

"TASDIQLAN DI "
"O'zbekgeofizika" AJ
Aksiyadorlarning navbatdan tashqari umumiy yig'ilishi
tomonidan
2023 yil 31 March

"O'ZBEKGEOFIZIKA"
AKSIYADORLIK JAMIYATINING KUZATUV KENGASHI TO'G'RISIDAGI NIZOMI

T o shkent – 2023 yil

APPROVED"
General meeting of shareholders
JSC "Uzbekgeofizika"
March 31, 2023

POSITION
ABOUT THE SUPERVISORY BOARD
JOINT STOCK COMPANY "UZBEKGEOFIZIKA"

Tashkent -2023

1. UMUMIY QOIDALAR	1. GENERAL PROVISIONS
<p>1.1. Ushbu nizom O'zbekiston Respublikasi "Aksiyadorlik jamiyatlari va aksiyadorlarning xuquqlarini himoya qilish to'g'risida"gi qonuniga, Aksiyadorlik jamiyatlari faoliyatining samaradorligini oshirish va korporativ boshqaruv tizimini takomillashtirish komissiyasi y ig'ilishlarining bayonnomalari bilan (11.02.2016y. No. 02-02/1 -187) va (27.04.2018y. No. 24/1- 989) tasdiqlangan Korporativ boshqaruv kodeksi va Davlat ishtirokidagi korxonalar uchun korporativ boshqaruv Qoidalarining tavsiyalariga va "O'zbekgeofizika" AJ (mant bo'yicha Jamiyat) ustaviga muvofiq ishlab chiqilgan xamda Jamiyatning kuzatuv kengashi maqomini, funksiyalarini, huquqlarini (vakolatlarini) va majburiyatlarini, uning a'zolarini saylash va ularni ishlash tartibini belgilab beradi.</p> <p>1.2. Kuzatuv kengashi jamiyat faoliyatiga umumiy rahbarlikni amalga oshiradi, qonun hujjatlari va jamiyat ustavi bilan aksiyadorlar umumiy yig'ilishining vakolatiga kiritilgan masalalarni hal etish bundan mustasno.</p> <p>1.3. Kuzatuv kengashi a'zolari o'rtasida funksiyalarni taqsimlash Kuzatuv kengashining har bir a'zosi uchun maxsus Kuzatuv kengashi raisi tomonidan amalga oshiriladi. Kuzatuv kengashining har bir a'zosi uchun to'lanadigan haq miqdori ish faoliyatiga qarab belgilanadi. Davlat ulushi bo'yicha saylangan Kuzatuv kengashi a'zolarining faoliyati korxonada transformatsiya jarayonlarini samarali tashkil etish, korxonaning tashqi qarzini optimallashtirish, zamonaviy xarid tizimini joriy etish, shuningdek, investitsiya loyihalarini moliyalashtirish uchun muqobil mablag'larni jalb qilish mezonlari bo'yicha baholanadi.</p>	<p>1.1. This provision has been developed in accordance with the Law of the Republic of Uzbekistan "On Joint-Stock Companies and Protection of Shareholders' Rights", the Code of Corporate Governance, approved by the minutes of the meeting of the Commission to improve the efficiency of joint-stock companies and improve the corporate governance system dated December 31, 2015. No. 9 (reg. dated 02/11/2016 No. 02-02/1-187), the Charter of Uzbekgeofizika JSC (hereinafter referred to as the company) and determines the status and regulates the work of the supervisory board of the company, the election of its members, as well as their rights and obligations .</p> <p>1.2. The Supervisory Board carries out general management of the company's activities, with the exception of resolving issues referred by law and the company's charter to the competence of the general meeting of shareholders.</p> <p>1.3. The distribution of functions between members of the supervisory board is carried out by the chairman of the supervisory board specifically for each member of the supervisory board. The amount of remuneration for each member of the supervisory board is determined depending on the performance efficiency. The activities of the members elected to the Supervisory Board for the state share are assessed based on criteria such as the effective organization of transformation processes at the enterprise, optimization of the enterprise's external debt, implementation of a modern procurement system, as well as attracting alternative funds for financing</p>
2. JAMIYAT KUZATUV KENGASHINING VAKOLAT DOIRASI	2. COMPETENCE OF THE SUPERVISORY BOARD
<p>2.1. Jamiyat kuzatuv kengashining vakolat doirasiga quyidagilar kiradi:</p> <p>2.1.1. Jamiyatni rivojlantirish strategiyasiga erishish bo'yicha ko'rilayotgan chora-tadbirlar to'g'risida jamiyat ijroiya organining hisobotini muntazam ravishda eshitib borgan holda jamiyat faoliyatining ustuvor yo'nalishlarini belgilash;</p> <p>2.1.2. "Aksiyadorlik jamiyatlari va aksiyadorlarning huquqlarini himoya qilish to'g'risida"gi O'zbekiston Respublikasi Qonuni 65-moddasining o'n birinchi qismida nazarda tutilgan hollar bundan mustasno, aksiyadorlarning yillik</p>	<p>2.1. The competence of the company's supervisory board includes:</p> <p>2.1.1. determination of priority areas of the company's activities with regular hearing of the report of the company's board on measures taken to achieve the company's development strategy;</p> <p>2.1.2. convening annual and extraordinary general meetings of shareholders, except for the cases provided for in part eleven of Article 65 of the Law of the Republic of Uzbekistan "On Joint-Stock Companies and Protection</p>

