**"Registered"**

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**2020 " \_\_\_ " \_\_\_\_\_\_\_\_**

**Regulation on bank council of JSCB "Turonbank"**

**(new edition)**

**"****Approved"**

**“Approved”**

**according to the resolution of the General meeting of Shareholders of the Bank №АС-1/5 dated February 26, 2020**

**Chairman of the General Meeting**

**\_\_\_\_\_\_\_\_\_\_\_\_\_\_Xaytmetov R. M.**

**Tashkent – 2020**

**I. general rules**

1. These regulations "Turonbank" BANK and its activities the organization of the order of the council, elected members of the council as well as to their rights and obligations, liability is determined.
2. Regulations "joint-stock companies, and shareholders 'rights protection"on, "the central bank of the republic of uzbekistan", "on banks and banking activity"on the central bank of the republic of uzbekistan and the law "on corporate governance in commercial banks"on the regulations and other legislative documents, as well as in accordance with the charter of the bank was developed.
3. "Turonbank" the council of the bank (also hereinafter - referred to as the council of the bank) and implemented overall guidance to the activities of the bank, address issues related to these shares, the competence of the general shareholders included to address issues particular to cry, with the exception of the chamber.
4. The board of 11 (eleven) members which will consist of. They implied in this regulation in order the general meeting of shareholders by a one-year term (the next annual report to the general meeting of shareholders of the bank in the future) and are elected. Collect more is that most candidates are elected to the board.
5. Kumulyativ by voting to elect the members of the board is carried out.
6. Persons affiliated to track the majority of the members of the board of the bank should not be, except their membership in the council of track.
7. The regulations on the general meeting of shareholders was approved by the board.

**II. Powers of the board of the bank**

1. The board has the authority to make decisions on the following issues:
2. measures taken to achieve the development strategy of the bank on the report of the executive body of the society without hearing determination of priority directions of activity of society who go on a regular basis;
3. in addition to the annual and extraordinary general meeting of the shareholders of the bank to call the general meeting date, time and place set;
4. prepare the agenda of the general meeting of shareholders;
5. shareholders ' general meeting of shareholders of the bank held on a register to be reported specify the date of formation;
6. changes and additions to the bank or the bank charter in the new edition of issues for consideration of the general meeting of shareholders on the approval of the charter to add;
7. to conduct a verification audit (controller, with the exception of mandatory audit), audit of the organization, setting the amount of the fee paid and the contract with most of its services (to cancel the contract) to decide on;

either a) the market value of property provisions in the sign of the organization;

1. the executive body of the bank, forming the chairman and the members of the elected (appointed), earlier termination of the term of their powers;
2. approval of the bank's annual business plan;
3. corporate consultant and approval of the appointment of the regulation of determining the order of its activities;

y) the bank's internal audit service of the organization, the appointment of the head of its staff, as well as associated with the regulatory approval of the internal audit service;

