



**“Approved”
By the decision of the General Meeting of the members
of the Chamber of Legal Consultants
“Kazakhstan Bar Association”
of February 29, 2024**

**CHARTER
OF THE CHAMBER OF LEGAL CONSULTANTS
“KAZAKHSTAN BAR ASSOCIATION”**

ARTICLE 1. GENERAL PROVISIONS

- 1.1. The Chamber of Legal Consultants “Kazakhstan Bar Association” (hereinafter “Chamber” or “KazBar”), is a self-regulated organization included in the Register of chambers of legal consultants of the authorized agency, established on the basis of compulsory membership for the purpose of regulating the activity to provide legal assistance and control over the activities of their members with respect to their compliance with the requirements of the legislation of the Republic of Kazakhstan on advocacy and legal assistance, rules and standards of the Chamber, and the Code of Professional Ethics.
- 1.2. The Chamber was established on June 28, 2019 (BIN 120840007397) by transforming of the non-profit organization the Republic Public Association “Collegium of Commercial Lawyers of Kazakhstan Bar Association” and is its duly established legal and full successor under the legislation of the Republic of Kazakhstan.
- 1.3. The Chamber is a non-profit organization and carries out its activity in accordance with the legislation of the Republic of Kazakhstan and this Charter.
- 1.4. The Chamber is established and acts based on the principles of legality, equality of rights and obligations of the members of the Chamber and voluntary expression of will of its members, self-regulation, self-financing, transparency of activity, accountability and openness, mutual assistance and protection of the interests of its members and independence.
- 1.5. The activity of the Chamber is aimed at regulating legal assistance, control over the activity of its members to the extent of their compliance with the requirements of the legislation of the Republic of Kazakhstan, rules and standards of the Chamber, the Code of Professional Ethics and achievement of goals stipulated by this Charter.
- 1.6. The name of the Chamber:
 - 1.6.1. The full name of the Chamber:
 - in the state language – “Kazakhstan Bar Association” Заң консультанттар Палатасы
 - in the Russian language – Палата юридических консультантов “Kazakhstan Bar Association”
 - 1.6.2. the abbreviated name of the Chamber:
 - in the state language – “KazBar” Палатасы
 - in the Russian language – Палата “KazBar”
- 1.7. The legal address of the Chamber: The legal address of the Chamber: Office 509, 5th floor, “Forum Dostyk” Business Center, 202 Dostyk Ave, Medeu District, Almaty 050051, Republic of Kazakhstan.
- 1.8. The Chamber as a non-profit organization has full rights stipulated by the legislation of the Republic of Kazakhstan and acts independently in the civil circulation including:
 - 1.8.1. It has an independent balance, current and other bank accounts, seal, stamps and letterheads.
 - 1.8.2. It has the right to establish other legal entities unless otherwise stipulated by the legislative acts of the Republic of Kazakhstan, to open branch offices, representative offices and offices, including outside the Republic of Kazakhstan, to join public associations and other organizations and participate in their activities.
 - 1.8.3. To exercise other rights and perform obligations stipulated by the legislation of the Republic of Kazakhstan and this Charter.
- 1.9. The Chamber as an independent party to the civil relations is liable for its obligations to the extent of its property which can be subject to levy under the applicable legislation of the Republic of Kazakhstan. The members of the Chamber are not liable for its

obligations; the Chamber is not liable for the obligations of its members except for the cases stipulated by the applicable legislation and this Charter.

- 1.10. The members of the Chamber are responsible and bear material liability to the third parties for actual damages caused as the result of omission/improper performance by the members of the Chamber of assumed obligations in the provision of professional legal services/works in the procedure and cases stipulated by the legislation of the Republic of Kazakhstan, by insuring professional liability in accordance with the legislation of the Republic of Kazakhstan.
- 1.11. The Chamber shall independently hold, possess and dispose of its property in accordance with the goals of its activity and purpose of the property; shall independently conduct business, can on its own behalf execute agreements, acquire property and non-property rights, perform obligations and be liable in accordance with the legislation of the Republic of Kazakhstan.
- 1.12. The duration of the Chamber is not limited.
- 1.13. The Chamber may conduct business to the extent of its statutory objectives. Proceeds from business and other activities of the Chamber shall be used for achieving its statutory objectives.

ARTICLE 2. PURPOSE AND GOALS OF THE ACTIVITY, FUNCTIONS OF THE CHAMBER

- 2.1. The purpose and goals of the Chamber's activity shall be:
 - 2.1.1. Regulation of the activity of legal consultants providing legal assistance for the purposes of protection of the rights, freedoms and legal interests of individuals and legal entities.
 - 2.1.2. Improvement of quality, establishing high standards and enhancement of competitiveness of legal services and assistance provided by the members of the Chamber;
 - 2.1.3. Control of the quality of legal assistance provided by the members of the Chamber to legal entities and individuals;
 - 2.1.4. Protection of rights and legal interests of legal consultants who are members of the Chamber;
 - 2.1.5. Establishing of the open and transparent market of legal services and assistance;
 - 2.1.6. Development of honest and fair competition of legal consultants and legal entities (law firms etc.) established by them;
 - 2.1.7. Establishing in the Republic of Kazakhstan of a strong professional legal community;
 - 2.1.8. Assistance in the formation of the state of law and improvement of legal culture of the society.
- 2.2. For the above purposes the Chamber shall carry out the following functions:
 - 2.2.1. Establishing of the rules for professional conduct and the Code of Professional Ethics;
 - 2.2.2. Determination of the procedure and conditions for admission as a member of the Chamber;
 - 2.2.3. Establishing with the approval of the authorized agency of the standards for provision of legal assistance, criteria of the quality of legal assistance and assurance of compliance therewith by the members of the Chamber;
 - 2.2.4. Establishing of the scope of and procedure for complex social legal assistance;
 - 2.2.5. Ensuring advanced training of its members in accordance with the standards

- approved by the Chamber;
- 2.2.6. Organization of information and methodological support to the members of the Chamber;
 - 2.2.7. Representation of the interests of its members in governmental authorities, non-government organizations, including foreign and international organizations;
 - 2.2.8. Control over compliance by the members of the Chamber with the requirements of the legislation of the Republic of Kazakhstan, rules and standards for provision of legal assistance, and the Code of Professional Ethics;
 - 2.2.9. Consideration of the issues of charging of the members of the Chamber with the liability for violation of the requirements of the legislation of the Republic of Kazakhstan, rules and standards for provision of legal assistance, and the Code of Professional Ethics;
 - 2.2.10. Assistance in the organization of professional practice for the graduates of legal educational institutions;
 - 2.2.11. Summarization of practice and development of recommendations and proposals for further improvement and development of legal assistance;
 - 2.2.12. Maintaining of the Register of the Members of the Chamber;
 - 2.2.13. Organization of contests, workshops, educational events and services, lectures and conferences, exhibitions and presentations;
 - 2.2.14. Consideration of applications, petitions, complaints of the members of the Chamber and applications and complaints of consumers of legal services, judicial and authorized governmental agencies, including foreign entities with respect to the members of the Chamber;
 - 2.2.15. Development and control of compliance by the members of the Chamber with additional requirements to the procedure for ensuring material liability in the provision of legal assistance;
 - 2.2.16. Provision of measures of material liability to legal entities and individuals for legal assistance (legal services) provided by the members of the Chamber, by insuring professional liability;
 - 2.2.17. Qualification of persons applying for membership in the Chamber;
 - 2.2.18. Enhancement of the reputation of legal profession in the Republic of Kazakhstan, steadfast implementation of laws and rules of professional ethics;
 - 2.2.19. Development of all-round cooperation between lawyers, enhancement of relations between the representatives of legal science, education and practice;
 - 2.2.20. Involvement of wide legal community in the legal, humanitarian and other projects and programs;
 - 2.2.21. Carrying out other functions established by the legislation of the Republic of Kazakhstan, this Charter and other internal acts of the Chamber;
 - 2.2.22. Ensuring placement at least once a year at its own internet resource of consolidated analytical information on the formed average cost of legal services provided by the members of the chamber for the previous period, beginning from the date of the last placement of this information, based on the data provided by the members of the chamber subject to the confidentiality requirements;
 - 2.2.23. Organization of work to provide legal assistance guaranteed by the state in accordance with the legislation of the Republic of Kazakhstan;
 - 2.2.24. organization of work to ensure compliance by legal consultants with the requirements with the legislation of the Republic of Kazakhstan on the control of corruption, legalization (laundering) of money gained by criminal methods and financing of terrorism;
 - 2.2.25. Development and approval of guidelines on the issues of control legalization (laundering) of money gained by criminal methods and financing of terrorism for legal consultants, subject to peculiarities and specifics of their activity;
 - 2.2.26. Carrying out within its competence of analysis and monitoring of the activity of legal consultants to identify the risks of legalization (laundering) of income

gained by criminal methods and financing of terrorism; summarization of the practice of applying the legislation of the Republic of Kazakhstan on control legalization (laundering) of money gained by criminal methods and financing of terrorism and advancing proposals for its enhancing supported by information to be annually provided to the authorized body for financial monitoring in accordance with the form and deadline established by the authorized body for financial monitoring.

