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«БЕКІТІЛГЕН»
«КАЗГЮУ Университеті» АҚ
Жалғыз құрылтайшысымен
«08» ақпан 2016 жылдың
№ 14 хаттамасы



«УТВЕРЖДЕНО»
Единственным учредителем
АО «Университет КАЗГЮУ»
Протокол № 14
от «08» февраля 2016 года

«КАЗГЮУ Эндаменті» Корпоративтік қорының
ЖАРҒЫСЫ

УСТАВ
Корпоративного Фонда «Эндамент КАЗГЮУ»

АСТАНА 2016 ж./г.

СМОТРИТЕ НА ОБОРОТЕ

Seal of DEPARTMENT OF JUSTICE OF ASTANA
GOVERNMENT INSTITUTION
REGISTRATION OF A LEGAL ENTITY
02/03/2016
Certificate #49530-1901-K-R
BIN 160340000295

«APPROVED BY»
Sole Founder of
JSC «KAZGUU University»
Protocol № 14
from February 8, 2016
Seal of THE REPUBLIC OF KAZAKHSTAN
ACTANA CITY JSC KAZGUU UNIVERSITY

Charter of
Corporate Fund “Endowment of KAZGUU”

ASTANA 2016

1. GENERAL PROVISIONS

1.1. The Corporate Fund Endowment KAZGUU, hereinafter referred to as the Fund, is a voluntary non-profit, charitable organization, which is created to achieve the goals and objectives stipulated by this Charter and does not receive any profit from its activity.

The Fund is a legal entity and operates in accordance with the Civil Code of the Republic of Kazakhstan, the Law of the Republic of Kazakhstan "On non-profit organizations" No. 142 from January 16, 2001, and other legislative and regulatory acts as well as this Charter.

1.2. Founders of the Fund are:

1.2.1. Joint-stock company "KAZGUU University" (certificate of state re-registration dated February 10, 2015, issued by the Department of Justice of Astana City, Ministry of Justice of the Republic of Kazakhstan).

1.3 Location and legal address of the Fund: 010000, Kazakhstan, Astana, Esil district, Korgalzhyn highway, 8

1.4. Full name:

-Kazakh language: "КАЗГЮУ Эндаументі" Корпоративтік Қоры.

-Russian language: Корпоративный Фонд «Эндаумент КАЗГЮУ»

Abbreviated name:

- Kazakh language: "КАЗГЮУ Эндаументі" ҚК.

- Russian language: КФ «Эндаумент КАЗГЮУ»

1.5. The Fund is a legal entity that does not aim to earn and distribute profits between the Founder and the Fund employees as their income. With respect to income from the Fund, it should be spent to implement the Charter goals. The Fund uses the property for the purposes specified in its Charter. The Fund has the right to be engaged in business activity necessary to achieve socially useful goals for which the Fund was created and activities corresponding to these goals. The Fund is obliged to annually publish reports on the use of its property in officially-printed publications. Information is published in the Republican newspaper "Zan".

1.6. The Fund acquires the rights of a legal entity from the moment of state registration of its Charter. The Fund has its own balance sheet, round stamp with its name, angle stamp, currency and other accounts, operates on the principles of complete economic independence and strict compliance with applicable laws and obligations to the Founder.

1.7. The Fund independently determines the fields of its activity and the strategy of its economic, technical and social development.

1.8. The Fund has the right to acquire property and personal non-property rights, to bear obligations, and to be a plaintiff and a defendant in court.

1.9. The Fund, as an owner, has the right to use and dispose of its property in accordance with the Charter.

1.10. The Fund may establish its representative offices and branches in the Republic of Kazakhstan and abroad. Representative offices and branches act on behalf

of the Fund in accordance with the Regulations approved by the Fund's Board of Trustees.

1.11. The Fund is liable for its property obligations which can be reprimanded by law.

1.12. The Fund is not liable for the obligations of the state and the Founder of the Fund. The state is not responsible for the obligations of the Fund.

