

**Share issue prospectus
registered by the Agency of
the Republic of Kazakhstan
on Regulation and
Supervision of Financial
Market and Financial
Institutions as of September
13, 2004**

**Edition № 8
to the share issue prospectus of JSC KazTransOil**

Paragraph 12 of Section 2 of the prospectus to be read as follows:

"12. The Company's collegial executive body is the Board of Directors.

1) Full name, year of birth of each member of the Board, including the Chairman of the Board;

2) Positions held by the persons referred to in subparagraph a) of this paragraph for the last three years and at present, in chronological order, including – part-time, with indication of their powers and the date of their entry into office.

(The information in subparagraphs 1) and 2) of this paragraph are reflected in the table below)

Full name	Date of birth	Positions held for the last three years and at present, in chronological order, including – part-time, with indication of their powers and the date of their entry into office
Chairman of the Board		
Kabyldin Kairgeldy Maksutovich	01.01.1953	08.2008 - 06.2009 - President (Chairman of the Board) of JSC NC "KazMunayGas"; 09.2008 - 03.2010 - Chairman of the Board of Directors of JSC "Exploration Production" KazMunayGas "; 06.2009 - 05.10.2011 - Chairman of the Board of JSC NC "KazMunayGas"; since 10.10.2011 – to the present – Director General (Chairman of the Board), member of the Board of Directors of JSC "KazTransOil". Powers of the Chairman of the Board: provides overall management of the JSC "KazTransOil" in accordance with the articles of Association and is responsible for the activity of JSC "KazTransOil" to the Board of Directors and the Sole shareholder, head JSC "KazTransOil", and also determines the order of JSC "KazTransOil" rights of a shareholder (participant) in relation to legal persons, which the shareholder (participant) is "KazTransOil"; strategic development of JSC "KazTransOil"; corporate governance issues in JSC "KazTransOil"; International cooperation and investment, general management of the quality, safety and

		health, the environment in JSC "KazTransOil".
Members of the Board of Directors:		
Utegaliyev Sissengaly	09.06.1950	<p>12.2007 - 06.2009 - Managing director of JSC NC "KazMunayGas";</p> <p>06.2009 - 03. 2012 - General Manager of mining projects of JSC NC "KazMunayGas";</p> <p>03.2012 -01.05.2012 - Deputy General Director of JSC "KazTransOil";</p> <p>since 2.05.2012 - to present - First Deputy General Operations Director of JSC "KazTransOil";</p> <p>16.03.2012 - 22.05.2012 - Board member of JSC "KazTransOil";</p> <p>since 23.05.2012 – to the present - Member of the Board of JSC "KazTransOil".</p> <p>The powers of the Deputy General Operations Director:</p> <p>Issues concerning JSC "KazTransOil";</p> <p>organization of work for the procurement of goods and services to meet the needs of JSC "KazTransOil";</p> <p>Issues concerning property management "KazTransOil".</p>
Ileuov Tokshalykovich	Aziz 07.07.1970	<p>10.2007 - 08.2009 - Deputy Chairman of the Board of JSC NC "Socio-entrepreneurial corporation "Zhetisu";</p> <p>02.2010 - 02.2011 - Advisor to the Director General of JSC "Trade house "KazMunayGas";</p> <p>02.2010 - 05.2011 - Member of the Board of Directors of JSC "Pavlodar Petrochemical Plant";</p> <p>04.2011 - 03.2012 - Advisor to the Director General of JSC "KazTransGas",</p> <p>03.2012 – 01.05.2012 - Managing director of JSC "KazTransOil" in Economics and Finance;</p> <p>since 2.05.2012 – to the present - Deputy Director General of JSC "KazTransOil" in Economics and Finance;</p> <p>18.04.2012 - 22.05.2012 - Member of the Board of JSC "KazTransOil";</p> <p>since 23.05.2012 - to the present - Member of the Board of JSC "KazTransOil".</p> <p>Powers of Deputy General Director for Economics and Finance:</p> <p>Issues on the effectiveness of financial-economic activity of JSC "KazTransOil" and the stability of its financial position;</p> <p>issues on business planning, budget planning, performance monitoring of business plans and economic analysis;</p> <p>issues on indicative planning;</p> <p>issues on attracting funding from capital markets;</p> <p>issues on tariff and tariff policy;</p> <p>issues on accounting, tax, accounting and statistical reporting;</p> <p>arrangement and presentation of financial statements of JSC "KazTransOil" and its</p>

