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APPROVED
by the sole shareholder of the
Joint-stock company
"YANGI ANGREN ISSIQLIK ELEKTR
STANSIYASI"
3/2025 05.09. 2025 y.
1/2026 07.04. 2026y.

STATUTE
ON THE PROCEDURE FOR CONFLICT OF INTEREST
of the joint-stock company «Yangi Angren issiqlik elektr stansiyasi»

I. GENERAL PROVISIONS

1. These statute have been developed in accordance with the current legislation of the Republic of Uzbekistan, the charter of the "Yangi Angren issiqlik *elektr stansiyasi*" Joint-Stock Company (hereinafter referred to as the Company), the Corporate Governance Code, approved by the minutes of the meeting of the Commission on improving the efficiency of joint-stock companies and improving the corporate governance system dated 31.12. 2015 No. 9, and determines the procedure for identifying and resolving conflicts of interest arising in the Company.

2. When carrying out the activities of the Company, conflicts of interest may arise due to a contradiction between the property or other interests of the Company (its management and control bodies, officers, employees) and the property or other interests of creditors, contractors and other customers (hereinafter referred to as Clients), when as a result actions (inaction) of the management and control bodies of the Company and (or) its employees, cases of violation of the rights and legitimate interests of the sole shareholder of the Company may be allowed.

In addition, conflicts of interest (corporate conflict) may arise between the interests of the sole shareholder of the Company, the management and control bodies of the Company.

3. This statute addresses the following cases of conflicts of interest:

between the management bodies of the Company and its sole shareholder;

between management bodies and control bodies of the Company, officers, employees of the Company and Clients;

between the Company and officials, employees of the Company in the exercise of their official duties.

II. CIRCLE OF PERSONS UNDER THE PROVISION OF THE PROVISION

4. The provisions shall apply to members of the management and control bodies and all employees of the Company, regardless of the level of their position.

5. The requirements for compliance with this Regulation apply to individuals who cooperate with the Company on the basis of a civil law contract in cases where the corresponding obligations are fixed in contracts with them, in their internal documents or directly arise from the law.

III. BASIC PRINCIPLES OF MANAGING CONFLICT OF INTERESTS IN SOCIETY

6. Conflict of interest management in the Company is based on the following principles:

the mandatory disclosure of information about real and potential conflicts of interest;

individual consideration and assessment of reputational risks for the Company in identifying each conflict of interest and its settlement;

strict confidentiality of the conflict of interest disclosure and settlement process;

maintaining a balance of interests of the management and control bodies of the Company and its employees in resolving conflicts of interest;

protection of a person from prosecution in connection with a conflict of interest message disclosed by the employee in a timely manner and settled (prevented) by the Company.

IV. REASONS (CONDITIONS) FOR THE ORIGIN OF CONFLICTS OF INTERESTS

7. Conflicts of interests that may arise between the sole shareholder and the management bodies of the Company as a result of:

non-compliance with legal requirements, regulatory acts and internal documents of the Company;

conclusion of major transactions and transactions with affiliates, without prior approval by the authorized management bodies of the Company;

adoption by the management bodies of the Company of decisions that may lead to a deterioration in the financial condition of the Company;

non-disclosure of information in accordance with applicable law or the provision of incomplete information by persons included in the management bodies of the Çompany, on positions held in the management bodies of other organizations, on the ownership of shares (shares) of other companies.

8. Conflicts of interest that may arise between governing bodies and control bodies, officials, employees and customers as a result of:

non-compliance with legislation, constituent and internal documents of the Company;

non-compliance with the principle of priority of interests of the sole shareholder of the Company;

non-compliance with business communication standards and principles of professional ethics;

failure to fulfill contractual obligations, both on the part of the Company and on the part of the Clients;

failure to fulfill their obligations established by the legislation of the Republic of Uzbekistan and internal documents of the Company.

9. Conflicts of interests that may arise between the Company and officials, employees as a result of:

violation of the requirements of legislation and internal documents of the Company;

non-compliance with business communication standards and principles of professional ethics;

conducting commercial activities, both by the official or employee of the Company, and by members of his family;

the presence of financial interests in another company with which the Company maintains business relations;

part-time work in another organization by a leader, official or participation in its governing bodies;

providing business opportunities to other organizations to the detriment of the interests of the Company by virtue of personal interests.

V. PREVENTION OF CONFLICT OF INTERESTS

10. The Charter of the Company and its internal documents provide for general mechanisms to prevent conflicts of interest.

This Regulation establishes measures to prevent conflicts of interest, which are mandatory for the management and control bodies of the Company, officials and employees of the Company.

