

**BOARD OF DIRECTORS  
MEETING RESOLUTION**

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March 13, 2024

No. 06

Ulaanbaatar

The undersigned, being the all of the members of the Board of Directors of KHAN BANK JSC, a Mongolian public joint stock company (Registration number 2693321) (the “Bank”), hereby adopt the following resolution:

**WHEREAS:** Clause 76.1.2, Article 76 of the Company Law states that the Board of Directors shall have authority to hold a regular shareholders meeting;

**WHEREAS:** Clause 9.13.2, Article 9 of the Charter of the Bank states that the Board shall exercise the power to call an annual shareholders meeting; and

**WHEREAS:** In relation with 60.2 and 60.4 of the Article 60; 71.1 and 71.3 of the Article 71 of the Company Law, and the relevant regulation of the “Regulation to deliver notice of shareholders meeting of public companies”, approved by the Resolution No. 377 of the Financial Regulatory Commission dated December 14, 2018

NOW, THEREFORE, be it:

1. **RESOLVED** to call an annual shareholders meeting on April 23, 2024 at 14:00 PM (UB time) in a hybrid (both physical and online) form in the venue: KHAN Theatre, Seoul office, Seoul street – 25, 3<sup>rd</sup> khoroo, Sukhbaatar district, Ulaanbaatar, Mongolia.
2. **RESOLVED** to oblige Corporate Secretary to submit the notice of calling an annual shareholders meeting to the Bank of Mongolia, Financial Regulatory Commission and the Mongolian Stock Exchange by March 15, 2024.
3. **RESOLVED** to oblige Chief Executive Officer to publish the announcement of the extraordinary shareholders meeting on websites of the Mongolian Stock Exchange and the Bank, and through at least 2 daily newspaper and other public media channels by March 18, 2024 and repeat the announcement on April 02, 2024 to the public again using the same channels.
4. **RESOLVED** to oblige Corporate Secretary to submit the agenda, draft resolutions and other relevant documents of the annual shareholders meeting to the security brokerage company by March 23, 2024.
5. **RESOLVED** to set the registration date for the list of shareholders entitled to participate in the annual shareholders meeting on April 5, 2024.
6. **RESOLVED** to approve the agenda of the annual shareholders meeting as per the Appendix No.1.
7. **RESOLVED** to approve the list of documents related to the agenda of the annual shareholders meeting as per the Appendix No.2.
8. **RESOLVED** to approve the Organizing Committee of the annual shareholders meeting as per the Appendix No.3.
9. **RESOLVED** to approve the Tabulation Committee of the annual shareholders meeting as per the Appendix No.4.
10. **RESOLVED** to approve the ballot paper to collect votes of shareholders as per the Appendix No.5.

11. **RESOLVED** to oblige the Organizing Committee ensuring the necessary information technology solutions are in place to hold the annual shareholders meeting remotely or online.
12. **RESOLVED** to oblige the Organizing Committee to ensure the possibility to collect votes of shareholders in advance until 16:00PM of date April 19, 2024 in hardcopy through brokerage company or at the Khan Bank Tower, addressed Chinggis avenue – 6, Stadium Orgil – 1, Khan-Uul district, Ulaanbaatar or at the local branches and units of the Bank, or online via [www.khanbank.com](http://www.khanbank.com).
13. **RESOLVED** to oblige Chairperson of the Tabulation Committee to collect the ballot papers, either in hardcopy or softcopy, from the shareholders attended to the annual shareholders meeting and present the result of the votes to the shareholders meeting for approval.
14. **RESOLVED** that Chairperson of the Board of Directors of the Bank shall chair the annual shareholders meeting.
15. **RESOLVED** to oblige Corporate Secretary to submit the matters resolved by the annual shareholders meeting and other relevant documents to the Mongolian Stock Exchange and the Financial Regulatory Commission before the deadline specified in the Company Law, the Law on Securities Market and other relevant regulations.

**APPROVED**

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Yasunari Harada

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Ts. Baatarsaikhan

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Ishii Kisaburo

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John Law

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A. Tamir

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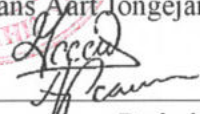
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Appendix No.1 of the Resolution No. 06 of the  
Board of Directors, dated on March 13, 2024



### **Agenda of the Annual Shareholders Meeting**

#### **1. Presentations:**

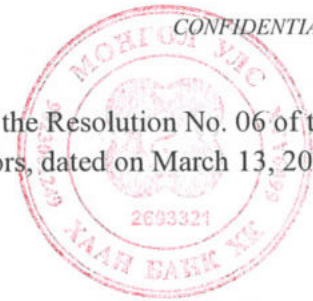
- a. Presentation of 2023 “KHAN Bank” JSC performance and financial report:
  - i. Presentation of distribution of dividends to Shareholders of “KHAN Bank” JSC;
  - ii. Presentation of the 2023 NPL write-offs from the relevant risk fund;
  - iii. Presentation of the audit report of audited financial statements for 2023 of the Bank by “PwC Audit” LLC.

#### **2. Request for approval:**

- a. Request for approval for the opinion of the Board of Directors regarding the 2023 performance and financial report of “KHAN Bank” JSC;
- b. Presentation of the Board performance report for 2023 and request for approval of expenditure budget of the Board of Directors for 2024;
- c. Request for approval for draft of the “KHAN Bank JSC Board of Director’s operational procedure”.