1. affected documents access and management from any of the bank from the bank to the activities of the management board effectively to complete tasks they get. The members of the board obtained from the documents is available for service purposes only;
2. network and set the amount of compensation paid to the chairman and members;
3. the bank's audit commission members that have been paid and a fee to give you recommendations on the amount of compensation;
4. the amount of dividends on the shares to pay them, give you recommendations on the form and procedure;
5. the use of the reserves and other funds of the bank;
6. determining the order of business management of the bank for approval;
7. finish them open and make decisions on the establishment of bank branches and representative offices, as well as approval of them;
8. the bank's sho''ba finish them make decisions on the organization of society and the economic and dependent;
9. Affilangan entities implied in the legislation in order to make decisions on transactions with the bank;
10. to get agreement as to the value of the balance or value of the net assets at the date of the decision of the bank in the amount of   
    50 percent from 15 percent property to decide on the conclusion of major transactions stuck components;
11. to get agreement as to the value of the balance or value of the net assets at the date of the decision of the bank in the amount of   
    50 percent from 15 percent a unanimous decision by the board major components of property transactions stuck in case the conclusion is not received in accordance with the decision of the council of the bank's link to the judgment of the general meeting of shareholders;
12. the bank's participation in commercial and non-profit organizations associated with the drafting of the agreement in accordance with the requirements of the current legislation;
13. bank management and the heads of the divisions of the territorial department of the bank together with the bank effective management of the organization, in accordance with applicable law and give answer credit to be back in their own time;
14. the activities of the bank in compliance with the current legislation;
15. annual reports, profit and loss accounts for the review and approval of the general meeting of shareholders to add;
16. quarterly internal audit service of the bank management board on the activities of the chairman and the head of hear the report;
17. the bank organization committee and on approval of the regulations on internal control in the same range;
18. stockholders (shareholders) and the bank issues included in the agenda of the general meeting included by the council of minoritar shareholders ' committee and the audit commission (taftishchi) used to add to the list of candidates to vote for the election of the candidate;
19. the bank's charter capital by placing additional shares of and with the increase of the charter capital of the bank and the bank's announced increase as well as reducing the number of shares associated with change and additions;
20. the placement of shares (securities and organized to release the otc market to the stock market) the price of the set;
21. corporate obligasiyalar by the bank, including shares ayirboshlanadigan obligasiyalar out to decide on;
22. hosilaviy to decide on the release of securities;
23. obligasiyalarini make decisions on the bank's corporate buy back;
24. setting the bank's development strategy, strategy implementation and control over it every year dolzarblashtirish;
25. basic principles and organization of risk management system in the bank of the approach set;
26. the subsidiaries of the bank"ba subject to the agreement and in large organizations, structure, is interested in the agreement, which real property to fund the opinion of the bank under the approval of the agreement on issues begonalashuv set;
27. begonalashuv to the approval of the agreement on the real estate of the bank;
28. the bank and corporate governance corporate governance in the organization of the system to increase the efficiency of the system, the control of corporate governance practices in the bank's corporate governance policy development and approval;

organization's general shareholders ' meeting, within the limits established by charitable (sponsored) or free assistance;

1. minoritar supply costs at the expense of shareholders approval for the bank of the committee (committee minoritar configured without shareholders);
2. to attract international credit lines associated with bdied agreementof the world to decide on conclusion;
3. these regulations, the bank charter, "on banks and banking activity"the law and the current law , according to the bank of the councilI have the powers to resolve issues that are included in the other.
4. Are included in the competence of the board can not be given to the management of the bank to resolve the issues.

**III. Elected to the council of the bank**

1. The elected members of the board of the bank in a way unlimited can be re-elected. According to the decision of the general meeting of shareholders elected members powers to stop prematurely is carried out. The members of the bank management and the bank with the labor agreement (contract) persons who work on the bank subsidiaries"ba subject to labor in society and economic agreement (contract) and the society of members of the management bodies of work on individuals who were not elected to the membership of the board.
2. The person may not be elected to membership of the monitoring board in the following cases, or the elected membership of the council shall be arbitrarily deprived of the right of the observed person, if:
3. monitoring of two or more banks to be a member of the council or the person you intend to become a member, also a bank, except in cases that are relevant to the group of the bank;
4. the powers of the central bank according to the requirements of the person was before the end of the term.
5. Candidates are recommended to the membership of the board as to the qualification or qualification that poured one of the requirements of corporate governance of managing their corporate attestat scientific-educational center is to have a certificate issued by.
6. Shareholders at the general meeting of shareholders of the bank, the voice is that most of candidates who are elected to the board.
7. Percent of the total share in the authorized capital of the bank shares, shareholders who have at least one voice allowing candidates to the council of the bank of the bank are to show xaqli.
8. Kumulyativ by voting to elect the members of the board is carried out. Kumulyativ stockholders voting in each of the number of persons to be elected to the council of voices relevant to the bank's shareholders, and hence is multiplied by the number of votes to the candidate to give one or two of them taken between candidates or more is entitled to a full distribution.
9. The members of the board at least one independent member and member add in the structure of students this re-elected every year. The membership of the board established in accordance with the requirements of the current legislation proposed to the independent member shall be made and shall be elected on the basis of requirements.

