholders Meeting;

2) members of the Counting Board;

3) shareholders owning ten and more percent of the Bank's voting shares participated at the General Shareholders Meeting.

6.14 The Board of Directors shall effect general management of the Bank's activities, except for the decision-making on the issues referred by the Law On Joint Stock Companies and (or) the Articles of Association to the exclusive competence of the General Shareholders Meeting.

The following issues shall fall within the exclusive competence of the Board of Directors:

1) determination of the development strategy and priority directions of the Bank's activities, approval of the credit, dividend and accounting policies, internal control policies of the Bank. Ensure control over establishment, improvement of the risk management system and introduction of the corporate governance;

2) adoption of decisions on convocation of the annual and extraordinary General Shareholders Meetings;

3) adoption of decisions on placement (sale), including number of placed (sold) shares within the number of authorized shares, their placement (sale) method and price;

4) adoption of decisions on repurchase of placed shares or other securities by the Bank and price of their repurchase;

5) preliminary approval of the Bank's financial statements;

5-1) approval of Regulations on the Board of Directors' Committees;

6) decisions on issue of bonds and other securities (other than the Bank's shares), determination of the terms and conditions for issuance of the Bank's bonds and derivative securities, including but not limited to, procedure for issue, placement, circulation and repayment of bonds and other securities, use of funds received as a result of placing bonds and other securities, volume of issue, number and type, par value of bond and other securities, rights of holders of the Bank bonds and other securities;

7) determination of the quantitative composition and term of office of the Management Board, election of its chairman and members, as well as early termination of their powers, control over their activities;

8) determination of requirements to qualifications of the Management Board members, the amount of their salaries, terms of remuneration and incentives;

9) determination of the quantitative composition, term of office of the Internal Audit Service, appointment of its Head and members, as well as early termination of their offices, determination of the operating procedure of the Internal Audit Service, amount and terms and conditions of remuneration and incentives for the Internal Audit Service employees;

9-1) appointment, determination of the term of office of a Corporate Secretary, early termination of its powers, as well as determination of the amount of salary and terms and conditions of remuneration to the Corporate Secretary, qualification requirements imposed to the position of a Corporate Secretary;

10) determination of the amount of payment for services rendered by an audit organization related to financial statements audit, as well as for the services rendered by an appraiser related to assessment of a market price of property transferred as a payment for the Bank's shares or being the subject of a large deal;

11) approval of documents regulating the Bank's internal activities (other than documents adopted by the executive body for the purpose of organization of the Bank's activity), including internal documents setting the terms and conditions and procedure for conducting auctions and

subscription of the Bank's securities, approval of regulatory documents defining general terms and conditions for conducting the Bank's operations, accounting policy;

12) adoption of a decision on establishment and closing of the Bank's branches and representative offices and approval thereon;

13) adoption of a decision on purchase of ten or more percent of shares (participation interest in the charter capital) in other legal entities by the Bank;

13-1) adoption of decisions on the issues referring to the competence of a general meeting of shareholders (participants) of a legal entity, which ten or more percent of shares (participation interest in the charter capital) belong to the Bank;

14) increase of the Bank's liabilities for the amount constituting ten or more percent of its own equity;

15) defining information on the Bank or its activities constituting corporate, commercial and other secrecy protected by law;

16) decisions on entering into the large-scale transactions and interested-party transactions;

17) approval of an agreement on pledging the securities placed by the Bank when accepting them in pledge;

18) determination of a timeline, procedure and form of dividends payment on preference shares convertible into common shares of the Bank;

19) adoption of a decision on conversion of preference shares into common shares of the Bank;

20) other issues provided for by the Law on Joint Stock Companies and (or) the Articles of Association not referred to the exclusive competence of the General Shareholders Meeting.

Issues falling within the exclusive competence of the Board of Directors shall not be decided by the Management Board.

The Board of Directors shall not be entitled to adopt decision on issues which are attributable to the competence of the Management Board by the Articles of Association, as well as to adopt decisions contradicting decisions of the General Shareholders Meeting.

