

Date: *March 20, 2024*

No: *12*

Ulaanbaatar, Mongolia

On Convening the 2024 Annual General Meeting of Shareholders of Gobi JSC

WHEREAS, the Board of Directors of Gobi JSC has thoroughly discussed the matter of convening the 2024 Annual General Meeting of Shareholders, in accordance with Articles 60, 64, 65 of the Company Law and Articles 6.2.7.3 and 6.2.7.4 of the Company's Charter;

NOW, THEREFORE, BE IT RESOLVED THAT:

1. The Annual General Meeting of Shareholders of Gobi JSC shall be held **on Monday, April 29 2024, at 10:00 a.m.** in the KHAN THEATRE, Khan Bank Seoul Office, 1st floor, Seoul Street-25, 3rd District, Sukhbaatar District, Ulaanbaatar, Mongolia. The meeting shall be chaired by the Chairwoman of the Board D. Gerelmaa.
2. The registration date for the list of shareholders entitled to participate in the Annual General Meeting is set for April 10, 2024, and the "Notice of the Annual General Meeting of Shareholders" shall be submitted to the Financial Regulatory Commission and the Mongolian Stock Exchange on March 22, 2024. The public notice shall be made on March 25 and April 9, 2024, following the "Procedures for Delivering Notices of Annual General Meeting of Shareholders of Joint Stock Companies" issued by the Financial Regulatory Commission.
3. The issues to be discussed at the Annual General Meeting of Shareholders, the draft resolutions, and related documents shall be submitted to the securities companies in printed and electronic form by March 29, 2024.
4. The issues to be discussed at the Annual General Meeting of Shareholders shall be approved in accordance with Appendix-1.
5. The list of documents that can be viewed by the shareholders participating in the Annual General Meeting of Shareholders, along with the place and time where the documents can be viewed, shall be approved in accordance with Appendix-2.
6. The schedule of the Annual General Meeting of Shareholders should be approved according to Appendix-3.
7. In addition to taking votes from the shareholders who attend the meeting through ballots, the last day for pre-voting at the company's postal address and through the securities company shall be set as April 26, 2024, and the content and template of the ballot shall be approved as per Appendix-4.
8. The source of the publication to be announced through social media shall be approved according to Appendix-5.

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9. A commission to organize the Annual General Meeting of Shareholders shall be established with the following composition, and the Chairman of the commission, B. Enkhmandakh, shall be instructed to organize the meeting, present it, and prepare the issues to be discussed.

Chairman of the Commission:	Deputy Director and Executive VP	B. Enkhmandakh
Members:	Chief Human Resources Officer	D. Soyolmaa
	Board Secretary	M. Selenge
	Board Specialist	G. Demchigselmaa

CHAIRWOMAN OF THE BOARD:

[Signature]
D. GERELMAA

BOARD OF DIRECTORS:

[Signature]
Ts. BAATARSAIKHAN

[Signature]
B. AMARSAIKHAN

[Signature]
Ts. ORGILBOLD

[Signature]
A. JARGALMAA

TAKESHI KAMBE

HIDEO SAWADA

[Signature]
D. KHULAN

[Signature]
D. KHURELBAATAR



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Chairman of the Commission:	Deputy Director and Executive VP	B. Enkhmandakh
Members:	Chief Human Resources Officer	D. Soyolmaa
	Board Secretary	M. Selenge
	Board Specialist	G. Demchigselmaa

CHAIRWOMAN OF THE BOARD:

D. GERELMAA

BOARD OF DIRECTORS:

Ts. BAATARSAIKHAN

B. AMARSAIKHAN

Ts. ORGILBOLD

A. JARGALMAA



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March 20, 2024

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GOBI JSC ANNUAL GENERAL MEETING OF SHAREHOLDERS – 2024

AGENDA ITEMS

1. Presentation of the 2023 Activity and Financial Results Report
2. Presentation of the resolution of the Board of Directors on not distributing dividends from the financial results of 2023
3. Adoption of the Board's Assessment of 2023 Operations and Financial Statements
4. Presentation of the 2023 work report of the Board of Directors
5. Approval of the proposed remuneration adjustment for the members of the Board of Directors
6. Approval of the proposed remuneration budget of the Board of Directors for the year 2024
7. Selection and appointment of the members of the Board of Directors

