

Rights and Obligations of the Bank's Insiders, Restriction of Rights of the Bank's Insiders¹

Insiders of the Bank shall have the right to:

1) Insiders of the Bank shall have the right of access to Insider information necessary for the performance of their duties under employment or civil law agreements with the Bank, internal documents of the Bank.

Insiders of the Bank are obliged to:

1) comply with the procedure for making transactions with securities and other financial instruments of the Bank, as well as other requirements and obligations established in respect thereof by the Policy on Disposal and Use of Insider Information in Subsidiary JSC VTB Bank (Kazakhstan) (hereinafter referred to as the Policy), other internal documents of the Bank, as well as applicable laws of the Republic of Kazakhstan;

2) ensure confidentiality of insider information in accordance with the requirement of the laws of the Republic of Kazakhstan and internal documents of the Bank, take all measures depending on them to protect and prevent misuse and distribution of insider information;

3) in case of loss of the status of an employee/person having access to the Bank's insider information, hand over in accordance with the procedure established by the Bank's internal documents the information carriers containing insider information in his/her possession;

4) immediately notify their immediate supervisor or a person substituting them (for the Bank's employees), a responsible person of the Bank (for Counterparties), on loss or shortage of documents, files containing insider information, keys to safes/cabinets, passes, passwords or upon detection of unauthorized access to the Bank's insider information and similar situations;

5) in case an employee/person becomes aware of misuse of insider information, notify the Compliance Control and Financial Monitoring Department (hereinafter – CC&FMD) thereof within one (1) business day from the date when he/she became aware of misuse of insider information by sending a message to the CC&FMD via the Bank's internal corporate mail and/or in the form of a memo sent via EDMS;

6) notify the Bank on transactions with the Bank's securities; on conclusion of agreements being derivative financial instruments, the price of which depends on such securities. The procedure and form of sending notifications shall be determined by the internal documents of the Bank and the laws of the Republic of Kazakhstan.

The notification of the Insider's transactions shall be sent to the Bank not later than three (3) calendar days from the date of the transaction (operation) in the form provided in Annex 1 to this Policy by one of the following methods:

- a) by e-mail to the following address: insaider@vtb-bank.kz
- b) by postal mail;
- c) by courier.

Postal mail or courier delivery shall be sent to the address of the Bank's location: 26/29, Timiryazev St., Almaty 050040, Republic of Kazakhstan.

The CC&FMD of the Bank shall keep records of all received Notifications on the Insider's transactions in accordance with the Bank's internal documents. Information on received notifications shall be kept in the Bank for three (3) years from the date of exclusion of the Insider

¹ See: Chapter 8 of the Policy on Disposal and Use of Insider Information in the Subsidiary JSC VTB Bank (Kazakhstan), approved by Resolution of the Board of Directors of Subsidiary JSC VTB Bank (Kazakhstan) No. 23/2023 dated September 11, 2023;

from the list of Insiders of the Bank, unless another term is established by applicable laws of the Republic of Kazakhstan.

Insiders of the Bank shall not have the right to:

- 1) use insider information in transactions with securities (derivative financial instruments), except for cases stipulated by the laws of the Republic of Kazakhstan;
- 2) transfer to third parties or make insider information available to third parties, except for cases stipulated by legislative acts of the Republic of Kazakhstan;
- 3) provide third parties with recommendations or proposals for securities transactions based on insider information;
- 4) perform actions related to market manipulation in accordance with Chapter 6 of the Policy and applicable laws of the Republic of Kazakhstan.

Disclosure of Insider Information²

Disclosure of insider information shall be carried out in accordance with the procedure and on the terms established by Article 56-1 of the Law of the Republic of Kazakhstan "On Securities Market" and internal documents of the issuer (Bank).

The Bank's internal documents ensuring control over the disposal and use of insider information developed and approved in accordance with the requirements of [Clause 5 of Article 56-1](#) of the Law of the Republic of Kazakhstan "On Securities Market", are posted by the Bank in the state and Russian languages on the Internet resource of the financial statements depository, and on the Internet resource of the stock exchange, and are also provided by the Bank at the request of stakeholders without charging a fee with the exception of the fee for providing copies of the Rules for internal control over the disposal and use of insider information of the VTB Bank (Kazakhstan) Subsidiary Joint Stock Company in the amount not exceeding the cost of their production.

