

REGISTERED BY
the Central Bank
of the Republic of Uzbekistan
under No. 69/5 on February 16, 2022

First Deputy Chairman
of the Central Bank
of the Republic of Uzbekistan
B.E. Zakhidov /signature/

(round seal: Central Bank of the Republic of Uzbekistan)

**AMENDMENTS TO THE CHARTER
OF JOINT-STOCK COMMERCIAL BANK
“KAPITALBANK”**

APPROVED BY
the Supervisory Board of
Joint-Stock Commercial Bank “Kapitalbank”
on February 11, 2022
(Minutes No. 9)

Chairman of the Supervisory Board
M.A. Abdusamadov /signature/

*(round seal: Republic of Uzbekistan, City of Tashkent,
Joint-Stock Commercial Bank “Kapitalbank”).*

Tashkent-2022

Pursuant to the resolution of the Supervisory Board of “Kapitalbank” JSCB to introduce the amendments to the Charter of the Bank, as follows:

1. Paragraph 21 shall be amended as follows:

“The statutory capital of the bank shall be 407,385,173,100.00 (four hundred seven billion three hundred eighty-five million one hundred seventy-three thousand one hundred) UZS and be divided into the following shares:

common registered shares – 388,826,498 (three hundred eighty-eight million eight hundred twenty-six thousand four hundred ninety-eight) shares with a par value of 950 (nine hundred fifty) UZS each.

preferred registered shares - 40,000,000 (forty million) shares with a par value of 950 (nine hundred and fifty) UZS each.

2. Paragraph 22 shall be amended as follows:

“The total amount of authorized shares to increase the statutory capital of the Bank shall be 948,346,893,600.00 (nine hundred forty-eight billion three hundred forty-six million eight hundred ninety-three thousand six hundred) UZS, including:

common registered shares amounting to 827,733,568.00 (eight hundred twenty-seven million seven hundred and thirty-three thousand five hundred and sixty-eight) shares with a par value of 950 (nine hundred fifty) UZS each, with a total value of 786,346,889,600.00 (seven hundred eighty-six billion three hundred forty-six million eight hundred eighty-nine thousand six hundred) UZS;

preferred registered shares amounting to 170,526,320 (one hundred and seventy million five hundred and twenty-six thousand three hundred and twenty) shares with a par value of 950 (nine hundred and fifty) UZS each, with a total value of 162,000,004,000.00 (one hundred sixty-two billion four thousand) UZS.

The placement of shares authorized by the Bank shall be carried out at a price not lower than the par value. When deciding on the placement of shares, including among the shareholders, the placement price (when placed on the stock exchange and the organized over-the-counter securities market) of shares shall be set by the Supervisory Board of the Bank based on the market conditions of prices prevailing at the platforms (sites) of the organizers of securities trading. At the same time, the placement price shall not less (lower) than the price indicated in the resolution on their issue.”

/signature/

**MINUTES OF THE MEETING
OF THE SUPERVISORY BOARD OF JSCB "KAPITALBANK"**

No. 9

City of Tashkent
February 11, 2022
Makhtumkuli str., 1
At 15:00.

Chairman of the Supervisory Board of the Bank:	Abdusamadov Mahsud Abduvalievich
Members of the Supervisory Board of the Bank:	Abdusamadov Ravshan Abduvalievich Gubaydulin Aleksey Faritovich Mamatbaev Yahyojon Samijonovich
Independent member of Supervisory Board of the Bank:	Gulyamov Rasuljan Takhirovich

Proposed by:
Corporative advisor of the Bank Khudayberganov Anurbek
Samandarovich

The quorum for the meeting is 100 per cent.

AGENDA:

Approval of the paid-up statutory capital of "Kapitalbank" JSCB and the amendments to the Charter of the Bank.

