**Approved**

**General Meeting of Shareholders**

**Joint Stock company**

**«Toshkent shahar dori - darmon»**

**on May 26, 2016**

**POSITION**

**ON THE GENERAL MEETING OF SHAREHOLDERS**

**JOINT STOCK COMPANY**

**«TOSHKENT SHAHAR DORI - DARMON»**

Tashkent city – 2016

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**I. GENERAL PROVISIONS**

1.1. This provision defines the status and regulates the work of the General Meeting of shareholders of joint stock company «Toshkent shahar Dori - Darmon», the order of the meeting and decision making.

1.2. Regulations have been developed in accordance with the law and the charter of the joint stock company «Toshkent shahar Dori - Darmon» (hereinafter - the Company).

1.3. The Company shall hold annual general meeting of shareholders (Annual General Meeting of Shareholders).

1.4. Annual General Meeting of Shareholders shall be held not later than six months after the fiscal year end. The Annual General Meeting is held, as a rule, in the period from 01 to 31 May of each year. At the annual general meeting of shareholders shall elect the Supervisory Board and the Audit Committee of the Company, to consider the possibility of extending the term of renewal or termination of the contract with the General Director, as well as discusses the annual report of the executive body reports and the Supervisory Board of the measures taken to achieve the strategy the development of society.

1.5. Other than the annual general meeting of shareholders shall be extraordinary

1.6. The date and procedure of the general meeting of shareholders, the procedure for notifying shareholders of its holding, the list of materials (information) 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 General Meeting of Shareholders are as follows:

a) introduction of amendments and additions to the Charter or approval of the charter in the new edition, with the exception of changes and additions to the charter of the company, related to the increase of the authorized capital;

b) the reorganization of the company;

c) The liquidation of the company, the appointment of the liquidator (the liquidation committee) and approval of interim and final liquidation balance sheets;

d) determination of the composition of the Supervisory Board society, the election of its members and early termination of their powers, members of the Supervisory Board the payment of remuneration and compensation;

d) determination of the composition of the Supervisory Board of the company and qualification requirements for members of the Supervisory Board elected its members and early termination of their powers, members of the Supervisory Board the payment of remuneration and compensation;

e) reduction of the authorized capital of the company;

f) acquisition of own shares;

h) approval of the Company's organizational structure, the formation of the executive body of the company, approval of the Regulation defines the procedure of the executive body;

i) election (appointment) of the Director General of the Company and early termination of his powers. Appointment of the Director General of the company is carried out, as a rule, on a competitive basis, you can have foreign managers participate;

a) determination of the size of payments stimulirueschego character produced by the company's net profit for the fiscal year;

l) election of members of the Audit Committee of the Company and early termination of their powers, as well as the approval of the audit committee, remuneration to members of the Auditing Committee of remunerations and compensations;

m) approval of the annual report, as well as the company's development strategy in the medium and long term with the definition of its specific terms based on the guidelines and objectives of the company;

n) the distribution of profits and losses of the Company;

a) hearing reports of the Supervisory Board and the Audit Commission on issues of society, within their competence, including compliance with the legislation on public management requirements;

n) making the decision on non-pre-emptive right under Article 35 of the Law "On joint-stock companies and protection of shareholders' rights";

p) approval of the Regulations of the General Meeting of Shareholders;

c) splitting and consolidation of shares;

m) the adoption of a decision on large transactions, stipulated by the current legislation;

v) decision on the conclusion of transactions with related parties in the cases stipulated by law;

f) the decision to pay dividends, the amount of the dividend, the form and the manner of its payment on shares of each type;

x) the definition of transactions related to the current business activities of the Company, for self-fulfillment of the executive body of related party transactions and major transactions;

c) taking a decision on the obligation to follow the recommendations of the Corporate Governance Code;

h) establish measures of responsibility to the officials of the company for failure to comply with the Corporate Governance Code recommendations or undisclosed information under the Code;

iii) resolution of other issues in accordance with the law, the charter of the Company and these Regulations.

Decisions on matters specified in paragraphs a), b), c), d), a), t) taken by a majority of three quarters of votes of shareholders - owners of voting shares participating in the general meeting of shareholders.

on other issues Decision adopted by the general meeting of shareholders by a simple majority of votes of shareholders - owners of voting shares participating in the general meeting of shareholders.

