

**“Navoiyazot” AJ
aksiyadorlarining
2025-yil 10-dekabrdagi
Kuzatuv kengashi yig‘ilishining
226-son bayonnomasiga
muvofiq
“TASDIQLANGAN”**

**“NAVOIYAZOT”
AKSIYADORLIK JAMIYATINING
“IJROIYA ORGANI TO‘G‘RISIDA”GI
NIZOMI
(YANGI TAHRIR)
Navoiy-2025**

**REGULATIONS ON THE EXECUTIVE
BODY OF «NAVOIYAZOT» JOINT
STOCK COMPANY
(NEW EDITION)**

**"APPROVED"
in accordance with the
Minutes No. 226 of the
Supervisory Board Meeting
of the Shareholders of
“NAVOIYAZOT” JSC dated
December 10, 2025**

Navoi-2025

O‘zbek tilida	English version
I. UMUMIY QOIDALAR	I. GENERAL PROVISIONS
<p>1.1. Ushbu Nizom "Navoiyazot" AJ ijro etuvchi organining maqomini belgilaydi va ishini, ijro etuvchi organ rahbari va a'zolarini (keyingi o'rinlarda boshqaruv deb ataladi) saylash tartibini, shuningdek ijro etuvchi organ rahbari va a'zolarining huquq va majburiyatlarini tartibga soladi.</p> <p>1.2. Ushbu Nizom O'zbekiston Respublikasining 1996-yil 26-apreldagi "Aksiyadorlik jamiyatlari va aksiyadorlarning huquqlarini himoya qilish to'g'risida" gi Qonuniga muvofiq yangi tahrirda ishlab chiqilgan. "Navoiyazot" AJ ustavida, davlat ishtirokidagi korxonalar uchun korporativ boshqaruv qoidalarining tavsiyalarini hisobga olgan holda, aksiyadorlik jamiyatlari faoliyati samaradorligini oshirish va korporativ boshqaruv tizimini takomillashtirish bo'yicha komissiya yig'ilishining 2018-yil 20-apreldagi 15-sonli bayonnomasi bilan tasdiqlangan.</p> <p>Nizomni ishlab chiqishda O'zbekiston Respublikasining 2019-yil 20-martdagi O'RB-531-son, 2021-yil 29-oktabrdagi O'RB-726-son, 2022-yil 14-martdagi O'RB-759-son, 2022-yil 29-martdagi O'RB-760-son, 2025-yil 27-noyabrdagi O'RB-1097-son qonunlariga kiritilgan o'zgartirishlar va O'zbekiston Respublikasi Prezidentining "Tadbirkorlik muhitini yaxshilash va xususiy sektorni rivojlantirish orqali barqaror iqtisodiy o'sish uchun shart-sharoitlar yaratish borasidagi navbatdagi islohotlar to'g'risida" gi 2022-yil 8-apreldagi PF-101-son Farmon talablari hisobga olingan.</p> <p>1.3. Nizomning oldingi tahriri "Navoiyazot" AJ Kuzatuv kengashining 2025-yil 18-avgustdagi 223-sonli bayonnomasi bilan tasdiqlangan.</p>	<p>1.1 This Regulation defines the status of the Executive Body of JSC Navoiyazot, regulates its activities, establishes the procedure for the election (appointment) of the Head and members of the Executive Body (hereinafter referred to as the "Management"), and sets forth the rights and obligations of the Head and members of the Executive Body.</p> <p>1.2 This Regulation has been developed in accordance with the Law of the Republic of Uzbekistan dated April 26, 1996, "On Joint-Stock Companies and Protection of Shareholders' Rights, as well as the Charter of JSC Navoiyazot. It also takes into account the recommendations of the Corporate Governance Code for enterprises with state participation, approved by Minutes No. 15 of the Commission on Enhancing the Efficiency of Joint-Stock Companies and Improving the Corporate Governance System dated April 20, 2018.</p> <p>In drafting this Regulation, the following laws and decrees have been taken into account: Law No. ORQ-531 dated March 20, 2019; Law No. ORQ-726 dated October 29, 2021; Law No. ORQ-759 dated March 14, 2022; Law No. ORQ-760 dated March 29, 2022; Law No. ORQ-1097 dated November 27, 2025; Decree of the President of the Republic of Uzbekistan No. PF-101 dated April 8, 2022, "On the Next Reforms to Improve the Business Environment and Create Conditions for Sustainable Economic Growth through Private Sector Development" .</p> <p>1.3 The previous version of this Regulation was approved by Minutes No. 223 of the Supervisory Board of JSC Navoiyazot dated August 18, 2025.</p>
II. IJRO ETUVCHI ORGANNI SAYLASH VA VAKOLATLARINI TUGATISH TARTIBI	II. PROCEDURE FOR THE ELECTION AND TERMINATION OF POWERS OF THE EXECUTIVE BODY
<p>2.1. Jamiyat boshqaruvi 7 (yetti) a'zodan iborat.</p> <p>2.2. Boshqaruv Kuzatuv kengashi (Boshqaruv raisidan tashqari) tomonidan qonunchilik va jamiyat Ustavida belgilangan tartibda uch yil muddatga saylanadi. Boshqaruv raisi, uning birinchi o'rinbosarlari va boshqaruv raisi o'rinbosarlaridan iborat, qayta saylash holatlari esa- konkurs asosida tanlab olish natijalari hamda ularning amalga oshiriladigan vazifalar, ishlab chiqarish, marketing, moliya,</p>	<p>2.1 The Management of the Company shall consist of seven members.</p> <p>2.2 The members of the Management (except for the Chairperson of the Management) shall be elected by the Supervisory Board for a term of three years in accordance with the applicable legislation and the Charter of the Company. The Chairperson of the Management, the First Deputy Chairpersons, and the Deputy Chairpersons shall be appointed based on the results of a competitive selection process, taking into account their</p>

