

## Corporate Secretary

The Corporate Secretary is an employee of the Company who performs their duties on an independent basis and is appointed and dismissed by resolution of the Board of Directors, to which the Corporate Secretary is functionally accountable. The term of office, functions and budget of the Corporate Secretary are determined by the Board of Directors. The activities of the Corporate Secretary are governed by the Regulations on the Corporate Secretary, approved by the Board of Directors and posted on the KMG website, and are carried out on an independent basis, with no combination with other functions at KMG. The Corporate Secretary's main role is ensuring regular communication between KMG and its shareholders as well as between shareholders and the Board of Directors, the Internal Audit Service, the Compliance Service, the Ombudsman, the Management Board and other bodies within KMG.

The Corporate Secretary's responsibilities include ensuring interaction with shareholders, including preparing for and holding General Meetings of Shareholders and consideration of requests, providing full support to the Board of Directors and its committees, assisting shareholders in making timely, high-quality corporate decisions; acting as an adviser to the Board members on any matter related to their roles or the applicability of the Code's provisions, and monitoring the implementation of the Code. The Corporate Secretary is responsible for improving corporate governance practices at KMG. Contact details of the Corporate Secretary are available on KMG's website.



### Damir Sharipov

**Citizenship:** Republic of Kazakhstan.

**Date of birth:** 22 January 1980.

#### Education

- Al-Farabi Kazakh National University (International Relations Department), majoring in international law
- Russian Presidential Academy of National Economy and Public Administration, MBA programme, majoring in Management
- Certified Corporate Secretary, certified trainer in corporate governance for corporate secretaries, trainer at Samruk Business Academy.

#### Experience

- Between 2001 and 2007, he held various jobs working at the Tengiz field in the Atyrau Region.
- From 2007 to 2012, he worked at Development Bank of Kazakhstan.
- From 2012 to 2014, he served in different capacities at KMG and KazTransGas.
- Since 5 January 2015, he has been Corporate Secretary at KMG.
- Since 24 November 2023, he has been an Honorary Member of the Central Asian Association of Corporate Secretaries.

## Committees of the Board of Directors

Members of the Board of Directors involved in the activities of the Board committees focus on an in-depth review and analysis of allied functions, issues and areas. Committee meetings involve invited experts, business leaders, and other stakeholders. Committees make recommendations to the Board of Directors to support its decision making. The majority of committee members are independent directors, with the chairs also being independent directors. In 2024, the Board of Directors decided to include non-voting experts in the Board of Directors' Nomination and Remuneration Committee, Strategy and Portfolio Management Committee, and Health,

Safety, Environment and Sustainable Development Committee. In 2025, the Board of Directors decided to include non-voting experts in the Board of Directors' Nomination and Remuneration Committee and Strategy and Portfolio Management Committee. The committees engage with KMG management in a spirit of openness, mutual respect, and constructive scrutiny, ensuring that no single perspective dominates and that significant matters are given the time they warrant. For more details on the Board of Directors functions and objectives, see [KMG's 2023 Annual Report, p. 238](#).

## Report of the Nomination and Remuneration Committee

Members as of 31 December 2025:

1. Philip Holland – Chairman of the Committee since September 2020;
2. Arman Argingazin – member of the Committee since June 2023;
3. Saya Mynsharipova – member of the Committee since August 2023;
4. Askar Shakirov – member of the Committee since February 2024.

Personnel management is essential to the Company's operational efficiency. The Nomination and Remuneration Committee makes recommendations to the Board of Directors on the matters within its remit relating to the appointment, remuneration, training and development of the Company employees. The key appointment principles require that candidates possess strong qualifications to perform their roles successfully and have the skills needed to pursue the Company's strategic goals in their area of responsibility.

**16** meetings

held by the Nomination and Remuneration Committee in 2025

The Nomination and Remuneration Committee regularly received information on activities involving employees enrolled in the KMG Succession Plan / Talent Pool, on the development of high-potential employees outside the executive body, and on ongoing talent management activities.

During the reporting period, the Nomination and Remuneration Committee also reviewed the matter of approving KMG's Human Rights Policy and developed a relevant recommendation.