**APPROVED BY:**

The resolution of the Board of Directors of “Samruk-Energy” JSC

Dated “\_\_\_\_\_” \_\_\_\_\_\_\_\_\_\_201\_\_\_year

Minutes No.\_\_\_\_\_\_\_\_

**Regulations for selection and remuneration of members of “Samruk-Energy” JSC Board of Directors**

**Astana 2015**

**1. General Provisions**

1. These Regulations for selection and remuneration of members of “Samruk-Energy” JSC Board of Directors (hereinafter - Rules) are developed in accordance with laws "On Sovereign Wealth Fund" Samruk-Kazyna "," On Joint-Stock Companies "and other legislative acts of the Republic of Kazakhstan, the Charter of "Samruk-Energy" JSC (hereinafter - the Company), Regulations on the Board of Directors and shall determine the procedure for selection of candidates to the Board of Directors on a competitive basis for the purpose of election to “Samruk-Energy” JSC Board of Directors, as well as terms, amount and order of remuneration payment to members of the Board of Directors and reimbursement of costs associated with the performance of duties of the Board of Directors’ members during the performance of their obligations.

**2. The following definitions are used in Regulations:**

**Candidate** - an individual who participates in the contest for the purposes of electing him as a member of the Board of Directors of the Company;

**Committee** – Appointment and Remuneration Committee of the Board of Directors - a permanent advisory body to the Board of Directors of the Company, coordinating the implementation of the personnel policy of the Company in accordance with established procedure.

**Corporate University** - A private institution "Samruk-Kazyna “Corporate University";

**Corporate Secretary** - Corporate Secretary of the Company;

**Organization** - a legal entity that provides services on search and selection of qualified professionals;

**Responsible business unit**- a structural unit of the Company responsible for the management of human resources;

**Chairman of the Board of Directors** - Chairman of the Board of Directors of the Company;

**Reserve** - database of candidates which is formed for the election of candidates as members of the Board of Directors of the Company without going through competitive procedures;

**Board of Directors** - The Board of Directors of the Company;

**Fund** - "Sovereign Wealth Fund" Samruk-Kazyna " JSC.

               3. The competition is held for the selection of candidates who meet the qualification requirements specified in Annex 1 to these Regulations.

              4. The competition consists of the following steps:

1) determination of the need for the selection of directors to the Board of Directors;

2) carrying out procedures on search and selection of candidates that meet the qualification requirements;

3) pre-qualification assessment of candidates;

4) Qualification assessment of candidates by the Committee;

5) Election of Candidates to the Board of Directors by the Fund’s Management Board.

5. Remuneration and Compensation to the chairman and members of the Board of Directors of the Company, being persons in respect of whom the Republic of Kazakhstan Law and/or Company’s/Fund’s internal documents establishes limitation or prohibition on receipt of any payments from commercial organizations, shall not be accrued and paid out.

6. In accordance with the tax laws of the Republic of Kazakhstan, remuneration of a member of the Board of Directors is the individual's income and subject to tax in accordance with the requirements of the Republic of Kazakhstan Tax Code.

7. The payment is made by the Company in cash, unless otherwise provided by resolution of the general meeting of shareholders (the Sole Shareholder), in Kazakhstani tenge or other currency at the exchange rate of the National Bank of Kazakhstan on the date of transfer of fees and (or) compensation at the direction of the person receiving the remuneration.

8. The date of transfer of funds, in accordance with these Regulations, is the date of debiting the funds from the account of the Company.

9. The payment of remuneration and compensations is made by transfer to the bank account specified by the Board of Directors member. Fee for the servicing of bank card shall be paid by the owner of a bank card.

2. Identification of the need for selection of the Board of Directors members

10. CS shall inform the Responsible business unit in writing of the expiration of the term of a member of the Board of Directors / Board of Directors no later than 2 (two) months in advance, and in the case of early termination of the director on his own initiative - within 5 (five) working days of receipt of resignation letter.

In case that it is necessary to make a decision on termination of powers of the Board of Directors as a whole, the CS shall notify the Responsible business unit about it no later than 15 (fifteen) working days prior to the expected date of the decision to terminate the powers of the Board of Directors.

11. The Company shall have the right to, upon the recommendations of the Board of Directors members, submit in writing and signed by the Chairman of the Board of Directors the documents on candidates who wish to participate in the competition for the selection of members of the Board of Directors, pursuant to paragraph 13 of these Regulations.

