JOINT STOCK COMPANY UZAVTOSANOAT

COMPLIANCE HANDBOOK

Tashkent – 2018

Introduction

Integrity, honesty and ethical behavior are core values of Joint Stock Company Uzavtosanoat (hereinafter the "Company"). We are committed to conducting our business in an honest and ethical manner, in compliance with all applicable laws.

For this reason, the Company has adopted a Compliance Policy Code (**the "Code"**) and this related Compliance Handbook (**the "Handbook"**), which apply to employees of the Company, without exception, including directors, officers, managers and individuals hired under civil law contracts by the Company (**the "Company employees"**).

The Company may also require certain business partners and counterparties (**"Counterparties" or a "Counterparty"**) to comply with the Code and the Handbook. Counterparties include:

- **Suppliers and Service Providers** - those selected to supply goods or services to the Company.
- **Distributors** - those selected to distribute vehicles manufactured by the Company's subsidiaries.
- **Company Dealers** - those involved by the Company to sell vehicles, provide aftersales services for production manufactured by the Company's subsidiaries, which are distributed to these sellers directly by the Company's subsidiaries.
- **Assembly Partners** - those selected by the Company to assemble vehicles in foreign markets.

Company employees and **Counterparties** to comply with the Code and the Handbook are collectively referred to as **"Company Personnel"**.

This Handbook applies to all dealings and transactions in all jurisdictions in which the Company operates. Compliance with the terms of this Handbook is mandatory, and it is important that Company Personnel read, understand, and act in accordance with this Handbook.

Violations of applicable law or Company policies and procedures, including the Code and this Handbook, will not be tolerated. Reported incidents of suspected violations will be investigated promptly and appropriately. Violations may result in disciplinary action, including claims for damages and/or termination of employment. The Company also reserves the right to report any such violations to appropriate law enforcement or regulatory authorities.

Any questions regarding the Code, this Handbook or any other compliance policies and procedures should be directed to the Compliance Officer.

Company Personnel shall certify annually in writing their review of and compliance with the Code and this Handbook via *Form A-1: Certification of Compliance*, which shall be returned to the Company's Compliance Officer.

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I. Anti-Corruption

1. Introduction

The Company and its management are committed to conducting business activities in an honest and ethical manner, free from all forms of corruption and bribery, and to fostering a culture of compliance. The definitions and guidance below are intended to help prevent corruption and other criminal activity and to ensure that the Company and its personnel act as good corporate citizens.

Bribery and corruption are strictly prohibited. Company Personnel must not attempt to:

- promise, give or authorize a bribe to any person or entity; or
- solicit, request, receive, or accept (or attempt to solicit, request, receive, or accept) a bribe from any person or entity.

If you are offered a bribe or believe that a colleague has paid, authorized or promised a bribe, or requested or received a bribe, you must report this to the Compliance Officer.

- **Bribery** means giving, offering, promising, authorizing, soliciting, or receiving (or attempting to give, offer, promise, authorize, solicit, or receive) anything of value with the intention of influencing the behavior of someone to obtain or retain a benefit or advantage.
- **Anything of Value** is broadly defined, covering any form of benefit, including but not limited to: cash, contributions, cash equivalents, loans, gifts, prizes, hospitality, travel, entertainment, product samples, political contributions, charitable donations, employment offers, scholarships, promises of future employment, and favorable terms on a product or service or other business advantage. There is no minimum value for a bribe.
- **Corruption** implies the illegal use by a person of his official position with the aim of obtaining tangible or intangible benefits for personal or other people's interests, as well as unlawful provision of such benefits, both in the public and private sectors.

2. Anti-Corruption and Bribery Laws

The Company is committed to conducting its activities lawfully in accordance with all applicable anti-corruption and bribery laws, including but not limited to the U.S. Foreign Corrupt Practices Act, the U.K. Bribery Act and the Law of Uzbekistan on Anti-Corruption.

Under these and many other laws, corruption and bribery are criminal offenses, punishable by imprisonment and/or fines and/or other penalties outlined by legislation. The Company therefore takes its legal responsibilities very seriously and expects you to do the same and fully support this Handbook and require full compliance with its terms.

2.1 Principles

2.1.1 Bribery of Public Officials is prohibited

Company Personnel **must not** attempt to offer, promise, give or authorize a bribe to any Public Official (as defined below). Specifically, Company Personnel **must not** offer, promise, give or authorize (or attempt to offer, promise, give or authorize), directly or through another person or entity, anything of value to a Public Official, for the purpose of influencing or inducing that Public Official to use his or her influence or office to assist the Company in obtaining or retaining business or an advantage in the conduct of business.

A **Public Official** includes:

- Any officer or employee of a governmental authority, whether elected or appointed, acting in an official capacity for or on behalf of a national, state, local, or municipal government, including but not limited to its legislature, executive departments, agencies, judiciary, instrumentalities, and government or state-owned or state-controlled entities;

- Any person, whether elected or appointed, acting in an official capacity for or on behalf of any national, state, local, or municipal government, government entity, or public international organization (e.g., an official advisor to the government);

- An officer or employee of an international organization (e.g., the World Bank or United Nations);

- Any political party, party official, or candidate for political office;

- Officer or employee of a government-owned or government-controlled company/committee/public organization, regardless of the officer's or employee's rank or title;

- Anybody hired to review or accept bids for a government agency; and

- Immediate family members of any of the persons listed above. An immediate family member is a parent, spouse, significant other, child, or sibling.

2.1.2 Commercial bribery is prohibited

Company Personnel **must not** attempt to offer, promise, give or authorize a bribe to any private person or corporate entity.

Company Personnel **must not** offer, promise, give or authorize (or attempt to offer, promise, give or authorize), directly or through another person or entity, anything of value to a private person for the purpose of inducing such private person to perform improperly any activity connected with a business, or their employment, or performed on behalf of a corporate body or another body of persons.

2.1.3 Soliciting, requesting, receiving, or accepting bribes is prohibited

Company Personnel **must not** solicit, request, receive, or accept (or attempt to solicit, request, receive, or accept) anything of value from a Public Official or private person, which would induce, reward, or appear to induce or reward, the improper performance of any function connected with employment with, or services rendered on behalf of the Company.

2.2 Facilitation Payments

A facilitation payment (also known as a "grease payment") is a modest payment made directly or indirectly to a Public Official to prompt the Public Official to perform or expedite a routine, non-discretionary act that the Public Official is otherwise required to perform as part of his or her ordinary duties.

Examples of facilitation payments include payments to a Public Official to obtain or expedite permits, licenses or visas to which the recipient is legally entitled, to obtain police protection, to receive mail service, or to access utilities to which the recipient is legally entitled, such as power or water.

Facilitation payments, no matter the size, are strictly prohibited by the Company, even when they have been requested or demanded by a Public Official or if the Public Official threatens adverse action against the Company unless a payment is made. No payment shall be made in order to expedite the performance of a government action unless such payment is expressly permitted by the law and the schedule of such expediting fees is publicly posted, and the Compliance Officer has approved the payment prior to the payment being made.

2.3 Political Contributions, Charitable Donations, Social Programs and Sponsorships

2.3.1 Political Contributions

Political contributions on behalf of the Company are prohibited.

2.3.2 Charitable Donations, Social Programs and Sponsorships

Charitable donations, sponsorships and the funding of social programs provided on behalf of the Company are permitted if they serve a bona fide charitable, educational, non-profit, or cultural purpose, if they are aligned with the Company's business objectives, and if they would enhance the reputation of the Company.

Such donations, sponsorships or funding may only be given when there is no expectation that any improper benefit will be received by the Company and/or Company Personnel, and must also be in accordance with all applicable laws and regulations.

All charitable donations, sponsorships and funding of social programs must first be approved in writing by the Compliance Officer via *Form A-2: Charitable Donations and Sponsorship Request Form*.

3. Books and Records

The Company shall maintain books and records that accurately reflect its transactions, use of Company assets, and other similar information, along with a reasonable system of internal controls.

Company Personnel must ensure that:

- gifts, business entertainment, hospitality, and other expenses are properly reported and recorded;
- payments made on behalf of the Company are supported by appropriate documentation (invoices, certificates, etc.);
- no payments to third parties are made in cash, unless pursuant to proper petty cash disbursements, and
- no Company Personnel shall create or help to create any documents for the purpose of concealing any improper activity or misrepresenting financial information.

In addition, the nature and purpose of all payments must be accurately recorded in the Company's books and records in reasonable detail. Generic descriptions of payments (e.g., "various airfares and hotel") are insufficient, payments should be broken down to the individual transactional level. To the extent that these relate to interactions with third parties, the records should evidence the relevant approval, detail the business justification, and document performance of a contract.

“Off-the-books” accounts and false or deceptive entries in the Company books and records are strictly prohibited. All financial transactions must be documented, regularly reviewed, and properly accounted for in the books and records of the relevant Company structural subdivision.

All records and reports, together with all supporting documentation, shall be maintained and readily retrievable for at least five years from the date that the record is created.

4. Training and Certification

Company Personnel shall familiarize themselves with and certify compliance with this Handbook. Company Personnel will receive periodic training on the provisions of this Handbook as well as on applicable laws and regulations. The Company’s Compliance Officer shall be responsible for ensuring such periodic training of all Company Personnel. More in depth training will be provided to Company Personnel whose duties and responsibilities present a greater risk to the Company. Obtaining electronic versions of the Code and the Handbook by the Company's Personnel via corporate mail or otherwise is a confirmed fact of acquaintance with the sent documents, as if they were received in hard copy.

II. Gifts, Hospitality, Entertainment, and Travel

1. Introduction

In dealings with business partners, competitors, and Public Officials, Company Personnel may only provide or accept gifts, hospitality, entertainment or travel in compliance with applicable laws and if there is no possibility of even the appearance of any intended or actual influence on decision-making processes in return.

The guidance set forth below on giving and receiving gifts, hospitality, entertainment, or travel or any other benefit is intended to provide assistance with practical application in daily business operations. It applies to Company Employees, Counterparties, including without exception, members of the Company's management board and all other executives.

