**Meeting February 28, 2020.**

The following item was considered at the meeting of the Company’s Board of Directors dated February 28, 2020 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”:

- Report of the Chairman of the Management Board (CEO) of the Company on the activity of the Company for the past period.

- Report of the Managing Director for Economics and Finance (CFO) of the Company.

- Information on the execution of decisions / assignments of members of the Board of Directors of the Company, given at the meetings of the Board of Directors of the Company.

- Approval of the motivational KPIs 2020 for the members of the Management Board and the Corporate Secretary of the Company.

- On some issues of the Management Board of the Company.

- Approval of the amended Organizational Structure of the Company.

- Approval of Job description and its assessment of the Managing Director for Risks and Legal Matters.

- Approval of Job description of the Managing Director for Development and Sales.

- Approval of Individual Development Plans of the Chairman and members of the Management Board of the Company for 2020.

- On termination of powers of employees of the Internal Audit Service and the appointment of the head of the Internal Audit Service of the Company.

- Report on the activity of the Appointment and Remuneration Committee of the Board of Directors of the Company for 2019.

- Report on the activity of the Audit Committee of the Board of Directors of the Company for 2019.

- Report on the activity of the Strategic Planning Committee of the Board of Directors of the Company for 2019.

- Report on the activity of the Health and Safety and Environmental Protection Committee of the Board of Directors of the Company for 2019.

- Establishment of the Company's limits on balance and off-balance sheet liabilities for second-tier banks exceeding the estimated value.

- Preliminary approval of the amended Charter of the Company.

- Consideration of the Report on the implementation of the Action Plan for improving the corporate governance of the Company in 2019.

- Consideration of the Report on interaction with stakeholders and the feedback mechanism in 2019.

- Consideration of the Report on concluded related-party transactions, decided by the Management Board of the Company in the 4th quarter of 2019.

* Consideration of the Report on the activity in the field of health and safety protection and occupational injuries in the 4th quarter of 2019 and the Report on activity in the field of environmental protection for 12 months of 2019.
* On providing agreement to the members of the Management Board of the Company to hold the positions of members of the Board of Directors at «Alatau Zharyk Kompanasy» JSC, on electing the Chairman and members of the Board of Directors of «Alatau Zharyk Kompanasy» JSC, determining quantitative composition, term of office, size and terms of bonus payment and compensation of expenses to members of the Board of Directors of «Alatau Zharyk Kompanasy» JSC for fulfilling their duties.

- On providing agreement to a member of the Management Board to occupy the position of a member of the Board of Directors of «Almaty Power Stations» JSC, early termination of powers and on the election of members of the Board of Directors of «Almaty Power Stations» JSC, determining term of office of members of the Board of Directors, the size and terms of bonus payment to members of the Board of Directors of «Almaty Power Stations» JSC.

- Approval of the Target Card of the Corporate Secretary of the Company for 1-4 quarters in 2020.

- Approval of the Target Card of the Head and Chief Manager of «Compliance» Service of the Company in 2020.

- On amendments to the Roadmap and Checklist of the Digital Transformation Program.

**The following BOD members participated:**

 **B. Karymsakov, A. Zhamiyev, Luca Sutera,**

 **Andreas Stoerzel, Joaquin Galindo, B. Zhulamanov.**