2.2. Matters referred to the General Meeting of Shareholders may not be delegated to the executive body.

**III. THE RIGHT TO PARTICIPATE IN THE GENERAL MEETING OF SHAREHOLDERS. Registration of the shareholders and their authorized representatives**

3.1. The right to participate in the general meeting of shareholders are shareholders recorded in the register of shareholders of the company, formed three working days before the date of the general meeting of shareholders.

3.2. At the request of the shareholder company is obliged to provide information for inclusion in the register of shareholders, formed for holding the general meeting of shareholders.

3.3. Changes in the register of shareholders formed a society can be made only in the case of restoration of violated rights of persons not included in the said register at the date of its execution, or corrections of errors made in its drafting, in the manner prescribed by law.

3.4. At the general meeting of shareholders are entitled to attend the shareholders recorded in the register of shareholders of the Company, their authorized representatives, the auditor company, member of the Supervisory Board, the General Director of the Company and members of the Audit Commission.

Candidates for members of the Supervisory Board, the Audit Commission and the office of Director-General of society may attend the general meeting of shareholders when considering their candidatures.

3.5. To participate in the general meeting of shareholders or their authorized representatives must be registered at the place and time specified in the notice of meeting.

3.6. The representative of the shareholder at the general meeting of shareholders acting on the basis of a power of attorney drawn up in writing. The power of attorney shall contain information about the represented person and the representative (name, place of residence or location, passport details).

3.7. Registration of shareholders, individuals who came to participate in the general meeting, carried out upon presentation of a passport or other identity document of the shareholder and, in respect of a representative - also notarized power of attorney.

3.8. Head of the legal entity - shareholder of the company carries out its mandate at the general meeting on a post on the basis of a legal act appointing him to the post and the identity document.

3.9. The representative of the shareholder - legal entity can participate in the general meeting of shareholders if the power of attorney in his name, shall be signed by the head of the organization or other person authorized to do so by its constituent documents, certified by the seal of the organization.

3.10. If the company share is jointly owned by several persons, the right to vote at the general meeting of shareholders exercised at their discretion by one of the co-owners or their common representative. The powers of each of the parties should be properly documented.

3.11. Nominee shareholder participates in the general meeting of shareholders in accordance with the agreement concluded with the person on whose behalf it holds shares.

3.12. In accordance with the register of shareholders of the company, formed for holding the general meeting of shareholders registration list compiled in compliance with Appendix №1 to the present Regulation.

Registration list must be stitched, numbered, stitched and sealed society.

3.13. At the general meeting of shareholders (or their representatives) put their signature on the registration list and receive a ballot kit (Annex №2) to vote based on the number of voting shares of each shareholder, as defined according to the register of shareholders of the company.

3.14. If the participant of the meeting makes a power of attorney to represent the interests of one or several shareholders, he issued ballot papers represented shareholder (s), but in the registration list against the names of the represented shareholder, a note: "proxy number \_\_\_ of" \_\_\_ "for \_\_\_\_\_\_\_ (number) of the voting shares "and the surname, name and patronymic of the representative.

**IV. PREPARATION FOR THE ANNUAL GENERAL MEETING OF SHAREHOLDERS**

4.1. Preparation for the General Meeting of shareholders holding a supervisory board, which determines:

• the date, place and time of the General Meeting of Shareholders;

• agenda of the General Meeting of Shareholders;

• the date of formation of company shareholders to the General Meeting of Shareholders;

• procedure for notifying shareholders of the General Meeting of Shareholders;

• the list of information (materials) provided to shareholders and the representative of the state in preparation for the General Meeting of Shareholders;

• the form and text of the voting ballot.

4.2. Date of the General Shareholders' Meeting can not be installed in less than 10 or more than 30 days from the date of the decision to hold it.

4.3. Notice of the General Meeting of Shareholders shall be published on the official website of the company, on the official website of RSE "Tashkent" and on the official website of the Single portal of corporate information of the Center for coordination and development of securities market in the media, as well as sent to shareholders by e-mail (in accordance with Annex №3), not later than seven days, but not earlier than 30 days before the date of the general meeting of shareholders.

The Company is entitled to inform a written notice to the shareholder on their own or through a professional securities market participant in accordance with the agreement concluded between the company and a professional participant of the securities market for the provision of related services.

