

Approved
by decision of the Council of Alatau City
(Minutes No. 1 dated July 10, 2026)

**Regulations
on the Operational Committee of the Council of Alatau City**

Astana, 2026

Chapter 1. General Provisions

1. The Operational Committee of the Council of Alatau City (the “Operational Committee”) shall be a committee of the Council of Alatau City (the “Council”) of the Alatau City Authority Special Management Organization (the “Administration”), established from among the members of the Council for the prompt adoption of decisions and the approval of certain internal matters delegated by the Council to the Operational Committee.

2. These Regulations determine the status, purpose, objectives, competence, composition and procedure for the activities of the Operational Committee, as well as the procedure for preparing, convening and holding its meetings.

3. In its activities, the Operational Committee shall be guided by the Constitution of the Republic of Kazakhstan, the Constitutional Law of the Republic of Kazakhstan “On the Special Legal Regime of Alatau City” (the “Constitutional Law”), regulatory legal acts of the Administration, the Regulations on the Alatau City Authority Special Management Organization to the extent applicable to the activities of the Operational Committee, decisions of the Council and these Regulations.

4. The Operational Committee shall be accountable to the Council and shall carry out its activities exclusively within the powers delegated to it by the Council.

Decisions adopted by the Operational Committee on matters delegated to it shall not require separate approval at a meeting of the Council and shall be binding.

5. The procedure for the formation and operation of the Operational Committee, the number of its members and the delegated powers of the Council shall be determined by these Regulations, decisions of the Council and/or internal documents of the Administration approved by the Council.

Matters not regulated by these Regulations shall be resolved in accordance with the Constitutional Law, decisions of the Council and applicable internal documents of the Administration.

Chapter 2. Purpose and Objectives of the Operational Committee

6. The purpose of the Operational Committee shall be to ensure the prompt, effective and timely adoption of decisions on matters delegated to it by the Council.

7. The principal objectives of the Operational Committee shall be to:

1) consider and adopt decisions on matters delegated to the Operational Committee by the Council;

2) ensure prompt decision-making in accordance with these Regulations;

3) contribute to achieving the purposes of the Special Legal Regime and to implementing the objectives relating to the functioning and development of Alatau City.

Chapter 3. Competence of the Operational Committee

8. The competence of the Operational Committee shall include adopting decisions on the following matters:

1) approval of the work plan of the Administration, as well as amendments and additions thereto;

2) approval of the Budget of the Administration, as well as amendments and additions thereto;

3) designation of the international auditing firm conducting the external audit of the financial statements of the Administration, the effectiveness of its activities and the use of financial funds under the Administration's management, as well as the amount of fees for its services;

4) approval of block budgeting rules;

5) approval of the accounting policies of the Budget of the Administration;

6) approval of special provisions of the budgetary regime in Alatau City prescribing the procedure for the planning, approval, clarification, adjustment, execution and monitoring of, and internal and external audit and financial control over, the Budget of the Administration;

7) approval of the standards and rates for supporting the activities of the Administration, the Maslikhat and the Akimat of Alatau City;

8) determination of the methodology for developing, amending and assessing the effectiveness of the implementation of the strategic documents of Alatau City;

9) determination of the list of municipal assets of Alatau City to be transferred to the Administration for possession, use and disposal, as well as the timeframes and procedure for such transfer;

10) approval of the procedure for the formation, accounting, replenishment and use of reserves of the Budget of the Administration;

11) approval of the procedure for the formation, accounting and use of financial reserves of the Budget of the Administration formed from the Administration's own income, voluntary property contributions, donations from third parties and other proceeds permitted by the Constitutional Law;

12) determination of the types, amounts and procedure for providing state support measures in the implementation of public-private partnership projects;

13) consideration of draft regulatory legal acts of the Administration adopted by the Council on matters assigned to its competence by the Constitutional Law;

14) approval of other policies, rules of procedure, regulations and other mandatory internal documents of the Administration within the delegated powers of the Council;

15) approval of the policy for identifying and managing conflicts of interest;

16) establishment, within the Administration, of advisory and consultative bodies, expert groups and working groups, and approval of the regulations thereon;

17) participation of the Administration in the activities of other legal entities or withdrawal from the membership or shareholders of other legal entities;

18) appointment and removal of the Secretary of the Council and determination of the amount and conditions of his or her remuneration and bonuses;

19) appointment of employees accountable to the Council and determination of the amount and conditions of their remuneration and bonuses;

20) other matters determined by decisions of the Council.

9. The Operational Committee shall adopt decisions exclusively on matters provided for by these Regulations and/or expressly delegated to it by the Council.

10. The Operational Committee may request from the Administration, the Chief Executive Officer of the Administration, the structural subdivisions and the Bodies of the Administration such information and materials as are necessary to consider matters falling within the competence of the Operational Committee.

Requests for information and materials shall be sent through the Secretary of the Council, unless otherwise established by a decision of the Operational Committee.

