

**KHAN BANK JSC  
SHAREHOLDERS RESOLUTION**

June 24, 2023

№ 1

Ulaanbaatar

**About determining the amount of share capital**

**WHEREAS:** Section 29.1 of Article 29 of the Banking Law of Mongolia states that the shareholders meeting shall be the supreme governing body of a bank;

**WHEREAS:** Clause 29.2.2 of Article 29 of the Banking Law of Mongolia states that the shareholders meeting shall discuss and resolve to change the structure and size of equity;

**WHEREAS:** Clause 62.1.3 of Article 62 of the Company Law of Mongolia states that the shareholders meeting shall have exclusive authority to consider and decide issuing additional shares, determining its numbers;

**WHEREAS:** Resolution No.11 of the Extraordinary Meeting of the Bank's Shareholders on June 15, 2022;

**WHEREAS:** Resolution of the Tabulation Commission of the Extraordinary Shareholders' Meeting of the Bank on June 24, 2023;

NOW, THEREFORE, be it:

- 1. RESOLVED:** The share capital of "KHAN Bank" JSC was increased by 191,219,800 (one hundred ninety-one million two hundred nineteen thousand eight hundred) common shares issued to the public with a nominal value of 100 (one hundred) MNT each, totaling 1,912,198,000.00 (one billion nine one hundred and twelve million one hundred and ninety-eight thousand) issued common shares or share capital shall be set at 191,219,800,000.00 (one hundred ninety-one billion two hundred nineteen million eight hundred thousand) MNT.
- 2. RESOLVED:** The Corporate Secretary /O.Ariuntulga/ is authorized with full power to submit the issues resolved at the extraordinary meeting of shareholders and other related documents to the appropriate authorities within the time specified in the Company Law, the Law on the Securities Market, and other related regulations.

CHAIRPERSON



*T. Daribum*  
T.DARIBUM

**KHAN BANK JSC  
SHAREHOLDERS RESOLUTION**

June 24, 2023

№ 2

Ulaanbaatar

**Approval of Charter of Khan Bank as a public company**

**WHEREAS:** Clause 62.1.1 of Article 62 of the Company Law of Mongolia states that the shareholders meeting shall have exclusive authority to consider and decide amendments to the company charter or the adoption of a new version of the charter;

**WHEREAS:** Clause 29.2.1 of Article 29 of the Banking Law of Mongolia states that the shareholders meeting shall discuss and resolve to approve the bank charter, its amendments and revisions;

**WHEREAS:** Resolution of the Tabulation Commission of the Extraordinary Shareholders' meeting of the Bank on June 24, 2023;

NOW, THEREFORE, be it:

1. **RESOLVED:** The Charter of “KHAN Bank” JSC shall be approved in accordance with Appendix No. 1 of this Resolution.
2. **RESOLVED:** Regarding implementing this Resolution, the Executive Director /R.Munkhtuya/ is authorized with full power to take all the actions, which are deemed necessary, such as signing all documents on behalf of the Bank and registering the Bank's charter within the framework of legislation.
3. **RESOLVED:** The Corporate Secretary /O.Ariuntulga/ is authorized with full power to submit the issues resolved at the extraordinary meeting of shareholders and other related documents to the appropriate authorities within the time specified in the Company Law, the Law on the Securities Market, and other related regulations.

CHAIRPERSON  T.DARIBUM



**KHAN BANK JSC  
SHAREHOLDERS RESOLUTION**

June 24, 2023

№ 3

Ulaanbaatar

**Nomination and appointment of Board of Directors**

**WHEREAS:** Clause 62.1.7 of Article 62 of the Company Law of Mongolia states that the shareholders meeting shall have exclusive authority to consider and decide election of members of the Board of Directors and termination of their power prior to the expiration of their terms;

**WHEREAS:** Resolution of the Tabulation Commission of the Extraordinary Shareholders' meeting of the Bank on June 24, 2023;

NOW, THEREFORE, be it:

1. **RESOLVED:** The following candidates shall be appointed as members of the Board of Directors of "KHAN Bank" JSC for a period of 3 years:
  - 1.1. Mr. Baatarsaikhan Tsagaach
  - 1.2. Ms. Khulan Dashdavaa
  - 1.3. Mr. Harada Yasunari
  - 1.4. Mr. Ishii Kisaburo
  - 1.5. Mr. Amarsanaa Batbold
  - 1.6. Mr. John Law
  
2. **RESOLVED:** The members of the Board of Directors are authorized with to follow the relevant laws, regulations related to corporate governance and bank rules.
  
3. **RESOLVED:** Regarding implementing this Resolution, the Executive Director /R.Munkhtuya/ is authorized with full power to take all the actions, which are deemed necessary, such as signing all documents on behalf of the Bank within the framework of legislation.
  
4. **RESOLVED:** The Corporate Secretary /O.Ariuntulga/ is authorized with full power to submit the issues resolved at the extraordinary meeting of shareholders and other related documents to the appropriate authorities within the time specified in the Company Law, the Law on the Securities Market, and other related regulations.

CHAIRPERSON



T.DARIBUM

**KHAN BANK JSC**  
**SHAREHOLDERS RESOLUTION**

June 24, 2023

№ 4

Ulaanbaatar

**Nomination and appointment of independent members of the Board of Directors**

**WHEREAS:** Clause 62.1.7 of Article 62 of the Company Law of Mongolia states that the shareholders meeting shall have exclusive authority to consider and decide election of members of the Board of Directors and termination of their power prior to the expiration of their terms;

**WHEREAS:** Section 33.1 of Article 33 of the Banking Law of Mongolia states that at least one third of total members of the Board of Directors of the bank shall be the independent members;

**WHEREAS:** Resolution of the Tabulation Commission of the Extraordinary Shareholders' meeting of the Bank on June 24, 2023;

NOW, THEREFORE, be it:

1. **RESOLVED:** The following candidates shall be appointed as independent members of the Board of Directors of "KHAN Bank" JSC for a period of 3 years:
  - 1.1. Ms. Daribum Tudev
  - 1.2. Mr. Hans Aart Jongejans
  - 1.3. Mr. Tamir Amarbayasgalan
2. **RESOLVED:** The members of the Board of Directors are authorized with to follow the relevant laws, regulations related to corporate governance and bank rules.
3. **RESOLVED:** Regarding implementing this Resolution, the Executive Director /R.Munkhtuya/ is authorized with full power to take all the actions, which are deemed necessary, such as signing all documents on behalf of the Bank within the framework of legislation.
4. **RESOLVED:** The Corporate Secretary /O.Ariuntulga/ is authorized with full power to submit the issues resolved at the extraordinary meeting of shareholders and other related documents to the appropriate authorities within the time specified in the Company Law, the Law on the Securities Market, and other related regulations.

CHAIRPERSON



*T. Daribum*  
T.DARIBUM