**IV. Chairman Of The Board Of The Bank**

1. The chairman of the board from the members of the council of the bank of the republic of uzbekistan ministry of finance of the composition according to the proposal of the cabinet of ministers with the decision of the bank shall be elected by majority vote of the elected members of the board.
2. Bank, its chairman by a majority vote of the total number of council members re-elected are entitled to.
3. Chairman Of The Board Of The Bank:
4. Organize the work of the council;
5. He calls them and in the meeting of the council of the presidency;
6. in the statement of majlis constitute the carrying structure;
7. a part of her and opens at the general meeting of shareholders;
8. On the recruitment of a labor contract has been made chairman on behalf of the bank;
9. performs other work implied in current legislation and the charter of the bank.
10. The chairman of the board of the bank in cases where the applicable legislation and in his place is not in the charter of the bank is fulfilling his duties the deputy chairman of the council in the prescribed manner.

**V. Session Of The Council Of The Bank**

1. Meeting of the council by the chairman of the council of the bank at his own initiative, according to the bank of the members of the board, audit committee, management board, the central bank of the republic of uzbekistan, the head of internal audit service of the bank, the bank's external auditors of the bank charter and the current legislation of the other person defined in the request is called.
2. The call of the meeting of the council of the bank and its procedures is determined by the charter of the bank (meetings of the board of the bank approved the work plan on the council's generally called).
3. Kvorum for the conduct of the meeting of the council of the bank is determined by the charter of the bank, but the bank shall be at least 75 percent of the number of elected members Kenashiga.
4. The number of members of the council by the charter of the bank in less than 75 percent of the amount provided in the remaining cases the extraordinary general meeting of shareholders for the election of the new composition of the board to be in addition to must be called. The remaining members of the board of the bank in addition to the extraordinary general meeting of shareholders to decide on that call of powers of the head of the executive body of the society as well as in case of earlier termination of the term, is entitled to the appointment of time do its function.
5. Bank in the session the decisions of the council shall be adopted in accordance with the procedure established in accordance with the current legislation.
6. In the session of the council of the bank issues during the solution of each member of the council shall have one vote.
7. A member of the board of the bank delivered to another member of the council of does not let his own voice.
8. At the meeting of the board of the bank referred to in the protocol, it must be issued not later than 10 days after the dissolution of the council was held.
9. The record of the meeting of the council of the bank who shall be the secretary of the council is appointed by the council.
10. The session is on the record, the following is displayed:
11. holding the meeting date, time and place;
12. individuals participating in the session;
13. The agenda of the meeting;
14. the issue put to vote and voting results;
15. resolutions adopted
16. The minutes of the meeting of the council of the bank of the members of the board participating in the meeting was signed by them is responsible for the correctness of the protocol of the session.
17. Sound decision making of the council of the bank during the remaining cases is equal to the chairman of the board of the bank has the right to vote.
18. The request of the council may be held by the Bank, the report of the audit commission of the bank, internal audit and management report of the bank as discussed, with the exception of the session. Thus, the decision of the council of the bank correspondence with one accord all members of the council vote (request) is received by way of. Means of identification of the members of the board of the council or technical equipment available in the case able to make video-conference-contact mode can be held.
19. With the decision of the board of the bank (except for the information which constitutes the secret of the bank) the bank to the shareholders can be introduced.

**VI. Obligations of the board of the bank**

1. The following are the duties of the council of the bank:
2. the implementation of his powers in the interests of shareholders of the bank;
3. to provide reasonable guidance to the bank;
4. save adekvatligi capitalization of the bank;
5. achieve the goals of the bank and legal, safe and effective enough to set policy for the bank to operate;
6. banking, loans and direct improvements in investment funds (deposits, in order to protect the interests of creditors and shareholders) control over compliance with the requirements of the current legislation;
7. sarmoyalanishini on the basis of the proportion of the bank's support;

either) banking, loans and direct improvements in investment funds (deposits, in order to protect the interests of creditors and shareholders) control over compliance with the requirements of the current legislation;

1. the formation of the strategy of the activities of the bank;
2. monitoring the implementation of the business plan adopted for the development of the bank;
3. the benefits of go bank monitoring;
4. the organization of the activities of the internal audit service;
5. Compliance with the law on corporate governance annual report of the council on the agenda of the general meeting of shareholders to add.
6. Kenga Bankshi third the legislation of the republic of uzbekistan, carried out in accordance with bank policy and the monitoring of the operations of the bank and the bank will monitor the current activities.