ARTICLE 3. RIGHTS AND OBLIGATIONS OF THE CHAMBER

- 3.1. For achievement of goals and objectives of the Chamber in the procedure established by the legislation of the Republic of Kazakhstan, the Chamber shall have the right:
- 3.1.1. To give publicity and distribute the information of its activity;
 - 3.1.2. To represent and protect the rights and legal interests of its members and to be their representatives in all relations with governmental authorities, individuals and legal entities, and any third parties in case of their application;
 - 3.1.3. To submit proposals to the governmental authorities regarding the adopted regulatory legal acts infringing upon the rights and legal interests of the Chamber and its members;
 - 3.1.4. To obtain from the central and local governmental authorities information required for performance of the functions of the Chamber imposed thereon by the laws of the Republic of Kazakhstan, in the procedure established by the legislation of the Republic of Kazakhstan, except for information constituting state secrets, commercial and other secrets secured by the law;
 - 3.1.5. To appeal in court decisions, actions (omission) of governmental authorities, local authorities, public associations, organizations, officers, governmental officials subject to court appeal;
 - 3.1.6. To participate in judicial and pretrial resolution of disputes, including arbitration;
 - 3.1.7. To collect membership fees and form the property from other sources not prohibited by the laws of the Republic of Kazakhstan;
 - 3.1.8. To organize professional training, educational events and services, workshops, lectures, assessment of newly admitted and active members of the Chamber;
 - 3.1.9. To approve the rules and standards of the Chamber;
 - 3.1.10. To control the members of the Chamber with respect to their compliance with the requirements of the legislation of the Republic of Kazakhstan as well as requirements of the rules, standards, provisions and conditions of Chamber membership approved by and effective in the Chamber;
 - 3.1.11. To apply to its members actions stipulated by the legislation of the Republic of Kazakhstan, this Charter and the internal rules, standards and provisions of the Chamber;
 - 3.1.12. To submit proposals to governmental authorities regarding prosecution of persons violating the legislation of the Republic of Kazakhstan on self-regulation;
 - 3.1.13. To establish mass media organizations;
 - 3.1.14. To conduct publishing activities;
 - 3.1.15. To join international non-profit non-government associations and to execute agreements with them;
 - 3.1.16. To establish unions, associations and other public associations, chambers of legal consultants and joint such public associations;
 - 3.1.17. To use the resources of the Chamber for charitable purposes;
 - 3.1.18. To establish branch offices, representative offices and offices in the territory of the Republic of Kazakhstan and foreign states;
 - 3.1.19. To enter into agreements, carry out researches, participate in projects, programs and other types of activities not prohibited by the legislation of the

- Republic of Kazakhstan;
- 3.1.20. Advance initiatives on different issues of public life, proposals to public control and administration authorities;
 - 3.1.21. To conduct legal scientific expertise of regulatory legal acts and their drafts, review of scientific and other works, and other types of research work related to the study and improvement of the legislation and law enforcement practice;
 - 3.1.22. To acquire and exercise property and personal non-property rights;
 - 3.1.23. To conduct monitoring of current and to forecast long-term demands for legal professions;
 - 3.1.24. To exercise other rights stipulated by this Charter which do not contradict the legislation of the Republic of Kazakhstan;
- 3.2. The Chamber shall:
- 3.2.1. Comply with the legislation of the Republic of Kazakhstan, the Charter of the Chamber and the rules, standards and provisions approved by the Chamber;
 - 3.2.2. To the extent of its powers take measures preventing the violation of the rights and legal interests of legal entities and individuals in the provision of legal assistance and legal services to them by the members of the Chamber;
 - 3.2.3. Educate its members in order to improve their legal literacy, professional knowledge and qualification;
 - 3.2.4. Ensure informational transparency of its activity and the activity of its members using the Chamber's site;
 - 3.2.5. Provide access to the Chamber's internet portal and web-site;
 - 3.2.6. Analyze the performance of its members based on the information provided by them to the Chamber and subsequently submitted to the governmental authorities in the procedure established by the legislation of the Republic of Kazakhstan, this Charter or another document approved by the decision of the General Meeting or the Management Board of the Chamber;
 - 3.2.7. To inform the public regulator about the violation by the members of the Chamber of the legislation of the Republic of Kazakhstan, the Chamber's rules and standards and actions applied to the members of the Chamber in the procedure established by the laws of the Republic of Kazakhstan, this Charter or the rules, standards and provisions of the Chamber;
 - 3.2.8. Avoid activities and actions causing the conflict of interests in self-regulation;
 - 3.2.9. Provide the members of the Chamber with an opportunity to get familiarized with documents and decisions affecting their rights and interests;
 - 3.2.10. Maintain accounts of income and expenses of the Chamber under this Charter;
 - 3.2.11. Inform their members of cash inflows and outflows in the procedure stipulated by the legislation of the Republic of Kazakhstan, this Charter and the provisions of the Chamber;
 - 3.2.12. Pay taxes and other obligatory payments to the budget in the procedure established by the legislation of the Republic of Kazakhstan;
 - 3.2.13. Maintain control and at least once a year carry out audits of its financial activity by the Audit Commission, to provide annually reports on the use of its property to the General Meeting of the members of the Chamber;
 - 3.2.14. Inform the registering authority of the changes of the locations of the standing governing body and data on its managers in the scope included in the Uniform State Register;
 - 3.2.15. Submit to the governmental authority the information on admission to the Chamber, suspension of membership and withdrawal from membership in the Chamber in the procedure established by the legislation of the Republic of Kazakhstan.
 - 3.2.16. To perform other obligations stipulated by the legislation of the Republic of Kazakhstan, this Charter and the provisions of the Chamber.

ARTICLE 4. MEMBERS OF THE CHAMBER

- 4.1. The membership in the Chamber means the possession of the status of a legal consultant and is exercised in compliance with the requirements of the applicable legislation of the Republic of Kazakhstan, this Charter and the internal acts of the Chamber. The cases and the procedure for suspension or termination of membership from the Chamber are expressly stated in this Charter and other internal acts of the Chamber.
- 4.2. A member of the Chamber can be a citizen of the Republic of Kazakhstan, as well as a foreign citizen permanently residing in the territory of the Republic of Kazakhstan, having higher legal education and experience in legal specialty of at least two years, qualified and providing legal assistance in accordance with the requirements of the Chamber, accepting this Charter, recognizing ideas and principles of the Chamber's activity.
 - 4.2.1. Attorneys at law and foreign lawyers can be associated members of the Chamber, without having the full status of a legal consultant
 - 4.2.2. Attorneys at law and foreign lawyers who acquired the status of associated members of the Chamber shall comply with the Charter, the rules and standards of the Chamber, the Code of Professional Ethics, rules of professional conduct and other requirements stipulated by the internal acts of the Chamber.
- 4.3. A member of the Chamber cannot be a person adjudged incapable or partially incapacitated, or having outstanding conviction or conviction unquashed in the procedure stipulated by the law as well as excluded from the Register of the Members of the Chamber of Legal Consultants for violation of the requirements of the legislation of the Republic of Kazakhstan, the rules and standards for provision of legal assistance, and the Code of Professional Ethics, if the exclusion occurred before the expiration of three years.
- 4.4. The admission into the Chamber shall be made on the basis of a written application of the person, who wishes to become a member of the Chamber, pay membership fees in the established procedure and be qualified in the procedure established by the Chamber. The application shall specify the last, middle and first names, place of residence, details of the document certifying identity, actual contact details.
- 4.5. To become a member of the Chamber of legal consultants an applicant shall submit:
 - 1) Application in the prescribed form;
 - 2) An identity card or passport;
 - 3) A document of higher legal education (a university diploma confirming the award of bachelor's degree in law);
 - 4) documents confirming work experience in legal specialty at least two years (scan of the Work Record Book, if the Work Record Book is not available there are provided the scans of: the Employment Agreement, the Order on Appointment to the Legal Position, Job Description, Employer's Certificate, Statement of the Non-commercial Joint Stock Company "Government for Citizens State Corporation", other documents confirming work experience);
 - 5) A document with the results of testing of knowledge of the legislation of the Republic of Kazakhstan;
 - 6) A certificate confirming the absence of outstanding and unquashed conviction;
 - 7) Certificates from out-patient psychiatric and drug abuse clinics;
 - 8) CV.
- 4.6. An application is drafted and executed in the form approved by the Chamber. A person wishing to become a member of the Chamber may get acquainted with this Charter,

internal acts, rules and standards of the Chamber on the Chamber's official web-site.