During the circulation period of its equity securities in accordance with Annex No. 2 to Resolution No. 189 of the Board of the National Bank of the Republic of Kazakhstan dated August 27, 2018 "On Approval of the Rules of Information Disclosure by the Issuer, Requirements to the Content of Information to be Disclosed by the Issuer, as well as Terms of Information Disclosure on the Internet Resource of the Financial Statements Depository", the Bank shall ensure placement of financial statements on the Internet resource of the depository:

- 1) insider information on corporate events, the list of which is defined by [Clause 5 of Article 102](#) of the Law of the Republic of Kazakhstan "On Securities Market", except for information specified in Sub-clauses 3), 5), 6) and 6-1) of Clause 5 of Article 102 of the Law of the Republic of Kazakhstan "On Securities Market", disclosed by the central depository through information interaction of information systems of the central depository and the organization maintaining the depository of financial statements;
- 2) the composition of participants holding ten percent or more of the Issuer's participation interests;
- 3) the list of organizations in which the issuer holds ten or more percent of shares (stakes, units) of each such organization;

² See: Chapter 10 of the Policy on Disposal and Use of Insider Information in the Subsidiary JSC VTB Bank (Kazakhstan), approved by Resolution of the Board of Directors of Subsidiary JSC VTB Bank (Kazakhstan) No. 23/2023 dated September 11, 2023;

4) methods of determining the value of shares when they are repurchased by a joint stock company on the unorganized market.

Insider information on corporate events of the Bank specified in Clause 34 of the Policy shall be disclosed on the Internet resource of the financial statements depository within the terms stipulated by the laws of the Republic of Kazakhstan.

When the Bank's securities (derivative financial instruments) are included in the list of the stock exchange, the Bank and persons recognized as the Bank's insiders shall ensure disclosure of the Bank's insider information and securities (derivative financial instruments) issued (provided) by the Bank, the disclosure of which will affect the change in their value and the issuer's activities prior to the commencement of trading in such securities (derivative financial instruments) in accordance with the procedure and on the terms and conditions established by the rules of the stock exchange.

When securities (derivative financial instruments) included in the list of the trade organizer are circulating in the trading systems of stock exchanges operating in foreign countries, insider information shall be disclosed in one of the following ways:

1) messages implying disclosure of insider information to a wide range of persons shall be sent simultaneously to all stock exchanges whose lists include the Bank's securities, after which they shall be placed (distributed) in other mass media, the list of which is determined by the Bank's internal documents;

2) messages implying disclosure of insider information among a wide range of persons shall be sent to a stock exchange operating in the territory of the Republic of Kazakhstan, after which they shall be sent to stock exchanges operating in the territory of foreign countries, whose lists include securities of the Bank and shall be placed (distributed) in other mass media, the list of which is determined by internal documents of the Bank.

The list of mass media used for disclosure of insider information shall be established by the Bank's internal documents and shall contain information on (about):

- 1) the name of the mass media;
- 2) the periodicity of the printed publication;
- 3) addresses for accessing Internet resources;
- 4) other information about the mass media that allows any stakeholders to gain access to it.

The Bank shall provide free access to familiarization with the Bank's internal documents without charging a fee, except for cases stipulated by Clause 32 of this Policy.

Insider information shall be disclosed in mass media included in the list established by the Bank's internal documents.

The terms of disclosure of insider information for which the legislative acts of the Republic of Kazakhstan and/or the Rules of the Trade Organizer do not determine the terms of disclosure shall be established by the Bank's internal documents.

In case of disclosure of insider information through its placement (publication) in several mass media established by the Bank's internal documents regarding the disposal and use of insider information, the date of disclosure of insider information shall be the date of the first placement (publication) of insider information in the mass media.

