



MINUTES

of the Extraordinary General Meeting of Shareholders of Financial Company "REAL-INVEST.kz" Joint-Stock Company

Full name of the joint-stock company	Financial Company "REAL-INVEST.kz" Joint-Stock Company (hereinafter referred to as "the Company")
Place of location of the Company's executive body	4 th Floor, 59 a, Amangeldy St., Almaty
Place of the extraordinary General Meeting of Shareholders of the Company (hereinafter referred to as "the Meeting")	4 th Floor, 59 a, Amangeldy St., Almaty
Date and time of the Meeting	23 June, 2014, 10.00 AM

The following shareholders are present at the meeting:

- 1) Bakht Bulatovich Niyazov – a shareholder holding 3,750,000,000 (three billion seven hundred fifty million) voting shares;
- 2) Daniyar Khalidovich Azymkhanov – a shareholder holding 1,250,000,000 (one billion two hundred twenty million) voting shares;

Total number of the Company's voting shares represented at the Meeting – 5,000,000,000 shares.

The shareholders holding 100% voting shares in the Company are present at the meeting, therefore the quorum is present. The Member of the Management Board of the Company Mr. Milushev Emil Shamil'evich was invited to the meeting.

It was proposed to elect Mr. Bakht Bulatovich Niyazov the Chairman of the Meeting.

Voting: "for" - 5,000,000,000 votes; "against" - 0 votes; "abstained" - 0 votes. The decision was taken.

It was proposed to elect Ms. Milushev E.Sh. the secretary of the meeting and a person authorized to count votes at the Meeting.

Voting: "for" - 5,000,000,000 votes; "against" - 0 votes; "abstained" - 0 votes. The decision was taken.

Open voting according to the principle "one share – one vote" was proposed.

Voting: "for" - 2 votes; "against" - 0 votes; "abstained" - 0 votes. The decision was taken.

It was proposed to approve the following agenda of the Meeting:

1. Approval of the annual financial statements of "REAL-INVEST.kz" Financial Company" JSC for 2013.
2. Approval of the procedure for distribution of net income of "REAL-INVEST.kz" Financial Company" JSC for 2013. Making decision on payment of dividends on ordinary shares of "REAL-INVEST.kz" Financial Company" JSC. Approval of an amount of dividend on one ordinary share of "REAL-INVEST.kz" Financial Company" JSC.
3. Consideration of the issue on applications of the shareholders concerning actions of "REAL-INVEST.kz" Financial Company" JSC and its officials and results of consideration thereof.
4. Provision of information to the shareholders of "REAL-INVEST.kz" Financial Company" JSC on amount and contents of remuneration of the members of the Board of Directors and the Management Board of "REAL-INVEST.kz" Financial Company" JSC.

Voting: "for" – 5 000 000 000 votes; "against" – 0 votes; "abstained" – 0 votes. The agenda is approved.

Azymkhanov D.K. made statement regarding the *first and second* issues of the agenda of the Meeting and proposed:

1. To approve the annual financial statements of "REAL-INVEST.kz" Financial Company" JSC for 2013.

Voting results: "for" – 5 000 000 000 votes; "against" – 0 votes; "abstained" – 0 votes.

It is decided: to approve the annual financial statements of "REAL-INVEST.kz" Financial Company" JSC for 2013.

2. Not to distribute the net income of "REAL-INVEST.kz" Financial Company" JSC based on results of 2013. Not to pay dividends on ordinary shares of "REAL-INVEST.kz" Financial Company" JSC based on results of 2013.

Voting results: "for" – 5 000 000 000 votes; "against" – 0 votes; "abstained" – 0 votes.

It is decided: not to distribute the net income of "REAL-INVEST.kz" Financial Company" JSC based on results of 2013. Not to pay dividends on ordinary shares of "REAL-INVEST.kz" Financial Company" JSC based on results of 2013.

Azymkhanov D.K. made statement regarding the *third* issue of the agenda and reported that in 2013 there were not applications of the shareholders concerning actions of "REAL-INVEST.kz" Financial Company" JSC and its officials.

Voting results: "for" – 5 000 000 000 votes; "against" – 0 votes; "abstained" – 0 votes.

It is decided: to take into consideration the information on no applications of the shareholders concerning actions of "REAL-INVEST.kz" Financial Company" JSC and its officials in 2013.

The Chairman of the Board of Directors of "REAL-INVEST.kz" Financial Company" JSC, Niyazov B.B., made statement regarding the *forth* issue of the agenda and informed on contents of remuneration of the members of the Board of Directors and the Management Board of "REAL-INVEST.kz" Financial Company" JSC for 2013.

Voting results: "for" – 5 000 000 000 votes; "against" – 0 votes; "abstained" – 0 votes.

It is decided: to take into consideration the information on contents of remuneration of the members of the Board of Directors and the Management Board of "REAL-INVEST.kz" Financial Company" JSC for 2013.

Chairman of the Meeting

B.B. Niyazov

Secretary of the Meeting

E.Sh. Milushev

Signature of the shareholders holding 10 and more percent of the voting shares in the Company

B.B. Niyazov.

D.Kh. Azymkhanov