4.4. Notice of the General Meeting of Shareholders shall contain the following:

• name, address (postal address) and e-mail address of the company;

• the date, time and place of the General Meeting of Shareholders;

• the date of formation of the register of shareholders of the company;

• the issues included in the agenda of the general meeting of shareholders;

• the procedure of familiarization with the information (materials) to be provided to shareholders in preparation for the General Meeting of Shareholders.

4.5. 4.5. The information (materials) to be provided to shareholders during preparation for the general meeting of shareholders are the annual report, the Internal Audit Commission of the Company and the audit organization on the audit of the annual financial and business activities of the company, the conclusion of the Supervisory Board of the company about the possibility of extension, renewal or termination of the contract with the general Director of the company, as well as information about the candidates for membership of the Supervisory Board and the Audit Committee of the company, draft changes and amendments to the charter of the company or the project charter in the new edition, including the position of the Supervisory Board on the agenda of the general meeting .

4.6. A list of additional information (materials) shall be provided to shareholders during preparation for the general meeting of shareholders, it can be installed by an authorized state body on regulation of securities market.

4.7. The information (materials) to be provided to the shareholders, including the Supervisory Board's position on the agenda of the general meeting may be given 10 days prior to the annual shareholders' meeting by a written or electronic communications from shareholders to the employee responsible for communication with the shareholders.

4.8. Shareholder (s) owning in the aggregate at least one percent of the voting shares of the Company not later than sixty days after the end of the financial year of the company shall be entitled to propose items for the agenda of the annual general meeting of shareholders (in the form specified in Annex №4) make the proposed distribution of profits, and to nominate candidates to the supervisory Board and the Audit committee of the company, the number of which can not exceed the number of members of this body.

4.9. Shareholder (s) holding in aggregate not less than one percent of the voting shares of the Company shall be entitled to make proposals on the agenda, distribution of profits, nominees for the management and control bodies, with the possibility of replacing them before the general meeting of shareholders.

4.10. The Supervisory Board of the company shall consider the proposals and make a decision on their inclusion in the agenda of the General Meeting of Shareholders or on refusal to include in the agenda not later than 10 days after the end of the period specified in article 4.8. this provision.

4.11. The question submitted by the shareholder (s) shall be included in the agenda of the general meeting of shareholders as well as nominated candidates shall be included in the list of candidates for election to the Supervisory Board and the Audit Committee of the Company, except in cases when:

• shareholder (s) is not complied with the period specified in paragraph 4.8. this provision;

• shareholder (s) is not the owner of the number of voting shares, as provided in paragraph 4.8. this provision;

• if data on candidates to the elected bodies of the company are incomplete;

• proposals do not meet the requirements of legislative acts.

4.12. Shareholder (s) shall have the right to make changes to the list of candidates nominated by them to the Supervisory Board and the Audit Committee of the Company no later than three working days from the date of publication of the notice of the Annual General Meeting of Shareholders.

4.13. The decision of the Supervisory Board of the inclusion of or motivated refusal to include the issue on the agenda of the general meeting of shareholders or the candidate in the list of candidates for election to the Supervisory Board and Audit Committee sent to the shareholder (shareholders) who proposed a question or submit a proposal no later than three working days from the date of its adoption.

4.14. The decision of the Supervisory Board of the company to refuse to include the issue on the agenda of the general meeting of shareholders or the candidate in the list of candidates for election to the Supervisory Board and the Audit Commission may be appealed in court.

**V. PREPARATION FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

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

• its own initiative;

• the requirements of the Audit Commission;

• shareholder (shareholders) holding at least 5% of the voting shares of the Company on the date of the request (in accordance with Annex №5).

5.2. The motives of the requirements to hold an extraordinary general meeting of shareholders on early termination of powers of the Supervisory Board are:

• failure to comply with the legislation of the Republic of Uzbekistan, of the Charter, the General Meeting of Shareholders;

• damages to the Company and damage to the property rights of shareholders, including those associated with a significant deterioration of financial - economic activity, reduced income and profitability of the company, the reduction of unjustified implementation of works and services;

• presence of signs or the threat of economic insolvency (bankruptcy) of the company, the existence of a stable debt to the state budget, extra-budgetary funds, the payment of wages to workers.

