

**"Ipoteka-Bank" ATIB**  
**Aksiyadorlarning umumiy yig'ilishining**  
**18 Mart 2026-yildagi 1-sonli bayoni bilan**  
**"TASDIQLANGAN"**

**"APPROVED"**  
**minutes of the meeting of**  
**General Shareholders meeting of JSCMB**  
**"Ipoteka-Bank"**  
**No. 1 dated March 18, 2026**

**"Ipoteka-Bank" ATIB**  
**Kuzatuv kengashining**  
**10 Dekabr 2025-yildagi 17-sonli bayoni**  
**bilan "MA'QULLANGAN"**

**"PRE-APPROVED"**  
**minutes of the meeting of**  
**Supervisory Board of JSCMB "Ipoteka-Bank"**  
**No. 17 dated December 10, 2025**

**"Ipoteka-Bank" ATIB**  
**Boshqaruvi yig'ilishining**  
**9 Dekabr 2025-yildagi 291-sonli bayoni bilan**  
**"MA'QULLANGAN"**

**"AGREED"**  
**minutes of the meeting of**  
**Management Board of JSCMB "Ipoteka-Bank"**  
**No. 291 dated December 9, 2025**

**"IPOTEKA-BANK" AKSIYADORLIK TIJORAT IPOTEKA BANKI OTP**  
**GURUHI AKSIYADORLARNING UMUMIY YIG'ILISHI TO'G'RISIDAGI**  
**NIZOM**

**T E R M S O F R E F E R E N C E**

**FOR THE GENERAL SHAREHOLDERS MEETING**  
**OF JOINT STOCK COMMERCIAL MORTGAGE BANK**  
**"IPOTEKA-BANK" OTP GROUP**

<b>"Ipoteka-Bank" ATIB / JSCMB "Ipoteka-Bank"</b>			
<b>Hujjat nomi:</b>	"Ipoteka-Bank" Aksiyadorlik tijorat Ipoteka banki OTP Guruhi Aksiyadorlarning umumiy yig'ilishi to'g'risidagi Nizom		
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<b>ID:</b> __ __ __ __	<b>Tahrir / Version:</b> 1	<b>Kuchga kirish sanasi:</b> ____.12.2025 <b>Effective date:</b> ____.12.2025	<b>Bet / Page:</b> 1

**HUJJATNI QAYTA KO'RIB CHIQISH XRONOLOGIYASI**  
**DOCUMENT REVISION CHRONOLOGY**

	<b>Boshqaruv organi / Governing body</b>	<b>Sana / Date</b>
Tasdiqlangan: Approved by:	"Ipoteka-bank" ATIB ATIB aksiyadorlar umumiy yig'ilishining  General Shareholders meeting of JSCMB "Ipoteka-bank"	No. __ __ / __ /2025
Ma'qullangan: Pre-approved by:	"Ipoteka-bank" ATIB Kuzatuv kengashi Supervisory Board of JSCMB "Ipoteka-bank"	No. __ __ / __ /2025
Ma'qullangan: Agreed by:	"Ipoteka-bank" ATIB Boshqaruvi Management Board of JSCMB "Ipoteka-bank"	No. __ __ / __ /2025
<b>Ishlab chiqilgan / Developed by:</b>		<b>Imzo / Signature</b>
Korporativ Sekretariat / Corporate Secretariat	__ / __ /2025	
<b>Ko'rib chiqilgan: Acknowledged by:</b>	__ / __ /2025	
Yuridik direksiya / Legal Directorate	__ / __ /2025	
Komplayens direksiya/Compliance Directorate	__ / __ /2025	

<b>"Ipoteka-Bank" ATIB / JSCMB "Ipoteka-Bank"</b>			
<b>Hujjat nomi:</b>	"Ipoteka-Bank" Aksiyadorlik tijorat Ipoteka banki OTP Guruhi Aksiyadorlarning umumiy yig'ilishi to'g'risidagi Nizom		
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<b>I. UMUMIY QOIDALAR</b>	<b>I. GENERAL PROVISIONS</b>
<p>1.1. Mazkur Nizom O'zbekiston Respublikasining "Aksiyadorlik jamiyatlari va aksiyadorlarning huquqlarini himoya qilish to'g'risida"gi, "Banklar va bank faoliyati to'g'risida"gi va "Qimmatli qog'ozlar bozori to'g'risida"gi qonunlariga, shuningdek, Korporativ boshqaruv siyosatiga va "Ipoteka-bank" ATIB OTP Guruhi (bundan buyon matnda "Bank" deb yuritiladi) Ustaviga muvofiqlashtirilgan.</p> <p>1.2. Ushbu Nizom "Ipoteka-bank" ATIB (keyingi o'rinlarda - AUY) aksiyadorlari umumiy yig'ilishining vakolatlarini belgilaydi, AUYni chaqirish tartibini tartibga soladi va Bank aksiyadorlarining huquqlarini belgilaydi.</p> <p>1.3. OTP Bank Plc. ("OTP") va O'zbekiston Respublikasi Iqtisodiyot va moliya vazirligi ("Davlat aksiyadori") Bank ustav kapitalining besh foizdan ortig'iga ega bo'lgan Bankning yirik aksiyadorlari hisoblanadi.</p> <p>1.4. OTP Guruhi a'zosi sifatida Ipoteka Bank o'zining strategik maqsadlari, risklarni boshqarish asoslari, korporativ qadriyatlar va korporativ boshqaruv tamoyillarini bosh bankning maqsadlariga moslashtiradi.</p> <p>1.5. AUY Bankning oliy boshqaruv organi hisoblanadi.</p> <p>1.6. Bank aksiyadorlarning yillik umumiy yig'ilishini moliya yili tugaganidan keyin olti oydan kechiktirmay o'tkazishi lozim. Har yillik AUY yig'ilishida Bank Kuzatuv kengashi a'zolarini saylash, ularning vakolat muddatini uzaytirish yoki tugatish, Boshqaruv raisi va/yoki a'zolari bilan tuzilgan mehnat shartnomasini uzaytirish yoki tugatish to'g'risida qarorlar qabul qilinadi va Bankning yillik hisoboti, Boshqaruv va Kuzatuv kengashining Bankni rivojlantirish strategiyasiga erishish bo'yicha ko'rilgan chora-tadbirlar to'g'risidagi hisobotlari va AUY vakolatiga</p>	<p>1.1. These Terms of Reference (TOR) are aligned with the Laws of the Republic of Uzbekistan "On Joint Stock Companies and Protection of Shareholders' Rights", "On Banks and Banking" and "On Securities Market", as well as the Corporate Governance Policy and the Charter of JSCMB "Ipoteka Bank" OTP Group (hereinafter referred to as the "Bank").</p> <p>1.2. These TOR determine the powers of the General Shareholders Meeting of JSCMB "Ipoteka Bank" (hereinafter referred to as the "GSM"), regulate the procedure for convening GSM and define the rights of the Bank's shareholders.</p> <p>1.3. OTP Bank Plc. ("OTP") and the Ministry of Economy and Finance of the Republic of Uzbekistan (the "State Shareholder") are the major shareholders of the Bank having over five percent of the Bank's share capital.</p> <p>1.4. Being a member of OTP Group, Ipoteka Bank aligns its strategic objectives, risk governance framework, corporate values and corporate governance principles with that of the parent bank.</p> <p>1.5. The GSM is a supreme governing body of the Bank.</p> <p>1.6. The Bank should hold an annual General Shareholders Meeting not later than six months after the end of a financial year. At the annual GSM decisions are made on the election of members of the Supervisory Board of the Bank, extending or terminating the term of their mandate, extending or terminating an employment agreement with the Chairman and/or members of the Management Board and an annual report of the Bank, reports of the Management Board and Supervisory Board on the measures taken to achieve the development strategy of the Bank and any other matters withing the authority of the GSM.</p> <p>1.7. General Shareholders Meetings held in</p>

