IMPORTANT: You must read the following disclaimer before continuing. The following disclaimer applies to the attached document and you are advised to read this disclaimer carefully before reading, accessing or making any other use of the attached document. In accessing the document you agree to be bound by the following terms and conditions, including any modifications to them from time to time, each time you receive any information from JSC "Uzbekneftegaz" (the "**Issuer**"), Abu Dhabi Commercial Bank PJSC, Deutsche Bank Aktiengesellschaft, J.P. Morgan Securities plc, MUFG Securities EMEA plc, Standard Chartered Bank and Joint-Stock Commercial Bank "Uzbek Industrial and Construction Bank" (together, the "**Managers**") named herein as a result of such access. The attached document is intended for the addressee only.

THE ATTACHED DOCUMENT IS IN PRELIMINARY FORM ONLY, IS NOT COMPLETE AND CONTAINS INFORMATION THAT IS SUBJECT TO COMPLETION AND CHANGE.

NOTHING IN THE ATTACHED DOCUMENT CONSTITUTES AN OFFER OF SECURITIES FOR SALE IN THE UNITED STATES OR ANY OTHER JURISDICTION WHERE IT IS UNLAWFUL TO DO SO. THE NOTES AND ANY GUARANTEES THEREOF HAVE NOT BEEN, AND WILL NOT BE, REGISTERED UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED (THE "**SECURITIES ACT**"), OR THE SECURITIES LAWS OF ANY STATE OF THE UNITED STATES OR OTHER JURISDICTION, AND THE NOTES MAY NOT BE OFFERED OR SOLD, DIRECTLY OR INDIRECTLY, WITHIN THE UNITED STATES EXCEPT PURSUANT TO AN EXEMPTION FROM, OR IN A TRANSACTION NOT SUBJECT TO, THE REGISTRATION REQUIREMENTS OF THE SECURITIES ACT AND APPLICABLE STATE OR LOCAL SECURITIES LAWS. THE ATTACHED DOCUMENT MAY NOT BE FORWARDED OR DISTRIBUTED TO ANY OTHER PERSON AND MAY NOT BE REPRODUCED IN ANY MANNER WHATSOEVER. ANY FORWARDING, DISTRIBUTION OR REPRODUCTION OF THIS DOCUMENT IN WHOLE OR IN PART IS UNAUTHORISED. FAILURE TO COMPLY WITH THIS DIRECTIVE MAY RESULT IN A VIOLATION OF THE SECURITIES ACT OR THE APPLICABLE LAWS OF OTHER JURISDICTIONS. IF YOU HAVE GAINED ACCESS TO THIS TRANSMISSION CONTRARY TO ANY OF THE FOREGOING RESTRICTIONS, YOU ARE NOT AUTHORISED AND WILL NOT BE ABLE TO PURCHASE ANY NOTES.

Confirmation of your representation: In order to be eligible to view the attached document or make an investment decision with respect to the Notes, prospective investors must be either (1) qualified institutional buyers ("**QIBs**") (within the meaning of Rule 144A under the Securities Act) or (2) purchasing outside the United States in accordance with Regulation S under the Securities Act. The attached document is being sent to you at your request, and by accessing the attached document you shall be deemed to have represented to the Issuer and the Managers that (1) either (a) you and any customers you represent are QIBs or (b) you and any customers you represent are located outside the United States and the electronic mail address that you have provided and to which this email has been delivered is not located in the United States, its territories and possessions, any state of the United States or the District of Columbia and (2) you consent to delivery of the attached document by electronic transmission.

In addition, in the United Kingdom, the attached document is being distributed only to and is directed only at: (a) persons who have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "**Order**"); (b) high net worth entities and other persons to whom it may lawfully be communicated, falling within Article 49(2)(a) to (d) of the Order; and (c) persons to whom an invitation or inducement to engage in investment activity (within the meaning of section 21 of the Financial Services and Markets Act 2000, as amended ("**FSMA**")) in connection with the issue or sale of any securities of the Issuer or any member of its Group (as defined herein) may otherwise lawfully be communicated or caused to be communicated (all such persons together referred to as "**relevant persons**"). Any investment or investment activity to which the document relates is available only in the United Kingdom to relevant persons and will be engaged in only with such persons.

This document has been delivered to you on the basis that you are a person into whose possession this document may be lawfully delivered in accordance with the laws of the jurisdiction in which you are located.

Manufacturers' target market (MiFID II product governance and UK MiFIR product governance) is eligible counterparties and professional clients only (all distribution channels). No EEA or UK PRIIPs key information document has been prepared as the Notes will not be made available to retail investors in the European Economic Area or in the United Kingdom.

Neither this electronic transmission nor the attached document constitutes or contains any offer to sell or invitation to subscribe or make commitments for or in respect of any securities in any jurisdiction where such an offer or invitation would be unlawful. This document has been sent to you in an electronic form. You are reminded that documents transmitted via this medium may be altered or changed during the process of electronic transmission and consequently neither the Issuer, the Managers, the Trustee, the Principal Paying Agent, the Paying Agents, the Registrar, the Transfer Agent nor any person who controls any of them, nor any director, officer, employee or agent of any of them, nor any affiliate of any such person, accepts any liability or responsibility whatsoever in respect of any difference between this document distributed to you in electronic format and the hard copy version available to you on request from the Managers.

No representation or warranty, expressed or implied, is made or given by or on behalf of the Managers, the Trustee, the Principal Paying Agent, the Paying Agents, the Registrar, the Transfer Agent nor any person who controls any of them, nor any director, officer, employee or agent of any of them, nor any affiliate of any such person, as to the accuracy, completeness or fairness of the information or opinions contained in this document and such persons do not accept responsibility or liability for any such information or opinions.

JOINT-STOCK COMPANY "UZBEKNEFTEGAZ"
(*incorporated in the Republic of Uzbekistan*)
U.S.$850,000,000 8.75% Notes due 2030

Issue Price 100.000%

JSC "Uzbekneftegaz" (the "**Issuer**" or the "**Company**"), a joint-stock company incorporated under the laws of the Republic of Uzbekistan, is issuing an aggregate principal amount of the U.S.$850,000,000 8.75% Notes due 2030 (the "**Notes**"). The Notes will be constituted by, subject to, and have the benefit of a trust deed to be dated 7 May 2025 (as may be amended or supplemented from time to time, the "**Trust Deed**") between the Issuer and BNY Mellon Corporate Trustee Services Limited as trustee (the "**Trustee**") for the benefit of Noteholders (as defined in the "*Terms and Conditions of the Notes*").

Interest on the Notes will accrue from 7 May 2025 (the "**Closing Date**") and will be payable semi-annually in arrear on 7 May and 7 November of each year (each an "**Interest Payment Date**"), commencing on 7 November 2025 (the "**Interest Commencement Date**").

The Notes mature on 7 May 2030 the ("**Maturity Date**") but may be redeemed before then at the option of the Issuer in whole but not in part, at any time prior to the date falling three months prior to the Maturity Date, but on one occasion only, on giving not less than 30 nor more than 60 days' irrevocable notice, at a price equal to the principal amount thereof, plus the Make Whole Premium (as defined in the "*Terms and Conditions of the Notes – Redemption and Purchase – Redemption at Make Whole*"). The Notes may also be redeemed at the option of the Issuer in whole or in part at any time on or after the date falling three months prior to the Maturity Date, on giving not less than 30 nor more than 60 days' irrevocable notice, at their principal amount thereof, plus any accrued and unpaid interest, up to but excluding the date of redemption as further described under "*Terms and Conditions of the Notes—Optional Redemption at Par*". The Issuer may also redeem the Notes in whole, but not in part, at their principal amount together with any accrued and unpaid interest, if the Issuer has or will become obliged to pay certain additional amounts as further described under "*Terms and Conditions of the Notes—Redemption and Purchase—Redemption for tax reasons*". If a Relevant Event (as defined in the "*Terms and Conditions of the Notes—Redemption and Purchase—Redemption at the option of Noteholders upon a Relevant Event*") occurs, the Issuer shall, at the option of a holder of any Note, redeem or purchase such Note on the Relevant Event Put Date (as defined in the "*Terms and Conditions of the Notes—Redemption and Purchase—Redemption at the option of Noteholders upon a Relevant Event*") at 100 % of its principal amount together with (or, where purchased, together with an amount equal to) interest accrued to (but excluding) the Relevant Event Put Date. See "*Terms and Conditions of the Notes—Redemption and Purchase—Redemption at the option of Noteholders upon a Relevant Event*".

Application has been made to the London Stock Exchange plc (the "**London Stock Exchange**") for the Notes to be admitted to trading on the London Stock Exchange's International Securities Market (the "**ISM**"). The ISM is not a regulated market for the purposes of Article 2(1)(13A) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA (the "**UK MiFIR**").

The ISM is a market designated for professional investors. Certificates admitted to trading on the ISM are not admitted to the Official List of the United Kingdom Financial Conduct Authority (the "FCA"). The London Stock Exchange has not approved or verified the contents of this Offering Circular.

This Offering Circular will be valid until the date of admission of the Notes to trading on the ISM. The obligation to supplement this Offering Circular in the event of significant new factors, material mistakes or material inaccuracies will not apply when the Offering Circular is no longer valid.

Investing in the Notes involves risks. See "Risk Factors" starting on page 15 for a discussion of certain factors that should be considered in connection with an investment in the Notes.

The Notes are expected to be rated 'B+' by S&P Global Ratings Europe Limited ("**S&P**") and 'BB-' by Fitch Ratings CIS Limited ("**Fitch**"). A rating is not a recommendation to buy, sell or hold securities and may be subject to suspension, reduction or withdrawal at any time by the assigning rating agency. Fitch is established in the United Kingdom and registered under the Regulation (EC) No. 1060/2009 as it forms part of domestic law by virtue of the EUWA, as amended (the "**UK CRA Regulation**"). S&P is not established in the United Kingdom but the rating it has given to the Notes is endorsed by S&P Global Ratings UK Limited, which is established in the United Kingdom but is certified and registered under the UK CRA Regulation.

The Notes have not been, and will not be, registered under the U.S. Securities Act of 1933 (the "**Securities Act**"), and may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. The Notes are being offered and sold outside the United States (such Notes, the "**Regulation S Notes**") in reliance on Regulation S under the Securities Act ("**Regulation S**") and within the United States (such Notes, the "**Rule 144A Notes**") to qualified institutional buyers ("**QIBs**") as defined in Rule 144A under the Securities Act ("**Rule 144A**") in reliance on and in compliance with Rule 144A. Prospective purchasers are hereby notified that sellers of any Rule 144A Note may be relying upon the exemption from the provisions of Section 5 of the Securities Act provided by Rule 144A. For a description of these and certain further restrictions on offers, sales and transfers of the Notes and distribution of this Offering Circular, see "*Subscription and Sale*" and "*Transfer Restrictions*".

The Notes will be offered and sold in registered form and without interest coupons attached in denominations of U.S.$200,000 and integral multiples of U.S.$1,000 in excess thereof.

The Regulation S Notes will be represented by beneficial interests in an unrestricted global note (the "**Regulation S Global Note**"), in registered form and without interest coupons attached. The Regulation S Global Note will be deposited with a common depositary for Euroclear Bank SA/NA ("**Euroclear**") and Clearstream Banking, S.A. ("**Clearstream, Luxembourg**") and registered in the name of a nominee of such common depositary on or about the Closing Date. The Rule 144A Notes which are offered and sold in reliance on Rule 144A will be represented by beneficial interests in a restricted global note (the "**Rule 144A Global Note**" and, together with the Regulation S Global Note, the "**Global Notes**") in registered form, without interest coupons attached, which will be deposited on or about the Closing Date with a custodian for and registered in the name of Cede&Co. as nominee for, The Depository Trust Company ("**DTC**").

The Global Notes will be exchangeable in certain limited circumstances in whole, but not in part, for Notes in definitive, registered, form, without interest coupons. See "*Summary of the Provisions relating to the Notes when in Global Form*". Interests in the Rule 144A Global Note will be subject to certain restrictions on transfer. See "*Transfer Restrictions*". Beneficial interests in the Global Notes will be shown on, and transfers thereof will be effected only through, records maintained by DTC, Euroclear and Clearstream, Luxembourg and their participants. It is expected that delivery of the Global Notes will be made on or about the Closing Date. Except as described herein, certificates for Notes will not be issued in exchange for beneficial interests in the Global Notes.

Global Coordinator and Bookrunner

J.P. Morgan

Joint Bookrunners

Abu Dhabi Commercial Bank **Deutsche Bank** **MUFG** **Standard Chartered Bank**

Co-Manager

SQB

Offering Circular dated 6 May 2025

IMPORTANT INFORMATION ABOUT THIS OFFERING CIRCULAR

This Offering Circular comprises admission particulars for the purpose of the ISM Rulebook effective as of 1 January 2021. This Offering Circular does not comprise a prospectus for the purposes of either Regulation (EU) 2017/1129 or Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the EUWA (the "**UK Prospectus Regulation**") and has not been approved as such by the competent authority in any member state of the EEA or the FCA.

The Issuer accepts responsibility for the information contained in this Offering Circular. To the best of the knowledge of the Issuer (having taken all reasonable care to ensure that such is the case), the information contained in this Offering Circular is in accordance with the facts and contains no omission likely to affect its import.

THE NOTES ARE OF A SPECIALIST NATURE AND SHOULD ONLY BE BOUGHT AND TRADED BY INVESTORS WHO ARE PARTICULARLY KNOWLEDGEABLE IN INVESTMENT MATTERS. AN INVESTMENT IN THE NOTES IS SPECULATIVE, INVOLVES A HIGH DEGREE OF RISK AND MAY RESULT IN THE LOSS OF ALL OR PART OF THE INVESTMENT.

No person is authorised to give any information or to make any representation in connection with the offer or sale of the Notes other than as contained in this Offering Circular and any information or representation not so contained must not be relied upon as having been authorised by the Issuer, the Trustee, any Agent (as defined herein) or any Manager (as defined in "*Subscription and Sale*"). Neither the delivery of this Offering Circular nor any sale made in connection herewith shall, under any circumstances, create any implication that there has been no change in the business and affairs of the Issuer or the Group (as defined herein) since the date hereof or that there has been no adverse change in the financial position of the Issuer or the Group since the date hereof or that the information contained in it is correct as at any time subsequent to the date on which it is supplied. No representation or warranty, express or implied, is made by any Manager, any Agent or the Trustee as to the accuracy or completeness of such information. None of the Managers, the Agents or the Trustee accepts any responsibility whatsoever for the contents of this Offering Circular or for any other statement made or purported to be made by it, or on its behalf, in connection with the Issuer or the Notes. Each of the Managers, the Agents and the Trustee accordingly disclaims all and any liability whether arising in tort, contract or otherwise which it might otherwise have in respect of this Offering Circular or any such statement.

This Offering Circular does not constitute an offer to sell, or a solicitation to subscribe for or purchase, by or on behalf of the Issuer, any Manager or any other person, any of the Notes in any jurisdiction where it is unlawful for such person to make such offer or solicitation. The distribution of this Offering Circular and the offer and sale of the Notes in certain jurisdictions is restricted by law. Persons into whose possession this Offering Circular may come are required by the Issuer and the Managers to inform themselves about and to observe such restrictions. This Offering Circular may not be used for, or in connection with, any offer to, or solicitation by, anyone in any jurisdiction or under any circumstances in which such offer or solicitation is not authorised or is unlawful. Further information with regard to restrictions on offers and sales of the Notes and the distribution of this Offering Circular is set out under "*Subscription and Sale*".

No action has been or will be taken to permit a public offering of the Notes or the distribution of this Offering Circular (in any form) in any jurisdiction where action is required for such purposes.

None of the Issuer, the Managers, the Agents, the Trustee, or any of its or their respective representatives or affiliates makes any representation to any offeree or purchaser of Notes offered hereby regarding the legality of an investment by such offeree or purchaser under applicable legal, investment or similar laws. The contents of this Offering Circular should not be construed as legal, financial, business or tax advice. Each prospective investor should consult his or her own legal adviser, financial adviser or tax adviser for legal, financial or tax advice in relation to any purchase or proposed purchase of Notes.

To the fullest extent permitted by law, the Managers, the Trustee and the Agents accept no responsibility whatsoever for the Notes, the Trust Deed or the Paying Agency Agreement (each as defined herein) (including the effectiveness thereof) or the contents of this Offering Circular or for any other statement made or purported to be made by a Manager, an Agent or the Trustee or on its behalf in connection with the Issuer or the issue and offering of the Notes. Each Manager, each Agent and the Trustee accordingly disclaims all and any liability

whether arising in tort or contract or otherwise which it might otherwise have in respect of the Notes, the Trust Deed, the Paying Agency Agreement, this Offering Circular or any such statement.

In connection with the Offering of the Notes, the Managers and any of their affiliates, acting as investors for their own accounts, may purchase Notes and in that capacity may retain, purchase, sell, offer to sell or otherwise deal for their own accounts in such Notes and other securities of the Issuer or related investments in connection with the Offering of the Notes or otherwise. Accordingly, references in this Offering Circular to the Notes being issued, offered, acquired, placed or otherwise dealt in should be read as including any issue or offer to, or acquisition, placing or dealing by, the Managers and any of their affiliates acting as investors for their own accounts. The Managers do not intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligations to do so.

Recipients of this Offering Circular are authorised to use it solely for the purpose of considering an investment in the Notes and may not reproduce, forward or distribute this Offering Circular, in whole or in part, and may not disclose any of the contents of this Offering Circular or use any information herein for any purpose other than considering an investment in the Notes. Persons into whose possession this Offering Circular comes are required by the Issuer and the Managers to inform themselves about and to observe the foregoing restrictions. Any consents or approvals that are needed in order to purchase any Notes must be obtained. The Issuer and the Managers are not responsible for compliance with these legal requirements. The appropriate characterisation of any Notes under various legal investment restrictions, and thus the ability of investors subject to these restrictions to purchase such Notes, is subject to significant interpretative uncertainties. None of the Issuer, the Trustee, the Agents, the Group or the Managers or any of the respective representatives is making any representation to any offeree or purchaser of the Notes regarding the legality of an investment by such offeree or purchaser under relevant legal investment or similar laws. Such investors should consult their legal advisers regarding such matters.

The Managers and their respective affiliates may have performed and expect to perform in the future various financial advisory, investment banking and commercial banking services for, and may arrange loans and other non-public market financing for, and enter into derivative transactions with, the Issuer and its affiliates (including its shareholders).

Prior to making any decision as to whether to invest in the Notes, prospective investors should read this Offering Circular. In making an investment decision, prospective investors must rely upon their own examination of the Issuer and the Group and the terms of this Offering Circular, including the risks involved. Each potential investor in the Notes must determine the suitability of that investment in light of its own circumstances. In particular, each potential investor should:

- have sufficient knowledge and experience to make a meaningful evaluation of the Notes and, in particular, the information contained in this Offering Circular;
- have access to, and knowledge of, appropriate analytical tools to evaluate, in the context of its particular financial situation, the merit and risks of an investment in the Notes and the impact the Notes will have on its overall investment portfolio;
- have sufficient financial resources and liquidity to bear all of the risks of an investment in the Notes;
- understand thoroughly the terms of the Notes; and
- be able to evaluate (either alone or with the help of a financial adviser) possible scenarios for economic considerations, interest rate volatility and other factors that may affect its investment and its ability to bear the applicable risks.

If investors are in any doubt about the contents of this Offering Circular, investors should consult a stockbroker, bank manager, solicitor, accountant or other financial adviser.

MIFID II PRODUCT GOVERNANCE / PROFESSIONAL INVESTORS AND ECPs ONLY TARGET MARKET

Solely for the purpose of the manufacture's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and

professional clients only, each as defined in Directive 2014/65/EU of the European Parliament and of the Council on markets in financial instruments (as amended, "**MiFID II**"); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "**distributor**") should take into consideration the manufacturer's target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

UK MiFIR PRODUCT GOVERNANCE / PROFESSIONAL INVESTORS AND ECPS ONLY TARGET MARKET

Solely for the purposes of each manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook, and professional clients, as defined in the UK MiFIR; and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "**distributor**") should take into consideration the manufacturers' target market assessment; however, a distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the "**UK MiFIR Product Governance Rules**") is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturers' target market assessment) and determining appropriate distribution channels.

PROHIBITION OF SALES TO EEA RETAIL INVESTORS

The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("**EEA**"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of MiFID II; or (ii) a customer within the meaning of Directive (EU) 2016/97 (the "**IDD**"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently, no key information document required by Regulation (EU) No. 1286/2014 (as amended, the "**PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPS Regulation.

PROHIBITION OF SALES TO UK RETAIL INVESTORS

The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom ("**UK**"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the EUWA; (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (the "**FSMA**") and any rules or regulations made under the FSMA to implement the IDD, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA.

Consequently, no key information document required by the PRIIPs Regulation as it forms part of domestic law by virtue of the EUWA (the "**UK PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

NOTICE TO PROSPECTIVE INVESTORS IN SINGAPORE

Singapore SFA Product Classification: In connection with Section 309B of the Securities and Futures Act 2001 of Singapore (the "**SFA**") and the Securities and Futures (Capital Markets Products) Regulations 2018 of Singapore (the "**CMP Regulations 2018**"), the Issuer has determined, and hereby notifies all relevant persons (as defined in Section 309A(1) of the SFA), that the Notes are 'prescribed capital markets products' (as defined in the CMP Regulations 2018) and Excluded Investment Products (as defined in MAS Notice SFA 04-N12:

Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).

NOTICE TO PROSPECTIVE U.S. INVESTORS

The Notes have not been approved or disapproved by the United States Securities and Exchange Commission, any State securities commission in the United States or any other regulatory authority in the United States nor have any of the foregoing authorities passed upon or endorsed the merits of the offering of the Notes or the accuracy or adequacy of this Offering Circular. Any representation to the contrary is a criminal offence in the United States. The Notes have not been and will not be registered under the Securities Act and, subject to certain exceptions, may not be offered or sold within the United States. The Notes are being offered and sold outside the United States in reliance on Regulation S and within the United States to QIBs in reliance on the exemption from registration provided by Rule 144A (see "*Subscription and Sale*"). Prospective purchasers are hereby notified that sellers of any Rule 144A Note may be relying upon the exemption from the provisions of Section 5 of the Securities Act provided by Rule 144A. For a description of certain restrictions on transfers of the Notes, see "*Transfer Restrictions*".

STABILISATION

In connection with the issue of the Notes, J.P. Morgan Securities plc (the "**Stabilising Manager**") or person(s) acting on behalf of the Stabilising Manager may over-allot Notes or effect transactions with a view to supporting the market price of the Notes at a level higher than that which might otherwise prevail. However, stabilisation may not necessarily occur. Any stabilisation action may begin on or after the date on which adequate public disclosure of the terms of the offer of the Notes is made and, if begun, may cease at any time, but it must end no later than the earlier of 30 days after the issue date of the Notes and 60 days after the date of the allotment of the Notes. Any stabilisation action or over-allotment must be conducted by the Stabilising Manager (or person(s) acting on behalf of the Stabilising Manager) in accordance with all applicable laws and rules.

LIMITATIONS ON ENFORCEMENT OF ARBITRAL AWARDS AND JUDGMENTS

Substantially all of the Issuer's directors and executive officers reside in Uzbekistan. All or a substantial portion of their and the Group's assets are located in Uzbekistan. As a result, it may not be possible for you to:

- effect service of process outside Uzbekistan upon substantially all of the Issuer's directors and executive officers; or
- enforce non-Uzbek court judgments obtained against the Issuer or substantially all of its directors and executive officers in non-Uzbek courts in any action.

In addition, it may be difficult for you to enforce, in original actions brought in courts in jurisdictions located outside the United Kingdom, liabilities predicated upon English law, as applicable.

The United Kingdom is not party to a treaty on mutual recognition and enforcement of judgments with the Republic of Uzbekistan and even if an applicable international treaty is in effect, the recognition and enforcement in Uzbekistan of a foreign judgment will in all events be subject to exceptions and limitations provided for in the laws of the Republic of Uzbekistan. In the absence of such agreements, the courts of Uzbekistan may recognise and enforce a foreign judgment on the basis of the principle of reciprocity. Uzbek legislation does not include clear rules on the application of the principle of reciprocity. Thus, there can be no assurance that the courts of Uzbekistan will recognise and enforce a judgment rendered by courts of a jurisdiction with which Uzbekistan has no agreement on the basis of the principle of reciprocity.

The Trust Deed will be governed by English law and will provide the option for disputes, controversies and causes of action brought by any party thereto against the Issuer to be settled by arbitration in accordance with the LCIA Rules in London, England. The Republic of Uzbekistan and the United Kingdom are parties to the United Nations (New York) Convention on the Recognition and Enforcement of Foreign Arbitral Awards of

1958 (the "**New York Convention**"). However, an Uzbek court may refuse the recognition and enforcement of foreign arbitral awards in full or part if one of the following grounds exists:

- a party to the arbitration agreement is in any way incapable by the law applicable to it or the arbitration agreement is invalid under the chosen governing law, and where no choice of law has been made by the parties— according to the law of the country where a foreign arbitral award has been rendered;
- a party against which a foreign arbitral award is rendered has not been timely and duly notified about the appointment of the arbitrator or the proceedings, their time and place or due to other reasons could not provide its explanations;
- a foreign arbitral award is rendered in a dispute not provided for or not subject to the terms of the arbitration agreement or arbitration clause in the contract, or contains rulings on matters beyond the scope of the arbitration agreement or arbitration clause in the contract, unless rulings on matters covered by the arbitration agreement either by such agreement or reservation may be separated from those not covered by such agreement or reservation;
- a composition of the arbitration body or the arbitration process did not comply with the agreement of the parties or, in the absence thereof, did not comply with the law of the country where the arbitration took place;
- a foreign arbitral award is not final for the parties or cancelled, or suspended by the competent authority of the state where it was rendered, or of the country the laws of which are being applied;
- a dispute was resolved by an incompetent foreign court or arbitration.

The court may also refuse to recognise and enforce a foreign arbitral award if:

- enforcement of a foreign arbitral award will contradict the "public policy" of the Republic of Uzbekistan;
- the subject matter of the dispute may not be subject to arbitration under the laws of the Republic of Uzbekistan;
- the statute of limitations for the enforcement of a foreign arbitral award has expired.

Recognition and enforcement of foreign arbitral awards in Uzbekistan may still be difficult, in particular, if the enforcement of a foreign arbitral award conflicts with the "public policy" of Uzbekistan. The laws of Uzbekistan do not provide any clear guidelines for determining what the "public policy" of Uzbekistan actually is. The ambiguity of the "public policy" concept may be used by Uzbek courts to deny recognition and enforcement of foreign arbitral awards rendered against Uzbekistan or threatening its interests.

In addition, an Uzbek court will ignore any dispute resolution agreement of the parties if it finds that under the Uzbekistan legislation it has exclusive jurisdiction over such disputes.

Although Uzbek law recognises choice of law principles for contractual obligations, the choice of foreign law will not exclude the application of mandatory rules of Uzbek law which cannot be derogated from by the agreement of the parties. According to Uzbek law, regardless of the choice of law applicable to the relations of the parties, certain mandatory rules of Uzbek law still shall be applied.

In Uzbekistan, upon receipt of a foreign arbitral award, the party seeking to enforce the award must submit an application for the recognition and enforcement of the foreign arbitral award to the relevant economic courts in the Republic of Uzbekistan. The court will review the award to ensure there are no grounds (as discussed above) to refuse recognition and enforcement. Upon a finding that the foreign arbitral award is satisfactory, the court will adapt a ruling on recognition and enforcement and issue a writ of execution, which must be submitted to the Bureau of Mandatory Enforcement within three years of the court's ruling on the foreign arbitral award.

As a condition for admissibility in evidence of any documents, the courts of Uzbekistan will require the submission of such documents either (i) as originally executed counterparts, or (ii) as duly notarised copies. In addition, in case of an official document issued outside Uzbekistan, unless a valid international agreement of Uzbekistan provides otherwise, such official document will be admissible in evidence by a court of Uzbekistan

if (i) such official document is legalised by an Uzbek consul in the country of its issuance and a duly certified Uzbek language translation of such official document is notarised by an Uzbek notary or (ii) the apostil is affixed to such official document by the competent authority of the country of its issuance subject to the Convention Abolishing the Requirement of Legalisation for Foreign Public Documents dated 5 October 1961 and a duly certified Uzbek language translation of such official document is notarised by an Uzbek notary.

See "*Risk Factors–Risks Related to the Group's Legal and Regulatory Environment –Enforcement of judgements or arbitral awards against the Group can be difficult*".

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CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

Certain statements in this Offering Circular are not historical facts but constitute "forward-looking statements" within the meaning of section 27A of the Securities Act and Section 21E of the U.S. Exchange Act of 1934. Forward-looking statements include statements regarding the Group's future financial position and results of operations, strategy, plans, objectives, goals and targets, future developments in the markets in which the Group participates or seeks to participate, and any statements preceded by, followed by or that include the words "believes", "expects", "aims", "intends", "plans", "will", "may", "anticipates" or similar expressions or the negative thereof, are forward-looking statements. These forward-looking statements include, amongst other things, statements concerning:

- price fluctuations in natural gas, crude oil and refined oil products markets and related fluctuations in demand for such products;
- overall international and domestic economic and business conditions, including commodity prices and trade policies and tariffs;
- the Group's ability to develop, replace and grow its current oil and gas reserves;
- economic and political conditions in Uzbekistan and international markets, including governmental changes;
- delays and cost over-runs in development projects and operations;
- environmental risks and sustainability concerns;
- implementation of government reforms;
- changes in government regulations, including regulatory changes affecting the availability of permits,
- governmental actions that may affect the Group's operations or planned expansion;
- changes in the corporate organisation of the Company, its subsidiaries, joint ventures and associate;
- supply chain shortages and increases in the prices of production inputs;
- counterparties' failure to perform or meet their obligations;
- operational limitations, including equipment failures, labour disputes and processing limitations;
- health, safety and environmental risk and costs of environmental compliance;
- the Group's ability to increase market share for its products and control expenses;
- fluctuations in the UZS/US$ and other exchange rates;
- interest rate volatility and liquidity risk;
- unplanned events or accidents affecting the Group's operations or facilities;
- changes in tax requirements, including tax rate changes, new tax laws and revised tax law interpretations;
- the effects of instability and unrest in countries in the same region as Uzbekistan;
- incidents or conditions affecting the export of crude oil and gas;
- reservoir performance, drilling results and the implementation of the Group's oil and gas expansion plans;
- the timing, impact and other uncertainties of future actions.

The sections of this Offering Circular entitled "Risk Factors" and "Management's Discussion and Analysis of Results of Operations and Financial Performance" contain a more complete discussion of the factors that could affect the Group's future performance and the industry in which it operates. In light of these risks, uncertainties and assumptions, the forward-looking events described in this Offering Circular may not occur.

The Company does not undertake any obligation to update or revise any forward-looking statement, whether as a result of new information, future events or otherwise. All subsequent written and oral forward-looking statements attributable to the Company or to persons acting on their behalf are expressly qualified in their entirety by the cautionary statements referred to above and contained elsewhere in this Offering Circular.

The forward-looking statements included in this Offering Circular involve known and unknown risks, uncertainties and other factors which may cause the Group's actual results, performance, achievements or industry results to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. These forward-looking statements are based on numerous assumptions regarding present and future business strategies and the environment in which the Group will operate in the future. You should be aware that a number of important factors provided above could cause the industry's or the Group's own actual results or performance to differ materially from the plans, objectives, expectations, estimates and intentions expressed in such forward-looking statements.

This list of important factors is not exhaustive. Additional factors that could cause actual results, performance or achievements to differ materially include those discussed under "*Risk Factors*". When considering forward-looking statements, you should carefully consider the foregoing factors and other uncertainties and events, especially in light of the political, economic, social and legal environment in which the Group operates. Such forward-looking statements speak only as at the date on which they are made, and the Company expressly disclaims any obligation or undertaking to release publicly any updates or revisions to any forward-looking statement contained herein to reflect any change in their expectations with regard thereto or any change in events, conditions or circumstances on which any such statement is based. The Company does not make any representation or warranty that the results anticipated by such forward-looking statements will be achieved.

PRESENTATION OF FINANCIAL, RESERVES AND CERTAIN OTHER INFORMATION

Financial Information

The financial information of the Company and its subsidiaries (the "**Group**" or "**Uzbekneftegaz**") as at and for the year ended 31 December 2024 included in this Offering Circular is derived from the audited consolidated financial statements of the Group as at and for the year ended 31 December 2024 (the "**2024 Financial Statements**"), prepared in accordance with International Financial Reporting Standards ("**IFRS**"). Other than as described in "—*Correction of Error*" below, the Group's financial information as at and for the years ended 31 December 2023 and 2022 included in this Offering Circular is derived from the audited consolidated financial statements of the Company and its subsidiaries as at and for the year ended 31 December 2023 with corresponding figures as at and for the year ended 31 December 2022 (the "**2023 Financial Statements**" and, together with the 2024 Financial Statements, the "**Financial Statements**"), prepared in accordance with IFRS.

Ernst & Young Audit Organization LLC, issued an independent auditor's report dated 28 June 2024 relating to the 2023 Financial Statements, which appears on pages F-2-F-61 of Appendix B to this Offering Circular. AO "KPMG Audit" LLC, issued an independent auditor's report dated 21 April 2025 relating to the 2024 Financial Statements, which appears on pages F-62-F-120 of Appendix B to this Offering Circular.

Items included in the financial statements of each of the Group's entities included in these consolidated financial statements are measured using the currency of the primary economic environment in which the entities operate (the "**functional currency**"). The consolidated financial statements are presented in Uzbekistan soums ("**UZS**" or "**soums**" or "**Uzbek soums**"), which is the Company's and the majority of subsidiaries' functional currency. Certain subsidiaries, joint ventures and associates have functional currency other than UZS. However, for convenience some financial information in this Offering Circular is presented in U.S. Dollars, which information is based on the UZS amounts contained in the Financial Statements as translated at the exchange rates indicated below (see further, "*Exchange Rates*"). Such translation should not be construed as a representation that the UZS amounts have been or could be converted into U.S. Dollars at these rates or at any other rate.

Certain figures included in this Offering Circular have been subject to rounding adjustments; accordingly, figures shown for the same category presented in different tables may vary slightly, and figures shown as totals in certain tables may not be an arithmetic aggregation of the figures that precede them. For purposes of rounding adjustments made to percentages and percentage change calculations in respect of figures included in this Offering Circular taken from the Financial Statements, rounding adjustments are made based on the figures included in the Financial Statements (which are presented in UZS) rather than the already rounded figures included in this Offering Circular.

Correction of Error

During the preparation of the 2024 Financial Statements, the Group's management identified an error in the joint venture's deferred tax accounting, which was not in compliance with IAS 12 (*Income taxes*). Although the error was not material to prior periods, its correction would have materially affected the profit or loss for the year ended 31 December 2024, therefore the Group's management voluntarily restated the comparative figures as at 31 December 2023 and 1 January 2023. Please refer to Note 6 of the 2024 Financial Statements for further details regarding the effect of restatement on the statement of financial position as at 1 January 2023 and as at 31 December 2023.

The statement of financial position data with respect to the investments in joint ventures and associates, retained earnings and deferred tax liabilities and all impacted sub-totals/totals as at 31 December 2023 and 31 December 2022 included in the Offering Circular has been derived from the 2024 Financial Statements.

Presentation of Certain Information Relating to Subsidiaries, Joint Ventures and Associates

Subsidiaries are entities over which the Company directly or indirectly has the power to govern the financial and operating policies generally accompanying a shareholding of more than 50% of the voting rights. Subsidiaries are fully consolidated from the date on which control is transferred to the Company or one of its subsidiaries. Unless otherwise indicated, in this Offering Circular, information presented for the Company's direct and indirect subsidiaries relating to production and reserves and other similar information reflect the subsidiaries' total interest therein, irrespective of the Company's percentage ownership thereof.

A joint arrangement is an arrangement of which two or more parties have joint control. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities requires the unanimous consent of the parties sharing control. Joint arrangements of the Company exist in the form of a joint venture. A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture.

Under International Financial Reporting Standards ("**IFRS**") 11, which applies specifically to interests in joint ventures, joint arrangements that meet the definition of a joint venture under IFRS 11 must be accounted for using the "equity method". The interests of the Company and its subsidiaries in joint ventures are accounted for in the Financial Statements using the equity method of accounting. Under the equity method, the investment in a joint venture or an associate is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the joint venture or associate since the acquisition date. The Company's consolidated statement of comprehensive income simply reflects the share of the Company and its subsidiaries of the net profit or loss of the joint venture as a single line item.

