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Internal Control Rules for the Disposal and Use of Insider Information Industrial and Commercial Bank of China (Almaty) JSC

**Almaty, 2022**

Content

Chapter 1. General provisions 2

Chapter 2. Principles of Controlling Insider Information 5

Chapter 3. List of Insider Information 6

Chapter 4. The procedure, terms for disclosure of the Bank's Insider Information, and the list of mass media used for its disclosure 7

Chapter 5. Definition of Bank Insiders 7

Chapter 6. The procedure for providing information about Insiders and maintaining the list of the Bank's insiders 9

Chapter 7. The procedure and terms for providing information, as well as the obligations of organizations that are Insiders of the Bank 12

Chapter 8. Control over the use of the Bank's insider information 13

Chapter 9. Control over the disposal and use of insider information of persons in respect of which the Bank is recognized as an Insider 14

Chapter 10. Responsibility for violation of the requirements of these Rules 16

Chapter 11. Final provisions 16

# Chapter 1. General provisions

1. Internal Control Rules for the Disposal and Use of Insider Information in the Industrial and Commercial Bank of China (Almaty) JSC (hereinafter referred to as the Rules) regulate the procedure for exercising control over the disposal and use of Insider Information and Insiders of the Industrial and Commercial Bank of China ( Almaty) (hereinafter referred to as the Bank) and other persons in respect of which the Bank is recognized as an Insider.
2. These Rules are developed in accordance with the Law of the Republic of Kazakhstan dated July 2, 2003 No. 461-II “On the Securities Market”, the Law of the Republic of Kazakhstan dated May 13, 2003 No. 415-II “On Joint Stock Companies”, the Resolution of the Board of the National Bank of the Republic of Kazakhstan dated July 26, 2019 No. 124 “On approval of the Rules and conditions for disclosure of information related to the activities of the issuer and not publicly available”, Resolution of the Board of the National Bank of the Republic of Kazakhstan dated August 27, 2018 No. 189 “On approval of the Rules for disclosure of information by the issuer, Requirements for the content of information, subject to disclosure by the issuer, as well as the timing of disclosure by the issuer of information on the Internet resource of the financial reporting depository”.
3. The purpose of these Rules is to ensure that the Bank complies with the laws of the Republic of Kazakhstan governing the issues of restrictions on the disposal and use of Insider Information, maintaining the confidentiality of Insider Information, ensuring fair disclosure of information, as well as maintaining, maintaining and improving the level of business reputation, a high degree of corporate governance and stability of the Bank.
4. In order to ensure that persons who are the Bank's Insiders comply with the requirements of the legislation of the Republic of Kazakhstan regarding Insider Information, these Rules regarding the disposal and use of Insider Information are posted in the state and Russian languages ​​on the Bank's Internet resource, FSD, KASE (in case of inclusion and finding of valuable of the Bank's securities in the KASE list), as well as provided to interested parties, including the Bank's Insiders, upon their request in the manner and within the time limits established by the Bank's internal regulations.
5. Bank Insiders are subject to registration in accordance with Application No. 2 to these Rules.
6. The Board of the Bank shall, in a timely manner, in accordance with the requirements, shall control the registration of Insiders' log files (Application No. 2), as well as ensure the reliability, accuracy and completeness of such log files, the main responsibility for which lies with the Chairman of the Board of the Bank. The Compliance and Internal Control Department is responsible for registering and sending Insider log files. Supervision over the implementation of the system of accounting for Insiders and reporting of Insiders is carried out by the Management Board of the Bank.
7. The business owner of these Rules is the Compliance and Internal Control Department.
8. The Rules are obligatory for observance and execution by all structural subdivisions of the Bank, as well as by persons having access to Insider Information.
9. Issues not regulated by the Rules are resolved in accordance with the legislation of the Republic of Kazakhstan and the internal documents of the Bank.
10. The following terms and definitions are used in these Rules:
11. **AD** - Accounting Department;
12. **IAD** – Internal Audit Department;
13. **CFD** – Corporate Finance Department;
14. **OMD** – Operational Management Department;
15. **C&ICD** - Compliance and Internal Control Department;
16. **RMD** - Risk Management Department;
17. **HR&AD -** Human Resources and Administration Department;
18. **SF&IBD** - Specialized Financing and Investment Banking Department;
19. **FMD** - Financial Monitoring Department;
20. **FSD** – Financial Statements Depository;
21. **FMarD** – Financial Market Department;
22. **executive** — a member of the Board of Directors of the Bank, its executive body of the Bank;
23. **Sole Shareholder** - a legal entity that has the right to access Insider Information by virtue of owning directly 100% of the voting shares of the Bank;
24. **Insider** - a person who has access to the Bank's Insider Information before its disclosure to the public or other persons in respect of whom the Bank is recognized as an Insider;
25. **Insider information** - reliable information that is related to the activities and finances of the Bank or has a significant impact on the market prices of the Bank's transactions with securities and derivatives, about securities (derivative financial instruments), transactions with them, about the issuer that issued (provided ) securities (derivative financial instruments), their activities constituting a commercial secret, other information not known to third parties, the disclosure of which may affect the change in the value of securities (derivative financial instruments) and the activity of their issuer;
26. **Corporate website of the Bank** - an Internet resource (website) owned by the Bank, used by the Bank to post official information about the activities of the Bank and having the following Internet address: www.icbcalmaty.kz;
27. **corporate events** - events that have a significant impact on the activities of the Bank, affecting the interests of holders of securities and investors of the Bank, as defined in Article 102 of the Law of the Republic of Kazakhstan "On the Securities Market";
28. **OD** - Operations Department;
29. **Responsible subdivision (C&ICD)** – a structural subdivision of the Bank that takes measures to control the use of Insider Information;
30. **the executive employee** - the Chairman and members of the Board of Directors, the Chairman, his deputy and members of the Management Board, the chief accountant of the Bank, other managers of the Bank, who coordinate and (or) control the activities of the structural divisions of the Bank and have the right to sign documents on the basis of which banking Operations Chief Accountant, Deputy Chief Accountant;
31. **SSd** - a structural subdivision of the Bank;
32. **Authorized body** - the National Bank of the Republic of Kazakhstan, the Agency for Regulation and Development of the Financial Market;
33. **financial instrument** - money, securities, including derivative securities, derivative financial instruments and other financial instruments, as a result of transactions with which a financial asset of one organization and a financial liability or an equity instrument of another arise simultaneously;
34. **securities of the Bank** - securities issued and placed by the Bank, as well as derivative financial instruments;
35. **derivative financial instrument** - a contract, the value of which depends on the value (including fluctuations in the value) of the underlying asset of the contract, providing for settlement under this contract in the future;
36. **LD** – Legal Department;
37. **KASE** – Kazakhstan Stock Exchange JSC;
38. **issuer -** a person who issues issuance securities;
39. **issuance securities** - securities that have homogeneous features and details within one issue, placed and circulated on the basis of conditions uniform for this issue;
40. **circulation of emissive securities** - making civil law transactions with securities in the secondary securities market;
41. **placement of emissive securities** - sale of securities in the primary securities market.
42. Other specific terms and abbreviations used in the text of these Rules are used in accordance with the meanings fixed in other IRDs of the Bank, and in their absence in other internal regulatory documents of the Bank - in accordance with the meanings fixed in the legislation of the Republic of Kazakhstan or adopted in the international banking system. practice.

# Chapter 2. Principles of Controlling Insider Information

1. Control over the disposal and compliance by Insiders with the requirements established in terms of Insider Information in the Bank is carried out as follows:

1) notification of Insiders about their inclusion (exclusion) in the list (from the list) of insiders;

2) familiarization of the Insiders with the requirements of the legislation of the Republic of Kazakhstan and the Rules by posting the Rules on the Bank's Corporate Website and conducting training for Insiders who are employees of the Bank;

3) maintaining and keeping up-to-date lists of Insiders;

4) disclosure of Insider Information in accordance with the procedure and terms established by the legislation of the Republic of Kazakhstan and internal documents of the Bank;

5) taking measures against Insiders in case they commit actions prohibited by the legislation of the Republic of Kazakhstan regarding the use of Insider Information and the Rules;

6) providing a list of persons included in the list specified in clause 41 of the Rules in the Authorized body at his request.

