

**MINUTES No. 44**  
**to the Extraordinary General Shareholders' Meeting**  
**of Joint Stock Company Halyk Savings Bank of Kazakhstan**  
**by absent voting without holding an in-person general meeting of shareholders**

**Almaty**

**23 July 2020**

**Full name:** Joint Stock Company Halyk Savings Bank of Kazakhstan.

**Full name of executive body:** Management Board of Joint Stock Company Halyk Savings Bank of Kazakhstan.

**Location of executive body:** 40, Al-Farabi Avenue, Medeu District, A26M3K5, Almaty, Republic of Kazakhstan.

**Final date and time for submission of absentee voting ballots by shareholders:** until 06:00 pm (Nur-Sultan time) 22 July 2020.

**Date and time of counting votes** at the Extraordinary General Shareholders' Meeting of JSC Halyk Bank by absent voting without holding an in-person general meeting of shareholders: from 09:00 am to 11:00 am (Nur-Sultan time) 23 July 2020.

**Place of counting absent votes** at the Extraordinary General Shareholders' Meeting of JSC Halyk Bank without holding an in-person general meeting of shareholders: 40, Al-Farabi Avenue, Medeu district, A26M3K5, Almaty, Republic of Kazakhstan.

The shareholders were notified of the Extraordinary General Shareholders' Meeting of JSC Halyk Bank to be held by absent voting without holding an in-person general meeting of shareholders (the "Extraordinary General Shareholders' Meeting"), in the manner specified by the Law of the Republic of Kazakhstan "On Joint Stock Companies" and the Charter of JSC Halyk Bank (the "Bank"). Information on convening the Extraordinary General Shareholders' Meeting and determining its agenda and absentee voting ballots were published in "Egemen Qazaqstan" and "Kazakhstanskaya Pravda" newspapers on 23 June 2020, and further posted on the corporate website of the Bank and on the Internet resources of the Kazakhstan Stock Exchange (KASE), London Stock Exchange (LSE), Astana International Exchange (AIX) and the Financial Reporting Depository.

As per the information presented by JSC Central Securities Depository as of 23 June 2020 (the record date of the list of shareholders eligible to participate in the Extraordinary General Shareholders' Meeting):

1) total number of the Bank's voting shares (excluding treasury shares of the Bank, as well as shares held by the nominal holders and beneficial owners, whose information is not disclosed in the recording system of JSC Central Securities Depository) is 9,861,399,226, the number of common treasury shares of the Bank is 1,693,495,385;

2) total number of the Bank's shareholders holding common shares of the Bank is 32,243 shareholders (including 130 Global Depository Receipts (the GDR) holders (excluding owners whose information is not disclosed in the recording system of JSC Central Securities Depository)).

**Number of received absentee voting ballots** at the Extraordinary General Shareholders' Meeting: 140 ballots (including 130 absentee voting ballots of GDR holders).

In accordance with the Law of the Republic of Kazakhstan "On Joint Stock Companies," 140 absentee voting ballots received by the Bank are valid and taken into account in determining the quorum and voting results.

**Number of the Bank's shareholders attended the Extraordinary General Shareholders' Meeting:** 140 shareholders (including 130 GDR holders).

Information on shareholders holding ten percent and more of voting common shares of the Bank attending the Extraordinary General Shareholders' Meeting:

the shareholder holding ten percent and more of the voting common shares of the Bank, as of 23 June 2020, i.e. the record date of the list of shareholders eligible to participate in the Extraordinary General Shareholders' Meeting, is:

JSC Holding Group ALMEX holding 7,583,538,228 voting common shares of the Bank, this is 76.90 % of total number of voting common shares of the Bank.

**Number of the Bank's voting shares presented at the Extraordinary General Shareholders' Meeting:** 9,475,073,466, this is 96.08 % of total number of voting common shares of the Bank.

According to Article 45 of the Law of the Republic of Kazakhstan "On Joint Stock Companies," the General Shareholders' Meeting is eligible to consider and make decisions on the agenda items, if on the final date of submitting ballots at the General Shareholders' Meeting by absent voting, the shareholders or their representatives included into the list of shareholders eligible to participate and vote at the meeting and holding together fifty percent and more of the Bank's voting shares are registered.

**Thus, the quorum is met, the Extraordinary General Shareholders' Meeting is deemed competent.**

**Agenda of the Extraordinary General Shareholders' Meeting** formed by resolution of the Bank's Board of Directors (resolution of the Board of Directors on third item in the minutes to in-person meeting of the Bank's Board of Directors of JSC Halyk Bank No.1 dated 19 June 2020) and published in "Egemen Qazaqstan" and "Kazakhstanskaya Pravda" newspapers dated 23 June 2020:

1. On approval of the agenda of the Extraordinary General Shareholders' Meeting of JSC Halyk Bank by absent voting.

2. On adoption of a resolution on payment of dividends on JSC Halyk Bank's common shares. On approval of the amount of dividend per common share of JSC Halyk Bank.

**The voting procedure at the Extraordinary General Shareholders' Meeting:** voting was held under the principle "one share - one vote" by absent voting without holding an in-person general meeting of shareholders by filling in the absentee voting ballots, indicating voting options on each item of the agenda of the Extraordinary General Shareholders' Meeting, expressed in words "for", "against", "abstain" therein.

