

**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. 37 dated 22 April 2016)**

Almaty, 2016

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

Article 14:

Sub-Clause 2) Clause 7 shall be amended to read as follows:

«2) a dividend on preferred shares is not paid in full within three months from the due date, except for cases when the dividend is not accrued for the reasons specified in the Law and other legislative acts of the Republic of Kazakhstan;»;

to be added by Clause 8 as follows:

«8. The Bank may issue preferred shares, the issue prospectus of which provides the right to the Management Board of the Bank not to accrue dividends on preferred shares in case the payment of dividends on the shares will reduce the prudential standards lower than those specified in the legal act of the authorized body.»;

Article 23:

Clauses 4, 5 and 9 shall be amended to read as follows:

«4. The guaranteed amount of dividend per preferred share of the Bank is set at 0.01 tenge.

5. Frequency of payment of dividends on preferred shares – once in a year.»;

«9. Accrual of dividends on common and preferred shares of the Bank is not allowed in cases stipulated by Law and other legislative acts of the Republic of Kazakhstan.»;

Clause 4 Article 30 shall be added by the second sentence to read as follows:

«The powers of such member(s) of the Bank's Board of Directors terminate from the date the General Shareholders' Meeting passes a resolution on the early termination of his/her (their) powers.»;

Sub-Clause 26) Clause 2 Article 31 shall be deleted;

in Sub-Clause 5) Clause 2 Article 33 the wording "(balance sheet, income statement, cash flow statement and other statements in accordance with the accounting and financial reporting legislation of the Republic of Kazakhstan)" shall be deleted;

in Clause 1 Article 38 the wording "income statement, cash flow statement" shall be replaced by the wording "profit and loss statement, cash flow statement";

Clause 2 Article 40:

Sub-Clause 1) shall be amended to read as follows:

«1) on the resolutions adopted by the General Shareholders' Meeting;»;

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

«1-1) the resolutions adopted by the Board of Directors on the list of issues information on which must be communicated to the shareholders and investors in accordance with the Bank's internal documents;».

Authorized person _____