

**REPORT on the results of placing shares of  
«KazTransOil» Joint Stock Company  
for the period of December 27, 2014 to June 26, 2015**

**1. Company name and address:**

- full name in official language - «ҚазТрансОйл» акционерлік қоғамы, short title is «ҚазТрансОйл» АҚ;
- full name in Russian - акционерное общество «КазТрансОйл», short title is АО «КазТрансОйл»;
- full name in English - «KazTransOil» Joint Stock Company, short title is «KazTransOil» JSC;
- legal and actual address: 010000, the Republic of Kazakhstan, Astana, Yesil region, Kabanbai batyr ave. 19.

**2. State registration (reregistration) of the company.**

**In this item please specify the date and number of the certificate of company's state registration (reregistration), as well as the name of authority that performed its state registration (reregistration):**

- The state reregistration certificate of the legal entity dated May 31, 2004 №6636-1901-AO. State reregistration was performed by Astana Department of Justice of Ministry of Justice of the Republic of Kazakhstan.

**3. Date of the state registration of the authorized shares issuing (replacement date of the state registration certificate of authorized shares issuing due to the increase in the number of authorized shares) and number of the state registration of issuing:**

- state registration number of the securities issuing - A2995;
- state registration date of the securities issuing - September 13, 2004;
- replacement of the state registration certificate of authorized shares issuing due to the increase in the number of authorized shares - May 23, 2011;
- replacement of the state registration certificate of authorized shares issuing due to the increase in the number of authorized shares - June 26, 2012.

**4. Information on the company's charter capital and own capital according to the financial statements:**

- charter capital amount is 61 937 567 thous. tenge;
- own capital amount is 407 291 681 thous. tenge.

**5. Name of mass media used by the company to announce the placing of shares to be offered to a wide range of investors specifying the announcement date:**

- shares of «KazTransOil» JSC were not placed within the accounting period.

**6. Information on the company giving notice to its shareholders on the acquisition of the placed shares according to their pre-emptive right using one of the following methods prescribed in the company charter:**

1) sending an individual written notice specifying the date, assignment and date of shareholder's receipt of the notice:

2) publishing the offer in mass media specifying the name of mass media and publication date:

- shares of «KazTransOil» JSC were not placed within the accounting period.

**7. Information on the shares:**

1) total number of the authorized shares including:

- ordinary shares - 384 635 600;
- preferred shares - no;

**2) guaranteed dividend amount upon the preferred shares:**

- not applicable;

**3) if the conversion of shares took place, then please specify the conversion scheme and the number of the converted shares:**

- conversion of shares didn't take place.

**8. Date of adoption and approval of the company's internal document related to terms and procedure for holding of auction and subscription:**

- internal document related to terms and procedure for holding of auction and subscription wasn't adopted.

**9. In case the company's shares were included to the stock exchange official list, then please specify the date of inclusion:**

- ordinary shares of «KazTransOil» JSC were included to the first category of official list of «Kazakhstan Stock Exchange» JSC (KASE) on November 5, 2012.

**10. Placement of shares:**

**1) the number of placed and unplaced shares by the type and at the end of financial period:**

- ordinary shares placed - 384 635 599;
- ordinary shares unplaced – 1;

**2) the approval date of the previous report (s) specifying the placement period, number of the placed shares and amount paid for them, this information shall be specified separately as per each previous reporting period, as well as the date of taking note of the information on the shares non-placement:**

- January 18, 2005. Placement period: September 13, 2004 – November 8, 2004. Number of the placed shares - 32 916 055 ordinary shares, payment amount - 32 916 055 000 tenge;
- September 15, 2011. Placement period: May 23, 2011 – June 22, 2011. Number of the placed shares - 1 701 149 ordinary shares, payment amount - 1 701 149 000 tenge;
- July 31, 2012. Placement period: June 26, 2012 - June 26, 2012. Number of the placed shares was increased from 34 617 204 ordinary shares to 346 172 040 ordinary shares via splitting of placed ordinary shares in proportion 1:10. Payment amount – 0 tenge;
- August 2, 2013. Placement period: June 26, 2012 – December 26, 2012. Number of the placed shares - 38 463 559 ordinary shares, payment amount - 27 886 080 275 tenge;
- On August 2, 2013 the information of «KazTransOil» JSC on the non-placement of one ordinary share (period of December 27, 2012 to June 26, 2013) was taken note of;
- On January 23, 2014 the information of «KazTransOil» JSC on the non-placement of one ordinary share (period of June 26, 2013 to December 26, 2013) was taken note of;
- On August 8, 2014 the report on results of «KazTransOil» JSC shares placement for the period of December 27, 2013 to June 26, 2014 (ordinary shares weren't placed within the reporting period) was approved;
- On February 6, 2015 the report on results of «KazTransOil» JSC shares placement for the period of June 27, 2014 to December 26, 2014 (ordinary shares weren't placed within the reporting period) was approved.

