

REGULATION
ON THE GENERAL MEETING OF SHAREHOLDERS
of the Joint Stock Company “Mortgage
Refinancing Company of Uzbekistan”

Tashkent - 2024.

CONTENTS

I. GENERAL PROVISIONS.....	3
II. COMPETENCE OF THE GENERAL MEETING OF SHAREHOLDERS	3
III. RIGHT TO ATTEND THE GENERAL MEETING OF SHAREHOLDERS. REGISTRATION OF SHAREHOLDERS AND THEIR AUTHORIZED REPRESENTATIVES	5
IV. PREPARATION FOR THE ANNUAL GENERAL MEETING OF SHAREHOLDERS	6
V. PREPARATION FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS.....	8
VI. QUORUM OF THE GENERAL MEETING OF SHAREHOLDERS.....	10
VII. WORKING BODIES OF THE GENERAL MEETING.....	10
VIII.....PROCEDURE FOR HOLDING THE GENERAL MEETING OF SHAREHOLDERS	12
IX. MINUTES OF THE GENERAL MEETING OF SHAREHOLDERS	12
X. IMPLEMENTATION OF THE RESOLUTION OF THE GENERAL MEETING.....	16
<i>APPENDIX № 1</i>	14
<i>APPENDIX № 2</i>	15
<i>APPENDIX № 3</i>	16
<i>APPENDIX № 4</i>	17
<i>APPENDIX № 5</i>	18

I. GENERAL PROVISIONS

1.1 This Regulation determines the status and regulates the work of the general meeting of shareholders of the Joint-Stock Company "Mortgage Refinancing Company of Uzbekistan", the procedure for its holding and decision-making.

1.2 The Regulation has been developed in accordance with the Law of the Republic of Uzbekistan "On Joint Stock Companies and Protection of Shareholders' Rights", other regulatory legal acts, the Corporate Governance Code approved by minutes of the meeting of the Committee for improving the efficiency of joint stock companies and corporate governance system No. 9 dated December 31, 2015, and the Charter of the Joint-Stock Company for Refinancing the Uzbekistan Mortgage (hereinafter - the Company).

1.3 The Company shall hold an Annual General Meeting of Shareholders (hereinafter as the Annual General Meeting of Shareholders). The Annual General Meeting of Shareholders shall be held not later than six months after the end of the financial year.

1.4 The Annual General Meeting of Shareholders shall resolve the issues specified in the Company's Charter on election of the Supervisory Board (in the years when the mandate of the members of the Supervisory Board ends), and consider the annual report of the Company, reports of the Executive Management and Supervisory Board of the Company.

1.5 Any meetings held in addition to the Annual General Meeting of Shareholders are extraordinary meetings.

1.6 The date and procedure for holding the General Meeting of Shareholders, the procedure for informing shareholders about holding the meeting, the list of materials (information) to be provided to shareholders in preparation for the General Meeting of Shareholders shall be established by the Supervisory Board of the Company.

II. COMPETENCE OF THE GENERAL MEETING OF SHAREHOLDERS

2.1 The competence of the General Meeting of Shareholders includes:

- introduction of amendments and additions to the Charter of the Company or approval of a new edition of the Company's Charter;
- Company reorganization;
- Company liquidation, appointment of a liquidator (liquidation committee) and approval of interim and final liquidation balance sheets;
- determination of the number of members of the Supervisory Board of the Company, election of their members and early termination of their powers;
- determination of the maximum amount of authorized shares;
- reduction of the share fund (share capital) of the Company;
- acquisition of own shares;
- approval of the organizational structure of the Company;
- approval of the annual report and development strategy of the Company for the medium and long-term period (more than 5 years) with the determination of its specific terms based on the Company's main directions and goals;
- distribution of Company's profits and losses;
- hearing reports of the Supervisory Board of the Company on issues falling within their competence, including compliance with the requirements established by law for the company management;
- making a decision on non-exercising the preemptive right provided for in Article 35 of the Law of the Republic of Uzbekistan "On Joint Stock Companies and Protection of Shareholders' Rights";
- approval of regulations of the General Meeting of Shareholders;
- splitting and consolidation of shares;

- making a decision on a major transaction to be entered into by the Company, which subject is property which book value or acquisition cost is more than fifty percent of the Company's net assets as of the date of the decision to enter into such transaction in accordance with Chapter 8 of the Law of the Republic of Uzbekistan "On Joint Stock Companies and Protection Shareholders' Rights";

