“RO‘YXATGA OLINGAN”
O‘zbekiston Respublikasi
Markaziy bankida

2023 yil 1 август da

17/1 - son bilan ro‘yxatga olingan

Markaziy bank
Raisining birinchi o‘rinbosari

N.Saydullayev

“TASDIQLANGAN”
“O‘zsanoatqurilishbank” ATB
aksiyadorlarining 2023-yil “ 27 ”
iyundagi yillik umumiy
yig‘ilishining 01/2023-sonli
bayonnomasiga 7-Ilova

Bank Kengashi Raisi

A.Voitov

O‘ZBEKISTON SANOAT - QURILISH BANKI” AKSIYADORLIK TIJORAT BANKINING USTAVIGA KIRITILAYOTGAN O‘ZGARTIRISHLAR

Toshkent – 2023 yil

Aksiyadorlarning 2022-yil 24-iyundagi yillik umumiy yig'ilishining 01/2022-sonli qarori bilan tasdiqlangan "O'zbekiston sanoat-qurilish banki" aksiyadorlik tijorat bankining ustaviga kiritilayotgan o'zgartirishlar

1. Ustavning 45.1-bandi quyidagi tahrirda bayon qilinsin:

"45.1. Aksiyadorlarning umumiy yig'ilishi Bankning yuqori boshqaruv organidir.

Bank har yili aksiyadorlarning umumiy yig'ilishini (aksiyadorlarning yillik umumiy yig'ilishini) o'tkazishi shart. Aksiyadorlarning yillik umumiy yig'ilishi moliya yili tugaganidan keyin 6 (olti) oydan kechiktirmay, odatda navbatdagi aksiyadorlarning umumiy yig'ilishi may oyining ikkinchi juma kuni o'tkaziladi.

Aksiyadorlarning yillik umumiy yig'ilishida Bank Kengashi a'zolarini saylash to'g'risidagi, Bank Boshqaruv Raisi va a'zolari bilan tuzilgan shartnomaning muddatini uzaytirish, uni qayta tuzish yoki bekor qilish mumkinligi haqidagi, shuningdek qonunchilikda nazarda tutilgan boshqa masalalar ko'rib chiqiladi.

Yig'ilishni o'tkazish sanasi va tartibi, yig'ilish o'tkazilishi haqida bank aksiyadorlariga xabar berish tartibi, Aksiyadorlarning umumiy yig'ilishini o'tkazishga tayyorgarlik vaqtida aksiyadorlarga beriladigan materiallarning ro'yxati Bank Kengashi tomonidan belgilanadi.

Bankning ovoz beruvchi aksiyalarining hammasi bo'lib kamida bir foiziga egalik qiluvchi aksiyadorlar (aksiyador) Bankning moliya yili tugaganidan keyin 5 martdan kechiktirmay, Aksiyadorlarning yillik umumiy yig'ilishi kun tartibi, foydani taqsimlash hamda Bank Kengashiga bu organning miqdor tarkibidan oshmaydigan tarzda nomzodlar (umumiy yig'ilish o'tkazilgunga qadar almashtirish imkoniyati bilan) ko'rsatish yuzasidan taklif kiritishga haqli. Bank Kengashi tushgan takliflarni ko'rib chiqishi hamda ushbu bandda belgilangan muddat tugaganidan so'ng o'n kundan kechiktirmay ularni aksiyadorlarning umumiy yig'ilishi kun tartibiga kiritish to'g'risida yoki mazkur kun tartibiga kiritishni rad etish haqida qaror qabul qilishi shart.

Umumiy yig'ilish kun tartibiga qo'yilayotgan masala uni qo'yish sabablarini, masalani taklif etayotgan aksiyador (aksiyadorlar)ning nomini, unga tegishli aksiyalarning soni va turi ko'rsatgan holda yozma ravishda kiritiladi.

