

**“APPROVED”**

by the decision of the  
Supervisory Board of JSC  
“Uzmetplant” on September  
19, 2016. Emblem seal

## **REGULATION**

**On the procedure and cases for conducting meetings of the  
Supervisory Board of JSC “Uzmetplant” by voice, as well as in the  
mode of video-conference**

## **I. GENERAL PROVISIONS**

1. This Regulation establishes the procedure and cases for holding supervisory board meetings by request, as well as by video conference, in accordance with the Law of the Republic of Uzbekistan “On Joint-Stock Companies and Protection of Shareholders’ Rights”, the Regulations on the Supervisory Board and the Corporate Governance Code, approved by Minutes No. 9 of the meeting of the Committee for Increasing the Effectiveness of Joint-Stock Companies’ Activities and Improving the Corporate Governance System dated 31.12.2015.

## **II. PROCEDURE FOR CONDUCTING SUPERVISORY BOARD MEETINGS BY INQUIRY**

2. According to the work plan, meetings of the supervisory board may be held by request on certain issues.
3. When holding meetings by request, the chairman of the supervisory board determines the date of the meeting, its agenda and sends it to the executive body.
4. The executive body shall ensure the preparation of documents related to the agenda items 10 days before the meeting of the supervisory board and send them to the members of the supervisory board.
5. If a member of the supervisory board expresses his/her dissatisfaction with the meeting being held in absentia to the company before the date of the meeting, the executive body must notify the chairman of the supervisory board of this without delay. In this case, the chairman of the supervisory board shall convene a face-to-face meeting of the supervisory board.
6. Decisions of the Supervisory Board of the Company may be adopted unanimously by all members of the Supervisory Board upon request, with the exception of the following issues (it is necessary to check compliance with the regulations on the Supervisory Board):

Determining the priority areas of activity of the society;

Hearing reports from the company’s executive body, as well as measures to achieve the company’s development strategy, the internal audit service and the audit committee;

Submit proposals for reorganization or liquidation of the company for consideration by the general meeting of shareholders;

Calling an annual general meeting of shareholders.

7. Decisions of the Supervisory Board of the Company may be adopted unanimously by all members of the Supervisory Board by absentee voting (by poll).
8. When the Supervisory Board holds meetings by request, the minutes of the meeting shall indicate that they were held by request.

## **III. PROCEDURE FOR CONDUCTING SUPERVISORY BOARD MEETINGS BY VIDEO CONFERENCE**

9. If technical means, means of identification of supervisory board members and other equipment are available, supervisory board meetings may be held via video conference.
10. When holding a meeting via video conference, the chairman of the supervisory board determines the date of the meeting, its agenda and notifies the executive body.
11. 7 days before the meeting of the Supervisory Board, the executive body shall ensure the preparation of documents related to the agenda and send them to the members of the Supervisory Board.
12. All issues included in the scope of the Supervisory Board's work can be considered via video conference.
13. When holding a meeting of the Supervisory Board via video conference, the minutes indicate that the meeting was held by request.

#### **IV. FINAL PROVISIONS**

14. The minutes of the Supervisory Board meeting shall be drawn up within 10 days after its holding.
15. Control over compliance with the norms of this regulation is carried out by the chairman and members of the supervisory board.