

SHARE CAPITAL

AUTHORISED AND ISSUED SHARE CAPITAL

As of the Latest Practicable Date, the Company had 502,040,458 authorised Shares, of which 496,695,676 were placed with Samruk-Kazyna and fully paid.

The following is a description of the issued share capital of the Company placed and to be placed as fully paid immediately prior to and following completion of the [REDACTED].

The issued share capital of the Company immediately following the completion of the [REDACTED] will be as follows:

	Number of Shares	Approximate percentage of the total number of placed shares
Placed Shares immediately before the [REDACTED]	496,695,676	[REDACTED]%
Shares to be placed under the [REDACTED]	[REDACTED]	[REDACTED]%
Total	[REDACTED]	100.00%

Under the JSC Law, nominal value of the shares of a joint stock company refers only to the price at which the shares were distributed among and paid by the founders and defined in the foundation agreement (or the decision of the sole founder) of the joint stock company. In the case of the Company, this was KZT 1,000 per Share.

ASSUMPTIONS

The above tables assume that the [REDACTED] becomes unconditional and Shares are placed pursuant to the [REDACTED].

RANKINGS

The Shares represented by the [REDACTED], the [REDACTED] and the [REDACTED] that may be issued will rank *pari passu* in all respects with all Shares currently in issue or to be issued as mentioned in this Document, and will qualify and rank equally for all dividends or other distributions declared, made or paid on the Shares on a record date that falls after the date of this Document.

CIRCUMSTANCES UNDER WHICH GENERAL MEETINGS ARE REQUIRED

Pursuant to the Charter of the Company, the GMS is the supreme governing body of the Company and is responsible for approving certain matters relating to the Company’s share capital and securities.

Under the Charter, the GMS is required to approve, among other things: (i) amendments and supplements to the Charter or the adoption of the Charter in a new edition; (ii) the determination of the procedure, maximum period and aggregate number of shares or other securities convertible into ordinary shares to be placed (sold) without applying pre-emptive rights; (iii) the issuance of securities convertible into the Company’s ordinary shares; (iv) the terms and procedure for the conversion of the Company’s securities, and any amendments thereto; (v) the exchange of issued shares of one class for shares of another class, including the terms, timing and procedure for such exchange; (vi) any increase in the number of authorised shares or any change in the type of authorised but unplaced shares; and (vii) any voluntary delisting of the Company’s shares.

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The Charter further provides that any increase in the number of authorised shares or any change in the type of authorised but unplaced shares must be approved by the GMS. Following such approval, the Board of Directors is authorised to resolve on the placement of shares within the authorised share capital, including the number of shares to be placed and the method and price of their placement.

In addition, where the Company intends to repurchase its issued shares on its own initiative, such repurchase may only be effected with the approval of the GMS and in accordance with the methodology for determining the repurchase price referred to in the Charter.

The Charter also provides that the rights attached to any class of shares may be amended, supplemented or cancelled, whether or not the Company is being wound up, either with the written consent of the holders of not less than three-quarters of the issued shares of that class or by a special resolution adopted at a separate meeting of the holders of that class of shares. Please also see “Summary of the Constitution of the Company – Share Capital and Shares” in Appendix IV in this Document.