



**JOINT STOCK COMPANY
“HALYK SAVINGS BANK OF KAZAKHSTAN”
(109V Abay Ave., 050008, Almaty, Republic of Kazakhstan)**

INFORMATION NOTE TO THE SHAREHOLDERS OF JSC HALYK BANK

In accordance with Article 51 of the Law of the Republic of Kazakhstan "On Joint-Stock Companies" the Board of Directors of JSC Halyk Bank announces the results of voting at the Annual General Shareholders' Meeting, held 22 April 2016.

The following resolutions on items of the agenda have been adopted:

1. To approve the agenda for the Annual General Shareholders' Meeting of JSC Halyk Bank dated 22 April 2016 in edition, determined by the Board of Directors of JSC Halyk Bank (minutes to meeting of the Board of Directors of JSC Halyk Bank by absent voting dated 3 March 2016 No.65).

Total number of voting shares of JSC Halyk Bank is 9,173,111,460. Total amount of shareholders votes that have been registered to participate in this General Shareholders' Meeting is 8,819,899,175. "For" – 8,819,897,575; "Against" – 0; "Abstain" – 0; did not participate – 1,600.

The resolution was adopted by majority of votes out of total number of the Bank's voting shares presented at the meeting.

2. To approve JSC Halyk Bank's annual financial statements for the year ended 31 December 2015 together with the independent auditor's report.

Total number of voting shares of JSC Halyk Bank is 9,173,111,460. Total amount of shareholders votes that have been registered to participate in this General Shareholders' Meeting is 8,819,899,175. "For" – 8,819,897,575; "Against" – 0; "Abstain" – 0; did not participate – 1,600.

The resolution was adopted by simple majority of votes out of total voting shares of the Bank participating in the voting.

3. To determine the audit firm Deloitte LLP to conduct audit of the financial statements of JSC Halyk Bank on the results of operations for 2016-2018.

Total number of voting shares of JSC Halyk Bank is 9,173,111,460. Total amount of shareholders votes that have been registered to participate in this General Shareholders' Meeting is 8,819,899,175. "For" – 8,819,896,746; "Against" – 800; "Abstain" – 29; did not participate – 1,600.

The resolution was adopted by simple majority of votes out of total voting shares of the Bank participating in the voting.

4. To approve the following distribution of net income of JSC Halyk Bank, received by the results of the financial and operating performance of JSC Halyk Bank for 2015:

- part of net income not exceeding KZT 338,215,168.00 (three hundred and thirty eight million two hundred and fifteen thousand one hundred and sixty-eight tenge 00 tiyn) to be allocated for payment of dividends on preferred shares of JSC Halyk Bank (NIN KZ1P33870117) and preferred shares convertible to common shares of JSC Halyk Bank (NIN KZ1P33870216), in the amount stipulated by the Share Issue Prospectus of JSC Halyk Bank and

in the order stipulated by the authorized body of JSC Halyk Bank (including the amount of taxes to be payable in accordance with legislation of the Republic of Kazakhstan);

- the dividends on common shares of JSC Halyk Bank shall not be accrued and not be paid;

- part of net income of JSC Halyk Bank, which is remained after payment of dividends on preferred shares of JSC Halyk Bank and preferred shares convertible to common shares of JSC Halyk Bank, shall not be distributed and shall be allocated to retained earnings.

Total number of voting shares of JSC Halyk Bank is 9,173,111,460. Total amount of shareholders votes that have been registered to participate in this General Shareholders' Meeting is 8,819,899,175. "For" – 8,103,554,237; "Against" – 716,343,148; "Abstain" – 190; did not participate – 1,600.

The resolution was adopted by simple majority of votes out of total voting shares of the Bank participating in the voting.

5. To take into consideration 2015 Performance Report of the Board of Directors of JSC Halyk Bank as submitted to the Annual General Shareholders' Meeting held on 22 April 2016 and to acknowledge the performance of the Board Directors and execution of functions by the members of the Board of Directors as positive.

Total number of voting shares of JSC Halyk Bank is 9,173,111,460. Total amount of shareholders votes that have been registered to participate in this General Shareholders' Meeting is 8,819,899,175. "For" – 8,103,611,327; "Against" – 3,402; "Abstain" – 716,282,846; did not participate – 1,600.

The resolution was adopted by simple majority of votes out of total voting shares of the Bank participating in the voting.

6. To adopt a resolution on early termination of powers of the member of the Board of Directors of JSC Halyk Bank Mr. Ulf Wokurka from 22 April 2016.

