




Approved
by the Decision of the Board of Directors
JSC "Moynak" HPP named after U.D. Kantaev
Protocol No. 04/21 of May 25, 2021

INTEGRATED MANAGEMENT SYSTEM

Position


**About the Compliance officer of JSC "Moynak HPP named after
U.D. Kantaev"**

P-CO-001-2021

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1. General provisions

1.1. This Regulation (hereinafter- Regulation) on the Compliance Officer of the Joint–Stock Company "Moynak HPP named after U.D.Kantaev" (hereinafter- Company) defines the status of the position of Compliance Officer, tasks and functions, main areas of responsibility, as well as the powers and procedure for interaction of the Compliance Officer with the Board of Directors of the Company (hereinafter -Board directors), with the Chairman of the Management Board and members of the Management Board of the Company, the Compliance Service of Samruk-Energo JSC (hereinafter -Service) and with third parties.

1.2. The Regulation is based on the application in the organization of the Compliance Officer's activities of the basic principles of compliance, the Corporate Standard for the Compliance Function of the Samruk-Kazyna Group of Companies, the Company's Code of Conduct, the Company's Corporate Governance Code, the legislation of the Republic of Kazakhstan on combating corruption, as well as the best international practice of combating corruption of the OECD (Organization for Economic Cooperation and Development).

1.3. Appointment and early termination of the powers of the Compliance Officer are carried out by the Board of Directors of the Company.

1.4. The Service has the right to recommend a candidate for appointment to a vacant position of Compliance Officer, the recommended candidate is subject to a competitive selection procedure if the candidate meets the qualification requirements for the position.

1.5. A compliance officer has no right to combine his activities with the performance of other functions in the Company, as well as to work in other organizations without the approval of the Board of Directors.


1.6. An employment contract with a Compliance Officer is concluded by the Chairman of the Management Board of the Company on the basis of a decision of the Board of Directors in accordance with the legislation of the Republic of Kazakhstan.

1.7. The procedure for the work of a Compliance Officer, evaluation of his activities, the amount and conditions of remuneration and bonuses are approved/determined by the Board of Directors of the Company after preliminary consideration by the Service.

1.8. Social support, guarantees and compensation payments for the Compliance Officer are carried out in accordance with the Collective Agreement.

1.9. The duties, rights and responsibilities of a Compliance Officer are determined by the job description, which is developed on the basis of these Regulations, the employment contract, internal documents of the Company and approved by the Board of Directors.

1.10. The Compliance Officer, when carrying out his activities, is guided by the legislation of the Republic of Kazakhstan, the Company's Charter, the Company's Corporate Governance Code, this Regulation and other internal regulatory documents of the Company. The compliance

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officer applies the basic principles of professional practice of compliance, the Code of Conduct of the Company in carrying out his activities.

1.11. The procedure for planning and implementing the Compliance Officer's activities is also regulated by internal regulatory documents developed in compliance with the Corporate Standard for the compliance function of the Samruk-Kazyna Group of Companies, the Company's Code of Conduct, the Company's Corporate Governance Code.

2. Compliance Officer Status

2.1. The Compliance Officer is an employee of the Company, organizationally subordinate and functionally accountable to the Board of Directors.

2.2. Supervision of the Compliance Officer's activities is carried out by the Service, the Audit Committee in accordance with internal regulatory documents regulating the activities of the Audit Committee and the Service. In the absence of an Audit Committee in the Company, its functions are carried out directly by the Board of Directors.

2.3. The Compliance Officer is administratively subordinate to the Chairman of the Management Board of the Company. Administrative subordination: provision by the Chairman of the Management Board of the appropriate working conditions of the Compliance Officer, remuneration, publication on the basis of decisions taken by the Board of Directors, relevant orders concerning the activities of the Compliance Officer; receipt of reports of the Compliance Officer; control over compliance with the labor regulations; execution of orders for business trips, vacations, as well as other actions that do not contradict the status of a Compliance Officer in accordance with this Regulation and other regulatory documents of the Company. The Chairman of the Management Board should not use administrative subordination to influence the independence and objectivity of the Compliance Officer.

2.4. A compliance officer must be independent of the influence of any persons when performing the tasks and functions assigned to him in order to properly perform them and ensure objective and independent judgments.


2.5. The independence and objectivity of the Compliance Officer are ensured by compliance with the requirements of the Corporate Standard for the compliance function of the Samruk-Kazyna Group of Companies with respect to the criteria of organizational independence and objectivity.