Access Procedure and Control over the Disposal and Use of Insider Information³

³ See Chapter 11 of the Policy on Disposal and Use of Insider Information in the Subsidiary JSC VTB Bank (Kazakhstan), approved by Resolution of the Board of Directors of Subsidiary JSC VTB Bank (Kazakhstan) No. 23/2023 dated September 11, 2023;

In order to ensure control over the disposal and use of insider information, the Bank shall organize the following activities, including, but not limited to, activities on:

1) disclosure, in accordance with the procedure and on the terms and conditions established by a regulatory legal act of the Authorized State Body, of information related to its activities and not publicly available, if such information in connection with the consequences for the Bank's property and financial position may affect the value of securities (derivative financial instruments) issued (granted) by the Bank;

2) development and approval of the Bank's internal documents related to the disposal and use of insider information, as well as control over fulfillment of the requirements of such internal documents of the Bank by the Bank's employees;

3) establishment of a structural subdivision or appointment of an official whose duties include control over compliance by the Bank and its official and employees with the requirements of the laws of the Republic of Kazakhstan and the Bank's internal documents relating to the disposal and use of insider information, and such structural subdivision or official shall not have a conflict of interest with the functional duties performed;

4) maintaining and keeping up to date the list of persons having access to the Bank's Insider information specified in Sub-clauses 1), 2), 3) and 4) of Clause 3 of Article 56-1 of the Law of the Republic of Kazakhstan "On Securities Market";

5) notification of persons included in the list specified in Sub-clause 4) of this Clause of the Policy on their inclusion (exclusion) in the list (from the list), informing the said persons on the requirements of the laws of the Republic of Kazakhstan and internal documents of the Bank in terms of disposal and use of insider information;

6) submission of the list of persons included in the list specified in Sub-clause 4) of this Clause of the Policy to the Authorized State Body upon its request;

7) implementation of other measures prescribed by the Bank's internal documents.

The Bank shall ensure the necessary organizational and technical conditions for observance of the established confidentiality regime by persons having access to insider information.

The Bank shall be entitled to introduce procedures aimed at protecting confidentiality of insider information from misuse to ensure compliance with the procedure for access to insider information, including:

1) to establish an access regime (including employees of the Bank) to certain premises occupied by the Bank (including on non-business days);

2) to limit distribution of information on customers, counterparties, operations and transactions subject to the laws of the Republic of Kazakhstan in the Bank's automated systems;

3) to introduce procedures for labeling internal documents, correspondence containing insider information of the Bank and/or third-party insiders who have included the Bank in their lists of insiders;

4) to receive from the Bank's governing bodies, management bodies, officials and employees of the Bank written obligations on non-disclosure of insider information;

5) to destroy all documents not subject to storage that may contain insider information stored on tangible media in accordance with the procedure established by the laws and internal documents of the Bank;

6) to introduce procedures to protect workplaces and document storage locations from unauthorized access;

7) to use systems to protect information from unauthorized access, including during transmission via communication channels;

8) to introduce other procedures as the Bank deems necessary.

The Bank establishes the following general rules and restrictions:

- 1) The Bank's insiders shall be obliged to be guided by reasonableness and avoid personal investments that may turn out to be improper (in violation of the law or requirements of the Bank's internal documents), jeopardize the Bank's reputation or create a conflict of interest;
- 2) for the purposes of prevention of market abuse, the Bank may introduce control over transactions of the Bank's employees in the financial market.

Delimitation of Insiders' Access Rights to the Bank's Insider Information⁴

Shareholders of the Bank shall have the right of access to insider information of the Bank within the framework of rights and obligations specified by the Articles of Association of the Bank.

Officials of the Bank shall have the right of general access to the Bank's insider information by virtue of their position and labor duties.

Employees of the Bank shall have the right of access to insider information within the framework of their official duties provided for by the laws of the Republic of Kazakhstan, other regulatory legal acts of the Republic of Kazakhstan, internal documents of the Bank, labor or civil employment agreements of the Bank.

