

**PROTOCOL**  
**Meetings of the Counting Commission of the Extraordinary General meeting of**  
**shareholders of JSC «ANOR BANK»**

Tashkent

28.11.2025 y

The extraordinary General Meeting of shareholders of ANOR BANK JSC was held on October 02, 2025 in the Republic of Uzbekistan, Tashkent, Shahrisabz street, 85

2 sets of ballots were issued, with a total of **600 000 000** votes or **100.00%** of the total number of shares of the bank allowed for voting.

When counting votes on the agenda items, it was established: **2** sets of ballots with a total of **600 000 000** votes were submitted.

There are **no** spoiled ballots.

There are **no** ballots that have not been submitted.

The quorum of the meeting is **100.00%** of the outstanding number of voting shares entitled to participate in the extraordinary general meeting of shareholders.

In accordance with Article 60 of the Law "On Joint Stock Companies and Protection of Shareholders' Rights", the decision of the general meeting of shareholders on the issue put to the vote is taken by a majority vote of shareholders - owners of voting shares of the bank participating in the meeting. Also, in accordance with Article 69 of the above-mentioned Law, voting at the general meeting of shareholders is carried out on the principle of "one voting share of the bank - one vote", except in cases of cumulative voting on the election of members of the Supervisory Board of the bank.

As a result of the counting of votes and the analysis of the voting ballots, the following results were determined:

**On the first item of the agenda "On Approval of the Quantitative and Personnel Composition of the Accounts Commission"**

**Voting results on the first issue:**

<b>Voting options</b>	<b>Number of votes (pieces)</b>	<b>% of those who took part in the voting</b>	<b>The number of votes in the ballots that were declared invalid</b>
«FOR»	600 000 000	100	0
«AGAINST»	0	0	
"ABSTAINED"	0	0	

Based on the results of the voting on the first item on the agenda, the shareholders' meeting adopted

**SOLUTION:**

1.1. Approve the composition of the counting commission consisting of: Azimov S.S. (chairman of the commission), Abdullayev A.U., Umarov N.E.

**On the second item of the agenda "On Approval of the Regulations of the Extraordinary General Meeting of Shareholders of JSC "ANOR BANK"**

**Voting results on the second issue:**

<b>Voting options</b>	<b>Number of votes (pieces)</b>	<b>% of those who took part in the voting</b>	<b>The number of votes in the ballots that were declared invalid</b>
«FOR»	600 000 000	100	0
«AGAINST»	0	0	
"ABSTAINED"	0	0	

Based on the results of the voting on the second item on the agenda, the shareholders' meeting adopted

**SOLUTION:**

- 2.1. Approve the Regulations for the Extraordinary General Meeting of Shareholders. "ANOR BANK" JSC in the following order:
- for speeches by speakers on key issues - up to 10 minutes;
  - for additional speeches, remarks, and debates - up to 5 minutes;
  - a break for counting votes - 5 minutes.

**On the third item of the agenda "On the distribution of net profit based on the results of 9 months of 2025".**

**Voting results on the third issue:**

<b>Voting options</b>	<b>Number of votes (pieces)</b>	<b>% of those who took part in the voting</b>	<b>The number of votes in the ballots that were declared invalid</b>
«FOR»	600 000 000	100	0
«AGAINST»	0	0	
"ABSTAINED"	0	0	

Based on the results of the voting on the third item on the agenda, the shareholders' meeting adopted

**SOLUTION:**

- 3.1. Approve the audit report of the Audit Company LLC "RKF MAK ALYANS LLC" based on the results of 9 months of 2025 according to the annex.
- 3.2. Transfer the net profit in the amount of 140 235 410 thousand soums to the accounts of the retained earnings of JSC "ANOR BANK."

**On the fourth item of the agenda "On increasing the authorized capital of "ANOR BANK" JSC.**

**Voting results on the fourth issue:**

<b>Voting options</b>	<b>Number of votes (pieces)</b>	<b>% of those who took part in the voting</b>	<b>The number of votes in the ballots that were declared invalid</b>
«FOR»	600 000 000	100	0
«AGAINST»	0	0	
"ABSTAINED"	0	0	

Based on the results of the voting on the fourth item on the agenda, the shareholders' meeting adopted

**SOLUTION:**

- 4.1. Increase the authorized capital of "ANOR BANK" JSC by additional issuance of 50,000,000 (fifty million) ordinary registered non-documentary shares for a total amount of 50,000,000,000 (fifty billion) soums, with a nominal value of 1,000 (one thousand) soums per share.
- 4.2. Approve the main parameters of the additional issue of shares:

- method of placement of shares of this issue: shares of this issue are placed under a closed subscription by private placement to the shareholder, a natural person, Olimov Kaxramonjon Anvarovich;

- the placement price of one share of the additional issue shall be set at 1000 (One thousand) soums;

- the placement of shares will be carried out on the unorganized over-the-counter market by concluding civil law transactions in the manner prescribed by law, granting shareholders the preferential right to acquire shares registered in the register of shareholders formed on the date of the decision, that is, on November 28, 2025;

When placing shares of a bank of this issue, it is not envisaged to involve professional participants of the securities market (underwriters) who provide the bank with services for the placement of securities.

- part of the shares remaining after the application of the preemptive right will be sold to the shareholder, the individual Olimov Kaxramonjon Anvarovich;

- the period for placement of shares of this issue: no later than one year from the date of state registration of the additional issue of shares in the authorized state body for regulating the securities market;

- start of the placement of shares: the day following the day of expiration of the preemptive right;

- date of completion of the placement of shares: the date of placement of the last share, but not later than one year from the date of state registration of the issue of shares in the authorized state body for regulation of the securities market;

- the preferential right to acquire shares of the additional issue belongs to the shareholders - owners of the bank's ordinary shares, registered in the register of shareholders formed as of November 28, 2025.