1. Employees and officials of the Bank are granted access to Insider Information in accordance with their official position and to the extent sufficient to perform their job duties. Other persons recognized as the Bank's Insiders are entitled to have access to the Bank's Insider Information in accordance with the requirements of the legislation of the Republic of Kazakhstan and the Bank's internal documents.

Access to the Bank's Insider Information is provided to a new employee of the Bank only after he has become familiar with these Rules, the job description and internal regulatory documents of the Bank that regulate the procedure for handling confidential information and the procedure for working with the Bank's information system, access to which is provided to a new employee.

Responsibility for familiarizing the employee with the specified documents rests with the head of the employee's department.

1. Heads of responsible divisions of the Bank, employees of the Bank who have access to insider information are obliged to ensure that the necessary measures are taken to restrict access to such information by other employees of the Bank who do not need this information to perform their official duties, as well as by third parties.
2. If it is necessary to communicate or provide Insider Information to certain external organizations or employees of the Bank in accordance with the relevant requirements of the legislation of the Republic of Kazakhstan and internal documents of the Bank, the regulations and rules of the securities regulatory authorities, or as necessary for work, then these persons must fill out the Registration File of Insiders to identify such external persons and employees as Insiders and submit the Registration File to C&ICD in a timely manner.
3. In order to prevent the possibility of misuse of Insider Information, employees and officials of the Bank, as well as persons recognized as Insiders, are prohibited from disclosing, using for their own purposes, transferring Insider Information to third parties, as well as performing other actions specified in paragraph 54 of the Rules.

Employees of the Bank who become aware and who have a suspicion of the fact of illegal disclosure or use of Insider Information must immediately report information about this fact to C&ICD, in any convenient way - orally, by corporate mail, or anonymously in accordance with the Confidential and Anonymous Reporting Procedure employees about violations related to the activities of the Industrial and Commercial Bank of China (Almaty) JSC.

# Chapter 3. List of Insider Information

1. The insider information of the Bank includes the following information (prior to its official disclosure (publication)):
2. information that is related to the activities and finances of the Bank or has a significant impact on the market prices of the Bank's transactions with securities and derivatives;
3. reliable information about the Bank's securities (derivative financial instruments) and transactions with them;
4. about the Bank as an issuer that issued (provided) securities (derivative financial instruments),
5. on the activities carried out by the Bank, constituting a commercial secret;
6. other information not known to third parties, the disclosure of which may affect the change in the value of the Bank's securities (derivative financial instruments) and its activities.
7. The main events that may have a significant impact on the market prices of transactions with the Bank's securities relate to Insider Information:
8. significant changes in the operating policy or area of activity of the Bank;
9. the Bank's main strategic investments in equity capital;
10. material assets exceeding 30% of the total amount of the Bank's assets, which are acquired or sold by the Bank within one year, with the exception of organizations carrying out day-to-day activities;
11. other material guarantees provided by the Bank, other than day-to-day guarantee transactions or transactions with related parties, in which the Bank is involved, which may have a material effect on the Bank's assets, liabilities, interests or results of operations;
12. any material debts, default on material debts or liability for major damages arise before the Bank;
13. material losses of the Bank;
14. significant changes in the composition of shareholders owning 5% or more shares in the Bank;
15. the Bank's dividend and private placement plans, material changes in the Bank's capital structure and the Bank's decision to reduce capital, merge, split, dissolve or file for bankruptcy;
16. decisions of the general meeting of shareholders or the Board of Directors of the Bank are canceled or invalidated in accordance with the law;
17. any manager or executive officer of the Bank who is subject to enforcement action in accordance with the law for suspicion of committing a crime;
18. other circumstances stipulated by laws, regulatory legal acts, departmental rules and rules of the securities market regulatory authorities.
19. Does not apply to insider information:
20. information prepared on the basis of publicly available information, including research, forecasts and evaluation of the value of the Bank's security (derivative financial instrument), property status of the Bank, carried out in order to make investment decisions and (or) prepare recommendations or proposals for transactions with securities (derivative financial instruments);
21. information obtained from the media (printed publications and / or Internet resources);
22. unconfirmed information, the source of which is unknown, distributed among a wide range of people, as well as assumptions regarding the current or planned activities of the Bank;
23. information after its official disclosure (publication) on the Bank's Corporate website and/or on the FSD Internet resource and/or on the KASE Internet resource, or other mass media, according to the list and terms established by the legislation of the Republic of Kazakhstan.
24. Insider information of persons in respect of which the Bank is recognized as an Insider is determined in accordance with the legislation of the Republic of Kazakhstan, foreign legislation.
25. In case of restructuring of tangible assets, payment of premiums with a high coefficient and distribution of dividends on shares, change in percentage, entailing a change in the sole (major) shareholder, tender offer, issue of securities, merger, division, spin-off listing or redemption of the Bank's shares or other matters required by the securities regulators that may have a significant impact on the market prices of the Bank's shares and other derivative financial instruments, the list of insiders should be governed by the requirements of relevant laws, regulations, departmental rules and regulations of the securities market regulators.

# Chapter 4. The procedure, terms for disclosure of the Bank's Insider Information, and the list of mass media used for its disclosure

1. The Bank officially discloses (publishes) Insider Information:

1) on the Corporate website of the Bank www.icbcalmaty.kz in cases and within the time limits established by the legislation of the Republic of Kazakhstan, by posting it in the state and Russian languages;

2) on the KASE Internet resource - https://is2in.kase.kz/, in accordance with the requirements of the legislation of the Republic of Kazakhstan and/or internal documents of KASE;

3) on the FSD Internet resource - https://dfo.kz/ and the Bank's corporate website - in terms of publishing quarterly and annual financial statements;

4) on the Internet resource of FSD and/or KASE - in relation to corporate events, in the manner and terms determined by the legislation of the Republic of Kazakhstan and/or internal documents of KASE, as well as internal regulatory documents of the Bank.

1. When the Bank's securities (derivative financial instruments) are included in the list of the stock exchange operating in the territory of the Republic of Kazakhstan, the Bank and persons recognized as the Bank's Insiders shall ensure the disclosure of Insider information about the Bank and the securities (derivative financial instruments) which will affect the change in their value and the activity of the Bank, before the start of trading in these securities (derivative financial instruments) in the manner and on the terms established by the rules of the stock exchange.
2. In case of circulation of the Bank's securities (derivative financial instruments) in the trading system of the stock exchange operating in the Republic of Kazakhstan, messages involving the disclosure of the Bank's Insider Information among a wide range of persons are sent to the address of the stock exchange operating in the Republic of Kazakhstan, after which they are placed (distributed) in the manner and terms in accordance with paragraph 23 of the Rules.
3. Other insider information, the terms of disclosure of which are not determined by the legislation of the Republic of Kazakhstan and (or) KASE rules, is subject to disclosure by the Bank within five business days from the date of its occurrence, if the illegal distribution or leakage of such information will affect the change in the value of securities (derivative financial instruments) Bank or its activities.

