

Prospectus of shares issue is registered with the Agency for regulation and supervision of financial market and financial organizations of the Republic of Kazakhstan 07th April 2010

Amendments No 5

To Prospectus of shares issue of National Maritime Shipping Company Kazmortransflot, a joint-stock company

1. Clause 13 of prospectus of shares issue to amend to be read as follows:

The Board is the collegial executive body of the Company in accordance with the Charter

Surname, Name, Patronymic, year of birth of Chairman of the Board and members of the Board	Positions occupied in present time and for the past three years, including part-time work	Date of accession to the Board and authorities	Percentage ratio of voting shares belong to persons specified in sub-clause 1) hereof to the total number of voting shares of the Company
Ormanov Marat Kushkenbayevich, 06.10.1971 (Chairman of the Board)	November 2005 to present time: General Director	17.11.2005: 1) shall organize implementation of decisions of the General Meeting of Shareholders and the Board of Directors ; 2) shall act on behalf of the Company in relations with third parties without the power of attorney; 3) shall issue power of attorney to represent the Company in his relations with third parties; 4) shall hire, transfer and dismiss employees of the Company (except for cases established by this Law), shall apply to them incentives and disciplinary actions, shall establish size of the wages of employees of the Company and personal increments in accordance with the staffing table of the Company, shall determine the amount of bonuses to employees of the Company, except for employees of executive body and internal audit service of the company; 5) in the event of his absence, shall vest performance of his	None

		<p>obligations to a member of the executive body;</p> <p>6) shall distribute duties and also list of powers and responsibilities between members of the executive body;</p> <p>7) shall perform other functions set out by the Charter of the Company and decisions of the General Meeting of Shareholders and the Board of Directors.</p>	
<p>Ishmanov Serik Aidarovich, 23.10.1979, (Member of the Board)</p>	<p>August 2011 – to present time: Managing director, Commercial Affairs and Strategic Development of NMSC Kazmortransflot JSC;</p> <p>January 2008 – august 2011: Managing director, Commercial Affairs of NMSC Kazmortransflot JSC;</p> <p>November 2007 – January 2008: Acting Managing director, Commercial Affairs of NMSC Kazmortransflot JSC;</p> <p>February 2007- November 2007: Director, Commercial Department of NMSC Kazmortransflot JSC;</p> <p>February 2006 – February 2007: Advisor to General director, Strategic Development and Marketing of NMSC Kazmortransflot JSC;</p>	<p>16.11.2009-</p> <p>1) shall ensure integrity of accounting reporting and financial reporting systems, including performance of independent audit;</p> <p>2) shall take necessary measures to prevent damage, optimize operations of the Company by initiation of convocation of the Board meeting, informing General director (Chairman of the Board) on status of managed issues;</p> <p>4) notify General director (Chairman of the Board) and Chairman of the Board of Directors with information on its affiliates</p> <p>5) perform other duties provided by the laws, the charter, this Regulation and other internal documents of the Company</p>	None
<p>Mukashev Abzal Tuleubekovich, 09.06.1977, (Member of the Board)</p>	<p>November 2009 to present time: Managing director, economics and finance of NMSC</p>	<p>05.04.2010-</p> <p>1) shall ensure integrity of accounting reporting and financial reporting systems, including performance of</p>	