**VII. To protect the rights and interests of stockholders by the board of the bank**

1. The board protects the interests and rights of the shareholders in the following ways:
2. shareholders ' interests, taking into account the organization of activity of the bank;
3. the antichrist in the preparation and conduct of the general meeting of shareholders, voting and vote counting procedures to make decisions and control;
4. the shareholders of the bank charter in the capital the share capital increase or reduction, the production of additional securities and the like changed by way of shareholders ' rights discrimination be avoided;
5. dividvend the bank's effective policy development;
6. relations with shareholders to consider issues related to the bank;
7. outlaw noxaq over the actions of management and shareholders ' complaints received and out of proposals to consider.

**VIII. Control over the implementation of the activities of the bank**

1. Most importantly, control over the implementation of management activities is the commitment from the board. Each control depending on the scale of a certain condition will change. All measures of control over the activities of the management board of the bank should perform. All the main types of the bank's activity on the board of the bank approved the policy. The council of the economic policy conditions to the bank, the bank control over the position of compliance with applicable laws and regulations and­radi. Certain policy types in the bank in accordance with the regulations of the central bank is far and other laws is required.
2. Such policies include the following:
3. also passivi acute and management (funds management, funds management of the committee on organization );
4. Accounting policies;
5. credit policy (the internal review process of credit and loans);
6. personnel policy (business assessment process to determine and rewards);
7. a policy to pay dividends;
8. investment policy;
9. emission policy;
10. the risk management policy of the bank.

This policy is in accordance with the practice of unhealthy and safe, should be shown on the bank's business plan. Policy, legislative requirements, including the requirements of normative acts of the central bank, which is the main process and internal control in accordance with the foreign bank and may also include crimes, cheating suiste'molliklardan internal and should be protected.

1. The bank's board by the management board of the bank, allowing the bank to provide you with the opportunity to control the activities of the basic information of a mechanism approved. Such a mechanism includes a report issued by the management to the board. Reports quarter-by-quarter, and should be given before the council meeting held on a regular basis.
2. Certain of the bank in accordance with current legislation of the council on a permanent basis koeffisientlar should consider.
3. Koeffisienti is the main control of the following:
4. the ratio of income to assets;
5. the ratio of the benefits of the assets;
6. profits (charter) capital ratio;
7. the ratio of the bank to pay the interest costs associated with the assets;
8. the amount of the total interest margin;
9. than the bank interest to pay costs associated with the assets;

either a)the share of loans all credit are reliable and are relatively unlikely;

1. all credit compared to the share of loans issued from the account;
2. the amount of loans and large loans to related parties of the bank.
3. Quarterly to include the following information documents the high­rollers should be:
4. Quarterly balance sheet report. When we consider balance report last month with the current month indicators, as well as the corresponding month of the previous year as compared.
5. Profit and loss report. The board of the bank profit and loss in the current quarter and the corresponding quarter of the previous year, the report will review the status. This should be compared with the budget profit and loss report. The profit and loss report will explain this situation without coming to the right bank by the management of the budget.
6. The adequacy of capital. Koeffisienti capital should consider themselves the most basic of the board. Such koeffisientlar include the following:

1) regulyativ capitalto the total amount of assets of risk-takingto the ratio (capital adequacy koeffisienti);

2) I-level risk taking into account the total amount of capital assetsto the ratio;

3) I-capital assets taking into account the risk of the main level of the total amountto the ratio;

4)provide the total capital assets of the bank level (leverage). This is the minimum level of capital koeffisientlar content and is reflected in the regulations of the central bank. Depending on the content of the condition of the bank and economic conditions koeffisientlar this time-may change with time.

5)the bank's own capital (capital regulyativ) the total amount of assets of risk-takingto the ratio   
1to 3 percent less than in the amount of the organization.

1. The cost of capital. To'lanayotgan koeffisienti money as dividend by the board of the bank should be considered. This means that dividend as part of net profit koeffisient how to pay. You set the minimum amount of the bank by the central bank is responding to the level of capital and other resources required, to pay dividends without it lo be given special attention cases avoided­rhodes.
2. Let's liquidity. Bi meticulous bank liquidity Bank, the board­should control lan. Large harmless appreciation of its obligations to ensure there is a bank at the time, suddenly taking in deposits and carry out their obligations in particular from the bank if the bank is liquid. Net stable funding norms, koeffisienti cover to ensure regulatory liquidity highly liquid assets total assets share koeffisientlar like is used.
3. Placing of funds to other banks. All deposit accounts in banks and other financial institutions other assets of the board should regularly review which.

either) Credit (credit) and network investment. Given the council of the bank loan and investment should review the list of dealers of the previous month.

