

Approved  
by the decision of the General Meeting of Shareholders  
of NAC Kazatomprom JSC  
(Minutes dated \_\_\_\_\_, 2021 No. \_\_\_\_\_)

## **CHANGES AND ADDITIONS TO THE CHARTER OF NATIONAL ATOMIC COMPANY KAZATOMPROM JSC**

To make the following changes and additions to the Charter of National Atomic Company Kazatomprom JSC, approved by the decision of the Sole Shareholder - the Management Board of Samruk-Kazyna JSC dated October 15, 2018 (Minutes No. 28/18):

1. Throughout the text, to replace the word “Astana” with the word “Nur-Sultan”;
2. Throughout the text, the word “affiliated” shall be replaced by the word “affiliated”; (*note: there was a mistake in spelling in the word “affiliated” in Russian version*)
3. Section 4 shall be added with clause 19-1 as follows:  
“19-1. The Company is not entitled to provide charitable (sponsorship) assistance, except in cases where charitable (sponsorship) assistance by the Company is provided for by the Charitable Program of the Samruk-Kazyna JSC group, approved in the manner prescribed by the Law of the Republic of Kazakhstan “On the Sovereign Wealth Fund”.
4. In the first paragraph of clause 50, after the words “the procedure for distributing the net income of the Company” the words “or the consolidated net income of the Company” shall be added;
5. In subparagraph 13) of paragraph 106, after the words “distribution of the Company’s net income”, the words “or the consolidated net income of the Company” shall be added;
6. In sub-clause 1) of clause 111, the words “approval of the development strategy and development plans of the Company (changes and additions thereto)” shall be replaced with the words “approval of the development strategy of the Company (changes and additions thereto)”;
7. In sub-clause 2) of clause 111, after the words “control over its implementation and execution” the words “as part of the report of the

Management Board in accordance with sub-clause 44) of clause 111 of this Charter” shall be added;

8. Sub-clause 7) of clause 111 shall be read as follows:

“7) consideration and approval of the interim financial statements of the Company (consolidated and separate) on a quarterly basis (for the 1 (first) quarter, 1 (first) half-year, 9 (nine) months of the reporting year), Review of financial results (annual and half-yearly);”;

9. In sub-clause 15) of clause 111, the words “and conditions of remuneration, bonuses payment” shall be replaced by the words “official salary, conditions of remuneration”;

10. In sub-clause 16) of clause 111, the words “and conditions of remuneration, bonuses payment” shall be replaced by the words “official salary, conditions of remuneration”;

11. In sub-clause 23) of clause 111 the word “foreign” shall be excluded;

12. In sub-clause 29) of clause 111, after the words “distribution of the Company’s net income” the words “or the consolidated net income of the Company” shall be added;

13. Sub-clause 37) of clause 111 shall be read as follows:

“37) approval of the list and/or target values of strategic and analytical key performance indicators of the Company, approval of key performance indicators for the Chair of the Management Board and members of the Management Board of the Company and their target and actual values, key performance indicators of the Internal Audit Service, Compliance Service, Corporate Secretary and Ombudsman of the Company;”;

14. In sub-clause 44) of clause 111 the words “shareholders expectations” shall be replaced by the words “consolidated business plan”;

15. Sub-clause 50) of clause 111 shall be excluded;

16. Sub-clause 52) of clause 111 shall be added with “, not referred to exclusive competence of other bodies of the Company.”;

17. In paragraph 3 of clause 131, after the words “participating in approval/at the meeting”, the words “on the issues of preliminary approval of the annual financial statements of the Company (consolidated and separate), approval on a quarterly basis of the interim financial statements of the Company (consolidated and separate) and the Review of financial results

(annual and semi-annual) are submitted to the members of the Board of Directors at least 7 (seven) calendar days before the meeting” shall be added;

18. In sub-clause 7) paragraph 3 of clause 131, the words “preliminary approval of the annual financial statements of the Company (consolidated and separate),” shall be excluded;

19. The third paragraph of clause 135 shall be added with the words “, except for cases when the standard terms of such a transaction are approved by the board of directors of the company.”;

20. In paragraph 1 of clause 138, the number and the word “3 (three)” shall be replaced by the number and the word “7 (seven)”;

21. In clause 143:

a) sub-clause 4) shall be read as follows:

“4) on HSE;”;

b) the following paragraph shall be added:

“The Audit Committee shall consist exclusively of the members of the Board of Directors of the Company.”;

22. Sub-clause 3) of clause 146 shall be read as follows;

“3) approval and submission to the Board of Directors of the Company for the development strategy of the Company, the list and/or target values of strategic and analytical key performance indicators of the Company, the development plan (business plan) of the Company for a 5 (five)-year period and its adjustment;”;

23. Sub-clause 5) of clause 146 shall be read as follows:

“5) making a decision on the membership of the Company in the independent associations and other non-profit organizations, as well as termination thereof;”;

24. In sub-clause 10) of clause 146 the words “employees of Compliance Service” shall be replaced by “the head of Compliance Service”;

25. Sub-clause 11) of clause 146 shall be read as follows:

“11) making decisions on the provision of charitable (sponsorship) assistance by the Company in accordance with the Charitable Program of Samruk-Kazyna group, approved in the manner prescribed by the Law of the Republic of Kazakhstan “On the Sovereign Wealth Fund.”;

26. Sub-clause 20) of clause 146 shall be added with the words “, approval on a quarterly basis of the interim financial statements of the Company (consolidated and separate) and the Review of financial results (annual and semi-annual);”;

27. Sub-clause 25) of clause 146 shall be read as follows:

“25) conclusion of non-arm’s length transactions by the Company with legal entities, more than fifty percent of voting shares (interests in the authorized capital) of which are directly or indirectly owned by Samruk-Kazyna JSC on the right of ownership or under trust management;”;

28. Sub-clause 17) of clause 155 shall be excluded.