

REGULATIONS

SELECTION OF CANDIDATES FOR THE EXECUTIVE BODY OF THE JOINT STOCK COMPANY "Toshkent yo'lovchi vagonlarini qurish va ta'mirlash zavodi"

These Regulations, in accordance with the Law of the Republic of Uzbekistan "On joint stock companies and protection of shareholders' rights", Decree of the President of the Republic of Uzbekistan dated April 24, 2015. No. UP-4720 "On measures to introduce modern methods of corporate governance in joint-stock companies" and other acts of legislation, determines the procedure for selecting candidates for the executive body.

The selection principles are:

- transparency - ensured by publishing information about the beginning of the selection, the procedure for its conduct, selection criteria and selected candidates;
- regularity - ensured by conducting a selection at an established frequency, provided for sending proposals to the executive body, in accordance with the Law of the Republic of Uzbekistan "On Joint-Stock Companies and Protection of Shareholders' Rights";
- competitiveness – ensured by assessing qualifications and professional qualities of candidates in accordance with the criteria established by these Regulations.

I. General provisions

1. The selection of candidates for the executive body of the JSC (hereinafter referred to as the selection) is carried out by the supervisory board of the JSC (hereinafter referred to as the SB).

2. Selection held on basis received proposals by candidates.

3. Candidates may be qualified employees of ministries and departments of the republic, as well as other persons, including foreign managers who have the necessary qualifications and experience in the relevant field (hereinafter referred to as candidates).

4. Proposals for candidates may be made by applicants, ministries, departments, shareholders and other persons authorized by law to make proposals on candidates for the executive body of the JSC (hereinafter referred to as the initiators).

5. The timing of selection should take into account the period of time allotted for sending proposals to the JSC for the executive body, in accordance with the Law of the Republic of Uzbekistan "On Joint Stock Companies and Protection shareholders' rights."

6. To carry out the selection, the SB forms a selection commission, including members of the SB and representatives of interested ministries and departments. The composition of the selection committee is approved by the chairman of the SB.

7. Decisions of the selection committee are made at meetings and documented in minutes.

II. Preparation for selection

9. Initiators, within 12 days after the announcement of the competition, provide information about candidates in accordance with the appendix to these Regulations.

10. Candidates cannot be persons who:

- do not have higher education in the relevant specialty;
- do not have at least ten years of work experience in the relevant field;
- performed the functions of the sole executive body, were part of the collegial executive body or were the founders of a legal entity at the time of termination of licenses to carry out the specified activities for violations of licensing requirements and conditions committed through the fault of these persons, if it has passed since such termination less than three years;
- have an outstanding conviction for crimes in the economic sphere or for crimes against the order of government;
- performed the functions of the sole executive body or were part of the collegial executive body of a legal entity at the time when such person was declared bankrupt and with two years have not elapsed since the date of recognition;
- who is in a relationship of kinship or affinity with another member of the supervisory board or the head of the joint-stock company.

11. The initiators ensure the accuracy, relevance and compliance with reality of the information about candidates submitted to the JSC.

III. Conducting the selection

12. Information about candidates received by the deadline is summarized on the basis of scores, assigned to the candidate for each of the criteria listed in the annex to these Regulations

(up to 100 points in total).

13. Selection of the best candidate for the executive body (hereinafter referred to as the best candidate) produced:

- according to the highest final score assigned to the candidate according to the criteria specified in the annex to these Regulations;
- if the final scores are equal for two or more candidates - based on voting results JSC selection committee;
- if two or more candidates have an equal number of votes based on the voting results of the JSC selection committee - on the basis of the voting rights of the chairman of the SB;
- in the absence of proposals for candidates, they are determined by the selection committee from among employees of economic management bodies, the structure of which includes this JSC.

14. The SB submits proposals for the best candidate to the general meeting of shareholders for consideration in the manner and within the time limits established by law, the charter and internal documents of this JSC. If there are discrepancies between the provisions of the charter and internal documents of the JSC, the provisions shall prevail charter.

15. The initiators are obliged to immediately inform the SB about the occurrence of circumstances entailing the need to replace the candidacy.

16. If circumstances arise in relation to a candidacy that necessitate its replacement, the SB:

- determines as a candidate the person who previously participated in the selection and scored the next best final score, or was recognized as such in the manner established by these Regulations;
- in the absence of persons who previously participated in the selection or the impossibility of their election to the executive body of this JSC, appoints from among the employees of the economic management bodies, the structure of which includes this JSC.

