

«TASDIQLANGAN»

«EUROASIA INSURANCE»  
Aksiyadorlik jamiyati Qo'shma korxonada  
aksiyadorlarining navbatdan tashqari  
umumiy yig'ilishi tomonidan

/Umumiy yig'ilishining 18.10.2024 yildagi qarori/

«APPROVED»

by the extraordinary general meeting  
of shareholders of  
joint-venture «EUROASIA INSURANCE»  
Joint-stock company

/General meeting decision on 18.10.2024/

# USTAV

«EUROASIA INSURANCE»  
Aksiyadorlik jamiyati Qo'shma korxonada

(yangi tahrir)

# CHARTER

Joint-venture  
«EUROASIA INSURANCE»  
Joint-stock company

(new edition)

## I. UMUMIY QOIDALAR

1. Mazkur Ustav O'zbekiston Respublikasining «Aksiyadorlik jamiyatlari va aksiyadorlarning huquqlarini himoya qilish to'g'risida»gi (keyinchalik - «**Qonun**»), «Qimmatli qog'ozlar bozori to'g'risida»gi, «Sug'urta faoliyati to'g'risida»gi qonunlari va boshqa qonun xujjatlari asosida ishlab chiqilgan.

2. «EUROASIA INSURANCE» Aksiyadorlik jamiyati Qo'shma korxonasi (bundan buyon matnda «**Jamiyat**» deb ataladi) muqaddam 1998 yil 18 dekabrda 1802-son bilan qo'shma korxonasi «EUROASIA INSURANCE» sug'urta kompaniyasi mas'uliyati cheklangan jamiyati shaklida davlat ro'yxatidan o'tkazilgan.

2022 yil 26 yanvarda tashkiliy-huquqiy shakli o'zgartirilib, Aksiyadorlik jamiyati shaklidagi Qo'shma korxonasi «EUROASIA INSURANCE» sug'urta kompaniyasi sifatida qayta ro'yxatdan o'tkazilgan.

2023 yil 17 mayda to'liq nomi qisqartirilib, «EUROASIA INSURANCE» Aksiyadorlik jamiyati Qo'shma korxonasi sifatida qayta ro'yxatdan o'tkazilgan.

3. Jamiyat qo'shma korxonasi «EUROASIA INSURANCE» sug'urta kompaniyasi mas'uliyati cheklangan jamiyati va aksiyadorlik jamiyati shaklidagi qo'shma korxonasi «EUROASIA INSURANCE» sug'urta kompaniyasining huquqiy vorisi hisoblanadi.

4. Jamiyatning to'liq firma nomi:

4.1. Oz'bek tilida:

lotin yozuvida: «EUROASIA INSURANCE» Aksiyadorlik jamiyati Qo'shma korxonasi.

kirill yozuvida: «EUROASIA INSURANCE» Акциядорлик жамияти Қўшма корхона.

4.2. Rus tilida: Совместное предприятие Акционерное общество «EUROASIA INSURANCE».

4.3. Ingliz tilida: Joint-venture «EUROASIA INSURANCE» Joint-stock company.

5. Jamiyatning qisqartirilgan nomi:

5.1. O'zbek tilida:

Lotin yozuvida: «EUROASIA INSURANCE» AJ QK.

Kirill yozuvida: «EUROASIA INSURANCE» АЖ КК.

5.2. Rus tilida: СП АО «EUROASIA INSURANCE».

5.3. Ingliz tilida: JV «EUROASIA INSURANCE» JSC.

6. Jamiyatning manzili:

## I. GENERAL PROVISIONS

1. This Charter is based on the laws of the Republic of Uzbekistan «On joint-stock companies and protection of shareholders' rights» (hereinafter referred to as «**the Law**»), «On the securities market», «On insurance activities» and other laws and developed by them.

2. Joint-venture «EUROASIA INSURANCE» joint-stock company (hereinafter referred to as «**the Company**») was registered with the No.1802 on December 18, 1998, as the joint venture «EUROASIA INSURANCE» insurance company in form of limited liability company.

On January 26, 2022 the organizational and legal form was changed and re-registered as the joint venture «EUROASIA INSURANCE» insurance company in form of joint-stock company.

On May 17, 2023, the full name is shortened and re-registered as the joint venture «EUROASIA INSURANCE» joint-stock company.

3. The Company is the legal successor of joint venture «EUROASIA INSURANCE» insurance company in form of limited liability company and the joint venture «EUROASIA INSURANCE» insurance company in form of joint-stock company.

4. Full name of the Company:

4.1 In Uzbek language:

In Latin: «EUROASIA INSURANCE» Aksiyadorlik jamiyati Qo'shma korxonasi.

In Cyrillic: «EUROASIA INSURANCE» Акциядорлик жамияти Қўшма корхона.

4.2 In Russian: Совместное предприятие Акционерное общество «EUROASIA INSURANCE».

4.3 In English: Joint-venture «EUROASIA INSURANCE» Joint-stock company.

5. Abbreviated name of the Company:

5.1 In Uzbek:

In Latin: «EUROASIA INSURANCE» AJ QK.

In Cyrillic: «EUROASIA INSURANCE» АЖ КК.

5.2 In Russian: СП АО «EUROASIA INSURANCE».

5.3 In English: JV «EUROASIA INSURANCE» JSC.

6. Address of the Company:



6.1. joylashgan joyi va pochta manzili: 100017, O'zbekiston Respublikasi, Toshkent shahri, Yunusobod tumani, Abdulla Qodiriy ko'chasi, 3-A uy.

6.2. Rasmiy korporativ veb-sayt: [www.eai.uz](http://www.eai.uz). Elektron pochta manzili: [info@eai.uz](mailto:info@eai.uz).

## II. JAMIYATNING HUQUQIY STATUSI VA JAVOBGARLIGI

7. Jamiyat yuridik shaxs bo'lib, u o'z mustaqil balansida hisobga olinadigan alohida mol-mulkka, shu jumladan o'zining ustav kapitaliga berilgan mol-mulkka ega bo'ladi, o'z nomidan mulkiy va shaxsiy nomulkiy huquqlarni olishi hamda amalga oshirishi, zimmasiga majburiyatlar olishi, sudda da'vogar va javobgar bo'lishi mumkin.

8. Jamiyat davlat ro'yxatidan o'tkazilgan paytdan e'tiboran yuridik shaxs maqomiga ega bo'ladi. Jamiyat cheklanmagan muddatga ta'sis etilgan.

9. Jamiyat:

– O'zbekiston Respublikasi hududida va undan tashqarida bank hisobvaraqlari ochishga haqlidir.

– o'zining tashkiliy-huquqiy shakli ko'rsatilgan to'liq firma nomiga ega bo'ladi va qisqartirilgan firma nomiga ega bo'lishi mumkin.

– o'zining firma nomi davlat tilida to'liq yozilgan yumaloq muhrga ega bo'lishga haqli. Muhorda bir vaqtning o'zida firmaning nomi boshqa istalgan tilda ham ko'rsatilishi mumkin.

– o'zining nomi yozilgan shtamp va blankalarga, o'z timsoliga, shuningdek belgilangan tartibda ro'yxatdan o'tkazilgan tovar belgisiga hamda fuqarolik muomalasi ishtirokchilarining, tovarlarning, ishlarning va xizmatlarning xususiy alomatlarini aks ettiruvchi boshqa vositalarga ega bo'lishga haqli.

10. Jamiyat o'z majburiyatlari yuzasidan o'ziga tegishli barcha mol-mulk bilan javobgar bo'ladi.

11. Aksiyadorlar Jamiyatning majburiyatlari yuzasidan javobgar bo'lmaydi va uning faoliyati bilan bog'liq zararlarining o'rnini o'zlariga tegishli aksiyalar qiymati doirasida qoplash tavakkalchiligini o'z zimmasiga oladi.

12. Aksiyalarning haqini to'liq to'lamagan aksiyadorlar Jamiyatning majburiyatlari yuzasidan o'zlariga tegishli aksiyalar qiymatining to'lanmagan qismi doirasida solidar javobgar bo'ladi.

6.1. location and postal address: 3-A bilding, Abdulla Kadiriy street, 100017, Republic of Uzbekistan, Tashkent city, Yunusabad district.

6.2. The official corporate website: [www.eai.uz](http://www.eai.uz). The e-mail address: [info@eai.uz](mailto:info@eai.uz).

## II. LEGAL STATUS AND RESPONSIBILITY OF THE COMPANY

7. The Company is a legal entity and owns separate property, including property transferred to it in the authorized capital, accounted for on its own balance sheet, can acquire and exercise property and personal non-property rights on its own behalf, bear obligations, be a plaintiff and the defendant in court.

8. The Company acquires the status of a legal entity from the moment of its state registration. The Company is founded without a time limit.

9. The Company has:

– the right to open bank accounts on the territory of the Republic of Uzbekistan and abroad.

– its full and may have an abbreviated company name with an indication of its legal form.

– the right to have a round seal containing its full company name in the state language. The seal may indicate simultaneously the company name in any other language.

– the right to have stamps and blanks with its name, its own emblem, as well as a registered trademark and other means of individualization of participants in civil turnover, goods, works and services.

10. The company is liable for its obligations with all property belonging to it.

11. Shareholders are not liable for the obligations of the Company and bear the risk of losses associated with its activities, to the extent of the value of their shares.

12. Shareholders who have not fully paid for the shares are jointly and severally liable for the obligations of the Company to the extent of the unpaid portion of the value of their shares.

13. Jamiyat o'z aksiyadorlarining majburiyatlari yuzasidan javobgar bo'lmaydi.
14. Jamiyat filiallar tashkil etishga va ochishga haqli. Filial Jamiyat joylashgan erdan tashqarida joylashgan hamda uning barcha vazifalarini yoki ularning bir qismini amalga oshiradigan alohida bo'linmasidir.
15. Jamiyatning filiali yuridik shaxs bo'lmaydi. Ular Kuzatuv Kengash tomonidan tasdiqlangan hujjat asosida ish yuritadi. Jamiyatning filialga berib qo'yilgan mol-mulki Jamiyatning balansida hisobga olinadi. Filialning rahbari Jamiyat tomonidan tayinlanadi va Jamiyat tomonidan berilgan ishonchnoma asosida ish yuritadi. Filial faoliyati uchun javobgarlik ularni tashkil etgan va ochgan Jamiyat zimmasida bo'ladi.
16. Jamiyat aksiyadorlik jamiyati yoki mas'uliyati cheklangan jamiyat shaklidagi shu'ba va tobe xo'jalik jamiyatlariga ega bo'lishi mumkin.
17. Jamiyat O'zbekiston Respublikasining qonun hujjatlari talablariga muvofiq boshqa yuridik shaxslarning ta'sischisi bo'lishiga yoki ularning ustav kapitalida boshqacha tarzda ishtirok etishga haqli.
18. Agar Jamiyatning bankrotligi Jamiyat uchun majburiy bo'lgan ko'rsatmalar berish huquqiga ega bo'lgan aksiyador sifatida ish yuritayotgan shaxsning g'ayriqonuniy harakatlari tufayli yuzaga kelgan bo'lsa, Jamiyatning mol-mulki yetarli bo'lmagan taqdirda, mazkur aksiyadorning zimmasiga Jamiyatning majburiyatlari bo'yicha subsidiar javobgarlik yuklatilishi mumkin. Aksiyador majburiy ko'rsatmalar berish huquqiga ustavda bu huquq nazarda tutilgan taqdirdagina ega bo'ladi.
19. Jamiyat uchun majburiy ko'rsatmalar berish huquqiga ega bo'lgan aksiyador Jamiyat muayyan harakatni amalga oshirishi oqibatida bankrot bo'lishini oldindan bila turib, ushbu huquqidan Jamiyat tomonidan shunday harakat amalga oshirilishi uchun foydalangan taqdirdagina Jamiyatning bankrotligi aksiyadorning harakatlari tufayli yuzaga kelgan deb hisoblanadi.
20. Davlat va uning organlari Jamiyatning majburiyatlari yuzasidan javobgar bo'lmaydi, xuddi shuningdek Jamiyat ham davlat va uning organlarining majburiyatlari yuzasidan javobgar bo'lmaydi.
13. The Company is not liable for the obligations of its shareholders.
14. The Company has the right to create and open branches. A branch is a separate division of a Company located outside its location and performing all or part of its functions.
15. The branch office of the Company is not legal entities. They act on the basis of regulations approved by the Supervisory Board. The property of the Company, which is allocated to the branch office, is recorded on the balance sheet of the Company. The head of the branch office is appointed by the Company and acts on the basis of a power of attorney issued by the Company. Responsibility for the activities of the branch office lies with the Company that created and opened them.
16. The Company may have subsidiaries and affiliates in the form of a joint stock company or limited liability company.
17. In accordance with the requirements of the legislation of the Republic of Uzbekistan, the Company has the right to become the founder of other legal entities or otherwise participate in their authorized capital.
18. If the bankruptcy of a Company is caused by unlawful actions of a person acting as a shareholder who has the right to give binding instructions to the Company, then in case of insufficient property of the Company the indicated shareholder may be held subsidiary liable for its obligations. A shareholder has the right to give binding instructions only if this right is provided for in the charter.
19. The bankruptcy of a Company is considered to be caused by the actions of a shareholder who has the right to give binding instructions to the Company only if he/she used this right to carry out actions by the Company, knowing that as a result the bankruptcy of the Company will occur.
20. The state and its bodies are not liable for the obligations of the Company, nor is the Company liable for the obligations of the state and its bodies.



