

**PROPOSAL TO SHAREHOLDERS TO BUY ORDINARY SHARES OF THE EXCHANGE,  
released on the website of Kazakhstan Stock Exchange JSC and depository of financial  
statements**

Hereby Kazakhstan Stock Exchange JSC (hereinafter – the Exchange), with its executive body (Management Board) located at: 280 Baizakov str., North Tower of MFC "Almaty Towers", 8th floor, Almaty, Republic of Kazakhstan, informs its shareholders that the Board of Directors (minutes No. 28 of the meeting on September 26, 2018) took a decision to offer 65,000 ordinary shares of the Exchange.

According to requirements of article 16 of the act of the Republic of Kazakhstan "On Joint-Stock Companies" the Exchange proposes to its shareholders to buy ordinary shares of the Exchange for purposes of exercising their preemptive purchase right.

In pursuance of norms of the Rules of exercising the right of shareholders of a joint-stock company to preemptive purchase of securities and waiver thereof, approved by the Resolution No. 31 of the Management Board of the National Bank of Republic of Kazakhstan dated February 13, 2012 (hereinafter – the Rules), the Exchange informs its shareholders of the following:

- 1) the number and types of securities being offered (sold) – 65,000 ordinary shares of the Exchange;

**Date of state registration of the issue of the Exchange's shares** – ordinary shares of the Exchange are offered within the limits of the number of authorized ordinary shares of the Exchange NIN (ISIN): KZ1C10030019 (KZ1C00001213) (Certificate of registration of a securities issue No. A1003 dated August 25, 2008). A copy of the issue prospectus of the Exchange's shares is available on the Exchange's corporate website [www.kase.kz](http://www.kase.kz).

**List of shareholders**, entitled to preemptive purchase of ordinary shares being offered, was fixed based on data from the system of registries of holders of the Exchange's securities as of beginning of the date (00 hours 00 minutes) "26" September 2018, i.e. the date of the decision of the Exchange's Board of Directors on offering ordinary shares (hereinafter – "**Record date**").

- 2) ratio of outstanding (except for those repurchased by the company) shares to securities being offered (sold) by type – 942,013 : 65,000 (14,49 : 1);
- 3) terms and conditions of purchase of securities being offered (sold) with indication of the payment deadline for securities, taking into account requirements of article 16 of the act of the Republic of Kazakhstan "On Joint-Stock Companies":
  - existing shareholders may within 30 calendar days from the date of this notice of offering (selling) of the Exchange's shares, submit an order for purchase of the Exchange's shares being offered on equal terms pro rata to the number of the Exchange's ordinary shares they hold;
  - payment for shares being purchased according to the preemptive purchase right, is carried out by a shareholder within 30 calendar days from the day of submission of the order for their purchase taking into account requirements of the agreement for purchase-sale of shares subject to conclusion;
  - actual execution of received orders and transfer of shares to shareholders according to the preemptive purchase right are carried out by the Exchange after payment for shares by shareholders and presentation (within two business days after the payment) by the shareholder of the instruction of crediting shares to his account in the Integrated Securities Registrar JSC or at the nominee holder;
  - in case of acceptance of the order from a person being a person related to the Exchange by special relationship, transfer of shares to such person is carried out after consent of the Exchange's Board of Directors;
  - in case of non-payment for shares within 30 days after the date of submission of the order for their purchase, the order is deemed invalid;
  - after placement of shares among shareholders by the preemptive purchase right, an offering as part of this offering is deemed completed. If as a result of such offering part of ordinary

shares remains unplaced, a decision on offering of such shares will be taken by the Exchange's Board of Directors additionally.

**Shareholders submit orders as follows:**

- shareholders – holders of ordinary shares send orders to the Exchange by courier with a delivery confirmation or present them immediately to the Exchange (Corporate secretary V. Grebneva, address: 280 Baizakov str., North Tower of MFC "Almaty Towers", 8th floor, Almaty 050040, Republic of Kazakhstan, tel. + 7(727) 237 53 43; e-mail: vika@kase.kz);
- based on accepted orders from shareholders, in future agreements on purchase-sale of securities are concluded between the Exchange and shareholders who submitted orders.

Shareholders' orders must be composed in accordance with requirements of the Rules of exercising the right of shareholders of joint-stock companies to preemptive purchase of securities and waiver thereof, approved by the Resolution No. 31 of the Management Board of the National Bank of Republic of Kazakhstan dated February 13, 2012.

- 4) offering (selling) price of securities being offered (sold) – KZT9,132.22;
- 5) postal address, to which the shareholder submits an order for purchase of securities being offered (sold) – 280 Baizakov str., North Tower of MFC "Almaty Towers", 8th floor, Almaty 050040, Republic of Kazakhstan;
- 6) surnames, names (if available – patronymics), contact details of persons, interacting with the company's shareholders with regard to their purchase of securities being offered (sold) according to the right to preemptive purchase of the company's securities – Viktoria Grebneva (tel. 237 53 43).

The period within which shareholders of the Exchange can purchase ordinary shares of the Exchange being offered (sold) in accordance with their right to preemptive purchase of the Exchange's shares, – 30 calendar days from the day of release of this offer (up to and including October 29, 2018).

If the Exchange's shareholders intend to exercise their right to preemptive purchase of ordinary shares of the Exchange being offered (sold), shareholders must by the mentioned deadline submit a written request at the above-mentioned address.