6.15 Only an individual may be a member of the Board of Directors.

Member of the Board of Directors may not transfer performance of functions entrusted on him in accordance with the legislation on joint stock companies and (or) the Bank's Articles of Association, to other persons.

Members of the Board of Directors shall be elected from among:

1) shareholders being individuals;

2) persons nominated (recommended) to be elected to the Board of Directors as representatives of shareholders' interests;

3) individuals who are not shareholders of the Banks and not nominated (not recommended) to be elected to the Board of Directors as representative of a shareholder.

Members of the Board of Directors shall be elected by cumulative vote with the use of voting ballots, except for the cases when one nominee stands for one seat in the Board of Directors. Cumulative vote ballot shall contain the following graphs:

1) list of candidates to the Board of Directors membership;

2) number of votes pertaining to a shareholder;

3) number of votes casted by a shareholder for a candidate to the Board of Directors membership.

It is prohibited to include into the cumulative voting ballot such voting options as "against" and "abstained from".

A shareholder shall be entitled to give votes by all voting shares belonging to him to one candidate or allocate them among several candidates to the Board of Directors membership. Candidates who secured the most votes shall be deemed to be elected to the Board of Directors membership. If two or more candidates to the Board of Directors collect equal number of votes, an

additional cumulative voting shall be held in regard to such persons through providing the shareholders with cumulative voting ballots, specifying the candidates who collected the equal number of votes.

Members of the Management Board, except for its Chairman, may not be elected to the Board of Directors. Head of the executive body may not be elected as a Chairman of the Board of Directors.

The number of the Board of Directors members shall be not less than three persons. Not less than one third of the Board of Directors members shall be the independent directors.

Persons elected to the Board of Directors may be re-elected unlimited number of times.

The term of office of the Board of Directors shall be fixed by the General Shareholders Meeting.

6.16 The Chairman of the Board of Directors shall be elected from among its members by majority of votes of the total number of the Board of Directors members by an open vote.

The Chairman of the Board of Directors shall organize work of the Board of Directors, hold its meetings, as well as perform other functions determined by the Articles of Association.

6.17 A meeting of the Board of Directors may be convened under initiative of its Chairman or the Management Board, or by the request of:

- 1) any member of the Board of Directors;
- 2) the Bank's Internal Audit Service;
- 3) the Bank's auditor;
- 4) major shareholder.

The request on convocation of the Board of Directors meeting shall be submitted to the Chairman of the Board of Directors by sending a written communication containing the proposed agenda of the Board of Directors meeting.

If the Chairman of the Board of Directors refuses to convene a meeting, the initiating person shall be entitled to file such a request to the Management Board, which must convene the Board of Directors meeting.

The meeting of the Board of Directors must be convened by the Chairman of the Board of Directors or the Management Board not later than ten days following the receipt of the request.

The Board of Directors shall determine the procedure for sending a notification to the members of the Board of Directors about holding the Board of Directors meeting. Notification on the Board of Directors meeting shall contain the date, time and venue of the meeting, as well as its agenda.

Materials relating to the agenda items shall be submitted to the members of the Board of Directors not later than seven calendar days prior to the meeting date.

6.18 For the purpose of holding the Board of Directors meeting, the quorum shall be not less than 50% of all the members of the Board of Directors. Not less than half of the total of Independent Directors shall attend the Board of Directors meeting.

Each member of the Board of Directors shall have one vote. Decisions of the Board of Directors shall be adopted by simple majority of votes of the Board of Directors members present at the meeting.

If the votes are equal, the Chairman of the Board of Directors shall have the casting vote.

The Board of Directors shall be entitled to adopt a decision on holding its closed-door meeting, where only the members of the Board of Directors may participate.

Decisions of the Board of Directors adopted at its meeting in presentia shall be documented in the minutes to be prepared and signed by a person who presided at the meeting and the Secretary of the Board of Directors within three days following the meeting and shall contain:

- 1) full name and location of the Bank's executive body;
- 2) date, time and venue of the meeting;
- 3) information on persons participated in the meeting;

- 4) agenda of the meeting;
- 5) issues put to vote and voting results reflecting the voting results by each member of the Board of Directors on each item of the agenda of the Board of Directors meeting;
- 6) adopted decisions;
- 7) other information upon decision of the Board of Directors.