- making a decision to enter into a transaction with an affiliated person of the company in accordance with Chapter 9 of the Law of the Republic of Uzbekistan "On Joint Stock Companies and Protection of Shareholders' Rights";

- making a decision on undertaking an obligation to follow the recommendations of the Corporate Governance Code and approving the message form;

- making a decision to make an annual analysis of the compliance of business processes and projects with the Company development goals with the involvement of independent professional consulting organizations and hearing the analysis results;

- determination of transactions related to the current economic activities of the Company;

- determination of the procedure, conditions for the provision (receipt) and adoption by the Supervisory Board of decisions on charitable (sponsorship) or gratuitous assistance;

- determination (approval) of the procedure for voting by e-mail (with confirmation by an electronic digital signature), as well as by delegating their powers to a representative or holding the General Meeting as a video conference;

- determination (approval) of the procedure for involving independent experts to provide practical assistance to the Counting Commission or to perform their functions (for example, an investment consultant and other professional securities market participants);

- determination (approval) of the procedure for covering the costs of maintaining a Committee of Minority Shareholders at the expense of the Company (when creating the Committee of Minority Shareholders);

- establishment of requirements for the form and content of the report of the management and control bodies of the Company reporting at the General Meeting of Shareholders, determination of duration of the General Meeting;

- Consideration of issues related to changes in the rights granted by the company's shares (stakes);

- resolution of other issues in accordance with the legislation and the Company's Charter.

2.2 Decisions on the issues specified in Clauses 7.1-7.3., 7.5., 7.12. of this Regulation, parts two and three of Article 84 and part five of Article 88 of the Law "On Joint Stock Companies and Protection of Shareholders' Rights" shall be adopted by a majority of three quarters of votes of shareholders owning voting shares and attending the General Meeting of Shareholders.

2.3 A decision on formation or increasing of the state share in the authorized capital of the Company at the expense of the existing tax and other debts to the state shall be adopted by the General Meeting of Shareholders by a simple majority of shareholders' votes, with the consent of shareholders (other than the state) owning at least two-thirds of the outstanding voting shares of the Company.

2.4 Decisions on other issues shall be taken by the General Meeting of Shareholders by a simple majority of votes of shareholders owning voting shares and attending the General Meeting of Shareholders.

2.5 Any issues referred to the competence of the General Meeting of Shareholders cannot be transferred for decision to the Supervisory Board and the Executive Management of the Company.

III. RIGHT TO ATTEND THE GENERAL MEETING OF SHAREHOLDERS. REGISTRATION OF SHAREHOLDERS AND THEIR AUTHORIZED REPRESENTATIVES

3.1 The right to attend the General Meeting of Shareholders shall be vested in the shareholders registered in the register of shareholders of the Company, generated three working days before the date of the General Meeting of Shareholders.

3.2 At a shareholder's request, the Company shall provide information on its inclusion in the register of shareholders generated for holding the General Meeting of Shareholders.

3.3 Amendments to the generated register of shareholders of the Company may be made only in case of restoration of the violated rights of persons not included in the above register as of the date of its generation, or correction of errors made during its generation, in the manner prescribed by law.

3.4 The shareholders registered in the register of shareholders of the Company, their authorized representatives, the Counting Commission, Internal Audit, a representative of the audit organization that conducted an external audit, members of the Supervisory Board, the Executive Management shall have the right to attend the General Meeting of Shareholders, as well as a representative of the Committee of Minority Shareholders (if any), etc. at the invitation of the Chairman of the General Meeting of Shareholders.

3.5 Members of the Executive Management, representatives of the Supervisory Board, as well as representatives of the audit organization shall personally attend the Annual General Meeting of Shareholders with reports of their bodies.

3.6 Candidates for membership of the Supervisory Board of the Company may attend the General Meeting of Shareholders when considering their candidacies.

3.7 To attend the General Meeting, shareholders or their authorized representatives shall be registered at the place and time specified in the notice of the meeting.

3.8 A shareholder's representative at the General Meeting of Shareholders shall act on the basis of a power of attorney drawn up in writing. The power of attorney for voting shall contain information about the represented and the representative (name or title, place of residence or location, passport data). The power of attorney to vote on behalf of an individual shall be notarized. A power of attorney to vote on behalf of a legal entity shall be issued with a signature of its head and certified by the seal of this legal entity (if any).

