

**“APPROVED”**

**by the General Meeting of Shareholders  
of “Hamkorbank” JSCB  
as of June 23, 2018**

Chairman of the Council of the Bank

*signature* I.I. Ibragimov

**AMENDMENTS TO REGULATION  
ON THE GENERAL MEETING OF SHAREHOLDERS OF  
JOINT-STOCK COMERCIAL BANK WITH FOREIGN CAPITAL  
“HAMKORBANK”**

№	Current wording	New wording
1	11. Shareholders (a shareholder), who in the aggregate hold at least 1 (one) percent of the Bank's voting shares have the right to make proposals on the agenda of the annual General Shareholders Meeting and nominate candidates to the Council of the Bank and Audit Commission which number cannot exceed the number of members of the corresponding body. Such proposals must be received by the Bank not later than <b>30 (thirty)</b> days after the end of the fiscal year.	In clause 11 words <b>“30 (thirty)”</b> shall be changed into <b>“60 (sixty)”</b> .
2		<b>As clause 36 is doubled, clause 6 of article 36 is complemented with clause 37 of article 37 to article 38</b>
3	37. The announcement on holding the General Meeting of Shareholders is published on the official website of the Bank, in the mass media, and also forwarded to the shareholders by e-mail not later than 7 (seven) days, but not earlier than thirty days before the date of the General Meeting of Shareholders.	In clause 37 after the words <b>“published on”</b> the words <b>“On the Single portal of the corporate information “Openinfo.uz”, official web-site of the Bank</b> shall be added.
4	38. Notwithstanding the above, a written notification about holding the General Meeting of Shareholders (specifying the agenda of the General Meeting of Shareholders and related materials) must be provided to foreign shareholders of the Bank, namely the International Finance Corporation (hereinafter - IFC) and Nederlandse Financierings-Maatschappij Voor Ontwikkelingslanden NV (hereinafter - FMO), to their respective addresses which they have communicated to the Bank in writing not less than thirty (30) days in advance.	<b>Exclude clause 38 from the Regulation</b>
5	81. In case if unanimity of the Council of the Bank on the	<b>Clause 81 should be set forth in the following wording:</b>

	<p>approval of a major transaction has not been reached, by the decision of the Council of the Bank the issue of approving a major transaction may be submitted to the consideration of the General Shareholders Meeting of the Bank. In this case, the decision to approve a major transaction is made by the General Meeting of Shareholders of the Bank by a majority of three-quarters of the votes of shareholders participating in the meeting of shareholders who own voting shares.</p>	<p>81. The General Meeting of Shareholders is held by three-fourth of vote (special majority) of the shareholders participating in the meeting.</p> <ul style="list-style-type: none"> <li>• Making additions and alterations in the Charter of the Bank or approving a new Charter of the Bank;</li> <li>• Reorganization of the Bank;</li> <li>• Termination, bankruptcy, liquidator cession (liquidation commission) and approval of interim and final liquidation balances;</li> <li>• The highest determination of the maximum number of offered permitted number of shares (additional shares which may be issued);</li> <li>• Hearing the reports and conclusions of the Council of the Bank and the Revision Commission of the Bank on the issues referred to it competence, including in compliance with the procedures set forth in the rules of the bank management;</li> <li>• Decision on the point if making transaction should be transferred into a major transaction by the unanimous decision of the Council of the Bank hasn't been reached;</li> <li>• Decision-making on making major transactions on the transaction which subject is represented by the property which balance value or a purchase price constitutes over 50% of net assets of the Bank on the date of making the decision on concluding an agreement in the balance or its cost for making this transaction;</li> <li>• Making major transactions in relation to the property constituting over 50% of net assets of the Bank on the date of making the decision on concluding an agreement in the balance or its cost for making this transaction;</li> <li>• Decision on approving the transaction with the affiliated person.</li> </ul>
6	<p>85. In case of voting on the issue of electing a member of the Council of the Bank or the Audit Commission, the voting ballot should contain information about the candidate, indicating his last name, first name and patronymic.</p>	<p><b>Clause 85 should be set forth in the following wording:</b> When holding a cumulative voting the number of votes owned by each shareholder, is multiplied by the number of persons who must be elected in the Supervisory Board and a shareholder has the right to give the votes received in this way fully for one candidate and distribute them among</p>

		<p>two or more candidates.</p> <p>The candidates gained the majority of votes are considered to be elected to the composition of the Supervisory Board.</p> <p>The government representative is considered to be a member of the Supervisory Board by hi position and he is not subject to election (re-election) by the General Meeting of Shareholders.</p>
7		<p><b>Clause 89 should be complemented with a new paragraph in the following wording:</b></p> <p>A shareholder participating in the General Meeting of Shareholders is provided with an opportunity to receive a copy of the filled in ballot paper.</p>
8		<p><b>New clause 100 in the following wording should be introduced:</b></p> <p>Preparation and holding of the General Meeting of Shareholders is executed by compiling the documents specified in Annexes 1-4</p> <ul style="list-style-type: none"> <li>• Notification on holding a General meeting of Shareholders №1;</li> <li>• Form of the power of attorney for voting on behalf of legal entity №2 (only for residents of the Republic of Uzbekistan);</li> <li>• Form of the registration journal №3;</li> <li>• Form and wording of the ballot paper №4.</li> </ul>

**Joint-Stock Commercial Bank with Foreign Capital “Hamkorbank” notifies its shareholders  
about holding a regular (extraordinary) General Meeting of Shareholders**

Joint-Stock Commercial Bank with Foreign Capital “Hamkorbank” located at the address:  
Andijan city, Bobur Avenue, 85 (e-mail: muloqot@hamkorbank.uz, web-  
site:www.hamkorbank.uz), holds a regular (extraordinary) General Meeting of Shareholders in  
the building of \_\_\_\_\_ on \_\_\_\_\_, 20\_\_\_\_.