**3) the date of the decision made by the Board of Directors (except for the case of increase in the number of authorized shares based on the Article 17-2 of the law of the Republic of Kazakhstan dated August 31, 1995 «On the banks and bank operations in the Republic of Kazakhstan») concerning the defined number of shares placed within the reporting period and placement prices:**

- ordinary shares of «KazTransOil» JSC were not placed within the accounting period;

**4) the date of the decision made by the government of the Republic of Kazakhstan concerning the acquisition of the bank authorized shares based on the Article 17-2 the law of the**

Republic of Kazakhstan dated August 31, 1995 года « On the banks and bank operations in the Republic of Kazakhstan»:

- not applicable;

5) the number of the shares placed within the reporting period, specified by types:

- ordinary shares of «KazTransOil» JSC were not placed within the accounting period;

6) the number of shares purchased at the end of reporting period on the initiative of the company and (or) upon the request of the shoulders, specifying the purchase price of one ordinary share and one preferred share, date of making decision to purchase the shares, as well as the expenses incurred by the company to purchase the placed shares (separately as per each type of purchase):

- not available.

The date of general or constitutive meeting's approval of the method of share price calculation when share purchased by the company:

- method of share price calculation when share purchased by «KazTransOil» JSC on the unorganized placement market, was approved by the decision of the sole shareholder of «KazTransOil» JSC (minutes of Board of directors of «KazMunayGas» NC JSC dated July 3, 2012, №75).

11. The method of placement (sale) of shares within the reporting period of shares placement:

1) by the pre-emptive right specifying the type, number of shares or other securities convertible to the company's ordinary shares, placement prices and payment amount;

2) through subscription (at the organized or unorganized markets):

offering shares to the founders (for the newly established companies) specifying the type, number of shares, share denomination, payment amount;

offering shares to other investors, specifying the type, number of shares, placement price and payment amount;

3) holding of auction:

at the organized placement market specifying the type, number of shares, total amount of payment, date of the first and the last trading, lowest and highest price of one share placed for trading within the reporting period, market value of one ordinary and one preferred share within the reporting period (in case such price had been calculated);

at the unorganized placement market specifying the date of holding of auction, type, number of shares and total payment amount;

4) converting securities and (or) the company's financial obligations to the shares specifying the number of securities converted, conversion date of securities or other financial company's obligations or placing the derivatives in the foreign state territory (specifying the name of derivatives, number of shares placed as derivatives, number of shares offered for trading at the placement market of the Republic of Kazakhstan, and of the state according to the legislation of which the derivatives were placed).

Ordinary shares of «KazTransOil» JSC were not placed within the accounting period.

12. Method of payment of shares specifying the number of shares and payment amount:

1) money (please specify the details of payment document(s) confirming the payment of shares by the founders (investors), payment amount and name of payer);

2) securities (please specify the issuer of securities, address, national identification number of securities and their quantity, appraiser name, appraisal report date, appraisal amount, date of transaction registration);

3) rights of intellectual property (please specify the appraiser name, appraisal report date, appraisal amount, the certificate for acceptance and transfer of the intellectual property);

4) converting the company's financial obligations to the shares (please specify the creditor's authority taking the decision to repay debt against payment of shares and date of such decision taking, details of indebtedness reconciliation act, preparer of the report on appraisal of the right of demand, report date, appraisal amount, date of court decision adopting the bank

restructuring plan or rehabilitation plan in case the company becomes a poor debtor, or registration number of prospectus of issuing the securities converted to the company's shares);

5) other proprietary rights (please specify the appraiser name, appraisal report date, appraisal amount, the certificate for acceptance and transfer of the property)

6) other method.

Ordinary shares of «KazTransOil» JSC were not placed within the accounting period.

**13. Information on the underwriters (underwriting consortiums) of the issue of company's shares.**

Please specify the following information:

1) name of the professional participant of the placement market, date and number of the underwriter service contract concluded by the company, and name of underwriting consortium participants;

2) method used by underwriter to place the shares;

3) commission remuneration paid (to be paid) to the underwriters or other participants involved in shares placement, representatives, as a percentage of total volume placed and for each one share placed, as well as other expenses details;

4) main categories of expenses of issuing, placement, and inclusion into listing. In case the issuer doesn't pay the said expenses, please specify the payer;

5) number of the placed shares within the reporting period without involving the underwriters and information on the future placement plans.

