



**Approved**  
**by resolution of the Board of Directors**  
**of Intergaz Central Asia JSC**  
**Minutes No. 4 dated 11 June 2026**

**Conflict of Interest Management Policy**  
**Intergaz Central Asia JSC**

**ОРИГИНАЛ**

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**Astana, 2026**

### Preface

**Introduced:** to replace the Conflict of Interest Management Policy for employees and officers of Intergaz Central Asia JSC (P-04-23), approved by Resolution of the Management Board of Intergaz Central Asia JSC, Minutes No. 22 dated 11 December 2023, Revision No. 3.

**Review date:** 2029.

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## 1. Purpose and Scope

1.1 This Conflict of Interest Management Policy of Intergaz Central Asia JSC (the “Policy”) has been developed in accordance with the legislation of the Republic of Kazakhstan in the field of anti-corruption, the Corporate Governance Code of Samruk-Kazyna JSC, the Corporate Standard on the compliance function of the Samruk-Kazyna JSC group, the internal regulatory documents of Intergaz Central Asia JSC (the “Company”), and the requirements of ST RK ISO 37001-2025 “Anti-bribery management systems. Requirements with guidance for use”.

1.2 The Policy establishes the general principles for managing conflicts of interest and other activities of the Company affecting the area of conflict of interest management.

1.3 The Company recognizes that officers and employees may have legitimate personal interests outside the performance of their professional duties at the Company; however, any conflict of interest between such personal interests and professional duties at the Company must be disclosed and managed in accordance with this Policy.

1.4 The Policy applies to all types of Company activities. The Policy is mandatory for familiarization and application by all officers and employees upon assuming their positions. In performing functional duties and assigned tasks, each officer and employee shall be guided by the provisions of the Policy.

1.5 The main objectives of the Policy are:

1.5.1 to establish the Company’s key principles concerning conflicts of interest and the requirements for employees and officers to comply with these principles;

1.5.2 to define procedures for disclosing information on potential conflicts of interest, management decision-making mechanisms and standards of conduct for employees and officers in situations involving existing conflicts of interest;

1.5.3 to provide employees and officers with general information on measures taken to identify, manage and resolve conflicts of interest in the Company.

1.6 The Policy is an internal document of the Company and is approved by resolution of the Company’s Board of Directors, including amendments and/or supplements thereto.

## 2. Regulatory References

This Policy refers to the following regulatory documents:

|                                   |                                                                                                                                  |
|-----------------------------------|----------------------------------------------------------------------------------------------------------------------------------|
| Law of the Republic of Kazakhstan | Law of the Republic of Kazakhstan “On Combating Corruption”;                                                                     |
| Charter                           | Charter of Intergaz Central Asia JSC;                                                                                            |
| DP-01                             | General Requirements for the Content, Presentation and Formatting of Internal Regulatory Documents of Intergaz Central Asia JSC; |
| DP-02                             | Document Management;                                                                                                             |
| DP-03                             | Records Management.                                                                                                              |

*Note: The list and current versions of regulatory documents related to the Policy are determined in accordance with the approved and regularly updated list of external regulatory documentation. Documents applicable to the Company’s activities are determined in accordance with the requirements of DP-02 and DP-08.*