		<p>subsidiaries and jointly-controlled entities, as well as the consolidated financial statements under IFRS; management of cash and payment transfers.</p>
Otarov Bolat Isatayevich	23.02.1966	<p>05.2007 - 06.2009 - Deputy Director General of JSC "KazTransOil" in transportation; 06.2009 -01.05.2012 Managing Director of JSC "KazTransOil" in transportation; since 2.05.2012 – to the present - Deputy General Director of JSC "KazTransOil" in transportation; 20.02.2008 - 22.05:2012 - Member of the Board of JSC "KazTransOil"; since 23.05.2012 - to the present - Member of the Management Board of JSC "KazTransOil".</p> <p>Powers of Deputy Director General for Transport: Issues of interaction of JSC "KazTransOil" with government agencies, oil transportation and oil companies to on transportation of oil; issues of transportation of oil through the main oil pipelines of JSC "KazTransOil", the CIS and Baltic nations, as well as the water supply system from the conduits of JSC "KazTransOil", management of transport operations (traffic of oil and water); quality management of oil, supervisory control issues (operational control of pumping volumes of oil and water supply, balance of the movement of oil and water).</p>
Zakirov Bulat Kalavyanovich	16.07.1976	<p>02.2009 - 05.2010 - Deputy Director General - member of LLP "KMG- Transcaspian"; 05.2010 -10.2010 – Director General (Chairman of the Board) of LLP "KMG-Transcaspian"; 01.2012 - 02.2012 - Advisor to the Director General of JSC "KazTransOil"; 03.2012 - 01.05.2012 - Managing director of JSC "KazTransOil" in production; since 2.05.2012 - to the present – since development Deputy General Director of JSC "KazTransOil"; 16.03.2012 – 22.05.2012 - Member of the Board of JSC "KazTransOil" since 23.05.12 - to the present - Member of the Board of JSC "KazTransOil". Powers of Deputy General Director of JSC "KazTransOil": Development: issues of asset management, corporate governance issues, issues of investment activity of JSC "KazTransOil"; issues of interaction with existing and potential investors, organizing activities for withdrawal of batch of shares of JSC "KazTransOil" on the stock market ("Public IPO"), as well as maintaining their further treatment in the securities market.</p>

Mestoyev Akhmedovich	Ruslan 21.08.1973	06.2007 - 09. 2008 - Executive Director of Procurement, managing director of procurement of JSC NC "Kazakhstan Temir Zholy»; 10.2009 -11.2011 - Local Content Manager, loan coordinator in the North-Caspian project, the post was renamed - Senior Contract Engineer; 11.2011 - 01.05.2012 - Managing Director for Business Support of JSC "KazTransOil"; since 2.05.2012 - to the present - chief of staff of JSC "KazTransOil", 09.12.2011 -22.05.2012, member of the Board of JSC "KazTransOil"; since 23.05.2012 - to the present - Member of the Board of JSC "KazTransOil". Powers of the Chief of the staff: leadership in comprehensive and timely provision of needs of JSC "KazTransOil" (statutory costs of resources, resource requirements, requests for resources, supply of resources), marketing issues of JSC "KazTransOil", organization of work for the procurement of goods and services for the needs of JSC "KazTransOil" in an amount not to exceed one billion (one billion) tenge; ensuring monitoring and improving local content in the purchased goods in JSC "KazTransOil", works and services, issues on logistics operation of the central office of JSC "KazTransOil", issues of record keeping and documentation in JSC "KazTransOil".
Issakov Azimhanovich	Zhaydarman 29.10.1965	since 1.10. 2002 - to the present - Director of Legal Department of JSC "KazTransOil"; 23.05.2006 - 22.05.2012 - Member of the Board of JSC "KazTransOil"; since 23.05.2012 - to the present - Member of the Board of JSC "KazTransOil". The powers of the Director of Legal Department: ensuring compliance with legislation of the Republic of Kazakhstan in the activity of JSC "KazTxransOil"; adoption of legal measures to prevent the submission to the JSC "KazTransOil" claims (claims) with third parties, pre-trial settlement of existing disputes (claims); protect, interests of "KazTransOil" in the courts, as well as in other organizations when considering the legal issues of "KazTransOil".

3) The percentage of voting shares held by persons specified in subparagraph 1) of this paragraph to the total number of voting shares of the Company is:

Members of the Board of the Company”
0%. ”.

Acting Director General
(The Chair of the Management Board) <signature> **A. Ileuov**

Chief Accountant <signature> **A. Akhmedina**

Seal <Republic of Kazakhstan, the city of Astana, Joint Stock Company KazTransOil>

Numbered and bound on 12 (twelve) pages

Acting Director General
(The Chair of the Management Board)
<signature> **A. Ileuov**

Chief Accountant
<signature> **A. Akhmedina**

Seal <Republic of Kazakhstan, the city of Astana, Joint Stock Company KazTransOil>

Stamp <Committee for the control and supervision of the financial market and financial organizations of the national bank of the Republic of Kazakhstan. REGISTERED. 20.06.2012>. <Signature.>