### III. JAMIYAT FAOLIYATINING SOHASI (ASOSIY YO'NALISHLARI) VA MAQSADI

21. Jamiyat tijorat tashkiloti bo'lib, uning asosiy maqsadi moliyaviy-xo'jalik faoliyatidan foyda olishdir.

22. Jamiyat tuzilishidan asosiy maqsad O'zbekiston Respublikasi iqtisodiyotini mustahkamlash va uning tuzilmasi shakllanishida sug'urta xizmatlarini ko'rsatish yo'li bilan daromad topish orqali bevosita ishtirok etishdir.

23. Ko'rsatilgan maqsadlarga erishish uchun Jamiyat quyidagi faoliyat turlarini amalga oshirish huquqiga ega:

- sug'urtalovchi sifatida sug'urta faoliyati, shuningdek qayta sug'urtalash faoliyati.
- investitsiya faoliyati.
- sug'urta qilish sohasida mutahassislarning malakasini oshirishga qaratilgan faoliyat.
- sug'urta agenti sifatida vositachilik faoliyati.

24. Jamiyat yuqorida ko'rsatilgan faoliyat turlaridan tashqari, O'zbekiston Respublikasidagi amaldagi qonunchilikda ta'qiqlanmagan boshqa faoliyat turlarini ham amalga oshirish huquqiga ega.

25. Jamiyat sug'urtalovchi sifatida litsenziya asosida sug'urta faoliyatini amalga oshiradi.

26. Jamiyat o'z faoliyatini amalga oshirish uchun oldidagi vazifalarni bajarish maqsadida quyidagilarga haqlidir:

- chet el va MDH davlatlarining korxonalar bilan tashkilotlari bilan o'zaro manfaatli xamkorlikni rivojlantirish.
- kelishilgan tarif va narxlar asosida sug'urta qilishning ixtiyoriy turi bo'yicha sug'urta xizmatlarini ko'rsatish.
- O'zbekiston Respublikasi qonun hujjatlarida belgilangan tartibda boshqa yuridik shaxslarning ishtirokchisi bo'lishga yoki ularning ustav kapitalida boshqa tarzda ishtirok etishi.
- O'zbekiston Respublikasi xududida va uning tashqarisida vakolatxonalar, filiallar, savdo uylarini ochish;
- assotsiatsiya, uyushma, birlashmalarga a'zo bo'lish;
- belgilangan tartibda banklarda hisob raqamlar ochish, sudda o'z manfaatlarini himoya

### III. TYPES OF COMPANY'S ACTIVITY (MAIN BUSINESS) AND PURPOSE

21. The Company is a commercial enterprise and the main purpose of which is to make a profit from financial and economic activities.

22. The main purpose of the structure of the Company is to strengthen the economy of the Republic of Uzbekistan and directly participate in the formation of its structure by earning income by providing insurance services.

23. To achieve the specified goals, the Company has the right to carry out the following types of activities:

- insurance activity as an insurer, as well as reinsurance activity.
- investment activity.
- activities aimed at improving the qualifications of specialists in the field of insurance.
- brokerage activity as an insurance agent.

24. In addition to the above-mentioned types of activities, the Company has the right to perform other types of activities that are not prohibited by the current legislation of the Republic of Uzbekistan.

25. As an insurer, the Company carries out insurance activities based on the license.

26. In order to carry out its activities, the Company has the right:

- to develop mutually beneficial cooperation with enterprises and organizations of foreign countries.
- to provide insurance services according to the optional type of insurance based on agreed tariffs and prices.
- to become a participant of other legal entities or otherwise participate in their authorized capital in accordance with the procedure established by the laws of the Republic of Uzbekistan.
- to open representative offices, branches, trading houses within the territory of the Republic of Uzbekistan as well as outside it;
- membership in associations, unions, associations;
- to open a bank account in accordance with the established procedure, protect one's interests in

qilish, banklardan qarzlarni olish, to'lovlar o'tkazish va aktseplash, pul vositalarini konvertatsiya qilish;

- tender va tanlovlarda ishtirok etish;
- xo'jalik faoliyatini mustaqil rejalashtirish;
- sug'urta va qayta sug'urtalash shartnomalarini tuzish va bajarish;
- o'z majburiyatlarini qayta sug'urta qildirish;
- belgilangan tartib va shartlar asosida sug'urta hodisalarini bartaraf etish va oldini olish bo'yicha chora-tadbirlarni moliyalashtirish;
- qonun hujjatlariga muvofiq amalga oshirilayotgan sug'urta turlari bo'yicha qoida (shartlar) o'rnatish;
- sug'urta qoplamasi miqdorini aniqlash uchun zarur bo'lgan hujjatlar va ma'lumotlarni belgilangan tartibda huquq-tartibot idoralari, sudlar, tibbiy, seismologik, veterinar, gidrometrologik va boshqa tashkilotlardan so'rash va olish;
- sug'urta agentlari, sug'urta va qayta sug'urtalash brokerlari, shuningdek sug'urta bozorining boshqa ishtirokchilari bilan shartnomalar tuzish;
- qonun hujjatlarida va/yoki sug'urta (qayta sug'urtalash) shartnomalarida belgilangan tartib va holatlarda sug'urta tovonidan voz kechish, sug'urta shartnomalarini muddatidan oldin to'xtatish;
- chet ellik sug'urtalovchilariga syurveyer va adjuster xizmatini ko'rsatish;
- shartnomalar ijrosi natijasida o'z tasarrufiga olgan mulklarni sotish yoki ijaraga berish;
- mahalliy va xalqaro reyting tashkilotlaridan reyting ko'rsatkichlarini olish;
- tovar-moddiy boyliklar, ishlab chiqarish va texnik jixozlar, transport vositalari, extiyot qismlar va boshqa turdagi mulklarni sotib olish;
- auksion, savdolar, konkurslarda (tenderlarda) ishtirok etish, homiylik va hayriya yordam berish (tadbirlarni amalga oshirish);
- tashqi iqtisodiy faoliyatni amalga oshirish;
- O'zbekiston Respublikasining amaldagi qonun hujjatlariga asosan boshqa huquqlarni amalga oshirish.

court, obtain a bank loan, transfer and accept payments, convert own funds;

- to participate in tenders and contests;
- independent planning of activities;
- to execute insurance and reinsurance contracts;
- to reinsure their obligations;
- to eliminate and prevent insurance incidents upon the procedure and conditions based on funding of measures;
- to establish rules (conditions) for the types of insurance carried out in accordance with legal documents;
- to request and receive documents and information necessary for determining the amount of insurance coverage from law enforcement agencies, courts, medical, seismological, veterinary, hydro-metrological and other organizations;
- to conclude agreements with insurance agents, insurance and reinsurance brokers, as well as other participants in the insurance market;
- to waiver of insurance compensation, suspension of insurance contracts in the procedures and cases specified in legal documents and/or insurance (reinsurance) contracts;
- to provide surveyor and adjuster services to foreign insurers;
- sale or lease of properties acquired as a result of performance of the contracts;
- to obtain rating indicators from the local and international rating organizations;
- to purchase commodity assets, equipment and technical devices, vehicles, spare parts and other types of properties;
- to participate in auctions, trades, contests (tenders), to provide sponsoring and charity assistance (events);
- implementation of foreign economic activity;
- implementation of other rights based on the current legislation of the Republic of Uzbekistan.



#### IV. JAMIYAT USTAV KAPITALINING MIQDORI

27. Jamiyatning ustav kapitali aksiyadorlar sotib olgan aksiyalarining nominal qiymatidan tashkil topadi.

28. Jamiyatning ustav kapitali **66'620'275'000.00** (oltmish olti milliard olti yuz yigirma million ikki yuz etmish besh ming) so'mni tashkil qiladi.

Ustav kapitali har bir aksiyaning nominal qiymati **1'000.00** (bir ming) so'm bo'lgan **66'620'275.00** (oltmish olti million olti yuz yigirma ming ikki yuz etmish besh) dona egasining nomi yozilgan hujjatsiz shakldagi oddiy aksiyalarga bo'lingan.

#### Jamiyatning Ustav kapitalini ko'paytirish

29. Jamiyatning ustav kapitali qo'shimcha aksiyalarni joylashtirish yo'li bilan ko'paytirilishi mumkin.

30. Qo'shimcha aksiyalar Jamiyat tomonidan ushbu ustavda belgilangan (31-band) e'lon qilingan aksiyalar soni doirasidagina joylashtiriladi.

31. Ustav kapitalini oshirish maqsadida Jamiyat joylashtirgan aksiyalariga qo'shimcha ravishda chiqarishi mumkin bo'lgan e'lon qilingan aksiyalari miqdori nominal qiymati **1'000.00** (bir ming) so'm bo'lgan hujjatsiz shakldagi **150'000'000.00** (bir yuz ellik million) donani tashkil etadi, shu jumladan:

31.1. egasining nomi yozilgan oddiy aksiyalar soni – **115'000'000.00** (bir yuz o'n besh million) dona;

31.2. egasining nomi yozilgan imtiyozli aksiyalar soni – **35'000'000.00** (o'ttiz besh million) dona.

32. Ustav kapitalini qo'shimcha aksiyalarni joylashtirish yo'li bilan ko'paytirish to'g'risidagi qarorda joylashtiriladigan qo'shimcha aksiyalarnin umumiy qiymati, soni, turi, nominal qiymati, joylashtirish tartibi, usuli, muddati, joylashtirish (aksiyalarnin birja va uyushgan birjadan tashqari bozoriga chiqarish) narxi, aksiyakar uchun to'lov tartibi, amalga oshmagan deb topish ulushi va amalga oshmagan deb topilgan taqdirda aksiyalar uchun qabul qilingan to'lov vositalarini qaytarish tartibi belgilanadi.

Qo'shimcha chiqarilayotgan aksiyalar ochiq va yopiq obuna usullari bilan joylashtiriladi.

#### IV. AUTHORIZED CAPITAL OF THE COMPANY

27. The authorized capital of the Company consists of the nominal value of the shares acquired by the shareholders.

28. The authorized capital of the Company is **66'620'275'000.00** (sixty-six billion six hundred and twenty million two hundred and seventy-five thousand) soums.

The authorized capital is divided into **66'620'275.00** (sixty-six million six hundred and twenty thousand two hundred and seventy-five) uncertified ordinary shares with a nominal value of **1'000.00** (one thousand) soums each.

#### Increase the authorized capital of the Company

29. The authorized capital of the Company may be increased by placing additional shares.

30. Additional shares are placed by the Company only within the limits of the number of declared shares specified in this charter (clause 31).

31. In order to increase the authorized capital the amount of declared shares that the Company may issue in addition to the issued shares is **150'000'000.00** (one hundred fifty million) uncertificated shares with a nominal value of **1'000.00** (one thousand) soums, including:

31.1 The number of ordinary shares with the owner's name written on them is **115'000'000.00** (one hundred and fifteen million) shares.

31.2 The number of preferred shares with the owner's name written on them is **35'000'000.00** (thirty-five million) shares.

32. In the decision to increase the authorized capital by sale additional shares, the total value, number, type, nominal value of the additional shares to be placed, order of placement, method, term, price of placement (release of shares on the the stock market and organized over-stock market), order of payment for shares, not implemented the share of finding and the procedure for returning the means of payment accepted for the shares in case of non-fulfillment is determined.

Additional issued shares will be sale by open and closed subscription methods.



33. Jamiyatning tegishli boshqaruv organi tomonidan qabul qilingan qo'shimcha aksiyalarni chiqarish haqidagi qaror Jamiyatning ustav kapitalini ko'paytirish to'g'risidagi qarordir. Jamiyatning ustav kapitalini ko'paytirish to'g'risidagi va Jamiyat ustaviga tegishli o'zgartishlar kiritish haqidagi qarorlar Jamiyatning Kuzatuv kengashi tomonidan qabul qilinadi.

34. Jamiyat tomonidan aksiyalarni va aksiyalarga ayirboshlanadigan, haqi pul mablag'lari bilan to'lanadigan emissiyaviy qimmatli qog'ozlarni joylashtirishda ovoz beruvchi aksiyalarning egasi bo'lgan aksiyadorlar o'ziga tegishli shu turdagi aksiyalar miqdoriga mutanosib miqdorda ularni imtiyozli sotib olish huquqiga ega.

