

**"APPROVED"**  
By the decision of the Supervisory  
Board of JSCMB "Ipoteka-bank"

**Chairman  
of the Supervisory Board  
A. Picker**

\_\_\_\_\_  
(signature, mp)

**June 15, 2021, №29**

**"REGISTERED"**  
Ministry of Finance  
Republic of Uzbekistan

**Deputy Minister  
O. Isakov**

\_\_\_\_\_  
(signature, mp)

**July 12, 2021,  
№ P0775-20**

**DECISION  
ABOUT THE ADDITIONAL ISSUANCE OF SHARE  
OF JOINT STOCK COMMERCIAL MORTGAGE BANK  
«I POTEKA-BANK»**

Identification number assigned:

Ordinary	R	U	1	2	0	P	0	7	7	5	R	1
----------	---	---	---	---	---	---	---	---	---	---	---	---

- Type of securities - registered shares;  
Type of securities - ordinary shares;  
Release form - uncertificated;  
nominal value - 1 sum;  
Number of securities - 122'364'762'032 ordinary shares;  
Method of placement of securities - closed subscription.

This issue of shares is the TWENTIETH issue.

**APPROVED BY THE SUPERVISORY BOARD OF JSCMB IPOTEKA-BANK  
DATED 06/15/2021 (MINUTES No. 29) ON THE BASIS OF THE DECISION OF THE  
SUPERVISORY BOARD OF JSCMB "IPOTEKA-BANK"  
FROM 06/15/2021 (MINUES № 29).**

Issuer's location:  
Republic of Uzbekistan, 100000, Tashkent city,  
Mirzo-Ulugbek district, Shakhrisabz street, 30

E-mail: info@ipotekabank.uz

Contact phone numbers: (+99878) 150 11 22, (+99878) 150 89 69

Chairman of the Management Board \_\_\_\_\_ Inomjonov E.I.

Chief Accountant \_\_\_\_\_ Normetov E.Z.

date " \_\_\_\_ " \_\_\_\_\_ 2021

- 
1. Type of registered shares of this issue (common or preferred): registered ordinary shares.
  2. Form of this issue of shares: non-documentary form.
  3. Nominal value of shares of this issue (sum): 1 sum.
  4. Number of shares of this issue (pieces): 122'364'762'032 pieces.
  5. The total volume of this issue (sum): 122'364'762'032 sum.
  6. Rights of holders of shares of this issue:

**Shareholders of ordinary shares of JSCMB "Ipoteka-bank" (hereinafter referred to as the "Bank") have the following rights to:**

- (a) their inclusion in the register of shareholders of the Bank;
- (b) receipt of an extract from a custody account issued by an investment intermediary or the Central Securities Depository;
- (c) receiving part of the Bank's profit in the form of dividends;
- (d) receiving part of the property in case of liquidation of the Bank in accordance with their share;
- (e) participation in the management of the Bank by voting at general meetings of shareholders;
- (f) obtaining, in accordance with the established procedure, complete and reliable information on the results of the financial and economic activities of the Bank;
- (g) free disposal of the received dividend;
- (h) protection of their rights in the authorized state body for the regulation of the securities market, as well as in court;
- (i) the requirement to compensate for the losses caused to them in the prescribed manner;
- (j) association in associations and other non-governmental non-profit organizations in order to represent and protect their interests;
- (k) insurance of risks associated with possible losses, including lost profits when acquiring securities.

**Shareholders who own ordinary shares of the Bank also have other rights provided for by the legislation of the Republic of Uzbekistan and the Charter of the Bank.**

7. Any restrictions on the acquisition of shares of this issue in the charter of the company and / or in the decision to issue:

**According to the Bank's charter, there are the following restrictions on potential purchasers of shares to be placed:**

- non-residents of the Republic of Uzbekistan, as well as legal entities, more than fifty percent of whose shares (deposits of participants) are owned, used and (or) disposal of non-residents Republic Uzbekistan-are required to obtain prior permission from the Central Bank of the Republic of Uzbekistan to purchase shares.

Residents of the Republic of Uzbekistan who are managers of funds (attorneys) of the acquirer of shares are also required to obtain prior permission from the Central Bank of the Republic of Uzbekistan for the acquirer.

