

Information about the issues considered by the Board of Directors of “KazTransOil” JSC for 2014

No. and date of the resolution of the Board of Directors	Members of the Board of Directors participated in the meeting	Issues considered
Absentee Resolution No.1/2014 dated 31.01.2014	N. Shmanov A. Kassymbek K. Kabyldin D. Mihalik M. Habib	1. On evaluation of performance of the Board of Directors of “KazTransOil” JSC over 2013.
Minutes No.2/2014 dated 25.02.2014	A. Kassymbek K. Kabyldin D. Mihalik M. Habib	1. On confirmation of the budget of “Kazakhstan-China Pipeline” LLP for 2014.
		2. On loss of effect of the Regulations on forming a personnel pool in “National Company for Oil Transportation “KazTransOil” CJSC.
		3. On confirmation of the Plan on improvement of the internal control system of “KazTransOil” JSC for 2014.
		4. On confirmation of the Policy on internal control of “KazTransOil” JSC and Procedure of the internal control system of “KazTransOil” JSC.
		5. On consideration of the Report on assessment of performance of the internal control system of “KazTransOil” JSC.
		6. On review of the Report on dynamics of key risks and course of execution of the Action Plan on key risk management of “KazTransOil” JSC for the 4 th quarter of 2013.
		7. On assignment of Senior Auditor of the Internal Audit Service of “KazTransOil” JSC T. Tulendiyeva with duties of the Head of the Internal Audit Service of “KazTransOil” JSC.
		8. On confirmation of the staff size of the headquarters of “KazTransOil” JSC and determination of quantitative composition of the Internal Audit Service of “KazTransOil” JSC.
		9. On appointment of a Senior Auditor of the Internal Audit Service of “KazTransOil” JSC and determination of the size and terms for payment of wage and bonuses.
		10. On making amendment in the List of documents regulating the internal activity of “KazTransOil” JSC to be confirmed by the Board of Directors.

		11. On confirmation of the Rules on organization of financing of acquisition or construction of housing by employees of “KazTransOil” JSC.
		12. On conclusion of interested-party deals by “KazTransOil” JSC”: 1) with LLP “Kazakhoil – Aktobe” – the Agreement on provision of services on water supply to HOPS “Alibekmola” of Aktobe Oil Pipeline Department of the Western branch of “KazTransOil” JSC via “Kumzhargan – Munaishi rotation village” waterline;
		2) with LLP “Tengizchevroil” - the Agreement on product sale and purchase (FCA terms - dry gas by pipeline);
		3) with JSC “Mangistaumunaigas” - the Agreement on acceptance and delivery of natural gas for the needs of OPS “Karazhanbas” of Mangistau Oil Pipeline Department of the Western branch of “KazTransOil” JSC;
		4) with JSC “CNPC-Aktobemunaigas” – the Agreement on delivery of natural gas for the needs of hostel of Zhanazhol of Aktobe Oil Pipeline Department of the Western branch of “KazTransOil” JSC;
		5) with LLP “PetroKazakhstan Oil Products” – the Agreement on provision of services on water supply and waste water collection on PSP of Shymkent Oil Pipeline Department of the Eastern branch of “KazTransOil” JSC.
		13. On an interested-party deal concluded by “KazTransOil” JSC with “KE Distribution” LLP.
		14. On determination of quantitative composition, term of office of the Board of Directors of “North-West Pipeline Company “MunaiTas” JSC and election of its members.
		15. On approval of a deal concluded by Limited Liability Partnership “Kazakhstan-China Pipeline” presented by “KazTransOil” JSC, which cost exceeds 1 096 000 000 tenge, - the Agreement on provision of oil transportation services.
		16. On confirmation of the Action Plan of the Board of Directors of “KazTransOil” JSC for 2014 with the Schedule of Formal Meetings.
Minutes No.3/2014 dated 08.04.2014	A. Kassymbek K. Kabyldin D. Mihalik M. Habib	1. On approval of changes and additions to the Charter of “KazTransOil” JSC.
		2. On conclusion of an interested-party deal with “Mangistaumunaigas” JSC - the Agreement on water supply for the needs of HOPS “Kalamkas” and OPS “Karazhanbas” of Mangistau Oil Pipeline Department of the Western branch of “KazTransOil” JSC.
		3. On conclusion of an interested-party deal with “Kazakhoil - Aktobe” LLP - the Agreement on oil delivery for the needs of the boiler house of Aktobe Oil Pipeline Department of the Western branch of “KazTransOil” JSC.
		4. On consideration of the Audit Report upon the results of audit of production, operating and financial