2.6. The compliance officer must be impartial and unbiased in his work and not allow a conflict of interest to arise.

2.7. The assessment of the Compliance Officer's activities is carried out in accordance with the requirements of this Regulation and other regulatory documents regulating the activities of the Compliance Officer.

3. Mission and goals of the Compliance Officer

3.1. The mission of the Compliance Officer is to provide the necessary assistance to the Board of Directors, the Service and the Executive Body in fulfilling their duties to achieve the strategic goals of the Company.

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3.2. The main purpose of the Compliance Officer's activity is the development and implementation of Compliance programs, the definition of anti-corruption policies, as well as monitoring the implementation of anti-corruption measures, including the assessment of corruption risks in the Company.


4. Tasks and functions of the Compliance Officer

4.1. The main tasks of the Compliance Officer are:

- 1) definition of external regulatory requirements; assessment of compliance risks* (*probability of losses due to non-compliance by the Company and its employees with the legislation of the Republic of Kazakhstan, regulatory legal acts, internal documents of the Company regulating the procedure for the provision of services and transactions in the financial market)
- 2) development of Compliance program, standards and compliance policies;
- 3) conducting third-party verification;
- 4) functioning of the initiative information line;
- 5) communication and implementation of compliance risk management policy;
- 6) supervision and control of compliance directions;
- 7) conducting investigations under the Compliance Program;
- 8) interaction with regulatory authorities.

4.2. The Compliance officer, in accordance with the tasks assigned to him, performs the following functions in accordance with the established procedure, which are not limited to this Regulation and are supplemented by the Job Description of the Compliance Officer of the Company:

- 1) ensuring the assessment of the exposure of key business processes Corruption Risk Society, including jointly with the regulatory authority of the Republic of Kazakhstan on anti-corruption issues;
- 2) implementation of compliance risk assessment, making recommendations, determining the level of compliance risk;
- 3) ensuring the preparation of a compliance risk assessment report and an action plan to minimize them;
- 4) ensuring disclosure of information on the results of compliance risk assessment in accordance with the established procedure;
- 5) ensuring timely communication and consultation for the structural divisions of the Company to minimize corruption risks, adhering to the principle of proactivity;
- 6) implementation of control/inspections over the implementation of compliance policies and standards in the Company;
- 7) conducting training in compliance areas as needed;
- 8) control of the procedure for monitoring compliance with Regulatory requirements and the Compliance Program;
- 9) ensuring the preparation of regular reports to the Board of Directors on compliance risks and on the status of Compliance Program implementation;

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- 10) organization of the work of the commission on investigations (representatives of the following areas: internal audit, risks and internal controls, legal support, human resources management, etc.) by contacting the hotline, or on the basis of information obtained from the results of monitoring;
- 11) coordination of the investigation process to full completion and adoption of corrective measures; securities in conflict of interest (watch and stop lists);
- 12) approval of materials submitted for consideration by the collegial executive body of the Company, in terms of checking for compliance risks and approval of the counterparty by the CO, as a result of the 3rd Party Due Diligence;
- 13) consideration of requests for gifts and representation expenses for a conflict of interest;
- 14) analysis of information systems and development of technical specifications for building compliance systems;
- 15) consideration and participation in the development of compensation and motivation systems, corporate governance systems within its competence;
- 16) conducting inspections of the activities of structural divisions and employees for compliance with the requirements of the legislation of the Republic of Kazakhstan and internal regulatory documents of the Company on compliance and anti-corruption issues;
- 17) explaining to the Company's employees the norms of the legislation of the Republic of Kazakhstan in the field of anti-corruption with the involvement of specialists of state bodies and public associations;
- 18) conducting regular training of a Compliance Officer to ensure his awareness and compliance with the requirements for countering the laundering of illegal income.


5. Powers of the Compliance Officer

5.1. The compliance officer for the implementation of the main tasks and the exercise of his functions has the following powers:

- 1) participate in meetings and events held by the management and executive bodies of the Company on improving internal control, risk management and corporate governance and on other issues within their competence with the right to coordinate decisions;
- 2) directly address the Chairman and members of the Board of Directors and members of the Management Board, as well as the management of the Company on their activities;
- 3) report to the Board of Directors on all corrupt actions, including the Company's management, on the results of investigations and on the facts of influence on the independence of its activities;
- 4) interact with government agencies and third parties on issues of their activities;
- 5) to lead the commission in conducting an internal investigation as the chairman of the commission;
- 6) other rights provided for by the Labor Code of the Republic of Kazakhstan, Collective and Labor agreements, as well as acts of the Company.