Bank Kengashiga nomzodlar ko'rsatish, shu jumladan o'zining nomzodini ko'rsatish to'g'risida taklif kiritilganda, nomzodning ismi, basharti nomzod Bank aksiyadori bo'lsa, unga tegishli aksiyalarning soni va turi, shuningdek nomzodni ko'rsatayotgan aksiyadorlarning nomi (ismi), ularga tegishli aksiyalarning soni va turi ko'rsatiladi.

Aksiyadorlarning yillik umumiy yig'ilishidan boshqa o'tkaziladigan umumiy yig'ilishlar navbatdan tashqari yig'ilish hisoblanadi.

Aksiyadorlarning navbatdan tashqari Umumiy yig'ilishi Kengash qarori bilan uning o'z tashabbusiga binoan, shuningdek yozma talab taqdim etilgan sanada Bankning ovoz beruvchi aksiyalarining kamida 5 (besh) foiziga ega bo'lgan aksiyador (aksiyadorlar)ning yozma talabi bilan o'tkaziladi.

Kengash tomonidan aksiyadorlarning navbatdan tashqari umumiy yig'ilishini o'tkazish, aksiyadorlar Markaziy bank tomonidan belgilangan masalalarni, shu jumladan bank kapitalini bankning moliyaviy barqarorligini ta'minlay oladigan miqdorgacha ko'paytirish masalasini ko'rib chiqish talablari bajarilmagan taqdirda Markaziy bank aksiyadorlarning navbatdan tashqari umumiy yig'ilishini chaqirishga va kun tartibini belgilashga haqli."

2. Ustavning 45.2-bandi 8-kichik bandi chiqarib tashlansin.

3. Ustavning 45.2-bandi 11-kichik bandi quyidagi tahrirda bayon qilinsin:

"11) Bank Kengashining o'z vakolat doirasiga kiradigan masalalar yuzasidan, shu jumladan Bankni boshqarishga doir qonun xujjatlarida belgilangan talablarga rioya etilishi yuzasidan Bank Kengashining hisobotlarini xulosalarini eshitish".

4. Ustavning 45.4-bandi 8-xatboshisi quyidagi tahrirda bayon qilinsin:

“Bank Kengashining o‘z vakolat doirasiga kiradigan masalalar yuzasidan, shu jumladan Bankni boshqarishga doir qonun hujjatlarida belgilangan talablarga rioya etilishi yuzasidan Bank Kengashining hisobotlarini xulosalarini eshitish;”

5. Ustavning 46.3-bandi 15-kichik bandi chiqarib tashlansin hamda 16-49-xatboshilari tegishincha 15-48-xatboshilar deb hisoblansin.

6. Ustavning 46.5-bandi 1-xatboshisi quyidagi tahrirda bayon qilinsin:

“Bank Kengashi majlisi uning Raisi tomonidan uning o‘z tashabbusiga ko‘ra, Bank Kengashi, Bank Boshqaruvi a’zosining, O‘zbekiston Respublikasi Moliya vazirligi va Markaziy banki, Bank ichki audit xizmati rahbari, Bank tashqi auditori, shuningdek jami aksiyalarning kamida bir foiziga ega bo‘lgan aksiyadorlar (aksiyador) talabiga binoan chaqiriladi.”

7. Ustavning XI bo‘limi nomi quyidagicha o‘zgartirilsin:

“XI. Bankda moliyaviy hisobot yuritish va audit o‘tkazish tartibi.”

8. Ustavning 54-bandi 5-kichik xatboshisi chiqarib tashlansin hamda 6-xatboshisi tegishincha 5-xatboshi deb hisoblansin.

9. Ustavning 55-bandi chiqarib tashlansin.

Bank Boshqaruvi Raisi **S.Annaklichev**

Yuridik departament direktori **B. Norxujayev**

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Revisions made to the Charter of Joint-Stock Commercial Bank "Uzbek Industrial Construction Bank" approved by the resolution of the annual general meeting of shareholders No. 01/2022 dated June 24, 2022

1. Clause 45.1 of the Charter shall read as follows:

"45.1. The General Meeting of Shareholders is the highest management body of the Bank.

