

"APPROVED"
GENERAL MEETING OF SHAREHOLDERS
JOINT STOCK COMPANY
« Tashkent yo'lovchi vagonlarini qurish va
ta'mirlash zavodi »
PROTOCOL
from 30.06.2022 years

ORDER

voting of representatives

**JSC " Tashkent yo'lovchi vagonlarini" qurish
va ta'mirlash zavodi »**

in the management bodies of other enterprises

I. General provisions

1. This Procedure has been developed in accordance with the Civil Code of the Republic of Uzbekistan, the Laws of the Republic of Uzbekistan “On Joint-Stock Companies and Protection of Shareholders’ Rights”, “On Limited and Additional Liability Companies”, the Corporate Governance Code, approved by the minutes of the meeting of the Commission to improve the efficiency of joint-stock companies and improvement of the corporate governance system dated December 31, 2015. No. 9 defines voting procedures on behalf of JSC « Toshke n t yo'lovchi vagonlarini qurish

va ta'mirlash zavodi " (hereinafter - the Company) its representatives in the management bodies of enterprises in which the Company is a shareholder (participant).

2. In this Procedure, the following basic concepts are used: block of shares (share) - shares (share) owned by the Company in business entities; Representative of the Company - an employee of the Company or another individual representing the interests of the Company at the general meeting of shareholders (participants) under a power of attorney issued by the Company or included in the supervisory board at the suggestion of the Company, having a higher education and work experience of at least 3 years.

3. If two or more representatives of the Company are included in the supervisory board of a business company, preliminary agreement on the voting procedure on issues provided for in this Procedure is carried out primarily by an employee of the Company. The Company's representative makes decisions in accordance with the law and based on the instructions of the chairman of the board or deputy chairmen of the board of the Company.

4. When representing the interests of the Company at the general meeting of shareholders (participants) in business companies, the deputy chairman of the board of the Company does not require instructions.

II. Questions subject to preliminary in agreement with the Company

5. The following issues are subject to preliminary approval:

introducing amendments and additions to the charter of a business company or approving a new edition of the charter;

change in the size of the authorized capital of a business company;

change in the main activities of a business company;

formation of the executive body of a business company, election (appointment) of its leader and early termination of his powers;

election of members of the supervisory board and audit commission;

carrying out major transactions and transactions with affiliates;
participation of a business company in other business companies;
approval of the organizational structure of a business company;
reorganization or liquidation of a business company, appointment of a liquidator (liquidation commission) and approval of interim and final liquidation balance sheets, distribution of profits of a business company.

6. On issues not specified in paragraph 4 of this Procedure, the Company's representative makes decisions independently in accordance with the law and based on the interests of the Company.

III. The procedure for coordinating issues with the Company

7. To receive instructions on the issues provided for in paragraph 4 of this Procedure, a representative of the Company, no later than three days after determining the date of the upcoming meeting of the supervisory board or general meeting of shareholders (participants), sends a written message to the Company, as well as the necessary information on the issues on the agenda and their proposals on the voting procedure on these issues.

8. If the agenda of the supervisory board, general meeting of shareholders (participants) includes the issue of directing the company's net profit or part of it for technical re-equipment, reconstruction, introduction of fixed production assets or other production needs of the Company, a representative of the Company also provides information to the Company, justifying the need for these costs and the final result of their use (business plan or other information).

9. If necessary, the executive body convenes a meeting at which the issues on the agenda of the meeting of the supervisory board and the general meeting of shareholders and the procedure for voting on them are discussed, based on the results of which an instruction is issued, which is signed by the persons participating in the meeting.

10. The Company no later than 5 days from the date of receipt of the written message (but no later than the date of the meeting of the supervisory board, general meeting of shareholders (participants)) sends instructions to the Company representative on the voting procedure on the issues provided for in this Procedure.

11. Instructions sent to the representative of the Company are signed by the head or deputy of the Company.

12. If the meeting of the supervisory board, the general meeting of shareholders (participants) did not take place, the instructions issued remain in force until the rescheduled meeting of the supervisory board, the general meeting of shareholders

(participants), unless information about changes in circumstances and facts is provided by a representative of the Company, entailing the need to revise the instructions issued.

13. If instructions on the agenda items are not received within the time limits established by this Procedure, the Company's representative does not participate in the meeting of the supervisory board or the general meeting of shareholders (participants).

14. A representative of the company, within 15 days after the meeting of the supervisory board, general meeting of shareholders (participants), submits to the Company a copy of the minutes of the meeting of the supervisory board, general meeting of shareholders (participants).

15. If the supervisory board or the general meeting of shareholders (participants) makes a decision that contradicts the received instruction, the company's representative shall be informed about this by the company no later than three working days.

16. The Company, within a week from the date of receipt of the specified notice, sends instructions to the Company's representative on his further actions.

17. In the event of a vote by a representative of the Company for a decision other than that given to him in the instructions, the representative of the Company bears responsibility in the manner prescribed by law.

18. If the supervisory board also includes other representatives of the Company, when voting on agenda items that are subject to mandatory approval, they must be guided by the instructions provided by the Company.

19. The Company keeps separate records of messages received from representatives of the Company, as well as instructions sent on the voting procedure.

IV. Final provisions

20. Control over the implementation of this Procedure is carried out by the internal audit service.

21. Persons guilty of violating the requirements of this Procedure are liable in the manner prescribed by law.