<p>va navbatdan tashqari umumiy yig'ilishlar ini chaqirish;</p> <p>2.1.3. Aksiyadorlar umumiy yig'ilishining kun tartibini tayyorlash;</p> <p>2.1.4. Aksiyadorlarning umumiy yig'ilishi o'tkaziladigan sana, vaqt va joyini belgilash;</p> <p>2.1.5. Aksiyadorlarning umumiy yig'ilishi o'tkazilishi haqida xabar qilish uchun jamiyat aksiyadorlarining reyestrini shakllantirish sanasini belgilash;</p> <p>2.1.6. "Aksiyadorlik jamiyatlari va aksiyadorlarning huquqlarini himoya qilish to'g'risida"gi O'zbekiston Respublikasi Qonuni 59-moddasi birinchi qismi ikkinchi xatboshida nazarda tutilgan masalalarni aksiyadorlar umumiy yig'ilishi qaroriga kiritish;</p> <p>2.1.7. mol-mulkning bozor qiymatini belgilashni tashkil etish;</p> <p>2.1.8. korporativ maslahatchini tayinlash va uning faoliyati tartibini belgilovchi nizomni tasdiqlash.</p> <p>2.1.9. Jamiyatning yillik biznes-rejasini tasdiqlash;</p> <p>2.1.10. ichki audit xizmatini tashkil etish va uning xodimlarini tayinlash, shuningdek har chorakda uning hisobotlarini eshitib borish;</p> <p>2.1.11. Jamiyat ijroiya organining faoliyatiga daxldor har qanday hujjatlardan erkin foydalanish va jamiyat kuzatuv kengashi zimmasiga yuklatilgan vazifalarni bajarish uchun bu hujjatlarni ijroiya organidan olish. Jamiyat kuzatuv kengashi va uning a'zolari olingan hujjatlardan faqat xizmat maqsadlarida foydalanishi mumkin;</p> <p>2.1.12. 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;</p> <p>2.1.13. dividend miqdori, uni to'lash shakli va tartibi yuzasidan tavsiyalar berish;</p> <p>2.1.14. Jamiyatning zaxira fondidan va boshqa fondlaridan foydalanish;</p> <p>2.1.15. Jamiyatning filiallarini tashkil etish va vakolatxonalarini ochish;</p> <p>2.1.16. Jamiyatning sho'ba va tobe xo'jalik jamiyatlarini tashkil etish;</p> <p>2.1.17. "Aksiyadorlik jamiyatlari va aksiyadorlarning huquqlarini himoya qilish to'g'risida"gi O'zbekiston Respublikasi Qonunining 8 va 9-</p>	<p>of Shareholders' Rights";</p> <p>2.1.3. preparation of the agenda for the general meeting of shareholders;</p> <p>2.1.4. determining the date, time and place of the general meeting of shareholders;</p> <p>2.1.5. determining the date for the formation of the register of shareholders of the company for notification of the holding of a general meeting of shareholders;</p> <p>2.1.6. submitting for decision to the general meeting of shareholders the issues provided for in paragraph two of part one of Article 59 of the Law of the Republic of Uzbekistan "On Joint-Stock Companies and Protection of Shareholders' Rights";</p> <p>2.1.7. organization of establishing the market value of property;</p> <p>2.1.8. appointment of a corporate consultant and approval of regulations regulating the procedure for its activities;</p> <p>2.1.9. approval of the company's annual business plan;</p> <p>2.1.10. creating an internal audit service and appointing its employees, as well as hearing its reports quarterly;</p> <p>2.1.11. access to any documents relating to the activities of the executive body of the company, and receipt of them from the executive body to fulfill the duties assigned to the supervisory board of the company. The received documents may be used by the supervisory board of the company and its members exclusively for official purposes;</p> <p>2.1.12. making a decision to conduct an audit (except for a mandatory audit), to determine the audit organization, the maximum amount of payment for its services and the conclusion (termination) of an agreement with it;</p> <p>2.1.13. giving recommendations on the size of the dividend, the form and procedure for its payment;</p> <p>2.1.14. use of reserve and other funds of the company;</p> <p>2.1.15. creation of branches and opening of representative offices of the company;</p> <p>2.1.16. creation of subsidiaries and dependent business companies;</p> <p>2.1.17. making decisions on transactions in cases provided for in Chapters 8 and 9 of the Law of the Republic of Uzbekistan "On Joint-Stock Companies and Protection of Shareholders' Rights";</p>
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<p>boblarida nazarda tutilgan hollarda bitimlar tuzish to'g'risida qaror qabul qilish;</p> <p>2.1.18 . Jamiyatning tijorat va notijorat tashkilotlardagi ishtiroki bilan bog'liq bitimlarni qonunchilikda belgilangan tartibda tuzish;</p> <p>2.1.19 . Jamiyatning korporativ obligatsiyalarini qaytarib sotib olish to'g'risida qaror qabul qilish.</p> <p>2.1.20. Jamiyatning ustav fondi (ustav kapitalini) oshirish bilan bog'liq masalalarni hal qilish;</p> <p>2.1.21. Jamiyat tomonidan korporativ obligatsiyalar, shu jumladan aksiyalarga ayirboshlanadigan obligatsiyalar chiqarish to'g'risida qaror qabul qilish;</p> <p>2.1.22. qimmatli qog'ozlar (aksiyalar, obligatsiyalar) chiqarish to'g'risidagi qarorga va emissiya risolasiga o'zgartirishlar va (yoki) qo'shimchalar kiritish hamda ularning matnini tasdiqlash;</p> <p>2.1.23. “Aksiyadorlik jamiyatlari va aksiyadorlarning huquqlarini himoya qilish to'g'risida”gi O'zbekiston Respublikasi Qonunining 34-moddasiga muvofiq aksiyalarni joylashtirish narxini (birja va uyushgan birjadan tashqari qimmatli qog'ozlar bozorida joylashtirish) belgilash;</p> <p>2.1.24. Jamiyat tomonidan korporativ obligatsiyalarni, shu jumladan aksiyalarga ayirboshlanadigan obligatsiyalarni chiqarish to'g'risida qaror qabul qilish;</p> <p>2.1.25. qimmatli qog'ozlarning hosilalarini chiqarish to'g'risida qaror qabul qilish;</p> <p>2.1.26. Jamiyat boshqaruvi a'zolarini (raisdan tashqari) saylash (tayinlash), ularning vakolatlarini muddatidan oldin tugatish;</p> <p>2.1.27. Jamiyat ijroiya organiga to'lanadigan haq va (yoki) kompensatsiya miqdorini belgilash;</p> <p>2.1.28. xayriya (homiylilik) yoki beg'araz yordam ko'rsatish (olish) tartibi va shartlarini belgilash;</p> <p>2.1.29. Aksiyadorlarning umumiy yig'ilishi tomonidan belgilangan xayriya (homiylilik) yoki beg'araz yordam ko'rsatish to'g'risida qaror qabul qilish. Davlat ISHTIROKIDAGI Korxonalarining Yillik Xayriya Xarajatlari o'Tgan yil uchun olingan sof Foydaning uchmasligi kerak va ularning biznes -reja ko'rsatkichini Arini o'TGAN HISOBOT YILI Uchun Sof Foyda Bo'yicha Bajargan Holda Amalga Oshiriladi. (O'zbekiston Respublikasi Prezidenti va</p>	<p>2.1.18 . concluding transactions related to the company's participation in commercial and non-profit organizations in the manner prescribed by law;</p> <p>2.1.19 . making a decision on the repurchase of the company's corporate bonds;</p> <p>2.1.20 . resolving issues related to increasing the authorized capital (authorized capital) of the company;</p> <p>2.1.21 . approval of the decision to issue securities (shares, bonds) and the issue prospectus;</p> <p>2.1.22 . making changes and (or) additions to the decision on the issue of securities (shares, bonds) and the prospectus and approving their text;</p> <p>2.1.23. determining the placement price (putting up on the exchange and organized over-the-counter securities market) of shares in accordance with Article 34 of the Law of the Republic of Uzbekistan “On Joint-Stock Companies and Protection of Shareholders' Rights”;</p> <p>2.1.24 . making a decision on the company's issue of corporate bonds, including those convertible into shares;</p> <p>2.1.25 . making a decision on the issue of derivative securities;</p> <p>2.1.26 . election (appointment) of members of the company's board (except for its chairman), early termination of their powers;</p> <p>2.1.27 . establishing the amounts of remuneration and (or) compensation paid to the executive body of the company;</p> <p>2.1.28 . determining the procedure and conditions for providing (receiving) charitable (sponsorship) or gratuitous assistance;</p> <p>2.1.29 . making a decision on the provision of charitable (sponsorship) or gratuitous assistance established by the general meeting of shareholders. Annual expenses of enterprises with state participation for charity should not exceed three percent of their net profit received for the previous year, and are carried out upon fulfillment of the indicators of their business plan in terms of net profit for the previous reporting year (except for cases provided for by decisions of the President of the Republic of Uzbekistan and Government of the Republic of Uzbekistan) ;</p> <p>2.1.30 . coordination of work on the development, implementation and</p>
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<p>O'zbekiston Respublikasi Hukumati qarorlarida nazarda tutilgan hollar bundan mustasno);</p> <p>2.1.30. jamiyat tashkiliy tuzilmasining qonun hujjatlari talablariga muvofiqligini ishlab chiqish, joriy etish va muntazam ravishda baholash, shuningdek yillik moliyaviy hisobotlarni BHMSga muvofiq nashr etishga o'tishni ta'minlash bo'yicha ishlarni muvofiqlashtirish;</p> <p>2.1.31. korporativ boshqaruv tizimini baholash uchun mustaqil tashkilotni tanlash jamiyat kuzatuv kengashining qarori bilan tanlov asosida amalga oshiriladi.</p> <p>Kuzatuv kengashi Jamiyatda Kodeks tavsiyalariga rioya etilishini nazorat qiladi;</p> <p>2.1.32. jamiyat mansabdor shaxslarining boshqa yuridik shaxslarning boshqaruv va nazorat organlarida ishtirok etishiga rozilik berish;</p> <p>2.1.33. yangi ko'chmas mulkni sotib olish yoki qurish, tadbirkorlik sub'ektlarining ustav kapitalidagi ulushlarni sotib olish va korxonaning asosiy faoliyatiga mos keladigan qo'shimcha faoliyat turlarini amalga oshirish. Bu masala kengash vakolatiga kiradi, agar davlat ulushi mavjud bo'lsa;</p> <p>2.1.34. mulkni begonalashtirish, sotish shakllari va mexanizmlari to'g'risida bitimlar (bitimlar, shartnomalar, memorandumlar va boshqalar) tuzishni muvofiqlashtirish, davlat ishtirokidagi korxonalar va ularning tarkibidagi korxonalar ustav kapitaliga investitsiyalar kiritish. Bu masala 50 foiz va undan ortiq davlat ulushi mavjud bo'lgandagina kengash vakolatiga kiradi.</p> <p>2.1.35. Jamiyat kuzatuv kengashining mustaqil a'zolariga nomzodlarni aksiyadorlarning umumiy yig'ilishida ko'rib chiqish uchun, qoida tariqasida, tanlov asosida ko'rsatish. Jamiyat ovoz beruvchi aksiyalarining hammasi bo'lib kamida bir foiziga egalik qiluvchi aksiyadorlar (aksiyador) tomonidan kuzatuv kengashining muhokamasiga uchun kuzatuv kengashining mustaqil a'zozligiga tanlov asosida yoki ixtisoslashtirilgan korxonalar ("headhunter") ko'mag'ida tanlangan nomzodlarni taqdim etishlari mumkin.</p>	<p>regular assessment of compliance of the company's organizational structure with legal requirements, as well as ensuring the transition to the publication of annual financial statements in accordance with IFRS;</p> <p>2.1.31. the selection of an independent organization to conduct an assessment of the corporate governance system is carried out on the basis of a competition by decision of the supervisory board of the company.</p> <p>Monitoring compliance with the recommendations of the Code in the company is carried out by the supervisory board;</p> <p>2.1.32. approval for the participation of company officials in management and control bodies of other legal entities;</p> <p>2.1.33. the acquisition or construction of new real estate, the acquisition of shares in the authorized capital of business companies and the implementation of additional activities corresponding to the main activities of the enterprise. This issue falls within the competence of the council only if there is a state share;</p> <p>2.1.34. approval of the conclusion of an agreement (transactions, agreements, memorandums, etc.) on the alienation, forms and mechanisms for the sale of property, making investments in the authorized capital of enterprises with the participation of the state and enterprises in their composition by third parties. This issue falls within the competence of the council only if there is a state share of 50 percent or more;</p> <p>2.1.35. nominating candidates for independent members of the company's supervisory board for consideration by the general meeting of shareholders, usually on a competitive basis. For discussion of the supervisory board, shareholders (shareholders), who collectively own at least one percent of the Company's voting shares, may submit nominations for independent members of the supervisory board, selected on the basis of a competition or with the help of a specialized company ("headhunter").</p> <p>2.2. The competence of the company's supervisory board may include resolving other issues in accordance with the law, the corporate governance code and the company's charter.</p> <p>2.3. Issues falling within the competence of the company's supervisory board cannot be referred to the decision of the company's executive body.</p>
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<p>2.2. Jamiyat kuzatuv kengashining vakolat doirasiga qonun hujjatlariga, korporativ boshqaruv kodeksiga va jamiyat ustaviga muvofiq boshqa masalalarni hal etish ham kiritilishi mumkin.</p> <p>2.3. Jamiyat kuzatuv kengashining vakolat doirasiga kiritilgan masalalar hal qilish uchun jamiyatning ijroiya organiga o'tkazilishi mumkin emas.</p>	
<p align="center">3. KUZATUV KENGASHI A'ZOLARINI SAYLASH, TAYYINLASH VA MUDDATDAN ILGARI VAKOLATLARINI TUGATILISHI</p>	<p align="center">3. ELECTION, APPOINTMENT AND EARLY TERMINATION OF POWERS OF MEMBERS OF THE SUPERVISORY BOARD</p>
<p>3.1. Jamiyat Kuzatuv kengashi a'zolarini saylash qonun hujjatlarida va Jamiyat ustavida belgilangan tartibda aksiyadorlarning umumiy yig'ilishi tomonidan uch yil muddatga saylanadi .</p> <p>3.2. Jamiyat kuzatuv kengashining miqdoriy tarkibi 9 (to'qqiz) kishidan iborat bo'lsa , kuzatuv __ kengashi tarkibining mustaqil a'zolari soni 2 nafarni tashkil etadi .</p> <p>Jamiyat Kuzatuv kengashi tarkibini mustaqil a'zolarining ulushi ustavda nazarda tutilgan sonning 2/3 qismini tashkil qilib to'ldirishga intilad .</p> <p>3.3. Jamiyat kuzatuv kengashiga saylangan shaxslar checksiz muddatga Qayta saylanishi mumkin .</p> <p>3.4. Jamiyat boshqaruvining raisi va a'zolari , uning sho'ba __ va tobe xo'jalik jamiyatlarida mehnat shartnomasi (shartnomasi) bo'yicha islayotgan shaxslar , ushbu jamiyatlarning boshqaruv organlarining a'zolari jamiyat kuzatuv kengashiga saylanishi mumkin emas .</p> <p>3.5. Ayni shu Jamiyatda mehnat shartnomasi (kontrakt) bo'yicha ishlayotgan shaxslar Jamiyatning kuzatuv kengashi a'zosi bo'lishi mumkin emas.</p> <p>3.6. Aksiyalari fond birjasining birja kotirovkasi varag'iga kiritilgan jamiyatning, kuzatuv kengashi tarkibiga har yili qayta saylanishi mumkin bo'lgan, kamida bir nafar mustaqil a'zo kiritilishi kerak.</p> <p>3.7. Quyidagilar kuzatuv kengashining mustaqil a'zosi bo'lishi mumkin emas:</p> <p>so'nggi uch yil ichida jamiyatda va (yoki) jamiyatning affillangan shaxslarida ishlagan shaxs;</p> <p>Jamiyat ovoz beruvchi aksiyalarining besh yoki undan ortiq foiziga</p>	<p>3.1. The election of members of the company's supervisory board is carried out by the general meeting of shareholders in the manner prescribed by the Law and the company's charter, for a period of three years.</p> <p>3.2. The quantitative composition of the supervisory board of the company consists of 9 (nine) people, while the number of independent members included in the supervisory board is 2 people.</p> <p>The company strives to complete the composition of the supervisory board, in which the share of independent members will be 2/3 of the number stipulated by the charter.</p> <p>3.3. Persons elected to the supervisory board of the company may be re-elected without limit.</p> <p>3.4. The chairman and members of the board of the company, persons working under an employment agreement (contract) in its subsidiaries and dependent business companies, and members of the management bodies of these companies cannot be elected to the supervisory board of the company.</p> <p>3.5. Members of the supervisory board of a company cannot be persons working under an employment agreement (contract) in the same company.</p> <p>3.6. The supervisory board of a company whose shares are included in the stock exchange quotation list must have at least one independent member who can be re-elected annually.</p> <p>3.7. An independent member of the supervisory board cannot be:</p> <p>a person who has worked for the company and (or) affiliated persons of the company for the last three years;</p> <p>a shareholder (directly and (or) through affiliates) owning five or more percent of the company's voting shares;</p>