# Chapter 5. Definition of Bank Insiders

1. The Bank's insiders are recognized:
2. all executives of the Bank and employees of the Bank who have access to insider information due to their functional duties and powers. These include:

а) Chairman and members of the Board of Directors of the Bank, as well as members of committees under the Board of Directors;

б)Chairman and members of the Management Board of the Bank, as well as collegial bodies under the Management Board of the Bank;

в)Chief Accountant of the Bank and his deputy, Chief Compliance Controller and his deputy, Chapter of Risk Management and his deputy, Chief Operating Officer, Advisors to the Chairman of the Management Board of the Bankа;

г) Secretaries of committees / collegiate bodies of the Bank;

д) head, his deputy and employees of IAD;

е) heads and employees of the structural divisions of the Bank responsible for:

* preparation and submission of financial statements;
* issuance and registration of securities;
* conclusion of transactions in the securities market;
* provision of information (applications) for publication/placement of Insider Information on the relevant resource;
* ensuring official disclosure (publication) of Insider information on the Bank's corporate website and/or on the FSD Internet resource and/or on the KASE Internet resource;
* legal support of the Bank's activities;
* other employees of the Bank's structural divisions having access to Insider Information in connection with their functional duties and powers.
1. Sole shareholder of the Bank, as well as shareholders of the Bank owning, using and (or) disposing directly or indirectly ten or more percent of voting shares;
2. audit organization auditing the financial statements of the Bank;
3. relevant persons of securities trading venues, securities companies, securities depositories and clearing or securities servicing institutions who have access to Insider Information by virtue of their position or work;
4. appraiser, professional participants in the securities market and other persons providing services to the Bank in accordance with the concluded agreements (including oral ones), the terms of which provide for the disclosure of the Bank's Insider Information;
5. trade organizer, whose list includes securities (derivative financial instruments) issued (represented by the Bank);
6. members of the board of directors and the listing commission of the stock exchange, in the trading system of which transactions with the Bank's securities and other financial instruments are concluded;
7. employees of the relevant competent departments and regulatory bodies who have access to Insider Information by virtue of their statutory obligations to issue and trade securities or manage the Bank and its acquisitions and transactions with tangible assets;
8. employees of the authorized body of the Republic of Kazakhstan, the National Bank of the Republic of Kazakhstan and its departments, the Agency for Regulation and Development of the Financial Market, other government officials who have access to Insider Information by virtue of the functions and powers granted to them;
9. public associations and professional organizations whose members are the issuers and organizations specified in subparagraphs 2), 3), 4), 5), 6) of this paragraph of the Rules, which, by virtue of the powers granted to them, have access to Insider Information;
10. employees of the organizations specified in subparagraphs 2), 3), 4), 5), 6) and 11) of this paragraph of the Rules, who have access to Insider Information by virtue of their official position and labor duties;
11. persons who received Insider Information from the persons specified in subparagraphs 1) - 12) of this paragraph of the Rules;
12. companies whose shares are owned by the Bank or actually controlled by the Bank, as well as their directors, managers and officers;
13. acquirers of the Bank or parties to transactions with significant assets with the Bank and their controlling shareholders, beneficial owners, directors, controllers, executives and officers;
14. other Insiders provided for by laws, regulations, departmental rules and rules of the securities market regulatory bodies.

Chapter 6. The procedure for providing information about Insiders and maintaining the list of the Bank's insiders

1. If the Bank provides Insider Information to external entities in accordance with laws, regulations, rules or requirements of securities regulators, the Bank shall notify them in writing of their obligation to maintain confidentiality and prohibition of disclosure of Insider Information and, if necessary, enters into confidentiality agreements with them.
2. The Bank shall timely complete and detail the Insider Registration Files and the Memorandum on the Progress of Important Events. Insider log files and the Memorandum of Progress of Significant Events (including their additions and additional information) must be kept for at least ten (10) years from the date of recording.
3. The Bank shall arrange for filling in the Insider Registration File prior to the disclosure of Insider Information to the public in accordance with the law for the timely identification of Insiders at each stage and process, as well as filling out the Insider Information and the Insider Registration File in accordance with the relevant regulatory requirements.
4. Insiders must actively assist the Bank in registering and maintaining the list of Insiders, provide true, accurate, complete and timely information about Insiders and their changes, as well as confirm Insider Registration Files.
5. Insiders fill in the Insider Registration File with the Bank's Insider Information (Applications No. 3, 4) from the date of receipt of the Insider Information and submit the Insider Registration File to the Bank in stages in accordance with the course of the relevant issues, but the completed Insider Registration Files with the Bank's Insider Information must be provided no later than 3 (three) working days from the date of receipt of such request.
6. SSd and other employees of the Bank are responsible for providing C&ICD with information about the Bank's Insiders in the following order:

Table №1

|  |  |  |  |
| --- | --- | --- | --- |
| **№** | **Name of those responsible for providing information to C&ICD** | **Insiders about which SSd provide information in C&ICD** | **Timing and type of information** |
| **1** | **2** | **3** | **4** |
|  | HR&AD | All employees of the Bank (hired, transferred, retired) | All updates on the Bank's employees - last name, first name (if any - patronymic) of an individual, and his date of birth, position, name of the SSd in whose staff the employee enters / moves / leaves - on the day the employee signs the Order on Changes. |
|  | IAD | Auditing organization auditing the financial statements of the Bank | For the audit organization - the name of the legal entity, its location address, details of the document confirming the state registration (re-registration) of the legal entity.Deadline for submission - on the day of conclusion of the Agreement with the external auditor. |
|  | SSd-initiators of contracts/negotiations including verbal, HR&AD, AD, CFD, SF&IBD, C&ICD, LD, FMarD, RMD, OMD, OD, FMD, ITDAll contracts must be submitted by the initiating SSd- to LD and C&ICD for the presence / absence of conditions in them providing for access to insider information. | Appraisers, professional participants in the securities market and other persons providing services to the Bank in accordance with concluded agreements (including oral ones), the terms of which provide for the disclosure of the Bank's Insider Information. | For legal entities:name of the legal entity, address of its location, details of the document confirming the state registration (re-registration) of the legal entity. For individuals, including those engaged in entrepreneurial activities - last name, first name (if any - patronymic) of an individual, and date of birth.The deadline for submission is no later than one working day from the date of conclusion of the Agreement. |
|  | FMarD | Organizers of trades, the list of which includes securities (derivative financial instruments) issued (represented) by the Bank | For legal entities, the name of the legal entity, address of its location, details of the document confirming the state registration (re-registration) of the legal entity.The deadline for submission is on the day of conclusion of the Agreement. |
|  | LD | Members and Secretary of the Board of Directors of the Bank | All changes in the composition of the Board of Directors of the Bank - full name, date of birth.This information is provided to C&ICD within 5 (five) working days from the date of occurrence of the grounds for inclusion in the list of Insiders. |
|  | SSd, acting as the secretariat of the collegiate bodies of the Bank  | Members and Secretary of the collegiate bodies of the Bank | All changes in the composition of the collegiate bodies of the Bank - full name, date of birth. This information is provided to C&ICD within 5 (five) working days from the date of occurrence of the grounds for inclusion in the list of Insiders. |
|  | LD based on information obtained from open sources | The sole shareholder of the Bank, as well as the shareholders of the Bank owning, using and (or) disposing directly or indirectly ten or more percent of voting shares. | All updates on shareholders to legal entities: name of the legal entity - shareholder, address of its location, details of the document confirming the state registration (re-registration) of the legal entity. For shareholders, individuals - full name an individual shareholder and the date of his birth.This information is provided to C&ICD no later than the next business day from the moment it appears in HR&AD. |