6.19 The Board of Directors shall be entitled to adopt decisions by absentee voting on the issues submitted for consideration to the Board of Directors.

Decision by absentee voting shall be considered adopted if there is a quorum in the ballots received by the established time-limit. The Resolution of the Board of Directors signed by any member of the Board of Directors shall be equated to the ballot.

Decision of the Board of Directors meeting in absentia shall be in writing and signed by the Secretary and Chairman of the Board of Directors.

Decisions of the Board of Directors meeting in absentia may be further approved at the Board of Directors meeting in presentia.

6.20 The Management Board shall manage current activities.

The Management Board shall be entitled to adopt decisions on any issues of the Bank's activities which are not referred to the competence of other bodies and officers of the Bank by the legislative acts of the Republic of Kazakhstan and the Articles of Association. Decisions of the Management Board may be preliminarily agreed by the members of the Board of Directors and executed as separate documents to be attached to the Minutes of the Management Board meetings where such decisions are approved. Decisions of the Management Board shall be recorded in the Minutes which is to be signed by all members of the executive body attending the meeting and shall contain the issues put to vote, voting results, specifying voting results by each member of the executive body on each item.

The Management Board shall be obliged to implement decisions of the General Shareholders Meeting and the Board of Directors.

Shareholders and the Bank's employees not being its shareholders may be the members of the Management Board.

A member of the Management Board may not work in other organizations unless the Board of Directors consents thereto. Head of the executive body shall not be entitled to hold the position of Head of an executive body or a person performing the function of a sole executive body of another legal entity.

Functions, rights and duties of a member of the Management Board shall be determined by the Republic of Kazakhstan Law *On Joint Stock Companies*, other legislative acts of the Republic of Kazakhstan, the Articles of Association, and an employment agreement entered into between the said person and the Bank.

6.21 The Bank's Management Board shall:

- 1) organize implementation of resolutions of the General Shareholders Meeting and the Board of Directors;
- 2) control the issues related to the banking activities;
- 3) prepare annual reporting and balance sheets of the Bank;
- 4) draft the Articles of Association and Regulations on the Branch and Representative Offices;
- 5) adopt internal rules and procedures of the Bank defining: the objectives, functions and authorities of the Bank subdivisions; rights and obligations of structural subdivision heads and employees; authorities of the Bank's officials and employees when they conclude transactions on behalf of and at the expense of the Bank, procedure for interaction between the Bank subdivisions, other issues of the Bank's day-to-day operation;
- 6) resolution of issues relating to recruitment, appointment, training and re-training of staff;

- 7) determination of the terms and conditions of payment and incentives to the managing and other employees of the Bank;
- 8) appointment and dismissal of directors of the Bank's branch and representative offices;
- 9) performance of other functions determined in the Articles of Association, decisions of the General Shareholders Meeting and the Board of Directors.

The Chairman of the Management Board shall:

- 1) organize implementation of resolutions of the General Shareholders Meeting and the Board of Directors;
- 2) without power of attorney act on behalf of the Bank in its relations with third parties;
- 3) issue powers of attorney granting the right to represent the Bank in its relations with third parties;
- 4) hire, move and dismiss the Bank employees, encourage them and impose disciplinary penalties, determine the amount of salaries and personal bonuses for the Bank employees pursuant to the Bank's staff schedule, determine the amount of bonuses to the Bank employees, except for employees being the members of the Management Board and Internal Audit Service of the Bank;
- 5) if absent vest its duties on a member of the Management Board;
- 6) distribute the duties, as well as spheres of authority and responsibility between the members of the Management Board;
- 7) perform other functions, including defined by the resolutions of the General Shareholders Meeting and Board of Directors, except for the issues referred to the exclusive competence of the other Bank's bodies;

6.22 The Internal Audit Service shall be established to effect control over the financial and economic activities of the Bank.

Employees of the Internal Audit Service may not be elected to the Board of Directors and the Management Board.

The Internal Audit Service shall be directly accountable to the Board of Directors and shall report to it on its activities.