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but which does not comprise control or joint control over those policies.

Unless otherwise indicated, information presented in this Offering Circular with respect to production and reserves and other similar information of joint ventures of the Company or its subsidiaries reflects the Company's and/or the relevant subsidiaries' proportionate interests in the joint ventures. Similarly, information presented in this Offering Circular relating to production and reserves and other similar information of associates reflects the Company's and its subsidiaries' proportionate interest in the associates. In certain sections of this Offering Circular, the Company has provided information on production and reserves and other similar information of the Company and its subsidiaries separately from the production and reserves and other similar information of joint ventures accounted for under the equity method in order to permit some correlation to the financial accounting for the respective entities.

See Notes 3 and 19 of the 2024 Financial Statements and Notes 3 and 18 of the 2023 Financial Statement for additional information regarding how the Company accounts for its subsidiaries, joint ventures and associates.

Certain Reserves Information

Unless otherwise indicated, the information contained in this Offering Circular relating to estimates of the Group as of 31 December 2024 is based on (i) a report as of 31 December 2023 prepared by DeGolyer and MacNaughton, independent reservoir engineers, in accordance with the Petroleum Resources Management System rules approved in March 2007 and revised in June 2018 by the Society of Petroleum Engineers, the World Petroleum Council, the American Association of Petroleum Geologists, the Society of Petroleum Evaluation Engineers, the Society of Exploration Geophysicists, the Society of Petrophysicists and Well Log Analysts and the European Association of Geoscientists and Engineers ("**PRMS rules**"), and (ii) estimations of internal engineers as of 31 December 2024.

Reserves are measured only on an annual basis and accordingly, as at the date of this Offering Circular, no reserve information is available as at any date subsequent to 31 December 2024. For a detailed discussion of each reserve classification used in the methodology employed by the Company, see "*Business Description—Reserves*". The Company expects the annual independent audit of the Group's reserves as of 31 December 2024 to be completed by the end of the first half of 2025.

Oil and gas reserves are a material factor in the Group's computation of depreciation, depletion and amortisation expenses and impairment losses. In estimating its reserves under PRMS rules, the Group uses long-term planning prices. Using planning prices for estimating proved reserves removes the impact of the volatility inherent in using year-end spot prices. Management believes that long-term planning price assumptions, which are also used by management for their business planning and investment decisions are more consistent with the long-term nature of the upstream business and provide the most appropriate basis for estimating oil and gas reserves.

All reserve estimates involve some degree of uncertainty. The uncertainty depends mainly on the amount of reliable geological and engineering data available at the time of the estimate and the interpretation of this data.

The relative degree of uncertainty can be conveyed by placing reserves into one of two principal classifications, either proved or unproved.

Proved reserves are more certain to be recovered than unproved reserves and may be further sub-classified as developed and undeveloped to denote progressively increasing uncertainty in their recoverability.

Estimates are reviewed and revised annually. Revisions occur due to the evaluation or re-evaluation of already available geological, reservoir or production data, availability of new data, or changes to underlying price assumptions. Reserve estimates may also be revised due to improved recovery projects, changes in production capacity or changes in development strategy. Proved developed reserves are used to calculate the unit of production rates for Depreciation, Depletion & Amortisation ("**DD&A**") in relation to oil and gas production assets.

In this Offering Circular:

- oil and condensate reserves are presented in thousands of barrels ("**barrels**" or "**bbl**") and thousands of metrics tonnes ("**tonnes**"). In these estimates, 1 barrel equals 42 United States gallons and one metric tonne equals 1,000 kilograms. In this Offering Circular, all references to "**kt**" are to thousand tonnes and "**mt**" are to million tonnes; and

- gas reserves in millions of cubic feet (ft^3) and millions of cubic metres. In this Offering Circular, all references to "**m^3**" are to cubic metres, "**tcm**" are to thousand cubic metres, "**mcm"** are to million cubic metres, and "**bcm**" are to billion cubic metres.

Hydrocarbon Data

For informational purposes only, certain estimates in this Offering Circular are presented as follows:

- oil and condensate in barrels and barrels per year for import purposes. Barrel figures are converted from the Group's internal records presented in tonnes at a rate of 7.7 barrels per tonne for crude oil and 8.0 barrels per tonne for gas condensate. Barrel per day figures have been obtained by dividing annual figures by 365; and

- oil and condensate for the purposes of production and processing hydrocarbons, in barrels per year. Barrel figures are converted from the Group's internal records presented in tonnes at a rate of 7.96 barrels per tonne for crude oil and 8.6 barrels per tonne for gas condensate. Barrel per day figures have been obtained by dividing annual figures by 365.

The actual number of barrels of crude oil produced, shipped or sold may vary from the barrel equivalents of crude oil presented herein, as a tonne of heavier crude oil will yield fewer barrels than a tonne of lighter crude oil. The conversion rates for other companies for converting tonnes into barrels and for converting cubic feet into cubic metres may be at different rates.

Third Party Information Regarding the Group's Market and Industry

Statistical data and other information appearing in this Offering Circular relating to the oil and gas industry in the Republic of Uzbekistan ("**Uzbekistan**" or the "**Republic**") have, unless otherwise stated, been extracted from documents and other publications released by the Statistics Agency under the President of the Republic of Uzbekistan, Ministry of Economy and Finance of the Republic of Uzbekistan, Ministry of Higher Education, Science and Innovations of the Republic of Uzbekistan, Ministry of Employment and Poverty Reduction of the Republic of Uzbekistan, Ministry of Mining Industry and Geology of the Republic of Uzbekistan, Central Bank of the Republic of Uzbekistan ("**CBU**") and other public sources in Uzbekistan, including the World Bank and International Monetary Fund (the "**IMF**"), as well as from Uzbekistan press reports and publications, decrees and resolutions of the government of Uzbekistan (the "**Government**") and estimates of the Group (based on the Company's management's knowledge and experience of the markets in which the Group operates). In the case of the presented statistical information, similar statistics may be obtainable from other sources, although the underlying assumptions and methodology, and consequently the resulting data, may vary from source to source. Any discussion of matters relating to Uzbekistan in this Offering Circular is, therefore, subject to uncertainty due to concerns about the completeness or reliability of available official and public information.

The information described above has been accurately reproduced and, as far as the Company is aware and are able to ascertain from the information published by such third parties, no facts have been omitted which would render the reproduced information inaccurate or misleading. Where third party information has been used in this Offering Circular, the source of such information has been identified.

The Company's estimates have been based on information obtained from the Company's subsidiaries, joint ventures, associates, customers, suppliers, trade and business organisations and other contacts in the markets in which the Group operates. The Company believes these estimates to be accurate in all material respects as at the dates indicated. However, this information may prove to be inaccurate because of the method by which the Company obtained some of the data for these estimates or because this information cannot always be verified with complete certainty due to limits on the availability and reliability of raw data, the voluntary nature of the data gathering process and other inherent limitations and uncertainties.

This Offering Circular contains illustrations and charts derived from the Company's internal information, as well as the internal information of the Company's subsidiaries, joint ventures and associates, which have not been independently verified unless specifically indicated.

Presentation of Alternative Performance Measures

In this Offering Circular, the Group uses the following metrics, or non-IFRS measures, in the analysis of its business and financial position, which the Company considers to constitute Alternative Performance Measures ("**APMs**"), as defined in the ESMA Guidelines on Alternative Performance Measures dated 5 October 2015.

Adjusted EBITDA

Certain sections of this Offering Circular, including "*Selected financial information*" and "*Management's discussion and analysis of financial condition and results of operations*", discuss Adjusted EBITDA and Adjusted EBITDA margin, neither of which is a measure of financial performance under IFRS. For the years ended 31 December 2022, 2023, and 2024, the Group calculates Adjusted EBITDA as net profit plus income tax expense; depreciation, depletion and amortisation; foreign exchange loss, net; and finance costs reduced by finance income and other non-operating income.

In determining Adjusted EBITDA margin, the Group divides Adjusted EBITDA for the year by total sales and other income for the same year.

The originally presented amounts in Uzbekistan soum are converted into U.S. dollars at the average exchange rate (see '*Exchange Rate*' below for rates used).

The Issuer believes that the presentation of Adjusted EBITDA is helpful to investors because these and other similar measures are widely used by certain investors, security analysts and other interested parties as supplemental measures of performance and liquidity. However, Adjusted EBITDA is not a measure of financial performance under IFRS or any other generally accepted accounting principles and should not be considered in isolation or as a substitute for operating profit, cash flow from operating activities or other financial measures of the Group's results of operations or liquidity computed in accordance with IFRS. Other companies, including those in the Group's industry, may calculate EBITDA or Adjusted EBITDA differently from the Group. As all companies do not calculate EBITDA or Adjusted EBITDA in the same manner, the Group's presentation of Adjusted EBITDA may not be comparable to other similarly titled measures of other companies.

Some of the limitations of using Adjusted EBITDA as a financial measure are:

- it does not reflect the Group's cash expenditures or future requirements for capital expenditure or contractual commitments;
- it does not reflect changes in, or cash requirements for, the Group's working capital needs;
- although depreciation, depletion and amortisation are non-cash charges, the assets being depreciated, depleted and amortised will often have to be replaced in the future, and the measure does not reflect any cash requirements for such replacement; and

- as a significant portion of the Group's borrowings as at 31 December 2022, 2023 and 2024 was denominated in foreign currencies, it does not reflect the foreign exchange exposure on the borrowings structure of the Group.

Accordingly, prospective investors should not place undue reliance on these non-IFRS financial measures contained in this Offering Circular.

For a reconciliation of net profit to Adjusted EBITDA for each of the periods ended 31 December 2022, 2023, and 2024, see "*Selected Financial Information*".

Other APMs and Key Performance Metrics

Set out below is a summary of the APM metrics used, the definition, bases of calculation and reconciliation of such metrics and the rationale for the inclusion of such metrics.

Metric	Definition, method of calculation and reconciliation to financial statement line item	Rationale
Adjusted EBITDA margin	Adjusted EBITDA divided by total sales and other income. The Adjusted EBITDA margin is a measure of the Group's profitability as a percentage of its total sales and other income. The Group calculates Adjusted EBITDA as net profit plus income tax expense; depreciation, depletion and amortisation; foreign exchange loss, net; finance costs reduced by finance income and other non-operating income.	Performance measure
Operating margin	Operating profit divided by total sales and other income. The operating margin measures how much profit the Group makes on a dollar of sales after paying for variable costs of production, such as wages and raw materials, but before paying interest or profit tax. It is calculated by dividing the Group's operating income by its total sales and other income.	Performance measure
Net profit margin	Net profit for the year divided by total sales and other income. The net profit margin measures how much net profit is generated as a percentage of sales. It is the ratio of net profit to total sales and other income of the Group. Net profit margin is typically expressed as a percentage but can also be represented in decimal form.	Performance measure
Return on equity	Net profit for the year divided by average total shareholders' equity. Return on equity (ROE) is a measure of financial performance calculated by dividing net profit by average shareholders' equity. Because shareholders' equity is equal to the Group's assets minus its liabilities, ROE is considered the return on net assets.	Performance measure
Return on assets	Net profit for the year divided by average total assets.	Performance measure

Metric	Definition, method of calculation and reconciliation to financial statement line item	Rationale
Total borrowings / Adjusted EBITDA	Total borrowings divided by Adjusted EBITDA. Total borrowings to the Adjusted EBITDA ratio measures financial leverage and a company's ability to pay off its debt.	Performance measure
Total borrowings	The sum of current and non-current borrowings as at the end of the period.	Liquidity measure
Leverage Ratio	Net debt divided by Adjusted EBITDA. The Leverage Ratio measures financial leverage and the Group's ability to pay off its net debt.	Performance measure
Net Gearing Ratio	Net debt divided by total shareholders' equity. Net Gearing Ratio measures the Group's capital structure, financial stability and ability to manage its net debt relative to its equity base.	Performance measure
Interest Coverage Ratio	Adjusted EBITDA divided by interest expenses adjusted for capitalised borrowing costs. Interest Coverage Ratio measures the Group's ability to meet its interest payment obligations.	Performance measure
Average total assets	Average total assets is calculated as the sum of the balance at the start and end of each year divided by two.	Performance measure
Average total shareholders' equity	Average total shareholders' equity is calculated as the sum of the balance at the start and end of each period divided by two.	Performance measure
Net debt	Total borrowings less cash and cash equivalents as at the end of the period.	Liquidity measure
Free Cash Flow	Net cash flows from operating activities less purchase of property, plant and equipment and investments in E&E assets. Investments in E&E assets in 2023 in the amount of UZS 1,466 billion and in 2022 in the amount of UZS 1,099 billion were included in line "Purchase of property, plant and equipment" in the cash flow statement for the year ended 31 December 2023 and 2022.	Liquidity measure
Free Cash Flow/ Adjusted EBITDA	Free Cash Flow divided by Adjusted EBITDA.	Performance measure

The above APMs have been included in this Offering Circular to facilitate a better understanding of the Group's historic trends of operation and financial condition. The Group uses APMs as supplementary information to its IFRS operating results or financial position. The APMs are not defined by, or presented in accordance with, IFRS. The APMs are not measurements of the Group's operating performance and/or liquidity under IFRS and should not be used instead of, or considered as alternatives to, any measures of performance and/or liquidity under IFRS. The APMs relate to the reporting periods described in this Offering Circular and are not intended to be predictive of future results. In addition, other companies, including those in the Group's industry, may calculate similarly titled APMs differently from the Group. Because companies do not calculate these APMs

in the same manner, the Group's presentation of such APMs may not be comparable to other similarly titled APMs used by other companies.

Exchange Rate

The table below sets forth, for the periods and dates indicated, certain information regarding the exchange rate between the soum and the U.S. dollar, based on the official exchange rate quoted by the CBU. Fluctuations in the exchange rates between the soum and the U.S. dollar in the past are not necessarily indicative of fluctuations that may occur in the future.

	For the year ended 31 December				
	2020	**2021**	**2022**	**2023**	**2024**
soum per U.S. Dollar, End of Period.....	10,477	10,838	11,225	12,339	12,920
soum per U.S. Dollar, Period Average	10,056	10,610	11,051	11,737	12,653

Source: Central Bank of Uzbekistan

For the purpose of translation from UZS to USD amounts, the following general principle is used:

- For year/period end amounts/balances – the period-end exchange rates are used;
- For year/period turnovers – the average exchange rates are used.

Translations

The language of this Offering Circular is English. Certain legislative references and technical terms have been cited in their original language in order that the correct technical meaning may be ascribed to them under applicable law. All translations in this Offering Circular are direct and accurate translations of the original text.

OVERVIEW OF THE ISSUER

Overview

Uzbekneftegaz is the national oil and gas company of Uzbekistan with vertically integrated upstream, midstream and downstream operations. The Group accounted for at least 60% of the total natural gas produced in Uzbekistan and sold 60% of the natural gas consumed by the main strategic industrial sectors of the economy in 2024. The Group has a significant contribution to the development of industrial sector (approximately 3.0% of Uzbekistan's GDP in 2024) and is a major taxpayer in the budget of Uzbekistan (contributing 2.5% to the state's revenues in 2024). As a key player in the country's fuel and energy sector, the Group is responsible for ensuring energy security, sustainable resource management and industry modernisation in line with Uzbekistan's long-term economic and strategic goals.

The Group operates 130 hydrocarbon deposits, which represent 42% of the total number of hydrocarbon deposits in the Republic of Uzbekistan. The Group's facilities include oil and gas production units, oil refineries, gas processing plants, a gas chemical complex, a synthetic liquid fuel plant, fourteen oil depots, and organisations carrying out research and design and survey works, as well as structural units and educational institutions engaged in the training and retraining of personnel. As of 31 December 2024 (based on internal estimates), the proved plus probable plus possible hydrocarbon reserves for the main 124 fields of the Group amounted to 676,034 mcm of sales gas and 18,846 kt of gas condensate and oil.

The Group is organised into business units and subsidiaries based on its products and services and has three reportable operating segments: (i) gas, gas condensate and oil production and sales, which covers the extraction of gas, gas condensate and oil; (ii) oil refining and retail, which covers refining crude oil and sales of oil products; and (iii) gas refining, which covers producing value-added products from gas.

The Group's total sales and other income was UZS 34,127 billion in the year ended 31 December 2024, a 13.2% increase as compared to UZS 30,148 billion in the year ended 31 December 2023. The Group's net profit and Adjusted EBITDA were UZS 5,122 billion and UZS 16,154 billion, respectively, in the year ended 31 December 2024, as compared to UZS 628 billion and UZS 13,505 billion in the year ended 31 December 2023.

Strengths

The key strengths of the Group are the following:

Uzbekistan's Solid Economic Landscape

Uzbekistan's macroeconomic environment provides a strong foundation for the Group's operations. The Government's fiscal consolidation strategy aims for a 3.5% GDP fiscal deficit in 2025, reinforcing financial stability. The country benefits from stable 'BB-/B' credit ratings and a projected average economic growth rate of 5.6% over 2024-2027, supported by public investment and private consumption. As a key player in Uzbekistan's industrial sector, the Group contributes approximately 3.0% of the nation's GDP and 2.5% of state revenues, further embedding it within the country's economic framework. Uzbekistan is ranked 16th globally in natural gas production and holds the 17th largest gas reserve base worldwide. With 130 hydrocarbon deposits under its control—42% of the country's total—the Group is positioned to capitalise on Uzbekistan's strong energy sector fundamentals.

Government Ownership Underpins the Group's Credit Profile

The Group benefits from strong government backing, as a state-owned entity with 99.94% ownership (100.00% of the common shares) by the Republic of Uzbekistan. The Government plays an active role in the oversight of Company's management, with key strategic decisions requiring approval from the Supervisory Board, which consists of five senior government representatives and two independent members. The Group is subject to regular oversight by key government bodies. The Presidential Administration and the Ministry of Economy and Finance receive monthly reports on production, financial performance and budget execution, while the Ministry of Energy conducts daily monitoring of hydrocarbon and petroleum product output. The State Assets Management Agency tracks business plan implementation monthly, and UzAssets (the transformation coordinator on behalf of the Ministry of Economy and Finance) holds weekly discussions on the Group's transformation progress.

State guarantees support approximately 48% of the Group's total debt portfolio, amounting to UZS 20,540 billion as of 31 December 2024. Pursuant to a government decision, Uzbekistan GTL LLC has been granted tax exemptions, including corporate income tax (until 2032), property tax (until 2032), withholding tax on income paid to non-residents (until May 2026) and VAT on services received from foreign entities (until May 2026). Additionally, the Government provides financial assistance through loans and/or credit lines from the Fund for Reconstruction and Development of Uzbekistan, contributing to the Group's credit profile.

The Government has allocated budgetary funds to key counterparties of the Group for the repayment of their debts to the Group (UZS 1.8 trillion in 2023 and UZS 2.7 trillion in 2024), which contributed to an increase in operating cash flow of the Group.

Powering Up: the Group's Operational Prowess

The Group holds a leading position in Uzbekistan's domestic market, accounting for a significant share of production and sales across key segments. The Group is the largest producer of natural gas in Uzbekistan, accounting for 60% of the country's total gas production in 2024. It produced 27.06 bcm of gas and 1,393.1 kt of oil and gas condensate, maintaining a dominant market share. According to the Ministry of Energy of the Republic of Uzbekistan, in 2024 the Group accounted for approximately 73% of liquified gas output, 10% of national crude oil production and 29% of polymer production (with the remaining 71% production attributable to JV Uz-Kor Gas Chemical LLC, where the Group holds a 50% interest). The Group's vertically integrated business model ensures resilience and operational efficiency, covering exploration, development, refining and distribution. This structure provides comprehensive control over the supply chain, mitigates exposure to external disruptions and enhances cost efficiencies. The Uzbekistan GTL Plant has achieved its full capacity in April 2025, further strengthening operational performance. Further, market liberalisation efforts, particularly in natural gas pricing, are expected to significantly boost profitability.

Liquidity Management: the Group's Strategic Moves

The Group employs disciplined liquidity management strategies to maintain financial stability. In addition to maintaining strong relationships with local and international banks and receiving government financial support, the Group has introduced internal measures to enhance covenant compliance and reporting. These include setting financial targets to maintain buffers above covenant thresholds and adopting a systematic approach to covenant monitoring. The Group also aligned certain financial covenants across lenders and engaged external financial advisers to assist with funding and credit rating matters. Key financial metrics are regularly reviewed by the Ministry of Economy and Finance, the Ministry of Energy and the State Assets Management Agency, supporting financial discipline and transparency.

Investing for Tomorrow: Strategic Plans

The Group maintains a well-defined investment strategy to support sustainable growth. The Group has allocated an average annual capital expenditure of USD 750-900 million (approximately 35% for maintenance and 65% for near-field exploration), aimed at expanding its resource base, increasing production capacity, and developing high-value products. The investment programme aligns with Uzbekistan's national strategy to ensure energy security by maintaining domestic gas and gas condensate production at a minimum of 80% of total demand. These investments also support the adoption of advanced technologies, the attraction of foreign direct investment, and the modernisation of Uzbekistan's energy infrastructure.

Resilience Underpinned by Government Support

The Group benefits from a resilient financial and operational position supported by its integrated business model and strong linkages with the state. Fitch ('BB-') and S&P ('B+') have affirmed the Company's ratings with a stable outlook, reflecting expectations of timely government support if needed. The Group's close coordination with key state stakeholders enhances its ability to manage financial pressures, while disciplined financial management and ongoing transformation initiatives reinforce operational stability. Broader economic reforms in Uzbekistan and continued fiscal support are expected to contribute to macroeconomic stability, indirectly supporting the Group's financial position.

Strategy

In 2017, the Government of Uzbekistan initiated sector-wide reforms, including at the Group, to enhance managerial and operational efficiency. Between 2019 and 2023, the Company completed the first phase of its transformation in accordance with Presidential Decree No. PP-4388 dated 9 July 2019 based on recommendations from the Asian Development Bank ("**ADB**") and Boston Consulting Group. This phase included organisational restructuring, business process optimisation, implementation of performance assessment systems and corporate governance improvements. As a result, the Group successfully executed initiatives to enhance operational efficiency, digitalise processes, integrate ESG principles and strengthen financial reporting standards. The introduction of digital field monitoring solutions and engagement with international consultants and foreign specialists further reinforced the Group's reliability and competitiveness.

In 2024, the Company entered a new phase of transformation, supported by Presidential Decrees No. PP-83 and No. PP-283, with JSC UzAssets appointed as the transformation coordinator on behalf of the Ministry of Economy and Finance. The Company's transformation strategy is now focused on strengthening its position as a leading oil and gas company (by revenue and production volumes), enhancing operational efficiency, ensuring financial sustainability and aligning with international best practices. This strategy is driven by Uzbekistan's long-term energy security goals, increasing investment attractiveness and maximising value creation across the entire hydrocarbon value chain.

The Group's transformation strategy is built around eight key pillars designed to strengthen its long-term competitiveness and position it as a leading regional player in the energy sector (by revenue and production volumes).

Long-Term Development Strategy

The Group is focused on expanding its gas resource base, achieving production targets and enhancing efficiency across its subsidiaries and joint ventures. The Group continues to implement strategic investment projects aimed at expanding hydrocarbon reserves, increasing production output, deep refining of raw materials and modernising existing infrastructure. In addition, the Group seeks to attract global partners to support exploration and production activities.

Each project undertaken by the Group is implemented based on its economic feasibility and expected return on investment. The Group's investment programme consists of three key areas:

(i) Geological and technical activities, which include drilling, major repairs of production wells and the construction of technological infrastructure such as compressor stations, gas processing facilities, pipelines and other critical infrastructure;

(ii) Exploration activities, aimed at identifying new areas for hydrocarbon development and production; and

(iii) Capital repairs of facilities, to ensure the continued maintenance and operational integrity of existing assets.

In the event of reduced financial resources due to potential declines in hydrocarbon prices, the Group intends to reduce maintenance capital expenditures and optimise spending on projects with minimal impact on hydrocarbon production.

In 2023, the Group conducted 3D seismic surveys covering an area of 1,500 sq. km and completed the construction of 52 wells. In 2024, these figures increased to 3,960 sq. km and 41 wells, with targets for 2025 of

6,500 sq. km and 50 wells. Additionally, based on economic feasibility, the Group is exploring potential business opportunities in foreign markets. This includes expanding into international commodity markets through the establishment of "Turan Energy", a trading company formed in partnership with SOCAR (Azerbaijan) in December 2023.

To strengthen geological exploration and identify new deep-seated reserves at depths of 4,500–5,500 metres, three wells have been drilled and tested in the Ustyurt region. Commercial flows of natural gas were obtained from two wells (Saryzhol 1 and Kuiji Surgil 11R). As a significant development, in January 2025, industrial gas flows were obtained for the first time in the Ustyurt region of Uzbekistan from deep-seated reservoirs at depths of 4,500–5,300 meters in the West Kuyi Surgil field. Additionally, in the Bukhara-Khiva petroleum region, industrial gas flows have been recorded from the unconventional terrigenous-Jurassic deposits at fields such as Chunagar, Kultak, and Urtabulak. Exploration efforts to assess the potential of these deposits are ongoing at new sites. Further exploration is planned for 2025, with the drilling of an exploration well on the Termez structure in the Surkhandarya region to assess the potential of Cretaceous and Palaeogene deposits.

The Group is currently developing a feasibility study for the modernisation of the Bukhara Oil Refinery, with the aim of producing high-octane gasoline that meets modern standards. Upon completion of the study, the Group will assess the project's economic indicators and decide on the appropriateness of proceeding with its implementation.

The Group is participating in a project for the construction of a complex for the processing of naphtha and the production of high-density polyethylene in the Karakul Free Economic Zone in the Bukhara region. For the purposes of implementing the project, a joint venture, ArkChemical LLC, has been established, with SEG Enera LLC holding a 60 per cent. interest and the Company and Shurtan Gas Chemical Complex LLC jointly holding the remaining 40 per cent. The project envisages the processing of synthetic naphtha from the Uzbekistan GTL Plant and the annual production of 280 kt of high-density polyethylene, 100 kt of propylene and 50 kt of pyrolysis distillate. Completion of construction of the complex is expected in 2028.

The Group's planned capital expenditures for 2025 are expected to amount to approximately US$750–900 million (approximately 35% for maintenance and 65% for exploration) and will be directed towards the following key areas: maintaining production levels and increasing hydrocarbon extraction volumes; expanding and replenishing geological reserves, including exploration of new prospective fields; and capital repairs, modernisation and reconstruction of existing technological facilities. Between 2025 and 2028, the Group plans to implement investment projects totalling no more than US$4 billion, aimed at enhancing production efficiency, expanding petrochemical capacities and ensuring sustainable energy supply across the Group's operations.

Presidential Decrees No. PP-4388 dated 9 July 2019 and No. PP-329 dated 20 September 2024 provide for potential initial public offering of shares while maintaining a state ownership stake of at least 51% in the Company's charter capital. The timing and terms of the IPO will be determined by the Ministry of Economy and Finance of the Republic of Uzbekistan in accordance with state policy on the privatisation of state assets.

Sustainable Financial Structure

The Group aims to secure financing for exploration and production activities while refinancing existing debt obligations to maintain a sustainable financial structure. As part of its development strategy, the Group has identified a number of conservative financial policy goals to ensure a comfortable liquidity position and sustain profitability.

Given the positive trend in profit margins (operating margin and net profit margin), Adjusted EBITDA and net profit over the periods under review, the Company expects to continue growing in line with historical indicators. In the year ended 31 December 2024, the Group's net profit and Adjusted EBITDA were UZS 5,122 billion and UZS 16,154 billion, respectively, compared to UZS 628 billion and UZS 13,505 billion in the year ended 31 December 2023. In 2022, net profit was UZS 2,853 billion, and Adjusted EBITDA was UZS 11,147 billion.

To maintain a manageable debt burden, the Company will continue to monitor its Leverage Ratio and Interest Coverage Ratio to ensure financial stability. Free cash flows will be primarily allocated to debt obligations and investment projects, with dividend payments made in accordance with the Company's dividend policy.

Financial, Audit & Risk Transformation

The Group is implementing international audit and risk management frameworks, including ISO standards, to strengthen governance and transparency.

To ensure compliance with PRMS standards, the Group conducts annual audits of its hydrocarbon reserves, reinforcing accuracy in reporting and resource management. The Group is also developing a comprehensive financial transformation strategy that includes digitalisation of key financial functions, strengthening risk management frameworks, and integrating best practices in corporate governance.

Operational Efficiency

Uzbekneftegaz is deploying advanced risk management tools for exploration and production while implementing a structured roadmap to enhance efficiency and reduce production costs. The Group prepares a budget for income and expenses annually, ensuring transparent allocation across operational, financial, and investment activities. This framework supports disciplined expenditure management while allowing for strategic reinvestment.

The Group has introduced a cost reduction and optimisation programme, incorporating modernisation initiatives, energy efficiency improvements, and the adoption of advanced technologies. Key measures include the use of energy-saving devices, installation of solar panels and solar collectors, and minimising technological losses through process enhancements.

To further strengthen operational efficiency, the Group is defining automation requirements across critical functions, including accounting, procurement, maintenance, and investments. Initial digitalisation initiatives are already underway, focusing on real-time data collection, automated monitoring systems, and predictive analytics to enhance resource management and operational reliability.

Additionally, the Group is evaluating the deployment of digital field technologies, such as smart sensors and automated process control systems, to optimise production workflows and minimise downtime. The integration of enterprise resource planning ("**ERP**") systems, including SAP ERP, is expected to improve supply chain management, financial reporting, and procurement processes.

These initiatives align with Uzbekistan's national digital transformation goals under the "Uzbekistan - 2030" strategy, which aims to position the country as a regional IT hub. Uzbekneftegaz remains committed to leveraging technology-driven solutions to drive innovation, operational excellence, and long-term growth across the energy sector.

In the event of reduced financial resources due to potential declines in hydrocarbon prices, the Group will take measures to reduce maintenance capital expenditures and optimise spending on projects with minimal impact on production.

Sustainable Development in Accordance with ESG Principles

The Group is committed to sustainability by developing a roadmap for green projects and aligning disclosures with IFRS S1+S2 standards. It is also launching key ESG initiatives and seeking an ESG rating to strengthen its environmental, social, and governance performance.

In 2025, the Group, with the support of an international consultant, plans to develop an ESG strategy incorporating the following key elements: a quantitative assessment of greenhouse gas emissions using international calculation standards such as the GHG Protocol, IPCC methodology, and ISO 14064-1; the establishment of decarbonisation targets aligned with international frameworks such as the Science Based Targets initiative; the identification and assessment of physical and transition risks related to climate change; and the development of a Climate Strategy, including measures to reduce greenhouse gas emissions.

Through this transformation strategy, Uzbekneftegaz aims to modernise its operations, attract international investment, and reinforce its long-term financial and operational resilience. The Group remains committed to adopting global best practices while ensuring sustainable and responsible energy production.

Reserves

There are 312 hydrocarbon deposits on the territory of the Republic of Uzbekistan, of which 130 (42% of the reserves) belong to the Group. The Company enlisted D&M, independent petroleum engineers, to estimate the oil and gas reserves in its 124 main fields in line with the Petroleum Resources Management System rules approved in March 2007 and revised in June 2018 by the Society of Petroleum Engineers, the World Petroleum Council, the American Association of Petroleum Geologists, the Society of Petroleum Evaluation Engineers, the Society of Exploration Geophysicists, the Society of Petrophysicists and Well Log Analysts and the European Association of Geoscientists and Engineers ("**PRMS rules**"). The oil fields covered by the D&M report are the oil fields which the Company holds 100% working interest in.

As of 31 December 2024, based on the Company's estimates, the proved plus probable plus possible hydrocarbon reserves (according to international PRMS standards) for the main 124 fields of the Group amounted to 676,034 mcm of sales gas and 18,846 kt of gas condensate and oil. If the production volume remains at the level it was in 2024, the availability of the Group's proved, probable and possible reserves is 25 years and of proved reserves is 14 years.

As of 31 December 2023, based on D&M Report, the proved plus probable plus possible hydrocarbon reserves (according to international PRMS standards) for the main 124 fields of the Group amounted to 675,928 mcm of sales gas and 19,463 kt of gas condensate and oil.

According to PRMS international standards, as at 31 December 2024 (based on internal estimates), the Group had in its 124 main fields:

- *Proved reserves* of 9,212 kt of oil and condensate and 360,932 mcm of sales gas;
- *Proved plus probable reserves* of 15,202 of oil and condensate and 535,431 mcm of sales gas; and
- *Proved plus probable plus possible reserves* of 18,846 kt of oil and condensate and 676,034 mcm of sales gas.

The following table sets forth the PRMS net reserves for the Group reflecting the 124 main fields as at 31 December 2023 (based on D&M Report) and as at 31 December 2024 (based on internal estimates):

	Net Reserves					
	As at 31 December 2023 (D&M Report)				**As at 31 December 2024 (internal estimates)**	
	English Units		**Metric Units**		**Metric Units**	
Reserve Category	**Oil and Condensate (10^3bbl)**	**Sales Gas (mcm)**	**Oil and Condensate (kt)**	**Sales Gas (mcm)**	**Oil and Condensate (kt)**	**Sales Gas (mcm)**
Proved Developed Producing	48,849	9,012,383	5,682	255,202	5,095	230,616
Proved Developed Non-Producing	415	60,490	46	1,713	46	1,713
Proved Developed	**49,264**	**9,072,873**	**5,728**	**256,915**	**5,141**	**232,329**
Proved Undeveloped	35,613	4,557,242	4,081	129,050	4,071	128,603
Total Proved	**84,877**	**13,630,115**	**9,809**	**385,965**	**9,212**	**360,932**
Probable	51,890	6,173,169	6,003	174,800	5,990	174,499
Proved plus Probable	**136,767**	**19,803,284**	**15,812**	**560,765**	**15,202**	**535,431**
Possible	31,427	4,066,649	3,651	115,163	3,644	140,603
Proved plus Probable plus Possible	**168,194**	**23,869,933**	**19,463**	**675,928**	**18,846**	**676,034**

SELECTED FINANCIAL INFORMATION

The following selected consolidated financial information covers the years ended 31 December 2024, 31 December 2023 and 31 December 2022. Unless otherwise specified, (i) the financial information as at and for the years ended 31 December 2024 presented in this discussion has been extracted or derived from the 2024 Financial Statements, and (ii) the financial information as at and for the years ended 31 December 2023 and 2022 from the 2023 Financial Statements, in each case without material adjustment. This section should be read in conjunction with the Financial Statements and the notes thereto, and the other financial information included elsewhere in this Offering Circular.

This discussion contains forward-looking statements that involve risks and uncertainties. See "Forward-Looking Statements". Actual results could differ materially from those anticipated in such forward-looking statements as a result of a variety of factors, including the risks discussed in the "Risk Factors" section of this Offering Circular.