<b>"Ipoteka-Bank" ATIB / JSCMB "Ipoteka-Bank"</b>			
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<p>kiradigan boshqa masalalar ko'rib chiqiladi.</p> <p>1.7. Aksiyadorlarning umumiy yig'ilishi yillik yig'ilishdan tashqari o'tkaziladigan yig'ilishlar navbatdan tashqari hisoblanadi.</p> <p>1.8. Agar ro'yxatga olishni yopish paytida ro'yxatga olingan aksiyadorlar (yoki ularning vakillari) Bankning joylashtirilgan ovoz beruvchi aksiyalarining jami ellik foizdan ortiq ovozigaga ega bo'lsa, AUY kvorumga ega bo'ladi.</p>	<p>addition to the annual meeting are extraordinary.</p> <p>1.8. The GSM has a quorum if at the moment of closing the registration the registered shareholders (or their representatives) hold total of more than fifty percent of the votes of the Bank's outstanding voting shares.</p>
<p><b>II. AKSIYADORLAR UMUMIY YIG'ILISHINING VAKOLATLARI</b></p>	<p><b>II. POWERS OF GENERAL SHAREHOLDERS MEETING</b></p>
<p>1. Aksiyadorlarning umumiy yig'ilishi quyidagi vakolatlarga ega:</p> <p>a/ Bank Ustaviga kiritilgan har qanday o'zgartirish va qo'shimchalarni tasdiqlash yoki uning yangi tahririni qabul qilish;</p> <p>b/ Bankning huquqiy qayta tashkil etilishini tasdiqlaydi;</p> <p>c/ Bankni tugatish, tugatuvchini (tugatish komissiyasini) tayinlash, oraliq va yakuniy tugatish balanslarini tasdiqlash;</p> <p>d/ Bank Kuzatuv kengashi a'zolari sonini belgilash, uning a'zolarini saylash va ularning vakolatlarini muddatidan oldin tugatish;</p> <p>e/ Bankning e'lon qilingan aksiyalarining maksimal miqdorini belgilash;</p> <p>f/ Bankning ustav kapitalini oshirish;</p> <p>g/ Bankning ustav kapitalini kamaytirish;</p> <p>h/ Bankning o'z aksiyalarini (xususiy aksiyalarini) sotib olishni tasdiqlash;</p> <p>i/ Bankning tashkiliy tuzilmasini tasdiqlash, Bank Boshqaruvini shakllantirish, Boshqaruv Raisi va</p>	<p>1. The General Shareholders Meeting shall have the authority to:</p> <p>a/ endorse any amendments and additions to the Charter of the Bank or adopt its new version;</p> <p>b/ approve legal re-reorganization of the Bank;</p> <p>c/ approve liquidation of the Bank, appointment of a liquidator (liquidation commission), and approval of the interim and final liquidation balance sheets;</p> <p>d/ determine the number of members of the Supervisory Board of the Bank, elect its members and early terminate their powers;</p> <p>e/ determine the maximum size of a Bank's authorized shares;</p> <p>f/ increase the authorized capital of the Bank;</p> <p>g/ decrease the authorized capital of the Bank;</p> <p>h/ approve acquisition of Bank's own shares (treasury stock);</p> <p>i/ approve the organizational structure of the Bank, form the Bank's Management Board, elect (appoint) the Chairman and members of the Management Board, and early terminate their mandate;</p> <p>j/ approve a Bank's annual report, annual business plan and medium- and long-term development strategy, including specific timeframe depending on the nature of the Bank's core business, goals and objectives;</p>