2. SCOPE AND PURPOSE OF THE FUND

2.1. The subject of the Fund's activity:

- assistance in the education of KazGUU University students from low-income families, orphan students, creatively-gifted students who are in need of material support by awarding them with personal scholarships and other assistance related to students' studies or participation in social work, various creative competitions, and sports achievements
- financial support of KazGUU University young scientists working in promising areas of economic development and assisting in introduction of scientific research into production, as well as financing the most vital scientific topics, the realization of which will bring tangible benefits to the development of the Republic of Kazakhstan
- assistance in organization of subject Olympiads, competitions among schools in Astana and further financial assistance for admission to KazGUU University, on the basis of results;
- assistance in organization of Olympiads and contests in different majors for KazGUU University students;
- financial support to veterans and teachers of KazGUU University experiencing financial problems;
- assistance in the development of the infrastructure in the main building and dormitories of KazGUU University for the development of students' social and educational needs;
- assistance in the development and strengthening of international relations that meet the objectives of the Fund and the establishment of business and scientific contacts with foreign organizations that perform similar functions;
- cooperation with other organizations (national and foreign), institutions and individuals in order to implement projects related to the goals of the Fund;
- development and implementation of projects, programs and events aimed at improving the welfare and social protection of KazGUU University students and employees:
- participation in charitable work;
- establishment of nominal grants.

2.2. The purpose of the Fund is social and legal protection as well as the financial strengthening and increasing the welfare of KazGUU University students, teachers and graduates.

3. RIGHTS AND OBLIGATIONS OF THE FUND

3.1. The Fund has the right:

- to carry out international cooperation in accordance with this Charter;
- to open bank accounts in accordance with legislation;
- to use funds to implement purposes in accordance with this Charter;
- to be a plaintiff and a defendant in court;
- to have property rights and personal non-property rights.
- the Fund acts through signing contracts, agreements and other documents to implement purposes in accordance with this Charter;
- to implement other rights not contradicting the legislation of the Republic of Kazakhstan.

The Fund is liable for its obligations and all of its property, which, in accordance with the current legislation of the Republic of Kazakhstan, may be levied. The state is not responsible for the obligations of the Fund, and the Fund is not responsible for the obligations of the state

3.2. The Fund must:

- comply with the laws of the Republic of Kazakhstan, generally accepted norms and rules related to its activity as well as the norms provided in this Charter;
- inform the body that registered this Charter every year about continuation of its work, indicating the actual location of the governing body;
- provide, upon request of the registering authority, documents with decisions made by the governing bodies as well as quarterly and annual reports on its work;
- assist representatives of the bodies registering and studying the work of the Fund in connection with the achievement of goals and compliance with the law.

4. STRUCTURE, FORMATION AND COMPETENCE OF THE MANAGEMENT BODIES OF THE FUND

4.1. The Fund management bodies:

- supreme management body - Founder of the Corporate Fund;
- collegial management body - Board of Trustees;
- executive body - director;
- supervisory body - independent auditor.

4.2. The exclusive competence of the Founder:

- approval of the Charter of the Fund;
- introduction of amendments and additions to the Charter of Fund;

- voluntary reorganization and liquidation of the Fund;
- determination of the competence, organizational structure, and procedure for the formation and termination of powers of the Fund's management bodies;
- approval of the Regulations for the Board of Trustees;
- appointment of a permanent collegial management body and supervisory body and the hearing and approval of their reports;
- veto any decisions made by the Board of Trustees, and making, if necessary, its own decisions;
- identification of the main areas for the work of the Fund;
- making decisions on the participation of the Fund in the formation or work of another legal entity:
 - Examination of the report of the Board of Trustees of the Fund;
 - approval of the charity program of the Fund;
 - appointment of an auditor for the new fiscal year;
 - consideration and approval of the audit report for the previous year;
 - approval of the Fund's expenses, staff and salaries of employees;
 - other issues not related to the competence of the Board of Trustees of the Fund.

4.3. Board of Trustees.

4.3.1. The permanent collegial management body of the Fund is the Board of Trustees, consisting of 5 (Five) members appointed by the Founder for 3 years. The Founder has the right to change the composition no more than once in a term. The Board of Trustees reports to the Founder.

4.3.2. The Board of Trustees consists of the chairman, the vice-chairman, the secretary and its members. The chairman is elected for three years and may be re-elected for no more than one term. The chairman leads meetings of the Board of Trustees. If it is impossible to participate in a meeting of the Board of Trustees, the Chairman shall be replaced by the vice-chairman. If it is impossible to fulfill the duties, the Chairman and members of the Board of Trustees may resign.