**3. Search and selection of candidates**

12. Responsible unit shall search for candidates using one or several of the below mentioned ways after receiving the information of the need for the selection of members of the Board of Directors to the Board of Directors:

1) Placement of information about the competition for the selection of directors on the Company's website;

2) Publication of the advertisement in the print media;

3) apply to international and domestic associations and other public associations;

4) approach the Organization;

5) Use of Reserve available in the Company or the Corporate University

13. Persons wishing to participate in the contest for taking up a post of Director shall submit the following documents:

1) letter of consent in accordance with the attached form (Annex 2 to this Regulations) (only for Independent Directors);

2) a copy of the identity document of the candidate;

3) notarized copies of documents on education and scientific degrees, licenses and / or patents, certificates, if any;

4) Information on the candidate (Annex 3 to this Regulations);

14. Documents shall be sent to the Company in the State and / or Russian languages, or, if necessary, in other languages with attachment of duly notarized translation into the state and / or Russian languages.

Company shall have the right to verify the received information on candidates, as well as involve the Company’s business unit responsible for security.

15. Responsible unit in cooperation with the Company's Corporate Secretary shall review the documents submitted by candidates for completeness and accuracy of completion/execution, and carry out pre-qualification assessment of candidates’ compliance with established qualification requirements.

16. The Company can engage the Organization in accordance with the established procedure using the budget funds.

In case of involvement of the Organization the Corporate Secretary shall submit a technical specification for procurement of services for the search and selection of Candidates to Responsible business unit; requirements for quality characteristics that can’t be lower than the competence requirements provided by Annex 1 to this Regulations and deadlines for services delivery shall be specified in technical specification.

17. As required by Services Agreement, the Organization shall draft a report on the results of the search and selection of candidates, and send a list of candidates to the responsible unit, as well as documents of candidates provided for in these Regulations.

18. A list of candidates shall be considered by Responsible business unit together with the Corporate Secretary.

The Corporate Secretary shall have the right to propose candidates to Responsible unit for further consideration by the Committee in due course.

**4. Preliminary qualification assessment of Candidates**

19. Responsible business unit together with CS shall conduct pre-qualification assessment of Candidates’ documents submitted by the Chairman of the Board of Directors, candidates themselves or the Organization for their compliance with competence requirements for members of the Board of Directors established by the legislation of the Republic of Kazakhstan and these Regulations, as well as identify compliance of Candidates with established criteria of independence.

If the candidate submits an incomplete set of documents required, the Responsible department may request the missing documents of the candidates, which can be submitted within 3 (three) working days. In case the candidate fails to provide required documents within the specified time, the documents of the candidates shall not be considered.

20. Offered Candidates may be rejected following the results of preliminary qualification assessment of Candidates’ documents. In this case, the search and selection of candidates may be repeated.

At this, an official letter on the results of the assessment of Candidates compliance including information on the consideration of candidates and the reasons for their rejection with copies of documents shall be sent to the Chairman of the Board of Directors.

21. Responsible business unit shall prepare a list of candidates that meet the qualification requirements and the independence criteria based on the results of preliminary qualification assessment, for consideration on the Committee meeting.

22. Persons who were not selected for member of the Board of Directors may participate in the following competitions repeatedly.

**5. Qualification assessment of Candidates by Committee**

23. Assessment sheets according to form mentioned in Annex 4 to these Regulations shall be attached to the list of candidates to fill them in during the Qualification assessment of Candidates by Committee members.

24. Candidates shall be interviewed at the meeting of the Committee attended by the Chairman of the Board of Directors of the Company. At this, the responsible business unit shall send invitation to candidates, the Chairman of the Board of Directors of the Company for interview / meeting of the Committee specifying the date, time and place of the meeting.

Interviewing of candidate may not take place by the decision of the Chairman of the Committee.

25. After considering the results of the qualification assessment of candidates, the Committee makes recommendations to the Board of the Fund for the election of candidates to the Board of Directors; those results shall be recorded in the minutes of the Committee meeting.

Extract from the minutes of the Committee's meeting with recommendations on the election of Candidates to the Board of Directors shall be provided within 3 (three) business days from the date of signing of the protocol by the CS for informing the Chairman of the Board of Directors of the Company.