Registration of shareholders and their representatives starts at \_\_\_\_\_

Date of compiling a register of shareholders to notify them on holding a regular (extraordinary)  
General Meeting of Shareholders is on \_\_\_\_\_, 20\_\_\_\_.

Date of compiling a register of shareholders who have the right to participate in a holding a  
regular (extraordinary) General Meeting of Shareholders is on \_\_\_\_\_, 20\_\_\_\_.

**Issues included in the agenda:**

- 1
- 2
- 3

A shareholder - a legal entity - has the right to entrust participation in a regular  
(extraordinary) General Meeting of Shareholders to another person. At the same time, the  
representative of the shareholder must present a power of attorney compiled according to the  
established procedure with the signature of the head and with the certified seal of the legal entity

A shareholder - an individual must have a passport or other identity card, and his  
representative - a notarized power of attorney.

Materials prepared for the holding an annual General Meeting of Shareholders of JSCB  
“Hamkorbank” can be found at the head office of the bank. The telephone number is (0374) 298-  
0433.

**Council of “Hamkorbank” JSCB**

to the notification on convocation of the General Meeting of Shareholders of  
**“Hamkorbank” JSCB**

**POWER OF ATTORNEY**

**Andijan city**

**“.....”**

.....**201**\_\_

I, .....

(last name, first name, patronymic)

head of<sup>1</sup> .....

(full name of the shareholder)

being a shareholder of “Hamkorbank” JSCB and owning..... units of ordinary  
registered shares hereby authorize .....

(last name, first name, patronymic)

to represent the interests of .....

(short name of a shareholder)

in voting at the General Meeting of Shareholders by all shares owned by

.....

(short name of a shareholder)

This power of attorney is valid from “\_\_” \_\_\_\_\_ 201\_\_ till “\_\_” \_\_\_\_\_ 201\_\_

**Shareholder**

Name

\_\_\_\_\_

Address:

\_\_\_\_\_

Phone:\_\_\_\_\_

Current account №

MFO

TIN

**Representative**

Last name, First name, Patronymic

\_\_\_\_\_

Address:

\_\_\_\_\_

Phone:\_\_\_\_\_

Passport series \_\_\_\_\_ №

Issued by\_\_\_\_\_

<sup>1</sup> A full name of the position occupied should be specified, for example, Director General, Director, Head, Manager, Chairman of Board, etc.

Hereby I certify a personal signature of .....

(full name and signature of a shareholder)

Head of a shareholder:.....

(signature, full name)

“ ” 201

**Registration Journal of shareholders who have the right to participate in the regular (extraordinary) General Meeting of Shareholders of Joint-Stock Commercial Bank with Foreign Capital “Hamkorbank” held on “ \_\_\_\_\_ ” \_\_\_\_\_ 20\_\_\_\_\_**

[illegible]



**Ballot paper № \_\_ of a shareholder owning \_\_\_\_\_ units of shares of Joint-Stock Commercial Bank with Foreign Capital “Hamkorbank” to vote in the regular (extraordinary) General Meeting of Shareholders held on “\_\_” \_\_\_\_\_ 20\_\_ at \_\_\_\_\_**

№	Issues on the agenda	For	Against	Abstained
1		For	Against	Abstained
2		For	Against	Abstained
3		For	Against	Abstained
4		For	Against	Abstained
5		For	Against	Abstained
6		For	Against	Abstained
7		For	Against	Abstained
8		For	Against	Abstained
9	Electing composition of the Council of the Bank			
	1			
	2			
	3			
	4			
	5			
10		For	Against	Abstained

Last name and initials of the shareholder: \_\_\_\_\_  
(signature)

Note: Voting on issue \_\_\_\_\_ the voting has been carried out in a cumulative way.

The number of votes you own in the cumulative voting constitutes \_\_\_\_\_ units.

You can give all votes to one candidate or distribute them among two or more candidates. The remaining issues are carried out by simple voting (*the required vote is left, the others are deleted*).

**Report of \_\_\_\_\_ for participation in the regular (extraordinary)  
General Meeting of Shareholders of Joint-Stock Commercial Bank with Foreign Capital  
“Hamkorbank”**

**Speaker** \_\_\_\_\_

Good morning, dear shareholders and meeting participants.

We have set the aim to present you the report on the results of the performance of Joint-Stock Commercial Bank “Hamkorbank” in 201\_\_\_\_ and priority objectives determined for implementation within the current year.

**The outcomes achieved by the results of 201\_\_\_\_(by certain areas)**

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**The measures undertaken by the results of 201\_\_\_\_(by certain areas)**

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**The drawbacks occurred by the results of 201\_\_\_\_(by certain areas)**

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**Planned targets for new 201\_\_\_\_**

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**The measures to be undertaken within new 201\_\_\_\_\_**

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**Thank you for your attention.**

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