4.3.3. The quorum of the Board of Trustees is considered to have taken place if at least 3 (three) of its members are present at the meeting. The decision is considered adopted if a majority of the total number of members of the Board of Trustees of the Fund voted for it.

Member of the Board of Trustees loses his full powers in case of:

- failure to perform functional duties determined by the decision of the Board of Trustees:
- failure to comply with decisions of the Board of Trustees;
- absence at meetings of the Board of Trustees more than three times without any reason.

4.3.4. The Board of Trustees performs the following functions;

- appointment of the Chairman, Vice-Chairman, and Secretary from among its members:
- monitoring of the Fund's work in accordance with this Charter;
- enforcement of decisions of the Founder:
- approve of target programs and identification of sources of funding;
- determination of the structure, number of full-time employees of the Fund, conditions of remuneration and material support of its employees, expenses for its maintenance;
- making decisions on cooperation with international and foreign organizations;
- approval of the annual budget of the Fund;
- appointment and dismissal (of the executive body) of the Director;
- approval of internal regulations and internal policy of the Fund;
- consideration of reports composed by director and an independent auditor:
- control of director's work and his implementation of duties:
- approval of internal documents regulating the work of the Fund;
- making decisions on the establishment and liquidation of branches and representative offices of the Fund and approval of their Regulations;
- consideration of other issues not related to the exclusive competence of the Founder.

4.3.5. Meetings of the Board of Trustees should be held at least 1 (once) a year. Other procedures for making decisions of the Board of Trustees are determined by the internal regulations of the Fund.

4.3.6. The chairman of the Board of Trustees acts on the basis of decisions of the Founder.

4.3.7. Chairman of the Board of Trustees:

- makes decisions on organization of the meetings of the Board of Trustees;
- forms the agenda of the Board of Trustees;
- submits proposals for its work to the Board of Trustees;
- leads meetings of the Board of Trustees;
- takes notes during the meeting and signs the minutes of the Board of Trustees;
- represents the Board of Trustees in the governing bodies of the Fund and in governmental, public and other organizations;
- monitors the implementation of the recommendations of the Board of Trustees relating to its control functions;
- determines the procedure for holding the meetings of the Board of Trustees that are not regulated by this Charter and by the Regulations on the Board of Trustees;
- performs other functions assigned to him by the Board of Trustees

4.4. Director must:

- guide the work of the Fund and realize the decisions of the Board of Trustees;

- issue orders and directives in accordance with the decisions of the Board of Trustees;
- sign employment contracts (employment, dismissal of employees):
- dispose of property and funds within the approved budget;
- submit the annual report to the Board of Trustees;
- represent the Fund in relations with individuals and legal entities who act without a warrant;
- distribute duties between employees and control the admission and dismissal of the staff of the Fund's management;
- performance of other functions assigned by the Board of Trustees related to the activities of the Fund, with the exception of those, which are within the exclusive competence of the Founder and the Board of Trustees

4.5. Independent Auditor.

4.5.1. The Independent auditor is appointed by the Board of Trustees for one year after prior agreement with the Founder.

4.5.2. Within three months after the end of the fiscal year of the Fund, the auditor checks the Fund's finances including financial statements in accordance with the legislation of the Republic of Kazakhstan.

5. PROPERTY SOURCES OF THE FUND

5.1. The assets of the Fund are capital and floating assets as well as other property.

5.2. The Fund has the right to have movable and real property, tangible and intangible assets, and other property to carry out its activity.

5.3. The Fund has the right to conduct any operations in relation to its assets and property that do not contradict its goals and the legislation of the Republic of Kazakhstan.

5.4. The assets and funds of the Fund are formed from:

- property contributions of the Founder of the Fund;
- voluntary donations of citizens and other people;
- charitable contributions and special-purpose donations (charitable grants) provided by individuals and legal entities in the form of cash and in-kind resources;
- government subsidies;
- any funds received from charitable campaigns to collect charitable donations;
- other income that does not contradict the Charter objectives of the Fund and is not prohibited by the current legislation of the Republic of Kazakhstan.