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<p>a'zolarini saylash (tayinlash) va ularning vakolatlarini muddatidan oldin tugatish;</p> <p>j/ Bankning yillik hisobotini, yillik biznes-rejasini va o'rta va uzoq muddatli rivojlanish strategiyasini, shu jumladan Bankning asosiy faoliyati, maqsadlari va vazifalari xususiyatiga qarab aniq muddatlarni tasdiqlash;</p> <p>k/ Bankning foyda va zararlarini taqsimlashni tasdiqlash;</p> <p>l/ Bank Kuzatuv kengashining hisobotlarini va uning vakolatiga kiradigan tegishli masalalar, shu jumladan Bankning qonunchilik talablariga rioya qilishi bo'yicha Bank tashqi auditorining fikrini tinglash;</p> <p>m/ aksiyadorlarning imtiyozli huquqidan voz kechishni tasdiqlash;</p> <p>n/ taklif narxini aniqlash (uyushgan savdolar uchun aksiyalar listingi);</p> <p>o/ Aksiyadorlar umumiy yig'ilishi, Kuzatuv kengashi va Boshqaruvining vakolatlarini qabul qilish;</p> <p>p/aksiyalarning bo'linishi va konsolidatsiyalari;</p> <p>q/ Bank Boshqaruviga to'lanishi kerak bo'lgan mukofot va/yoki kompensatsiyaning maksimal miqdorlarini belgilash;</p> <p>r/ bank tomonidan qonun hujjatlarida belgilangan talablarga muvofiq amalga oshiriladigan bog'liq tomonlar va/yoki yirik bitimlarni tasdiqlash;</p> <p>s/ majburiy auditorlik tekshiruvini o'tkazish uchun audit kompaniyasini tanlash, uning audit xizmatlari uchun to'lanadigan eng yuqori haq miqdorini belgilash va ushbu auditorlik kompaniyasi bilan shartnoma tuzishni (bekor qilishni) tasdiqlash;</p> <p>t/ kompaniyaning korporativ obligatsiyalarini qayta</p>	<p>k/ approve distribution of Bank's profits and losses;</p> <p>l/ hear reports of the Supervisory Board and opinion of the Bank's external auditor on relevant matters within its competence, including Bank's compliance with statutory requirements;</p> <p>m/ approve waiving the shareholders' preemptive right;</p> <p>n/ determine an offering price (listing of shares for organized trading);</p> <p>o/ adopt the Terms of Reference for the General Shareholders Meeting, Supervisory Board and Management Board;</p> <p>p/ share splits and consolidations;</p> <p>q/ determine maximum amounts of remuneration and/or compensation to be paid to the Bank's Management Board;</p> <p>r/ approve related party and/or major transactions to be executed by the Bank in compliance with the statutory requirements;</p> <p>s/ select an audit company to conduct a mandatory audit, determine a maximum fee to be paid for its audit services and approve conclusion (termination) of an agreement with this audit company;</p> <p>t/ repurchase of the company's corporate bonds;</p> <p>u/ any other matters in accordance with statutory and regulatory requirements.</p> <p>2.2. Matters under the authority of the GSM cannot be delegated for making decisions to the Supervisory Board or Management Board.</p>
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<p>sotib olish;</p> <p>u/ qonuniy va me'yoriy talablarga muvofiq boshqa har qanday masalalar.</p> <p>2.2. AUY vakolatiga kiruvchi masalalar qaror qabul qilish uchun Kuzatuv kengashi yoki Boshqaruvga berilishi mumkin emas.</p>	
<b>III. AUY QARORLARI</b>	<b>III. GSM RESOLUTIONS</b>
<p>Quyidagi shaxslar AUYda quyidagi moddalar bo'yicha ovoz berish huquqiga ega:</p> <p>a/ Bankning oddiy aksiyalariga egalik qiluvchi aksiyadorlar;</p> <p>b/ ushbu Qonunda nazarda tutilgan hollarda Bankning imtiyozli aksiyalariga ega bo'lgan aksiyadorlar.</p> <p>3.2. AUYda ovoz berish "Bankning bitta ovoz beruvchi ulushi bitta ovozga teng" tamoyiliga muvofiq amalga oshiriladi, Kuzatuv kengashi a'zolarini saylash bo'yicha kumulyativ ovoz berish bundan mustasno.</p> <p>3.3. Moddalar bo'yicha AUY qarori, agar qonun hujjatlarida boshqacha qoida nazarda tutilmagan bo'lsa, Bankning ovoz beruvchi aksiyalariga egalik qiluvchi va yig'ilishda ishtirok etayotgan aksiyadorlarning oddiy ko'pchilik ovozi bilan qabul qilinadi.</p> <p>3.4. Bankning oddiy va imtiyozli aksiyalariga egalik qiluvchi aksiyadorlar ovoz berish huquqiga ega bo'lsa-da, AUYda biror masala bo'yicha berilgan ovozlar barcha ovoz beruvchi aksiyalar bo'yicha birgalikda hisoblanadi.</p> <p>3.5. Quyidagi masalalar bo'yicha qarorlar AUYda ishtirok etuvchi ovoz beruvchi aksiyalar egalari bo'lgan aksiyadorlarning to'rtidan uch qismidan iborat ko'pchilik ovozi bilan (malakali ko'pchilik ovoz bilan) qabul qilinadi:</p> <p>a/ Bank Ustaviga kiritilgan har qanday o'zgartirish va qo'shimchalarni tasdiqlash yoki uning yangi tahririni qabul qilish;</p> <p>b/ Bankning huquqiy qayta tashkil etilishini tasdiqlaydi;</p>	<p>The following persons have the right to vote at the GSM for items:</p> <p>a/ shareholders who own common shares of the Bank;</p> <p>b/ shareholders who own preferred shares of the Bank, in cases stipulated by this Law.</p> <p>3.2. Voting at the GSM is carried out in accordance with the principle of "one voting share of the Bank is one vote", except for cases of cumulative voting for the election of members of the Supervisory Board.</p> <p>3.3. A decision of the GSM on items is adopted by a simple majority of votes of shareholders who own voting shares of the Bank and who are present at the meeting, unless otherwise provided by the law.</p> <p>3.4. Votes at the GSM for a matter, whereas the shareholders who own common and preferred shares of the Bank have the right to vote, are counted for all voting shares jointly.</p> <p>3.5. Decisions on the following items are made by a three-quarters majority of votes of the shareholders - owners of the voting shares participating in the GSM (a qualified majority):</p> <p>a/ endorse any amendments and additions to the Charter of the Bank or adopt its new version;</p> <p>b/ approve legal re-reorganization of the Bank;</p> <p>c/ approve liquidation of the Bank, appointment of a liquidator (liquidation commission), and approval of the interim and final liquidation balance sheets;</p>

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<p>c/ Bankni tugatish, tugatuvchini tayinlash (tugatish komissiyasi), oraliq va yakuniy tugatish balanslarini tasdiqlash;</p> <p>d/ Bankning e'lon qilingan aksiyalarining maksimal miqdorini belgilash;</p> <p>e/ Bank Kuzatuv kengashining hisobotlarini va uning vakolatiga kiradigan tegishli masalalar, shu jumladan Bankning qonunchilik talablariga rioya qilishi bo'yicha Bank tashqi auditorining fikrini tinglash;</p> <p>f/ Bank Kuzatuv kengashi yirik bitim bo'yicha yakdil kelishuvga erisha olmagan taqdirda, Kuzatuv kengashi taklif etilgan bitimni AUYga ko'rib chiqish uchun taqdim etish to'g'risida qaror qabul qilishi mumkin.</p> <p>g/ balans qiymati yoki sotib olish qiymati qaror qabul qilingan sanada Bank sof aktivlarining ellik foizidan ortiq bo'lgan mol-mulk bilan bog'liq yirik bitim tuzilgan bo'lsa;</p> <p>h/ Bank Kuzatuv kengashining ikki yoki undan ortiq a'zosi affillangan shaxslar bo'lgan taqdirda, affillangan shaxs operatsiyasi bo'yicha qaror AUY tomonidan qonun hujjatlarida belgilangan tartibda va muddatlarda qabul qilinadi.</p> <p>3.6. AUY kun tartibiga kiritilmagan masalalar bo'yicha qaror qabul qilishi ham, kun tartibiga o'zgartirish kiritishi ham mumkin emas.</p> <p>3.7. AUY tomonidan qabul qilingan qarorlar va ovoz berish natijalari aksiyadorlarga qonun hujjatlarida va Bank ustavida belgilangan tartibda, lekin bunday qarorlar qabul qilingan kundan boshlab o'ttiz kundan kechiktirmay o'z vaqtida yetkazilishi shart.</p> <p>3.8. AUY qarorlarini ijro etish Bank Kuzatuv kengashi va Boshqaruvi zimmasiga yuklatiladi.</p>	<p>d/ determine the maximum size of a Bank's authorized shares;</p> <p>e/ hear reports of the Supervisory Board and opinion of the Bank's external auditor on relevant matters within its competence, including Bank's compliance with statutory requirements;</p> <p>f/ in case whereas the Bank's Supervisory Board fails to reach unanimous consent on a major transaction, the Supervisory Board may decide to submit the proposed transaction to the GSM for consideration.</p> <p>g/ in case whereas a major transaction involving property whose book value or acquisition cost exceeds fifty percent of the Bank's net assets on the decision date;</p> <p>h/ in case whereas two or more members of the Supervisory Board of the Bank are affiliated persons, the decision on an affiliated party transaction shall be taken by the GSM in the manner and within the timeframes as prescribed by law.</p> <p>3.6. The GSM may neither adopt resolutions on items which have not been included in the GSM's agenda, nor may it amend the agenda.</p> <p>3.7. Resolutions adopted by the GSM and voting results shall be duly and timely communicated to the shareholders as prescribed by law and the Charter of the Bank, but no later than thirty days from the date of adoption of such resolutions.</p> <p>3.8. The Supervisory Board and Management Board of the Bank are in charge to execute the GSM resolutions.</p>
<b>IV. AUYga TAYYORLASH</b>	<b>IV. PREPARATION FOR GSM</b>