6.23 Due to approval of the Corporate Governance Code in the Bank, the position of Corporate Secretary shall be introduced in the Bank. Functions, procedure of work and responsibilities of the Corporate Secretary shall be defined by the Corporate Governance Code.

The Corporate Secretary shall submit to the members of the Board of Directors explanation of requirements of legislation, Articles of Association and other internal documents of the Bank relating to preparation and holding of the General Shareholders Meetings, meetings of the Board of Directors, disclosure (provision) of information on the Bank.

A person having spotless reputation shall be recommended for the position of a Corporate Secretary. Commitment of any crime by a person in the sphere of economic activities or crime against the governmental authorities, interests of the government service and service in the local government bodies, as well as administrative offence, especially in the field of business activities, finances, taxes and duties, securities market, shall be one of the factors having adverse effect on his/her reputation.

When appointing the Corporate Secretary, the Board of Directors shall comprehensively assess the nominee's capability to perform functions of a Corporate Secretary, including his/her education, work experience and professional qualities.

6.24 The term of office of the Bank's Counting Board shall be determined by the General Meeting of the Bank's Shareholders. If term of office of the Counting Board determined by the General Meeting expires before the date of the General Shareholders Meeting, the terms of office of this composition of the Counting Board shall be automatically extended for the period until holding the next general meeting where the new composition of the Counting Board will be elected.



## VII. TRANSACTIONS GOVERNED BY SPECIAL REQUIREMENTS

7.1 A major transaction shall be:

1) a transaction or number of related transactions, as a result of which the Bank acquires or disposes property which value amounts to twenty five and more percent of the total book value of the Bank assets;

2) a transaction or number of related transactions as a result of which the Bank may repurchase its placed securities or may sell the its repurchased securities in the amount of twenty five and more percent of the total number of placed securities of one type;

Related transactions shall be:

1) several transactions effected with one person or a group of affiliates in connection with purchase or sale of the same property;

2) transactions which are formalized by a single agreement or several related agreements;

7.2 The decision on a major transaction shall be adopted by the Bank's Board of Directors.

In order to inform the Bank's creditors and shareholders, the Bank shall be obliged to publish an announcement on a major transaction in the state and other languages in mass media corresponding to the requirements set by the competent authority, within five business days following the adoption of a decision on a major transaction by the Board of Directors.

In case of disagreement with the Bank's decision on concluding a major transaction adopted in the procedure established by the Law *On Joint Stock Companies* and this Articles of Association, a shareholder shall be entitled to request redemption by the Bank of its shares in the procedure stipulated by the Law *On Joint Stock Companies*.

7.3 The Bank's affiliates shall be deemed the persons interested in effecting a transaction by the Bank (hereinafter referred to as the interested parties), if they are:

1) a party to the transaction or participate in it in the capacity of a representative or an intermediary;

2) affiliates of a legal entity being a party to the transaction or participate in it in the capacity of a representative or an intermediary.

The following transactions shall not be an interested-party transaction:

1) a transaction related to purchase by a shareholder of the Bank's shares and other securities, as well as repurchase by the Bank of its placed shares;

2) a transaction related to undertaking of obligations on non-disclosure of information containing banking, commercial or other secrecy protected by the laws;

3) reorganization of the Bank effected in accordance with the Law on *Joint Stock Companies*;

4) the Bank's transaction with its affiliate made in accordance with the Republic of Kazakhstan Law *On State Procurements*.

5) conclusion of an agreement between the Bank and its affiliate, which standard form is established by the Republic of Kazakhstan Law.

7.4 Decision on an interested party transaction, except for the transactions specified in the Item 7.5 hereof, shall be adopted by the Board of Directors by simple majority of votes of the members of the Board of Directors not interested in its conclusion.

Decision on concluding an interested-party transaction by the Bank shall be adopted by the General Shareholders Meeting by majority of votes of shareholders not interested in its conclusion, if:

1) all the members of the Bank's Board of Directors are interested parties;

2) it is impossible for the Board of Directors to make a decision on conclusion of such transaction due absence of votes required for decision-making.