35. Imtiyozli huquqqa ega bo'lgan shaxslarning ro'yxati qimmatli qog'ozlarni chiqarish to'g'risidagi qaror qabul qilingan sanadagi Jamiyat aksiyadorlari reestrining ma'lumotlari asosida tuziladi.

36. Imtiyozli huquqni qo'llamaslik to'g'risidagi qaror, shuningdek bunday qarorning amal qilish muddati xaqidagi qaror Aksiyadorlarning Umumiy Yig'ilishi qarori bilan qabul qilinishi mumkin. Bunday qarorning amal qilish muddati ushbu qaror qabul qilingan paytdan e'tiboran 1 (bir) yildan ortiq bo'lishi mumkin emas.

37. Qo'shimcha chiqarilgan aksiyalar bozor qiymatida, lekin nominal qiymatidan kam bo'lmagan qiymatda joylashtiriladi.

38. Aksiyalarni joylashtirish, shu jumladan aksiyadorlarga joylashtirish to'g'risida qaror qabul qilishda aksiyalarni joylashtirish (qimmatli qog'ozlarning birja bozoriga va uyushgan birjadan tashqari bozoriga chiqarish) narxi qimmatli qog'ozlar savdosi tashkilotchilarining savdo maydonchalarida vujudga kelayotgan narxlar kon'yunkturasidan kelib chiqqan holda belgilanadi.

39. Jamiyatning ustav kapitali ko'paytirilayotganda qo'shimcha aksiyalariga Jamiyatning o'z kapitali hisobidan, shuningdek xaqini qo'shimcha aksiyalar bilan to'lash to'g'risida qaror qabul qilingan dividendlar hisobidan haq to'langan taqdirda, bunday aksiyalarni joylashtirish Jamiyat aksiyalarining nominal qiymati bo'yicha amalga oshiriladi.

40. Soliqqa oid yoki davlat oldidagi boshqa qarzdorlik hisobiga Jamiyat ustav kapitalidagi davlat ulushini shakllantirish yoki oshirish to'g'risidagi

33. The decision to issue additional shares adopted by the relevant management body of the Company is a decision to increase the authorized capital of the Company. Decisions on increasing the authorized capital of the Company and making relevant amendments to the Charter of the Company shall be adopted by the Supervisory Board of the Company.

34. Shareholders who are the owners of voting shares during the sale of shares and emission securities convertible into shares, paid for in cash, have the right to preferentially purchase them in the amount proportional to the amount of shares of this type owned by them.

35. The list of persons with preferential rights is compiled on the basis of the information of the register of shareholders of the company on the date of the decision on the issuance of securities.

36. The decision not to apply the preferential right, as well as the decision on the validity period of such a decision, may be adopted by the decision of the General Meeting of Shareholders. The term of validity of such a decision may not exceed 1 (one) year from the date of adoption of this decision.

37. Additional issued shares will be sale at the market value, but not less than the nominal value.

38. The sale of shares, including decision-making of sale its to shareholders, the price of the sale of shares (release to the stock market and the organized over-stock market) is determined on the basis of the price situation arising on the trading platforms of the stock trading organizers.

39. To increase of the authorized capital of the Company with additional shares are paid from the account of the Company's own capital, as well as to decide to be paid dividends by additional shares, sale of such shares is carried out at the nominal value of the Company's shares.

40. The decision to form or increase the state's share in the Company's authorized capital at the expense of tax or other debt to the state is adopted



qaror Aksiyadorlarining Umumiy Yig'ilishi qarori bilan qabul qilinadi.

#### **Jamiyatning Ustav kapitalini kamaytirish**

41. Ustav kapitali aksiyalarning nominal qiymatini kamaytirish yoki aksiyalarning umumiy sonini qisqartirish yoki aksiyalarning umumiy sonini qisqartirish yo'li bilan kamaytirilishi mumkin.

42. Agar ustav kapitalini kamaytirish natijasida uning miqdori qonun hujjatlarida belgilangan eng kam miqdoridan kamayib ketsa, Jamiyat ustav kapitalini kamaytirishga haqli emas.

43. Ustav kapitalini kamaytirish to'g'risida qaror qabul qilgan vaqtda Aksiyadorlarning Umumiy Yig'ilishi qarorida ustav kapitalni kamaytirish sabablarini ko'rsatadi va uni kamaytirish tartibini belgilaydi.

#### **V. AKSIYADORNING HUQUQ VA MAJBURIYATLARI**

44. **Jamiyatning oddiy aksiyalarining egalari quyidagi huquqlarga ega:**

- Jamiyat aksiyadorlarining reestriga kiritilishi;
- depo hisobvarag'idan o'ziga taaluqli ko'chirma olish;
- Jamiyat foydasining bir qismini dividendlar tarzida olish;
- Jamiyat tugatilgan taqdirda o'zlariga tegishli ulushga muvofiq mol-mulkning bir qismini olish;
- Aksiyadorlarning Umumiy Yig'ilishida ovoz berish orqali Jamiyatni boshqarishda ishtirok etish;
- Jamiyatning moliyaviy-xo'jalik faoliyati natijalari to'g'risida to'liq va ishonchli axborotni belgilangan tartibda olish;
- olgan dividendini erkin tasarruf etish;
- qimmatli qog'ozlar bozorini tartibga solish bo'yicha vakolatli davlat idorasida, shuningdek sudda o'z huquqlarini himoya qilish;
- o'ziga etkazilgan zararining o'rnini qoplanishini belgilangan tartibda talab qilish;
- o'z manfaatlarini ifodalash va himoya qilish maqsadida uyushmalarga va boshqa nodavlat notijorat tashkilotlariga birlashish;
- qimmatli qog'ozlar olishda zarar ko'rish, shu jumladan boy berilgan foyda ehtimoli bilan bog'liq tavakkalchiliklarni sug'urta qilish huquqiga ega.

by the decision of the General Meeting of Shareholders.

#### **Reducing of the authorized capital of the Company**

41. The authorized capital may be reduce by reducing the nominal value of shares or by reducing the total number of shares.

42. If, as a result of the reduction of the authorized capital, its amount decreases below the minimum amount established by law, the Company does not have the right to reduce the authorized capital.

43. The decision-making to reduce the authorized capital, the General Meeting of Shareholders indicates the reasons for the decrease in the authorized capital and establish the procedure for its reduction.

#### **V. SHAREHOLDER'S RIGHTS AND OBLIGATIONS**

44. **Owners of ordinary shares of the company have the following rights:**

- entry into the list of shareholders of the Company;
- receive a relevant statement from the deposit account;
- receive a part of the Company's profit in the form of dividends;
- receive a part of the property according to their share in case of liquidation of the Company;
- participate on manage of the Company by voting at the General Meeting of Shareholders;
- receive in prescribed manner complete and reliable information on the results of the financial and economic activities of the Company;
- free disposal of received dividend;
- protect one's rights in the competent state body for the regulation of the securities market, as well as in court;
- claim for compensation for losses caused to him in the prescribed manner;
- join associations and other non-governmental non-profit organizations in order to represent and protect its interests;
- insure of risks associated with the potential losses, including lost profits when acquiring securities.

**45. Jamiyatning imtiyozli aksiyalarining egalari quyidagi huquqlarga ega:**

- Emitentning aksiyadorlari reyestriga kiritilish;
- Investitsiya vositachisidagi depo hisobvarag'idan o'ziga taalluqli ko'chirma olish;
- Emitent foyda ko'rish-ko'rmasligidan qat'i nazar, Emitent ustavida belgilangan muayyan dividendlarni olish;
- olgan dividendini erkin tasarruf etish;
- Emitent tugatilgan taqdirda o'zlariga tegishli ulushga muvofiq mol – mulkning bir qismini birinchi navbatda olish;
- Emitentning moliya – xo'jalik faoliyati natijalari to'g'risida to'liq va ishonchli axborotni belgilangan tartibda olish huquqiga ega.

46. Imtiyozli aksiyalarning egalari bo'lgan aksiyadorlar aksiyadorlarning umumiy yig'ilishida jamiyatni qayta tashkil etish va tugatish to'g'risidagi masalalar hal etilayotganda ovoz berish huquqi bilan ishtirok etadi.

47. Imtiyozli aksiyalarning egalari bo'lgan aksiyadorlar aksiyadorlarning umumiy yig'ilishida jamiyat ustaviga imtiyozli aksiyalarning egalari bo'lgan aksiyadorlarning huquqlarini cheklaydigan o'zgartish va qo'shimchalar kiritish to'g'risidagi masalalar, shu jumladan avvalgi navbatdagi imtiyozli aksiyalar bo'yicha to'lanadigan dividendning miqdorini belgilash yoki ko'paytirish va (yoki) tugatilish qiymatini belgilash yoki ko'paytirish masalalari, shuningdek imtiyozli aksiyalarning egalari bo'lgan aksiyadorlarga dividend va (yoki) bu aksiyalarning tugatilish qiymatini to'lash navbati bo'yicha imtiyozlar berish hollari hal etilayotganda ovoz berish huquqini oladi.

48. Jamiyatning aksiyadori (*Sotuvchi aksiyador*) taklif etilayotgan narx bo'yicha sotilayotgan aksiyalarni uchinchi shaxsga sotishdan oldin quydagilarni ta'minlashi shart:

- Jamiyat aksiyadorlarning har biriga tegishli aksiyalarning soniga mutanosib ravishda sotib olish yuzasidan taklif berishi (*Aksiyadorning imtiyozli huquqi*).
- agarda Jamiyatning aksiyadorlari o'z imtiyozli huquqlaridan foydalanmagan bo'lsa, Sotuvchi aksiyador aksiyalarni sotib olish yuzasidan taklifni Jamiyatga berishi (*Jamiyatning imtiyozli huquqi*).

**45. Owners of the company's preferred shares have the following rights:**

- Entry into the issuer's shareholders' register.
- Obtaining a relevant statement from the deposit account at the investment intermediary.
- Receiving certain dividends specified in the Issuer's charter, regardless of whether the Issuer is profitable or not.
- free disposal of received dividend.
- In the event of liquidation of the issuer, to receive a part of the property in accordance with their share in the first place.
- To receive complete and reliable information about the financial and economic results of the issuer in the prescribed manner.

46. Shareholders who are owners of preferred shares participate in the general meeting of shareholders with the right to vote when resolving issues of reorganization and liquidation of the Company.

47. At the general meeting of shareholders, the shareholders who are the owners of the preferred shares shall discuss the issues of making amendments and additions to the charter of the company that limit the rights of the shareholders who are the owners of the preferred shares, including the previous preferential shares. The issue of determining or increasing the amount of the dividend to be paid and (or) determining or increasing the liquidation value, as well as the cases of granting benefits to shareholders who are owners of preferred shares in the order of paying the dividend and (or) the liquidation value of these shares gets the right to vote.

48. Before sale the shares to a third party at the offered price, the shareholder of the Company (*Selling shareholder*) shall ensure the following:

- to make an offer for the purchase in proportion to the number of shares belonging to each of the other shareholders of the Company (*Shareholder's preferential right*);
- if the shareholders of Company have not used their preferential rights, to make an offer to the Company the purchase of shares (*Company's preferential right*).



48.1. Sotuvchi aksiyador aksiyalarini sotish niyati to'g'risida boshqa aksiyadorlarni aksiyalarning narxini va uchinchi shaxsga taklif etish shartlarini ko'rsatgan holda Jamiyat orqali yozma shaklda xabardor qilishi shart.

48.2. Aksiyadorlar sotilayotgan aksiyalarni sotib olishga doir imtiyozli huquqni amalga oshirish uchun Jamiyatga ariza bilan murojaat etishi lozim.

48.3. Aksiyadorlar xabardor qilingan vaqtdan boshlab 60 (oltmish) kun ichida, ushbu muddatdan keyin esa Jamiyat yana 60 (oltmish) kun ichida (*agarda Jamiyatning aksiyadorlari o'z imtiyozli huquqlaridan foydalanmagan bo'lsa*) imtiyozli huquqdan foydalanishga haqli.

48.4. Imtiyozli huquq buzilgan holda aksiyalar sotilgan taqdirda, Jamiyatning istalgan aksiyadori va (yoki) Jamiyat bunday qoidabuzarlik to'g'risida aksiyador yoki Jamiyat bilgan yohud bilishi lozim bo'lgan paytdan e'tiboran 3 (uch) oy ichida o'ziga sotib oluvchining huquq va majburiyatlarini o'tkazilishini sud tartibida talab qilish huquqiga ega.

48.5. Imtiyozli huquqni boshqa shaxs foydasiga voz kechishga yo'l qo'yilmaydi.

48.6. Aksiyalarni uchinchi shaxsga sotishga doir cheklov belgilanishi aksiyadorni belgilangan tartibda Jamiyatni boshqarishda ishtirok etish va dividendlar olish huquqidan uchinchi shaxsga voz kechish (o'tkazish) huquqidan mahrum qilmaydi.