5.3. The request to hold an extraordinary general meeting of shareholders shall contain the issues to be included in the agenda of the meeting, indicating the reasons for their submission. If the convening of an extraordinary general meeting of shareholders due to the introduction of the issue of early termination of powers of members of the Supervisory Board request to convene this meeting in addition to the issue of early termination of the powers of the supervisory board shall contain a proposal to include in the agenda the election of new members of the Supervisory Board.

5.4. The Supervisory Board of the company shall not change

the wording of the agenda of the extraordinary general meeting of shareholders, convened at the request of the Audit Committee of the Company or shareholder (s) holding at least five percent of voting shares.

5.5. If the request to convene an extraordinary general meeting of shareholders proceeds from the shareholder (s), it should contain the name (title) of the shareholder (shareholders) demanding convocation of the meeting, indicating the number of such shares belonging to him.

5.6. The request to convene an extraordinary general meeting of shareholders shall be signed by the person (persons) demanding convocation of an extraordinary general meeting of shareholders.

5.7. Within 10 days from the date of the request of the Audit Committee of the Company or shareholder (s) holding at least five percent of voting shares of the Company to convene an extraordinary general meeting of the Company's Supervisory Board shall decide on the convening of the Extraordinary General Meeting of Shareholders or refuse to its convening.

5.8. The decision to refuse to convene an extraordinary general meeting of shareholders at the request of the Audit Committee of the Company or shareholder (s) holding at least five percent of voting shares of the Company may be taken in the following cases:

• shareholder (s) requesting an extraordinary general meeting of the shareholders, not the owner under the first part of this paragraph, the number of voting shares of the Company;

• none of the issues proposed for inclusion in the agenda does not fall within the competence of the general meeting of shareholders;

• the issue proposed for the agenda, does not meet the requirements of the legislation.

5.9. The decision of the Supervisory Board to convene an extraordinary general meeting of shareholders or a motivated decision to refuse to convene it to the persons requesting its convening, no later than three working days from the date of its adoption.

5.10. The decision of the Supervisory Board of the company to refuse to convene an extraordinary general meeting of shareholders may be appealed in court.

5.11. If within the specified paragraph 5.7. this provision, the term of the supervisory board of the company decided not to convene an extraordinary general meeting of shareholders or a decision to refuse to convene it, the extraordinary general meeting of shareholders may be convened by the persons demanding its convocation.

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

5.12. Preparations for the holding of an extraordinary general meeting of shareholders holding a supervisory board, or in the cases stipulated by the legislation the person who calls the general meeting of shareholders in accordance with this provision.

**VI. QUORUM OF THE GENERAL MEETING OF SHAREHOLDERS**

6.1. The general meeting of shareholders is competent (has a quorum) if at the end of registration for participation in the general meeting of shareholders of registered shareholders (or their representatives) holding in aggregate more than fifty percent of the voting shares of the company.

6.2. If for more than 60 minutes after the start of the meeting quorum set time has not yet been assembled, declared the date of the repeated General Meeting of Shareholders. Changing the agenda at the second General Meeting of Shareholders is not allowed.

6.3. Repeated General Meeting of Shareholders convened to replace the failed one is competent if at the end of registration for participation in the registered shareholders (or their representatives) holding in aggregate more than forty percent of the outstanding voting shares of the company.

The notice of the adjourned General Meeting of Shareholders shall be conducted in accordance with this provision.

6.4. If re-assembly is not a quorum, the meeting initiated by the shareholders shall be considered invalid and will not be convened. The meeting, initiated by the Supervisory Board, the Audit Commission or the Auditor of the Company shall be convened until then, until a quorum.

6.5. When you move the date of the general meeting of shareholders in the absence of a quorum of less than 20 days of the shareholders entitled to attend the General Meeting shall be determined in accordance with the register of shareholders entitled to participate in the failed General Meeting.

**VII. BODIES OF THE GENERAL MEETING**

7.1. The working bodies of the General Meeting are: the Presidency, the counting commission, the secretary (secretariat).

7.2. Bureau and Chairman of the General Meeting of Shareholders shall be elected at the general meeting of shareholders. The General Meeting of shareholders is the chairman of the supervisory board of the company, and in case of his absence for valid reasons - one of the members of the Supervisory Board of the company.