- 4.7. The attestation shall include: obligatory complex testing of knowledge of the legislation of the Republic of Kazakhstan; offline or online interview or review by the Qualification Commission of the documents provided by the applicant. The procedure and conditions of conducting qualification for admission into the chamber of legal consultants shall be determined by the Chamber by agreement with the governmental authority.
- 4.8. The decision on admission into a member of the Chamber shall be made by the Management Board in the procedure established by this Charter and the internal acts of the Chamber.
- 4.9. Subject to the provisions of clauses of this Charter, membership fees shall be paid annually. In case of joining of the member of the Chamber within a year, the amount of membership fee is calculated based on the number of full months remaining before the end of the current calendar year. By decision of the Executive Body in exceptional cases there can be approved the installment payment of membership fees.
- 4.10. A member of the Chamber is provided with an extract from the Register and at the discretion of a member of the Chamber a certificate and a badge of the Chamber according to the sample approved by the decision of the Management Board of the Chamber.
- 4.11. A member of the Chamber shall be active, i.e. have all rights and obligations of the member of the Chamber, stipulated by the legislation, this Charter and the rules of the Chamber, if his/her membership is not suspended or terminated under the decision of the Management Board of the Chamber or if he/she does not voluntarily terminate membership in the Chamber.
- 4.12. A member of the Chamber shall file an application for suspension of membership if he/she for whatsoever reasons (maternity leave, illness, exit from the Republic of Kazakhstan for a long time to work, study get medical treatment, long period illness for over two months or for other reasons) temporarily does not provide legal assistance to individuals and legal entities. Upon termination of the above reasons for suspension, a member of the Chamber shall file an application of restoration of membership.
- 4.13. A member of the Chamber shall have the right at any time to terminate membership in the Chamber on the basis of a written application delivered to the Chairman of the Chamber.
- 4.14. The membership in the Chamber shall terminate in the cases:
 - 1) of death of a citizen who is the member of the Chamber, announcing him/her as deceased, declaring as missing in the procedure established by the legislation of the Republic of Kazakhstan;
 - 2) of liquidation of the Chamber;
 - 3) of entry of a court decision on removal of the Chamber from the Register of chambers of legal consultants into legal force.
- 4.15. Termination of membership in the Chamber shall be approved by a decision of the Management Board.
- 4.16. The membership in the Chamber can be suspended with regard to a respective person by his/her application and/or a decision of the Executive Body of the Chamber in the cases:

- 4.16.1. If a member of the Chamber for whatsoever reasons (maternity leave, illness, exit from the Republic of Kazakhstan for a long time to work, study get medical treatment, long period illness for over two months or for other reasons) suspended legal assistance to individuals and legal entities, the amount, during the period of suspension the amount of membership fee shall comprise 1/10th of the annual membership fee.
- 4.16.2. If a member of the Chamber failed to pay membership fees for over six (6) months.
- 4.17. The membership of a legal consultant shall terminate on the basis of a decision of the Management Board on the exclusion from the Chamber in the following cases:
 - 4.17.1. Gross and repeated violations of this Charter and/or other rules, standards and provisions of the Chamber confirmed by the Disciplinary Commission of the Chamber;
 - 4.17.2. Revealed inconsistency with the qualification requirements made to the members of the Chamber;
 - 4.17.3. Delay in payment of membership fees for more than one year;
 - 4.17.4. Invalidation by the court of a diploma of legal education;
 - 4.17.5. Charging of the member of the Chamber with criminal liability or relief from criminal liability for reasons other than exoneration;
 - 4.17.6. Committing of actions defaming the Chamber confirmed by the Disciplinary Commission of the Chamber;
 - 4.17.7. Deliberate non-performance of decisions of the Chamber's governing bodies;
 - 4.17.8. Occurrence of other circumstances stipulated by the applicable legislation of the Republic of Kazakhstan.
- 4.18. In the event of exclusion of a member/associated member of the Chamber or termination of membership/associated membership in the Chamber for other reasons, the membership fee is not returned.
- 4.19. The members of the Chamber shall exercise equal rights and perform equal obligations.
- 4.20. The members of the Chamber shall not have the rights to the property transferred by them into the Chamber's ownership, including membership fees. They shall not be liable as the members for the Chamber's obligations, and the Chamber shall not be liable for obligations of its members, unless otherwise stipulated by the legislation of the Republic of Kazakhstan.
- 4.21. The active member of the Chamber shall have the right:
 - 4.21.1. To participate in the management of the Chamber in the procedure stipulated by the legislation of the Republic of Kazakhstan and the Charter;
 - 4.21.2. To represent the rights and interests of persons applying for legal assistance in courts, governmental and other authorities and organizations within the jurisdiction of which is the resolution of relevant issues;
 - 4.21.3. To request and receive data from all governmental authorities, local authorities and legal entities required for the provision of legal assistance;
 - 4.21.4. To receive information on the Chamber's including on cash inflows and outflows;
 - 4.21.5. To receive from the Chamber a written extract from the Register of his/her membership in the Chamber, as well as an identity card and a badge on a paid basis;
 - 4.21.6. To propose to the General Meeting of the members of the Chamber candidates for election to the Management Board and other governing bodies of the Chamber;

- 4.21.7. To appeal in the judicial procedure decisions, actions (omission) adopted by the Chamber;
- 4.21.8. To submit proposals on the improvement of the Chamber's activity to all its bodies;
- 4.21.9. To participate in the meetings of the Management Board considering the issues of his/her exclusion from members of the Chamber on the grounds stipulated by this Charter;
- 4.21.10. To use in the established procedure the material base, information, services of the Chamber, privileges established for the members of the Chamber;
- 4.21.11. To withdraw from the composition of the Chamber;
- 4.21.12. To elect and be elected to the governing bodies of the Chamber;
- 4.21.13. To initiate General Meeting of the members of the Chamber in accordance with this Charter;
- 4.21.14. To get familiarized with the materials of the meetings of the Management Board and other bodies of the Chamber;
- 4.21.15. In the procedure and to the extent established by the legislation of the Republic of Kazakhstan to independently collect facts necessary for the provision of legal assistance and submit them to the governmental authorities and officials;
- 4.21.16. To get familiarized with the materials relating to persons applying for legal assistance, including procedural documents, judicial cases and record information contained therein by any means which are not prohibited by the laws;
- 4.21.17. To request on the contractual basis expert opinions to clarify issues arising in connection with the provision of legal assistance and requiring special knowledge in the sphere of science, engineering, arts and other spheres of activity;
- 4.21.18. File motions, appeals in the established procedure against decisions and acts (omission) of the governmental authorities, local authorities, public associations, organizations, officers and governmental officials infringing upon the rights and interests protected by the law of the persons applying for assistance;
- 4.21.19. To use all means and ways of protection of the rights and legal interests of persons applied for legal assistance not prohibited by the law;
- 4.21.20. To conduct conciliation procedures in the procedure established by the legislation of the Republic of Kazakhstan;
- 4.21.21. To provide comprehensive social legal assistance;
- 4.21.22. To contribute additional funds to the Chamber's budget and provide other assistance in the events conducted by the Chamber.
- 4.21.23. To exercise other rights established by the legislation of the Republic of Kazakhstan and the internal provisions of the Chamber;
- 4.22. The active member of the Chamber shall:
 - 4.22.1. Comply with the requirements of the legislation of the Republic of Kazakhstan, the requirements of this Charter, the Code of Professional Ethics, the internal rules and standards of the Chamber. To perform the decisions of the Management Board and other governing bodies of the Chamber, issued in accordance with requirements of the applicable legislation of the Republic of Kazakhstan and this Charter;
 - 4.22.2. Comply with the requirements to the improvement of qualification established by the Chamber;
 - 4.22.3. Keep confidential information on the Chamber and/or its activity constituting official, commercial or other secrets protected by the law;
 - 4.22.4. Pay membership fees in the amount and procedure established by the applicable legislation this Charter. Legal consultants are exempted from payment of the membership fee for a period of maternity leave until a child reaches the age of three years, and legal consultants who do not perform

professional activity for over two consecutive months due to temporary disability. Legal consultants who perform professional activity in rural locations or whose professional record of service is less than one year, shall pay membership fees in the amount of fifty percent of the established rate. Legal consultants who suspended membership in the Chamber shall pay membership fees in the amount of 1/10th of the annual membership fees, except for legal consultants who suspended membership for reasons of maternity leave or until a child reaches the age of three years and legal consultants who do not perform professional activity for over two consecutive months due to temporary disability and who are exempted from payment membership fees in accordance with the applicable legislation;