Chapter 4. Composition of the Operational Committee

11. The composition of the Operational Committee shall be approved by a decision of the Council and shall consist of current members of the Council.

The Operational Committee shall consist of at least five members, of whom at least forty percent shall be independent members of the Council.

Chapter 5. Chairperson of the Operational Committee

12. The Chairperson of the Operational Committee shall provide overall direction of the activities of the Operational Committee.

13. The Chairperson of the Operational Committee shall:

- 1) convene meetings of the Operational Committee;
- 2) determine the form, date, place and time of meetings of the Operational Committee;
- 3) preside at meetings of the Operational Committee;
- 4) issue instructions to the Secretary of the Operational Committee on the preparation of meetings;
- 5) determine whether representatives of the Administration, state bodies, consultants, experts and other persons need to be invited to meetings of the Operational Committee;
- 6) ensure the organized discussion of agenda items;
- 7) sign the minutes of meetings of the Operational Committee;
- 8) exercise general oversight over the implementation of decisions of the Operational Committee;
- 9) perform other functions provided for by decisions of the Council and these Regulations.

14. If the Chairperson of the Operational Committee is absent from a meeting of the Operational Committee, the members of the Operational Committee present shall elect a person to chair that meeting.

Chapter 6. Secretary of the Operational Committee

15. Organizational, informational, and documentary support for the activities of the Operational Committee shall be provided by the Secretary of the Operational Committee.

The functions of the Secretary of the Operational Committee shall be performed by the Secretary of the Council, unless otherwise determined by a decision of the Council.

The Secretary of the Operational Committee shall not be a member of the Operational Committee.

Chapter 7. Organization of Meetings of the Operational Committee

16. Meetings of the Operational Committee shall be held in the same manner as meetings of the Council. Where the Operational Committee consists of five members, the quorum shall be at least three members of the Operational Committee.

17. Meetings of the Operational Committee shall be held at least once every six months of the relevant calendar year and shall be convened by the Chairperson of the Operational Committee on his or her own initiative or at the initiative of a member of the Operational Committee.

Chapter 8. Conflict of Interest

18. Members of the Operational Committee participating in a meeting shall, when considering an agenda item, declare any conflict of interest of a personal, corporate, or departmental nature.

19. Members of the Operational Committee shall refrain from actions and avoid situations in which a personal, corporate, or departmental interest may affect the proper performance of their duties as members of the Operational Committee and/or give rise to a conflict between their interests, or the interests of their affiliates, and the interests of the Administration.

20. If a conflict of interest arises, a member of the Operational Committee shall immediately inform the Operational Committee of its existence in accordance with the policy for identifying and managing conflicts of interest approved by the Council or by the Operational Committee within its delegated powers.

21. Information on a declared conflict of interest shall be recorded in the minutes of the meeting of the Operational Committee.

Chapter 9. Rights, Restrictions and Duties of Members of the Operational Committee

22. Members of the Operational Committee may:

1) initiate a meeting of the Operational Committee by sending the Chairperson of the Operational Committee a written notice containing the proposed agenda of the meeting;

2) make proposals on the agenda of a meeting of the Operational Committee and on the procedure for discussing matters when the agenda is being prepared;

3) request and receive from the Administration information and materials directly related to the powers of the Operational Committee and matters concerning the development of Alatau City;

4) terminate their powers early by sending a written application to the Chairperson of the Operational Committee;

5) express a dissenting opinion on matters under consideration;

6) exercise other rights in accordance with the Constitutional Law, decisions of the Council and these Regulations.

23. Members of the Operational Committee may not:

1) use, or permit the use of, property of the Administration contrary to the legislation of the Republic of Kazakhstan, decisions of the Council, decisions of the Operational Committee, or for personal purposes;

2) transfer their right to vote to another person, including another member of the Operational Committee;

3) use restricted-access information available to them in the course of exercising their powers for personal purposes, or disclose such information.

24. Members of the Operational Committee shall:

1) participate in meetings of the Operational Committee and in expert and working groups of which they are members;

2) notify the Chairperson of the Operational Committee and the Secretary of the Operational Committee, before the start of a meeting, of their inability to participate in the meeting, stating the reasons for their absence;

3) act in the interests of the Administration and Alatau City;

4) avoid conflicts of interest of a personal, corporate, or departmental nature;

5) comply with the requirements of the legislation of the Republic of Kazakhstan, decisions of the Council and these Regulations.

Chapter 10. Confidentiality

25. Members of the Operational Committee, the Secretary of the Operational Committee and invited persons shall keep confidential the information received in connection with their participation in the activities of the Operational Committee.

26. Restricted-access information concerning the Administration shall not be disclosed to third parties and/or used for personal purposes.

27. The obligation to maintain confidentiality shall survive the termination of the powers of a member of the Operational Committee or the cessation of an invited person's participation in the activities of the Operational Committee.

Chapter 11. Final Provisions

28. Amendments and additions to these Regulations shall be made by a decision of the Council.

29. The composition of the Operational Committee may be changed, and the Operational Committee may be abolished, by a decision of the Council.