26. The order of work of the Committee shall be governed by duly approved Regulations on Appointment and Remuneration Committee of the Board of Directors of the Company

**6. Procedure for payment of remuneration.**

27. The payment of remuneration to the member of the Board of Directors of the Company (hereinafter - Director) shall be carried out if the following conditions are met:

1) Conscientious performance of authorities of the Director, using methods that best reflect the interests of the Company;

2) guidance by the legislation of the Republic of Kazakhstan and the Company Charter when making decisions

3) participation in in-person and in-absentia meetings of the Board of Directors of the Company, except for illness, vacation, business trips.

28. The Director shall be paid the following fees:

1) fixed remuneration;

2) additional remuneration for participation in in-person meetings of committees of the Board of Directors of the Company.

29. The fixed fee shall not be paid in the case Director participates in less than a half of all in-person and in absentia meetings of the Board of Directors during the reporting period, except for the absence at in-person meetings due to illness, vacation, business trip.

30. Fixed remuneration shall be paid by the Company within the month following the reporting period of remuneration payment. Reporting period of remuneration payment is half-year period of respective calendar year.

31. Additional remuneration shall be paid by the Company within the month following the date of in-person meeting of the Committee of the Board of Directors.

32. The amounts of fixed annual and additional remuneration of Director shall be determined by the general meeting of shareholders (sole shareholder) of the Company, depending on the complexity and importance of tasks, characteristics and scale of production (business) and associated with it risks, industry-specific labor, the role and place of the Company in the socio-economic development of the Republic of Kazakhstan as well as taking into account requirements imposed to the level of their skills of analysis of the international practice of determining the level of remuneration of the directors according to the relevant industry, and shall be provided in agreements entered with the independent directors of the Company.

33. Fixed remuneration amount may be changed by the decision of the general meeting of shareholders (the Sole Shareholder).

34. In the event of termination of office of a member of the Board of Directors of the Company (including early) before the end of the year the Director shall receive remuneration for the period of actual presence in the Board of Directors of the Company not later than one month from the moment of expiry of the term of office, respective decision of the general meeting of shareholders (the sole shareholder) or submitting of statement for early termination of powers by the Director.

35. Member of the Company’s Board of Directors may refuse to receive the remuneration provided for in these Regulations, in whole or certain part by sending of respective application to the Chairman of the Management Board.

36. The Company shall not make any payments to Directors that are not covered by these Regulations.

37. Conflicts relating to the payment of directors' remuneration shall be regulated in accordance with the laws of the Republic of Kazakhstan, internal documents of the Fund and the Company.

38. If as a result of changes in the legislation of the Republic of Kazakhstan individual items of these Regulations come into conflict with it, these items will become invalid and it is required to be guided by the laws of the Republic of Kazakhstan until introducing changes to the Regulations in the relevant part.

**7. Procedure for reimbursement of expenses.**

39. Directors shall be reimbursed for the following expenses related to travel to the meeting of the Board of Directors, Committees of the Board of Directors and meetings initiated by the Chairman of the Board of Directors and / or Chairman of the Board of the Fund, held outside the place of permanent residence of Director:

1) travel;

2) accommodation;

3) daily allowances

4) telephone service in the Republic of Kazakhstan;

5) services: scanning, photocopying, faxing, printing, typing of documents, access to the Internet in the Republic of Kazakhstan;

6) courier and postal services.

40. Compensation of travel, courier and postal expenses as well as on services such as scanning, photocopying, faxing, printing, typing of documents, access to the Internet in the Republic of Kazakhstan, telephone (except mobile) in the Republic of Kazakhstan shall be effected by the Company on actual costs within reasonable limits upon presentation of supporting documents.

Reimbursement of accommodation expenses shall be made on the basis of actual costs, not more than the cost of a single room suite, including the costs of reservation upon presentation of supporting documents.

 The amount of daily allowances for each day during stay to attend a meeting / conference shall be determined within the limits of reimbursement of business trip expenses for the Company’s Chairman of the Management Board established by the Company's in house documents.

**Final Provisions**

41. Transfer of candidates to Reserve shall be made on the recommendation of the Committee with the consent of the candidate. Responsible business unit shall draw up the list of candidates enrolled in the reserve according to the Annex 5 to these Regulations.