<b>"Ipoteka-Bank" ATIB / JSCMB "Ipoteka-Bank"</b>			
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<p>4.1. Bank Kuzatuv kengashi GSMni chaqiradi va quyidagilarni tasdiqlaydi:</p> <p>a/ sanasi, vaqti va joyi;</p> <p>b/ kun tartibi;</p> <p>c/ AUYda qatnashish huquqiga ega bo'lgan aksiyadorlar reyestrini shakllantirish sanasi;</p> <p>d/ uning chaqirilishi to'g'risida aksiyadorlarni xabardor qilish tartibi;</p> <p>e/ AUY uchun aksiyadorlarga taqdim etilishi kerak bo'lgan ma'lumotlar ro'yxati;</p> <p>f/ AUYda qatnashish va ovoz berish tartibi;</p> <p>g/ ovoz berish byulletenining shakli va mazmuni, AUY Kuzatuv kengashidan boshqa organ tomonidan chaqiriladigan hollar bundan mustasno.</p> <p>4.2. Kun tartibidagi barcha masalalar qisqa va aniq bo'lishi kerak. "Boshqa," "boshqalar," "boshqa" yoki "boshqa har qanday biznes" kabi narsalar taqiqlanadi.</p> <p>4.3. AUY sanasi uni chaqirish to'g'risida qaror qabul qilingan kundan boshlab o'n kundan kam va o'ttiz kundan ortiq belgilanishi mumkin emas.</p> <p>4.4. AUYni chaqirish to'g'risidagi e'lon yagona korporativ axborot portalida, Bankning rasmiy veb-saytida va ommaviy axborot vositalarida e'lon qilinadi.</p> <p>4.5. Aksiyadorlar, shuningdek, AUY sanasidan yigirma bir kundan kechiktirmay, lekin o'ttiz kundan oldin to'g'ridan-to'g'ri elektron pochta yoki SMS orqali xabardor qilinadi.</p> <p>4.6. AUYning xabarnomasi quyidagilarni o'z ichiga olishi kerak:</p> <p>a/ Bankning nomi, joylashgan joyi (pochta manzili) va elektron pochta manzili;</p> <p>b/ sanasi, vaqti va joyi;</p> <p>c/ Bank aksiyadorlari reyestri tuzilgan sana;</p> <p>d/ kun tartibidagi masalalar;</p> <p>e/ aksiyadorlarning AUYdan oldin ma'lumotlar (materiallar) bilan tanishish tartibi;</p> <p>f/ AUYda qatnashish va ovoz berish tartibi, shu jumladan onlayn variantlar.</p> <p>4.7. Yillik AUY bo'yicha aksiyadorlar uchun axborot (materiallar) quyidagilarni o'z ichiga olishi kerak:</p> <p>a/ Bankning yillik hisoboti;</p> <p>b/ Bankning yillik moliyaviy faoliyati to'g'risida mustaqil auditorlik xulosasi;</p>	<p>4.1. The Supervisory Board of the Bank shall convene the GSM and approve:</p> <p>a/ date, time and venue;</p> <p>b/ agenda;</p> <p>c/ date for forming the register of shareholders who are eligible for attending the GSM;</p> <p>d/ procedure to notify the shareholders of its convocation;</p> <p>e/ list of information to be provided to the shareholders for the GSM;</p> <p>f/ GSM procedure for attending and voting;</p> <p>g/ a voting ballot form and content, except for cases whereas the GSM is convened by another body different from the Supervisory Board.</p> <p>4.2. All agenda items shall be concise and specific. Such items as "miscellaneous," "other," "others" or "any other business" are prohibited.</p> <p>4.3. The GSM date cannot be set for less than ten days and more than thirty days from the date of its convocation decision.</p> <p>4.4. An announcement about convocation of the GSM shall be published on the unified corporate information portal, the Bank's official website and in the media.</p> <p>4.5. The shareholders shall be also notified directly by email or SMS not later than twenty-one days but not earlier than thirty days prior to the GSM date.</p> <p>4.6. The notification of the GSM shall include:</p> <p>a/ name, location (mailing address), and email address of the Bank;</p> <p>b/ date, time and venue;</p> <p>c/ date of the Bank's shareholder register;</p> <p>d/ agenda items;</p> <p>e/ procedure for the shareholders to get familiarized with information (materials) prior to the GSM;</p> <p>f/ procedure for attending and voting at the GSM, including online options.</p> <p>4.7. Information (materials) for the shareholders for the annual GSM shall include:</p> <p>a/ a Bank's annual report;</p> <p>b/ an independent auditor's report on the Bank's annual financial performance;</p>
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c/ Bank Kuzatuv kengashining hisoboti va Boshqaruv Raisi bilan tuzilgan mehnat shartnomasini uzaytirish, qayta tiklash yoki bekor qilish to'g'risidagi tavsiya;  
d/ Kuzatuv kengashi a'ziligiga nomzodlar to'g'risidagi ma'lumotlar;  
e/ Bank Ustaviga yoki uning yangi tahririga o'zgartirish va qo'shimchalar kiritish taklifi.

4.8. Aksiyadorlarning AUYda ishtirok etishi uchun har qanday qo'shimcha axborot (materiallar) qimmatli qog'ozlar bozorini tartibga solish bo'yicha vakolatli davlat organi tomonidan talab qilinishi mumkin.

4.9. Bankning ovoz beruvchi aksiyalarining kamida bir foiziga egalik qiluvchi aksiyadorlar (bitta aksiyador) Bankning moliyaviy yili tugaganidan keyin o'ttiz kundan kechiktirmay, agar Bank Ustavida kechroq muddat belgilanmagan bo'lsa, Kuzatuv kengashidan AUY kun tartibiga har qanday masalalarni kiritishni va Bank Kuzatuv kengashi a'zolarining amaldagi sonidan oshmaydigan miqdorda Bank Kuzatuv kengashi a'ziligiga nomzodlar ko'rsatishni so'rashlari mumkin, bundan Bank Kuzatuv kengashining mustaqil a'ziligiga nomzodlar ko'rsatish mustasno.

