**APPROVED**

**By decision of the General Meeting of Members**

**Association of legal entities «Republican Association of Mining and Metallurgical Enterprises»**

**(protocol No. 3 of absentee voting**

**from June 30, 2023)**

**REGULATION**

**about partnership and partner status of the Association of legal entities**

**«Republican Association of Mining and Metallurgical Enterprises»**

This Regulation on partnership and the status of a partner of the the Association of legal entities «Republican Association of Mining and Metallurgical Enterprises» (hereinafter referred to as these Regulations) was developed in accordance with the Civil Code of the Republic of Kazakhstan, the Law of the Republic of Kazakhstan dated January 16, 2001 No. 142-II «On Non-Profit Organizations» and subclause 6.1.11. clause 6.1. the Charter of the AMME dated June 10, 2021.

These Regulations are an internal document of the Association of legal entities «Republican Association of Mining and Metallurgical Enterprises» (hereinafter referred to as the AMME) that defines the procedure for granting partner status to any person/entity who is not a member of the AMME.

1. **General provisions**
   1. The AMME partner is an individual and/or legal entity who is not a member of the AMME, who shares the subject and goals of the AMME’s activities, and wishes to establish and develop business relations with members of the AMME on issues of mutual interest.
   2. Status of the partner of the AMME can be provided to a person/entity interested in cooperation with members of the AMME and meet certain criterias defined by this Regulation.
   3. Person/entity interested to get a status of the partner of the AMME must comply with the basic criteria and conditions provided for by these Regulations.
2. **Procedure for granting partner status.**
   1. Person/entity willing to obtain a status of the partner of the AMME officially sends to the Executive Body of the AMME a statement on letterhead, signed by the head, expressing the intention, on the basis of unconditional recognition of the statutory goals and activities of the AMME, to establish business cooperation with members of the AMME.
   2. The following documents should be attached to the application for partner status:
3. standard application form;
4. for a legal entity: notarized copies of the legal entity’s title documents (charter, constituent agreement, registration certificate);
5. certificate of registered legal entity.
6. for an individual: a notarized certificate of registration as an individual entrepreneur;
   1. Person/entity willing to obtain a status of the partner of the AMME must meet the following criteria:
7. not being a current member of the AMME;
8. performing and (or) providing the following types of goods, works and services:

* supply of raw materials and equipment that used in the mining and metallurgical industries;
* supply of components for installations, industrial complexes and special equipment that used in the industry;
* exploration of the subsoil, carrying out survey work in the field of geology;
* provision of other types of work and services not related to the main activities of the mining and metallurgical industries.
  1. The executive body of the AMME in accordance with sub clause 2.1. of these Regulations considers the application within 5 (five) working days from the date of receipt of the application.
  2. If necessary, the Executive Body of the AMME has the right to request additional information and documentation from the person/entity applying for the status of a partner of the AMME.
  3. Decision of the Executive Body of the AMME on granting status of a partner of the AMME is being issued via signing between the AMME and the applicant of the relevant agreement on partnership, with entry into the register partners the AMME and posting on the AMME website.
  4. The partner is obliged to refrain from any actions and (or) statements (speeches) that could harm the interests of the AMME as a whole and individual members of the AMME.
  5. The partner is obliged to not disclose information obtained during cooperation with the AMME, which was communicated to the partner in confidence.
  6. The partner undertakes to independently bear all expenses for participation in events held by the AMME and third-party organizations.

1. **Procedure for terminating partner status**
   1. The procedure for terminating the status of a partner can be initiated by the partner or the Executive Body of the AMME.
   2. Partner, intending to renounce the received status, officially sends a corresponding letter to the AMME.
   3. The issue of canceling the status of a partner at the initiative of the Executive Body of the AMME may be initiated due to a violation of one of the conditions of these Regulations and (or) non-fulfillment partnership agreements.
   4. If a person/entity loses the status of a partner of the AMME, this person/entity does not have the right to refund previously paid partnership contributions.

1. **Annual (periodic) affiliate contribution**

4.1. Annual (periodic) affiliate contribution is a regular money contribution obligatory for all partners of the AMME.

4.2. Partner of the AMMEmakes annual (periodic) partnership contribution payments based on the invoice issued by the AMME during the first quarter following the reporting financial year. Deadline for the payment of annual (periodic) partnership contributions is a calendar year from January 1 to December 31.

4.3. Establishment period and amount of the partnership contribution of the AMME are established and approved by order of the Executive Body of the AMME, in accordance with sub clause 7.3.2. clause 7.3. Of the AMME Charter.

4.4. Partner of the AMME has the right to increase the amount of the annual partnership contribution in excess of the amount established by order of the Executive Body of the AMME and officially inform in written form the Executive Body of the AMME.

4.5. If a partner of AMME has a difficult financial situation resulting from a forced temporary downtime (suspension) of production, undergoing the procedure of merger, accession, division, rehabilitation of a legal entity, in each of the above cases, the Executive Body of AMME may decide to grant a deferment or installment plan payment of the annual (periodic) partnership fee for a period of no more than 1 (one) year. This decision can be made on the basis of an official letter from the partner to the AMME with a detailed description of the situation and the mandatory attachment of supporting documents.

