"KazTransOil" JSC

Astana.
April, 2013
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Agenda

Section 1. Market overview
Section 2. General information about KTO
Section 3. KTO Strategy
Section 4. IPO highlights

Q&A session
Section 1

Market overview
Oil production growth in Kazakhstan is forecasted...

The Caspian region – top-5 global oil production growth province. Kazakhstan has the largest proven reserves and the highest potential for production growth among in the Caspian region countries.

Kazakhstan is the largest producer of hydrocarbons in the Caspian region

Kazakhstan is ranked 2nd among the CIS countries and 16 in the world in terms of oil production

Three super-giant fields: Kashagan, Tengiz and Karachaganak – are among the largest in the world

The Republic of Kazakhstan largest oil producers are:

Source: "Oil & Gas Information and Analyses Center" JSC (RoK), 2011 r.


Source: "Oil & Gas Information and Analyses Center" JSC (RoK), 2011 r.

The increase of oil transportation systems’ throughput capacity is planned...

Using advantageous geographical location to export oil both to Europe and China

The pipeline system is playing an increasing role in the overall transport of hydrocarbons...

*Transportation volumes by types of transport*

<table>
<thead>
<tr>
<th>Year</th>
<th>Rail road</th>
<th>Pipelines</th>
<th>Pipelines¹</th>
</tr>
</thead>
<tbody>
<tr>
<td>2011</td>
<td>6%</td>
<td>94%</td>
<td>94%</td>
</tr>
<tr>
<td>2016</td>
<td></td>
<td></td>
<td>~100%</td>
</tr>
</tbody>
</table>

Source: KTO data
Note: Pipelines include: "Uzen-Atyrau-Samara", CPC, "Kazakhstan-China", as well as Aktau port transshipment

...largely due to the existing pipelines’ capacity increase

*Throughput capacity of main export pipelines, MMT/y*

- 2011: 57
- 2012: 59
- 2013: 59
- 2014: 63
- 2015: 87
- 2016: 99

Sources: Ministry of Oil data, KTO data
* CPC pipeline is not owned by KTO

The data for 2013-2016 are assumptions based on open sources information

The Ministry of Oil & Gas of the Republic of Kazakhstan Strategy for 2011-2015 provides for the expansion and diversification of oil export routes

- CPC pipeline phased expansion
- Kazakhstan-China pipeline capacity increase by 2016
- Kazakhstan Caspian Transportation System development to use both BTC-pipeline and railroad to Batumi Oil Terminal

Section 2

General information about KTO
“KazTransOil” JSC corporate structure – concentration on core business

100%

Minority shareholders

10% - 1 share

National operator on oil pipelines

Oil transportation and fresh water delivery by main pipelines.

“KAZAKHSTAN-CHINA PIPELINE” LTD (KCT).

Oil transportation by “Atasu-Alashanko” and “Kenkijak-Kumkol” pipelines

50%

NWPC “MUNAITAS” JSC (MUNAITAS)

Oil transportation by “Kenkiyak-Atyrau” pipeline

51%

BATUMI INDUSTRIAL HOLDINGS LIMITED, CYPRUS (BIHL)

Oil & Petroleum products transportation and transshipment. Batumi Sea Port operation

100%
Some key events in KTO history

1997: KazTransOil established by the RoK Government Decree
1998: KTO start operations
1999: "Scientific Research Centre" branch established
2000: NWPC “MunaiTas” JSC established
2001: “Kenkiyak-Atyru” pipeline stared operations
2006: "Atasu-Alashankou" pipeline stared operations
2008: "Kenkiyak-Kumkol" pipeline stared operations
2009: "Batumi Industrial Holdings Limited" 100% shares consolidation finalized
2011: "Tuimazy-Omsk-Novosibirsk-2" pipeline acquisition finalized
2012: KTO obtained the status of the National Operator for Oil Pipelines

KTO-Service” JSC 100% divestment finalized
Successful IPO of KTO
KTO transportation facilities are located in 11 out of 14 oblasts of Kazakhstan.

KTO provided transportation of 60.6 MMT in 2012 (61.5 MMT in 2011). KTO market share is about 59%.

