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“*[name of the Issuer]*”

OFFER DOCUMENT

related to the Commercial Papers Programme with the total amount up to *[amount and currency]*

This document is an Offer Document (“**Offer Document**”) that has been prepared in connection with the Commercial Papers Programme with the total amount up to *[maximum size of the programme] and its tenure* programme (“**Programme**”), pursuant to which the *[name of the issuer]* (“**Issuer**”) may from time-to-time issue commercial papers (“**Securities**”) offered to Accredited Investors only as defined in Section 1.1.2(6)(a) of the AIFC MAR Rules. Each series of Securities issued under the Programme is hereinafter referred to as “**Tranche**”. Each Tranche shall have a fixed maturity of no more than 180 calendar days. The Programme may be comprised of one or more Tranches issued on the same or different dates.

This document constitutes the Offer Document (the “**Offer Document**”) described herein and is prepared for the purposes of the AIX Business Rules, MLR 16-2. Each Tranche will be subject to the relevant Offer Terms which, for the purposes of that respective Tranche only, completes this Offer Document and which must be read in conjunction with this Offer Document. For the avoidance of doubt, the terms and conditions set out in this Offer Document shall be applicable to each Tranche issued under the Programme and will be completed by the relevant Offer Terms. The form of the Offer Terms is set out in Schedule 1 to this Offer Document.

This Offer Document is approved by the *[authorized body]* of the Issuer on *[date]*. This Offer Document has been published by the Issuer via AIX Regulatory Announcement Services (“**RAS**”) on the website of AIX. The Offer Terms of each Tranche will be published via RAS accordingly.

Warnings:

1. Any decision to invest in the Securities should be based on a consideration of the Offer Document by the investor (“**you**” or “**your**”).
2. You could lose all or part of the amount invested.

Responsibility Statement¹:

The following persons are responsible for this Offer Document:

[Insert name of Issuer] in relation to all of this Offer Document

[•]

Each such person confirms (having taken all reasonable care to ensure that such is the case) that the information contained in the relevant parts of the Offer Document is, to the best of their knowledge, in accordance with the facts, and the Offer Document omits no information likely to affect its import.

¹ Responsibility Statement sets out the details of the Persons responsible for the Offer Document, and in particular: (i) where a person responsible is a natural person, indicates the name and function of that person; and (ii) where a person responsible is a body corporate or other legal person, indicates the name and registered office of that person and authorized governing body which approved the Offer Document.

SECTION 1. INFORMATION ABOUT THE ISSUER	
Issuer	<i>[full legal and/or commercial name]</i>
Contact details of the Issuer	<i>[including registered address, contact telephone number, e-mail and corporate website]</i>
Registration details	<i>[local registration number and/or legal entity identifier (LEI), domicile, legal form, country and date of incorporation including the law under which the Issuer has been incorporated and operates]</i>
Principal activities and business	<i>[(a) a description of the issuer's principal activities, the main categories of products sold and/or services performed and principal markets in which the Issuer operates; (b) an indication of any significant new products, services or activities that have been introduced since the publication of the latest audited financial statements]</i>
Major shareholders and beneficial owners	<i>[The names and percentage holdings of the persons holding, directly or indirectly, 10 per cent or more of equity securities of the issuer as at the date of this offer document. If a person or persons together control the Issuer, also include an explanation of how – including a description of any control rights other than through exercise of votes]</i>
Directors and Management of the Issuer	<i>[Names and functions within the issuer of those persons, including current and proposed directors and senior managers of the Issuer]</i>
Auditors	<i>[Name, business address and professional qualification]</i>
Key financial information covering last financial year	<i>[Add a link where audited financial statements are published and can be reviewed by investors. This section to include appropriate key financial information for the last completed financial year, for example: revenue, EBITDA, NPAT, dividends (total and by class), total assets, cash and cash equivalents, total liabilities, total debt, total equity, net cash flows from operating activities – each determined in accordance with IFRS or other accounting standards approved by AIX – and a statement that the financial statements can be inspected on the Issuer's web site]</i>
Credit Rating of the Issuer	<i>[please also define the rating agency which has assigned the rating]</i>
Creditworthiness of the Issuer	<i>[Please specify applicable prudential financial requirements. N.B: the Issuer must have a relevant credit rating (as per above) or meet certain financial requirements determined by AIX]</i>
Risks specific to the Issuer and the Securities	<i>[The risks associated with investing in the Issuer] (a) the nature of the risks involved in investing in the Securities; (b) any material risks affecting business of the Issuer and its financial condition; (c) any steps proposed by the Issuer to mitigate or manage the risks;</i>
SECTION 2. TERMS AND CONDITIONS OF THE PROGRAMME	
Class, type of the Security	Commercial Papers, which are Debentures
Size and Validity of the Programme	<i>[total value of the Programme, currency and maturity of the Programme]</i>
Purpose of the Programme	<i>[Include a statement as to what the proceeds from Tranches will be used for]</i>
Currency (if applicable to all Tranches)	<i>Click or tap here to enter text. [Please also specify if issue currency is different from trading currency]</i>
Denomination (if applicable to all Tranches)	<i>Click or tap here to enter text.</i>
Form of Securities	Registered form

