**Essential fact in the activity of**

**joint-stock commercial bank «Turonbank»**

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| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| 1. | **NAME OF ISSUER** | | | | | | | | | | | | | | | |
| Full: | | | | | | | | Joint-Stock Commercial Bank Turonbank | | | | | | | |
| Abbreviation: | | | | | | | | JSCB Turonbank | | | | | | | |
| Name of stock ticker: | | | | | | | | TNBN | | | | | | | |
| 2. | **CONTACT DETAILS** | | | | | | | | | | | | | | | |
| Location: | | | | | | | | Tashkent, Abay street, house 4A. | | | | | | | |
| Mailing address: | | | | | | | | Uzbekistan, 100011, Abay street, 4A | | | | | | | |
| E-mail address: | | | | | | | | info@turonbank.uz | | | | | | | |
| Official website: | | | | | | | | www.turonbank.uz | | | | | | | |
|  | **INFORMATION ON AN ESSENTIAL FACT** | | | | | | | | | | | | | | | |
| An essential fact Number: | | | | | | | | **06** | | | | | | | |
| Name of an essential fact: | | | | | | | | **Decisions adopted by the issuer's supreme management body** | | | | | | | |
| Type of general meeting: | | | | | | | | The annual report | | | | | | | |
| Date of the general meeting: | | | | | | | | 27 July, 2021 | | | | | | | |
| Date of the minutes of the general meeting: | | | | | | | | 01 June, 2021 | | | | | | | |
| Place of the general meeting: | | | | | | | | Tashkent, Abay street, house 4A. | | | | | | | |
| Quorum of the general meeting: | | | | | | | | 98,64% | | | | | | | |
| **N** | **Questions set**  **to vote** | | | | **Voting Results** | | | | | | | | | | |
| **Behind** | | | | **Against** | | | | | **abstained** | |
| **%** | **Quantity** | | | **%** | | **Quantity** | | | **%** | **quantity** |
| 1. | To elect and approve of the bank's counting commission for an annual general meeting of shareholders. | | | | 100 | 508 290 775 | | | 0 | | 0 | | | 0 | 0 |
| 2. | To approve of regulations for an annual general meeting of shareholders. | | | | 100 | 508 290 775 | | | 0 | | 0 | | | 0 | 0 |
| 3. | To approve of the report of the Bank on the results of fiscal year 2020 and the report of the Management Board on the main activities of the bank in 2021. | | | | 100 | 510 818 703 | | | 0 | | 0 | | | 0 | 0 |
| 4. | To review of the external audit report on the results of the Bank's activities in 2020 | | | | 100 | 456 369 805 | | | 0,55 | | 1 034 748 | | | 10,45 | 53 414 150 |
| 5. | To approve of the report of the Inspection Commission of the Bank on the results of 2020 | | | | 100 | 510 818 703 | | | 0 | | 0 | | | 0 | 0 |
| 6. | To approve of the report of the Supervisory Board of the Bank on the activities in 2020 and the report on the measures taken to achieve the development strategy of the bank | | | | 100 | 508 290 775 | | | 0 | | 0 | | | 0 | 0 |
| 7. | To approve of the bank's balance sheet, profit and loss account for 2020 | | | | 100 | 508 290 775 | | | 0 | | 0 | | | 0 | 0 |
| 8. | To approve of the procedure for distribution of the Bank's net profit for 2020 | | | | 99,80 | 507 256 027 | | | 0,20 | | 1 034 748 | | | 0 | 0 |
| 9. | To review of the results of the independent assessment of the corporate governance system conducted in the Bank | | | | 100 | 508 290 775 | | | 0 | | 0 | | | 0 | 0 |
| 10. | To approve the external auditor of the bank for 2021 and set the maximum amount of service fees to be paid to it. | | | | 100 | 508 290 775 | | | 0 | | 0 | | | 0 | 0 |
| 11. | To approve “Amendments to the Resolution of the Bank's extraordinary genaral meeting dated January 8, 2021 No. AS-1/6 | | | | 99,80 | 507 256 027 | | | 0,20 | | 1 034 748 | | | 0 | 0 |
| 12. | To approve of “Amendments to the Charter” of JSCB “Turonbank” | | | | 99,94 | 508 008 382 | | | 0 | | 0 | | | 0,06 | 282 393 |
| 13. | To approve of “the Corporate Governance Code” of JSCB “Turonbank” | | | | 100 | 508 290 775 | | | 0 | | 0 | | | 0 | 0 |
| 14. | To approve of “the Development Strategy” of JSCB“Turonbank” in 2021-2023. | | | | 90,0 | 457 500 620 | | | 10,0 | | 50 790 155 | | | 0 | 0 |
| 15. | To approve of the new organizational structure of the JSCB "Turonbank" | | | | 100 | 508 290 775 | | | 0 | | 0 | | | 0 | 0 |
| 16. | To write-off of assets transferred to the off-balance sheet account | | | | 99,74 | 506 973 634 | | | 0 | | 0 | | | 0,26 | 1 317 141 |
| 17. | To determine the list of transactions and major transactions that may be concluded by the JSCB "Turonbank" with affiliates of the bank in the future in the course of daily economic activities of the bank until the next annual general meeting of shareholders and approve their implementation. (Voices of bank affiliates are not taken into account) | | | | 100 | 1 495 355 | | | 0 | | 0 | | | 0 | 0 |
| 18. | To elect of members of the supervisory Board. | | | | | | | | | | | | | | |
| 19. | To elect of members of the Bank inspection Commission. | | | | | | | | | | | | | | |
| 19.1 | Niyazov Abdurashid Iskandar ugli | | | | 100 | 508 290 775 | | | 0 | | 0 | | | 0 | 0 |