- **Gifts** are items of value or benefits of any kind given to someone as a sign of appreciation or friendship.
- **Entertainment** includes attendance at sporting or cultural events, theatrical shows and musical performances.
- **Hospitality** refers to meals and refreshments.
- **Travel** generally includes airfare, local transportation, and lodging.

2. Prohibitions

When acting in a professional capacity and on behalf of the Company, Company Personnel **must not**:

- Provide any gifts (including cash or cash equivalents), to any Public Official.
- Provide any gifts (including cash or cash equivalents), entertainment, meals, travel and accommodations, or anything of value, directly or indirectly, to any person or entity if the transaction might improperly induce (or appear to induce) any person to use his or her influence to secure an improper advantage for the Company, to obtain or retain business, or to direct business to the Company. This includes a charity or other organization in which a Public Official is or might be involved.
- Accept any gifts (including cash or cash equivalents), entertainment, meals, travel and accommodations, or other things of value, if the transaction might improperly influence (or appear to influence) the decisions of Company Personnel or create expectations on the part of the giver.

In the event of any questions, and especially if the benefit is to be granted when the beneficiary is in a position to influence business decisions that affect the interests of the granting party, the benefit must not be accepted. In such situations, the Compliance Officer should be consulted.

Benefits must be provided and accepted transparently. There must be no possibility of an impression of secrecy. Therefore, benefits should never be sent to the home of the recipient.

3. Guidelines for Permissible Gifts, Hospitality, Entertainment, and Travel

3.1 Gifts

3.1.1 Giving Gifts

Company Personnel may not give any gift in order to seek favored treatment. Moreover, gifts of cash or cash equivalents are strictly prohibited.

Gifts, on behalf of the Company, are allowed in the form of products of craftsmanship, folk and applied arts to official delegations of foreign companies and organizations when they visit the Company in order to promote the national culture after the approval of the gift by the Compliance Officer.

Company Personnel may, on behalf of the Company, provide gifts of nominal value less than amount equivalent 50 USD to any person or entity (but not a Public Official) if the gifts bear the Company's logo and are associated with legitimate promotional activities.

Company Personnel may, in their professional capacities, provide a gift to their supervisors if the value of the gift is less than amount equivalent 50 USD. Supervisors may give subordinates gifts.

All other gifts are **prohibited**.

3.1.2 Accepting Gifts

Acceptance of gifts of cash or cash equivalents is strictly prohibited.

Company Personnel may, on behalf of the Company, accept gifts of nominal value less than amount equivalent 50 USD if the gifts bear the logo of the giver and are associated with legitimate promotional activities.

Company Personnel may, in their professional capacities, accept a gift from their subordinate if the nominal value of the gift is less than amount equivalent 50 USD. Subordinates must not be favored or prejudiced based on any gifts they give.

Subordinates may accept gifts from supervisors.

3.2 Hospitality or Entertainment

3.2.1 Giving Hospitality or Entertainment

Company Personnel may, on behalf of the Company, pay for the hospitality or entertainment of another person or entity only if:

- A request for providing hospitality or entertainment has been made and approved by the Compliance Officer via Form A-3: Grant of Gifts, Hospitality, Entertainment and Travel;
- The giver is present;
- The hospitality or entertainment is reasonable in amount and not extravagant (e.g., equivalent 50 USD per person);
- The venue is not inappropriate or disrespectful;

- The hospitality or entertainment is directly related to the promotion, demonstration, or explanation of the Company's products or services, or to the execution or performance of a contract, or other bona fide business activity of the Company;

- The total value of hospitality or entertainment provided to the same person or entity in one calendar year does not exceed 300 USD;

- Hospitality and entertainment is not given more than six (6) times per person or entity each calendar year.

3.2.2 Accepting Hospitality and Entertainment

Company Personnel may, in their professional capacities, accept hospitality or entertainment paid for by another person or entity, only if:

- A request for receiving hospitality or entertainment is made via *Form A-4: Receipt of Gifts, Hospitality, Entertainment and Travel.* There may be occasions when it is not possible to submit a form prior to receipt, for example when Company Personnel are on a business trip. In such circumstances, the form should be submitted afterwards to the Compliance Officer. However, if the below criteria are not fulfilled, the hospitality or entertainment should be politely declined on the basis that it is not compliant with the Company's policies and procedures;

- The hospitality or entertainment is reasonable in amount and not extravagant (e.g., equivalent 50 USD per person);

- The venue is not inappropriate or disrespectful;

- The giver is present;

- The hospitality or entertainment is directly related to the promotion, demonstration, or explanation of the giver's products or services, or to the execution or performance of a contract, or other bona fide business activity of the Company;

- The total value of hospitality or entertainment accepted from the same person or entity in one calendar year does not exceed 300 USD; and

- The frequency of hospitality or entertainment does not raise the appearance of impropriety and does not exceed six (6) such occurrences per person or entity each calendar year.

Company Personnel are prohibited from soliciting any hospitality or entertainment from a Public Official.

3.3 Travel

3.3.1 Providing Travel

Travel and accommodations may only be provided by Company Personnel on behalf of the Company when they are reasonable in amount and are directly related to the demonstration of the Company's products or services, or providing such travel is required pursuant to a contractual obligation.

In determining whether the Company's payment for travel and accommodations is reasonable in amount, Company Personnel should seek airfare that is the least expensive

with the minimum number of stops possible. The location and duration of the event should determine the destination airport and the maximum length of stay. Business class airfare is only permissible on international flights greater than eight (8) hours in length, unless otherwise approved by the Compliance Officer. First-class airfare is presumed to be unreasonable. Lodging equivalent to that used by Company Personnel attending the event will generally be considered reasonable.

Company Personnel may, on behalf of the Company, pay for the local transportation of any person or entity, including taxicab, rental car, mileage, and gasoline/petrol, if: (1) the local transportation expenses are reasonable in amount, via the most direct route and directly related to the promotion, demonstration, or explanation of the Company's products or services; or (2) providing such transportation is required pursuant to a contractual obligation or other bona fide business activity of the Company.

Generally, the Company will not arrange or pay for limousine services.

Providing travel to a Public Official potentially raises heightened risk. Any travel provided to a Public Official over amount of 50 USD per person must be approved, in writing, by the Compliance Officer before travel is provided to the Public Official.

A request for providing travel is made via *Form A-3: Grant of Gifts, Hospitality, Entertainment and Travel*.

3.3.2 Accepting Travel and Accommodations

Company Personnel may, in their professional capacities, accept travel or accommodations paid for by another person or entity only if:

- Multiple persons have been invited for legitimate business purposes and all invited persons are provided similar travel or accommodations at the expense of the payor;
- Travel or accommodations are business-related, reasonable, and provided solely for Company Personnel and not for any family members;
- Travel or accommodations are related to professional development or product knowledge events; and
- The Compliance Officer has approved the travel.

Company Personnel are prohibited from accepting travel or accommodation provided by or paid for by any person or entity if the travel or accommodation:

- Will also be provided to family members or friends of Company Personnel; or
- Occurs over the weekend or a holiday period; or
- Includes entertainment or hospitality which contravenes the requirements set out in this Handbook; or
- Involves first class travel; or
- Takes place at a destination other than one at which the provider has an office or manufacturing facility.

A request for accepting travel is made via *Form A-4: Receipt of Gifts, Hospitality, Entertainment and Travel*.

4. Record-keeping

All expenditures for gifts, hospitality, entertainment, and travel, other than promotional, branded gifts of nominal value, must be accurately recorded in the books and records of the Company and must identify the recipient and purpose. Such expenditures cannot be billed to petty cash, miscellaneous, or other catch-all accounting codes.

Record-keeping will include:

- The forms relating to giving and receiving gifts, hospitality, entertainment and travel.
- A log for gifts, hospitality, entertainment, and travel to track such transactions in one consolidated place (The log should be maintained by the Compliance Officer in the form set out at Form A-5: Log for Gifts, Hospitality, Entertainment, and Travel).
- Associated financial records including in relation to reimbursement of expenses.

All logs, approval forms, and supporting documentation must be maintained by the Compliance Officer for a minimum of five years. These logs are subject to audit at any time by supervisors, managers, internal and external audit, and legal personnel.

5. Review

Copies of forms relating to gifts, hospitality, entertainment and travel and the associated log will be provided to Internal Audit for auditing on a quarterly basis.

III. Sanctions and Export Controls

1. Introduction

It is the policy of the Company to comply with all applicable sanctions and export control laws and regulations in all countries in which the Company does business (including countries through which shipments or financial transactions flow). All Company employees, regardless of functional organizations, share the responsibility and accountability for Compliance's policies and procedures. Any questions concerning this Handbook should be immediately referred to the Compliance Officer. Training will be provided to relevant personnel.

If you suspect an issue, you must immediately bring the matter to the attention of the Compliance Officer. It is extremely important that you bring any concern to the Compliance Officer as quickly as possible, so that any issues can be addressed and any potentially negative consequences can be minimized. If you believe there has been a violation, suspect you have made a mistake, or are presented with a situation you do not know how to handle, the following steps must be taken:

1. Stop the transaction immediately.
2. Contact the Compliance Officer.
3. Retain all records.
4. Maintain confidentiality (after reporting the issue to the Compliance Officer).
5. Wait for further instruction from the Compliance Officer.

Sanctions laws prohibit knowing and willful involvement in activities intended to circumvent or evade sanctions restrictions. Engaging in such activity is grounds for termination of employment.

2. Economic Sanctions

2.1 Against Countries / Regions

U.S. sanctions are principally administered by the U.S. Department of the Treasury's Office of Foreign Assets Control ("OFAC"). U.S. sanctions restrict or prohibit certain transactions involving certain countries/regions, entities, and individuals. U.S. sanctions restrictions apply to "U.S. persons" wherever located. "U.S. persons" include U.S. citizens and permanent residents, entities organized under U.S. law, and individuals and entities located in the United States. U.S. sanctions may also apply to non-U.S. persons, particularly in transactions involving a connection to the U.S. (e.g., transactions denominated in U.S. dollars, involving of U.S. person employees, involving U.S. origin goods, etc.).

U.S. economic sanctions apply comprehensively to named countries and/or regions, currently, Cuba, Iran, Syria, North Korea, and Crimea. Other countries are subject to partial ("list-based") sanctions. (See Section 2.2 below).