3.9 A shareholder shall have the right at any time to replace its representative at the General Meeting of Shareholders or personally attend it.

3.10 Registration of shareholders, individuals who have arrived to attend the General Meeting, shall be carried out upon presentation of a passport or another document proving the identity of the shareholder, and in relation to a representative, then a notarized power of attorney.

3.11 The CEO of the legal entity being the shareholder of the Company shall exercise its powers at the General Meeting according to its position on the basis of a legal act on its appointment to the position and an identity document.

3.12 A representative of the shareholder being a legal entity may attend the General Meeting of Shareholders if there is a power of attorney in its name, signed by the head of the organization or another person authorized to do so by its constituent documents, certified by the seal of this organization (if any).

3.13 If a share of the Company is commonly owned by several persons, then the powers to vote at the General Meeting of Shareholders shall be exercised at their discretion by one of the participants in the common share ownership or by their common representative. The powers of each of these persons shall be duly formalized.

3.14 In accordance with the register of shareholders of the Company generated for the General Meeting of Shareholders, a registration sheet shall be drawn up in the form according to Appendix No. 1 to this Regulation.

3.15 The registration sheet shall be bound, numbered, laced and affixed with the seal of the Company.

3.16 When holding the General Meeting, shareholders (their representatives) shall sign the registration sheet and receive a set of ballots (Appendix No. 2) for voting based on the number of voting shares of each shareholder determined according to the data of the register of Company's shareholders.

3.17 If a meeting attendee presents a power of attorney to represent interests of one or more shareholders, it shall be given ballots for voting represented by the shareholder (shareholders), and in the registration sheet, opposite the name of the shareholder represented, a note shall be made: "under power of attorney No. ___ dated "___" for _____ (number) voting shares", and full name of the representative shall be indicated.

IV. PREPARATION FOR THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

4.1 For high-quality preparation and holding of the General Meeting of Shareholders within the time period specified in Clause 3 of this Regulation, the Executive Management, together with the corporate consultant (if any), shall carry out the following:

- entering into contracts with auditing organizations selected by the decision of the General Meeting of Shareholders to conduct an audit, including preparation of financial statements in accordance with International Financial Reporting Standards, external audit in accordance with International Auditing Standards, indicating specific deadlines for completing the audit in the contract;

- ensuring the publication of annual financial statements drawn up in accordance with International Financial Reporting Standards, after their external audit in accordance with International Financial Reporting Standards, not later than two weeks before the date of the Annual General Meeting.

The Executive Management shall also develop (prepare):

- draft regulations for holding the General Meeting of Shareholders, distribution of net profit (covering losses) with an attachment of justification for each direction and other documents to be considered by the General Meeting of Shareholders. Summarizing proposals received from shareholders for inclusion in the agenda of the Annual General Meeting of Shareholders, including information on nominated candidates for the Supervisory Board of the Company, etc.;

- an annual report and an annual business plan of the Company, as well as a draft Company development strategy for the medium and long term, with the determination of its specific terms based on the Company's main directions and goals;

- an Executive Management's report on the fulfillment of parameters of the business plan and on the measures taken to achieve the Company's development strategy;

- together with an internal auditor, preparing documents for a bidding and selecting an audit organization for conducting an audit, etc.

4.2 After the development (preparation) of the materials specified in the second part of Clause 4.1 of this Regulation, the Executive Management shall submit them to the Supervisory Board for consideration.

4.3 Preparations for the General Meeting of Shareholders shall be carried out by the Supervisory Board, which shall determine:

- date, place and time of the General Meeting of Shareholders;
- agenda of the General Meeting of Shareholders;
- date of compiling the register of shareholders of the Company to notify shareholders and hold the General Meeting of Shareholders;
- the procedure for informing shareholders and a state representative of holding the General Meeting of Shareholders;
- a list of information (materials) to be provided to shareholders in preparation for the General Meeting of Shareholders;
- form and text of the ballot paper.

4.4 The date of the General Meeting of Shareholders cannot be established less than twenty one days and more than thirty days from the date of the decision to hold it.

4.5 The notice of the General Meeting of Shareholders shall be published on the official website of the Company, on the official website of the JSC 'Toshkent' Republican Stock Exchange (in case of inclusion of the company's shares in the quotation list of the Exchange), in the media, and shall also be sent to shareholders by e-mail (according to Appendix No. 3), not later than ten days, but not earlier than thirty days before the date of the General Meeting of Shareholders.