## 3. Terms and Definitions

3.1 The following terms and corresponding definitions are used in this Policy in accordance with Table 1:

Table 1. Terms and Definitions

| Terms                        | Definitions                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
|------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Affiliated persons</b>    | Individuals or legal entities (except for state bodies exercising control and supervisory functions within their granted powers) that are able, directly and/or indirectly, to determine decisions and/or influence decisions made by each other (one of the persons), including by virtue of a concluded transaction. The grounds for inclusion in the list of affiliated persons of a joint-stock company are established by the Law of the Republic of Kazakhstan “On Joint Stock Companies”; |
| <b>Close relatives</b>       | Parents, children, adoptive parents, adopted children, full and half siblings, grandparents and grandchildren;                                                                                                                                                                                                                                                                                                                                                                                   |
| <b>Officers</b>              | Members of the governing body, executive body, or a person solely performing the functions of the Company’s executive body;                                                                                                                                                                                                                                                                                                                                                                      |
| <b>Counterparty</b>          | An individual or legal entity with which the Company has entered into or intends to enter into a contract/agreement;                                                                                                                                                                                                                                                                                                                                                                             |
| <b>Conflict of interest</b>  | A contradiction between an employee’s personal interests and official powers, where such personal interests may result in non-performance and/or improper performance of official duties;                                                                                                                                                                                                                                                                                                        |
| <b>Relatives by marriage</b> | Full and half siblings, parents and children of the spouse;                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>Employee</b>              | An individual employed by the Company and directly performing work under an employment contract, as well as persons actually performing labor functions or acting on behalf or in the interests of the Company, including under outstaffing arrangements, paid service agreements concluded outside procurement procedures, secondment and other forms;                                                                                                                                          |

#### 4. Abbreviations and Designations

4.1 The abbreviations and designations used in this Policy are set out in Table 2:

Table 2. Abbreviations and Designations

|   |                    |                                                       |
|---|--------------------|-------------------------------------------------------|
| 1 | Company            | Intergaz Central Asia JSC                             |
|   | Management Board   | Collegial executive body of the Company               |
|   | Board of Directors | Governing body of the Company                         |
| 2 | Compliance Service | Compliance Service of the Company                     |
| 3 | R&ICD              | Risk and Internal Control Department of the Company   |
| 4 | HR&PD              | Human Resources and Payroll Department of the Company |
| 5 | HR&P Unit          | Human Resources and Payroll Unit of a Company branch  |

#### 5. Responsibility and Authority

5.1 Responsibility for developing, updating and providing methodological support for this Policy in accordance with the documented procedure “General Requirements for the Content, Presentation and Formatting of Internal Regulatory Documents of the Company” (DP-01) rests with the Compliance Service.

5.2 Responsibility for managing this Policy in accordance with the documented procedure “Document Management” (DP-02) rests with the Risk and Internal Control Department and the Compliance Service.

5.3 Responsibility for compliance with this Policy rests with all officers and employees of the Company.

5.4 Responsibility for correct application of this Policy and for the timely provision of complete, reliable and high-quality information rests with all officers and employees of the Company.

5.5 Regardless of position, officers and employees bear personal responsibility for failure to comply with this Policy, untimely identification and declaration of a conflict of interest, and concealment of information relevant to its proper management.

5.7 Persons guilty of violating this Policy shall be liable in accordance with the legislation of the Republic of Kazakhstan, internal regulatory documents of the Company and the terms of employment contracts.

## 6. Main Provisions

6.1 This Policy is aimed at implementing the requirements of the anti-corruption legislation of the Republic of Kazakhstan and the provisions of the Company's internal documents in the field of anti-corruption. One condition for the proper and effective performance by employees and officers of their official duties is the absence of any contradiction between their private interests and official powers; where such a contradiction exists, it must be identified, disclosed and managed in a timely manner in accordance with this Policy. Conflicts of interest of Company employees are managed by the Management Board, while conflicts of interest of members of the Management Board are managed by the Board of Directors.

6.2 The purpose of the Policy is to improve the effectiveness of decisions by ensuring a fair, objective and independent decision-making process in the interests of the Company and its Sole Shareholder through establishing a uniform approach to managing actual and potential conflicts of interest, and by defining conduct requirements for employees and officers that minimize the risks of Company decisions being influenced by private interests and relationships.

6.3 All employees and officers shall conduct themselves so as to avoid situations in which a conflict of interest may arise in relation to themselves or related persons.

