

Annex No. 1
To the Minutes of the
Meeting of Founders
«RES Association «Qazaq Green»
Association of Legal Entities
dated October 7, 2021

APPROVED BY:
The Meeting of Founders
«RES Association «Qazaq Green»
Association of Legal Entities
dated October 7, 2021
Minutes No. 5

REGULATION ON MEMBERSHIP
«RES Association «Qazaq Green»
Association of Legal Entities

SECTION 1. GENERAL PROVISIONS

This Regulation regulates the issues of membership in «RES Association «Qazaq Green» Association of Legal Entities (hereinafter – the Association), general requirements to candidates and members of the Association, procedures for submission and review of application forms, admission to and exclusion from the members of the Association, as well as the issues of payment of membership fees.

Article 1. Terms and Definitions

1.1 For the purposes of this Regulation on membership in the Association (hereinafter – the Regulation), save where the context definitely means otherwise or where specifically indicated otherwise, the following notions and terms are used in the following meaning:

“Documents of the Association” designed to ensure the fulfillment of goals and objectives of the Association, to ensure conditions for the activity of the members of the Association, as well as containing the requirements set to the members of the Association, unconditional fulfillment of which is a necessary condition of membership in the Association:

- Charter;
- Founding Agreement;
- Decisions made by the General Meeting of Founders and the Board of Directors of the Association;

“General Meeting of Founders” is the supreme body;

“Consultative body” - the Board of Trustees of the Association;

“Board of Directors of the Association” is the collegial body;

“Board of the Association” is the executive body;

“Candidate” is a legal entity (organization) that has a goal to become a member of the Association that has declared it and that is making actions for this goal established by the documents of the Association.

1.2 Without prejudice to the provisions of clause 1 of this article for the purposes of this Regulation, also notions and terms are used, the definition and/or interpretation of which is contained in other documents of the Association, save where the context definitely means otherwise or where specifically indicated otherwise.

Article 2. Scope

2.1. This Regulation establishes procedures for admission to the members of the Association, as well as leaving and expulsion from the membership of the Association, execution of rights and fulfillment of duties by the members of the Association.

2.2. This Regulation establishes general procedures for the members of the Association to use the capabilities of the latter within the fulfillment of the statutory goals and objectives of the Association to create conditions for the activity of the members of the Association, in particular those ensured through elaboration and implementation of norms with regard to:

- The procedures to execute rights and duties of the members of the Association;
- the rules to enter the Association and to exit;
- The procedures for members to pay membership fees of the Association;

SECTION 2. MEMBERSHIP IN THE ASSOCIATION

Article 3. General Provisions Related to Membership in the Association

3.1. Members of the Association are founders of the Association (who signed the deed of foundation), besides members of the Association can be commercial and non-commercial organizations that represent all forms of ownership, that are interested in cooperation with the Association, that facilitate to develop its activity and provide the Association with financial and other support, that fulfill the requirements of the Charter and pay membership fees.

3.2. The Association provides for the following types of membership:

3.3 Membership as a **member of the Association**;

3.4 Membership as an **Accredited Observer of the Association**.

3.5 Member of the Association

Members of the Association are commercial and non-commercial organizations that represent all forms of ownership, that are interested in cooperation with the Association, that facilitate to develop its activity and provide the Association with financial and other support, that fulfill the requirements of the Statute and **pay membership fees**.

3.6 Accredited Observers:

Members of the Association are commercial and non-profit organizations that provide all types of property, are interested in cooperation with the Association, contribute to the development of its activities and provide the Association with financial and other assistance, as well as educational institutions, representatives of small businesses and other small business organizations interested in the development of renewable energy in Kazakhstan, fulfilling the requirements of the Charter and paying membership fees.

3.7 Transfer of membership in the Association is not allowed, except for the cases of legal succession.

3.8. Members of the Association participate in the activity of the Association in accordance with the Charter and this Regulation.

Article 4. Documents Necessary to Enter the Association

4.1. To join the Association as a **Member or an Accredited Observer**, candidate needs to submit the following documents to the Board of the Association:

- Application form addressed to the Chairman of the Board signed by the head of the candidate;
- A copy of the state certificate of incorporation certified by the candidate (or a statement on state registration of a legal entity).

Article 5. Candidate acceptance admission procedures to the Association Membership

5.1. New members enter the Association based on the application form addressed to the Chairman of the Board of the Association.

5.2. After all materials and documents established by this Regulation are received

from the candidate, an employee of the Association carries out verification of the candidate's compliance with the established requirements on admission to the Association.

5.3. Verification of the candidate's compliance with the requirements is carried out within five business days from the day all the documents envisaged by this Regulation are received. This period may be doubled if the data provided is insufficient to make a decision or if the additional data check is needed.

5.4. Within the verification of the data contained in the documents the Association has a right to send its representative to the candidate's office to get familiar with general arrangement of its work. To clarify the fact of the candidate's compliance with the established requirements the representative of the Association has a right to demand and the candidate is obliged to provide the additional information.

5.5. Admission to the Association is made by the decision of the Board of Directors of the Association, which is taken according to the procedures set in the Statute upon the recommendation of the Board on the basis of a written application form from the authorized person (of the legal entity being admitted) addressed to the Chairman of the Board and a membership fee paid by it.

5.6. The head of the candidate may be invited to the meeting of the Board of Directors of the Association.

5.7. The decision on admission to the members of the Association enters into force from the day the Board of Directors of the Association makes a decision.

5.8. A copy of the decision (extract from the minutes of the meeting) of the Board of Directors of the Association on admission to the members of the Association is sent to a member of the Association.

5.9. A candidate that previously was rejected in admission to the members of the Association has a right to re-submit the application form on admission not earlier than one month after receiving the rejection.