	<p>Kazmortransflot JSC; June 2009- November 2009: Manager 1 category Department of business-planning and economic analysis of NMSC Kazmortransflot JSC; Member of the Board of Directors of Kazspezengineering JSC</p>	<p>independent audit; 2) shall take necessary measures to prevent damage, optimize operations of the Company by initiation of convocation of the Board meeting, informing General director (Chairman of the Board) on status of managed issues; 4) notify General director (Chairman of the Board)and Chairman of the Board of Directors with information on its affiliates 5) perform other duties provided by the laws, the charter, this Regulation and other internal documents of the Company</p>	
<p>Dynbayeva Venera Isembayevna, 07.01.1968 (Member of the Board)</p>	<p>October 2005 to present time: Director, Legal Department</p>	<p>04.10.2007 – 1) shall ensure integrity of accounting reporting and financial reporting systems, including performance of independent audit; 2) shall take necessary measures to prevent damage, optimize operations of the Company by initiation of convocation of the Board meeting, informing General director (Chairman of the Board) on status of managed issues; 4) notify General director (Chairman of the Board)and Chairman of the Board of Directors with information on its affiliates 5) perform other duties provided by the laws, the charter, this Regulation and other internal documents of the Company</p>	<p>None</p>
<p>Ualieva Altyнай Tulegenovna, 14.08.1976 (Member of the Board)</p>	<p>January 2011 to present time: Acting director of Representative office in Astana of of NMSC Kazmortransflot JSC; August 2008 – January 2011:</p>	<p>1) shall ensure integrity of accounting reporting and financial reporting systems, including performance of independent audit; 2) shall take necessary measures to prevent damage, optimize operations of the Company</p>	<p>None</p>

	Director, Department of finances and assets management; May 2005 – August 2008: Chief Specialists, Manager, Chief Manager, Department of Corporate Planning and Corporate Financing KazTransOil JSC	by initiation of convocation of the Board meeting, informing General director (Chairman of the Board) on status of managed issues; 4) notify General director (Chairman of the Board)and Chairman of the Board of Directors with information on its affiliates 5) perform other duties provided by the laws, the charter, this Regulation and other internal documents of the Company	
Bimurzayev Serikkali Kopshilbayev, 08.03.1967, (Member of the Board)	February 2011 to present time: Acting Director, Department of Technical Operations of Fleet of NMSC Kazmortransflot JSC; February 2010 – February 2011: Director, Department of Fleet Development; 1989-2010: Administration of material support and construction of navy of air force of RK	1) shall ensure integrity of accounting reporting and financial reporting systems, including performance of independent audit; 2) shall take necessary measures to prevent damage, optimize operations of the Company by initiation of convocation of the Board meeting, informing General director (Chairman of the Board) on status of managed issues; 4) notify General director (Chairman of the Board)and Chairman of the Board of Directors with information on its affiliates 5) perform other duties provided by the laws, the charter, this Regulation and other internal documents of the Company	None

2. Clause 15-of prospectus of shares issue to amend to be read as follows:

1. Structural subdivisions of the joint-stock company:

No	Name of the department
1	Department, Safety of Navigation
2	Department, Technical Operations of Fleet
3	Department, Procurement and maintenance supply
4	Department, Strategic Development of Fleet
5	Health, Safety, Environment Department
6	Diving service
7	Capital construction service
8	Department for management of maritime operations support base

9	Group to ensure activities of General Director
10	Legal Department
11	Commercial Department
12	Accounting
13	Department of business-planning and economic analysis
14	Department of corporate financing
15	Service of internal control and risk management
16	Service of management reporting system implementation
17	Service of economic and information safety
18	Department of human resources
19	Administrative department
20	Representative office in Astana
21	Department of investment projects and work with governmental authorities
22	Group to ensure activities of Representative office
23	Chief Manager (integrated management system)
24	
25	Sailors – trainees

2. Total number of employees of the joint-stock company, including employees of branch and representative offices of the joint-stock company;

Actual number of 544 employees.

3. Total number of employees of the joint-stock company owning of shares of the joint-stock company, and their summary share from the total number of places shares in percents

Employees of the company are not owners of shares of the company.

4. Information on managers of sub-divisions of the joint-stock company (family, name, and if available – patronymic, year of birth);

No	Position	Full name	Year of birth
1	General director	Ormanov Marat Kushkenbayevich	1971
2	Managing director Safety of navigation and fleet operation	Getsevich Eugene Leonidovich	1957
3	Managing director Economics and finance	Mukashev Abzal Tuleubekovich	1979
4	Managing director Commercial Affairs and Strategic Development	Ishmanov Serik Aidarovich	1967
5	Director Department of technical operation of fleet	Bimurzayev Serikkali Kopshilbayevich	1949
6	Director Department of Health, Safety and Environment	Baimuhanov Zamrat Tastaevich	
7	Director Department of Maritime Operations Support Base	Sultangirov Razit Fagimovich	1961
8	Director Department of Procurement and Material Support	Telyakov Vladmir Konstantinovich	1963
9	Director Department of Strategic Development of Fleet	Turashev Gabiden Zhanabaevich	1982
10	Director Commercial Department	Adilgereev Sabyrbek Saderbekovich	1975

