

«APPROVED»
By the decision of the
Supervisory Board
Of the JSC«BIOKIMYO»
On November 29, 2016
minutes № 7

PROVISION
ON THE COMMITTEE FOR SETTLEMENT OF CONFLICTS
OF THE SUPERVISORY BOARD
OF THE JSC«BIOKIMYO»

Yangiyul district – 2016

1. General Provisions

1.1 These Regulations on the Committee of the Supervisory Board of the JSC BIOKIMYO (hereinafter referred to as JSC) establish the procedure for the formation and work of the Committee for the Settlement of Corporate Conflicts of the Company's Supervisory Board (hereinafter referred to as the Committee), and also defines the main principles for resolving corporate conflicts.

Implementation of current activities by the Company, the successful accomplishment of tasks and the achievement of the goals set for it are possible if there are conditions for preventing and resolving corporate conflicts between majority shareholders (shareholders holding large blocks of shares) and minority shareholders (shareholders owning a small number of shares) Between the bodies of the Company and its shareholders, between the management bodies and the company's control bodies, officials, employees of the Company and the Clients, between the Company and Employees, employees of the Company in performance of their official duties, if such a conflict affects the interests of the Company.

1.2 In its activities, the Committee is accountable to the Supervisory Board. The Committee has no right to act on behalf of the Supervisory Board. The Committee is not the governing body of the Company.

1.3 In its activities, the Committee is guided by the legislation of the Republic of Uzbekistan, the Company's Charter, the Regulations on the procedure for actions in the event of a conflict of interests, decisions of the Supervisory Board, this Regulation and other internal documents of the Company

1.3. The Committee contributes to the prevention and effective pre-trial resolution of corporate conflicts involving the Company and its shareholders.

1.4. The position of the Company in the corporate conflict is based on the provisions of legislation and practice of the best corporate conduct.

1.5. The rules of this provision on pre-trial settlement of corporate conflicts do not prevent persons whose rights are violated from applying to the judicial authorities.

2. Tasks of the Committee

2.1. Committee:

2.1.1. Develops, implements and controls procedures aimed at implementing and protecting the rights of shareholders, including when convening, preparing and holding general meetings of shareholders of the Company and conducting significant corporate actions;

2.1.2. Develops, implements and controls procedures aimed at timely and complete disclosure of information about the Company and ensuring shareholders' rights for information;

2.1.3. Ensures the identification of corporate conflicts that have arisen in the cases specified in the Regulation on the order of actions in the event of a conflict of interests in the early stages of their development and careful consideration by the Company's officials;

2.1.4. As soon as possible, determines its position on the merits of the corporate conflict, takes an appropriate decision and brings it to the notice of the Supervisory Board of the Company, its officials and shareholders.

3. Formation of the Committee

3.1. To implement the functions, the Supervisory Board of the Company creates a standing Committee of the members of the Supervisory Board, the Audit Commission, the Executive Body, and the Internal Audit Service. It is intended to prepare recommendations to the Supervisory Board of the Company when making decisions on the settlement of corporate conflicts.

3.2. The members of the Committee are elected by the decision of the Supervisory Board on the proposal of the Chairman of the Supervisory Board. The members of the Committee are elected for the term of office of the relevant Supervisory Board.

3.3. Persons who are not members of the Committee, but who have the necessary professional experience and knowledge in the relevant field, can be involved in the work of the Committee as experts.

3.4. If necessary, the Committee has the right to initiate the issue of involving external experts in the work of the Committee in accordance with the internal documents of the Company. Changes in the composition of the Committee can be made by the Supervisory Board at any time at the suggestion of any member of the Supervisory Board.

3.5. The powers of all or some of the members of the Committee may be terminated ahead of schedule by decision of the Company's Supervisory Board.

4. Head of the Committee

4.1. The main role in organizing the activities of the Committee belongs to its head, whose main task is to ensure objectivity in the development of recommendations by the Committee to the Company's Supervisory Board.

4.2. The head of the Committee is elected by the Supervisory Board of the Company at the formation of the Committee.

Head of the Committee:

4.3.1. Convenes meetings of the Committee and presides over them;

4.3.2. Develops a plan for regular meetings for the current fiscal year;

- 4.3.3. Forms the agenda of meetings;
- 4.3.4. Maintains a record of meetings;
- 4.3.5. Signs and submits to the Company's Supervisory Board draft documents on behalf of the Committee;
- 4.3.6. Maintains regular contacts with the Board and the working groups of the Company;
- 4.3.7. He is responsible for organizing the effective work of the Committee.

5. Functions and tasks of the Committee

- 5.2.1. The main task of the committee in the process of resolving a corporate conflict is to find a legitimate and justified solution, which would be in the public interest.
- 5.2.2. Study of the practice of corporate governance in the field of resolving corporate conflicts, preparation of proposals to the Company's Supervisory Board for the development and improvement of the Company's policy in this area.
- 5.2.3. Control over the performance by the executive body (the Management Board of the company) of the functions for settling corporate conflicts on matters within their competence;
- 5.2.4. Consideration of corporate conflicts related to the competence of the head of the executive body (management board) of the Company in the event that the object of the conflict is the acts (inaction) of this body or the acts adopted by it.
- 5.2.5. Consideration of other corporate conflicts in the event that the Supervisory Board of the Company makes a decision on submitting a matter to the resolution of the Committee for the Settlement of Corporate Conflicts.