<p>xodimlar, loyihalar, rejalashtirish va shu kabi sohalarda malakaga egaligiga qarab tayinlanadi. Boshqaruv raisi etib tayinlangan (qayta tayinlangan) shaxs ketma-ket ikki muddatdan ortiq boshqaruv raisi bo'lishi mumkin emas.</p> <p>2.3. Ijro etuvchi organ rahbari va boshqaruv a'zolarini saylash xorijiy menejerlar ishtirok etishi mumkin bo'lgan tanlov asosida amalga oshiriladi.</p>	<p>professional qualifications and expertise in areas such as operations, production, marketing, finance, human resources, project management, planning, and other relevant fields. A person appointed (or reappointed) as Chairperson of the Management may not serve more than two consecutive terms in such position.</p> <p>2.3 The election of the Head of the Executive Body and members of the Management shall be carried out through a competitive selection process, which may include the participation of foreign managers.</p>
<p>2.4. Jamiyat nomidan ijro etuvchi organ rahbari va boshqaruv a'zolari bilan tuzilgan shartnoma kuzatuv kengashi raisi yoki jamiyat kuzatuv kengashi tomonidan vakolat berilgan shaxs tomonidan imzolaniadi. Shartnomada, boshqa narsalar qatori, to'lov shartlari, Navoiyazot faoliyati samaradorligiga bevosita bog'liq bo'lgan ish haqi miqdori, korxonada manfaatlariga harakatlari (harakatsizligi) natijasida etkazilgan har qanday ziyon va zararlar, ularning oqibatida yuzaga keluvchi jarimalar, penya va boshqa majburiy to'lovlar uchun subsidiar javobgarlik belgilanishi lozim.</p> <p>2.5. Kuzatuv kengashi ijro etuvchi organ a'zolarining va uning rahbarining shartnoma shartlarini buzgan, Ustavni qo'pol ravishda buzgan yoki ularning harakatlari yoki harakatsizligi tufayli Navoiyazotga zarar yetkazgan taqdirda ularning vakolatlarini muddatidan ilgari tugatishga haqlidir.</p> <p>2.6. Ijro etuvchi organ a'zolari (boshqaruv raisidan tashqari) bilan shartnomani tugatish (bekor qilish) to'g'risidagi qaror Kuzatuv kengashi tomonidan oddiy ko'pchilik ovoz bilan qabul qilinadi.</p> <p>2.7. Jamiyat Kuzatuv kengashi tomonidan boshqaruv a'zolari vakolatlarini tugatish to'g'risida qaror qabul qilingan taqdirda (boshqaruv raisidan tashqari) ularning vakolatlarini boshqa shaxsga berish masalasi shu majlisda hal qilinishi yoki Kuzatuv Kengashining eng yaqin majlisida ko'rib chiqish uchun qoldirilishi mumkin, bunda boshqaruv a'zosi vazifasini vaqtincha bajaruvchi qonun hujjatlarida belgilangan tartibda tanlov yakunlangunga qadar tayinlanadi.</p> <p>2.8. Navoiyazot ijroiya organining vakolatiga Navoiyazotning kundalik faoliyatiga rahbarlik qilishga doir barcha masalalar kiradi, aksiyadorlar umumiy yig'ilishining yoki Navoiyazot kuzatuv kengashining vakolat doirasiga kiritilgan masalalar bundan mustasno.</p> <p>2.9. Navoiyazot ijroiya organi aksiyadorlar umumiy yig'ilishining va Navoiyazot kuzatuv kengashining qarorlari bajarilishini tashkil etadi.</p>	<p>2.4 The employment contracts concluded on behalf of the Company with the Head of the Executive Body and members of the Management shall be signed by the Chairperson of the Supervisory Board or by a person duly authorized by the Supervisory Board of the Company. Such contracts shall, inter alia, specify the terms of remuneration, including performance-based compensation directly linked to the operational efficiency of JSC "Navoiyazot", as well as provisions establishing subsidiary liability for any loss or damage caused to the Company as a result of their actions (or failure to act), including fines, penalties, and other mandatory payments arising therefrom.</p> <p>2.5 The Supervisory Board shall have the right to terminate the powers of the Head of the Executive Body and/or members of the Management prior to the expiry of their term of office in the event of a breach of contractual obligations, gross violation of the Charter, or where their actions or omissions have caused damage to JSC "Navoiyazot".</p> <p>2.6 The decision on the termination (cancellation) of an employment contract with members of the Executive Body (except for the Chairperson of the Management) shall be adopted by the Supervisory Board by a simple majority of votes.</p> <p>2.7 Where the Supervisory Board adopts a decision to terminate the powers of a member of the Management (except for the Chairperson of the Management), the issue of transferring such powers to another person shall be resolved at the same meeting or deferred for consideration at the next meeting of the Supervisory Board. In such case, an Acting Member of the Management shall be appointed in accordance with applicable legislation until the completion of the competitive selection process.</p> <p>2.8 The Executive Body of JSC "Navoiyazot" shall be competent to resolve all matters relating to the day-to-day management of the Company, except for matters falling within the exclusive competence of the General Meeting of Shareholders or the Supervisory Board of the Company.</p> <p>2.9 The Executive Body of JSC "Navoiyazot" shall ensure the</p>

