

**AMENDMENTS  
TO THE CHARTER  
OF JOINT-STOCK COMPANY  
“HALYK SAVINGS BANK OF KAZAKHSTAN”**

**Approved  
by the resolution of the Annual General  
Shareholders’ Meeting  
of JSC Halyk Bank  
(minutes No. 39 dated 21 April 2017)**

**Almaty, 2017**

In the Charter of JSC Halyk Bank approved by resolution of the General Shareholders' Meeting of JSC Halyk Bank (minutes No.22 dated 20 December 2006):

in Article 8 the figures, the character "050059 ("and the character ") shall be deleted;

in Article 18:

Clause 1 shall be added by Sub-Clause 1-1) as follows:

"1-1) where holding individually or in aggregate with other shareholders five and more percent of the Bank's voting shares, to propose to the Board of Directors to add matters in the agenda of the General Shareholders' Meeting in accordance with the Law;"

sub-Clause 2) of Clause 3 shall be deleted;

shall be added by Clause 6 as follows:

"6. The requirement stipulated by Sub-Clause 1-1) of Clause 1 of this Article is binding on the body or persons convening the General Shareholders' Meeting of the Bank.";

Part 2 of Clause 8 of Article 23 shall be amended to read as follows:

"Payment of dividends on common shares is not made until the dividends on preferred shares are paid in full to shareholders, who are eligible to be paid dividends and whose actual records are included in the registering system of the Bank's shareholders.";

clause 1 of Article 26 shall be added by Sub-Clause 15-1) as follows:

"15-1) adopt resolution on the Bank's entering into a major transaction which stipulates that the Bank alienates (might alienate) the property with the value of fifty and more percent of the total carrying value of the Bank's assets as of the date of adopting the resolution on entering into the transaction resulting in the alienation (probable alienation) of fifty and more percent;"

Clause 4 of Article 30:

The third sentence shall be added by the character and the words " , while the powers of the newly elected member of the Board of Directors expire simultaneously with the expiration of the term of powers of the Board of Directors as a whole";

The fourth sentence shall be deleted;

article 31:

clause 2:

sub-clause 4):

the word "shares" following the words "placement (sale)" shall be deleted;

the words and the character "placement (sale)," shall be added by words and the character "except as provided by the Law,";

Sub-Clause 21):

the words "at the Bank" shall be added by the words "by the Bank";

shall be added by the character, words and figures " , except for major transactions, which execution is decided by the General Shareholders' Meeting of the Bank in accordance with sub-clause 15-1) of clause 1 of Article 26 of this Charter";

sub-clause 22) shall be added by the character and the wording " , except as stipulated by the Law on Banks";

sub-clause 6) of clause 5 shall be added by the character and the wording " , except for major transactions, which execution is decided by the General Shareholders' Meeting of the Bank in accordance with sub-clause 15-1) of clause 1 of Article 26 of this Charter";

sub-clause 3) of clause 2 of Article 40 shall be amended to read as follows:

"3) the Bank's performing major transactions and transactions that simultaneously meet the following conditions: transactions, in which the Bank has an interest, and transactions associated with the acquisition or disposal of property, which value is ten and more percent of the total carrying value of the Bank's assets at the date of adopting the resolution on execution of such transactions by the authorized body of the Bank;"

In sub-clause 4) of clause 1 of Article 41, the word "evidence" shall be added by the character and the word "(statement)".

Authorized person \_\_\_\_\_