Financial information

Consolidated statement of profit or loss data

	For the year ended 31 December		
	2022	**2023**	**2024**
		UZS billion	
Oil, gas, petroleum products and petrochemicals sales	24,624	27,442	28,321
Share in profits of associates and joint ventures, net	2,761	2,150	5,026
Construction services and other sales	218	215	130
Other operating income	612	341	650
Total sales and other income	**28,215**	**30,148**	**34,127**
Cost of purchased oil, gas, petroleum product and other materials	(7,881)	(7,142)	(6,014)
Production expenses	(2,964)	(3,852)	(5,037)
Taxes other than income tax	(2,809)	(2,877)	(3,500)
Depreciation, depletion and amortisation	(3,923)	(4,872)	(4,234)
(Impairment)/recovery of trade and loans receivable and other assets	(168)	445	314
General and administrative expenses	(1,470)	(1,694)	(1,933)
Transportation and selling expenses	(680)	(984)	(993)
Exploration and evaluation expenses	(409)	(167)	(675)
(Loss)/gain on disposal of property, plant and equipment, net	(131)	27	461
Other operating expenses	(556)	(399)	(596)
Total costs and expenses	**(20,991)**	**(21,515)**	**(22,207)**
Operating profit	**7,224**	**8,633**	**11,920**
Finance income	497	1,196	1,695
Other non-operating income	-	194	5
Foreign exchange loss, net	(1,193)	(4,217)	(2,163)
Finance costs	(2,694)	(4,430)	(5,890)
Profit before income tax	**3,834**	**1,376**	**5,567**
Income tax expense	(981)	(748)	(445)
Net profit for the year	**2,853**	**628**	**5,122**

Consolidated statement of cash flows data

	For the year ended 31 December		
	2022	**2023**	**2024**
		UZS billion	
Operating activities			
Profit before income tax from continuing operations	**3,834**	**1,376**	**5,567**
Adjustments for:			
Depreciation, depletion and amortisation	3,923	4,872	4,234
Exploration and evaluation expenses	409	167	675
Impairment/ (recovery) of trade and loans receivable and other assets	168	(445)	(316)
Change in provisions	(25)	(94)	—
Loss/ (gain) on disposal of property, plant and equipment	131	(27)	(461)
Finance income	(497)	(1,196)	(1,695)
Finance costs	2,694	4,430	5,890
Foreign exchange loss, net	1,193	4,217	2,163
Equity share in profit of associates and joint ventures	(2,761)	(2,150)	(5,026)
Other movements	80	—	130
Operating cash flows before working capital changes	**9,149**	**11,150**	**11,161**
Change in trade and other receivables	(1,382)	1,189	1,391
Change in inventories	1,018	(277)	(1,010)
Change in trade and other payables	(909)	(1,806)	587
Change in provisions	—	—	(45)
Change in advances paid, other assets and other liabilities	1,233	732	2,122
Cash generated from operations	**9,109**	**10,988**	**14,206**
Income taxes paid	(1,012)	(374)	(80)
Interest received	27	—	—
Dividends received from associates and joint ventures	163	586	2,928
Net cash flows from operating activities	**8,287**	**11,200**	**17,054**
Investing activities			
Purchase of property, plant and equipment	(5,805)	(8,933)	(7,948)
Investments in E&E assets[(1)]	—	—	(1,585)
Investment in joint ventures and associates	—	(285)	(1,420)
Proceeds from loans due from related parties	—	—	187
Change in restricted cash	(11)	(577)	(137)
Net cash flows used in investing activities	**(5,816)**	**(9,795)**	**(10,903)**
Financing activities			
Proceeds from borrowings	7,310	7,734	9,926
Proceeds from other financial liabilities	—	7,906	—
Repayment of other financial liabilities	—	(224)	(968)
Repayment of borrowings	(5,972)	(14,159)	(9,984)
Interest paid	(2,233)	(3,261)	(3,377)
Distributions to shareholders	—	—	(1,073)
Dividends paid	(1,340)	(907)	(432)
Net cash flows used in financing activities	**(2,235)**	**(2,911)**	**(5,908)**
Net foreign exchange difference on cash and cash equivalents	34	(21)	80
Net change in cash and cash equivalents	**270**	**(1,527)**	**323**
Cash and cash equivalents, at the beginning of the year	2,217	2,487	960
Cash and cash equivalents, at the end of the year	**2,487**	**960**	**1,283**

Note:

(1) Investments in E&E assets in 2023 in the amount of UZS 1,466 billion and in 2022 in the amount of UZS 1,099 billion were included in line "Purchase of property, plant and equipment" in the cash flow statement for the year ended 31 December 2023 and 2022.

Consolidated statement of financial position data

	As of 31 December		
	2022	2023	2024
		UZS billion	
Assets			
Non-current assets			
Property, plant and equipment	70,755	71,479	74,053
Exploration and evaluation assets	919	844	1,170
Investments in joint ventures and associates	23,129*	27,659*	46,657
Trade and other receivables	1,130	1,005	972
Advances for non-current assets	2,593	1,054	2,550
Loans due from related parties	5,921	—	332
Other non-current assets	291	151	126
Total non-current assets	**104,738***	**102,192***	**125,860**
Current assets			
Cash and cash equivalents	2,487	960	1,283
Restricted cash	239	816	931
Trade and other receivables	2,775	4,260	3,124
Advances paid	918	1,085	1,094
Inventories	2,315	2,480	3,490
Income tax prepaid	384	334	19
Loans due from related parties	707	7,558	39
Other current assets	1,184	1,538	706
Reimbursement asset	—	9,143	—
Total current assets	**11,009**	**28,174**	**10,686**
Assets held for sale	1,811	4,887	125
Total assets	**117,558***	**135,253***	**136,671**
Liabilities and shareholders' equity			
Shareholders' equity			
Share capital	21,244	21,274	21,274
Additional paid-in capital	—	—	976
Retained earnings	22,335*	21,994*	23,853
Currency translation reserve	14,439	16,726	20,368
Attributable to equity holders of the parent company	**58,018***	**59,994***	**66,471**
Non-controlling interest	227	183	206
Total shareholders' equity	**58,245***	**60,177***	**66,677**
Non-current liabilities			
Borrowings	36,486	32,627	29,289
Other financial liabilities	—	10,039	12,956
Provisions	1,769	1,516	1,435
Deferred tax liabilities	2,805*	3,534*	983
Deferred income from government grants	173	173	173
Other non-current liabilities	60	58	—
Total non-current liabilities	**41,293***	**47,947***	**44,836**
Current liabilities			
Trade and other payables	8,040	7,614	7,705
Borrowings	7,071	8,661	13,485
Provisions	33	51	59
Financial guarantees	—	9,158	—
Other financial liabilities	2,401	1,342	1,630
Other current liabilities	475	303	2,279
Total current liabilities	**18,020**	**27,129**	**25,158**
Total liabilities	**59,313***	**75,076***	**69,994**
Total liabilities and shareholders' equity	**117,558***	**135,253***	**136,671**

Note: Information in the line items marked with * have been derived from the 2024 Financial Statements. See "*Presentation of Financial and Other Information — Correction of Error*".

Segment breakdowns

The following table sets forth the total sales and other income by segment for the periods indicated.

	As of 31 December		
	2022	2023	2024
		UZS billion	
Gas, gas condensate and oil production and sales	9,944	11,587	19,647
Oil refining and retail	12,485	11,512	11,568
Gas refining	5,859	8,476	9,481
Other	4,497	4,343	2,728
Adjustments and eliminations	(4,570)	(5,770)	(9,297)
Total	**28,215**	**30,148**	**34,127**

The following table sets forth the total costs and expenses by segment for the periods indicated.

	As of 31 December		
	2022	2023	2024
		UZS billion	
Gas, gas condensate and oil production and sales	(9,339)	(9,586)	(13,452)
Oil refining and retail	(10,766)	(10,527)	(11,197)
Gas refining	(3,214)	(4,790)	(5,621)
Other	(2,242)	(2,382)	(1,234)
Adjustments and eliminations	4,570	5,770	9,297
Total	**(20,991)**	**(21,515)**	**(22,207)**

The following table sets forth the net profit/(loss) for the period by segment for the periods indicated.

	As of 31 December		
	2022	2023	2024
		UZS billion	
Gas, gas condensate and oil production and sales	(1,513)	(722)	2,862
Oil refining and retail	1,451	908	123
Gas refining	700	(1,399)	651
Other	2,215	1,841	1,486
Adjustments and eliminations	—	—	—
Total	**2,853**	**628**	**5,122**

Selected Consolidated APMs and KPIs

The table below shows selected consolidated ratios for the Group as at, and for the periods indicated. The Company calculated the figures by first converting them from Uzbek soum to U.S. dollars at the exchange rates listed in 'Exchange Rate' above and then performing the relevant calculations.

	As at/for the year ended 31 December		
	2022	2023	2024
Adjusted EBITDA[1] (*UZS billion*)	11,147	13,505	16,154
Adjusted EBITDA margin[1]	39.5%	44.8%	47.3%
Operating margin[2]	25.6%	28.6%	34.9%
Net profit margin[3]	10.1%	2.1%	15.0%
Return on equity[4]	4.9%	1.1%	8.1%
Return on assets[5]	2.5%	0.5%	3.8%
Total borrowings / Adjusted EBITDA[6]	3.91x	3.06x	2.65x
Leverage Ratio[7]	3.68x	2.99x	2.57x
Interest Coverage Ratio[8]	4.64x	3.75x	4.48x
Net Gearing Ratio[9]	71%	67%	62%
Free Cash Flow [10]	2,482	2,267	7,521
Free Cash Flow/ Adjusted EBITDA[10]	22%	17%	47%

Notes:

(1) Adjusted EBITDA divided by total sales and other income. For a reconciliation of Adjusted EBITDA to net profit for the year, please see "—*Adjusted EBITDA*" below. For the years ended 31 December 2022, 2023 and 2024, the Group calculates Adjusted EBITDA as net profit plus income tax expense; depreciation, depletion and amortisation; foreign exchange loss, net; finance cost reduced by finance income and other non-operating income, all as recorded in the Financial Statements. Adjusted

EBITDA is an APM and is not a measure of performance under IFRS, see "*Presentation of Financial and Other Information - Presentation of Financial Information - Certain Non-IFRS Financial Information*".

The table below shows a reconciliation of the Group's Adjusted EBITDA to its net profit for each of the years indicated.

	Year ended 31 December		
	2022	**2023**	**2024**
	(*UZS billion, except for %*)		
Net profit for the year	2,853	628	5,122
Plus:			
Income tax expense	981	748	445
Finance costs	2,694	4,430	5,890
Foreign exchange loss, net	1,193	4,217	2,163
Depreciation, depletion and amortisation	3,923	4,872	4,234
Less:			
Finance income	(497)	(1,196)	(1,695)
Other non-operating income	—	(194)	(5)
Adjusted EBITDA	**11,147**	**13,505**	**16,154**
Divided by:			
Total sales and other income	28,215	30,148	34,127
Adjusted EBITDA margin	**39.5%**	**44.8%**	**47.3%**

(2) Operating profit divided by total sales and other income.

	Year ended 31 December		
	2022	**2023**	**2024**
	(*UZS billion, except for %*)		
Operating profit	7,224	8,633	11,920
Divided by:			
Total sales and other income	28,215	30,148	34,127
Operating margin	**25.6%**	**28.6%**	**34.9%**

(3) Net profit for the year divided by total sales and other income.

	Year ended 31 December		
	2022	**2023**	**2024**
	(*UZS billion, except for %*)		
Net profit for the year	2,853	628	5,122
Divided by:			
Total sales and other income	28,215	30,148	34,127
Net profit margin	**10.1%**	**2.1%**	**15.0%**

(4) Net profit for the year divided by average total shareholders' equity as at the end of the year. Average total shareholders' equity is calculated as the sum of the balance at the start and end of each year divided by two. Average total shareholders' equity as at 31 December 2023 was calculated from the total shareholders' equity as at 1 January 2023 and as at 31 December 2023, derived from the 2024 Financial Statements. Average total shareholders' equity as at 31 December 2022 was calculated from the underlying accounting records adjusted to reflect the correction of error. See "*Presentation of Financial and Other Information — Correction of Error*".

	As at or for the year ended 31 December		
	2022	**2023**	**2024**
	(*UZS billion, except for %*)		
Net profit for the year	2,853	628	5,122
Divided by:			
Average total shareholders' equity	57,718	59,211	63,427
Return on equity	**4.9%**	**1.1%**	**8.1%**

(5) Net profit for the year divided by average total assets as at the end of the year. Average total assets is calculated as the sum of the balance at the start and end of each year divided by two. Average total assets as at 31 December 2023 was calculated from the total assets as at 1 January 2023 and as at 31 December 2023, derived from the 2024 Financial Statements. Average total assets as at 31 December 2022 was calculated from underlying accounting records adjusted to reflect the correction of the error. See "*Presentation of Financial and Other Information — Correction of Error*".

	As at or for the year ended 31 December		
	2022	2023	2024
	(*UZS billion, except for %*)		
Net profit for the year	2,853	628	5,122
Divided by:			
Average total assets	114,919	126,406	135,962
Return on assets	**2.5%**	**0.5%**	**3.8%**

(6) Total borrowings divided by Adjusted EBITDA. For a reconciliation of Adjusted EBITDA to net profit for the year, please see "*—Adjusted EBITDA*" below.

	As at or for the year ended 31 December		
	2022	2023	2024
	(*UZS billion, except for %*)		
Total borrowings	43,557	41,288	42,774
Divided by:			
Adjusted EBITDA	11,147	13,505	16,154
Total borrowings / Adjusted EBITDA	**3.91x**	**3.06x**	**2.65x**

(7) Net debt (defined as total borrowings, less cash and cash equivalents) divided by Adjusted EBITDA.

	As at or for the year ended 31 December		
	2022	2023	2024
	(UZS billion, except for ratios)		
Total borrowings	43,557	41,288	42,774
Cash and cash equivalents	2,487	960	1,283
Net debt	**41,070**	**40,328**	**41,491**
Divided by:			
Adjusted EBITDA	11,147	13,505	16,154
Leverage Ratio	**3.68x**	**2.99x**	**2.57x**

(8) Adjusted EBITDA divided by interest expenses adjusted for capitalised borrowing costs.

	For the year ended 31 December		
	2022	2023	2024
	(UZS billion, except for ratios)		
Adjusted EBITDA	11,147	13,505	16,154
Divided by sum of:			
Interest expenses	1,871	3,342	3,364
Capitalised borrowings costs	530	264	238
Interest Coverage Ratio	**4.64x**	**3.75x**	**4.48x**

(9) Net debt divided by total shareholders' equity. Total shareholders' equity as at 31 December 2022 and 2023 was derived from the 2024 Financial Statements. See "Presentation of Financial and Other Information — Correction of Error".

	As at 31 December		
	2022	2023	2024
	(UZS billion, except for %)		
Total borrowings	43,557	41,288	42,774
Cash and cash equivalents	2,487	960	1,283
Net debt	**41,070**	**40,328**	**41,491**
Divided by:			
Total shareholders' equity	58,245	60,177	66,677
Net Gearing Ratio	**71%**	**67%**	**62%**

(10) Net cash flows from operating activities less purchase of property, plant and equipment and investments in E&E assets. Investments in E&E assets in 2023 in the amount of UZS 1,466 billion and in 2022 in the amount of UZS 1,099 billion were included in line "Purchase of property, plant and equipment" in the cash flow statement for the year ended 31 December 2023 and 2022.

	For the year ended 31 December		
	2022	2023	2024
	(UZS billion, except for %)		
Net cash flows from operating activities	8,287	11,200	17,054
Purchase of property, plant and equipment	(5,805)	(8,933)	(7,948)
Investments in E&E assets	—	—	(1,585)
Free Cash Flow	**2,482**	**2,267**	**7,521**
Divided by:			
Adjusted EBITDA	11,147	13,505	16,154
Free Cash Flow / Adjusted EBITDA	**22%**	**17%**	**47%**

OVERVIEW OF THE OFFERING

*The following overview contains basic information about the Notes and is not intended to be complete. For a more complete understanding of the Notes, please refer to the Terms and Conditions of the Notes ("**Conditions**"). Capitalised terms not defined in this section have the meanings given to them in the Conditions.*

"**Issuer**"	JSC "Uzbekneftegaz".
"**Managers**"	The Global Coordinator and Bookrunner, the Joint Bookrunners and Co-Manager.
"**Global Coordinator and Bookrunner**"	J.P. Morgan Securities plc
"**Joint Bookrunners**"	Abu Dhabi Commercial Bank PJSC, Deutsche Bank Aktiengesellschaft, MUFG Securities EMEA plc and Standard Chartered Bank
"**Co-Manager**"	Joint-Stock Commercial Bank "Uzbek Industrial and Construction Bank"
"**Notes Offered**".....	U.S.$850,000,000 aggregate principal amount of 8.75% Notes due 2030.
"**Trustee**"	BNY Mellon Corporate Trustee Services Limited.
"**Principal Paying Agent**".....	The Bank of New York Mellon, London Branch.
"**Registrar and Transfer Agent**"	The Bank of New York Mellon SA/NV, Dublin Branch.
"**Issue Price**".....	100.000%.
"**Closing Date**".....	7 May 2025.
"**Maturity Date**".....	Unless previously redeemed, or purchased and cancelled, the Notes will be redeemed at their principal amount on 7 May 2030.
"**Interest Rate**"	The Notes bear interest at the rate of 8.75% per annum payable in equal instalments semi-annually in arrear on 7 May and 7 November in each year, commencing on 7 November 2025.
"**Risk Factors**".....	An investment in the Notes involves a high degree of risk. See "*Risk Factors*".
"**Use of Proceeds**".....	The Issuer will use part of the proceeds received from the issue and sale of the Notes to refinance its existing debt, with the remainder to be used for investment projects and general corporate purposes. For more information, see "*Use of Proceeds*".

"**Form**"	The Notes will be in registered form, without interest coupons attached, in denominations of U.S.$200,000 and integral multiples of U.S.$1,000 in excess thereof. The Notes will be issued in the form of a Regulation S Global Note and a Rule 144A Global Note, each in registered form and without interest coupons attached. The Regulation S Global Note will be deposited with the common depositary for Euroclear and Clearstream, Luxembourg and registered in the name of a nominee of such common depositary. The Rule 144A Global Note will be deposited with a custodian for, and registered in the name of, Cede & Co., as nominee of DTC. Ownership interests in the Regulation S Global Note and Rule 144A Global Note will be shown on, and transfer thereof will be effected only through, records maintained by Euroclear, Clearstream, Luxembourg, DTC and their respective participants. Notes in definitive form will be issued only in limited circumstances.
"**Ranking of the Notes**".....	The Notes constitute direct, general, unsubordinated and (subject to Condition 4) unsecured obligations of the Issuer and shall at all times rank *pari passu* and without any preference among themselves. The payment obligations of the Issuer under the Notes shall, save for such exceptions as may arise by mandatory operation of law and subject to Condition 4, at all times rank at least equally with all other present and future unsecured and unsubordinated obligations of the Issuer.
"**Negative Pledge and Covenants**"	The Conditions contain restrictions on or impose requirements to be complied with when conducting certain activities of the Issuer and its subsidiaries, including, without limitation: (a) limitation on the incurrence of certain liens; (b) limitation on incurrence of indebtedness; (c) requirement for the provision of certain financial information; (d) limitation on prepayment of subordinated debt and paying dividends on or redeeming or repurchasing share capital or making other distributions; (e) limitations on engaging in mergers and reorganisations; (f) limitation on asset sales; (g) limitation on engaging in affiliate transactions; (h) requirement for the maintenance of authorisations; (i) requirement for the maintenance of properties; (j) limitation on change of business; (k) requirement for the compliance with environmental laws; and (l) limitation on restrictions on distributions from subsidiaries. There are significant exceptions to the requirements contained in these covenants as well as provisions providing for covenants suspension upon the occurrence of certain circumstances, as more fully described in Condition 4 and Condition 5.

"**Events of Default**"	If an Event of Default occurs and is continuing, the Trustee at its discretion may, and if so requested in writing by the holders of not less than one-quarter in principal amount of the Notes then outstanding or if so directed by an Extraordinary Resolution shall, (subject in each case to being indemnified and/or secured and/or prefunded to its satisfaction) give notice to the Issuer that the Notes are, and that they shall immediately become, due and repayable at their principal amount together with accrued interest, as more fully described in Condition 10.
"**Optional Redemption for Taxation Reasons**"	The Notes may be redeemed at the option of the Issuer in whole, but not in part, at any time on giving not less than 30 nor more than 60 days' notice, at the principal amount thereof together with accrued and unpaid interest to (but excluding) the date fixed by the Issuer for redemption, if the Issuer is or would be required to pay additional amounts (as defined in the Conditions) (subject to certain conditions) as a result of any change in, or amendment to, the laws or regulations of the Republic of Uzbekistan, occurring on or after the Issue Date as more fully described in Condition 7.2.
"**Make-Whole Call Option**" ..	The Issuer may, at its option, redeem the Notes, in whole but not in part, at any time prior to the date falling three months prior to the Maturity Date on giving not less than 30 and not more than 60 days irrevocable notice, at a price equal to the principal amount thereof, plus the Make Whole Premium, plus any accrued and unpaid interest, up to but excluding the date of redemption, as more fully described in Condition 7.3.
"**Optional Redemption at Par**"	The Issuer may, at any time on or after the date falling three months prior to the Maturity Date, on giving not less than 30 nor more than 60 days' irrevocable notice, redeem the Notes in whole or in part, at the principal amount thereof, plus any accrued and unpaid interest, up to but excluding the date of redemption, as more fully described in Condition 7.4.
"**Optional Redemption by the Noteholders upon a Relevant Event**"	If a Relevant Event occurs, the holder of each Note will have the option to require the Issuer to redeem that Note on the Relevant Event Put Date at 100% of its principal amount together with interest accrued to (but excluding) the Relevant Event Put Date, as more fully described in Condition 7.8.
"**Withholding Tax**"	All payments in respect of interest and principal on the Notes will be made free and clear of, and without withholding or deduction for, any taxes, duties, assessments or governmental charges of whatsoever nature imposed, levied, collected, withheld or assessed by or within the Republic of Uzbekistan or any political subdivision or any authority thereof or therein having power to tax, unless such withholding or deduction is required by law. If any such taxes, duties, assessments or governmental charges are payable, the Issuer shall (subject to certain exceptions) pay such additional amounts as will result in the receipt by the Noteholders of such amounts as would have been received had no such deduction or withholding been required, as more fully described in Condition 9.
"**Listing of Notes**".....	Application has been made to the London Stock Exchange for the Notes to be admitted to trading on the London Stock Exchange's International Securities Market (the "**ISM**"). The ISM is not a regulated market for the purposes of UK MiFIR.

"**Ownership Restrictions**"	None of DTC, Euroclear or Clearstream, Luxembourg, will monitor compliance with any transfer or ownership restrictions.
"**Governing Law and Arbitration**".....	The Notes and the Trust Deed and any non-contractual obligations arising out of or in connection with any of them shall be governed by and construed in accordance with English law and contain provisions for arbitration in London, England.
"**Selling Restrictions**".....	United States, United Kingdom, Uzbekistan, Singapore, Canada, Japan, Hong Kong, Switzerland, United Arab Emirates (excluding the Dubai International Financial Centre ("**DIFC**") and Abu Dhabi Global Market ("**ADGM**")), DIFC, ADGM and any other jurisdiction relevant to the Offering. See "*Subscription and Sale*".
"**Ratings**"	It is expected that the Notes will be rated 'BB-' by Fitch and 'B+' by S&P. Fitch is established in the United Kingdom and registered under the UK CRA Regulation. S&P is not established in the United Kingdom but is certified under the UK CRA Regulation. Credit ratings assigned to the Notes do not necessarily mean that the Notes are a suitable investment. A rating is not a recommendation to buy, sell or hold securities and may be subject to revision, suspension or withdrawal at any time by the assigning rating organisation. Similar ratings on different types of notes do not necessarily mean the same thing. Credit ratings do not relate to the liquidity of the Notes or consider whether there is a market for the Notes. Any change in the credit rating of the Notes or of the Issuer could adversely affect the price that a subsequent purchaser would be willing to pay for the Notes. The significance of each rating should be analysed independently from any other rating.
"**Security Identification**"	Regulation S Notes • International Securities Identification Number ("**ISIN**"): XS3063464070 • Common Code: 306346407 Rule 144A Notes: • International Securities Identification Number ("**ISIN**"): US91825MAC73 • Common Code: 306790455 • CUSIP: 91825M AC7
"**Legal Entity Identifier**"	213800LUZJZFLJD4MJ51

RISK FACTORS

An investment in the Notes involves a high degree of risk. Investors should carefully consider the following information about these risks, together with the information contained in this Offering Circular, before they decide to buy the Notes. The actual occurrence of any of the following risks could adversely affect the Group's operating results and financial condition. In that case, the value of the Notes could also decline and investors could lose all or part of their investment.

The risks and uncertainties discussed below are those that the Group believes are material, but these risks and uncertainties may not be the only ones that the Group faces. Additional risks and uncertainties, including those of which the Group's management is not currently aware or deems immaterial, may also have an adverse effect on the Group's operating results and financial condition or result in other events that could lead to a decline in the value of the Notes.

Investors in entities operating in emerging markets such as Uzbekistan should be aware that these markets are subject to greater risk than more developed markets, including in some cases significant political, economic and legal risks. Investors should also note that such emerging and frontier economies are subject to rapid change and that the information set out in this Offering Circular may become outdated relatively quickly. Accordingly, investors should exercise particular care in evaluating the risks involved and must decide for themselves whether, in light of those risks, their investment is appropriate. Generally, investing in emerging and frontier markets is only suitable for sophisticated investors who fully appreciate the significance of the risks involved, and investors are urged to consult with their own legal and financial advisers before making an investment in the Notes.

Terms used in this section and not otherwise defined shall have the meanings given to them in "Terms and Conditions of the Notes".

Risks Related to the Group's Business and Industry in Uzbekistan

The Group's revenue and net profits relating to natural gas are dependent on the prices regulated by the Uzbekistan Government

Natural gas sales are one of the largest sources of revenue for the Group. Wholesale prices of natural gas produced and sold to consumers are regulated by governmental authorities.

The Government of Uzbekistan (the "**Government**") continues to exercise control over prices for natural gas due to their social and strategic importance to the population. Despite the recent efforts and ongoing reform aimed at liberalisation of natural gas tariffs (see "*—Implementation of market-based reforms may not be effective, which may slow the growth of Uzbekistan's economy, or may make Uzbekistan more vulnerable to external shocks*"), the Government may set prices that may be below market levels, as well as adopt new laws and regulations at any time which can have a significant effect on the Group's revenues, for example, by mandating a further reorganisation and assigning operating segments to other state-owned entities (see further "*The Group's strategy is determined by the Government as its major shareholder. Interests of the Group's shareholders or management may conflict with those of the Noteholders*"). Moreover, prices for natural gas set by the Government may not be in line with the global market-based pricing, for example as at the date of this Offering Circular, the domestic price set by the Government for natural gas was approximately U.S.$46 per tcm whereas the market price for natural gas (for futures contracts – Henry Hub natural gas futures contract price for April 2025 of US$3.918 per MMBtu) was approximately U.S.$140 per tcm. Changes in government policy in Uzbekistan may have a material adverse effect on the Group's business, financial condition and results of operations or prospects.

Implementation of market-based reforms may not be effective, which may slow the growth of Uzbekistan's economy, or may make Uzbekistan more vulnerable to external shocks

Since early 2017, the Government has introduced a number of measures aimed at liberalisation of the Uzbek economy to encourage growth and foreign investment. These reforms include currency and trade liberalisation, reforms of the tax and state budget processes, the restructuring and privatisation of state-owned entities and the reform of the agriculture and financial sectors, as well as fuel and energy tariffs liberalisation.

The Government's market liberalisation programme is aimed at raising Uzbekistan's competitiveness and openness, ensuring freedom of economic activity, strengthening macroeconomic stability and boosting economic growth, modernising and diversifying leading sectors of the economy, reforming the financial and banking sector, protecting private property and entrepreneurship, expanding foreign economic activity, drawing foreign investment, developing tourism and implementing structural changes in agriculture.

Uzbekistan is gradually liberalising natural gas tariffs as part of broader energy sector reforms, shifting from state-controlled pricing to a market-based system. This process, initiated in 2023-2024, aims to reduce subsidies, attract investment, and enhance competition while ensuring social protection for vulnerable consumers. In June 2024, the Cabinet of Ministers of the Republic of Uzbekistan adopted Resolution No. 337 "On Additional Measures to Improve Tariff Policy in the Fuel and Energy Sector." Key directives of the resolution include: (i) establishing competitive and fair tariffs for electricity and natural gas that reflect the actual costs of extraction, transmission, distribution and sales; (ii) ensuring financial stability and investment attractiveness by implementing cost-reflective tariffs; (iii) phasing out repeated subsidies, focusing instead on providing targeted support to low-income and vulnerable population; (iv) implementing transparent regulation by introducing long-term tariff structures, effective 2026, where approved tariffs for electricity and natural gas will remain fixed for at least three years; and (v) ensuring that electricity and natural gas are sold to the population based on a unified pricing policy across all regions of Uzbekistan by 2035.

Despite these recent developments, there can be no assurance that planned and ongoing reforms aimed at liberalising Uzbekistan's economy will be carried out in full or that any reforms that are implemented will be successful in improving economic growth or encouraging foreign direct investment. Moreover, the implementation of certain reforms — particularly the gradual removal of subsidies and introduction of market-based tariffs — may contribute to increased social tensions or public unrest, especially if perceived to adversely affect household incomes or affordability. Any such failure could have a material adverse effect on Uzbekistan's economy and, in turn, on the Group's business, financial condition, results of operations and prospects.

The Group's revenue and net profits relating to refined oil products fluctuate with changes in crude oil prices, which are historically volatile and are affected by a variety of factors beyond the Group's control

Refined oil and gas product sales are one of the Group's largest sources of revenue, with 53.5% of total oil, gas, petroleum products and petrochemicals sales attributable to sales of refined oil and gas products for the year ended 31 December 2024. The price of refined oil products and the revenue realised by the Group from the sales of refined oil products are affected by a variety of factors beyond the Group's control, including:

- global and regional supply and demand, and expectations regarding future supply and demand, for crude oil and refined oil products;
- the impact of economic conditions on the Group's customers, including any reductions in demand for crude oil and refined oil products;
- global and regional socioeconomic and political conditions and military developments, government policies and influence, particularly in countries in the same region as Uzbekistan;
- weather conditions, natural disasters and public health threats and global pandemics;
- access to pipelines, railways and other means of transporting crude oil and refined oil products;
- prices and availability of alternative fuels;
- the ability of the members of the Organisation of Petroleum Exporting Countries ("**OPEC**"), of which Uzbekistan is not a member and over which it has limited influence, and other crude oil producing nations to set and maintain specified levels of production and prices;
- Uzbekistan and foreign governmental regulations and actions, including export restrictions, standards on content of crude oil and refined oil products, and taxes; and
- market uncertainty and speculative activities.

Crude oil prices are generally characterised by fluctuations that are determined by the global balance of supply and demand, which is entirely outside of the Group's control. Further, certain geopolitical activities including regional conflicts and tensions in the Middle East have in the past also affected crude oil prices. For example, in early September 2024, crude oil prices declined to their lowest point of the year due to geopolitical pressures, including economic weaknesses and concerns about China's oil consumption.

According to statistics published by the U.S. Energy Information Administration (the "**EIA**"), between 2022 and 2024, Brent crude oil prices experienced significant fluctuations influenced by global events, supply chain dynamics, and economic conditions. In 2022, the average monthly spot price of Brent crude oil was around US$100.94 per barrel, largely driven by geopolitical tensions and supply disruptions. However, in 2023, the price declined to an average of US$82 per barrel as market conditions adjusted, demand softened, and supply chains stabilized. This downward trend continued into 2024, with Brent crude averaging approximately US$81 per barrel. Factors such as global economic conditions, OPEC+ (which comprises the 13 member countries of the OPEC and 10 additional non-OPEC oil-producing nations) ("**OPEC+**") production decisions, and changing energy policies played key roles in shaping crude oil price movements during this period. In the first quarter of 2025, Brent crude oil prices remained volatile, with monthly spot prices averaging around US$79 per barrel in January and declining to approximately US$75 per barrel in February amid concerns over global economic growth and the potential impact of new tariffs. As of mid-April 2025, Brent crude oil prices have experienced significant volatility, dropping sharply to below US$60 per barrel in early April—the lowest level since early 2021—before recovering to around US$65 per barrel. This decline was driven by escalating trade tensions, particularly the imposition of new U.S. tariffs, and an unexpected decision by OPEC+ to increase output by 411,000 barrels per day from May 2025.

In 2024, the Group exported various types of products to foreign markets, primarily synthetic petroleum products of the Uzbekistan GTL Plant which accounted for 6% of the Group's total sales and other income. Polyethylene is used in a wide range of production processes as a raw material base, including as film sheets, in technological processes such as blow moulding and injection moulding and in the production of pipe and profile products. Uzbekistan has been a major historical producer of high-density polyethylene in Central Asia. In 2024, the Group produced 138 kt of polyethylene, and plans to produce approximately the same volume in 2025, given that Uzbekistan is geographically close to large polyethylene markets such as China, Russia, Türkiye and Kazakhstan where there is a deficit of products despite many of these countries having polyethylene production capacities.

The Group's profitability derived from refined oil products sales is determined in large part by the difference between the income received for the refined oil products that the Group produces (which can vary given that refined oil products are sold at market prices rather than being regulated by the Government) and its operating costs. The Group's business, prospects, financial condition, cash flows and results of operations are therefore heavily dependent on prevailing crude oil prices. The costs incurred for producing refined oil products include the costs associated with importing crude oil and condensate to supply the Group's oil refinery as the demand of the refinery exceeds the internal output of the Group (1.6 mt of liquid hydrocarbons in the form of crude oil and condensate, including 346.7 kt from import).

There can be no assurance that the price per barrel of crude oil will not fall, increase or be maintained in the future. Although this risk is partially offset by the relatively low share of imported hydrocarbon feedstock in the total volume of feedstock processed at the Bukhara Refinery—estimated at approximately 22% to 27%—the Group remains exposed to global crude oil market volatility. Any significant increase in the price per barrel for crude oil currently received by the Group (even a relatively modest increase) or any resulting curtailment in the Group's overall production volumes may result in a reduction in revenue and net profits and may materially adversely affect the Group's business, prospects, financial condition, cash flows or results of operations.

Uzbekistan's currency is subject to volatility and depreciation

As a result of significant borrowings denominated in U.S. dollars ("**U.S.$**" or "**US$**" or "**USD**"), Euro ("**EUR**") and Chinese yuan ("**CNY**"), and cash and cash equivalents, trade receivables and payables denominated in U.S. dollars, the Group's consolidated statement of financial position can be affected significantly by movement in the U.S.$/UZS, EUR/UZS and CNY/UZS exchange rates. A significant devaluation of the soum will therefore materially affect the ability of the Group to service such non-soum denominated debt. As of 31 December 2024, the Group's total borrowings amounted to UZS 42,774 billion, of which 84.0% was denominated in USD, 6.1% in EUR, 7.2% in CNY, and 2.7% in UZS. Given the significant volume of debt

denominated in US dollars, Euros and Chinese yuan, as well as cash and cash equivalents, trade receivables and payables denominated in US dollars, fluctuations in the exchange rates of the US dollar, Euro, and Chinese yuan against the Uzbek soum could significantly impact the Group's consolidated financial position. At the same time, currency hedging is not practised in Uzbekistan due to the absence of the necessary legislative framework and market infrastructure for financial instruments. In addition, certain crucial projects such as drilling of exploration wells, drilling of production wells and construction of mini compression stations, are subject to fluctuations of the soum against U.S. dollars as these projects require considerable amounts of materials that are imported based on a foreign currency. This may continue to have an adverse effect on, among other things, on the Group's business, results of operations, financial condition and prospects. Exchange rate fluctuations can create currency exposures and impact underlying costs and revenues. Import prices for crude oil are generally set in U.S. dollars, while oil products vary in currency and the majority of the Group's revenues are in soums. 11% of the total sales and other income of the Group for the year ended 31 December 2024 was denominated in U.S. dollars.

In 2017, the CBU liberalised the foreign currency market allowing the exchange rate to be determined by market forces. As a result, despite a rapid depreciation of the soum against the U.S. dollar, the foreign exchange market stabilised at the end of 2017. Ever since, the soum has been demonstrating a depreciation trend against the U.S. dollar and in recent periods devalued from UZS 10,476.92 as of 1 January 2021 to UZS 12,920.48 per US$1 as of 1 January 2025 and UZS 12,937.16 per US$1 as of 1 April 2025.

Although the Group takes measures to mitigate the impact of currency volatility and depreciation, including by increasing foreign currency inflows and promoting import substitution, and currently has access to foreign currency exchange through the banking system, any depreciation of the soum against the U.S. dollar or other foreign currencies, and any future devaluations in the currencies of Uzbekistan's neighbouring countries may adversely affect the financial condition of the Group and its ability to repay its debt denominated in currencies other than the soum.

Oil and gas is a capital intensive industry, and the Group's business may require substantial ongoing capital expenditures

The oil and gas industry is capital intensive and requires capital expenditures related to maintenance, exploration and development, production, transportation, refining and trading and compliance with environmental laws and regulations. Planned capital expenditures for 2025 are expected to amount to approximately US$750–900 million (approximately 35% for maintenance and 65% for exploration) and will be directed towards the following key areas: maintaining production levels and increasing hydrocarbon extraction volumes; expanding and replenishing geological reserves, including exploration of new prospective fields; and capital repairs, modernisation and reconstruction of existing technological facilities. Between 2025 and 2028, the Group plans to implement investment projects totalling no more than US$4 billion, aimed at enhancing production efficiency, expanding petrochemical capacities, and ensuring sustainable energy supply across the Group's operations.

The Group may engage in further capital intensive projects in future. If the Group is unable to raise necessary funding, it may be forced to reduce planned capital expenditures or curtail, delay or abandon certain projects, which could adversely affect the Group's ability to expand its business and, if the reductions or curtailments are severe enough, could adversely affect its ability to maintain its production or operations at current levels.