<p>egalik qiluvchi (to'g'ridan to'g'ri va (yoki) affiliate shaxslar orqali) aksiyador;</p> <p>Jamiyatning va (yoki) uning affillangan shaxsining yirik mijoz va (yoki) yirik yetkazib beruvchisi bilan fuqarolik-huquqiy munosabatlarda bo'lgan shaxs. Bunda qaysi shaxslar bilan bazaviy hisoblash miqdorining ikki ming baravaridan ko'p bo'lgan summaga teng amaldagi shartnoma mavjud bo'lsa, o'sha shaxslar yirik mijoz va yirik yetkazib beruvchi deb e'tirof etiladi;</p> <p>so'nggi uch yil ichida jamiyatga va (yoki) jamiyatning affillangan shaxslariga auditorlik xizmatlarini ko'rsatgan auditorlik tashkilotining xodimi;</p> <p>ketma-ket olti yil davomida jamiyatning kuzatuv kengashi tarkibiga kirgan shaxs;</p> <p>Jamiyat va (yoki) uning affillangan shaxslari bilan biror-bir kelishuvga ega bo'lgan shaxs, bundan kuzatuv kengashi a'zosining vazifalari va funksiyalari bajarilishini ta'minlash bilan bog'liq bo'lgan kelishuvlar mustasno;</p> <p>Jamiyatning boshqaruv va ichki nazorat organlarining va (yoki) uning affillangan shaxslarining a'zosi bo'lgan shaxsning yoki so'nggi uch yil ichida ularga a'zo bo'lgan shaxsning yaqin qarindoshi yoki quda tomondan qarindoshi (ota-onasi, aka-ukalari, opa-singillari, o'g'illari, qizlari, eri (xotini), shuningdek erining (xotinining) ota-onasi, aka-ukalari, opa-singillari va farzandlari) bo'lgan shaxs;</p> <p>davlat boshqaruvi organining yoki davlat korxonasining xodimi bo'lgan shaxs;</p> <p>Jamiyatning ustavida yoki aksiyadorlar umumiy yig'ilishining qarorlari bilan tasdiqlangan hujjatlarda belgilangan talablarga muvofiq bo'lmagan shaxs.</p> <p>Jamiyat jamiyatning kuzatuv kengashi tarkibiga saylangan mustaqil a'zolarining reyestrini yuritadi va uni o'z rasmiy veb-saytida e'lon qiladi.</p> <p>Jamiyat kuzatuv kengashi mustaqil a'zolarining reyestrini yuritish tartibi qimmatli qog'ozlar bozorini tartibga solish bo'yicha vakolatli davlat organi tomonidan belgilanadi.</p> <p>3.8. Kuzatuv Kengashining saylangan a'zosining vakolatlarini muddatidan ilgari tugatish aksiyadorlar umumiy yig'ilishining qaroriga ko'ra, u</p>	<p>a person who has civil legal relations with a major client and (or) a major supplier of the company and (or) an affiliate of the company. In this case, a major client and a major supplier are persons with whom there is a valid contract for an amount exceeding two thousand basic calculated values;</p> <p>an employee of an audit organization who has provided audit services to the company and (or) affiliated persons of the company over the past three years;</p> <p>a person who has been a member of the supervisory board of the company for six consecutive years;</p> <p>a person who has any agreements with the company and (or) its affiliates, with the exception of agreements related to ensuring the fulfillment of the tasks and functions of a member of the supervisory board;</p> <p>a person who is closely related or related (parents, brothers, sisters, sons, daughters, spouses, as well as parents, brothers, sisters and children of spouses) with a person who is or has been within the last three years a member of the management and internal control bodies the company and (or) affiliated persons of the company;</p> <p>a person who is an employee of a government agency or a state enterprise;</p> <p>a person who does not meet the requirements established by the company's charter or documents approved by decisions of the general meeting of shareholders.</p> <p>The company maintains a register of independent members elected to the supervisory board of the company and publishes it on its official website.</p> <p>The procedure for maintaining the register of independent members of the company's supervisory board is established by the authorized state body for regulating the securities market.</p> <p>3.8. Early termination of the powers of an elected member of the supervisory board is carried out by decision of the general meeting of shareholders, if he commits gross violations of the law, the company's charter or causes losses to the company through his actions (inaction), as well as on the basis of his own statement about the impossibility of further participation in the supervisory board.</p>
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<p>qonun hujjatlari, jamiyat ustavini qo'pol ravishda buzgan yoki oz xatti-harakatlari (harakatsizligi) bilan jamiyat ga zarar yetkazgan taqdirda, shuningdek kuzatuv kengashi tarkibida kelgusida ishtirok etishning mumkin emasligi to 'g'risidagi o'z arizasi asosida amalga oshiriladi.</p> <p>3.9. Kuzatuv kengashi a'zolariga quyidagi malaka talablaridan biri qo'yiladi:</p> <p>a) O'zbekiston Respublikasi oliy ta'lim muassasalarida olingan oliy ma'lumotga yoki xorijiy davlatlarning ta'lim muassasalarida olingan, hamda qonun hujjatlariga muvofiq, O'zbekiston Respublikasidagi oliy ma'lumotga ekvivalent deb tan olingan oli y ma'lumotga ega bo'lishi ;</p> <p>b) boshqaruv organlarida kamida ikki yillik ish tajribasi;</p> <p>v) iqtisod sohasidagi jinoyatlar yoki boshqaruv tartibiga qarshi jinoyatlar uchun o'talmagan sudlanganlik;</p> <p>Shuningdek, qonun hujjatlarida belgilangan hollarda Biznes va tadbirkorlik oliy maktabi tomonidan berilgan korporativ boshqaruvchining malaka attestati mavjudligi.</p> <p>3.10. Jamiyat kuzatuv kengashi a'zolarini saylash kumulyativ ovoz berish yo'li bilan amalga oshiriladi.</p> <p>3.11. Kumulyativ ovoz berishda har bir aksiyadorga tegishli ovozlari soni Jamiyatning kuzatuv kengashiga saylanishi kerak bo'lgan mustaqil a'zolar va boshqa a'zolar soniga alohida ko'paytiriladi hamda aksiyador shu tariqa olingan ovozlarni bitta nomzodga to'liq berishga yoki ikki va undan ortiq nomzodlar o'rtasida taqsimlashga haqli.</p> <p>3.12. Eng ko'p ovoz to'plagan nomzodlar Kuzatuv kengashiga saylangan hisoblanadi.</p>	<p>3.9. Members of the supervisory board are subject to one of the following qualification requirements:</p> <p>a) the presence of higher education received in institutions of higher education of the Republic of Uzbekistan, or higher education received in educational institutions of a foreign state and, in accordance with the legislation, recognized as equivalent to higher education in the Republic of Uzbekistan;</p> <p>b) work experience in management bodies for at least two years;</p> <p>c) absence of outstanding convictions for crimes in the economic sphere or for crimes against the order of government;</p> <p>And also, in cases established by law, the presence of a qualification certificate of a corporate manager issued by the Higher School of Business and Entrepreneurship.</p> <p>3.10. Elections of members of the company's supervisory board are carried out by cumulative voting.</p> <p>3.11. In cumulative voting, the number of votes belonging to each shareholder is multiplied separately by the number of independent and other members of the supervisory board who must be elected to the supervisory board of the Company, and the shareholder has the right to cast the votes thus received entirely for one candidate or distribute them among two or more candidates .</p> <p>3.12. Candidates who receive the largest number of votes are considered elected to the supervisory board.</p>
<p>4. KUZATUV KENGASHI RAISI</p>	<p>4. CHAIRMAN OF THE SUPERVISORY BOARD</p>
<p>4.1. Jamiyat kuzatuv kengashining raisi, kuzatuv kengashi a'zolarining umumiy soniga nisbatan ko'pchilik ovoz bilan, ushbu kengash tarkibidan kuzatuv kengashi a'zolari tomonidan saylanadi.</p> <p>4.2. Jamiyatning kuzatuv kengashi, o'z raisini kuzatuv kengashi</p>	<p>4.1. The chairman of the supervisory board of the company is elected by the members of the supervisory board from among its members by a majority vote of the total number of members of the supervisory board.</p> <p>4.2. The supervisory board of the company has the right to re-elect its</p>