11	Chief Accountant	Sarsekenova Rakat Kapasovna	1959
12	Director, Department of business-planning and economic analysis	Ahmetov Serik Zhetpisbayevich	1984
13	Manager of Service of internal control and risk management	Abdrahmanov Ruslan Olegovich	1980
14	Director Department of Corporate financing	Muhtarova Dana Askarovna	1976
15	Director Administrative department	Semenih Vitaly Vasilievich	1971
16	Director Department of Human Resources	Plugina Vera Alekseeva	1953
17	Director Legal Department	Dynbayev Venera Isembayeva	1968
18	Manager of management reporting system implementation service	Turdiev Dauren Kaipbayevich	1977
19	Diving service	Botaev Nikolay Nikolaevich	1967

5. Information on managers of branch and representative offices (family, name, and if available – patronymic, year of birth).

1	Director of Representative office in Astana	Ualieva Altynai Tulegenova	1976
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1. Clause 17-of prospectus of shares issue to amend to be read as follows:

Name and location	Per cent ratio	Type of activity	Date of owing of the company	Chief Executive Officer
Kazmortansflot LTD. 2 nd floor Atlantic House Circular Road Douglas Isle of Man	100% of NMSC Kazmortansflot JSC 2000 pounds sterling	Oil and oil products transportation	07.11.2002	Orzhanov A.E.
Ship repair yard Magistau oblast Limited Liability Partnership, Aktau, micro district 14, business center Aktau Star, office 324 A	50% - Kuran Holdings Ltd, 265 705 000 Tenge; 30% NMSC Kazmortansflot JSC 159 423 000 Tenge; 20% Balykshi LLP, 106 282 000 Tenge	1) Dry docking and ship repair services; 2) modernization, reequipping shipbuilding; 3) works in production workshop and fabrication of steel structures for sea and shore purposes; 4) owning on the right of title and operation of ship vessels;		

		5) provision of survival rafts; 6) contractor's design and construction services; 7) sales of spares, equipment; 8) provision of technical services, including labour; 9) repair and overhaul of equipment, units; 10) lease of equipment and other types of activities provided by the laws.		
Kazmortransflot UK Ltd. 8 Baden Place, Crosby Row, London, SE1, 1YW	100% of NMSC Kazmortransflot JSC 20000 pounds sterling	Oil and oil products transportation	07.10.2010	Borodulin Y.V.
Alatau Shipping Ltd	100% of NMSC Kazmortransflot JSC 500 US Dollars	Oil and oil products transportation	22.07.2011	Ishmanov S.A.
Altai Shipping Ltd	100% of NMSC Kazmortransflot JSC 500 US Dollars	Oil and oil products transportation	22.07.2011	Ishmanov S.A.

4. Clause 19-of prospectus of shares issue to amend to be read as follows:

List of affiliates of National Maritime Shipping Company Kazmortransflot JSC.

Physical persons					
No	Surname Name Patronymic (if available)	Year of Birth	Grounds for acknowledgement of affiliation	Date of affiliation	Notes
1	2	3	4	5	6
Members of the Board of Directors NMSC Kazmortransflot JSC					
1	Shmanov Nurtas Nuribekovich	1956	sub-clause 3) clause 1 article 64	16.09.09	Chairman of the Board of Directors NMSC Kazmortransflot JSC
2	Zhuparova Tengesh	1930	sub-clause 2) clause 1 article 64	16.09.09	Parent, mother
3	Shmanova Gulzhan	1960	sub-clause 2) clause 1 article 64	16.09.09	Wife
4	Shmanov Nurzhan	1982	sub-clause 2) clause 1 article 64	16.09.09	Son
5	Shmanova Asel	1988	sub-clause 2) clause 1 article 64	16.09.09	Daughter