Total number of voting shares of JSC Halyk Bank is 9,173,111,460. Total amount of shareholders votes that have been registered to participate in this General Shareholders' Meeting is 8,819,899,175. "For" – 8,819,897,575; "Against" – 0; "Abstain" – 0; did not participate – 1,600.

The resolution was adopted by simple majority of votes out of total voting shares of the Bank participating in the voting.

7. To elect Anvar Galimullayevich Saidenov as the member of the Board of Directors of JSC Halyk Bank, an independent director.

To determine the term of powers of the member of the Board of Directors of JSC Halyk Bank Anvar Galimullayevich Saidenov - from the election date till expiration of the term of powers of current Board of Directors of JSC Halyk Bank, approved at the General Shareholders' Meeting of JSC Halyk Bank on 25 April 2014.

Total number of voting shares of JSC Halyk Bank is 9,173,111,460. Total amount of shareholders votes that have been registered to participate in this General Shareholders' Meeting is 8,819,899,175. "For" – 8,819,897,575; "Against" – 0; "Abstain" – 1,600; did not participate – 0.

The resolution was adopted by simple majority of votes out of total voting shares of the Bank participating in the voting.

8. To adopt resolution on exchange of all outstanding preferred shares of JSC Halyk Bank and preferred shares convertible to the common shares of JSC Halyk Bank for common shares of JSC Halyk Bank, determine the following terms and procedures for such exchange, in

accordance with the legislation of the Republic of Kazakhstan:

- the outstanding preferred shares of JSC Halyk Bank and preferred shares convertible to common shares of JSC Halyk Bank for the common shares of JSC Halyk Bank to be exchanged: not later than 31 December 2016;

- the outstanding preferred shares of JSC Halyk Bank and preferred shares convertible to common shares of JSC Halyk Bank for common shares of JSC Halyk Bank to be exchanged under following ratio: 1 (one) preferred share of JSC Halyk Bank and (or) preferred share convertible to common share of JSC Halyk Bank is exchanged for N common shares of JSC Halyk Bank.

Indicator (N) is calculated under the below formula:

$$N = \frac{KZT140}{M_p}, \text{ where}$$

The M_p is a market price of common share of JSC Halyk Bank, effective at the date of the Annual General Shareholders' Meeting, which decided to exchange the outstanding preferred shares of JSC Halyk Bank and preferred shares convertible to common shares of JSC Halyk Bank for common shares of JSC Halyk Bank, determined by JSC Kazakhstan Stock Exchange, according to its internal documents and published by JSC Kazakhstan Stock Exchange on its website (www.kase.kz) once a week on the first working day of this calendar week, tenge.

The result of the indicator (N) is rounded down to the nearest whole number.

In addition the holders of preferred shares of JSC Halyk Bank and (or) preferred shares convertible to common shares of JSC Halyk Bank shall be compensated per 1 (one) preferred share of JSC Halyk Bank and (or) preferred share convertible to common share of JSC Halyk Bank (K_o), as follows:

$$K_o = KZT140 - M_p * N.$$

Total amount of compensation (K_i) is calculated under the below formula:

$$K_i = K_o * A_i, \text{ where}$$

A_i – the amount of preferred shares of JSC Halyk Bank and (or) preferred shares convertible to common shares of JSC Halyk Bank, owned by i-holder of preferred shares of JSC Halyk Bank and (or) preferred shares convertible to common shares of JSC Halyk Bank, at the date of exchange of preferred shares of JSC Halyk Bank and (or) preferred shares convertible to common shares of JSC Halyk Bank for common shares of JSC Halyk Bank, pieces.

The procedure of payment of compensation to holders of preferred shares of JSC Halyk Bank and (or) preferred shares convertible to common shares of JSC Halyk Bank:

The compensation is paid by JSC Halyk Bank in non-cash form in tenge by transferring money to the bank accounts of the holders of preferred shares of JSC Halyk Bank and (or) preferred shares convertible to common shares of JSC Halyk Bank within 10 (ten) working days from the date following the day of the exchange of outstanding preferred shares of JSC Halyk Bank and preferred shares convertible to common shares of JSC Halyk Bank for common shares of JSC Halyk Bank.

The persons eligible for compensation are listed in the register of holders of preferred shares of JSC Halyk Bank and (or) preferred shares convertible to common shares of JSC Halyk Bank at the date of the exchange of outstanding preferred shares of JSC Halyk Bank and preferred shares convertible to common shares of JSC Halyk Bank for common shares of JSC Halyk Bank.

