

MINUTES OF ANNUAL SHAREHOLDERS' MEETING
OF
FREEDOM HOLDING CORP.

The annual meeting of the shareholders of Freedom Holding Corp. (the “Company”), a Nevada corporation, was held at the Ritz Carlton Hotel, Altitude Conference Hall, 28th Floor, Esentai Tower, 77/7 Al Farabi Ave., Almaty, 050040, Republic of Kazakhstan on the 10th day of September, 2019 at 7:00 p.m. local time to consider the following proposals:

- (1) Elect two Class III directors until the 2022 Annual Meeting of Stockholders, and until their respective successors have been duly elected and qualified, the following two nominees were recommended by the Board of Directors: Timur Turlov and Jason Kerr.
- (2) Ratification of the appointment of WSRP, LLC. as the Company’s independent registered public accounting firm for the 2020 fiscal year.
- (3) Transact such other business as may properly come before the meeting or any postponement or adjournment thereof.

There were present or represented at the meeting 48,426,276 shares, or 83.35%, of the common stock of the Company. The total number of shares issued and outstanding entitled to vote being 58,093,212 shares, it was announced that a quorum was present for the transaction of business.

Mr. Timur Turlov, Chairman and CEO of the Company presided at the meeting and at the request of Mr. Turlov, Mr. Askar Tashtitov, President of the Company acted as Conductor of the meeting. The Conductor called the meeting to order and Mr. Adam Cook, Corporate Secretary, acted as Secretary of the meeting.

The Secretary certified that the meeting had been duly called. A copy of the notice of annual meeting and proxy statement are filed with the minutes of this meeting. Upon the request

of the Conductor, the Secretary presented a list of the holders of the common stock of the Company at the close of business on July 15, 2019, the date fixed as the record date and was instructed to file said list with the minutes of this meeting. The Conductor indicated that the Mr. Richard Ludlow had been appointed as the Inspector of Election (the “Inspector”) and that he had executed his oath and a copy of his oath and report would be attached to these minutes. The Conductor further indicated that an affidavit of distribution from Broadridge Financial Solutions, Inc. would also be filed with the minutes of this meeting.

The Conductor discussed each proposal before the meeting as set forth in the notice of annual meeting of stockholders and proxy statement. There was a full discussion of each item to be voted upon.

The Conductor asked for questions and after a discussion of said questions, upon motion duly made, seconded, and carried, the vote was taken on the following items, the results were tabulated and announced. The following shareholder resolutions were duly adopted:

RESOLVED, that Timur Turlov and Jason Kerr are duly elected and qualified as Class III directors for a term of three years and in each case each director shall serve until their respective successors have been duly elected and qualified.

RESOLVED, that the appointment of WSRP, LLC as independent registered public accountants for the Company for the fiscal year ending March 31, 2020, be, and hereby is approved and ratified.

Following adoption of the foregoing resolutions, the meeting was duly adjourned.

FREEDOM HOLDING CORP.



Adam Cook, Secretary




AFFIDAVIT OF DISTRIBUTION

STATE OF NEW YORK)
) ss:
COUNTY OF SUFFOLK)

Philip Barone, being duly sworn, deposes and says: I am employed with Broadridge Financial Solutions, Inc., and I caused to be processed and distributed 648 records relating to the FREEDOM HOLDING CORP. Annual Meeting scheduled for September 10, 2019. The said records were supplied by Pacific Stock Transfer to Broadridge Financial Solutions, Inc.

Packages were mailed and deposited with the United States Post Office Farmingdale, New York commencing on August 1, 2019.



Philip Barone
Manager
Broadridge Financial Solutions, Inc.

Sworn to and subscribed to
before me this *2nd* day
of *August*, 2019



Notary Public

Kathleen M. Archila
Notary Public State of New York
Registration No. 01AR6388118
Qualified in Suffolk County
Commission Expires March 4, 2023

FREEDOM HOLDING CORP.