6. Main areas of responsibility

6.1. Definition of external regulatory requirements:

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Conducts constant monitoring of external regulatory requirements and best international practices on anti-corruption issues and determines the consequences for the Company's activities in the event of a change in the regulatory environment.

6.2. Conducting compliance risk assessment:

Participates in updating and implementing the methodology for assessing compliance risks for the Company. Participates in assessing the exposure of the Company's key business processes to corruption risks, including jointly with the regulatory authority of the Republic of Kazakhstan on anti-corruption issues. Participates in the preparation of a compliance risk assessment report and an action plan to minimize them. Provides public disclosure of information on the results of compliance risk assessment.

6.3. Development of standards and compliance policies:

Participates in the development of anti-corruption policies, regulations and procedures for the Company, including updating the Code of Conduct.

6.4. Verification of third parties of the Company:

Participates in the updating and implementation of the methodology for conducting a comprehensive audit of third parties for the Company. Participates in testing and implementation of an automated third-party verification system for the Company.

6.5. Implementation of the initiative information line:

Participates in the development of a policy of proactive information on violations of internal compliance policies and procedures and external regulatory requirements on anti-corruption issues for the Company.

6.6. Communication and implementation of Compliance policies:

Participates in timely communication and consultations for the structural divisions of the Company, adhering to the principle of proactivity, monitors the implementation of compliance policies and standards in the Company, provides recommendations for the structural divisions of the Company; conducts training in compliance areas as needed

6.7. Monitoring and control of Compliance directions:


Controls the monitoring procedure for compliance with standards and principles of ethics and compliance, as well as the process of compiling regular reports from those responsible in structural divisions (owners of operational business processes).

6.8. Conducting investigations under the Compliance Program:

Organizes the work of representatives of the following areas: internal audit, risks and internal controls, legal support, ombudsman, security, human resources management, etc.) on the basis of the received complaint, information or monitoring results; participates in the coordination of the investigation process until it is fully completed and measures are taken to resolve the conflict; prepares reports to management based on the results of activities.

6.9. Carrying out measures to counteract the legalization of illegally obtained income:

Participates in risk assessment, which allows identifying products, services, customers, third parties and regions that are most sensitive to the risk of legalization of illegally obtained income. Participates in the implementation of a comprehensive risk assessment program that identifies

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potential cases of legalization of illegal income (in the course of interaction with customers, suppliers, third parties and affiliates). Participates in regular training of Management and employees to ensure their awareness and compliance with the requirements for countering the laundering of illegal income. Participates in the organization of regular internal and external audits of compliance with the requirements on countering the legalization of illegal income.

6.10. Interaction with structural divisions of the Company:

Actively interacts with various structural divisions of the Company, including the Legal Department, the Corporate Development Department, the Security and Civil Defense Service to resolve issues related to ethics and compliance.

7. Interaction with the Service


7.1. The Board of Directors of the Company accepts the need for operational interaction of the Compliance Officer with the Compliance Service function to ensure compliance with regulatory requirements.

7.2. The interaction of the Compliance Officer should be carried out on an ongoing basis by providing the Service with periodic reports agreed with the Chairman of the Board of Directors on the following issues:

- 1) conducting anti-corruption monitoring;
- 2) conducting an analysis of corruption risks (internal);
- 3) formation of an anti-corruption culture;
- 4) establishment of organizational and legal mechanisms that ensure accountability, accountability and transparency of decision-making procedures;
- 5) acceptance and compliance with business ethics;
- 6) prevention of conflicts of interest;
- 7) development, implementation and implementation of the Compliance Program;
- 8) monitoring the implementation of anti-corruption measures, including the assessment of corruption risks in the Company;
- 9) compliance with other regulatory requirements, as well as internal documents of the Sole Shareholder and the Company.

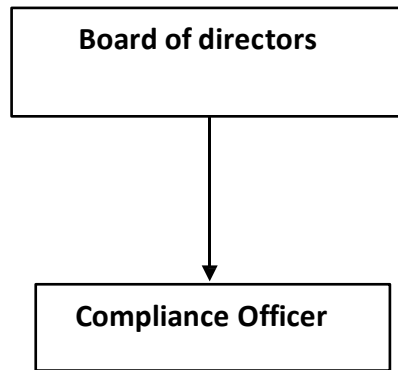
8. Final provisions


8.1. Amendments and additions to these Regulations are made by the decision of the Board of Directors.

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Appendix 1

Organizational structure of the Company



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APPROVAL SHEET

№	Position	Full name	Agreed	Data
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