If a non-resident of the Republic of Kazakhstan holds the preferred shares of JSC Halyk Bank and (or) preferred shares convertible to common shares of JSC Halyk Bank, the compensation will be paid in tenge, if such non-resident has opened KZT bank account within Kazakhstan;

- additional terms of exchange of outstanding preferred shares of JSC Halyk Bank and preferred shares convertible to common shares of JSC Halyk Bank for common shares of JSC Halyk Bank:

the holder of preferred shares of JSC Halyk Bank and (or) preferred shares convertible to common shares of JSC Halyk Bank, eligible to send to JSC Halyk Bank a written application for redemption of preferred shares of JSC Halyk Bank and (or) preferred shares convertible to common shares of JSC Halyk Bank owned by him at the price of KZT140 per share, determined under the Methodology of determining the value of shares at their redemption by JSC Halyk Bank on the over-the-counter securities market, which is approved by the decision of the General Shareholders' Meeting of JSC Halyk Bank (No.28 dated 23 April 2010), within 30 (thirty) calendar days from the decision date of the Annual General Shareholders' Meeting to exchange all outstanding preferred shares of JSC Halyk Bank and preferred shares convertible to common shares of JSC Halyk Bank for common shares of JSC Halyk Bank;

the outstanding preferred shares of JSC Halyk Bank and preferred shares convertible to common shares of JSC Halyk Bank for common shares of JSC Halyk Bank to be exchanged after payment of dividends on preferred shares of JSC Halyk Bank and preferred shares convertible to common shares of JSC Halyk Bank, for the year ended 2015.

Total number of voting common shares, preferred shares and preferred shares, convertible to common shares of JSC Halyk Bank is 9,173,111,460. Total amount of shareholders votes that have been registered to participate in this General Shareholders' Meeting is 8,840,991,749. "For" – 8,076,056,392; "Against" – 48,605,871; "Abstain" – 716,317,986; did not participate – 11,500.

Total amount of outstanding (less redeemed) preferred shares and preferred shares convertible to common shares of the Bank is 21,138,448. "For" – 21,092,534; "Against" – 0; "Abstain" – 40; did not participate – 45,874.

The resolution was adopted by simple majority of votes out of total voting common shares, preferred shares and preferred shares convertible to common shares of the Bank participating in the voting, and not less than two-thirds of the total number of outstanding (less redeemed) preferred shares and preferred shares convertible to common shares of the Bank in accordance with sub-clause 1) clause 4 of Article 13 and clause 2 of Article 36 of the Law of the Republic of Kazakhstan "On Joint-Stock Companies", sub-clause 1) clause 7 of Article 14 and clause 2 of Article 26 of the Charter of the Bank.

9. To adopt a resolution on increase in the number of authorized common shares of JSC Halyk Bank (NIN KZ1C33870011) to 25,000,000,000 (twenty-five billion) pieces and change of the type of 290,140,570 (two hundred and ninety million one hundred and forty thousand five hundred and seventy) pieces of unallocated preferred shares of JSC Halyk Bank (NIN KZ1P33870117) for common shares of JSC Halyk Bank (NIN KZ1C33870011), under 1:1 ratio.

Total number of voting shares of JSC Halyk Bank is 9,173,111,460. "For" – 8,055,013,360; "Against" – 48,601,669; "Abstain" – 716,284,146; did not participate – 353,212,285.

The resolution on this item was adopted by qualified majority of votes out of total voting shares of the Bank, in accordance with clause 2 Article 36 of the Law of the Republic of Kazakhstan "On Joint-Stock Companies" and clause 2 Article 26 of the JSC Halyk Bank's Charter.

10. To approve the amendments to the Charter of JSC Halyk Bank as proposed to the Annual General Shareholders' Meeting held on 22 April 2016.

To authorize the Corporate Secretary of JSC Halyk Bank Igor Mikhailovich Lyashenko to sign the amendments to the Charter of JSC Halyk Bank.

Total number of voting common shares, preferred shares and preferred shares, convertible to common shares of JSC Halyk Bank is 9,194,249,908. Total amount of shareholders votes that have been registered to participate in this General Shareholders' Meeting is 8,840,991,749. "For" – 8,076,071,294; "Against" – 48,602,469; "Abstain" – 716,317,986; did not participate – 0.

Total amount of outstanding (less redeemed) preferred shares and preferred shares convertible to common shares of the Bank is 21,138,448. "For" – 21,092,534; "Against" – 0; "Abstain" – 40; did not participate – 45,874.

The resolution was adopted by simple majority of votes out of total voting common shares, preferred shares and preferred shares convertible to common shares of the Bank participating in the voting, and not less than two-thirds of the total number of outstanding (less redeemed) preferred shares and preferred shares convertible to common shares of the Bank in accordance with sub-clause 1) clause 4 of Article 13 and clause 2 of Article 36 of the Law of the Republic of Kazakhstan "On Joint-Stock Companies", sub-clause 1) clause 7 of Article 14 and clause 2 of Article 26 of the Charter of the JSC Halyk Bank.