<p>a'zolarining umumiy soniga nisbatan ko'pchilik ovoz bilan qayta saylashga haqli.</p> <p>4.3. Jamiyat kuzatuv kengashining raisi uning ishini tashkil qiladi, kuzatuv kengashi majlislarini chaqiradi va ularga raislik qiladi, majlislarda bayonnomalar yuritilishini tashkil qiladi, aksiyadorlarning umumiy yig'ilishida raislik qiladi.</p> <p>4.4. Kuzatuv kengashi raisi quyidagi huquqlarga ega: Kuzatuv kengashi majlisini chaqirish; Kuzatuv kengashi huzuridagi qo'mitalar (ishchi guruhlar)ning shaxsiy tarkibini tasdiqlaydi; Kuzatuv kengashi a'zolarining videokonferensaloqa va boshqa axborot-kommunikatsiya texnologiyalaridan foydalangan holda ishtirok etishiga tashabbus ko'rsatish; Kuzatuv kengashi majlisiga taklif etilganlar ro'yxatini belgilaydi;</p> <p>ichki nazorat organlariga so'rovlar yuborish; Kuzatuv kengashi raisi zimmasiga qonun hujjatlariga, jamiyatning ustaviga va boshqa ichki hujjatlariga muvofiq boshqa funksiyalar ham yuklanishi mumkin.</p> <p>Kuzatuv kengashining raisi majlisda hal qilinadigan masalalar mazmunini inobatga olgan holda, Jamiyat va uning bo'linmalari rahbarlarini, shuningdek jamiyat mutaxassislarini kengash majlisiga taklif qilishga haqli.</p> <p>4.5. Jamiyat kuzatuv kengashining raisi bo'lmagan taqdirda uning funksiyalarini kuzatuv kengashi a'zolaridan biri amalga oshiradi.</p>	<p>chairman by a majority vote of the total number of members of the supervisory board.</p> <p>4.3. The chairman of the company's supervisory board organizes its work, convenes meetings of the supervisory board and presides over them, organizes the keeping of minutes at meetings, and presides over the general meeting of shareholders.</p> <p>4.4. The Chairman of the Supervisory Board has the right: convene a meeting of the supervisory board; approve the personal composition of committees (working groups) under the supervisory board; initiate the participation of members of the supervisory board via video conferencing and using other information and communication technologies ; determine the list of invitees to the meeting of the supervisory board; send requests to internal control bodies;</p> <p>The chairman of the supervisory board may be vested with other functions in accordance with the legislation, charter and other internal documents of the company.</p> <p>The chairman of the supervisory board has the right to invite to a meeting of the board the heads of the company and its divisions, as well as specialists of the company, taking into account the content of the issues resolved at the meeting.</p> <p>4.5. In the absence of the chairman of the supervisory board of the company, his functions are performed by one of the members of the supervisory board.</p>
<p>5. KUZATUV KENGASHI MAJLISINI CHAQIRISH TARTIBI</p>	<p>5. PROCEDURE FOR CONVENING A MEETING OF THE SUPERVISORY BOARD</p>
<p>5.1. Jamiyat kuzatuv kengashining majlisi kuzatuv kengashining raisi tomonidan uning o'z tashabbusiga ko'ra , Jamiyat kuzatuv kengashi, Boshqaruv a'zosining va ichki audit xizmati boshlig'i, shuningdek kuzatuv kengashi majlisini o 'tkazish to 'g ' risidagi yozma talab taqdim etilgan sanada Jamiyat ovoz beruvchi aksiyalarining hammasi bo'lib kamida bir foiziga egalik qiluvchi aksiyadorlar (aksiyador) yozma talabi asosida o'tkaziladi . _ _ _</p> <p>Jamiyat kuzatuv kengashining majlisi har chorakda kamida bir marta</p>	<p>5.1. A meeting of the supervisory board of the company is convened by the chairman of the supervisory board on his own initiative, at the request of a member of the supervisory board, the executive body and the head of the internal audit service of the company, as well as a shareholder (shareholders) who is the owner of at least one percent of the voting shares of the company on the date of presentation of the written request on holding a meeting of the company's supervisory board.</p> <p>A meeting of the supervisory board of the company is convened by the</p>