Plan for Distribution	Securities offered to Accredited Investors only as defined in Section 1.1.2(6)(a) of the AIFC MAR Rules
Maturity	The Securities shall mature and become payable on such dates as established in the relevant Offer Terms at the time of issuance of a respective Tranche, provided that no Tranche shall mature or become payable more than 180 calendar days from the date of issuance thereof.
Security / Status of the Securities	The Securities are unsecured general obligations of the Issuer.
Events of Default	<i>Click or tap here to enter text.</i>
Remedies upon Event of Default	<i>Click or tap here to enter text.</i>
Amendments to the Programme	<i>Click or tap here to enter text.</i>
Redemption prior to maturity	[Generally, Commercial Papers are not subject to redemption prior to maturity or voluntary prepayment]
Payments to Securityholders	<i>Click or tap here to enter text.</i>
Applicable law and jurisdiction	The Securities and any non-contractual obligations arising out of, or in connection with, the Securities shall be governed by, and construed in accordance with, the laws of AIFC. Any claim, dispute or discrepancy of any nature arising out of, or in connection with, the Securities shall be brought to, and finally resolved by, the Court of the AIFC in accordance with the rules thereof.
Registrar	AIX Registrar Limited
Depository	AIX Central Securities Depository Limited

Schedule 1

Form of Offer Terms

(Set out below is the form of Offer Terms of the Securities which will be completed for each Tranche of Securities issued under the Programme)

“[name of the Issuer]”

Offer Terms

of the Commercial Papers [describe the Security] due [●] (ISIN:[●]) (the “Securities”)

under the Commercial Papers Programme for the total amount up to [●]

The Securities of this Tranche have been issued by the [name of the Issuer] (the “Issuer”) under the Programme and in accordance with the Acting Law of the Astana International Financial Center (the “AIFC”). Terms used herein shall be deemed to be defined as such for the purposes of the conditions set forth in the Offer Document dated [●], as may be amended from time to time (the “Offer Document”). This document constitutes the final Offer Terms of the Securities (the “Offer Terms”) described herein. This document must be read in conjunction with the Offer Document. The Offer Terms and the Offer Document have been published by the Issuer via AIX Regulatory Announcement Service at <https://www.aix.kz>.

AIX and its related companies and their respective directors, officers and employees do not accept responsibility for the content of the information included in this document including the accuracy or completeness of any information or statements included in it. Liability for this document lies with the issuer of this document and other persons such as Experts whose opinions are included in this document with their consent. Nor has the AIX, its directors, officers or employees assessed the suitability of the securities to which this document relates for any particular investor or type of investor. If you do not understand the contents of this document or are unsure whether the securities are suitable for your individual investment objectives and circumstances, you should consult an authorised financial advisor.

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The Issuer hereby represents and warrants that as of the Issue Date (as described below):

- The Issuer is in full compliance with requirements of MLR 16-2 of the AIX Business Rules;
- The total value of Securities issued under the Programme doesn't exceed the total value of the Programme.

Terms defined in the Offer Document have the same meanings in these Offer Terms unless they are expressly defined herein.

Tranche No.	<i>Click or tap here to enter text.</i>
ISIN	<i>Click or tap here to enter text.</i>
Denomination/ Par Value	<i>Click or tap here to enter text.</i>
Currency	<i>Click or tap here to enter text. [Please also specify if issue currency is different from trading currency]</i>
Number of Securities issued	<i>Click or tap here to enter text.</i>
Issue date	<i>Click or tap here to enter text.</i>
Maturity date	<i>Click or tap here to enter text.</i>

Coupon rate	<i>Click or tap here to enter text.</i>
Interest calculation convention (if applicable)	<i>Click or tap here to enter text.</i>
Offer Price	<i>Click or tap here to enter text.</i>
Offer Period	<i>Click or tap here to enter text.</i>
Proposed date for allotment of Securities	<i>Click or tap here to enter text.</i>
Details of the admission to an Official List of Securities and trading	<i>Click or tap here to enter text.</i>
Identity of all markets where Securities are to be traded	<i>Click or tap here to enter text.</i>
Advisors to the Issuer	<i>Click or tap here to enter text.[To include auditors, lawyers and others advising on Tranche under the Programme]</i>