| 19.2 | Nurgaliev Farxad Rashidovich | | | | 100 | 508 290 775 | | | 0 | | 0 | | | 0 | 0 |
| 19.3 | Mamadaliev Saloxiddin Shahobuddin ugli | | | | 100 | 508 290 775 | | | 0 | | 0 | | | 0 | 0 |
| 20. | To extend of the employment contract with the Chairman of the Board. | | | | 100 | 508 290 775 | | | 0 | | 0 | | | 0 | 0 |
| **Full wording of decisions adopted by the general meeting:** | | | | | | | | | | | | | | | |
| 1. | To be approved the composition of the counting commission of the bank for an annual general meeting of shareholders. | | | | | | | | | | | | | | |
| 2. | To be approved the regulations for holding an annual general meeting of shareholders. | | | | | | | | | | | | | | |
| 3. | To be approved of the report of the Bank on the results of fiscal year 2020 and the report of the Management Board on the main activities of the bank in 2021 | | | | | | | | | | | | | | |
| 4. | To be reviewed of the external audit report on the results of the Bank's activities in 2020 | | | | | | | | | | | | | | |
| 5. | To be approved of the report of the Inspection Commission of the Bank on the results of 2020 | | | | | | | | | | | | | | |
| 6. | To be approved of the report of the Supervisory Board of the Bank on the activities in 2020 and the report on the measures taken to achieve the development strategy of the bank | | | | | | | | | | | | | | |
| 7. | To be approved of the bank's balance sheet, profit and loss account for 2020 | | | | | | | | | | | | | | |
| 8. | To be distributed the net profit of the Bank for the year 115 169 470 682.29 sums in the following order:  - In accordance with Article 32 of the Law of the Republic of Uzbekistan "On Joint Stock Companies and Protection of Shareholders' Rights" dated May 6, 2014 No 370, the establishment of a reserve fund of not less than 15% of the charter capital. to allocate 5 758 473 534.1 soums as a allocation to the reserve fund in the amount of 5% of net profit received by the end of 2020, taking into account the 8.34 percentage of reserve fund of charter capital  - In accordance with the Regulation No. 2696 of July 14, 2015 "On the classification of assets in commercial banks and the order of formation and use of reserves to cover potential losses on assets" to allocate an additional 27,179,995,080.9 soums to create a reserve to bring the reserve to one percent of standard loans;  - The Fund for Support of Innovative Activity, established by the Resolution of the Cabinet of Ministers of the Republic of Uzbekistan dated January 12, 2018 No 24 "On measures to create effective mechanisms for the introduction of scientific and innovative developments and technologies in production" in the amount of 10% of net profit, 11 516 947 068.2 sums to be allocated and transferred to the Fund opened under the Ministry of Innovation Development in the amount of 10% of the amount of funds allocated to this Fund, 1 151 694 706.8 sums;  - For the purpose of incentives of bank employees (for 13 months) - 5 758 473 534.1 sums, at the expense of these funds to each member of supervisory Board of the Bank in the amount of 20 times the minimum wage established in the according to Laws established in the Republic Uzbekistan; (excluding foreign independent members) to allocate a bonus to each member in the amount of 10 times the minimum wage according to Laws established in the Republic Uzbekistan;  - No dividends on ordinary shares;  - To leave the remaining net profit of the Bank for the year 2020 - 64,955,581,464.99 sums in retained earnings.  In accordance with Article 51 of the Law of the Republic of Uzbekistan "On Joint Stock Companies and Protection of Shareholders' Rights" to direct funds from the general reserve fund in the amount of 1,688,950,000.0 soums to pay dividends on preferred shares (340 soums for each preferred share). Dividend payments should start on July 10, 2021 and end on August 30, 2021. | | | | | | | | | | | | | | |
| 9. | To be approved the results of system for corporate governance of JSCB "Turonbank" by the end of 2020 In order to assess given by the an independent JS "Birinchi banklararo Depository" | | | | | | | | | | | | | | |
| 10. | To be approved “Deloitte & Touche” auditing company as the external auditor of the Bank for 2021 and to be set the maximum amount of service fee paid to it with VAT in the amount of 1,040,000,000 (one billion forty million) sums. | | | | | | | | | | | | | | |
| 11. | To make the following changes to the Resolution of extraordinary genaral meeting No. AS-1/6 dated January 8, 2021:  The maximum annual bonus for each independent foreign member of the supervisory Board of JSCB "Turonbank" is 50,000 (fifty thousand) US dollars (excluding bonuses and deductible taxes for membership in the Committee of the Board) and total compensation costs (interstate transport and hotel) in the amount not exceeding 50 (fifty) percent of the above remuneration.  11.1. These changes should be considered effective from January 8, 2021 and should be taken into account when awarding bonuses to independent members of the Board. | | | | | | | | | | | | | | |
