

Approved by the Decision of
extraordinary general meeting of
"JV "SMCC" LLP members
«28» June 2019

**AMENDMENTS AND ADDITIONS № 3 TO THE CHARTER
Of the Joint Venture "Southern Mining and Chemical Company"
Limited Liability Partnership**

Make the following amendments and additions to the Charter of the Joint venture "Southern Mining and Chemical Company" Limited Liability Partnership (hereinafter referred to as the Partnership), approved by the decision of the General Meeting of founders of the Partnership on July 16, 2014 (hereinafter referred to as the Charter):

1. Subparagraph 2) of paragraph 2 of the Partnership Charter shall be amended as follows:
«2) "National Atomic Company "Kazatomprom" Joint-stock company, a legal entity, established according to legislation of the Republic of Kazakhstan, located at the address: building 17/12, E-10 street, Essil District, Nur-Sultan city, Republic of Kazakhstan, registered with the Department of Justice of the city of Astana, BIN 970240000816, certificate of state re-registration dated November 1, 2018, bank details: IIC KZ 356010131000049659 in the Almaty Oblast Branch of Halyk Bank of Kazakhstan JSC, Almaty, BIC HSBKZZKX;
2. Paragraph 27 of the Partnership Charter shall be added with subparagraph 17) as follows:
17) the decision on acquisition and sale (alienation) or any other transfer by the Partnership of the part or all of the subsoil use rights in any and all contracts for exploration and/or mining of uranium in the Republic of Kazakhstan (concluding contracts for subsoil use operations, agreements on amendments and additions to contracts on subsoil use and other legal actions related to the occurrence, implementation and termination of subsoil use rights, except cases of change of parties` details and making editorial amendments), including approval of draft documents, that are a appendices to contracts on mining operations which are to be agreed (concluded) by the competent state authorities".
3. In paragraph 39, after the numbers "7)-12)" add a comma and the number "17)".
4. In paragraph 44 of the Partnership Charter:
 - 1) Subparagraphs 8) и 9) shall be amended as follows:
"8) approval of any transactions, the amount of which in the national currency or any other foreign currency makes or exceeds an amount equivalent to two hundred and fifty thousand US dollars (US \$ 250,000) at the official exchange rate of the National Bank of the Republic of Kazakhstan as of transaction date".
"9) decision to consummate of any transactions by the Partnership related with raising and extending by the Partnership of loans (credits), issue of warranties and guarantees, and terms and conditions of such transactions, the amount of which in the national currency or any other foreign currency makes or exceeds an amount equivalent to two hundred and fifty thousand United States dollars (US \$ 250,000) at the official exchange rate of the National Bank of the Republic of Kazakhstan".
 - 2) remove subparagraph 10).
5. In paragraph 48, after the number with closing brackets "9)", delete the preposition and the number "and 10)".
6. These amendments to the Partnership Charter shall come into force on the date of its approval at the extraordinary General Meeting of Partnership Members.

Signature of the authorized person

General Director of
"JV "SMCC" LLP



T. Yessentugelov