49. Aksiyador qonun hujjatlariga va ustaviga muvofiq boshqa huquqlarga ham ega bo'lishi mumkin.

50. Aksiyador tomonidan huquqlarning amalga oshirilishi boshqa aksiyadorlarning huquqlari va qonun bilan qo'riqlanadigan manfaatlarini buzmasligi lozim.

51. Aksiyadorlar quyidagi majburiyatlarga ega:

- ustavdagi qoidalarga va ustavda ko'rsatilgan tartibda, miqdorda va usulda hissa qo'shish (aksiya haqini to'lash);
- Jamiyat faoliyati to'g'risidagi mahfiy ma'lumotlarni tashkil qiluvchi sirlarni fosh qilmaslik;
- Minoritar aksiyador hujjatlarini asossiz ravishda talab qilish va mahfiy axborotlar, tijorat sirlarini qo'llash yo'li bilan Jamiyat faoliyatiga to'sqinlik qilmasligi lozim;
- Aksiyadorlar o'ziga oid ma'lumotlardagi o'zgarishlar haqida Jamiyatni, uning aksiyalarga bo'lgan huquqlarini hisobga o'lish bo'yicha xizmatlar

48.1 Selling shareholder must notify other shareholders of his intention to sell his shares in writing through the Company, indicating the offered price and the terms of the offer to a third party.

48.2 Shareholders should apply to the Company to use the preferential right to purchase the shares.

48.3 Shareholders have to use the preferential rights within 60 (sixty) days from the time of notification, and after this period the Company have to use the preferential right within another 60 (sixty) days (*if the Company's shareholders have not used their preferential rights*).

48.4 In case of the sale of shares in violation of the preferential right, any shareholder of the Company and (or) the Company shall right to claim in court the transfer of the rights and obligations of the buyer within 3 (three) months from the date when the shareholder or the Company knew or should have known about such violation.

48.5 This preferential right cannot be waived in favor of another person.

48.6 The restriction on the sale of shares to a third party does not restrict the shareholder from transferring the right to participate in the management of the Company or receive dividends to a third party in a prescribed manner.

49. Shareholder may have other rights in accordance with legal documents and the charter.

50. The execute of rights by a shareholder must not violate the rights and interests of other shareholders protected by law.

51. Shareholders have the following obligations:

- contribute to the rules of the Charter and in the order, amount and method specified in the Charter (paying the share price);
- not to disclose the confidential information about the activity of the Company;
- the minority shareholders should not obstruct the activities of the Company by unreasonably demanding documents and using confidential information, commercial secrets;
- Shareholders must promptly notify the Company, the Central Depository and (or) the investment intermediary providing services for the



ko'rsatuvchi Markaziy depozitariyni va (yoki) investisiya vositachisini o'z vaqtida xabardor qilishi shart. Aksiyador o'ziga oid ma'lumotlar o'zgarganligi haqidagi axborotni taqdim etmagan hollarda, Jamiyat, Markaziy depozitariy va investisiya vositachisi buning oqibatida aksiyadorga etkazilgan zarar uchun javobgar bo'lmaydi.

52. Aksiyadorlar mazkur ustavda va qonunchilikda nazarda tutilgan boshqa majburiyatlarga ham ega bo'ladi.

## VI. JAMIYAT AKSIYALARINING TURLARI

53. Jamiyat oddiy aksiyalar va imtiyozli aksiyalar chiqarish huquqiga ega bo'lib, hujjatsiz shaklda hisobi yuritiladi.

Jamiyatning imtiyozli aksiyalari ularning egalari bo'lgan aksiyadorga bir xil hajmda huquqlar beradi va oddiy aksiyalar bilan bir xil nominal qiymatga ega bo'ladi.

54. Imtiyozli aksiya egalari Jamiyatni tugatish paytida imtiyozli aksiyalarning nominal qiymatiga nisbatan ushbu Ustavning 58-bandida belgilab qo'yilgan dividendlar foizini va ulush qilib qo'yilgan mablag'larini nominal qiymatidan kam bo'lmagan miqdorda tugatilish qiymatida olish huquqiga ega.

55. Aksiyalarga egalik huquqi depo-hisob varag'idan ko'chirma bilan tasdiqlanadi.

## VII. DAROMADNI (FOYDANI), DIVIDENDLARNI TAQSIMLASH VA ZARARNI QOPLASH TARTIBI

56. Jamiyat aksiyalarning har bir turi bo'yicha e'lon qilingan dividendlarni to'lashi shart.

57. Aksiyadorlar Umumiy Yig'ilishi qaroriga binoan dividend pul mablag'lari yoki boshqa qonuniy to'lov vositalari bilan to'lanishi mumkin.

58. Hujjatsiz shakldagi egasining nomi yozilgan imtiyozli aksiyalar egalari Jamiyat foyda ko'rish ko'rmasligidan qat'iy nazar aksiyaning nominal qiymatiga nisbatan yillik **30 (o'ttiz) foiz** miqdorida imtiyozli tarzda dividend olish huquqiga ega.

Bunda dividendlar xar chorakda nominal qiymatiga nisbatan yillik **7,5 (yetti yarim) foiz** miqdoridan to'lab beriladi.

59. Dividend aksiyadorlarga tegishli aksiyalarning soni va turiga mutanosib ravishda taqsimlanadi.

60. Jamiyat moliyaviy yilning birinchi choragi, yarim yilligi, to'qqiz oyi natijalariga ko'ra va (yoki)

accounting of their rights to shares about changes in their information. In cases where the shareholder does not provide information about the change of personal information, the Company, the Central Depository and the investment intermediary shall not be responsible for the damage caused to the shareholder as a result.

52. Shareholders have other obligations provided for in this charter and legislation.

## VI. TYPES OF COMPANY'S SHARES

53. The Company has the right to issue ordinary shares and preferred shares, and accounts are kept in uncertified form.

Preferred shares of the company give the shareholder the same amount of rights and have the same nominal value as ordinary shares.

54. The owners of preferred shares have the right to receive the percentage of dividends specified in Clause 58 of this Charter and their funds in the liquidation value in the amount not less than the nominal value.

55. Ownership of shares is confirmed by an extract from the deposit account.

## VII. DISTRIBUTION OF INCOME (PROFIT), DIVIDENDS AND COMPENSATION OF DAMAGE

56. The Company is obliged to pay the declared dividends on each type of shares.

57. According to the decision of the General Meeting of Shareholders, the dividend can be paid in cash or other legal means of payment.

58. Owners of undocumented preferred shares with the owner's name have the right to receive preferential dividends in the amount of **30 (thirty) percent** of the nominal value of the share, regardless of whether or not the Company is making a profit.

In this case, dividends are paid every quarter in the amount of **7.5 (half past seven) percent** per quarter compared to the nominal value.

59. Dividends are distributed to shareholders in proportion to the number and type of shares owned by them.

60. The Company has the right to decide on the payment of dividends on paid shares according to the



moliyaviy yil natijalariga ko'ra joylashtirilgan aksiyalar bo'yicha dividendlar to'lash to'g'risida qaror qabul qilishga haqli.

61. Moliyaviy yilning birinchi choragi, yarim yilligi va to'qqiz oyi natijalariga ko'ra dividendlar to'lash to'g'risidagi qarori tegishli davr tugagandan keyin 3 (uch) oy ichida qabul qilinishi mumkin.

62. Aksiyalarning har bir turi bo'yicha dividendlar to'lash, dividendning miqdori, uni to'lash shakli va tartibi to'g'risidagi qaror Kuzatuv Kengashining tavsiyasi, moliyaviy hisobotning ishonchliligi haqida auditorlik xulosasi mavjud bo'lgan taqdirda, moliyaviy hisobot ma'lumotlari asosida Aksiyadorlar Umumiy Yig'ilishi tomonidan qabul qilinadi.

63. Dividendlar to'lash to'g'risidagi qarorda, dividendning miqdori, dividendni to'lash shakli va tartibi hamda uni to'lash muddati, ya'ni to'lash boshlanadigan va tugaydigan sanalar ko'rsatilgan bo'lishi lozim.

64. Dividendlar Jamiyat tasarrufida qoladigan sof foydasidan va (yoki) o'tgan yillarning taqsimlanmagan foydasidan va (yoki) zaxira fondidan (imtiyozli aksiyalar bo'yicha) to'lanadi.

65. Jamiyat tomonidan oddiy aksiyalar bo'yicha hisoblangan dividendlarni to'lash aksiyadorlarning dividendlarni olishga bo'lgan huquqlariga rioya etilgan holda amalga oshiriladi.

66. Agar dividendlar to'lanadigan paytda Jamiyatda bankrotlik belgilari mavjud bo'lsa yoki shunday belgilar dividendlarni to'lash natijasida paydo bo'lsa Jamiyat dividendlarni to'lashga haqli emas. Ushbu moddada ko'rsatilgan holatlar tugatilgach, Jamiyat hisoblangan dividendlarni aksiyadorlarga to'lashi shart.

67. Jamiyat dividendlarning miqdorini ulardan undiriladigan soliqlarni inobatga olmagan holda e'lon qiladi. Jamiyat to'lanadigan dividendlar miqdori to'g'risidagi ma'lumotlarni qimmatli qog'ozlar bozorini tartibga solish bo'yicha vakolatli davlat organining va Jamiyatning rasmiy veb-saytlarida qonun hujjatlarida belgilangan muddatlarda e'lon qiladi.

#### **VIII. JAMIYATNING ZAXIRA FONDI**

68. Jamiyat sof foyda hisobidan zaxira fondini hamda Aksiyadorlar Umumiy Yig'ilishi qarorida aniqlanadigan, Jamiyat faoliyati uchun zarur bo'lgan boshqa fondlarni tashkil etadi.

results of the first quarter, half year, nine months of the financial year and (or) according to the results of the financial year.

61. The decision to pay dividends based on the results of the first quarter, half year and nine months of the financial year can be taken within 3 (three) months after the end of the relevant period.

62. The decision on the payment of dividends for each type of shares, the amount of the dividend, the form and procedure of its payment shall be adopted by the General Meeting of Shareholders on the basis of the information of the financial report, the auditor's opinion on the reliability of the financial report and recommendation of the Supervisory Board.

63. The amount of the dividend, the form and procedure of the dividend payment, and the term of its payment, that is, the dates when the payment begins and ends, must be specified in the decision on the payment of dividends.

64. Dividends are paid from the net profit of the Company and (or) from the undistributed profits of previous years and (or) from reserve fund (on part of preferred shares).

65. Payment of dividends calculated by the Company on ordinary shares is carried out subject to compliance with the rights of shareholders to receive dividends.

66. If there are signs of bankruptcy in the Company at the time of payment of dividends, or if such signs appear as a result of paying dividends, the Company does not have the right to pay dividends. After the termination of the circumstances specified in this article, the Company must pay the calculated dividends to the shareholders.

67. The Company announced the amount of dividends without taking into account the taxes collected from them. The Company publishes information on the amount of dividends to be paid on the official websites of the authorized state body for the regulation of the securities market and the Company within the periods established by law.

#### **VIII. COMPANY'S RESERVE FUND**

68. The Company shall establish a reserve fund from the net profit and other funds necessary for the Company's activities determined by the decision of the General Meeting of Shareholders.



69. Zaxira fondi, boshqa mablag'lar mavjud bo'lmagan taqdirda, Jamiyatning zararlari o'rini qoplash, Jamiyatning korporativ obligasiyalarini muomaladan chiqarish, imtiyozli aksiyalar bo'yicha dividendlar to'lash va Jamiyatning aksiyalarini qaytarib sotib olish uchun mo'ljallanadi. Zaxira fondidan boshqa maqsadlarda foydalanish mumkin emas.

70. Jamiyat ustav kapitalining 15% (o'n besh foizdan) kam bo'lmagan miqdorda zaxira fondi tuziladi. Zaxira fondiga belgilangan miqdorga etguniga qadar har yili sof foydadan 5% (besh foiz) miqdorida ajratmalar o'tkazadi.

71. Zaxira fondi to'laligicha yoki qisman sarflanib bo'lgan hollarida, sof foydadan majburiy ajratmalardan tiklanadi.

#### **IX. JAMIYAT BOSHQARUVINING TUZILMASI**

72. Jamiyat boshqaruv organlari:

- Aksiyadorlar Umumiy Yig'ilishi.
- Kuzatuv Kengashi.
- Ijroiya Organi (Boshqaruv raisi / Bosh direktor).