6.4 In relations with business partners, counterparties and third parties, the Company expects the establishment and maintenance of fiduciary relationships under which the parties act toward each other with the utmost honesty, good faith, fairness and loyalty and take comprehensive measures to prevent, identify and eliminate conflicts of interest.

## 7. Key Principles of Conflict of Interest Management

7.1 The Company manages conflicts of interest (prevention and resolution) on the basis of the following key principles:

7.1.1 **Principle of legality** – strict compliance with and implementation of the requirements of the laws and regulations of the Republic of Kazakhstan and the Company's internal regulatory documents;

7.1.3 **Principle of protection of the Company's interests.** Officers and employees shall make decisions based solely on the legislation of the Republic of Kazakhstan and the Company's internal documents, rather than on personal preferences;

7.1.3 **Principle of transparency and accountability** – open declaration of personal interests and performance of official duties within prescribed procedures form the basis of openness and accountability and contribute to preventing or resolving conflicts of interest;

7.1.4 **Principle of objectivity and individual consideration** – each conflict of interest shall be reviewed individually, with an assessment of potential risks to the Company, and resolved in a timely manner. Officers and employees shall seek to minimize any subjectivity that distorts the actual circumstances of the conflict of interest, including the influence of personal interests and other factors on the review process and its results;

7.1.5 **Principle of confidentiality** – strict confidentiality shall be maintained from the disclosure of information on a conflict of interest and the subsequent management process through to summarizing the results and making a final decision on the situation;

7.1.6 **Principle of involvement** – officers and employees shall be informed of anti-corruption legislation and actively participate in the development and implementation of anti-corruption standards and procedures, including in the area of prevention, identification and management of conflicts of interest;

7.1.7 **Principle of intolerance toward conflicts of interest** – the Company fosters a culture and a high degree of intolerance toward conflicts of interest in the workplace. The Company welcomes disclosure by officers and employees of possible conflicts of interest and develops a culture of open communication aimed at understanding this Policy;

**7.1.8 Principle of personal example** – senior management and other officers shall set a personal example of integrity and ethical conduct, demonstrate commitment to professionalism and strictly comply with the Policy;

**7.1.9 Principle of personal responsibility and inevitability of sanctions** – officers and employees bear personal responsibility for maintaining a balance between personal interests and official powers and for declaring and identifying their personal interests when performing their duties.

## **8. Duties of Officers and Employees in Managing Conflicts of Interest**

8.1 The Board of Directors and the Management Board shall monitor and, where possible, eliminate potential conflicts of interest at the level of officers, including improper use of Company property and abuse of official powers when entering into related-party transactions.

8.2 A related-party transaction may be concluded in accordance with the legislation of the Republic of Kazakhstan and the Company's internal documents.

8.3 Officers shall:

8.3.1 avoid situations involving conflicts of interest;

8.3.2 refrain from participating in the consideration of matters in which they have a conflict of interest and from making decisions on such matters;

8.3.3 not participate in decisions relating to their own appointment, election, re-election or remuneration;

8.3.4 disclose information on an existing conflict of interest in advance, in writing or electronically, to the Chair of the Board of Directors / Chair of the Management Board and refrain from participating in the relevant decision in accordance with the Policy;

8.3.5 provide the Company with information on their affiliated persons in the prescribed manner;

8.3.6 report violations of the Policy or the potential possibility of such violation in the manner and on the terms provided by the Policy;

8.3.7 when making business decisions and performing official duties, act in the interests of the Company without regard to personal interests or the interests of close relatives, a spouse or relatives by marriage;

8.3.8 perform official duties only within the powers granted and, when representing the Company before third parties, act so as not to harm their own business reputation, the business reputation of other Company employees, or the Company as a whole;

8.3.9 where possible, avoid situations and circumstances that lead or may lead to a conflict of interest;

8.3.10 promote a culture of intolerance toward conflicts of interest by personal example.