<p>kuzatuv kengashining raisi tomonidan chaqiriladi.</p> <p>Ijroiya organning hisobotlarini eshitish bo'yicha majlis yuzma-yuz majlislar yoki axborot kommunikatsiya texnologiyalaridan (videokonferensiyalar) foydalangan holda o'tkaziladi.</p> <p>5.2. Jamiyat kuzatuv kengashining majlisini o'tkazish to'g'risidagi talabnoma:</p> <ul style="list-style-type: none"> - taklifni kirigan shaxs (organ) haqidagi ma'lumotlarni; - majlis kun tartibi masalalarning tahriri; - ushbu masalani qo'yish sabablari; - masalalarni ko'rib chiqish uchun zarur bo'lgan hujjatlar va boshqa materiallar, shuningdek, majlis Jamiyatning oddiy aksiyalarining hammasi bo'lib kamida 1 foiziga egalik qiluvchi aksiyadori (aktsiyadorlari) tomonidan chaqirilgan taqdirda talabnomaga majlis chaqirish sanasiga aksiyadorga tegishli bo'lgan yetarli miqdorda ma'lum turdagi aksiyalari mavjudligini tasdiqlovchi hisob varag'idan ko'chirma va talablarini ko'rib chiqish natijalarini yuborish uchun aloqa ma'lumotlari ilova qilinadi; - majlis chaqirishni talab qilgan shaxsning (organ rahbarining) imzosi. <p>5.3. Jamiyat kuzatuv kengashining majlisi yozma talab taqdin etilgan sanadan o'n kundan kechiktirmay o'tkaziladi, aks holda yuqoridagi aytib o'tilgan talabni taqdim etgan shaxsga Jamiyat kuzatuv kengashi majlisini o'tkazilmasligining sabablari ko'rsatilgan rad javobi jo'natiladi.</p> <p>5.4. Yuqorida ko'rsatilgan shaxslarning talablari ga binoan jamiyat kuzatuv kengashi majlisini o'tkazishni rad etish to'g'risidagi qaror quyidagi hollarda qabul qilinishi mumkin:</p> <ul style="list-style-type: none"> - Jamiyat kuzatuv kengashi majlisini o'tkazishni talab qilayotgan aksiyador (aksiyadorlar) talab etilgan sanada Jamiyat ovoz beruvchi aksiyalarining 1 foizining egasi bo'lmasa; - kun tartibiga kiritish uchun taklif qilingan masalalardan birortasi ham Jamiyat kuzatuv kengashining vakolati doirasiga kiritilmagan bo'lsa; - kun tartibiga kiritish uchun taklif etilgan masala O'zbekiston Respublikasining "Aksiyadorlik jamiyatlari va aksiyadorlarning huquqlarini 	<p>chairman of the supervisory board at least once a quarter.</p> <p>Meetings to hear reports from the executive body are held in person or using information and communication technologies (videoconferencing).</p> <p>5.2. The requirement to hold a meeting of the company's supervisory board must contain:</p> <ul style="list-style-type: none"> - information about the person (body) making the claim; - formulation of agenda items for the meeting; - motives for asking these questions; - documents and other materials necessary for consideration of issues, as well as in the event of a meeting being convened by the shareholder(s) owning at least 1 % of the company's common shares, the request is accompanied by an extract from the securities account of this shareholder, confirming the presence of the required number of shares of a certain type in the shareholder's ownership on the date of presentation of the request to convene a meeting and contact information for sending the results of consideration of the request to the shareholder; - signature of the person (head of the body) requesting the convening of a meeting. <p>5.3. The holding of a meeting of the supervisory board of the company is carried out no later than ten days from the date of submission of the written request, otherwise the person who presented the above-mentioned demand within the specified period is sent a reasoned refusal to hold the supervisory board of the company.</p> <p>5.4. A decision to refuse to hold a meeting of the company's supervisory board at the request of the above-mentioned persons may be made in cases where:</p> <ul style="list-style-type: none"> - the shareholder (shareholders) demanding a meeting of the company's supervisory board is not the owner 1 % of voting shares of the company as of the date of presentation of claims; - none of the issues proposed for inclusion on the agenda are within the competence of the company's supervisory board; - the issue proposed for inclusion on the agenda does not comply with the requirements of the Law of the Republic of Uzbekistan "On Joint-Stock Companies and Protection of Shareholders' Rights."
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<p>himoya qilish to'g'risida”gi Qonuni talablariga javob bermasa. Jamiyat kuzatuv kengashining majlis o'tkazishni rad etish to'g'risidagi qarori ustidan sudga shikoyat qilinishi mumkin.</p>	<p>The decision of the supervisory board of the company to refuse to hold a meeting can be appealed in court.</p>
<p align="center">6. KUZATUV KENGASHINING YIG'ILISHI</p>	<p align="center">6. MEETING OF THE SUPERVISORY BOARD</p>
<p>6.1. Jamiyat kuzatuv kengashining majlisini o'tkazish uchun kворum jamiyat kuzatuv kengashining saylangan a'zolari sonining kamida yetmish besh foizini tashkil qilishi kerak. Kuzatuv kengashi a'zosining majlisda shaxsan ishtirok etishi imkoni bo'lmagan taqdirda, u yig'ilishni chaqiruvchi shaxsga videokonferensaloqa orqali yoki boshqa axborot-kommunikatsiya texnologiyalaridan foydalangan holda ishtirok etish to'g'risida so'rov yuborishi mumkin. Bunday so'rov majlis o'tkaziladigan sanadan bir ish kunidan kechiktirmay Jamiyatga yuborilishi kerak. Shu bilan birga, Jamiyat kuzatuv kengashi a'zosining yig'ilishda videokonferensaloqa yoki boshqa axborot-kommunikatsiya texnologiyalaridan foydalangan holda ishtirok etishi kворumni hisoblashda hisobga olinadi.</p> <p>6.2. Kuzatuv kengashi a'zolarining soni ustavda va ushbu nizomda nazarda tutilgan sonining yetmish besh foizidan kamini tashkil etgan taqdirda, yangi tarkibini saylash uchun Jamiyat aksiyadorlarning navbatdan tashqari umumiy yig'ilishni chaqirishi shart. Kuzatuv kengashining qolgan a'zolari aksiyadorlarning shunday navbatdan tashqari umumiy yig'ilishini chaqirish to'g'risida qaror qabul qilishga, shuningdek, boshqaruv raisining vakolatlari muddatidan ilgari tugatilgan taqdirda, rais vazifasini vaq tincha bajaruvchini tayinlashga haqli.</p> <p>6.3. Jamiyat kuzatuv kengashining majlisida qarorlar ishtirok etayotganlarning ko'pchilik ovozi bilan qabul qilinadi, O'zbekiston Respublikasining “Aksiyadorlik jamiyatlari va aksiyadorlarning huquqlarini himoya qilish to'g'risida”gi qonunida va Jamiyat ustavi da nazarda tutilgan holler bundan mustasno. Jamiyat kuzatuv kengashining majlisida masalalarni hal etilayotganida kuzatuv kengashining har bir a'zosi bitta ovozga ega bo'ladi. Jamiyat Kuzatuv kengashining raisi Kuzatuv kengashi a'zolarining ovozlari teng bo'lgan taqdirda hal qiluvchi ovoz berish huquqiga ega.</p>	<p>6.1. The quorum for holding a meeting of the company's supervisory board must be at least seventy-five percent of the number of elected members of the company's supervisory board. If it is impossible for a member of the supervisory board to personally attend a meeting, he may send a request to the person convening the meeting to participate via video conferencing or using other information and communication technologies . Such a request must be sent to the company no later than one business day before the date of the meeting. At the same time, the participation of a member of the supervisory board of the company at a meeting via video conference or using other information and communication technologies is taken into account when calculating the quorum.</p> <p>6.2. In the event that the number of members of the supervisory board becomes less than seventy-five percent of the number provided for by the charter and these regulations, the company is obliged to convene an extraordinary general meeting of shareholders to elect a new composition of the company's supervisory board. The remaining members of the supervisory board have the right to decide to convene such an extraordinary general meeting of shareholders, as well as, in the event of early termination of the powers of the chairman of the board, to appoint an interim one.</p> <p>6.3. Decisions at a meeting of the company’s supervisory board are made by a majority vote of those present, except for cases provided for by the Law of the Republic of Uzbekistan “On Joint-Stock Companies and Protection of Shareholders’ Rights” and the company’s charter. When resolving issues at a meeting of the company's supervisory board, each member of the supervisory board has one vote. The chairman of the supervisory board of the company has the casting vote in the event of an equality of votes among members of the supervisory board. The decision to increase the authorized capital (authorized capital) of the company is made unanimously by the supervisory board of the company.</p>