The persons listed in Sub-clauses 3) - 9) of Clause 3 of Article 56-1 of the Law of the Republic of Kazakhstan "On Securities Market" shall have the right of access to the Bank's insider information within the framework of concluded contracts and/or agreements or other legal grounds.

The Bank shall disclose insider information to state bodies (employees) of the Republic of Kazakhstan within their competence in cases and in accordance with the procedure expressly established by the laws of the Republic of Kazakhstan and internal documents of the Bank.

Any person who does not have access to the Bank's insider information, but has received the said information, shall be obliged to comply with the prohibitions stipulated by the Bank's internal documents and the laws of the Republic of Kazakhstan.

Persons having access to the insider information of the Bank shall be obliged to comply with the prohibitions stipulated by the laws of the Republic of Kazakhstan and these Rules.

Insiders of the Bank shall use insider information only in the interests of the Bank and in accordance with the internal documents of the Bank and the laws of the Republic of Kazakhstan.

Preventing Unauthorized Use of the Bank's Insider Information⁵

14. In order to ensure compliance of the persons specified in Chapter 3 of the Rules of Internal Control over Disposal and Use of Insider Information of Subsidiary JSC VTB Bank (Kazakhstan) (hereinafter referred to as the Rules) with the procedure for use of insider information, the Bank shall be entitled to take the following actions:

- 1) to establish a pass regime in the buildings and separate premises occupied by the Bank (both on business and non-business days);
- 2) to provide in the Bank's internal documents, employment and other agreements for obligations to comply with the procedure for the use of insider information, as well as liability

⁴ See Chapter 3 of the Rules of Internal Control over Disposal and Use of Insider Information of Subsidiary JSC VTB Bank (Kazakhstan) approved by the Resolution of the Board of Directors of Subsidiary JSC VTB Bank (Kazakhstan) No. 19/2023 dated 15.06.2023;

⁵ See: Chapter 5 of the Rules of Internal Control over Disposal and Use of Insider Information of Subsidiary JSC VTB Bank (Kazakhstan) approved by the Resolution of the Board of Directors of Subsidiary JSC VTB Bank (Kazakhstan) No. 19/2023 dated 15.06.2023;

measures for violation of the said procedure;

3) to familiarize Insiders with the list of the Bank's insider information established by Chapter 4 of these Rules and Chapter 5 of the Policy);

4) to familiarize Insiders with the established procedure for the use of insider information and the measures of responsibility for its violation, in accordance with the Bank's internal documents;

5) to create the necessary conditions for Insiders to comply with the established procedure for the use of insider information;

6) to apply to persons who violated the procedure for the use of insider information the stipulated measures of responsibility, as well as to demand compensation for losses caused to the Bank as a result of the Insider's violation of the procedure for the use of insider information (including in court) in accordance with the requirements of the laws of the Republic of Kazakhstan;

7) to perform other actions aimed at ensuring the procedure for the use of insider information.

When concluding agreements with legal entities and/or individuals who, on the basis of such agreements, have the right to access the insider information of the Bank, the said agreements shall obligatory include provisions on the procedure for the use of insider information, as well as on liability measures for violation of the said procedure and the obligation of the said persons to comply with the requirements of the laws of the Republic of Kazakhstan in respect of insider information. When concluding agreements with legal entities, which on the basis of the said agreements have the right to access the Bank's insider information, the obligation stipulated in Clause 51 of the Policy shall be necessarily included in the said agreements.

In order to achieve the goals of preventing misuse of insider information, the Bank may take all necessary actions aimed at protecting insider information from misuse in accordance with the Policy, including:

1) to grant the right (deprive the right and/or limit the right) to access insider information to the Bank's employees, Officials of the Bank, as well as other persons who have access to insider information due to civil or labor relations;

2) to define the media (manuscripts, rough notes, drawings, magnetic tapes, disks, floppy disks, printer printouts, film and photographic negatives and positives, models, materials, etc.) of insider information and establish special rules for handling such carriers;

3) to use software and hardware tools to prevent unauthorized access to insider information and restrict circulation of insider information via communication channels (including e-mail and the Internet);

4) to destroy media containing insider information not subject to disclosure and not subject to storage by the Bank.