		processes of “KazTransOil” JSC held by the Internal Audit Service of “KazMunayGas” NC JSC during the period from May 29 to June 21, 2013 and the Plan of Corrective Actions on identified inconsistencies.
		5. On consideration of the Audit Report upon the results of audit of production, operating and financial processes of “Batumi Oil Terminal” and “Batumi Sea Port” held by the Internal Audit Service of “KazMunayGas” NC JSC during the period from July 29 to August 30, 2013 and the Plan of Corrective Actions on identified inconsistencies.
		6. On consideration of the Report of the Internal Audit Service of “KazTransOil” JSC on the results of work for 2013.
		7. On confirmation of the Charter of “Batumi Terminals Limited” in a new edition.
		8. On confirmation of annual financial statements of “MunaiTas” NWPC JSC for 2013.
		9. On confirmation of the procedure on distribution of net income of “MunaiTas” NWPC JSC for 2013, adoption of the decision on payment of dividends on common stock and confirmation of the size of dividends per one common share of “MunaiTas” NWPC JSC.
		10. On determination of an audit organization implementing audit of “MunaiTas” NWPC JSC for 2014, size of payment for services of an audit organization on audit of financial statements and single-source procurement of its services.
		11. On consideration of addresses of shareholders of “MunaiTas” NWPC JSC on actions of “MunaiTas” NWPC JSC and its officials for 2013 and results of their consideration.
		1. On assessment of performance of the Board of Directors of “KazTransOil” JSC for 2013.
		2. On preliminary confirmation of annual financial statements and consolidated financial statements of “KazTransOil” JSC for 2013.
		3. On proposals of the Board of Directors to the General Meeting of Shareholders on the procedure on distribution of net income of “KazTransOil” JSC for 2013 and the size of dividends for 2013 per one common share of “KazTransOil” JSC.
Minutes No.4/2014 dated 17.04.2014	A. Kassymbek K. Kabyldin D. Mihalik M. Habib	4. On preliminary confirmation of the Annual Report of “KazTransOil” JSC for 2013.
		5. On approval of the Annual Report of the Board of Directors of “KazTransOil” JSC on activity in 2013.
		6. On consideration of addresses of shareholders of “KazTransOil” JSC on actions of “KazTransOil” JSC and its officials for 2013 and results of their consideration.
		7. On approval of recommendations of the Nomination and Remuneration Committee of the Board of Directors of “KazTransOil” JSC.
		8. On calling of the annual General Meeting of Shareholders of “KazTransOil” JSC and recommendations on the size, procedure and terms for payment of remuneration of members of the Board of Directors.
		9. On confirmation of incentive key performance indicators of executive employees of “KazTransOil” JSC

