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Issuance of common shares of JSC Kazkommertsbank

09 October 2017, Almaty - JSC Kazkommertsbank (hereinafter - Bank) registered at the following address: 135zh Gagarin Avenue, Almaty notifies on the decision made by the Board of Directors of the Bank on **06 October 2017** to offer common shares of the Bank to shareholders of Kazkommertsbank. The Bank offers to shareholders to exercise their pre-emptive right to purchase common shares of the Bank at the following terms:

Number and type of securities to be offered (sold) – 700 716 450 common shares of Kazkommertsbank.

Registration of the shares of Kazkommertsbank – common shares of the Bank shall be offered within the amount of authorized common shares of the Bank (NIN KZ1C00400016, a Certificate of the State Registration of Securities No.A0040 dated 1 June 2017). A copy of the offering circular is placed on the corporate website of the Bank at www.qazkom.kz, and can be provided at the request in the office of the Subsidiaries and Group Capital Division at 34A Al-Farabi Avenue, Almaty.

Outstanding common shares (less bought out by the company) as a percentage to the number of common shares being offered is 2,9889812664 ("**K-Ratio**"). To determine the number of shares, which existing shareholders are entitled to purchase under the pre-emptive right, the shareholders shall divide the number of common shares held on the Record Date by the K-Ratio. If the result comes to a fraction, the common mathematical rounding rules are to be applied.

Offer price – KZT 93.19 per one common share. The offer price is the same for all shareholders considering to take part in this offering.

List of shareholders having a pre-emptive right is fixed based on Registry's records as at 00:00 a.m. on the date of the Board of Directors decision (the "**Record Date**").

Term, during which shareholders may apply to purchase common offered shares in accordance with their pre-emptive rights, is thirty calendar days since the publication of the share offering announcement (the "**Term**").

Conditions set to purchase common shares of the Bank offered – the common shares are offered to the shareholders, who hold common shares of the Bank as at the Record Date as follows:

- 1) Existing shareholders have equal rights to apply for purchase of placed common shares of the Bank at the Offer Price within the Period in a number proportionate to the number of owned common shares.
- 2) Payment for the shares purchased under pre-emptive rights should be made by the shareholder within 30 calendar days from the submission of the application to purchase shares;
- 3) Execution of submitted applications and transfer of shares to shareholders under pre-emptive rights shall be made by the Bank after the payment is made by the shareholders and the



order (within 2 Business days after the payment) to credit securities to an account held with the Integrated Securities Registrar is submitted;

- 4) In case if the Bank's related party applies to purchase shares, a transfer of shares is subject to the respective decision of the Board of Directors;
- 5) In case the shareholder makes no payment for the shares within 30 days since the date of application, such application shall be considered null and void;
- 6) Once shares are placed with the shareholders under pre-emptive rights, the placement is considered closed. In the event of certain part of shares being not placed, the decision on further placement of such common shares shall be made by the Board of Directors.

Applications shall be submitted by shareholders as follows:

- 1) shareholders holding common shares shall send their applications to the Bank by registered mail against acknowledgement of receipt or deliver in person directly to the Bank (to Nizamova Kh., Head of Subsidiaries and Group Capital Division / Kozlova M.Yu., Chief Manager of Subsidiaries and Group Capital Division at 34 a Al-Farabi Avenue; + 7(727) 2 585 145 (ext. 57868 and 58889 accordingly); KhNizamova@qazkom.kz, MKozlova@qazkom.kz);
- 2) The above-stated employees of the Subsidiaries and Group Capital Division shall put the date and time of receipt of every application and register thereof in the "Registration log for the Bank share purchase applications received";
- 3) based on the applications accepted from shareholders, the respective securities purchase agreements shall be entered into between the Bank and shareholders applied.

The applications received from shareholders shall comply with the Rules #31 on execution of shareholders' rights for pre-emptive purchase of securities and the waiver thereof approved by the Management Board of the National Bank of Kazakhstan on 13 February 2012. Share purchase application forms are posted on the corporate website of the Bank at www.qazkom.kz.

Shareholders should be notified by submitting such notice to the Kazakhstan Stock Exchange, Financial Reporting Depository and nominee shareholder of The Bank of New York Mellon, as well as by posting the relevant announcement in the Bank's corporate web-site. Share purchase application forms should be posted in the Bank's corporate web-site www.qazkom.kz.

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