Ordinary shares of «KazTransOil» JSC were not placed within the accounting period.

**14. Striking price:**

- no options were concluded.

**15. Record of the market value and book value of the shares. Details of the lowest and highest market value of the shares for the last three complete years disaggregated by years, for the last two complete years disaggregated by quarters, for the last six months through the date of end of reporting period of shares placement (as of the first day of the month)**

Period	Highest value at the close of KASE trading, tenge/share	Lowest value at the close of KASE trading, tenge/share
2012	850.00	800.00
2013	915.00	750.01
1 quarter of 2013	835.00	750.01
2 quarter of 2013	876.00	789.99
3 quarter of 2013	803.00	755.00
4 quarter of 2013	915.00	790.00
2014	1 299.00	590.00
1 quarter of 2014	1 299.00	901.01
2 quarter of 2014	1 269.00	1 020.01
3 quarter of 2014	1 173.00	1 000.00
4 quarter of 2014	1 092.76	590.00
January 1, 2015	918.00	590.00
February 1, 2015	800.27	700.00
March 1, 2015	758.00	640.00
April 1, 2015	743.00	705.01
May 1, 2015	900.00	712.00
June 1, 2015	880.00	725.00

Details of book value of the shares for the last three complete years disaggregated by years, for the last two complete years disaggregated by quarters, for the last six months through the date of end of reporting period of shares placement (as on the first day of the month).

Type of securities	Book value of the shares, tenge/share
Ordinary shares:	
<b>2012</b>	937.07
<b>2013</b>	1 080.91
1 quarter of 2013	980.63
2 quarter of 2013	948.88
3 quarter of 2013	992.78
4 quarter of 2013	1 080.91
<b>2014</b>	1 075.29
1 quarter of 2014	1 118.27
2 quarter of 2014	1 065.41
3 quarter of 2014	1 100.07
4 quarter of 2014	1 075.29
<b>2015</b>	
January 1, 2015	1 075.29
February 1, 2015	1 096.54
March 1, 2015	1 109.68
April 1, 2015	1 125.14
May 1, 2015	1 143.52
June 1, 2015	1 042.56

**16. Divident payout:**

**1) date of the last dividend payout specifying the number of shareholders to whom the dividends were paid to, specifying the total amount of cumulated and paid dividends upon ordinary shares and preferred ones, (accrued tax amount and tax amount paid to the budget) at the end of complete financial year during which the dividends were paid, please indicate the reference to the minutes of general meeting that took the decision:**

- at the end of 2014 on the basis of decision of the annual general meeting of «KazTransOil» JSC (meeting minutes dated May 20, 2014, №1/2015), 30 267 shareholders received the cumulated dividends upon the ordinary shares «KazTransOil» JSC amounting to the 46 429 363 155 (forty six billion four hundred twenty nine million three hundred sixty three thousand one hundred and fifty five) tenge and 29 tiyn (the tax was exempted);

**2) Name of mass media used by the company to announce the dividend payout specifying the announcement date:**

- On May 23, 2015 the announcement on the general meeting decision concerning the dividend payout, was published in print media «Kazakhstanskaya pravda», «Yegemen Kazakhstan», as well as it was published on the corporate site of «KazTransOil» JSC;

- On June 30, 2015 the announcement on the dividends paid was published on the web-site of KASE;

- On July 1, 2015 the announcement on the dividends paid was published on the corporate site of «KazTransOil» JSC;

**3) amount of the cumulated and (or) paid dividends upon one ordinary share and one preferred share, as well as the net profit amount upon one ordinary share and one preferred share at the end of the financial year during which the dividends were cumulated and (or) paid:**

- amount of cumulated and paid dividends upon one ordinary share is 120,71 tenge;

- net profit amount upon one ordinary share is 121 tenge;

**4) in case of debts related to the late dividend payout, please specify the debt reason and its amount as of the end of shares placement period, and please mention the measures taken by the company to repay the debts against the shareholders:**

- not available.

**17. Information on the company's registrar:**

**1) name and address of the registrar maintaining the shareholder register:**

- full name of the registrar - «Edinyi registrator tsennykh bumag» Joint Stock Company («United registrar of securities»), short title is «Edinyi registrator tsennykh bumag» JSC, address - the Republic of Kazakhstan, Almaty, Satpayev Str. 30A/3. Telephone: (727) 272-47-60; Fax (727) 272-47-66;

**2) date and number of the contract on the company's shareholders register:**

- certificate №000975 issued by «Edinyi registrator tsennykh bumag» JSC confirming that «KazTransOil» JSC entered the contract for maintaining of the shareholders register system by joining to the standard form since January 1, 2014, the contract number - 969.