		for 2014 and their target values.
		10. On consideration of the Report on compliance of “KazTransOil” JSC with the principles enshrined in the Corporate Governance Code of “KazTransOil” JSC.
		11. On consideration of the Report on implementation of the Business Plan of “KazTransOil” JSC for 2013.
		12. On an interested-party deal concluded by “KazTransOil” JSC with private enterprise “Corporate University “Samruk-Kazyna”, - the Agreement on procurement of services on organization and holding of training programs.
		13. On confirmation of staff number and structure of the central office of “KazTransOil” JSC.
		14. On confirmation of the Scheme of salaries of employees of the central office of “KazTransOil” JSC.
Minutes No.5/2014 dated 27.05.2014	A. Kassymbek K. Kabyldin D. Mihalik M. Habib	1. On confirmation of adjusted Business Plans of “KazTransOil” JSC for 2014-2018 at revalued and historical cost of fixed assets.
		2. On conclusion of an interested-party deal with “Bioengineering” Limited Liability Partnership – the Service Agreement on elimination of historical pollution (disturbed lands cleaning) and removal of oil-contaminated soil to a specialized site (special places) of “Bioengineering” Limited Liability Partnership for processing followed by reclamation of disturbed lands.
		3. On conclusion of interested-party deals with “KazTurboRemont” Service Center” Limited Liability Partnership:
		1) the Contractor Agreement on installation of strainers and relief valves node for the industrial pipeline of OPS “Koschagyl” of Kulsarinsk Oil Pipeline Department of the Western branch of “KazTransOil” JSC;
		2) the Contractor Agreement on reconstruction of general-purpose pipelines of “Kigach” Line Operations Dispatcher Station (hereinafter – LODS “Kigach”) of the Western branch of “KazTransOil” JSC;
		3) the Contractor Agreement on reconstruction of industrial-sanitary sewerage system of LODS “Kigach” of the Western branch of “KazTransOil” JSC.
		4. On payment of remuneration of the Corporate Secretary and employees of the Internal Audit Service of “KazTransOil” JSC for 2013.
		5. On review of the Report on dynamics of key risks and course of execution of the Action Plan on key risk management of “KazTransOil” JSC for the 1 st quarter of 2014.
		6. On determination of quantitative composition of the Management Board of “KazTransOil” JSC and election of A. Ungarsynov as its member.
		7. On determination of the size and terms for payment of salary and bonuses of Management Board member of “KazTransOil” JSC A. Ungarsynov.
		8. On determination of the size and terms for payment of salary and bonuses of Management Board

		member of “KazTransOil” JSC Zh. Issakov.
		9. On consideration of the Audit Report of the Internal Audit Service of “KazTransOil” JSC on the audit of the procedure of procurement of inventories, works and services in “KazTransOil” JSC and the Plan of Corrective Actions on identified inconsistencies.
		10. On consideration of the Report of the Internal Audit Service of “KazTransOil” JSC on the results of work for the 1 st quarter of 2014.
		11. On assignment of duties of the Head of the Internal Audit Service of “KazTransOil” JSC to Senior Auditor T. Tulendiyeva for the period of temporary absence of V. Kuzmin.
		12. On appointment of a Senior Auditor of the Internal Audit Service of “KazTransOil” JSC and determination of the size and terms for payment of salary and bonuses.
		13. On appointment of an Auditor of the Internal Audit Service of “KazTransOil” JSC for the period of replacement of temporarily absent employee of the Internal Audit Service of “KazTransOil” JSC A. Narymova and determination of the size and terms for payment of salary and bonuses.
Absentee Resolution No.6/2014 dated 20.06.2014	A. Kassymbek K. Kabyldin D. Mihalik A. Mukushov S. Primbetov M. Habib	1. On providing the Internal Audit Service of “KazMunayGas” NC JSC with access to information, materials and facilities of “Batumi Terminals Limited”.
		2. On confirmation of annual financial statements and annual consolidated financial statements of “Batumi Terminals Limited” for 2013.
		3. On payment of dividends by “Batumi Terminals Limited” for 2013.
		4. On reelection and appointment of directors of “Batumi Terminals Limited”.
Minutes No.7/2014 dated 27.06.2014	A. Kassymbek K. Kabyldin D. Mihalik A. Mukushov S. Primbetov M. Habib	1. On remuneration of executive employees of “KazTransOil” JSC for 2013.
		2. On confirmation of incentive key performance indicators of some executive employees of “KazTransOil” JSC for 2014 and their target values.
		3. On conclusion of an interested-party deal with “BTA Insurance” BTA Bank Subsidiary” JSC – the Agreement on obligatory ecological insurance.
		4. On closing the Representative Office of “KazTransOil” JSC in Kiev.
		5. On conclusion of an interested-party deal with private enterprise “Corporate University “Samruk-Kazyna” - the Agreement on procurement of outstaffing services.
		6. On confirmation of incentive key performance indicators of the Head of the Internal Audit Service and Corporate Secretary of “KazTransOil” JSC for 2014 and their target values.
Minutes No.8/2014	A. Kassymbek K. Kabyldin	1. On confirmation of the Action Plan of the Board of Directors of “KazTransOil” JSC for 2014 in a new edition with the Schedule of Meetings.

