"APPROVED"
at the meeting of the Supervisory Board
JSC "BOSHTRANSLOYIHA"
from August 27, 2024

"APPROVED"
at the general meeting of shareholders
JSC "BOSHTRANS LOYIHA"
from September 24 , 2024

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POSITION

On the payment of remuneration to members of the Supervisory Board and the Executive Body of the joint-stock company " BOSHTRANSLOYIHA "

Tashkent – 2024

I. General Provisions

1. This Regulation “On the payment of remuneration to members of the Supervisory Board and the executive body of JSC BOSHTRANSLOYIHA (hereinafter referred to as the Regulation) was developed in accordance with the Civil and Labor Codes, the Law of the Republic of Uzbekistan "On Joint-Stock Companies and Protection of Shareholders' Rights", the Decree of the President of the Republic of Uzbekistan "On measures to dramatically increase the share and importance of the private sector in the economy of Uzbekistan" dated January 24, 2012 No. UP-3202, the Charter of JSC BOSHTRANSLOYIHA (hereinafter referred to as the Company) **, the order of the Agency for State Assets Management of the Republic of Uzbekistan dated August 16, 2024 No. 01 / 09-3-21-17 / 906xdfu** and determines the procedure for paying remuneration to members of the Supervisory Board and the executive body of the Company.

2. This regulation is approved by the General Meeting of Shareholders and all changes and additions to it are made on the basis of decisions of the General Meeting of Shareholders.

II . Criteria for payment of remuneration to members of the Supervisory Board

3. The criteria for payment of remuneration to members of the Supervisory Board are:

- personal participation in meetings of the Supervisory Board;
- voting on issues on the agenda of the meeting;
- performance of tasks assigned to members of the Supervisory Board;
- performance of additional duties related to the chairmanship of the Supervisory Board;
- assistance in improving corporate governance in the Company.

4. The General Meeting of Shareholders of the Company may determine additional criteria for making a decision on the payment of remuneration to members of the Supervisory Board of the Company.

IV . Sources of payment of remuneration to members of the Supervisory Board

5. Sources of payment of remuneration to members of the Supervisory Board The funds of the Society are the means of the Society.

6. Information on the remuneration paid to members of the Supervisory Board in accordance with these Regulations shall be disclosed by the Company in cases stipulated by law.

V. Amount and procedure for payment of remuneration to members of the Supervisory Board Societies

7. Amount of remuneration for members of the Supervisory Board is determined in the following order:

- To the Chairman of the Supervisory Board of the Company in the amount of 5 minimum wages per quarter ;

- each member of the Supervisory Board in the amount of 4 minimum wages quarterly;

- to the general director – 5 minimum wages quarterly;

- additional one-time annual remuneration of no more than 7 % of net profit.

According to the Decree of the President of the Republic of Uzbekistan No. UP-5723 of 21.05.2019 "On improving the procedure for determining the amount of wages, pensions and other payments", the amount of established payments in paragraph 9 of this regulation, established in relation to the minimum wage , will be recalculated while maintaining the current sum values of these payments (if necessary, rounding them up).

An additional annual remuneration is paid subject to the fulfillment of the parameters of the business plan, by decision of the general meeting of shareholders.

8. By decision of the general meeting of shareholders, the amounts of remuneration established by paragraph 7 of this Regulation may be reduced (including to zero) for individual members of the Supervisory Board. on the following grounds:

- did not participate in the meetings of the Supervisory Board no more than 50%, occurred during the quarter without good reason, with the exception of business trips, vacation, illness, etc., the amount of remuneration is reduced by 25%;

- did not participate in more than 50% of the Supervisory Board meetings held during the quarter , without good reason, with the exception of business trips, vacation, illness , etc., remuneration is not paid;

- at initiating and issues, the results of which will or may lead to a deterioration in the financial condition of the Company or a violation of established legislation no reward is paid;

- in the event of concealment of material data when the Supervisory Board makes decisions, as a result of which the financial condition of the Company will or may deteriorate or violate current legislation no reward is paid;

- in the presence of confirmed facts indicated in complaints against individual members of the Supervisory Board Societies no reward is paid;

9. The General Meeting of Shareholders of the Company , established by paragraph 8 of these Regulations, may also reduce the amounts of remuneration (including to zero) for other reasons that have led to a deterioration in the financial condition of the Company or a violation of the established legislation due to the fault of individual members of the Supervisory Board. **Payments may also be suspended on the grounds specified in paragraph 19 of these Regulations.**

10. Remuneration of members of the Supervisory Board Societies paid for the previous quarter every quarter but up to the 10th day of the month following the end of the quarter based on the annual calculation in the established manner.

11. Remuneration of members of the Supervisory Board The societies are paid by transferring the corresponding funds to their personal bank accounts or to plastic cards opened in the banks servicing them, taking into account taxation in the amounts and in the manner established by the current legislation.

12. The details of the members of the Supervisory Board of the Company are determined on the basis of the application of the members of the Supervisory Board.

13. The Secretary of the Supervisory Board maintains records and provides information to the Company's accounting department every quarter before the 5th day following the end of the reporting quarter for the payment of remuneration to the members of the Supervisory Board.

14. Member (s) of the Supervisory Board may refuse remuneration by sending a statement of refusal of remuneration to the General Director of the Company.

VI . Amount and procedure for payment of remuneration to the executive body of the Company

15. The procedure and conditions for payment of remuneration to the General Director of the company are determined by these Regulations.

16. Payments made to the General Director on a monthly basis, regardless of the results of the current activities of the enterprise, include:

- official salary according to the staffing schedule;

- payments in accordance with the legislation (payments for honorary titles, for length of service (additional pay for length of service), payments according to established coefficients for work in high-mountain, desert and waterless areas, etc., stipulated by the collective agreement) and internal regulations in force in the Company.

17. The General Director is paid in the amount of 5 minimum wages based on the results of the quarter, upon achieving the parameters of the business plan.

VII. Taxation of remuneration payments to members of the Supervisory Board and the executive body of the Company

18. Remuneration of members of the Supervisory Board and the executive body of the Company is subject to taxation in accordance with the procedure established by the tax legislation of the Republic of Uzbekistan.

VIII. Restriction on the payment of remuneration to a member of the Supervisory Board of the Company

19. From 1 August 2024, remuneration payments to members of the Supervisory Board shall be suspended, provided that the state share in the authorized capital (capital) is 50 percent or more. At the same time, remuneration payments shall be suspended to elected (appointed) persons for the state share for their activities on the Supervisory Board of the Company (except for independent members).

20. Resumption of remuneration payments to persons specified in paragraph 19 of this regulation for their current activities as part of the Supervisory Board will be carried out subject to a reduction in the state's shareholding to less than 50 percent in the authorized capital (capital) of the Company , or on the basis of a special instruction of the President of the Republic of Uzbekistan and/or an order of the Government of the Republic of Uzbekistan .

IX . Final Provisions

21. This Regulation is approved by the decision of the General Meeting of Shareholders of the Company .

22. Changes and additions to this Regulation are also subject to approval by a decision of the General Meeting of Shareholders.

23. This Regulation shall enter into force on the date of its approval and shall remain in effect until it ceases to be effective or is cancelled (repealed).

24. Provisions not provided for by this Regulation are governed by current legislation.

25. In the event that individual provisions of this Regulation come into conflict with the legislation of the Republic of Uzbekistan and (or) the Charter of the Company, they shall lose force, and the relevant provisions of the legislation of the Republic of Uzbekistan and (or) the Charter of the Company shall apply. The invalidity of individual provisions of this Regulation shall not entail the invalidity of other provisions and the Regulation as a whole.