

# REGULATIONS

## **selection of candidates for the executive body Joint Stock Company "Maxsuselektrtarmoqqurilish"**

These Regulations, in accordance with the Law of the Republic of Uzbekistan "On Joint Stock Companies and Protection of Shareholders' Rights", by the Decree of the President of the Republic of Uzbekistan dated 04.24.2015. No. UP-4720 "On measures to introduce modern methods of corporate governance in joint stock companies" and other legislative acts, determines the procedure for selection of candidates to the executive body by joint stock companies with a state share in the authorized capital (hereinafter - JSC).

The selection principles are:

- transparency - provided by the publication of information about the beginning of the selection, the procedure for its conduct, selection criteria and selected candidates;
- regularity - ensured by conducting a selection with the established frequency provided for sending proposals to the executive body, in accordance with the Law of the Republic of Uzbekistan "On Joint Stock Companies and Protection of Shareholders' Rights";
- competitiveness - ensured by assessing the qualifications and professional qualities of candidates in accordance with the criteria established by these Regulations.

### **I. General Provisions**

1. The selection of candidates for the executive body of the JSC (hereinafter - the selection) is carried out by the supervisory board of the JSC (hereinafter - the SB).
2. Selection is carried out on the basis of proposals received by candidates.
3. Candidates can be qualified employees of ministries and departments of the republic, as well as other persons, including foreign managers, who have the necessary qualifications and work experience in the relevant field (hereinafter - candidates).
4. Proposals for candidates may be submitted by applicants, ministries, departments, shareholders and other persons authorized in accordance with the law to make proposals for candidates to the executive body of a JSC (hereinafter referred to as initiators).
5. The timing of the selection should take into account the period of time allotted for sending proposals to the JSC on the executive body, in accordance with the Law of the Republic of Uzbekistan "On Joint Stock Companies and Protection of Shareholders' Rights".
6. To conduct the selection, the SB forms a selection committee, including members of the SB and representatives of interested ministries and departments. The composition of the selection committee is approved by the Chairman of the SB.
7. The decisions of the selection committee are made at meetings and are documented in minutes.
8. The Chairman of the SB determines the responsible subdivision of the JSC, which performs the functions of the working body of the selection committee.

## **II. Preparation for selection**

9. The initiators, within 15 days after the announcement of the competition (unless another period is specified in the announcement), submit information on candidates in accordance with the appendix to these Regulations.

10. Persons cannot be candidates, which:

- do not have a higher education in the relevant specialty ;
- do not have at least three years of work experience in the relevant sphere;
- executed functions of the sole executive body, were members of the collegial executive body and were the founders of the legal entity at the time of termination of licenses for carrying out such activities for violations of licensing requirements and conditions, admitted to the fault of these persons, if from the moment of such termination was less than three years;
- have outstanding conviction on the relevant article of the criminal proceedings;
- executed functions of the sole executive body or were members of the collegial executive body of the legal entity at the time when such person has been declared as bankrupt and from the moment of acknowledgement not expired two years;
- being in a relationship or affinity with other member of the Supervisory Board or the head of JSC.

11. The initiators ensure accuracy, actuality and correspondence of reality of information on candidates represented in the JSC.

## **III. Holding of selection**

12. Information about candidates received by the deadline generalized on the basis of scores assigned to the candidates of each of criteria listed in the annex to this Regulation (in amount up to 100 scores).

13. The selection of the best candidate for the executive body (hereinafter - the best candidate) is made:

- out of competition - for persons nominated to the executive body on the basis of decisions of the President of the Republic of Uzbekistan, the Cabinet of Ministers of the Republic of Uzbekistan or the Commission for improving the efficiency of joint stock companies and improving the corporate governance system, formed by the decree of the President of the Republic of Uzbekistan dated March 31, 2015 No. PP-2327;
- according to the highest final score assigned to the candidate according to the criteria specified in the appendix to these Regulations;
- if the final points are equal for two or more candidates - according to the results of voting by the selection committee of the JSC;
- with an equal number of votes for two or more candidates based on the voting results of the selection committee of the JSC - on the basis of the casting vote of the SB speaker;
- in the absence of proposals for candidates, they are determined by the selection committee from among the employees of the economic management bodies, the structure of which includes the given JSC.

14. The SB submits proposals for the best candidate for consideration by the general meeting of shareholders in the manner and terms established by the legislation, the charter and internal documents of the given JSC. If there are discrepancies between the provisions of the charter and internal documents of the JSC, the provisions of the charter shall prevail.

15. The initiators are obliged to immediately inform the SB of the occurrence of circumstances entailing the need to change the candidacy.

16. In the event that circumstances have arisen in relation to the candidacy that necessitate its replacement, the SB:

- determines as a candidate a person who previously participated in the selection and scored the next best final score, or recognized as such in the manner prescribed by these Regulations;
- in the absence of persons who previously participated in the selection or the impossibility of their election to the executive body of this JSC, appoints from among the employees of the economic management bodies, the structure of which includes this JSC.

17. The SB has the right to reject the candidacy if the results of the activity of this person in the management and control bodies of a business company with a state share are recognized as unsatisfactory in accordance with the established procedure by the decision of the Commissions for monitoring the efficient use of the state share of shares in joint-stock associations and companies.

#### **IV. Final provisions**

18. Persons guilty in violation of the requirements of these Regulations shall be liable in the order established by law.