11. To approve the amendments to the Corporate Governance Code of JSC Halyk Bank as proposed to the Annual General Shareholders' Meeting held on 22 April 2016.

Total number of voting shares of JSC Halyk Bank is 9,173,111,460. "For" – 8,055,014,160; "Against" – 48,601,669; "Abstain" – 716,283,346; did not participate – 353,212,285.

The resolution on this item was adopted by qualified majority of votes out of total voting shares of the Bank, in accordance with clause 2 Article 36 of the Law of the Republic of Kazakhstan "On Joint-Stock Companies" and clause 2 Article 26 of the Charter of JSC Halyk Bank.

12. To approve the amendments to the Regulations on the Board of Directors of JSC Halyk Bank as proposed to the Annual General Shareholders' Meeting held on 22 April 2016.

Total number of voting shares of JSC Halyk Bank is 9,173,111,460. Total amount of shareholders votes that have been registered to participate in this General Shareholders' Meeting is 8,819,899,175. "For" – 8,055,014,160; "Against" – 48,601,669; "Abstain" – 716,283,346; did not participate – 0.

The resolution was adopted by simple majority of votes out of total voting shares of the Bank participating in the voting.

13. To approve the amendments to the Methodology of determining the value of shares to be repurchased by JSC Halyk Bank on the over-the-counter securities market as proposed to the Annual General Shareholders' Meeting held on 22 April 2016.

Total number of voting common shares, preferred shares and preferred shares, convertible to common shares of JSC Halyk Bank is 9,194,249,908. "For" – 8,076,105,963; "Against" – 48,601,640; "Abstain" – 716,284,146; did not participate – 353,258,159.

The resolution was adopted by qualified majority of votes out of total voting common shares, preferred shares and preferred shares convertible to common shares of the Bank, in accordance with sub-clause 1-1) clause 4 of Article 13 and clause 2 of Article 36 of the Law of the Republic of Kazakhstan "On Joint-Stock Companies", sub-clause 1-1) clause 7 of Article 14 and clause 2 of Article 26 of the Charter of JSC Halyk Bank.

14. To take into consideration the information provided on the amount and structure of remuneration of the members of Board of Directors and Management Board of JSC Halyk Bank as proposed to the Annual General Shareholders' Meeting held on 22 April 2016.

Total number of voting shares of JSC Halyk Bank is 9,173,111,460. Total amount of shareholders votes that have been registered to participate in this General Shareholders' Meeting is 8,819,899,175. "For" – 8,103,611,900; "Against" – 29; "Abstain" – 716,287,246; did not participate – 0.

The resolution was adopted by simple majority of votes out of total voting shares of the Bank participating in the voting.

15. To take into consideration the information on shareholders' appeals on actions of JSC Halyk Bank and its officials as proposed to the Annual General Shareholders' Meeting held on 22 April 2016 and on results of consideration thereof.

Total number of voting shares of JSC Halyk Bank is 9,173,111,460. Total amount of shareholders votes that have been registered to participate in this General Shareholders' Meeting is 8,819,899,175. "For" – 8,103,615,829; "Against" – 0; "Abstain" – 716,283,346; did not participate – 0.

The resolution was adopted by simple majority of votes out of total voting shares of the Bank participating in the voting.

16. To approve number of members of the Ballot Committee of JSC Halyk Bank - 7 (seven) persons.

To determine the term of powers of members of the Ballot Committee of JSC Halyk Bank — 3 (three) years, which expires at the time of re-election of the members of the Ballot Committee of JSC Halyk Bank at the Annual General Shareholders' Meeting.

To elect the following members of the Ballot Committee of JSC Halyk Bank: Ilmira Arslanovna Razumova (chairperson of the Ballot Committee), Anna Vassilyevna Borodovitsyna, Victor Sergeevich Skryl, Yelena Alexandrovna Khmyz, Gabbas Malgajiyevich Ilussinov, Gulziya Seidakhmetovna Madazimova, Nazgul Mukhamedsalykovna Shakirova.

Total number of voting shares of JSC Halyk Bank is 9,173,111,460. Total amount of shareholders votes that have been registered to participate in this General Shareholders' Meeting is 8,819,899,175. "For" – 8,103,604,329; "Against" – 0; "Abstain" – 716,283,346; did not participate – 11,500.

The resolution was adopted by simple majority of votes out of total voting shares of the Bank participating in the voting.

**Board of Directors
JSC Halyk Bank Kazakhstan**