- legal or natural persons or a group of legal and natural persons connected by an agreement or controlling each other's property for acquisition as a result of one or more transactions - more than five percent of the Bank's shares must notify, - more than twenty percent of the Bank's shares must obtain prior consent from the Central Bank of the Republic Uzbekistan.

**In accordance with the current legislation, the following persons cannot be shareholders of the Bank:**

- non-resident legal entities registered in offshore zones;
- foreign citizens living in offshore zones;
- public authorities, local authorities, public associations and religious organizations, public funds, international non-governmental non-profit organizations, extra-budgetary funds, unless otherwise provided by law.

8. The size of the authorized capital of the company (sum):

**The authorized capital of the Bank is UZS 2,869,839,259,906.**

9. Number of previously placed shares (disaggregated by type):

**The number of placed shares of the Bank is 2,869,839,259,906, of which:**

- ordinary shares - 2,861,787,259,906 shares;

- 
- preferred shares - 8,052,000,000 shares.
10. The number of previously placed corporate bonds (indicated with a breakdown by types and types):

**Corporate bonds of the first issue (№ P0845 dated March 19, 2010):**

- Type of securities - registered bonds;
- Type of securities - interest-bearing, corporate bonds;
- nominal value - 10,000,000sum;
- Number of securities - 500 pieces.

This issue was canceled on the basis of the decision of the Center for Coordination and Development of the Securities Market (№ 15-07/079 dated 05/15/2015 in connection with the redemption of bonds.

**Corporate bonds of the second issue ((№ P0845-2 dated 06/12/2012):**

- Type of securities - registered bonds;
- Type of securities - interest-bearing, corporate bonds;
- nominal value - 10,000,000 sum;
- Number of securities - 500 pieces.

This issue was canceled based on the decision of the Center for Coordination and Development of the Securities Market (№ 15-07/005 dated 01/25/2018 in connection with the redemption of bonds.

11. Conditions and procedure for placement of shares of this issue.

- 11.1. Method of placement of shares of this issue (open or closed subscription):

**Shares of this issue will be placed by closed subscription with the provision of shareholders with a pre-emptive right to purchase shares in proportion to the number of common shares of this issue they own.**

**Upon the expiration of the pre-emptive right, the shares of this issue will be placed with the Ministry of Finance of the Republic of Uzbekistan in accordance with the Decree of the President of the Republic of Uzbekistan dated 22/11/2016 (№ PP-2660.**

**In accordance with paragraph eleven of Article 91 of the Law of the Republic of Uzbekistan "On Joint Stock Companies and Protection of Shareholders' Rights", on September 30, 2020, at the regular general meeting of the Bank's shareholders, a decision was made to approve the conclusion of transactions for the placement of the Bank's shares with the Bank's affiliates, including the state as a shareholder.**

- 11.2. Term of placement of shares of this issue:

**The period of placement of shares of this issue is 60 (sixty) days from the date of state registration of this issue.**

**The start date of placement of shares of this issue is the day following the expiration date of the pre-emptive right, but not earlier than two weeks after the disclosure of information on state registration of this issue. If the placement start date falls on a weekend or holiday, then the placement start date is moved to the first business day following such days.**

**The end date of placement of shares of this issue is the date on which the Bank sells the last unplaced share, but in any case not later than 60 (sixty) days from the date of state registration of this issue.**

**The Bank will publish information on the state registration of the issue of shares and notices on the duration of the pre-emptive right on the Bank's corporate website and/or other media in the manner and within the time limits established by law.**

- 11.3. The procedure for placing shares of this issue:

**Shares of this issue are placed with the provision of shareholders with a pre-emptive right to acquire shares in proportion to the number of common shares of this issue they own.**

**The Bank, within ten days from the date of state registration of the share issue, will publish on the Bank's corporate website and/or in other mass media a notice that shareholders, owners of ordinary shares, have a pre-emptive right to acquire the placed shares.**

**The period of validity of the pre-emptive right to acquire the placed shares of this issue is 10 (ten) days from the date of publication of the notification.**

---

The pre-emptive right to purchase shares of the additional issue is held by the shareholders – owners of the bank's common shares, recorded in the register of shareholders formed as of the date of the decision on the additional issue of shares.