| 12. | To be approved of “Amendments to the Charter” of JSCB “Turonbank” | | | | | | | | | | | | | | |
| 13. | To be approved of “the Corporate Governance Code” of JSCB “Turonbank” | | | | | | | | | | | | | | |
| 14. | To be approved of “the Development Strategy” of JSCB“Turonbank” in 2021-2023. | | | | | | | | | | | | | | |
| 15. | To be approved of the new organizational structure of the JSCB "Turonbank" | | | | | | | | | | | | | | |
| 16. | To be writed-off of assets transferred to the off-balance sheet account | | | | | | | | | | | | | | |
| 17. | To be determined the list of transactions and major transactions that may be concluded by the JSCB "Turonbank" with affiliates of the bank in the future in the course of daily economic activities of the bank until the next annual general meeting of shareholders and approve their implementation. (Voices of bank affiliates are not taken into account) | | | | | | | | | | | | | | |
| 18. | To be elected the following members of the Supervisory Board of the Bank before the next regular annual general meeting of shareholders.  KHOLJIGITOV GOLIB ABLAKULOVICH-Deputy Rector of the British University in Tashkent - chairman of the council;  -ERLEPESOV NURULLAN UMIRZAKOVICH-Cabinet of Ministers of the Republic of Karakalpakstan - First Deputy Minister - Member of the Council;  -SHERALIEV UTKIRBEK ISMANOVICH-Chief Specialist for Public-Private Partnership Development of the Secretariat for Macroeconomic Analysis, Restructuring, Financial and Banking System, State Asset Management, Development of Competition, Entrepreneurship Support and Poverty Reduction - Member of the Council;  -KARSHIBOEV JASUR KHAZRATKULOVICH- Director of the Department of State Internal and External Debt of the Ministry of Finance of the Republic of Uzbekistan - Member of the Council;  -GJEGOJ HENDRIK ZAVADA-PKO Bank (Warsaw, Poland) Managing Director - Head of Investment and Private Banking - Member of the Board;  -OLIMJONOV ODIL OLIMOVICH-Institute of Forecasting and Macroeconomic Research under the Cabinet of Ministers of the Republic of Uzbekistan Project Manager "Ensuring the regional balance of the economy in the medium and long term", Doctor of Economics - Member of the Council;  -MALIKOV FATTOH KHALILOVICH-General Director of USUB LLC - Member of the Board;  -MURADOV NIZOMIDDIN NASRETDINOVICH-Expert in the field of banking and finance in the projects of the Asian Development Bank in the financial sector of Uzbekistan - Member of the Board;  -KALONKHUJAEV RASOKHON RUSTAMKHUJA OGLI-General Director of UzOmankapital LLC - Member of the Board. | | | | | | | | | | | | | | |
| 19. | To be elected the following members of the Audit Commission of the bank before the next general meeting of the annual report of the bank's shareholders:   -  Niyazov Abdurashid Iskandar ugli - Leading specialist of the Fund for Development and Reconstruction of the Republic of Uzbekistan;  Nurgaliev Farhad Rashidovich - Chief Specialist of the Fund for Development and Reconstruction of the Republic of Uzbekistan;  Saloxiddin Shahobuddin ugli Mamadaliev - Ministry of Finance of the Republic of Uzbekistan, Deputy Head of Department; . | | | | | | | | | | | | | | |
| 20. | To be extended the employment contract with Chori Sadibakosovich for one year.  To authorize the Chairman of the Board of the Bank to sign an employment contract to hire with Ch.S.Mirzaev | | | | | | | | | | | | | | |
| **Accrued and paid remuneration and (or) compensation in favor of members of the executive body, the supervisory board and the audit commission of the issuer: \*\*\*** | | | | | | | | | | | | | | | |
| **N** | **Full name** | **Name of the issuer's body of which the person is a member** | | **Type of payment (remuneration and (or) compensation)** | | | | **Accrued amount (sum)** | | | | | **Period for which funds are accrued** | | **Document,**  **which provides for payment** |
| 1. |  |  | |  | | | |  | | | | |  | |  |
| **Election of members of the Supervisory Board: \*** | | | | | | | | | | | | | | | |
| **Candidate Information** | | | | | | | | | | | | | | | **Number**  **of votes** |
| **N** | **Full name** | | **Place of work, position** | | | | | | | **Owned by stocks** | | | | |
| **Place** | | | | **position** | | | **tip** | | **Quantity** | | |
| 1. |  | |  | | | | | | |  | |  | | |  |
| The text of the changes and (or) amendments to the charter \*\*\* | | | | | | | | | | | | | | | |

Full name of the head

executive body: **Ch.S. Mirzaev** \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Full name of chief accountant: **Sh.E. Bozorov** \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Full name of authorized person

posted information on the website: : **U.F.Atamuhamedova** \_\_\_\_\_\_\_\_\_\_