6	Shmanov Nuraly	1999	sub-clause 2) clause 1 article 64	16.09.09	Son
7	Shoshakova Sara	1956	sub-clause 2) clause 1 article 64	16.09.09	Sister of wife
8	Nauryzgaliev Murat	1964	sub-clause 2) clause 1 article 64	16.09.09	Brother of wife
9	Kasymbek Ardak Mahmuduly	1977	sub-clause 3) clause 1 article 64	23.02.10	Member of the Board of Directors NMSC Kazmortransflot JSC
10	Kasymbek Mahmud Bazarkulovich	1952	sub-clause 2) clause 1 article 64	23.02.10	Father
11	Kenchebayeva Zauresh Kurmanova	1953	sub-clause 2) clause 1 article 64	23.02.10	Mother
12	Kasymbek Zhenis Mahmuduly	1975	sub-clause 2) clause 1 article 64	23.02.10	Brother
13	Kazymbek Gauhar Duisenbekkyzy	1981	sub-clause 2) clause 1 article 64	23.02.10	Wife
14	Mahmud Ayulym Ardakkyzy	2003	sub-clause 2) clause 1 article 64	23.02.10	Daughter
15	Mahmud Adi Ardakuly	2006	sub-clause 2) clause 1 article 64	23.02.10	Son
16	Duisenbek Seidualiev	1960	sub-clause 2) clause 1 article 64	23.02.10	Father of wife
17	Gulnar Dairova	1956	sub-clause 2) clause 1 article 64	23.02.10	Mather of wife
18	Seidualiev Kanat Dusenbekovich	1984	sub-clause 2) clause 1 article 64	23.02.10	Brother of wife
19	Seidualieva Azhar Dusenbekovna	1987	sub-clause 2) clause 1 article 64	23.02.10	Brother of wife
20	Darbayev Arman Amangeldyevich	1969	sub-clause 3) clause 1 article 64	23.02.10	Member of the Board of Directors NMSC Kazmortransflot JSC
21	Turysbekova Maira Bekkulova	1979	sub-clause 2) clause 1 article 64	23.02.10	Wife
22	Darbayev Alisher Armanovich	2007	sub-clause 2) clause 1 article 64	23.02.10	Son
23	Darbayeva Zaliha Mukanovna	1945	sub-clause 2) clause 1 article 64	23.02.10	Mother
24	Darbayev Armad Amangeldievich	1976	sub-clause 2) clause 1 article 64	23.02.10	Brother
25	Turysbekov Bekkul Turysbekovich	1938	sub-clause 2) clause 1 article 64	23.02.10	Father of wife
26	Junsheeva Kulsiya Yerbosynovna	1946	sub-clause 2) clause 1 article 64	23.02.10	Mother of wife
27	Boztai Zamzagul Bekkulovna	1968	sub-clause 2) clause 1 article 64	23.02.10	Sister of wife
28	Turysbekova Bibigul Bekkulova	1970	sub-clause 2) clause 1 article 64	23.02.10	Sister of wife
29	Turysbekov Saken	1972	sub-clause 2) clause	23.02.10	Brother of wife