For the purposes of this Handbook, the Company will strive to comply with U.S. sanctions as if it were a U.S. person. In all cases, the Company will comply with U.S. economic sanctions laws and regulations as actually applicable, and otherwise conduct its business activities in a manner consistent with such laws and regulations.

European Union (the "EU") sanctions against countries outside of the EU will apply when there is EU jurisdiction, i.e., when there is an "EU nexus" linking the Company's activities with the EU. This means that in practice, Company employees (anywhere in the world) who are EU nationals and any business of the Company being done in whole or in part within the EU must comply with EU sanctions measures. Certain EU Member States sometimes impose additional sanctions against certain countries or parties on top of EU sanctions.

2.2 Against Individuals and Entities

The second type of sanctions consists of more targeted sanctions applying to listed individuals and entities on various lists maintained by the U.S. government, including OFAC, and by the EU.

For the United States, the principal list is the List of Specially Designated Nationals and Blocked Persons ("SDN List"), whose property and interests in property in the United States or possession or control of a U.S. person are "blocked". U.S. persons are prohibited from dealing with parties on the SDN List. The same prohibitions also apply to entities 50% or greater owned, directly or indirectly, by one or more blocked parties.

The U.S. government maintains other lists of designated parties, including the List of Foreign Sanctions Evaders ("FSE List") and Sectoral Sanctions Identifications List ("SSI List") that also include restrictions on activities of U.S. persons with listed parties. The nature of the restrictions is dependent on the list at issue.

The principal list under EU sanctions is the "Consolidated Financial Sanctions List," which contains all parties subject to asset freeze. The assets and property located in the EU of such parties are frozen. Moreover, EU parties are prohibited from making available, directly or indirectly, funds or economic resources to asset freeze parties or parties owned or controlled by such parties. Ownership is triggered when a party holds 50% or more of the shares, while control is assessed on a case-by-case basis. When business is done with a party in which an asset freeze party holds significant shares, the Company must seek assurances that no resources will be made available under the transaction to the asset freeze party. In addition, limited or "sectoral sanctions" apply to certain parties under certain EU sanctions regimes, which may restrict the supply of certain dual-use items or restrict access to capital (by imposing restrictions on dealing with shares, or granting certain loans or credit).

3. Export Controls

3.1 U.S. Export Control Laws

U.S. export control laws and regulations restrict the transmission, shipment, or transfer of certain goods, software, technology/technical data, and services (collectively, "items") outside the United States or to "Foreign Nationals" (i.e., non-U.S. citizens/permanent residents) under the Export Administration Regulations ("EAR"). These regulations apply to items in the United States, items that are U.S. origin, and certain non-U.S. items containing U.S. origin content or made with U.S. origin technology.

Items subject to U.S. export controls include military and "dual-use" items (*i.e.*, items with both military and commercial applications). These items are identified on the Commerce Control List ("CCL") and U.S. Munitions List ("USML").

Certain products sold by the Company may contain U.S. origin content. In addition, certain Company products may be exported from, or through, the United States, at which point they become subject to U.S. export control laws and regulations, irrespective of U.S. content. In

light of this possibility, we are taking all precautions to ensure that the Company is fully compliant with U.S. export control laws and regulations.

Depending on the item being exported or re-exported, the countries of destination, the end-uses of the items, and the end-users of the items, or countries through which items are shipped or transported, the U.S. government may require licensing or other authorization before the export or re-export can lawfully take place. In some cases, it may be unlawful for the Company to export or re-export the item under any circumstances.

The Company will strive to comply with U.S. export control requirements as if all of its items are subject to the EAR. In all cases, the Company will comply with U.S. export control laws and regulations as required under applicable law, and otherwise conduct its business activities in a manner consistent with such export control laws and regulations.

3.2 European Union Export Control Laws

The Company or its entities established or doing business in the EU are also required to comply with the EU's dual-use export controls regime for exports out of the EU (i.e., from any of the 28 Member States) of controlled products or technology that could potentially have a military application or may contribute to the proliferation of Weapons of Mass Destruction. If the Company or its entities established or doing business in the EU are considered to be the exporter for the purpose of the EU dual-use regime, they must ensure that controlled items do not leave the EU customs territory without an export authorization or prior registration/notification, which must be obtained/made in the relevant Member State. If the Company or its entities established or doing business in the EU are not the exporter, but may be involved in 'brokering' a supply, they may need to notify such activity or obtain a brokering license, depending on the item, the destination and the Member State in which the entity is established.

Export licenses must also be obtained from the competent Member State authorities for items appearing on the EU's Common Military List. Military export controls are still largely a national matter in the EU, and EU Member States may impose a military license requirement on non-listed items supplied to the military or law enforcement authorities under broad catch-all clauses, so military export controls can extend beyond purely military products in certain Member States.

The Company will focus its efforts from an EU compliance perspective on sanctions compliance, but will comply with the EU's dual-use and military export controls regime outlined above as actually applicable, and otherwise conduct its business activities in a manner consistent with such export control laws and regulations.

3.3 Uzbekistan Export Control Laws

The Company is also required to comply with the laws of Uzbekistan regarding exports and any sanctions (retortions) that may be implemented from time to time.

4. Procedures

4.1 Confirmation of Licensing and End Purchasers

No Company Personnel shall engage in transactions with parties subject to economic sanctions or embargos unless a license has first been secured or an authorization or exemption otherwise applies to the transaction.

Company Personnel must be certain, prior to any transaction, that any necessary notifications or registrations and appropriate licenses have been obtained and that the transaction is lawful under U.S. law, EU law, laws of the Republic of Uzbekistan, and any and all other applicable laws and regulations.

Any questions as to whether a transaction is subject to sanctions or export controls must be brought to the attention of the Compliance Officer well in advance of the commencement of activities.

4.2 Screening

The Company has established a screening process to ensure compliance with sanctions and export controls. Screening occurs during the due diligence process. Screening must be conducted on all Counterparties and their shareholders, members, ultimate beneficial owners, directors, officers, subcontractors and subagents (as applicable), either against the lists referred to in Appendix B-1 or against a database containing them.

If the screening process results in a possible match with a name as against any sanctions list, the transaction will be immediately stopped. The Compliance Officer in conjunction with the Company's Head of Legal Department will determine whether a transaction may proceed.

4.3 Trans-Shipment

For any items transported to or from outside of Uzbekistan, Company Personnel must also ensure that trans-shipment **does not occur** via a sanctioned country. Company Personnel are responsible for confirming that the shipment route does not carry any exported or re-exported items through, over, under, or otherwise in the territory of any sanctioned countries.

IV. Due Diligence

1. Introduction

The use of Counterparties to act on behalf of the Company poses particular compliance risks for the Company. For this reason, steps must be taken before retaining or entering into any business relationship with a prospective Counterparty. Counterparties must be vetted for bribery, corruption, money laundering, and sanctions risk.

Relationships with all Business partners and Suppliers and Service Providers should be documented and transparent, particularly in connection with invoicing and proof of services or goods provided. Written contracts that include specific compliance provisions are required to conclude with all Business partners and Suppliers and Service Providers. When potential Compliance issues arise with regard to Business partners and Suppliers and Service Providers, they must be fully resolved. It is not permissible to avoid inquiring about potential Compliance issues, as failure to inquire can in and of itself create liability for the Company.

Due diligence must be conducted in order to determine whether the prospective Counterparty:

- is qualified to perform the service or provide the goods;
- has the requisite reputation in the industry sector or line of business;
- has any conflicts of interest, including by reference to its shareholders and directors;
- is, was, employs, appoints or is owned (in part or in whole and directly or indirectly) by a Public Official or immediate family member of a Public Official;
- will act in accordance with the highest ethical standards; and
- has adopted and implemented appropriate policies to prevent corruption and bribery.

If the due diligence discloses one or more areas of concern or potential “red flags”, the Compliance Officer shall determine whether additional due diligence is necessary, whether the prospective Counterparty can eliminate or satisfactorily explain the “red flag(s)”, or whether contractual negotiations or an already existing business relationship should be terminated.

Some common potential “red flags” include:

- a request for an excessive commission (different from previously paid payments for similar transactions);
- a request for a lump-sum payment or significant pre-payment, without appropriate security or commercial basis;
- a vague and undefined scope of services;
- vague or non-transparent margins;
- the prospective Counterparty is personally owned or controlled by a Public Official or an immediate family member of a Public Official;
- the prospective Counterparty became part of the transaction at the request of a Public Official who does not have a legitimate business reason to make such a request;

- the prospective Counterparty is based at the same address as other counterparties or potential counterparties;
- the prospective Counterparty is a shell company (including a United Kingdom LLP) or is incorporated in one of the jurisdictions referred to within Appendix B-2;
- the prospective Counterparty requests payment to one or more foreign bank accounts outside of its place of business; and
- the customer or prospective Counterparty is or has been the subject of any known formal or informal allegations (including in the reputable media) regarding possible criminal, civil or regulatory violations or infractions.

It may be possible to address such potential "red flags", either by resolving the question or by changing the contractual terms. However, all such issues must be resolved by the Compliance Officer prior to doing business with the prospective Counterparty.

2. The Due Diligence Process

The due diligence process regarding a prospective Counterparty will normally consist of the following steps:

- Step One: Business Need: The Company identifies a business need to contract with a prospective Counterparty. If the Company wishes to offer any commission, finders or referral fee payment to a prospective Counterparty, then it must seek approval from the Compliance Officer.
- Step Two: Prospective Counterparty Completes Questionnaire: As part of any pre-qualification or quotation process, the prospective Counterparty completes a due diligence questionnaire and returns it to the Company.
- Step Three: Screening by the Company: The Compliance Officer completes an internal form and conducts media searches, sanctions screening and related party screening regarding the prospective Counterparty. The Compliance Officer confirms whether the Company can engage with the prospective Counterparty.
- Step Four: Qualification: If approved from a compliance perspective, the prospective Counterparty may be selected as part of any normal selection process.
- Step Five: Compensation: If the prospective Counterparty has requested the payment of any commission, finders or referral fee, then approval must be sought from the Compliance Officer.
- Step Six: Contract: If the Company enters into a contract with the Counterparty, that contract contains specific provisions regarding compliance.
- Step Seven: Monitoring and Review: If the Company's relationship with the Counterparty continues, then the Company conducts further due diligence on the Counterparty periodically and at least every three years. The Compliance Officer may direct that this renewal process occurs before the expiration of three years. The Company may decide to request certification of Compliance obligations.

