**Meeting on March 30, 2018.**

The following items were considered at the meeting of the Company’s Board of Directors dated March 30, 2018 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”:

**-** Information on implementation of the decisions/instructions from the previous “Samruk-Energy” JSC Board of directors meeting.

- On approval of motivational KPI of the members of the Management Board, Head of Internal Audit Service and Corporate Secretary of JSC" Samruk-Energy" for 2018.

- On preliminary consideration of the report on execution of the roadmap for implementation of “Samruk-Energy” JSC long-term development strategy following the results of 2017.

- On approval of the report on execution of the Action Plan for meeting expectations of “Samruk-Energy” JSC shareholder following results of 2017.

- On consideration of the Report on risk management with description and analysis of key risks as well as information on implementation of plans and programs on mitigation of “Samruk-Energy” JSC risks for the 4’th quarter of 2017.

- On consideration of the Report on work in the field of health and safety and occupational injuries for 4 quarter of 2017.

- On updating of some internal normative documents on risk management of “Samruk-Energy” JSC.

- On approval the Action Plan for improvement of corporate governance of «Samruk-Energy» JSC.

- On the appointment of the head of the Compliance Service, determining the amount and conditions of remuneration.

- Regarding consideration of investments development report of Samruk-Energy JSC’s investment projects for 2017.

- On approval of goals map of “Samruk-Energy” JSC Corporate Secretary for the 1-4 quarters of 2018.

- Report about self-evaluation of the performance of the Internal Audit Service of JSC “Samruk-Energy” for 2017.

- On introducing additions to the internal documents of the Internal Audit Service of “Samruk-Energy” JSC.

- On granting consent to a member of the Management Board of “Samruk-Energy” JSC to hold the position of “Alatau Zharyk Company” JSC Managing director for procurement concurrently.

- On consent for appointment of the member of the Management Board at the position of a member of the Supervisory Board of «Energy Solutions Center» LLP, on early termination of appointment and election of the Chairman and members of the Supervisory Board of Energy Solutions Center LLP, on specification of duration of their appointment, and on conditions of payment of remuneration and reimbursement of expenses for performance of their duties.

- On early termination of powers and election of Chairman and members of Board of Directors of “Almaty Power Station” JSC Board of Directors”, on determination of the number and term of powers of the Board of Directors, size and terms of payment of remuneration and compensation to the members of the Board of Directors for their duties.

- On early termination of powers of Director General of “AlmatyEnergoSbyt” LLP, appointment of “AlmatyEnergoSbyt”LLP Director General and setting his term of office”.

- On election of members of “Ekibastuz GRES-2 power station” JSC Board of Directors.

- On early termination of powers and election of the Chairman and the members of “Shardarinskaya HPP” JSC Board of Directors, on determination of numerical composition, term of office, as well as the amount and terms of remuneration payment and reimbursement of expenses to members of “Shardarinskaya HPP” JSC Board of Directors for performance of their duties.

- On early termination of powers and election of “Moynak HPP” JSC Board of Directors’ member, on determination of the term of powers of a member of the Board of Directors of “Moynak HPP” JSC.

- On early termination of powers and election of the Chairman and a member of the Supervisory Board of “First wind power station” LLP, on determining the term of his authority, as well as the terms of payment of remuneration and compensation for expenses for the performance of his duties.

**The following BOD members were present:**

 **Spitsyn A.T., Satkaliyev A.M., Rakhmetov N.K.,**

 **Luca Sutera, Joaquin Galindo.**

 **Andreas Stoerzel submitted written opinion.**