1. Problematic loan (credit)are. The board should review all of adversely classified assets developed programs.
2. O'stirmaslik status. "O'stirmaslik status"showing the central bank to give the procedure is given in the regulations. Thus, all overdue interest on loans given the status of the members of the board o'stirmaslik available hisoblanmayotganligini you should go see.
3. Credit (credit)against the world on the possibility of a loss reserve build. The council of the bank against loans backup of the current month on the possibility of a loss should be compared with the previous backup.

y) against the possibility of a loss on other assets and resources. The council of the bank on the possibility of a loss in the current month against the other assets of the backup should be compared with previous months.

1. Kontsentrasiyasi loans. The board of the bank to the borrower (the affected person to a group) the loans at the central bank without breaking the norms established by the relevant events on this must see.
2. Mutually provided credit is given to the affected person or to a borrower or leasing of the highest level of   
   level 1 capital ratio.
3. Mutually given to the affected person loan(credit)are. See the list of credit given to the affected person should go to the board.
4. Accumulated losses on assets sold and charged to them. Sold in the reporting period, the board or the bank from the list of assets that have been going out for some other reason, always go check.
5. Financing activities interest and the management of risks. The interest rate associated with the change of the board of the bank should go see the comparison of assets and liabilities.
6. During the last period of activity in comparison with the activity of the bank. Consideration of reports submitted by the management of the bank at the time of comparison.
7. To adapt to the requirements of the current legislation on the activities of the bank performed events.
8. Safety and emergency situations that affect bank profitability.
9. Establish control over the activities of the council of the bank on the bank to carry out the duties of the committee can be made. Such committee may include the following:
10. Of the audit committee.
11. The credit committee.
12. Investment committee.
13. The risk management committee of the bank;
14. To ensure liquidity management committee.
15. Each committee has a separate meeting, but the work must go in particular giving a report at meetings of the council. The activities of the bank circumstances that affect you in the negative by the committee if it is detected to be called to the council on the meeting of the board of the bank should be addressed.
16. Im of the council of the bank bank with with the affected person­must also take the necessary measures on the implementation of the operation on terms tiyozli avoided. Conducted on the basis of requirements of the current legislation of the affected individuals dealing with customer services should not differ from the other simple. To do this, at least the board:
17. the bank also conducted with the operation or management of affected individuals consulted with the members of the council in the case of the implementation of a legal advisor;
18. all members of the board of the bank affected person bi­conducted to reveal the coming of existing interests in dealing lan;
19. members of the board of management and their bank conducted based on the implementation of all actions in dealing with hujjatlashtirish;
20. the affected person spent dealing with the bank­all of the bank in the period of gan on see the events, be sure the protection of the interests;
21. Affected individuals to the bank by the central bank bi­dealing lan performed if it is installed on economic norms of the council should not let breaking the norms.
22. Also, the members of the council and management of the affected person to the bank, the bank subsidiary of"ba enterprises and representative offices during the period of holding of dealing with situations which must take the necessary measures to avoid harm to the bank.
23. Credit given to the bank by the central bank to regulate the circulation of the affected person stand. Therefore, the bank by the council of the brand­which define the norms to be followed to review monthly reports on economic ziy bank should go. I have given credit to the bank to the group affected or affected karzdor uzaro karzdorlar-bank level should not exceed 25 percent of the total amount of capital regulyativ.

**IX. Implementation of the personnel policy**

1. The personnel policy of the board of the bank the bank to the bank to attract highly qualified managers and employees, the strategy implements.
2. In accordance with the legislation, personnel policy include the following:
3. bank employees, rewarding, stimulating and punishment system;
4. training and re-training program;
5. the procedure for the appointment of the head in cases where vacancies arise;
6. identify cases that become mandatory removal from the work of the management of the bank.
7. Develop and the board approved the following:
8. management of the bank and members of the main criteria to evaluate the work of the heads of the services;

either)and to follow a code of ethics measures to prevent a conflict of interest;

1. bilimsizlik the nohalolligi a conflict of interest or other reasons caused by their zimmalariga the bank of one of the tasks that the person interested uploaded chetlashtirish a list of conditions.