Upon the expiration of the pre-emptive right, the shares of this issue will be placed with the Ministry of Finance of the Republic of Uzbekistan.

The placement of shares of this issue will be carried out on the unorganized over-the-counter securities market by concluding civil law transactions (contracts) for the purchase and sale (realization) of securities.

Civil law transactions (contracts) of purchase and sale (realization) of securities are subject to registration in the manner prescribed by law.

The shares of this issue will be placed by the Bank without involvement of an underwriter.

- 11.4. Full corporate name, including legal form, location, postal address, phone number of the Central Securities Depository and the investment intermediary that records the rights to securities:

**Information about the central registrar:**

Full corporate name - "Central Depository of Securities papers."

Organizational and legal form - State enterprise.

Postal address: 100170, Republic of Uzbekistan, Tashkent, Mirzo-Ulugbek district, Mustakillik ave., 107.

Phone: 267-37-42, WEB: [www.deponet.uz](http://www.deponet.uz) , e-mail: [info@deponet.uz](mailto:info@deponet.uz).

**Information of investment intermediaries accounting for rights to shares:**

The full corporate name is "Birinchi Banklararo Depozitariy".

The organizational and legal form is a limited liability company.

Postal address: 100047, Republic of Uzbekistan, Tashkent, Yashnabad district, st. Istikbol, 15.

Phone: 233-06-52, 233-29-07, WEB: [www.bbd.uz](http://www.bbd.uz), e-mail: [bbd\\_1@mail.ru](mailto:bbd_1@mail.ru).

Owners of shares of this issue have the right to entrust the storage and accounting of rights to shares of this issue at their discretion to any other investment intermediary or the Central Securities Depository.

- 11.5. The procedure for exercising the pre-emptive right to acquire placed shares of this issue:

Shares of this issue are placed with the provision of shareholders with a pre-emptive right to acquire shares in proportion to the number of common shares of this issue they own. (Proportional number is determined by multiplying the share of ordinary shares of a shareholder by the total number of shares of a given issue). The Bank, within ten days from the date of state registration of the issue of shares, will publish on the corporate website of the Bank and/or in other mass media a notice that shareholders, owners of ordinary shares, have a pre-emptive right to acquire the placed shares. The period of validity of the pre-emptive right to acquire the placed shares of this issue is 10 (ten) days from the date of publication of the notification. When exercising the pre-emptive right, the shares will be placed on the unorganized over-the-counter securities market by concluding an appropriate share purchase and sale agreement in the manner prescribed by law. The pre-emptive right to purchase shares of the additional issue is held by the shareholders - owners of ordinary shares of the bank, recorded in the register of shareholders, formed on the date of the decision on the additional issue of shares (June 15, 2021).

- 11.6. Price (prices) or the procedure for determining the placement price of shares of this issue:

**Placement of shares of this issue is carried out at market value, but not lower than the nominal value.**

- 11.7. Conditions and procedure for payment of shares:

**The shares are paid for in cash.**

Payment for shares in the exercise of the pre-emptive right will be carried out for legal entities in a non-cash form, and for individuals in cash and non-cash forms.

Payment for shares by the Ministry of Finance of the Republic of Uzbekistan will be made in accordance with the terms of the agreement concluded between it and JSCMB "Ipoteka-bank", as well as the requirements of the current legislation of the Republic of Uzbekistan.

Payment for the shares of this issue in non-monetary assets is not provided.

---

To pay for shares, individuals and legal entities can apply to the Mekhnat branch of the Joint Stock Commercial Mortgage Bank "Ipoteka-bank" (Mekhnat branch of JSCMB "Ipoteka-bank"):

Address: 100 000, Tashkent, Istiklol street, 9

Requisites: MFO 00423, settlement account 29830 "deposits on subscription for shares" opened to each shareholder separately. To open this account (in the absence of an account), it is necessary to conclude an agreement with the bank on subscription for shares.

