

**AMENDMENTS TO THE PROSPECTUS
of KazMunaiGas Exploration Production**

(registered by the Kazakh Agency for regulation and supervision of financial market and financial organizations on 8 July 2004 as amended on 10 December 2004, 15 August 2005, 27 December 2006, 3 December 2007, 25 February 2008, 10 November 2008, 27 July 2009, 27 April 2010, 15 June 2010, 13 July 2011, 18 January 2012, 20 February 2012, 9 April 2012, 3 July 2012, 3 January 2013, 29 April 2013, 13 August 2013, 6 September 2013, 25 October 2013, 14 November 2013, 29 November 2013, 14 April 2014, 5 May 2014, and on 29 August 2014)

1. Clause 12 Collective executive body of the joint stock company shall be amended to read as follows:

“12. Collective executive body of the joint stock company.

Executive body is Management Board of the Company

Full name	Date of birth	Positions held over the last three years specified chronologically	Percentage ratio of shares held by each of the members of the collective executive body of the issuer to the total of all shares placed by the joint stock company
Chair of the Management Board			
1. Abat Akmukanovich Nurseitov	13 May 1963	02/10/2006 – 27/01/2008 Director of Operations Control Department at KazMunaiGas Exploration & Production; 28/01/2008 – 24/11/2009 Managing Director for Operations at KazMunaiGas Exploration & Production; 25/11/2009 – 29/02/2011 Technical Director at KazMunaiGas Exploration & Production; 01/03/2011 – 03/01/2012 Managing Director for Operations at KazMunaiGas Exploration & Production;	NO

		<p>04/01/2012 – 22/01/2013 Deputy CEO for Operations at KazMunaiGas Exploration & Production;</p> <p>26/01/2012 Elected to the Management Board of KazMunaiGas Exploration & Production;</p> <p>22/01/2013 - to date Chief Executive Officer at KazMunaiGas Exploration & Production.</p> <p>22/01/2013 Elected as Chairman of the Management Board of KazMunaiGas Exploration & Production as per resolution passed by the Board of Directors on 22 January 2013, Minutes No.3. The powers: overall management of KazMunaiGas Exploration & Production under Kazakh laws, the Charter, and internal documents of the Company.</p>	
Members on the Management Board			
2. Shane Andrew Drader	5 November 1969	<p>From January of 2007 through August 2011 Finance Director – Finance Controller at KazMunaiGas Exploration & Production.</p> <p>From October 2012 through April 2013 Finance Controller at Petromanas Energy Inc.</p> <p>From August 2014 to date Finance Director – Finance Controller at KazMunaiGas Exploration & Production.</p> <p>16 September 2014 Elected to the Management Board of KazMunaiGas Exploration & Production.</p> <p>The powers: management of tax planning, tax accounting and financial accounting and reporting. Supervision of treasury operations and corporate</p>	NO

		financing. Acting as Chief Financial Officer: development of a financial and economic strategy; making and monitoring Company's short-term and long-term plans.	
3. Malik Saulebay	7 May 1975	<p>15/06/2007 – 2/10/2009 General Director at Kaztransoil Service</p> <p>14/12/2009 – 15/03/2010 Advisor to the General Director at Trade House KazMunaiGas;</p> <p>22/04/2010 – 18/04/2011 Managing Director for Legal Matters (Members of the Management Board) at KazMunaiGas Refining & Marketing;</p> <p>18/04/2011 – 11/04/2014 Managing Director for Legal Matters at KazMunaiGas Exploration & Production;</p> <p>11/04/2014 to date Chief of Staff at KazMunaiGas Exploration & Production;</p> <p>26 January 2012 Elected to the Management Board of KazMunaiGas Exploration & Production.</p> <p>The powers: legal support to the Company, legal protection and legal support to business units of the Company for them to observe Kazakh laws and Company's regulations.</p>	NO
4. Botagoz Ashirbekova	8 August 1969	<p>11/08/2008 – 26/02/2009 Head of HR at KOR;</p> <p>01/03/2009 – 28/01-2010 Head of HR at Turgai Petroleum;</p> <p>01/02/2010 – 27/12/2011 Director of HR at Mangistaumunaigas</p> <p>28/12/2011 – 16/09/2012 Director of HR at KazMunaiGas Exploration & Production;</p>	NO

		<p>17/09/2012 to date Managing Director for HR at KazMunaiGas Exploration & Production;</p> <p>26 January 2012 Elected to the Management Board of KazMunaiGas Exploration & Production;</p> <p>The powers: arrange and supervise design and implementation of HR policy of KazMunaiGas Exploration & Production.</p>	
5. Kairbek Yeleussinov	18 April 1960	<p>15/12/2009 – 12/11/2012 First Vice President at Karazhanbasmunai;</p> <p>01/10/2013 to date Deputy General Director for Operations;</p> <p>04/10/2013 Elected to the Management Board of KazMunaiGas Exploration & Production;</p> <p>The powers: arrangement and management of operations of KazMunaiGas Exploration & Production.</p>	NO
6. Dastan Abdulgafarov	16 December 1974	<p>01/09/2006 – 13/04/2008 Managing Director for Project Management at KazMunaiGas Exploration & Production;</p> <p>14/04/2008 – 12/01/2014 Managing Director for Business Development at KazMunaiGas Exploration & Production;</p> <p>12/01/2014 to date Chief Financial Officer at KazMunaiGas Exploration & Production;</p> <p>18/03/2014 Elected to the Management Board of KazMunaiGas Exploration &</p>	NO

		<p>Production;</p> <p>The powers: manage revenue and expenditure of KazMunaiGas Exploration & Production and any other financial resources, accounting of mutual settlements (clearing transactions), drafting financial documentation, monitoring debt capital markets, placement of Company's free cash, setting top treasury priorities.</p>	
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Acting CEO

Kairbek Yeleussinov

Chief Accountant

Aizhan Zainelova

Head of Internal Audit

Ilya Kotlov

National Bank of Kazakhstan

KazMunaiGas Exploration Production

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9 Oct 2014

No.33-3-02/2865

Your Ref.No.20-53/3373 dated 23 Sep 2014

Registration of amendments to the prospectus

The National Bank of Kazakhstan has registered amendments to the prospectus of KazMunaiGas Exploration & Production, and attached hereto is one copy of the amendments to the prospectus with a note of registration.

K. Kozhakhmetov

Deputy Chair

No.0058017