Actual and potential supply chain shortages and increases in the prices of production inputs may have an adverse effect on the Group's operations and profits

The Group's results of operations may be affected by the availability and pricing of materials, technical equipment and machinery spare parts. A sustained interruption in the supply of any of these materials would require the Group to find acceptable substitute suppliers in a short period of time.

To the extent that the Group is unable to obtain alternative sources in the event of a prolonged disruption to its usual supply network, the Group may be forced to reduce its operating levels. Any significant increase in the prices of production inputs will increase the Group's operating costs and affect production considerations, which may have a material adverse effect on the Group's business, results of operations and financial condition, the Group's ability to service its payment obligations under the Notes or the trading price of the Notes.

Global supply chains have faced disruptions in recent years, including as a result of the Russian invasion of Ukraine. Supply chain disruptions and delays as a result of any new tariff policies or trade restrictions imposed by the governments, including the U.S., in response to geopolitical tensions, could negatively impact the Group's operations. Although the Group has not experienced any material adverse effects from these developments to date, prolonged or renewed instability in global logistics networks may pose future risks to the supply of key production inputs and the continuity of operations.

Interest rate volatility and liquidity risk may adversely affect the Group's profitability

The Group's interest risk arises from its borrowings with variable rates, which expose the Group to cash flow interest rate risk. The risk is managed by the Group by maintaining an appropriate mix between fixed and variable rate borrowings. In addition, liquidity risk is the risk that the Group will not be able to settle all liabilities as they are due. See "*—The Group is required to comply with certain financial and other restrictive covenants.*" The Group needs liquidity to pay its operating expenses (including consumables and salaries) and dividends.

Excluding the effect of assets held for sale, as at 31 December 2024, the Group's current liabilities exceeded its current assets by UZS 14,472 billion (31 December 2023: current assets exceeded current liabilities by UZS 1,045 billion). The decrease in current assets was primarily due to the transfer of loans due from related parties as part of the "Uztransgaz" JSC ("**UTG**") acquisition transaction, in exchange for a share in the net assets of UTG. See "*Management's Discussion and Analysis of Financial Condition and Results of Operations — Key Factors Affecting the Group's Results of Operations— Significant Disposals and Acquisitions.*"

While the liquidity position is carefully monitored and managed by the Group by maintaining detailed budgeting and cash forecasting processes and matching the maturity profiles of financial assets and liabilities to help ensure that it has adequate cash available to meet payment obligations, liquidity and interest risk constraints over a prolonged period may have a material adverse effect on the Group's business, results of operations, financial condition and the Group's ability to service its payment obligations under the Notes or the trading price of the Notes.

Counterparties' failure to perform or meet their obligations could delay or prevent the completion of the Group's projects and have a material adverse effect on the Group's business

The Group is exposed to the risk of its counterparties' failure to perform their obligations, which include not only customers but also, *inter alia*, project partners, joint ventures, suppliers, subcontractors and financial counterparties.

The Group's operating model requires an adequate supply of skilled and competent personnel and subcontractors as well as good quality and cost-effective construction materials. Economic uncertainty can increase the risk of delays or disruptions within the Group's supply chain, including difficulties faced by subcontractors or material suppliers. For example, global supply chain issues following the Russian invasion of Ukraine have resulted in temporary delivery delays from certain suppliers and manufacturing partners. In some cases, third parties may default on contractual obligations, become insolvent or delay payments to the Group, particularly in weaker economic conditions. While the Group has not experienced any material adverse effects on its operations as a result of supply chain disruptions linked to the conflict in Ukraine, the risk of future disruption cannot be excluded. In addition, according to the general conditions for oil and gas contracts, the warranty period related to construction is two years, and after this period, the contractor is liable for errors and omissions only in cases of gross negligence or wilful misconduct. In addition, if the Group is unable to find reliable suppliers, its ability to successfully complete its projects could be impaired. Furthermore, if a supplier fails to provide equipment or raw materials, in each case, as required under a contract for any reason, the Group may be required to source such services, equipment or raw materials at a higher price than anticipated, which could negatively impact its profitability, as there can also be no assurance that it will be able to pass on any or all of such increased costs to the Group's customers. In some cases, the equipment purchased for a project does not perform as expected, and these performance failures may result in delays in the completion of the project, additional costs for the Group or the customer to complete the project and, in some cases, may require the Group to obtain alternate equipment at additional cost. Although contracts with suppliers generally provide for indemnification to cover their failure to perform their obligations satisfactorily, such indemnification may not fully cover the Group's financial losses in attempting to mitigate their failures and fulfil the relevant contract with the Group's client. Furthermore, the delivery of faulty equipment or raw materials by the Group's suppliers

could negatively impact the Group's projects, potentially leading to claims for not meeting required project specifications. In such event, the Group may be unable to successfully obtain compensation from its suppliers. Such supply disruptions could have a material adverse effect on the Group's business, financial condition and results of operations.

Although the Group seeks to avoid dependence on individual subcontractors and material suppliers and to secure the continuity of services provided by partners, there can be no assurance that eligible subcontractors and material suppliers will always be available when needed. Further, by using subcontractors and material suppliers, the Group is exposed to a number of risks relating to these entities and mutual business relationships. For example, the Group may not be able to enter into agreements with its subcontractors or material suppliers on acceptable terms or the quality, timing and cost-effectiveness of the work carried out by them or the quality and delivery times of the materials provided by them may be inadequate and may result in defects or the subcontractors and material suppliers may experience financial or other difficulties, such as labour shortages, which may affect their ability to provide services. In addition, the Group is exposed to a reputational risk if a subcontractor or a material supplier does not comply with applicable laws and regulations in its operations or otherwise acts contrary to generally accepted norms.

Failure by the Group's partners to carry out their obligations under the Group's agreements, including failure to comply with applicable laws, regulations or client requirements, could lead to disputes and litigation with partners or clients, all of which could have a material adverse effect on the Group's reputation, business, financial condition and results of operations. In addition, if the Group's joint venture partners or project development partners have economic or business interests or goals that are inconsistent to the Company's, take actions contrary to the Company's instructions or requests or contrary to its policies or objectives, are unable or unwilling to fulfil their obligations under the relevant joint venture or cooperation agreements or have financial difficulties, this would expose the Group to potential credit risk and affect the amount of revenue generated from such ventures going forward.

If counterparties fail to meet their payment obligations to the Group or delay payments, the Group may be required to cover project costs through advance payments, increasing its financial exposure. While the Group may be able to bring legal action before courts or arbitration panels against the defaulting counterparty, such action is not guaranteed to succeed and would lead to an increase in costs. Furthermore, in the event the Group is unable to collect its trade receivables, it may be necessary to write down or even write off these receivables and the Group may need to seek alternative sources of financing to meet its working capital requirements. The Group had provisions for expected credit losses of trade accounts receivable, in the amount of UZS 1,260 billion as at 31 December 2024, which were reserved and accounted for in the Group's consolidated statement of financial position.

Failure or delays by the Group's partners to meet their obligations under the relevant agreements could have a material adverse effect on the Group's business, financial condition and results of operations or prospects.

Large development projects and engineering, procurement and construction contracts may include larger and additional risks

The Group's operations involve large and complex development and construction projects, including the construction and modernisation of oil and gas production facilities and the development and operation of oil and gas fields. The Group's financial results depend significantly on the profitability and progress of individual projects. While large projects carry similar risks to smaller ones, their scale often magnifies potential issues such as uncertainties in project outcomes, liabilities, and public scrutiny. These risks may be further intensified by the technical complexity or novel features of major projects.

Large development projects and contracts also involve additional risks related to design, engineering, procurement, construction, stakeholder influence, access to key resources and financing, as well as safety and environmental considerations. If cost estimates prove inaccurate, contract terms are ambiguous, or suppliers, subcontractors or partners underperform, the Group may face significant cost overruns, reduced profitability or, in some cases, losses on specific contracts, which may negatively impact its operating profit, Adjusted EBITDA, liquidity and overall financial performance.

In addition, the Group's operations are exposed to seasonal and weather-related disruptions. Adverse weather conditions, particularly during the winter months in Uzbekistan, may delay construction works and increase costs, at times requiring enhanced safety measures for staff.

For the reasons described above, the Group may be subject to increases in operating, development and other expenses. Not all contracts contain effective risk allocation mechanisms, and where such clauses exist, there is no guarantee the Group will be able to enforce them. Significant unrecovered cost overruns could have a material adverse effect on the Group's business, financial condition, results of operations or prospects.

Unscheduled interruptions in Group's operations due to mechanical or external infrastructure disruptions could have a material adverse effect on the Group's operations

The Group utilises certain equipment at its processing facilities which is essential for meeting the Group's production goals. Such equipment requires ongoing maintenance and repair, and due to its nature is subject to risk of breakdown, obsolescence and general non-performance. There is no assurance that should such events occur the Group would be able to expediently repair or replace such equipment, and any such delay of repair or replacement can lead to periods of reduced production, curtailments or even shutdowns. Interruptions in the Group's operations may increase production costs and reduce sales revenue thus having material adverse effect on the Group's business and financial results.

The Group has previously experienced power supply disruptions affecting its operations. In June 2022, a power outage on a high-voltage power transmission line led to the emergency shutdown of key processing units, resulting in a loss of 300 tcm of natural gas, 150 tonnes of gas condensate, and 100 tonnes of liquefied natural gas products. Similarly, a temporary power outage at the Shurtan OGPU in the same month required two days to restore operations, causing a production shortfall of 6.9 mcm of natural gas, 430 tonnes of gas condensate, 171 tonnes of liquified gas and 22 tonnes of polyethylene products. Such incidents highlight the operational risks associated with power supply reliability, potentially leading to reduced production, increased costs and delays in meeting operational targets. In response to these risks, the Group has undertaken measures aimed at improving the reliability of external power supply infrastructure, including coordination with national and regional electric networks operators. These efforts have focused on the prevention of emergency failures at substations and on overhead transmission lines. In addition, the Group is implementing autonomous and alternative power supply solutions across key facilities. Nevertheless, risks related to power supply interruptions remain, particularly in regions with limited energy infrastructure or where dependencies on third-party providers are significant.

Further, non-performance and/or the breakdown of equipment may also have a negative impact on environmental compliance and health and safety. In such event, the Group's capital and operating cost assumptions may become inaccurate and its ability to economically and successfully mine may be hampered, which could materially and adversely affect the Group's business, financial condition, results of operations and prospects and the trading price of the Notes.

The Group's operations are subject to environmental risk, and the Group is required to comply with environmental laws and regulations which may continue to develop and change

The Group's operations are subject to the environmental risks inherent in virtually all aspects of its business, including oil and gas exploration, production, transportation and refining. There are environmental issues with current and past sites of operations caused by the Company, its subsidiaries, joint ventures and associates and their predecessors. The Group's primary environmental liabilities include land contamination, gas flaring, the disposal of waste water and oil spills.

There can also be no assurance that such measures will not impose additional, more stringent environmental requirements on the Group. Compliance with such environmental requirements may be costly and may make it necessary for the Group to undertake new measures in connection with the storage, handling, transport, treatment or disposal of hazardous materials and wastes and the remediation of any contamination.

The costs of environmental compliance in the future and potential liability due to any environmental damage that may be or may have been caused by the Group could be material. Moreover, the Group could be adversely affected by future actions and fines imposed on the Company, a subsidiary, joint venture or associate of the Group by the environmental authorities, including the potential suspension or revocation of one or more of the

Group's subsoil use permits or environmental permits. For example, in accordance with the requirements of environmental legislation, in line with other industries with environmental impact, oil and gas companies are required to compensate for any pollution they create (specifically in accordance with Resolution of the Cabinet of Ministers No-202 dated 12 April 2021, by which compensation payment tariffs for environmental pollution are regulated). This is intended to encourage corporates in Uzbekistan to shift towards more sustainable business processes. In addition, according to the Resolution of the Cabinet of Ministers No. 14 dated 21 January 2014, fines may be payable if environmental standards for emissions into the atmosphere, wastewater discharges, waste generation and disposal are not met.

On 9 February 2025, the Presidential Decree approving the National Programme for the Implementation of "Uzbekistan-2030" Strategy entered into force. Amid the variety of new policies and legislative changes introduced, the President of the Republic of Uzbekistan has instructed the Ministry of Ecology, Environmental Protection and Climate Change to develop the draft law on phased implementation of mandatory environmental damage insurance by November 2025. This legislation will cover damages caused by enterprises and organisations engaged in economic activities, with the initial introducing regulations for the most environmentally hazardous activities. Given the nature of the Group's activities, it may be required to pay for environmental damage insurance, which could have a material adverse effect on the Group's financial condition, cash flow, or results of operations.

Whilst the Group has established provisions for environmental remediation obligations, to the extent that any provision in the Group's accounts relating to remediation costs for environmental liabilities proves to be insufficient, this could have a material adverse effect on the Group's business, prospects, financial condition, cash flows or results of operations.

Although the Group is obliged to comply with all applicable environmental laws and regulations, it cannot, given the changing nature of environmental regulations, guarantee that it will be in compliance at all times. Any failure to comply with these environmental requirements could subject the Group to, amongst other things, civil liabilities and penalty fees and the temporary or permanent shutdown of affected operations. Any imposition of environmental fines, increase in the costs associated with compliance or suspension or revocation of subsoil use permits could have a material adverse effect on the Group's business, prospects, financial condition, cash flows or results of operations.

Climate change and sustainability concerns and impacts could require the Group to incur costs or invest additional capital, could reduce global demand for oil and gas and could negatively affect the Group's ability to obtain financing

Political developments, increased use of renewable energy sources that alter fuel or power choices (such as the development of solar and wind power in the Republic of Uzbekistan), technological change and global economic conditions have an indirect impact on oil demand and prices. Climate change and sustainability concerns manifested in public sentiment, investor sentiment, government policies, laws and regulations, international agreements and treaties and other actions may reduce global demand for crude oil and propel a shift to lower carbon intensity fossil fuels or alternative energy sources. The President of the Republic of Uzbekistan approved the strategy "On transition of the Republic of Uzbekistan to a "green" economy in the period of 2019-2030" on 4 October 2019 to ensure Uzbekistan fulfilled its obligations relating to the Paris Agreement under the United Nations Framework Convention on Climate Change (the "**Paris Agreement**"). In view of Uzbekistan's commitments under the Paris Agreement, Presidential Decree No. 16 dated 30 January 2025 has been adopted, setting out a number of practical measures for implementation. One of the key strategies outlined in the Decree is the reduction of the carbon footprint, which may have a direct impact on the Group's operations, particularly given its classification as an enterprise with high emission levels. The adoption of such policies related to renewable energy and climate change could also lead to constraints on production and supply, access to new reserves and a decline in demand for certain products.

The Group may be required to incur costs, invest additional capital or make changes to the way it does business to address the impacts of climate change. In particular, increasing pressure on governments to reduce greenhouse gas emissions has led to a variety of actions that aim to reduce the use of fossil fuels, including, amongst others, carbon emission cap and trade regimes, carbon taxes, increased energy efficiency standards and incentives and mandates for renewable energy and other alternative energy sources. Existing and future climate change concerns and impacts, and related laws, regulations, treaties, protocols, policies and other actions could

shift demand to other fuels, reduce demand for the Group's products and have a material adverse effect on the Group's business, financial position and results of operations.

The Group faces competition from other suppliers of oil and gas

The sale of natural gas and refined oil products internationally and domestically is subject to potential competitive pressures. While the domestic demand for natural gas in Uzbekistan currently exceeds supply—resulting in relatively limited competition—this situation may not persist. Future developments such as increased domestic production capacity, entry of new market participants, or changes in government policies could alter competitive dynamics. The Group's primary competitors for the sale of natural gas and refined oil products include international oil companies that are located geographically close to Uzbekistan, such as Kazakhstan and Russia, which have substantial crude oil reserves and financial resources. Within Uzbekistan, although current competitive pressure is limited, there are some domestic operators who carry out exploration and production operations in Uzbekistan such as Lukoil, "Sanoat Energetika Guruhi" FE LLC, "Epsilon D.C." JV LLC and certain joint ventures in which the Group has shares (for example, JV Natural Gas Stream, JV New Silk Road and JV Uz-Kor Gas Chemical). The factors that could affect competition in the natural gas and refined oil products marketplace include additional discoveries of natural gas reserves by the Group's competitors, new technologies that increase the viability of reserves or reduce production costs, political and economic factors and other factors outside of the Group's control. Increased competitive pressures could have a material adverse impact on prices at which the Group can sell natural gas and refined oil products and its regional and global market share and could also impact the Group's bargaining power when negotiating with counterparties. Further, many of the Group's products compete in commodity-type markets where product differentiation poses a significant challenge. Where competitiveness is principally driven by price, the importance of cost efficiency is critical to maintaining and growing the Group's market share. If the Group fails to adapt its strategy and improve its cost-control measures, it may be unable to compete effectively particularly in export markets.

In addition, the Group's refineries in its downstream segment are subject to competition in the geographies to which they sell refined products or petrochemicals. Competition is primarily from other refineries located in, or in close proximity to, the relevant market, and in the case of refineries that are net importers, from other international producers. In the refinery business, the Group competes with FE LLC "Sanoat Energetika Guruhi". Operating efficiencies and production costs are the key factors affecting competition in the refined products and chemicals markets. Accordingly, if the operating efficiencies and production costs of the Group's refineries in its downstream segment are not sufficiently competitive in the geographical markets they serve, the Group's business, financial position and results of operations could be materially and adversely impacted. In addition, the Group has to import crude oil and condensate to supply its oil refinery as the demand of the refinery exceeds the internal output of the Group (1.6 mt of liquid hydrocarbons, namely crude oil and condensate). As a result, the Group faces an exposure to price volatility for crude oil in the downstream segment as well, which may have a material adverse effect on its business.

The reported quantities or classifications of the Group's crude oil and gas reserves may be lower than estimated because of inherent uncertainties in the calculation of reserves

There are numerous uncertainties inherent in estimating the quantity of reserves and in projecting future rates of production, including many factors beyond the Group's control. Estimating the quantity of reserves is a subjective process, and estimates made by different experts often vary significantly. In addition, the results of drilling, testing and production subsequent to the date of an estimate may result in revisions to that estimate. Accordingly, reserves estimates may be different from the quantity of crude oil and natural gas that is ultimately recovered, and, consequently, the revenue therefrom could be less than that currently expected. The significance of such estimates is highly dependent upon the accuracy of the assumptions on which they are based, the quality of the information available and the ability to verify such information against industry standards.

The reserves data contained in this Offering Circular is, unless otherwise stated, taken from (i) a reserves report as of 31 December 2023 prepared by D&M, independent reservoir engineers, in accordance with PRMS rules, which covers 124 of the Group's key oil and gas fields, and (ii) estimations of internal engineers as of 31 December 2024.

Estimates derived using PRMS rules may differ substantially from other international standards, in particular, with respect to the manner in which, and the extent to which, commercial factors are taken into account in

calculating reserves. In any case, all reserves data comprise of estimates only and should not be construed as representing exact quantities. These estimates are based on production data, prices, costs, ownership, geological and engineering data and other information assembled by the Company and its subsidiaries, and assume, amongst other things, that the future development of the Group's oil and gas fields and the future marketability of the Group's oil and gas products will be similar to past development and marketability. These assumptions may prove to be incorrect. Potential investors should not place undue reliance on the forward-looking statements contained herein concerning the Group's reserves or production levels.

In addition, estimates are reviewed and revised annually. Revisions occur due to the evaluation or re-evaluation of already available geological, reservoir or production data, availability of new data, or changes to underlying price assumptions. Reserve estimates may also be revised due to improved recovery projects, changes in production capacity or changes in development strategy. Proved developed reserves are used to calculate the unit of production rates for Depreciation, Depletion & Amortisation ("**DD&A**") in relation to oil and gas production assets.

If the assumptions upon which the Group's or any consultant's estimates of reserves of crude oil or gas have been based are incorrect, the Group may be unable to produce the estimated levels of crude oil or gas set out in this Offering Circular or its DD&A expenses could increase materially and the Group's business, prospects, financial condition, cash flows or results of operations could be materially adversely affected.

The Group is required to comply with certain financial and other restrictive covenants

The Group is subject to certain financial and other restrictive covenants under the terms of its indebtedness, including the Conditions of the Notes that impose certain restrictions on the Group. For example, the agreements governing certain of the Group's outstanding financing arrangements contain covenants that restrict the ability of the Group to, among other things:

- incur additional debt;
- make certain investments;
- sell certain assets (including shares) or merge with or into other companies;
- use assets as security in other transactions; and
- enter into sale and leaseback transactions.

In addition, the majority of the loan agreements that the Company is party to include cross-default provisions. While the Group expects the Company to remain compliant with these restrictive covenants, such covenants could limit the Group's financial and operating flexibility, which could have a material adverse effect on its business, financial condition, results of operations and prospects. In particular, restrictions on incurring additional debt could constrain the Group's ability to finance development capital expenditures and pursue related strategic projects, which may result in delays or the scaling back of investment plans. The Company's ability to meet its financial covenants and tests under the terms of its finance documents and other indebtedness are, to an extent, affected by events beyond the Group's control, such events may include, *inter alia*, macroeconomic and political shocks, sharp fluctuations in foreign currency exchange rates and commodity prices.

The Company endeavours to ensure compliance with all covenants applicable to it under its financing arrangements. However, in the past, the Group has breached certain financial and non-financial covenants. In 2023, the Group breached specific covenants, which led to events of default and cross-default as at 30 June 2023, affecting borrowings in an aggregate amount of UZS 33,092 billion. Prior to 31 December 2023, the Group's lenders waived their right to declare these loans payable on demand. The covenant that was breached in 2023—a liquidity covenant included in the Group's loan agreement with a bank—was removed from that agreement in 2024. As at 31 December 2024 and as at the date of this Offering Circular, the Group is in compliance with its current loan agreements.

The Group monitors compliance of all its financial and non-financial covenants on a regular basis and takes proactive steps to ensure that all these restrictive covenants are in compliance at each testing date and especially before the end of each financial period. A failure by the Company to comply with the restrictions and covenants

in its finance documents or other existing or future debt agreements, may result in a default under the terms of those agreements. The Company's management cannot give any assurance that the Company will be able to obtain consents to amend or waivers in respect of the financial and other restrictive covenants in the future if necessary. In the event of a default under these agreements, the parties may terminate their commitments to further lend to the Group or accelerate the loans and declare all amounts borrowed due and payable triggering events of default in other finance agreements (the majority of which do include cross-default provisions as noted above). Such events may also trigger an event of default under the Notes. If any of these events occurs, the Company cannot give any assurance that the Group would be able to secure alternative financing. Even if the Group could obtain alternative financing, the Company's management cannot give any assurance that such financing would be on terms that are favourable or acceptable to the Group. Any such acceleration of the Group's affected indebtedness could impact the Group's liquidity, business, financial condition, results of operation and, as a consequence, its ability to repay the Notes.

The Group's ability to meet its financial obligations depends in part on the performance of and distributions from its joint ventures and associates

The Group conducts a portion of its operations through joint ventures and associates that are accounted for using the equity method. As such, the Group's financial results include its share of profits from these entities, which are also considered in the calculation of key metrics such as Adjusted EBITDA. The Group's ability to meet its financial obligations, including the repayment of borrowings and compliance with financial covenants, may depend in part on the performance of these joint ventures and associates and the receipt of dividends or other distributions from them.

Distributions from joint ventures and associates may be subject to various restrictions, including regulatory constraints, contractual limitations under financing arrangements, the availability of distributable profits and internal liquidity or investment needs of those entities. Delays in or lower-than-expected dividend payments may affect the Group's cash flows and its ability to meet planned investments or financial covenants under existing indebtedness.

There can be no assurance that the Group will receive sufficient distributions from its joint ventures and associates to meet its financial obligations or to support its capital expenditure plans. Any deterioration in the performance of these entities or changes in their dividend policies could have a material adverse effect on the Group's business, financial condition, results of operations and prospects.

The Group's business could be adversely affected if it fails to obtain, maintain or renew necessary licences and permits, or fails to comply with the terms of its licences and permits

The Group's exploration and processing activities are dependent upon the grant, renewal and continued enforceability of appropriate contracts, licences, permits and regulatory approvals and consents, which may be valid only for a defined period of time, may be subject to limitations and may provide for withdrawal in certain circumstances.

The legal and regulatory basis for the licensing requirements and requirements for issuance of permits in Uzbekistan might be subject to frequent change, which increases the risk that the Group may be found to be non-compliant. In addition, in a rapidly changing regulatory environment, enforcement of the relevant laws and regulations may depend on, and be subject to, the interpretation placed upon such laws and regulations by the relevant Uzbek authorities, which may adopt a particular interpretation of any aspect of Uzbek law. Therefore, the regulatory authorities in Uzbekistan may exercise discretion in the timing and conditions of licence and permit issuances and renewals. Although the Group has obtained the necessary permits and licences required for its current operations and has a recent history of timely renewals and strong oversight of compliance, any alleged non-compliance by the Group with regulations relating to permits or licenses or the terms of any of its permits or licences could lead to suspension or annulment thereof and, in some instances, to administrative and criminal liability of the management of the Group.

The Group depends on key management and qualified personnel

The current senior management team includes a number of individuals that the Group believes contribute significant experience and expertise in the oil and gas industry. The Group's ability to continue to retain, motivate and attract qualified and experienced construction and management personnel is vital to its business.

Although the Group regularly updates its management reserve, provides professional development programmes and conducts open recruitment, there can be no assurance that the Group will be able to successfully recruit and retain the necessary qualified personnel. Any loss or diminution in the services of members of its senior management team or an inability to recruit, train or retain necessary personnel could have a material adverse effect on the Group's business, financial condition, results of operations and prospects as well as impair its ability to achieve its strategic objectives.

Major labour disputes or strikes in the construction sector or other operations essentially linked to construction may have an adverse effect on the Group's operability

Any major labour disputes or strikes in the oil and gas sector affecting the Group's personnel or its key subcontractors, material suppliers or other operations linked to the oil and gas sector, such as transportation, may prevent or delay the progress of the Group's construction projects or weaken their profitability. There can be no assurance that any collective bargaining agreements that apply to the Group's employees will prevent strikes or work stoppages or that such agreements will be renewed on substantially similar terms and conditions in the future.

Furthermore, labour disputes or strikes concerning the Group's key co-operation partners or other essential operations linked to the oil and gas sector may also have an adverse effect on the Group's business operations. While the Group has not experienced any strikes to date, the risk of future labour disputes cannot be excluded. Labour disputes or strikes may, thus, have an adverse effect on the Group's business, financial condition, results of operations and future prospects.

The nature of the Group's activities, and the industries in which it operates, may expose the Group to liability and reputational damage, in particular related to the management of health, safety and environmental risks

The Group is involved in significant and complex projects that require constant monitoring and management of health, safety and environmental risks, both during the construction and the operational phases. The Group is subject to a number of regulations, including in relation to health and safety, flora and fauna conservation and waste management. While the Group has adopted health, safety and environmental policies and procedures in order to minimise such risks and ensure compliance with these regulations, there can be no assurance that a failure in such policies and procedures will not occur. Any failure in health and safety practices or environmental risk management procedures could result in increased costs in rectifying the failure and bringing the Group back in compliance. Further, any failure that results in serious harm to employees, subcontractors, the public or the environment could expose the Group to investigations, prosecutions and/or civil litigation, each of which could determine an increase in costs for fines, settlements and management time. An industrial accident could also tarnish the Group's reputation, thus resulting in a significant, and possibly sustained, decline in demand. If any of the foregoing circumstances were to occur, this could have a material adverse effect on the Group's business, cash flows, financial condition and results of operations.

In addition, the Group operates in the oil and gas sector, which may carry additional risk. Certain of the Group's construction projects, for example projects relating to natural gas or hydrocarbon facilities, could cause major harm to employees or third parties if there is an error in the design or during construction or for any other reason that may be outside of the Group's control. If a catastrophic event, such as the collapse of a building or an explosion at a facility, occurred at one of the Group's projects, the Group may be held liable if such an event is found to be caused by professional negligence. Such liability may be increased if the event results in the personal injury or death of one or more employees of the Group, employees of any subcontractors working on the project or members of the public as well as in environmental harm or extensive damage to third party property. Such incidents could expose the Group to claims for personal injury, wrongful death, property damage or claims by customers, subcontractors, governments, employees or members of the public, which could lead to the payment of extensive damages, and result in significant adverse publicity and reputational harm which could have a material adverse effect on the Group's reputation, business, financial condition and results of operations.

The Group's insurance cover and its limits on contractual liability may not protect the Group adequately from the consequences of the situations described above and any related liability, including any losses resulting from business interruptions. The Group's insurance policies may also not cover all risks. Even where a policy may provide cover, claims may exceed that cover and lead to higher premiums payable by the Group. Damage that is not covered by the Group insurance, or which exceeds the maximum insured sums, or involves payment of a

substantial excess, or for which there is no limit on contractual liability, could materially and adversely affect the Group's activities, financial position and results of operations. See also "*—The Group's insurance cover may not be adequate or sufficient*".

The Group may not successfully execute its business strategy, which is based on various assumptions and factors outside its control

The Group's strategy is focused on strengthening its position as a leading oil and gas company (by revenue and production volumes), enhancing operational efficiency, ensuring financial sustainability and aligning with international best practices. This strategy is driven by Uzbekistan's long-term energy security goals, increasing investment attractiveness and maximising value creation across the entire hydrocarbon value chain.

The Group's ability to implement its development strategy successfully is dependent upon a number of business, economic and competitive uncertainties and other factors which are outside the Group's control and such strategy is based upon a number of assumptions which may prove to be inaccurate. The assumptions underlying the strategy may not be correct and any inaccurate assumption may result in variations of the strategy that may limit the Group's ability to achieve the envisaged goals. In addition, actions taken by the Group may not generate the expected positive economic results, the Group may be unable to obtain adequate funding for its working capital and capital expenditure requirements or the Group's management may not be successful in implementing the business strategy for other reasons. If such events were to occur, the Group may not be able to achieve the growth targets set out in the development strategy within the expected timeframe.

If the Group's results differ significantly from those expected based on its strategies and its business plan, this could have a material adverse effect on the Group's business, financial condition and results of operations.

The Group's strategy is determined by the Government as its controlling shareholder. Interests of the Group's shareholders or management may conflict with those of the Noteholders

As at the date of this Offering Circular, the Republic of Uzbekistan ultimately controls 100% of voting shares in the Group through the Ministry of Economy and Finance of the Republic of Uzbekistan. The Supervisory Board of the Group consists of seven members elected by the Resolution of the Sole Shareholder/ General Meeting of Shareholders, and five out of seven members are representatives of various governmental entities.

The Government is, therefore, ultimately able to determine the outcome of all material matters concerning the Group that may be decided by the shareholder(s) and can appoint the members of the Group's Supervisory Board and the Group's management. While the Group operates under the strategic direction of the Government, such decisions have historically considered the Group's operational continuity and financial stability. In compliance with the laws approving the annual state budgets of the Republic of Uzbekistan for each of 2022 and 2023, the Group transferred not more than 50% of its net profits for the relevant periods in the form of dividend payments to the Government. In addition to projects undertaken on its own initiative, the Government has directed, and may in the future direct, the Group to undertake projects or provide assistance for initiatives or may require the Group to manage and operate businesses outside of its core business competencies, make certain investments or dispose of assets at below market prices. In 2024, the Group's charitable donations and sponsorship amounted to UZS 315 billion, or 16.3% of total general and administrative expenses, as compared to UZS 323 billion, or 19.1% of total general and administrative expenses in 2023.

Although the Group retains autonomy to determine day-to-day commercial matters, its overall strategy is prescribed by the Government. The interests of the Group's shareholder(s) and management may, in some circumstances, conflict with the interests of the Noteholders and any such conflict could have a material adverse effect on the Group's business, financial condition and results of operations.

The Group's insurance cover may not be adequate or sufficient

In accordance with the Law of the Republic of Uzbekistan No. ZRU-210 dated 16 April 2009 "On Compulsory Insurance of Civil Liability of the Employer", all divisions of the Group are insured for the breach of employer's liability, which covers compensation for harm caused to the life or health of any employee in connection with a work injury, occupational disease or health-related issue associated with the performance of their duties.

In addition, the Group maintains insurance policies covering its assets, operations and certain employees in line with Article 20 of the Law of the Republic of Uzbekistan "On Industrial Safety of Hazardous Production

Facilities No. ZRU-57" dated 28 September 2006, the Regulations "On the procedure of compulsory civil liability insurance for damage to life, health and/or property of other persons and the environment in case of an accident at a hazardous production facility" annexed to the Resolution of the Cabinet of Ministers of the Republic of Uzbekistan No. 271 dated 10 December 2008 "On additional measures to implement the Law of the Republic of Uzbekistan - on industrial safety of hazardous production facilities". The Group seeks to protect against a range of key insurable risks, including industrial accidents (including labour accidents), fire, earthquakes, lightning, flooding, acts of terrorism and other natural and man-made disasters and vandalism. Although the Group maintains what it believes to be adequate insurance, any claim could exceed its insurance coverage, fall outside its insurance coverage or could result in the cancellation of its insurance coverage. In particular, the insurance policy may not be adequate to cover lost income, reinstatement costs, increased expenses or other liabilities and as such there can be no assurance that the Group would not be forced to bear substantial losses irrespective of insurance coverage.

Any uninsured loss or a loss in excess of insured limits could adversely affect the Group's existing operations and create additional significant costs and liabilities and could, in turn, have a material adverse effect on the business, financial condition, results of operations and prospects.

Furthermore, if insurance cover is not available or proves more expensive than in the past, the Group's business, results of operations and financial condition may be materially adversely affected.

Failure to maintain adequate internal controls, accounting systems and financial reporting could have a material adverse effect on the Group's business

The Group's management information system, financial reporting function and system of internal controls relating to the preparation of the IFRS financial statements and management accounts may not be as sophisticated and robust as those of companies with a longer history of compliance with internal control over financial reporting functions. While the Group maintains accounting software, it does not have fully integrated accounting or reporting systems designed for the preparation of consolidated IFRS financial statements and different sources of information require manual reconciliation and checks. Accordingly, the preparation of annual or interim IFRS consolidated financial statements requires more time for the Group than might otherwise be needed if these processes were fully automated.

Therefore, the Group's lack of fully automated and integrated management information system, financial reporting function and system of internal controls relating to the preparation of the IFRS financial statements and management accounts increases the risk that the Group does not identify covenant breaches, errors or price sensitive information in a timely manner or fails to meet its deadlines in connection with periodic reporting requirements. Moreover, there can be no assurance that the Group's existing internal controls would be sufficient to prevent inaccuracies or fraud related to reporting practices. This may have regulatory and reputational implications and could result in investigations and/or fines for the Group, which could have a material adverse effect on the Group's business, financial condition and results of operations.

The Group's existing security measures may not prevent a cybersecurity breach or hack

Substantial or ongoing security breaches, whether instigated internally or externally on the Group's information technology systems or other Internet-based systems, could significantly harm the Group's business and reputation. For example, in April 2020, a third party fraudulently negotiated with representatives of foreign investors in the Company, allegedly on behalf of an employee, by using a false email address and in December 2020, a Company employee inadvertently provided their email password to a fraudulent third party, which subsequently resulted in interference in the Company's business negotiations. Both incidents were identified and rectified, however the Group incurs, and expects to continue to incur, expense to protect itself against cybersecurity breaches and their consequences.

It is possible that computer circumvention capabilities, new discoveries or advances in technology or other developments, including the Group's own acts or omissions, could result in a party (whether internal, external, an affiliate or unrelated third party) compromising or circumventing the Group's security systems and stealing customer transaction data, personal data or the Group's proprietary information or causing significant interruptions to the Group's operations. While no IT system disruptions or incidents were recorded in 2022-2024, the Group cannot guarantee the effectiveness of its security measures, and frequent or persistent system disruptions - whether caused by power outages, technical failures, human errors, cyberattacks, security breaches,

natural disasters or intentional acts of vandalism – could significantly impact the Group's operations. Security breaches could also damage the Group's reputation and diminish value of its own brands. Furthermore, the Group's insurance may not be adequate to reimburse it for losses caused by security breaches.

The Group's information systems are subject to oversight by the state-authorised Centre for Cybersecurity. The Group operates its IT infrastructure locally, including the use of MySQL, PostgreSQL and Microsoft SQL Server systems, and transfers data using SSL/TLS protocols. Any failure to comply with applicable local cybersecurity requirements or technical vulnerabilities in this infrastructure may expose the Group to data loss or operational disruption.