Decision on concluding the interested-party transaction by the Bank shall be adopted by the General Shareholders Meeting by simple majority of votes of the total voting shares of the Bank in the event if all members of the Bank's Board of Directors and all the shareholders holding common shares are the interested parties. The General Shareholders Meeting shall be provided with information (with attached documents) required for adoption of a reasonable decision.

7.5 In accordance with Clause 4 of Article 73 of the Law *On Joint Stock Companies*, the following transactions with the Bank's partners shall represent the certain types of interested party transactions (transactions with persons in special relations with the Bank) for which special procedure for conclusion is established:

- Repo;
- Reverse Repo;
- Purchase of securities;
- Sale of securities;
- Attraction of deposits;
- Placement of deposits;
- Bank account opening;
- Foreign currency purchase and sale;
- Operations with derivatives.

These transactions shall be concluded within the current activities of the Bank, without granting preferential terms and conditions.

7.6 The Board of Directors shall be entitled to adopt a decision on preliminary approval of transactions specified in Item 7.5, and other types of interested-party transactions, including on banking operations, made by the Bank within the current activities. In the process of preliminary approval, the Board of Directors shall be entitled to set a transaction limit (maximum total amount of transactions), list of transactions, as well as the list of companies with which transactions are to be made.

7.7 The Management Board shall be obliged to submit to the Board of Directors for approval the quarterly reports on interested-party transactions (transactions with persons in special relations with the Bank) concluded in accordance with Items 7.5 – 7.6 hereof over the reporting quarter, specifying all the parameters of transactions.

7.8 Failure to fulfill the requirements provided for by the Law *On Joint Stock Companies* and this Articles of Association when effecting a major transaction and an interested-party transaction shall cause recognition of these transactions to be invalid by the court within the legal proceeding initiated by the interested persons.

## **VIII. THE BANK'S PERSONNEL**

8.1 The Bank shall, independently and taking into account the requirements set by existing legislation, resolve all the human resources issues, determine the payment conditions and incentives for its personnel, duration of a working day and week, amount and procedure for granting annual paid and other leaves.

8.2 Issues of social security for the Bank employees shall be resolved pursuant to the legislation of the Republic of Kazakhstan.

8.3 The Chairman and members of the Board of Directors, the Chairman and members of the Management Board and other managers of the Bank coordinating and(or) controlling the Bank's structural subdivisions, having the right to sign documents on the basis of which bank operations

are made, except for the first managers of separate Bank subdivisions and their Chief Accountants, as well as Chief Accountant of the Bank, shall be recognized to be the top officials of the Bank.

8.4 Members of the Board of Directors and members of the Management Board shall be deemed to be the Bank officers. The Bank officers:

1) shall in good faith perform their duties and employ methods in the best interests of the Bank and shareholders;

2) must not use the Bank's property or allow its usage in contradiction with the Articles of Association and resolutions of the General Shareholders Meeting and the Board of Directors, as well as for personal purposes and abuse such property when entering into transactions with its affiliates;

3) shall be obliged to ensure integrity of the accounting and financial reporting systems, including conduct of an independent audit;

4) shall control disclosure and provision of information on the Bank's activities pursuant to the requirements of Kazakhstan legislation.

5) shall be obliged to keep confidential information on the Bank's activities, including within three years from the moment of terminating work in the Bank, unless otherwise stipulated by internal documents of the Bank.

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## IX. PROVISION TO SHAREHOLDERS OF INFORMATION ON THE BANK'S ACTIVITIES

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9.1 The Bank shall be obliged to inform its shareholders and investors of the following corporate events of the Bank:

1) decisions adopted by the General Shareholders Meeting and the Board of Directors as per the list of issues, which shall be notified to shareholders and investors pursuant to internal documents of the Bank;

2) the Bank's issuance of shares and other securities and approval by the authorized bodies of reports on placement of the Bank's securities, reports on the results of securities repayment, cancellation of the Bank's securities by the authorized body;

3) effecting of major and interested-party transactions by the Bank;

3-1) pledging (re-pledging) of the Bank's property for the amount equaling five and more percent of the Bank's assets;

4) attraction by the Bank of a loan in the amount of twenty five and more percent of the Bank's own equity;