- the preferential right to acquire shares of the additional issue is exercised by the shareholders in a quantity proportional to the number of bank shares they own;

- the validity period of the preferential right is 10 calendar days from the date of publication in the mass media of the notice to the shareholders about the possibility of exercising the preferential right to acquire the placed shares of this issue in accordance with the requirements of the legislation of the Republic of Uzbekistan. The notification must contain information on the number of shares being placed, their placement price, the procedure for determining the number of shares that each shareholder has the right to acquire, the validity period, and the procedure for exercising this right of shareholders;

Payment for shares of this issue is made in the national currency of the Republic of Uzbekistan. Payment for shares is made by shareholders in accordance with the current legislation of the Republic of Uzbekistan in accordance with the agreement concluded between the shareholder and the bank registered by the investment intermediary. Purchase of shares by non-monetary funds is not provided for. Payments for shares are made in cash or non-cash form;

- if the securities of this issue are placed in the amount of less than 60%, the issue is considered invalid;

- In the event that the issuance of shares is declared invalid, the bank publishes an official notification about this in the mass media, sends a notification to the shareholders, as well as on the Unified Portal of Corporate Information ([www.openinfo.uz](http://www.openinfo.uz)) and on the bank's website ([www.anorbank.uz](http://www.anorbank.uz)). Funds received as payment for a share are returned within 10 days from the date of recognition of the share issue as failed or invalid in accordance with the procedure established by law.

4.3. Approve the following procedure for applying the preferential right to acquire shares of the additional issue of ordinary shares:

- the preferential right to acquire shares of the additional issue belongs to the shareholders - owners of the bank's ordinary shares, registered in the register of shareholders formed as of November 28, 2025.

- the preferential right to acquire shares of the additional issue is exercised by the shareholders in proportion to the number and type of bank shares they own;
- the validity period of the preemptive right is 10 calendar days from the date of publication in the mass media of the notice to the shareholders about the possibility of exercising the preemptive right to acquire the placed shares of this issue in accordance with the requirements of the legislation of the Republic of Uzbekistan. The notification must contain information on the number of shares being placed, their placement price, the procedure for determining the number of shares that each shareholder has the right to acquire, the validity period, and the procedure for exercising this right by shareholders;
- a shareholder with a preemptive right has the right to fully or partially exercise their preemptive right by sending a written application for the acquisition of shares to the company, containing the name (name) and place of residence (location) of the shareholder, the number of shares they acquire, and a payment document. Such an application must be sent to the bank during the period of the preemptive right;
- the validity period of the preferential right is terminated if, before its expiration, written applications are received from all shareholders of the company regarding the use or refusal to use the preferential right;
- the assignment of a preemptive right is not allowed;
- part of the shares remaining after the application of the preemptive right will be sold to the shareholder Olimov Kaxramonjon Anvarovich.

4.4. Approve the Decision on the additional issue of 50,000,000 (fifty million) pieces of ordinary registered non-documentary shares of "ANOR BANK" JSC with a nominal value of 1,000 (one thousand) soums for each share for a total amount of 50,000,000,000 (fifty billion) soums, according to the appendix.

**On the fifth item of the agenda "On the approval of the Organizational Structure of JSC "ANOR BANK."**

**Voting results on the fifth issue:**

<b>Voting options</b>	<b>Number of votes (pieces)</b>	<b>% of those who took part in the voting</b>	<b>The number of votes in the ballots that were declared invalid</b>
«FOR»	600 000 000	100	0
«AGAINST»	0	0	
"ABSTAINED"	0	0	

Based on the results of the voting on the fifth item on the agenda, the shareholders' meeting adopted

**SOLUTION:**

5.1. Approve the previously adopted decisions of the Supervisory Board on changing the organizational structure of "ANOR BANK" JSC.

5.2. Approve the organizational structure of JSC "ANOR BANK" according to the annex and put it into effect from 01.01.2026.

5.3. The Supervisory Board of JSC "ANOR BANK" shall supervise and control the implementation of the management structure in the bank, as well as ensure the implementation of all necessary organizational and staffing changes in accordance with the Bank's organizational structure in the new edition.

**On the sixth item of the agenda " On the approval of the Regulation "On the Supervisory Board of "ANOR BANK" JSC" and the Regulation "On the procedure for remunerating members of the Supervisory Board of "ANOR BANK" JSC."**

**Voting results on the sixth issue:**

<b>Voting options</b>	<b>Number of votes (pieces)</b>	<b>% of those who took part in the voting</b>	<b>The number of votes in the ballots that were declared invalid</b>
«FOR»	600 000 000	100	0
«AGAINST»	0	0	
"ABSTAINED"	0	0	

Based on the results of the voting on the sixth item on the agenda, the shareholders' meeting adopted

**SOLUTION:**

6.1. Approve the Regulation "On the Supervisory Board of JSC "ANOR BANK" and the Regulation "On Remuneration of Members of the Supervisory Board of JSC "ANOR BANK" in a new edition" in accordance with the appendix.

6.2. Approve the amount of the monthly basic remuneration of the members of the Supervisory Board of JSC "ANOR BANK" for the performance of their duties according to the appendix.

6.3. From the moment of approval of these Regulations in the new edition, the previously approved Regulations "On the Supervisory Board of JSC "ANOR BANK" and the Regulations "On Remuneration of Members of the Supervisory Board of JSC "ANOR BANK" shall be deemed invalid.

Chairman of the Commission \_\_\_\_\_Azimov S.S.

Members of the counting commission \_\_\_\_\_ Abdullayev A.U.

\_\_\_\_\_ Umarov N.E.