**BULLETIN**

**for absentee voting at the Extraordinary General Meeting of Shareholders**

**Ust-Kamenogorsk Titanium and Magnesium Plant Joint Stock Company**

**Full name of the Company:** Ust-Kamenogorsk Titanium and Magnesium Plant Joint Stock Company (hereinafter - UKTMP JSC or Company).

**Name of the executive body of UKTMP JSC**:  Management Board of UKTMP JSC.

**Location of the executive body of UKTMP JSC**: Republic of Kazakhstan, East Kazakhstan Region, Ust-Kamenogorsk, B.Shayakhmetov str., building 1/1, postal index 070017.

**Information about the initiator of the Extraordinary General Meeting of UKTMP JSC shareholders**: Board of Directors of UKTMP JSC.

**List of shareholders entitled to participate in the Extraordinary General Meeting of Shareholders of the Company is compiled by the Central Securities Depository on the basis of data from the system of registers of shareholders of UKTMP JSC.** Date of compilation of the list of shareholders entitled to participate in the Extraordinary General Meeting of Shareholders of the Company: September 01, 2022.

**Type of the Extraordinary General Meeting of UKTMP JSC shareholders**: absentee voting.

**Date to start submission of the Bulletin for calculating the results of absentee voting:** September08, 2022 at 09-00 a.m. (Nur-Sultan time).

**Final date and time of submission of the Bulletin for absentee voting of UKTMP JSC shareholders:** September28, 2022, till 14-00 p.m. (Nur-Sultan time).

**Date and time of summing up the results of absentee voting and counting of votes (closing date of the Extraordinary General Meeting of Shareholders):** September 28, 2022, 15-00 p.m. (Nur-Sultan time).

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| ***Information about UKTMP JSC shareholders (hereinafter - shareholder)*** *(filled-in by the shareholder himself or his representative)* | |
| Full Name/  Name of the company in accordance with the certificate of state registration (re-registration) |  |
| BIN |  |
| Location (address), contact phone number, email address |  |
| Details of the identity document: number, date of issue, issued by /  Details confirming registration of a legal entity |  |
| Position and surname, name, patronymic of the CEO or representative of the shareholder.  Type and number of the identity document of the CEO or representative of the shareholder, date of issue, issued by (for a legal entity) |  |
| Number of voting shares owned by a shareholder (pieces) |  |
| Date, signature of the shareholder / CEO of the shareholder - legal entity (or his representative) |  |

*On approval of the agenda of the Extraordinary General Meeting of UKTMP JSC Shareholders.*

To approve the following agenda of the Extraordinary General Meeting of UKTMP JSC Shareholders, proposed by the Board of Directors of the Company (Decision No.3 of the absentee meeting of the Board of Directors of UKTMP JSC dd. 27.08.2022).

AGENDA

of the Extraordinary General Meeting of UKTMP JSC Shareholders:

1. Changing the decision of the Annual General Meeting of Shareholders dd. July 14, 2022 about approval of auditing company for 2022.
2. On changes into UKTMP JSC Charter.
3. On termination of Regulations about UKTMP JSC Management Board dd. June 15, 2006.

**Decision taken on this issue:**

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*The selected voting option is marked with the personal signature of the shareholder (his representative) in the related box*

Signature, date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ «\_\_\_\_» \_\_\_\_\_\_\_\_ 2022

**AGENDA**

**of the Extraordinary General Meeting of UKTMP JSC Shareholders:**

***Issue No.1 of the agenda:***

1. *Changing the decision of the Annual General Meeting of Shareholders dd. July 14, 2022 about approval of auditing company for 2022.*

By the decision of the Annual General Meeting of Shareholders dd. July 14, 2022, KoshKal LLP was approved as the Company's auditor for 2022.

On July 20, 2022, KoshKal LLP informed UKTMP JSC that it is impossible to provide a qualified audit opinion on the financial statements of UKTMP JSC for 2022 due to change in the main activity.

The issue of determining the audit company, in accordance with subparagraph 6 of paragraph 1 of Article 36 of the Law on JSC, belongs to the exclusive competence of the General Meeting of Shareholders.

In this connection, to conduct the audit of the Company for 2022, it is proposed to the extraordinary general meeting of shareholders to approve the audit company - Moore Kazakhstan LLP.

Moore Kazakhstan LLP has a state license to engage in auditing activities, issued in accordance with the legislation of the Republic of Kazakhstan, and is included in the list of audit companies recognized by KASE in category I. Moore Kazakhstan LLP is a member of the Professional Auditing Organization "The College of Auditors of Kazakhstan", has been operating in the Kazakhstan market for 18 years.

Moore Kazakhstan LLP is a member of one of the largest networks of international audit, accounting and consulting firms - Moore Global, headquartered in London.

Currently, Moore Kazakhstan LLP is the auditor of many joint-stock Kazakhstani companies listed on the stock exchange.

In terms of depth and scope of services, the work of Moore Kazakhstan LLP is identical to the Big Four companies. The services of Moore Kazakhstan LLP are distinguished by their practicality, personal approach to the needs of customers and international quality at the best prices.

Considering the foregoing, it is proposed to cancel the decision of the Annual General Meeting of UKTMP JSC shareholders dd. July 14, 2022 regarding the auditor of the Company for 2022 and to define Moore Kazakhstan LLP as the auditor for 2022.

