

MINUTES
of the Extraordinary General Meeting of Shareholders
of “KazTransOil” JSC No.1/2022

Nur-Sultan

January 25, 2022

Full name: “KazTransOil” Joint-Stock Company.

Location of the Management Board: 12 Non-Residential Building, 20, Turan Avenue, Yessil District, 010000, Nur-Sultan, Republic of Kazakhstan.

The decisions of the Extraordinary General Meeting of Shareholders of “KazTransOil” JSC were taken by means of absentee voting without holding the meeting in formal.

Commencement date of submission of filled-in voting papers to calculate the results of absentee voting - January 18, 2022.

Final date of submission of filled-in voting papers to calculate the results of absentee voting – January 24, 2022, prior to 6:30 pm (Nur-Sultan time).

Date of calculation of absentee voting results – January 25, 2022.

The Extraordinary General Meeting of Shareholders of “KazTransOil” JSC held by means of absentee voting without holding the meeting in formal was convened by the resolution of the Board of Directors of “KazTransOil” JSC (Minutes of meeting dated December 10, 2021, No.12/2021) with the following agenda:

1. On the determination of the auditing organization carrying out the audit of “KazTransOil” JSC for 2022 - 2024, and the procurement of its services by means of a tender through competitive negotiations.

2. On the determination of the quantitative composition and term of office of the counting commission of “KazTransOil” JSC, the election of its members.

In accordance with paragraph 4 of Article 49 of the Law of the Republic of Kazakhstan "On Joint Stock Companies" and paragraph 46 of Article 9 of the Charter of "KazTransOil" JSC, the notice of the extraordinary General Meeting of Shareholders of "KazTransOil" JSC and the absentee voting paper of the shareholder of "KazTransOil" JSC were published on the Internet resource of the financial reporting depository on January 12, 2022, as well as on the Internet resource of "KazTransOil" JSC. Acceptance of completed voting papers for absentee voting of the shareholder of "KazTransOil" JSC was carried out no later than 6:30 pm on January 24, 2022, at the address: Republic of Kazakhstan, 010000, Nur-Sultan city, Yesil district, Turan avenue, building 20, non-residential premises 12.

The counting Commission performing the functions referred to in Article 46 of the Law of the Republic of Kazakhstan “On Joint Stock Companies” was elected by the resolution of the Extraordinary General Meeting of Shareholders on January 28, 2019 (Minutes No.1/2019) and Annual General Meeting of Shareholders on May 27, 2020 (Minutes No.1/2020).

In accordance with the list of shareholders of "KazTransOil" JSC submitted by the Central Securities Depository JSC, as of January 11, 2022, the total number of voting shares of "KazTransOil" JSC is 384 092 495 (three hundred eighty-four million



ninety-two thousand four hundred ninety-five) pieces.

In due time, "KazTransOil" JSC presented 1 (one) absentee voting ballot, which are valid and accepted for counting votes. According to this ballot, the number of voting shares of JSC «KazTransOil», owned by a shareholder 346 172 040 (three hundred forty-six million one hundred and seventy-two thousand forty), which is 90.13% of the total number of voting shares of JSC «KazTransOil».

Based on paragraph 1 of Article 45 of the Law of the Republic of Kazakhstan "On Joint Stock Companies" and paragraph 31 of Article 9 of the Charter of "KazTransOil" JSC, the General Meeting of Shareholders has the right to consider and make decisions on agenda items, if at the time of the end of registration of participants in the meeting (as of the date of submission of all voting papers or as of the expiration date for the provision of voting papers when holding the General Meeting of Shareholders by absentee voting), registered shareholders (representatives of shareholders) included in the list of shareholders entitled to participate in it and vote on it, owning in the aggregate 50 (fifty) or more percent of voting shares of "KazTransOil" JSC.

The quorum for holding and voting on the issue of the agenda of the Extraordinary General Meeting of Shareholders of "KazTransOil" JSC is present.

The voting paper for absentee voting of the shareholder of "KazTransOil" JSC at the Extraordinary General Meeting of Shareholders of "KazTransOil" JSC includes the following issue:

1. On the determination of the auditing organization carrying out the audit of "KazTransOil" JSC for 2022 - 2024, and the procurement of its services by means of a tender through competitive negotiations.

2. On the determination of the quantitative composition and term of office of the counting commission of "KazTransOil" JSC, the election of its members.

Voting at the Extraordinary General Meeting of Shareholders of "KazTransOil" JSC was carried out on the basis of the principle "one share - one vote" by filling out the voting papers for absentee voting by the shareholders of "KazTransOil" JSC.

