

Proposed changes to the Charter / Ustavga kiritilayotgan o'zgartirishlar

Clause	Current edition / Amaldagi tahrir	Proposed edition / Taklif etilayotgan tahrir	Reason / Asoslantirish
5.1	The authorized capital of the Bank is 2'989'584'338'941.00 (two trillion nine hundred eighty-nine billion five hundred eighty-four million three hundred thirty-eight thousand nine hundred forty-one) soums, divided into 2'989'584'338'941 (two trillion nine hundred eighty-nine billion five hundred eighty-four million three hundred thirty-eight thousand nine hundred forty-one) shares as follows:	The authorized capital of the Bank is 3'834'217'638'941.00 (three trillion eight hundred thirty-four billion two hundred seventeen million six hundred thirty-eight thousand nine hundred forty-one) soums, divided into 3'834'217'638'941 (three trillion eight hundred thirty-four billion two hundred seventeen million six hundred thirty-eight thousand nine hundred forty-one) shares as follows:	In accordance with Clause 6 of the meeting minutes of extraordinary general meeting of shareholders of "Ipoteka-bank" JSCMB dated November 10, 2023 No. 45, OTP Bank increased bank capital to the amount of 844,6 billion UZS.
	5.1.1. registered ordinary shares in non-documentary form - 2'981'532'338'941 (two trillion nine hundred eighty-one billion five hundred thirty-two million three hundred thirty-eight thousand nine hundred forty-one) shares;	5.1.1. registered ordinary shares in non-documentary form – 3'826'165'638'941 (three trillion eight hundred twenty-six billion one hundred sixty-five million six hundred thirty-eight thousand nine hundred forty-one) shares;	
	5.1.2. registered preferred shares in non-documentary form - 8'052'000'000 (eight billion fifty-two million) shares.	5.1.2. registered preferred shares in non-documentary form - 8'052'000'000 (eight billion fifty-two million) shares.	
	Bankning ustav kapitali 2'989'584'338'941,00 (ikki trillion to'qqiz yuz sakson to'qqiz milliard besh yuz sakson to'rt million uch yuz o'ttiz sakkiz ming to'qqiz yuz qirq bir) so'mni tashkil etib, u 2'989'584'338'941,00 (ikki trillion to'qqiz yuz sakson	Bankning ustav kapitali 3'834'217'638'941,00 (uch trillion sakkiz yuz o'ttiz to'rt milliard ikki yuz o'n yetti million olti yuz o'ttiz sakkiz ming to'qqiz yuz qirq bir) so'mni tashkil etib, u 3'834'217'638'941,00 (uch trillion sakkiz yuz o'ttiz to'rt	

Clause	Current edition / Amaldagi tahrir	Proposed edition / Taklif etilayotgan tahrir	Reason / Asoslantirish
	to'qqiz milliard besh yuz sakson to'rt million uch yuz o'ttiz sakkiz ming to'qqiz yuz qirq bir) dona aksiyaga quyidagicha bo'lingan:	milliard ikki yuz o'n yetti million olti yuz o'ttiz sakkiz ming to'qqiz yuz qirq bir) dona aksiyaga quyidagicha bo'lingan:	
	5.1.1. hujjatsiz shakldagi egasining nomi yozilgan oddiy aksiyalar - 2'981'532'338'941 (ikki trillion to'qqiz yuz sakson bir milliard besh yuz o'ttiz ikki million uch yuz o'ttiz sakkiz ming to'qqiz yuz qirq bir) dona;	5.1.1. hujjatsiz shakldagi egasining nomi yozilgan oddiy aksiyalar - 3'826'165'638'941 (uch trillion sakkiz yuz yigirma olti milliard bir yuz oltmish besh million olti yuz o'ttiz sakkiz ming to'qqiz yuz qirq bir) dona;	
	5.1.2. hujjatsiz shakldagi egasining nomi yozilgan imtiyozli aksiyalar - 8'052'000'000 (sakkiz milliard ellik ikki million) dona.	5.1.2. hujjatsiz shakldagi egasining nomi yozilgan imtiyozli aksiyalar - 8'052'000'000 (sakkiz milliard ellik ikki million) dona.	
5.2	The number of shares (announced) that the Bank may issue in order to increase the authorized capital is 910'608'523'245 (nine hundred and ten billion six hundred eight million five hundred twenty-three thousand two hundred forty-five) registered ordinary shares in non-documentary form and 9'104'000'000 (nine billion one hundred and four million) registered preferred shares in non-documentary form.	The number of shares (announced) that the Bank may issue in order to increase the authorized capital is 765'975'223'245 (seven hundred sixty-five billion nine hundred seventy-five million two hundred twenty-three thousand two hundred forty-five) registered ordinary shares in non-documentary form and 9'104'000'000 (nine billion one hundred and four million) registered preferred shares in non-documentary form.	The number of announced shares need to be amended to take into account OTP capital injection and IFC conversion.
	Bank ustav kapitalini ko'paytirish maqsadida qo'shimcha chiqarishi mumkin bo'lgan (e'lon qilingan) aksiyalar 910'608'523'245 (olti yuz o'n milliard olti yuz sakkiz million besh yuz	Bank ustav kapitalini ko'paytirish maqsadida qo'shimcha chiqarishi mumkin bo'lgan (e'lon qilingan) aksiyalar 765'975'223'245 (yetti yuz oltmish besh milliard to'qqiz yuz yetmish besh	OTP Bankka joylashtiriladigan aksiyalar soniga kamaytirish hamda Xalqaro moliya korporatsiyasining kapitalga konvertatsiya qilinadigan kredit liniyasi miqdori uchun

Clause	Current edition / Amaldagi tahrir	Proposed edition / Taklif etilayotgan tahrir	Reason / Asoslantirish
	yigirma uch ming ikki yuz qirq besh) dona hujjatsiz shakldagi egasining nomi yozilgan oddiy aksiyalardan va 9'104'000'000 (to'qqiz milliard bir yuz to'rt million) dona hujjatsiz shakldagi egasining nomi yozilgan imtiyozli aksiyalardan iborat.	million ikki yuz yigirma uch ming ikki yuz qirq besh) dona hujjatsiz shakldagi egasining nomi yozilgan oddiy aksiyalardan va 9'104'000'000 (to'qqiz milliard bir yuz to'rt million) dona hujjatsiz shakldagi egasining nomi yozilgan imtiyozli aksiyalardan iborat.	zarur aksiyalar sonini hisobga olgan holda

**Утверждение размера вознаграждения Председателя
Наблюдательного совета и предоставление Председателю
Правления банка права заключать с ним соответствующий договор**

В соответствии со статьёй 74 Закона Республики Узбекистан «Об акционерных обществах и защите прав акционеров», а также пунктом 12.9.20 Устава АКИБ «Ипотека-банк» размер вознаграждения членов Наблюдательного совета устанавливается общим собранием акционеров.

Учитывая вышеизложенное, предлагается утвердить размер вознаграждения Председателя Наблюдательного совета в размере 2 273 евро в месяц (с учетом налогов) и уполномочить Председателя Правления банка заключить с ним соответствующий договор.