- 4.22.5. While representing the interests of legal entities and individuals in courts, the members of the Chamber shall strictly comply with the procedural obligations established by the legislation, and also ethical rules of conduct in and outside the court. The members of the Chamber shall provide to the court reliable evidence and procedural documents executed at the high professional level. The members of the Chamber shall restrain from submission to the court of false evidence and deliberate misrepresentation.
- 4.22.6. Conduct insurance of professional liability in the procedure established by the legislation of the Republic of Kazakhstan;
- 4.22.7. Notify the client of impossibility of his/her participation in the provision of legal assistance due to the circumstances preventing its performance;
- 4.22.8. Ensure security of documents received from the client and third parties in the provision of legal assistance;
- 4.22.9. Provide by the client's requirement a copy of the agreement of insurance of professional liability of a legal consultant;
- 4.22.10. Provide by the client's request an extract from the Register of the members of the Chamber;
- 4.22.11. Execute a confidentiality agreement with the client if the client does not object;
- 4.22.12. Perform any not prohibited by law actions to establish the actual circumstances, aimed at the securing of rights, freedoms and legal interests of the client;
- 4.22.13. By the client's request keep copies of the documents used in the provision of legal services, on paper and electronic carriers within the term established by the standards of provision of legal assistance;
- 4.22.14. Ensure the existence of a constant active e-mail address, actual telephone number and to provide information thereon to the Executive Body of the Chamber for the purpose of its entry in the Register of the members of the Chamber, and to receive from the Chamber information on decisions adopted by the governing bodies of the Chamber. In the event of change of the e-mail address and/or telephone number, the legal consultant shall promptly notify thereof the Executive Body of the Chamber by a written notice by any means. In the absence of a notice of change of a permanent active e-mail address and a telephone number of the legal consultant, the Chamber shall not be liable for the consequences of delivery of a notice to the former legal consultant's e-mail address;
- 4.22.15. Participate on a systematic basis in the activity of the Chamber and in the work of the Chamber's bodies in the procedure established by this Charter;
- 4.22.16. Within ten days notify the Executive Body of the Chamber of changes to the information required for maintaining the Register;
- 4.22.17. Be registered on the Chamber's internet portal for maintaining internal communication between the Chamber and its members, and for familiarization with and access to the internal information on the Chamber's activity;
- 4.22.18. Perform other obligations established by the applicable legislation of the Republic of Kazakhstan and the internal provisions of the Chamber adopted in

accordance with this Charter.

ARTICLE 5. REGISTER OF THE MEMBERS OF THE CHAMBER

- 5.1. Appearance, change, suspension, restoration and termination of the status of a member of the Chamber shall be performed on the basis of the respective records in the Register.
- 5.2. Appearance, change, suspension, restoration and termination of the status of an associated member of the Chamber shall be performed on the basis of the respective records in the Registers of associated membership of attorneys at law and associated membership of foreign lawyers.
- 5.3. The Executive Body of the Chamber shall maintain the Register and make entries.
- 5.4. The Register shall include the following information on the members of the Chamber:
- 1) The registration number of the member of the Chamber of Legal Consultants, the date of his/her registration in the Register;
 - 2) The last name, first name and middle name (if any);
 - 3) The individual identification number (if any);
 - 4) The details of the document confirming identity;
 - 5) The place of residence or legal address;
 - 6) The e-mail address;
 - 7) The telephone number;
 - 8) The information on the status of the member;
 - 9) Grounds for appearance, change, suspension, restoration and termination of the status;
 - 10) The information on the assurance of property responsibility of the member of the Chamber of legal consultants (No., date of execution and effective term of the professional liability insurance agreement);
 - 11) The information on the results of audits of the member of the Chamber conducted by the Chamber of Legal Consultants and facts of application of disciplinary and other actions to the member of the Chamber;
 - 12) The date of respective entries made in the Register.
- 5.5. Records of admission to the composition of the members/associated members of the Chamber, suspension, restoration of membership and exclusion from the Chamber and voluntary withdrawal from the Chamber shall be made on the basis of respective decisions and documents:

Information on the status of the member	Grounds
Admission to the member	Management Board's decision
Termination of membership	
Restoration of membership	Decision of the Executive Body
Suspension of membership	

- 5.6. By written request of the active member of the Chamber addressed to the Executive Body of the Chamber, he/she shall be provided within five business days an Extract from the Register to confirm his/her status.

ARTICLE 6. PROCEDURE FOR PAYMENT AND USE OF MEMBERSHIP FEES

- 6.1. Membership fees shall be the property of the Chamber and subject to use exclusively for the purposes of the Chamber's activity stipulated by this Charter. The amount and procedure for payment of membership fees shall be established by the legislation of the Republic of Kazakhstan and this Charter.
- 6.2. All members of the Chamber shall pay membership fees on an annual basis. If an individual joins the Chamber within one year, the amount of membership fee is calculated based on full months remaining until the end of the current calendar year. The amount of annual membership fee shall be established by the decision of the General Meeting of the members of the Chamber to the extent stipulated by the legislation of the Republic of Kazakhstan.
- 6.3. The associated members of the Chamber shall pay annual membership fees. The amount of such membership fee shall comprise 50% of the annual membership fee established by the decision of the General Meeting of the members of the Chamber.
- 6.4. The membership fees shall be paid on an annual basis by one-time payment by February 20 of the current year. If an individual joins the Chamber within the year, the membership fee shall be paid by the member of the Chamber within 10 business days of the admission.
- 6.5. By substantiated request of the member of the Chamber and in accordance with the decision of the Executive Body of the Chamber membership fees can be paid by installments.
- 6.6. Based on the results of the calendar year, the Executive Body of the Chamber shall submit for consideration of the Management Board information on the members of the Chamber who are in arrears on payment of membership fees.

ARTICLE 7. BODIES OF THE CHAMBER

- 7.1. The governing and controlling bodies of the Chamber shall be:
 - 7.1.1. The superior governing body – the General Meeting of the members of the Chamber (hereinafter the General Meeting);
 - 7.1.2. The collective governing body – the Management Board;
 - 7.1.3. The executive governing body – the Chairman of the Chamber;
 - 7.1.4. The controlling governing body (the audit commission, the auditor) elected or appointed by the decision of the General Meeting.
- 7.2. Also, the following bodies and commissions shall be established in the Chamber:
 - 7.2.1. The Supervisory Board – the consulting and advisory body of the Chamber participating in the development of strategic directions of development of the Chamber. The Supervisory Board shall be established in the composition of at least 17 members. The Supervisory Board shall be formed and act on the basis of the Regulation approved by the General Meeting. The members of the Supervisory Board shall be elected by the General Meeting of the members of the Chamber upon submission of the Management Board. For the purposes of maintaining public relations, organization of cooperation with the institutions of education, science, international and other designated organizations, individuals who are not members of the Chamber can be elected to the Supervisory Board as independent members of the Supervisory Board.