4.6 The Company shall have the right to send a written notice to the shareholder independently or through a professional securities market participant in accordance with the agreement concluded between the Company and the professional securities market participant for the provision of relevant services.

4.7 The notice of holding the General Meeting of Shareholders shall contain:

- name, location (postal address) and e-mail address of the Company;
- date, time and place of the General Meeting of Shareholders;
- date of formation of the register of shareholders of the Company;
- issues included in the agenda of the General Meeting of Shareholders;
- procedure for familiarizing shareholders with information (materials) to be provided to shareholders in preparation for the General Meeting of Shareholders.

4.8 The information (materials) to be provided to shareholders in preparation for the General Meeting of Shareholders shall include the Company's annual report, a conclusion of an audit organization based on the results of auditing the Company's annual financial and economic activities, information on candidates for members of the Company's Supervisory Board, draft amendments and additions to the Company's Charter, or a draft Company's Charter in a new edition, as well as the Company's development strategy for the medium and long term and other necessary information on the agenda, including the position of the Supervisory Board regarding the agenda of the General Meeting.

4.9 The list of additional information (materials) to be provided to shareholders in preparation for the General Meeting of Shareholders may be established by the authorized state body on regulation of the securities market.

4.10 Shareholders (shareholder) who collectively own at least one percent of the voting shares of the Company, shall, not later than ninety days after the end of the financial year of the Company, have the right to make proposals (in the form specified in Appendix

No. 4) on the agenda of the Annual General Meeting Shareholders, including for the distribution of profits, candidates for members of the management and control bodies, with a possibility of replacing them before the General Meeting of Shareholders in the prescribed manner.

4.11 An issue shall be introduced into the agenda of the General Meeting of Shareholders in writing, indicating the reasons for raising it, the name of the shareholder (shareholders) introducing the issue, the number and type of shares owned.

4.12 When making proposals for the nomination of candidates to the Supervisory Board of the Company, including in the case of self-nomination, the name of a candidate, the number and type of shares owned (if the candidate is a shareholder of the company), as well as names (titles) of shareholders nominating the candidate, the number and type of shares they hold, shall be indicated.

4.13 The Supervisory Board of the Company shall consider the proposals received and make a decision on their inclusion in the agenda of the General Meeting of Shareholders or on refusal to include them in the specified agenda not later than 10 days after the end of the period specified in Clause 38 of this Regulation.

4.14 The issue introduced by the shareholder (shareholders) shall be subject to inclusion in the agenda of the General Meeting of Shareholders, as well as the candidates nominated shall be subject to inclusion in the list of candidates for voting in elections to the management and control bodies of the Company, except for cases when:

- the shareholder (shareholders) has not met the deadline specified in Clause 38 of this Regulation;
- the shareholder (shareholders) is not the owner of the number of voting shares of the Company provided for in Clause 38 of this Regulation;
- if the data on candidates for the management and control bodies of the Company are incomplete;
- the proposals do not meet the requirements of legislative acts.

4.15 Shareholders (shareholder) shall have the right to amend the list of candidates nominated by them to the Supervisory Board of the Company not later than three business days from the date of publication of the announcement of the Annual General Meeting of Shareholders.

4.16 The decision of the Supervisory Board of the Company on the inclusion or reasoned refusal to include an issue into the agenda of the General Meeting of Shareholders or a candidate for the list of candidates for voting in elections to the management and control bodies of the Company shall be sent to the shareholder (shareholders) who has submitted the issue or the proposal not later than three working days from the date of its adoption.

4.17 The decision of the Supervisory Board of the Company to refuse to include the issue into the agenda of the General Meeting of Shareholders or a candidate for the list of candidates for voting in elections to the management and control bodies of the Company may be appealed in court.

V. PREPARATION FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

5.1 An Extraordinary General Meeting of Shareholders shall be held by decision of the Supervisory Board of the Company on the basis of:

- their own initiative;
- the request of a shareholder (shareholders) owning at least 5% of the voting shares of the company on the date of the request (in accordance with Appendix No. 5);

5.2 The reasons for demanding to hold the Extraordinary General Meeting of Shareholders on issues of early termination of powers of the Supervisory Board are:

- non-compliance with the legislation of the Republic of Uzbekistan, the Charter, decisions of the General Meeting of Shareholders;
- causing losses to the Company and damage to the property rights of shareholders, including those associated with a significant deterioration in financial and economic activities, a decrease in profit and profitability of the Company, an unjustified reduction in the sale of work and services;
- the presence of signs or threat of the emergence of economic insolvency (bankruptcy) of the Company, the presence of stable debts to the state budget, off-budgetary funds, on payment of wages to employees.