<p>dated 31.07.2014</p>	<p>D. Mihalik A. Mukushov S. Primbetov M. Habib</p>	<p>2. On consideration of the Progress Report for 2013 on the Development Strategy of “KazTransOil” JSC for 2012-2022.</p> <p>3. On making a change in the Minutes of the meeting of the Board of Directors of “KazTransOil” JSC as of December 13, 2012 No.16/2012.</p> <p>4. On election of members of committees of the Board of Directors of “KazTransOil” JSC.</p> <p>5. On confirmation of changes and additions to the Rules on organization of financing of acquisition or construction of housing by employees of “KazTransOil” JSC.</p> <p>6. On changes and additions to the Regulations on certain branches of “KazTransOil” JSC.</p> <p>7. On confirmation of the Regulations on Representative Offices of “KazTransOil” JSC in Moscow, Samara and Omsk in new editions.</p> <p>8. On interested-party deals with “Kazakhstan-China Pipeline” LLP, - the Agreements on operation of “Atasu-Alashankou” and “Kenkiyak-Kumkol” main oil pipelines.</p> <p>9. On deals with “KazTransOil” JSC which costs exceed 1,096,000,000 (one billion ninety-six million) tenge, - the Agreements on operation of “Atasu-Alashankou” and “Kenkiyak-Kumkol” main oil pipelines.</p> <p>10. On providing the Internal Audit Service of “KazMunayGas” NC JSC with access to information, materials and facilities of “KazTransOil” JSC.</p> <p>11. On providing the Internal Audit Service of “KazMunayGas” NC JSC with access to information, materials and facilities of “Batumi Oil Terminal” and “Batumi Sea Port”.</p>
<p>Minutes No.9/2014 dated 05.09.2014</p>	<p>A. Kassymbek K. Kabyldin D. Mihalik A. Mukushov S. Primbetov M. Habib</p>	<p>1. On confirmation of interim (half-year) separate and consolidated financial statements of “KazTransOil” JSC for the 1st half of 2014.</p> <p>2. On making changes in the Action Plan on improvement of the corporate management system of “KazTransOil” JSC.</p> <p>3. On an interested-party deal concluded by “KazTransOil” JSC with “Kazkommerts Securities” JSC (subsidiary of “Kazkommertsbank” JSC), – the Supplement Agreement No.1 to the Agreement on provision of services of market-maker on the Company’s securities as of January 6, 2014 No. US35/2014.</p> <p>4. On renaming “Computing Center of Collective Use” branch of “KazTransOil” Joint-Stock Company and confirmation of the Regulations on “Main Information and Computing Center” branch of “KazTransOil” Joint-Stock Company.</p> <p>5. On consideration of the Audit Report upon the results of audit of oil accounting in “KazTransOil” JSC held by the Internal Audit Service of “KazMunayGas” NC JSC during the period from October 14 to December 13, 2013 and the Plan of Corrective Actions on Identified Inconsistencies.</p> <p>6. On consideration of the Audit Report of the Internal Audit Service of “KazTransOil” JSC upon the</p>

		results of audit of execution of the Investment Program in “KazTransOil” JSC and the Plan of Corrective Actions on Identified Inconsistencies.
		7. On consideration of the Audit Report of the Internal Audit Service of “KazTransOil” JSC upon the results of audit of human resources management in “KazTransOil” JSC and the Plan of Corrective Actions on Identified Inconsistencies.
		8. On consideration of the Report of the Internal Audit Service of “KazTransOil” JSC upon the results of work for the 2 nd quarter of 2014.
		9. On review of the Report on dynamics of key risks and course of execution of the Action Plan on key risk management of “KazTransOil” JSC for the 2 nd quarter of 2014.
		10. On confirmation of the Risk Classifier of “KazTransOil” JSC, its subsidiaries and jointly-controlled entities.
		11. On confirmation of the conclusion of the Audit Commission on audit of financial-economic activity of “Kazakhstan-China Pipeline” LLP for 2012.
		12. On confirmation of annual financial statements and distribution of net income of “Kazakhstan-China Pipeline” LLP for 2012.
		13. On confirmation of the conclusion of the Audit Commission on audit of financial-economic activity of “Kazakhstan-China Pipeline” LLP for 2013.
		14. On confirmation of annual financial statements and distribution of net income of “Kazakhstan-China Pipeline” LLP for 2013.
		15. On an interested-party deal concluded by “KazTransOil” JSC with “Mangistaumunaigas” JSC, – the Agreement on delivery (consumption) of thermal energy in the form of hot water for HOPS “Kalamkas” of Mangistau Oil Pipeline Department of the Western branch of the Company as of June 6, 2014 No.530-13//WPP 543/2014 valid from January 1, 2014 to December 31, 2014.
		16. On early termination of employment relationship with First Deputy General Director/Head of the Project Management Group for “Kazakhstan-China Pipeline” LLP Y. Yeleukulov and early termination of his powers as the member of the Management Board of “Kazakhstan-China Pipeline” LLP.
		17. On appointment of D. Dossanov as the First Deputy General Director/Head of the Project Management Group for “Kazakhstan-China Pipeline” LLP and his election as the member of the Management Board of “Kazakhstan-China Pipeline” LLP.
Minutes No.10/2014 dated 06.10.2014	A. Kassymbek K. Kabyldin D. Mihalik A. Mukushov	1. On appointment, determination of the term of office of a Corporate Secretary of “KazTransOil” JSC, as well as determination of the size of salary and terms for payment of remuneration of a Corporate Secretary.
		2. On consideration of the Audit Report of the Internal Audit Service of “KazTransOil” JSC upon the