	implementation of resolutions adopted by the General Meeting of Shareholders and the Supervisory Board of the Company.
III. IJRO ORGANINING ISH TARTIBI VA VAKOLATI	III. OPERATING PROCEDURE AND POWERS OF THE EXECUTIVE BODY
<p>3.1. Navoiyazot boshqaruvi Navoiyazot ustavi asosida faoliyat yuritadi.</p> <p>3.2. Ijro etuvchi organ rahbari (boshqaruv raisi) Navoiyazotning kundalik xo'jalik faoliyatiga rahbarlik qiladi. Shu maqsadda boshqaruv raisi kerak bo'lganda boshqaruv majlislarini o'tkazadi.</p> <p>Boshqaruv raisi yo'qligida uning huquq va majburiyatlari Navoiyazotning tegishli buyrug'i bilan belgilanadi.</p> <p>3.3. Navoiyazot boshqaruvi raisi vazifasini boshqa tashkilotlarning boshqaruv organlaridagi lavozim bilan birlashtirishga faqat Navoiyazot kuzatuv kengashining roziligi bilan yo'l qo'yiladi.</p> <p>3.4. Boshqaruv a'zolari tuzilgan mehnat shartnomasi shartlari, boshqaruv raisining ko'rsatmalari, aksiyadorlar umumiy yig'ilishining qarorlari, Kuzatuv Kengashi va ushbu Nizom bilan belgilanadigan vakolat doirasida harakat qilishadi.</p> <p>3.5. Boshqaruv raisi tomonidan Kuzatuv Kengashi yoki Navoiyazot aksiyadorlarining umumiy yig'ilishi qaroriga qo'yilgan masalalar avval boshqaruv majlisida muhokama qilinadi.</p> <p>3.6. Boshqaruv kengash yig'ilishi, agar kengash a'zolarining 50% dan ortig'i yig'ilishda qatnasha, uning kun tartibiga kiritilgan masalalarni hal qilish huquqiga ega.</p> <p>3.7. Boshqaruv yig'ilishlarida yig'ilish bayonnomasi yuritiladi. Yig'ilish bayonnomasi boshqaruv raisi qarori bilan tayinlanadigan boshqaruv kotibi tomonidan yuritiladi va yig'ilish o'tkazilgandan keyin besh (5) ish kunidan kechiktirmay tuziladi. Bayonnomaning qog'oz shakldagi ko'chirmasi yig'ilish kotibi tomonidan tasdiqlangan. Boshqaruv yig'ilishlari bayonnomalaridan ko'chirmalar quyidagi shaxslarga beriladi:</p> <ul style="list-style-type: none"> • Navoiyazot Kuzatuv Kengashi raisi talabi bo'yicha; • Korxonada mutaxassislariga-boshqaruv yig'ilishida qabul qilingan qarorlarning bevosita ijrochilari; • Navoiyazotning boshqa mansabdor shaxslarining so'roviga binoan-faqat boshqaruv raisining ruxsati bilan; • amaldagi qonun hujjatlarida nazarda tutilgan hollarda boshqa shaxslar va organlarga (shu jumladan davlat organlariga). 	<p>3.1 The Management of JSC “Navoiyazot” shall operate on the basis of the Charter of JSC Navoiyazot.</p> <p>3.2 The Head of the Executive Body (Chairperson of the Management) shall manage the day-to-day business and operations of JSC Navoiyazot. For this purpose, the Chairperson of the Management shall convene and conduct meetings of the Management as necessary.</p> <p>In the absence of the Chairperson of the Management, his/her rights and obligations shall be assigned in accordance with an internal order of JSC “Navoiyazot” .</p> <p>3.3 The Chairperson of the Management may combine his/her position with positions in the governing bodies of other organizations only with the prior consent of the Supervisory Board of JSC “Navoiyazot” .</p> <p>3.4 Members of the Management shall act within the scope of authority established by their employment contracts, instructions of the Chairperson of the Management, resolutions of the General Meeting of Shareholders, resolutions of the Supervisory Board, and this Regulation.</p> <p>3.5 Matters submitted by the Chairperson of the Management for consideration by the Supervisory Board or the General Meeting of Shareholders of JSC “Navoiyazot” shall be subject to prior discussion at a meeting of the Management.</p> <p>3.6 A meeting of the Management shall be competent to consider matters included in its agenda if more than fifty percent (50%) of its members are present.</p> <p>3.7 Minutes shall be kept of meetings of the Management. The minutes shall be prepared by the Secretary of the Management appointed by decision of the Chairperson of the Management and shall be finalized no later than five business days after the meeting. A hard copy extract of the minutes shall be certified by the Secretary of the meeting. Extracts from the minutes of Management meetings shall be provided:</p> <ul style="list-style-type: none"> • At the request of the Chairperson of the Supervisory Board of JSC Navoiyazot; • To company specialists who are directly responsible for implementing the decisions adopted at the Management meeting;