4.10. Aksiyadorlar (bitta aksiyador) Bank Kuzatuv kengashiga ko'rsatilgan nomzodlar ro'yxatini AUY haqida e'lon chop etilgan kundan boshlab uch ish kuni ichida yangilashlari mumkin.

4.11. AUYning kun tartibidagi masalani kiritish to'g'risidagi so'rov Kuzatuv kengashiga yozma shaklda taqdim etiladi va quyidagilarni o'z ichiga oladi:

a/ kun tartibiga kiritish uchun asos;  
b/ kun tartibidagi masalani kiritgan aksiyadorlarning (bir aksiyadorning) nomi;  
c/ ular egalik qiladigan aksiyalar soni va turi;  
d/ Kuzatuv kengashi a'ziligiga nomzod (lar) taklif qilingan taqdirda, shu jumladan o'z nomzodini ko'rsatish holatida, nomzodning nomi, u egalik qiladigan aksiyalarning soni va turi (agar nomzod Bank aksiyadori bo'lsa), nomzodni ko'rsatgan aksiyadorlarning nomlari (lavozimlari), ular egalik qiladigan aksiyalarning soni va turi ko'rsatiladi.

4.12. Kuzatuv kengashi taqdim etilgan takliflarni ko'rib chiqadi va ularni yuqoridagi 4.3.

c/ a report of the Bank's Supervisory Board and recommendation to extend, renew or terminate an employment agreement with the Chairman of the Management Board;  
d/ information on candidates for the Supervisory Board membership;  
e/ proposed amendments and additions to the Bank's Charter or its new version.

4.8. Any additional information (materials) for the shareholders to participate in the GSM may be required by the authorized state body regulating the securities market.

4.9. Shareholders (one shareholder) holding at least one percent of the Bank's voting shares, no later than thirty days after the end of the Bank's financial year, unless a later date is established by the Bank's Charter, may request the Supervisory Board to include any items in the GSM agenda and nominate candidates for the Bank's Supervisory Board, the number of which shall not exceed the current number of the Supervisory Board members, excluding nomination of candidates for independent members of the Supervisory Board.

4.10. Shareholders (one shareholder) may update the list of nominated candidates for the Bank's Supervisory Board within three business days from the date of published announcement of the GSM.

4.11. A request to add an agenda item of the GSM shall be submitted in writing to the Supervisory Board and include:

a/ justification for being included in the agenda;  
b/ name of the shareholders (one shareholder) who submits an agenda item;  
c/ number and type of shares they hold;  
d/ in case of proposal of candidate(s) for the Supervisory Board, including a case of self-nomination, the submitter shall point the candidate's name, the number and type of shares he/she holds (if the candidate is a shareholder of the Bank), and the names (positions) of the shareholders nominating the candidate, and the number and type of shares they hold.

4.12. The Supervisory Board shall review the submitted proposals and decide whether they should

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va 4.5. bandlarda ko'rsatilgan muddatlardan keyin o'n kun ichida AUY kun tartibiga kiritish yoki kiritmaslik to'g'risida qaror qabul qiladi.

4.13. Kuzatuv kengashining kun tartibidagi masala bo'yicha taklifni yoki Kuzatuv kengashi a'zoriga nomzodni rad etish to'g'risidagi asoslantirilgan qarori u qabul qilingan kundan e'tiboran uch ish kuni ichida taklif kiritgan aksiyadorlarga (aksiyadorga) yetkaziladi.

4.14. Quyidagilar taklifni rad etishning sabablari hisoblanadi:

a/ aksiyador (aksiyadorlar) qonun hujjatlarida belgilangan muddatga rioya qilmasa;  
b/ aksiyadorlar (aksiyador) qonun hujjatlarida talab qilinadigan miqdordagi ovoz beruvchi aksiyalarga ega emas;

c/ qonunchilikda talab qilinadigan ma'lumotlar taqdim etilmagan yoki to'liq emas;  
d/ taklif qonun talablariga javob bermaydi.

c/ yozma so'rov yuborilgan sanada Bank ovoz beruvchi aksiyalarining kamida besh foiziga egalik qiluvchi aksiyador yoki aksiyadorlar guruhi.

4.16. O'zbekiston Respublikasi Markaziy bankining yozma roziligisiz Bank aksiyadorlik kapitalining besh foizi va undan ortig'iga egalik qiluvchi aksiyador yoki aksiyadorlar guruhi navbatdan tashqari AUYni talab qilishi yoki chaqirtirishi, kun tartibidagi masalalarni kiritishi va/yoki Kuzatuv kengashiga nomzodlar ko'rsatishi mumkin emas.

4.17. AUYni chaqirish to'g'risidagi yozma so'rov kun tartibi va AUYni chaqirish sabablarini o'z ichiga olishi kerak.

4.18. Kuzatuv kengashi, agar tashabbuskor Bosh ichki auditor yoki Bankning ovoz beruvchi aksiyalarining kamida besh foiziga egalik qiluvchi aksiyador (aksiyadorlar) bo'lsa, navbatdan tashqari AUY kun tartibining taklif etilayotgan masalalari ta'rifini o'zgartirishga haqli emas.

4.19. Agar navbatdan tashqari AUYni chaqirish to'g'risidagi so'rov aksiyador (aksiyadorlar) dan kelib tushgan bo'lsa, u tashabbuskor (aksiyadorlar) tomonidan imzolandi va yig'ilishni chaqirishni so'rayotgan aksiyador (aksiyadorlar) ning nomini o'z ichiga oladi hamda unda saqlanayotgan aksiyalar soni va turi

be included in the GSM agenda or not within ten days following the deadlines given in Points 4.3. and 4.5. above.

4.13. A justified resolution by the Supervisory Board to reject a proposal on an agenda item or candidate for the Supervisory Board shall be delivered to the shareholders (a shareholder) who submitted the proposal within three business days from the date of its adoption.

4.14. The reasons for rejecting a proposal are:  
a/ shareholder(s) fail to comply with the deadline as prescribed by law;  
b/ shareholders (shareholder) do not hold the number of voting shares required by law;  
c/ data required by law are not provided or incomplete;  
d/ the proposal does not comply with statutory requirements.

4.15. An extraordinary GSM can be initiated by:  
a/ the Supervisory Board;  
b/ a written request of Chief Internal Auditor;  
c/ a shareholder or group of shareholders holding at least five percent of the Bank's voting shares as of the date of the written request.

4.16. A shareholder or group of shareholders owning five percent and over of the share capital of the Bank without a written approval of the Central Bank of Uzbekistan are not allowed to request or convene the extraordinary GSM, include agenda items and/or nominate candidates of the Supervisory Board.

