

**agreed with
the Agency of the Republic of Kazakhstan
on Regulation and Supervision of Financial
Market and Financial Organizations
Chairman (Deputy Chairman)**

“ ” _____ 2007

**AMENDMENTS AND SUPPLEMENTS
TO THE CHARTER
OF JOINT STOCK COMPANY
“HALYK SAVINGS BANK OF KAZAKHSTAN”**

Approved
by Resolution
of the General Meeting of Shareholders
(Minutes No. 23 dated April 23, 2007)

Almaty, 2007

1. To amend Paragraph 3 of Article 25 of the Charter to read as follows:

"3. Annual General Meeting of Shareholders shall approve the Bank's annual financial statements, determine and approve the order of distribution of net income of the Bank for the last financial year and amount of dividend per common share of the Bank, review complaints of shareholders in relation to actions of the Bank and its officers, and review results of consideration of such complaints.

Annual General Meeting of Shareholders shall be entitled to review other issues, resolution of which falls under the competence of the General Meeting of Shareholders in accordance with the Law and the Charter".

2. In relation to Paragraph 1 of Article 26 of the Charter:

1) to edit Subparagraph 4-1) adding the following thereby:

"determination of terms and conditions and order of conversion of the Bank's securities and amendments thereto";

2) in Subparagraph 9) remove the words "based on the results of the year";

3) to supplement Subparagraph 13) with the words "and amendments and supplements thereto".

3. To amend Paragraph 15 of Article 30 as follows:

"15. Member of the Board of Directors shall, in advance, inform the Chairman of the Board of Directors on the impossibility of his/her participation in the meeting of the Board of Directors.".

4. In relation to Paragraph 2 of Article 31 of the Charter:

1) to remove Subparagraph 7);

2) to edit Subparagraph 11-1) adding the following to the second part of the Subparagraph: "appointment, determination of the term of office, early termination of the duties of the Corporate Secretary, as well as determination of the amount and terms of remuneration of the Corporate Secretary;"

3) to amend Subparagraph 12) to read as follows:

"12) determination of the amount of payments to the Auditor and the Appraiser for assessment of the market value of property delivered as payment for the Bank's shares or property which is a subject of a major transaction;"

4) in Subparagraph 16), to insert the words ", including internal rules setting forth terms and order of holding auctions and subscription to securities of the Bank," after the words "of the Republic of Kazakhstan";

5) to amend Subparagraph 18) to read as follows:

"18) decision-making on acquisition by the Bank of ten or more per cent of shares (stakes in the charter capital) in other legal entities and decision-making regarding activity thereof;"

6) to supplement Subparagraph 19) with the word "the Bank".

5. In relation to the part one of Subparagraph 1 of Article 40:

to add the following sentence: "In case the legislation of the Republic of Kazakhstan does not require publication, in printed periodicals, of information affecting interests of shareholders, the Bank shall communicate such information to its shareholders by placing the information on the Bank's web-site and other means conforming with listing requirements of a stock exchange, on which the Bank's securities are listed by a resolution of the Bank.".

Authorized Person

T.N. Maryassova