1. Responsible SSd and employees of the Bank, without fail, inform C&ICD via corporate mail:
2. information about Insiders in the manner and terms specified in Table No. 1 of clause 33 of the Rules;
3. on the actual completion of works/services/goods under contracts, the terms of which provide for the disclosure of the Bank's Insider Information, no later than the next business day from the date when SSd became aware of this;
4. about changes in the composition of the shareholders of the Bank or members of the Board of Directors of the Bank no later than the next business day from the date when SSd became aware of this;
5. other necessary information to update the list of the Bank's Insiders, no later than the next business day from the date when SSd became aware of this.
6. C&ICD is the unit responsible for maintaining the list of the Bank's insiders, keeping it up to date, notifying persons who have access to insider information about their inclusion in the list of insiders (exclusion from the list).
7. C&ICD maintains the Insider Registration File with Insider Information according to the form in accordance with Appendix No. 1 to these Rules, the list of insiders in the form according to Appendix No. 2 to these Rules.
8. The Bank notifies the persons included in the list of insiders about their inclusion in the list of insiders (exclusion from the list), informs about the requirements of the legislation of the Republic of Kazakhstan regarding the disposal and use of insider information, including the legal consequences of the possession of insider information and liability for violation of restrictions on the use and disposal of insider information established by the legislation of the Republic of Kazakhstan by sending a notice to Insiders in the form in accordance with Applications No. 3 and 4 to these Rules.
9. Notification of their inclusion in the list of insiders (exclusion from the list) is sent to C&ICD based on the information received from SSd in accordance with Table No. 1 of paragraph 33 of the Rules or as the grounds for including a person in the list (exclusion from the list) arise:

1) to insiders who are employees of the Bank - send Application No. 4 to these Rules via the corporate mail system;

2) to insiders who are members of the Board of Directors of the Bank - by e-mail, on their own or through the secretary of the Board of Directors of the Bank, send Application No. 4 to these Rules;

3) to insiders, from among the shareholders (s) of the Bank - by e-mail independently send Application No. 4 to these Rules;

4) to external insiders - through the office of the Bank by registered mail to the legal address of the individual / legal entity - the Insider sends Applications No. 3 and No. 4 to these Rules.

1. Upon dismissal, the Bank's employees, not later than the last working day of HR&AD and/or the head of the structural unit (if any), must contact C&ICD to check whether the Bank's Insiders are on the list. In the event that the resigning employee is on the list of the Bank's Insiders, the responsible C&ICD employee:
2. indicates in the list of the Bank's Insiders the date of its exclusion;

2) endorses bypass sheet.

In the absence of a resigning employee in the list of the Bank's Insiders, the responsible employee of C&ICD approves the bypass sheet without entering any information into the list of the Bank's Insiders.

1. The heads and employees of the Bank's structural divisions who are the Bank's Insiders are personally responsible for the completeness and accuracy of the information provided by C&ICD, as well as for meeting the deadlines for its provision and keeping the information up to date in accordance with the Insider Registration File with the Bank's Insider Information.
2. C&ICD maintains the List of Insiders, the Insider Registration File with the Bank's Insider Information in electronic form and its updating based on the information received from the SSd and the Bank's employees.
3. The list of the Bank's insiders, the Registration file of the Insiders with the Bank's Insider Information contain the personal data of the Insiders and are confidential.
4. Information about persons excluded from the list of insiders is stored for five years from the date of their exclusion from the list of insiders.
5. Signed Insider Registration File with the Bank's Insider Information (Applications No. 3, No. 4) are stored in the file nomenclature folder C&ICD.
6. If any material event of the Bank occurs, such as an acquisition, merger, demerger, spin-off listing and share repurchase, or if the Bank discloses information about an issue that could have a material effect on the prices of its securities transactions, the Memorandum on the course of important events Industrial and Commercial Bank of China (Almaty) JSC (Application No. 5) is filled in addition to filling out the Insider Registration File with the Bank's Insider Information in accordance with these Rules.
7. The Significant Event Memorandum must set out the processes and progress of the Significant Events in a truthful, accurate and complete manner as required by the regulatory authorities.
8. C&ICD instructs the persons participating in the memorandum to sign the memorandum and submit it to the Bank in a timely manner in accordance with these Rules.
9. Securities Institutions and Securities Servicing Institutions shall assist and cooperate with the Bank in the timely submission of Insider records and Memorandum of Significant Events and shall verify such information in accordance with good practice.

# Chapter 7. The procedure and terms for providing information, as well as the obligations of organizations that are Insiders of the Bank

1. Persons who are Insiders in relation to the Bank, specified in subparagraphs 2), 3), 4), 5), 6) and 11) of paragraph 27 of these Rules in pursuance of the requirements of the law

*obligated*:

1. maintain a list of its employees who, due to their official position and job duties, have access to the Bank's Insider Information;
2. inform its employees about the requirements of the legislation of the Republic of Kazakhstan regarding the prohibition on the use of insider information of the Bank and these Rules;
3. inform the Bank in writing about its employees who, due to their official position and labor duties, have and/or receive access to the Bank's Insider Information no later than 3 (three) working days from the date of granting access to the Bank's Insider Information to employees;
4. conclude confidentiality agreements with such employees, in accordance with the requirements of the legislation of the Republic of Kazakhstan in relation to the Bank's Insider Information, to which employees have access;
5. conclude confidentiality agreements with such employees, in accordance with the requirements of the legislation of the Republic of Kazakhstan in relation to the Bank's Insider Information, to which employees have access;
6. inform the Bank about the termination (cancellation) of the employees' access to the Bank's Insider Information, including in cases of dismissal/termination of the employee's powers no later than 15 (fifteen) business days from the date of termination (cancellation) of such employees' access to the Bank's Insider Information;
7. inform the Bank in writing (on paper) signed by a person having the appropriate authority.
8. If there is a threat or the fact of unauthorized disclosure of Insider Information or the loss of documents (information carriers) containing the Bank's Insider Information, the Insider is obliged to immediately notify the Bank about it.

Chapter 8. Control over the use of the Bank's insider information

1. The list of the Bank's insiders is confidential and is kept by C&ICD. Access to the list of the Bank's Insiders is available to the Chairman and members of the Board of Directors, the Chairman of the Management Board, employees of C&ICD, IAD (during audits), FMarD (in case the trade organizer is included in the list of the Bank's Insiders). Other employees may gain access to the list of the Bank's Insiders only upon agreement with the Chief Compliance Controller.
2. C&ICD, in accordance with the requirements of the securities regulators, submits the Memorandum of Progress of Material Events and the list of Insiders in a timely manner.
3. The list of the Bank's insiders signed by the Chairman of the Board of the Bank or the Chief Compliance Controller is provided to C&ICD:
4. To the authorized body upon its written request within the terms specified in the request with disclosure of information on persons having access to the Bank's insider information in accordance with the regulatory legal act of the National Bank of the Republic of Kazakhstan[[1]](#footnote-0);
5. issuers in respect of which the Bank is an insider (in terms of the Bank's employees who have access to the issuer's insider information) - within 5 business days after receiving a written request.
6. Insiders of the Bank are prohibited at any time from:
7. use Insider Information when making transactions with securities;
8. transfer to third parties or make available to third parties the Insider Information of the Bank, except for the cases provided for by the legislation of the Republic of Kazakhstan and/or these Rules;
9. provide third parties with recommendations on transactions with the Bank's securities based on the Bank's Insider Informationа;
10. disseminate false information in order to influence the situation on the securities market, change the behavior of subjects on the securities market, as well as the opinion of market participants about the Bank or the future price of the Bank's securities;
11. make transactions with the Bank's securities for the purpose of manipulating in the securities market;
12. make transactions with the Bank's securities using the Bank's Insider Information in their own interests or in the interests of third parties;
13. make transactions with the Bank's securities until the moment when Insider Information becomes public, except for transactions made with the prior consent of the Board of Directors and not contrary to the requirements of the legislation of the Republic of Kazakhstan.
14. The Bank's insiders are obliged:
15. maintain the confidentiality of the Insider Information and ensure proper control over the access of unauthorized persons to documents containing the Bank's Insider Information;
16. take measures necessary to restrict access to the Bank's Insider Information by third parties and employees of the Bank who do not need this information to perform their official duties;
17. take the necessary measures to minimize the range of Insiders before disclosing Insider Information to the public;
18. must not trade or advise others to trade in the Bank's securities or disclose relevant securities transactions until the Insider Information has been disclosed to the public.
19. If there is a threat or the fact of unauthorized disclosure of Insider Information, or the loss of documents (information carriers) containing the Bank's Insider Information, the Insider is obliged to immediately notify the Bank's management about this. Notification of the occurrence of a threat or the establishment of the fact of unauthorized disclosure of Insider Information shall be sent to the Bank in a manner that allows confirming the fact of receipt of this notification. Information, including information received by e-mail, related to Insider Information, is transmitted in copies from the structural unit that received it to C&ICD. The originals of the information received on paper are stored in the structural unit that received this information, where they are filed in the appropriate file.
20. Upon receipt of information about violations by the Bank's Insiders of the requirements of these Rules, the Bank, in accordance with the provisions of the Bank's internal documents, initiates an internal audit in order to identify the perpetrators or sources of leakage of the Bank's Insider Information in accordance with the Regulation on ensuring the safety of information constituting banking, commercial and official secret in the Industrial and Commercial Bank of China (Almaty) JSC, approved by the Board of Directors of the Bank.
21. Based on the results of an internal audit, the Bank, represented by the authorized body, may take one or more of the following decisions:

1) on strengthening control over compliance with the requirements of these Rules;

2) on the application to employees of disciplinary measures provided for by the labor legislation of the Republic of Kazakhstan and internal documents of the Bank;

3) on applying to the judicial authorities with a claim for compensation for material damage and / or damage to business reputation caused to the Bank by the actions / inaction of the Bank's Insider;

4) on sending the case materials to law enforcement agencies to bring the perpetrators to criminal liability (if there are signs of a crime), in accordance with the legislation of the Republic of Kazakhstan and internal documents of the Bank;

5) on sending information to the auction organizer, state and judicial bodies, including for the purpose of declaring transactions invalid or concluded for the purpose of manipulating the securities market;

6) on the issuance of a press release on the current situation;

7) other measures provided for by the legislation of the Republic of Kazakhstan.

1. If the Bank considers that the required degree of confidentiality of information related to Insider Information cannot be preserved or that a violation of the confidentiality of this information may be allowed, the Bank immediately takes measures to disclose it in the manner and within the time limits determined by the authorized body of the Bank.
2. In the event of the conclusion of civil law contracts, by virtue of execution of which third parties can gain access to the Bank's Insider Information, the contract must provide for the obligations of third parties to comply with the requirements of these Rules, to maintain a list of insiders and notify persons included them to their list of insiders, as well as the obligation of such persons to provide a copy of their list of insiders to the Bank in the manner and within the time limits established by these Rules. Responsibility for compliance with this paragraph rests with the responsible units initiating the conclusion of agreements with persons gaining access to the Bank's Insider Information.

Chapter 9. Control over the disposal and use of insider information of persons in respect of which the Bank is recognized as an Insider

1. The Bank is recognized as an Insider in relation to a person whose Insider Information the Bank has access to within the framework of civil law relations established with him, a contract concluded, the terms of which provide for the disclosure of the Insider Information of this person to the Bank.
2. Employees of the Bank, who, due to their official position and labor duties, have access to Insider Information of persons in respect of whom the Bank is recognized as an insider, are also Insiders of these persons.
3. If the Bank is recognized as an Insider, the persons specified in clause 61 of the Rules are responsible for sending the Bank a notice of recognition as an Insider and inclusion in the list of Insiders.
4. The Bank and its employees who are Insiders are subject to the requirements of the legislation of the Republic of Kazakhstan and these Rules on the procedure for disposing and using Insider Information of persons in respect of whom the Bank is recognized as an insider.
5. Upon receipt of a notice of recognition of the Bank as an Insider and its inclusion in the list of Insiders, the Bank shall be obliged to:

1) maintain a list of its employees who, due to their official position and job duties, have access to the Insider Information of the said persons;

2) inform its employees about the requirements of the legislation of the Republic of Kazakhstan and these Rules regarding the prohibition on the use of Insider Information of persons in respect of which the Bank is recognized as an Insider;

3) inform the persons in respect of whom the Bank is recognized as an Insider about their employees who, due to their official position and labor duties, have access to the Insider Information of these persons, in the manner and within the time limits established by the legislation of the Republic of Kazakhstan.

1. The Bank has the right to request from persons in respect of which the Bank is recognized as an Insider, the rules of internal control over the disposal and use of insider information.
2. The list of the Bank's employees who have access to the Insider Information of the persons specified in clause 61 of the Rules is maintained by C&ICD.
3. Structural divisions of the Bank are obliged to:

1) when entering into and terminating agreements providing for the disclosure of Insider Information to the Bank, notify C&ICD in writing via corporate e-mail of the conclusion and termination of the relevant agreements and send a list of their employees who have access to Insider Information to a person in relation to whom the Bank is recognized as an Insider, no later than 5 (five) working days from the date of conclusion of the contract;

2) upon receipt of notification from the owners of Insider Information about their inclusion or exclusion from the list of Insiders, immediately notify C&ICD with an Application of a copy of such notification by corporate mail;

3) notify C&ICD of changes in the list of its employees who are Insiders no later than 3 (three) business days from the date of the change;

4) inform their employees about the requirements of the legislation of the Republic of Kazakhstan in relation to Insiders.

1. C&ICD has the right to request relevant contracts, notices, lists of employees who are Insiders under the contracts, as well as other necessary information from the responsible departments. The requested information is submitted by the responsible divisions of C&ICD via corporate e-mail no later than 5 (five) working days from the date of receipt of the request.
2. Based on the information received from the Bank's subdivisions, C&ICD includes the Bank's employees in the list of employees who have access to Insider Information of persons in relation to whom the Bank is recognized as an Insider.
3. The exclusion of the Bank's employees from the list of Insiders of persons in respect of which the Bank is recognized as an Insider is carried out in the event that the Bank receives a notification about the exclusion of the Bank from the list of Insiders or in the event of termination of contractual relations with a person in relation to whom the Bank is recognized as an insider, about which the responsible divisions must notify C&ICD. Exclusion of the Bank's employees from the list of Insiders of the specified persons in case of dismissal/transfer of the Bank's employees is carried out on the basis of a written notice sent by HR&AD to C&ICD within 1 (one) business day from the date of dismissal/transfer of the employee.

#

# Chapter 10. Responsibility for violation of the requirements of these Rules

1. The Bank imposes or requires the relevant competent authorities or organizations to impose measures or administrative penalties on Insiders who violate these Rules, based on the level of severity of such violation in accordance with the relevant requirements. In relation to Insiders who commit violations and thereby cause serious consequences or material damage to the Bank, the Bank may bring them to civil, administrative and other liability provided for by the legislation of the Republic of Kazakhstan.

Violations that may result in the above sanctions include, but are not limited to:

1) using Insider Information for trading in the Bank's securities or advising other persons on trading in the Bank's securities;

2) disclosure of Insider Information prior to its disclosure;

3) failure to disclose, conceal, omit, delay or misrepresent, or failure to provide information in accordance with applicable laws and regulations and these Rules, or failure to cooperate with the Bank in the disclosure of relevant information, the Insider Record Files and the Memorandum of Significant Events;

4) other violations related to the illegal use and dissemination of Insider Information.

1. The heads of SSds that provide information and information for compiling/updating the lists of Insiders are personally responsible for the completeness and accuracy of the information/information, as well as for meeting the deadlines for its submission to C&ICD.

The differentiation of access rights to Insider information is established by the internal regulatory documents “Regulations on ensuring the safety of information constituting banking, official and commercial secrets of Industrial and Commercial Bank of China (Almaty) JSC.

