

**PROTOCOL**  
**Meetings of the Counting Commission of the Extraordinary General meeting of**  
**shareholders of JSC «ANOR BANK»**

Tashkent c.

14.05.2022y.

An Extraordinary general meeting of shareholders of «ANOR BANK» JSC was held on May 14, 2022 in the Republic of Uzbekistan, Tashkent c., st. Sairam 5-passage, 4.

2 sets of ballots were issued, with a total of 205 000 000 votes or 100% of the total number of bank shares admitted for voting.

When counting votes on the agenda items, it was established: 2 sets of ballots were handed over with a total of 205 000 000 votes.

There are **no** spoiled ballots.

There are **no** ballots that have not been submitted.

The quorum of the meeting is 100% of the outstanding number of voting shares entitled to participate in the Extraordinary general meeting of shareholders.

In accordance with art.60 of the Law “On Joint Stock Companies and protection of shareholders’ rights” the decision of the general meeting of shareholders on the issue put to a vote is adopted by a majority of votes of shareholders – owners of voting shares of the bank participating in the meeting. Also in accordance with art.69 of the above Law, voting at the general meeting of shareholders is carried out according to the principle “one voting share of the bank – one vote”, except for cases of cumulative voting for the election of members of the bank’s supervisory board.

As a result of the counting of votes and analysis of voting ballots, the following results were determined:

**On the first issue of the agenda “On approval of the Regulations for holding an extraordinary general meeting of shareholders of «ANOR BANK» JSC”**

**Results of voting on the first issue:**

Voting options	Number of votes	% of those who took part in the voting	The number of votes in ballots that were declared invalid
«PER»	205 000 000	100	0
«AGAINST»	0	0	
«ABSTAINED»	0	0	

**SOLUTION:**

1.1. To approve the Regulations for the Extraordinary General Meeting of Shareholders of «ANOR BANK» JSC in the following order:

- for speeches of speakers on key issues – up to 10 minutes;
- for additional speeches, remarks and debates – up to 5 minutes;
- break for counting votes – 5 minutes.

**On the second issue of the agenda “On consideration of the issue of increasing the authorized capital of «ANOR BANK» JSC”**

**Results of voting on the second issue:**

Voting options	Number of votes	% of those who took part in the voting	The number of votes in ballots that were declared invalid
«PER»	205 000 000	100	0
«AGAINST»	0	0	
«ABSTAINED»	0	0	

**SOLUTION:**

2.1. Increase the authorized capital of “ANOR BANK” JSC by additional issuance of ordinary registered uncertified shares in the amount of 50,000,000 (fifty million) pieces for a total amount of 50,000,000,000 (fifty billion) UZS, with a par value of 1,000 (one thousand) UZS for each share by closed subscription through private placement of “KAPITAL SUG'URTA” JSC on the following terms:

- shares of this issue are placed by closed subscription by private placement of “KAPITAL SUG'URTA” JSC;

- to determine the placement price of one share of the additional issue in the amount 1,000 (One thousand) UZS;
- the placement of shares will be carried out on the over-the-counter unorganized market, by concluding civil law transactions in the manner prescribed by law, with the provision of shareholders with a pre-emptive right to acquire shares recorded in the register of shareholders formed as of the date of the decision - May 14, 2022. The number of shares remaining after the application of the pre-emptive right will be sold to the shareholder of "KAPITAL SUG'URTA" JSC;
- the period of validity of the pre-emptive right is 10 calendar days from the date of publication in the media of a notice to shareholders about the possibility of exercising the pre-emptive right to acquire the placed shares of this issue in accordance with the requirements of the legislation of the Republic of Uzbekistan;
- period of placement of shares of this issue - no later than one year from the date of state registration of an additional issue of shares in the authorized state body for regulation of the securities market;
- start of placement of shares - the day following the day of expiration of the pre-emptive right. If the placement start date falls on a weekend, then the placement start date is moved to the first business day following it;
- end date of placement of shares - the date of placement of the last share, but not later than one year from the date of state registration of the issue of shares in the authorized state body for regulation of the securities market;
- payment for shares of this issue is carried out in cash in the national currency of the Republic of Uzbekistan, payment for shares in other than cash is not provided;
- in case of placement of securities of this issue less than 100%, the issue is considered failed;
- in case of non-issuance of shares, the bank publishes an official notification of this situation in the media, as well as on the single portal of corporate information ([www.openinfo.uz](http://www.openinfo.uz)) and on the bank's website ([www.anorbank.uz](http://www.anorbank.uz));
- within 10 days from the date of recognition of the non-issuance of shares, the funds received as payment for the shares are returned in the manner prescribed by law.