<p>3.8. Jamiyat boshqaruvi raisi quyidagi huquqlarga ega:</p> <p>3.9. jamiyat nomidan ishonchnomasiz ish yuritadi, shu jumladan uning manfaatlarini ifodalaydi, jamiyat nomidan bitimlar tuzadi, jamiyatning filiali yoki vakolatxonasi rahbarini tayinlaydi, shtatlarni tasdiqlaydi, jamiyatning barcha xodimlari bajarishi majburiy bo'lgan buyruqlar chiqaradi va ko'rsatmalar beradi;</p> <p>3.9.1. jamiyatni boshqarish va o'z vakolatlari doirasida mustaqil qarorlarni qabul qilish;</p> <p>3.9.2. jamiyat kundalik moliyaviy-xo'jalik faoliyati, ishlab chiqarish, tashkiliy moliyaviy ishlarni boshqarish;</p> <p>3.9.3. kontraktlar va shartnomalar, shu jumladan mehnat shartnomalarini tuzish;</p> <p>3.9.4. jamiyat xodimlaridan mehnat shartnoma, ichki mehnat tartibi qoidalari va jamiyatda amalda bo'lgan boshqa qoidalar va nizomlar bilan shartlangan ishni lozim darajada bajarishlarini talab qilish;</p> <p>3.9.5. jamiyat xodimlari bilan mehnat va boshqa shartnomalarni tuzish va tugatish huquqini boshqaga berish;</p> <p>3.9.6. jamiyat xodimlari bilan mehnat shartnomalari tuzishda ular uchun xizmat va tijorat sirini tashkil qiluvchi ma'lumotlar hajmi va tarkibini belgilash;</p> <p>3.9.7. jamiyat nomidan ishonchnomalar berish;</p> <p>3.9.8. banklarda jamiyat hisob-kitob va boshqa raqamlarini ochish va yopish;</p> <p>3.9.9. bitimlarni tuzish, aksiyadorlarning umumiy yig'ilishi va Kuzatuv kengashining mutlaq vakolatlari doirasiga kiritilgan bitimlar bundan mustasno;</p> <p>3.9.10. jamiyat Ustavida shartlab o'tilgan chegaralarda mulk va pul mablag'larini tasarruf etish;</p> <p>3.9.11. unga bo'ysunadigan barcha xodimlar ijro etishi majbur bo'lgan jamiyat faoliyati bilan bog'liq masalalar bo'yicha buyruqlar va farmoyishlar chiqarish;</p> <p>3.9.12. jamiyat xodimlari tomonidan mehnat intizomi buzilgan taqdirda, ularga intizomiy jazo choralarini qo'llash, shuningdek ushbu vakolatlarni boshqa shaxsga berish;</p> <p>3.9.13. jamiyat xodimlarini rag'batlantirish;</p> <p>3.9.14. jamiyat tashkiliy tuzilmasiga o'zgartirishlar kiritish, keyinchalik ularni aksiyadorlar umumiy yig'ilishi tomonidan tasdiqlash. Aksiyadorlarning umumiy yig'ilishi tasdiqlagan tashkiliy tuzilma asosida jamiyat shtat jadvalini tasdiqlash, malakali xodimlar bilan to'ldirish;</p> <p>3.9.15. bank hujjatlariga imzo chekish huquqiga ega shaxslar ro'yxatini</p>	<ul style="list-style-type: none"> • To other officers of JSC "Navoiyazot" upon request, subject to the approval of the Chairperson of the Management; • To other persons and authorities (including state authorities) in cases provided for by applicable legislation. <p>3.8 Rights of the Chairperson of the Management:</p> <p>3.8.1 Representation and Authority The Chairperson of the Management shall have the right to act on behalf of the Company without a power of attorney, including representing its interests, entering into transactions on behalf of the Company, appointing heads of branches or representative offices, approving staffing schedules, issuing orders and instructions binding upon all employees of the Company.</p> <p>3.8.2 To manage the Company and make independent decisions within the scope of their authority;</p> <p>3.8.3 To oversee the Company's day-to-day financial and operational activities, production, and organizational financial management;</p> <p>3.8.4 To conclude contracts and agreements, including employment contracts;</p> <p>3.8.5 To require Company employees to duly perform their work in accordance with employment contracts, internal labor regulations, and other applicable rules and regulations in force within the Company;</p> <p>3.8.6 To delegate the right to enter into or terminate employment and other contracts with Company employees to other persons;</p> <p>3.8.7 To determine the scope and content of information constituting service and commercial secrets in employment contracts concluded with Company employees;</p> <p>3.8.8 To issue powers of attorney on behalf of the Company;</p> <p>3.8.9 To open and close accounts and other banking instruments of the Company;</p> <p>3.8.10 To enter into transactions, except for transactions falling within the exclusive competence of the General Meeting of Shareholders and the Supervisory Board;</p> <p>3.8.11 To dispose of the Company's property and funds within the limits stipulated by the Charter of the Company;</p> <p>3.8.12 To issue orders and directives on matters related to the Company's activities that are binding upon all employees subordinate to the Chairperson;</p> <p>3.8.13 To impose disciplinary measures on employees in case of violations of labor discipline, as well as to delegate such authority to other persons;</p> <p>3.8.14 To motivate and incentivize Company employees;</p>
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tasdiqlash;

3.9.16. jamiyat nomidan jamoa muzokaralarga kirishish va jamoa shartnomalarini tuzish;

3.9.17. uning vakolatlari jumlasiga kiritilgan masalalar hal etilishini tarkibiy bo'linmalar rahbarlariga topshirish;

3.9.18. Kuzatuv kengashi bilan kelishilgan holda, aksiyadorlar umumiy yig'ilishi o'tkazilishi tashkilotchisi va koordinatori bo'lish, shu jumladan aksiyadorlarga umumiy yig'ilish o'tkazilishi to'g'risida xabarnomalarni tarqatish, barcha kerakli hujjatlarni tayyorlash va aksiyadorlar umumiy yig'ilishi o'tkazilishini tashkillashtirish bilan bog'liq boshqa masalalarni hal etish;

3.9.19. jamiyat boshqaruvining tuzilmaviy bo'linmalari to'g'risida nizomlarni tasdiqlash.

