**Meeting on October 14, 2016.**

The following decisions were taken at the meeting of the Company’s Board of Directors dated 14 October 2016 in accordance with the Company’s Charter, the Regulations on the Board of Directors of the Company, the Law of the Republic of Kazakhstan “On Joint Stock Companies”: considering the results of factor analysis of the operational and investment activities of the Company; on approval of the Company’s Development plan for 2017-2021; on approval of the redrafted Regulations to implement the activities related to acquisition, disposal of shareholdings and participation interests of legal entities, as well as the creation, reorganization and liquidation of legal entities with the «Samruk-Energy» JSC participation; approval of Policy of JSC “Samruk-Energy” in engaging services of audit firms in the new edition; on approval of the Rules for performance appraisal and remuneration of “Samruk-Energy” JSC executive employees in the new edition; on remuneration to the executives of «Samruk-Energy» JSC on the results of the 2015; regarding consideration by the Board of directors of “Samruk-Energy” JSC” of Report about interested party transactions in respect to which JSC Samruk-Energy Management Board made decisions in the third quarter of 2016 year; on approval of the Environmental Policy of «Samruk-Energy» JSC in the new edition; on approval of Report about the work in the field of occupational health and safety and occupational injuries for 9 months of 2016; on approval of the Remuneration Policy for the members of the Board of Directors of «Shardarinskaya HPP» JSC; on Determination of the number of the members, term of office of the Board of Directors of «Shulbinskaya HPS», election of its members, as well as determining the amount and terms of remuneration to members of the Board of Directors of «Shulbinskaya HPS»; on Determination of the number of the members, term of office of the Board of Directors of «Ust-Kamenogorsk HPP» JSC, election of its members, as well as determining the amount and terms of remuneration to members of the Board of Directors of «Ust-Kamenogorsk HPP» JSC; on early termination of powers and election of the member of the Board of Directors of "Aktobe CHP" JSC; on preliminary approval of the Charter of «Samruk-Energy» JSC in the new edition; on submitting the issue on Regulations on the Board of Directors of «Samruk-Energy» JSC in the new edition for consideration by the Sole Shareholder; on approval of the scheduling process of the meetings of the Board of Directors of «Samruk-Energy» JSC by the Chairman of the Board of Directors; on election of a Senior Independent Director of the Board of Directors of «Samruk-Energy» JSC; on approval of the Regulations on the Strategic Planning Committee of the Board of «Samruk-Energy» JSC in the new edition; approval of the report on the performance of “Samruk-Energy” JSC Internal Audit Service for the 3 Q of 2016. Evaluation of performance efficiency of “Samruk-Energy” JSC Internal Audit Service and its head for the 3 Q of 2016. Bonuses for employees of “Samruk-Energy” JSC Internal Audit Service for the 3 Q of 2016; on payment of bonus to the Corporate secretary of “Samruk-Energy” JSC following the performance results for the 3d quarter of 2016; approval of job descriptions of the Management Board members, job evaluation and wages scheme of the Chairman and members of the Management Board of "Samruk-Energy" JSC; on carrying out the assessment of compliance of “Samruk-Energy” JSC CEO-1 level executives (candidates) with qualification requirements to positions of a new organizational structure (job matching);approval of the Rules for payment of remuneration and bonuses to employees of "Samruk-Energy" JSC.

**The following BOD members are present:**

**Bektemirov K.A., Spitsyn A.T., Satkaliyev A.M., Luca Sutera, Andreas Storzel.**

**The Board of Directors members unanimously voted "FOR" on all agenda items.**