**Information on the vote counters at the Extraordinary General Shareholders' Meeting:** the vote counting at the Extraordinary General Shareholders' Meeting was held by Ballot Committee of the Bank, elected at the Annual General Shareholders' Meeting of the Bank (minutes to the Annual General Shareholders' Meeting of the Bank No.42 dated 18 April 2019), in the following composition:

Chairperson of the Ballot Committee:

Ilmira Arslanovna Razumova

Members of the Ballot Committee:

Gabbas Malgajiyevich Ilussinov

Gulziya Seidakhmetovna Madazimova

Viktor Sergeevich Skryl

Lyazzat Altayevna Undirbekova

Yelena Alexandrovna Khmyz

**1. On approval of the agenda of the Extraordinary General Shareholders' Meeting of JSC Halyk Bank by absent voting.**

**The results of voting on the first item of the agenda:**

Total amount of votes of shareholders participating at the Extraordinary General Shareholders' Meeting by absent voting was 9,475,073,466, out of which on **the first item** of the agenda "On approval of the agenda of the Extraordinary General Shareholders' Meeting of JSC Halyk Bank by absent voting" as proposed by the Bank's Board of Directors voted:

	<i>Number of voting shares</i>	<i>% out of total number of voting shares presented at the meeting</i>
"For"	9,475,073,466	100.00000
"Against"	0	0
"Abstain"	0	0
Take no part in the voting	0	0

*The resolution was passed by majority of votes out of total number of the Bank's voting shares presented at the meeting.*

Thus, the Extraordinary General Shareholders' Meeting by majority of votes out of total number of the Bank's voting shares presented at the meeting resolved:

To approve the agenda of the Extraordinary General Shareholders' Meeting of JSC Halyk Bank by absent voting formed by the Board of Directors of JSC Halyk Bank (resolution of the Board of Directors on third item in the minutes to in-person meeting of the Board of Directors of JSC Halyk Bank No.1 dated 19 June 2020).

**2. On adoption of a resolution on payment of dividends on JSC Halyk Bank's common shares. On approval of the amount of dividend per common share of JSC Halyk Bank.**

**The results of voting on the second item of the agenda:**

Total amount of votes of shareholders participating at the Extraordinary General Shareholders' Meeting by absent voting was 9,475,073,466, out of which on **the second item** of the agenda "On adoption of a resolution on payment of dividends on JSC Halyk Bank's common shares. On approval of the amount of dividend per common share of JSC Halyk Bank" voted:

	<i>Number of voting shares</i>	<i>% out of total number of voting shares participating in the voting</i>
"For"	9,475,073,466	100.00000
"Against"	0	0
"Abstain"	0	0
Take no part in the voting	0	0

*The resolution was passed by simple majority of votes out of total number of the Bank's voting shares participating in the voting.*

Thus, the Extraordinary General Shareholders' Meeting by simple majority of votes out of total number of the Bank's voting shares participating in the voting resolved:

To pay dividends on common shares of JSC Halyk Bank (ISIN KZ000A0LE0S4) from retained net earnings of previous years:

Name: JSC Halyk Bank;

Location of JSC Halyk Bank: 40, Al-Farabi Ave., Medeu district, A26M3K5, Almaty, Republic of Kazakhstan;

bank and other details of JSC Halyk Bank: National Bank of Kazakhstan; BIC – NBRKKZKX, correspondent account – KZ87125KZT1001300313, BIN – 940140000385, Bencode –14;

the dividend payment period: 2019;  
the dividend amount per common share: 17.08 tenge;  
the dividend payment start date: 24 July 2020;  
the timing and form of dividend payments:  
the record date of the list of shareholders eligible to receive dividends, as of 00:00 a.m. 23 July 2020;  
the dividend payment form – non-cash.

**The resolutions passed at the Extraordinary General Shareholders' Meeting** on the items of the agenda of the Extraordinary General Shareholders' Meeting of JSC Halyk Bank by absent voting:

**On the first item of the agenda:**

To approve the agenda of the Extraordinary General Shareholders' Meeting of JSC Halyk Bank by absent voting formed by the Board of Directors of JSC Halyk Bank (resolution of the Board of Directors on third item in the minutes to in-person meeting of the Board of Directors of JSC Halyk Bank No.1 dated 19 June 2020).

**On the second item of the agenda:**

To pay dividends on common shares of JSC Halyk Bank (ISIN KZ000A0LE0S4) from retained net earnings of previous years:

Name: JSC Halyk Bank;

Location of JSC Halyk Bank: 40, Al-Farabi Ave., Medeu district, A26M3K5, Almaty, Republic of Kazakhstan;

bank and other details of JSC Halyk Bank: National Bank of Kazakhstan; BIC – NBRKKZKX, correspondent account – KZ87125KZT1001300313, BIN – 940140000385, Bencode –14;

the dividend payment period: 2019;

the dividend amount per common share: 17.08 tenge;

the dividend payment start date: 24 July 2020;

the timing and form of dividend payments:

the record date of the list of shareholders eligible to receive dividends, as of 00:00 a.m. 23 July 2020;

the dividend payment form – non-cash.

**Chair of the Ballot Committee:**

**I.A. Razumova**

**Members of the Ballot Committee:**

**G.M. Ilussinov**

**G.S. Madazimova**

**V.S. Skryl**

**L.A. Undirbekova**

**Y.A. Khmyz**

Текст-перевод документа с русского языка на английский язык выполнен переводчиком АО «Народный Банк Казахстана» Шаекиной Айгерим Муратовной, Республика Казахстан, город Алматы, двадцать третье июля две тысячи двадцатого года.