

«APPROVED»
by the decision of annual
general shareholders' meeting of
«KOKAND BIOCHEMICAL»
June 20, 2020 year

H.A.Omonov _____

Chairman of the meeting signature

JOINT-STOCK COMPANY

«KOKAND BIOCHEMICAL»

REGULATION ON VOTING ORDER ON
BEHALF OF THE COMPANY ITS
REPRESENTATIVES IN THE MANAGEMENT
BODIES OF ENTERPRISES, WHERE THE
COMPANY IS SHAREHOLDER (PARTICIPANT)

2020 year

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I. GENERAL PROVISIONS

1. This Regulation 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 Companies with Limited and Additional Liability”, the Corporate Governance Code, approved by the minutes of the meeting of the Commission on improving the efficiency of joint stock companies and improvement of the corporate governance system, dated December 31, 2015. No. 9, it determines the voting procedure on behalf of the company of its representatives in the management bodies of enterprises in which JSC “KOKAND BIOCHEMICAL” JSC (hereinafter - the Company) is a shareholder (participant).

2. In this Regulation the following basic concepts are used:

shares' package (portion) - shares (portion) of business entities owned by the Company as a property;

representative of the company - an employee of the Company or another individual person who represents the interests of the Company at a general meeting of shareholders (participants) by Power of attorney issued by the Company or included to the supervisory board on the proposal of the Company, having a higher education, work experience of at least 2 years.

3. If two or more representatives of the Company are included in the supervisory board of the another business entity, prior approval of the voting procedure on the issues stipulated by this Regulation is carried out primarily by the Company's employee, determined by the Company's order.

4. The representative of the company decides independently in accordance with the law and based on the interests of the Company, in the following cases:

- the Company's share in the another company is less than 25 percent;
- the book value of a block of shares (portion) in one business entity is less than one percent of the size of the company's net assets at the reporting date, after which a meeting of the supervisory board or a general meeting of shareholders is held.

II. ISSUES TO BE SUBJECT TO PRELIMINARY AGREEMENT WITH THE COMPANY

5. The following issues are subject to prior agreement:

- a) introduction of amendments and additions to the charter of the business entity or approval of the charter in a new edition;
- b) change in the size of the charter capital of a business entity;
- c) change of the main activities of the business entity;
- d) formation of the executive body of the business entity, election (appointment) of its head and early termination of his powers; election of members of the supervisory board and the auditing committee;
- e) execution of large transactions and transactions with affiliates; participation of the business entity in other business entities;
- f) approval of the organizational structure of the business entity; reorganization or liquidation of the business entity, appointment of a liquidator (liquidation commission) and approval of interim and final liquidation balance sheets;
- g) profit distribution of an business entity.

6. On issues not specified in paragraph 5 of this Regulation, the representative of the company makes decisions independently in accordance with the law and in the interests of the Company.

III. PROCEDURE OF THE AGREEMENT OF ISSUES WITH THE COMPANY

7. For getting the guidance on matters covered by paragraph 5 of this Regulation, the representative of the Company, no later than three days after determining the date of the upcoming meeting of the supervisory board or the general meeting of shareholders (participants), sends to the Company a written message and necessary information on the agenda items, as well as his/her proposals on the voting procedure on these issues.

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

9. If it is necessary, the executive body shall convene a meeting, to discuss issues on the agenda of the upcoming meeting of the supervisory board and the general meeting of shareholders and the procedure for voting on them, on the results

of the meeting an instruction is drawn up that is signed by the people participated in the meeting.

10. The Company no later than 5 days from the date of receipt of the written notice (but no later than the date of the meeting of the supervisory board, the general meeting of shareholders (participants)) sends to the representative of the company instructions on the procedure for voting on matters provided for in current Regulation.

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

12. If the meeting of the supervisory board, the general meeting of shareholders (participants) did not take place, the issued instructions remain valid until the postponed meeting of the supervisory board, the general meeting of shareholders (participants) are held, unless the Company's representative provides information on changes in circumstances and facts, entailing the need to revise issued instructions.

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

14. The representative of the Company within 15 days after the meeting of the supervisory board, the general meeting of shareholders (participants) submits to the Company (to the department of corporate relations with shareholders) a copy of the minutes of the meeting of the supervisory board, general meeting of shareholders (participants).

15. In case that the supervisory board, the general meeting of shareholders (participants) adopts a decision contrary to the instruction received, the representative of the Company notifies the Company not later than three working days.

16. The Company, within one week from the moment of receipt of the said notice, sends an instruction to the representative of the Company on his/her further actions.

17. In the case of voting by the representative of the Company for a different decision than that given to him/her in the instructions, the representative of the Company is responsible in accordance with legislation.

18. If other representatives of the Company are also included in the supervisory board, they should be guided by the instructions provided by the Company when voting on the agenda items subject to mandatory agreement.

19. The Company keeps separate records of proposals received from its representatives, as well as instructions in the order of voting.

IV. FINAL PROVISIONS

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

21. Information on the results of monitoring this Regulation is included in the report of the internal audit service.

22. Those of guilty of violating the requirements of this Regulation are responsible in the manner prescribed by law.