2.1 Step One: Business Need

The Company ascertains that it needs a Counterparty. The Company then identifies the pool of prospective Counterparties it wishes to invite to tender.

If a prospective Counterparty is recommended by a customer or a Public Official, alternative Counterparties shall be considered, and the selection of the prospective Counterparty that has been so recommended must be specifically justified and approved by the Compliance Officer.

All compensation payable to counterparties, including margins, must be reasonable for the market, reflective of the bona fide services rendered by the Counterparty, and consistent across the Company.

Company Personnel are prohibited from offering or paying a commission, finders or referral fee without the written approval of the Compliance Officer. If the Company wishes to offer any commission, finders or referral fee payment to a prospective or existing Counterparty, then it must seek approval from the Compliance Officer.

2.2 Step Two: Prospective Counterparty Completes Questionnaire

If the business need has been approved, the Compliance Officer will provide *Form A-6: Due Diligence Form for Prospective Counterparties* (the "Questionnaire" or «DDQ»), which should be forwarded to the prospective Counterparty. The prospective Counterparty must fill out this questionnaire in its entirety and provide all requested documents to accompany the questionnaire.

Company Personnel are prohibited from filling out any portion of the Questionnaire for the prospective Counterparty.

Once the Questionnaire is completed, it should be sent directly to the Compliance Officer by the prospective Counterparty. Incomplete forms will be returned.

2.3 Step Three: Screening by the Company

The Compliance Officer will review the completed Questionnaire, evaluate any compliance issues and complete *Form A-7: Internal Form for Prospective Counterparties* (the "Internal Form").

Completion of the Internal Form for Prospective Counterparties will include:

- Media searches on the prospective Counterparty, including use of compliance keywords;

- Sanctions screening of the prospective Counterparty and any director, officer, shareholder, member, ultimate beneficial owner or person associated with the prospective Counterparty (including subcontractors or subagents); and

- Screening of the prospective Counterparty and any director, officer, shareholder, member, ultimate beneficial owner or person associated with it (including regarding subcontractors or subagents) against a related party list which lists entities related to the Company, its affiliates, and both the Supervisory Board and the management of the Company (**the "Related Party List"**).

The Compliance Officer will take appropriate steps should any issues arise regarding the above. The Compliance Officer may have follow-up questions, and may request an interview, either by phone or in person, with the prospective Counterparty.

Once due diligence has been completed satisfactorily, the Compliance Officer will decide whether to approve retention of the prospective Counterparty via the Internal Form. A

complete copy of the due diligence, supporting documentation, and the contract will remain on file with the Compliance Officer for the duration of the relationship with the Counterparty and for a period of five years after it ends.

If the Chief Compliance Officer is of the view that the Company should not enter into a relationship with a prospective Counterparty, or continue a relationship with a Counterparty, then it shall be added to a **"Counterparty blacklist"**.

2.4 Step Four: Qualification

If there are no compliance concerns regarding a prospective Counterparty, then it may be selected as part of the normal process.

2.5 Step Five: Compensation

Company Personnel are prohibited from offering or paying a commission, finders or referral fee without the written approval of the Compliance Officer. If the prospective Counterparty has requested a commission, finders or referral fee, the request must be referred to the Compliance Officer to review the request.

2.6 Step Six: Contract

All agreements with Counterparties must be in writing and include compliance clauses (as contained in the Company's standard contracts) regarding anti-corruption, money laundering, and sanctions and export controls compliance (including specific reference to trans-shipment); audit rights; and early termination of the contract for any violations. Counterparties that do not have appropriate compliance procedures in place will be required to comply with the Code and this Handbook and will be required to undertake appropriate training.

Standard contracts, which can be obtained from the Legal department of the Company, should be used whenever possible. If a non-standard contract is proposed to be used, it must first be approved by the Head of Legal Department and submitted to the Compliance Officer's approval. If there is reason to deviate from standard contractual terms for a particular Counterparty, written permission must be received from the Legal Department and the Compliance Officer prior to signing the contract.

Distributors will be required to conduct due diligence on any dealers they engage in the form set out in this Compliance Handbook.

Parallel contracts with the same Counterparty or with different entities owned or controlled by the same Counterparty or ultimate beneficial owner(s) are not permitted without the written permission of the Compliance Officer.

If any Counterparty ever suggests, solicits, or admits to an action that violates the Handbook, the Compliance Officer must be notified immediately.

2.7 Step Seven: Monitoring and Review

The Company shall update its due diligence on each Counterparty on a rolling basis and at least every three years (or sooner if the Compliance Officer deems it appropriate).

The process for renewal of due diligence is less onerous than initial due diligence because the Counterparty is known to the Company due to its ongoing relationship already. The Counterparty must complete *Form A-8: Due Diligence Form for Counterparty Renewal*. The Compliance Officer must again complete the Internal Form and arrange for the appropriate

screening to occur. The Compliance Officer will decide whether to approve the continued retention via the Internal Form.

If the Compliance Officer determines that the Company should discontinue its relationship with the Counterparty, that Counterparty shall be added to a **Counterparty blacklist**.

The Company may decide to request certification of compliance obligations.

3. Retrospective Due Diligence

Following implementation of the Handbook, the Company will conduct retrospective due diligence on Counterparties who have already been engaged.

V. Fraud, Money Laundering and Terrorist Financing

1. Introduction

It is the Company's policy to comply with all applicable laws and regulations designed to guard against fraud, money laundering and terrorist financing in all countries where the Company does business.

2. Definitions

2.1 Fraud

Fraud – is the acquisition of another's property or the right to another's property by deception or abuse of trust. Fraud is dishonest conduct in order to gain an advantage (which is usually financial). It may involve intentionally presenting misleading or false facts, concealing a true position, or abusing a position. Fraud encompasses a variety of conduct, including but not limited to:

- False invoices or reimbursement requests;
- Computer scams requesting Company login details or the transfer of Company funds;
- Advance payments for goods or services that do not materialize;
- Unauthorized financial transactions;
- Deliberate actions leading to the loss of eligible revenue to the Company, a customer, or a partner;
- Expenses incurred or procurement made with intent to secure a personal benefit for Company Personnel;
- False accounting, including through deceptive financial reporting or intentional misrepresentation in financial reports; and
- Abusing your position as a company employee to use non-public Company information for personal gain or making such information available to third parties without authorization.

2.2 Money Laundering and Terrorist Financing

Money laundering is a criminally punishable socially dangerous act, which includes the giving of a legal form to the origin of property (money or other property) by transferring, converting or exchanging it, as well as concealing or disguising the true nature, source, location, the transfer of original rights in respect of money or other property or its ownership, if money or other property is obtained as a result of a criminal activities. In another words, money laundering is the practice of concealing or disguising the origins of proceeds derived from criminal activity by creating the appearance that the proceeds are derived from a legitimate source. The underlying criminal activity can include a wide range of crimes, such as drug trafficking, fraud, bribery or organized crime. In some jurisdictions, it can also include tax evasion, export control offences or regulatory crimes.

If successful, money laundering sustains a variety of criminal or terrorist activities by allowing criminals to maintain control over and use of their illicit funds, often to finance additional criminal activity, and to prevent their illegal activities from being detected. Various jurisdictions have enacted anti-money laundering ("AML") laws directed at preventing the

use of the financial system for money laundering, terrorist financing, and other financial crimes.

Terrorist financing is often linked to money laundering in legislation and regulation. Whereas AML laws are generally intended to combat efforts to obscure the origin of illicit funds, the focus of terrorist financing laws is on the activities for which the funds are used.

Company Personnel must ensure that the Company does not derive funds from any criminal activity or related to any criminal source.

The broad scope of the laws and regulations in place prohibiting money laundering and terrorist financing means that lawfully operating companies may inadvertently interact with third parties seeking to launder the proceeds of criminal activity. For example, criminals may seek to involve the Company at any stage in the process, by using illegal funds to purchase goods and services. Potential "red flags" for possible money laundering include:

- Placing a large order or significantly overpaying an invoice and then requesting a refund; or
- Requesting that funds be transferred to a third party, such as an unrelated party, or to a jurisdiction other than the one in which the party is located, particularly if located in one of the jurisdictions referred to within Appendix B-2.

3. Prohibition Against Engaging in Fraud, Money Laundering, and Terrorist Financing

Engaging in transactions or activities that you know or suspect to constitute fraud, money laundering, or terrorist financing is strictly prohibited. In particular, all payments to and from third parties should be reviewed to ensure that the correct amounts have been transmitted from/to the correct entity or individual and the correct bank account. Any concerns must be raised with the Compliance Officer.

4. Reporting Concerns

The Company does not tolerate incidents of fraud or financial impropriety committed or attempted by Company Personnel. Company Personnel must report suspicions or knowledge of fraud, money laundering or terrorist financing to the Compliance Officer, whether the conduct is being committed by Company Personnel or not. Any reports of such incidents will be investigated promptly.

After making a report, Company Personnel should take no further action (such as paying a questionable invoice, filling a suspicious order, etc.) without further instruction. The Compliance Officer will review the matter, including the question of whether to report to the relevant authorities and decide on the appropriate next steps.

If, upon further review of a suspicious transaction, the Compliance Officer determines that the transaction is designed to involve use of the Company to facilitate fraud, money laundering, terrorist financing or another illegal activity, the Company will withdraw from or terminate such transaction, as appropriate. The Compliance Officer will decide whether a report should be made to the relevant authorities, and decide on the appropriate next steps.

VI. Conflicts of Interest

1. Introduction

All decisions and actions must be taken to further the Company's legitimate business interests and shall not be used as a means to further personal or private interests. A conflict of interest exists if actions taken by any Company Personnel are, or may appear to be, directly or indirectly influenced by personal considerations or for actual or potential personal benefit or gain.