	Bekkulovich		1 article 64		
30	Turysbekov Serik Bekkulovich	1985	sub-clause 2) clause 1 article 64	23.02.10	Brother of wife
31	Ormanov Marat Kushkenbayevich	1971	sub-clause 3), 8) clause 1 article 64	02.02.06	General director, Member of the Board of Directors NMSC Kazmortransflot JSC
32	Ormanova Kanymkul Kakimova	1949	sub-clause 2) of clause 1 article 64	02.02.06	Mother
33	Ormanova Marzhan Zhanabergenova	1969	sub-clause 2) of clause 1 article 64	02.02.06	Wife
34	Ormanov Rustem Maratuly	1992	sub-clause 2) of clause 1 article 64	02.02.06	Son
35	Ormanov Ruslan Maratuly	1996	sub-clause 2) of clause 1 article 64	02.02.06	Son
36	Kushkenbayev Timur Maratuly	2002	sub-clause 2) of clause 1 article 64	02.02.06	Son
37	Ormanova Sofia Maratovna	2011	sub-clause 2) of clause 1 article 64	27.01.11	Daughter
38	Mataibayeva Zhamiga	1943	sub-clause 2) of clause 1 article 64	02.02.06	Brother of wife
38	Mataibayeva Rahymzhan Zhanabergenovich	1954	sub-clause 2) of clause 1 article 64	02.02.06	Brother of wife
39	Mataibayev Ahmetzhan Zhanabergenovich	1957	sub-clause 2) of clause 1 article 64	02.02.06	Brother of wife
41	Mataibayev Khairat Zhanabergenovich	1960	sub-clause 2) of clause 1 article 64	02.02.06	Brother of wife
42	Mataibayev Zhanbolat Zhanabergenovich	1956	sub-clause 2) of clause 1 article 64	02.02.06	Brother of wife
43	Mataibayev Amanzhan Zhanabergenovich	1967	sub-clause 2) of clause 1 article 64	02.02.06	Brother of wife
44	Mataibayev Nurlan Zhanabergenovich	1972	sub-clause 2) of clause 1 article 64	02.02.06	Brother of wife
45	Mataibayeva Kalzhan Zhanabergenova	1956	sub-clause 2) of clause 1 article 64	02.02.06	Sister of wife
46	Tarabyeva (Mataibayeva) Balzhan Zhanabergenovna	1959	sub-clause 2) of clause 1 article 64	02.02.06	Sister of wife
47	Mataibayeva Aizhan Zhanabergenovna	1962	sub-clause 2) of clause 1 article 64	02.02.06	Sister of wife
48	Ishmanov Serik Aidarovich	1979	sub-clause 3), 8) of clause 1 article 64	16.11.09	Member of the Board
49	Dosayeva Nurzhamal Koshkarvayevna	1956	sub-clause 2) of clause 1 article 64	16.11.09	Mother

50	Ishmanova Raushan Aidarovna	1983	sub-clause 2) of clause 1 article 64	16.11.09	Sister
51	Medenova Altyngul Duseshevna	1980	sub-clause 2) of clause 1 article 64	16.11.09	Wife
52	Ishmanova Aiya Serikovna	2003	sub-clause 2) of clause 1 article 64	16.11.09	Daughter
53	Aidarov Chingiz Serikovich	2007	sub-clause 2) of clause 1 article 64	16.11.09	Son
54	Ishmanova Asel Serikovna	2009	sub-clause 2) of clause 1 article 64	16.11.09	Daughter
55	Mukashev Abzal Tuleubekovich	1977	sub-clause 3),8) of clause 1 article 64	05.04.10	Member of the Board
56	Mukashev Tuleubek Tuleovich	1950	sub-clause 2) of clause 1 article 64	05.04.10	Father
57	Ahmetova Nurzhamal Abakanovna	1950	sub-clause 2) of clause 1 article 64	05.04.10	Mother
58	Mukasheva Aigerim Azatovna	1985	sub-clause 2) of clause 1 article 64	05.04.10	Wife
59	Mukashev Tamerlan Abzalovich	1997	sub-clause 2) of clause 1 article 64	05.04.10	Son
60	Dynbayeva Venera Isembayevna	1968	sub-clause 3), 8) of clause 1 article 64	04.10.07	Member of the Board
61	Kovzhasarov Urazbek Ramazanovich	1963	sub-clause 2) of clause 1 article 64	04.10.07	Husband
62	Saduakasova Aigerim Daurenovna	1988	sub-clause 2) of clause 1 article 64	04.10.07	Daughter
63	Dynbayev Isembai	1936	sub-clause 2) of clause 1 article 64	04.10.07	Father
64	Dynbaev Sharhat	1938	sub-clause 2) of clause 1 article 64		Mother
65	Ualieva Altynai Tulegenovna	1976	sub-clause 3), 8) of clause 1 article 64	24.02.11	Member of the Board
66	Nurbekova Bagila Uglanovna	1953	sub-clause 2) of clause 1 article 64	24.02.11	Mother
67	Bimurzayev Serikkali Kopshilbaevich	1967	sub-clause 2) of clause 1 article 64	24.02.11	Member of the Board
68	Daukenov Lyazzat Daukenovna	1975	sub-clause 2) of clause 1 article 64	24.02.11	Wife
70	Bimurzaev Kopshilbay Kybyraevich	1930	sub-clause 2) of clause 1 article 64	24.02.11	Father
71	Bimurzayeva Adisha Omarbekovna	1937	sub-clause 2) of clause 1 article 64	24.02.11	Mother
72	Bimurzayev Mergali Kopshilbayevich	1958	sub-clause 2) of clause 1 article 64	24.02.11	Brother
73	Bimurzayeva Aiman Kopshilbayevna	1961	sub-clause 2) of clause 1 article 64	24.02.11	Sister
74	Bimurzaeva Meiramgul Kopshilbayevna	1964	sub-clause 2) of clause 1 article 64	24.02.11	Sister
75	Bimurzaeva	1970	sub-clause 2) of	24.02.11	Sister