1. C&ICD monitors compliance by the Bank, its officials and employees with the requirements of these Rules in terms of the disposal and use of Insider Information, including by maintaining and updating the lists of Insiders in a timely manner.
2. Legal entities recognized as the Bank's Insiders shall be personally responsible for compliance with the requirements of the legislation of the Republic of Kazakhstan in terms of the prohibition on the use of the Bank's Insider Information and these Rules, including for timely informing their employees and officials of the Bank about the provision (termination) of access to Insider information of the Bank.
3. In case of non-compliance with the restrictions specified in these Rules, misuse and dissemination of Insider Information, the persons who committed such violations are subject to civil, administrative and other liability provided for by the legislation of the Republic of Kazakhstan.
4. Insiders who are employees of the Bank may also be subject to disciplinary liability in accordance with the labor legislation of the Republic of Kazakhstan and internal documents of the Bank.
5. Insiders of the Bank, including those who are employees of the Bank, who have read these Rules, agree that:
6. for violation of these Rules and for making transactions for the purpose of manipulating in the securities market, including with the use of the Bank's Insider Information, they bear personal liability as provided for by the legislation of the Republic of Kazakhstan;
7. The Bank has the right to provide the authorized body with information about the Bank's Insiders (including processing and transfer of their personal data) or transactions made by them, constituting a commercial secret in the securities market in the manner prescribed by the legislation of the Republic of Kazakhstan, internal documents of the auction organizer, the Rules.

# Chapter 11. Final provisions

1. These Rules are subject to approval by the Board of Directors of the Bank.
2. The Rules must be reviewed by the business owner for relevance, taking into account changes in the activities of the Bank and in the legislation of the Republic of Kazakhstan on an annual basis. Amendments and (or) additions to these Rules or cancellation of their validity (loss of its force) are carried out in accordance with the internal regulatory documents of the Bank.
3. The Compliance and Internal Control Department and the Legal Department, according to the internal distribution of legislation monitoring, are responsible for the timely provision of amendments and additions to the legislation of the Republic of Kazakhstan and regulatory acts of the regulator to the attention of the interested departments/bodies Bank.
4. The business owner of the document is responsible for initiating changes to the Rules in accordance with the updated requirements of the regulatory legal acts of the regulator and the legislation of the Republic of Kazakhstan.
5. The business owner of the Rules, within 10 (ten) working days from the date of approval and (or) introduction of amendments and additions to them, brings to the employees of the involved divisions of the Bank the requirements and norms of these Rules for the areas of activity assigned to him by means of a presentation (training) with subsequent testing (for the required IRD categories, if necessary.
6. The Management Board of the Bank ensures, and the Compliance and Internal Control Department exercises control and monitoring of familiarization by the Bank's employees with the requirements of the Bank's IRD, which regulate the procedure for the provision of services by the bank and operations in the financial market.
7. Employees of the Bank using the Rules in the course of their activities, as well as their managers, are liable for non-fulfillment or improper fulfillment of the requirements of these Rules, including disclosure (leakage) of information containing commercial, banking, official and other secrets protected by law, to third parties in accordance with the legislation of the Republic of Kazakhstan.
8. In the event of a change in the name and / or functionality of any of the divisions specified in these Rules, the rights and obligations of the reorganized division are automatically transferred to its successor.
9. In case of non-compliance of these Rules with the requirements of the legislation of the Republic of Kazakhstan, in view of the updates that have arisen that affect the requirements for the content of these Rules, as well as in the part not regulated by these Rules, the Bank is guided by the current legislation of the Republic of Kazakhstan.
10. From the date of entry into force of these Rules, the Rules for internal control over the disposal and use of insider information in the Industrial and Commercial Bank of China (Almaty) JSC, approved by the decision of the Board of Directors dated August 27, 2021 (Minutes No. 6), become invalid.
11. The Bank places these Rules in free access on the Bank's Corporate website www.icbcalmaty.kz., on the Internet resource of the financial reporting depository at: https://dfo.kz/ and on the KASE Internet resource - https://is2in.kase. kz/ (in case of inclusion and presence of Securities (derivative financial instruments) of the Bank in the list of this stock exchange).

Application №1

to the Internal Control Rules for the Disposal and Use of Insider Information

Industrial and Commercial Bank of China (Almaty) JSC

**CONFIDENTIALLY**

**Insider Registration File with Insider Information**

**Industrial and Commercial Bank of China (Almaty) JSC**

|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| **№** | **Insider name:**1. **Last name, first name, patronymic if available (for individuals);**
2. **Name (for legal entities).**
 | **BIN number (for legal entities) / IIN number (for individuals)** | **Organization / Structural unit (for individuals)** | **Position/post (position) (for individuals)** | **Type (individual or legal entity)** | **Date of birth (for individuals)** | **Location (for legal entities)** | **Details of the document confirming the state registration (re-registration) of a legal entity (for legal entities)** | **Phone (contacts)** | **Relations with ICBC (for legal entities)** | **Date of occurrence of the basis for inclusion in the list of insiders** | **Time of receipt of Insider Information[[2]](#footnote-1)** | **Reason for obtaining Insider Information (Basic for inclusion in the list of insiders)** | **Place where insider information is obtained** | **Methods of Obtaining Insider Information[[3]](#footnote-2)** | **Content of Insider Information** | **Stage of distribution of Insider information[[4]](#footnote-3)** | **Mark and date of receipt of the notification signed by the insider**  | **Date of exclusion from the list of insiders** | **Data on the fact of ownership of the Bank's securities as of the date of provision of information** | **Registration time** | **Registered (full name, position)** |
| **1** | **2** | **3** | **4** | **5** | **6** | **7** | **8** | **9** | **10** | **11** | **12** | **13** | **14** | **15** | **16** | **17** | **18** | **19** | **20** | **21** | **22** | **23** |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
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Application №2

to the Internal Control Rules for the Disposal and Use of Insider Information

Industrial and Commercial Bank of China (Almaty) JSC

**CONFIDENTIALLY**

**For external organs**

**List of insiders**

**Industrial and Commercial Bank of China (Almaty) JSC**

|  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| № | Last name, first name, patronymic if available (for individuals)Name(for legal entities) | Type (individual or legal entity) | Date of birth, contact position (for individuals) | Location (for legal entities) | Реквизиты Details of the document confirming the state registration (re-registration) of a legal entity (for legal entities) | Grounds for inclusion in the list of insiders | Date of occurrence of the basis for inclusion in the list of insiders | Date of exclusion from the list of insiders | Data on the fact of ownership of the Bank's securities as of the date of provision of information |
| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | 9 | 10 |
|  | Individuals |
|  |  |  |  |  |  |  |  |  |  |
|  | Legal entities |
|  |  |  |  |  |  |  |  |  |  |

Application №3

to the Internal Control Rules for the Disposal and Use of Insider Information

Industrial and Commercial Bank of China (Almaty) JSC

CONFIDENTIALLY

Notification on the inclusion of an individual in the list of insiders

and non-disclosure of insider, confidential information

Industrial and Commercial Bank of China (Almaty) JSC

The Industrial and Commercial Bank of China (Almaty) JSC (hereinafter referred to as the Bank) hereby notifies you that from "\_\_\_\_" \_\_\_\_\_\_\_\_\_\_ 20\_\_\_\_. You are recognized as an insider of the Bank and included in the list of insiders of the Bank in accordance with the requirements of the legislation of the Republic of Kazakhstan and the Rules for internal control over the disposal and use of insider information Industrial and Commercial Bank of China (Almaty) JSC.

In this regard, you are obliged to comply with the requirements of the legislation of the Republic of Kazakhstan regarding the use and / or disclosure of the Bank's insider information, including the requirements of the Law of the Republic of Kazakhstan “On the Securities Market”, as well as the Internal Control Rules for the Disposal and Use of Insider Information of the Industrial and Commercial Bank of China (Almaty) JSC, posted on the Bank's website at: www.icbcalmaty.kz, on the Internet resource of the financial reporting depository at: https://dfo.kz.