2. Conflicts of Interest

Company Personnel must separate his or her private interests from those of the Company. In no circumstances shall personal relationships or interests be factors in decisions taken on behalf of the Company. Potential conflicts of interest can occur when Company Personnel:

- Grant employment, benefits or promotions within the Company;
- Advise or give recommendations to other parties;
- Award a contract to a Counterparty - this includes occasions when an immediate family member (i.e. a parent, spouse, significant other, child, or sibling) of Company Personnel has a direct or indirect interest in a Counterparty or a; or
- Take on employment outside of the Company.

Checks will be conducted during the due diligence process conducted on counterparties in order to identify potential Conflicts of interest. To assist in those checks, the Company maintains the Related Party List.

2.1 Reporting Requirement

Company Personnel must immediately communicate any real or potential conflict of interest of which they are aware (including any transaction or relationship that could be reasonably expected to give rise to such a conflict) to their supervisor, the legal department, or the Compliance Officer.

For the avoidance of doubt, this includes any direct or indirect interest in a Counterparty or other dealer of vehicles manufactured by the Company, or any interest an immediate family member (i.e. a parent, spouse, significant other, child, or sibling) has in a Counterparty or other dealer of vehicles manufactured by the Company. Supervisors shall immediately consult the Compliance Officer in the event of any irregularities within their areas of responsibility, or Head of Internal Audit in case of concerns regarding the Compliance Officer.

2.2 Employment of Relatives

Employment decisions may not be influenced by personal interests. Any family relationship, even indirect or not blood-related, must be disclosed in advance of any potential engagement, contract or hiring process.

2.3 Outside Employment

If Company Personnel wish to take on employment outside of the Company by pluralism (work mix) they must inform their supervisor or the Compliance Officer. The ultimate decision regarding outside employment is with the Chief Compliance Officer.

VII. Reporting Violations and Monitoring

1. Introduction

All Company Personnel must immediately report any violations of the Code or this Handbook to the Compliance Officer, or if there are concerns about the Compliance Officer, these can be reported to Internal Audit.

The failure to report known or suspected wrongdoing of which a person has knowledge could, by itself, subject Company Personnel to disciplinary action, including termination of employment with the Company. A person is deemed to "know" about wrongdoing if he or she is aware of a high probability of its existence. Company Personnel must not turn a "blind eye" to wrongdoing.

The Compliance Officer can be contacted via telephone on [+998711407670] and via email by [compliance@uzavtosanoat.uz]. We also have an anonymous whistleblower hotline [+998711407670]. Alternatively, a letter can be sent to the Compliance Officer at address [13, Amir Temur Ave, Mirabad district, Tashkent City, 100047].

If you have concerns about the Compliance Officer, you should report these to Internal Audit.

2. Whistleblower Hotline

Company Personnel may call the "Whistleblower Hotline" [+998711407670], referenced above, to report information anonymously. Company Personnel providing information through the "Whistleblower Hotline" are not required to provide identifying information and, to the extent that reports contain identifying information or the reporter's identity is later revealed, information communicated via the "Whistleblower Hotline" is subject to the Company's confidentiality and non-retaliation policies, as stated below.

Company Personnel can also send an anonymous letter to the Compliance Officer at address [13, Amir Temur Ave, Mirabad district, Tashkent City, 100047].

3. Confidentiality

Information about possible violations of law or the Code and this Handbook or any other standard or local act that is provided in good faith, either through the "Whistleblower Hotline" or directly to the Compliance Officer, will be treated as confidential. Reports will be shared with other authorized individuals at the Company only on a need-to-know basis. Abuse of the reporting system to denigrate Company Personnel will not be tolerated.

4. Anti-Retaliation

Company Personnel shall not be in any way disadvantaged solely because they, acting in good faith, has reported a possible violation of law, the Code, this Handbook or any other standard or local act. Failure to comply with this anti-retaliation policy may result in disciplinary action, including termination of employment.

Where the reporting employee himself/herself is involved in such violation, the Company, in determining any action to be taken against that employee, shall consider whether or not the report and any timely assistance given in investigating the possible violation has resulted in damage to the Company being averted.

5. Monitoring

All supervisors are required to monitor for adherence to the Company's compliance program. Identified violations or information regarding violations received from Company Personnel shall be reported immediately to the Compliance Officer. In addition, the Company will monitor compliance with policies and procedures through various methods, including employee interviews, examination of documents and inspection of Company locations. The Compliance Officer, if necessary with the involvement of other departmens of the Company will also conduct compliance-specific audits and risk assessments, as well as other internal reviews, including, if necessary, internal investigations of allegations of misconduct.

VIII. Investigations and Remediation

1. Introduction

The Company is committed to conducting its business lawfully, ethically and with integrity, and expects everyone working for or representing the Company to act accordingly. As part of this commitment, the Company seeks to prevent all forms of misconduct that may arise in relation to its business. If it appears that misconduct may have occurred, the Company will take appropriate investigative steps and remedial action as warranted.

Company Personnel who have questions about these topics should contact their supervisor or the Compliance Officer.

2. Determining Whether an Investigation Is Required

The Compliance Officer will review all reports of actual or suspected misconduct and conduct an initial evaluation to determine whether an investigation into the misconduct is required. The Compliance Officer will periodically distribute summaries of reports received regarding actual or suspected misconduct to the Chairman of the Board of the Company. Reports of potentially serious misconduct such as serious or repeated breaches of applicable laws or the Code and this Handbook, conduct that is potentially criminal, or conduct that may expose the Company to significant risk, liability, or loss shall be promptly escalated to the Chairman of the Board of the Company.

Reports made in good faith regarding potentially serious misconduct shall be investigated.

3. Conducting an Investigation

Investigations shall be overseen by the Compliance Officer, who shall periodically update the Chairman of the Board of the Company as to the status and findings of any ongoing investigations.

The Compliance Officer may either lead an investigation or may appoint an appropriate person to be responsible for leading the investigation (the “Lead Investigator”). For each investigation, the Compliance Officer or the Lead Investigator shall prepare an investigation plan. The investigation must be conducted in accordance with the investigation plan, which may be amended from time to time.

If a Lead Investigator is appointed, the Lead Investigator must have the investigation plan approved by the Compliance Officer and must send periodic draft investigation reports to the Compliance Officer. All aspects of the reports and the investigation will be kept confidential, except as required to conduct the investigation or carry out appropriate remedial action, or as required by any applicable law.

Once the investigation has been completed, the Compliance Officer will consult with the Legal Department and any other relevant departments at the Company, including the management of the Company, regarding the findings and recommendations as necessary and will decide on actions to be taken. The Lead Investigator or the Compliance Officer will prepare a plan to implement any actions necessary to remediate the investigation findings and will lead the implementation of the remedial plan. If a Lead Investigator takes on this role, the plan must also be approved and overseen by the Compliance Officer.

Any relevant evidence, documents, or other materials retained over the course of an investigation must be kept in an investigation file.

4. Cooperation with an Investigation

Company Personnel shall, consistent with applicable law, cooperate fully and truthfully with any investigation. Such cooperation may include providing the investigation team with copies of (or access to) documents and data, answering questions from the investigation team and / or providing information during an interview. Failure to cooperate with an investigation will constitute a breach of the Handbook, and may result in disciplinary action.

Company Personnel who are aware of a report or investigation and who are not part of the team responsible for the report or investigation must not engage in the following conduct, unless specifically authorized or requested to do so by the Lead Investigator or Compliance Officer:

- attempt to personally conduct an investigation or interview regarding the facts in question;
- contact any individual(s) under suspicion; or
- discuss the report, the identity of the person making the report, the facts, the investigation.

Managers, supervisors, and other senior Company Personnel who receive a report pursuant to the Whistleblowing section of this Handbook shall coordinate with the Compliance Officer to determine the appropriate way to handle the report.

Appendix A: Compliance Forms

Form A-1: Certification of Compliance

The above principles must always form an active part of corporate culture. Each director, officer, and employee of Joint Stock Company "Uzavtosanoat" (the "Company") will, upon receipt of the Compliance Policy Code (the "Code") and the Compliance Handbook (the "Handbook"), and annually thereafter, certify that they have received and reviewed the Code and the Handbook, that they have received training, and that they have complied with the Code and the Handbook, as follows:

Name: _____

Company: _____

Department: _____

Position: _____

I hereby attest and confirm that:

(1) I have received and reviewed the Code and the Handbook.

(2) I have completed annual compliance training.

(3) I will comply with the Code and the Handbook and all applicable laws and regulations, and will encourage compliance with and implementation of the same in my area of authority.

(4) I have not participated in any action that violates the Code, the Handbook, or applicable laws or regulations relating to my employment with the Company.

(5) I am not aware of (or have already reported) any violation or potential violation of the Code, the Handbook, or applicable laws or regulations by any Company director, officer, or employee.

(6) I have not, nor have I attempted to, directly or indirectly, offer, promise, give or authorize, to a Public Official (as defined in the Handbook), a bribe, or anything of value, for the purpose of influencing or inducing that Public Official to use his or her influence or office to assist the Company in obtaining or retaining business for the Company or an advantage in the conduct of business for the Company.

(7) I have not, nor have I attempted to, directly or indirectly, offer, promise, give or authorize to a private person, for the purpose of inducing such private person to perform improperly any activity connected with a business, or their employment, or performed on behalf of a corporate body or another body of persons.

(8) I have not, nor have I attempted to, solicit, request, receive, or accept a bribe, or anything of value that would induce, reward, or appear to induce or reward me regarding the improper performance of any function connected with my employment by the Company.

(9) I have not engaged – directly or indirectly – in money laundering, terrorist activity, or terrorism-financing related activities.

(10) I have not engaged in transactions with parties subject to economic sanctions or embargos.

(11) I have not engaged in any transaction involving trans-shipment of goods to or from the Company via a sanctioned country or territory, including Cuba, Iran, Syria, North Korea and Crimea.

(12) I do not have any direct or indirect interest in any counterparty of the Company, or any affiliate of the Company, including dealers and distributors, with the exception of the companies listed below:

_____
_____
_____
_____

(13) None of my immediate family members (i.e., a parent, spouse, significant other, child, or sibling) has a direct or indirect interest in any counterparty of the Company or any affiliate of the Company, including dealers and distributors of vehicles manufactured by the Company, with the exception of the companies listed below:

_____
_____
_____
_____

(14) I consent to allowing the Company, or any firm acting on its behalf, to image, process and review any computer or telephone assets, devices or subscriber identification module card issued by the Company (including but not limited to any laptop computer, desktop and mobile device) in order to investigate any suspected compliance violations which may arise from time to time, including but not limited to fraud, anti-corruption, money laundering, economic sanctions and conflicts of interest.