<p>Jamiyatning ustav fondini (ustav kapitalini) oshirish to'g'risidagi qaror Jamiyat kuzatuv kengashi tomonidan bir ovozdan qabul qilinadi.</p> <p>O'zbekiston Respublikasining "Aksiyadorlik jamiyatlari va aksiyadorlarning huquqlarini himoya qilish to'g'risida"gi qonunining 8 va 9-boblarida belgilangan tartibda yirik bitim tuzish va affillangan shaxs bilan bitimlarni ma'qullash to'g'risidagi qarorlar Kuzatuv kengashi tomonidan qabul qilinadi.</p> <p>6.4. Jamiyat Kuzatuv kengashining bir a'zosi ovozi Kuzatuv kengashining boshqa a'zoriga yoki uchinchi shaxsga berishga yo'l qo'yilmaydi.</p>	<p>Decisions on making a major transaction and approving a transaction with an affiliate are made by the supervisory board in the manner prescribed by Chapters 8 and 9 of the Law of the Republic of Uzbekistan "On Joint-Stock Companies and Protection of Shareholders' Rights."</p> <p>6.4. The transfer of a vote by one member of the supervisory board of the company to another member of the supervisory board or to a third party is not permitted.</p>
<p>7.SIRTDAN OVOZ BERISH TARTIBI</p>	<p>7. ABSENTEE VOTING PROCEDURE</p>
<p>7.1. Kuzatuv kengashining qarorlari sirdan ovoz berish yo'li bilan (so'rov yo'li bilan) qabul qilinishi mumkin.</p> <p>7.2. Sirdan ovoz berishni o'tkazish bo'yicha qarorni Kuzatuv kengashining raisi qabul qiladi.</p> <p>7.3. Sirdan ovoz berishni o'tkazish uchun jamiyat kuzatuv kengashining barcha a'zolariga yig'ilish kun tartibiga kiritilgan masalalar ko'rsatilgan holda sirdan ovoz berish to'g'risida xabarnoma yuboriladi. Xabarnomaga kun tartibidagi masalalari bo'yicha materiallar va ovoz berish byulletenlari ilova qilinadi. Yozma xabarnoma kuzatuv kengashi a'zolariga pochta yoki elektron aloqa orqali yuboriladi.</p> <p>7.4. Ovoz berish byulletenida: jamiyatning to'liq firma nomi, aksiyadorlar umumiy yig'ilishini o'tkazish sanasi, vaqti va joyi, ovoz berishga qo'yilgan har bir masalaning ta'rifi va uni ko'rib chiqish navbati, ovoz berishga qo'yilgan har bir masala bo'yicha "yoqlayman", "qarshiman" yoki "betarafman" degan mazmundagi so'zlar bilan ifodalangan ovoz berish variantlari ko'rsatilgan bo'lishi kerak. Ovoz berish byulletenlari sirdan ovoz berish bayonnomasining ajralmas qismi hisoblanadi.</p> <p>7.5. Kuzatuv kengashiga to'ldirilgan byulletenni taqdim etilishi belgilangan sanasidan kamida 5 kalendar kundan kechiktirmay Kuzatuv kengashi a'zolariga sirdan ovoz berishni o'tkaz to'g'risidagi yozma xabarnoma yuboriladi.</p> <p>7.6. Kuzatuv kengashi a'zolari tomonidan to'ldirilgan va o'z qo'li bilan imzolangan hujjatli shaklda yoki elektron raqamli imzo bilan tasdiqlangan ovoz</p>	<p>7.1. Decisions of the company's supervisory board can be made by absentee voting (by poll).</p> <p>7.2. The decision to conduct absentee voting is made by the chairman of the supervisory board.</p> <p>7.3. To conduct absentee voting, all members of the company's supervisory board are sent notifications of absentee voting indicating the issues on the agenda of the meeting. The notice is accompanied by materials on the agenda items and a voting ballot. Written notifications are sent to members of the supervisory board via postal or electronic communication.</p> <p>7.4. Ballot papers must contain the full corporate name of the company, the wording of each issue put to vote and the order of its consideration, voting options for each issue put to vote, expressed in the wording "for", "against" or "abstained", an indication of the date submission of a completed ballot. Ballots are an integral part of the absentee voting protocol.</p> <p>7.5. Notifications of absentee voting are sent to members of the supervisory board no later than 5 (five) calendar days before the due date for submitting the completed ballot.</p> <p>7.6. Voting ballots filled out and personally signed by members of the supervisory board in documentary form, or certified with an electronic digital signature, are presented to the secretary of the board. At the same time, in order for the company to use the electronic version of the ballot, a member of the supervisory board must ensure in advance the ability to verify the authenticity of the electronic digital signature in accordance with the requirements established</p>

<p>berish byulletenlari Kuzatuv kengashi kotibga topshiriladi. Shu bilan birga, jamiyatda ovoz berish byulletenining elektron variantidan foydalanishi uchun kuzatuv kengashi a'zosi elektron raqamli imzoning haqiqiylikini qonun hujjatlarida belgilangan talablarga muvofiq tekshirish imkoniyatini oldindan ta'minlashi shart.</p> <p>7.7. Ovozlarni hisoblashda to'ldirilgan ovoz berish byulletenini belgilangan muddatda taqdim etgan Kuzatuv kengashi a'zolarining ovozlari hisobga olinadi.</p> <p>7.8. Ovozga qo'yilgan masala bo'yicha ovoz berish mumkin bo'lgan variantlarining bir nechta ustunlarida belgilar mavjud bo'lsa yoki ovoz berish byulletenida ovoz beruvchi kuzatuv kengashi a'zosining imzosi bo'lmasa, ayrim masalalar bo'yicha ovoz berish byulleten i to'liq yoki qisman haqiqiy emas deb topilishi mumkin. Agar elektron raqamli imzoni taqdim etgan shaxsning aybi bilan uning haqiqiylikini tekshirish imkoni bo'lmasa, ovoz berish byulleteni haqiqiy emas deb hisoblanadi.</p> <p>7.9. Sirdan ovoz berish yakunlariga ko'ra jamiyat Kuzatuv kengashi majlisining bayonnomasi tuziladi. Majlis bayonnomasi (sirdan ovoz berish) Kuzatuv kengashi kotibi va raisi tomonidan imzolanadi. Jamiyat Kuzatuv kengashi a'zolari tomonidan imzolangan ovoz berish byulletenlari mazkur bayonnomaning ajralmas qismi hisoblanadi.</p>	<p>by law.</p> <p>7.7. Members of the supervisory board whose ballots were received before the date indicated on the ballot for submitting the completed ballot are considered to have taken part in absentee voting.</p> <p>7.8. The ballot may be declared invalid in whole or in part on certain issues, if there are any signs in more than one column of possible voting options on the issue or if the ballot does not contain the signature of a voting member of the supervisory board. A voting ballot is invalid if it is impossible to verify the authenticity of an electronic digital signature due to the fault of the person who provided it.</p> <p>7.9. Based on the results of absentee voting, a protocol of the company's supervisory board is drawn up. The minutes of the meeting (absentee voting) are signed by the secretary and the chairman of the supervisory board. Voting ballots signed by members of the company's supervisory board are an integral part of this protocol.</p>
<p>7. BAYONNOMALARNI RASMIYLASHTIRILISHI TARTIBI</p>	<p>8. PROCEDURE FOR COMPLETING PROTOCOLS</p>
<p>8.1. Jamiyat K uzatuv kengashi majlisida bayonnoma yuritiladi. Majlis bayonnomasi K uzatuv kengashi kotibi tomonidan yuritiladi.</p> <p>Kuzatuv kengashi majlisining bayonnomasi majlis o'tkazilganidan so'ng o'n kundan kechiktirmay tuziladi.</p> <p>8.2. Majlis bayonnomasida quyidagilar ko'rsatiladi:</p> <ul style="list-style-type: none"> - majlis o'tkazilgan sana, vaqt va joy; - majlisda ishtirok etgan shaxslar; -majlisning kun tartibi; - ovoz berishga qo'yilgan masalalar, ular yuzasidan o'tkazilgan ovoz berish yakunlari; - qabul qilingan qarorlar. 	<p>8.1. Minutes are kept at the meeting of the company's supervisory board. The minutes of the meeting are kept by the secretary of the supervisory board.</p> <p>The minutes of the meeting of the supervisory board are drawn up no later than ten days after it is held.</p> <p>8.2. The minutes of the meeting indicate:</p> <ul style="list-style-type: none"> - date, time and place of its holding; - persons present at the meeting; - meeting agenda; - issues put to vote, voting results on them; - decisions made. <p>When initiating the participation of a member of the supervisory board via video conferencing or using other information and communication</p>