4.17. A written request for convocation of the GSM shall include the agenda and reasons for GSM convocation.

4.18. The Supervisory Board is not entitled to change the wording of proposed agenda items of the extraordinary GSM if the initiator is Chief Internal Auditor or a shareholder(s) holding at least five percent of the Bank's voting shares.

4.19. If the request to convene an extraordinary GSM comes from a shareholder(s), it shall be signed by an initiator(s) and include the name of the shareholder(s) requesting the meeting and indicate the number and type of shares held.

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<p>ko'rsatiladi.</p> <p>4.20. Ovoz berish byulletenida quyidagilar bo'lishi kerak:</p> <p>a/ kompaniyaning to'liq korporativ nomi, sanasi, vaqti va joyi;</p> <p>b/ kun tartibidagi har bir masala raqamlanadi, ular ma'qullangan ketma-ketlikda joylashtiriladi va ovoz berish uchun tanlovga ega bo'ladi: "Ha," "Yo'q" yoki "Betaraf" (Kuzatuv kengashi a'zolarini saylash uchun kumulyativ ovoz berish bundan mustasno);</p> <p>c/ Kuzatuv kengashi a'zolarini saylash uchun ovoz berish byulletenida nomzodning familiyasi, ismi, otasining ismi ko'rsatilishi kerak;</p> <p>d/ aksiyador (yoki uning vakili) imzosi uchun joy. Kuzatuv kengashi a'zosini saylash bo'yicha ovoz berishda saylov byulletenida nomzodning familiyasi, ismi, otasining ismi ko'rsatilgan holda uning rekvizitlari bo'lishi kerak.</p> <p>4.21. Korporativ kotib Kuzatuv kengashi tomonidan tasdiqlangan e'lonning Bank va Respublika fond birjasining rasmiy veb-saytida hamda vakolatli yagona korporativ axborot portalida tegishli ravishda va o'z vaqtida e'lon qilinishini ta'minlaydi.</p> <p>4.22. Korporativ kotib AUY chaqiruvi haqida xabardor qilinish huquqiga ega bo'lgan aksiyadorlarga Bankdan to'g'ridan-to'g'ri elektron xatlar va/yoki SMS xabarlar yuborilishini ta'minlaydi. Shu maqsadda Bank vakolatli tashqi tomon xizmatidan foydalanishi mumkin.</p> <p>4.23. Korporativ kotib Kuzatuv kengashi tomonidan tasdiqlangan ma'lumotlar (materiallar) Bankning rasmiy veb-saytida va AUYni onlayn rejimida yuritish uchun vakolatli elektron platformada o'z vaqtida va tegishli ravishda e'lon qilinishini ta'minlaydi.</p>	<p>4.20. A voting ballot should contain:</p> <p>a/ the full corporate name of the company, the date, time, and venue;</p> <p>b/ each agenda item shall be numbered, put in the sequence of order as they were approved and have a choice for voting: "Yes," "No," or "Abstain" (except for cumulative voting for election of members for the Supervisory Board);</p> <p>c/ a ballot for election of members for the Supervisory Board shall include a nominee's full name;</p> <p>d/ a space for a signature of a shareholder (or his/her representative). When voting on the election of a supervisory board member, the ballot must contain the candidate's details, including their last name, first name, and patronymic.</p> <p>4.21. The Corporate Secretary shall ensure that the announcement approved by the Supervisory Board are duly and timely published on the official website of the Bank and Republican Stock Exchange and authorized unified corporate information portal.</p> <p>4.22. The Corporate Secretary shall ensure that the shareholders entitled to be notified about the GSM convocation get direct emails and/or SMS from the Bank. For this purpose, the Bank may use the service of an authorized external party.</p> <p>4.23. The Corporate Secretary shall ensure that the information (materials) approved by the Supervisory Board are duly and timely published on the official website of the Bank and authorized electronic platform for holding the GSM online.</p>
<b>V. AUY TARTIB QOIDALARI</b>	<b>V. GSM RULES OF PROCEDURE</b>
<p>5.1. Aksiyador yuridik shaxs uchun jamiyat tomonidan tasdiqlangan (jamiyat tomonidan lozim darajada imzolangan va muhrlangan) ishonchnomaga yoki jismoniy shaxs uchun ommaviy notarius tomonidan tasdiqlangan ishonchnomaga muvofiq AUYda shaxsan ishtirok</p>	<p>5.1. A shareholder may participate in the GSM in person or authorize his/her representative to attend the meeting in accordance with the power of attorney certified by a company for a legal entity (duly signed and sealed by the company) or with the power of attorney certified by the public notary for a natural</p>

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etishi yoki o'z vakilini yig'ilishda qatnashishga vakil qilishi mumkin.

5.2. Ishonchnomada aksiyador va uning vakili to'g'risidagi ma'lumotlar (shaxsiy yoki firma nomi, yashash va/yoki O'zbekistonda ro'yxatdan o'tgan davlat, milliy pasport yoki ID-karta) bo'lishi lozim.

5.3. Bank ustav kapitalining besh va undan ortiq foiziga egalik qiluvchi aksiyador yoki aksiyadorlar guruhi O'zbekiston Markaziy bankining yozma roziligisiz AUYga kirishiga yo'l qo'yilmaydi.

5.4. Yuzma-yuz yig'ilish o'tkazilgan taqdirda qog'oz shaklidagi ovoz berish byulleteni AUY uchun ro'yxatdan o'tgan aksiyadorga (yoki uning vakiliga) beriladi. Onlayn yig'ilish o'tkazilganda, qog'oz ovoz berish byulleteni qo'llanilmaydi. Ishtirok etishni ro'yxatga olish va kun tartibidagi masalalar bo'yicha ovoz berish, agar AUY onlayn rejimda o'tkazilsa, aksiyadorning vakolatli elektron raqamli imzosi bilan tasdiqlanadi.

5.5. AUY umumiy yig'ilish raisi, umumiy yig'ilish kotibi, Kuzatuv kengashi tomonidan tavsiya etilgan Sanoq komissiyasi a'zolari soni va tarkibini hamda AUY tartibini tasdiqlaydi.

5.6. Kuzatuv kengashining raisi umumiy yig'ilishning raisi hisoblanadi. U uzrli sabablarga ko'ra bo'lmagan taqdirda Kuzatuvchi kengash a'zolaridan biri umumiy yig'ilishning raisi bo'lishi mumkin.

5.7. Umumiy yig'ilish raisi yig'ilishni ochadi, yig'ilishda raislik qiladi, AUY tartib-qoidalari va kun tartibidagi masalalarni e'lon qiladi, yig'ilishni yopadi va qabul qilingan qarorlarni o'z ichiga olgan yig'ilish bayonnomasini imzolaydi.