19. Control over compliance with requirements of this Regulation is carried out by SB of JSC.

**INFORMATION ABOUT THE CANDIDATE FOR THE EXECUTIVE BODY OF AO**

(the name of the JSC is indicated) \_\_\_\_\_

Full name of the candidate: \_\_\_\_\_

№	APPRAISED CRITERIA	Maximum score for meeting the criterion	Availability of candidate (yes/ no)
<b>I. ОБРАЗОВАНИЕ</b>			
1	the presence of a bachelor's degree in the relevant specialty		
2	Master's degree graduation from the Academy of Public Administration, the Banking and Finance Academy or the Tax Academy		
3	availability of a master's degree on obtaining foreign higher education in the relevant specialty		
4	availability (except for those listed in clauses 1-3) a diploma of higher education in the relevant specialty		
5	the presence of at least 2 publications per year on the problems of the industry, which includes the JSC		
6	availability of the academic degree of Doctor of Economics or Doctor of Law		
7	availability of a defended master's or doctoral dissertation on the problems of the industry, which includes JSC		
8	availability of a document confirming compliance with the qualification requirements of a specialist in the securities market, auditor, insurer, appraiser, judicial administrator		
9	the presence of a certificate of advanced training or retraining received in the current or previous year in any of the areas specified in paragraph 1 or as part of the qualification requirements for court administrators, auditors, insurers, securities market specialists, tax consultants, court administrators		
<b>II. WORK EXPERIENCE</b>			
10	experience in leadership positions by decision of the President or the Cabinet of Ministers		
	up to one year (inclusive)		
	from one year to 3 years inclusive		
	work experience from 3 to 5 years inclusive		
	more than 5 years		
11	work experience in government organizations, business entities with a share of the state in the positions of administrative and managerial personnel (except for the period of holding managerial positions specified in paragraph 10)		

	up to one year (inclusive)		
	from one year to 3 years inclusive		
	work experience from 3 to 5 years inclusive		
	more than 5 years		
	work experience in executive positions (director, deputy director, manager, supervisor) at least one year in foreign countries or practical experience in resolving issues in foreign jurisdictions		
12	up to one year (inclusive)		
	from one year to 3 years inclusive		
	work experience from 3 to 5 years inclusive		
	more than 5 years		
	work experience in other organizations in managerial positions of organizations (in the position of a head, deputy head, chief accountant, head of the legal service of an organization, head of a representative office or branch)		
13	up to one year (inclusive)		
	from one year to 3 years inclusive		
	work experience from 3 to 5 years inclusive		
	more than 5 years		
	work experience of at least one year in the positions of administrative and managerial personnel in organizations of the relevant industry		
14	up to one year (inclusive)		
	from one year to 3 years inclusive		
	work experience from 3 to 5 years inclusive		
	more than 5 years		
	work experience of at least one year as a member of the supervisory board, audit commission or employee of the internal audit service of business entities		
15	up to one year (inclusive)		
	from one year to 3 years inclusive		
	work experience from 3 to 5 years inclusive		
	more than 5 years		
	experience of teaching in higher education during the current or previous academic year		
16	up to 100 academic hours inclusive		
	in the amount of 100 to 500 academic hours inclusive		
	in the amount of more than 500 academic hours		
17	work experience of at least one year as an employee of a state supervisory authority, judge, deputy of the Legislative Chamber or senator		
18	work experience of at least one year as a judicial administrator, auditor, insurer, specialist in the securities market, tax consultant, judicial administrator, or in authorized state organizations regulating this activity		

<b>II. OTHER CRITERIA</b>			
19	whether the candidate has state awards		
20	the candidate has universally recognized international statuses in the field of economics, finance, jurisprudence, recognized by law		
21	passing by the candidate of at least two foreign internships in the field of economics, finance, jurisprudence		
22	the presence of a letter from the Cabinet of Ministers (its Department) or a state commission established under it on the advisability of nominating a candidate		
23	the presence of a letter from another state body or a state commission created under it on the advisability of nominating a candidate		
24	the candidate has at least two certificates of honor (honorary diplomas) issued by state organizations		

I hereby confirm that the person proposed as a candidate:

- has a higher education in the relevant specialty;
- has at least two years of experience in the relevant field;
- during the three previous years did not perform the functions of the sole executive body, was not a member of the collegial executive body, or was not the founder of a legal entity at the time of termination of licenses to carry out these activities for violations of license requirements and conditions made through the fault of this person;
- has no outstanding convictions for crimes in the field of economics or for crimes against the management order;
- did not perform the functions of the sole executive body or was a member of the collegial executive body of a legal entity at the time when such a person was declared bankrupt and two years have not expired from the moment of recognition;
- is not in a relationship of kinship or property with another member of the supervisory board or the head of a business company;
- authenticity, reliability and correspondence to the reality of all the information contained in the application, as well as the information contained in the documents and materials attached to this application.

The above information is genuine, are reliable and true.

An indication of the position of the head of the legal entity and his signature, certified by the main seal or electronic digital signature of the legal entity, or the full name, address and passport data of the individual, certified by his written or electronic signature.

Note:

With regard to candidates who are not citizens of the Republic of Uzbekistan, the initiator additionally informs about the restrictions known to him in relation to candidates that may entail a refusal to issue a permit for labor activity in the territory of the Republic of Uzbekistan.