

APPROVED
by decision of the Public Council of
EIC KazakhExport JSC
minutes dated ‘__’ ____2021 N ____

Regulation on Public Council of
Export Insurance Company KazakhExport
Joint Stock Company

Nur-Sultan City, 2021

BY-LAW SUMMARY

By-Law	Regulation on Public Council of Export Insurance Company KazakhExport Joint Stock Company
Holder of the By-Law	Legal Department
Access level	Publicly accessible
Measures to acquaint all the employees of the Company with the By-Law	Email distribution within 1 (one) business day after the By-Law is placed on Internal Portal network drive

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Chapter 1. General Provisions

1. This Regulation on Public Council of Export Insurance Company KazakhExport Joint Stock Company (hereinafter the 'Regulation') is developed subject to the Law of the Republic of Kazakhstan dated 2 November 2015 'Public Councils' and Model Regulation on Public Council as approved by order of the Minister of Information and Public Development of the Republic of Kazakhstan dated 26 February 2021 N 69.

2. The Regulation determines objectives, tasks, principles, rights, obligations and composition of the Public Council.

3. Terms and definitions:

- 1) Export Insurance Company KazakhExport Joint Stock Company – 'Company';
- 2) Law of the Republic of Kazakhstan dated 2 November 2015 'Public Councils' – 'Law';
- 3) Public Council of Export Insurance Company KazakhExport Joint Stock Company – 'Public Council'.

Chapter 2. Status of the Public Council

4. Public Council is an advisory, supervisory body to be formed by the Company for questions falling within its competence, jointly with non-profit making organizations, citizens.

5. In its activities the Public Council shall be governed by the Constitution, related laws, acts of the President, Government and other regulatory legal acts of the Republic of Kazakhstan and also this Regulation.

6. Decisions of the Public Council shall have a recommendation nature.

Chapter 3. Objective, Tasks, Principles of the Public Council

7. Corporate objective of the Public Council shall be to express opinion of the civil society related to socially significant questions.

8. Tasks of the Public Council shall be:

1) represent the civil society and take into account public opinion when discussing and taking decisions at the level of the Company;

2) promote interaction between the Company and the civil society;

3) arrange public control and ensure transparent activities of the Company.

9. The Public Council shall carry out its activities based on the following principles:

1) independence;

2) activities of its members in a voluntary capacity;

3) autonomy;

4) self-support;

5) publicity.

Chapter 4. Composition of the Public Council

10. The Public Council shall consist of a Chairman and member of the Public Council.

11. 70% of the Public Council shall be representatives of non-profit organizations and citizens, 30% of the Public Council shall be representatives of the Company.

12. Chairman of the Public Council shall be elected on a show of hands from among members of the Public Council.

Chapter 5. Operating Procedure of the Public Council, Holding Meetings and Taking Decisions

13. Chairman of the Public Council shall manage activities of the Public Council.

Within his powers, Chairman of the Public Council shall:

- 1) arrange activities of the Public Council;
- 2) participate in meetings;
- 3) sign minutes of a meeting of the Public Council and other documents on behalf of the Public Council;
- 4) coordinate activities to implement decisions (recommendations) of the Public Council;
- 5) participate in meetings in advisory capacity;
- 6) for a period of his absence, delegate discharge of Chairman's duties to one of members of the Public Council.

14. Supreme body and form of work of the Public Council shall be a meeting which shall be deemed qualified provided that at least two thirds of the total number of its members participate in it. It shall be allowed to hold meetings of the Public Council as videoconferencing. Meetings of the Public Council shall be held on the initiative of the Chairman and members of the Public Council, Chairman of Management Board of the Company as and when necessary but at least twice a year.

15. Meetings of the Public Council shall be open.

16. At the meeting, Secretary of the Public Council shall maintain minutes which fix (can contain extra information/ requisites):

- 1) date, place and time of holding the meeting;
- 2) number of those present;
- 3) about composition of the Public Council present at the meeting and available quorum;
- 4) surname, given name, patronymic name (if any) of speaking members of the Public Council, representatives of the Company and invited persons;
- 5) agenda, content of a report and speeches;
- 6) outcomes of discussion of questions at the meeting of the Public Council and adopted decisions (recommendations);
- 7) signatures of the Chairman, his substitute and Secretary of the Public Council.

17. Minutes of the Public Council shall be executed and signed within 5 business days after a meeting of the Public Council is held.

18. Decisions of the Public Council shall be taken by majority of votes from a total number of members present at the meeting of the Public Council. Decisions shall be executed as minutes to be signed by the Chairman and Secretary of the Public Council. When taking decisions on issues covered at the meeting of the Public Council, each member of the Public Council shall have one vote. In case of equal rights, decision shall be deemed taken provided that the Chairman voted in its favor. Based on results of study of issues, the Public Council shall make recommendations which are binding for study and taking decisions within timeframe as provided for in clause 23 hereof.

19. Based on results of study of inquiries of individuals and legal entities, the Public Council shall take one of the following decisions:

- 1) send an inquiry to a relevant public authority or to a local body of state administration within its competence;
- 2) study this inquiry at the meeting of the Public Council;
- 3) carry out one of forms of public monitoring to study a received inquiry.