The Bank is obliged to hold Annual General Meeting of Shareholders. The annual general meeting of shareholders is held no later than 6 (six) months after the end of the financial year, usually the next general meeting of shareholders is held on the second Friday of May.

At the annual general meeting of shareholders, issues of electing members of the Bank's Supervisory Board, the possibility of extending the term of the agreement concluded with the Chairman and members of the Management Board of the Bank, its reorganization or termination, as well as other issues provided for by law are considered.

The date and procedure for holding the meeting, the procedure for notifying the bank's shareholders about the meeting, as well as the list of materials provided to shareholders in preparation for the general meeting of shareholders are determined by the Bank's Supervisory Board.

Shareholders (shareholder) owning at least one percent of all voting shares of the Bank, no later than the 5th day of March after the end of the Bank's financial year, have the right to make proposals on the agenda of the annual General Meeting of Shareholders, on issues of profit distribution, as well as nominate candidates to the Board Bank in an amount not exceeding the number of this body (with the possibility of replacing them before the general meeting). The Board of the Bank is obliged to consider the proposals received, and no later than ten days after the end of the period specified in this paragraph, make a decision on including them on the agenda of the general meeting of shareholders or on refusing to include it on the agenda.

An issue included in the agenda of a general meeting is included in writing, indicating the reasons for its inclusion, the name of the shareholder (shareholders) who made the proposal, the number and type of shares.

When making a proposal to nominate candidates to the Bank's Supervisory Board, including one's own candidacy, the name of the candidate is indicated, and also, if the candidate is a shareholder of the Bank, the number and type of shares owned by him, and the name (name) of the shareholders who nominated the candidate, the number and the type of shares they own.

General meetings held in addition to the annual general meeting of shareholders are considered extraordinary meetings.

An Extraordinary General Meeting of Shareholders is held by resolution of the Board of the Bank on its own initiative, as well as at the written request of a shareholder (shareholders) owning at least 5 (five) percent of the voting shares of the Bank as of the date of submission of a written request to hold an Extraordinary General Meeting of Shareholders.

If the Supervisory Board fails to comply with shareholders' demands to hold an extraordinary general meeting of shareholders, to consider issues determined by the Central Bank, including the issue of increasing the bank's capital to an amount capable of ensuring the financial stability of the bank, the Central Bank has the right to convene an extraordinary general meeting of shareholders and determine it agenda."

2. Subclause 8 of clause 45.2 of the Charter shall be deleted.

3. Subclause 11 of clause 45.2 of the Charter shall be stated as follows:

“11) Hearing the opinions on reports of the Bank Supervisory Board on issues within its competence, including compliance with the requirements established by legislative acts for the management of the Bank.”

4. Subclause 8 of clause 45.4 of the Charter shall read as follows:

“Hearing the conclusions of the reports of the Bank Supervisory Board on issues within its competence, including compliance with the requirements established by legislative acts for the management of the Bank”;

5. Subclause 15 of clause 46.3 of the Charter shall be deleted, and paragraphs 16-49 shall be considered paragraphs 15-48.

6. Paragraph 1 of Article 46.5 of the Charter shall read as follows:

“A meeting of the Bank’s Supervisory Board is convened by its Chairman on his own initiative, at the request of the Bank’s Supervisory Board, a member of the Bank’s Management Board, the Ministry of Finance and the Central Bank of the Republic of Uzbekistan, the head of the Bank’s internal audit service, the Bank’s external auditor, as well as shareholders (shareholders) having at least one percentage of the total number of shares."

7. The title of Section XI of the Charter should be changed as follows:

"XI. The procedure for maintaining financial statements and conducting audits in the bank.”

8. Subclause 5 of clause 54 of the Charter shall be deleted, and clause 6 shall be considered clause 5.

9. Clause 55 of the Charter shall be deleted.

Chairman of the Board of the Bank	signature	S. Annaklichev
Director of the Legal Department	signature	B. Norkhujaev

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