March 20, 2024

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ТТН2998 № 2076357

**INFORMATION ON MEETING MATERIAL REVIEW FOR SHAREHOLDERS PARTICIPATING IN
THE ANNUAL GENERAL MEETING 2024**

1. DOCUMENTS AVAILABLE FOR REVIEW: Shareholders may review the following documents:

- Annual financial report of the company
- External audit organization's assessment of the annual financial statements
- External audit organization's evaluation of transactions involving conflicts of interest during the reporting year
- Affiliates of the company and the type and number of shares owned by them
- Remuneration and other expenses of the Board of Directors and Executive Management
- Company business activity reports
- Draft resolutions of the AGM

2. WAYS TO REVIEW DOCUMENTS: Shareholders participating in the AGM may review meeting materials and related documents in the following ways, starting from March 29, 2024:

- Mongolian Stock Exchange Website: www.mse.mn/mn/company/354
- Gobi JSC Website: info.gobi.mn
- Visit your registered securities company online or in-person
- Visit the office of the Board of Directors at the headquarters of Gobi JSC on work days between 08:00 and 16:00.

March 20, 2024

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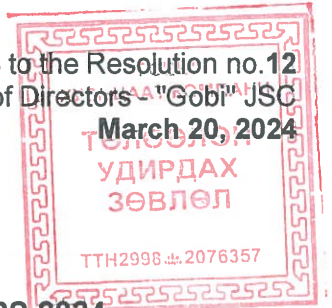
AGENDA OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

ТТН2998-д.2076357

No	Agenda item	Responsible person(s)	Time
1	Report and inform the attendance of the meeting to the Chairwoman	Chair of the Census commission N.Sainzul	10:00-10:02
2	Meeting Opening and Agenda Presentation	Chairwoman of the BoD D.Gerelmaa	10:02-10:04
3	Resolution Presentation for Census Commission Appointment	Board Secretary M.Selenge	10:04-10:06
4	Presentations on Agenda Items:		
	4.1 2023 Activity and Financial Results Report	CEO B.Amarsaikhan	10:06-10:21
	4.2 Board Resolution on Dividend Distribution	Board secretary M.Selenge	10:21-10:23
	4.3 Board's Assessment on 2023 Operations and Financial Statements	Chairwoman of the BoD D.Gerelmaa	10:23-10:30
	4.4 2023 Work Report of the Board of Directors	Chairwoman of the BoD D.Gerelmaa	10:30-10:40
	4.5 Proposal for remuneration adjustment for the members of the Board of Directors	Chairwoman of the BoD D.Gerelmaa	10:40-10:45
	4.6 Proposal for remuneration budget for the members of the Board of Directors	Chairwoman of the BoD D.Gerelmaa	10:45-10:50
	4.7 Introducing the candidates for Board members	Board Secretary M.Selenge	10:50-11:00
5	Questions and Answers on Agenda Items	(2 minutes each) /Total 20 min/	11:00-11:20
6	Presentation of Voting Instructions	4 min	11:20-11:22
7	Voting by Ballot (10 minutes)	10 min	11:22-11:32
8	Break and Consolidation of Voting Results	20 min	11:32-11:52
9	Results Presentation and Approval of Census Commission's Resolution	Chair of the Census commission N.Sainzul	11:52-11:55
10	Presentation of the voting results of the Census Commission in the draft resolution and approval of the AGM resolution	Board Secretary M.Selenge	11:55-11:57
11	Closing of AGM	Chairwoman of the BoD D.Gerelmaa	11:57-12:00

Meeting duration: 2 hours

Note: The meeting duration can be extended if necessary.