11. In order to prevent any kind of conflict of interest, management bodies, control bodies, officers and employees of the Company are required to:

comply with the requirements of legislation, regulations, the charter of the Company and internal documents of the Company;

ensure sustainable achievement of profitability by the Company in the medium and long term;

to refrain from taking actions and making decisions that may lead to conflict situations;

ensure effective management of society;

to exclude the possibility of involving the Company in illegal activities, including the legalization (laundering) of proceeds from crime and the financing of terrorism;

ensure the highest possible efficiency in the production of goods (works and services);

quarterly report to management bodies in accordance with the law;

carry out internal and external control in accordance with the Charter and internal documents of the Company;

submit for consideration of the Board of the Company major transactions, individual transactions or a number of interrelated transactions in the manner prescribed by law and the charter of the Company

carry out the study by the control authorities of the conditions for the execution of major transactions and transactions with affiliates;

if necessary, involve an independent appraiser to determine the market value of the property, with the approval by the Board of the Company of decisions on transactions in accordance with the requirements of the law;

keep records of information about affiliates;

ensure compliance with the procedure for transactions with affiliates of the Company;

not to make major transactions and transactions with affiliates without prior approval by their authorized bodies of the Company;

not hold positions in the management and control bodies of other legal entities, without the permission of the authorized bodies of the Company;

to carry out the disclosure of information on the activities of the Company, in accordance with the requirements of applicable law, and additional information, in accordance with the Regulation on the information policy of the Company;

to ensure the accuracy of the financial statements and other published information of the Company provided to the sole shareholder and customers of the Company, regulatory and supervisory authorities and other interested parties, including for advertising purposes;

to develop and improve measures to prevent the personal use of information in the Company by persons who have access to such information;

timely consider the reliability and objectivity of negative information about the Company in the media and other sources. Carry out a timely response on each fact of the appearance of negative or inaccurate information about the Company;

participate in identifying deficiencies in the Company's internal control system;

to ensure the adequacy of the remuneration paid to members of the management and control bodies of the Company, the financial condition of the Company, and also to the extent to which the achieved results of the Company's activity correspond to the planned indicators;

comply with the principles of professional and corporate ethics.

12. In order to prevent conflicts of interest between the shareholder of the Company, management bodies and control bodies, officials, employees of the Company, its sole shareholder, management and control bodies, officials, employees are also obligated:

comply with the rights of the sole shareholder of the Company, enshrined in the Law "On Joint-Stock Companies and Protection of Shareholders' Rights", regulatory acts, the charter and internal documents of the Company;

ensure timely communication to the sole shareholder of the Company of information subject to disclosure in accordance with the law;

timely pay dividends accrued to the sole shareholder of the Company;

provide the sole shareholder of the Company with comprehensive information on issues that may become the subject of conflict;

to identify transactions in which there is an interest of members of the management bodies of the Company in the acquisition of shares (stakes) of a competing company, as well as participation in the management bodies of such persons.

13. In order to prevent conflicts of interest between management and control bodies, officials, employees and customers of the Company, management and control bodies, officials, employees of the Company are also obliged:

ensure the provision of information about the Company in the prescribed manner;

ensure strict compliance with the use of confidential and other important information;

sell goods (services) and charge a fee for them in an amount established on a mutually agreed basis in the contract, or at tariffs, information about which is fully disclosed by the Company;

prevent transactions with persons capable of adversely affecting the reputation of the Company;

to sell goods (services) professionally and in good faith;

exclude deliberate use by the Company's employees of the situation for personal purposes in case of an obvious error of the Client (including an error in the application, contract and other document signed by the Client). If there is such an error, the employee of the Company must make reasonable efforts to prevent the execution of such a document and inform the Client about it;

ensure that recommendations issued are based on a good faith analysis of the information available on the subject;

improve the system of preservation of information created, acquired and accumulated in the course of the Company's activities so that, without the consent of the Company's governing bodies or authorized officers of the Company, information related to official or commercial secrets held by the Company on paper, magnetic and other types of media is not became the subject of sale, transfer, copying, reproduction, exchange and other distribution and duplication.

14. In order to prevent conflicts of interest between the Company and the officers and employees of the Company, in the performance of their official duties, the officers and employees of the Company shall:

comply with business communication standards and principles of professional ethics;

conclude contracts in the prescribed manner;

to inform the higher official or management and control bodies of the Company of the intention to acquire a share (shares) of an organization competing with the Company;

timely inform the senior officer of the Company of the occurrence of circumstances conducive to the occurrence of a conflict situation;

to notify in writing a senior officer of the Company of organizations in which the officer of the Company or members of his family have a significant financial interest, and with whom the Company conducts or intends to conduct business;

to refrain from any activity that directly affects the relationship between the Company and organizations in which the Company official or members of his family have a significant financial interest or are affiliated persons;

preliminary obtain permission from higher bodies of the Company to participate in the management bodies of another organization whose interests may conflict with the interests of the Company;

inform the higher official of the Company of his intention to work part-time in another organization and that the proposed work does not contradict the interests of the Company.

VI. SETTLEMENT OF CONFLICT OF INTERESTS

15. In order to resolve conflicts of interest arising in the Company, management and control bodies, officials and employees of the Company carry out pre-trial procedures in order to find a solution that, being lawful and justified, would meet the interests of the Company.

