**BULLETIN**

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

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

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

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

**Location of the executive body of UKTMP JSC**: Republic of Kazakhstan, East Kazakhstan Region, Ust-Kamenogorsk, Sogrinskaya str., building 223/3, postal index 070017.

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

**The list of shareholders entitled to participate in the Extraordinary** **General Meeting of Shareholders of the Company is compiled by the Central Securities Depository on the basis of data from the system of registers of shareholders of UKTMP JSC.** Date of compilation of the list of shareholders entitled to participate in the Extraordinary General Meeting of Shareholders of the Company: November 26, 2021.

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

**The date to start submission of the Bulletin for calculating the results of absentee voting:** December 08, 2021 from 09-00 a.m. (Nur-Sultan time).

**The final date and time of submission of the Bulletin for absentee voting of UKTMP JSC shareholders:** December 22, 2021, till 14-00 p.m. (Nur-Sultan time).

**Date and time of summing up the results of absentee voting and counting of votes (closing date of the Annual General Meeting of Shareholders):** December 22, 2021, 15-00 p.m. (Nur-Sultan time).

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

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

To approve the following agenda of the Extraordinary General Meeting of UKTMP JSC Shareholders, proposed by the Board of Directors of the Company (Decision No. 4 of the absentee meeting of the Board of Directors of UKTMP JSC dd. 19.11.2021).

AGENDA

of the Extraordinary General Meeting of UKTMP JSC Shareholders:

1. On early termination of full powers and election of a new member of the Board of Directors of the Company.
2. On early termination of full powers and election of a new member of the Counting Commission of the Company.

**Decision taken on this issue:**

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| |  |  |  |  | | --- | --- | --- | --- | | **AYE** | **NAY** | **ABSTAINED** | **NOTE** | |  |  |  |  | |

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

Signature, date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ «\_\_\_\_» \_\_\_\_\_\_\_\_ 2021

**AGENDA**

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

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

*1. On early termination of full powers and election of a new member of the Board of Directors of the Company.*

Due to the death on September 08, 2021 of the member of UKTMP Board of Directors, representative of the company NEW METAL INVESTMENTS PTE. LTD. – Mr. Salimzhan Abishev, it is necessary to consider changes in the membership of the Board of Directors of the Company.

On November 01, 2021, a written proposal was received from NEW METAL INVESTMENTS PTE. LTD. on the inclusion of a new representative in the membership of the Board of Directors of the Company in the person of Mr. Alisher Pirmetov (CV is attached, Annex No. 1).

In accordance with subparagraph 5) of paragraph 2 of Article 36 of the Law of the Republic of Kazakhstan “On Joint Stock Companies” (hereinafter - the Law on JSC), the issue of early termination of full powers and election of a new member of the Board of Directors of the Company belongs to the exclusive competence of the general meeting of shareholders.

According to paragraph 3 of Article 55 of the Law on JSC, the General Meeting of Shareholders has the right to early terminate the full powers of all or individual members of the Board of Directors.

The full powers of such a member of the Board of Directors shall terminate from the date once the decision on early termination of his full powers is taken by the General Meeting of Shareholders.

Considering the above, the Board of Directors of the Company is invited to:

1) early terminate the full powers of the member of UKTMP Board of Directors, representative of the company NEW METAL INVESTMENTS PTE. LTD. – Mr. Salimzhan Abishev due to his death;

2) elect a new member of UKTMP Board of Directors, representative of the company NEW METAL INVESTMENTS PTE. LTD. since the date of this meeting till the end of full powers of the members of the Board of Director of the Company.

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

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| |  |  |  |  | | --- | --- | --- | --- | | **AYE** | **NAY** | **ABSTAINED** | **NOTE** | |  |  |  |  | |

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

Signature, date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ «\_\_\_\_» \_\_\_\_\_\_\_\_ 2021

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

*2. On early termination of full powers and election of a new member of the Counting Commission of the Company.*

In accordance with subparagraph 4) of paragraph 1 of Article 36 of the Law of the Republic of Kazakhstan "On Joint Stock Companies", the election of members of the counting commission and early termination of their full powers are within the exclusive competence of the general meeting of shareholders.

By the decision of the Annual General Meeting of Shareholders of the Company dated August 18, 2021, Ramazanov Dauren was elected a member of the counting commission.

Considering that since September 06, 2021, business relations were terminated with the member of the counting commission, the head of the internal audit service of UKTMP JSC, Ramazanov Dauren, the Extraordinary General Meeting of Shareholders of the Company is invited to:

1) early terminate the full powers of the member of the counting commission Ramazanov Dauren since September 06, 2021;

2) to elect Rakhimkanov Erzhan, the Head of the Financial Department of UKTMP JSC, as the member of the counting commission since the date of this meeting till the end of full powers of the counting commission (CV is attached, Annex No. 2).

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

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

Signature, date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ «\_\_\_\_» \_\_\_\_\_\_\_\_ 2021

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

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

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

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

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

The original of the filled-in absentee voting bulletin is submitted by the shareholders to the location of the executive body of UKTMP JSC or using postal or courier services at the address: Republic of Kazakhstan, East Kazakhstan region, Ust-Kamenogorsk city, Sogrinskaya street, building 223/3, postal code 070017, **by 14-00 p.m. (Nur-Sultan time) on December 22, 2021**. The date of submission of the absentee voting bulletin is the date of its registration with UKTMP JSC.

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

Signature, date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ "\_\_\_\_" \_\_\_\_\_\_\_\_ 2021