GOBI JSC ANNUAL GENERAL MEETING OF SHAREHOLDERS 2024

BALLOT PAPER

Date: **April 29, 2024**

Time: **10:00 a.m.**

Location: **KHAN Theatre** (Khan Bank Seoul Office, 1st floor, Seoul Street-25, 3rd District, Sukhbaatar District, Ulaanbaatar, Mongolia)

Full name of the shareholder	
Registration number	
Number of shares	
Phone number	
E-mail address	

Part 1. Voting method: *Statutory method*

No	Proposed resolutions to be adopted by the meeting	Meeting resolutions	For	Against	Abstain	Suggestion if voted against
1	Approving the conclusion made by the Board of directors on the 2023 operational and financial report of Gobi JSC	Adoption of the Board of directors' conclusion				
2	Remuneration adjustment for the Board of directors	Approval of the proposed remuneration adjustment for the members of the Board of Directors				
3	Approving the 2024 remuneration budget for the Board of directors	Approval of the remuneration budget of the Board of Directors for the year 2024				

Instructions to vote by the statutory voting method:

- Please vote by marking (✓ or +) in the box that you chose.
- If you have a proposal to vote against a proposed resolution, write in the box "Suggestion if voted against " your suggested resolution.
- Ballot paper will be deemed invalid if it has been corrected, erased, used a different marking than (✓ or +), voted for more than one option, or did not vote at all.

Part 2. Voting method: *Cumulative method*

Total number of the cumulative votes:

1. Candidates for Independent Board Members

No	Name	Number of cumulative votes for the candidate
1	Damba GERELMAA	
2	Altangerel JARGALMAA	
3	Dambijav KHURELBAATAR	

2. Candidates for Executive and Non-Executive Board Members

No	Name	Number of cumulative votes for the candidate
	Baatarsaikhan AMARSAIKHAN	
1	Tsagaach BAATARSAIKHAN	
2	Tsogtgerel ORGILBOLD	
3	Dashdavaa KHULAN	
4	Nyamaa MUNKHBAT	
5	Enkhtur PUREVLKHAM	

Instructions to use the cumulative voting method:

- When using the cumulative voting method, 1 common share owned by a shareholder has 9 cumulative voting rights.
- The shareholder has the option of allocating all of his cumulative voting rights to one or more candidates for the board of directors.

Example: Shareholder X owns 100 shares of common share. The Board of Directors of Gobi JSC has 9 members, of which 3 are candidates for independent board members and 6 are candidates for executive and non-executive board members. 100 ordinary shares owned by shareholder X will have a total of 900 voting rights /100x9 members=900/ when voting by cumulative method.

Version A: Shareholder X may cast all 900 of his votes for one candidate, regardless of whether that candidate is running for an inside or outside director position.

Version B: Shareholder X can allocate 300 of the total 900 voting rights to 3 candidates for independent board members, and 600 rights to 6 for executive and non-executive board members.

Tips:

- If you vote by ballot in advance, first review the materials of the meeting and fill the ballot paper, then submit it either through your securities company, or come to the company in person, or send it to our address at "Gobi" JSC, P/O Box-36/434, Ulaanbaatar-17062. Please submit it by April 26, 2024.
- If you vote on behalf of another person, you must attach a notarized power of attorney.

Date of voting:

Shareholder's signature

The Census Commission:

Shareholder registration number:

Whether the ballots were counted as valid: YES NO

If deemed valid, the reason for such decision:

March 20, 2024

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ТТН2998 №.2076357

**/ For press/
NOTICE TO THE SHAREHOLDERS OF "GOBI" JCS**

Pursuant to Resolution No. 12 of the Gobi JSC Board of Directors, dated March 20, 2024, we hereby announce the Annual General Meeting of Shareholders, and extend our invitation to all shareholders to attend.