16. The Company's officials are obliged to ensure the accounting and timely consideration of letters, applications and claims (including oral) of the sole shareholder and the Clients of the Company, addressed to the management and control bodies, to the structural units of the Company.

17. Accounting for corporate conflicts is assigned to the service of corporate relations and interaction with shareholders of the Company. The Department of Corporate Relations with Shareholders of the Company gives a preliminary assessment of corporate conflict, prepares the necessary documents on the merits of the issue, and, in agreement with the Board of the Company, transfers them to the body of the Company, which is responsible for considering this corporate conflict.

18. The service of corporate relations and interaction with shareholders of the Company analyzes frequently occurring conflicts, makes decisions on the need to provide additional information to all parties to the conflict and / or makes proposals to the head of the authorized body of the Company on changing internal procedures and instructions, conducting other measures to eliminate the causes that give rise to this kind of conflict.

19. An employee of the Company who has received information about a conflict from the Client or from other sources is obligated to immediately inform a senior official about this. If it is impossible to resolve the conflict at the level of the structural unit, the head of the unit must within one business day provide the head of the executive body of the Company or his deputy with information about the conflict, the reasons for its occurrence, and the measures that have been taken. The head of the executive body of the Company or his deputy determines the procedure for resolving the conflict, appoints an authorized person. If necessary, a commission is created to resolve the conflict of interest.

20. The authorized person (commission) takes all measures to resolve the conflict of interest. If it is impossible to resolve the conflict of interests, the head of the executive body of the Company submits the issue for consideration, sends information about the conflict to the chairman of the Board of the Company.

21. Information about the conflict, which at any stage of its development affects or may affect the interests of the head of the executive body of the Company or his deputies, is transmitted within three working days to decide on the procedure for resolving the conflict to the Board of the Company with a conclusion on this issue.

22. If, as a result of the consideration of the conflict, it becomes necessary to develop or amend the existing internal documents of the Company, the Council or the Management Board of the Company takes a decision on the development of the document, or making appropriate changes.

23. The management bodies of the Company in order to resolve any type of conflict of interest arising in the Company shall:

as quickly as possible to identify emerging conflicts of interest, determine their causes;

clearly delineate the competence and responsibility of the management bodies of the Company;

determine the authorized person of the Company or, if necessary, create a commission to resolve the conflict;

as soon as possible determine the position of the Company on the merits of the conflict, make an appropriate decision and bring it to the attention of the other side of the conflict;

send to the other side of the conflict a complete and detailed answer that clearly substantiates the Company's position in the conflict, and motivate the message about the refusal to satisfy the request or the demand of the participant in the conflict on the basis of legislation, regulations, the charter and internal regulatory documents approved by the sole shareholder of the Company;

ensure that an authorized person involved in the resolution of the conflict immediately reports that the conflict affects or may affect his interests or those of his family members;

ensure that persons whose interests affect or may affect the conflict do not participate in the resolution and decision-making on this conflict.

24. To resolve conflicts between the sole shareholder, the management bodies of the Company:

an authorized person, or an authorized body of the Company, may provide the sole shareholder with information and documents available to him and related to the conflict, explain the norms of legislation, the charter and internal documents of the Company;

authorized bodies or authorized persons of the Company give advice and recommendations to the sole shareholder of the Company, prepare draft documents on the resolution of the conflict for their signing by the sole shareholder, on behalf of the Company, within the limits of their competence, undertake obligations to the sole shareholder to the extent that it can contribute to the resolution of the conflict;

The management bodies of the Company, in accordance with their competence, should organize the implementation of the decision on the settlement of the corporate conflict and facilitate the execution of agreements signed on behalf of the Company with the participant in the conflict. In cases where there is no dispute between the party to the conflict and the Company on the substance of their obligations, but disagreements arose on the procedure, method, terms and other conditions for their fulfillment, the Company should invite the party to the conflict to resolve the differences and state the conditions on which the Company is ready to satisfy the requirement of the only Company shareholder;

if the consent of the Company to satisfy the requirement of the sole shareholder of the Company is associated with the need for this party to take any actions stipulated by law, the Charter or other internal documents of the Company, then the conditions of the Company shall be indicated in an exhaustive response to the information and information necessary for their fulfillment (for example, the amount of the fee for making copies of the documents requested by the shareholder or the bank details of the Company, etc.).

25. This list of measures is not exhaustive. In each case, there may be other forms of conflict resolution, depending on the sector of the conflict of interest.

VII. FINAL PROVISIONS

26. These Regulations, as well as amendments and additions to it, are approved by the sole shareholder of the Company.

27. If certain provisions of these Regulations conflict with the current legislation of the Republic of Uzbekistan and / or the Charter of the Company, these articles shall cease to be valid and, in terms of the issues regulated by these articles, they should be guided by the norms of the current legislation of the Republic of Uzbekistan and / or the Charter of the Company until the relevant amendments to The present Regulation.