8.4 Employees shall:

8.4.1 avoid situations involving conflicts of interest;

8.4.2 refrain from participating in the consideration of matters in which they have a conflict of interest and from making decisions on such matters;

8.4.3 inform their immediate/supervising manager of an existing conflict of interest in accordance with the Policy;

8.4.4 report violations of the Policy or the potential possibility of such violation in the manner and on the terms provided by the Policy;

8.4.5 when making business decisions and performing employment duties, act in the interests of the Company without regard to personal interests or the interests of close relatives, a spouse or relatives by marriage;

8.4.6 perform employment duties only within the powers granted and, when representing the Company before third parties, act so as not to harm their own business reputation, the business reputation of other Company employees, or the Company as a whole;

8.4.7 where possible, avoid situations and circumstances that lead or may lead to a conflict of interest;

8.4.8 notify the immediate manager and the Compliance Service of any personal interest arising in

the performance of employment duties that leads or may lead to a conflict of interest, and take measures to avoid any possibility of a conflict of interest.

8.5 Officers are prohibited from interfering in the activities of the Company's structural units, whether or not directly subordinate to them, for the purpose of influencing decision-making.

## **9. Procedure and Methods for Disclosure of Conflict of Interest Information**

9.1 Officers and employees shall immediately disclose information on a conflict of interest in writing or electronically in accordance with Appendix 1 to the Policy, providing detailed justification and documentary evidence of the existence or emergence of the conflict. Officers and employees shall disclose information whenever a situation arises in which a personal interest may lead or has led to a conflict of interest. A one-time disclosure is made by completing the notification of the existence or emergence of a conflict of interest in the form set out in Appendix 2.

9.2 The Company establishes the following disclosure (declaration) procedure for officers and employees:

9.2.1 initial disclosure of conflict of interest information upon employment;

9.2.2 disclosure upon transfer to a higher position, another structural unit, or upon a change in functions;

9.2.3 annual disclosure of conflicts of interest;

9.2.4 one-time disclosure whenever a situation arises in which a personal interest may lead or has led to a conflict of interest. The one-time disclosure is made by completing the notification in Appendix 2.

9.3 Completed declarations of potential conflicts of interest (Appendix 1) and notifications of the existence or emergence of a conflict of interest (Appendix 2) shall be submitted by officers and employees to the HR&PD/HR&P Unit for storage in personnel files, with a copy provided to the Compliance Service.

9.4 Concealment and/or untimely or incomplete disclosure by officers of information on an actual or potential conflict of interest constitutes causes and conditions for corruption risks.

9.5 A Compliance Service employee may at any time request up-to-date information from persons involved in reviewing or managing a conflict of interest on the status of implementation of measures and may conduct spot checks.

## **10. Conflict of Interest Management**

10.1 Where a conflict of interest is identified, the manager (immediate/supervising manager), Chair of the Board of Directors / Chair of the Management Board who receives a notification under Appendix 2 from an employee/officer shall decide to manage the conflict of interest by one of the following methods:

10.1.1 the employee/officer relinquishes the personal interest that is the source of the conflict of interest;

10.1.2 prohibition on the employee/officer using information that is the subject of his/her personal interest;

10.1.3 permanent or temporary removal of the employee/officer from discussion and resolution of matters giving rise to the conflict of interest, voluntarily or by an employer's act;

10.1.4 change of the employee's/officer's official duties with his/her consent;

10.1.5 transfer of the employee/officer, with his/her consent, to a position unrelated to the conflict of interest, in accordance with the labor legislation of the Republic of Kazakhstan;

10.1.6 removal of the officer from performance of official duties and assignment of another person to perform the duties concerning the matter in relation to which the conflict has arisen or may arise;

10.1.7 other measures to eliminate the conflict of interest provided by the legislation of the Republic of Kazakhstan.

10.2 The manager, Chair of the Board of Directors / Chair of the Management Board shall inform the employee/officer that violation of conflict-of-interest management requirements established for anti-corruption purposes is inadmissible and shall warn him/her of the applicable liability measures.

