**Meeting November 6, 2020.**

The following item was considered at the meeting of the Company’s Board of Directors dated November 6, 2020 in accordance with the Company’s Charter, the Regulations on the Board of Directors of the Company, the Law of the Republic of Kazakhstan “On Joint-Stock Companies”:

- CEO Report

- CFO Report

- Approval of “Samruk-Energy” JSC Development plan (business plan) for 2021-2025.

- Approval of “Samruk-Energy” JSC Budget for the first calendar year (2021), planned in accordance with Development Plan (Business Plan) of “Samruk-Energy” JSC for 2021-2025

- Approval of the report on the execution of motivational KPI maps with adjustments and on payment of bonuses to “Samruk-Energy” JSC executives based on 2019 results.

- Approval of “Samruk-Energy” JSC headcount, organizational structure in the new edition and staff schedule of Corporate Secretary Office, Internal Audit Service and Compliance Service.

- Approval of the Rules for performance appraisal and remuneration of executive and management employees of “Samruk-Energy” JSC in the new edition.

- Setting limits for Samruk-Energy JSC on balance and off-balance liabilities to counterparty banks that exceed the calculated value.

- Approval of the Rules for “Samruk-Energy” JSC talents management in the new edition.

- Approval of the Portfolio of projects and activities of the «Samruk-Energy» JSC Digital Transformation program for the period of 2017-2025 years, the Roadmap for the implementation of «Samruk-Energy» JSC Digital Transformation Program for the period of 2020-2023 years and Checklist of key results of the Roadmap for the implementation of «Samruk-Energy» JSC Digital Transformation Program for the period of 2020-2023 years.

- Appointment of the Head of the Internal Audit Department of “Samruk-Energy” JSC.

- Appointment of Chief auditor 2nd level and Chief auditor 3rd level of the Internal Audit Department of “Samruk-Energy” JSC.

- Approval of the list of non-strategic assets (divestments) to be withdrawn at the level of “Samruk-Energy” JSC.

- Approval of Health, Safety and Workplace Injuries Report for the 3rd quarter of 2020 and Environmental Protection Activities Report for 9 months of 2020.

- Regarding consideration of investments development reportof “Samruk-Energy” JSC’s investment projects for the 3-quarter of 2020.

- Consideration of the report on implementation of the Action Plan for the improvement of corporate governance of “Samruk-Energy” JSC following the results of the 3rd quarter of 2020.

- Consideration of the Report on Digital Transformation program realization progress of the «Samruk-Energy» JSC for the third quarter of the 2020.

- About determining the position for Representatives of “Samruk-Energy” JSC on the issues of the agenda of an Extraordinary General Meeting of Shareholders of SEGRES-2 JSC":

"1) On early termination of powers of a member of the Board of Directors

"SEGRES-2" JSC;

2) On the election of a member of the Board of Directors of “SEGRES-2” JSC.

- Approval of the Action Plan for the implementation of the requirements of the Law of the Republic of Kazakhstan "On Combating Corruption" dated November 18, 2015 No. 410-V ЗPK in Samruk-Energy JSC and subsidiaries and dependent organizations.

- Approval of the report of the Compliance Department of the Company for the 3d quarter of 2020.

- Assessment of the activities of the Compliance Department of the Company for the 3d quarter of 2020.

- Report on the performance of the Internal Audit Department of JSC “Samruk-Energy” for the 3Q of 2020.

- Evaluation of the effectiveness of the Internal Audit Department of JSC «Samruk-Energy» and its Head for the 3rd quarter 2020. Bonuses to employees of the Internal Audit Department of JSC «Samruk-Energy» for the 3rd quarter 2020.

- On bonus payment to the Corporate Secretary of the Company regarding the performance results in the 3Q of 2020.

**The following BOD members participated:**

 **B. Karymsakov, A. Zhamiyev, Andreas Stoerzel,**

 **Joaquin Galindo, B. Zhulamanov.**