Source: KTO data

1 Oil transportation volume include KCT 50% and MunaiTas 51% share in volume, but do not include BIHL volumes
2 KTO market share calculated based on Kazakhstan production only.
KTO performance indicators are stable

KTO (consolidated)

Oil transportation, 1000 MT

<table>
<thead>
<tr>
<th>Year</th>
<th>2009</th>
<th>2010</th>
<th>2011</th>
<th>2012</th>
<th>2013</th>
</tr>
</thead>
<tbody>
<tr>
<td>MT</td>
<td>64 187</td>
<td>65 825</td>
<td>66 873</td>
<td>65 795</td>
<td></td>
</tr>
</tbody>
</table>

Oil turnover, million MT*km

<table>
<thead>
<tr>
<th>Year</th>
<th>2009</th>
<th>2010</th>
<th>2011</th>
<th>2012</th>
<th>2013</th>
</tr>
</thead>
<tbody>
<tr>
<td>MT</td>
<td>34 709</td>
<td>41 351</td>
<td>42 244</td>
<td>42 163</td>
<td></td>
</tr>
</tbody>
</table>

KTO (separately)

Oil transportation, 1000 MT

<table>
<thead>
<tr>
<th>Year</th>
<th>2009</th>
<th>2010</th>
<th>2011</th>
<th>2012</th>
<th>2013</th>
</tr>
</thead>
<tbody>
<tr>
<td>MT</td>
<td>50 885</td>
<td>52 505</td>
<td>54 019</td>
<td>53 459</td>
<td></td>
</tr>
</tbody>
</table>

Water delivery, 1000 m3

<table>
<thead>
<tr>
<th>Year</th>
<th>2009</th>
<th>2010</th>
<th>2011</th>
<th>2012</th>
<th>2013</th>
</tr>
</thead>
<tbody>
<tr>
<td>MT</td>
<td>18 926</td>
<td>21 361</td>
<td>21 192</td>
<td>22 799</td>
<td></td>
</tr>
</tbody>
</table>

Water consumers groups

- Oil companies - 60%
- Utilities - 36%
- Other consumers - 4%

Source: KTO data

Clients – international and local oil companies
KTO stable financial growth

Revenue (consolidated), KZT million

<table>
<thead>
<tr>
<th>Year</th>
<th>Revenue (KZT million)</th>
</tr>
</thead>
<tbody>
<tr>
<td>2009</td>
<td>126,181</td>
</tr>
<tr>
<td>2010</td>
<td>138,241</td>
</tr>
<tr>
<td>2011</td>
<td>140,478</td>
</tr>
<tr>
<td>2012</td>
<td>143,061</td>
</tr>
<tr>
<td>2013</td>
<td></td>
</tr>
</tbody>
</table>

Net profit (consolidated), KZT million

<table>
<thead>
<tr>
<th>Year</th>
<th>Net Profit (KZT million)</th>
</tr>
</thead>
<tbody>
<tr>
<td>2009</td>
<td>15,538</td>
</tr>
<tr>
<td>2010</td>
<td>19,618</td>
</tr>
<tr>
<td>2011</td>
<td>25,945</td>
</tr>
<tr>
<td>2012</td>
<td>33,501</td>
</tr>
<tr>
<td>2013</td>
<td></td>
</tr>
</tbody>
</table>

Source: KTO data

Revenue structure

- Oil transportation: 77%
- Oil & petroleum products transshipment: 10%
- Water delivery: 4%
- Other services: 9%

2012 – KZT 143,061 million

Other services include: operator services and maintenance, freight forwarding, storage of oil and other services.

EBIT, EBIT margin & Net Profit margin change

- EBIT, billion KZT
- EBIT margin, %
- Net profit margin, %
KTO 1Q2013 results

Main indicators exceeded the plan and are higher than 1Q2012 results.

No serious accidents and fatalities.

Consolidated results to be published by May 30, 2013.
“Kazakhstan-China Pipeline” Ltd. – the largest ongoing investment project

KCP owns two pipelines

Atasu-Alashankou
- First phase started operations in June 2006.
- Pipeline parameters:
  - **Length**: 965.1 km (2.2 km – on the territory of China)
  - **diameter**: 813 mm.
  - **Throughput capacity**: initially - 7 MMT/year, since 2008 – 10 MMT/year, since **2011 – 12 MMT/year**.
- Tariff is approved by the Antimonopoly Agency.
  Previous tariff – KZT 3,818 per 1000 MT*km,
  **Tariff from April 1, 2013** – KZT 4,444 per 1000 MT*km.

Kenkiyak-Kumkol
- Pipeline started operations in October 2009.
- Pipeline parameters:
  - **Length**: 794.1 km.
  - **diameter**: 813 mm.
  - **Throughput capacity**: 10 MMT/year (could be increased up to 20 MMT/year)
- Tariff is approved by the Antimonopoly Agency.
  Previous tariff – KZT 4,365.52 per 1000 MT*km,
  **Tariff from April 1, 2013** – KZT 4,444 per 1000 MT*km.