5.3 The request to hold the Extraordinary General Meeting of Shareholders shall formulate the issues to be included in the agenda of the meeting, indicating the reasons for their introduction. If the convocation of the Extraordinary General Meeting of Shareholders is due to the introduction of the issue on early termination of powers of members of the Supervisory Board, the request to convene such meeting, in addition to the issue of early termination of powers of the Supervisory Board, shall contain proposals to include in the agenda the issues of electing a new membership of the Supervisory Board.

5.4 The Supervisory Board of the Company shall not be entitled to amend the wording of the issues on the agenda of the Extraordinary General Meeting of Shareholders convened at the request of the shareholder (shareholders) owning at least five percent of the voting shares of the Company.

5.5 If the request to convene the Extraordinary General Meeting of Shareholders comes from a shareholder (shareholders), it shall contain the name (names) of the shareholder (shareholders) requesting the convening of the meeting, indicating the number and type of shares owned.

5.6 The request to convene the Extraordinary General Meeting of Shareholders shall be signed by the person (persons) requesting the convocation of the Extraordinary General Meeting of Shareholders.

5.7 Within 10 days from the date of submission of the request by shareholder (shareholders) who owns at least five percent of the Company's voting shares to convene the Extraordinary General Meeting, the Company's Supervisory Board shall decide to convene the Extraordinary General Meeting of Shareholders or refuse to convene it.

5.8 The decision to refuse to convene the Extraordinary General Meeting of Shareholders at the request of the Company or a shareholder (shareholders) who owns at least five percent of the voting shares of the Company may be made in cases where:

- the shareholder (shareholders) requesting the convocation of the Extraordinary General Meeting of Shareholders is not the owner of the number of voting shares of the Company provided for in part one of this Clause;
- none of the issues proposed for inclusion into the agenda is attributed to the competence of the General Meeting of Shareholders;
- the issue proposed for inclusion into the agenda does not meet legal requirements.

5.9 The Supervisory Board's decision to convene the Extraordinary General Meeting of Shareholders or the reasoned decision to refuse to convene it shall be sent to the persons requesting its convocation not later than three working days from the date of its adoption.

5.10 The decision of the Company's Supervisory Board to refuse to convene the Extraordinary General Meeting of Shareholders may be appealed in court.

5.11 If, within the period specified in Clause 52 of this Regulation, the Company's Supervisory Board fails to make a decision to convene the Extraordinary General Meeting of Shareholders or a decision is made to refuse to convene it, the Extraordinary General Meeting of Shareholders may be convened by persons requesting its convocation.

In this case, the costs of preparing for the General Meeting of Shareholders may be reimbursed by decision of the General Meeting of Shareholders at the expense of the Company.

5.12 Preparation for holding the Extraordinary General Meeting of Shareholders shall be carried out by the Supervisory Board, or, in cases established by the legislation, by the person who convenes the General Meeting of Shareholders in the manner prescribed by this Regulation.

VI. QUORUM OF THE GENERAL MEETING OF SHAREHOLDERS

6.1 The General Meeting of Shareholders shall be legally competent (have a quorum) if at the end of registration for participation in the General Meeting of Shareholders, shareholders (their representatives) have been registered possessing in aggregate more than fifty percent of the outstanding voting shares of the Company.

6.2 If preferred shares vote on only one or several items on the agenda, the quorum of the meeting shall be determined on the basis of the number of ordinary shares presented, and the votes on these issues shall be counted based the total number of voting ordinary and preferred shares.

6.3 If, within more than 120 minutes after the established time of the beginning of the meeting, the quorum has not yet been gathered, the date of the repeated General Meeting of Shareholders shall be announced. Changing the agenda during the repeated General Meeting of Shareholders shall not be allowed.

6.4 The repeated General Meeting of Shareholders convened to replace the failed one shall be legally competent if at the end of registration for participation therein shareholders (their representatives) have been registered, possessing in aggregate more than forty percent of the votes of the outstanding voting shares of the Company.

Notification of the repeated General Meeting of Shareholders shall be provided in accordance with the procedure established by this Regulation.