5.10. In case of the rejection in admission, previously paid membership fees are returned to a candidate for membership in the Association.

Article 6. Requirements to Candidates Acceded to Membership of the Association

6.1. A candidate for membership (as Member or Accredited Observer) in the Association must be a legal entity registered in accordance with the procedures set by the law.

6.2. A candidate for membership (as Member or Accredited Observer) in the Association must acknowledge the Statute, goals and objectives of the Association.

Article 7. Rights and Duties of Association Members and Accredited Observers

7.1. Members of the Association have a right:

7.1.1. To participate in the administration of the Association with a right to vote in accordance with the procedures defined by the Statute of the Association;

7.1.2. To propose candidates and be elected into the management bodies of the Association;

7.1.3. To receive competent methodological and scientific-technical consultation, legal and financial-economic consultation on the issues related to the activity of the members of the Association;

7.1.4. To submit proposals to the management bodies of the Association on the issues

related to the activity of the Association, to participate in the discussion of these issues;

7.1.5. To apply in their activity provisions and decisions on the activity of the members of the Association;

7.1.6. To receive information about the activity of the Association including familiarization with its accounting statements and other financial documents;

7.1.7. To convene an extraordinary General Meeting in accordance with the procedures envisaged by the Statute of the Association;

7.1.8. To exit the Association at any time;

7.1.9. To receive information about the activity of the Association, its analytical materials;

7.1.10. To submit proposals to the management bodies of the Association on the issues related to the activity of the Association;

7.1.11. To participate in the discussion of the issues related to the activity of the Association;

7.1.12. To apply in their work provisions and decisions on the activity of the members of the Association;

7.1.13. To review annual financial statements of the Association;

7.1.14. To review other issues, the decision-making for which is not related to the competence of the General Meeting of Founders of the Association.

7.2. Accredited Observers have a right:

7.2.1. To receive information about the activity of the Association, its analytical materials;

7.2.2. To participate in the discussion of the issues related to the activity of the Association

7.2.3. To receive competent methodological and scientific-technical consultation, legal and financial-economic consultation on the issues related to the activity of the members of the Association

7.2.4. To exit the Association at any time;

7.2.5. Take part in events organized by the Association;

7.3 Association Members and Accredited Observers are obliged:

7.3.1 To observe the provisions of the Statute;

7.3.2. To pay admission and membership fees on time (not applicable to Accredited Observers);

7.3.3. To provide the Association with the information necessary to solve the issues related to their activity and which is not a commercial secret, to inform in time about the changes in the name, legal status and address of the legal entity that took place;

7.3.4. To actively participate in the achievement of the goals of the Association;

7.3.5. Not to disclose confidential information of the Association;

7.3.6. To ensure the inflow of necessary statistical and other information timely and fully, which is required to conduct the activity of the Association, in accordance with the decisions of its bodies.

7.3.7. To encourage the solution of the challenges that the Association faces;

7.3.8. To observe the provisions of the Statute of the Association;

7.3.9. To refrain from the actions that may cause damage to lawful interests of the Association and the programs it implements;

SECTION 3. MEMBERSHIP FEES AND PROCEDURES FOR THEIR PAYMENT

Article 8. General Provisions Related to Membership Fees

- 8.1. Admission and membership fees and envisaged in the Association.
- 8.2. General Meeting of Founders of the Association annually defines the size and the procedures for payment of fees according to the Statute of the Association, in the manner defined by the Regulation on membership fees.
- 8.3. Admission fee is the official confirmation of a candidate to become a member of the Association and its amount is approved by the General Meeting of Founders;
- 8.4. Payment of the annual membership fee by the members of the Association is made in accordance with the procedures defined by the Regulation on payment of membership fees.

SECTION 4. FINAL PROVISIONS

Article 9. Termination of Membership in the Association

- 9.1. Membership in the Association can be terminated either by voluntary exit from the Association or as a result of expulsion from it based on the decision of the Board of Directors of the Association in accordance with the procedures set in the Statute of the Association.
- 9.2. Each member of the Association has a right to exit the Association voluntarily upon the end of a financial year having notified the Chairman of the Board of the Association about it in writing not later than 1 month before the exit and can exercise this right in the absence of reasons for expulsion from membership of the Association and indebtedness for payment of the fees and other charges set by the documents of the Association and the decision of the bodies of the latter.
- 9.3. In case of the voluntary exit from the membership of the Association in the absence of reasons for expulsion and indebtedness for established payments, a member of the Association that has declared such exit loses the status of a member of the Association on the thirty first calendar day after the Chairman of the Board of the Association receives the statement about exit.
- 9.4. Expulsion from the membership of the Association is carried out according to the decision of the Board of Directors of the Association in the manner established in the Statute of the Association.
Reasons for expulsion are:
 - 1) Violation of the norms of the Statute of the Association;
 - 2) Disclosure of confidential information;
 - 3) Infliction of essential damage threatening the interests of the Association;
 - 4) Non-payment of fees within the established time limit.
 - 5) Failure to fulfill the undertaken commitments to the Association
- 9.5. The date of expulsion of a member of the Association from the Association is the moment when the Board of Directors of the Association makes a respective decision.

9.6. Legal entities that have exited or that have been expelled from the Association are not eligible to demand the return of the money they have paid to the Association as fees or other property transferred to the Association. They are not eligible either to demand compensation of any expenses related to their membership in the Association.

Article 10. Procedures to Adopt Amendments and Additions to This Regulation

10.1. Amendments and additions to this Regulation, which do not contradict the provisions of the foundation documents of the Association, can be adopted in a session of the General Meeting of Founders.