**The proportion of the bank's support sarmoyalanishini**

1. To preserve the scale of the bank's capital and risk level of the bank and its operations would be suitable in order to ensure that the council of the bank:
2. the central bank was likely determined by the bank against a loss in the amount of carries out control over the creation of the special reserve;
3. Prescribed by the central bank from providing the high level of risk that is not going to increase the requires from the management of the bank;
4. the placing shares are measures of bank;
5. keep enough of the bank's capital and general reserves ensures level.

**XI. The bank of business development-drafting and implementation plan**

1. Of the board of the bank bank of business development-independently plan and the engagement of consultants and experts can also confirm the production charles, it includes the following:
2. Set the bank's strategy, including:
3. go of bank capital increases;
4. passivi assets and also the formation of rational management system;
5. activity credit "credit policy"; according to
6. empty bank funds turnover of more extensive involvement;
7. the bank formations, the network expansion, the expansion of new types of banking services and increase the level of services to the population;
8. expansion of activities in the securities market;
9. staff and management to improve their skills;
10. the development of investment activity and others.
11. Assess the mandatory standards and terms of resources.
12. Improvement of the management system.
    1. The council of the bank by ensuring the implementation of management development bank business plan.
    2. Банкни ривожлантириш бизнес-режасига одатда, зарур ўзгартириш ва қўшимчалар киритиш мақсадида йилига камида бир марта қайта кўриб чиқилиши мумкин.

**XII. Банк Кенгаши аъзоларининг мустақиллигини таъминлаш зарурияти**

1. Банк Кенгаши ўзининг қарорларини қабул қилишда мустақилдир. Худди шундай Банк Кенгаши аъзолари ҳам бирор бир масалаларни мухокама қилишда ўз фикрларини мустақил равишда ифода этиш ва асослашга ҳақлидирлар.
2. Банк Кенгаши ишини корпоратив бошқарувни ташкил этиш учун ишга ёлланган Банк Бошқаруви билан Кенгашнинг ҳар бир аъзоси ўртасидаги ўзаро ҳамкорликни Бошқарув Раиси ташкил этади ва олиб боради.
3. Кенгаш ўз фаолиятида мустақиллигини таъминлаш ва белгилаш корпоратив бошқарувнинг асосий элементи ҳисобланади. Бундан ташқари, самарали корпоратив бошқарувни таъминлаш банк Кенгашидан талаб этилади. Банк фаолияти устидан назорат олиб боришда Кенгашнинг ҳар бир аъзоси томонидан банк Бошқаруви фаолиятини баҳолашда мустақил фикр билдиради.
4. Банк Кенгаши томонидан ҳар бир муаммони танқидий баҳолаш жуда муҳим аҳамиятга эгадир. Банк Бошқаруви қарорларини ҳар бир Кенгаш аъзосининг асоссиз ўз фикрига эга бўлмай туриб келишиши банк ва акциядорлар манфаатларига хизмат қилишда етарли эмас деб баҳоланади.