42. Candidates who have enrolled in the Reserve may be considered by the Fund’s Management Board for election, in the prescribed manner, as a member of the Board of Directors of the Company without going through a competitive process provided for in this Regulation in case of compliance with the requirements for quality characteristics that cannot be lower than the qualification requirements.

43. The Fund and / or the Company shall not reimburse expenses associated with participation of Candidate in the competition.

44. The Agreement shall be concluded with persons who qualify for the position of independent member of the Board of Directors

The agreement with independent director shall be signed by the Chairman of the Board of Directors, unless otherwise stipulated by the decision of the Management Board of the Fund / General Meeting of Shareholders of the Company or provided by the Charter and / or the Company's in house documents.

The Company’s Corporate Secretary shall be responsible for drafting a contract with the director, submission of documents relating to the payment of remuneration to directors, compensation of costs associated with director’s travel to meetings and participation in meetings of Board of Directors, Board of Directors’ Committee meetings to authorized department responsible for accounting in the Company.

**Annex 1**

**to the Regulations for selection and remuneration of members**

**of "Samruk-Energy" JSC Board of Directors**

Qualification requirements to members of the Board of Directors of "Samruk-Energy" JSC

I. Candidate for election to the Board of Directors shall meet the following requirements:

1. The candidate to the Board of Directors of the Company must be older than 30 and younger than 75 years old at the time of election to the Board of Directors.

2. The candidate has a university degree and Master’s degree or additional education in the field of management. Other things being equal, preference will be given to candidates with education in the field corresponding to the main activity of the Company, or in finance or management

3. The candidate has experience in large companies, including:

Professional experience in business operations that correspond to company’s profile or work experience in the areas corresponding to the functional areas of job position not less than 15 years, including experience in large companies, preferably in listed / public companies that correspond to principal activity of the company on the position of member of the Board Directors and / or executive positions for a period of not less than 3 (three) years, at this, an annual turnover of the company must be not less than USD 50 mln. (Preferably more than USD 200 million).

4. The applicant has special skills in certain areas related to the functional responsibilities of director, membership in the committees of the Board of Directors, strong communication skills; his work must be based on principles of transparency, objectivity, constructivity and professionalism.

5. The candidate should possess general information on key issues specific to the organization, similar in size and nature of transactions with Company; as well he must show understanding of:

a. regulatory obligations;

b. competitive environment in national and international markets;

c. special aspects in the field of corporate finance, internal controls, strategies and / or matters of the appointment and / or remuneration in order to provide expert opinion during the membership in the relevant committee of the Board of Directors of the Company.

6. The candidate is able to comprehensively analyze and objectively evaluate the information provided, and to develop an independent standpoint on the issue based on the principles of legality, fairness and equal treatment of all shareholders. The candidate is able to adhere to and express his own opinion even if it differs from the majority opinion.

7. The applicant shall have a spotless reputation / positive achievements in business and / or industry environment; he is committed to high ethical standards. There should be no evidence of committing a crime in the sphere of economic activity, as well as an administrative offense in business in the biography of the candidate.

8. The applicant has the necessary time to participate in the work of Board of Directors not only during the meetings of the Board of Directors but also additional time for the proper study of materials for meetings of the Board of Directors.

9. A candidate for the Board of Directors cannot be a member of more than 3 (three) boards of directors of other companies.

II. A candidate for election to the Board of Directors as an independent director must also meet the following requirements:

1 corresponds to the status of an independent director in accordance with paragraph 20 of Article 1 of the Law of the Republic of Kazakhstan "On Joint Stock Companies", including:

1.1. is not an affiliated person of the Company and has not been for 3 (three) years prior to his election to the Board of Directors (except in the case of his tenure as an independent director of the Company);

1.2. is not an affiliated person in relation to the affiliated persons of the Company;

1.3. is not bound by the subordination of officers of the Company or organizations - affiliates of the Company and was not bounded by the subordination of these persons within 3(three)years prior to his election to the Board of Directors;

1.4. not a public official;

1.5. is not the auditor of the Company and has not been for 3 (three) years prior to his election to the Board of Directors;

1.6. does not participate in the audit of the Company as an auditor, working as part of the audit organization, and did not participate in such audit within 3 (three)years prior to his election to the Board of Directors.