**Volume of oil transported, 1000 MT**

<table>
<thead>
<tr>
<th>Year</th>
<th>2009</th>
<th>2010</th>
<th>2011</th>
<th>2012</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>7,699</td>
<td>10,092</td>
<td>10,889</td>
<td>10,391</td>
</tr>
</tbody>
</table>

**Shareholders**

- **“KazTransOil JSC”**
- **CNODC (PRC)**
- **CNPC (PRC)**
- **The PRC Government**

- **“Kazakhstan-China Pipeline” Ltd.**

- **Shareholders**
  - **KCP (Atasu-Alashankou)**
  - **KCP (Kenkiyak-Kumkol)**
  - **MunaiTas (Kenkiyak-Atyrau)**

- **Existing OPS of KTO**
- **Existing OPS of KCP**
- **Planned OPS**
NWPC “MunaiTas” JSC – stable results and new goals

MunaiTas is the owner of the pipeline

**“Kenkiyak-Atyrau”**
- The pipeline was commissioned on June 18, 2004.
- Pipeline parameters:
  - **Length**: 448.85 km.
  - **Diameter**: 610 mm.
  - **Throughput capacity**: 6 MMT/year.
- Tariff is approved by the Antimonopoly Agency. Current tariff – KZT **5,912** per 1000 MT*km.
- **Purpose**: To connect Kenkiyak HOPS with Kasymov OPS (former Atyrau OPS) for further transportation to Atyrau Refinery, export via CPC pipeline, export via Atyrau-Samara pipeline, other destinations by railroad.

**Volume of oil transported, 1000 MT**

<table>
<thead>
<tr>
<th>Year</th>
<th>Volume</th>
</tr>
</thead>
<tbody>
<tr>
<td>2009</td>
<td>5,958</td>
</tr>
<tr>
<td>2010</td>
<td>4,232</td>
</tr>
<tr>
<td>2011</td>
<td>4,029</td>
</tr>
<tr>
<td>2012</td>
<td>3,825</td>
</tr>
</tbody>
</table>

**Shareholders**

- **NWPC “MunaiTas” JSC**
  - *KazTransOil JSC* 51%
  - **CNPC Exploration & Development Company” Ltd.** 49%
- **CNPC (PRC)** 100%
- **The PRC Government** 100%
Batumi Industrial Holdings Limited – provides Kazakh crude oil export routes diversification

Strategic goal of Batumi Sea Port and Oil Terminal acquisition

Control of the port and oil terminal providing access of Kazakh crude oil, petroleum products and other goods to the ocean marine routes.

BIHL (cargos transportation and transshipment)

<table>
<thead>
<tr>
<th>Year</th>
<th>Crude oil, 1000 MT</th>
<th>Petroleum products, 1000 MT</th>
<th>Gas, 1000 MT</th>
<th>General cargo, 1000 MT</th>
</tr>
</thead>
<tbody>
<tr>
<td>2009</td>
<td>1 050</td>
<td>1151</td>
<td>879</td>
<td>1 223</td>
</tr>
<tr>
<td>2010</td>
<td>1 050</td>
<td>1151</td>
<td>879</td>
<td>1 223</td>
</tr>
<tr>
<td>2011</td>
<td>1 050</td>
<td>1151</td>
<td>879</td>
<td>1 223</td>
</tr>
<tr>
<td>2012</td>
<td>1 050</td>
<td>1151</td>
<td>879</td>
<td>1 223</td>
</tr>
</tbody>
</table>
KTO and its affiliates tariff policy is transparent

In accordance with the Law of the Republic of Kazakhstan “On Natural Monopolies and Regulated Markets” KazTransOil is included into the National register of natural monopolies of the Republic of Kazakhstan (Republic section) by the Order of the Republic of Kazakhstan Agency for regulation of natural monopolies Chairman (order #16-OD dated January 24, 2005).

KTO alone provides 53 regulated services.

Tariff changes to be considered and approved by competent body – the Republic of Kazakhstan Agency for regulation of natural monopolies.

KCP and MunaiTas are as well included into the National register of natural monopolies of the Republic of Kazakhstan.
The Dividend policy of “KazTransOil” JSC was approved by the decision of sole shareholder on July 3, 2012 (protocol of the Management Board of NC “KazMunaiGas” JSC meeting #75).

Dividend Policy of the Company provides the balance of interests of the Company and its shareholders, increase of the Company capitalization and investment attractiveness.

Dividend policy stipulates the dividends payment at the level not lower than 40% of Company’s net income. The actual size of dividends could be equal or even exceed 100% of net income of the Company, if this does not contradict to Company’s liabilities.

High dividend payout ratio (the lower target level - 40% of net income) makes KTO shares attractive compared with other Kazakhstan public companies.