**Decision taken on issue No.1 of the agenda:**

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*The selected voting option is marked with the personal signature of the shareholder (his representative) in the related box*

Signature, date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ «\_\_\_\_» \_\_\_\_\_\_\_\_ 2022

***Issue No.2 of the agenda:***

*2. On changes into UKTMP JSC Charter.*

Based on the Joint Decree of the East Kazakhstan Regional Akimat dd. March 01, 2021 No. 42 and the Decision of the East Kazakhstan Regional Maslikhat dd. March 03, 2021 No. 3/14-VII, in the city of Ust-Kamenogorsk, Mendeleev Street was renamed Bagdat Shayakhmetov Street.

On June 01, 2022, the State Institution "Department of Land Relations, Architecture and Urban Planning of the city of Ust-Kamenogorsk" in the settlement of Novaya Sogra of the city of Ust-Kamenogorsk carried out an inventory of real estate in order to streamline the address data (in accordance with p. 1) of paragraph 50 of the Rules for addressing objects real estate on the territory of the Republic of Kazakhstan, approved by the Joint Order of the Minister for Investment and Development of the Republic of Kazakhstan dd. December 28, 2015 No.1262 and the Minister of National Economy of the Republic of Kazakhstan dd. December 22, 2015 No.783).

According to the results of the inventory, Bagdat Shayakhmetov Street was extended from the intersection with Egorov Street to UKTMP JSC, with the assignment of new addresses to real estate objects located on it.

According to subparagraph 1) of paragraph 1 of Article 36 of the Law on JSC, the introduction of amendments and additions to the Charter of the company or its approval in a new edition belongs to the exclusive competence of the general meeting of shareholders.

In view of the foregoing, the Board of Directors of the Company recommends to the Extraordinary General Meeting of Shareholders to approve changes to the Charter of UKTMP JSC, in accordance with Annex No. 1.

In case of introduction and approval of changes to the Charter of UKTMP JSC in accordance with Article 9 of the Law of the Republic of Kazakhstan “On Joint Stock Companies”, to authorize the President of the Company A.Mamutova to sign changes to the Charter of UKTMP JSC, in accordance with Annex No.1.

**Decision taken on issue No.2 of the agenda:**

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*The selected voting option is marked with the personal signature of the shareholder (his representative) in the related box*

Signature, date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ «\_\_\_\_» \_\_\_\_\_\_\_\_ 2022

***Issue No.3 of the agenda:***

*3. On termination of Regulations about UKTMP JSC Management Board dd. June 15, 2006.*

By the decision of the Annual General Meeting of Shareholders dd. June 15, 2006, the Regulations about Management Board of UKTMP JSC (hereinafter referred to as the Regulations) were approved.

According to the terms of the Regulations, the approval of the Regulations, as well as the introduction of changes and amendments to it, falls within the competence of the General Meeting of Shareholders.

In accordance with Article 53 of the Law of the Republic of Kazakhstan "On Joint Stock Companies", the approval of documents regulating the internal activities of the company falls within the exclusive competence of the Board of Directors.

In order to bring the Regulations in line with the requirements of the current legislation of the Republic of Kazakhstan, the Extraordinary General Meeting of Shareholders of the Company is proposed to terminate the Regulations about Management Board of UKTMP JSC dd. June 15, 2006 from the date of approval by the Board of Directors of the Regulations about Management Board of UKTMP JSC in a new edition.

**Decision taken on issue No.3 of the agenda:**

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*The selected voting option is marked with the personal signature of the shareholder (his representative) in the related box*

Signature, date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ «\_\_\_\_» \_\_\_\_\_\_\_\_ 2022

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**The bulletin should not contain corrections, blots and/or erasures. Deformation of the bulletin is not allowed. A bulletin filled-in in violation of these requirements will not be taken into account when counting votes.**

The absentee voting bulletin shall be signed by a shareholder who is an individual (or a representative of a shareholder who is an individual), indicating information about the identity document of this person.

The absentee voting bulletin of a shareholder - a legal entity shall be signed by his CEO (or a representative of a shareholder - a legal entity) and certified by the seal of the legal entity (if any).

The absentee voting bulletin without signature of an individual shareholder or the CEO of a legal entity shareholder or a representative of a shareholder is considered invalid.

In the event that the absentee voting bulletin is signed by a shareholder's representative, a copy of the power of attorney or other document confirming the authority of the shareholder's representative is attached to the absentee voting bulletin.

The original of the filled-in absentee voting bulletin is submitted by the shareholders to the location of the executive body of UKTMP JSC or using postal or courier services at the address: Republic of Kazakhstan, East Kazakhstan region, Ust-Kamenogorsk city, B.Shayakhmetov street, building 1/1, postal code 070017, **by 14-00 p.m. (Nur-Sultan time) on September 28, 2022**. The date of submission of the absentee voting bulletin is the date of its registration with UKTMP JSC.

*The voting option is marked with the personal signature of the shareholder of UKTMP JSC (or his representative) in the corresponding box of the absentee voting bulletin. When counting votes, votes are taken into account on those issues on which the shareholder (or his representative) complied with the voting procedure specified in the bulletin, and only one of the possible voting options is marked.*

Signature, date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ "\_\_\_\_" \_\_\_\_\_\_\_\_ 2022