III. Candidate for a post of a member of the Board of Directors cannot be a person:

1) previously served as Chairman of the Board of Directors, chief executive (CEO), deputy head and chief accountant of another legal entity in the period of no more than 1 (one) year prior to adoption of decision on compulsory liquidation or compulsory redemption of shares or conservation of other legal entity declared bankrupt in the established order. This requirement shall apply within 5 (five) years after the date of the decision on compulsory liquidation or compulsory redemption of shares or conservation of another legal entity declared bankrupt in the established order;

2) who has an outstanding or unexpunged conviction in accordance with the procedure established by law.

3) who is bound by any relationship with the company, in addition to work in the board of directors, with shareholders owning shares, members of the Board;

4) an officer or employee of a rival organization.

**Annex 2**

**to Regulations for selection and remuneration of members**

**of the Board of Directors of "Samruk-Energy" JSC**

**Letter of consent**

I hereby confirm my consent to the inclusion to membership of the Board of Directors of "\_\_\_\_\_\_\_\_\_\_\_" as an independent director. I also confirm that I am not an affiliate of the said joint-stock company and has not been in the past three years, I am not affiliated person in relation to the affiliated persons of this joint stock company and am not bound by subordination of their officials - affiliated persons of "\_\_\_\_\_\_\_\_\_\_\_"; I am not a public official; I am not an auditor of the joint-stock company and has not been in the past three years, did not participate in the audit of "\_\_\_\_\_\_\_\_\_\_\_\_\_" as an auditor working in the composition of the audit organization, and did not participate in such audit in the last three years.

Position, organization ( signature) Name

**Annex 3**

**to Regulations for selection and remuneration of members**

**of the Board of Directors of "Samruk-Energy" JSC**

**Candidate’s photo**

**Information about the candidate for the position of director**

(Company name)

1. General information:

|  |  |
| --- | --- |
| Full name |  |
|  |
| must be in full compliance with identity card (passport); in case of change of last name, name, patronymic, please specify the date and reason |
| Date and place of birth |  |
| Permanent place of residence, telephone numbers |  |
|  |
| (please specify full address, office telephone number, home telephone number, contact numbers including town/country code) |
| Citizenship |  |
| Full details of identity card |  |

2. Information about affiliation:

Information about immediate family members (parents, wife/husband, brother, sister, children) as well as relatives by marriage (brother,sister,parents, children of wife (husband)):

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No | Full name | Date of birth | Relationship | Work place and position |
|  |  |
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| 1 |  | |  | |  |  | | |
| 2 |  | |  | |  |  | | |
| **№** |  | |  | |  |  | | |
| Direct or indirect participation in the equity capital of legal entities: | | | | | | | | |
|  | | Name and location of a legal entity | | Statutory activity | | |  |
| No | |  | |  | | | The amount and share of your participation |
|  | |  | |  | | |  |
|  | |  | |  | | |  |
| 1 | |  | |  | | |  |
| 2 | |  | |  | | |  |
| 3 | |  | |  | | |  |

3. Professional data:

|  |  |  |  |
| --- | --- | --- | --- |
| Education including professional development that corresponds to character of work |  | | |
|  | | |
|  | | |
| (please specify the name and location of the educational institution, faculty or department, period of training, degree obtained, details of the diploma) | | |
| Additional education including professional development course in the area in which he works, academic degree |  | | |
|  | | |
| (please specify the name and location of the educational institution, period of training, details of the diploma, certificate) | | |
| Work experience in provision and/or the regulation of financial services, including in the area in which he intends to work | (must be completed by internal audit heads, chief accountants) | | |
|  | | |
| (please specify the number of years of employment with financial institutions, occupation as an auditor, accountant by type of activity) | | |
| Work experience in a managerial  positions in the area in which he/she intends to work |  | | |
|  | | |
| (please describe the existing experience (job responsibilities, professional skills): | | |
| Work experience in the Board of Directors | |  |
| Knowledge of languages | |  |
| Knowledge of a business similar to business of JSC “Samruk-Kazyna” group of companies | |  |
| Able to devote time to the work of Director | |  |
| Experience in companies that were listed/are undergoing listing process | |  |
| Opportunity to lead the Committee of the Board of Directors | |  |
| Existing achievements | | Please provide information on the subject, for example, the name of scientific publications, participation in scientific research, bills, etc.) |
| Membership in professional organizations | | (please provide information on the subject, for example, chamber of auditors, actuaries) |
| Other information related to this question | | (the information that characterizes the professional competence of the candidate must be specified) |

|  |  |  |
| --- | --- | --- |
| 4 Information about employment | | |
| No. | Period of employment (month/year) | Name of the organization, positions held and duties, contact details of the company |
| 1 |  |  |
| 2 |  |  |
| 3 |  |  |

