

CORPORATE SECRETARY

The Corporate Secretary's main role is ensuring regular communication between KMG and its shareholders as well as between shareholders and the Board of Directors, the Internal Audit Service, the Compliance Service, the Ombudsman, the Management Board and other bodies within KMG.

The Corporate Secretary's responsibilities include providing full support to the Board of Directors and its committees, assisting shareholders in making timely, high-quality corporate decisions; acting as an adviser to the Board members on any matter related to their roles or the applicability of the Code's provisions,

and monitoring the implementation of the Code. The Corporate Secretary is responsible for improving corporate governance practices at KMG. The Corporate Secretary is a Company employee acting independently and reporting to the Board of Directors.

In 2024, the Regulations on the Corporate Secretary of KMG were fully updated.



DAMIR SHARIPOV

Nationality: Republic of Kazakhstan

Date of birth: 22 January 1980

Education

- Al-Farabi Kazakh National University (International Relations Department), majoring in international law;
- Russian Presidential Academy of National Economy and Public Administration, MBA programme, majoring in Management;
- Certified Corporate Secretary, certified trainer in corporate governance for corporate secretaries, trainer at Samruk Business Academy

Experience

- Between 2001 and 2007, he held various jobs working at the Tengiz field in the Atyrau Region.
- From 2007 to 2012, he worked at Development Bank of Kazakhstan, and from 2012 to 2014, he served in different capacities at KMG and KazTransGas.
- Since 5 January 2015, he has been Corporate Secretary at KMG.
- On 1 February 2019, Damir Sharipov was elected to the Corporate Secretaries Committee of the National Council for Corporate Governance at the Presidium of the National Chamber of Entrepreneurs of the Republic of Kazakhstan Atameken

COMMITTEES OF THE BOARD OF DIRECTORS

Members of the Board of Directors involved in the activities of the Board committees focus on an in-depth review and analysis of allied functions, issues and areas. Committee meetings involve invited experts, business leaders, and other stakeholders. Committees make recommendations to the Board of Directors to support its decision making. The majority of committee members are independent directors, with the chairs also being independent directors. In 2024, the Board of Directors decided to include

non-voting experts in the Board of Directors' Nomination and Remuneration Committee, Strategy and Portfolio Management Committee, and Health, Safety, Environment and Sustainable Development Committee. For more details on the Board of Directors functions and objectives, see [KMG's 2023 Annual Report, p. 238](#).

REPORT OF THE NOMINATION AND REMUNERATION COMMITTEE

In 2024, the Nomination and Remuneration Committee held 18 meetings and reviewed 112 matters.

- Members as of 31 December 2024:
1. Philip Holland — Chairman of the Committee since September 2020;
 2. Arman Argingazin — member of the Committee since June 2023.
 3. Saya Mynsharipova — member of the Committee since August 2023.
 4. Askar Shakirov — member of the Committee since February 2024.

Personnel management is essential to the Company's operational efficiency. The Nomination and Remuneration Committee makes recommendations to the Board of Directors on the matters within its remit relating to the appointment, remuneration, training and development of the Company employees. The key appointment principles require that candidates possess strong qualifications to perform their roles successfully and have the skills needed to pursue the Company's strategic goals in their area of responsibility.

18 meetings
held by the Nomination and Remuneration Committee