2.2. Transfer powers to the Supervisory Board of "ANOR BANK" JSC to approve the Decision on the additional issue of ordinary registered uncertificated shares in the amount of 50,000,000 (Fifty million) pieces for a total amount of 50,000,000,000 (fifty billion) UZS, with a nominal value of 1,000 (one thousand) UZS for each share by closed subscription through private placement of "KAPITAL SUG'URTA" JSC.

**On the third issue of the agenda "On the extension of the powers of the members of the Supervisory Board of «ANOR BANK» JSC.**

**Cumulative voting results:**

FULL NAME of candidates to the Supervisory Board «ANOR BANK» JSC	Number of votes
Olimov Kakhramonjon Anvarovich	205 000 000
Alimov Ikrom Ismoiljanovich	205 000 000
Yakubov To'likin Abduvohidovich	205 000 000
Nosirov Shoodil Nosirovich	205 000 000
Nurutdinova Madina Jalaliddinovna	205 000 000

**SOLUTION:**

3.1. Extend the powers of the current members of the Supervisory Board of "ANOR BANK" JSC in the following composition: Nosirov Shoodil Nosirovich, Olimov Kakhramonjon Anvarovich, Alimov Ikrom Ismaildjanovich, Yakubov Tulkin Abdvakhidovich, Nurutdinova Madina Jalaliddinovna until the annual general meeting of shareholders of "ANOR BANK" JSC following the results of 2021.

**On the fourth issue of the agenda "On the extension of the powers of the Auditor of «ANOR BANK» JSC"**

**Results of voting on the fourth issue:**

Voting options	Number of votes	% of those who took part in the voting	The number of votes in ballots that were declared invalid
«PER»	205 000 000	100	0
«AGAINST»	0	0	
«ABSTAINED»	0	0	

**SOLUTION:**

4.1. Extend the powers of the current Auditor of “ANOR BANK” JSC O.M. Rakhmanov before the annual general meeting of shareholders of “ANOR BANK” JSC following the results of 2021.

**On the fifth issue of the agenda “On the extension of the powers of the Chairman of the Board of «ANOR BANK» JSC”**

**Results of voting on the fifth issue:**

Voting options	Number of votes	% of those who took part in the voting	The number of votes in ballots that were declared invalid
«PER»	205 000 000	100	0
«AGAINST»	0	0	
«ABSTAINED»	0	0	

**SOLUTION:**

5.1. Approve the decision of the Supervisory Board to extend the employment contract with the Chairman of the Board of ANOR BANK JSC Akramov Sherzod Salimovich until the annual general meeting of shareholders of ANOR BANK JSC following the results of 2021.

**On the sixth issue of the agenda “On approval of the Organizational structure of «ANOR BANK» JSC in a new edition”**

**Results of voting on the sixth issue:**

Voting options	Number of votes	% of those who took part in the voting	The number of votes in ballots that were declared invalid
«PER»	205 000 000	100	0
«AGAINST»	0	0	
«ABSTAINED»	0	0	

**SOLUTION:**

6.1. Approve the Organizational structure of “ANOR BANK” JSC according to the appendix

**On the seventh issue of the agenda “On introduction of amendments and additions to the Charter of «ANOR BANK» JSC”**

**Results of voting on the seventh issue:**

Voting options	Number of votes	% of those who took part in the voting	The number of votes in ballots that were declared invalid
«PER»	205 000 000	100	0
«AGAINST»	0	0	
«ABSTAINED»	0	0	

**SOLUTION:**

7.1. Approve amendments and additions to the Charter of “ANOR BANK” JSC in accordance with the appendix.

7.2. The Board of the Bank to carry out the necessary legal actions related to the state registration of amendments and additions to the Charter of “ANOR BANK” JSC.

**On the eighth issue of the agenda “On approval of the Regulations on the General meeting of shareholders of «ANOR BANK» JSC, on the Supervisory board of «ANOR BANK» JSC, on the Board of «ANOR BANK» JSC, on the Auditor of «ANOR BANK» JSC”**

**Results of voting on the eighth issue:**

<b>Voting options</b>	<b>Number of votes</b>	<b>% of those who took part in the voting</b>	<b>The number of votes in ballots that were declared invalid</b>
«PER»	205 000 000	100	0
«AGAINST»	0	0	
«ABSTAINED»	0	0	

**SOLUTION:**

8.1. Approve the Regulations on the General Meeting of Shareholders of “ANOR BANK” JSC, on the Supervisory Board of “ANOR BANK” JSC, on the Board of “ANOR BANK” JSC, on the Auditor of “ANOR BANK” JSC in a new version according to the appendix.

**Chairman of the Commission** \_\_\_\_\_

**Jumaniyazova A.K.**

**Members of the counting commission** \_\_\_\_\_

**Igbaljanova M.I.**

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**Jumaev M.K.**