**No proposals or objections were received on the Agenda.
The Agenda was approved unanimously.**

On the Agenda: Corporate advisor of the bank, Mr. A.S. Khudayberganov took the floor at the meeting. In order to increase the level of capitalization of the Bank, as well as to actively participate in the investment process and structural transformations of the economy, the Bank registered the prospectus of additional shares issue No. RO314-22 as of January 21, 2022 on the following terms of issue:

1. Type of registered shares: common shares.
2. Form of shares issue: non-documentary;
3. Par value: 950 UZS;

4. Number of shares: 32,986,654;
5. Total amount of issue: 31,337,321,300 UZS;
6. Method of placement: closed subscription;
7. Period of placement: 60 days.

As of February 08, 2022, additional shares of the bank have been fully placed among the shareholders of the bank.

Today, pursuant to the Charter of the Bank, the registered statutory capital of the Bank is 376,047,851,800 UZS, and the paid-up statutory capital formed with account to additionally placed shares comprises 407,385,173,100 UZS.

In accordance with paragraph 63.31 of the Bank's Charter, taking into account the additional shares placed among the members of the Bank's Supervisory Board, we propose to approve the paid-up statutory capital of the Bank and consider making corresponding amendments to the Bank's Charter.

In addition, other members of the Bank's Supervisory Board spoke on the issue and reviewed the draft documents.

In view of the foregoing, the presented documents were reviewed by the Supervisory Board of the Bank, and in accordance with paragraphs 63.31, 63 of the Regulation on the Supervisory Board of the Joint Stock Commercial Bank “Kapitalbank” (as amended), the **Supervisory Board of “Kapitalbank” JSCB**,

HAS RESOLVED AS FOLLOWS:

- 1.1. Approve the paid-up statutory capital of “Kapitalbank” JSCB in the amount of 407,385,173,100 (four hundred seven billion three hundred eighty-five million one hundred seventy-three thousand one hundred) UZS.
- 1.2. Amend the Charter of “Kapitalbank” JSCB according to Annex.
- 1.3. Entrust the registration of the amendments to the Charter of “Kapitalbank” JSCB (to the Bank's corporate adviser A.S. Khudayberganov) in the Central Bank of the Republic of Uzbekistan in the prescribed manner.

***All members of the Supervisory Board of the Bank voted in the affirmative.
The decision was taken unanimously.***

Note: *These Minutes of the Supervisory Board of the Bank were prepared on February 11, 2022 in Uzbek in two (2) copies on two (2) sheets.*

Abdusamadov Mahsud Abduvalievich	/ signature /
Abdusamadov Ravshan Abduvalievich	/ signature /

Gubaydulin Aleksey Faritovich
Mamatbaev Yahyojon Samijonovich
Gulyamov Rasuljan Takhirovich

/ signature /
/ signature /
/ signature /

Minutes prepared by:
A.S. Khudayberganov / signature /

Letterhead:

**Joint-Stock Commercial Bank
KAPITALBANK**

Outgoing ref.no.: **01/KO-0251**

/Date:/ **February 11, 2022**

To: Central Bank of the Republic of Uzbekistan

The amendments were introduced to the Charter of the Joint-Stock Commercial Bank “Kapitalbank” at the meeting of the Supervisory Board of the Joint-Stock Commercial Bank "Kapitalbank" held on February 11, 2022 (Minutes No. 9).

We hereby ask you to provide practical assistance in the state registration of the said amendments by the Charter of the Bank in accordance with the established procedure.

We hereby provide the documents required for the registration, according to the Annex.

Annex: on “8” sheets.

Sincerely,

Chairman of the Supervisory Board / signature /

M.A. Abdusamadov

Letterhead:

7, Sayilgoh str., Tashkent 100047, Uzbekistan; Phone: (998-71) 200-15-15, fax: (998-71) 232-26-07,
E-mail: info@kapitalbank.uz, Bank code: 01088

Bound and numbered
on **5 (five)** sheets

/Date:/ **February 17, 2022**

Signature /**signature**/

(round seal: Central Bank of the Republic of Uzbekistan, Chancellery)