**18. Information on the major shareholders as of day following the last day of the shares placement period. This information is filled based on the certificate issued by the registrar on the same date, and included to the report as an integral part.**

Full name of the legal entity shareholders, or full name and patronymic (if any) of the individual shareholders	Name and details of the document confirming the identity of the individual shareholder or number and date of state registration (reregistration) of legal entity shareholder and its address	Total number of the shares owned by the shareholder specifying the type of the shares	Percentage ratio of the shares owned by the major shareholder
«National Company «KazMunayGas» Joint Stock Company	State reregistration certificate dated March 16, 2004, №11425-1901-AO Address: Republic of Kazakhstan, Astana, Yesil region, Kabanbai batyr ave. 19.	Ordinary shares KZ1C29950017 346 172 040	90,00000023%

**19. Please specify the name of the nominee shareholders and number of the company's shares at their nominal holding, in case the central securities depository's recordkeeping system does not contain information on the major shareholders whose shares are kept at the nominal holding as of day following the last day of the shares placement period:**

- no shares of «KazTransOil» JSC were delivered into nominal holding.

**Acting Director General (Chairman of the board)**  
**Chief accountant**

*/Signature/ /Stamp/*

*/Signature/ /Stamp/*

**S.Utegaliyev**

**M. Sarmagambetova**

Я, **Габбасова Айгерим Ердудлаткызы**, 09.08.1994 года рождения, уроженница Алматинской области, ИИН940809400614, проживающая по адресу: Республика Казахстан, город Астана, Алматинский район Ударник 754(уд. № 030675772, МЮ РК, от 22.11.2010), диплом о средне специальном образовании от 25 июня 2014 г, ТКБ № 0070407, переводчик бюро переводов ТОО «Astana-Translations» БИН 090240019628, по адресу: Республика Казахстан, город Астана, проспект Республики 21, Тел.: 8(7172) 32-77-03, Мобильный: +7 707 843 90 51, E-mail: astana-translations@mail.ru, переводившая текст документа с казахского и русского языков на английский язык, гарантирую, что это точный и верный перевод документа.

*Габбасова Айгерим Ердудлаткызы*

The Republic of Kazakhstan, Astana city.

**The thirteenth of August two thousand fifteen**

I, Malakhov Mikhail Fedorovich, the notary of Astana notaries' district, of the Republic of Kazakhstan (State license №0000001 is issued on April, 25, 1998 by the Ministry of Justice of the Republic of Kazakhstan) ascertain the accuracy of the copy of the original of document, there are no erasures, additions, crossed out words or other not stipulated corrections or any peculiarities in the latter. Also I testify authenticity of the signature made by the translator citizen . The pers **Gabbasova Aigerim Erdulatkiyzy** personality who signed the document is identified, capacity and her powers are checked

Registered in the list №9428

The sum, paid to the private notary

Notary /signature/

Notary Malakhov Mikhail Fedorovich

License № 0000001

issued on April, 25,1998 by the Ministry of Justice of the Republic of Kazakhstan

I, **Gabbasova Aigerim Erdulatkiyzy**, date of birth 09.08.1994, native of Almaty region, IIN 940809400614, residing at the address: Republic of Kazakhstan, Astana city, Almaty district Udarnik 754 str, (identity card №,030675772 issued by Ministry of Justice of Republic of Kazakhstan, date 22.11.2010, Diploma of higher education ТКБ № 0070407 from the 25th of June 2014), (Humanitarian Technikal Colledj named aften Saran) the translator of the translation bureau LLP «Astana-Translations» BIN 090240019628 at the address: Republic of Kazakhstan, Astana city, 21 Republic Avenue (Tel.: 8(7172) 32-77-03, mobile phone: +7 707 843 90 51, E-mail: astana-translations@mail.ru), translated the text of this document from Kazakh and Russian languages into English language, guarantee and take the responsibility for accuracy and exactness of translation of document. *Габбасова*

**Республика Казахстан Город Астана**

**Тринадцатое августа две тысячи пятнадцатого года**

Я, Малахов Михаил Федорович, нотариус нотариального округа города Астана Республика Казахстан (государственная лицензия № 0000001 выдана 25 апреля 1998 года Министерством Юстиции Республики Казахстан), свидетельствую верность этой копии с подлинником документа. В последнем подчисток, приписок, зачеркнутых слов и иных неоговоренных исправлений или каких-либо особенностей не оказалось. Также свидетельствую подлинность подписи, сделанной переводчиком гр. **Габбасовой Айгерим Ердудлаткызы**. Личность подписывающего документ установлена, дееспособность и полномочия её проверены.



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Нотариус *Malakhov*