IV. Final provisions

18. Persons guilty of violating the requirements of these Regulations are liable in the manner established by law.

19. Monitoring compliance with the requirements of these Regulations is carried out by the SB JSC.

Appendix to the Regulations

INTELLIGENCE
ABOUT CANDIDATES FOR THE EXECUTIVE BODY OF JSC

(indicate the name of the joint-stock company) _____

Full name of the candidate: _____

No.	ASSESSED CRITERIA	Maximum score for the candidate meeting the criterion	Availability of the (yes/no)
I. EDUCATION			
1	Bachelor's degree in the relevant specialty		
2	availability of a master's degree from the Academy of Public Administration, Banking and Finance Academy or Tax Academy.		
3	availability of a master's degree in obtaining foreign higher education in the relevant specialty		
4	availability (except for those listed in paragraphs 1-3) of a higher education diploma in the relevant specialty		
5	availability of at least 2 publications per year on the problems of the industry in which the joint-stock company belongs		
6	having an academic degree of Doctor of Economic Sciences or Doctor of Economics legal sciences		
7	availability of a defended master's or doctoral dissertation on the problems of the industry in which the joint-stock company belongs		
8	availability of a document confirming compliance with the qualification requirements of a securities market specialist, auditor, insurer, appraiser, court administrator		
9	availability of a certificate of advanced training or retraining received in the current or previous year in any of the areas specified in paragraph 1 or as part of the qualification requirements for court managers, auditors, insurers, securities market specialists, tax consultants, court managers		
II. EXPERIENCE			
10	experience in leadership positions by decision of the President or the Cabinet of Ministers		
	up to one year (inclusive)		
	from one year to 3 years inclusive		
	work experience from 3 to 5 years inclusive		
	more than 5 years		
11	experience in government organizations, business companies with a state share in positions of administrative and managerial personnel (except for the period of occupying management positions specified in paragraph 10)		
	up to one year (inclusive)		
	from one year to 3 years inclusive		
	work experience from 3 to 5 years inclusive		
	more than 5 years		
12	Experience in management positions (director, deputy director, manager, supervisor) of at least one year in foreign countries or practical experience in resolving issues in foreign jurisdictions		
	up to one year (inclusive)		

	from one year to 3 years inclusive		
	work experience from 3 to 5 years inclusive		
	more than 5 years		
	experience in other organizations in senior positions of organizations (as a manager, deputy manager, chief accountant, head of the legal service of an organization, head of a representative office or branch)		
13	up to one year (inclusive)		
	from one year to 3 years inclusive		
	work experience from 3 to 5 years inclusive		
	more than 5 years		
	having at least one year of work experience in administrative and managerial positions in organizations in the relevant industry		
14	up to one year (inclusive)		
	from one year to 3 years inclusive		
	work experience from 3 to 5 years inclusive		
	more than 5 years		
	At least one year of work experience as a member of the supervisory board, audit commission or employee of the internal audit service of business companies		
15	up to one year (inclusive)		
	from one year to 3 years inclusive		
	work experience from 3 to 5 years inclusive		
	more than 5 years		
	experience of carrying out teaching activities in higher educational institutions during the current or previous academic year		
16	up to 100 academic hours inclusive		
	in the amount of from 100 to 500 academic hours inclusive		
	in the amount of more than 500 academic hours		
17	At least one year of experience as an employee state regulatory body, judge, member of the Legislative Chamber or senator		
18	At least one year of experience as a judicial officer manager, auditor, insurer, securities market specialist, tax consultant, court administrator, or authorized government organizations that regulate this activity		
II. OTHER CRITERIA			
19	the candidate has state awards		
20	the candidate has generally recognized international statuses in the field of economics, finance, jurisprudence, recognized legislation		
21	the candidate has completed at least two foreign internships in the field of economics, finance, and law		
22	availability of a letter from the Cabinet of Ministers (its Department) or a state commission created under it on the feasibility nomination of a candidate		
23	availability of a letter from another government body or a state commission created under it on the advisability of nominating candidate		

24	the candidate has at least two certificates of honor (honorary diplomas) issued by government organizations		
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I hereby confirm that the person proposed as a candidate:

- has a higher education in the relevant specialty;
- has at least two years of work experience in the relevant field;
- during the previous three years did not perform the functions of the sole executive body, was not a member of the collegial executive body or was not a founder of a legal entity at the time of termination of licenses to carry out the specified activities for violations of licensing requirements and conditions due to the fault of this person;
- does not have an outstanding conviction for crimes in the economic sphere or for crimes against the order of government;
- did not perform the functions of the sole executive body or was a member of the collegial executive body of the legal entity at the time when such a person was declared bankrupt and two years have not elapsed from the date of recognition;
- is not in a relationship of kinship or affinity with another member of the supervisory board or head of a business company.
- authenticity, reliability and correspondence to reality of all information contained in the application, as well as information contained in the documents and materials attached to this statement.

The above information is genuine, reliable and true.

An indication of the position of the head of the legal entity and his signature, certified by the main seal or an electronic digital signature of the legal entity, or

Full name, address and passport details of an individual, certified in writing or electronically signature.

Note:

¹In relation to candidates who are not citizens of the Republic of Uzbekistan, the initiator additionally informs about the restrictions known to him in relation to candidates that may lead to refusal to issue a permit for work in the territory of the Republic of Uzbekistan