



**SAT&COMPANY  
JOINT STOCK COMPANY  
SHAREHOLDERS EXTRAORDINARY GENERAL MEETING**

**MINUTES NoS&Co- 7-2- 01**

The full name of the legal entity:	SAT & Company Joint Stock Company (hereinafter “ <b>the Company</b> ”), Certificate of state registration No. 1712 -1910 – 02 - AO, issued on August 15, 2006 by Department of Justice of Almaty city
Name and location of the executive board of the Company:	Chief Executive Officer to SAT & Company JSC 241, Mukanov Str., Almaty, Republic of Kazakhstan.
Place, date and time of the meeting:	241, Mukanov Str., Almaty, Republic of Kazakhstan May 13, 2014, at 14. 00.
Start of registration of shareholders:	13. 00
Deadline for registration of shareholders:	14. 00

**The Invitees:**

- 1) Rakhmatulaev Ablimit Abdurashitovich – Member of Executive Board, Chief Legal Officer;
- 2) Sharabok Nadezhda Ivanovna – Chief Accountant of the Company;
- 3) Tuyfyakova Svetlana Gennadievna– Deputy Director of Legal Department, Corporate secretary of the Company.

The record date of drafting list of shareholders, having right to participate in general meeting of SAT Company JSC shareholders and to vote on it, is provided to independent registrar - “Unified Registrar of Securities” JSC- April 30, 2014.

Three shareholders and/or their representatives holding in aggregate – 927 551 419 items of ordinary shares which is (75.026) percent of voting shares of the company are registered and presented at the extraordinary meeting. The requirements of legislation of the Republic of Kazakhstan with regard to quorum presence were implemented; the meeting is authorized to adopt resolutions on all meeting agenda items.

**Shareholders extraordinary general meeting was opened by Chief Legal Officer to SAT & Company JSC –Rakhmatulaev Ablimit Abdurashitovich.**

Mr. Rakhmatulaev welcomed shareholders attending the general meeting and thanked for participation in the management of Company.

Shareholders offered to elect Khodzhaev Rustam Narimanovich as chairman of the extraordinary meeting.  
Corporate secretary—Tyufyakova Svetlana Gennadiyevna.

This vote was brought for voting.

The total amount of shareholders votes for the item brought to voting- 3.  
Voting results: "pros" voted- 3; "cons" - none; "abstained" - none.

**Khodzhaev Rustam Narimanovich is elected as Chairman of the meeting,**

**Corporate Secretary-Tyufyakova Svetlana Gennadiyevna.**

The functions of tabulation committee were implemented by Corporate Secretary of Company.

The Chairman of the meeting offered to elect as **form of voting**:  
-on procedure items - open voting on the principle "one shareholder- one vote",  
- on meeting agenda item - open voting on the principle "one voting share -one vote".

The meeting elected by majority of votes the offered form of voting.

Then, the Chairman of the meeting informed that the shareholders extraordinary general meeting was provided on the initiative of Company Board of Directors with meeting agenda, drafted by Board of Directors of Company. Notification on provision of shareholders extraordinary general meeting is published on the web-sites of Kazakhstan Stock Exchange JSC, Depository of financial statements and the Company's web-site - [www.sat.kz](http://www.sat.kz) and brought to notice of the shareholders by means of written notification.

The following issues were included into meeting agenda:

- 1) Appointment of Audit Company, providing audit of the Company.

This offer to approve the "the meeting agenda" is brought to voting on the principle "one voting share - one vote".

The total amount of votes on the item brought for voting—927 551 419.  
Voting results: "prons" voted – 927 551 419;  
"cons" - none;  
"abstained"- none.

It was unanimously **RESOLVED**:

To approve the shareholders extraordinary general meeting agenda in the following edition:

Meeting agenda:

- 1) Appointment of Audit Company, providing audit of the Company.

**The word on meeting agenda item** was given by Chairman of the meeting to Chief Accountant, Sharabok Nadezhda Ivanovna who informed that the Company shareholders extraordinary meeting dated August 09, 2013 resolved to appoint "Independent audit company Center-Audit-Kazakhstan" Limited Liability Company as a company providing audit of the Company for 2012.

The Company shareholders offered to pursue working with this audit company and to appoint "Independent Audit Company "Center-Audit-Kazakhstan" Limited Liability Company as a company providing audit of the Company.

"Independent audit company Center-Audit-Kazakhstan" LLC (state license for audit services No. 0000017 MFY issued by the Ministry on finances on 27.12.1999, member of

accredited certified professional organization “Chamber of auditors” of the Republic of Kazakhstan) is included into list of audit companies, meets standards of expertise to provide audit of financial statements of the emitters whose securities are included to official list of certified trade platform of regional financial center of Almaty city of first and second class of “shares” sector.

In connection with that, it is offered to appoint “Independent audit company “Centeraudit-Kazakhstan” LLP as an audit company.

This offer to “Appoint “Independent audit company “Centeraudit-Kazakhstan” LLP as an audit company” is brought for voting on the principle “one voting share- one vote”.

The total amount of votes on the item brought for voting – 927 551 419;  
Voting results: "prons" voted – 927 551 419;  
“cons” - none;  
“abstained”- none.

It was unanimously **RESOLVED**:

To appoint “Independent audit company “Centeraudit-Kazakhstan” LLP as audit company providing audit of the Company.

**Resolutions approved at shareholders extraordinary general meeting:**

To approve “Independent Audit Company “Centeraudit-Kazakhstan” LLP as an audit company providing audit of the Company”.

In completion, the chairman of meeting informed that all items of meeting agenda of shareholders extraordinary general meeting were considered, resolutions on them taken, in connection with that proposed to consider the Company shareholders extraordinary general meeting closed.

**CHAIRMAN OF THE MEETING** \_\_\_\_\_ **Khodzhayev R.N.**

**CORPORATE SECRETARY** \_\_\_\_\_ **Tyufyakova S.G.**

**SHAREHOLDERS,  
HOLDING 10 AND MORE PERCENT OF THE COMPANY’S SHARES:**

**KHODZHAYEV R.N.**  
**ACTING BY VIRTUE OF POWER OF ATTORNEY**  
**FROM RAKISHEV K.K. No.1530 AS OF 12.05.2014** \_\_\_\_\_ **KHODZHAYEV R.N.**

**UMAROV A.S.**  
**ACTING BY VIRTUE OF POWER OF ATTORNEY**  
**FROM “SPECIAL FINANCIAL COMPANY” LLP**  
**“KOR – INVEST” No.13 AS OF 12.05.2014** \_\_\_\_\_ **UMAROV A.S.**