#### **X. JAMIYAT AKSIYADORLARINING UMUMIY YIG'ILISHI**

73. Aksiyadorlarning Umumiy Yig'ilishi Jamiyatning yuqori boshqaruv organidir.

74. Jamiyat har yili (navbatdagi) Aksiyadorlarning Umumiy Yig'ilishini o'tkazishi shart. Aksiyadorlarning Umumiy Yig'ilishi yil tugaganidan keyin 6 (olti) oydan kechiktirmay o'tkaziladi. Aksiyadorlarning Umumiy Yig'ilishi har yili iyun oyida o'tkaziladi.

75. Jamiyatning 1% (bir foizdan) kam bo'lmagan oddiy aksiyalari egalari Aksiyadorlar Umumiy Yig'ilishi kun tartibi, foydani taqsimlash, boshqaruv organi a'zoliciga ularning nomzodini ko'rsatish yuzasidan taklif kiritish huquqiga ega. Bunday takliflar moliya yili tugaganidan keyin 60 (oltmish) kundan kechiktirmay taqdim etilishi lozim.

76. Aksiyadorlarning Umumiy Yig'ilishida (yillik yoki navbatdagi) quyidagi masalalar ko'riladi:

76.1. Kuzatuv Kengashini saylash;

76.2. Taftish Komissiyasini saylash;

76.3. Jamiyatning Boshqaruv rahbari bilan tuzilgan shartnomaning muddatini uzaytirish, uni qayta tuzish yoki bekor qilish;

69. The reserve fund, in the absence of other funds, is intended for compensating the losses of the Company, canceling the corporate bonds, paying dividends on preferred shares and buy-back the shares of the Company. The reserve fund cannot be used for other purposes.

70. The Company shall establish the reserve fund in the amount of not less than 15% (fifteen percent) of the authorized capital. The reserve fund will be allocated annually 5% (five percent) of the net profit until the specified amount is reached.

71. In the event that the reserve fund is fully or partially spent, it will be recovered from the mandatory deductions from the net profit.

#### **IX. CORPORATE STRUCTURE OF THE COMPANY**

72. Management bodies the Company:

- General Meeting of Shareholders.
- Supervisory Board.
- Executive Board (Chairman of the Board / CEO).

#### **X. GENERAL MEETING OF SHAREHOLDERS OF THE COMPANY**

73. The General Meeting of Shareholders is the supreme corporate (management) body of the Company.

74. The Company must hold an annual (ordinary) General Meeting of Shareholders every year. The General Meeting of Shareholders shall be held no later than 6 (six) months after the end of the year. The annual General Meeting of Shareholders is held every year in June.

75. Shareholder of the Company who hold ordinary shares of not less than 1% (one percent) have the right to make a proposal regarding the agenda of the General Meeting of Shareholders, distribution of profits, nomination of their candidate of the management body. Such proposals must be submitted no later than 60 (sixty) days after the end of the fiscal year.

76. The following issues are considered at the General Meeting of Shareholders (annual or reporting) to:

76.1 elect of the Supervisory Board;

76.2 elect of the Audit Commission;

76.3 extend the term of the employees contract with the head of the Executive Board of the Company, resign or cancel it;



76.4. Jamiyatning yillik hisoboti va biznes-rejasi ijrosi bo'yicha hisobotini tasdiqlash;	76.4 approve annual balance sheet and report on the execution of the business plan;
76.5. Kuzatuv Kengashi va Boshqaruvining rivojlantirish strategiyasiga erishish bo'yicha ko'rilayotgan chora-tadbirlar to'g'risidagi hisobotlarni tasdiqlash;	76.5 approve report of the Supervisory Board and the Executive Board on the measures taken to achieve the development strategy;
76.6. foyda va zararlarini taqsimlash;	76.6 distribute of profits and losses;
76.7. Kuzatuv Kengashi va Taftish Komissiyasining vakolat doirasiga kiradigan masalalar yuzasidan Kuzatuv Kengashi hisobotlarini va Taftish Komissiyasining xulosalarini ko'rib chiqish.	76.7 review of the reports of the Supervisory Board and the conclusions of the Audit Commission regarding the issues within the scope of the authority.
76.8. boshqa masalalar.	76.8 Discussion of other issues.
77. Aksiyadorlarning yillik umumiy yig'ilishidan tashqari o'tkaziladigan umumiy yig'ilishlari navbatdan tashqari yig'ilishlardir.	77. General meetings of shareholders held in addition to the annual general meeting are extraordinary meetings.
78. Aksiyadorlarning umumiy yig'ilishini Kuzatuv Kengashining raisi, u uzrli sabab'larga ko'ra bo'lmagan taqdirda esa, Kuzatuv Kengashining a'zolaridan biri olib boradi.	78. The general meeting of shareholders is conducted by the chairman of the Supervisory Board, and if he is absent for good reasons, by one of the members of the Supervisory Board.
79. Aksiyadorlar Umumiy Yig'ilishining vakolat doirasiga quyidagilar kiradi:	79. The powers of the General Meeting of Shareholders include to:
79.1. ustavga o'zgartish va qo'shimchalar kiritish yoki yangi tahrirdagi ustavini tasdiqlash;	79.1 make changes and additions to the charter or approve the new version of the charter;
79.2. Jamiyatni qayta tashkil etish;	79.2 reorganize of the Company;
79.3. Jamiyatni tugatish, tugatuvchini (tugatish komissiyasini) tayinlash hamda oraliq va yakuniy tugatish balanslarini tasdiqlash;	79.3 liquidate of the Company, appoint of liquidator (liquidation commission) and approve of interim and final liquidation balances;
79.4. Kuzatuv Kengashining son tarkibini belgilash, ularning a'zolarini saylash va a'zolarining vakolatlarini muddatidan ilgari tugatish;	79.4 determine the number of members of the Supervisory Board, elect their members and terminate the powers of the members;
79.5. e'lon qilingan aksiyalarning eng ko'p miqdorini belgilash;	79.5 determine the maximum amount of the declared shares;
79.6. ustav kapitalini kamaytirish;	79.6 reduce of authorized capital;
79.7. Jamiyatning joylashtirilgan aksiyalarini sotib olish;	79.7 buyback of the Company's shares;
79.8. Jamiyatning tashkiliy tuzilmasini tasdiqlash, jroiya organini tuzish, uning rahbarini saylash (tayinlash) va rahbarning vakolatlarini muddatidan ilgari tugatish;	79.8 approve of the corporate structure of the Company, formation of the executive body, election (appointment) of its chief and early termination of the powers of the chief;
79.9. Taftish Komissiyasini saylash va vakolatlarini muddatidan ilgari tugatish, shuningdek, Taftish Komissiyasi to'g'risidagi nizomni tasdiqlash;	79.9 elect of the Audit Commission and terminate of theirs powers, as well as approve of the regulations on the Audit Commission;
79.10. yillik hisobotni, shuningdek Jamiyat faoliyatining asosiy yo'nalishlari va maqsadidan kelib chiqqan holda Jamiyatni o'rta muddatga va uzoq muddatga	79.10 approve the annual report, as well as the development strategy of the Company for the medium

rivojlantirishning aniq muddatlari belgilangan strategiyasini tasdiqlash;	and long term, based on the main directions and goals of the activities of the Company;
79.11. Jamiyatning foydasi va zararlarini taqsimlash;	79.11 distribute of profit and losses of Company;
79.12. Kuzatuv Kengashi va Taftish Komissiyasining vakolat doirasiga kiradigan masalalar g'zasidan Kuzatuv Kengashi hisobotlarini va Taftish Komissiyasining xulosalarini ko'rib chiqish;	79.12 review of the reports of the Supervisory Board and the conclusions of the Audit Commission regarding the issues within the scope of the authority.
79.13. imtiyozli huquqni qo'llamaslik to'g'risida Qonunning 35-moddasida nazarda tutilgan qarorni qabul qilish;	79.13 adopt of the decision on non-application of the preferential right provided for in Article 35 of the Law;
79.14. aksiyalarni maydalash va yiriklashtirish;	79.14 splitt and consolidate of shares;
79.15. Qonunning 8- va 9-boblarida nazarda tutilgan hollarda Jamiyat tomonidan bitimlar tuzish to'g'risida qaror qabul qilish. Bunda yirik bitim va afillangan shaxslari bilan bitimlar tuzish to'g'risidagi qaror mol-mulkning qonun hujjatlariga muvofiq baholovchi tashkilot tomonidan belgilangan bozor qiymati hisobga olingan, mustaqil tashqi auditorlik tashkiloti tomonidan bitimning shartlari o'rganilgan holda majburiy tartibda qabul qilinadi;	79.15 make a decision on the transactions by the Company in the cases provided for in chapters 8 and 9 of the Law. In this case, the decision on major transactions and transactions with affiliated persons shall be taken in a mandatory manner, taking into account the market value of the property determined by the appraiser organization in accordance with the law, the conditions of the transaction being studied by an independent external audit organization;
79.16. majburiy auditorlik tekshiruvini o'tkazish uchun auditorlik tashkilotini belgilash, ushbu tashkilotning xizmatlariga to'lanadigan eng ko'p haq miqdori va u bilan shartnoma tuzish (shartnomani bekor qilish) to'g'risida qaror qabul qilish;	79.16 determine an audit organization to conduct a mandatory audit, make a decision on the maximum fee to be paid for the services of this organization and concluding a contract with it (cancel of the contract);
79.17. Jamiyatning "Kuzatuv Kengashi to'g'risida"gi, "Ichki nazorat to'g'risida"gi, "Dividend siyosati to'g'risida"gi, "Manfaatlar qarama-qarshiligi vaqtida harakat qilish tartibi to'g'risida"gi, "Axborot siyosati to'g'risida"gi, "Boshqaruv va nazorat organini moddiy rag'batlantirish to'g'risida"gi, "Jamiyat aksiyadorlari tomonidan qarorlarni qabul qilish to'g'risida"gi, "Ichki audit xizmati to'g'risida"gi, "Ijroiya Organi to'g'risida"gi va "Taftish Komissiyasi to'g'risida"gi nizomlarini tasdiqlash;	79.17 approve of the Company's regulations on the "Supervisory Board", "Internal Control", "Dividend Policy", "Procedure for action in the time of conflict of interest", "Information Policy", "Financial incentives of the management and control body", "Adoption of decisions by the shareholders of the Company", "Internal audit service", "Executive Board" and "Audit Commission";
79.18. mustaqil professional tashkilotlar – maslahatchilarni jalb qilgan holda biznes-jarayonlar va loyihalarning Jamiyatning rivojlanish maqsadlariga muvofiqligi g'zasidan tahlil o'tkazish to'g'risida qaror qabul qilish;	79.18 make a decision on conducting an analysis of the compliance of business processes and projects with the development goals of the Company with the involvement of independent professional organizations – consultants;
79.19. Jamiyatning joriy xo'jalik faoliyati bilan bog'liq bitimlarni belgilash;	79.19 determine of transactions related to the current economic activity of the Company;
79.20. homiylik (xayriya) yoki beg'araz yordam ko'rsatish (olish) tartibi va shartlarini belgilash, ularni amalga oshirish vakolatini Kuzatuv Kengashiga berish to'g'risida qaror qabul qilish;	79.20 determine the order and conditions of sponsoring (charity) or provide (receive) unbiased assistance, make a decision on giving the Supervisory Board the authority to implement them;



