

DECISION No.5/2012
of the Extraordinary General Shareholders' Meeting of
Home Credit Bank JSC (hereinafter referred to as the "Company") held by means of
absentee voting

Full name and location of the executive body of the Company:

"Home Credit Bank" Joint Stock Company, 248 Furmanov Str., Almaty, 050059.

Date and time of bulletins submission term expiration:

8 of October 2012 at 10:00 a.m. of Almaty time.

Date and time of summing up (votes count) of the Extraordinary General Meeting of the Shareholders of the Company (hereinafter referred to as "the Meeting"):

8 of October 2012 at 11:00 a.m. of Almaty time.

Place of the votes count under the bulletins:

248 Furmanov Str., Almaty, 050059.

Address to which the filled-in bulletins were sent: 248 Furmanov Str., Almaty, 050059.

Information on the number of voting shares of the Company represented at the Meeting:

As of the date of making the list of shareholders entitled to participate and vote at the Meeting (21 of August 2012) and the date of the votes count of the Meeting 8 of October 2012) the total number of the placed voting shares of the Company constitutes 34 890 units.

As of the moment of bulletins submission term expiration there were received the bulletins for the absentee voting with the voting results from Mr. Richard Benýšek, shareholder of the Company who owns 31 404 ordinary shares of the Company and Home Credit B.V., shareholder of the Company who owns 3 486 ordinary shares of the Company that constitutes 100% of the total number of the placed voting shares of the Company.

Thus, 34 890 common shares of the Company or 100% of the total number of the voting shares of the Company are represented at the Meeting.

Pursuant to the paragraph 5-1 of article 17 of the Law of the Republic of Kazakhstan "On banks and banking activity in the Republic of Kazakhstan" (hereinafter – "the Law") a shareholder of the Company Home Credit B.V. has filed an application regarding compliance of its shareholders (participants) to the requirement of the paragraph 5 of article 17 of the Law.

Quorum of the Meeting

The quorum for consideration and making by the Meeting of the decisions on the agenda is available since as of the moment of bulletins submission term expiration the bulletins for absentee voting with the voting results are received from the shareholders having in total more than 50% of the voting shares of the Company.

The issue of election of A. Antsupov as the Chairman of the Meeting and M. Kuzbulova as the Secretary of the Meeting and the person authorized to count the votes was put to the consideration of the shareholders.

In accordance with the subparagraph 3) of paragraph 1 of the Article 50 of the Law of the Republic of Kazakhstan "On the Joint Stock Companies" The voting is conducted under the principle "one shareholder – one vote".

Results of the voting: "For" – 2 votes, "Against" – no, "Abstained" – no.

The following decision was made: to elect A. Antsupov as the Chairman of the Meeting and M. Kuzbulova as the Secretary of the Meeting and the person authorized to count the votes.

Agenda:

Introduction of amendments to the Charter of the Company.

1. Introduction of amendments to the Charter of the Company.

The formulation of the decision concerning the agenda:

Issue put to vote:

1. To introduce the following amendments to the Charter of the Company:

1) the third subparagraph of paragraph 8.1 of the Charter shall be set forth as follows:

“a decisions made by the annual general meeting of shareholders and the decisions of the Board of Directors regarding determination of priority areas of the Bank’s business and development strategy of the Bank;”;

2) paragraph 8.3 of the Charter shall be set forth as follows:

“8.3. Mass media to be used by the Bank and its shareholders for publishing its notices and other information subject to obligatory publication in compliance with normative legal acts of the Republic of Kazakhstan shall be: the newspapers “Kazakhstanskaya pravda”, “Yegemen Kazakhstan”, “Delovoi Kazakhstan” and(or) WEB sites www.homecredit.kz and(or) www.dfo.kz on the internet.”.

2. To empower the Chairman of the Management Board of the Company Mr. Pavel Maco to sign the amendments to the Charter of the Company.

In accordance with the paragraph 1 of the Article 50 of the Law of the Republic of Kazakhstan “On the Joint Stock Companies” the voting is conducted under the principle “one share – one vote”.

The total number of Shareholders’ votes on this issue constitutes 34 890 votes.

Results of voting: “For” – 34 890 votes, “Against” – no, “Abstain” – no.

The following decision was made:

1. To introduce the following amendments to the Charter of the Company:

1) the third subparagraph of paragraph 8.1 of the Charter shall be set forth as follows:

“a decisions made by the annual general meeting of shareholders and the decisions of the Board of Directors regarding determination of priority areas of the Bank’s business and development strategy of the Bank;”;

2) paragraph 8.3 of the Charter shall be set forth as follows:

“8.3. Mass media to be used by the Bank and its shareholders for publishing its notices and other information subject to obligatory publication in compliance with normative legal acts of the Republic of Kazakhstan shall be: the newspapers “Kazakhstanskaya pravda”, “Yegemen Kazakhstan”, “Delovoi Kazakhstan” and(or) WEB sites www.homecredit.kz and(or) www.dfo.kz on the internet.”.

2. To empower the Chairman of the Management Board of the Company Mr. Pavel Maco to sign the amendments to the Charter of the Company.

SIGNATURES:

Chairman of the Meeting



A. Antsupov

Secretary of the Meeting



M. Kuzbulova

The Shareholder owing ten and more percent of the voting shares of the Company:

On behalf of Mr. Richard Benýšek