Date: Monday, April 29, 2024

Time: 10:00 am (GMT+8)

Location: KHAN Theatre (Khan Bank Seoul Office, 1st floor, Seoul Street-25, 3rd District, Sukhbaatar District, Ulaanbaatar, Mongolia)

Form of meeting: Physical

Registration date for the list of shareholders entitled to attend the meeting: April 10, 2024

Agenda items:

1. Presentation of the 2023 Activity and Financial Results Report
2. Presentation of the resolution of the Board of Directors on not distributing dividends from the financial results of 2023
3. Adoption of the Board's Assessment of 2023 Operations and Financial Statements
4. Presentation of the 2023 work report of the Board of Directors
5. Approval of the proposed remuneration adjustment for the members of the Board of Directors
6. Approval of the proposed remuneration budget of the Board of Directors for the year 2024
7. Selecting and appointing the members of the Board of Directors

Reviewing the materials of the AGM:

The shareholders participating in the AGM may review the meeting materials and related documents in the following ways **starting from March 29, 2024**. It includes:

- Website of the Mongolian Stock Exchange (www.mse.mn/mn/company/354);
- Gobi JSC website (info.gobi.mn);
- Visit your securities company online or in person;
- It is possible to visit the board office at the headquarters of Gobi JSC on work days between 08:00 and 16:00.

Pre-voting:

Shareholders who are unable to attend the meeting in person and can vote in advance, please read the meeting materials, fill out the voting form and submit it through the securities company you deal with, come to the company in person, or send it to Gobi JSC's postal address **before April 26, 2024**.

Note: Attendance registration for the AGM **will start at 09:00 on April 29, 2024 and end at 09:55**, so please arrive on time.

Contact:

AGM commission	Name	Phone	E-mail
Board secretary	M.Selenge	9411-8277	boardoffice@gobi.mn
Board specialist	G.Demchigselmaa	9499-5750	

Official address of Gobi JSC:

Ulaanbaatar - 17062, Khan-Uul District, District 3, Industry Street, Gobi JSC

Phone: 7013-9977, Fax: 7014-3081

PO Box: 36/434, Gobi JSC

Date: March 20, 2024

No: 13

Ulaanbaatar, Mongolia

On Appointment of Census Commission

WHEREAS, in preparation of the upcoming 2024 Annual General Meeting of Shareholders of Gobi JSC, the Board of Directors has thoroughly examined the matter of appointing the Census Commission, and pursuant to Article 67.1 of the Company Law of Mongolia and Article 6.1.4.9 of the Company's Charter;

NOW, THEREFORE, BE IT RESOLVED THAT:

1. The Census Commission for the 2024 Annual Meeting of Shareholders of Gobi JSC shall be constituted with the following members:

Chair of the Commission: N. Sainzul - Senior Auditor

Secretary: Ts. Tsetsebadam – Head of Factory Accounting Division

Members: B. Uyanga – Head of Human Resources Policy and Planning Department

D. Sarangua – Auditor

B. Nomin – Accountant

B. Uganzaya – Accountant

2. The Census Commission (N. Sainzul) is hereby instructed to:

2.1 Register the attendance of the meeting and notify the chairwoman of the meeting.

2.2 Determine the number and type of shares with voting rights for each agenda item.

2.3 Attend the Annual General Meeting (AGM) and provide explanations on any questions related to the exercise of voting rights.

2.4 Explain the voting procedure and ensure the voting rights of shareholders.

2.5 Register shareholders participating in electronic voting.

2.6 Receive ballots both physically and electronically.

2.7 Count the votes and maintain a record of the count.

2.8 Consolidate the voting results and present the decision of the Census Commission on the voting results to the shareholders' meeting.

CHAIRWOMAN OF THE BOARD:

"ГОВЬ"
УЛСЫН ХАМТ
КОМПАНИ

D. GERELMAA

BOARD OF DIRECTORS:

ТӨЛӨӨЛӨН
УЛСЫН ХАМТ
39 В/М

Ts. BAATARSAIKHAN

B. AMARSAIKHAN

Ts. ORGILBOLD

Date: *March 20, 2024*

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A. JARGALMAA

TAKESHI KAMBE

HIDEO SAWADA

D. KHULAN

D. KHURELBAATAR



A. JARGALMAA

健 TAKESHI KAMBE

HIDEO SAWADA

D. KHULAN

D. KHURELBAATAR