5.8. AUY tartib-qoidalari quyidagilarni o'z ichiga oladi:

- a/ umumiy yig'ilishni boshlash va yopish vaqti;
- b/ kun tartibidagi har bir masalani muhokama qilish va ovoz berish muddatlari;
- c/ ovoz berish natijalarini e'lon qilish.

5.9. Umumiy yig'ilish kotibi AUY bayonnomasini qayd etadi, tuzadi va imzolaydi.

5.10. Sanoq komissiyasi a'zolarining soni kamida uch kishidan iborat bo'lishi kerak. Quyidagilar Sanoq komissiyasi a'zosi bo'lmasligi kerak:

- a/ Bank Kuzatuv kengashi a'zolari;

person.

5.2. The power of attorney must contain information about the shareholder and his/her representative (personal name or company name, country of residence and/or registration in Uzbekistan, national passport or ID card).

5.3. A shareholder or group of shareholders owning five percent and over of the share capital of the Bank without a written approval of the Central Bank of Uzbekistan are not allowed to attend the GSM.

5.4. In case of an in-person meeting, a paper voting ballot is given to a shareholder (or his/her representative) who registered for the GSM. In case of an online meeting, a paper voting ballot is not applicable. Registration of attendance and voting on agenda items are confirmed by a shareholder's authorized electronic digital signature if the GSM is held online.

5.5. The GSM shall approve the Chairman of the general meeting, the Secretary of the general meeting, the size and composition of the Counting Commission nominated by the Supervisory Board and GSM procedure.

5.6. The Chairman of the Supervisory Board shall be the Chairman of the general meeting. In case of his/her absence for valid reasons one of the members of the Supervisory Board may be the Chairman of the general meeting.

5.7. The Chairman of the general meeting shall open the meeting, preside the meeting, announce the GSM rules of procedure and agenda items, close the meeting and sign the minutes of the meeting including the adopted resolutions.

5.8. The GSM rules of procedure shall include:  
a/ time for beginning and closing the general meeting;  
b/ timeframe for discussion and voting for each agenda items;  
c/ announcing the voting results.

5.9. The Secretary of the general meeting shall record, draft and sign the GSM minutes.

5.10. The number of members of the Counting

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b/ Bankning bosh ichki auditori;  
c/ Boshqaruv raisi va a'zolari;  
d/ yuqorida ko'rsatilgan lavozimlarga ko'rsatilgan nomzodlar.

5.11. Sanoq komissiyasi quyidagi majburiyatlarga ega:

a/ aksiyadorlarni AUYga kiritish uchun ro'yxatdan o'tkazish;

b/ ro'yxatga olingan aksiyadorlarga ovoz berish byulletenini berish;

c/ ovozlar sonini sanash;

d/ yig'ilish kvorumini belgilash;

e/ aksiyadorning ovoz berish huquqini ta'minlash;

f/ ovoz berish tartibining qonunchilik va me'yoriy hujjatlar talablariga muvofiqligini ta'minlash;

g/ agar zarur bo'lsa, yig'ilish davomida aksiyadorlarga tushuntirish va yordam berish.

h/ ovoz berish natijalarini umumlashtiradi;

i/ sanoq komissiyasining ovoz berish yakunlari to'g'risidagi bayonnomasini, shu jumladan majlis kvorumini tuzadi va imzolaydi;

j/ Hisob komissiyasining imzolangan bayonnomasini korporativ kotibga taqdim etadi.

5.12. Agar ro'yxatdan o'tgan aksiyadorlar (yoki ularning vakillari) soni ro'yxatdan o'tish yopilgunga qadar Bankning joylashtirilgan ovoz beruvchi aksiyalarining jami ellik foizidan ortig'iga ega bo'lsa, AUY kvorumga ega bo'ladi.

5.13. Agar kvorum bo'lmasa, lekin Bankning ovoz beruvchi aksiyalarining kamida qirq foiziga egalik qiluvchi aksiyadorlar (yoki ularning vakillari) ro'yxatdan o'tish yopilgunga qadar AUY uchun ro'yxatdan o'tgan bo'lsa, AUYni kechiktirish sanasi e'lon qilinadi. Kvorum yo'qligi sababli sana bekor qilingan AUYdan keyin 20 kundan kam muddatga kechiktiriladi. Kechiktirilgan majlisning kun tartibi o'zgartirilmasligi kerak.

5.14. Ajratilgan AUYni chaqirish to'g'risidagi e'lon qonun hujjatlarida belgilangan tartibda ommaviy axborot vositalarida o'z vaqtida e'lon qilinadi.

5.15. Agar kechiktirilgan AUY sanasi kvorum yo'qligi sababli bekor qilingan AUYdan keyin 20 kun ichida o'tkazilsa, xuddi shu aksiyadorlar bekor qilingan AUYda ishtirok etish uchun aksiyadorlar

Commission should be at least three. Members of the Counting Commission should not be:

a/ members of the Supervisory Board of the Bank;

b/ Chief Internal Auditor of the Bank;

c/ Chairman and members of the Management Board;

d/ candidates nominated for the above-mentioned positions.

5.11. The Counting Commission has the following duties:

a/ register the shareholders for their admission to the GSM;

b/ give a voting ballot to the registered shareholders;

c/ count the number of votes;

d/ determine the quorum of the meeting;

e/ ensure the shareholder's right to voting;

f/ ensure that a voting procedure complies with the statutory and regulatory requirements;

g/ explain and assist the shareholders during the meeting if needed

h/ summarize the voting results;

i/ prepare and sign the minutes of the Counting Commission about the voting results, including the quorum of the meeting;

j/ submit the signed minutes of the Counting Commission to the Corporate Secretary.

5.12. The GSM shall have a quorum if the number of registered shareholders (or their representatives) hold in total over fifty percent of the Bank's outstanding voting shares by the closure of registration.

5.13. If there is no quorum but shareholders (or their representatives) owning at least forty percent of the Bank's voting shares have registered for the GSM by the closure of registration, then the date of the adjourning GSM shall be announced. The date shall be postponed for less than 20 days after the cancelled GSM due to lack of quorum. The agenda of the adjourning meeting should not be changed.

5.14. The announcement of the convocation of the adjourning GSM shall be duly and timely published in mass media as prescribed by law.

5.15. If the date of the adjourning GSM is held within 20 days after the cancelled GSM due to lack of

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reystriga muvofiq kechiktirilgan yig'ilishga qo'yiladi.

5.16. Agar ovoz berish byulleteni haqiqiy bo'lsa, ovoz berishning faqat bitta varianti ko'rsatilgan bo'lsa, ovoz hisoblanadi.

5.17. Sanoq komissiyasi tomonidan chiqarilgan ovoz berish natijalari to'g'risidagi bayonnoma AUY bayonnomasiga ilova qilinishi kerak.

