

MINUTES
of the Extraordinary General Meeting of Shareholders
of “KazTransOil” JSC No.2/2019

Full name	“KazTransOil” Joint-Stock Company
Registered address	12 Non-Residential Building, 20, Turan Avenue, Yessil District, 010000 Astana, Republic of Kazakhstan
Type of the meeting	Extraordinary
Form of meeting holding	Absentee voting without holding the General Meeting of Shareholders in formal
Commencement date of submission of filled in voting papers	February 25, 2019
Final date of submission of filled in voting papers	March 5, 2019
Date of calculation of results of absentee voting	March 5, 2019

The Extraordinary General Meeting of Shareholders of “KazTransOil” JSC by the means of absentee voting without holding the meeting in formal was convened by the resolution of the Board of Directors of “KazTransOil” JSC dated January 29, 2019 (Minutes No.1/2019) with the following agenda:

On determination of the audit organization to perform audit of “KazTransOil” JSC in 2019-2021 and single-source procurement.

In accordance with para.4 of article 49 of the Law of the Republic of Kazakhstan “On Joint Stock Companies” (hereinafter – the Law) the notification on holding the Extraordinary General Meeting of Shareholders of “KazTransOil” JSC and a ballot for absentee voting of “KazTransOil” JSC were published at the internet-resource of the depository of financial statements on January 31, 2019 and at the corporate web-site of “KazTransOil” JSC. Filled in ballots for absentee voting of a shareholder of “KazTransOil” JSC were admitted prior to 6:30 pm March 05, 2019 at 12 Non-Residential Building, 20, Turan Avenue, Yessil District, 010000 Astana, Republic of Kazakhstan.

The Counting Commission performing the functions referred to in Article 46 of the Law was elected by the resolution of the Annual General Meeting of Shareholders on May 20, 2015 (Minutes No.1/2015).

According to the list of shareholders of “KazTransOil” JSC provided by the central depository as of February 20, 2019 the total number of voting shares of “KazTransOil” JSC equals to 384,281,167 (three hundred eighty four million two hundred eighty one thousand one hundred sixty seven).

1 (one) voting paper was submitted within the established deadline to “KazTransOil” JSC, which is valid and admitted for counting. The voting paper represent in aggregate 346,172,040 (three hundred forty six million one hundred seventy two thousand forty) voting shares of “KazTransOil” JSC, or 90.08% of the total voting shares.

Pursuant to paragraph 1 of Article 45 of the Law, the General Meeting of Shareholders shall be entitled to consider and decide on the agenda issues, if at the end of the date of voting papers submission the shareholders (their representatives) included in the list of shareholders and entitled to participate in the meeting and vote holding in aggregate fifty percent or more of the voting shares of “KazTransOil” JSC were registered.

The quorum to hold the meeting and vote on the agenda items is available.

The ballot for absentee voting of “KazTransOil” JSC shareholder at the Extraordinary General Meeting of Shareholders includes the following items:

1) On confirmation of the agenda of the extraordinary General Meeting of Shareholders of “KazTransOil” JSC;

2) On determination of the audit organization to perform audit of “KazTransOil” JSC in 2019-2021 and single-source procurement.

On item: On confirmation of the agenda of the Extraordinary General Meeting of Shareholders of “KazTransOil” JSC.

The issue put to vote:

To confirm the following agenda of the Extraordinary General Meeting of Shareholders of “KazTransOil” JSC:

On determination of the audit organization to perform audit of “KazTransOil” JSC in 2019-2021 and single-source procurement.

Voted:

“Pro” – 346,172,040 votes

“Contra” – no

“Abstained” – no

The simple majority decision was taken, given the total number of the voting participating shares of “KazTransOil” JSC.

To confirm the following agenda of the Extraordinary General Meeting of Shareholders of “KazTransOil” JSC:

On determination of the audit organization to perform audit of “KazTransOil” JSC in 2019-2021 and single-source procurement.

On the agenda item of the Extraordinary General Meeting of Shareholders.

The issue put to vote:

1. To determine “Ernst & Young” LLP as an audit organization to perform

audit of "KazTransOil" JSC in 2019-2021.

2. To procure the services on audit of financial statements of "KazTransOil" JSC in 2019-2021 through single-source from "Ernst & Young" LLP.

3. General Director (Chair of the Management Board) of "KazTransOil" JSC Dossanov D.G. to duly take measures stemming from the present resolution.

Voted:

"Pro" – 346,172,040 votes

"Contra" – no

"Abstained" – no

The simple majority decision was taken, given the total number of the voting participating shares of "KazTransOil" JSC.

1. To determine "Ernst & Young" LLP as an audit organization to perform audit of "KazTransOil" JSC in 2019-2021.

2. To procure the services on audit of financial statements of "KazTransOil" JSC in 2019-2021 through single-source from "Ernst & Young" LLP.

3. General Director (Chair of the Management Board) of "KazTransOil" JSC Dossanov D.G. to duly take measures stemming from the present resolution.

Chair of the Vote Counting Commission

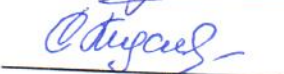


R. Bigzayev

Vote Counting Commission members:



A. Baimakhanov



S. Bidaibekova



A. Kabakayeva



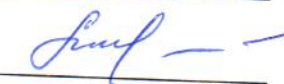
Zh. Kabenov



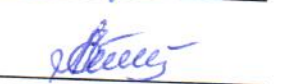
S. Kozhakhmetov



B. Lesbayeva



R. Makhambetova



M. Temirbayeva