<p>Kuzatuv kengashi a'zosining videokonferensaloqa aloqasi orqali yoki boshqa axborot-kommunikatsiya texnologiyalaridan foydalangan holda ishtirok etish tashabbusi ilgari surilganda ushbu konferensiyaning elektron tashuvchilardagi videoyozuvi majlis bayonnomasiga ilova qilinishi shart.</p> <p>8.3. Jamiyat kuzatuv kengashi majlisining bayonnomasi majlisda ishtirok etuvchi jamiyat kuzatuv kengashining bayonnomaning to'g'ri rasmiylashtirilganligi uchun mas'ul bo'lgan a'zolari, shuningdek kuzatuv kengashi kotibi tomonidan imzolanadi. , tegishli yig'ilish bayonnomasini kim yuritdi.</p> <p>8.4. Kuzatuv kengashi tomonidan qarorlar sirdan ovoz berish yo'li bilan qabul qilinganda (sirdan ovoz berish) majlis bayonnomasida:</p> <ul style="list-style-type: none"> - bayonnoma tuzilgan sana; - ushbu sanaga imzolangan ovoz berish byulletenlarini taqdim etgan Kuzatuv kengashi a'zolari; - kun tartibi; - ovoz berishga qo'yilgan masalalar, va ular yuzasidan o'tkazilgan ovoz berish yakunlari; - qabul qilingan qarorlar ko'rsatiladi. <p>Majlis bayonnomasi (sirdan ovoz berish) to'ldirilgan byulletenlarni taqdim etish uchun belgilangan sanasidan so'ng besh kalendar kundan kechiktirmay tuziladi.</p> <p>Jamiyat Kuzatuv kengashi majlisining bayonnomasi Kuzatuv kengashi raisi tomonidan imzolanadi. Majlis bayonnomasiga Kuzatuv kengashi a'zolari tomonidan imzolangan ovoz berish byulletenlari ilova qilinadi.</p> <p>8.5. Jamiyat Kuzatuv kengashi majlisining bayonnomasi imzolangan kuni Jamiyatning Boshqaruviga ijro etish uchun topshiriladi. Kuzatuv kengashi aksiyadorlarning umumiy yig'ilishini chaqirish to'g'risida qaror qabul qilgan taqdirda mazkur qaror haqidagi axborot Jamiyatning Boshqaruviga Kuzatuv kengashining majlisi o'tkaziladigan kuni topshiriladi.</p>	<p>technologies , a video recording of this conference on electronic media must be attached to the minutes of the meeting.</p> <p>8.3. The minutes of the meeting of the supervisory board of the company are signed by the members of the supervisory board of the company participating in the meeting, who are responsible for the correct execution of the minutes, as well as by the secretary of the supervisory board, who kept the minutes of the corresponding meeting.</p> <p>8.4. When the supervisory board makes decisions by absentee voting, the minutes of the meeting (absentee voting) shall indicate:</p> <ul style="list-style-type: none"> - date of drawing up the protocol; - members of the supervisory board who submitted signed voting ballots by this date; - agenda; - issues put to vote and voting results on them; - decisions made. <p>The minutes of the meeting of the supervisory board (absentee voting) are drawn up no later than 5 calendar days from the date established for the submission of completed ballots.</p> <p>The minutes of the meeting of the supervisory board are signed by the chairman of the supervisory board. Attached to the protocol are voting ballots signed by members of the supervisory board.</p> <p>8.5. The minutes of the meeting of the supervisory board of the company are transferred for execution to the executive body of the company on the day of its signing. If the supervisory board makes a decision to convene a general meeting of shareholders, information about this decision is transmitted to the executive body of the company on the day of the meeting of the supervisory board.</p>
<p>9. KUZATUV KENGASHI A'ZOLARINING HUQUQ VA MAJBURIYATLARI</p>	<p>9. RIGHTS AND OBLIGATIONS OF MEMBERS OF THE SUPERVISORY BOARD</p>
<p>9.1 . Kuzatuv kengashi a'zosi quyidagi huquqlarga ega :</p> <ul style="list-style-type: none"> - Kuzatuv kengashi majlisida shaxsan qatnashish, yig'ilishda muhokama 	<p>9.1. A member of the supervisory board has the right:</p> <ul style="list-style-type: none"> - personally take part in a meeting of the supervisory board, speak on the

<p>qilinayotgan masala yuzasidan reglament bilan ajratilgan vaqt doirasida so'zga chiqish;</p> <ul style="list-style-type: none"> - muayyan davr uchun Jamiyat faoliyati va uni rivojlantirish rejalari to'g'risidagi barcha zarur bo'lgan ma'lumotlarni olish; - Kuzatuv kengashida ishlaganligi uchun o'z vazifalarini bajarib turgan davrga, haq to'lash va xarajatlarning kompensasiyasini, shu bilan birga mukofot puli olish; <p>9.2. Kuzatuv kengashi a'zosi quyidagilarga majburdir:</p> <ul style="list-style-type: none"> - Jamiyat bilan bitim tuzishda o'zning affillanganligi to'g'risida tuzilishi kutilayotgan bitim haqidagi ma'lumotlarni, shu jumladan bitim predmeti to'g'risidagi ma'lumotlarni, tegishli shartnomaning muhim shartlarini batafsil ko'rsatgan holda yozma bildirish yuborish orqali Jamiyatni xabardor etishi shart ; - o'z majburiyatlarini bajarishda vijdonan, shuningdek Jamiyatning manfaatlarini ko'zlab vijdonan va oqilona ish tutishi shart. <p>9.3. Kuzatuv kengashi a'zolari jamiyat imkoniyatlaridan (mulkiy yoki nomulkiy huquqlar, xo'jalik faoliyati sohasidagi imkoniyatlar, jamiyat faoliyati va rejalari to'g'risidagi ma'lumotlar) shaxsiy manfaatlarida foydalanishga haqli emas.</p> <p>9.4. Kuzatuv kengashi a'zosining vakolatlari sud tomonidan Jamiyatga mulkiy zarar yetkazishda aybdor deb topilgan taqdirda tugatilishi mumkin.</p> <p>9.5. Jamiyat kuzatuv kengashining mustaqil a'zosi ushbu Nizomda belgilangan talablarga muvofiqligi o'zgargan taqdirda, bu haqda ikki ish kuni ichida jamiyatni va kuzatuv kengashini xabardor qilishi shart. Bunda qonun hujjatlarida va Ustavda belgilangan tartibda mustaqil a'zo sifatida boshqa nomzod taklif etiladi.</p>	<p>issue discussed at the meeting within the time allotted by the regulations;</p> <ul style="list-style-type: none"> - by decision of the supervisory board, receive information about the activities of the company for a certain period of time, about plans for its development; - receive payment and compensation for expenses for work on the supervisory board during the period of performance of their duties, as well as remuneration in accordance with the appendix to these regulations. <p>9.2 . A member of the supervisory board is obliged to:</p> <ul style="list-style-type: none"> - inform the company about its affiliation in the company's transaction by sending a written notice with detailed information about the proposed transaction and the essential terms of the relevant agreement. - carry out his official duties in good faith, and in the manner that he considers to be in the best interests of society. <p>9.3. Members of the supervisory board do not have the right to use the opportunities of the company (property or non-property rights, opportunities in the field of economic activity, information about the activities and plans of the company) for the purpose of personal enrichment.</p> <p>9.4. The powers of a member of the supervisory board may be terminated by a court decision if the court finds him guilty of causing property damage to society.</p> <p>9.5. An independent member of the company's supervisory board, in the event of a change in his compliance with the requirements established by these Regulations, is obliged to notify the company and the supervisory board about this within two working days. In this case, another candidate is invited as an independent member in the manner prescribed by law and the Charter.</p>
<p>10. Kuzatuv kengashi a'zolarining javobgarligi</p>	<p>10. RESPONSIBILITY OF MEMBERS OF THE SUPERVISORY BOARD</p>
<p>10.1. Jamiyat Kuzatuv kengashining a'zolari o'z huquqlarini amalga oshirishda va o'z majburiyatlarini bajarishda Jamiyatning manfaatlarini ko'zlab ish tutishi hamda qonun hujjatlarida va Jamiyat ustavida belgilangan tartibda javobgar bo'lishi lozim.</p> <p>10.2. Agar bir nechta shaxs javobgar bo'lsa, ularning Jamiyat oldidagi javobgarligi solidar javobgarlik bo'ladi.</p>	<p>10.1. Members of the company's supervisory board, when exercising their rights and fulfilling their duties, must act in the interests of the company and bear responsibility to the company in accordance with the law and the company's charter.</p> <p>10.2. If several persons are responsible, their liability to society is joint and several.</p>