5.18. Ovoz berish natijalari AUYda e'lon qilinadi va AUY yopilgandan so'ng aksiyadorlarga ochiq e'lon qilinadi.

5.19. Aksiyadorlar umumiy yig'ilishining bayonnomasi AUY o'tkazilgan sanadan keyin o'n kun ichida ikki nusxada rasmiylashtiriladi. Ikkala nusxa ham umumiy yig'ilish raisi va umumiy yig'ilish kotibi tomonidan imzolanadi.

5.20. Aksiyadorlar umumiy yig'ilishining bayonnomasi quyidagilarni o'z ichiga oladi:

- a/ sanasi, vaqti va joyi;
  - b/ Bankning ovoz beruvchi aksiyalariga egalik qiluvchi aksiyadorlarning umumiy ovozlari soni;
  - c/ umumiy yig'ilishda ishtirok etayotgan aksiyadorlar ega bo'lgan ovozlar soni;
  - d/ umumiy yig'ilish raisi va kotibi;
  - e/ yig'ilish kun tartibi;
  - f/ kun tartibidagi masalalar bo'yicha xulosaviy takliflar yoki ma'ruzalar;
  - g/ ovoz berish natijalari;
  - h/ AUY tomonidan qabul qilingan qarorlar.
- 5.

quorum, then the same shareholders shall be admitted to the adjourning meeting as per shareholders register for attending the cancelled GSM.

5.16. A vote shall be counted if a voting ballot is valid when only one voting option is pointed out.

5.17. Minutes of the voting results issued by the Counting Commission should be attached to GSM minutes.

5.18. The voting results shall be announced at the GSM and publicly disclosed to the shareholders after the closure of the GSM.

5.19. Minutes of the General Shareholders Meeting shall be issued in two copies within ten days after the date of the GSM. Both copies shall be signed by the Chairman of the general meeting and the Secretary of the general meeting.

5.20. Minutes of the General Shareholders Meeting shall include:

- a/ date, time and venue;
- b/ total number of votes of shareholders holding voting shares of the Bank;
- c/ number of votes held by shareholders participating in the general meeting;
- d/ the Chairman and Secretary of the general meeting;
- e/ agenda of the meeting;
- f/ summary proposals or reports on agenda items;
- g/ voting results;
- h/ resolutions adopted by the GSM.

## VI. AKSIYADORLARNING HUQUQLARI

## VI. RIGHTS OF SHAREHOLDERS

6.1. Aksiyadorlar quyidagi huquqlarga ega:

- a/ agar ular umumiy yig'ilishdan uch ish kuni oldin aksiyadorlar reyestriga kiritilgan bo'lsa, AUYga kirishga ruxsat beriladi;
- b/ Bankdan unga AUY uchun shakllantirilgan aksiyadorlar reyestri to'g'risidagi ma'lumotlarni taqdim etishni so'rash;
- c/ yillik AUY uchun kun tartibidagi masalani taklif qilish yoki Bankning moliyaviy yili tugaganidan keyin o'ttiz kun ichida Kuzatuv kengashiga nomzod ko'rsatish, agar ular Bankning ovoz beruvchi aksiyalarining jami bir foizidan ko'prog'iga ega bo'lsa;
- d/ uzrli sabablarga ko'ra AUYda ishtirok etmaganligi yoki bunday qaror qabul qilinishiga qarshi ovoz

6.1. Shareholders have the following rights:

- a/ be admitted to the GSM if they are included in the shareholders register three business days prior to the general meeting;
- b/ request the Bank to give him/her information on the shareholders register formed for the GSM;
- c/ suggest an agenda item for the annual GSM or nominate a candidate for the Supervisory Board within thirty days after the end of a Bank's financial year if they hold in total more than one percent of the Bank's voting shares;
- d/ appeal to the court a GSM's resolution the he/she did not participate in the GSM for a valid reason or voted against the adoption of such resolution;
- e/ appeal to the court a resolution of the Supervisory Board

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<p>berganligi to'g'risidagi AUY qarori ustidan sudga shikoyat qilish;</p> <p>e/ kuzatuv kengashining o'z taklifini umumiy yig'ilish kun tartibiga kiritish yoki AUYni tasdiqlash uchun Kuzatuv kengashi a'zoligiga nomzodini ko'rsatish to'g'risidagi qarori ustidan sudga shikoyat qilish;</p> <p>f/ Kuzatuv kengashining navbatdan tashqari AUYni chaqirish to'g'risidagi qarori ustidan sudga shikoyat qilish;</p> <p>g/ AUYga tashrif buyurish va aksiyador nomidan ovoz berish huquqiga ega bo'lgan o'z vakili foydasiga yozma ishonchnoma berish;</p> <p>h/ istalgan vaqtda AUYdagi o'z vakilini almashtirishi yoki unda shaxsan ishtirok etishi mumkin.</p>	<p>to include his/her proposal in the agenda of the general meeting or nominate his/her candidate for the Supervisory Board for the GSM approval;</p> <p>f/ appeal to the court a resolution of the Supervisory Board to convene extraordinary GSM;</p> <p>g/ issue a written power of attorney in favor of his/her representative who is entitled to attend the GSM and cast a vote on behalf of the shareholder;</p> <p>h/ replace their representative at the GSM at any time or participate in it in person.</p>
<b>VII. YAKUNIY QOIDALAR</b>	<b>VII. FINAL PROVISIONS</b>
<p>7.1. Ushbu texnik shartlar Bank aksiyadorlarining umumiy yig'ilishi tomonidan tasdiqlangan kundan boshlab kuchga kiradi. Bank tomonidan qabul qilingan ushbu hujjatning har qanday oldingi versiyalari ushbu Nizom tasdiqlangan kundan boshlab o'z kuchini yo'qotadi.</p> <p>7.2. Ushbu Nizomga kiritilgan har qanday o'zgartirish va qo'shimchalar Bank aksiyadorlarining umumiy yig'ilishi tomonidan tasdiqlanishi kerak.</p> <p>7.3. Ushbu Nizom o'zbek va ingliz tillarida qabul qilingan. Kelishmovchiliklar yuzaga kelgan taqdirda o'zbek tili ustunlikka ega bo'ladi.</p>	<p>7.1. These Terms of Reference become effective from the date of approval by the General Shareholders Meeting of the Bank. Any previous versions of this document adopted by the Bank shall be null and void from the date of approval of these TOR.</p> <p>7.2. Any amendments and additions to these TOR are subject to approval by the General Shareholders Meeting of the Bank.</p> <p>7.3. These TOR are adopted in Uzbek and English. In case of any discrepancies, the Uzbek language shall prevail.</p>

### Tasdiqlovchi:

### Kelishuvchi:

Советник Председателя  
Правления



Т.Ли

Директор юридической  
дирекции



Н.Досмухамбетов

Директор дирекции  
комплаенса

С.Царевич

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**Kirituvchi:**

Старший эксперт  
корпоративного секретариата



С.Латипова