A cybersecurity attack or other information or security breach could result in a material adverse effect on the Group's business, financial condition and results of operations.

Risks relating to the development and growth of current reserves

The Group operates 130 hydrocarbon deposits, which represent 42% of the total number of hydrocarbon deposits in the Republic of Uzbekistan. As a result of geological exploration for oil and gas carried out by the Group, one new hydrocarbon deposit was discovered by the Group, out of three new deposits within the Republic of Uzbekistan in 2024. In order to strengthen increase its raw material reserves, the Group completes annual geological exploration programmes with a focus on increasing hydrocarbon reserves.

In alignment with the Group's priority objectives for 2025, the Group plans to conduct 3D seismic work over 6,500 square kilometres. To address the challenge of nearly exhausted reserves in some fields and low efficiency in others, the Group intends to introduce modern technologies and commence geological exploration at 15 promising sites. If these measures are successfully implemented, the Group expects to increase its reserves by 35.7 bcm of natural gas and 1,500 kt of liquid hydrocarbons. The cost of preparing 1 tonne of oil equivalent ("**t.o.e**") was $6.79 in 2024, $3.33 in 2023 and $2.6 in 2022. The Group is targeting the t.o.e at the level of $8.71 per t.o.e in 2025.

However, there can be no guarantee that the exploration work carried out by the Group will result in any new facilities. Modern technical and technological capabilities do not always accurately guarantee the productivity of search operations. In addition, in recent years, the main volume of exploration activities in Uzbekistan is directed to deep-submerged parts of known deposits or to new territories with unknown prospects, which in turn require large capital expenditures. The economic risks inevitably associated with this include high costs and the risk that no return is obtained for a long period of time. Failure of the geological exploration programmes to find new reserves could have a material adverse effect on the Group's business, financial condition and results of operations.

Any downgrade in the ratings of the Company may adversely affect the Group's operations

As at the date of this Offering Circular, the Company has a long-term credit rating of "BB-" from Fitch and "B+" from S&P, in each case with outlook "Stable". The Company's ratings are also sensitive to changes in the sovereign rating of the Republic of Uzbekistan. In August 2024 Fitch affirmed the Republic of Uzbekistan's long-term foreign-currency issuer default rating at BB- level, outlook Stable. In November 2024, S&P's affirmed the Republic of Uzbekistan's long-term and short-term sovereign credit rating for foreign and local currency liabilities at the BB- level, outlook Stable. There can be no assurance that the Group or the Republic of Uzbekistan will be able to maintain their current credit ratings, and any deterioration in the geopolitical situation, the general economic or political environment or the Group's financial condition could lead to downgrades. Any such downgrade in the ratings of the Company could undermine confidence in the Group, limit its ability to effectively negotiate new loan facilities and make it more difficult and/or expensive for it to raise capital going forward. Such downgrade may also affect or effectively limit the Group's access to capital markets as investing in the Group will in such case be considered less attractive and/or no longer be allowed for certain investors. Any of the above could have a material adverse effect on the Group's business, financial condition, results of operations and prospects.

Risks Related to the Group's Legal and Regulatory Environment

The Group is exposed to the risk of violations of anti-corruption laws, sanctions or other similar regulations applicable in Uzbekistan and other countries where it operates and measures to prevent violations may not be completely effective

The Group, its employees, partners and competitors must comply with certain anti-corruption laws, sanctions or other similar regulations. Uzbekistan has implemented significant anti-corruption reforms in the recent years. For example, the Law of the Republic of Uzbekistan No. ZRU-419 dated 3 January 2017 "On combatting corruption" was enacted in 2017 and the Law of the Republic of Uzbekistan No. ZRU-931 dated 5 June 2024 "On conflict of interests" was introduced in 2024. Further, to help implement the reforms the Anti-Corruption Agency of the Republic of Uzbekistan was established in 2020. However, Uzbekistan lacks a fully developed legal system and therefore, may be susceptible to higher levels of corruption. Moreover, the Group's continued expansion, development of joint venture relationships with local contractors and the use of local agents increases the risk of being exposed to violations of such anti-corruption regulations in applicable jurisdictions. If any violations of anti-corruption, sanctions or similar regulations take place, the Group may be liable for termination of existing contracts, criminal fines or imprisonment. In addition, such violations could also negatively impact its reputation and consequently, its ability to win future business. On the other hand, any such violation by the Group's competitors, if undetected, could give them an unfair advantage when bidding for contracts. The consequences that the Group may suffer due to the foregoing could have a material adverse effect on its business, financial condition and results of operations.

The Group has not been subject to any investigation with respect to its involvement in corruption, money laundering or terrorist financing. From time to time the press and other non-traditional media may speculate about a wide variety of matters relating to the Group, its controlling shareholder, the Company's directors or officers. Any reports in the media and other public statements, irrespective of whether such statements have any basis in fact, may adversely affect the Group's reputation and business, financial condition and results of operations. However, there can be no assurance that third parties will not attempt to use the Group as a conduit for money laundering or terrorist financing without its knowledge, nor that the measures described above will be completely effective in pre-empting, identifying and/or terminating such activity. If the Group fails to comply with anti-corruption, anti-money laundering or anti-terrorism financing laws or if it is otherwise associated with corruption, money laundering or terrorist financing, this could have a material adverse effect on its reputation, business, financial condition, results of operations and prospects.

The Group's business operations may involve legal and regulatory risks

The Group has to comply with a wide variety of laws and regulations in Uzbekistan, where the Group's operations, projects and customers are predominantly based. This includes building regulations and instructions, health and safety regulations, environmental regulations, labour regulations, data protection regulations, competition regulations, IFRS, laws and regulations applicable to listed companies as well as corporate, accounting and tax laws. The Group predominantly operates according to Uzbekistan compliance standards (as opposed to international best practices for managing and monitoring environmental and social risks and impacts) and some of the Group's practices and procedures may therefore not be in line with good international industry practice.

Although the legal, tax and regulatory frameworks of Uzbekistan continue to develop, with a number of positive changes introduced in recent years, they are subject to varying interpretations and frequent changes which together with other legal and fiscal impediments contribute to the challenges faced by entities operating in Uzbekistan. Changes in the regulatory framework, the interpretation thereof and/or the loss of benefits associated with a status or an authorisation could require the Group to adapt its business activities, its assets or its strategy, possibly leading to an adverse effect on its results or brand value, an increase in its expenses, and/or a slowing down or even a halting of the development of certain investment activities. In the normal course of its business activities, the Group could be involved in legal proceedings (e.g., regarding contractual responsibilities, employers' liabilities, occupational accidents at construction sites, fraud, anti-trust and anti-corruption matters, penal issues and/or housing transaction or consumer law violations), and is subject to tax and administrative audits. In addition, there are a number of recent and upcoming reforms in the industries in which the Group operates.

Should the Group need to adjust its operations to the changing regulatory framework or be ordered to pay any damages or penalties, the Group's business, financial condition, results of operations and future prospects may be adversely affected.

The Group is subject to the Uzbekistan tax regime, which may be subject to rapid change

The Group operates in Uzbekistan and is therefore subject to the Uzbekistan tax regime, which may be subject to rapid change.

The taxation rate and level of tax incentives the Group may be able to utilise are also subject to change, and a significant increase in taxes payable by the Group as a result of its operating in Uzbekistan or a significant decrease in the tax incentives it is able to apply for, could impact the Group's profits and financial condition. Failure to comply with tax legislation and some complex cross border tax regulations to which the Group is subject (including rules relating to transfer pricing) may lead to an increased risk of tax liabilities which, in turn, could adversely affect the Group's business, financial condition and results of operations.

The taxation policy is established under the Tax Code of the Republic of Uzbekistan, and amendments to the code are subject to due process. However, the tax environment in Uzbekistan may be subject to change and to inconsistent application, interpretation and enforcement. Non-compliance with tax laws and regulations in Uzbekistan can lead to the imposition of penalties and interest. While the management of the Group believes it has adequately provided for all tax liabilities in accordance with its interpretation of applicable laws and regulations, the risk remains that the relevant authorities may adopt a different interpretation. This could result in additional taxes being assessed, including penalties and interest, which could be a significant cost for the Group.

The Group may be subject to disputes, legal, regulatory or other proceedings

The Group may from time to time be involved in disputes with suppliers, business partners, customers and other third parties during the course of its daily operations. Claims may be brought against the Group based on a number of causes relating to non-fulfilment or improper fulfilment of contractual obligations both on the part of the Company and on the part of counterparties, for example, in case of untimely payment for delivered goods or services rendered, late delivery or short delivery of goods, non-performance of work or non-provision of services. If the disputes or claims are not resolved or settled through negotiation or mediation, the Group may resort to litigation or arbitration proceedings, which may be lengthy and costly and distract managerial resources. In the event that the Group prevails in such legal proceedings, there is no assurance that the judgment or awards will be effectively enforced. If a judgment or award is rendered against the Group, the amounts payable by the Group may not be fully covered by its insurance, and the amounts could differ from the provisions made by the Group based on its estimates. Any material charges associated with claims brought against the Group and material write downs associated with its claims could have a material adverse impact on its financial condition, results of operations or cash flow.

Enforcement of judgements or arbitral awards against the Group can be difficult

The Company has not submitted to the jurisdiction of any foreign courts in connection with the Notes. The Conditions provide that arbitration will be the exclusive remedy in relation to any dispute relating to the Notes. If a Noteholder is granted a monetary award in any arbitration proceedings in relation to the Notes, it may attempt to enforce that award by bringing proceedings on the award as a debt owing to it in Uzbekistan and attempt to obtain a judgment on the recognition and enforcement of the award in Uzbekistan. In addition, Uzbekistan is a party to the New York Convention and, accordingly, an arbitral award should generally be recognised and enforceable in Uzbekistan provided the conditions to enforcement set out in the New York Convention are met and subject to compliance with Uzbek law. See "*Limitations on Enforcement of Arbitral Awards and Judgments*" for more information on enforcing an arbitral award in Uzbekistan.

Uzbekistan's courts will not enforce a judgment obtained in a court outside Uzbekistan unless there is a treaty in effect between the relevant country and Uzbekistan providing for reciprocal enforcement of judgments. There is no such treaty in effect between Uzbekistan and the United Kingdom. Even if an applicable international treaty is in effect or a foreign judgment might otherwise be recognised and enforced on the basis of reciprocity, the recognition and enforcement of a foreign judgment will in all events be subject to exceptions and limitations provided for under Uzbek law.

For example, an Uzbekistan court may refuse to recognise or enforce a foreign judgement or arbitral award if its recognition or enforcement would be contrary to Uzbekistan public policy. As a result, it may be difficult to obtain recognition or enforcement of a foreign judgement or arbitral award in respect of the Notes.

It may also be difficult to enforce a foreign judgement or arbitral award in Uzbekistan due to a number of factors, including the lack of experience of Uzbek courts in international commercial transactions and certain procedural irregularities, all of which could introduce delay and unpredictability into the process of enforcing any foreign judgement or arbitral award in Uzbekistan. In addition, the judicial system and judicial officials in Uzbekistan may not be fully independent of external social, economic and political forces. Therefore, judicial decisions could be unduly influenced.

Risks Related to the Republic of Uzbekistan

The Group may be adversely affected by changes in Uzbekistan's economic, political and other conditions

All of the Group's investment projects are located in and the majority of its revenue is sourced from, Uzbekistan. The Group's results of operations are, and are expected to continue to be, significantly affected by financial and economic developments in or affecting Uzbekistan and, in particular, by the level of economic activity in the country. The Group's results are also impacted by political, social and legal developments in the country. Significant movements in GDP, inflation, interest rates, and foreign exchange rates, as well as unemployment, personal income and the financial situation of companies, have a material impact on the level of customer demand for the Group's products and services.

From 2020 to 2024, Uzbekistan's GDP volume increased 117.8%. In 2024, Uzbekistan's GDP at current prices amounted to 1,454,573.9 billion soums, representing a real-term increase of 6.5% compared to 2023. The GDP deflator index for 2024, compared to 2023 prices, was 113.3%. In 2024, GDP per capita in current prices amounted to 39,131.4 thousand soums, while for 2023, it was 33,079.0 thousand soums, marking a nominal increase of 4.1%. Despite the recent economic growth, Uzbekistan continues to face significant risks to its growth prospects, including risks associated with the exchange rates, financial stability, inflation and capital flight.

In particular, Uzbekistan's economy is subject to significant inflationary pressure. Uzbekistan's rate of inflation was 9.8% in 2024, 8.8% in 2023, 12.3% in 2022, 10.0% in 2021, and 11.1% in 2020. In the first half of 2024, rising energy prices significantly accelerated overall inflation. However, this was mitigated by a substantial decline in fruit and vegetable prices due to favourable seasonal factors, which helped slow inflation by the end of the year. By the fourth quarter, inflation had decelerated to an annual rate of 9.8% in December 2024. Excluding the impact of rising energy prices, the annual inflation rate was 6.3% for the same period. Core inflation, which excludes volatile components such as food and energy prices, remained relatively stable throughout most of the year but saw a slight increase to 7.2% in December 2024. The seasonally adjusted core inflation rate rose to an annualized rate of 10.2% by the end of the year, primarily driven by the acceleration of food-related core inflation. In response to these inflationary pressures, the CBU has committed to a prudent and relatively tight monetary policy to address underlying inflationary trends and support long-term economic growth. However, there is no assurance that this policy will be successful. Prolonged and severe inflation could lead to market instability, financial crises, reductions in consumer purchasing power, and erosion of consumer confidence. Any of these events could decrease demand for the Group's products and services, negatively impacting the Group's business, financial condition, results of operations, and prospects.

Uzbekistan is relatively reliant on energy exports, which constituted 6.7% of its total exports in 2024, 3.8% in 2023, 6.2% in 2022 and 5.5% in 2021, according to the State Statistics Agency of the Republic of Uzbekistan. The country also has significant indirect exposure to energy prices insofar as it is reliant on its trading relationships with the Russian Federation and its neighbouring countries. Since 2020, energy prices have fluctuated significantly. For instance, the OPEC reference basket price dropped to U.S.$41.47 per barrel in 2020, before increasing to U.S.$69.89 in 2021, reaching U.S.$100.08 in 2022, and then decreasing to U.S.$82.95 in 2023 and U.S.$79.89 in 2024. As of 1 January 2025 the OPEC reference basket price was U.S.$79.46 per barrel. Similarly, natural gas prices fell to U.S.$2.03/MMBtu in 2020, recovered to U.S.$3.89/MMBtu in 2021, and reached U.S.$6.45/MMBtu in 2022, before significantly decreasing to U.S.$2.53/MMBtu in 2023 and U.S.$2.19/MMBtu in 2024. Sustained low energy prices could have a material adverse effect upon the Group's business, results of operations, financial condition and prospects as a result of

the Government, corporates and individuals' reduced spending power across the region, which could, in turn, affect the trade, manufacturing and construction, real estate, tourism, and banking sectors, in particular.

According to the CBU, the current account deficit for the first nine months of 2024 was US$3.4 billion, compared to a deficit of US$4.2 billion for the same period ending on 30 September 2023. Data from the Statistics Agency under the President of the Republic of Uzbekistan reveals that exports increased by 8.4% in 2024 compared to 2023, and imports rose by 0.8% over the same period. Additionally, the overall fiscal deficit has decreased to 2.5% of the GDP for the first nine months of 2024, down from 5.8% during the same period in 2023.

In order to ensure the sustainable growth of Uzbekistan's economy, the Government has been implementing a wide range of economic, financial and banking system reforms, and reforms of the legal, tax and regulatory environment. However, despite some improvements over the recent years, the pace of implementation and eventual success of such reforms could be adversely impacted by weak institutions, risks of corruption and lack of transparency and accountability at the regulatory level. In addition, the Government's effort in conducting these reforms could be adversely impacted by tensions between the United States and the Russian Federation in the light of Uzbekistan's potentially joining the World Trade Organisation and the Eurasian Economic Union. Failure to successfully implement these reforms could have a material adverse effect on the economy of Uzbekistan and, in turn, a material adverse effect on the Group's business, financial condition, results of operations and prospects.

Market turmoil and economic deterioration in Uzbekistan may cause consumer spending to decline and have a material adverse effect on the liquidity and financial condition of the Group's customers in Uzbekistan. Despite a stable political environment in Uzbekistan during the current period of economic reforms, uncertain and volatile global political conditions, as well as regional geopolitical developments, could also have substantial political and macroeconomic ramifications, which could, in turn, have a significant impact on the Uzbekistan's economy. If any of these risks materialise, they could have a material adverse effect on the Group's business, financial condition, results of operations and prospects.

Corporate governance standards in Uzbekistan differ from those in Western jurisdictions

The corporate governance standards applicable to companies operating in Uzbekistan are not of the same standard as those in the United Kingdom. Accordingly, there are fewer protections for investors than would otherwise be the case if the Group was required to comply with corporate governance principles or standards applicable to companies in the United Kingdom. Furthermore, should the Group fail to comply with existing corporate governance standards applicable under Uzbek law, it could have a material adverse effect on the Group's business, financial condition, results of operations and prospects.

Uzbekistan's legal system is subject to continued reform and is subject to uncertainty

Uzbekistan's legal system, including corporate and taxation, is continuing to develop since it achieved independence from the Union of Soviet Socialist Republics (the "**USSR**") in 1991 and is therefore subject to greater risks and uncertainties than a more mature legal system. In particular, the laws of the Republic of Uzbekistan governing commercial activities are evolving and there may be rapid change in legislation, adoption of new legislation (on occasion with a retroactive effect), and a failure, delay or misinterpretation in the implementation of legislation. In addition, the legal system of the Republic of Uzbekistan is unfamiliar with certain international commercial law terminology, concepts and practices used in connection with legal documentation commonly used in international transactions.

Such changes in law and difficulties in interpretation could cause uncertainty in case of disputes between the Group and its customers, suppliers or subcontractors in Uzbekistan. Further, the commitment of Government officials and agencies to comply with legal obligations and negotiated agreements has not always been reliable and there is a tendency for the authorities to take arbitrary action. Legal redress for breach or unlawful action may not be readily available or may be subject to significant delays. In addition, the judicial system, judicial officials and other Government officials in the Republic may not be fully independent of external social, economic and political forces. Therefore, judicial or administrative decisions could be unduly influenced, creating more uncertainty in the case of disputes with the Group's domestic customers or counterparties, which could impact the Group's revenues or lead to increased costs in the case of drawn out disputes and in turn, could adversely affect the Group's business, financial condition and results of operations.

Further, risks associated with Uzbekistan's legal system include:

- The laws of Uzbekistan relating to currency regulation grant to each of the President of the Republic of Uzbekistan, the Cabinet of Ministers of Uzbekistan and the CBU the right to change the sub-legislative acts on the currency regulation regime (i.e., to restrict or suspend any currency transactions for the purposes of implementing international obligations and when emergency situations arise; however, such emergency situations are not clearly defined under the laws of Uzbekistan).

- In contractual documentation entered into with Uzbek entities, foreign law shall not apply where the application of such foreign law would be contrary to the public policy of Uzbekistan. The concept of public policy is not well developed in Uzbekistan; it is possible, however, that such considerations could apply in specific circumstances where, for example, the interests of creditors, employees, the national or local economy, public health and safety or national security are involved. The Civil Code of Uzbekistan further provides that the application of foreign law cannot be refused solely on the basis of differences in legal, political or economic systems between a foreign state and Uzbekistan.

- Pursuant to the Civil Code of Uzbekistan, certain mandatory provisions of Uzbek law shall apply irrespective of the choice of foreign law. Potentially, these mandatory provisions could include the fundamental principles of Uzbek law which generally underpin such areas as tax, administrative and criminal law, licensing and registration, public health, construction and safety requirements, labour law, insurance, competition, embargoes, foreign exchange and other public regulations. The Civil Code does not specify any reasons for applying such mandatory provisions.

- The laws of Uzbekistan governing commercial activities are evolving and reflect the transition which the economy and the government of Uzbekistan are undergoing to modernise the Uzbek economy. Such factors may cause rapid changes in legislation, adoption of new legislation (on occasion with a retroactive effect), and a failure, delay or misinterpretation in the implementation of legislation. In addition, the legal system of Uzbekistan is unfamiliar with certain international commercial law terminology, concepts and practices used in connection with legal documentation commonly used in international transactions.

- The laws of Uzbekistan may contain unpublished, secret, or otherwise classified provisions. The market practice remains in Uzbekistan that presidential decrees or decrees of the Cabinet of Ministers may include redacted or confidential provisions, access to which may be strictly limited.

Each of the above can cause uncertainty in transactions between foreign investors and Uzbek residents, and as a result have a negative effect on the Group's business, financial condition, results of operations and prospects. Any of the above factors could also have a material adverse effect on the liquidity and the trading price of the Notes.

Uzbekistan's economy is vulnerable to external shocks and fluctuations in the global economy

Uzbekistan's economy and finances have been affected adversely by global financial developments and political changes in certain emerging markets. Changes in both the global and domestic environment have resulted in, among other things, lower liquidity levels across the banking sector, tighter credit conditions for Uzbek companies generally and fluctuating global demand for and instability in the price of gold, natural gas, cotton and other commodities and downward pressure on the soum.

While the global and regional economic conditions are expected to improve, uncertainty remains, and political and economic volatilities could impact the current outlook. Real GDP growth in Uzbekistan was 6.5% in 2024, 6.3% in 2023 and 6.0% in 2022, according to the Statistics Agency under the President of the Republic of Uzbekistan. According to the IMF's World Economic Outlook Update published in January 2025, the near-term outlook for the Central Asia and Middle East is expected to be improving with GDP growth projected to be at 3.6% in 2025 and 3.9% in 2026, from 2.4% in 2024. The IMF projects a 3.9% GDP growth rate in Central Asia and Middle East economies in 2025, and 5.7% real GDP growth in Uzbekistan in 2025.

While Uzbekistan's economy experienced slower growth but avoided recession during the global financial crisis – unlike many other emerging market economies that faced contractions or significant financial instability - its economy is nonetheless vulnerable to external shocks and the economic performance of its trading partners. A

significant decline in economic growth in any of Uzbekistan's other major trading partners could have a material adverse effect on Uzbekistan's balance of trade and economic growth. Uzbekistan also depends on neighbouring states to access world markets for a number of its major exports. Should access to these export routes be materially impaired, this could adversely impact Uzbekistan's economy. In addition, political tensions as a result of the new tariffs and trade policies and retaliatory trade actions could reduce trade volume, investment, technological exchange, and other economic activities between major international economies, resulting in a material adverse effect on global economic conditions and the stability of global financial markets.

Events occurring in one geographic or financial market sometimes have so-called "contagion effects", whereby they result in an entire region or class of investments being disfavoured by international investors. It is possible that the market for investments in Uzbekistan, including the Notes, will be affected in the future by negative economic or financial developments in neighbouring countries or countries whose economies or credit ratings are similar to those of Uzbekistan.

The most significant contagion effecting Uzbekistan's economy is the global change in prices for certain commodities. Several global economies, including China, also currently experience a slowdown in economic growth and stock market volatility. Trade tensions between the United States and China, including the implementation of new and/or increased tariffs, may contribute to further economic uncertainty and supply chain disruptions, potentially impacting China's industrial output and trade flows. China is one of the main trade partners of Uzbekistan, which means that any disruption to economic stability or growth in China, or any rupture in economic or political relations between Uzbekistan and China, could have an adverse effect on the economy of Uzbekistan which, in turn, may materially and adversely affect Uzbekistan's financial condition and its ability to repay the Notes. In addition, Uzbekistan is in the process of implementing structural economic reforms aimed at, *inter alia*, price and trade liberalisation and tax control. See "*—Implementation of market-based reforms may not be effective which may slow the growth of Uzbekistan's economy*". Should the Government succeed in the implementation of market reforms, Uzbekistan's economy would be more integrated into the world trading system and inter-linked with the global economy and economies of the main trade partners and neighbouring states of Uzbekistan, which may make Uzbekistan's economy more vulnerable to external shocks, such as global economic crises and currency and commodity price volatility. There can be no assurance that weaknesses in the global economy, or a future external economic crisis, will not have a negative effect on Uzbekistan's economy and, in turn, on the Group's business, financial condition, results of operations and prospects.

The ongoing conflict between Russia and Ukraine and sanctions imposed on certain Russian and Ukrainian persons and entities could have an adverse impact on Uzbekistan's economy

On 24 February 2022, Russian forces commenced an armed conflict against Ukraine, which in conjunction with sanctions imposed by governments in response, has led to significant volatility and disruption in the global credit markets and the global economy. The United States, the United Kingdom and the EU (as well as other nations, such as Australia, Canada, Japan and Switzerland) have imposed several rounds of sanctions on certain Russian persons and entities since 2014, which have intensified since the outbreak of the conflict between Russia and Ukraine in 2022. The sanctions, combined with a substantial decline in global oil prices, had an adverse effect on the Russian economy, prompting downward revisions to the credit ratings of the Russian Federation and a number of major Russian companies that are ultimately controlled by the Russian Federation, caused extensive capital outflow from Russia and severely impaired the ability of Russian issuers to access the international capital markets.

The Russian invasion has had an immediate impact on international capital markets, investor sentiment and commodity prices (including oil and gas), contributed and may continue to contribute to the fragmentation of the world economy into geopolitical blocs leading to changes in trade, foreign direct investment, and financial flows to the Central Asian region, and in particular, to Uzbekistan, as well as diminish the effectiveness of multilateral and regional cooperation on particular matters. In addition, increased uncertainty, higher production costs, disrupted global supply chains and weaker external demand may lead to the postponement of investment plans and may possibly discourage foreign investments in Uzbekistan particularly if the military conflict escalates, posing significant downside risks to the global and regional outlook. United States and other countries could continue imposing wider sanctions and could take other actions should the conflict further intensify.

Whilst Uzbekistan maintains independent diplomatic relationships with both Russia and Ukraine and has confirmed its neutral position with respect to the tensions between Russia and Ukraine, Uzbekistan has

significant economic and political relations with Russia. Russia is the second largest trade and economic partner of Uzbekistan. Sanctions imposed on certain Russian persons and entities by the United States, the United Kingdom, the EU and other countries in connection with the conflict in Ukraine and any other action by Russia which may result in further sanctions, could prevent Uzbekistan from trading with certain Russian counterparties, which could have a material adverse impact on Uzbekistan's trade and consequently the country's economy. In addition, given Uzbekistan's close economic relationship with Russia, there can be no assurances that individuals or businesses located in Uzbekistan, including the Group's counterparties, will not themselves become subject to sanctions imposed by the United States, the United Kingdom and the EU, among other countries. Should the existing sanctions regime be widened or should new and/or secondary sanctions be introduced in respect of the individuals or businesses located in Uzbekistan, including the Group's counterparties, the Group and/or the oil and gas sector in Uzbekistan in general, the Group's business could be adversely affected.

As of the date of this Offering Circular, the Group is not subject to any sanctions prohibitions and restrictions, has no exposure to sanctioned Russian banks and does not currently have contracts or transactions with persons or entities subject to the applicable sanctions, including with any parties included in the Specially Designated Nationals and Blocked Person List maintained by the Office of Foreign Assets Control, or similar sanctions-related lists of designated persons maintained by EU, UK and other relevant sanctions authorities. The Group has established a dedicated sanctions risk control unit within its compliance function, which regularly monitors sanctions directives and ensures their implementation across the Group.

The Group has limited exposure to Russian suppliers which represented approximately 10% of the total purchases in 2024, primarily comprising chemical reagents for gas purification and services for the overhaul of gas turbine engines. The Group is currently taking measures to localise these supplies and identify alternative providers for these goods and services. In addition, the Group participates in joint ventures with Russian partners in various aspects of its operations, including exploration and production activities. As at and for the year ended 31 December 2024, joint ventures with Russian partners represented 0.9% of the Group' s revenues and 0.2% of its total assets.

Furthermore, to comply with applicable international sanctions, the Group has undertaken a review of its business relationships and has terminated certain agreements with Russian counterparties. This compliance effort may continue to impact the Group's operations, limiting its ability to engage with specific suppliers and business partners, which could, in turn, affect the Group's financial position, operational results, or strategic objectives. While the Group has not experienced any material impact on its operation as a result of the Russian invasion of Ukraine, there can be no assurance that current or future events will not adversely impact its joint ventures with Russian partners. Any such impacts could, in turn, affect the Group's financial position, operational results, or strategic objectives.

Uzbekistan has had complex relations with the EU and the United States and any such points of tension could have a material adverse effect on Uzbekistan's economy or political environment

Uzbekistan has had complex relations with the EU and the United States in the past, each of which has raised human rights concerns. For example, in May 2005, the United States and the EU criticised Uzbekistan's treatment of protests in the city of Andijan, which led to a number of alleged killings. In response, the EU imposed sanctions, banning Uzbek officials allegedly connected to the treatment of protesters from traveling to Europe and establishing embargos on arms and military equipment exports. The United States added additional limits to pre-existing congressional bans on assistance for Uzbekistan, such as military assistance.

Subsequently, political relations between Uzbekistan and both the United States and EU have normalised. In 2009, the EU removed all sanctions on Uzbekistan, citing positive human rights trends, and in recent years, relationships with EU countries, particularly Germany and France, have further developed, with both nations becoming important trade partners for Uzbekistan. Similarly, in 2012, the United States Government waived restrictions on military aid to Uzbekistan, partly due to improvements in the country's human rights records.

Despite recent progress, no assurance can be given that Uzbekistan's current foreign policy relationships with both the United States and the EU will continue or that the United States and the EU will not impose new restrictions on Uzbekistan in relation to past or future points of tension or that such frictions will not affect the political and economic environment in Uzbekistan, which in turn could have a material adverse effect on the Group's business, financial condition, results of operations and prospects. Additionally, complex political

relations with the EU and the United States could have an adverse effect on investments in Uzbekistan and the availability of external funding from international capital markets.

Risks Related to the Notes

Insolvency and administrative laws in the Republic of Uzbekistan could negatively affect the ability of Noteholders to enforce their rights

Uzbekistan bankruptcy law provides that transactions or payments entered into or made within specified time periods before a bankruptcy petition is filed or at or after the time when a bankruptcy petition is filed may be declared void by an Uzbek court. After a bankruptcy petition is filed, the subject company is prohibited from paying any debt outstanding prior to the bankruptcy proceedings, subject to specified exceptions. After the subject company becomes insolvent, creditors of that company may not effectively pursue any legal action to obtain an order for payment of indebtedness, to set aside a contract for non-payment or to enforce the creditor's rights against any asset of the debtor outside the framework of the bankruptcy proceedings. Contractual provisions, which would accelerate the payment of the debtor's obligations upon the occurrence of certain bankruptcy events, are not enforceable under Uzbekistan law. In addition, an administrator may renounce or set aside executory contracts.

Additionally, if a court orders bankruptcy proceedings, it can prohibit the sale of an asset that it deems to be essential to the continued business of the debtor, and it can postpone the payment of debts owed by the debtor. Uzbekistan bankruptcy law assigns priority to the payment of certain creditors, including creditors on personal injury obligations, employees, secured creditors, the government, tort plaintiffs and certain post-petition creditors.

The Notes are pari passu securities

Subject to restrictions on levels of indebtedness in other agreements and under prudential norms, there is no restriction on the amount of securities the Issuer may issue and which may rank equally in right of payment with the Notes. The issue of any such securities may reduce the amount investors may recover in respect of the Notes in certain scenarios as the incurrence of additional debt could affect the Issuer's ability to repay principal of, and make payments of interest on, the Notes. This could have a material adverse effect on the trading price of the Notes.

The Notes constitute unsecured obligations of the Issuer

The Issuer's obligations under the Notes will constitute unsecured obligations of the Issuer. Accordingly, any claims against the Issuer under the Notes would be unsecured claims, which would be satisfied only after any secured creditors, if at all. The ability of the Issuer to pay such claims will depend upon, among other factors, its liquidity, overall financial strength and ability to generate asset flows.

There is no public market for the Notes

There is no existing market for the Notes, and there can be no assurance regarding the future development of a market for the Notes. Application has been made for admission to trading of the Notes on the Market. However, an active trading market in the Notes may not develop or be maintained after listing. No assurance can be made as to the liquidity of any market that may develop for the Notes, the ability of Noteholders to sell the Notes or the price at which Noteholders may be able to sell the Notes. The liquidity of any market for the Notes will depend on the number of Noteholders, prevailing interest rates, the market for similar securities and other factors, including general economic conditions and the Issuer's financial condition, performance and prospects, as well as recommendations of securities analysts. Disruptions in the global capital markets may lead to reduced liquidity, increased credit risk premiums and a reduction in investment in securities. If an active trading market does not develop or cannot be maintained, this could have a material adverse effect on the liquidity and the trading price of the Notes.

The trading price of the Notes may be volatile

The trading price of the Notes could be subject to significant fluctuations in response to actual or anticipated variations in the Issuer's operating results and those of the Issuer's competitors, adverse business developments, changes to the regulatory environment in which the Issuer operates, changes in financial estimates by securities

analysts and the actual or expected sale of a large number of Notes, as well as other factors, including the credit rating of the Issuer. Historically, the market for non-investment grade debt, such as the Notes, has been subject to disruptions that cause substantial volatility in the prices of such securities. In addition, in recent years the global financial markets have experienced significant price and volume fluctuations which, if repeated in the future, could adversely affect the trading price of the Notes without regard to the Issuer's operating results, financial conditions or prospects or credit rating.

The Notes may or must be redeemed prior to maturity for certain reasons

On the occurrence of one of the early redemption events described in Condition 7, the Issuer may, or in some cases must, redeem the Notes in whole or in part together with accrued and unpaid interest at any time, and the Issuer shall redeem all outstanding Notes in accordance with the Conditions. On such redemption, or at maturity, the Issuer may not have the funds to fulfil its obligations under the Notes and it may not be able to arrange for additional financing. Further, if the Issuer is able or perceived to be able to redeem the Notes prior to their maturity then this may adversely affect the market price of the Notes from time to time. Potential investors should consider reinvestment risk in light of other investments available at that time.

Modification and waivers

The Conditions contain provisions for calling meetings of the Noteholders to consider matters affecting their interests generally. These provisions permit defined majorities (namely, holders of Notes comprising a clear majority of votes cast, subject to the applicable quorum (in the context of an extraordinary resolution other than a written resolution or electronic consent) or holders of not less than two-thirds of the aggregate principal amount of Notes outstanding (in the context of a written resolution or electronic consent)) to bind all Noteholders including Noteholders who did not attend and vote at the relevant meeting and Noteholders who voted in a manner contrary to the majority. The Conditions also provide that the Trustee may, without the consent of Noteholders, agree to (i) any modification of any of the provisions of the Notes or the Trust Deed which in the opinion of the Trustee is of a formal, minor or technical nature and is made to correct a manifest error, (ii) any other modification thereof (subject as provided in the Trust Deed) or any waiver or authorisation of any breach or proposed breach thereof which in the opinion of the Trustee is not materially prejudicial to the interests of the Noteholders.

The Notes may only be transferred in accordance with the procedures of the depositaries in which the Notes are deposited

Except in limited circumstances, the Notes will be issued only in global form, with interests therein held through the facilities of DTC and/or Euroclear and/or Clearstream, Luxembourg. Ownership of beneficial interests in the Notes is shown on, and the transfer of that ownership is effected only through, records maintained by DTC and/or Euroclear and/or Clearstream, Luxembourg, or their nominees and the records of their participants. The laws of some jurisdictions may require that certain purchasers of securities take physical delivery of such securities in definitive form. These laws may impair the ability to transfer beneficial interests in the Notes. Because DTC and/or Euroclear and/or Clearstream, Luxembourg, can only act on behalf of their participants, which, in turn, act on behalf of owners of beneficial interests held through such participants and certain banks, the ability of a person having a beneficial interest in a Note to pledge or transfer such interest to persons or entities that do not participate in the DTC and/or Euroclear and/or Clearstream, Luxembourg systems may be impaired.

While the Notes are represented by Global Notes, the Issuer will discharge its payment obligation under the Notes by making payment through the relevant clearing systems. A holder of a beneficial interest in a Global Note must rely on the procedures of the relevant clearing system and its participants to receive payments under the Notes. The Issuer has no responsibility or liability for the records relating to, or payments made in respect of, beneficial interests in any Global Note.

Holders of beneficial interests in a Global Note will not have a direct right to vote in respect of the notes so represented. Instead, such holders will be permitted to act only to the extent that they are enabled by the relevant clearing system and its participants to appoint appropriate proxies.