20. With a view to ensure decision of organizational issues, prepare and hold sessions of the Public Council, arrange and maintain records management at the Public Council, Secretary of the Public Council:

- 1) ensure solving organizational issues of preparation and holding meetings of the Public Council;

2) arrange and maintain records management at the Public Council and also monitor a timeframe of study of decisions (recommendations) of the Public Council at the Company;

3) Inform via email, at the latest within five days prior to a due date of the meeting of the Public Council, its members about time and place of holding the meeting, list of issues to be submitted for study;

4) provide members of the Public Council with materials, documents and information necessary to take decisions;

5) arrange conduct of meetings of the Public Council;

6) prepare draft decisions of the Public Council and bring them to the notice of all the members of the Public Council via an internet resource or email or by an express messenger within three business days;

7) exercise other functions to maintain activities of the Public Council.

21. Secretary of the Public Council shall not be a member of the Public Council. In the absence of the Secretary of the Public Council, his functions shall be on a temporary basis vested in one of employees of the Legal Department of the Company.

Chapter 6. Powers, Rights and Obligations of the Public Council

22. Powers of the Public Council of the Company shall include:

1) discussion of draft strategies and development plans of the Company;

2) discussion of reports and monitoring of implementation of strategies and development plans of the Company;

3) discussion of financial and business performance of the Company;

4) development and introduction to public authorities of offers how to improve the laws of the Republic of Kazakhstan;

5) create commissions related to areas of activities;

6) approve provisions on the Public Council;

7) carry out public monitoring in forms as provided for by the Law.

23. After exercise of powers provided for in sub-clauses 2), 3) and 7) clause 22 hereof, the Public Council shall make recommendations to the Management Board of the Company which within one month, and under sub-clause 1) within ten business days shall provide a reasoned answer signed by the Chairman of Management Board or his substitute.

24. With a view to exercise their powers, members of the Public Council shall be entitled to:

1) have an access, in manner as provided for by legislative acts and internal documents of the Company, to a building of the Company with respect to questions as provided for by clause 22 hereof;

2) participate in events to be held by the Company with respect to issues as provided for by clause 22 hereof;

3) approach the Company with respect to socially significant questions with a view to exercise its powers as prescribed for herein;

4) come up with offers how to improve the laws of the Republic of Kazakhstan;

5) receive from the Company a document which certifies a status of a member of the Public Council;

6) create, as and when necessary, standing and/or temporary working bodies and expert groups;

7) participate in tender committees (auction committees) with respect to procurements to be carried out by the Company.

Member of the Public Council can withdraw from it on his own based on a written application.

Member of the Public Council can be expelled from the Public Council ahead of schedule based on a decision of the Public Council in case if he cannot participate in its work due to his health condition or due to other grounds in manner as prescribed by the Law.

25. In its/ their activities the Public Council and its members must:

1) observe provisions of the Constitution, related laws, acts of the President, Government and other regulatory legal acts of the Republic of Kazakhstan;

2) carry out its/ their activities in interaction with the general public;

3) at least twice a year inform the population about activities of the Public Council via mass media and/or internet resource;

4) publish in mass media and/or post in the internet resource of the Company a report about its activities;

5) not disseminate personal data of employees without consent of the Company and also not disclose information which makes commercial or other secret protected by the laws of the Republic of Kazakhstan (confidential information) which became known to it upon exercise of powers at the Public Council except for information access to which shall not be limited subject to the Law of the Republic of Kazakhstan 'Access to Information';

6) sign a non-disclosure obligation according to annex hereto.

Chapter 7. Responsibility of Members of the Public Council

26. For disclosure of commercial information which becomes known in the course of discharge of their powers in the Public Council, members of the Public Council shall be held liable in manner as provided for by the laws of the Republic of Kazakhstan.

Chapter 8. Final Provisions

27. This Regulation shall take effect from a date of its approval by decision of the Public Council.

Non-Disclosure OBLIGATION

I, _____, being a member of the Public Council EIC KazakhExport JSC (hereinafter the 'Company'), undertake the following voluntary obligations for a period of 5 years:

- exercise functions in strict compliance with this Obligation and requirements of the Company;
- hold in strict confidence confidential information of the Company which became known to me in the course of my activities in the Public Council;
- not disclose confidential information of the Company which will be entrusted to me or which will become known to me in the course of my activities in the Public Council;
- not transfer to third persons and not publicly disclose confidential information of the Company without consent of the management of the Company;
- keep confidential information which makes commercial secret of organizations with which the Company has business relations;
- comply with requirements of internal regulatory documents to ensure integrity of confidential information of the Company;
- not use confidential information in order to carry out other activities which as a rival activity can cause damage to the Company;
- in case of an attempt of third parties to obtain from me confidential information of the Company, immediately notify the management of the Company thereof;
- immediately inform the Compliance Service of the Company about facts which may lead to disclosure of confidential information;
- in case of termination of powers as a member of the Public Council of the Company, transfer to a relevant officer of the Company any and all carriers of confidential information (documents, drawings, magnetic tapes, punched cards, paper tapes, disks, flexible disks, printouts, movie and photo materials, articles, etc.) which were at my disposal in connection with discharge of the official duties in the course of discharge of powers within the Public Council;
- after termination of powers as a member of the Public Council of the Company not disclose and not use for myself or for other persons confidential information of the Company for 5 years.

I am notified that in case if I violate this obligation:

- I will be subject to liability under the laws of the Republic of Kazakhstan;

I will have to compensate losses incurred by the Company in connection with disclosure or use by me for my personal purposes information which make confidential information of the Company both during my activities in the Public Council of the Company and also for 5 years after my powers are terminated.

Full name _____
Signature _____ '_____' _____ 20____.