3.10. Jamiyat boshqaruv raisi quyidagilarga majbur:

3.10.1. o'z vakolatlari doirasida jamiyatning uning samarali va barqaror ishlashini ta'minlagan holda faoliyatiga rahbarlik qilish, aksiyadorlar umumiy yig'ilishi yoki Kuzatuv kengashining vakolati doirasiga kiritilgan masalalar bundan mustasno;

3.10.2. aksiyadorlar umumiy yig'ilishi va Kuzatuv kengashining qarorlari ijro etilishini tashkillashtirish;

3.10.3. Navoiyazot ishlab chiqarish birliklari, sexlari va boshqa tuzilmaviy bo'linmalarining o'zaro samarali ishlashini ta'minlash;

3.10.4. Navoiyazot shartnomaviy majburiyatlari bajarilishini, ishlab chiqarish va ijtimoiy sohani rivojlantirish uchun zarur bo'lgan miqdorda foyda olishni ta'minlash;

3.10.5. Navoiyazot dasturlari va biznes rejalari ishlab chiqilishini boshqarish, ular bajarilishini tashkillashtirish va nazorat qilish;

3.10.6. Navoiyazot yillik biznes-rejasining bajarilishi to'g'risida hisobotni har chorakda kuzatuv kengashiga taqdim etish;

3.10.7. Navoiyazot faoliyatida qonunchilik talablariga rioya qilish;

3.10.8. Navoiyazot buxgalteriya hisobi va hisobotlarini tashkil etish, ularni ishonchligini ta'minlash, tegishli tashkilotlarga yillik hisobot va boshqa moliyaviy hisobotlarni o'z vaqtida taqdim etish;

3.10.9. Navoiyazot moliyaviy-xo'jalik faoliyati to'g'risidagi hujjatlarni Kuzatuv kengashining va auditorlik tashkilotining talablariga ko'ra to'siqsiz taqdim qilish;

3.10.10. tegishli tashkilotlarga davlat statistik hisobotlarni to'liqligi va o'z vaqtida taqdim qilinishini ta'minlash;

3.8.15 To make changes to the organizational structure of the Company, subject to subsequent approval by the General Meeting of Shareholders; to approve the staffing schedule based on the organizational structure approved by the General Meeting of Shareholders and to fill positions with qualified personnel;

3.8.16 To approve the list of persons authorized to sign banking documents on behalf of the Company.

3.8.17 To enter into collective bargaining negotiations and conclude collective agreements on behalf of the Company;

3.8.18 To delegate the resolution of matters within the scope of their authority to heads of structural divisions;

3.8.19 In coordination with the Supervisory Board, to organize and coordinate the General Meeting of Shareholders, including distributing notifications to shareholders, preparing all necessary documents, and managing other matters related to the conduct of the General Meeting;

3.8.20 To approve regulations concerning the structural divisions of the Company's management.

3.9 Obligations of the Chairperson of the Management

3.9.1 To manage the Company within the scope of their authority, ensuring its effective and sustainable operation, except for matters falling within the exclusive competence of the General Meeting of Shareholders or the Supervisory Board;

3.9.2 To ensure the implementation of decisions adopted by the General Meeting of Shareholders and the Supervisory Board;

3.9.3 To ensure the effective coordination and operation of production units, workshops, and other structural divisions of JSC "Navoiyazot";

3.9.4 To ensure the fulfillment of contractual obligations of the Company and the achievement of sufficient profit necessary for production and social development;

3.9.5 To oversee the development of Company programs and business plans, organize their execution, and control their implementation;

3.9.6 To submit quarterly reports to the Supervisory Board on the execution of the annual business plan;

3.9.7 To ensure compliance with applicable legislation in all activities of the Company;

3.9.8 To organize the accounting and reporting of the Company, ensure their reliability, and timely submit annual reports and other financial statements to the relevant authorities;