6.5 When the date of the General Meeting of Shareholders is postponed due to the absence of a quorum for less than 20 days, the shareholders entitled to participate in the General Meeting shall be determined in accordance with the register of shareholders entitled to attend the General Meeting failed.

VII. WORKING BODIES OF THE GENERAL MEETING

7.1 The working bodies of the General Meeting are: the presidium, the Counting Commission, the secretary (secretariat).

7.2 The Presidium and the Chairman of the General Meeting of Shareholders shall be elected at the General Meeting of Shareholders. The General Meeting of Shareholders shall be chaired by the Chairman of the Supervisory Board of the Company, and in its absence for valid reasons - by one of the members of the Supervisory Board of the Company.

7.3 The Chairman of the General Meeting of Shareholders shall lead the presidium of the meeting, ensure the conduct of the meeting and have all the powers necessary for the proper performance of its duties.

7.4 The Chairman of the General Meeting of Shareholders shall have the right to authorize audio and video recording and broadcasting of the General Meeting of Shareholders on the Internet.

7.5 The Chairman of the General Meeting shall direct the meeting, coordinate actions of the working bodies of the General Meeting, determine the procedure for discussing issues, limits the time for speakers, give explanations on the course of the meeting and voting, and control order in the room.

7.6 The Chairman of the General Meeting shall sign the minutes of the General Meeting.

7.7 For counting votes, registering shareholders for participation in the General Meeting of Shareholders, as well as issuing ballots for voting, the Supervisory Board of the Company shall create a Counting Commission which quantitative and personal composition shall be approved by the General Meeting of Shareholders.

7.8 If independent experts are involved to perform the functions of the Counting Commission, the work of the Counting Commission shall be carried out by them.

7.9 The membership of the Counting Commission cannot be less than three people. The Counting Commission may not include members of the Supervisory Board, the CEO of the Company, as well as persons nominated for these positions.

7.10 Voting at the General Meeting of Shareholders shall be carried out according to the principle "one voting share of the Company - one vote", except for cases of cumulative voting for the election of members of the Supervisory Board of the Company.

7.11 When holding a general meeting of shareholders in the video-conferencing mode, voting by shareholders and their representatives by e-mail (with confirmation by an electronic digital signature) is allowed.

7.12 Voting at the General Meeting of Shareholders on agenda issues shall be carried out with voting ballots.

7.13 When voting, votes shall be counted on those issues on which the voter has left only one of the possible voting options. Voting ballots filled in violation of this requirement shall be invalidated and votes on the issues contained in them shall not be counted.

If a voting ballot contains several questions put to the vote, failure to comply with the requirement specified in the first paragraph of this clause in relation to one or more questions shall not entail the recognition of the voting ballot as invalid in general.

7.14 When preparing for the General Meeting of Shareholders, the Counting Commission shall perform the following functions:

- on the basis of the register, drawing up a list of shareholders entitled to attend the General Meeting of Shareholders;
- issuing voting ballots and other materials of the General Meeting, keep records of issued ballots;
- registering shareholders (their representatives) for attending the General Meeting;
- keeping a record of powers of attorney and the rights granted by them;
- issuing voting ballots and other information (materials) of the General Meeting;
- providing shareholders with the necessary information on the agenda before the General Meeting of Shareholders;
- determining the presence of a quorum of the General Meeting of Shareholders;
- explaining the issues that have arisen in connection with the exercise by shareholders (their representatives) of the right to vote at the General Meeting;
- explaining the procedure for voting on issues put to the vote;

- ensuring the established voting procedure and shareholders' rights to participate in voting;
- counting votes and summing up the voting results;
- drawing up a protocol on voting results;
- submitting voting ballots to the archive.

VIII. PROCEDURE FOR HOLDING THE GENERAL MEETING OF SHAREHOLDERS

8.1 The procedure for holding the General Meeting of Shareholders shall be approved in accordance with this Regulation at each General Meeting of Shareholders.

8.2 The Chairman of the Supervisory Board shall propose to elect the presidium and secretary (secretariat) of the General Meeting, as well as the membership of the Counting Commission.

8.3 The procedure for holding the General Meeting shall provide for the commencement and expected end of the meeting, the duration of speeches and breaks, the sequence of agenda issues, the names and positions of speakers on the agenda issues, the procedure for voting and announcing its results.

8.4 The Chairman shall independently resolve the current issues arising during the meeting, proceeding from the main principle: the right to speak at the General Meeting of Shareholders on the issue under discussion can be exercised by each participant within the allotted time.