_____ _____

(Signature) (Name)

_____

(date)

Form A-2: Charitable Donations and Sponsorship Request Form

Requestor: _____
Name Position and Entity

Recipient information:

Name: _____

Country**:** _____

Is the proposed recipient a Public Official[1] or affiliated with any Public Officials?

☐ Yes ☐ No

If "yes," please provide details: _____

_____

Has the Company granted any donations or sponsorships to the recipient in the past?

☐ Yes ☐ No

If "yes," please provide details: _____

_____

Purpose of Donation/Sponsorship:

_____

_____

_____

Nature and value of Donation/Sponsorship:

_____

Is there a business reason for proposed donation/sponsorship? If so, please explain.

---

[1] "**Public Official**" includes: (i) any officer or employee of a governmental authority, whether elected or appointed, acting in an official capacity for or on behalf of a national, state, local, or municipal government, including but not limited to its legislature, executive departments, agencies, judiciary, instrumentalities, and government or state-owned or state-controlled entities; (ii) any person, whether elected or appointed, acting in an official capacity for or on behalf of any national, state, local, or municipal government, government entity, or public international organization (e.g., an official advisor to the government); (iii) an officer or employee of an international organization (e.g., the World Bank or United Nations); (iv) any political party, party official, or candidate for political office; (v) any officer or employee of a government-owned or government-controlled company/committee/public organization, regardless of the officer's or employee's rank or title; (vi) anybody hired to review or accept bids for a government agency; and (vii) other immediate family members of any of the persons listed above i.e. a parent, spouse, significant other, child, or sibling.

Completed by:

Printed Name	Department and Entity
Signature	Title/Position
Date	

For the Compliance Officer's Use:

Approved? Yes / No	
Reason for approval	
Signature of Compliance Officer	
Date	

Form A-3: Grant of Gifts, Hospitality, Entertainment and Travel

Requestor:

_____

Name Position and Entity

Proposed Recipient:

Name of Entity: _____

Country of Entity: _____

Recipient(s) Name(s), including position/relationship to entity:

1. _____
   Name Position/Relationship to Entity
2. _____
   Name Position/Relationship to Entity
3. _____
   Name Position/Relationship to Entity

Are any of the recipients Public Officials[1]?

☐ Yes ☐ No

If "yes," please provide details:

_____

_____

Was a gift, hospitality, entertainment or travel granted to the recipient in the last 12 months?

☐ Yes ☐ No

If "yes," please provide details:

_____

_____

_____

_____

[1] "**Public Official**" includes: (i) any officer or employee of a governmental authority, whether elected or appointed, acting in an official capacity for or on behalf of a national, state, local, or municipal government, including but not limited to its legislature, executive departments, agencies, judiciary, instrumentalities, and government or state-owned or state-controlled entities; (ii) any person, whether elected or appointed, acting in an official capacity for or on behalf of any national, state, local, or municipal government, government entity, or public international organization (e.g., an official advisor to the government); (iii) an officer or employee of an international organization (e.g., the World Bank or United Nations); (iv) any political party, party official, or candidate for political office; (v) any officer or employee of a government-owned or government-controlled company/committee/public organization, regardless of the officer's or employee's rank or title; (vi) anybody hired to review or accept bids for a government agency; and (vii) other immediate family members of any of the persons listed above i.e. a parent, spouse, significant other, child, or sibling.

Provide a description and approximate value, per person, of any and all of the following being requested:

Gift:

Value per person:

_____

Description:

_____

Hospitality or Entertainment:

Value per person:

_____

Description:

_____

Location (if hospitality):

_____

Date (if hospitality):

_____

Travel:

Value per person:

_____

Description:

_____

To/From:

_____

Date(s):

_____

Other:

Value per person:

_____

Description:

_____

Are there any reasonably available alternatives that are less expensive that could be used?

☐ Yes ☐ No

If “yes,” please identify the alternative, the approximate value per person, and why it is not a viable option here:

_____

_____

_____

Business purpose for gift, hospitality, entertainment or travel:

_____

_____

_____

Completed by:

_____ _____
Printed Name Department and Entity

_____ _____
Signature Title/Position

_____
Date

For the Compliance Officer’s Use:

Approved? Yes / No	
Reason for approval	
Signature of Compliance Officer	
Date	

Form A-4: Receipt of Gifts, Hospitality, Entertainment and Travel

Recipient:

_____

Name Position and Entity

Entity and Representative Providing Gift, Hospitality, Entertainment or Travel:

Name of entity:

_____

Name of representative:

_____

Job title or role of representative:

_____

Is the person providing the gift, hospitality, entertainment or travel a Public Official[1] (or providing it on behalf of a Public Official)?

☐ Yes ☐ No

If "yes," please provide details:

_____

_____

Details of Gift, Hospitality, Entertainment or Travel to be provided, including monetary value:

_____

_____

_____

Relationship of Recipient to Entity Providing Gift, Hospitality, Entertainment or Travel:

_____

_____

_____

[1] "**Public Official**" includes: (i) any officer or employee of a governmental authority, whether elected or appointed, acting in an official capacity for or on behalf of a national, state, local, or municipal government, including but not limited to its legislature, executive departments, agencies, judiciary, instrumentalities, and government or state-owned or state-controlled entities; (ii) any person, whether elected or appointed, acting in an official capacity for or on behalf of any national, state, local, or municipal government, government entity, or public international organization (e.g., an official advisor to the government); (iii) an officer or employee of an international organization (e.g., the World Bank or United Nations); (iv) any political party, party official, or candidate for political office; (v) any officer or employee of a government-owned or government-controlled company, regardless of the officer's or employee's rank or title; (vi) uncompensated honorary officials who have influence in the award of business; (vii) members of royal families; (viii) anybody hired to review or accept bids for a government agency; and (ix) other immediate family members of any of the persons listed above i.e. a parent, spouse, significant other, child, or sibling.

Business purpose for gift, hospitality, entertainment or travel:

_____

_____

_____

Has Recipient received any gift, hospitality, entertainment or travel from the providing entity previously?
☐ Yes ☐ No

If "yes," please list and describe the previous gifts, including (a) date of receipt, (b) nature of the gift, and (c) approximate value of the gift.

_____

_____

_____

Has Recipient received any other gift, hospitality, entertainment or travel requiring approval within the past 12 months?
☐ Yes ☐ No

If "yes," please list and describe the previous gifts, including (a) date of receipt, (b) identity of entity providing the gift, (c) nature of the gift, and (d) approximate value of the gift.

_____

_____

_____

Has the gift, hospitality, entertainment or travel already been received?
☐ Yes ☐ No

If "yes," please explain why pre-approval was not sought?

_____

_____

_____

Completed by:

_____ _____
Printed Name Department and Entity

_____ _____
Signature Title/Position

_____
Date

For the Compliance Officer's Use:

Approved? Yes / No	
Reason for approval	
Signature of Compliance Officer	
Date	

Form A-5 Log for Gifts, Hospitality, Entertainment, and Travel

Gifts, Business Entertainment and Hospitality (Including Travel) Register Year:_____

Personnel Name	Personnel Title / Role	Was the Received or Given?	Date Received or Given	Name of External Person Receiving or Giving	Company of External Person Receiving or Giving	External Person's Job Title or Role Receiving or Giving	Description of Gift, Entertainment or Hospitality	Value in [UZS or USD] of Gift, Entertainment or Hospitality	Received or Given by a Public Official? If *"Yes"*, include details of why that person is a Public Official in comment column.	Comment

Form A-6: Due Diligence Form for Prospective Counterparties

Joint Stock Company Uzavtosanoat (the "Company") take compliance with anti-corruption, anti-money laundering and economic sanctions laws very seriously and require prospective counterparties to provide certain information prior to entering into any agreement, in order to ensure compliance with the Company's Compliance Policy Code and its Compliance Handbook.

Please complete this questionnaire as fully and accurately as possible. If a question is not applicable, or if you do not know or cannot provide the answer, please so indicate in your response along with a short explanation. Incomplete or vague responses may require follow-up and will delay the review process. The Company may make further inquiries and/or request additional information if necessary. If any of your answers change, you are required to notify the Company immediately.

---

1. Please complete the following general information section:

Full legal name	
Tax identification number (TIN)	
Previous names used (including "trading as" names)	
Trademarks	
Postal address	
De facto address	
Countr(y)(ies) where you provide services	
Country of incorporation (if a corporate) or citizenship (if an individual)	
Date of incorporation (if a corporate) or date of birth (if an individual)	
Telephone number, email address and website	
Full bank account information (name on account, bank, address, account number, sort code and any other relevant details)	
Main line(s) of business (according to the charter/patent and other), including companies you represent or products you distribute, OKED	
Years in this/these line(s) of business	
Number of employees, if any	
Briefly describe your experience and qualifications for the proposed engagement, and any previous engagement by the Company	
Approximately what percentage of your business is or will be devoted to the Company?	

Guidance: If the prospective counterparty is a corporate entity, please answer questions 2 to 8 and then proceed to question 13. If the prospective counterparty is an individual, please answer questions 9 to 12, then proceed to question 13.

Prospective Counterparties who are Corporate Entities

2. As a prospective counterparty: a) are your shares or the shares of your majority-owner listed on a regulated market in the U.K. or U.S.; or b) are you a 'big four' accountancy firm; or c) a law firm that will provide purely legal services?
   ☐ Yes ☐ No

   If "yes", please provide details (including where applicable the names of the majority-owner and the relevant exchanges):

   _____

3. If you answered "no" to question 2, please provide:

   a. Your charter, incorporation, foundation or registration certificate.

      ☐Attached

   b. Details of your shareholders or members, your ultimate beneficial owner(s), and the % shareholdings or voting rights (including a structure chart if your ultimate beneficial owners are not direct shareholders). An ultimate beneficial owner is any individual who ultimately owns or controls (directly or indirectly), more than 25% of your shares or voting rights.