<p>3.10.11.Navoiyazotning tijorat sirini tashkil qiluvchi axborotlarni oshkor qilmaslik, agar uning vazifalari doirasiga bunday axborotni uchinchi shaxslarga berish kirmasa;</p> <p>3.10.12.Navoiyazot xodimlari tomonidan xizmat yoki tijorat sirini tashkil qiluvchi axborotni oshkor qilinmasligini ta'minlash;</p> <p>3.10.13.Navoiyazot ni malakali kadrlar bilan ta'minlash hamda xodimlarining bilimlari, malakasi, tajribasi va qobiliyatlaridan yanada yaxshi foydalanish bo'yicha choralarni ko'rish;</p> <p>3.10.14.mehnat va ishlab chiqarish intizomini saqlash;</p> <p>3.10.15.Navoiyazot xodimlarining ijtimoiy kafolatlari va mehnatni muhofaza qilinishiga rioya qilishni ta'minlash;</p> <p>3.10.16.Jamoa shartnomalarini va kelishuvlarni tuzishda ish beruvchi sifatida qatnashish hamda jamoa shartnomasi bo'yicha majburiyatlarni bajarish;</p> <p>3.10.17.aksiyadorlar umumiy yig'ilishi va Kuzatuv kengashiga uning vakolatlari doirasiga kiruvchi ishlar holati to'g'risida ma'ruzalarni o'rnatilgan muddatlarda taqdim etish;</p> <p>3.10.18.aksiyadorlarning amaldagi qonunchilikda nazarda tutilgan axborotni olish, aksiyadorlar umumiy yig'ilishlarida ishtirok etish, dividendlarni hisoblash va to'lash bo'yicha barcha huquqlarga rioya qilish;</p> <p>3.10.19.Xavf matritsalarini va nazorat qilish va oqim jadvallarini ishlab chiqish va/yoki yangilash bo'yicha ish jadvalini tasdiqlash, biznes-jarayonlar uchun xavf va nazorat qilish sxemalari va matritsalarini, korporativ darajadagi xavf va nazorat matritsalarini, korxonaga kafolatlari xaritasini tasdiqlash.</p> <p>3.10.20.Xatarlarni aniqlash va baholash metodologiyasini, xavf-ishtaha va xavf-tolerantlikni aniqlash metodologiyasini va ichki nazorat metodologiyasini ko'rib chiqish va tasdiqlash.</p> <p>3.10.21.O'zbekiston Respublikasi amaldagi qonunchiligining qoidalariga va jamiyatning ichki hujjatlariga rioya qilish;</p> <p>3.10.22.aksiyadorlar umumiy yig'ilishi va/yoki Kuzatuv kengashi unga topshirishi mumkin bo'lgan boshqa majburiyatlarni bajaradi.</p> <p>3.11. Jamiyat boshqaruvi jamiyat ustavi asosida ish yuritadi va o'z vakolati doirasida quyidagi majburiyat va huquqlarga ega:</p> <p>3.11.1. jamiyatning mol-mulk va pul mablag'larini boshqarish;</p> <p>3.11.2. jamiyatning tarkibiy bo'linmalar to'g'risidagi nizom va jamiyat xodimlarining lavozim yo'riqnomalarini tasdiqlash;</p> <p>3.11.3. jamiyatning ichki me'yoriy hujjatlarini tasdiqlash, aksiyadorlar umumiy yig'ilishining yoki Kuzatuv kengashining vakolat doirasiga kiradigan ichki normativ hujjatlar bundan mustasno;</p>	<p>3.9.9 To provide documents relating to the Company's financial and operational activities to the Supervisory Board and audit organizations without hindrance;</p> <p>3.9.10 To ensure the completeness and timeliness of state statistical reports submitted to the relevant authorities;</p> <p>3.9.11 To maintain the confidentiality of commercial information, unless disclosure to third parties falls within the scope of their duties;</p> <p>3.9.12 To ensure that employees do not disclose information constituting service or commercial secrets;</p> <p>3.9.13 To ensure the Company is staffed with qualified personnel and to take measures for better utilization of employees' knowledge, skills, experience, and abilities;</p> <p>3.9.14 To maintain labor and production discipline;</p> <p>3.9.15 To ensure social guarantees and labor protection for employees;</p> <p>3.9.16 To participate as the employer in the conclusion of collective agreements and ensure compliance with obligations under such agreements;</p> <p>3.9.17 To present reports on matters within their authority to the General Meeting of Shareholders and the Supervisory Board within established deadlines;</p> <p>3.9.18 To observe all shareholder rights provided by applicable legislation, including access to information, participation in General Meetings of Shareholders, and calculation and payment of dividends;</p> <p>3.9.19 To approve work schedules for developing and/or updating risk matrices and control flow charts, as well as corporate-level risk and control matrices and enterprise assurance maps;</p> <p>3.9.20 To review and approve methodologies for risk identification and assessment, risk appetite and tolerance, and internal control;</p> <p>3.9.21 To comply with the laws of the Republic of Uzbekistan and the internal regulations of the Company;</p> <p>3.9.22 To perform other duties as may be assigned by the General Meeting of Shareholders and/or the Supervisory Board within the scope of their authority.</p> <p>3.10 The Management of the Company shall operate on the basis of the Company Charter and, within the scope of its authority, shall possess the following powers and responsibilities:</p> <p>3.10.1 To manage the Company's property and financial resources;</p> <p>3.10.2 To approve regulations regarding the Company's structural divisions and job descriptions of employees;</p>
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<p>3.11.4. jamiyatning tarkibiy bo'linmalari tomonidan bajarilishi shart bo'lgan jamiyat boshqaruvi qarorlarini qabul qilish;</p> <p>3.11.5. jamiyatni rivojlantirish dasturlari va biznes-rejalarini ishlab chiqilishini hamda ularni bajarilishini nazorat qilish;</p> <p>3.11.6. jamiyatning vakolatli organi tomonidan tasdiqlangan biznes-rejada ko'rsatilgan miqdorlarda foyda olishni ta'minlash;</p> <p>3.11.7. jamiyat buxgalteriya hisobi va hisobotlarini tashkil etish, ularni ishonchligini ta'minlash, tegishli tashkilotlarga yillik hisobot va boshqa moliyaviy hisobotlarni o'z vaqtida taqdim etish;</p> <p>3.11.8. jamiyatning moliya-xo'jalik faoliyati to'g'risidagi hujjatlarni jamiyat Kuzatuv kengashi yoki jamiyat auditori talabiga ko'ra qarshiliksiz taqdim etish;</p> <p>3.11.9. o'z vakolati doirasida mol-mulkni sotib olish yoki uni begonalashtirish, hamda begonalashtirish ehtimoli bilan bog'liq bitimlar tuzish (agar boshqaruv a'zolari bir ovozdan kelishmasa, ushbu bitimni tuzish masalasi jamiyatning kuzatuv kengashiga ko'rib chiqish uchun kiritiladi);</p> <p>3.11.10. jamiyatning tijorat siri bo'lgan ma'lumotlarini saqlash;</p> <p>3.11.11. dividendlar hisoblanishi va to'lanishi bo'yicha aksiyadorlarning barcha huquqlariga rioya qilish;</p> <p>3.11.12. o'z vakolati doirasida jamiyatning samarali va barqaror ishlashini ta'minlash;</p> <p>3.11.13. O'zbekiston Respublikasi qonunlari talablari hamda jamiyat ichki hujjatlariga rioya qilish;</p> <p>3.11.14. har kanday bitim tuzilishida yoki jamiyatga bevosita tegishli bo'lgan har qanday masalada muhim manfaatdorligi (to'g'ridan-to'g'ri, bilvosita yoki uchinchi shaxslar nomidan) to'g'risidagi ma'lumotlarni jamiyat kuzatuv kengashiga yetkazish;</p> <p>3.11.15. jamiyat obro'siga zarar yetkazuvchi xatarlarini boshqarish;</p> <p>3.11.16. O'zbekiston Respublikasi qonun hujjatlari, mazkur ustav va jamiyatning me'yoriy hujjatlariga muvofiq boshqa vakolatlar (huquqlar) va majburiyatlarga ham ega bo'lishi mumkin.</p> <p>3.11. Boshqaruv a'zolariga mehnatga haq, mukofotlar va kompensatsiyalarni to'lash jamiyatning Kuzatuv kengashi tomonidan tasdiqlangan boshqaruv a'zolariga ish haqi va mukofotlarni to'lash tartibiga muvofiq amalga oshiriladi.