5.5. The assets and funds of the Fund must be used in accordance with the programs adopted by the Fund as well as in accordance with the decisions of the governing bodies,

5.6. The funds and property of the Fund must be used for the Charter goals and objectives of the Fund.

5.7. The Fund, as a legal entity, has the right to establish and be a member of other legal entities. In the case of participation in a legal entity with the goal of extracting net income, the Fund directs all net income derived from participation to the realization of work in accordance with the Charter.

The Fund may own buildings, equipment, inventory, and other property necessary to ensure work in accordance with the Charter.

5.8. The Founder has no property rights to the assets of the Fund. The earnings of the Fund cannot be redistributed as income to its Founder and are used only for the performance of work in accordance with the Charter.

6. ACCOUNTING, REPORT AND CONTROL

6.1. The Fund carries out accounting, statistics and reports on the results of its work and provides documentation to the appropriate state bodies in the prescribed manner.

6.2. The financial year of the Fund begins on January 1 and ends on December 31 of each calendar year.

6.3. The Board of Trustees of the Fund must guarantee constant control of relevant accounting principles and instructions in accountancy

6.4. After the end of each fiscal year, an independent auditor appointed by the Founder carries out an audit in accordance with the requirements of the legislation of the Republic of Kazakhstan.

6.5. An audit report must be prepared and signed by the Auditor.

7. BUSINESSES

7.1. The Fund has bank accounts to which all national and foreign earnings and contributions from the Republic of Kazakhstan and other countries are transferred, and from which all budget transfers are made to departments and projects of the Fund.

8. PROCEDURE FOR AMENDMENTS AND ADDITIONS TO THE CHARTER

8.1. Amendments and additions to the Charter are made and approved by the decision of the Founder.

8.2. Amendments and additions made to the Charter of the Fund are subject to state registration in the manner prescribed for the registration of the Fund and come into force from the date of state registration.

9. CONDITIONS OF REORGANIZATION AND TERMINATION OF THE WORK OF THE FUND

9.1. Termination of the Fund's work may be realized either by its reorganization or liquidation on the basis of the Founder's decision or by court in cases stipulated by the legislation of the Republic of Kazakhstan in particular:

- if the property of the Fund is not enough to fulfill its goals and obtaining of the necessary property is unrealistic;
- if the objectives of the Fund cannot be achieved, and the necessary changes in objectives cannot be made;
- in case the Fund avoids the goals stipulated by the Charter in its work.

9.2. The Fund liquidation must be carried out by the liquidation commission, appointed by the Founder. The liquidation commission establishes the procedure and deadlines for the procedure as well as the deadline for claims of creditors.

9.3. The liquidation commission must perform all the necessary work, liquidation balance sheet and submit it for approval to the authority appointed the liquidation commission.

9.4. If the Fund is liquidated, all organizations created by the Fund stop their activities until the imposition of the decision by the body that made the decision on liquidation or by the liquidation commission.

9.5. The Fund is considered liquidated from the moment a corresponding entry is made in the unified state register of legal entities.

9.6. Documents that were issued during the Fund's work are stored and used in accordance with the legislation of the Republic of Kazakhstan in case of its liquidation.

10. PROCEDURE FOR PROPERTY APPLIANCE IN CASE OF LIQUIDATION OF THE FUND

10.1. In case of the liquidation of the Fund, the property remaining after the satisfaction of the claims of the creditors is directed to the purposes specified in the constituent documents, unless otherwise provided by legislative acts.

11. INFORMATION ABOUT BRANCHES AND REPRESENTATIVE OFFICES

11.1. The Fund may establish branches and open representative offices in the Republic of Kazakhstan in accordance with the legislation of the Republic of Kazakhstan.

11.2. Branches and representative offices are not legal entities. They are endowed with the assets of the Fund and operate on the basis of the regulations

approved by the Board of Trustees. The property of a branch and representative office is recorded on a separate balance sheet and on the balance sheet of the Fund.

11.3. The heads of branches and representative offices of the Fund are appointed by the executive body of the Fund and act on the basis of a power of attorney.

11.4. Branches and representative offices of the Fund operate on behalf of the Fund. The Fund is responsible for the activities of its branch or representative office.

11.5. Branches and representative offices of the Fund are subject to accounting registration, and in the case of a change in name - re-registration, in accordance with the legislation on registration of legal entities.

12. FINAL PROVISIONS

12.1. All unsolved issues are resolved in accordance with the legislation of the Republic of Kazakhstan.

Director of the Fund

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