7.3. Chairman of the General Meeting of shareholders led by the presidium of the meeting, the meeting provides maintenance and has to do all the powers necessary for the proper performance of their duties.

7.4. Chairman of the General Meeting directs the course of the meeting, coordinates the activities of the working bodies of the general meeting, determines the order of discussion of issues limit the performance of speakers, gives explanations during the conduct of the meeting and voting, supervises the presence of the order in the courtroom.

7.5. Chairman of the general meeting shall sign the minutes of the general meeting.

7.6. For counting, registration of shareholders for participation in the general meeting of shareholders, as well as the issuance of ballot papers for voting Supervisory Board created the Counting Commission, quantitative and personal composition of which is approved by the general meeting of shareholders.

7.7. As part of the counting commission may not be less than three persons. The accounting commission can not include members of the Supervisory Board, Chief Executive Officer and the Audit Committee of the Company, as well as the persons nominated for these positions.

7.8. Voting at the General Meeting of Shareholders based on the principle "one voting share of the Company - one vote", except for cumulative voting for the election of the members of the Supervisory Board of the company.

7.9. Voting at the General Meeting of Shareholders on the agenda is carried out by voting ballots.

7.10. The Director General, acting as representatives of the shareholders, has no right to vote on the election of the Director General.

7.11. When the vote count votes on the issues on which the voter has left only one of the possible voting options. Ballots filled in violation of this requirement shall be deemed invalid and votes on issues contained therein are not counted.

If the ballot contains several issues put to a vote, failure to comply with the requirements specified in the first paragraph of this paragraph with respect to one or more questions, does not entail recognition of the ballot invalid as a whole.

7.12. The Audit Commission in the execution of the obligations assigned to it is an independent permanent working body of the Assembly and elected by the General Meeting of Shareholders on the proposal of the Supervisory Board.

7.13. The term of office of the counting commission shall be calculated from the date of its election by the general meeting of shareholders until the election (or re-election) of the new composition of the counting commission the relevant Shareholders Meeting (annual or extraordinary).

7.14. In preparation for the general meeting of shareholders of the counting commission on behalf of the Supervisory Board shall perform the following functions:

• compiling a list of shareholders entitled to attend the general meeting of shareholders;

• issue the ballot papers and other materials of the general meeting shall keep records of issued ballots.

7.15. At the general meeting of shareholders of the Counting Commission elected the previous general meeting of shareholders, the following functions:

• registers of shareholders (their representatives) to participate in the general meeting;

• keeps a record of powers of attorney and the rights provided by them;

• issue the ballot papers and other information (materials) of the General Meeting;

• determines the presence of the General Meeting of Shareholders quorum.

7.16. The Audit Commission, the composition of which was approved during the passing of the General Meeting of Shareholders:

• clarify matters arising in connection with the exercise by shareholders (or their representatives) the right to vote at the general meeting;

• explain the procedure of voting on the issues put to the vote;

• ensure the established voting procedure and shareholders' rights to participate in the vote;

• count the votes and the voting results;

• draw up a protocol on the voting results;

• transfers to the archive ballot papers.

**VIII. CONDUCT OF 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. Chairman of the Supervisory Board proposes to elect the presidium and secretary (secretariat) of the General Meeting, as well as, if necessary, the new composition of the counting commission.

8.3. Chairman of the General Meeting of Shareholders authorizes the audio - video recording and broadcast of the general meeting of shareholders on the Internet.

8.4. Current issues that arise in the course of the meeting, the chairman decides alone, based on the main principles: the right to speak at the general meeting of shareholders for discussion can take advantage of each member within the allotted time.

8.5. Those wishing to participate in the discussion of agenda items submitted to the secretary (secretariat) of the General Meeting a written application with the issue for discussion.

8.6. After the discussion of all issues on the agenda the Chairman announces shareholders meeting closed.

**IX. MINUTES OF THE GENERAL MEETING OF SHAREHOLDERS**

9.1. Size and composition of the secretariat of the General Meeting shall be approved by the general meeting of shareholders.

9.2. The Secretariat of the General Meeting:

• logs the progress of the General Meeting;

• keeps a record wishing to take part in the discussion of issues on the agenda of the written request of the meeting;

• General Meeting of Shareholders of the protocol in two copies not later than ten days after the closing of the General Meeting of Shareholders.