8.5 At the General Meeting of Shareholders, information shall be disclosed (announced) in detail on the amount of remuneration and compensation for the Executive Management, the Supervisory Board, as well as on the distribution of net profit, the amount of dividends, with a justification of the proposed amount, assessment of their compliance with the dividend policy adopted by the Company (if necessary, explanations and economic justifications for the volumes of allocating a certain part of net profits for the company development).

8.6 Those wishing to take part in the discussion of the agenda issues shall submit to the secretary (secretariat) of the General Meeting a written application indicating the issue for discussion.

8.7 After discussing all issues on the agenda, the Chairman shall declare the General Meeting of Shareholders closed.

8.8 The Company shall provide the person attending the General Meeting of Shareholders with an opportunity to produce, at the expense of such person, a copy of the bulletin filled in.

8.9 Shareholders, including minority shareholders, when voting have the right to enter into shareholder agreements to form their joint position.

IX. MINUTES OF THE GENERAL MEETING OF SHAREHOLDERS

9.1 The quantitative and personal composition of the secretariat of the General Meeting shall be approved by the General Meeting of Shareholders. A corporate consultant of the Company may be elected as the secretary of the General Meeting of Shareholders.

9.2 The Secretariat of the General Meeting shall:

- take minutes of the course of the General Meeting;
- keeps a record of those wishing to take part in the discussion of issues on the agenda of the meeting upon written applications;

- draw up the minutes of the General Meeting of Shareholders in two copies not later than ten days after the close of the General Meeting of Shareholders.

9.3 The minutes of the General Meeting of Shareholders shall indicate:

- date, place and time of the General Meeting of Shareholders;
- the total number of votes held by shareholders who own the voting shares of the Company;
- the number of votes held by the shareholders attending the meeting;
- the Chairman (presidium) and secretary (secretariat) of the meeting, agenda of the meeting;
- main provisions of speeches, issues put to the vote, voting results and decisions taken by the General Meeting;
- in the case of audio and video recording, and broadcasting of the General Meeting of Shareholders on the Internet, this information shall also be indicated.

9.4 Both copies of the minutes of the General Meeting of Shareholders shall be signed by the person presiding at the General Meeting and secretary of the General Meeting of Shareholders.

9.5 The minutes of the Counting Commission shall not be approved by a special decision of the meeting, but shall be taken into account and must be attached to the minutes of the General Meeting.

9.6 After signing the minutes of the General Meeting of Shareholders, the Counting Commission shall transfer the documents of the meeting, including the registration sheet of the General Meeting, sealed voting ballots, protocols on voting results signed by members of the Counting Commission, and the minutes of the General Meeting of Shareholders to the archive of the Company.

X. IMPLEMENTATION OF THE RESOLUTION OF THE GENERAL MEETING OF SHAREHOLDERS

10.1 Resolutions adopted by the General Meeting of Shareholders, as well as the voting results, shall be brought to the attention of shareholders by:

- their announcement after the end of the General Meeting of Shareholders;
- disclosure of information in a statement of a material fact within two working days from the date of occurrence of the material fact.

10.2 If the Company's shares are listed on the stock exchange, the Company shall also be obliged to publish the relevant information on the official website of the stock exchange.

10.3 Control over the implementation of resolutions of the General Meeting of Shareholders shall be exercised by the Supervisory Board of the Company, unless otherwise specified in the resolution and shall not be reflected in the minutes of the meeting.

10.4 Resolutions of the General Meeting of Shareholders shall be binding on all shareholders, both present and absent from the General Meeting of Shareholders, in the part concerning them.

10.5 Since this Regulation came into force, the the Regulation on the General Meeting of Shareholders of "Mortgage Refinancing Company of Uzbekistan" approved by the decisions of the General Meeting of Shareholders of JSC "Uzbek Mortgage Refinancing Company" dated May 25, 2020, June 18, 2021, June 29, 2022 and May 29, 2023 and all amendments made to them are null and void.

APPENDIX № 1

to the Regulation for the General Meeting of Shareholders of the Joint Stock Mortgage Refinancing Company of Uzbekistan

REGISTRATION SHEET
of the Annual (Extraordinary) General Meeting of Shareholders of the Joint Stock Mortgage Refinancing Company of Uzbekistan held on «_» _____ 20__.