	Karlygash Kopshilbayevna		clause 1 article 64		
76	Sapargalieva Aidana Shaibekovna	1941	sub-clause 2) of clause 1 article 64	24.02.11	Mother of wife
77	Daukenov Yerbolat Zhanabergenovich	1962	sub-clause 2) of clause 1 article 64	24.02.11	Brother of wife
78	Daukenova Gulmaria Daukenovna	1964	sub-clause 2) of clause 1 article 64	24.02.11	Sister of wife
79	Daukenova Gulzhazira Daukenovna	1965	sub-clause 2) of clause 1 article 64	24.02.11	Sister of wife
80	Daukenova Gulnar Daukenovna	1967	sub-clause 2) of clause 1 article 64	24.02.11	Sister of wife
81	Daukenova Gulzhan Zhanabergenovna	1970	sub-clause 2) of clause 1 article 64	24.02.11	Sister of wife
82	Daukenov Yerlan Daukenovich	1972	sub-clause 2) of clause 1 article 64	24.02.11	Brother of wife
83	Daukenov Yerzhan Daukenovich	1977	sub-clause 2) of clause 1 article 64	24.02.11	Brother of wife
84	Daukenova Aigerim Daukenovna	1988	sub-clause 2) of clause 1 article 64	24.02.11	Sister of wife
Legal persons					
No	Full corporate name	Date and number of state registration of legal persons, post address and actual place of business	Grounds for acknowledgement of affiliation	Date of affiliation	Notes
1	2	3	4	5	6
Principal shareholder					
1	NC KazMunaiGas Joint-Stock Company	16.03.2004, No 11425- 1909-AO, Astana, Almaty district, 22 Kabanbay batyr	Sub-clause 1), 7) clause 1 of article 64	02.05.2001	Decree of the Government of RK No 591 dated 02.05.2001
Subsidiaries, jointly-controller, dependent organizations NMSC Kazmortransflot JSC					
2	Kazmortransflot Ltd.	No 106981C dated 07.11.2002, 2 nd floor, Atlantic House Circular Road Douglas Isle of Man	Sub-clause 6) clause 1 of article 64	07.11.2002	

3	Ship repair plant of Mangistau oblast LLP	25.03.2008 No 9090-1943-LLP (FP), Aktau, microdistrict 14, business center Aktau Star office 324 A	Sub-clause 6) clause 1 of article 64	25.03.2008	
4	Kazmortansflot UK Ltd.	No 6535792 dated 07.10.10, 8 Baden Place, Crosby Row, London, SE1, 1YW	Sub-clause 6) clause 1 of article 64	07.10.2010	
5	Alatau Shipping Ltd.	No 49166 dated 22.07.2011 Republic of Marshall Islands, P.O. 1405, Majuro	Sub-clause 6) clause 1 of article 64	22.07.2011	
6	Altai Shipping Ltd.	No 491665 dated 22.07.2011 Republic of Marshall Islands, P.O. 1405, Majuro	Sub-clause 6) clause 1 of article 64	22.07.2011	