9.3. The minutes of the General Meeting of Shareholders shall include:

• the date, place and time of the General Meeting of Shareholders;

• The total number of votes held by shareholders - holders of voting shares;

• the number of votes held by the shareholders attending the meeting;

• Chairman (presidium) and secretary (secretariat) of the meeting, the agenda of the meeting;

• the main points of speeches, issues put to vote, voting results and adopted by the general meeting decisions.

9.4. Both copies of the general meeting of shareholders of the protocol signed by the chairman at the general meeting and the secretary of the general meeting of shareholders.

9.5. Counting Committee Meeting Minutes of the special resolution is not approved by, and taken into consideration and shall be attached to the protocol of the general meeting.

9.6. After the signing of the General Shareholders Meeting Minutes of the Counting Commission sends to the company's archives for storage Meeting documents, including the registration list of the general meeting, the sealed ballot papers, protocols on voting results, signed by the members of the Counting Commission, and the General Meeting of Shareholders.

**X. APPLICATION OF THE GENERAL MEETING OF SHAREHOLDERS**

10.1. Decisions taken by the general meeting of shareholders, as well as the results of the voting shall be communicated to the shareholders by:

• their announcement after the end of the General Meeting of Shareholders;

• disclosure of information in the notice of material fact within two working days from the date of the minutes of the general meeting of shareholders.

In the case of finding the company's shares in the stock exchange listing, the company is obliged to publish on the official web site of the stock exchange relevant information.

10.2. Monitoring of the implementation of the General Meeting of Shareholders the Supervisory Board carries out the company, unless otherwise specified in the decision, and is not reflected in the minutes.

10.3. General Meeting of Shareholders decisions are binding on all shareholders, both present and absent at the general meeting of shareholders, to the extent they relate to.

**APPENDIX №1**

**to the Regulation on**

**General Meeting of Shareholders**

Registration list of shareholders entitled to participate at the Annual / Extraordinary General Meeting of Shareholders of joint stock company «TOSHKENT SHAHAR DORI - DARMON» conducted by "\_\_\_\_" \_\_\_\_\_\_\_\_\_\_ 20\_\_\_

The list is made on the basis of the register of shareholders sformirovonnogo central registrar as of "\_\_\_\_" \_\_\_\_\_\_\_\_\_\_ 20\_\_\_

Number of voting shares - \_\_\_\_\_\_\_\_ pieces (UZS \_\_\_\_\_\_\_\_\_\_\_\_\_\_) 187

286 316,00

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
|  | | | | | | | |
|  | | | | | | | |
|  | | | | | | | |
|  | | | | | | | |
| **№** | **shareholder** | **Number of voting shares** | **% Of the charter capital** | **Подпись акционера** | **To be completed in the presence of** | | |
| **FULL NAME. representative** | **Number and date of power of attorney** | **Signature of the representative** |
| **1** |  |  |  |  |  |  |  |
| **2** |  |  |  |  |  |  |  |
| **…** |  |  |  |  |  |  |  |

***TOTAL:***

***Members of the Counting Committee:***

***\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_***

***\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_***

***\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_***

**APPENDIX № 2**

**to the Regulation on**

**General Meeting of Shareholders**

BULLETIN number \_\_\_\_\_\_\_\_\_\_

to vote at the Annual / Extraordinary General Meeting of Shareholders of JSC «TOSHKENT SHAHAR DORI - DARMON»

(Approved by the decision of the Supervisory Council of JSC «TOSHKENT SHAHAR DORI - DARMON» from «\_\_\_\_» \_\_\_\_\_\_\_\_\_\_ 20\_\_\_)

|  |
| --- |
| **\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_**  **pcs** |

Number of voting shares

Venue of the General Meeting of Shareholders - the city of Tashkent, Shayhontohur region, Navoi Street, 40

Meeting date: "\_\_\_\_" \_\_\_\_\_\_\_\_\_\_ 20\_\_\_, time: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Shareholder\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

                                                                             (FULL NAME.)