№ t/r	Shareholders	Number of shares	Share in the authorized capital	Representative		Attorney	
				Full name	Signature	Date of issue	№
1	2	3	4	5	6	7	8
1							

The total number of registered attendees of the General Meeting of Shareholders is _____ people, with a total of _____ pcs. of voting shares.

The presence of a quorum (as a percentage of the total number of voting shares) _____%.

Members of the Counting Commission: _____ full name

(signature)

_____ full name

(signature)

_____ full name

(signature)

BALLOT №_____*
**of the Annual (Extraordinary) General Meeting of Shareholders of the Joint
 Stock Mortgage Refinancing Company of Uzbekistan held on «_» _____ 20__.**

№	Items on the agenda	For	Against	Abstained
1.				

 Name of the shareholder

 Signature

Note: * For all questions except question 10, only one of the three possible answers shall be marked with “√”. Ballots filled out in violation of this requirement shall be deemed invalid and the votes cast on the questions contained therein shall not be counted.

** Election of members of the Supervisory Board of the company shall be carried out by cumulative voting. In cumulative voting, the number of votes held by each shareholder shall be multiplied separately by the number of independent members and other members to be elected to the company's supervisory board (LRU-370, Article 76), i.e. by the number of votes *X.

APPENDIX № 3

*to the Regulation for the General Meeting of Shareholders of the Joint Stock Mortgage
 Refinancing Company of Uzbekistan*

NOTICE
of holding the Annual (Extraordinary) General Meeting of Shareholders
of the Joint-Stock Company _____

Dear _____, the Joint Stock Company Mortgage Refinancing Company of Uzbekistan _____ located at the address: _____, contact phone number: _____, notifies you that the Annual (Extraordinary) General Meeting of Shareholders of our Joint-Stock Company will take place at _____ on "___" _____ 20__ at ___ o'clock.

The list of shareholders entitled to attend the Annual (Extraordinary) General Meeting of Shareholders will be drawn up on the basis of the register of shareholders generated as of "___" _____ 20__.

Registration of shareholders attending the General Meeting of Shareholders will start at ___ o'clock and continue until ___ o'clock.

We bring to your attention the following agenda of the Annual (Extraordinary) General Meeting of Shareholders:

- 1.
- 2.
- 3.

Shareholders can review all information (materials) for the _____ General Meeting of Shareholders at _____. Contact phone number - _____ Applications are accepted on _____ days from _____ to _____ (break - from _____ to _____).

In order to participate in _____ general meeting of shareholders it is necessary to have a document certifying the identity of representatives of shareholders and a power of attorney issued in accordance with the current legislation of the Republic of Uzbekistan.

In accordance with Article 58 of the Law of the Republic of Uzbekistan "On Protection of the Rights of Joint Stock Companies and Shareholders", at the General Meeting of Shareholders, discussion and voting on agenda items may be carried out by means of information and communication technologies. used, which provide an opportunity to participate in decision-making on the issues raised.

Supervisory Board of JSC UzMRC

APPENDIX № 4

to the Regulation for the General Meeting of Shareholders of the Joint Stock Mortgage Refinancing Company of Uzbekistan

PROPOSAL

of a shareholder _____

on inclusion of an issue into the agenda of the General Meeting of Shareholders

Number of shares owned:

_____ pieces of ordinary shares

_____ pieces of preferred shares.

The wording of the issue to be included into the agenda of the Meeting of Shareholders (indicating the reasons for raising it):

Candidates nominated for members of the Supervisory Board (full name, place of work, position, number of JSC shares broken down by types owned by the candidate):

Candidates nominated for members of the Executive Management (full name, place of work, position, number of JSC shares broken down by types owned by the candidate):

Full name _____

_____ (signature, date)

APPENDIX №5

to the Regulation for the General Meeting of Shareholders of the Joint Stock Mortgage Refinancing Company of Uzbekistan

REQUEST

to convene an Extraordinary General Meeting of Shareholders

Full name of the person requesting to convene the meeting:

Number of shares owned (to be filled in if a shareholder requests it):

_____ pieces of ordinary shares

_____ pieces of preferred shares.

Content of the request (wording of the reason for convening the Extraordinary General Meeting of Shareholders):

The wording of the issue to be included into the agenda of the Meeting of Shareholders (indicating the reasons for its introduction):

Candidates nominated for members of the Supervisory Board (full name, place of work, position, number of JSC shares broken down by types owned by the candidate):

Candidates to the executive management (full name, place of work, position, number of JSC shares owned by the candidate with division by type):

Full name _____

(signature, date)