5Other information:

|  |  |
| --- | --- |
| The presence of outstanding or unexpunged in accordance with the law convictions for crimes committed in the sphere of economic activity, for corruption and other crimes against the interests of public service and public administration | Yes/no |
| Availability of data about removal from office by supervisory authorities for violation of legislation | yes/not, if «Yes»,then please provide dates and the body that applied corrective actions |
| A former executive employee of the company declared bankrupt or in respect of which the decision about  compulsory liquidation, conservation, compulsory redemption of shares was made | Name of the company, position held, dates of employments |
| Other information related to this question |  |
|  |
| optional |

I (full name of the candidate for the post of executives)\_\_\_\_\_\_\_\_\_\_\_\_\_ confirm that this information has been carefully checked by me and is true and complete, and I admit that the presence of false information provided by me is the basis for revision (revocation) of consent to my appointment (election), \_\_\_\_\_\_\_\_\_\_\_\_\_(signature and date).

**Annex 4**

/

**to Regulations for selection and remuneration of members**

**of the Board of Directors of "Samruk-Energy" JSC**

**ASSESSMENT SHEET OF THE CANDIDATE FOR DIRECTOR**

**Candidate’s Full name \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**  «Totally acceptable» - 3 points; «Acceptable» - 2 points; «Acceptable at a minimum” - 1 point; «Totally unacceptable» - 0 points.

|  |  |  |  |
| --- | --- | --- | --- |
| **Criteria** | **point** | **Criteria’s specific weight %** | **Comments** |
| **1.** **Qualification requirements:** |  | 40% |  |
| 1.1. Education |  |  |  |
| 1.2 Professional experience: |  |  |  |
| - Professional experience in corresponding industry, both by occupation and in management positions necessary for the efficient performance. |  |  |  |
| - business experience in markets (Kazakhstan, CIS and other international) |  |  |  |
| - experience of corporate governance |  |  |  |
| - special skills in certain areas related to the functional responsibilities of an independent director, membership in Board of Directors’ committees (for example, in finance and accounting, risk management, audit and internal control, strategic management etc) |  |  |  |
| **2. Professional strengths** |  | 40% |  |
| - knowledge of the subject |  |  |  |
| - knowledge of issues and trends of the national economy |  |  |  |
| -) good knowledge of supplied (delivered) goods (services) market |  |  |  |
| - the ability to assess commercial prospects and risks; standpoint and proposals on priority issues |  |  |  |
| - the ability to take into consideration the interests of all stakeholders and make informed decisions |  |  |  |
| - the ability to transform own knowledge and experience to decisions taken, creative application of acquired experience |  |  |  |
| - management skills |  |  |  |
| **3. Personal and moral and ethical qualities and skills:** |  | 20% |  |
| - goodwill |  |  |  |
| - leadership skills |  |  |  |
| - responsibility |  |  |  |
| - business ethics |  |  |  |
| * Candidates’ plans for life and goals, how serious and promising are they, candidate’s consistency and success in achieving goals |  |  |  |
| - Impression on others: appearance, speech (answers on the subject matter, clearly and logically generates his ideas, forms grammatically correct sentences), and others. |  |  |  |
| **Overall assessment (О):**  Shall be identified as the sum of evaluation by criteria:  0= (according to line.1: overall amount of points x 0.4)+  (according to line.2: amount of points x 0,4)  (according to line 3: amount of points x 0,2) |  |  |  |

Recommendation of the Remuneration and appointment Committee member:

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

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Full name of the Remuneration and appointment Committee member

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_(signature)

«\_\_\_\_\_ »\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ 20\_\_\_\_\_

**Annex 5**

**to Regulations for selection and remuneration of members**

**of the Board of Directors of "Samruk-Energy" JSC**

The list of candidates enrolled to Reserve for the position of director

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(Company name)

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Full name of the candidate enrolled to Reserve | Date of birth, education, major | Name of the employer (organization, position, since when in office, contact details, email address) | The date of enrollment to Reserve on the basis of recommendations |
|  |  |  |  |  |
|  |  |  |  |  |
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|  |  |  |  |  |