FULL NAME. Representative number and power of attorney \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **№** | **Agenda** | **The wording of the question put to the vote** | **Variants of voting on the issue \***  **(Delete as applicable)** | | |
| **1** |  |  | behind | **against** | **refrained** |
| **2** |  |  | behind | **against** | **refrained** |
| **…** |  |  | behind | **against** | **refrained** |

|  |  |  |  |
| --- | --- | --- | --- |
|  | **The wording of the question put to the vote:**  **By cumulative voting.**  **In cumulative voting, the number of votes held by each shareholder, multiplied by the number of persons to be elected to the Board of the Bank, and the shareholder may cast thus obtained votes for one candidate or distribute them among two or more candidates.**  **The total number of voting shares at a cumulative voting \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_** | | |
| **№** | **Applicants** | **Information on the candidates** | **Number of votes** |
| **1** |  |  |  |
| **2** |  |  |  |
| **...** |  |  |  |

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(Ballot must be signed by the shareholder or his representative)

\* Left only one voting option

**APPENDIX № 3**

**to the Regulation on**

**General Meeting of Shareholders**

**NOTIFICATION**

**of the Annual / Extraordinary General Meeting of Shareholders**

**Joint Stock Company «TOSHKENT SHAHAR DORI - DARMON»**

2. Dear (th) \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, JSC «TOSHKENT SHAHAR DORI - DARMON» informs its shareholders that the "\_\_\_\_" \_\_\_\_\_\_\_\_ 20\_\_\_ at \_\_: \_\_ at the following address: Tashkent, Shayhontohur region, Navoi Street, 40 in the administrative building of JSC " TOSHKENT SHAHAR DORI - DARMON »will be held on Annual / Extraordinary general meeting of shareholders, convened in accordance with the protocol decision number \_\_\_\_ meeting of the Supervisory Board of the company from" \_\_\_\_ "\_\_\_\_\_\_\_\_ 20\_\_\_.

The list of shareholders entitled to participate at the general meeting of shareholders will be compiled as of "\_\_\_\_" \_\_\_\_\_\_\_\_ 20\_\_\_.

AGENDA:

1.

3.

....

• When you register for the meeting, the shareholder must have a passport or other identity document in accordance with the current legislation of the Republic of Uzbekistan and the representative of the shareholder, in addition - a duly executed power of attorney.

• Shareholders can familiarize with materials to be considered at the Annual / Extraordinary General Meeting of shareholders from the date of publication of this notice, to the address: Tashkent city, street Mouth - Shirin, 1st blind alley, 84, on working days from 10:00 to 16: 00 before the date of the general meeting of shareholders.

The Supervisory Board of JSC «TOSHKENT SHAHAR DORI - DARMON»

**APPENDIX № 4**

**to the Regulation on**

**General Meeting of Shareholders**

**JSC «TOSHKENT SHAHAR DORI - DARMON»**

SENTENCE

shareholder \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

on introducing the issue in the agenda of the General Meeting of Shareholders

Number of shares owned:

\_\_\_\_\_\_\_\_\_\_\_\_ Shares of common

\_\_\_\_\_\_\_\_\_\_\_\_ Preferred shares.

The wording of items to be included in the agenda of the shareholders' meeting (and the reasons for his statement):

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Nominate candidates for members of the Supervisory Board (name, place of employment, position, number of shares by type, belonging to the applicant):

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Nominate candidates for members of the Audit Committee (name, place of employment, position, number of shares by type, belonging to the applicant):

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

FULL NAME. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(Signature, date)

**ANNEX number 5**

**to the Regulation on**

**General Meeting of Shareholders**

**JSC «TOSHKENT SHAHAR DORI - DARMON»**

DEMAND

to convene an extraordinary general meeting of shareholders

FULL NAME. (Name) of the person requiring the meeting: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (in the case of such request by a member of the Audit Commission, this should also be reflected in this column)

Number of owned shares (to be completed in the case of the nomination of shareholder demands)

\_\_\_\_\_\_\_\_\_\_\_\_ Shares of common

\_\_\_\_\_\_\_\_\_\_\_\_ Preferred shares.

Content requirements (formulation reasons to convene an extraordinary general meeting of shareholders):

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

The wording of items to be included in the agenda of the shareholders' meeting (and the reasons for its introduction):

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Nominate candidates for members of the Supervisory Board (name, place of employment, position, number of shares by type, belonging to the applicant):

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

FULL NAME. \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

(Signature, date)