
	Speak Up Policy	
	Unit	Compliance Service
	Reference No.	FS-CMPL-SU_v2
	Effective date:	22/04/2025
	No. Pages	10
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**Approved by
the decision of the Board of Directors
of FlyArystan JSC
dated April 22, 2025 (Minutes №23)**

FlyArystan JSC Speak Up Policy

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TERMS AND DEFINITIONS

Audit Committee – the Audit Committee of the Board of Directors of the Parent Company.

Bribe¹ – a benefit (including gifts, money, assets, rewards or services) accepted by a civil servant or a public official for an action (or, on the contrary, inaction) undertaken in the interests of a bribe giver, which this person could or should have committed by virtue of his/her official position.

Commercial bribery – an illegal act of giving money, securities or other assets, as well as monetizable services, to a person performing managerial functions in a commercial or other organization with the aim of influencing this person in the discharge of his/her official duties, as well as for obtaining his/her patronage or connivance in the interests of a bribe-giver.

Corporate fraud – action or inaction of individuals and/or legal entities in order to obtain private benefits and advantages to the detriment of the interests of the Company, and/or to cause the Company material, and/or non-material damage by deception, dishonest scheme, false representation or otherwise.

Corruption – abuse of power or authority; giving and/or receiving a bribe, commercial bribery or other forms of illegal use of powers contrary to the legitimate interests of the Company and the State in order to obtain private gains, such as cash, valuables, other assets or monetizable services, proprietary rights (for third parties, as well), or the illegal provision of any such benefit to an entity by individuals, and any such actions on behalf of or in the interests of the Company or other legal entity.

Corruption offense – an action (or inaction) with elements of corruption for which administrative or criminal liability is established by law.

Employee – an individual employed by the Company under employment contract and/or other individuals engaged under an agency or other contract.

Group – Air Astana Joint Stock Company and FlyArystan Joint Stock Company, when mentioned together.

Officials – the President and the members of the Board of Directors of the Company.

Parent Company – Air Astana Joint Stock Company.


Personal / private interest – a possibility of receiving by Official/Employee of an income in a type of money, values, other assets or monetizable services, other property and non-property rights for or the third parties.

Report – information submitted by the Reporting person via phone, mail, e-mail, internet or other channel on possible or known cases and/or concerns in respect of fraud, corruption, violations of ethical standards and/or any other illegal or unfair actions in relation to the Company.

Reporting Person – the Employee, the counterparty and/or other third party who has a business relationship with the Company, who submitted the Report.

Respondent - the Employee of the Company, the Counterparty or another third party who cooperates with the Company, about whom the Report is made.

¹The term "Bribe" is used to identify the bribery of a civil servant while the term "commercial bribery" is used to identify the bribery of a commercial structure employee.

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1. GENERAL PROVISIONS


1.1 FlyArystan Joint Stock Company (hereinafter – the “Company”) values its reputation and adheres to the principles of fairness, transparency and honesty, as stated in the internal corporate documents of the Company, including but not limited to Codes, Policies, Regulations, and Procedures adopted by the Parent Company, which are in effect and applicable to the Group (hereinafter referred to as the “Group’s Internal Documents”). The Company has zero tolerance for any actions that violate these principles and the applicable legal and regulatory requirements of the legislation of the Republic of Kazakhstan.

1.2 The Company pays special attention to the development of corporate culture and business ethics and encourages timely reporting by Employees and counterparties of their concerns in relation to possible violations of law and the Group’s Internal Documents and the legislation of the Republic of Kazakhstan. Examples of such violations include the following:

- **Bribery and Corruption:** Any form of bribery, Commercial bribery, extortion, or other acts of corruption.
- **Corporate Fraud:** This includes, but is not limited to:
 - Financial fraud, such as deliberate errors in financial reporting or document preparation.
 - Misappropriation or theft of Company assets or resources.
 - Illegal acquisition of income or assets through fraudulent actions.
 - Expenses or liabilities incurred because of fraudulent or unlawful actions.
 - Forging or altering documents.
 - Misuse of internal Company information for personal gain.
- **Legal and Policy Violations:** Breaches of anti-corruption laws, regulatory requirements, or the Company’s internal policies and procedures, including retaliation against employees who have made a complaint or provided information in an investigation.
- **Unauthorized Disclosure of Information:** Illegal sharing of confidential, insider information or personal data with third parties.
- **Unethical Business Practices:** This includes abuse of authority, manipulation, or other unethical behaviors in the workplace.
- **Conflicts of Interest:** Situations where personal interests clash with the Company's interests, including those related to labor or social issues.
- **Discrimination and Harassment:** Any form of discrimination, harassment, or other violations of Company’s policies related to employee behavior².
- **Health, Workplace Safety, Environment:** Violations of health and safety regulations, including unsafe working conditions or environmental hazards, involving employee injuries, accidents, or safety concerns³.

