

**Extract from the Minutes № 7  
of the Meeting of the Board of Directors of JSC "Kazakhstan Electricity Grid Operating  
Company" ("KEGOC") dated August 12, 2013  
Regarding the Agenda Item "On Establishment of the Limited Liability Partnership  
"Settlement and Financial Center to Support Renewable Energy"**

Location of Joint Stock Company "Kazakhstan Electricity Grid Operating Company" ("KEGOC") (hereinafter - JSC "KEGOC" or the Company): Republic of Kazakhstan, Astana, Beibitshilik str., 37.

Venue of the Meeting of the Board of Directors of JSC «KEGOC»: Republic of Kazakhstan, Astana, Beibitshilik str., 37.

As of the date of signing of this Minutes the following members of the Board of Directors of JSC "KEGOC" (hereinafter - the Board of Directors) were elected:

- |                                     |  |
|-------------------------------------|--|
| Bektemirov Kuanush Abdugaliyevich   | - Managing Director of JSC "Samruk-Kazyna",<br>Chairman of the Board of Directors  |
| Daukeyev Gumarbek Zhussupbekovich   | - Rector of Almaty University of Energy and<br>Communications, Independent Director  |
| Spitsyn Anatoliy Tikhonovich        | - Director of Institute for Strategic Studies of<br>Integration Problems of the Eurasian Economic<br>Community, Independent Director |
| Luca Sutera                         | - Group Vice President and Chief Financial<br>Officer (CFO Global Power & Water Division),<br>Independent Director                   |
| Satkaliyev Almassadam Maidanovich   | - Chairman of the Board of JSC "Samruk Energo"   |
| Kazhiyev Bakytzhan Toleukazhiyevich | - Chairman of the Board of JSC "KEGOC"   |

Meeting of the Board of Directors was convened by Bektemirov K.A., the Chairman of the Board of Directors.

In accordance with clause 1 of Article 58 of the Law of the Republic of Kazakhstan "On Joint Stock Companies" (hereinafter – the Law) and clause 2 of Article 15 of the Charter of JSC "KEGOC" (hereinafter - the Charter), the Board of Directors has the right to take decisions if a half or over half of all the elected members of the Board Directors attends the meeting.

As of the date of this meeting six members of the Board of Directors elected; four members of the Board of Directors were presented and two members of the Board of Directors (Spitsyn A.T. and Luca Sutera) in accordance with clauses 49-53 of the of the Regulation on the Board of Directors submitted a written report (opinion) and the results of the vote on the agenda of meetings of the Board of Director, which shall be attached to the Minutes of the meeting of the Board of Directors.

Minutes of the meeting of the Board of Directors was kept by Ramazanov Yertay Baurzhanovich – Acting Company Secretary of JSC "KEGOC".

The meeting of the Board of Directors opened at 10 hours 00 minutes.



**Representatives of JSC "KEGOC":**

Botabekov Aibek Toleubekovich – Managing Director of Economic Affairs  
Zhakipbayev Kairat Tulegenovich - Managing Director of Legal and Security Affairs  
Akmurzin Abat Omirbekovich – Head of Internal Audit Service  
Yessetov Omirzhan Omirbekovich – Head of Internal Audit Service  
Abdugaliyev Anuar Moldagaliyevich – Chairman of Board of JSC "Energoinform".

**Representatives of JSC "Samruk-Kazyna":**

Ogay Alexey Vladimirovich – Director of Energy Assets Management of JSC "Samruk-Kazyna";  
Karimov Daulet Sabitovich – Chief Expert of Energy Assets Management Directorate of JSC "Samruk-Kazyna".

**The members of the Board of Directors HAVE VOTED on agenda item "On approval of the Provision on the Supervisory Board of the Limited Liability Partnership "Settlement and Financial Center to Support Renewable Energy" as follows:**

Bektemirov K.A. – YES;  
Daukeyev G.Zh. – YES;  
Spitsyn A.T. – YES;  
Luca Sutera – YES;  
Satkaliyev A.M. – YES;  
Kazhiyev B.T. – YES;

Having examined the agenda item and presented materials, in accordance with subclause 14 of clause 4 of the Article 22 of the Charter of JSC "KEGOC", **the Board of Directors DECIDED:**

1. To establish a Limited Liability Partnership "Settlement and Financial Center to Support Renewable Energy" with one hundred percent participation of JSC "KEGOC" in its authorized capital (hereinafter - the Partnership).

2. To determine the following main goals of the Partnership:

to centralized purchase and sale the electric energy produced by facilities with the use of renewable energy sources and delivered to the electrical network of the power grid of the Republic of Kazakhstan.

The full name of the Partnership:

1) in the national language: ЖШС "ЖЭҚК жөніндегі ҚЕАО";

2) in Russian: товарищество с ограниченной ответственностью "Расчетно-финансовый центр по поддержке возобновляемых источников энергии";

Abbreviated name of the Partnership:

1) in the national language: ЖШС "ЖЭҚК жөніндегі ҚЕАО"

2) in Russian: ТОО "РФЦ по ВИЭ".

Location and address of the Partnership: Republic of Kazakhstan, 010000, Astana, Saryarka district, Beibitshilik str., 37.

2. To determine the Joint Stock Company "Kazakhstan Electricity Grid Operating Company" («KEGOC») as a Sole Founder and Sole Member of the Partnership. Location and address of the Sole Member: Republic of Kazakhstan, 010000, Astana, Saryarka district, Beibitshilik str., 37. Bank details of the Sole Member: TRN: 600700153614, IIC KZ736010111000023853 in Astana regional branch №119900 of "Halyk Bank of Kazakhstan", BIC HSBKKZKX.

3. To determine Safuani T.Ye., the Director of the Legal Department of JSC "KEGOC" as a person who authorize to:

1) sign the Charter of the Partnership on behalf of JSC "KEGOC" as the Sole Founder;  
2) sign the documents for the state registration of the Partnership on behalf of the Partnership;

3) present the Partnership's interests to third parties before establishment of the Partnership.

4. The authorized capital of the Partnership is formed in the amount of 100,000,000 (one hundred million) tenge.

5. Formation of the authorized capital of the Partnership is made by the Sole Founder's payment within one year from the date of state registration of the Partnership.

6. To approve the Charter of the Partnership.

7. To define the following allocation of income - net income of the Partnership as a result of its operations for the year remains at the disposal of the Partnership and directed the implementation of the principal activity.

8. In accordance with Article 16 of the Law of the Republic of Kazakhstan "On Limited and Additional Liability Partnerships" and subclause 14) of clause 4 of Article 22 of the Charter of JSC "KEGOC", this decision shall be considered as a decision of the Sole Founder of the Partnership.

**Company Secretary**

/Seal/



/signature/

**Ye. Ramazanov**

Bound and numbered

3 (three) pages

