Annex No. 1 to minutes of

a meeting in presentio of the Management Board of

Baiterek National Management Holding JSC

dated 14 September 2022 No. 40/22

**‘APPROVED’**

**by decision of the Sole Shareholder of**

**Damu Entrepreneurship Development Fund JSC**

**(minutes of a meeting in presentio of the Management Board of**

**Baiterek National Management Holding JSC**

**dated 14 September 2022 No. 40/22)**

**Amendments to Charter of**

**Damu Entrepreneurship Development Fund**

**Joint Stock Company**

To introduce the following amendments to the Charter of Damu Entrepreneurship Development Fund JSC as approved by decision of the Sole Shareholder (minutes of a meeting in presentio of Baiterek National Management Holding JSC dated 13 October 2016 No. 41/16) (hereinafter referred to as the ‘Charter’):

1. In clause 65 of the Charter sub-clauses 22), 29) and 30) shall be restated to read as follows:

‘22) approval of reports on activities of the Board of Directors, committees of the Board of Directors of the Company, corporate secretary, Internal Audit Service, anti-corruption compliance service, ombudsman;

29) bringing to financial and disciplinary responsibility, dismissal of members of the Management Board (except for the Chairman of Management Board), employees of the Internal Audit Service, corporate secretary, employees of the anti-corruption compliance service and also early lifting of disciplinary punishments;

30) establishment of an anti-corruption compliance service, appointment, determination of a term of powers of employees of the anti-corruption compliance service, its operating procedure, early termination of powers of employees полof the anti-corruption service, determination (change) of a size of official salary and conditions of remuneration of labor; provision of social support and also taking decision to reward employees of the anti-corruption service;’;

2. sub-clause 4) clause 82 of the Charter shall be restated to read as follows:

‘4) approval of rules of remuneration of labor, compensation, provision of social support and also a chart of official salaries of employees of the Company (except for the Chairman and members of the Management Board, Internal Audit Service, corporate secretary, anti-corruption compliance service);’;

3. the following article 16-1 shall be added to the Charter:

‘Article 16-1 Anti-Corruption Compliance Service

110-1. Anti-Corruption Compliance Service shall be established by the Board of Directors so that the Company and its employees comply with the laws of the Republic of Kazakhstan on suppression of corruption.

110-2. With a view to ensure independence and objectivity, the Anti-Corruption Compliance Service of the Company shall be service of the Company which is directly subordinate to the Board of Directors and is reporting to it for its performance.

110-3. Employees of the Anti-Corruption Compliance Service cannot be elected to the Board of Directors and the executive body of the Company.

110-4. Tasks and functions, rights and obligations, responsibility and operating procedure of the Anti-Corruption Compliance Service shall be determined by an internal act of the Company approved by the Board of Directors.

110-5. Employment relations between the Company and employees of the Anti-Corruption Compliance Service shall be regulated by the laws of the Republic of Kazakhstan and this Charter.’.

**Chairman of Management Board of**

**Damu Entrepreneurship Development Fund**

**Joint Stock Company G.Buribayeva**