Methods and Forms of Disclosure of the Bank's Insider Information⁶

Insider information may be disclosed in the following ways:

1) publication in mass media;

⁶ See: Chapter 6 of the Rules of Internal Control over Disposal and Use of Insider Information of Subsidiary JSC VTB Bank (Kazakhstan) approved by the Resolution of the Board of Directors of Subsidiary JSC VTB Bank (Kazakhstan) No. 19/2023 dated 15.06.2023;

- 2) placement on the Bank's Internet site;
- 3) placement of financial statements on the Internet resource of the depositary;
- 4) placement on the Internet resource of the stock exchange;
- 5) providing access to information (documents) and distribution of their copies to the Stakeholders upon their proper and lawful request;
- 6) interviews, press conferences and meetings of the Bank's Officials with Stakeholders.

Disclosure of insider information shall take the following forms, including but not limited to:

- 1) press releases;
- 2) placing announcements in the mass media;
- 3) periodic reports of the Bank;
- 4) periodic financial statements of the Bank in accordance with the requirements of the laws of the Republic of Kazakhstan;
- 5) correspondence with state authorities and/or the Authorized State Body.

The Bank's insider information may be disclosed in one of the print media specified in Annex 1 to the Rules.

It is allowed to disclose (place/publish) insider information taking into account the requirements of the laws of the Republic of Kazakhstan and internal documents of the Bank in several mass media.

Protection of Confidentiality of Insider Information⁷

The Bank shall protect insider information in accordance with the laws of the Republic of Kazakhstan and internal documents of the Bank.

Disclosure of the Bank's insider information shall be carried out in accordance with the laws of the Republic of Kazakhstan and internal documents of the Bank.

Responsibility for disclosure of insider information shall be imposed on the persons who disseminated insider information in accordance with the laws of the Republic of Kazakhstan, the Rules and other internal documents of the Bank.

Protection of confidentiality of insider information includes ensuring control of insider information, limiting the circle of persons having access to insider information, revealing the facts of use of such information, bringing the guilty parties to responsibility in case of improper disclosure of insider information.

When familiarizing, possessing, using insider information, an insider or a person who does not have access to the Bank's insider information, but has received the said information, shall be obliged to ensure its confidentiality.

The Bank shall ensure the necessary organizational and technical conditions for observance of the established confidentiality regime by persons having access to insider information.

The Chairperson of the Management Board of the Bank shall be responsible for ensuring confidentiality of insider information in the Bank.

Direct control over insider information, including for ensuring confidentiality of insider information, shall be vested with the heads of the Bank's structural subdivisions having access to the Bank's insider information.

⁷ See: Chapter 7 of the Rules of Internal Control over Disposal and Use of Insider Information of Subsidiary JSC VTB Bank (Kazakhstan) approved by the Resolution of the Board of Directors of Subsidiary JSC VTB Bank (Kazakhstan) No. 19/2023 dated 15.06.2023;

Insider information shall be stored in the premises of the Bank's structural subdivisions equipped with cabinets for storage of documents and/or a system of locking devices and/or closed with personal key cards, excluding the possibility of uncontrolled access to these premises and/or access to the Bank's computers by customers and other unauthorized persons, including unauthorized employees of the Bank.

Insider information in hard copy shall be kept in the Bank in lockable cabinets and/or safes, the keys to which shall be kept with the heads of the Bank's structural subdivisions or persons substituting them.

In order to ensure the safety of insider information on electronic media, the Bank determines a system for differentiating employees' access to network resources of the Bank's local network, establishes a permissive system for working with drives on flexible magnetic or compact disks, e-mail and the Internet, and provides a system for protecting information sent to external networks.

Documents containing information related to the Bank's insider information shall be executed and accounted for in accordance with the Bank's document flow procedure.

Information provided by the Bank's Insiders, as well as lists of the Bank's Insiders are confidential. For illegal use and distribution of this information, guilty persons shall be held liable in accordance with applicable laws of the Republic of Kazakhstan and internal documents of the Bank.