      ☐Attached ☐Not attached

   c. A copy of a valid passport or other official photographic ID of your General Director/CEO/President/Managing Partner or any other person who will sign a contract with the Company on your behalf.

      ☐Attached

4. Please identify, for the period of the last three years, the principal officers of the prospective counterparty, including (a) the General Director/CEO/President/Managing Partner and if applicable: (b) the Chief Financial Officer; (c) the Chief Accountant; (d) the Chief Compliance Officer; and (e) the members of the board of directors or equivalent.

Role	Name	Nationality

5. Have any of your directors, officers, members, shareholder(s) or ultimate beneficial owner(s) (or any immediate family members of such individuals i.e. parent, spouse, significant other, child, or sibling) ever been employed by Joint Stock Company Uzavtosanoat?
   ☐Yes ☐No

If “yes”, please give details:

_____

_____

6. Are you or any of your directors, officers, members, employees, shareholders or ultimate beneficial owners the subject of (or acting on behalf of those subject to) any economic sanctions?
   ☐Yes ☐No
   If “yes”, please give details:

   _____

7. Is your registered office address different from your postal address:
   ☐Yes ☐No
   If “yes”, please give details of the registered address:

   _____

   _____

Prospective Counterparties who are Individuals

8. Please provide the names of any companies in which you own more than 10% of the shares, capital, profits or voting rights and your relationship with that company:

   _____

   _____

9. Please provide a copy of a valid passport or other official photographic ID and a proof of address in the form of a utility bill dated within the last three months.

   ☐Attached

10. Have you or any of your immediate family members (i.e. parent, spouse, significant other, child, or sibling) ever been employed by Joint Stock Company Uzavtosanoat?

    ☐Yes ☐No

    If “yes”, please give details:

    _____

    _____

11. Are you (or any of your employees) the subject of (or acting on behalf of those subject to) any economic sanctions?
    ☐Yes ☐No

    If “yes”, please give details:

    _____

Commercial References

12. Please give at least three business references, including for each: (i) name of relevant business; (ii) the address; and (iii) the primary contact at that business:

	Name of Business	Address	Primary Contact
Reference 1			
Reference 2			
Reference 3			

Compliance with Law

Guidance: The answers to all sections below should relate to you (whether a company/organization or an individual conducting business independently) and each company in your group of companies, if any.

13. In the last 10 years, have you or any of your officers, directors, members, shareholders or ultimate beneficial owners (as applicable) been: (1) the subject of any allegation, investigation or enforcement action concerning fraud, bribery or corruption, money laundering, economic sanctions, export controls or other conduct relating to your business practices; or (2) suspended from doing business for any reason?
    ☐Yes ☐No
    If "yes," please explain, giving details of action and outcome and attaching relevant documents:
    _____
    _____

14. Are you aware of any actual or potential violation by you, any of your officers, directors, employees, members, shareholders or ultimate beneficial owners (as applicable) of any law or regulation concerning fraud, bribery or corruption, money laundering, economic sanctions, export controls or other conduct relating to your business practices?

    ☐Yes ☐No
    If "yes," please explain (referring to and providing copies of any relevant reports made via any whistleblowing hotline you maintain):
    _____
    _____

15. Do you comply with all applicable laws relating to: (1) bribery and corruption; and (2) economic sanctions and export controls in your jurisdiction of residence or incorporation and in all other countries in which you do business?
    ☐Yes ☐No

    If "no," please explain.
    _____
    _____

16. Do you have:
    a. a written code of business conduct, ethics, or similar policy?
       ☐Yes ☐No
    b. an anti-bribery and corruption policy or program?
       ☐Yes ☐No
    c. policies regarding import or export controls and international boycotts or economic sanctions?
       ☐Yes ☐No

    If "yes," please attach.

17. Have you received (or do you provide to your directors, officers and employees) training regarding:
    a. anti-corruption laws?
       ☐Yes ☐No
    b. economic sanctions and export controls?
       ☐Yes ☐No

    If "yes," please describe the training program(s).

    _____
    _____

18. Will any of the goods or services you provide to the Company originate in or be shipped via or to Crimea, Cuba, Iran, Syria, and North Korea?
    ☐Yes ☐No
    If "yes," please provide details.

    _____
    _____

Government Relationships

Guidance: For the purposes of this section, "Public Official" should be construed widely and to include:

- *Any officer or employee of a governmental authority, whether elected or appointed, acting in an official capacity for or on behalf of a national, state, local, or municipal government, including but not limited to its legislature, executive departments, agencies, judiciary, instrumentalities, and government or state-owned or state-controlled entities;*
- *Any person, whether elected or appointed, acting in an official capacity for or on behalf of any national, state, local, or municipal government, government entity, or public international organization (e.g., an official advisor to the government);*
- *An officer or employee of an international organization (e.g., the World Bank or United Nations);*
- *Any political party, party official, or candidate for political office;*
- *Officer or employee of a government-owned or government-controlled company/committee/public organization, regardless of the officer's or employee's rank or title;*
- *Anybody hired to review or accept bids for a government agency; and*
- *Spouses and other immediate family members of any of the persons listed above. An immediate family member is a parent, spouse, significant other, child, or sibling.*

19. Are you, or any persons identified in response to any question above (and any immediate family members thereof):

    a. Current or former Public Officials (including immediate family members as detailed above)
    ☐Yes ☐No

    b. In a position (formally or informally, directly or indirectly) to exercise influence over the purchasing decisions of any Public Official?
    ☐Yes ☐No

    If the answer to any of the above is "yes," please provide details, including the name of the relevant individual, and the full name of the government body, company, or party position and a description of the individual's official responsibilities:

    _____
    _____

20. Have any payments, or anything of value (however small) been made, authorized, promised or offered by you or on your behalf, directly or indirectly, to any Public Official with the purpose of directly or indirectly:

    a. Obtaining or retaining business
    ☐Yes ☐No

    b. Expediting or securing the performance of a routine governmental action by such Public Official (e.g., processing any application for a permit or license)
    ☐Yes ☐No

    c. Obtaining approvals or licenses, or any favorable regulatory action including with respect to environmental, tax and/or customs matters?
    ☐Yes ☐No

    If the answer to any of the above is "yes," please provide details.

    _____
    _____

21. Have you or any third party acting on your behalf made any contributions to any political party, or to any Public Official, or their election campaigns, or to any charity associated with a Public Official or at the direction of a Public Official?
    ☐Yes ☐No
    If the answer is "yes," please provide details and the reason(s) for contribution(s).

    _____
    _____

22. As a prospective counterparty, would you (including via any directors, officers, employee or affiliates) interact with any Public Officials on behalf of the Company?
    ☐Yes ☐No
    If "yes," please describe the nature of the contact.

    _____
    _____

Use of Subcontractors or Subagents

23. Do you intend to use any subcontractors or subagents, including dealers or any logistics company in relation to work performed for, or products supplied by, the Company?
☐Yes ☐No

If "yes," please provide the following information regarding the subcontractor(s) or subagent(s):

- Name, address, and place of registry (if a corporate entity) or citizenship (if an individual);
- A full description of the work that will be performed;
- Ownership structure if a corporate entity i.e. % shareholdings or voting rights and details of any ultimate beneficial owner, as defined earlier in this questionnaire;
- Whether the subcontractors or subagents have any relationships with Public Officials;
- The extent of related due diligence you performed on the subcontractors or subagents; and
- Full details of any relationship the subcontractors or subagents have with Joint Stock Company Uzavtosanoat or any director, officer or employee of these companies.

_____
_____
_____
_____
_____
_____
_____
_____

Confirmation statement on behalf of prospective counterparty: I confirm that the responses contained in this questionnaire are true, complete and accurate.

_____ _____
Printed Name Name of Relevant Entity

_____ _____
Signature Title/Position

_____
Date

For the Compliance Officer's Use:

Approved? Yes / No	
Reason for approval	
Signature of Compliance Officer	
Date	

Form A-7: Internal Form for Prospective Counterparties

Joint Stock Company Uzavtosanoat (the "Company") may contract with a prospective counterparty, whether an entity or an individual, to supply goods or services to the Company, or to distribute or sell goods manufactured by the Company.

When such a contractual relationship is being considered by the Company, the prospective counterparty will complete a standard form due diligence questionnaire. The Compliance Officer or their delegate will then complete this form. This internal form and the external due diligence questionnaire will then be reviewed by the Compliance Officer and approved at his discretion.

1. Full legal name of prospective counterparty:
   _____

2. Does the payment structure include any commission, finders, or referral fees?
   ☐ Yes ☐ No
   If "yes":

   a. Please provide details:
   _____
   _____

   b. Has the Compliance Officer provided written approval that such a payment can be made?
   ☐ Yes ☐ No

3. Has the prospective counterparty and any officer, director, shareholder, member or ultimate beneficial owner identified in the external due diligence questionnaire been subject to allegations, investigations or proceedings regarding criminal conduct based on research you have conducted via online searches by reference to the name of the prospective counterparty and the words "bribe," "fraud," "corruption," "investigation," "investigated," "convicted," "conviction," "criminal" and "crime"?
   ☐ Yes ☐ No
   If the answer is "yes," please provide any details known to you in this regard:
   _____
   _____
   _____
   _____

4. The term "red flag" means any activity or incident which raises a concern of inappropriate behavior; examples of potential "red flags" are detailed in the Compliance Handbook. Have any "red flags" or suspicious findings been identified regarding the prospective counterparty?
   ☐ Yes ☐ No
   If the answer is "yes," please detail these red flags here:
   _____
   _____
   _____
   _____

5. Have you sanctions screened the prospective counterparty and any director, officer, shareholder, member, ultimate beneficial owner or person associated with the prospective counterparty (including subcontractors or subagents) identified within the external due diligence form?
   ☐ Yes ☐ No

   If "yes", please confirm the results:
   ☐ Possible Match(es) ☐ No match(es)

   If there was a possible match, or matches, please provide details:
   _____
   _____

6. Have you screened the prospective counterparty or any director, officer, shareholder, member, ultimate beneficial owner or person associated with the prospective counterparty (including regarding subcontractors or subagents) which were identified within the external due diligence form against the Related Party List?
   ☐ Yes ☐ No

   If "yes", please confirm the results:
   ☐ Match(es) ☐ No match(es)

   If there was a match (or a possible match regarding a family member) please provide details setting out how you have satisfied yourself there is no relationship between the prospective counterparty and any employee:
   _____
   _____

Completed by:

_____ _____
Printed Name Title/Position

_____ _____
Signature Date

For the Compliance Officer's Use:

Approved? Yes / No	
Reason for approval	
Signature of Compliance Officer	
Date	

Form A-8: Due Diligence Form for Counterparty Renewal

Joint Stock Company Uzavtosanoat (the "Company") take compliance with applicable anti-corruption, anti-money laundering and economic sanctions laws very seriously and require counterparties to provide certain updated information for the Company's review as part of any continuing relationship.