- 79.21. elektron pochta orqali (elektron raqamli imzo bilan tasdiqlangan holda), shuningdek, o'z vakolatini vakilga berish yo'li bilan ovoz berish yoki umumiy yig'ilishni videokonferens-aloqa tarzida o'tkazish tartibini belgilash (tasdiqlash);
- 79.22. sanoq komissiyasiga amaliy ko'mak ko'rsatish yoki uning funksiyasini bajarish uchun mustaqil ekspertlarni jalb etish (masalan, investisiya maslahatchisi yoki qimmatli qog'ozlar bozorining boshqa professional ishtirokchisi) tartibini belgilash (tasdiqlash);
- 79.23. Jamiyat mablag'lari hisobidan minoritar aksiyadorlik qo'mitasini saqlash xarajatini qoplash (minoritar aksiyadorlik qo'mitasi tuzilgan taqdirda) tartibini belgilash (tasdiqlash);
- 79.24. Aksiyadorlarning Umumiy Yig'ilishida hisobot beruvchi Jamiyat boshqaruv organlari hisobotlari shakli va mazmuniga bo'lgan talablarni, Aksiyadorlar Umumiy Yig'ilishi davomiyligini belgilash;
- 79.25. qonun hujjatlariga muvofiq boshqa masalalarni hal etish.
80. Aksiyadorlarning Umumiy Yig'ilishida ishtirok etish huquqi aksiyador tomonidan shaxsan yoki uning vakili orqali amalga oshiriladi. Aksiyadorning vakili Aksiyadorlarning Umumiy Yig'ilishida yozma shaklda tuzilgan ishonchnoma asosida ish yuritadi.
81. Aksiyadorlarning Umumiy Yig'ilishi tomonidan qabul qilingan qarorlar qonun hujjatlarida belgilangan muddatlarda Jamiyat korporativ veb-saytida va Korporativ axborot yagona portalida joylashtiriladi. Agar Jamiyat aksiyalari va boshqa qimmatli qog'ozlari fond birjasining kotirovka varagiga kiritilgan bo'lsa, mazkur qarorlar birjaning veb-saytida ham joylashtiriladi.
82. Aksiyadorlar, shu jumladan, minoritar aksiyadorlar ovoz berishda birgalikdagi pozitsiyasini shakllantirish uchun aksiyadorlik bitimini tuzishi mumkin.
83. Minoritar aksiyadorlar hujjatlarni asossiz ravishda talab qilish va maxfiy axborotlar, tijorat sirlarini qo'llash yo'li bilan Boshqaruvi faoliyatiga to'sqinlik qilmasligi lozim.
84. Aksiyadorlar Umumiy Yig'ilishi Jamiyatning «Aksiyadorlar Umumiy Yig'ilishi to'g'risida»gi Nizom asosida chaqiriladi va o'tkaziladi.
- 79.21 determine (confirm) by e-mail (with an electronic digital signature), as well as by assigne one's authority to a representative, the procedure for holding a general meeting in the form of videoconference-call;
- 79.22 determine (approve) the procedure for engaging independent experts (for example, an investment consultant or another professional participant of the securities market) to provide practical assistance to the counting commission or to perform its function;
- 79.23 determine (approve) the procedure for covering the cost of maintaining a minority shareholder committee from the Company's funds (in case of forming a minority shareholder committee);
- 79.24 determine the requirements for the form and content of reports of management bodies of the Company at the General Meeting of Shareholders, the duration of the General Meeting of Shareholders;
- 79.25 solve other issues in accordance with legislation.
80. The right to participate in the General Meeting of Shareholders is exercised by the shareholder personally or through his representative. The shareholder's representative participates at the General Meeting of Shareholders based on a written power of attorney.
81. Decisions adopted by the General Meeting of Shareholders shall be posted on the corporate website of the Company and on the single portal of corporate information within the terms established by law. If the Company's shares and other securities are included in the quotation sheet of the stock exchange, these decisions will also be posted on the website of the stock exchange.
82. Shareholders, including minority shareholders, may conclude a shareholder agreement to form a joint position in voting.
83. Minority shareholders should not obstruct the activity of the Executive Board by unreasonably demanding documents and using confidential information and commercial secrets.
84. The General Meeting of Shareholders is convened and held on the basis of the regulation of the Company "On the General Meeting of Shareholders".

## XI. JAMIYAT KUZATUV KENGASHI

85. Kuzatuv Kengashi Jamiyat faoliyatiga umumiy rahbarlikni amalga oshiradi, Aksiyadorlar Umumiy Yig'ilishining vakolatiga taaluqli masalalar bundan mustasno.

86. Kuzatuv Kengashining a'zolari Aksiyadorlarning Umumiy Yig'ilishi tomonidan 3 (uch) yillik muddatga saylanadilar. Kuzatuv Kengashi a'zolarining soni 3 (uch) kishidan iborat.

87. Kuzatuv Kengashining vakolat doirasiga quyidagilar kiradi:

87.1. Jamiyatning biznes-rejasi ko'rsatkichlari bajarilishi, rivojlantirish strategiyasiga erishish bo'yicha ko'rilayotgan chora-tadbirlar to'g'risida Boshqaruvining hisobotini muntazam ravishda eshitib borgan holda Jamiyat faoliyatining ustuvor yo'nalishlarini belgilash;

87.2. Aksiyadorlarning Umumiy Yig'ilishlarini chaqirish, qonunda nazarda tutilgan hollar mustasno;

87.3. Aksiyadorlar Umumiy Yig'ilishining kun tartibini tayyorlash, o'tkaziladigan sana, vaqt va joyini belgilash;

87.4. Aksiyadorlarning Umumiy Yig'ilishi o'tkazilishi haqida xabar qilish va ishtirok etish uchun Jamiyat aksiyadorlarining reestrini shakllantirish sanasini belgilash;

87.5. Qonunning 59-moddasi nazarda tutilgan masalalarni Aksiyadorlarning Umumiy Yig'ilishi hal qilishi uchun kiritish;

87.6. mol-mulkning bozor qiymatini belgilashni tashkil etish;

87.7. Ustav kapitalni ko'paytirish, ustavga ustav kapitalini ko'paytirish hamda e'lon qilingan aksiyalari sonini kamaytirish bilan bog'liq o'zgartish va qo'shimchalar kiritish to'g'risidagi qaror qabul qilish;

87.8. Boshqaruvga to'lanadigan haq va (yoki) kompensasiyalar miqdorlarini belgilash;

87.9. Boshqaruvni a'zolarini (raisdan tashqari) saylash (tayinlash), ularning vakolatlarini muddatidan ilgari tugatish;

87.10. korporativ maslahatchini tayinlash va uning faoliyati tartibini belgilovchi nizomni tasdiqlash;

87.11. Jamiyatning yillik biznes-rejasini har yilning 1 dekabridan kechiktirmay tasdiqlash;

## XI. SUPERVISORY BOARD OF THE COMPANY

85. The Supervisory Board carries out general management of the Company's activities, except for issues related to the authority of the General Meeting of Shareholders.

86. Members of Supervisory Board are elected by the General Meeting of Shareholders for a 3 (three) year term. The number of members of the Supervisory Board consists of 3 (three) members.

87. The scope of authority of the Supervisory Board includes to:

87.1 determine the priorities of the Company's activities, regularly review to the report of the Executive Board on the implementation of the indicators of the Company's business plan, as well as the measures taken to achieve the development strategy;

87.2 announce of the General Meetings of Shareholders, except for the cases stipulated by the law;

87.3 prepare the agenda of the General Meeting of Shareholders, setting the date, time and place of its holding;

87.4 notify of the holding of the General Meeting of Shareholders and setting the date of formation of the register of shareholders of the Company for participation;

87.5 submit the issues provided of Article 59 of the Law for the make decision of the General Meeting of Shareholders;

87.6 organization of evaluated the market value of property;

87.7 make a decision on increase the authorized capital, as well as make changes and additions to the charter related to increase the authorized capital and reduce the number of issued shares;

87.8 determine the amounts of fees and (or) compensations paid to the Executive Board;

87.9 electing (appointing) members of the board (except for the chairman), premature termination of their powers;

87.10 appoint of a corporate consultant and approve of the statute defining the order of his activity;

87.11 approve annual business plan of the Company no later than December 1 of each year;



- 87.12. ichki audit xizmatini tashkil etish va uning xodimlarini tayinlash, shuningdek har chorakda uning hisobotlarini eshitib borish;
- 87.13. Boshqaruvining faoliyatiga daxldor har qanday hujjatlardan erkin foydalanish va Kuzatuv Kengashi zimmasiga yuklatilgan vazifalarni bajarish uchun bu hujjatlarni Boshqaruvidan olish. Kuzatuv Kengashi va uning a'zolari olingan hujjatlardan faqat xizmat maqsadlarida foydalanishi mumkin;
- 87.14. auditorlik tekshiruvini, shu jumladan xalqaro standartlarga muvofiq tuzilgan moliyaviy hisobotlarning xalqaro audit standartlariga muvofiq auditorlik tekshiruvidan o'tkazish bo'yicha qaror qabul qilish;
- 87.15. auditorlik tekshiruvini o'tkazish (majburiy auditorlik tekshiruvi bundan mustasno), auditorlik tashkilotini belgilash, uning xizmatlariga to'lanadigan eng ko'p haq miqdori va u bilan shartnoma tuzish (shartnomani bekor qilish) to'g'risida qaror qabul qilish;
- 87.16. Taftish Komissiyasi a'zolariga to'lanadigan haq va kompensasiyalarning miqdorlari yuzasidan tavsiyalar berish;
- 87.17. dividend miqdori, uni to'lash shakli va tartibi yuzasidan tavsiyalar berish;
- 87.18. zaxira fondidan va boshqa fondlaridan foydalanish;
- 87.19. filiallarni tashkil etish va vakolatxonalarini ochish;
- 87.20. sho'ba va tobe xo'jalik jamiyatlarini tashkil etish (ular aksiyadorlik jamiyati yoki mas'uliyati cheklangan jamiyati shakllarida tuziladi);
- 87.21. qonunda belgilangan hollarda Jamiyat tomonidan yirik bitimlar va Jamiyat affillangan shaxslari bilan (manfaatdorlik) bitimlar tuzish to'g'risida qaror qabul qilish;
- 87.22. Jamiyatning tijorat va notijorat tashkilotlardagi ishtiroki bilan bog'liq bitimlarni qonun hujjatlarida belgilangan tartibda tuzish;
- 87.23. korporativ obligasiyalar, shu jumladan, aksiyalarga ayirboshlanadigan obligasiyalar chiqarish to'g'risida qaror qabul qilish;
- 87.24. korporativ obligasiyalarini qaytarib sotib olish to'g'risida qaror qabul qilish;
- 87.12 organize of the internal audit service and appoint of its employees, as well as quarterly review of its reports;
- 87.13 free access to any documents related to the activity of the Executive Board and to receive these documents from the Executive Board in order to fulfill the tasks assigned to the Supervisory Board. The Supervisory Board and its members may use the received documents only for service purposes;
- 87.14 make a decision on auditing, including auditing of financial statements prepared in accordance with international standards in accordance with international auditing standards;
- 87.15 conduct an audit (with the exception of a mandatory audit), determine the audit organization, decide on the maximum fee to be paid for its services and conclude a contract with it (terminate of the contract);
- 87.16 make recommendations on the amounts of fees and compensations to be paid to members of the Audit Commission;
- 87.17 make recommendations regarding the amount of dividend, the form and procedure of its payment;
- 87.18 use of the reserve fund and other funds;
- 87.19 establish of branches and open of representative offices;
- 87.20 organize of subsidiary and affiliate companies (they are created in the form of a joint-stock company or a limited liability company);
- 87.21 make a decision by the Company on signing major transactions and transactions with the affiliated persons of the Company in the cases specified by the law;
- 87.22 sign of transactions related to Company's participation in commercial and non-commercial organizations in accordance with the procedure established by law;
- 87.23 make a decision on issuing corporate bonds, including convertible for shares bonds;
- 87.24 make a decision to buy back the corporate bonds;

- 87.25. aksiyalarni joylashtirish (qimmatli qog'ozlarning birja bozoriga va uyshgan birjadan tashqari bozoriga chiqarish) narxini belgilash; 87.25 determine the price of sale of shares (release of securities to the stock market and the organized over-stock market);
- 87.26. qimmatli qog'ozlarning hosilalarini chiqarish to'g'risida qaror qabul qilish; 87.26 make a decision on the issue of securities derivatives;
- 87.27. homiylik (xayriya) yoki beg'araz yordam ko'rsatish (olish) to'g'risida qarorlarni faqat Aksiyadorlarning Umumiy Yig'ilishi tomonidan belgilangan tartib va shartlar asosida, shuningdek, qonun hujjatlarida belgilangan doirada, bu haqda barcha aksiyadorlar uchun ma'lumotlarni oshkor etgan tarzda qabul qilish; 87.27 make a decision on sponsorship (charity) or provide (receive) unbiased assistance only on the basis of the procedure and conditions established by the General Meeting of Shareholders, as well as within the framework established by law, in such a way as to disclose information about it to all shareholders;
- 87.28. Kuzatuv Kengashi qoshida Kuzatuv Kengashi, Boshqaruvi a'zolari, Jamiyat xodimlari va jalb etilgan ekspertlar (tegishli soha mutaxassislari, soha oliy ta'lim muassasalari o'qituvchilari va boshqalar)dan iborat tegishli masalalar, shu jumladan, nizoli vaziyatlarni aniqlash va hal etish va boshqa masalalar bo'yicha qo'mitalar (ishchi guruhlari) tashkil etish; 87.28 create committees (working groups), consisting of members of the Supervisory Board, members of the Executive Board, employees of the Company and involved experts (in the relevant field, teachers of higher education institutions, etc.) under control by Supervisory Board for relevant issues, including the identification and resolution of conflict situations and other issues;
- 87.29. qonun hujjatlariga muvofiq boshqa masalalarni hal etish. 87.29 solve other issues in accordance with legislation.
- 87.30. qimmatli qog'ozlar chiqarilishi to'g'risidagi qaror (aksiyalar, obligatsiyalar) va emissiya risolasini tasdiqlash; 87.30 approval of the decision on the issuance of securities (shares, bonds) and issue prospectus;
- 87.31. qimmatli qog'ozlar chiqarilishi to'g'risidagi qarorga (aksiyalar, obligatsiyalar) va emissiya risolasiga o'zgartirishlar va (yoki) qo'shimchalar kiritish va ularning matnini tasdiqlash; 87.31 making changes and (or) additions to the decision on the issuance of securities (shares, bonds) and the issue prospectus and approving their text;
88. Kuzatuv Kengashi vakolat doirasiga kiritilgan masalalar hal qilish uchun Boshqaruviga o'tkazilishi mumkin emas. 88. The issues included in the competence of the Supervisory Board cannot be transferred to the Executive Board.
89. Kuzatuv Kengashi a'zolari saylovi kumulyativ ovoz berish orqali amalga oshiriladi. Kumulyativ ovoz berishda har bir aksiyadorga tegishli ovozlar soni Kuzatuv Kengashiga saylanishi lozim bo'lgan shaxslar soniga ko'paytiriladi va aksiyador shu tariqa olingan ovozlarni bitta nomzodga to'liq berishga yoki ularni ikki va undan ortiq nomzodlar o'rtasida taqsimlashga haqlidir. Eng ko'p ovoz to'plagan nomzodlar Kuzatuv Kengashi tarkibiga saylangan deb hisoblanadi. 89. The election of members of the Supervisory Board is carried out by cumulative voting. In the case of cumulative voting, the number of votes belonging to each shareholder is multiplied by the number of persons to be elected to the Supervisory Board, and the shareholder has the right to give the votes obtained in this way to one candidate in full or to divide them between two or more candidates. Candidates who have received the most votes are considered to be elected members of the Supervisory Board.
90. Kuzatuv Kengashining raisi Kuzatuv Kengash a'zolari tomonidan ularning o'zlari orasidan ko'pchilik ovoz bilan saylanadi. Kuzatuv Kengashi o'z 90. The chairman of the Supervisory Board is elected by the members of the Supervisory Board from among themselves by a majority vote. The Supervisory Board



raisini jami a'zolarining ko'pchilik ovozi bilan qayta saylashga haqlidir.

