

**Introduced by the decision
of the extraordinary General Meeting of
Shareholders of Kazakhtelecom JSC
Protocol as of July 25, 2014, No. 53**

Amendments to the Charter of Kazakhtelecom JSC

1. Paragraphs 3 and 4 of article 1 shall be read as follows:

“3. Location of the Company: 12, Sauran, Yessil district, Astana, 010000, Republic of Kazakhstan.

4. Location of the Management Board: 12, Sauran, Yessil district, Astana, 010000, Republic of Kazakhstan”.

2. Paragraph 2 of article 3 shall be read as follows:

“2. The Sample/Standard organizational structure of the oblast telecommunications directorates’ administrations, affiliated branches of the Company, and the organizational structures of the other affiliated branches’ administrations shall be approved by the Management Board of the Company.

Structural units of the affiliated branches (representative offices) shall be established and dissolved based upon the decision of the Management Board of the Company.”.

3. Paragraph 4 of article 33 shall be read as follows:

“4. With a view to assisting the efficient performing by the Board of Directors of its duties, considering the most crucial issues and preparing the Board of Directors’ recommendations, the Board of Directors’ Committees shall be established based upon the decision of the Board of Directors.

The Board of Directors’ Committees shall consider the issues of:

- 1) strategic planning;
- 2) personnel and remunerations;
- 3) internal audit;
- 4) social issues;
- 5) other issues provided for in the internal documents of the Company.

The issues listed herein can be assigned to one or a number of the Board of Directors’ committees.

The activities of all committees shall be based upon the internal documents that are approved by the Board of Directors and provide for the provisions on the composition, competencies, committee member selection and work procedures, and the rights and duties of members thereof.”.

4. Subparagraph 5) of item 1 of article 35 shall be read as follows:

“5) appoints chief executives of the structural units of the Company and provides the appointment of chief executives and other executives of subsidiaries and dependent legal entities in accordance with the Charter and the procedure specified in the internal documents of the Company;”.