**Insider information** is undisclosed, reliable information that is related to the activities and finances of the Bank or has a significant impact on the market prices of the Bank's transactions with securities and derivatives, about securities (derivative financial instruments), transactions with them, about the issuer that issued (provided ) securities (derivative financial instruments), their activities constituting a commercial secret, other information not known to third parties, the disclosure of which may affect the change in the value of securities (derivative financial instruments) and the activity of their issuer.

Restrictions on the use of insider information.

As an insider of the Bank, you may not:

1. use the Bank's insider information when making transactions with securities (derivative financial instruments) issued by the Bank;
2. transfer to third parties or not make available to third parties the insider information of the Bank;
3. not provide third parties with recommendations on transactions with securities based on the Bank's insider information.

**Commitment to Confidentiality.**

Insider information that you have or will have in the future is strictly confidential and is not subject to disclosure to third parties. You must take all available effective measures to restrict access of unauthorized persons to the Bank's insider information.

**Notice of exclusion of an individual from the list of insiders.**

Upon termination of contractual obligations/functional duties, access to insider information will be terminated and you will be automatically excluded from the list of the Bank's insiders, while the restriction on the use of insider information, access to which was obtained during the period of fulfillment of contractual obligations/functional duties, remains for 5 years after losing insider status.

**Liability for misuse of insider information.**

In case of non-compliance with the above restrictions, misuse and / or disclosure of the Bank's insider information, you may be held civil, administrative and other liability provided for by the legislation of the Republic of Kazakhstan, as well as against you, if you are an employee of the Bank, disciplinary sanctions may be applied in accordance with the labor legislation of the Republic of Kazakhstan.

Application №1

to the Notification on the inclusion of an individual in the list of insiders

and non-disclosure of insider, confidential information

Industrial and Commercial Bank of China (Almaty) JSC

**Insider Registration File with Insider Information**

**Industrial and Commercial Bank of China (Almaty) JSC**

(for individuals)

|  |  |  |
| --- | --- | --- |
|  | **Last name, first name, patronymic if available** |  |
|  | **IIN number** |  |
|  | **Organization / Structural unit** |  |
|  | **Position / post (position)** |  |
|  | **Date of Birth**  |  |
|  | **Phone (contacts)** |  |
|  | **Date of occurrence of the basis for inclusion in the list of insiders** |  |
|  | **Time of receipt of Insider Information** |  |
|  | **Basis for obtaining Insider Information[[5]](#footnote-4)** |  |
|  | **Place where insider information is obtained** |  |
|  | **Methods of Obtaining Insider Information[[6]](#footnote-5)** |  |
|  | **Content of insider information** |  |
|  | **Stage of distribution of Insider information[[7]](#footnote-6)** |  |
|  | **Mark and date of receipt of a written notice of the inclusion of an individual in the list of insiders and non-disclosure of insider, confidential information[[8]](#footnote-7)** |  |

By signing this Registration File, you:

- confirm that the information provided is true, accurate and complete, and you are familiar with the relevant legislation and regulations of the Republic of Kazakhstan, as well as with the Rules for internal control over the disposal and use of insider information Industrial and Commercial Bank of China (Almaty) JSC,

- confirm acceptance of the restrictions established by the legislation of the Republic of Kazakhstan in relation to insiders, the Rules for internal control over the disposal and use of insider information Industrial and Commercial Bank of China (Almaty) JSC,

- confirm the acceptance of obligations on non-disclosure of insider information and are familiar with the responsibility for misuse and / or disclosure of insider information Industrial and Commercial Bank of China (Almaty) JSC,

- in accordance with the Law of the Republic of Kazakhstan dated May 21, 2013 No. 94-V ZRK “On Personal Data and their Protection” (hereinafter referred to as the Law), you provide Industrial and Commercial Bank of China (Almaty) JSC with your consent to the collection and processing of your personal data to authorized bodies and organizations in accordance with the requirements of regulatory legal acts of the Republic of Kazakhstan, Kazakhstan Stock Exchange JSC, as well as for cross-border transfer of your personal data, incl. in accordance with subparagraph 1) of paragraph 3 of Article 16 of the Law.

Industrial and Commercial Bank of China (Almaty) JSC asks to sign and return the signed present Registration File no later than 3 (three) business days from the date of receipt.

This Registration File is completed by me personally. I agree with the above conditions, which I confirm with my signature.

|  |  |  |
| --- | --- | --- |
|  |  |  |
| surname, name and patronymic (if any) |  | (signature) |

“\_\_\_\_”\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ 20\_\_\_

Application №4

to the Internal Control Rules for the Disposal and Use of Insider Information

Industrial and Commercial Bank of China (Almaty) JSC

CONFIDENTIALLY

Notice of inclusion of a legal entity in the list of insiders

Industrial and Commercial Bank of China (Almaty) JSC

Hereby Industrial and Commercial Bank of China (Almaty) JSC (hereinafter referred to as the Bank) notifies you that (name of the legal entity) (hereinafter referred to as the Organization) is recognized from "\_\_\_\_" \_\_\_\_\_\_\_\_\_\_20\_\_\_\_. the Bank's insider and is included in the list of the Bank's insiders in accordance with the requirements of the legislation of the Republic of Kazakhstan and the Rules for internal control over the disposal and use of insider information Industrial and Commercial Bank of China (Almaty) JSC (hereinafter - the Rules).

For this reason, the Organization is obliged:

1. comply with the requirements of the legislation of the Republic of Kazakhstan regarding the use and / or disclosure of the Bank's insider information, including the Law of the Republic of Kazakhstan "On the securities market", as well as the Rules posted on the Bank's website at: www.icbcalmaty.kz, the Internet resource of the financial reporting depository at: https://dfo.kz;
2. inform the Bank, in respect of which the Organization is recognized as an insider, about its employees who, by virtue of their official position and labor duties, have access to the Bank's insider information, in the manner and within the time limits established by the Rules.

**Insider information** is undisclosed, reliable information that is related to the activities and finances of the Bank or has a significant impact on the market prices of the Bank's transactions with securities and derivatives, about securities (derivative financial instruments), transactions with them, about the issuer that issued (provided ) securities (derivative financial instruments), their activities constituting a commercial secret, other information not known to third parties, the disclosure of which may affect the change in the value of securities (derivative financial instruments) and the activity of their issuer.

Restrictions on the use of insider information**.**

Being an insider of the Bank, the Organization is not entitled to:

1. use the Bank's insider information when making transactions with securities (derivative financial instruments) issued by the Bank;
2. transfer to third parties or not make available to third parties the insider information of the Bank;
3. provide third parties with recommendations on transactions with securities based on the Bank's insider information.

In particular, to limit the use of insider information, the Organization is obliged:

1. maintain a list of its employees who, by virtue of their official position and official duties, have access to the Bank's insider information;
2. inform its employees about the requirements of the legislation of the Republic of Kazakhstan, including the Law of the Republic of Kazakhstan “On the Securities Market”, and the Rules regarding the prohibition on the use of insider information of the Bank;
3. inform the Bank about its employees who, due to their official position and official duties, have access to the Bank's insider information, in the manner and within the time limits established by the Rules, with the provision of signed originals of the Registration Files (Applications No. 1, 2 to this Notice);
4. ensure compliance with the confidentiality regime in relation to the Bank's Insider Information, including the signing by the employees of the Organization of an agreement on non-disclosure of such information;
5. inform public associations and self-regulatory organizations, of which the Organization is a member, of the need for them to comply with the requirements of the legislation of the Republic of Kazakhstan, including the Law of the Republic of Kazakhstan “On the Securities Market”, in terms of the prohibition on the use of the Bank’s insider information, and the Rules (in case of disclosure by such insider information organizations of the Bank);
6. inform the Bank about public associations and self-regulatory organizations, of which the Organization is a member, in accordance with the procedure and terms established by the Rules (in case of disclosure of the Bank's insider information to such organizations).