Please complete this questionnaire as fully and accurately as possible. The form refers to the answers you gave to the previous due diligence form you submitted. If you do not have a copy of this form, please let us know.

If a question is not applicable, or if you do not know or cannot provide the answer, please so indicate in your response along with a short explanation. Incomplete or vague responses may require follow-up and will delay the review process. The Company may make further inquiries and/or request additional information if necessary. If any of your answers change, you are required to notify the Company immediately.

---

1. Please complete the following:

Full legal name	
Tax identification number (TIN)	
Previous names used	
Trademarks	
Country(ies) in which you provide services	
Main line(s) of business, including companies you represent or products you distribute, OKED	
Years in this/these line(s) of business	
Number of employees, if any	
Approximately what percentage of your business is or will be devoted to the Company?	

Guidance: If the counterparty seeking renewal is a corporate entity, please answer questions 2 to 5 and then proceed to question 8. If the counterparty seeking renewal is an individual, please answer questions 6 to 7, then proceed to question 8.

Counterparties who are Corporate Entities

2. As a counterparty: a) are your shares or the shares of your majority-owner listed on a regulated market in the U.K. or U.S.; or b) are you a 'big four' accountancy firm; or c) a law firm that will provide purely legal services?
☐ Yes ☐ No
If "yes", please provide details (including where applicable the names of the majority-owner and the relevant exchanges):

---

3. If you answered “no” to question 2, please provide:

   a. Details of your shareholders or members, your ultimate beneficial owner(s), and the % that shareholdings or voting rights have changed since the initial due diligence process. If your ultimate beneficial owners are not direct shareholders, please provide details (including a structure chart). An ultimate beneficial owner is any individual who ultimately owns or controls (directly or indirectly), more than 25% of your shares or voting rights.

      ☐Attached ☐Not attached

   b. A copy of a valid passport or other official photographic ID of your General Director/CEO/President/Managing Partner or any other person who will sign a contract (or contracts) with the Company

      ☐Attached

4. Please identify, for the period of the last three years, the principal officers of the prospective counterparty, including (a) the General Director/CEO/President/Managing Partner and if applicable: (b) the Chief Financial Officer; (c) the Chief Accountant; (d) the Chief Compliance Officer; and (e) the members of the board of directors or equivalent.

Role	Name	Nationality

5. Please provide your financial statements (audited, if available) for the past three (3) years
   ☐Attached

6. Have you, your directors, officers, members, shareholder(s) or ultimate beneficial owner(s) (or any immediate family members of such individuals i.e. parent, spouse, significant other, child, or sibling) ever been employed by Joint Stock Company UzAvtosanoat?
   ☐Yes ☐No
   If “yes”, please give details:
   _____
   _____

7. Are you or any of your directors, officers, members, employees, shareholders or ultimate beneficial owners the subject of (or acting on behalf of those subject to) any economic sanctions?
   ☐Yes ☐No
   If “yes”, please give details:
   _____

8. Is your registered office address different from your postal address?
   ☐Yes ☐No
   If “yes”, please give details of the registered address:
   _____

_____

Counterparties who are Individuals

9. Please provide the names of any companies in which you own more than 10% of the shares, capital, profits or voting rights and your relationship with that company:

_____
_____

10. Please provide a copy of valid passport or other official photographic ID and a proof of address in the form of a utility bill dated within the last three months.
☐Attached

11. Have you, or any of your immediate family members (i.e. parent, spouse, significant other, child, or sibling) ever been employed by Joint Stock Company Uzavtosanoat?
☐Yes ☐No

If "yes", please give details:

_____
_____

12. Are you (or any of your employees) the subject of (or acting on behalf of those subject to) any economic sanctions?
☐Yes ☐No

If "yes", please give details:

_____

Compliance with Law

13. Would the answers to the "Compliance with Law" section in your previously completed Due Diligence Form for Prospective Counterparties be different if you gave them today?
☐Yes ☐No
If "yes", please explain why:

_____
_____
_____
_____
_____
_____

Government Relationships

14. Would the answers to the "Government Relationships" section in your completed Due Diligence Form for Prospective Counterparties be different if you gave them today?
☐Yes ☐No
If "yes", please explain why:

_____
_____
_____

Use of Subcontractors or Subagents

15. Do you intend to use any subcontractors or subagents on work performed for the Company?
☐Yes ☐No

If "yes," please provide the following information regarding the subcontractor(s) or subagent(s) or confirm that the position remains the same as in your previously completed Due Diligence Form by writing "confirmed" in the below narrative section:

- Name, address, and place of registry (if a corporate entity) or citizenship (if an individual);
- A full description of the work that will be performed by the subcontractor, or subagent;
- Ownership structure if a corporate entity i.e. % shareholdings or voting rights and details of any ultimate beneficial owner, as defined earlier in this questionnaire;
- Whether the subcontractors or subagents have any relationships with Public Officials;
- The extent of related due diligence you performed on the subcontractors or subagents; and
- Full details of any relationship the subcontractors or subagents have with Joint Stock Company UzAvtosanoat or any director, officer or employee of these companies.

_____
_____
_____
_____
_____
_____
_____
_____
_____
_____
_____
_____
_____
_____

Confirmation statement on behalf of counterparty: I confirm that the responses contained in this questionnaire are true, complete and accurate.

_____ _____
Printed Name Name of Relevant Entity

_____ _____
Signature Title/Position

_____
Date

For the Compliance Officer's Use:

Approved? Yes / No	
Reason for approval	
Signature of Compliance Officer	
Date	

Appendix B: Compliance Resources

B-1: Sanctions Lists

The U.S. Office of Foreign Assets Control:

- SDN List: https://www.treasury.gov/resource-center/sanctions/SDN-List/Pages/default.aspx
- Other lists: https://www.treasury.gov/resource-center/sanctions/SDN-List/Pages/Other-OFAC-Sanctions-Lists.aspx

The U.S. Department of Commerce:

- Denied Persons List: https://www.bis.doc.gov/index.php/the-denied-persons-list
- Entity List: https://www.bis.doc.gov/index.php/policy-guidance/lists-of-parties-of-concern/entity-list
- Unverified List: https://www.bis.doc.gov/index.php/policy-guidance/lists-of-parties-of-concern/unverified-list

The U.S. Department of State:

- Debarred Parties Lists: https://www.pmddtc.state.gov/compliance/debar.html; https://www.pmddtc.state.gov/compliance/debar_admin.html
- Nonproliferation Sanctions List: https://www.state.gov/t/isn/c15231.htm

EU:

- Consolidated List of Persons, Groups and Entities Subject to EU Financial Sanctions: https://eeas.europa.eu/headquarters/headquarters-homepage/8442/consolidated-list-sanctions_en

UK:

- Consolidated List of Financial Sanctions Targets: https://www.gov.uk/government/publications/financial-sanctions-consolidated-list-of-targets

B-2: Potential "red flags" – jurisdictions of offshore zones

The following list of jurisdictions is based on the Uzbek Joint Decree on the approval of provision on procedure of monitoring over justification of currency operations performed by legal entities and individuals (*Registered MJ #2467 dated June 12, 2013)*.

1. Principality of Andorra.
2. Antigua and Barbuda.
3. The Commonwealth of the Bahamas.
4. Barbados.
5. The State of Bahrain.
6. Belize
7. State of Brunei Darussalam.
8. Republic of Vanuatu.
9. Territories dependent on the United Kingdom of Great Britain and Northern Ireland:
    a. Anguilla;
    b. Bermuda Islands;
    c. British Virgin Islands;
    d. Montserrat;
    e. Gibraltar;
    f. British Indian Ocean Territory (Chagos Archipelago);
    g. South Georgia and South Sandwich Islands;
    h. Turks and Caicos Islands;
    i. Cayman Islands.
10. Separate administrative units of the United Kingdom of Great Britain and Northern Ireland:
    a. British Channel Islands (Guernsey, Jersey, Sark);
    b. Isle of Man.
11. Grenada.
12. Republic of Djibouti.
13. Dominican Republic.
14. Ireland (Dublin, Shannon).
15. Republic of Cyprus.
16. The People's Republic of China:
    a. Xianggang (Hong Kong);
    b. Aomin (Macao).
17. Republic of Costa Rica.
18. Cook Islands (New Zealand).
19. Republic of Liberia.
20. Republic of Lebanon.
21. Principality of Liechtenstein.
22. Republic of Mauritius.
23. Malaysia (Island of Labuan).
24. Republic of Maldives.
25. Republic of Malta.
26. Republic of the Marshall Islands.
27. Republic of Nauru.
28. Netherlands Antilles.
29. Niue (New Zealand).
30. United Arab Emirates (Dubai).
31. Republic of Panama.
32. Republic of Portugal (Island of Madeira).
33. The Independent State of Samoa.

34. Republic of Seychelles.
35. Federation of Saint Kitts and Nevis.
36. Saint Lucia.
37. Saint Vincent and the Grenadines.
38. USA:
    a. Virgin Islands of USA;
    b. Commonwealth of Puerto Rico;
    c. Wyoming;
    d. Delaware.
39. Kingdom of Tonga.
40. Sovereign Democratic Republic of Fiji.
41. French Republic:
    a. Island of Kerguelen;
    b. French Polynesia.
42. Democratic Socialist Republic of Sri Lanka.
43. Jamaica.
44. Republic of Palau (Pacific Ocean).