- 7.2.2. The Qualification Commission;
 - 7.2.3. The Disciplinary Commission;
 - 7.2.4. The Commission for Control of the Activity of the Members of the Chamber;
 - 7.2.5. Other specialized bodies of the Chamber (committees, commissions etc.), established in accordance with this Charter and the Model Regulation on Commissions and Committees.
- 7.3. The Management Board, the Chairman of the Chamber, the Audit Commission (Auditor) as well as the Qualification Commission, the Disciplinary Commission and the Commission for Control of the Activity of the members of the Chamber shall be elected by the General Meeting for three years.
- 7.4. The procedure for establishment, competence and activity of the specialized bodies of the Chamber shall be regulated by the internal acts of the Chamber approved pursuant to this Charter and the legislation of the Republic of Kazakhstan.

ARTICLE 8. GENERAL MEETING

- 8.1. The superior governing body of the Chamber shall be the General Meeting.
- 8.2. The exclusive competence of the General Meeting shall include:
- 8.2.1. Approval of the Charter of the Chamber, its amending and approval of the new versions of the Chamber;
 - 8.2.2. Determination of the priorities in the activity of the Chamber, principles of formation and use of its property;
 - 8.2.3. Approval of the regulations on the governing and controlling bodies as well as the regulations on the Disciplinary Commission of the Chamber, the Qualification Commission, the Commission for Control of the Activity of the members of the Chamber;
 - 8.2.4. Preparation and approval of the rules and standards of the Chamber making amendments and/or additions thereto;
 - 8.2.5. Approval of the criteria for quality of legal services;
 - 8.2.6. Approval of the Code of Professional Ethics and the rules of professional conduct;
 - 8.2.7. Approval of the Chamber's budget, making amendments and/or additions thereto and approval of the annual financial statements of the Chamber;
 - 8.2.8. Election of the members of the Management Board or its separate members;
 - 8.2.9. Election of the Chairman of the Chamber as well as termination of his/her powers;
 - 8.2.10. Approval of the Regulation on the associated membership of attorneys at law and foreign lawyers in the Chamber;
 - 8.2.11. Election or appointment of the controlling body of the Chamber;
 - 8.2.12. Election of the members of the Supervisory Board, the Qualification Board, the Disciplinary Commission, the Commission for Control of the Activity of the Members of the Chamber.
 - 8.2.13. Approval of the reports of the executive body and the controlling body in the procedure established by the Charter of the Chamber;
 - 8.2.14. Adoption to the extent established by the legislation of the Republic of Kazakhstan of the decision on the participation of the Chamber in the establishment or activity of other legal entities, and the decision on the opening and closing of its branch offices and representative offices;
 - 8.2.15. Adoption of the decision on registration or liquidation of the Chamber, appointment of a liquidator or a liquidation commission;
 - 8.2.16. Establishment of membership fees, their amounts and dates of their payment;

8.2.17. Approval of the Rules for conducting General Meetings;
8.2.18. Adoption of other decisions in accordance with the legislation of the Republic of Kazakhstan and the Charter of the Chamber.

- 8.3. Transfer of the issues referred to the exclusive competence of the General Meeting to the jurisdiction of other bodies or members of the Chamber shall not be allowed.
- 8.4. The General Meeting may adopt decisions on any issues of the activity of the Chamber, including those referred to the competence of other governing bodies of the Chamber.
- 8.5. The members of the Chamber, including the associated member of the Chamber shall have the right to participate in the sessions of the General Meeting.
- 8.6. Each participant of the session of the General Meeting as an active member of the Chamber shall have the right to vote at the sessions of the General Meeting and shall have one vote.
 - 8.6.1. If a participant of the session of the General Meeting is an associated member of the Chamber, he/she shall have the right to vote at the session of the General Meeting and have one vote, however to the extent of issues directly relating to the conditions of the associated membership in the Chamber.
- 8.7. Sessions of the General Meeting shall be conducted as required at least once a year.
- 8.8. The General Meeting of the members of the Chamber shall be divided into annual and extraordinary.
- 8.9. Sessions of the General Meeting shall be conducted at the location of the executive body of the Chamber in accordance with the Rules for conducting General Meetings.

Initiation and Convocation of the General Meeting

- 8.10. The annual General Meeting shall be called by the Management Board which also shall determine the venue of the General Meeting and its proposed agenda.
- 8.11. An extraordinary General Meeting may be convened by decision of the Management Board, the Executive Body of the Chamber or by request of 1/3 of the members of the Chamber.
- 8.12. The General Meeting may be convened by personal attendance (off-line) or by letter (on-line) ballot and by ballot using the electronic platform of the Chamber in the procedure stipulated by the legislation of the Republic of Kazakhstan, the Charter and the Rules for conducting the General Meeting.
- 8.13. The body or the individual initiating the convocation of the General Meeting shall provide to the Executive Body of the Chamber its/his/her request to conduct the General Meeting, the proposed agenda of the General Meeting, instruction on the form of the General Meeting and proposals regarding the date and venue of the meeting.
- 8.14. The proposed agenda shall be clearly articulated and contain specific issues put for consideration of the General Meeting. If the agenda of the General Meeting contains the issue of election of the governing bodies and specialized bodies of the Chamber, the body or the individuals filing a request on the conduct of the General Meeting shall provide information on a respective candidate within 15 (fifteen) days prior to the date of the General Meeting.

- 8.15. The date specified in the request for conducting the General Meeting shall be determined so that the General Meeting is conducted not earlier than in thirty days of filing a request for conducting the General Meeting.
- 8.16. The obligations of the Counting Commission shall include:
- 8.16.1. The registration of the participants of the General Meeting;
 - 8.16.2. The compilation and signing of the protocol of the registration of the members of the General Meeting;
 - 8.16.3. The determination of existence/absence of the quorum at the General Meeting;
 - 8.16.4. The counting of votes of the participants of the General Meeting (including on the basis of letter ballot);
 - 8.16.5. The compilation and signing of the voting results protocol.

Preparation for convention of the General Meeting

- 8.17. The Executive Body shall notify the members of the Chamber of the convention of the General Meeting not later than thirty days prior to the date of convention of the General Meeting.
- 8.18. The respective information, including the date and time, including the date of closing of acceptance of letter/mixed ballots, venue and the proposed agenda shall be placed by the Executive Body on the Chamber's internet portal not later than 30 day before the date of convention of the General Meeting.
- 8.19. Materials on the agenda of the general Meeting shall be placed by the Executive Body on the Chamber's internet portal not later than 15 days prior to the date of convention of the General Meeting.
- 8.20. The Executive Body may place information on convention of the General Meeting in other mass media
- 8.21. The Executive Body shall prepare an extract from the Register dated as of the General Meeting specifying all active members of the Chamber. While conducting the General Meeting by letter or mixed ballot an extract from the Register shall be made as of the date of the General Meeting. The active members of the Chamber included in this extract from the Register may participate in the General Meeting.
- 8.22. The honored and associated members of the Chamber may attend and participate in the discussion of issues considered by the Chamber.

Convention of the General Meeting

- 8.23. A member of the Chamber shall participate in the General Meeting personally or distantly using technical means of communication (video, audio communication, the electronic systems of voting etc.). In the adoption of decisions by mixed voting, ballots for voting of the members of the Chamber actively participating in the General Meeting distantly, provided prior to the time and date of closing the acceptance of ballots for voting shall be counted together with the votes of the members of the Chamber, who personally arrived to participate in the General Meeting.
- 8.24. The date of the General Meeting shall be the time and date of closing of acceptance of ballots for voting.
- 8.25. The active members whose ballots for voting were accepted prior to the date and time of closing of acceptance of such ballots shall be considered as participating in the

General Meeting conducted in the form of letter or mixed ballot.