### Dividends payout

<table>
<thead>
<tr>
<th>Year</th>
<th>Dividends paid, KZT million</th>
<th>Dividend per share, KZT</th>
<th>Dividend payout ratio, %</th>
</tr>
</thead>
<tbody>
<tr>
<td>2009</td>
<td>6024</td>
<td>183</td>
<td>30%</td>
</tr>
<tr>
<td>2010</td>
<td>7340</td>
<td>223</td>
<td>47%</td>
</tr>
<tr>
<td>2011</td>
<td>19331</td>
<td>558,42</td>
<td>99%</td>
</tr>
<tr>
<td>2012</td>
<td>60002</td>
<td>173,33</td>
<td>231%</td>
</tr>
</tbody>
</table>

Dividends paid, KZT million: 6024, 7340, 19331, 60002
Dividend per share, KZT: 183, 223, 558,42, 173,33
Dividend payout ratio, %: 30, 47, 99, 231
Section 3

KTO Strategy
KTO investment highlights

- Major oil transportation company of Kazakhstan
- An important role for the economy of Kazakhstan – oil producer of global significance
- Experienced management team and a high human potential
- High standards of corporate governance
- Stable operational and financial performance, historically stable dividends
- Strategy designed to increase the market value of the Company

KazTransOil
The following key strategic priorities are selected to provide KTO business long term sustainability

### Oil turnover increase and provision of competitive, reliable and safe oil transportation and transshipment services
- Oil turnover increase up to 50 billion MT*km by 2022;
- Ensure uninterrupted oil transportation and water delivery;
- Implement modernization and technological upgrade program: innovative, resource and energy saving technologies introduction;
- Attract new shippers to increase the volume of oil transportation and turnover. Providing competitive terms of transportation services.
- Organization of oil transportation for export via pipeline systems of transit countries.

### Stable efficiency growth and costs optimization of KTO and daughter companies
- Costs optimization and efficiency increase by implementing Cost control program, Innovative and technological development program, asset restructuring program;
- Further organizational development and improvement of management system based on industry best practices
- Energy efficiency increase by 10% by 2017 (compared to 2011);
- Non-tariff costs optimization and reduction of their share in total costs down to 5% by 2016 (~ 15% at present);
- Water delivery business profitability increase by attracting new consumers (KPI, UCC, oil companies), as well as increasing water supply to the existing consumers.

### Efficient investment policy and participation in major transport projects
- Construction of new sections and expansion of existing facilities to increase throughput capacity of KTO pipeline system.
- "Kazakhstan-China" pipeline system capacity increase. Estimated CAPEX – KZT 123,7 billion;
- "Kalamkas-Karazhanbas-Aktau" and "Uzen-Zhetybal-Aktau" pipelines capacity increase. Estimated CAPEX – KZT 31 billion;
- "Kazakhstan Caspian Transportation System" implementation. Estimated CAPEX – KZT 387,3 billion;
- Obtaining the ownership or management of other pipelines in Kazakhstan (including the RoK Government stake in CPC) and abroad.

### A sound financial strategy aimed at maintaining stable cash flows
- Sound financial strategy aimed at ROIC increase and maintaining stable cash flows;
- Stable dividend policy (dividends not less 40% of net income) and competitive dividend yield;
- Investment and dividend policy of subsidiaries and JVs that meets the interests of KTO.

### High standards of corporate governance, risk management and human resources management. Improving workplace safety and environmental protection.
- Corporate governance improvement in line with international best practice, as well as the requirements of the major shareholder - NC "KazMunaiGas" JSC and minority shareholders. Corporate governance rating – 85% by 2022;
- Internal control and corporate risk management system improvement (relevant Corporate governance ratings – both 75% by 2018);
- Risk management principles are fully integrated with operational, financial, investment management systems – further development of the Company risk management culture;
- Personnel motivation system introduced based on KPIs. Target stuff turnover – about 5%;
- Operational processes are in full compliance with international HSE standards. Greenhouse gas emission reduction program developed. Zero level of accidents as target.
Planned investment projects

1. “Kalamkas-Karazhanbas-Aktau” and “Uzen-Zhetybai-Aktau” pipeline sections’ capacity increase

The project is to be implemented to meet forecasted production increase at Buzachi peninsula group of fields, as well as to provide additional capacity to deliver crude oil to Atyrau (T. Kasymov OPS) previously transshipped in port of Aktau.

The following sections capacity expansion is planned:
- Karazhanbas-Aktau - up to 16 MMT/year,
- Aktau Zhetybai - up to 10 MMT/year,
- Zhetybai Uzen - up to 13 MMT/year.