- 11.8. The procedure for the return of funds received by the issuer as payment for shares in the event that this issue of shares is recognized as failed:

**If less than 60% of the shares of this issue are placed, the issue will be considered failed.**

**If this issue of shares is declared invalid, the Bank will publish official information about this fact in accordance with the procedure established by law.**

**The Bank will return the funds received by the Bank as payment for the shares of this issue within ten days from the date of recognition of this issue of shares as invalid, in accordance with the procedure established by law.**

**Expenses associated with the recognition of the issue of emissive securities as invalid and the return of funds to their owners are charged to the Bank's account.**

12. The procedure for disclosure by the issuer of information on the issue (additional issue) of securities in accordance with the legislation of the Republic of Uzbekistan:

**After the state registration of this issue, the Bank, in accordance with the legislation of the Republic of Uzbekistan, will disclose information on the issue of securities:**

- on the Unified portal of corporate information - [www.openinfo.uz](http://www.openinfo.uz);
- on the website of JSC "RFB "Tashkent"" - [www.uzse.uz](http://www.uzse.uz);
- on the Bank's website - [www.ipotekabank.uz](http://www.ipotekabank.uz).

**Any interested person can get acquainted with the original decision on the additional issue of shares and / or its copy (including an electronic copy) at the following addresses:**

- Republic of Uzbekistan, Tashkent, Mirzo-Ulugbek district, st. Shakhrisabz, 30;
- on the Bank's website: [www.ipotekabank.uz](http://www.ipotekabank.uz);
- on the website of JSC "RFB "Tashkent"": [www.uzse.uz](http://www.uzse.uz).

thirteen. Other information.

13.1. **Basic information about the Bank**

Full and abbreviated name of the bank:

In the state language: «Ипотека-банк» акциядорлик тижорат ипотека банки, «Ипотека-банк» АТИБ.

On the Latin chart: «Ipoteka-bank» aksiyadorlik tijorat ipoteka banki, «Ipoteka-bank» ATIB.

In Russian: Акционерный коммерческий ипотечный банк «Ипотека-банк», АКИБ «Ипотека-банк».

In English: Joint-stock commercial mortgage bank «Ipoteka-bank», JSCMB «Ipoteka-bank».

Date and registration number of the bank (banking license number): Joint-Stock Commercial Mortgage Bank "Ipoteka-Bank" was registered on April 30, 2005 by the Central Bank of the Republic of Uzbekistan under number 74. License for the right to carry out banking operations No. 74 dated October 21, 2017 .

Location and postal address: 100000, Republic of Uzbekistan, Tashkent, Mirzo-Ulugbek district, st. Shakhrisabz, 30.

Name of the tax authority and TIN of the bank: State Tax Inspectorate of the Mirzo-Ulugbek district of Tashkent, TIN 202858483.

Codes assigned by the state statistics authority: Department of Statistics, Tashkent, No. 38550 dated 13/07/2005.

OKPO - 17068947, OKED - 64190, KFS - 144, KOPF - 1150, SOATO - 1726269.

Main activities and types of products (services): Banking activities:

- **accepting deposits from legal entities and individuals and using the funds received for lending or investing at your own peril and risk;**
- **making payments.**

- 
- 13.2. In case of questions and/or the need to obtain clarifications related to this issue of shares, shareholders, investors and other interested parties can contact JSCMB "Ipoteka-bank" by phone:  
*+(99878) 150 11 22; +(99878) 150 89 69.*

Written applications should be sent to the following address:  
*100000, Republic of Uzbekistan, Tashkent,  
Mirzo-Ulugbek district, st. Shakhrisabz, 30.*

- 13.3. Shareholders and investors of the Bank, as well as interested parties, can familiarize themselves with the material facts of the bank, the financial statements of the bank and other information that is mandatory for disclosure in accordance with the legislation of the Republic of Uzbekistan, on the corporate website of the Bank in the section "Shareholders and Investors"
- 13.4. The Bank shall not bear responsibility and obligations for relations arising in connection with the circulation of shares of this issue on the secondary market, with the exception of such liability and obligations arising from this decision on the issue of shares.
- 13.5. Everything else not specified in this decision on the additional issue of shares is regulated by the current civil law legislative acts of the Republic of Uzbekistan.