<p>10.3. Jamiyatga zarar yetkazilishiga sabab bo'lgan qarorga ovoz berishda ishtirok etmagan yoki ushbu qarorga qarshi ovoz bergan Kuzatuv kengashi a'zolari javobgar bo'lmaydi.</p> <p>10.4. Jamiyat yoki u joylashtirgan aksiyalarning hammasi bo'lib kamida bir foiziga egalik qiluvchi aksiyador (aksiyadorlar) Jamiyatga yetkazilgan zararlarning o'rnini qoplash to'g'risidagi da'vo bilan Kuzatuv kengashining a'zosi ustidan sudga murojaat qilishga haqli.</p> <p>10.5. Jamiyatning Kuzatuv kengashi a'zosi Jamiyatga chalg'ituvchi axborot yoki bila turib yolg'on axborot taqdim etganligi yoxud o'zlari yoki o'z affiliate shaxslari tomonidan foyda (daromad) olish maqsadida yirik bitim tuzishni va (yoki) yirik bitim tuzish va (yoki) affillangan shaxslar bilan bitimlar tuzish to'g'risida qaror qabul qilishni taklif etganligi natijasida yetkazilgan zarar uchun javobgarlikka tortilishi mumkin.</p>	<p>10.3. Members of the supervisory board who did not take part in voting or voted against a decision that caused losses to the company are not liable, except in cases provided for by law.</p> <p>10.4. The company or shareholder (shareholders) who collectively own at least one percent of the company's outstanding shares have the right to file a claim in court against a member of the supervisory board for compensation for losses caused to the company.</p> <p>10.5. A member of the supervisory board may be held liable for damage caused to the company as a result of providing misleading information or knowingly false information or an offer to conclude and (or) accept a transaction with affiliates for the purpose of receiving profit (income) by them or their affiliates).</p>
<p align="center">11. BOSHQARUCHILAR KENGASHINING KO'MITALARI (ISH GURUHLARI)</p>	<p align="center">eleven. COMMITTEES (WORKING GROUPS) AND SECRETARY OF THE SUPERVISORY BOARD</p>
<p>11.1. Jamiyatning Kuzatuv kengashi asosli va samarali qarorlarni qabul qilinishini ta'minlash maqsadida, shu jumladan nizoli xolatlarni aniqlash va xal qilish uchun tegishli masalalar bo'yicha doimiy va vaqtincha faoliyat yurituvchi qo'mitalar (ishchi guruhlari) tuzishga xaqli.</p> <p>Jamiyat kuzatuv kengashi a'zolari orasidan Strategy va investitsiyalar bo'yicha __ qo'mita, Audit __ qo'mitasi, Tayinlovlar __ va mukofotlash bo'yicha __ qo'mita, Korrupsiyaga __ qarshi kurashish va ethics qo'mitalari tuziladi.</p> <p>Jamiyatning ichki audit xizmati o'z __ faoliyatida, agar mavjud bo'lsa, audit __ qo'mitasiga hisobot beradi.</p> <p>Qo'mitalarni shakllantirish va ishlash tartibi, ularning soni va tarkibi Jamiyatning ichki nizomlarida, shuningdek kuzatuv kengashining qarori bilan belgilanadi.</p> <p>11.2. Qo'mitalarning (ishchi guruhlarning) asosiy funksiyalari ularning faoliyat yo'nalishi bo'yicha Kuzatuv kengashi vakolatiga kiradigan masalalarni dastlab xar tomonlama o'rganish va Kuzatuv kengashiga tavsiyalar tayyorlash.</p> <p>11.3. Jamiyat Kuzatuv kengashining qo'mitalari (ishchi guruhlari) Kuzatuv kengashi, Boshqaruv a'zolari, Jamiyat xodimlari va jalb qilingan</p>	<p>11.1. In order to ensure the adoption of informed and effective decisions, the Supervisory Board of the company creates temporary and permanent committees (working groups) on relevant issues, including to identify and resolve conflict situations.</p> <p>The company creates: a Strategy and Investment Committee, an Audit Committee, an Appointment and Remuneration Committee, an Anti-Corruption and Ethics Committee from among the members of the supervisory board.</p> <p>The company's internal audit service is accountable in its activities to the audit committee, if there is one.</p> <p>The procedure for the formation and work of committees, their number and composition are established by the internal regulations of the company, as well as by the decision of the supervisory board.</p> <p>11.2. The main functions of committees (working groups) are a preliminary comprehensive study of issues within the competence of the company's supervisory board, in the areas of their activities and the preparation of recommendations for the supervisory board.</p> <p>11.3. Committees of the supervisory board of the company are formed from among the members of the supervisory board, the board, employees of the company and attracted experts (specialists of the relevant profile, teaching staff of specialized universities, etc.). The order of functioning and powers of</p>

<p>ekspertlardan (tegishli ixtisos mutaxassislari, ixtisoslashgan OO'Yu o'qituvchilar tarkibi va boshqalar) shakllantiriladi . Qo'mitalar (ishchi guru h lar) vakolatlari va faoliyat ko'rsatish tartibi ularni tashkil etish to'g'risidagi Jamiyat Kuzatuv kengashining qarori bilan belgilanadi.</p> <p>11.4. Jamiyat kuzatuv kengashining ishchi guruhlari Jamiyat faoliyatining alohida yo'nalishlari va loyihalarini o'rganish uchun ma'lum muddatga va/yoki ma'lum dastur yoki harakatni amalga oshirishdan oldin tuziladi.</p> <p>11.5. Qo'mitalar va ishchi guruhlari O'zbekiston Respublikasi qonun hujjatlari, Jamiyatning ustavi va ichki nizomlari, xamda aksiyadorlar umumiy yig'ilishi va Jamiyat Kuzatuv kengashi qarorlariga muvofiq xarakat qiladi.</p> <p>11.6. Tashkiliy masalalarni hal etish va majlislar bayonnomalarini yuritish uchun kuzatuv kengashining kotibi tayinlanadi. Kuzatuv kengashi kotibining funksiyalarini lavozimi bo'yicha aksiyadorlar bilan korporativ munosabatlar bo'limi boshlig'i, u bo'lmaganda esa aksiyadorlar bilan korporativ munosabatlar bo'yicha mutaxassis yoki jamiyatning korporativ maslahatchisi bajaradi. Kuzatuv kengashi kotibi ushbu Nizomning ilovasiga muvofiq Kuzatuv kengashida ishlash xarajatlari uchun haq va kompensatsiya oladi.</p> <p>11.7. Qo'mitalarning samarali faoliyat ko'rsatishini ta'minlash maqsadida Kuzatuv kengashi huzurida Jamiyat xodimlari va zarurat tug'ilganda jalb etilgan mutaxassislar orasidan bunday qo'mitalar Kotibiyati yoki Ishchi organi tuzilishi mumkin.</p>	<p>committees are established by decisions of the supervisory board of the company on their creation.</p> <p>11.4. Working groups of the company's supervisory board are formed for a certain period and/or before the implementation of a certain program or action, to study individual areas of the company's activities and projects.</p> <p>11.5. Committees and working groups operate in accordance with the requirements of the legislation of the Republic of Uzbekistan, the charter and internal regulations of the company, as well as decisions of the general meeting of shareholders and the supervisory board.</p> <p>11.6. In order to carry out organizational issues and keep minutes of meetings, a secretary of the supervisory board is appointed. The functions of the secretary of the supervisory board are performed ex officio by the head of the department of corporate relations with shareholders, and in his absence, a specialist in corporate relations with shareholders or a corporate consultant of the company. The secretary of the supervisory board receives payment and compensation for expenses for work on the supervisory board in accordance with the appendix to these regulations.</p> <p>11.7. In order to ensure the effective functioning of the Committees, a Secretariat or a Working Body of such Committees may be created under the Supervisory Board from among the company's employees and specialists attracted, if necessary.</p>
<p>12. YAKUNIY QOIDALAR</p>	<p>12. FINAL PROVISIONS</p>
<p>12.1. Mazkur Nizom aksiyadorlar umumiy yig'ilishi tomonidan tasdiqlangan kundan etiboran kuchga kiradi.</p> <p>12.2. Agar mazkur Nizomni biron bir qoidasi o'z kuchini yo'qotgan bo'lsa, bu qoida boshqa qoidalarni to'xtatish uchun sabab bo'lmaydi.</p> <p>12.3. Agar O'zbekiston Respublikasining qonunchilik xujjatlari yoxud Jamiyat ustavida mazkur Nizomda nazarda tutilganidan boshqacha qoidalar belgilangan bo'lsa, O'zbekiston Respublikasining amaldagi qonunchilik xujjatlari va Jamiyat ustavi qoidalari qo'llaniladi.</p>	<p>12.1. This provision comes into force on the date of its approval by the general meeting of shareholders.</p> <p>12.2. If one of the rules of this provision is no longer in force, this rule is not a reason for suspending the other rules.</p> <p>12.3. If the current legislative acts of the Republic of Uzbekistan or the charter of the company establish other provisions than those provided for by these regulations of the company, then the rules of the current legislative acts of the Republic of Uzbekistan and the charter of the company apply.</p>