Minimum denominations of the Notes

The denomination of the Notes is U.S.$200,000 and integral multiples of U.S.$1,000 in excess thereof. Therefore, it is possible that the Notes may be traded in amounts in excess of U.S.$200,000 that are not integral multiples of U.S.$200,000. In such a case, a Noteholder who, as a result of trading such amounts, holds a principal amount of less than U.S.$200,000 in its account with the relevant clearing system would not be able to sell the remainder of such holding without first purchasing a principal amount of Notes such that its holding amounts to U.S.$200,000. Further, a Noteholder who, as a result of trading such amounts, holds an amount which is less than U.S.$200,000 in its account with the relevant clearing system at the relevant time may not receive a Definitive Note in respect of such holding (should Definitive Notes be issued) and would need to purchase a principal amount of Notes such that its holding amounts to U.S.$200,000.

If such Notes in definitive form are issued, holders should be aware that definitive Notes which have a denomination that is not an integral multiple of U.S.$200,000 may be illiquid and difficult to trade.

Change of law

The Terms and Conditions of the Notes are based on English law in effect as at the date of this Offering Circular. No assurances can be given as to the impact of any possible judicial decision or change to English law or administrative practice after the date of this Offering Circular and any such change could materially adversely impact the value of any Notes affected by it.

Exchange rate risks and exchange controls

The Issuer will pay principal and interest on the Notes in U.S. dollars. This presents certain risks relating to currency conversions if an investor's financial activities are denominated principally in a currency or currency unit (the "**Investor's Currency**") other than U.S. dollars. These include the risk that exchange rates may significantly change (including changes due to devaluation of the U.S. dollar or revaluation of the Investor's Currency) and the risk that authorities with jurisdiction over the Investor's Currency may impose or modify exchange controls. An appreciation in the value of the Investor's Currency relative to U.S. dollar would decrease (1) the Investor's Currency equivalent yield on the Notes, (2) the Investor's Currency equivalent value of the principal payable on the Notes and (3) the Investor's Currency equivalent market value of the Notes.

Governments and monetary authorities may impose (as some have done in the past) exchange controls that could adversely affect an applicable exchange rate. As a result, investors may receive less interest or principal than expected, or no interest or principal.

USE OF PROCEEDS

The net proceeds from this Offering, after payment of commissions related to the Offering, will be approximately U.S.$844.5 million. This figure does not include expenses related to the Offering and admission to trading, estimated to be approximately U.S.$5.5 million.

The Issuer intends to use the proceeds of the Notes for refinancing of existing indebtedness and for general corporate purposes, including financing of its capital expenditure.

CAPITALISATION

The following table sets forth the Group's capitalisation as at 31 December 2024 and has been extracted or derived from the 2024 Financial Statements. For further information regarding the Group's financial position, see "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" and the Financial Statements included elsewhere in this Offering Circular.

	As of 31 December 2024
	(UZS billion)
BORROWINGS	
Non-current borrowings	29,289
Current borrowings	13,485
Total borrowings	**42,774**
SHAREHOLDER'S EQUITY	
Share capital	21,274
Additional paid-in capital	976
Retained earnings	23,853
Currency translation reserve	20,368
Non-controlling interest	206
Total shareholder's equity	**66,677**
Total shareholders' equity and total borrowings	**109,451**

There have been no material changes in the capitalisation of the Group since 31 December 2024, other than (i) new loans in the amounts of USD 326.2 million (or approximately UZS 4,215 billion), EUR 39.8 million (or approximately UZS 535 billion), CNY 42.5 million (or approximately UZS 75 billion), UZS 101.0 billion and EUR 60 million (or approximately UZS 890 million) received by the Group in February-April 2025, and (ii) declaration of dividends on 15 April 2025 of UZS 7.71 per common share (amounting to UZS 343 billion) and UZS 125 per preferred share (amounting to UZS 3 billion).

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following is a discussion and analysis of the results of operations and financial condition as of and for the years ended 31 December 2022, 2023 and 2024 as derived from the audited consolidated Financial Statements prepared in accordance with IFRS.

The financial information of the Group as at and for the year ended 31 December 2024 included in this discussion is derived from the 2024 Financial Statements, and, other than as indicated herein, the Group's financial information as at and for the years ended 31 December 2023 and 2022 included herein is derived from the 2023 Financial Statements. The statement of financial position data as it relates to the line items impacted by the error correction as at 31 December 2022 and 31 December 2023 included in this section has been derived from the 2024 Financial Statements, see "*Presentation of Financial and Other Information — Correction of Error*".

You should read this discussion in conjunction with the sections entitled "*Presentation of Financial and Other Information*", "*Selected Consolidated Financial and Other Information*", and the Financial Statements, each of which is included elsewhere in this Offering Circular. This discussion includes forward-looking statements, which although based on assumptions that the Group considers reasonable, are subject to risks and uncertainties which could cause actual events or conditions to differ materially from those expressed or implied by the forward-looking statements. See "*Forward-Looking Statements*" and, for a discussion of certain of the risks and uncertainties which the Group faces, you should also see "*Risk Factors*".

Overview

Uzbekneftegaz is the national oil and gas company of Uzbekistan with vertically integrated upstream, midstream and downstream operations. The Group accounted for at least 60% of the total natural gas produced in Uzbekistan and sold 60% of the natural gas consumed by the main strategic industrial sectors of the economy in 2024. The Group has a significant contribution to the development of industrial sector (approximately 3.0% of Uzbekistan's GDP in 2024) and is a major taxpayer in the budget of Uzbekistan (contributing 2.5% to the state's revenues in 2024). As a key player in the country's fuel and energy sector, the Group is responsible for ensuring energy security, sustainable resource management and industry modernisation in line with Uzbekistan's long-term economic and strategic goals.

The Group operates 130 hydrocarbon deposits, which represent 42% of the total number of hydrocarbon deposits in the Republic of Uzbekistan. The Group's facilities include oil and gas production units, oil refineries, gas processing plants, a gas chemical complex, a synthetic liquid fuel plant, fourteen oil depots, and organisations carrying out research and design and survey works, as well as structural units and educational institutions engaged in the training and retraining of personnel.

The Group is organised into business units and subsidiaries based on its products and services and has three reportable operating segments: (i) gas, gas condensate and oil production and sales, which covers the extraction of gas, gas condensate and oil; (ii) oil refining and retail, which covers refining crude oil and sales of oil products; and (iii) gas refining, which covers producing value-added products from gas.

Key Factors Affecting the Group's Results of Operations

The Group's results of operations are affected, *inter alia*, by the factors described below.

Economic conditions in Uzbekistan

The Group's operations are located in Uzbekistan and the Group's results are therefore impacted by political, social and legal developments in the country. The Company has strong ties with the Government, for example, through the provision of guarantees (with 48% of its consolidated debt guaranteed by the Government as at 31 December 2024), special financial measures such as extension of the US$100 million short-term credit line (fully drawn as at 31 December 2024) from the Reconstruction and Development Fund of the Republic of Uzbekistan for liquidity support of the Group at the preferential interest rate of 5.0% per annum, and through regulation such as lowered taxes and liberalised gas and oil product prices. The Group is one of the largest companies, employers and taxpayers in the country.

Accordingly, the Group's results of operations and financial condition are, and will continue to be in the future, to some degree affected by Uzbekistan's economic factors, including those in the below table.

	Year ended 31 December		
	2022	**2023**	**2024**
Nominal GDP, *UZS billion*	995,573.1	1,204,485.4	1,454,573.9
Real GDP	869,779.8	1,058,382.5	1,283,345.6
At current prices, *UZS billion*	995,573.1	1,204,485.4	1,454,573.9
At current prices, *US$ billion*[(1)]	90.1	102.6	115.0
Real GDP growth yoy, total *(%)*	6.0	6.3	6.5
GDP per capita at current prices, *UZS thousand*	27,927.8	32,079.0	39,131.4
Inflation *(%)*	12.3	8.8	9.8
Total public debt as a % of GDP	32.4	34.4	34.0

Source: The Statistics Agency under the President of the Republic of Uzbekistan. Ministry of Economy and Finance of the Republic of Uzbekistan.

(1) Based on average exchange table, see "Exchange Rates" above.

In November 2024, S&P affirmed the Republic of Uzbekistan's long-term and short-term sovereign credit rating for foreign and local currency liabilities at the BB-/B level, outlook Stable. In August 2024 Fitch affirmed the Republic of Uzbekistan's long-term foreign-currency issuer default rating at BB- level, Stable outlook. According to Fitch, Uzbekistan's economy is continuing to show resilience to spillovers from the war in Ukraine and related sanctions on Russia, recording economic growth rates among the highest in the CIS region with a real GDP growth rate of 6.5% in 2024 and forecasted growth rate of 5.5% in 2025 and beyond.

The economy of Uzbekistan is also affected by inflationary pressure. Uzbekistan's inflation was 12.3% in 2022, 8.8% in 2023 and 9.8% in 2024. In response to temporary external shocks (in particular the Russian invasion of Ukraine) the CBU increased its policy rate from 14% to 17% in March 2022, but after the normalisation of economic conditions in Uzbekistan and with easing inflationary conditions, the CBU eventually cut its policy rate to 13.5% in July 2024. In March 2025, the CBU announced the increase of the policy rate to 14%. Further phases of tariff increases, as authorities in Uzbekistan seek to achieve full market pricing by 2027-2028, will pose upside risks to inflation. In 2023, the CBU decided to postpone adopting the 5% format inflation target from the end of 2024 to the second half of 2025, in large part due to inflationary pressures.

Market turmoil and economic deterioration in Uzbekistan, or significant movements in GDP, inflation, interest rates, and foreign exchange rates, as well as unemployment, personal income and the financial situation of companies, could impact the financial position of the Group. The Financial Statements reflect management's assessment of the impact of the Uzbekistan business environment on the operations and the financial position of the Group. The future business environment may differ from management's assessment.

Government intervention

The majority shareholder of the Company is the Ministry of Economy and Finance of the Republic of Uzbekistan. The Supervisory Board of the Company is formed of seven members elected by the majority shareholder, including five members representing the Government and two independent board members with international experience. The Government is, therefore, ultimately able to determine the outcome of all material matters concerning the Group that may be decided by the shareholders and can appoint the Company's directors and management. While the Government has previously exercised its influence in matters such as investment direction and asset disposals, the Company's day-to-day operations are managed by its executive team, subject to the oversight of the Supervisory Board.

Fluctuation in Prices of Crude Oil, Natural Gas and Refined Oil Product Prices

The Group produces and sells a number of products, including gas condensate, liquefied gas, refined oil products (including gasoline, diesel fuel and jet fuel) and polymer products, both domestically and internationally. In 2024, total of 66.2% of the Group's revenue came from the sales of products for which the Government does not regulate prices, and so which are subject to fluctuations in market prices that are directly or indirectly affected by global oil prices as a result. The prices of crude oil and refined oil products internationally and in Uzbekistan therefore have impact on the Group's results of operations. World prices for crude oil are characterised by significant fluctuations that are determined by the global balance of supply and demand, which is entirely outside of the Group's control.

Crude oil prices have been particularly volatile in recent years. Crude oil prices have experienced notable fluctuations in recent years. According to the U.S. Energy Information Administration ("**EIA**"), the average spot price of Brent crude oil was US$81 per barrel in 2024, compared to US$82 per barrel in 2023. In 2024, the oil and gas industry faced challenges such as sluggish demand and relatively high supply outside of OPEC+ countries, which contributed to a relatively narrow trading range for crude oil prices. The average monthly spot price of Brent crude oil in 2024 ranged from a high of US$89 per barrel in April to a low of US$74 per barrel in December. As of mid-April 2025, Brent crude oil prices have experienced significant volatility. After dipping below US$60 per barrel on April 9 2025—the lowest level since early 2021—prices have rebounded to approximately US$65.88 per barrel. This recovery follows a sharp decline driven by escalating U.S.-China trade tensions and an unexpected decision by OPEC+ to increase output by 411,000 barrels per day from May 2025.

Oil and gas commodity prices are one of the factors affecting the Group's results of operations. Changes to the global price for refined oil products directly affect the Group as the price for these products are not set by the Government but reflect the global market price. Global price fluctuations for oil therefore have a direct impact on the formation of prices set for oil products produced from imported crude oil. Generally, commodities prices fluctuate based on a number of factors beyond the Group's control and the Group's management cannot predict if or when significant volatility in oil prices will be repeated; accordingly, the actual prices the Group realises may vary substantially from its current estimates.

Changes in the global market price of natural gas and partially liquefied gas do not directly affect the Group as the prices for such products are fixed by the Government, unlike the rest of the Group's products which are priced according to market conditions. In accordance with the Regulation "On Additional Measures for Further Improvement of Tariff Policy in the Fuel and Energy Sector," approved by the Resolution of the Cabinet of Ministers No. 337 dated 15 June 2024 (the "**Interdepartmental Tariff Regulation**"), the price of natural gas sold by the Group within the Republic is approved by the Interdepartmental Tariff Commission under the Cabinet of Ministers of the Republic of Uzbekistan. However, the Government has been implementing measures to transition towards market-based pricing mechanisms. Notably, natural gas tariffs increased in November 2023 to US$37 per tcm and in June 2024 to US$46 per tcm.

Liquidity management

Excluding the effect of assets held for sale, as at 31 December 2024, the Group's current liabilities exceeded its current assets by UZS 14,472 billion (31 December 2023: current assets exceeded current liabilities by UZS 1,045 billion). The decrease in current assets and current liabilities was attributable to transfer of loans due from related parties as part of the UTG acquisition transaction in exchange for a share in net assets of UTG, and partial settlement of financial guarantee, respectively.

The management of the Group believes that it will be able to address liquidity challenges (if any) because of the following factors and circumstances:

- The Group has strategic importance for the Government of Uzbekistan which can positively influence Group's cash flows by regulating prices for gas sales to related parties and by providing financing when necessary (such as extension of US$100 million short-term credit line from the Reconstruction and Development Fund of the Republic of Uzbekistan in 2024 for liquidity support of the Group);

- The Group has been profitable with sufficient operating profit margin and consistently generates positive cash flows from operating activities including during the year ended 31 December 2024;

- According to its cash flow forecasts, the Group expects to generate sufficient cash from operations in 2025 as well as to attract new and restructure existing loans to settle current liabilities when they become due;

- The Group has the ability to control its capital spend that has not been committed yet by changing the timing and amount of such capital spend;

- The Group's management believes that the Group will be compliant with the financial and non−financial covenants stipulated by the loan agreements within 12 months from the date of authorisation of the 2024 Financial Statements or will be able to renegotiate their terms in advance so that the lenders will not request an accelerated repayment of the existing debts;

- The Group's shareholders have neither the intention nor the need to liquidate or significantly reduce the range of the activities of the Group.

Significant disposals and acquisitions

In 2023, the Group disposed of its full ownership in "Chinaz Refinery Plant" LLC and "UNG Petro" LLC to a third party, generating a non-operating gain of UZS 260 billion. This disposal reduced the Group's exposure to the downstream segment and contributed positively to its financial results.

In addition, a significant transaction was initiated in late 2023 and substantially completed in 2024, through which the Group acquired a 46.8% non-controlling interest in UTG, an entity under common control. The transaction stemmed from a debt settlement arrangement under a remedial plan signed by the Group, UTG, and other parties, addressing historical gas sales obligations of UTG to "Uz-Kor Gas Chemical" JV LLC ("**Uz-Kor**"). As part of the settlement, the Group assumed a portion of UTG's liability under the gas sales contract, amounting to USD 812.3 million (UZS 10,023 billion), which was partially discharged by transferring its rights to outstanding loans from Uz-Kor during 2024. Remaining liability to transfer future dividends receivable from Uz-Kor in the amount of UZS 2,386 billion was included in non-current other financial liabilities of the consolidated statement of financial position as at 31 December 2024. In exchange, the Group received shares in UTG, with the agreement on the transfer of shares finalised in March 2024.

Overall, this transaction had a material impact on the Group's financial position, reflecting both a strategic investment in national gas infrastructure and the resolution of long-standing intercompany obligations.

Impact of delays in payments by the Group's customers

The Group's financial position and results of operations are affected by delays in collecting payments from its customers. A customer may become insolvent or default under its contract, or be significantly late in paying the Group, especially during economic downturns. As of 31 December 2024, the Group's short-term trade receivables totalled UZS 3,124 billion, equal to 2.3% of its consolidated total assets (compared to UZS 4,260 billion, equal to 3.1% of its consolidated total assets as of 31 December 2023, and UZS 2,775 billion, equal to 2.3% of its consolidated total assets as of 31 December 2022). The average days of collection of trade receivables and contracts assets (calculated as the ratio of average trade receivables and contract assets to contract revenues on an annual basis) as at 31 December 2024 was 39 (compared to 43 and 38 as of 31 December 2023 and 2022, respectively).

Foreign-Exchange Mismatch

Most of the Group's revenue comes from gas sales in UZS that are based on regulated prices, while its debt is denominated in U.S. dollars, Euro and CNY. As a result of significant borrowings denominated in the U.S. dollars, Euro and CNY (mainly loans for the modernisation and expansion of production facilities and the purchase of technological equipment and raw materials (including oil and condensate)), and cash and cash equivalents, trade receivables and payables denominated in U.S. dollars, the Group's consolidated statement of financial position can be affected significantly by movement in the U.S. dollar/UZS, Euro/UZS and CNY/UZS exchange rates.

Joint Ventures and Associates

The Group is party to a number of joint venture arrangements with third parties, two of which contribute a significant portion to the Group's revenues, namely Uz-Kor Gas Chemical LLC and Asia-Trans Gas LLC. These joint ventures therefore play essential role in the Group's business as well as the Republic of Uzbekistan generally. For example, Uz-Kor is the only producer of polypropylene and the largest producer of polyethylene in Uzbekistan. In addition, the Group acquired a 46.8% stake in UTG in 2024. Management of the Group believes that the Group has significant influence on UTG, therefore the Group accounts for its share in UTG using the equity method. The equity share in profits of joint ventures and associates for the year ended 31 December 2024 mainly consisted of the share in profits of UTG of UZS 3,544 billion.

If the Group's partners have economic or business interests or goals that are inconsistent to the Company's, take actions contrary to the Company's instructions or requests or contrary to its policies or objectives, are unable or unwilling to fulfil their obligations under the relevant joint venture or cooperation agreements or have financial

difficulties, this would expose the Group to potential credit risk and affect the amount of revenue generated from such ventures going forward.

In 2024, the Group reassessed the expected manner of recovering its investments in joint ventures and associates. Previously, the Group's management assumed that recovery was probable through the sale of investment shares in the foreseeable future. The Group now expects to recover the investments primarily through the receipt of dividends. In addition, the Group has the ability to control the dividend policy of its investments in joint ventures and significant associates. These circumstances provide a basis for applying the exception to the recognition of deferred tax liabilities related to investments in joint ventures and associates. Accordingly, the Group reassessed the valuation of deferred taxes on these investments as at 31 December 2024 and recognised deferred tax only for those dividends that are probable to be declared in the next calendar year (see Note 3 to the 2024 Financial Statements).

Results of operations

Consolidated statement of profit or loss data

The table below sets out the results of operations of the Group for the years ended 31 December 2022, 2023 and 2024.

	For the year ended 31 December		
	2022	**2023**	**2024**
		UZS billion	
Oil, gas, petroleum products and petrochemicals sales	24,624	27,442	28,321
Share in profits of associates and joint ventures, net	2,761	2,150	5,026
Construction services and other sales	218	215	130
Other operating income	612	341	650
Total sales and other income	**28,215**	**30,148**	**34,127**
Cost of purchased oil, gas, petroleum product and other materials	(7,881)	(7,142)	(6,014)
Production expenses	(2,964)	(3,852)	(5,037)
Taxes other than income tax	(2,809)	(2,877)	(3,500)
Depreciation, depletion and amortisation	(3,923)	(4,872)	(4,234)
(Impairment)/recovery of trade and loans receivable and other assets	(168)	445	314
General and administrative expenses	(1,470)	(1,694)	(1,933)
Transportation and selling expenses	(680)	(984)	(993)
Exploration and evaluation expenses	(409)	(167)	(675)
(Loss)/gain on disposal of property, plant and equipment, net	(131)	27	461
Other operating expenses	(556)	(399)	(596)
Total costs and expenses	**(20,991)**	**(21,515)**	**(22,207)**
Operating profit	**7,224**	**8,633**	**11,920**
Finance income	497	1,196	1,695
Other non-operating income	—	194	5
Foreign exchange loss, net	(1,193)	(4,217)	(2,163)
Finance costs	(2,694)	(4,430)	(5,890)
Profit before income tax	**3,834**	**1,376**	**5,567**
Income tax expense	(981)	(748)	(445)
Net profit for the year	**2,853**	**628**	**5,122**
Net profit/(loss) for the year attributable to:			
Equity holders of the parent company	2,860	672	5,099
Non-controlling interests	(7)	(44)	23
	2,853	**628**	**5,122**

Consolidated statements of profit or loss data for the year ended 31 December 2024 compared to the year ended 31 December 2023

The table below sets out the results of operations for the years ended 31 December 2023 and 2024.

	For the year ended 31 December		Change
	2023	2024	%
	UZS billion		
Oil, gas, petroleum products and petrochemicals sales	27,442	28,321	3.2
Share in profits of associates and joint ventures, net	2,150	5,026	133.8
Construction services and other sales	215	130	(39.5)
Other operating income	341	650	90.6
Total sales and other income	**30,148**	**34,127**	**13.2**
Cost of purchased oil, gas, petroleum product and other materials	(7,142)	(6,014)	(15.8)
Production expenses	(3,852)	(5,037)	30.8
Taxes other than income tax	(2,877)	(3,500)	21.7
Depreciation, depletion and amortisation	(4,872)	(4,234)	(13.1)
(Impairment)/recovery of trade and loans receivable and other assets	445	314	(29.4)
General and administrative expenses	(1,694)	(1,933)	14.1
Transportation and selling expenses	(984)	(993)	0.9
Exploration and evaluation expenses	(167)	(675)	304.2
(Loss)/gain on disposal of property, plant and equipment, net	27	461	1,607.4
Other operating expenses	(399)	(596)	49.4
Total costs and expenses	**(21,515)**	**(22,207)**	**3.2**
Operating profit	**8,633**	**11,920**	**38.1**
Finance income	1,196	1,695	41.7
Other non-operating income	194	5	(97.4)
Foreign exchange loss, net	(4,217)	(2,163)	(48.7)
Finance costs	(4,430)	(5,890)	33.0
Profit before income tax	**1,376**	**5,567**	**304.6**
Income tax expense	(748)	(445)	(40.5)
Net profit for the year	**628**	**5,122**	**715.6**

Total sales and other income

Total sales and other income increased by UZS 3,979 billion, or 13.2%, from UZS 30,148 billion for the year ended 31 December 2023, to UZS 34,127 billion for the year ended 31 December 2024.

The following table sets forth a breakdown of total sales and other income for the periods indicated.

	For the year ended 31 December		Change
	2023	2024	%
	UZS billion		
Oil, gas, petroleum products and petrochemicals sales	27,442	28,321	3.2
Equity share in profits of associates and joint ventures	2,150	5,026	133.8
Construction services and other revenues	215	130	(39.5)
Other operating income	341	650	90.6
Total sales and other income	**30,148**	**34,127**	**13.2**

The increase in total sales and other income from the year ended 31 December 2023 to the year ended 31 December 2024 was primarily attributable to the increase in profits from associates and joint ventures, including the newly acquired 46.8% shareholding in UTG. The increase was also due to the increase in oil, gas, petroleum, products and petrochemicals sales as a result of the increased gas tariffs.

The following table sets forth a breakdown of oil, gas, petroleum products and petrochemicals sales for the periods indicated.

	For the year ended 31 December		Change
	2023	2024	%
		UZS billion	
Sales of refined oil and gas products	15,318	15,151	(1.1)
Sales of gas	8,902	9,587	7.7
Sales of petrochemical products	1,854	1,804	(2.7)
Gas processing and tolling fees	1,043	1,267	21.5
Oil refinery tolling fees	101	164	62.4
Gas transportation fees	79	85	7.6
Sales of other products	145	263	81.4
Total oil, gas, petroleum products and petrochemicals sales	**27,442**	**28,321**	**3.2**

The increase in revenue from oil, gas, petroleum products and petrochemicals sales from the year ended 31 December 2023 to the year ended 31 December 2024 was mainly attributable to a UZS 685 billion, or 7.7%, increase in the sales of gas as a result of the increased gas tariff and increased production volume, as well as the increase in sales of other products. This increase was slightly offset by a UZS 167 billion, or 1.1%, decrease in the sales of refined oil and gas products as a result of the sale of "UNG Petro" LLC.

The following table sets forth a breakdown of oil, gas, petroleum products and petrochemicals sales for the periods indicated.

	For the year ended 31 December		Change
	2023	2024	%
		UZS billion	
Uzbekistan	26,352	23,361	(11.4)
Other countries	1,090	1,960	79.8
Total	**27,442**	**28,321**	**3.2**

The following table sets forth the total sales and other income by segment for the periods indicated.

	For the year ended 31 December		Change
	2023	2024	%
		UZS billion	
Gas, gas condensate and oil production and sales	11,587	19,647	69.6
Oil refining and retail	11,512	11,568	0.5
Gas refining	8,476	9,481	11.9
Other	4,343	2,728	(37.2)
Adjustments and eliminations	(5,770)	(9,297)	61.1
Total	**30,148**	**34,127**	**13.2**

Total sales and other income for the gas, gas condensate and oil production and sales segment increased by UZS 8,060 billion, or 69.6%, from UZS 11,587 billion for the year ended 31 December 2023, to UZS 19,647 billion for the year ended 31 December 2024 due to higher production volumes and increased gas tariff.

Total sales and other income for the oil refining and retail segment slightly increased by UZS 56 billion, or 0.5%, from UZS 11,512 billion for the year ended 31 December 2023, to UZS 11,568 billion for the year ended 31 December 2024.

Total sales and other income for the gas refining segment increased by UZS 1,005 billion, or 11.9 %, from UZS 8,476 billion for the year ended 31 December 2023, to UZS 9,481 billion for the year ended 31 December 2024 due to higher gas processing volumes and improved efficiency in refining operations.

Total sales and other income for the other segment decreased by UZS 1,615 billion, or 37.2%, from UZS 4,343 billion for the year ended 31 December 2023, to UZS 2,728 billion for the year ended 31 December 2024 which was mainly due to the decrease in inter-segment revenues.

Total sales and other income for adjustments and eliminations increased by UZS 3,527 billion, or 61.1%, from eliminations in the amount of UZS 5,770 billion for the year ended 31 December 2023, to eliminations in the amount of UZS 9,297 billion for the year ended 31 December 2024 due to higher intercompany eliminations and adjustments related to intra-group transactions.

Total costs and expenses

Total costs and expenses increased by UZS 692 billion, or 3.2%, from UZS 21,515 billion for the year ended 31 December 2023, to UZS 22,207 billion for the year ended 31 December 2024.

The following table sets forth a breakdown of total costs and expenses for the periods indicated.

	For the year ended 31 December		Change
	2023	2024	%
		UZS billion	
Cost of purchased oil, gas, petroleum product and other materials	(7,142)	(6,014)	(15.8)
Production expenses	(3,852)	(5,037)	30.8
Taxes other than income tax	(2,877)	(3,500)	21.7
Depreciation, depletion and amortisation	(4,872)	(4,234)	(13.1)
(Impairment)/recovery of trade and loans receivable and other assets	445	314	(29.4)
General and administrative expenses	(1,694)	(1,933)	14.1
Transportation and selling expenses	(984)	(993)	0.9
Exploration and evaluation expenses	(167)	(675)	304.2
(Loss)/gain on disposal of property, plant and equipment, net	27	461	1,607.4
Other operating expenses	(399)	(596)	49.4
Total costs and expenses	**(21,515)**	**(22,207)**	**3.2**

The increase in total costs and expenses from the year ended 31 December 2023 to the year ended 31 December 2024 was mainly attributable to higher production expenses, an increase in excise tax following the gas tariff adjustment, and a rise in exploration and evaluation expenses. This increase was partially offset by a 15.8% decrease in costs of purchased oil, gas, petroleum product and other materials and a higher gain on disposal of property, plant and equipment, net.

The following table sets forth a breakdown of production expenses for the periods indicated.

	For the year ended 31 December		Change
	2023	2024	%
		UZS billion	
Payroll	1,719	2,277	32.5
Services	868	1,238	42.6
Utilities	586	591	0.9
Repair and maintenance	569	559	(1.8)
Materials	—	155	—
Transportation expenses	—	86	—
Other	110	131	19.1
Total production expenses	**3,852**	**5,037**	**30.8**

The increase in production expenses from the year ended 31 December 2023 to the year ended 31 December 2024 was mainly attributable to a 32.5% increase in payroll expenses as a result of the headcount growth and increase in salary levels.

The following table sets forth a breakdown of cost of purchased oil, gas, petroleum product and other materials for the periods indicated.

	For the year ended 31 December		Change
	2023	2024	%
		UZS billion	
Purchased crude oil	6,578	5,317	(19.2)
Materials and supplies	564	666	18.1
Purchased gas for resale	—	31	—
Total cost of purchased oil, gas, petroleum products and other materials	**7,142**	**6,014**	**(15.8)**

The decrease in the cost of purchased oil, gas, petroleum products and other materials from the year ended 31 December 2023 to the year ended 31 December 2024 was due to a reduction in purchased crude oil costs, which declined by 19.2% as a result of lower purchase volumes and price fluctuations.

The following table sets forth the total costs and expenses by segment for the periods indicated.

	For the year ended 31 December		Change
	2023	2024	%
	UZS billion		
Gas, gas condensate and oil production and sales	(9,586)	(13,452)	40.3
Oil refining and retail	(10,527)	(11,197)	6.4
Gas refining	(4,790)	(5,621)	17.3
Other	(2,382)	(1,234)	(48.2)
Adjustments and eliminations	5,770	9,297	61.1
Total	**(21,515)**	**(22,207)**	**3.2**

Total costs and expenses for the gas, gas condensate and oil production and sales segment increased by UZS 3,866 billion, or 40.3%, from UZS 9,586 billion for the year ended 31 December 2023, to UZS 13,452 billion for the year ended 31 December 2024. This increase was primarily due to higher production expenses, an increase in payroll costs, and rising excise taxes following the gas tariff adjustment.

Total costs and expenses for the oil refining and retail segment increased by UZS 670 billion, or 6.4%, from UZS 10,527 billion for the year ended 31 December 2023, to UZS 11,197 billion for the year ended 31 December 2024. This was mainly due to higher costs of crude oil and an increase in refining-related operating expenses.

Total costs and expenses for the gas refining segment increased by UZS 831 billion, or 17.3%, from UZS 4,790 billion for the year ended 31 December 2023, to UZS 5,621 billion for the year ended 31 December 2024. This increase was driven by higher raw material costs and increased operational expenditures.

Total costs and expenses for the other segment decreased by UZS 1,148 billion, or 48.2%, from UZS 2,382 billion for the year ended 31 December 2023, to UZS 1,234 billion for the year ended 31 December 2024. This decrease was primarily due to the sale of non-core assets in 2024 and subsidiaries of the Group ("Chinaz Refinery Plant" LLC and "UNG Petro" LLC) in 2023, which ceased operations and no longer contributed to costs in 2024.

Total costs and expenses for adjustments and eliminations increased by UZS 3,527 billion, or 61.1%, from UZS 5,770 billion for the year ended 31 December 2023, to UZS 9,297 billion for the year ended 31 December 2024. This increase was mainly due to higher volume of intercompany transactions and eliminations related to intra-group purchases and transfers.

Operating profit

For the reasons described above, operating profit increased by UZS 3,287 billion, or 38.1%, from UZS 8,633 billion for the year ended 31 December 2023, to UZS 11,920 billion for the year ended 31 December 2024.

The following table sets forth the operating profit by segment for the periods indicated.

	For the year ended 31 December		Change
	2023	2024	%
	UZS billion		
Gas, gas condensate and oil production and sales	2,001	6,195	209.6
Oil refining and retail	985	371	(62.3)
Gas refining	3,686	3,860	4.7
Other	1,961	1,494	(23.8)
Total	**8,633**	**11,920**	**38.1**

Finance income

Finance income increased by UZS 499 billion, or 41.7%, from UZS 1,196 billion for the year ended 31 December 2023, to UZS 1,695 billion for the year ended 31 December 2024 primarily due to income from unwinding of discount of reimbursement asset for financial guarantees.

The following table sets forth the breakdown of the finance income for the periods indicated.

	For the year ended 31 December		Change
	2023	2024	%
		UZS billion	
Income from unwinding of discount of reimbursement assets for financial guarantees	—	880	—
Interest income	465	457	(1.7)
Income from unwinding of discount of financial assets	—	293	—
Gain on initial recognition of borrowing facility	—	50	—
Gain on modification of financial assets	427	—	—
Income from reversal of ECL related to financial guarantee	268	—	—
Other	36	15	(58.3)
Total	**1,196**	**1,695**	**41.7**

Foreign exchange loss, net

Foreign exchange loss, net decreased by UZS 2,054 billion, or 48.7%, from a loss of UZS 4,217 billion for the year ended 31 December 2023, to a loss of UZS 2,163 billion for the year ended 31 December 2024 as a result of higher unfavourable fluctuations in foreign exchange rates in the previous year.

Finance costs

Finance costs increased by UZS 1,460 billion, or 33.0%, from UZS 4,430 billion for the year ended 31 December 2023, to UZS 5,890 billion for the year ended 31 December 2024, primarily due to unwinding of discounts of other financial liabilities.

The following table sets forth the breakdown of the finance costs for the periods indicated.

	For the year ended 31 December		Change
	2023	2024	%
		UZS billion	
Interest expenses	3,249	3,298	1.5
Other	93	66	(29.0)
Unwinding of discount of other financial liabilities	533	2,217	315.9
Interest expenses on employee benefit obligations	164	164	—
Loss on initial recognition/ modification of financial assets	272	78	(71.3)
Unwinding of discount of asset retirement obligations	119	67	(43.7)
Total	**4,430**	**5,890**	**33.0**

Finance costs increased by UZS 1,460 billion, or 33.0%, from UZS 4,430 billion for the year ended 31 December 2023 to UZS 5,890 billion for the year ended 31 December 2024, primarily due to a substantial increase in the unwinding of discount of other financial liabilities as a result of the remeasurement of the Group's remaining financial guarantee liability in respect of UTG.

Profit before income tax

For the reasons described above, profit before income tax increased by UZS 4,191 billion, or 304.6%, from UZS 1,376 billion for the year ended 31 December 2023 to UZS 5,567 billion for the year ended 31 December 2024.

The following table sets forth the profit/(loss) before income tax by segment for the periods indicated.

	For the year ended 31 December		Change
	2023	2024	%
		UZS billion	
Gas, gas condensate and oil production and sales	(346)	2,886	—
Oil refining and retail	1,028	182	(82.3)
Gas refining	(1,185)	998	—
Other	1,879	1,501	(20.1)
Total	**1,376**	**5,567**	**304.6**

Income tax expense

Income tax expense decreased by UZS 303 billion, or 40.5%, from UZS 748 billion for the year ended 31 December 2023, to UZS 445 billion for the year ended 31 December 2024, primarily due to a one-off change

in estimate related to the expected way of recovery of temporary differences related to investments in joint ventures. This change, amounting to UZS 1,009 billion, reduced the overall income tax expense for the year. Despite the higher profit, the effective tax rate decreased markedly to 8.0% in 2024 from 54.3% in 2023. This was mainly due to the reversal of previously recognised deferred tax liabilities, which resulted in a deferred tax benefit of UZS 83 billion in 2024 compared to a deferred tax charge of UZS 312 billion in 2023.

Net profit for the year

For the reasons described above, net profit for the year increased by UZS 4,494 billion, or 715.6%, from UZS 628 billion for the year ended 31 December 2023 to UZS 5,122 billion for the year ended 31 December 2024.

The following table sets forth the net profit/(loss) for the year by segment for the periods indicated.

	For the year ended 31 December		Change
	2023	2024	%
		UZS billion	
Gas, gas condensate and oil production and sales	(722)	2,862	—
Oil refining and retail	908	123	(86.5)
Gas refining	(1,399)	651	—
Other	1,841	1,486	(19.3)
Total	**628**	**5,122**	**715.6**

Consolidated statements of profit or loss for the year ended 31 December 2023 compared to the year ended 31 December 2022

The table below sets out the results of operations for the years ended 31 December 2023 and 2022.