	S. Primbetov M. Habib	results of audit of operator activity in “KazTransOil” JSC and the Plan of Corrective Actions on Identified Inconsistencies.
		3. On confirmation of the Risk Management Program of “KazTransOil” JSC for 2014-2016.
		4. On consideration of the Report on transparency in “KazTransOil” JSC and efficiency of information disclosure for 2013 and the 1 st half of 2014.
		5. Information on Batumi assets of “KazTransOil” JSC.
		6. On making a change in the Minutes of the Board of Directors of “KazTransOil” JSC as of July 31, 2014 No.8/2014.
		7. Information on “Kazakhstan-China” pipeline expansion.
Minutes No.11/2014 dated 07.11.2014	A. Kassymbek K. Kabyldin D. Mihalik S. Primbetov M. Habib	1. On appointment of a Director of Batumi Terminals Limited.
		2. On an interested-party deal concluded by “KazTransOil” JSC with “KE Distribution” LLP.
		3. On making changes and an addition to the Rules on use of funds allocated to cover representation costs in “KazTransOil” JSC.
		4. On confirmation of the Action Plan on improvement of the performance of the Board of Directors of “KazTransOil” JSC.
		5. Information on negotiations with CNPC regarding oil supplies to Alashankou.
Minutes No.12/2014 dated 21.11.2014	A. Kassymbek K. Kabyldin D. Mihalik A. Mukushov S. Primbetov M. Habib	1. On confirmation of the adjusted Business Plan of “KazTransOil” JSC for 2014-2018 in terms of the budget for 2014.
		2. On confirmation of adjusted incentive key performance indicators of executive employees of “KazTransOil” JSC for 2014 and their target values.
		3. On an interested-party deal concluded by “KazTransOil” JSC with private enterprise “Corporate University “Samruk-Kazyna”, - the Agreement on procurement of additional services on organization and holding of training programs.
		4. On making an addition to the Policy on professional development of members of the Board of Directors of “KazTransOil” JSC and involvement of external experts by the Board of Directors of “KazTransOil” JSC.
		5. On consideration of the Report of the Internal Audit Service of “KazTransOil” JSC upon the results of assessment of effectiveness of the Internal Control System in “KazTransOil” JSC and the Plan on its improvement.
		6. On consideration of the Report of the Internal Audit Service of “KazTransOil” JSC upon the results of assessment of effectiveness of the Corporate Risk Management System of “KazTransOil” JSC and the Plan on its improvement.