Appendix No.2 of the Resolution No. 06 of the  
Board of Directors, dated on March 13, 2024



**LIST OF DOCUMENTS TO BE PRESENTED TO THE SHAREHOLDERS**

1. Procedure of the annual shareholders meeting;
2. Presentation of 2023 "KHAN Bank" JSC performance and financial report;
3. Presentation of the Board performance report for 2023;
4. Presentation of the expenditure budget of the Board of Directors for 2024;
5. Draft of the "KHAN Bank JSC Board of Director's operational procedure";
6. Ballot paper for voting to the matters of discussion of the annual shareholders meeting;
7. Draft resolution(s) of the annual shareholders meeting; and
8. Other necessary documents specified in 65.6 of the Company Law.

Appendix No.3 of the Resolution No. 06 of the  
Board of Directors, dated on March 13, 2024



**ANNUAL SHAREHOLDERS MEETING  
ORGANIZING COMMITTEE**

**Chairperson:**

R.Munkhtuya, Chief Executive Officer

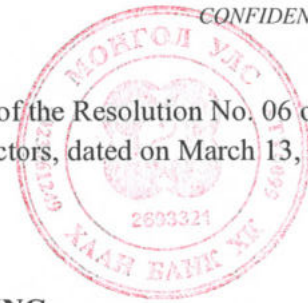
**Members:**

O.Ariuntulga, Corporate Secretary;  
B.Erdenedelger, First Deputy CEO;  
Sh.Ulzii-Ayush, VP Finance & Admin;  
G.Munkhbayar, VP CRO;  
B.Ariunbold, VP CIO;  
N.Basantsee, Head of Financial Management Department;  
D.Narankhuu, Head of Financial Analysis and Reporting Department;  
Ch.Ariunjargal, Head of Custody Service Department;  
B.Bolortuya, Head of International Banking Department;  
D.Tungalagtamir, Head of Marketing and Public Relations Department;  
R.Lkhamsuren, Head of Physical Security Department;  
Ts.Erdenetsatsral, Head of Customer Experience Department;  
Kh.Sodnom-Ish, Head of Legal Department;  
J.Enkhchimeg, Legal Advisor to CEO;

**Secretary:**

T.Buyanbileg, Investor relations officer, Corporate Secretariat

Appendix No.4 of the Resolution No. 06 of the  
Board of Directors, dated on March 13, 2024



**ANNUAL SHAREHOLDERS MEETING  
TABULATION COMMITTEE**

**Chairperson:**

D.Dugarbaatar, Chief Internal Auditor

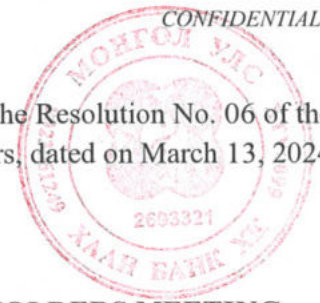
**Members:**

Kh.Sodnom-Ish, Head of Legal Department;  
M.Uganchimeg, Head of Head Office Audit Department;  
B.Erbold, Head of Information Technology Audit Department;  
M.Munkhbaatar, Senior legal advisor, Legal Department;  
J.Uurtsaikh, Legal officer, Corporate Secretariat;  
B.Onon, Deputy Director of Customers, BDSec JSC.

**Secretary:**

J.Uurtsaikh, Legal officer, Corporate Secretariat

Appendix No.5 of the Resolution No. 06 of the  
Board of Directors, dated on March 13, 2024



**ANNUAL SHAREHOLDERS MEETING  
BALLOT PAPER**

Company name: "KHAN Bank" JSC

Shareholder's full name: \_\_\_\_\_

Shareholder's \_\_\_\_\_

registration No. \_\_\_\_\_

Type of shares held: \_\_\_\_\_

Number of shares held: \_\_\_\_\_

Annual shareholders meeting of Khan Bank shall be held in person/online on April 23, 2024 at 14:00 PM (UB Time).

No.	Agenda items	Approved	Rejected	Abstained
1.	Whether to approve the opinion of the Board of Directors regarding the 2023 operational and financial report of "KHAN Bank" JSC	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.	Whether to approve expenditure budget of the Board of Directors for 2024	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3.	Whether to approve the draft of the "KHAN Bank JSC Board of Director's operational procedure"	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Shareholder's signature and name: \_\_\_\_\_ / \_\_\_\_\_

Registered by /Securities company: \_\_\_\_\_ / \_\_\_\_\_ / \_\_\_\_\_

Signature and name of the authorized person who received the ballot paper:

\_\_\_\_\_ / \_\_\_\_\_

Date: ....., 2024

**Remarks/Caution:**

1. Please put the mark (✓) in the section of your choice when filling the ballot paper.



2. You can submit your vote in advance within the given deadline, either in hardcopy via brokerage company or to Khan Bank Tower, addressed Chinggis avenue – 6, Stadium Orgil – 1, Khan-Uul district, Ulaanbaatar, or the Bank branches and units in rural areas or online at [www.khanbank.com](http://www.khanbank.com).
3. If you submit your vote via another person/representative, you need to issue power of attorney (PoA) as per Mongolian laws and regulations to the attorney-in-fact and get the PoA notarized. Your vote shall be deemed valid with the PoA only.
4. If the ballot paper is edited, erased, corrected or marked with incorrect sign, it shall be deemed invalid.
5. If you have any questions or comments with regard to the agenda item, you may write down on the reverse side of the ballot paper.
6. You may not have a right to vote again once you submitted the vote in advance.

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*For use of the Tabulation Committee of the Shareholders meeting only.*

Whether the ballot paper is deemed valid and counted (to be underlined): Yes/No

Signature and name of Chairperson of the Tabulation Committee: \_\_\_\_\_ / \_\_\_\_\_

Reason to invalidate the ballot paper:

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