² Case analysis is conducted in collaboration with HR and Legal departments to ensure a comprehensive review and proper legal and organizational handling of the issues.

³ Case analysis is conducted in collaboration with HR and Legal departments.

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- **Other Violations:** Any other breaches of the Group’s Internal Documents or applicable laws, as well as any illegal or unethical actions.

1.3 Other third parties, including state bodies, financial institutions and other interested parties may also submit a Report according to this Policy.

2. PURPOSES AND SCOPE OF THE POLICY

2.1 This Policy is aimed to:

- a) Promote the transparency and reporting culture with respect to potential cases of fraud, corruption and other violations under this Policy;
- b) Establish a mechanism of reporting (personally or anonymously) on possible violations or concerns about misconduct;
- c) Demonstrate the process of registration, consideration, record keeping of the Reports, as well as the provision of guarantees and feedback to the Reporting person.

2.2 Employees and counterparties should not use this Policy and its mechanisms to express their personal dissatisfaction or to seek revenge or retaliatory action against another person.

2.3 This Policy should not be used to place pressure on Employees and counterparties and/or to force them to take/ abstain from certain actions.

2.4 This Policy is applicable to all full time and part-time Company Employees and the Officials as well as contractor employees and counterparties.

3. RESPONSIBILITY AND GUARANTEES OF THE REPORTING PERSON


3.1 The Reporting person is responsible for the information provided in the Report.

3.2 The information in the Report must be objective and unbiased. The Report must include all material information (including supporting documents, if any) with an indication of the grounds for concern.

3.3 Deliberate false reports are treated as a serious violation of the Criminal Code of the Republic of Kazakhstan. In such cases, this information will be passed to the law enforcement authorities in accordance with the legislation of the Republic of Kazakhstan.

3.4 The Company guarantees to the Reporting person:

- a) Objective and competent consideration of all received Reports;
- b) Protection against unlawful actions in respect of labour issues, including disciplinary measures, temporary suspension, harassment and / or other forms of discrimination;
- c) Confidentiality and anonymity (if the Reporting person wishes not to disclose a personal data), to the extent confidentiality and anonymity is subject to the requirements of the law of the Republic of Kazakhstan;
- d) Avoidance of attempts to conceal and suppress evidence supporting the information in the Report;

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- e) Taking disciplinary measures against individuals who destroyed or concealed evidence supporting information in the Report;
- f) Giving feedback on the results of the investigation, subject to law provisions on confidentiality.

3.5 The Reporting person, acting in good faith, should have no fear of termination of employment, demotion, rejection of business relationships, harassment or other forms of discrimination. The Reporting person shall not abuse the right for protection. The protection granted to the Reporting person under this Policy shall not be treated as a defense measure against disciplinary or other liability for deliberately reporting false⁴ information.

4. SUBMISSION, REGISTRATION AND PROCESSING OF THE REPORT

4.1 The Company welcomes openness of reporting by both Employees and third parties. However, the Reporting person may choose to not indicate his / her personal data in the Report (remain anonymous).

Submission of the Report


4.2 The Reporting person can report violations and choose the most appropriate way listed in the table below:

<i>Reporting Person*</i>			
	Employee	Counterparty or other third party	
<i>Receiver of Report</i>	Direct manager /Head of Department	Informs direct manager/Head of department in first instance	Not provided
	Compliance Service of the Parent Company	With the notification of direct manager/Head of department, an Employee informs the Compliance Service of the Parent Company	Should notify Compliance Service of the Parent Company in first instance
	President of the Company	If it is not possible to inform their direct manager/Head of department, Employee may notify the President of the Company	Has the right to address the President of the Company
	External operator	The Company provides for independent third-party facility (External Operator), via telephone, e-mail and web-site for Employees, counterparties and other third parties. The External Operator guarantees confidentiality (if Reporting persons chooses to remain anonymous).	

** In all cases, the Reporting person has the right to report the alleged violation both verbally and in writing.*

Registration of Reports

⁴ False information (knowingly or intentionally false) is statements about facts or events that did not occur in reality.

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4.3 The External Operator receives and processes the submitted Report, and includes it into a consolidated report, which is sent to the Compliance Service of the Parent Company for further consideration.