91. Kuzatuv Kengashining raisi uning ishini tashkil etadi, Kuzatuv Kengashi majlislarini chaqiradi va ularda raislik qiladi, majlisda bayonnoma yuritilishini tashkil etadi, Boshqaruvi rahbari (Boshqaruv Raisi (yoki) Bosh Direktor) bilan mehnat shartnomasini imzolaydi.

92. Kuzatuv Kengashi raisi yo'q bo'lgan hollarda uning vazifasini kengash a'zolaridan biri amalga oshiradi.

93. Kuzatuv Kengashi majlislari uning raisi tomonidan har chorakda kamida bir marta chaqiriladi va o'tkaziladi.

94. Jamiyatning 1% (bir foizdan) kam bo'lmagan oddiy aksiyalari egalari Kuzatuv Kengashi majlisini chaqirishni talab qilish va kun tartibi yuzasidan taklif kiritish huquqiga ega.

95. Kuzatuv Kengashining majlisi Kuzatuv Kengashining raisi tomonidan uning o'z tashabbusiga ko'ra, Kuzatuv kengashi a'zolari, va Jamiyat Boshqaruvi talabiga ko'ra chaqiriladi.

96. Kuzatuv Kengashining majlisini o'tkazish uchun quorum Kuzatuv Kengashiga saylangan a'zolarining 75% (etmish besh foizdan) kam bo'lmasligi kerak. Kuzatuv Kengashining qarori Kuzatuv Kengashiga saylangan a'zolarining kamida 75% (etmish besh foizi) ishtirok etganida qonuniy hisoblanadi.

97. Kuzatuv Kengashining majlisida qarorlar, agar qonunchilikda boshqa hollar ko'zda tutilmagan bo'lsa, majlisda hozir bo'lganlarning ko'pchilik ovozi bilan qabul qilinadi. Kuzatuv Kengashi majlisida masalalar hal etilayotganda Kuzatuv Kengashning har bir a'zosi bitta ovozga ega. Kuzatuv Kengashining bir a'zosi o'z ovozini Kuzatuv Kengashning boshqa a'zosiga berishiga haqli emas. Kuzatuv Kengashi a'zolarining ovozlari teng bo'lgan holda, Kuzatuv Kengash raisining ovozi hal etuvchi hisoblanadi.

98. Majlisda Kuzatuv Kengashi a'zolari video va audio uskunalari orqali konferensiya aloqasi bo'yicha ishtirok etishi mumkin, bunda ularning ovozlari qaror qabul qilish uchun sirtidan berilgan deb hisoblanmaydi.

has the right to re-elect its chairman by a majority vote of all members.

91. The chairman of the Supervisory Board organizes its work, convenes the meetings of the Supervisory Board and presides over them, organizes the keeping of minutes at the meeting, signs the employment contract with the head of the Executive Board (Chairman of Board (or) General Director).

92. In the absence of the chairman of the Supervisory Board, one of the members of the board performs his duties.

93. Meetings of the Supervisory Board are convened and held by its chairman at least once every quarter.

94. Shareholder who owned ordinary shares of not less than 1% (one percent) have the right to demand the convening of a meeting of the Supervisory Board and make a proposal regarding the agenda.

95. The meeting of the Supervisory Board is convened by the chairman of the Supervisory Board at his own initiative, at the request of the members of the Supervisory Board and the Management Board of the Company.

96. The quorum for holding a meeting of the Supervisory Board shall not be less than 75% (seventy-five percent) of the members elected to the Supervisory Board. The decision of the Supervisory Board is legal when at least 75% (seventy-five percent) of the members elected to the Supervisory Board participate.

97. Decisions at the meeting of the Supervisory Board shall be made by the majority of those present at the meeting, unless otherwise provided by law. Each member of the Supervisory Board has one vote when matters are resolved at the meeting of the Supervisory Board. One member of the Supervisory Board has no right to vote for another member of the Supervisory Board. In case of equal votes of members of the Supervisory Board, the vote of the Chairman of the Supervisory Board is decisive.

98. The members of the Supervisory Board may participate in the meeting by video and audio equipment or a conference call, in which case their votes are not considered to be given in absentia for decision-making.



99. Balans qiymati yoki oldin qiymati bitim tuzish to'g'risida qaror qabul qilinayotgan sanada Jamiyat sof aktivlari miqdorining 15%dan (o'n besh foizidan) 50%gacha (ellik foizigacha) tashkil etuvchi mol-mulk xususida yirik bitim tuzish to'g'risidagi qaror Kuzatuv Kengashining a'zolari tomonidan bir ovozdan qabul qilinadi, bunda Kuzatuv Kengashidan chiqib ketgan a'zolarining ovozi inobatga olinmaydi.

100. Kuzatuv Kengashining majlisida bayonnoma yuritiladi va bayonnoma majlis o'tkazilgandan so'ng 10 (o'n) kundan kechiktirmay tuziladi. Majlis bayonnomasida quyidagilar ko'rsatiladi:

- majlis o'tkazilgan sana, vaqt va joy;
- majlisda hozir bo'lgan shaxslar;
- majlisning kun tartibi;
- ovoz berishga qo'yilgan masalalar, ular yuzasidan o'tkazilgan ovoz berish yakunlari;
- qabul qilingan qarorlar.

101. Kuzatuv Kengashi majlisining bayonnomasi majlisda ishtirok etayotgan Kuzatuv Kengashi a'zolari tomonidan imzolanadi, ular majlis bayonnomasi to'g'ri rasmiylashtirilishi uchun javobgar bo'ladi.

102. Kuzatuv Kengashining qarorlari sirdan ovoz berish yo'li bilan (so'rov yo'li bilan) Kuzatuv Kengashining barcha a'zolari tomonidan bir ovozdan qabul qilinishi mumkin.

103. Kuzatuv Kengashi va uning raisi o'z huquqlarini amalga oshirishda va o'z majburiyatlarini bajarishda Jamiyat manfaatlarini ko'zlab ish tutishi lozim. Ular qonun hujjatlariga va ushbu ustavga muvofiq Jamiyat va uning aksiyadorlari oldida javobgardir.

104. Kuzatuv Kengashi mazkur Ustav va Aksiyadorlar Umumiy Yig'ilishi tomonidan tasdiqlanadigan «Kuzatuv Kengashi to'g'risida»gi nizom asosida ish olib boradi.

## **XII. JAMIYATNING IJROIYA ORGANI (BOSHQARUVI)**

105. Jamiyatning kundalik faoliyatiga rahbarlik Ijroiya Organi (Boshqaruvi) va uning raisi – Bosh Direktor (Boshqaruv Raisi) tomonidan amalga oshiriladi. Boshqaruv vakolatiga Jamiyatning kundalik faoliyatiga rahbarlik qilishga doir barcha masalalar kiradi, Aksiyadorlar Umumiy Yig'ilishi va Kuzatuv Kengashining vakolatlariga kiritilgan masalalar bundan mustasno.

106. Bosh Direktor (Boshqaruv Raisi) Jamiyatning Boshqaruviga rahbarlik qiladi, Jamiyatning kundalik

99. The decision to enter into a major transaction with respect to property, whose balance sheet value or pre-value amount is from 15% (fifteen percent) to 50% (fifty percent) of the Company's net assets on the date of the decision to enter into a transaction, shall be made unanimously by the members of the Supervisory Board, in which the members who have left the Supervisory Board vote is not taken into account.

100. Minutes shall be kept at the meeting of the Supervisory Board, and shall be drawn up no later than 10 (ten) days after the meeting. The minutes of the meeting indicate the following:

- date, time and place of the meeting;
- persons present at the meeting;
- agenda of the meeting;
- issues put to vote, results of voting on them;
- decisions made.

101. The minutes of the meeting of the Supervisory Board are signed by the members of the Supervisory Board participating in the meeting, who are responsible for the correct execution of the minutes of the meeting.

102. Decisions of the Supervisory Board may be adopted unanimously by all members of the Supervisory Board by absentee voting (by poll).

103. The Supervisory Board and its chairman must act in the interest of the Company in exercising their rights and fulfilling their obligations. They are responsible to the Company and its shareholders in accordance with legal documents and this charter.

104. The Supervisory Board works on the basis of this Charter and the Regulation "On the Supervisory Board" approved by the General Meeting of Shareholders.

## **XII. EXECUTIVE BOARD OF THE COMPANY**

105. The operation activities of the Company are managed by the Executive Board and its chairman – the General Director (Chairman of the Board). The authority of the Executive Board includes all matters related to the management of the daily activities of the Company, except for the matters included in the authority of the General Meeting of Shareholders and the Supervisory Board.

106. The General Director (the Chairman of the Board) heads Executive Board of the Company, manages the



faoliyatini boshqaradi va operativ rahbarlikni qonunchilka, Jamiyat ustavi, Aksiyadorlar Umumiy Yig'ilishi va Kuzatuv Kengashining qarorlariga muvofiq amalga oshiradi.

107. Bosh Direktor (Boshqaruv Raisi) Qonun va mazkur ustavga muvofiq Aksiyadorlar Umumiy Yig'ilishi va Kuzatuv Kengashi qarorlari bajarilishini tashkil etadi va ularga hisobot beradi.

108. Bosh Direktor (Boshqaruv Raisi) aksiyadorlar umumiy yig'ilishi tomonidan, Boshqaruv a'zolari Kuzatuv Kengashi tomonidan tayinlanadi. Bosh Direktor (Boshqaruv Raisi) va Boshqaruv a'zolari bilan bilan mehnat shartnomasini Jamiyat nomidan Kuzatuv Kengashi raisi imzolaydi.

109. Boshqaruv vakolatiga quyidagilar kiradi:

109.1. Jamiyat tuzilmalari rahbarlarini tayinlash (filial va vakolatxonalari rahbarlaridan tashqari);

109.2. ishchi va xodimlarga ish haqi va mukofotlar miqdorini belgilash;

109.3. xodimlar mansab yoriqnomalarini tasdiqlash;

109.4. Jamiyat tuzilmalari rahbarlari hisobotlarini har chorak yakuni bo'yicha eshitish;

109.5. Jamiyat tomonidan mol-mulkni olish yoki uni boshqa shaxsga berish yoxud mol-mulkni boshqa shaxsga berish ehtimoli bilan bog'liq bitim yoki o'zaro bog'langan bir nechta bitimlar bo'yicha qaror qabul qilish, agar boshqa shaxsga berilayotgan mol-mulkning yoki olinayotgan mol-mulkning balans qiymati bunday bitimlarni tuzish to'g'risidagi qaror qabul qilinayotgan sanadan oldingi hisobot sanasiga tuzilgan moliyaviy hisobot bo'yicha Jamiyat sof aktivlari miqdorining 5%dan (besh foizidan) 15%gacha (o'n besh foizigacha) tashkil etsa;

Mol-mulkni olish yoki berish bitimi deganda haq evaziga yoki beg'araz bitimlar, ya'ni barcha bitimlar kiradi.

Aksiyalarni va boshqa qimmatli qog'ozlarni joylashtirish (sotish, ayrboshlash va xokazo turdagi bitimlar) bilan bog'liq bo'lgan bitimlar bundan mustasno.