10.3 Failure by an employee/officer who is a party to a conflict of interest to disclose it may result in disciplinary measures.

10.4 If the employee/officer disagrees with the results of review of the notification, or where it is impossible to independently determine whether a conflict exists, assess the scale of the resulting risks, or select a management method, the manager, Chair of the Board of Directors / Chair of the Management Board may refer the matter to the Compliance Service. The Compliance Service shall review the matter and issue its opinion within 5 (five) business days.

10.5 If review of a conflict of interest reveals a need to develop or amend existing internal Company documents, the Compliance Service recommends that the process owner make the appropriate changes.

10.6 Examples of conflict of interest situations or situations that may lead to a conflict of interest are set out in Appendix 3.

## **11. Responsibility**

11.1 Officers and employees are responsible for compliance with this Policy.

11.2 Where violations of the legislation of the Republic of Kazakhstan or this Policy occur in the course of conflict of interest management and result in losses to the Company, the persons responsible shall be held liable in accordance with the legislation of the Republic of Kazakhstan.

## **12. Review, Amendment, Storage and Distribution**

12.1 Review, amendment, storage and distribution of this Policy shall be carried out in accordance with documented procedure DP-02 "Document Management".

12.2 The original paper copy of this Policy is kept by the Risk and Internal Control Department. Controlled paper copies are prepared and kept by the units/persons responsible for the Integrated Management System in the Company's branches.

12.3 A scanned version of this Policy is posted on the Company's intranet portal (<http://portal.ica.kz/Default.aspx>).

12.4 Registered paper copies of this Policy, where necessary, are distributed to all structural units of the Company's central office.

12.5 Registered paper copies made from the controlled copy are distributed, where necessary, by branch IMS units/persons to all structural units of the Company's branches.

**Appendix 1**  
Form "Declaration of Potential  
Conflict of Interest Disclosure"

**Declaration of Potential Conflict of Interest Disclosure**

I (Full name), IIN:

I undertake, in carrying out my activities at Intergaz Central Asia JSC, to strictly comply with the Conflict of Interest Management Policy of Intergaz Central Asia JSC and hereby declare the presence or absence of the following potential conflicts of interest:

**1. I am a member of the governing bodies (board of directors, supervisory board, other governing bodies) of legal entities** (if yes, indicate the name, excluding subsidiaries of Intergaz Central Asia JSC, the governing body and the date of joining it):

**2. I own, in whole or in part, shares and/or participation interests in a legal entity** (if yes, indicate the legal entity, percentage and/or share):

**3. I engage in activities for which I receive regular remuneration: salary, fees, etc.** (if yes, indicate the legal entity making the payments, excluding Intergaz Central Asia JSC):

**4. I engage in unpaid activities** (if yes, indicate the role/position and legal entity, excluding Intergaz Central Asia JSC):

**5. I act as the head of a legal entity** (if yes, indicate the legal entity and BIN):

**6. I confirm that persons who are my close relatives, spouse or relatives by marriage work within the group structure or are affiliated persons of Intergaz Central Asia JSC or its subsidiaries and dependent organizations** (if yes, indicate their IIN, full name, relationship, legal entity, and position):

**7. I confirm that the persons specified in items 1–6 of this declaration are not counterparties of Intergaz Central Asia JSC or its subsidiaries and dependent organizations** (they have no contractual relationship; if they do, indicate IIN, full name, counterparty company name, BIN, type of activity, and the Intergaz Central Asia JSC entity/subsidiary/dependent organization receiving services):

**8. Other situations or circumstances that lead or may lead to a conflict of interest** (if yes, provide in free form detailed information necessary and sufficient for comprehensive review and assessment of the situation or circumstances):

9. I hereby confirm that I have read the Conflict of Interest Management Policy of Intergaz Central Asia JSC.

10. Having properly reviewed the questions above, I hereby confirm the accuracy of the information provided in this Declaration of Potential Conflict of Interest Disclosure and accept responsibility for the information stated by me.