2019 Annual Meeting of Stockholders

on September 10, 2019

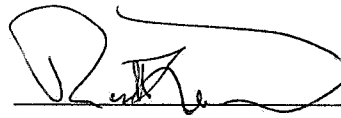
OATH OF INSPECTOR OF ELECTION OF THE MEETING

STATE OF UTAH

COUNTY OF SALT LAKE

I, Richard Ludlow, the undersigned duly appointed Inspector of Election of the 2019 annual meeting of stockholders of Freedom Holding Corp. (the "**Company**") held this 10th day of September, 2019, do solemnly swear that I will faithfully execute my duties as the Inspector of Election with strict impartiality and according to the best of my ability, for the purposes set forth in the Company's Notice of Annual Meeting of Stockholders and Proxy Statement dated July 26, 2019, including to fairly and diligently count the votes cast at such meeting and honestly and truthfully report the results of the voting.

IN WITNESS WHEREOF, I hereby execute this Oath this September 5, 2019.



Inspector of Election

Signed and sworn to before me this
September 5, 2019.

Notary Public

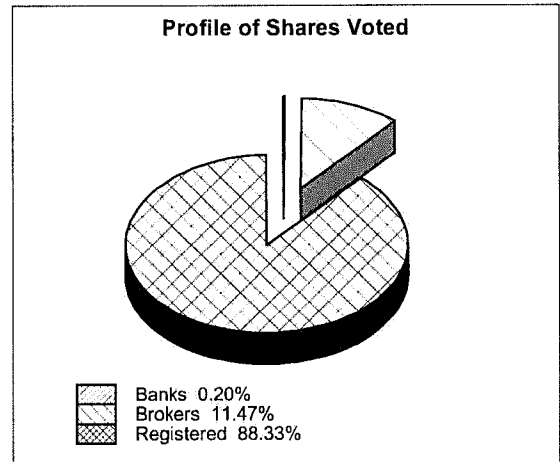
FREEDOM HOLDING CORP.

ANNUAL MEETING: 09/10/2019

AS REQUESTED, WE HAVE TABULATED THE VOTES CAST FOR THE ABOVE MEETING. THE RESULTS OF THIS TABULATION ARE AS FOLLOWS:

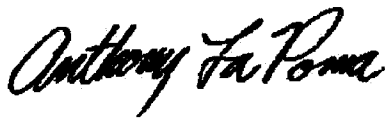
Voting Results as of: 09/10/2019

<u>Voting Power:</u>	Total:
TOTAL OUTSTANDING:	58,093,212
TOTAL SHARES VOTED:	48,426,276
% OF VOTED:	83.35%



IN ACCORDANCE WITH OUR CUSTOMARY PROCEDURES, WE HAVE EXAMINED THE PROXIES RECEIVED, BUT DO NOT GUARANTEE THE GENUINENESS OF THE SIGNATURES THEREOF, OR ASSUME ANY RESPONSIBILITY FOR THE LEGALITY OF ANY PROXY.

SINCERELY,



ANTHONY LAPOMA
DIRECTOR
VOTING SERVICES



PROPOSAL #001 ELECTION OF DIRECTORS

***	FOR	AGAINST	WITHHELD	BROKER NON-VOTES
BENEFICIAL	24,231	0	484	5,719,411
REGISTERED	42,682,150	0	0	
TOTAL SHARES VOTED	42,706,381	0	484	
% OF VOTED	100.00%			
% OF OUTSTANDING	73.51%			
% OF VOTED W/ABS	99.99%		0.00%	
% OF OUTSTANDING W/ABS	73.51%		0.00%	

PROPOSAL #001 ELECTION OF DIRECTORS INCLUDING DIRECTOR EXCEPTIONS

***	FOR	% VOTED FOR	WITHHELD	% VOTED WITHHELD
TIMUR TURLOV	42,705,948	100.00%	917	0.00%
JASON KERR	42,706,381	100.00%	484	0.00%
TOTAL ALL DIRECTORS	85,412,329		1,401	
DIRECTOR AVERAGE	42,706,164		700	
% VOTED OF AVERAGE	100.00%		0.00%	

PROPOSAL #002 RATIFY WSRP, LLC. AS INDEPENDENT REGISTERED PUBLIC ACCOUNTANT

***	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
BENEFICIAL	5,743,631	287	208	
REGISTERED	42,682,150	0	0	
TOTAL SHARES VOTED	48,425,781	287	208	
% OF VOTED	99.99%	0.00%		
% OF OUTSTANDING	83.35%	0.00%		
% OF VOTED W/ABS	99.99%	0.00%	0.00%	
% OF OUTSTANDING W/ABS	83.35%	0.00%	0.00%	

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