</p>	<p>3.10.3 To approve the Company' s internal regulatory documents, except for internal regulations falling within the competence of the General Meeting of Shareholders or the Supervisory Board;</p> <p>3.10.4 To adopt decisions of the Management that must be implemented by the Company' s structural divisions;</p> <p>3.10.5 To oversee the development of Company programs and business plans and control their implementation;</p> <p>3.10.6 To ensure the achievement of profits in the amounts specified in the business plan approved by the competent authority of the Company;</p> <p>3.10.7 To organize accounting and reporting of the Company, ensure their reliability, and submit annual reports and other financial statements to the relevant authorities in a timely manner;</p> <p>3.10.8 To provide documents related to the Company' s financial and operational activities to the Supervisory Board or Company auditor without obstruction;</p> <p>3.10.9 To acquire or alienate property within their authority, as well as to enter into transactions related to potential alienation of property (if the members of the Management do not unanimously agree, the matter shall be submitted to the Supervisory Board for consideration);</p> <p>3.10.10 To maintain confidentiality of the Company' s commercial secrets;</p> <p>3.10.11 To ensure compliance with all shareholder rights regarding calculation and payment of dividends;</p> <p>3.10.12 To ensure the effective and sustainable operation of the Company within the scope of their authority;</p> <p>3.10.13 To comply with the laws of the Republic of Uzbekistan and the internal regulations of the Company;</p> <p>3.10.14 To report to the Supervisory Board any significant interest (direct, indirect, or on behalf of third parties) in any transaction or matter directly related to the Company;</p> <p>3.10.15 To manage risks that may harm the Company' s reputation;</p> <p>3.10.16 To exercise any other powers, rights, and responsibilities in accordance with the legislation of the Republic of Uzbekistan, the Company' s Charter, and internal regulations.</p> <p>3.11 Payment of salaries, bonuses, and other compensations to members of the Management shall be made in accordance with the procedure for payment of salaries and bonuses approved by the Supervisory Board of the Company.</p>
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<p>IV. BOSHQARUV RAISI VA A'ZOLARINING MAS'ULIYATI</p>	<p>IV. RESPONSIBILITIES AND LIABILITIES OF THE CHAIRPERSON AND BOARD MEMBERS</p>
<p>4.1. Agar boshqaruv a'zosi Navoiyazot tomonlaridan biri bo'lgan bitimga moliyaviy manfaatdor bo'lsa, u ushbu masalani muhokama qilishda qaror qabul qilingunga qadar o'z qiziqishini bildirishi shart. Bitimdan manfaatdor Kengash a'zosi ushbu masala bo'yicha ovoz berishda ishtirok etmaydi.</p> <p>4.2. Kengash a'zolari boshqaruvning muayyan qarorlarini qabul qilishga ta'sir ko'rsatganligi uchun to'g'ridan-to'g'ri yoki bilvosita mukofot olish huquqiga ega emaslar.</p> <p>4.3. Boshqaruv a'zolari Navoiyazot imkoniyatlaridan (mulkiy yoki nomulkiy huquqlar, xo'jalik faoliyati sohasidagi imkoniyatlar, Navoiyazot faoliyati va rejalari to'g'risidagi ma'lumotlar) shaxsiy boyitish maqsadida foydalanish huquqiga ega emaslar.</p> <p>4.4. Boshqaruv a'zolari ushbu lavozimda ishlagan faoliyati davomida mahsulot sotishda yoki Navoiyazot xizmatlarini ko'rsatishda qiyinchiliklarga olib keladigan korxonalarni tashkil etish yoki ularda ishtirok etish huquqiga ega emaslar. Kengash a'zolari Kengashga tayinlanganda shunga o'xshash korxonalarda ishtirok etishni to'xtatib turishlari va Navoiyazot boshqaruv Kengashi raisini ushbu to'xtatib turish to'g'risida xabardor qilishlari shart.</p> <p>4.5. Kengash a'zolari har qanday bitimga yoki davlat ishtirokidagi korxonalar bilan bog'liq masalaga (agar mavjud bo'lsa) har qanday qiziqish to'g'risidagi ma'lumotlarni oshkor qilishlari shart.</p> <p>4.6. Kengash a'zolari O'zbekiston Respublikasining amaldagi qonunchiligiga muvofiq o'z funksiyalarini bajarmaganliklari yoki lozim darajada bajarmaganliklari natijasida unga yetkazilgan zarar uchun Navoiyazot oldida javobgardirlar.</p> <p>4.7. Jamiyatning boshqaruv direktori yoki a'zosi, shuningdek ishonchli boshqaruvchi quyidagilar natijasida jamiyatga yetkazilgan zarar uchun javobgar bo'ladi:</p> <p>4.7.1. chalg'ituvchi axborot yoki bila turib yolg'on axborot taqdim etganlik;</p> <p>4.7.2. ushbu Qonunda belgilangan axborot taqdim etish tartibini buzganlik;</p> <p>4.7.3. jamiyatga zarar yetkazilishiga sabab bo'lgan yirik bitimlarni va (yoki) amalga oshirilishidan manfaatdorlik mavjud bo'lgan bitimlarni tuzishni taklif etganlik, shu jumladan jamiyat bilan bunday bitimlar tuzilishi natijasida o'zlari yoki o'z affillangan shaxslari tomonidan foyda (daromad) olish maqsadida bitimlar tuzishni taklif etganlik;</p> <p>4.7.4. fidutsiar majburiyatlarni bajarmaslik.</p>	<p>4.1 If a member of the Management has a financial interest in a transaction in which JSC "Navoiyazot" is a party, the member must disclose such interest before any decision on the matter is made. A member with an interest in the transaction shall not participate in voting on that matter.</p> <p>4.2 Members of the Management shall not be entitled to receive any direct or indirect reward for influencing the adoption of specific decisions by the Management.</p> <p>4.3 Members of the Management shall not use the opportunities of JSC "Navoiyazot" (including property or non-property rights, opportunities in business activities, or information regarding the Company's operations and plans) for personal enrichment.</p> <p>4.4 Members of the Management shall not establish or participate in companies that could create difficulties in the sale of products or the provision of services by JSC "Navoiyazot" during their tenure. Upon appointment to the Management, members shall suspend participation in such companies and inform the Chairperson of the Management of such suspension.</p> <p>4.5 Members of the Management shall disclose any interest in transactions or matters related to state-owned enterprises (if applicable).</p> <p>4.6 Members of the Management shall be liable to JSC "Navoiyazot" for any damage caused as a result of failing to perform or improperly performing their functions in accordance with the laws of the Republic of Uzbekistan.</p> <p>4.7 The Company's directors, members of the Management, and any fiduciaries shall be liable for any damage caused to the Company resulting from:</p> <p>4.7.1. Providing misleading or knowingly false information;</p> <p>4.7.2. Violating the procedures for disclosure of information established by this Law;</p> <p>4.7.3. Proposing the conclusion of major transactions that may cause damage to the Company, and/or transactions in which they have a personal or affiliated-party interest, including proposing such transactions for the purpose of obtaining profit or gain for themselves or their affiliates as a result of entering into these transactions with the Company;</p> <p>4.7.4. Failing to fulfill fiduciary obligations.</p> <p>4.8 The fiduciary duties of the Company's directors, members of the</p>