6. Meetings of the Committee

- 6.1. Meetings of the Committee are held in accordance with the work plan, also as necessary.
- 6.2. The work plan of the Committee is approved at the first meeting of the Committee after its formation.
- 6.3. Meetings are convened by the head of the Committee on his initiative or at the request of a member of the Committee.
- 6.4. Meetings of the Committee are held either in the form of joint presence, or by the written questioning of the members of the Committee. For the meetings of the Committee, communication facilities (telephone conferences) may be used. Persons invited to participate in the meeting, including members of the Committee, may submit their opinions on the agenda items in writing.

6.5. The meeting is considered eligible (has a quorum), when (by the beginning of the meeting received written opinions), the majority of the members of the Committee participate in it. The absence of a quorum leads to the postponement of the meeting of the Committee.

6.6. Decisions of the Committee are made by a majority of the members of the Committee taking part in the meeting, each member of the Committee having one vote. In the event of a tie, the head of the Committee shall have the deciding vote

6.7. Based on the results of the financial year, the Committee submits a report on the activities of the Committee to the Supervisory Board of the Company.

6.8 The meeting of the Committee is conducted by its Head. The minutes of the meeting are kept by the Secretary of the Company's Supervisory Board. During the meeting, the opinions presented by Committee members and persons invited to the meeting of the Committee are heard and reflected in the protocol (attached to the protocol).

6.9. The minutes of the meeting of the Committee shall be drawn up in one copy, signed by the Head of the Committee and kept by the Secretary of the Supervisory Board of the Company.

7. Procedure for settling corporate conflicts between the Company and shareholders

7.1. Settlement of a corporate conflict is carried out with the direct participation of a shareholder through direct negotiations or correspondence with him.

If necessary, an agreement on the settlement of a corporate conflict may be signed between the Company and a shareholder.

The bodies of the Company in accordance with their competence contribute to the implementation of agreements on the settlement of corporate conflicts, and also implement their decisions on their settlement.

7.2. The Company's response to the request of the shareholder must be complete and thorough, and a notice of refusal to satisfy the request or demand of the shareholder - must be motivated and based on the provisions of the law.

If the satisfaction of the Shareholder's demand is conditioned by the shareholder's performance of any actions provided for by law, the Charter of the Company or internal documents of the Company, such conditions shall be exhaustively specified in the reply to the shareholder, and information necessary for their fulfillment shall be provided.

7.3. If there is no dispute between the shareholder and the Company on the merits of their obligations, but differences arise about the procedure, method, timing and other conditions for their implementation, the Company shall propose to the shareholder to settle the disputes and set out the terms on which it shall satisfy the shareholder's demand .

7.4. Persons whose interests affect or may affect the corporate conflict do not participate in the decision on this corporate conflict.

erson who by virtue of his powers is obliged to participate in the resolution of corporate conflicts should immediately report that it affects or can overturn his interests as soon as he becomes aware of it.

8. The Company's participation in the settlement of corporate conflicts between shareholders

8.1. In the event of a corporate conflict between shareholders that can affect the interests of the Company or other shareholders thereof, the Committee decides whether the dispute spoils the interests of the Company and whether its participation will contribute to the settlement of such a dispute, and also takes all necessary and possible Measures for the settlement of the corporate conflict.

8.2. In the event of a corporate conflict between shareholders, the Committee has the right to propose to the shareholders of the intermediary (intermediaries) for the settlement of the corporate conflict.

8.3. With the consent of the shareholders who are parties to the corporate conflict, the intermediary (intermediaries):

8.3.1. Participates in negotiations between shareholders;

8.3.2. Provides shareholders with information and documents available to him and related to the corporate conflict;

8.3.3. Clarifies the norms of the joint-stock legislation and the provisions of internal documents of the Company;

8.3.4. Gives advice and recommendations to shareholders;

8.3.5. Prepares drafts of documents on the settlement of the corporate conflict for their signing by the shareholders;

8.3.6. On behalf of the Company, within its competence, takes obligations to shareholders to the extent that this can contribute to the resolution of a corporate conflict.

9. Procedure for changing the Regulations

9.1. The introduction of amendments and additions to this Regulation is carried out on the basis of the decision of the Supervisory Board.

9.2. If, as a result of changes in legislation and regulations of the Republic of Uzbekistan, certain articles of these Regulations conflict with them, these articles become invalid, and until the changes are made to the Regulations, the members of the Committee for the Settlement of Corporate Conflicts are guided by legislation and regulatory acts of the Republic of Uzbekistan.

BLG TRANSLATIONS



Название документа: **PROVISION ON THE COMMITTEE FOR SETTLEMENT OF CONFLICTS OF THE SUPERVISORY BOARD OF THE JSC «BIOKIMYO»**

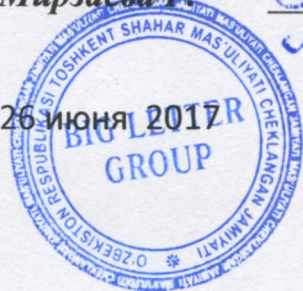
Документ переведен с русского языка на английский язык со стороны бюро переводов ООО «BIG LETTER GROUP»
Количество страниц: 6 стр.

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Генеральный директор
Мирзаева Р.

A handwritten signature in blue ink, appearing to read 'Mirzaeva R.', written over a horizontal line.

26 июня 2017г.



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