4.6. If, after the expiration of the granted period of deferment or installment plan, the situation with the AMME partner has not normalized, the Executive Body of the AMME has the right to unilaterally terminate the previously concluded partnership agreement with it, with subsequent exclusion from the list of partners of the AMME.

**5.** **Procedure for paying the affiliate fee**

5.1. Payment of the partnership contribution is carried out within 10 (ten) banking days from the date of sending the invoice issued by the AMME and sent to the email address of the AMME partner, or on paper.

5.2. The invoice for payment and the payment order shall contain the following information:

* purpose (type) of contribution;
* document-basis (Regulations on partnership and partner status);
* period (calendar year, quarter, month), if applicable*.*

5.3. The AMME partner pays the fee by transferring funds to the AMME’s bank account for residents in the national currency - tenge, for non-residents - in US dollars. All costs associated with making the payment are borne by the Partner.

5.4. The obligation of the AMME partner to pay the contribution is considered fulfilled on the day the funds are credited to the AMME’s bank account.

5.5. The executive body of the AMME organizes control over the timely payment by the AMME partner of its contribution obligations.

5.6. If, after the expiration of the deadline for payment of the contribution, funds in the amount due to the AMME are not received to the AMME’s bank account, the AMME Executive Body has the right to notify the AMME partner of the late payment.

5.7. In case of non-payment of the fee within 1 (one) calendar year, in accordance with paragraph 9 of clause 7.3. of the AMME Charter, the Executive Body of the AMME has the right to independently exclude this person from the list of partners of the AMME.

5.8. Contributions previously paid by the Partner to the AMME are not returned and claims for the refund of contribution from the AMME are not accepted.

**6. Accounting and spending of contributions**

6.1. In order to account for and targeted spending of contributions, the accounting department of the AMME leads a statement (register) of contributions made by the partners of the AMME and relevant documents that are stored in the AMME for a period of time, certain legislation.

6.2. Spending of contributions of a partner of the AMME is carried out in accordance with the AMME Charter and these Regulations.

**7. Final provisions**

7.1. In case of a conflict between these Regulations and the Charter of the AMME, the issue of contradiction is resolved in favor of the Foundation documents of the AMME.

7.2. This Regulation is made available for review upon request of any partner of AMME.

7.3. Any changes and additions to these Regulations are valid only if approved by the General Meeting of the AMME members.

7.4. If for any reason one or more clauses of this Regulation are held invalid, the other parts of this Regulation will nonetheless remain in effect.

7.5. This Regulation is drawn up in the state and Russian languages ​​in 1 (one) copy, which has equal legal force.

7.6. These Regulations come into force from the moment of its approval by the General Meeting of the AMME members.

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*Appendix № 1*

*to the Regulations on partnership and partner status*

*the Association of legal entities*

*"Republican Association of Mining*

*and Metallurgical Enterprises"*

**On company letterhead!**

*Ref. No.\_\_\_\_\_\_\_\_\_*

*dated \_\_\_ \_\_\_\_\_\_\_\_ 202\_\_.*

**Executive Director**

**the Association of legal entities**

**«Republican Association of Mining and**

**Metallurgical Enterprises»**

**Radostovets N.V.**

**Dear Nikolai Vladimirovich!**

LLP/JSC «\_\_\_\_\_\_\_\_\_\_\_\_\_» requests you to accept as a Partner of the Association of legal entities «Republican Association of Mining and Metallurgical Enterprises».

The company has the opportunity and desires to expand the scope of its activities by establishing cooperation with member enterprises of the AMME regarding the supply of goods, works, and services *(must be specified).*

*Attached:*

*1. Standard Application form;*

*2. A copy of the Charter and (or) the Founding Agreement of a legal entity;*

*3. Certificate of state registration, re-registration of a legal entity;*

*4. Certificate of VAT registration;*

*5. Document confirming payment of the partnership fee.*

**Director of LLC/JSC «\_\_\_\_\_\_\_\_\_\_\_\_» FULL NAME**

**stamp**

*Appendix No. 2*

*to the Regulations on partnership and partner status*

*the Association of legal entities*

*«Republican Association of Mining and*

*Metallurgical Enterprises»*

**Application form**

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| --- | --- | --- |
|  | **Business name** |  |
|  | **Country of residence** |  |
|  | **Legal address** |  |
|  | **Actual address** |  |
|  | **Contact number** |  |
|  | **Email** |  |
|  | **Website** |  |
|  | **Last name, first name, patronymic and position of the head of the legal entity** |  |
|  | **Last name, first name, patronymic and position of the contact person** |  |
|  | **Year of foundation of the legal entity** |  |
|  | **Total number of employees** |  |
|  | **Industry** |  |
|  | **Name (list) of products, goods, work and services produced by the entity** |  |
|  | **Bank details of a legal entity** |  |
|  | **VAT registration certificate** |  |

|  |  |
| --- | --- |
| **«\_\_\_\_» \_\_\_\_\_\_\_\_\_ 202\_\_** | **Director of LLC/JSC «\_\_\_\_\_\_\_\_»**  **FULL NAME. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**  **stamp** |