11. I undertake to promptly inform Intergaz Central Asia JSC of any conflict of interest and of any changes to the information specified in this declaration.

**Full name, signature and date:**

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**ИСМ**

АО «Интергаз Центральная Азия»

**Appendix 2**  
Form "Notification of the Existence or  
Emergence of a Conflict of Interest"

To \_\_\_\_\_

(position, full name)

From \_\_\_\_\_

(full name, position, contact telephone)

**NOTIFICATION  
of the existence or emergence of a conflict of interest**

In accordance with the Conflict of Interest Management Policy of Intergaz Central Asia JSC, I hereby report that, in the performance of my official duties, I have a personal interest that leads or may lead to a conflict of interest.

1. Circumstances giving rise to the conflict situation (personal interest): \_\_\_\_\_

(describe in detail the situation in which a conflict of interest has arisen or may arise).

2. Official duties whose performance is or may be affected by the personal interest: \_\_\_\_\_

(list the specific official duties).

3. Measures taken (proposed) to prevent or manage the conflict of interest: \_\_\_\_\_

4. List of documents confirming the existence or emergence of a conflict of interest and the measures taken (proposed) to prevent and manage the conflict of interest:

1) \_\_\_\_\_

2) \_\_\_\_\_

3) \_\_\_\_\_

4) \_\_\_\_\_

Person submitting the notification:

(signature, printed name)

“\_\_\_\_\_” 202\_

## Appendix 3

**Conflict of Interest Situations**

The following non-exhaustive situations constitute conflicts of interest or may lead to conflicts of interest:

1. an officer or employee of the Company, or their close relative, spouse or relative by marriage, is a party to a transaction entered into with the Company;
2. an officer or employee of the Company, or their close relative, spouse or relative by marriage, is an affiliated person of an organization that is a party to a transaction entered into with the Company;
3. any commercial or other interest in transactions or projects related to the Company;
4. an officer or employee of the Company, or their close relative, spouse or relative by marriage, receives money, other benefits or other forms of remuneration from third parties for the officer's or employee's performance of professional duties, or for other services related to such duties;
5. an officer or employee of the Company, or their close relative, spouse or relative by marriage, accepts gifts or services in connection with performance of professional duties from persons subordinate to them at work, except symbolic tokens of attention and souvenirs consistent with generally accepted standards of courtesy and hospitality during protocol and other official events;
6. an officer or employee of the Company, or their close relative, spouse or relative by marriage, receives personal discounts or other exclusive advantages from suppliers/potential suppliers that are not generally available to other officers, employees or their close relatives, spouses or relatives by marriage;
7. an officer or employee uses Company property for personal purposes, except where such use is permitted by the Company's internal documents;
8. an officer or employee discloses confidential information obtained through performance of professional duties, or information whose disclosure may adversely affect the Company's interests, or uses confidential information relating to the Company to obtain personal benefit for themselves or their close relative, spouse or relative by marriage;
9. an officer or employee participates in discussion or decision-making concerning evaluation of their own performance, reappointment/re-election, remuneration or other matters concerning themselves;
10. the Company hires a candidate who is a close relative, spouse or relative by marriage of another employee, where either person may directly influence the other's performance of official duties and/or career advancement and/or level of remuneration;
11. Company officers work together with close relatives, spouses or relatives by marriage;
12. Company employees directly supervise or are directly subordinate to close relatives, spouses and/or relatives by marriage;
13. an officer or employee combines executive and control functions in a manner that allows official duties to be used for personal benefit.

This Policy does not address every possible situation that may lead to an actual or perceived conflict of interest.

If a person subject to this Policy encounters a situation not specified herein but has doubts or suspicions as to the existence of a conflict of interest, that person should seek advice from the Company's Compliance Service.