- 8.26. Prior to the convention of the General Meeting, the Counting Commission shall register the arriving members of the Chamber as the participants of the General Meeting and letter ballots if the General Meeting is conducted in the form of letter or mixed ballot.
- 8.27. Participants of the General Meeting shall be registered subject to the time and date required for the registration of all participants to begin the General Meeting at the established time.
- 8.28. The participant of the General Meeting who failed to get registered shall not be included in the quorum and shall not have the right to participate in voting.
- 8.29. Upon completion of the registration of the participants of the General Meeting, the Counting Commission shall draw up and sign the protocol of registration of the participants of the General Meeting.
- 8.30. The Protocol of registration of the participants of the General Meeting shall contain:
 - 1) The date, time and venue of the General Meeting;
 - 2) The composition of the members of the Counting Commission;
 - 3) The information on the participants of the General Meeting participating in the session of the General Meeting;
 - 4) The information on the presence or absence of the quorum at the General Meeting.
- 8.31. The General Meeting shall be opened at the time and place specified in the notice subject to the quorum.
- 8.32. For the convention of the General Meeting the presence of at least a half of the quorum plus 1 vote of the total number of the members of the Chamber shall be required. In the event of convention of the General Meeting by mixed ballot, the letter ballots submitted by the members of the Chamber prior to date and time of closing of acceptance of such ballots shall be accounted to determine the quorum. The absence of the quorum shall be the ground for recognizing the General Meeting invalid.
- 8.33. The follow-up General Meeting shall be convened on the following business day at the same time and if possible at the same place or otherwise. The follow-up General Meeting shall be deemed valid regardless of the number of the present or represented participants. In addition, letter ballots are subject to counting.
- 8.34. The Chairman of the Chamber shall open the session of the General Meeting and put the following issues for resolution:
 - 1) The election of the chairman of the General Meeting;
 - 2) The election of the secretary of the General Meeting;
 - 3) The election of the Counting Commission;
 - 4) The method of voting at the General Meeting – open or secret;
 - 5) Amendments and/or additions to the agenda.
- 8.35. The Chairman of the Chamber cannot be elected as the chairman of the General Meeting.
- 8.36. Prior to discussion of the issues included into the agenda, the chairman of the General Meeting shall state the quorum. Failure to comply with this requirement shall result in the invalidation of all decisions adopted at the General Meeting.

- 8.37. It is not allowed to consider the issues which are not included into the agenda of the General Meeting and to adopt decisions on them. Failure to comply with this requirement shall result in invalidity of the decisions adopted on such issues.
- 8.38. Decisions on the issues specified in the agenda of the General Meeting shall be adopted by the qualified majority of the votes of the participants of the General Meeting. Decisions on the issues: approval of the Charter of the Chamber, amendments thereto and a new version of the Charter, approval of the Chamber's budget, amendments thereto, approval of the annual financial statements, election of the members of the Management Board shall be adopted by the qualified majority of two thirds of the total number of the participants of the General Meeting.

Presentation of the Results of the General Meeting

- 8.39. The session of the General Meeting can be announced closed after consideration of all issues included in the agenda and adoption decisions on them.
- 8.40. The session of the General Meeting conducted by letter or mixed ballot can be announced closed after consideration of all issues included in the agenda, adoption of decisions on them and on the following day of the date and time of acceptance of voting ballots.
- 8.41. Based on the results of voting on the issues presented for consideration of the General Meeting, the Counting Commission shall draw up and sign voting results protocol.
- 8.42. The voting results protocol shall specify:
- 1) Date, time and venue of the General Meeting;
 - 2) The composition of the members of the Counting Commission;
 - 3) Information on the registration of the participants of the General Meeting and the quorum;
 - 4) Results of voting on the organizational issues of the General Meeting (election of the chair of the General Meeting; election of the secretary of the General Meeting; election of the Counting Commission; the method of voting at the General Meeting – open or letter ballot; changes and/or additions to the agenda)
 - 5) Decisions on the issues of the agenda;
 - 6) The number of votes of the participants of the General Meeting, who voted “for”, “against” and abstained from voting on each issue put to the vote; as well as the participants who did not vote on the issues of the agenda;
 - 7) The numbers of votes recognized as invalid per each issue
- 8.43. The minutes of the General Meeting shall be drawn up by the Secretary of the General Meeting within ten calendar days of the General Meeting.
- 8.44. The minutes of the General Meeting shall specify the following information:
- 1) The full name and location of the Chamber;
 - 2) The form of conduct of the General Meeting;
 - 3) The agenda;
 - 4) Decisions of the organizational issues of the General Meeting;
 - 5) Information on the work of the Counting Commission
 - 6) Speeches of the participants of the General Meeting;
 - 7) Information on the adopted decisions;
 - 8) Other information on the agenda of the General Meeting.
- 8.45. The minutes of the General Meeting shall be signed by the Chairman and the Secretary of the General Meeting.

- 8.46. The minutes of the General Meeting shall be threaded with the protocol of the Counting Commission of registration of the participants of the General Meeting and the protocol of the Counting Commission of the results of voting, electronic ballots.
- 8.47. The following documents shall be attached to the minutes of the General Meeting:
- 1) The extract from the Register of the Chamber;
 - 2) The information confirming compliance by the Executive Body of the Chamber and/or the Management Board with the requirements to notification of the members of the Chamber of the convention of the General Meeting.
- 8.48. The above documents shall be maintained by the Executive Body of the Chamber in the book of minutes of the General Meeting of the Chamber and/or the electronic database.
- 8.49. The members of the Chamber may get familiarized with the minutes of the General Meeting. By written request of the member of the Chamber delivered to the Chairman of the Chamber he shall be given a copy of the minutes of the General Meeting or extract therefrom.

9. MANAGEMENT BOARD

- 9.1. The Management Board shall be a standing collective governing body of the Chamber which exercises the powers ensuring the implementation of the goals and objectives of the Chamber in accordance with the Charter and the applicable legislation. The Management Board shall be established in the composition of at least seven (7) members.
- 9.2. The location of the Management Board: Office 509, 5th floor, "Forum-Dostyk" Business Center, Medeu District, Almaty 050051, Republic of Kazakhstan.
- 9.3. The members of the Management Board shall carry out their activities without receiving any material consideration from the Chamber.
- 9.4. The Management Board shall have competence on the following issues:
- 9.4.1. Adoption of decisions on conducting audits of the activity of the Chairman of the Chamber;
 - 9.4.2. Review and approval of the programs and action plans of the Chamber;
 - 9.4.3. Presentation to the General Meeting of candidates for electing to the Management Board and a candidate/candidates to the position of the Chairman of the Chamber;
 - 9.4.4. Adoption of the decision on the convention of the General Meeting and approval of the Agenda of the General Meeting;
 - 9.4.5. Organization and control of the implementation of decisions adopted by the General Meeting and the Supervisory Board;
 - 9.4.6. Adoption of decisions on the admission as a member/associated member of the Chamber or exclusion from the members/associated members of the Chamber on the grounds stipulated by the legislation of the Republic of Kazakhstan or the Charter of the Chamber.
 - 9.4.7. Adoption of a decision on the imposition of disciplinary actions on the member of the Chamber;
 - 9.4.8. Drafting the Code of Professional Ethics and the Rules of Professional Conduct and submission for approval by the General Meeting of the members of the Chamber;

- 9.4.9. Admission of honorary members of the Chamber by submission of the Chairman of the Chamber;
 - 9.4.10. Approval of the Standards of Advanced Training of the members of the Chamber;
 - 9.4.11. Approval of internal acts and documents of the Chamber;
 - 9.4.12. Exercise of control over coordination of the activity of structural subdivisions of the Chamber;
 - 9.4.13. Determination of the current objectives of the Chamber;
 - 9.4.14. Approval of specialized committees, commissions, work groups and new structures of the Chamber, excluding those relating to the exclusive competence of the General Meeting of the members of the Chamber;
 - 9.4.15. Approval of the regulations on specialized committees, commissions and other structures of the Chamber excluding those relating to the exclusive competence of the General Meeting of the members of the Chamber;
 - 9.4.16. Appointment of the chairmen of the specialized committees, commissions, including the chairmen of the Qualification Commission, the Disciplinary Commission, the Commission for Control of the Activity of Members of the Chamber and the Audit Commission;
 - 9.4.17. approval of questions for testing of candidates for members of the Chamber;
 - 9.4.18. Adoption of decisions on the establishment of the Chamber's offices;
 - 9.4.19. Determination of the procedure for establishment and the composition of the liquidation commission in case of liquidation of the Chamber for their appointment and approval by the General Meeting;
 - 9.4.20. Approval of the Chamber's logo;
 - 9.4.21. Ensuring the implementation of the provisions of this Charter, main directions of the activity of the Chamber;
 - 9.4.22. Determination of the staff, terms of remuneration for the work of the Chamber's personnel;
 - 9.4.23. Consideration of the applications of the members of the Chamber on the issue of actions (omission) of the Chamber, its bodies and the results of their consideration;
 - 9.4.24. Management of the Chamber's property;
 - 9.4.25. Adoption of decisions on other issues of the activity of the Chamber except for those which refer to the exclusive competence of the General Meeting of the members of the Chamber.
- 9.5. The members of the Management Board shall be elected by decision of the General Meeting from the members of the Chamber for a term of three (3) years. The members of the Chamber elected to the composition of the Management Board can be re-elected not more than two times.
- 9.6. The powers of all or individual members of the Management Board can be terminated earlier by decision of the General Meeting subject to the grounds stipulated in this Charter.
- 9.7. A member of the Management Board shall be subject to exclusion from the composition of the Management Board on the basis of the decision of the session of the General Meeting issued by the own initiative or recommendations of the Management Board on the following grounds:
- 9.7.1. In case of missing of more than half of the meetings of the Management Board within 12 preceding months without reasonable grounds;
 - 9.7.2. In case of violation of the requirements of the legislation of the Republic of Kazakhstan and the Charter of the Chamber;
 - 9.7.3. In case of committing actions contradicting the objectives of the activity of the

Chamber.