109.6. Jamiyatning asosiy vositlarini hisobdan chiqarish.

daily activities of the Company and carries out operational management in accordance with the legislation, the Charter of the Company, the decisions of the General Meeting of Shareholders and the Supervisory Board.

107. In accordance with the Law and this charter, the General Director (the Chairman of the Board) organizes the execution of decisions of the General Meeting of Shareholders and the Supervisory Board and reports to them.

108. The General Director (the Chairman of the Board) is appointed by the general meeting of shareholders, and the members of the Board are appointed by the Supervisory Board. The employment contract with the General Director (the Chairman of the Board) and the members of the Board is signed by the Chairman of the Supervisory Board on behalf of the Company.

109. The authority of Executive Board includes to:

109.1 appoint of heads of departments (except heads of branches and representative offices);

109.2 determine the amount of salaries and bonuses for personnel and employees;

109.3 approve of staff career instructions;

109.4 review the reports of the heads of departments at the end of every quarter;

109.5 make a decision on a transaction or several transactions related to the possibility of acquisition property or transferring it to another person or the possibility of transferring property to another person, if the balance sheet value of the property to be transferred to another person or the property to be received exceeds such transactions if it is from 5% (five percent) to 15% (fifteen percent) of the amount of the Company's net assets according to the financial statement prepared before the date of the decision on the formation;

The transaction of acquisition or transfer of property includes transactions for consideration or gratuitous, i.e., all transactions.

The transactions related to the sale (purchase, buy, convert, exchange and other) of shares and other securities are not included.

109.6 write-off the fixed assets of the Company.

110. Bosh Direktorning (Boshqaruv Raisining) vakolatiga quyidagilar kiradi:	110. The authority of the General Director (the Chairman of the Board) include to:
110.1. mazkur ustav, Aksiyadorlar Umumiy Yig'ilishi va Kuzatuv Kengashi tomonidan berilgan vakolatlarga muvofiq Jamiyat Boshqaruvi ishiga rahbarlik qilish;	110.1 lead of the Executive Board of the Company in accordance with the powers given to him by this charter, the General Meeting of Shareholders and the Supervisory Board;
110.2. Jamiyat nomidan ishonchnomasiz ish yuritish va uning manfaatlarini himoya qilish;	110.2 acting on behalf of the Company without a power of attorney and protecting its interests;
110.3. Jamiyat nomidan bitimlar tuzish (imzolash);	110.3 conclude (to sign) of transactions on behalf of the Company;
110.4. Kuzatuv Kengashining roziligiga ko'ra uning ishida maslahat ovozi bilan ishtirok etish;	110.4 participate at the meeting of the Supervisory Board with an advisory vote;
110.5. Jamiyatning filiali yoki vakolatxonasi rahbarini tayinlash;	110.5 appoint of the head of the branch or representative office of the Company;
110.6. xodimlar shtatlarini tasdiqlash, xodimlarni (ishchilarni) ishga qabul qilish, ular bilan mehnat shartnomalarini tuzish va bekor qilish, ularga nisbatan intizomiy jazo choralarini qo'llash, xodimlar tomonidan mehnat va ijro intizomini saqlab turishini ta'minlash;	110.6 approve staff positions, hiring employees (workers), conclude and terminate employees contracts with them, apply disciplinary sanctions against them, ensure by employees maintain labor and performance discipline;
110.7. Jamiyat nomidan amaldagi qonunchilikka asosan ishonchnomalarni berish;	110.7 Issue power of attorney on behalf of the Company in accordance with legislation;
110.8. Jamiyatning barcha xodimlari tomonidan bajarilishi majburiy bo'lgan buyruq va farmoyishlar chiqarish va ko'rsatmalar berish;	110.8 issue orders and instructions that must be followed by all employees of the Company;
110.9. vakolatlari doirasida Jamiyatning samarali va barqaror ishlashini ta'minlagan holda uning joriy faoliyatiga rahbarlik qilish;	110.9 to lead the current activity of the Company, ensure its effective and stable operation within its authority;
110.10. Aksiyadorlar Umumiy Yig'ilishi va Kuzatuv Kengashi qarorlarining bajarilishini tashkil etish;	110.10 organize the execution of decisions of the General Meeting of Shareholders and the Supervisory Board;
110.11. Jamiyatda buxgalteriya hisobi yuritilishini tashkil etish, shu jumladan e'lon qilish maqsadida moliyaviy hisobotlar xalqaro standartlariga transformasiyasini ta'minlash;	110.11 organize of Company's accounting, including transformation to international standards of financial statements for the purpose of publication;
110.12. qonun hujjatlariga muvofiq Jamiyat faoliyatiga doir ma'lumotlarni oshkor qilish;	110.12 disclosure of information on the activities of the Company in accordance with the law;
110.13. yillik hisobotlar va boshqa moliyaviy hisobotlar tegishli organlarga o'z vaqtida taqdim etilishini, shuningdek aksiyadorlarga, kreditorlarga va boshqa oluvchilarga yuboriladigan ma'lumotlar taqdim etilishini ta'minlash;	110.13 ensure timely submission of annual reports and other financial reports to relevant authorities, as well as information sent to shareholders, creditors and other recipients;
110.14. Jamiyat arxivi ishini tashkil etish va undagi hujjatlar butligini ta'minlash;	110.14 organize the execution of the archive and ensure the integrity of the documents in it;



110.15. amaldagi qonun hujjatlariga hamda Jamiyat ichki hujjatlariga rioya qilish.

111. Boshqaruv va Bosh Direktor (Boshqaruv Raisi) o'z huquqlarini amalga oshirishda va o'z majburiyatlarini bajarishda Jamiyat manfaatlarini ko'zlab ish tutishi lozim. Ular qonun hujjatlariga va ushbu ustavga muvofiq Jamiyat va uning aksiyadorlari oldida javobgardir.

112. Boshqaruv va Bosh Direktor (Boshqaruv Raisi) mazkur ustav va Aksiyadorlar Umumiy Yig'ilishi tomonidan tasdiqlangan "Ijroiya Organi to'g'risida"gi nizom asosida ish olib boradi.

### **XIII. JAMIYAT FAOLIYATINI NAZORAT QILISH**

113. Jamiyat aktivlarining balans qiymati bazaviy hisoblash miqdorining yuz ming barobarini tashkil etsa va (yoki) ohsa Jamiyatda ichki audit xizmati tashkil etiladi. Ichki audit xizmati Kuzatuv Kengashiga hisobdor bo'ladi.

114. Ichki audit xizmati Jamiyatning Ijroiya Organi, filiallari va vakolatxonalari tomonidan qonun hujjatlariga, ustavga va boshqa hujjatlarga rioya etilishini, buxgalteriya hisobida va moliyaviy hisobotlarda ma'lumotlarning to'liq hamda ishonch'li tarzda aks ettiri'lishi ta'min'lanishini, xo'jalik operatsiyalarini amalga oshirishning belgilangan qoidalari va tartib-taomillariga rioya etilishini, aktivlarning saqlanishini, shuningdek Jamiyatni boshqarish yuzasidan qonun hujjatlarida belgilangan talablarga rioya etilishini tekshirish hamda monitoring olib borish orqali Ijroiya Organ, filiallari va vakolatxonalari ishini nazorat qiladi hamda baholaydi.

115. Ichki audit xizmati Jamiyatdagi ichki nazoratni, shu jumladan, 50% (ellik foizdan) ziyod ulushi Jamiyatga tegishli bo'lgan yuridik shaxslar bilan o'tkazilgan operatsiyalar ustidan nazoratni amalga oshiradi.

116. Ichki audit xizmati o'z faoliyatini O'zbekiston Respublikasi Vazirlar Mahkamasi tomonidan belgilanadigan tartibga muvofiq amalga oshiradi.

117. Kuzatuv Kengashiga hisobdor bo'lgan va korporativ qonun hujjatlariga rioya etilishi ustidan nazorat qilish vazifasini bajaruvchi Jamiyat korporativ maslahatchisi lavozimi joriy etilishi mumkin.

110.15 compliance with the applicable laws and internal documents of the Company.

111. The Executive Board and the General Director (Chairman of the Board) shall act in the interests of the Company in execution their rights and fulfilling their obligations. They are responsible for the Company and its shareholders in accordance with legal documents and this charter.

112. The Executive Board and the General Director (Chairman of the Board) operate on the basis of this charter and the regulation "On the Executive Board" approved by the General Meeting of Shareholders.

### **XIII. CONTROL OF COMPANY'S ACTIVITIES**

113. The internal audit service will be established in the Company If the balance sheet value of the Company's assets is one hundred thousand times the amount of the base calculation and (or) increases. The internal audit service is accountable to the Supervisory Board.

114. The internal audit service ensures that the Executive Board, branches and representative offices of the Company comply with legal documents, the charter and other documents, ensure that information is fully and reliably reflected in accounting and financial reports, and that the established rules and procedures for the implementation of business operations are followed, supervises and evaluates the work of the Executive Board, branches and representative offices by checking and monitoring the preservation of assets, as well as the compliance with the requirements established by law regarding the management of the Company.

115. The internal audit service carries out internal control in the Company, including control over transactions with legal entities whose share is more than 50% (fifty percent) owned by the Company.

116. The internal audit service carries out its activities in accordance with the procedure established by the Cabinet of Ministers of the Republic of Uzbekistan.

117. The position of the corporate advisor of the Company, who is accountable to the Supervisory Board and compliance with corporate legislation, may be introduced in the Company.

118. Korporativ maslahatchisining faoliyati Kuzatuv Kengashi tomonidan tasdiqlangan nizom asosida amalga oshiriladi.

#### **XIV. JAMIYATNI QAYTA TASHKIL ETISH VA TUGATISH**

Jamiyatni qayta tashkil etish tartibi:

119. Jamiyatni qayta tashkil etish (jumladan: qo'shib olish, qo'shib yuborish, birlashtirish, bo'lish, ajratib chiqarish va qayta tuzish) Aksiyadorlar Umumiy Yig'ilishining qarori asosida, shuningdek, amaldagi qonun hujjatlari bilan belgilangan hollarda va tartibda amalga oshiriladi.

Jamiyatni tugatish tartibi:

120. Jamiyatni tugatish Aksiyadorlar Umumiy Yig'ilishining qarori asosida, shuningdek, amaldagi qonun hujjatlari bilan belgilangan hollarda va tartibda amalga oshiriladi. Jamiyatni tugatish uning huquq, va majburiyatlari huquqiy vorislik tartibida boshqa shaxslarga o'tmagan holda Jamiyat faoliyatiniipg tuxtatilishiga olib keladi.

#### **XV. YAKUNIY QOIDALAR**

121. Ustav bo'yicha kelib chiqadigan barcha nizo va kelishmovchiliklar amaldagi qonun hujjatlari va ushbu ustavga asosan hal qilinadi.

122. Nizo va kelishmovchiliklarni muzokaralar yo'li bilan hal qilish imkoniyati bo'lmagan taqdirda ular tegishli ravishda sud orqali hal qilinadi.

123. Mazkur ustavning o'zbek va ingliz tilidagi matnlar o'rtasida qarama-qarshiliklar va tushunmovchiliklar bo'lgan taqdirda, ustavning o'zbek tilidagi matni qabul qilinadi.

124. Mazkur ustav va uning kiritilgan o'zgartish va qo'shimchalar qonun hujjatlarida belgilangan tartibda davlat ro'yxatiga olingan vaqtdan boshlab uchinchi shaxslar uchun kuchga kiradi.

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118. The activities of the corporate advisor are carried out based on the regulations approved by the Supervisory Board.

#### **XIV. REORGANIZATION AND TERMINATION OF COMPANY**

Procedure for reorganization of Company:

119. Reorganization of the Company (including acquisition, merger, division, separation and reorganization) is carried out on the basis of the decision of the General Meeting of Shareholders, as well as in the cases and according to the procedure established by the current legislation.

Procedure for liquidation of Company:

120. Liquidation of the Company is carried out on the basis of the decision of the General Meeting of Shareholders, as well as in cases and according to the procedure established by the current legislation. The liquidation of the Company leads to the suspension of the Company's activities without passing on its rights and obligations to other persons in the order of legal succession.

#### **XV. FINAL RULES**

121. All disputes and disagreements arising from the authorized capital shall be resolved based on the current legal documents and this charter.

122. If there is no possibility to resolve disputes and disagreements through negotiations, they will be resolved by the court accordingly.

123. In case of contradictions and misunderstandings between the uzbek and english texts of this charter, the uzbek text of the charter shall be accepted.

124. This charter and its amendments and additions shall enter into force for third parties from the moment of state registration in accordance with the procedure established by law.

**Joint-venture «EUROASIA INSURANCE»  
Joint Stock Company**

**Bosh Direktor (Boshqaruv Raisi) / General Director (Chairman of the Board)**



..... **Abdukakhkharov I.Sh.**