	For the year ended 31 December		Change
	2022	2023	%
		UZS billion	
Oil, gas, petroleum products and petrochemicals sales	24,624	27,442	11.4
Share in profits of associates and joint ventures, net	2,761	2,150	(22.1)
Construction services and other sales	218	215	(1.4)
Other operating income	612	341	(44.3)
Total sales and other income	**28,215**	**30,148**	**6.9**
Cost of purchased oil, gas, petroleum product and other materials	(7,881)	(7,142)	(9.4)
Production expenses	(2,964)	(3,852)	30.0
Taxes other than income tax	(2,809)	(2,877)	2.4
Depreciation, depletion and amortisation	(3,923)	(4,872)	24.2
(Impairment)/recovery of trade and loans receivable and other assets	(168)	445	364.9
General and administrative expenses	(1,470)	(1,694)	15.2
Transportation and selling expenses	(680)	(984)	44.7
Exploration and evaluation expenses	(409)	(167)	(59.2)
(Loss)/gain on disposal of property, plant and equipment, net	(131)	27	120.6
Other operating expenses	(556)	(399)	(28.2)
Total costs and expenses	**(20,991)**	**(21,515)**	**2.5**
Operating profit	**7,224**	**8,633**	**19.5**
Finance income	497	1,196	140.6
Other non-operating income	—	194	—
Foreign exchange loss, net	(1,193)	(4,217)	253.5
Finance costs	(2,694)	(4,430)	64.4
Profit before income tax	**3,834**	**1,376**	**(64.1)**
Income tax expense	(981)	(748)	(23.8)
Net profit for the year	**2,853**	**628**	**(78.0)**

Total sales and other income

Total sales and other income increased by UZS 1,933 billion, or 6.9%, from UZS 28,215 billion for the year ended 31 December 2022, to UZS 30,148 billion for the year ended 31 December 2023.

The following table sets forth a breakdown of total sales and other income for the periods indicated.

	For the year ended 31 December		Change
	2022	2023	%
		UZS billion	
Oil, gas, petroleum products and petrochemicals sales	24,624	27,442	11.4
Share in profits of associates and joint ventures, net	2,761	2,150	(22.1)
Construction services and other sales	218	215	(1.4)
Other operating income	612	341	(44.3)
Total sales and other income	**28,215**	**30,148**	**6.9**

The increase in total sales and other income from the year ended 31 December 2022 to the year ended 31 December 2023 was mainly attributable to the increase in oil, gas, petroleum products and petrochemical sales. This increase was offset by a decrease in share in profits of associates and joint ventures, net reflecting the decrease in their profits.

The following table sets forth a breakdown of oil, gas, petroleum products and petrochemicals sales for the periods indicated.

	For the year ended 31 December		Change
	2022	2023	%
		UZS billion	
Sales of refined oil and gas products	13,909	15,318	10.1
Sales of gas	7,066	8,902	26.0
Sales of petrochemical products	2,128	1,854	(12.9)
Gas processing and tolling fees	798	1,043	30.7
Oil refinery tolling fees	120	101	(15.8)
Gas transportation fees	92	79	(14.1)
Sales of other products	511	145	(71.6)
Total oil, gas, petroleum products and petrochemicals sales	**24,624**	**27,442**	**11.4**

The increase in revenue from oil, gas, petroleum products and petrochemicals sales from the year ended 31 December 2022 to the year ended 31 December 2023 was mainly attributable to the increase in revenue from sales of gas by UZS 1,836 billion, or 26.0%, from UZS 7,066 billion to UZS 8,902 billion. This was due to the increase in natural gas tariffs in 2023.

The increase in revenue from oil, gas, petroleum products and petrochemicals sales from the year ended 31 December 2022 to the year ended 31 December 2023 was also partly attributable to the increase in revenue from sales of refined oil products by UZS 1,409 billion, or 10.1%, from UZS 13,909 billion to UZS 15,318 billion during the period under review due to the launch of Uzbekistan GTL Plant in the second half of 2022.

The following table sets forth a breakdown of oil, gas, petroleum products and petrochemicals sales for the periods indicated.

	For the year ended 31 December		Change
	2022	2023	%
		UZS billion	
Uzbekistan	24,474	26,352	7.7
Other countries	150	1,090	626.7
Total	**24,624**	**27,442**	**11.4**

The increase in revenue from oil, gas, petroleum products and petrochemicals sales from the year ended 31 December 2022 to the year ended 31 December 2023 was mainly attributable to the increase in revenue from oil, gas, petroleum products and petrochemicals sales in Uzbekistan by UZS 1,878 billion, or 7.7%, from UZS 24,474 billion to UZS 26,352 billion. This was mainly attributable to the increase in the sale of refined oil and gas products in 2023. The significant increase in the sales to other countries was due to the increase in exports of GTL products.

The following table sets forth the total sales and other income by segment for the periods indicated.

	For the year ended 31 December		Change
	2022	2023	%
		UZS billion	
Gas, gas condensate and oil production and sales	9,944	11,587	16.5
Oil refining and retail	12,485	11,512	(7.8)
Gas refining	5,859	8,476	44.7
Other	4,497	4,343	(3.4)
Adjustments and eliminations	(4,570)	(5,770)	26.3
Total	**28,215**	**30,148**	**6.9**

Total sales and other income for the gas, gas condensate and oil production and sales segment increased by UZS 1,643 billion, or 16.5%, from UZS 9,944 billion for the year ended 31 December 2022, to UZS 11,587 billion for the year ended 31 December 2023 due to the increase in relevant tariffs in 2023.

Total sales and other income for the oil refining and retail segment decreased by UZS 973 billion, or 7.8%, from UZS 12,485 billion for the year ended 31 December 2022, to UZS 11,512 billion for the year ended 31 December 2023 due to the decrease in the volume of sales of refined oil products.

Total sales and other income for the gas refining segment increased significantly by UZS 2,617 billion, or 44.7%, from UZS 5,859 billion for the year ended 31 December 2022, to UZS 8,476 billion for the year ended 31 December 2023 due to the launch of the Uzbekistan GTL Plant in the second half of 2022 and the corresponding increase in sales.

Total sales and other income for the other segment decreased by UZS 154 billion, or 3.4%, from UZS 4,497 billion for the year ended 31 December 2022, to UZS 4,343 billion for the year ended 31 December 2023.

Total sales and other income for adjustments and eliminations increased by UZS 1,200 billion, or 26.3%, from UZS 4,570 billion for the year ended 31 December 2022, to UZS 5,770 billion for the year ended 31 December 2023 due to the increase in inter-Group transactions.

Total costs and expenses

Total costs and expenses increased slightly by UZS 524 billion, or 2.5%, from UZS 20,991 billion for the year ended 31 December 2022, to UZS 21,515 billion for the year ended 31 December 2023.

The following table sets forth a breakdown of total costs and expenses for the periods indicated.

	For the year ended 31 December		Change
	2022	2023	%
		UZS billion	
Cost of purchased oil, gas, petroleum product and other materials	(7,881)	(7,142)	(9.4)
Production expenses	(2,964)	(3,852)	30.0
Taxes other than income tax	(2,809)	(2,877)	2.4
Depreciation, depletion and amortisation	(3,923)	(4,872)	24.2
(Impairment)/recovery of trade and loans receivable and other assets	(168)	445	(364.9)
General and administrative expenses	(1,470)	(1,694)	15.2
Transportation and selling expenses	(680)	(984)	44.7
Exploration and evaluation expenses	(409)	(167)	(59.2)
(Loss)/gain on disposal of property, plant and equipment, net	(131)	27	(120.6)
Other operating expenses	(556)	(399)	(28.2)
Total costs and expenses	**(20,991)**	**(21,515)**	**2.5**

The increase in total costs and expenses from the year ended 31 December 2022 to the year ended 31 December 2023 was mainly attributable to UZS 949 billion, or 24.2%, increase in depreciation, depletion and amortisation, and UZS 888 billion, or 30.0%, increase in production expenses. The increase was offset by a UZS 739 billion, or 9.4%, decrease in cost of purchased oil, gas, petroleum products and other materials.

The increase in depreciation, depletion and amortisation in 2023 was due to the accrual of depreciation on fixed assets of the Uzbekistan GTL Plant in full on a straight-line basis for 2023.

The following table sets forth a breakdown of production expenses for the periods indicated.

	For the year ended 31 December		Change
	2022	2023	%
		UZS billion	
Payroll	1,472	1,719	16.8
Services	626	868	38.7
Utilities	506	586	15.8
Repair and maintenance	292	569	94.9
Other	68	110	61.8
Total production expenses	**2,964**	**3,852**	**30.0**

The increase in production expenses from the year ended 31 December 2022 to the year ended 31 December 2023 was mainly attributable to the increase in costs relating to repair and maintenance by UZS 277 billion, or 94.9%, from UZS 292 billion to UZS 569 billion mainly due to the commissioning of new gas wells.

The increase in production expenses from the year ended 31 December 2022 to the year ended 31 December 2023 was also partly attributable to the increase in payroll costs by UZS 247 billion, or 16.8%, from UZS 1,472 billion to UZS 1,719 billion, due to the increases in wages from January 2023. The increase in costs relating to services by UZS 242 billion, or 38.7%, from UZS 626 billion in 2022 to UZS 868 billion in 2023 is due to the costs associated with the launch of Drilling Control Centre that monitors and manages drilling operations in real time.

The following table sets forth a breakdown of cost of purchased oil, gas, petroleum product and other materials for the periods indicated.

	For the year ended 31 December		Change
	2022	2023	%
		UZS billion	
Purchased crude oil	7,464	6,578	(11.9)
Materials and supplies	417	564	35.3
Total cost of purchased oil, gas, petroleum products and other materials	**7,881**	**7,142**	**(9.4)**

The decrease in cost of purchased oil, gas, petroleum product and other materials from the year ended 31 December 2022 to the year ended 31 December 2023 was due to the decrease in cost of purchased crude oil by UZS 886 billion, or 11.9%, from UZS 7,464 billion to UZS 6,578 billion in 2023 due to the decrease in sales volume in 2023.

The increase in total costs and expenses was also partly offset by the recovery of trade and loans receivable and other assets in the amount of UZS 445 billion in 2023, as compared to a loss in the amount UZS 168 billion in 2022, reflecting the increase in the volumes of recovered receivables and assets during 2023. The increase in total costs and expenses was also partially offset by UZS 242 billion, or 59.2% decrease in exploration and evaluation expenses in 2023 as compared to 2022, reflecting further drilling of outdated wells instead of writing them off as expenses.

The following table sets forth the total costs and expenses by segment for the periods indicated.

	For the year ended 31 December		Change
	2022	2023	%
		UZS billion	
Gas, gas condensate and oil production and sales	(9,339)	(9,586)	2.6
Oil refining and retail	(10,766)	(10,527)	(2.2)
Gas refining	(3,214)	(4,790)	49.0
Other	(2,242)	(2,382)	6.2
Adjustments and eliminations	4,570	5,770	26.3
Total	**(20,991)**	**(21,515)**	**2.5**

Total costs and expenses for the gas, gas condensate and oil production and sales segment increased by UZS 247 billion, or 2.6%, from UZS 9,339 billion for the year ended 31 December 2022, to UZS 9,586 billion for the year ended 31 December 2023. This increase was primarily due to higher labour costs, higher expenses

related to the maintenance of facilities and equipment, particularly due to the commissioning of new gas wells, and higher production expenses reflecting the increased production volume.

Total costs and expenses for the oil refining and retail segment decreased by UZS 239 billion, or 2.2%, from UZS 10,766 billion for the year ended 31 December 2022, to UZS 10,527 billion for the year ended 31 December 2023. This was mainly due to the Group's transition from local raw materials to utilizing processing services under a tolling agreement.

Total costs and expenses for the gas refining segment increased significantly by UZS 1,576 billion, or 49.0%, from UZS 3,214 billion for the year ended 31 December 2022, to UZS 4,790 billion for the year ended 31 December 2023 due to the increase in relevant tariffs for gas in 2023.

Total costs and expenses for the other segment increased by UZS 140 billion, or 6.2%, from UZS 2,242 billion for the year ended 31 December 2022, to UZS 2,382 billion for the year ended 31 December 2023, due to the increase in wages and expenses for rent and utilities.

Total costs and expenses for adjustments and eliminations increased by UZS 1,200 billion, or 26.3%, from UZS 4,570 billion for the year ended 31 December 2022, to UZS 5,770 billion for the year ended 31 December 2023 due to the increase in inter-Group transactions.

Operating profit

For the reasons described above, operating profit increased by UZS 1,409 billion, or 19.5%, from UZS 7,224 billion for the year ended 31 December 2022, to UZS 8,633 billion for the year ended 31 December 2023.

The following table sets forth the operating profit by segment for the periods indicated.

	For the year ended 31 December		Change
	2022	**2023**	**%**
	UZS billion		
Gas, gas condensate and oil production and sales	605	2,001	230.7
Oil refining and retail	1,719	985	(42.7)
Gas refining	2,645	3,686	39.4
Other	2,255	1,961	(13.0)
Adjustments and eliminations	—	—	—
Total	**7,224**	**8,633**	**19.5**

Finance income

Finance income significantly increased by UZS 699 billion, or 140.6%, from UZS 497 billion for the year ended 31 December 2022, to UZS 1,196 billion for the year ended 31 December 2023 primarily due to the increase in income on modification of financial assets and due to income from reversal of expected credit losses (ECL) related to financial guarantee.

The following table sets forth the breakdown of the finance income for the periods indicated.

	For the year ended 31 December		Change
	2022	**2023**	**%**
	UZS billion		
Interest income	309	465	50.5
Income on modification of financial assets	134	427	218.7
Income from reversal of ECL related to financial guarantee	—	268	—
Other	54	36	(33.3)
Total	**497**	**1,196**	**140.6**

As at 31 December 2022, the Group classified trade receivable related to the sale of gas as long-term and recognised loss on initial recognition of financial assets. As at 31 December 2023, the Group reclassified these trade receivable to short-term based on revised payment schedule. As a result, the Group recognised income on modification of financial assets in the amount UZS 427 billion in 2023.

In 2023, the Group revised its ECL estimates on its financial guarantee over UTG's obligations under a gas sales contract for gas purchased from Uz-Kor JV, considering the agreed debt remedial plan. As a result, the Group recognised income from reversal of ECL related to financial guarantee of UZS 268 billion in 2023.

Other non-operating income

In the year ended 31 December 2023, the Group recorded other non-operating income of UZS 194 billion as a result of the disposal of assets, including the sale of 100% interest in "Chinaz Refinery Plant" LLC and "UNG Petro" LLC in November 2023 to a third party, as part of the Government's privatisation efforts.

Foreign exchange loss, net

Foreign exchange loss, net increased by UZS 3,024 billion, or 253.5%, from a loss of UZS 1,193 billion for the year ended 31 December 2022, to a loss of UZS 4,217 billion for the year ended 31 December 2023 as a result of a 10% increase in USD exchange rate in 2023 (against a 4.1% increase in the exchange rate in 2022) and a 15% increase in the EUR exchange rate.

Finance costs

Finance costs increased by UZS 1,736 billion, or 64.4%, from UZS 2,694 billion for the year ended 31 December 2022, to UZS 4,430 billion for the year ended 31 December 2023, primarily due to the increase in interest expenses, partially offset by the decrease in loss on initial recognition/modification of financial assets.

The following table sets forth the breakdown of the finance costs for the periods indicated.

	For the year ended 31 December		Change
	2022	2023	%
	UZS billion		
Interest expenses	1,722	3,249	88.7
Other	149	93	(37.6)
Unwinding of discount of other financial liabilities	—	533	—
Loss on initial recognition/ modification of financial assets	551	272	(50.6)
Unwinding of discount of asset retirement obligations	119	119	—
Interest expenses on employee benefit obligations	153	164	7.2
Total	**2,694**	**4,430**	**64.4**

Interest expenses increased by UZS 1,527 billion, or 88.7%, from UZS 1,722 billion for the year ended 31 December 2022 to UZS 3,249 billion for the year ended 31 December 2023, primarily due to the increase in interest rates on global markets, the allocation of interest on certain loans to expenses in full (in 2022 loans in relation to the Uzbekistan GTL Plant were capitalised in fixed assets) and interest accrual on funds received as part of the agreement with Air Products Netherlands Gases B.V. for Uzbekistan GTL Plant-related facilities in the amount of UZS 570 billion from May 2023.

In 2023, the Group entered into a long-term agreement for a total amount of UZS 3,206 billion, under which it disposed certain oil and gas assets. During 2023, the Group signed additional agreement on modification of payment terms under this agreement discounted amount of which is UZS 1,539 billion calculated using a discount rate of 19.22%. As a result, the Group classified UZS 1,184 billion as the long-term and UZS 355 billion as short-term trade receivables. The Group accrued ECL for long-term and short-term trade receivables in the amount of UZS 179 billion and UZS 54 billion, respectively. The Group recognised loss on modification in the amount of UZS 272 billion in 2023.

Profit before income tax

For the reasons described above, profit before income tax decreased by UZS 2,458 billion, or 64.1%, to UZS 1,376 billion for the year ended 31 December 2023 from UZS 3,834 billion for the year ended 31 December 2022.

The following table sets forth the profit/(loss) before income tax by segment for the periods indicated.

	For the year ended 31 December		Change
	2022	2023	%
	UZS billion		
Gas, gas condensate and oil production and sales	(1,006)	(346)	(65.6)
Oil refining and retail	1,608	1,028	(36.1)
Gas refining	1,010	(1,185)	(217.3)
Other	2,222	1,879	(15.4)
Total	**3,834**	**1,376**	**(64.1)**

Income tax expense

Income tax expense decreased by UZS 233 billion, or 23.8%, from UZS 981 billion for the year ended 31 December 2022, to UZS 748 billion for the year ended 31 December 2023, reflecting the decrease in profit before income tax.

Net profit for the year

For the reasons described above, net profit for the year decreased by UZS 2,225 billion, or 78.0%, from UZS 2,853 billion for the year ended 31 December 2022 to UZS 628 billion for the year ended 31 December 2023.

The following table sets forth the net profit for the year by segment for the periods indicated.

	For the year ended 31 December		Change
	2022	2023	%
	UZS billion		
Gas, gas condensate and oil production and sales	(1,513)	(722)	52.3
Oil refining and retail	1,451	908	37.4
Gas refining	700	(1,399)	299.9
Other	2,215	1,841	16.9
Total	**2,853**	**628**	**78.0**

Liquidity and capital resources

Cash flows

The following table sets out financial information extracted from the cash flow statements for the years ended 31 December 2022, 2023 and 2024.

	For the year ended 31 December		
	2022	2023	2024
	UZS billion		
Net cash flows from operating activities	8,287	11,200	17,054
Net cash flows used in investing activities	(5,816)	(9,795)	(10,903)
Net cash flows used in financing activities	(2,235)	(2,911)	(5,908)
Net foreign exchange difference on cash and cash equivalents	34	(21)	80
Net change in cash and cash equivalents	**270**	**(1,527)**	**323**
Cash and cash equivalents, at the beginning of the year	2,217	2,487	960
Cash and cash equivalents, at the end of the year	**2,487**	**960**	**1,283**

Net cash flows from operating activities

The following table provides a breakdown of net cash flows from operating activities for the periods indicated.

	For the year ended 31 December		
	2022	2023	2024
		UZS billion	
Profit before income tax	**3,834**	**1,376**	**5,567**
Adjustments for:			
Depreciation, depletion and amortisation	3,923	4,872	4,234
Exploration and evaluation expenses	409	167	675
Recovery of trade and loans receivable and other assets	168	(445)	(316)
Change in provisions	(25)	(94)	—
Gain on disposal of property, plant and equipment	131	(27)	(461)
Finance income	(497)	(1,196)	(1,695)
Finance costs	2,694	4,430	5,890
Foreign exchange loss, net	1,193	4,217	2,163
Share in profits of associates and joint ventures	(2,761)	(2,150)	(5,026)
Other movements	80	—	130
Operating cash flows before working capital changes	**9,149**	**11,150**	**11,161**
Change in trade and other receivables	(1,382)	1,189	1,391
Change in inventories	1,018	(277)	(1,010)
Change in trade and other payables	(909)	(1,806)	587
Change in provisions	—	—	(45)
Change in advanced paid, other assets and other liabilities	1,233	732	2,122
Cash generated from operations	**9,109**	**10,988**	**14,206**
Income taxes paid	(1,012)	(374)	(80)
Interest received	27	—	—
Dividends received from associates and joint ventures	163	586	2,928
Net cash flows from operating activities	**8,287**	**11,200**	**17,054**

Net cash flows from operating activities increased by UZS 5,854 billion, or 52.3%, from UZS 11,200 billion for the year ended 31 December 2023 to UZS 17,054 billion for the year ended 31 December 2024. This growth was primarily driven by a sharp increase by UZS 2,342 billion in dividends received from associates and joint ventures and improved working capital movements, particularly in trade and other payables.

Net cash flows from operating activities increased by UZS 2,913 billion, or 35.2%, from UZS 8,287 billion for the year ended 31 December 2022 to UZS 11,200 billion for the year ended 31 December 2023. This was mainly attributable to stronger underlying operating performance, reflected in higher cash flows before working capital changes, which rose by UZS 2,001 billion. Key contributors included an increase in depreciation and amortisation expenses and a recovery of trade and loan receivables. Additionally, dividends received from associates and joint ventures more than tripled, providing a further boost to operating cash inflows despite a decline in profit before income tax and higher finance costs.

Net cash flows used in investing activities

The following table provides a breakdown of net cash flows used in investing activities for the periods indicated.

	For the year ended 31 December		
	2022	2023	2024
		UZS billion	
Purchase of property, plant and equipment	(5,805)	(8,933)	(7,948)
Investments in E&E assets[(1)]	—	—	(1,585)
Investments in joint ventures and associates	—	(285)	(1,420)
Proceeds from loans due from related parties	—	—	187
Change in restricted cash	(11)	(577)	(137)
Net cash flows used in investing activities	**(5,816)**	**(9,795)**	**(10,903)**

Note:

(1) Investments in E&E assets in 2023 in the amount of UZS 1,466 billion and in 2022 in the amount of UZS 1,099 billion were included in line "Purchase of property, plant and equipment" in the cash flow statement for the years ended 31 December 2023 and 2022.

Net cash flows used in investing activities increased by UZS 1,108 billion, or 11.3%, from UZS 9,795 billion for the year ended 31 December 2023 to UZS 10,903 billion for the year ended 31 December 2024 due to higher

contributions to joint ventures and associates. This was partially offset by lower capital expenditure and proceeds from related party loans.

Net cash flows used in investing activities increased by UZS 3,979 billion, or 68.4%, from UZS 5,816 billion for the year ended 31 December 2022 to UZS 9,795 billion for the year ended 31 December 2023 due to the increase in the purchase of property, plant and equipment by UZS 3,128 billion, or 53.9%, as a result of planned refreshments of equipment.

Net cash flows used in financing activities

The following table provides a breakdown of net cash flows used in financing activities for the periods indicated.

	For the year ended 31 December		
	2022	**2023**	**2024**
		UZS billion	
Proceeds from borrowings	7,310	7,734	9,926
Proceeds from other financial liabilities	—	7,906	—
Repayment of other financial liabilities	—	(224)	(968)
Repayment of borrowings	(5,972)	(14,159)	(9,984)
Interest paid	(2,233)	(3,261)	(3,377)
Distribution to shareholders	—	—	(1,073)
Dividends paid	(1,340)	(907)	(432)
Net cash flows used in financing activities	**(2,235)**	**(2,911)**	**(5,908)**

Net cash flows used in financing activities increased by UZS 2,997 billion, or 103.0%, from UZS 2,911 billion for the year ended 31 December 2023 to UZS 5,908 billion for the year ended 31 December 2024 due to the absence of proceeds from other financial liabilities, higher repayments of other financial liabilities and distribution to shareholders. This was partially offset by increased proceeds from borrowings and reduced repayments of borrowings and dividends.

Net cash flows used in financing activities increased by UZS 676 billion, or 30.2%, from UZS 2,235 billion for the year ended 31 December 2022, to UZS 2,911 billion for the year ended 31 December 2023. This was mainly attributable to the increase in repayment of borrowings by UZS 8,187 billion, or 137.1%. This increase was partially offset by proceeds from other financial liabilities in the amount of UZS 7,906 billion recorded in 2023 in connection with a sale and purchase agreement (the "**AP SPA**") entered into by the Group and Air Products Netherlands Gases B.V. ("**AP**") for the sale by the Group of certain equipment related to the GTL Plant. At the same time, the Group and AP entered into a tolling services agreement ("**TSA**") for 15 years, whereby the Group agreed to pay to AP fixed annual payments of Base facility charge. At the end of the term of the TSA, title on the equipment should be returned to the Group for a US$1.00 fee. The Group concluded, having exercised significant judgment, that it retained control over the GTL Plant assets subject to the AP SPA and TSA and that the transaction does not represent either a sale or a lease of the GTL Plant assets to AP, but rather being a financial transaction. Accordingly, the Group recognised a financial liability of UZS 11,381 billion as at 31 December 2023, measured at amortised cost.

Debt breakdown by type and currency

As of 31 December 2024, total borrowings included 68.5% of total borrowings attributed as long-term debt to be repaid in the period from 2026-2031 (UZS 29,289 billion) and 31.5% of total borrowings as short term to be repaid in 2025 (UZS 13,485 billion). Out of the total borrowings, 49.1% of the Group's debt is guaranteed by the Government of Uzbekistan.

The weighted average rate for all borrowings for all currency denominations as at 31 December 2024 was 7.5%.

Debt breakdown by currency	**In billion, UZS**	**Share in total, %**	**Weighted average interest rate**
Total	**42,774**	**100.0%**	**7.5%**
UZS	1,159	2.7%	23.3%
USD	35,925	84.0%	7.1%
CNY	3,074	7.2%	4.4%
EUR	2,616	6.1%	8.3%

Outstanding Indebtedness

The following table provides a breakdown of the Group's borrowings as at 31 December 2024.

	Balance as at 31 December 2024	
	Non-current portion *(UZS billions)*	**Current portion** *(UZS billions)*
Eurobonds	9,024	54
Loans due to international financial institutions	18,109	7,414
Loans due to local institutions	2,156	6,017
Total	**29,289**	**13,485**

Summary of material facilities outstanding after the issue of the Notes

MUFG Facility

The Company entered into a US$200 million facility agreement on 22 December 2022 (as amended on 18 April 2024) ("**MUFG Facility**") with, among others, MUFG Bank, LTD. (as coordinator and bookrunner), Bank of China Grand Cayman Branch, Bank of China Limited, Tokyo Branch, JPMorgan Chase Bank, N.A., London Branch, JSC "Halyk Bank" (as original lenders) and other parties named therein, for general corporate purposes. The final maturity date of the MUFG Facility is 22 December 2025. As of the date of this Offering Circular, US$ 75 million is outstanding under the MUFG Facility.

Facility agreements with local banks

The Company also has three facility agreements with Aloqa Bank, six facility agreements with BDB, four facility agreements with Hamkorbank, seven facility agreements with Kapitalbank, three facility agreements with KDB Bank Uzbekistan, six facility agreements with Tenge Bank, thirteen facility agreements with Uzpromstroybank and per-one facility agreement with Ziraat Bank Uzbekistan, National Bank of Uzbekistan, Ipotekabank, Asaka Bank, FRDU. These facility agreements have standard information, affirmative and negative covenants and each of them has outstanding amount as of the date of this Offering Circular below US $100 million. The aggregate outstanding amount of all these facilities as at the date of this Offering Circular is approximately UZS 6,407.5 billion.

The table below summarises the maturity profile of the Group's borrowings based on contractual undiscounted payments as at 31 December 2024:

	Amount payable (in UZS billions)
<1 year	16,571
1 to 2 years	7,794
3 to 5 years	24,423
>5 years	1,744
Total	**50,532**

Compliance with covenants under the Group's borrowings

The Group has non-current borrowing facilities and Eurobonds repayable between 2026 and 2031, which are subject to certain covenants. As at 31 December 2024, the financial covenants require the Group to maintain the following ratios for the six months ending 30 June and the years ending 31 December: (i) Net Debt to Adjusted EBITDA ratio of less than 3.75:1; (ii) Adjusted EBITDA to finance costs ratio of more than 3:1; and (iii) Net Debt to Tangible Net Worth (as defined in the relevant facility agreements) ratio of less than 1:1.

If any of these covenants are breached, the loans may become repayable on demand and may trigger a cross-default under other financing agreements. The Group actively monitors its compliance with all covenants and engages with lenders to agree on waivers in the event of potential breaches.

The Company endeavours to ensure compliance with all covenants applicable to it under its financing arrangements. However, in the past, the Group has breached certain financial and non-financial covenants. In 2023, the Group breached specific covenants, which led to events of default and cross-default as at 30 June 2023, affecting borrowings in an aggregate amount of UZS 33,092 billion. Prior to 31 December 2023, the Group's lenders waived their right to declare these loans payable on demand. The covenant that was

breached in 2023—a liquidity covenant included in the Group's loan agreement with a bank—was removed from that agreement in 2024. As at 31 December 2024 and as at the date of this Offering Circular, the Group is in compliance with its current loan agreements.

Financial risk management

The Group's principal financial instruments mainly consist of cash and cash equivalents, loans due from related parties as well as accounts receivable and accounts payable, borrowings and other financial liabilities. The Group is exposed to interest rate risk, foreign currency risk, credit risk and liquidity risk. The Group further monitors the market risk and liquidity risk arising from all financial instruments. See Note 33 to the 2024 Financial Statements for information on the Group's financial risk management.

Capital commitments

As at 31 December 2024, the Group had capital commitments in the amount of UZS 1,458 billion, as compared to UZS 8,112 billion as at 31 December 2023.

As at 31 December 2024, the Group had capital commitments in the amount of UZS 1,298 billion in relation to one associate (31 December 2023: the Group had capital commitments in the amount of UZS 1,913 billion in relation to one associate).

INDUSTRY OVERVIEW

The market information presented below in this section is taken or derived from the publicly available resources. The Group believes that this publicly available data is reliable; however, the Group cannot assure the accuracy and completeness of such information and has not verified such industry and market data. In addition, certain statements below are based on the Group's proprietary information, insights, subjective opinions or unsubstantiated estimates, and not on any third party or independent source; these statements contain words such as "we estimate," "we expect," "we believe" or "in our view," and as such do not purport to cite to or summarise any third-party or independent source and should not be so read. Some market data is inherently forward-looking and subject to uncertainty and does not necessarily reflect actual market conditions. Please read the following discussion together with the sections entitled "Risk Factors" and "Forward-Looking Statements."

Uzbekistan's economic outlook

From 2020 to 2024, as a result of deepening economic reforms aimed at creating a favourable business environment, opening up world markets, and modernising and technologically upgrading production assets, Uzbekistan's GDP increased by an average of 5.5% per year, with a 6.5% growth rate in 2024. In 2024, the GDP of Uzbekistan in current prices amounted to UZS 1,454,573.9 billion, marking a real-term increase of 6.5% compared to the same period in 2023. Over the past five years (2020-2024), economic growth has been mainly driven by the industry (average economic growth of 5.7%), construction (average economic growth of 7.6%), services (average economic growth of 6.8%), and agriculture, forestry and fisheries sectors (average economic growth of 3.5%). The creation of a favourable business environment, which led to increased investment, has resulted not only in high economic growth rates, but also brought about significant qualitative changes in the economic structure.

As a result of the economic reforms, Uzbekistan's economy has become increasingly diversified, with various sectors driving economic growth. For instance, the industrial sector's contribution to gross value added increased from 26% in 2020 to 26.4% in 2024. Similarly, the services sector's share of gross value added increased from 41.6% in 2020 to 47.4% in 2024.

According to the World Bank's Global Economic Outlook published in January 2025, Uzbekistan's economy is forecasted to grow by 5.8% in 2025 and 5.9% in 2026. These growth rates are among the highest in Europe and Central Asia.

6.5%	GDP	
	Agriculture, forestry, and fisheries	3.1%
6.8%	Industry	
	Construction	8.8%
	Services	7.7%
11.5%	Trade	
	Transportation and storage	8.5%
24.7%	Information and communication	
	Other service industries	1.0%

GDP growth rates by type of economic activity for January – December 2024 (preliminary data)

(in % to the corresponding period of the previous year)

Source: Statistics Agency under the President of the Republic of Uzbekistan

Uzbekistan's oil and gas industry

Energy is one of the main sectors of Uzbekistan's economy. The country has a diverse energy mix, which as of 31 December 2024, included natural gas (72.0% of total energy produced), oil (4.2%), coal (7.8%), hydropower-generated electricity (10%) and solar and wind (6%).

The table below shows the key indicators of the natural gas and hydrocarbons industry during the periods indicated:

	Year ended 31 December		
	2022	**2023**	**2024**
Natural gas (in bcm)			
Production	51.7	46.7	44.9
Consumption	51.7	50.5	50.8
Export	4.2	2.6	4.2
Import	3.2	7.2	10.0
Hydrocarbons (in kt, unless indicated otherwise)			
Production of raw materials	2,921.8	2,833.9	2,840.3
Production of petroleum products	2,712.2	3,110.8	2,420.5
Consumption of petroleum products	3,684.9	5,143.7	4,554.4
Export of petroleum products	30.7	321.2	463.8
Export of petroleum products (in US$ millions)	16.9	183.6	252.4
Import of raw materials	900.2	1,707.1	1,256.3
Export of raw materials (in US$ millions)	450.1	845.9	632.8

Source: The Ministry of Energy of the Republic of Uzbekistan

According to the Ministry of Mining Industry and Geology, in 2023, Uzbekistan was ranked 16th globally in natural gas production, placing third among the CIS countries. The reduction in oil production due to depleting reserves has made natural gas Uzbekistan's primary source of energy, accounting for nearly 72.0% of the total energy produced in the country. At the end of 2024, natural gas production stood at 44.9 bcm, while hydrocarbons production, including oil and gas condensate, amounted to approximately 2,840.3 kt.

Uzbekistan serves as a crucial transit territory for natural gas, with pipelines facilitating the transportation of gas from Turkmenistan to China. To support this role, the Government has invested in expanding the internal gas pipeline infrastructure, including the Gazli-Kagan and Gazli-Nukus pipelines, which enhance connectivity between remote regions.

In terms of reserves, Uzbekistan holds the 17th largest natural gas reserve base globally, with proven reserves of approximately 1.8 trillion m^3. The country's oil reserves are considerably smaller, estimated at around 82 mt. These resources have enabled Uzbekistan to develop its oil and gas industry and attract major foreign investors, including LUKOIL, China National Petroleum Corporation ("**CNPC**") and Epsilon Development Company.

Between 2022 and 2024, Uzbekistan's natural gas sector underwent significant shifts in production, exports and imports. Production declined from 51.7 bcm in 2022 to 44.9 bcm in 2024, marking the lowest level in over a decade. Despite these declines, the Government's "Uzbekistan-2030" strategy aims to increase natural gas production to 62 bcm by 2030 through enhanced exploration and development initiatives.

The country's major gas production fields include Shurtan, Zevardy, Samantepe, Southern Kemachi, Urtabulak, Dengizkul, Kandym and Gissar. These fields are connected by an extensive pipeline network, spanning approximately 13,200 kilometres of operating gas pipelines and 87,000 kilometres of gas distribution networks. Approximately 91% of the gas produced is used for domestic consumption, making Uzbekistan one of the world's highest per capita consumers of natural gas. In 2024, natural gas consumption stood at 50.8 bcm, exceeding production levels and necessitating increased imports.

In 2024, Uzbekistan's foreign trade turnover reached US$65.93 billion, with exports amounting to US$26.94 billion. Energy products, including natural gas and oil, remained integral to the country's export portfolio and accounted for 4.4% of total exports in 2024.

Exports of natural gas decreased from 4.2 bcm in 2022 to 2.6 bcm in 2023, before rebounding to 4.2 bcm in 2024. The Government also increased gas imports to address domestic shortages, rising from 3.2 bcm in 2022 to 10 bcm in 2024. This shift reflects Uzbekistan's transition from a net exporter to a net importer of natural

gas. In October 2023, Uzbekistan commenced natural gas imports from Russia via Kazakhstan under a two-year agreement with Gazprom. The country imported approximately 27.4 mcm of gas daily in 2024, amounting to an annual total of around 10 bcm.

Due to its limited oil reserves, Uzbekistan remains a net importer of oil. In 2024, oil product imports reached US$1.3 billion, down from US$1.7 billion in 2023. The country's oil production remains relatively low, with crude oil and condensate production reaching 2,840.3 kt in 2024. The two primary refineries, the Bukhara and Fergana refineries, have a combined production capacity of up to 8 mt per year. However, actual production remains significantly lower, aligning with domestic supply constraints.