4.4 The Compliance Service of the Parent Company records the information about the possible violations (received either directly or through the External Operator) in the Register of Reports (see Appendix 1 to this Policy):

- a) For Reports received during working hours: immediately after receiving a Report;
- b) For Reports received during off-hours: the next working day.

4.5 The Register of Reports is maintained in electronic form by each calendar year.

Processing and monitoring of Reports

4.6 The Compliance Service of the Parent Company shall, within no greater than two working days, conduct a preliminary review of the Report, and determine the main facts of the violation, including evidence to substantiate the violation and the existence of potential loss or damage.

4.7 If preliminary review by the Compliance Service of the Parent Company indicates that the Report does not meet the requirements for processing in accordance with this Policy (there are no criteria for violations listed in clause 1.2 hereto), the Report can be rejected at this stage. The Compliance Service of the Parent Company may request the Respondent to provide a written explanation, including documents (evidence) supporting the explanation and / or disproving the information in the Report.

4.8 If preliminary review indicates that further consideration of the Report is necessary, the Compliance Service of the Parent Company initiates an internal investigation.

4.9 In the course of preliminary review of the Report and further internal investigation, the Compliance Service of the Parent Company has the right to request to provide, on a confidential basis, any information or documents (materials) relevant to the Report.

4.10 In addition, the Compliance Service of the Parent Company shall have the right to access any information available to the Company with respect to the Respondent, subject to the laws of the Republic of Kazakhstan.


4.11 On a quarterly basis, the Compliance Service of the Parent Company shall report for the Audit Committee on the status of the received Reports for the reporting period, as well as detailed information describing the details and action plan for major (active) investigation.

4.12 In addition, if necessary (for example, the materiality of the violation, the need for a quick response, etc.), the Compliance Service of the Parent Company should immediately inform the Audit Committee and the President of the Company.

4.13 On a quarterly basis, a report on the status of received Reports for the reporting period shall be submitted to the President of the Company and Internal Audit Service of the Parent Company for information purposes.

5. FEEDBACK AND DATA RETENTION (RECORDKEEPING)

5.1 Detailed procedure for handling received Reports (accepted or rejected) is provided in *Whistleblowing Handbook* of the Parent Company.

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5.2 Not later than within 15 (fifteen) working days after completion of the investigation, the Compliance Service of the Parent Company must notify the Reporting person of the results of the investigation subject to the law provisions and internal confidentiality policy, as well as availability of contact details of the Reporting person.

5.3 The Compliance Service of the Parent Company shall maintain a central record of all information related to the Reports, including rejected Reports, the results of investigations and follow-up measures, which shall be treated as confidential. Access to the central database is granted to the Audit Committee and the Officials of the Company only. The Internal Audit Service of the Parent Company may request information from the central database, if necessary.

5.4 Investigation results, reports to the Audit Committee are not subject to disclosure, except for the cases provided for by applicable legislation or the Company’s internal regulations.

6. RESPONSIBILITY

6.1 Every Employee shall assist the Company in conduction of investigations pursuant to this Policy.

6.2 The Compliance Service of the Parent Company and the Compliance Manager of the Company shall be responsible for implementation of this Policy, as well as for providing advice on the provisions of this Policy to the Company's Employees and counterparties, and communication of the information on the External Operator, as well as monitoring the External Operator.

6.3 The Board of Directors approves this Policy, and takes measures to improve it. If necessary, changes and amendments can be made to this Policy.


7. FINAL PROVISIONS

7.1 This Policy shall be reviewed at least every 2 (two) years.

7.2 This Policy comes into force upon approval by the Board of Directors of the Company and may be supplemented and amended by a decision of the Board of Directors of the Company.

7.3 If, as a result of changes to the legislation of the Republic of Kazakhstan, certain provisions of this Policy contradict the current legislation of the Republic of Kazakhstan, the relevant clauses of this Policy are repealed and until the Policy is amended accordingly, it is necessary to be guided by the current legislation of the Republic of Kazakhstan.

Document History		
Revision Number	Change made (Section Number and Name Only)	Effective date
New		13/03/2024
02	Introduced terminology emphasizing the Company’s affiliation with the Parent Company; updated the name of the Compliance Service; replaced the term “Partners” with “Counterparties”; amended clause 1.2 to reflect examples of violations as set forth in the Whistleblowing Handbook; amended clause 5.1 by adding a detailed description of the reporting procedure in accordance with the Whistleblowing	DD/MM/YYYY

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	<p>Handbook; added a reference to the position — Compliance Manager of FlyArystan JSC; added Article 7 “Final Provisions”; updated the template of the “Register of Reports” (Annex No. 1); applied a new unified format for the Company’s policy, including information on the document history and changes introduced.</p>	
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