**Commitment to Confidentiality.**

Insider information that the Organization has or will have in the future is strictly confidential and is not subject to disclosure to third parties. The Organization must take all available effective measures to restrict access of unauthorized persons to insider information.

**Notice of exclusion of a legal entity from the list of insiders.**

Upon termination of contractual obligations, access to insider information will be terminated and the Organization will be automatically excluded from the list of the Bank's insiders, while the restriction on the use of insider information, access to which was obtained during the period of fulfillment of contractual obligations, remains within 5 years after the loss of insider status.

**Liability for misuse of insider information.**

In case of non-compliance with the above restrictions, misuse and / or disclosure of the Bank's insider information, the Organization may be held civil, administrative and other liability provided for by the legislation of the Republic of Kazakhstan.

By receiving this Notice, the Organization confirms that it has notified or notify its employees and authorized persons who, by virtue of their official position and official duties, have access to the Bank's insider information about the inclusion of an individual in the list of insiders and non-disclosure of insider and confidential information (Application No. 2 to this Notice ), has received or will receive all the necessary consents to the collection and processing of personal data required in accordance with the Law of the Republic of Kazakhstan dated May 21, 2013 No. 94-V ZRK “On Personal Data and their Protection” (hereinafter referred to as the Law) from its employees and authorized persons, having, by virtue of their official position and official duties, access to the insider information of the Bank, authorized bodies and organizations in accordance with the requirements of the regulatory legal acts of the Republic of Kazakhstan, Kazakhstan Stock Exchange JSC, as well as to the cross-border transfer of such personal data, incl. in accordance with subparagraph 1) of paragraph 3 of Article 16 of the Law.

Sincerely,

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  |  |  |  |  |
| Position of the head of the Bank |  | (signature) |  | Full name (if available) |

Application №1

to the Notification on the inclusion of a legal entity in the list of insiders

Industrial and Commercial Bank of China (Almaty) JSC

**Insider Registration File with Insider Information**

**Industrial and Commercial Bank of China (Almaty) JSC**

(for legal entities)

|  |  |  |
| --- | --- | --- |
|  | **Name of company** |  |
|  | **BIN number** |  |
|  | **Location** |  |
|  | **Details of the document confirming the state registration (re-registration) of a legal entity** |  |
|  | **Phone (contacts)** |  |
|  | **Relationship with ICBC** |  |
|  | **Date of occurrence of the basis for inclusion in the list of insiders** |  |
|  | **Time of receipt of Insider Information[[9]](#footnote-8)** |  |
|  | **Basis for obtaining Insider Information** |  |
|  | **Place where insider information is obtained** |  |
|  | **Methods of Obtaining Insider Information[[10]](#footnote-9)** |  |
|  | **Content of insider information** |  |
|  | **Stage of distribution of Insider information[[11]](#footnote-10)** |  |
|  | **Mark and date of receipt of written notice of inclusion in the list of insiders[[12]](#footnote-11)** |  |

By signing this Registration File, you confirm that the information provided is true, accurate and complete, and you are familiar with the relevant legislation and regulations of the Republic of Kazakhstan, as well as with the Rules for internal control over the disposal and use of insider information Industrial and Commercial Bank of China ( Almaty JSC.

Industrial and Commercial Bank of China (Almaty) JSC asks to sign and return the signed present Registration File no later than 3 (three) business days from the date of receipt.

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  |  |  |  |  |
| Position of the head of the Organization |  | (signature) |  | surname, name and patronymic (if any) |

Official Seal of the Organization (if any): Space for Seal.

“\_\_\_\_”\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ 20\_\_\_.

Application №5

to the Internal Control Rules for the Disposal and Use of Insider Information

Industrial and Commercial Bank of China (Almaty) JSC

**Memorandum on the course of important events**

**Industrial and Commercial Bank of China (Almaty) JSC**

Stock Name: ICBC

Stock Code: 601398 (A Share); 1398 (H Share)

I guarantee that the information provided is true, accurate and complete and I have knowledge of relevant laws and regulations as well as the *Management Measures of ICBC for Inside Information and Insiders*. List of Significant Events:

|  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| **Stage[[13]](#footnote-12)** | **Time[[14]](#footnote-13)** | **Place** | **Name of participating institution/participant** | **Ways to Participate[[15]](#footnote-14)** | **Department / institution** | **Position / post (position)** | **Method of planning/decision making** | **Member's signature** | **Notes** |
|  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| Head of Institution/Structural unit: |  |  |  |  | Official seal of the Institution: |
| surname, name and patronymic (if any) |  | (signature) |  |

Notes:

1. This Memorandum shall be terminated upon an acquisition, restructuring of tangible assets, issuance of securities, merger, spin-off, share buyback or any other material event, or upon the occurrence of a matter that may have a material effect on the market prices of the Bank's securities and derivatives, or it is required by the Shanghai Stock Exchange or other institutions.

2. Significant events must be reported on a case-by-case basis, i.e. each completed memorandum must include only one significant event. Different events must be logged separately.

1. Resolution of the Board of the National Bank of the Republic of Kazakhstan dated July 26, 2019 No. 124 " On Approval of the Rules and Conditions for Disclosing Information Concerning the Issuer's Activities and Not Publicly Available. [↑](#footnote-ref-0)
2. “Time of Obtaining Insider Information” refers to the earliest moment when an Insider has or should have access to Insider Information. [↑](#footnote-ref-1)
3. “Means of obtaining insider information” includes, but is not limited to: meetings, telephone, fax, written report and email. [↑](#footnote-ref-2)
4. The “Insider Dissemination Stage” includes, but is not limited to: negotiation and planning, justification and consultation, contract award, internal reporting, transfer, preparation and decision. [↑](#footnote-ref-3)
5. “Time of receipt of Insider Information” refers to the earliest time that an Insider has or should have access to Insider Information. [↑](#footnote-ref-4)
6. “Means of obtaining insider information” includes, but is not limited to: meetings, telephone, fax, written report and email. [↑](#footnote-ref-5)
7. The “Insider Dissemination Stage” includes, but is not limited to: negotiation and planning, justification and consultation, contract award, internal reporting, transfer, preparation and decision. [↑](#footnote-ref-6)
8. “The mark and date of receipt of the notification of the inclusion of an individual in the list of insiders and non-disclosure of insider, confidential information”, according to Applications No. 3 to the Internal Control Rules for the Disposal and Use of Insider Information Industrial and Commercial Bank of China (Almaty) JSC set out in this notice letter. [↑](#footnote-ref-7)
9. “Time of receipt of Insider Information” refers to the earliest time that an Insider has or should have access to Insider Information. [↑](#footnote-ref-8)
10. “Means of obtaining insider information” includes, but is not limited to: meetings, telephone, fax, written report and email. [↑](#footnote-ref-9)
11. The “Insider Dissemination Stage” includes, but is not limited to: negotiation and planning, justification and consultation, contract award, internal reporting, transfer, preparation and decision. [↑](#footnote-ref-10)
12. “Mark and date of receipt of the written notice of inclusion in the list of insiders”, according to Applications No. 4 to the Internal Control Rules for the Disposal and Use of Insider Information Industrial and Commercial Bank of China (Almaty) JSC set forth in this letter of notice. [↑](#footnote-ref-11)
13. The "stage" includes demonstrating the plan, communicating and negotiating, forming the appropriate intentions, making the appropriate decisions, entering into the relevant contracts, and completing the procedures for applying for approval. [↑](#footnote-ref-12)
14. "Time" refers to the phase associated with planning and decision making. [↑](#footnote-ref-13)
15. "Methods of Participation" includes, but is not limited to, meeting, telephone, fax, written report, and email. [↑](#footnote-ref-14)