CAPEX is estimated at about KZT 31 billion.

2. Kazakhstan-China pipeline expansion

The project envisages a phased Kazakhstan-China pipeline capacity expansion after appropriate resource base is guaranteed by the Chinese side.

The pipeline system capacity will be increased up to 20 MMT/year.

CAPEX is estimated at KZT 123.7 billion.
Potential investment projects

3. Kazakhstan Caspian Transportation System (KCTS)

KTO is considering participating in "Eskene-Kuryk" pipeline construction project the implementation of which is to be synchronized with Kashagan production schedule.

"Eskene-Kuryk" pipeline capacity will be increased stage-by-stage up to 56 MMT/year of design capacity depending on resource base.

CAPEX is currently estimated at about KZT 387.3 billion.

4. Caspian Pipeline Consortium (CPC)

KMG NC owns (through KPV BV) 1.75% stake in CPC and manages 19% stake in CPC on behalf of the RoK Government.

KTO is intended to explore together with KMG NC the possibility of transferring the management or sale in favor of KTO of the RoK Government and KMG NC stakes in CPC.

Currently, CPC implements 5-year project to expand the pipeline capacity. The pipeline throughput capacity for Kazakh crude oil will increase up to 62 MMT/year. with the use of antifriction additives.
IPO highlights
## General information on IPO

<table>
<thead>
<tr>
<th><strong>Issuer</strong></th>
<th>“KazTransOil” JSC</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Listing</strong></td>
<td>KASE</td>
</tr>
<tr>
<td><strong>Shares offered</strong></td>
<td>Newly issued common shares</td>
</tr>
<tr>
<td><strong>% of shares offered</strong></td>
<td>10% minus 1 share</td>
</tr>
<tr>
<td><strong>Amount of shares offered</strong></td>
<td>38,463,559 common shares</td>
</tr>
<tr>
<td><strong>IPO price</strong></td>
<td>KZT 725 per share</td>
</tr>
<tr>
<td><strong>The subscription period</strong></td>
<td>from November 6 to December 5, 2012</td>
</tr>
<tr>
<td><strong>IPO target market</strong></td>
<td>Individuals – the RoK citizens Pension Funds of Kazakhstan</td>
</tr>
</tbody>
</table>
IPO results

34 687 bids accepted, including:
✓ 34 676 bids from individuals,
✓ 11 bids from Pension Funds and Market-maker

The volume of demand was 2 times higher than IPO volume

Total volume of bids – KZT 59 408 943 974

- Bids of individuals
  22 115 645 050
  37,2%

- Bids of Pension Funds
  37 136 299 450
  62,5%

- Market-maker bid
  156 999 475
  0,3%

Shares distribution

- IPO volume

- PFs’ bids
  PFs received 7.8 million shares
  (~20,4%)

- Individuals’ bids
  Individuals received 30.4 million shares
  (~79,1%)
Shares distribution after IPO & in the secondary market

Number of shareholders (as of December 25, 2012) – 34,001:

✓ individuals – 33,989
✓ legal entities – 12

Number of shareholders (as of March 1, 2013) – 32,920:

✓ individuals – 32,874
✓ legal entities – 46

NC "KazMunaiGas" JSC
90%

Current shares distribution, %

Market-maker
0,08%

Individuals
6,73%

PFs
2,66%

Other legal entities
0,54%

NC "KazMunaiGas"
JSC
90%

Final shares distribution, %

Market-maker
0,05%

Individuals
7,91%

PFs
2,04%

Individuals
7,91%

PFs
2,04%

Other legal entities
0,54%

Market-maker
0,05%

NC "KazMunaiGas" JSC
90%

Current shares distribution, %

Individuals
6,73%

PFs
2,66%

Other legal entities
0,54%

Market-maker
0,08%
Trading in shares of KTO

- Last price, KZT/share (left scale)
- Weighted average price, KZT/share (left scale)
- Volume of deals, 1000 shares (right scale)
- Volume of deals, KZT million (right scale)
- Number of deals (right scale)
Information about KTO

The information contained in this presentation has been prepared to provide an overview of KTO.

Investors should first study the Investment Memorandum and other materials contained on the corporate website KazTransOil.

You can also use other sources of information.

KazTransOil Corporate website
http://www.kaztransoil.kz/

Information disclosure (incl. Investment memorandum)
KASE website
http://www.kase.kz/

KTO website
http://kaztransoil.kz/en/to_shareholders_and_investors/

Website of Peoples IPO program
http://www.halyk-ipo.kz

Local and foreign brokerage companies and investment banks
Your personal contacts
Q&A session