**XIII. Банк Кенгаши аъзоларининг ҳуқуқ ва мажбуриятлари**

1. Банк Кенгашининг аъзоси қуйидаги ҳуқуқга эга:
2. банк Кенгаши мажлисида шахсан иштирок этиш, мажлисда муҳокама этилаётган масалалар бўйича ўз фикрини ифодалаш;
3. муайян давр мобайнида Банк фаолиятининг натижалари, уни ривожлантириш режалари хақида тўлиқ ва ишонарли ахборот олиш;
4. зиммасидаги вазифаларни бажара туриб, банк Кенгашидаги иши учун белгиланган тартибда иш ҳақи олиш;
5. йил якуни билан банкнинг молиявий натижалари якунига асосан бир марталик рағбатлантириш (мукофот) пули олиши мумкин.
6. Банк кенгашининг аъзоларига улар ўз вазифаларини бажариб турган давр учун ойлик иш ҳақи тўланади.
7. Ушбу ойлик иш ҳақи миқдори банк Кенгаши Раисига республикамизда белгиланган меҳнатга ҳақ тўлаш миқдорининг   
   5,8 (беш бутун ўндан саккиз) бараварида, Кенгашнинг қолган ҳар бир аъзосига республикамизда белгиланган меҳнатга ҳақ тўлаш миқдорининг 5,7 (беш бутун ўндан етти) бараварида белгиланади.
8. Банк йилда бир марта (йил якуни билан) банкнинг молиявий натижалари ва корпоратив бошқарув тизимини мустақил баҳоловчи ташкилот жалб қилган ҳолда баҳоланшини таъминлайди. Банк кенгаши аъзоларининг ойлик иш ҳақидан ташқари тўланиши мумкин бўлган йиллик мукофот пулининг миқдори банкнинг молиявий натижалари ва корпоратив бошқарув тизимининг мустақил баҳоланиши натижаларига мувофиқ белгиланади.
9. Мустақил баҳоловчи ташкилот билан тузилган шартномага асосан банк Кенгашининг фаолияти қониқарсиз, паст даражада, қониқарли ва юқори даражада деб белгиланиши мумкин.
10. Мукофотлаш миқдори (ҳар бир банк Кенгаши аъзосига бир йилда бир марта) Корпоратив бошқарув тизимининг мустақил баҳоланиши натижаларига кўра банк Кенгашининг фаолияти қониқарсиз, паст даражада, қониқарли ва юқори даражада деб белгиланганлигига қараб банк акциядорлари умумий йиғилиши қарорига асосан белгилинади. Мукофотлаш пули акциядорлар умумий йиғилиши қарорига асосан тўланиши ёки умуман тўланмаслиги мумкин.
11. Корпоратив Бошқарув тамойилларига риоя қилиш юзасидан ўз мажбуриятларини бажармаган ёки етарли даражада бажармаган Кенгаш аъзосини банк Кенгаш таркибидан чиқариш юзасидан кейинги акциядорлар умумий йиғилиши кун тартибига масала киритилади. Ушбу масала банк Кенгаши аъзолари томонидан бир овоздан қабул қилинади ҳамда банк Кенгаши қарори билан расмийлаштирилади.
12. Кенгаш аъзолари ўртасидаги вазифалар Кенгаш Раиси томонидан Кенгашнинг аниқ ҳар бир аъзоси учун тақсимланади.
13. Банк Кенгаши аъзолари Кенгаш томонидан бирон-бир қарорлар қабул қилинишига таъсир ўтказганлиги учун бевосита ва билвосита мукофот олиш ҳуқуқига эга эмаслар.
14. Кенгаш аъзолари банк имкониятларидан (мулкий ёки номулкий ҳуқуқлардан, хўжалик фаолияти соҳасидаги имкониятлардан, банк фаолияти ва режалари тўғрисидаги ахборотдан) шахсий манфаат мақсадида фойдаланиш ҳуқуқига эга эмаслар.
15. Банк Кенгаши аъзолари қуйидагиларга мажбур:
16. ўзларининг лавозим мажбуриятларини ҳалол, шунингдек банк манфаатлари йўлида самарали ҳисобланадиган усул билан амалга ошириш;
17. бошқарув томонидан тақдим этилаётган барча материал ва ҳисоботларни диққат билан ўрганиб чиқиш;
18. банк фаолияти учун тадбиқ этса бўладиган иқтисодиётда, қонунчиликда ва бўлаётган ўзгаришлардан хабардор бўлиб туриш.

**XIV. Банк Кенгаши аъзоларининг жавобгарлиги**

1. Банк Кенгаши аъзолари банк ва унинг акциядорлари олдида ўз мажбуриятларини тегишли тарзда бажармаганликлари учун Ўзбекистон Республикаси қонунчилигида ҳамда банк Уставида белгиланган тартибда жавобгардирлар.

**XV. НИЗОМГА ҚЎШИМЧА ВА ЎЗГАРТИРИШЛАР КИРИТИШ**

1. Мазкур Низом рўйхатга олинган вақтдан бошлаб низомнинг барча аввалги ва аввал рўйхатдан ўтказилган таҳрирлари, унга ўзгартиришлар ва қўшимчалар ўз кучини йўқотади.