On item: On confirmation of the agenda of the Extraordinary General Meeting of Shareholders of "KazTransOil" JSC.

The issue put to vote:

To confirm the following agenda of the Extraordinary General Meeting of Shareholders of "KazTransOil" JSC:

1. On the determination of the auditing organization carrying out the audit of "KazTransOil" JSC for 2022 - 2024, and the procurement of its services by means of a tender through competitive negotiations.

2. On the determination of the quantitative composition and term of office of the counting commission of "KazTransOil" JSC, the election of its members.

Voted:

"Pro" – 346 172 040 votes

"Contra" – no



“Abstained” – no

The simple majority decision was taken, given the total number of the voting participating shares of “KazTransOil” JSC.

To confirm the following agenda of the Extraordinary General Meeting of Shareholders of "KazTransOil" JSC:

1. On the determination of the auditing organization carrying out the audit of “KazTransOil” JSC for 2022 - 2024, and the procurement of its services by means of a tender through competitive negotiations.
2. On the determination of the quantitative composition and term of office of the counting commission of “KazTransOil” JSC, the election of its members.

On the first agenda item of the Extraordinary General Meeting of Shareholders:

On the determination of an audit organization, that audits "KazTransOil" JSC for 2022-2024, and the purchase of its services by tender through competitive negotiations

The issue put to vote:

1. Designate Ernst & Young LLP as an audit organization that audits "KazTransOil" JSC for 2022-2024.
2. Purchase services for conducting an audit of the financial statements of "KazTransOil" JSC for 2022-2024 by way of a tender through competitive negotiations with Ernst & Young LLP.
3. Acting General Director (Chairman of the Management Board) of “KazTransOil” JSC, S. Arynov, in the prescribed manner, take the necessary measures to implement this decision.

Voted:

“Pro” – 346 172 040 votes

“Contra” – no

“Abstained” – no

The simple majority decision was taken, given the total number of the voting participating shares of “KazTransOil” JSC.

1. Designate Ernst & Young LLP as the audit organization that audits "KazTransOil" JSC for 2022-2024.
2. Purchase services for conducting an audit of the financial statements of "KazTransOil" JSC for 2022-2024 by way of a tender through competitive negotiations with Ernst & Young LLP.
3. Acting General Director (Chairman of the Management Board) of “KazTransOil” JSC, S. Arynov, in the prescribed manner, take the necessary measures to implement this decision.

On the second agenda item of the Extraordinary General Meeting of Shareholders:

On the determination of the quantitative composition and term of office of the counting commission of “KazTransOil” JSC, the election of its members.

The issue put to vote:

1. To determine from March 13, 2022:
 - 1) the quantitative composition of “KazTransOil” JSC counting commission – 11 (eleven) members.
 - 2) the terms of powers of “KazTransOil” JSC counting commission – three (3) years.
2. To elect the following employees of “KazTransOil” JSC as the members of “KazTransOil” JSC counting commission from March 13, 2022:

Kemal Tumysh, Chair of the counting commission;

Larisa Ade;

Serik Kozhakhmetov;

Raushan Makhambetova;

Dinara Mukhanbetzhanova;

Perizat Mukhanova;

Gulzhazira Nakisheva;

Zura Nurseitova;

Dina Nussippzhanova;

Zhanna Tapayeva;

Serik Tukupov.

Voted:

“Pro” – 346 172 040 votes

“Contra” – no

“Abstained” – no

The simple majority decision was taken, given the total number of the voting participating shares of “KazTransOil” JSC.

1. To determine from March 13, 2022:
 - 1) the quantitative composition of “KazTransOil” JSC counting commission – 11 (eleven) members.
 - 2) the terms of powers of “KazTransOil” JSC counting commission – three (3) years.
2. To elect the following employees of “KazTransOil” JSC as the members of “KazTransOil” JSC counting commission from March 13, 2022:

Kemal Tumysh, Chair of the counting commission;

Larisa Ade;

Serik Kozhakhmetov;

Raushan Makhambetova;

Dinara Mukhanbetzhanova;

Perizat Mukhanova;

Gulzhazira Nakisheva;



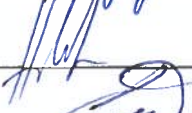
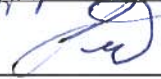


Zura Nurseitova;
Dina Nussippzhanova;
Zhanna Tapayeva;
Serik Tukupov.

**Counting Commission
Chair**



B. Marabayeva

Counting Commission members:

	S. Bidaibekova
	D. Mukhanbetzhanova
	Z. Nurseitova
	D. Nusipzhanova
	Zh. Tapayeva
	M. Temirbayeva