4.8. Jamiyat direktorining, boshqaruv a'zolarining hamda ishonchli boshqaruvchining fidutsiar majburiyatlari quyidagilarni o'z ichiga oladi:

4.8.1. vazifa va majburiyatlarini amalga oshirishda vijdonan harakat qilib, jamiyat va aksiyadorlar manfaatlarini eng ko'p aks ettiruvchi usullardan foydalanishni;

4.8.2. jamiyat mol-mulkidan jamiyatning ustaviga va ichki hujjatlariga zid ravishda va (yoki) aksiyadorlar umumiy yig'ilishining va (yoki) kuzatuv kengashining qarorlarisiz, shaxsiy manfaatlarini ko'zlab foydalanmaslikni hamda undan boshqa shaxslar tomonidan shu tarzda foydalanilishiga yo'l qo'ymaslikni;

4.8.3. jamiyatning biznes imkoniyatlaridan yoki jamiyat uchun manfaatli bo'lgan ob'ektlardan o'z vazifalarini bajarishi munosabati bilan yoki o'z mavqeidan kelib chiqqan holda, jamiyatning tegishli boshqaruv organlari roziligisiz, shaxsiy naf olish maqsadida yoki boshqa shaxslar manfaatlarini ko'zlab, shunday naf olishga ko'maklashish maqsadida foydalanmaslikni;

4.8.4. jamiyatning asosiy faoliyati yo'nalishlariga xos bo'lgan sohadagi tadbirkorlik faoliyatini jamiyatning tegishli boshqaruv organlari roziligisiz amalga oshirmaslikni;

4.8.5. qonunchilikka, jamiyatning ichki hujjatlariga va shartnomaga muvofiq jamiyat faoliyati to'g'risidagi maxfiy axborotni oshkor qilmaslikni;

4.8.6. o'z vazifalarini bajarish bilan bog'liq qarorlar qabul qilish evaziga moddiy qimmatliklar olmaslikni yoki bundan manfaatdor bo'lgan shaxslardan mulkiy manfaatdor bo'lmaslikni.

Mazkur Nizom kuchga kirgan kundan boshlab, avval Kuzatuv kengashi tomonidan tasdiqlangan "Navoiyazot" AJning "Ijroiya organi to'g'risida"gi Nizom (2025-yil 18-avgustda 223-sonli bayonnoma bilan tasdiqlangan) o'z kuchini yo'qotadi.

Management, and any fiduciaries shall include the following:

4.8.1. To act in good faith in performing their duties and responsibilities, using methods that best serve the interests of the Company and its shareholders;

4.8.2. Not to use the Company's property for personal gain in a manner contrary to the Company Charter, internal regulations, or without the decisions of the General Meeting of Shareholders and/or the Supervisory Board, and not to allow others to do so;

4.8.3. Not to exploit the Company's business opportunities or assets beneficial to the Company for personal gain or for the benefit of others, arising from their position or duties, without the consent of the Company's competent management bodies;

4.8.4. Not to engage in entrepreneurial activities in areas related to the Company's core business without the consent of the Company's competent management bodies;

4.8.5. To maintain the confidentiality of information regarding the Company's activities, in accordance with legislation, the Company's internal regulations, and contractual obligations;

4.8.6. Not to receive any material benefits or derive personal gain from decisions made in connection with the performance of their duties, or to benefit from persons who receive such gains.

From the date this Regulation enters into force, the previous Regulation "On the Executive Body of JSC Navoiyazot (approved by the Supervisory Board on 18 August 2025, Minutes No. 223) shall be deemed null and void.

"Navoiyazot" AJ boshqaruv raisi v.b.



F.X. Samadov

Acting Chairman of the Management Board of "Navoiyazot" JSC