5) obtaining a license by the Bank for effecting certain types of activities, suspension or termination of previously obtained licenses for effecting certain types of activities;

6) participation of the Bank in the establishment of a legal entity;

7) attachment of the Bank's property;

8) occurrence of force major circumstances resulted in destruction of the Bank's property which book value amounted to ten and more percent of the total amount of the Bank's assets;

9) legal actions against the Bank and its officers involving administrative liability;

9-1) initiation of a legal proceeding relating to corporate dispute;

10) decisions on forced reorganization of the Bank;

11) other events affecting interests of the Bank's shareholders and investors in accordance with the Bank's Articles of Association, as well as prospectus of the Bank's securities issue.

9.2 Information on the Bank's activities which affect the shareholders' interests shall be provided upon written request of a shareholder sent to the Bank's Management Board within thirty days following the receipt of the request.

Information on initiation of a legal proceeding related to corporate dispute shall be submitted to shareholders within seven business days after the Bank receives the respective service (calling) of corporate dispute-related civil action.

9.3 The procedure for determination of confidential information and data, which are commercial secret, as well as the procedure for its provision shall be determined by the Bank's internal procedures.

9.4 'Kazakhstanskaya Pravda', 'Egemen Kazakhstan' shall be the mass media used to publish information on the Bank's activities affecting interests of the Bank's shareholders. Besides, the Bank shall be entitled to publish information on the Bank's activities on the Bank's corporate web-site in the Internet – [www.bec.kz](http://www.bec.kz).

9.5 Procedure for provision by shareholders and Bank officials of information about their affiliates shall be established by internal documents of the Bank. Individuals and legal entities being the Bank's affiliates shall be obliged to provide the Bank with information on their affiliates within seven days from the date of occurrence of such affiliation.

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## **X. TERMS AND CONDITIONS OF TERMINATION OF THE BANK'S ACTIVITIES**

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10.1 The Bank's activities may be terminated in case of its reorganization and liquidation.

Reorganization and liquidation of the Bank shall be carried out in accordance with the applicable legislation of the Republic of Kazakhstan.

**CHAIRMAN OF THE MANAGEMENT BOARD**

**V. LEE**

Almaty City, Republic of Kazakhstan

The twenty sixth day of April two thousand and thirteen,

I, Samal M. Omarova, a Notary in and for the city of Almaty, acting on the basis of License No.0002310 dated 10 January 2009, issued by the Registration Service and Legal Assistance Committee of the Ministry of Justice of the Republic of Kazakhstan, hereby certify authenticity of the signature of Mr. Vladislav Sedinovich Lee, Chairman of the Management Board of Bank CenterCredit JSC, which has been made before me.

Identity has been duly established, his competence, legal capacity of a legal entity and powers of the Head have been verified.

Registered under No. 4292

Stamp duty collected or

Private Notary fee paid 1904 KZT

Notary /signed/

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/Official Seal of Omarova Samal Melskyzy, a Private Notary, acting on the basis of the License No 0002310 issued on 10 January 2009 by the Registration Service and Legal Assistance Committee of the Ministry of Justice of the Republic of Kazakhstan, affixed/

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NUMBERED AND TIED 42 (forty two) pages

Notary \_\_\_\_\_/

/Ministry of Justice of the Republic of Kazakhstan

Registration Service Committee

Numbered, tied and sealed

Total 42 pages

13 May 2013

Республика Казахстан, город Алматы  
Тридцать первое мая две тысячи шестнадцатого года.

Перевод с русского языка на английский язык выполнен переводчиком Алтаевым Елдосом Баккелдиевичем.

Подпись:  Алтаев Елдос Баккелдиевич

Республика Казахстан, город Алматы,  
Тридцать первое мая две тысячи шестнадцатого года.

Я, Омарова Самал Мелскызы, нотариус, действующий на основании лицензии № 0002310 от 10 января 2009 года, выданной Комитетом регистрационной службы и оказания правовой помощи Министерства Юстиции Республики Казахстан, свидетельствую подлинность подписи, сделанной известным мне переводчиком Алтаевым Елдосом Баккелдиевичем. Личность его установлена, дееспособность и полномочия проверены.



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