

**AGENCY OF THE REPUBLIC OF KAZAKHSTAN FOR REGULATION AND SUPERVISION OF FINANCIAL
MARKET AND FINANCIAL ORGANIZATIONS**

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19.04.10 N 100104/2109/6935

Dauletbayeva A.A.
Shanurov S. /signed/
21.04.10

To ref N 04-06/210 dated 13.04.2010

KazInComBank JSC
84, Adi Sharipov Str., Almaty 050012
Tel: 292 60 08, 292 60 44

**Re Registration of Amendments to
Prospectus of Share Issue**

Agency of the Republic of Kazakhstan for Regulation and Supervision of Financial Market and Financial Organizations (hereinafter referred to as the 'Agency') has registered amendments to the Prospectus of Share Issue of **KazInComBank JSC** due to a change in the registered office of the Company and hereby sends one copy of amendments to the Prospectus with a note of the Agency of their registration.

Please note that the Prospectus of Share Issue with amendments thereto (in the state and Russian languages) in electronic format in Acrobat Reader cannot be read. In this connection the Company must send the said document to email address: algul_j@afn.kz.

Moreover, please note that the Company has exceeded deadlines provided by clause 4 article 9 of the Securities Market Law of the Republic of Kazakhstan dated 2 July 2003.

Additionally we inform you that in compliance with Decree of the Board of the Agency of the Republic of Kazakhstan for Regulation and Supervision of Financial Market and Financial Organizations N 272 dated 30 July 2005 'Disclosure of Information about Affiliates of a Joint Stock Company' companies must submit to the Agency lists of its affiliates in the prescribed manner as of 1 January, 1 April, 1 July and 1 October of a reporting year on or before 31 January, 30 April, 31 July and 31 October of a reporting year respectively.

Deputy Chairman /signed/

Baissyrov M.B.

Issued by Kuanyshova G.K. tel: 2788 008

KAZINCOMBANK JSC	File N <u>35-AF12</u> <u>21.04.10</u>
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N 0055892

AMENDMENTS TO

Prospectus of Share Issue

**Kazakhstan Innovational Commercial Bank
Joint Stock Company**

(KazInComBank JSC)

‘State registration of issue of authorized shares by the authorized agency does not imply provision of any recommendations to investors to buy shares described in the Prospectus. The authorized agency which carried out state registration of the issue of authorized shares will not be held responsible for accuracy of information contained in this Prospectus. The Prospectus of Share Issue was studied only in terms of compliance with statutory requirements of the Republic of Kazakhstan. Officers of the joint stock company will be held responsible for accuracy of information contained in this Prospectus and confirm that all information set out herein is reliable and not misleading for investors as regards the Company or its shares being placed.’

These amendments are made to the Prospectus of Share Issue of KazInComBank JSC (hereinafter referred to as the 'Bank') incorporated on 23.01.2006 due to a change in the location (postal address) of the Bank and composition of the executive body of the Bank.

The Prospectus of Share Issue is amended as follows:

I. General Information about the Joint Stock Company

1. Clause 3 shall be amended and restated to read as follows: **Information about state (re)registration of the joint stock company:**

Certificate of state re-registration of legal entity under registration number 3854-1900-AO, state registration carried out by the Justice Ministry of the Republic of Kazakhstan on 22 August 2005.

Business identification number BIN 920440001102.

2. Clause 5 shall be amended and restated to read as follows: **Information about location of the joint stock company, contact telephones and fax, email:**

- 47, Bukhar Zhyrau Ave., Kazybek bi District, Karaganda City, 100000, Republic of Kazakhstan
- Telephone in Karaganda: 8(7212) 413374, fax: 8(7212) 413361
- Telephone in Almaty: 8(727) 292-60-08, 92-64-11, fax: 8(727) 292-01-44
- Email: mail@kazincombank.kz

II. Bodies and Founders (Shareholders) of the Company

3. Clause 13 shall be amended as follows:

To remove Sadvakassov Amankeldi Khalelovich from the Management Board due to his dismissal, to introduce Kudryavtseva Yelena Borisovna as a member of the Management Board with specification of the following information about her:

Full name, DOB of a member of the executive body of the joint stock company	Current position and for last 3 years, including secondary employment	% of shares held by members of the executive body
Kudryavtseva Yelena Borisovna DOB 28.05.1968	2010 – head of the Risk Management Division, KazInComBank JSC 2009 – risk manager of the Risk Management Department, Bank Astana Finance JSC 2005-2008 – head of the Risk Management Department, KazInComBank JSC	0%

/S/ Official seal affixed

Chief Executive Officer	/signed/	Zhakubayeva M.K.
Chief Accountant	/signed/	Dauletbekova A.A.
Internal Audit Division Head	/signed/	Shevchenko O.S.

Bound, laced

on 4 (four) pages

Chief Executive Officer Zhakubayeva M. /signed/

Chief Accountant Dauletbekova A.A. /signed/

/S/ Official seal affixed

Stamp:

Agency of the Republic of Kazakhstan for Regulation and Supervision of Financial Market and Financial Organizations

REGISTERED

/signed/

19 April 2010

**CERTIFICATE
OF STATE REGISTRATION OF SECURITIES ISSUE**

19 April 2010

Almaty City

N A3545

Agency of the Republic of Kazakhstan for Regulation and Supervision of Financial Market and Financial Organizations replaced Certificate of State Registration of Issue of authorized shares of **Kazakhstan Innovational Commercial Bank** Joint Stock Company (47, Bukhar Zhyrau Ave., Kazybek bi District, Karaganda City, Karaganda Oblast, 100000, Republic of Kazakhstan) re-registered by the Committee of Registration Service and Provision of Legal Assistance of the Justice Ministry on 22 August 2005 under N 3854-1900-AO.

The issue is divided into 500,000 (five hundred thousand) **common shares** with assigned identification number **KZ1C35450010**.

The issue is recorded in the State Register of Issuable Securities under number **A3545**.

385,710 (three hundred eighty five thousand seven hundred ten) **common shares** were not placed as of 23 July 2009.

Registered capital is paid in the amount of 1,142,900,000 (one billion one hundred forty two million nine hundred thousand) KZT.

The Certificate is replaced in connection with a change in the registered office of the Company.

Deputy Chairman

/signed/

Baissyrov M.B.

/S/ Official seal affixed

Series C

N 0002763