- 9.8. A member of the Chamber may leave the occupied position by filing a written application with the Chairman of the Chamber.
- 9.9. The meetings of the Management Board shall be conducted as required.
- 9.10. The meetings of the Management Board shall be conducted in the location of the executive body of the Chamber.
- 9.11. It is allowed to use communication means (telephone, video etc.) at the meetings of the Management Board with the purpose of ensuring the presence of the members of the Management Board at the meeting. It is allowed to adopt the decisions of the Management Board by using the electronic communication equipment.
 - 9.1.1. The Management Board elects the Chairman of the Board out of its composition to manage the organizational work of the collective governing body for the term of election of the Management Board.
- 9.12. The meetings of the Management Board can be called by request of any member of the Management Board.
- 9.13. The request regarding convention of the meeting of the Management Board shall be submitted to the Chairman of the Chamber in writing and shall contain the issues proposed for the consideration by the Management Board.
- 9.14. The meeting of the Management Board shall be convened:
 - 9.14.1. By the Chairman of the Chamber not later than three days of the request of calling up the meeting;
 - 9.14.2. By two or more members of the Management Board immediately in case of failure to convene the meeting of the Management Board by the Chairman of the Chamber when the latter is obliged to convene the meeting of the Management Board.
- 9.15. The body or the individual calling up the meeting of the Management Board shall notify in writing each member of the Management Board of the conducting of the meeting of Management Board at least three days prior to the conduct of the meeting.
- 9.16. The respective information including time, venue, the proposed agenda and materials on the agenda of the meeting of the Management Board shall be provided to the members of the Management Board to the electronic postal address specified in the Register.
- 9.17. By decision of the Management Board other persons with the right of advisory vote may participate in its work.
- 9.18. The Management Board may adopt decisions subject to quorum of more than a half of total number of the members of the Management Board. The absence of quorum shall be the ground for invalidation of the meeting of the Management Board.
- 9.19. The recurring meeting of the Management Board shall be conducted on the following business day at the same time and place. The recurring meeting of the Management Board shall be full-fledged regardless of the number of the participants present or represented at the meeting.

- 9.20. The meeting of the Management Board shall be opened at the time and venue specified in the notice.
- 9.21. The Chairman of the Management Board shall open a meeting of the Management Board and states the presence of the necessary quorum. Incompliance with this requirement shall result in the invalidation of all decisions adopted at the meeting of the Management Board.
- 9.22. Prior to the discussion of the agenda issues the Management Board shall resolve the following issues:
- 1) Election of the chairman and the secretary of the meeting of the Management Board;
 - 2) Method of voting at the meeting of the Management Board by open or letter ballot;
 - 3) Amendments and/or additions to the agenda.
- 9.23. Amending and/or adding to the agenda can be proposed by any member of the Management Board or the Executive Body of the Chamber.
- 9.24. Each member of the Management Board has the right to one vote.
- 9.25. Decisions of the Management Board shall be adopted by the simple majority of the members of the Management Board present at the meeting. Meetings of the Management Board can be conducted both by personal attendance of its members in one premise and by personal participation in the discussion of the issues on the agenda and adoption of the decisions on electronic communication or any other form of communication (video-, audio-conference and others) allowing determining a personal opinion of each member of the Management Board on the discussed issue and the results of voting. Given that the Management Board is a collective governing body, each of its members shall take an active part in its work.
- 9.26. Incapability of a member of the Management Board to participate in the work of the Management Board for any reason within six (6) months shall be the ground for withdrawal of such member of the Management Board from its composition by the decision of the Management Board. In case of withdrawal of the member of the Management Board from its composition, the General Meeting of the members of the Chamber shall conduct by-elections to the composition of the Management Board. Prior to the regular General Meeting of the members of the Chamber, the Management Board shall be entitled to appoint a stand-in member out of the composition of the members of the Chamber.
- 9.27. Based on the results of voting on the issues submitted for consideration of the Management Board, the Secretary of the meeting of the Management Board shall draw up a voting results protocol. The voting results minutes shall be signed by the Chairman and the Secretary of the meeting of the Management Board.
- 9.28. The voting results protocol shall specify:
- 1) Date, time and venue of the meeting of the Management Board;
 - 2) Information on the presence/absence of the quorum of the meeting of the Management Board;
 - 3) Results of voting on the issues of the agenda;
 - 4) Agenda of the meeting of the Management Board;
 - 5) The number of votes of the members of the Management Board who voted "for", "against" and abstained from voting on each issue of the agenda;
 - 6) Results of voting on the issues put to vote;

- 7) Decisions adopted at the meeting of the Management Board.

10. CHAIRMAN OF THE MANAGEMENT BOARD

- 10.1. The management of the current activity of the Chamber shall be carried out by the Chairman of the Chamber who is a standing executive body of the Chamber. The chairman of the Chamber shall be responsible for the results of the activity of the Chamber. The chairman of the Chamber shall be the senior official of the Chamber and shall be personally responsible for its activity within the entire term of election, and shall report to the General Meeting of the Members of the Chamber and the Management Board. The chairman shall arrange the implementation of the decisions adopted by the General Meeting and the Management Board. The Chairman of the Chamber can be only an individual out of the members of the Chamber.
- 10.2. The Chairman of the Chamber shall be nominated to the position by the decision of the Management Board and approved by the General Meeting. The employment agreement with the Chairman of the Chamber shall be signed on behalf of the Chamber by the member of the Management Board authorized by the decision of the Management Board of the Chamber.
- 10.3. The Chairman of the Chamber shall be elected by the General Meeting for a term of three (3) years with the right to be reelected for a similar additional term.
- 10.4. The Chairman of the Chamber shall:
- 10.4.1. Act without a power of attorney on behalf of the Chamber, represent its interests in the relations with governmental authorities, legal entities and individuals, other organizations etc.;
 - 10.4.2. Arrange and conduct the implementation of decisions adopted by the General Meeting, the Supervisory Board and the Management Board;
 - 10.4.3. Execute on behalf of the Chamber agreements in the amount not exceeding five million (5,000,000) tenge or its equivalent. By approval of the Management Board the Chairman of the Chamber may execute on behalf of the Chamber agreements exceeding this amount;
 - 10.4.4. Issue powers of attorney with the right to represent the Chamber in its relations with third parties;
 - 10.4.5. Annually inform the Management Board and the members of the Chamber of cash inflows and outflows by presenting this information at the meeting of the General Meeting;
 - 10.4.6. Prepare the annual budget and financial statements and upon endorsement by the Management Board submit them for the approval by the General Meeting;
 - 10.4.7. Adopt decisions on the suspension and restoration of membership;
 - 10.4.8. Adopt decisions on the procedure for payment of membership fees by installments;
 - 10.4.9. Ensure the implementation of the provisions of this Charter, key directions of the activity of the Chamber and other governing documents of the Chamber;
 - 10.4.10. Develop the Agenda of the General Meeting, Send out the notice of the conduct of the General Meeting to the active members of the Chamber by its placement on the Chamber's portal and on the website of the Chamber, and at the email addresses specified by them.;
 - 10.4.11. Carry out other activity unrelated to the competence of the General Meeting and the Management Board; discuss the issues and adopt decisions required for normal work of the Chamber.
- 10.5. The Chamber may object to the validity of the transaction executed by the Chairman of

the Chamber in violation of the established restrictions, if it proves that at the moment of execution of the transaction the parties were aware of such restrictions.