		7. On confirmation of the Methodology for drafting the Strategic Plan of the Internal Audit Service of “KazTransOil” JSC.
		8. On confirmation of the Annual Audit Plan of the Internal Audit Service of “KazTransOil” JSC for 2015.
		9. On confirmation of the Strategic Plan of the Internal Audit Service of “KazTransOil” JSC for 2015-2017.
		10. On consideration of the Report of the Internal Audit Service of “KazTransOil” JSC upon the results of work for the 3 rd quarter of 2014.
		11. On determination of the position of “KazTransOil” JSC as the Participant to “Kazakhstan-China Pipeline” LLP on the issue of appointment of the General Director and First Deputy General Director/Leader of the Project Management Team for “Kazakhstan-China Pipeline” LLP.
		12. On determination of the position of “KazTransOil” JSC as the Participant to “Kazakhstan-China Pipeline” LLP on the issue of election of members of the Management Board of “Kazakhstan-China Pipeline” LLP.
		13. On determination of the position of “KazTransOil” JSC as the Participant to “Kazakhstan-China Pipeline” LLP on the issue of early termination of powers of members of the Audit Committee of “Kazakhstan-China Pipeline” LLP and election of members of the Audit Committee of “Kazakhstan-China Pipeline” LLP.
		14. On determination of the position of “KazTransOil” JSC as the Participant to “Kazakhstan-China Pipeline” LLP on the issue of “Kazakhstan-China Pipeline” LLP entry into “Kazakhstan Taxpayers’ Association” Association of Legal Entities.
Minutes No.13/2014 dated 15.12.2014	A. Kassymbek K. Kabyldin D. Mihalik A. Mukushov S. Primbetov M. Habib	1. On confirmation of the updated Development Strategy of “KazTransOil” JSC for 2012-2022.
		2. On confirmation of Business Plans of “KazTransOil” JSC for 2015-2019 at revalued and historical cost of fixed assets.
		3. On confirmation of the Tax Accounting Policy of “KazTransOil” JSC.
		4. On confirmation of adjusted incentive key performance indicators of the Head of the Internal Audit Service and Corporate Secretary of “KazTransOil” JSC for 2014 and their target values.
		5. On consideration of the Audit Report of the Internal Audit Service of “KazTransOil” JSC upon the results of audit of the document flow process in “KazTransOil” JSC and the Plan of Corrective Actions on Identified Inconsistencies.
		6. On review of the Report on dynamics of key risks and course of execution of the Action Plan on key risk management of “KazTransOil” JSC for 9 months of 2014.
		7. On determination of the position of “KazTransOil” JSC as the Participant to “Kazakhstan-China

		Pipeline” LLP on the issue of confirmation of the adjusted budget of “Kazakhstan-China Pipeline” LLP for 2014.
		8. On determination of the position of “KazTransOil” JSC as the Participant to “Kazakhstan-China Pipeline” LLP on the issue of confirmation of the budget of “Kazakhstan-China Pipeline” LLP for 2015.
		9. On interested-party deals concluded by “KazTransOil” JSC with “Kazakhoil-Aktobe” LLP, “CNPC-Aktobemunaigas” JSC and “Mangistaumunaigas” JSC for 2015, - the Forwarding Contracts.
		10. On confirmation of the Stakeholder Map of “KazTransOil” JSC.
		11. On making changes and additions to the Rules on organization of the risk management process of “KazTransOil” JSC.
	A. Kassymbek K. Kabyldin D. Mihalik A. Mukushov S. Primbetov M. Habib	1. On appointment of a Director of Batumi Terminals Limited.
		2. On an interested-party deal concluded with “KE Distribution” LLP, - the Delivery Contract.
		3. On interested-party deals concluded by “KazTransOil” JSC: 1) with “Mangistaumunaigas” JSC: –the Contract on acceptance and delivery of natural gas for the needs of OPS “Karazhanbas” of Mangistau Oil Pipeline Department of the Western branch of “KazTransOil” JSC; –the Contract on delivery (consumption) of thermal energy in the form of hot water for HOPS “Kalamkas” of Mangistau Oil Pipeline Department of the Western branch of “KazTransOil” JSC; –the Contract on water supply for the needs of HOPS “Kalamkas” and OPS “Karazhanbas” of Mangistau Oil Pipeline Department of the Western branch of “KazTransOil” JSC.
		2) with “PetroKazakhstan Oil Products” LLP, - the Contract on provision of services on water supply and waste water collection at Delivery and Acceptance Point “Shymkent” of Shymkent Oil Pipeline Department of the Eastern branch of “KazTransOil” JSC;
		3) with “Tengizchevroil” LLP, - the Contract on product sale and purchase (flammable natural gas) at OPS 663, OPS named after T. Kassymov, OPS “Inder”, Dispatch Center “Kigach” of the Western branch of “KazTransOil” JSC.
Minutes No.14/2014 dated 30.12.2014		