- 10.6. The Chairman of the Chamber may at any time refuse prematurely to perform the obligations assumed by the Chairman of the Chamber, having notified the Management Board thereof one calendar month prior to the termination of the powers. In addition, the Management Board may temporarily appoint any of the members of the Chamber performing the functions of the Chairman of the Chamber until the next convention of the General Meeting.

11. CONTROLLING BODY (AUDIT COMMISSION, AUDITOR)

- 11.1. To exercise control over financial and business activities of the Chairman of the Chamber, the General Meeting shall elect the Audit Commission out of the members of the Chamber or appointed out of the professional consultants/specialists with whom a civil law or employment agreement is executed in the procedure stipulated by the legislation of the Republic of Kazakhstan. The Management Board may also appoint an external independent auditor with whom a civil law agreement shall be executed.
- 11.2. The Audit Commission shall be formed in the composition not exceeding five (5) members.
- 11.3. Performance of the functions of the Audit Commission can be entrusted to one of the members of the Chamber as a single Auditor.
- 11.4. The term of powers of the Audit Commission or a single Auditor shall be three (3) years.
- 11.5. The Chairman of the Chamber cannot be a member of the Audit Commission (Auditor).
- 11.6. The Audit Commission (Auditor) may at any time carry out audits of financial and business activities of the Chairman of the Chamber. The Audit Commission (Auditor) shall for this purpose have the absolute right of access to all documents of the Chamber. By request of the Audit Commission (Auditor) the Chairman of the Chamber shall give necessary oral and written explanations.
- 11.7. The Audit Commission (Auditor) shall conduct obligatory audit of annual financial statements of the Chamber prior to their approval by the General Meeting. The General Meeting may not approve annual financial statements without the conclusion of the Audit Commission (Auditor) or the Auditor's report.
 - 11.7.1. While the external auditor (professional consultants/specialists or a legal entity) conducts an audit of financial and business activities of the Chairman of the Chamber, the Audit Commission shall review the audit report and draft a written conclusion to be approved by the General Meeting.
- 11.8. Procedures of the Audit Commission (Auditor) of the Chamber are determined by the rules and other documents regulating the internal activities of the Chamber.

12. SOURCES OF FORMATION OF THE PROPERTY OF THE CHAMBER

- 12.1. The Chamber may own buildings, structures, facilities, motor vehicles, equipment, monetary funds and other property necessary for material security of the activities stipulated by this Charter.

- 12.2. The property of the Chamber shall be formed by:
- 12.2.1. Membership fees of the members of the Chamber;
 - 12.2.2. Voluntary, charitable contribution and donations including in foreign currency in accordance with the legislation of the Republic of Kazakhstan;
 - 12.2.3. Proceeds for conducting in accordance with the Charter of social, educational events, and provision of services and lectures aimed at achieving the objectives stipulated by this Charter;
 - 12.2.4. Other proceeds not prohibited by the law including income from own activity of the Chamber and other activities in accordance with the applicable legislation;
 - 12.2.5. Other property not prohibited by the legislation of the Republic of Kazakhstan.
- 12.3. The Chamber shall maintain financial accounting of the total property. The Chamber shall be liable for its obligations to the extent of its funds property subject to execution in accordance with the legislation of the Republic of Kazakhstan.
- 12.4. Accounts, financial and statistical statements of the Chamber shall be maintained in accordance with the applicable legislation of the Republic of Kazakhstan; income from all types of activities shall be allocated in accordance with the objectives of the activity of the Chamber and shall not be subject to redistribution among its members.
- 12.5. The property of the Chamber shall be managed in accordance with the decisions of the Chamber adopted in the procedure stipulated by this Charter. The Chairman of the Chamber shall be liable for duly performance of decisions adopted by the Management Board with respect to the property of the Chamber.
- 12.6. General control over the financial and business activity of the Chairman of the Chamber shall be exercised by the Audit Commission/Auditor in the procedure stipulated by this Charter.
- 12.7. Upon liquidation of the Chamber, property remaining after satisfying the claims of creditors shall be allocated in accordance with the objectives stipulated by this Charter.

13. PROCEDURE FOR INFORMING THE MEMBERS OF THE CHAMBER OF CASH INFLOWS AND OUTFLOWS

- 13.1. The Chamber shall inform its members of cash inflows and outflows in the procedure stipulated by the legislation of the Republic of Kazakhstan, this Charter and the internal provisions of the Chamber.
- 13.2. All cash inflows and outflows shall be reflected in the financial statements of the Chamber. The regularity and duration of preparation by the Executive Body of the Chamber of financial, the procedure for their submission to the General Meeting for approval and conduct by the controlling body of audits shall be made in accordance with the legislation of the Republic of Kazakhstan and this Charter.
- 13.3. Pursuant to this Charter, the Chairman of the Chamber shall inform all members of the Chamber at the annual General Meeting of all cash inflows and outflows and submit annual financial statements of the Chamber for approval by the General Meeting.

14. CHAMBER'S ORGANIZATIONAL STRUCTURE

- 14.1. The Chamber may have its own structural subdivisions (branch offices, representative

offices and offices) in the territory of the oblasts (cities of national significance) of the Republic of Kazakhstan.

- 14.2. The branch offices, representative offices and offices shall be independent subdivisions of the Chamber and shall not be legal entities. They shall be vested with the property of the Chamber and shall carry out their activities under the provisions on the branch offices and branch offices approved by the Management Board.
- 14.3. The legal status of the branch offices, representative offices and offices of the Chamber shall be stipulated by the legislation of the republic of Kazakhstan and the internal documents of the Chamber.

15. PROCEDURE FOR REORGANIZATION, LIQUIDATION AND TERMINATION OF THE CHAMBER

- 15.1. The activity of the Chamber may be terminated by its reorganization or liquidation.
- 15.2. The Chamber may be reorganized by the decision of the General Meeting adopted by the qualified majority of the votes of the participants of the General Meeting present at the meeting or on the grounds and in the procedure stipulated by the legislation of the Republic of Kazakhstan.
- 15.3. The Chamber can be reorganized in the form consolidation, merger, acquisition, split-up, spin-off, transformation and other forms stipulated by the legislation.
- 15.4. The Chamber shall be deemed reorganized except for the cases of reorganization in the form of merger upon the state registration of the newly formed organization(s). In the event of reorganization of the Chamber in the form of merger thereto of another organization, the Chamber shall be deemed reorganized upon making the entry into the state register of legal entities of the of the termination of the activity of the merged organization.
- 15.5. The state registration of the new organization(s) formed as the result of reorganization and making the entry in the state register of legal entities of the termination of the reorganized organization(s) shall be made in the procedure established by the legislation of the Republic of Kazakhstan.
- 15.6. The Chamber may be liquidated:
 - 15.6.1. By the decision of the General Meeting;
 - 15.6.2. By the court decision.
- 15.7. The liquidation commission shall be formed for liquidation of the Chamber in the procedure and composition determined by the Management Board and approved by the General Meeting unless otherwise stipulated by the legislation of the Republic of Kazakhstan.
- 15.8. Upon the formation of the liquidation commission it is vested with powers to manage the property and affairs of the Chamber.
- 15.9. The liquidation commission shall publish information on the liquidation of the Chamber and the procedure and deadline for claims of the creditors in the official editions.
- 15.10. The liquidation commission shall undertake measures to identify creditors and debts and notify creditors of the liquidation of the Chamber.

- 15.11. Upon liquidation of the Chamber its property remaining after settlements with the budget and creditors shall be allocated in accordance with the purposes stipulated by this Charter.
- 15.12. Liquidation of the Chamber shall be deemed complete and the Chamber shall be deemed terminated upon its exclusion as a legal entity from the uniform state register of legal entities.

16. FINAL PROVISIONS

- 16.1. All other provisions which are not regulated by this Charter shall be regulated by the legislation of the Republic of Kazakhstan.
- 16.2. This Charter shall be regulated by the legislation of the Republic of Kazakhstan.
- 16.3. Amendments and additions to this Charter of the Chamber shall be referred to the exclusive competence of the General Meeting.
- 16.4. Proposals for amending or additions to the Charter of the Chamber shall be submitted for consideration of the General Meeting of the members of the Chamber, the Management Board, the Executive Body or by request of at least 1/3 of the members of the Chamber.
- 16.5. If one or more provisions contained in this Charter or their application shall be deemed or shall be declared invalid, illegal or null, the validity, legality and legal force of the remaining provisions contained in this Charter, and their application shall in no way be affected and infringed.


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