The data highlights a fundamental shift in Uzbekistan's energy balance. With domestic production in decline, the country is increasingly reliant on imports to meet demand. The Government's strategy focuses on diversifying energy sources, enhancing renewable energy production and investing in new oil and gas exploration projects to mitigate long-term supply constraints.

The main players in the oil and gas industry are the Group, LUKOIL Uzbekistan Operating Company, CNPC, Epsilon Development Company, FE LLC "Sanoat Energetika Guruhi", Uz-Kor Gas Chemical JV LLC and JV Natural Gas-Stream.

The table below shows some information about key oil and gas refining enterprises in the Republic of Uzbekistan.

Location	Name	Annual Capacity	Status	Start-Up Date	Shareholders
Natural gas					
Kashkadarya region	Mubarek GPP	29.5 bcm	Active	1971	Uzbekneftegaz
Kashkadarya region	Shurtan GCC	3.9 bcm	Active	2001	Uzbekneftegaz
Republic of Karakalpakstan	JV Uz-Kor Gas Chemical	4.5 bcm	Active	2016	Uzbekneftegaz (50%) Kor-Uz Gas Chemical Investment Ltd (50%)
Kashkadarya region	Uzbekistan GTL Plant	3.6 bcm	Active	2022	Uzbekneftegaz
Bukhara region	Lukoil Uzbekistan Operating Company LLC	8.1 bcm	Active	2018	Lukoil Uzbekistan Operating Company LLC
Hydrocarbons					
Bukhara region	Bukhara Oil Refinery	2.5 mt	Active	1997	Uzbekneftegaz
Fergana region	Fergana Oil Refinery	2.0 mt	Active	1959	FE LLC "Sanoat Energetika Guruhi"
Surkhandarya region	Jarkurgan Oil Refinery	250 kt	Active	2005	JV LLC Petromaruz Uzbekistan

Source: Uzbekneftegaz, Ministry of Energy

Regulatory structure

The main legislative and regulatory acts governing the oil and gas industry in Uzbekistan include the Law "On Subsoil", the Law "On Investments and Investment Activities", the Law "On Production Sharing Agreements", the Law "On Energy Conservation, Its Rational Use, and Improvement of Energy Efficiency", the Law "On Joint-Stock Companies and Protection of Shareholders' Rights", the Law "On Limited and Additional Liability Companies", and other regulatory legal acts of the Republic of Uzbekistan.

Oversight of the industry falls under the remit of several government ministries, including the Ministry of Energy, the Ministry of Mining Industry and Geology and the Inspectorate for Control Over the Use of Electricity, Oil Products and Gas under the Cabinet of Ministers of the Republic of Uzbekistan. The State Enterprise "Subsoil Use Center" ("**SUC**") is responsible for issuing permits that grant the right to use subsoil plots.

Antitrust Laws: Company's Status

As of the date of this Offering Circular, the Company is recognised as a natural monopoly in providing transportation services for oil, oil product and gas via pipelines. In addition, the Company holds the status of a

dominant enterprise in the production (extraction) of natural gas, gas condensate, oil and technical sulphur. These designations require the Company to comply with Uzbek antitrust laws and regulations, which include, among other things, avoiding abuse of its dominant position and obtaining approval for its prices (tariffs) from the authorised body.

Licensing Rounds and Regime

Uzbekistan grants subsoil use permits for mining operations with hydrocarbons (including reconnaissance, exploration and extraction) on a first-come, first-served basis, through auctions and tenders, or by presidential or governmental decisions. Auctions and tenders are conducted when justified by the Ministry of Mining Industry and Geology and the SUC. However, the President of the Republic of Uzbekistan and the Cabinet of Ministers have the authority to directly grant subsoil use permits to potential subsoil users where such permits are necessary for the purposes of national development.

Tariffs

Currently, prices for natural gas and liquefied gas sold by the Company are set by the Interdepartmental Tariff Commission under the Cabinet of Ministers of the Republic of Uzbekistan.

To prevent artificial price increases, oil products and liquefied gas for both domestic and foreign markets are sold through stock trading.

Tariffs for natural gas in 2025 were established by the Resolution of the Cabinet of Ministers of the Republic of Uzbekistan No. 204 dated 16 April 2024 "On Additional Measures for Introduction of Market Mechanisms in the Fuel and Energy Sector". Under this Resolution, and in light of the shift to market-based pricing, tariffs vary by consumer group and consumption levels. For domestic consumers, quotas have been set, with tariffs increasing proportionally for consumption exceeding those quotas.

Reforms in the oil and gas industry

The oil and gas industry is undergoing a reform based on the Presidential Resolution No. PP-4388 dated 9 July 2019 "On Measures for Stable Provision of the Economy and Population with Energy Resources, Financial Rehabilitation and Improvement of the Oil and Gas Industry Management System" (the "**Resolution No. 4388**"). Resolution No. 4388 approves road maps for the implementing the Concept for the Development of the Oil and Gas Industry of the Republic of Uzbekistan by 2030 (the "**Concept**"). The main goals of the Concept are (i) increasing hydrocarbon production, (ii) modernising the gas transportation system, (iii) improving accounting and control over the production, processing, transportation and sale of natural gas, (iv) critically reviewing and optimising investment projects, together with improving their implementation and (v) strengthening financial discipline and improving pricing in the oil and gas industry.

To reinforce the importance of sector development and outline practical measures and strategies to achieve these objectives, the Presidential Decree No. UP-60 dated 28 January 2022 "On the Development Strategy of New Uzbekistan for 2022–2026" and the Presidential Decree No. UP-158 dated 11 September 2023 "On the Uzbekistan–2030 Strategy" were adopted. The strategy calls for a significant increase in geological exploration, broader engagement of private investors and advanced foreign companies, as well as greater hydrocarbon extraction through deposit analysis, exploration and investor participation. It also aims to liberalise the energy and natural gas markets while providing social security guarantees, boosting industrial output by 1.4 times and ensuring a stable supply of oil products.

By 2030, Uzbekistan aims to increase natural gas production to 62 bcm and modernise the gas distribution, generation and delivery infrastructure to ensure uninterrupted supply. To implement the modernisation of the gas infrastructure, the Ministry of Economy and Finance was instructed to develop terms of reference for the Strategy for the Development and Modernisation of the Gas Transportation System of the Republic of Uzbekistan until 2040.

To facilitate these reforms, the Commission for the Coordination of Work on the Introduction of Market Mechanisms in the Fuel and Energy Sector was established by the Resolution of the Cabinet of Ministers No. 475 dated 15 September 2023 "On Additional Measures for the Introduction of Market Mechanisms in the Fuel and Energy Sector". This Commission comprises several government ministries and directors of fuel and energy sector enterprises.

Furthermore, the Ministry of Economy and Finance and the Ministry of Energy, with assistance from the World Bank, developed a new procedure for setting electricity and natural gas tariffs. This procedure ensures tariffs cover both current and capital costs, account for expansion, modernisation and diversification of production capacities, as well as encourage private sector involvement. The new tariff policies and guidelines were approved by the Resolution of the Cabinet of Ministers of the Republic of Uzbekistan No. 337 dated 15 June 2024 "On Additional Measures for Further Improvement of Tariff Policy in the Fuel and Energy Sector", effective as of 1 April 2025. These policies mark a transition from subsidised tariffs to market-based rates while mitigating the impact of increased costs on vulnerable populations.

On 6 October 2021, the President of the Republic of Uzbekistan signed Decree No. UP-6319 "On Measures to Further Stimulate Geological Exploration and Improve Taxation for Subsoil Users" (the "**Subsoil Decree**"), introducing legislative changes across the mining and natural resources sector. As a result, the excise rate for natural gas exports was set at 0% and legal entities became exempt from customs duties on imports of natural gas. Further, under Law of the Republic of Uzbekistan No. 741 dated 29 December 2021, the sale of excisable goods for export is not subject to excise tax. From 1 January 2022, a new bidding process for the right to use subsoil areas for geological exploration or production was introduced (covering hydrocarbons among other geological products), commercial discovery and subscription bonuses were abolished, bidders gained the right to propose higher tax rates for certain types of extraction taxes, land tax exemptions were granted for areas allocated for geological exploration and/or survey work, and new annual licence fee was introduced for subsoil use in geological exploration varying by area and type of mineral.

In addition, as a result of the adoption of the Subsoil Decree, from 1 January 2022, (i) subsoil use tax rates for oil and natural gas were set at 10%, (ii) a rental income tax was introduced for subsoil users at new discoveries; (iii) new oil and gas wells were exempt from corporate property tax for the first two years of operation, followed by a 50% reduction in corporate property tax for the next three years, (iv) the taxable base for subsoil use tax for the production of oil, natural gas and certain kinds of minerals was reduced by expenses associated with transportation and refining, (v) tax rates for subsoil use for non-metallic minerals were unified, and (vi) enterprises with foreign investment (payers of rental income tax) were allowed to conduct tax accounting in U.S. dollars. In addition, exploration companies and their contractors and subcontractors were exempted from periodic customs fees for the temporary importation of special equipment and certain technical resources not produced in Uzbekistan. Although the Tax Code of the Republic of Uzbekistan sets subsoil use tax rates for oil and natural gas at 10%, in accordance with the Presidential Resolution No. PP-455 dated 25 December 2024 "On Measures to Ensure the Implementation of the Law of the Republic of Uzbekistan "On the State Budget of the Republic of Uzbekistan for 2025", subsoil use tax rates for oil and natural gas applicable to the Company was set at 15% for 2025.

BUSINESS DESCRIPTION

Overview

Uzbekneftegaz is the national oil and gas company of Uzbekistan with vertically integrated upstream, midstream and downstream operations. The Group accounted for at least 60% of the total natural gas produced in Uzbekistan and sold 60% of the natural gas consumed by the main strategic industrial sectors of the economy in 2024. The Group has a significant contribution to the development of industrial sector (approximately 3.0% of Uzbekistan's GDP in 2024) and is a major taxpayer in the budget of Uzbekistan (contributing 2.5% to the state's revenues in 2024). As a key player in the country's fuel and energy sector, the Group is responsible for ensuring energy security, sustainable resource management and industry modernisation in line with Uzbekistan's long-term economic and strategic goals.

The Group is organised into business units and subsidiaries based on its products and services and has three reportable operating segments: (i) gas, gas condensate and oil production and sales, which covers the extraction of gas, gas condensate and oil; (ii) oil refining and retail, which covers refining crude oil and sales of oil products; and (iii) gas refining, which covers producing value-added products from gas. The Group operates 130 hydrocarbon deposits, which represent 42% of the total number of hydrocarbon deposits in the Republic of Uzbekistan. The Group's facilities include oil and gas production units, oil refineries, gas processing plants, a gas chemical complex, a synthetic liquid fuel plant, fourteen oil depots, and organisations carrying out research and design and survey works, as well as structural units and educational institutions engaged in the training and retraining of personnel. As of 31 December 2024 (based on internal estimates), the proved plus probable plus possible hydrocarbon reserves for the main 124 fields of the Group amounted to 676,034 mcm of sales gas and 18,846 kt of gas condensate and oil.

The Group's total sales and other income was UZS 34,127 billion in the year ended 31 December 2024, a 13.2% increase as compared to UZS 30,148 billion in the year ended 31 December 2023. The Group's net profit and Adjusted EBITDA were UZS 5,122 billion and UZS 16,154 billion, respectively, in the year ended 31 December 2024, as compared to UZS 628 billion and UZS 13,505 billion in the year ended 31 December 2023.

Corporate Information

The Company was established in May 1992 under the Decree of the President of the Republic of Uzbekistan "On Establishment of the Uzbek State Concern of the Oil and Gas Industry Uzbekneftegaz", as the state-owned entity for the oil and gas industry in the Republic of Uzbekistan. On 23 December 1992, the Company was transformed into the National Corporation of the Oil and Gas Industry Uzbekneftegaz pursuant to the Decree of the President of the Republic of Uzbekistan "On the Transformation of the Uzbek State Concern of the Oil and Gas Industry into the National Corporation of the Oil and Gas Industry Uzbekneftegaz". On 11 December 1998, the Company was transformed into National Holding Company Uzbekneftegaz pursuant to the Decree of the President of the Republic of Uzbekistan No. UP-2154 "On Transformation of the National Corporation of the Oil and Gas Industry Uzbekneftegaz into the National Holding Company Uzbekneftegaz" and the Resolution of the Cabinet of Ministers of the Republic of Uzbekistan No. 523 "On Organisation of Activity of the National Holding Company Uzbekneftegaz".

The registered office and principal place of business of the Company is located at 21 Istikbol Street, Yashnabod district, Tashkent, 100047, Republic of Uzbekistan, and the Company's Registration Number is 523. The Company's phone number is + (99871) 207 2772.

As at the date of this Offering Circular the number of authorised and issued shares of the Company is 44,499,405,956 shares, comprised of 44,474,968,093 common shares issued at UZS 500 par value and 24,437,863 preferred non-voting shares. The Company's main shareholder is the Ministry of Economy and Finance of the Republic of Uzbekistan, owning 100.00% of the common shares or 99.94% of the shares in issue. Non-voting preferred shares represent 0.06% of the total shares in issue and are held by individuals and other legal entities. For more information, see "*Shareholders*".

History and Organisation

History

- **1992** - JSC Uzbekneftegaz was established as the state-owned national holding company for the oil and gas industry in the Republic of Uzbekistan.
- **1997** - the Bukhara Oil Refinery was commissioned, built in partnership with a consortium consisting of Technip (France), Marubeni and JGC (Japan).
- **2001** - The Shurtan Gas Chemical Complex was developed with a consortium led by ABB Lummus Global (USA), including Mitsui, Toyo Engineering and Nisho Iwai (Japan) and ABB Soimi (Italy).
- **2004** - the Republic of Uzbekistan and a consortium of investors consisting of the Russian oil company Lukoil and the Company signed a 35-year production sharing agreement (the "**PSA**") for the Kandym group of fields, including Khauzak, Shady and Kungrad sections.
- **2006** – a PSA for the Uzbek part of the Aral Sea was signed between the Republic of Uzbekistan and a consortium of CNPC (PRC), KNOC (Korea), Lukoil Overseas Holding Ltd. (Russia), Petronas Carigali Overseas SDNBHD (Malaysia) and the Company.
- **2007** - Uzbekistan joined the Turkmenistan – Uzbekistan – Kazakhstan – China transnational gas pipeline project. The joint venture Asia Trans Gas LLC was created between the Company and CNPC to oversee the design, construction and operation of the Uzbekistan section of the gas pipeline (530 km).
- **2011** - the first, second and third lines of the Uzbekistan-China gas pipeline were constructed in partnership with CNPC.
- **2015** - the Ustyurt Gas Chemical Complex (the "**Ustyurt GCC**") was launched, developed around the Surgil field in Karakalpakstan. The Ustyurt GCC is operated by JV Uz-Kor Gas Chemical LLC ("**Uz-Kor JV**") between the Company (50%) and Kor-Uz Gas Chemical Investment Ltd (50%).
- **2019** - further reforms of the oil and gas sector were implemented in accordance with the Presidential decrees, reducing management layers and integrating oil and gas production and processing enterprises into the Company's structure.
- **2020** - the Company adopted IFRS, prepared financial statements for 2016-2020 and conducted its first independent external audit of the IFRS financial statements.
- **2021** - The Company was assigned a long-term credit rating of "BB-" from Fitch and S&P. The Company completed its debut USD 700 million Eurobond offering.
- **2022** - The Uzbekistan GTL Plant produced its first batches of synthetic naphtha ("heavy gasoline") and synthetic diesel.
- **2023** - The Group commenced exports of synthetic diesel from the Uzbekistan GTL Plant to Europe via Georgia. The Bukhara Oil Refinery began producing high-quality SSDF diesel fuel.

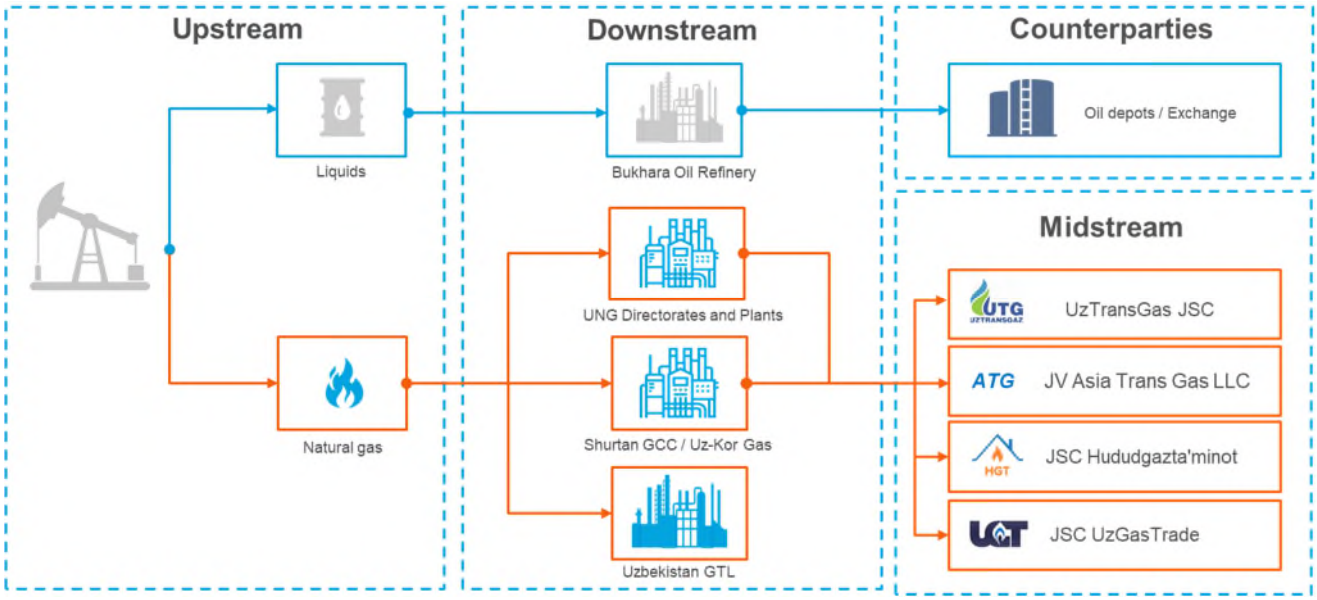
  The Group entered into an agreement with LLC "Sanoat Energetika Guruhi" for the sale of certain oil and gas assets with the purchase price of UZS 3.6 trillion and the payment period extending until 2033.

  The Group signed a sale and purchase agreement with Air Products Netherlands Gases B.V. for Uzbekistan GTL Plant-related facilities, valued at US$1 billion. In addition, the Group signed a 15-year toll processing agreement with Air Products Netherlands Gases B.V. to provide processing services for Uzbekistan GTL Plant, utilising the facilities subject to the sale and purchase agreement, with a repurchase obligation at the end of the contract term.
- **2024** - the natural gas sale price tariff increased from UZS 450,000 to UZS 600,000 per tcm effective 30 May 2024.

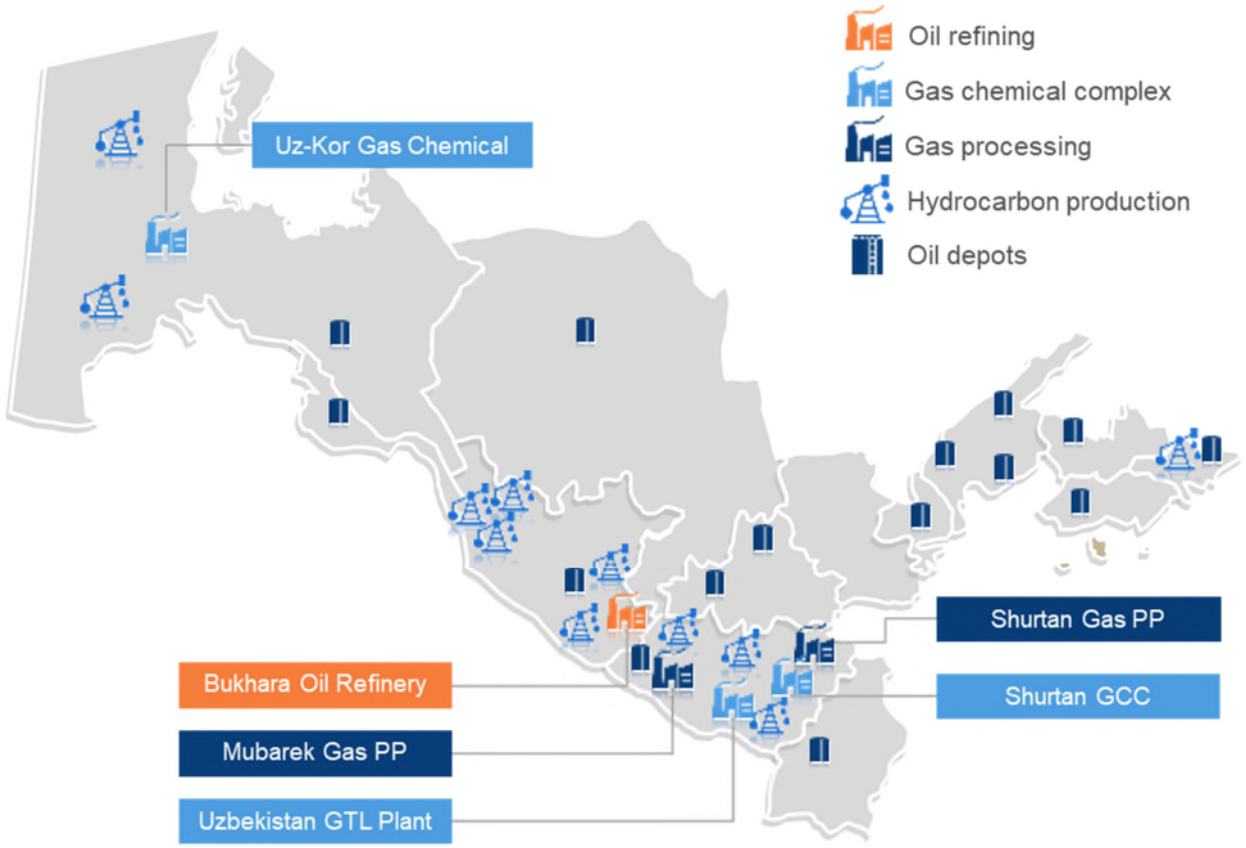
In March 2024, the Republic of Uzbekistan transferred 46.8% of the ordinary shares in the charter capital of JSC UzTransGaz ("**UTG**") to the Company. The transfer was part of a structured resolution of outstanding obligations of UTG under a gas sales contract for gas purchased from Uz-Kor JV.

Structure and Location

Uzbekneftegaz is a state-owned vertically-integrated energy company with presence across exploration and production, refining, petrochemicals, marketing and distribution.



The following map shows the location of the Group's principal facilities:



The Company also has a 50% or greater stake in the following key joint ventures:

- JV Uz-Kor Gaz Chemical LLC, a joint venture registered on 8 May 2008 by the Company (50%) and Kor-Uz Gas Chemical Investment Ltd (50%), engaged in the extraction and advanced processing of hydrocarbons;
- JV Asia Trans Gas LLC, a joint venture registered on 30 January 2008 by the Company (50%) and Trans Asia Gas Pipeline Co. Ltd (50%), engaged in gas transportation;
- JV Natural Gas-Stream LLC, a joint venture registered on 6 October 2016 by the Company (50%), Gas Project Development Central Asia AG (0.062%), and Natural Gas Stream Holding Limited (49.938%), engaged in hydrocarbon extraction;
- JV Gissarneftgaz LLC, a joint venture registered on 16 May 2005 by the Company (55%) and G.P.D. Gas Project Development Central Asia AG (45%), engaged in hydrocarbon extraction;
- JV New Silk Road Oil and Gas LLC, a joint venture registered on 28 October 2003 by the Company (50%) and the China National Oil and Gas Exploration and Development Corporation (50%), engaged in hydrocarbon extraction.
- JV Kokdumaloq-Gaz LLC, a joint venture registered on 14 September 2004 by the Company (62.5%), Gas Project Development Central Asia AG (25%), and Arch Energy Ltd (12.5%), engaged in associated gas utilisation and natural gas compression.
- JV Andijanpetro LLC, a joint venture registered on 16 March 2019 by the Company (50%) and LLC Zarubezhneft (Eurasia) (50%), engaged in oil extraction.

Strengths

The key strengths of the Group are the following:

Uzbekistan's Solid Economic Landscape

Uzbekistan's macroeconomic environment provides a strong foundation for the Group's operations. The Government's fiscal consolidation strategy aims for a 3.5% GDP fiscal deficit in 2025, reinforcing financial stability. The country benefits from stable 'BB-/B' credit ratings and a projected average economic growth rate of 5.6% over 2024-2027, supported by public investment and private consumption. As a key player in Uzbekistan's industrial sector, the Group contributes approximately 3.0% of the nation's GDP and 2.5% of state revenues, further embedding it within the country's economic framework. Uzbekistan is ranked 16th globally in natural gas production and holds the 17th largest gas reserve base worldwide. With 130 hydrocarbon deposits under its control—42% of the country's total—the Group is positioned to capitalise on Uzbekistan's strong energy sector fundamentals.

Government Ownership Underpins the Group's Credit Profile

The Group benefits from strong government backing, as a state-owned entity with 99.94% ownership (100.00% of the common shares) by the Republic of Uzbekistan. The Government plays an active role in the oversight of the Company's management, with key strategic decisions requiring approval from the Supervisory Board, which consists of five senior government representatives and two independent members. The Group is subject to regular oversight by key government bodies. The Presidential Administration and the Ministry of Economy and Finance receive monthly reports on production, financial performance and budget execution, while the Ministry of Energy conducts daily monitoring of hydrocarbon and petroleum product output. The State Assets Management Agency tracks business plan implementation monthly, and UzAssets (the transformation coordinator on behalf of the Ministry of Economy and Finance) holds weekly discussions on the Group's transformation progress.

State guarantees support approximately 48% of the Group's total debt portfolio, amounting to UZS 20,540 billion as of 31 December 2024. Pursuant to a government decision, Uzbekistan GTL LLC has been granted tax exemptions, including corporate income tax (until 2032), property tax (until 2032), withholding tax on income paid to non-residents (until May 2026) and VAT on services received from foreign entities (until May 2026).

Additionally, the Government provides financial assistance through loans and/or credit lines from the Fund for Reconstruction and Development of Uzbekistan, contributing to the Group's credit profile.

The Government has allocated budgetary funds to key counterparties of the Group for the repayment of their debts to the Group (UZS 1.8 trillion in 2023 and UZS 2.7 trillion in 2024), which contributed to an increase in operating cash flow of the Group.

Powering Up: the Group's Operational Prowess

The Group holds a leading position in Uzbekistan's domestic market, accounting for a significant share of production and sales across key segments. The Group is the largest producer of natural gas in Uzbekistan, accounting for 60% of the country's total gas production in 2024. It produced 27.06 bcm of gas and 1,393.1 kt of oil and gas condensate, maintaining a dominant market share. According to the Ministry of Energy of the Republic of Uzbekistan, in 2024 the Group accounted for approximately 73% of liquified gas output, 10% of national crude oil production and 29% of polymer production (with the remaining 71% production attributable to JV Uz-Kor Gas Chemical LLC, where the Group holds a 50% interest). The Group's vertically integrated business model ensures resilience and operational efficiency, covering exploration, development, refining and distribution. This structure provides comprehensive control over the supply chain, mitigates exposure to external disruptions and enhances cost efficiencies. The Uzbekistan GTL Plant has achieved its full capacity in April 2025, further strengthening operational performance. Further, market liberalisation efforts, particularly in natural gas pricing, are expected to significantly boost profitability.

Liquidity Management: the Group's Strategic Moves

The Group employs disciplined liquidity management strategies to maintain financial stability. In addition to maintaining strong relationships with local and international banks and receiving government financial support, the Group has introduced internal measures to enhance covenant compliance and reporting. These include setting financial targets to maintain buffers above covenant thresholds and adopting a systematic approach to covenant monitoring. The Group also aligned certain financial covenants across lenders and engaged external financial advisers to assist with funding and credit rating matters. Key financial metrics are regularly reviewed by the Ministry of Economy and Finance, the Ministry of Energy and the State Assets Management Agency, supporting financial discipline and transparency.

Investing for Tomorrow: Strategic Plans

The Group maintains a well-defined investment strategy to support sustainable growth. The Group has allocated an average annual capital expenditure of USD 750-900 million (approximately 35% for maintenance and 65% for exploration), aimed at expanding its resource base, increasing production capacity, and developing high-value products. The investment programme aligns with Uzbekistan's national strategy to ensure energy security by maintaining domestic gas and gas condensate production at a minimum of 80% of total demand. These investments also support the adoption of advanced technologies, the attraction of foreign direct investment, and the modernisation of Uzbekistan's energy infrastructure.

Resilience Underpinned by Government Support

The Group benefits from a resilient financial and operational position supported by its integrated business model and strong linkages with the state. Fitch ('BB-') and S&P ('B+') have affirmed the Company's ratings with a stable outlook, reflecting expectations of timely government support if needed. The Group's close coordination with key state stakeholders enhances its ability to manage financial pressures, while disciplined financial management and ongoing transformation initiatives reinforce operational stability. Broader economic reforms in Uzbekistan and continued fiscal support are expected to contribute to macroeconomic stability, indirectly supporting the Group's financial position.

Strategy

In 2017, the Government of Uzbekistan initiated sector-wide reforms, including at the Group, to enhance managerial and operational efficiency. Between 2019 and 2023, the Company completed the first phase of its transformation in accordance with Presidential Decree No. PP-4388 dated 9 July 2019 based on recommendations from the Asian Development Bank ("**ADB**") and Boston Consulting Group. This phase included organisational restructuring, business process optimisation, implementation of performance

assessment systems and corporate governance improvements. As a result, the Group successfully executed initiatives to enhance operational efficiency, digitalise processes, integrate ESG principles and strengthen financial reporting standards. The introduction of digital field monitoring solutions and engagement with international consultants and foreign specialists further reinforced the Group's reliability and competitiveness.

In 2024, the Company entered a new phase of transformation, supported by Presidential Decrees No. PP-83 and No. PP-283, with JSC UzAssets appointed as the transformation coordinator on behalf of the Ministry of Economy and Finance. The Company's transformation strategy is now focused on strengthening its position as a leading oil and gas company (by revenue and production volumes), enhancing operational efficiency, ensuring financial sustainability and aligning with international best practices. This strategy is driven by Uzbekistan's long-term energy security goals, increasing investment attractiveness and maximising value creation across the entire hydrocarbon value chain.

The Group's transformation strategy is built around eight key pillars designed to strengthen its long-term competitiveness and position it as a leading regional player in the energy sector (by revenue and production volumes).

Long-Term Development Strategy

The Group is focused on expanding its gas resource base, achieving production targets and enhancing efficiency across its subsidiaries and joint ventures. The Group continues to implement strategic investment projects aimed at expanding hydrocarbon reserves, increasing production output, deep refining of raw materials and modernising existing infrastructure. In addition, the Group seeks to attract global partners to support exploration and production activities.

Each project undertaken by the Group is implemented based on its economic feasibility and expected return on investment. The Group's investment programme consists of three key areas:

(i) Geological and technical activities, which include drilling, major repairs of production wells and the construction of technological infrastructure such as compressor stations, gas processing facilities, pipelines and other critical infrastructure;

(ii) Exploration activities, aimed at identifying new areas for hydrocarbon development and production; and

(iii) Capital repairs of facilities, to ensure the continued maintenance and operational integrity of existing assets.

In the event of reduced financial resources due to potential declines in hydrocarbon prices, the Group intends to reduce maintenance capital expenditures and optimise spending on projects with minimal impact on hydrocarbon production.

In 2023, the Group conducted 3D seismic surveys covering an area of 1,500 sq. km and completed the construction of 52 wells. In 2024, these figures increased to 3,960 sq. km and 41 wells, with targets for 2025 of 6,500 sq. km and 50 wells. Additionally, based on economic feasibility, the Group is exploring potential business opportunities in foreign markets. This includes expanding into international commodity markets through the establishment of "Turan Energy", a trading company formed in partnership with SOCAR (Azerbaijan) in December 2023.

To strengthen geological exploration and identify new deep-seated reserves at depths of 4,500–5,500 metres, three wells have been drilled and tested in the Ustyurt region. Commercial flows of natural gas were obtained from two wells (Saryzhol 1 and Kuiji Surgil 11R). As a significant development, in January 2025, industrial gas flows were obtained for the first time in the Ustyurt region of Uzbekistan from deep-seated reservoirs at depths of 4,500–5,300 meters in the West Kuyi Surgil field. Additionally, in the Bukhara-Khiva petroleum region, industrial gas flows have been recorded from the unconventional terrigenous-Jurassic deposits at fields such as Chunagar, Kultak, and Urtabulak. Exploration efforts to assess the potential of these deposits are ongoing at new sites. Further exploration is planned for 2025, with the drilling of an exploration well on the Termez structure in the Surkhandarya region to assess the potential of Cretaceous and Palaeogene deposits.

The Group is currently developing a feasibility study for the modernisation of the Bukhara Oil Refinery, with the aim of producing high-octane gasoline that meets modern standards. Upon completion of the study, the Group will assess the project's economic indicators and decide on the appropriateness of proceeding with its implementation.

The Group is participating in a project for the construction of a complex for the processing of naphtha and the production of high-density polyethylene in the Karakul Free Economic Zone in the Bukhara region. For the purposes of implementing the project, a joint venture, ArkChemical LLC, has been established, with SEG Enera LLC holding a 60 per cent. interest and the Company and Shurtan Gas Chemical Complex LLC jointly holding the remaining 40 per cent. The project envisages the processing of synthetic naphtha from the Uzbekistan GTL Plant and the annual production of 280 kt of high-density polyethylene, 100 kt of propylene and 50 kt of pyrolysis distillate. Completion of construction of the complex is expected in 2028.

The Group's planned capital expenditures for 2025 are expected to amount to approximately US$750–900 million (approximately 35% for maintenance and 65% for exploration) and will be directed towards the following key areas: maintaining production levels and increasing hydrocarbon extraction volumes; expanding and replenishing geological reserves, including exploration of new prospective fields; and capital repairs, modernisation and reconstruction of existing technological facilities. Between 2025 and 2028, the Group plans to implement investment projects totalling no more than US$4 billion, aimed at enhancing production efficiency, expanding petrochemical capacities and ensuring sustainable energy supply across the Group's operations.

Presidential Decrees No. PP-4388 dated 9 July 2019 and No. PP-329 dated 20 September 2024 provide for potential initial public offering of shares while maintaining a state ownership stake of at least 51% in the Company's charter capital. The timing and terms of the IPO will be determined by the Ministry of Economy and Finance of the Republic of Uzbekistan in accordance with state policy on the privatisation of state assets.

Sustainable Financial Structure

The Group aims to secure financing for exploration and production activities while refinancing existing debt obligations to maintain a sustainable financial structure. As part of its development strategy, the Group has identified a number of conservative financial policy goals to ensure a comfortable liquidity position and sustain profitability.

Given the positive trend in profit margins (operating margin and net profit margin), Adjusted EBITDA and net profit over the periods under review, the Company expects to continue growing in line with historical indicators. In the year ended 31 December 2024, the Group's net profit and Adjusted EBITDA were UZS 5,122 billion and UZS 16,154 billion, respectively, compared to UZS 628 billion and UZS 13,505 billion in the year ended 31 December 2023. In 2022, net profit was UZS 2,853 billion, and Adjusted EBITDA was UZS 11,147 billion.

To maintain a manageable debt burden, the Company will continue to monitor its Leverage Ratio and Interest Coverage Ratio to ensure financial stability. Free cash flows will be primarily allocated to debt obligations and investment projects, with dividend payments made in accordance with the Company's dividend policy.

Financial, Audit & Risk Transformation

The Group is implementing international audit and risk management frameworks, including ISO standards, to strengthen governance and transparency.

To ensure compliance with PRMS standards, the Group conducts annual audits of its hydrocarbon reserves, reinforcing accuracy in reporting and resource management. The Group is also developing a comprehensive financial transformation strategy that includes digitalisation of key financial functions, strengthening risk management frameworks, and integrating best practices in corporate governance.

Operational Efficiency

Uzbekneftegaz is deploying advanced risk management tools for exploration and production while implementing a structured roadmap to enhance efficiency and reduce production costs. The Group prepares a budget for income and expenses annually, ensuring transparent allocation across operational, financial, and

investment activities. This framework supports disciplined expenditure management while allowing for strategic reinvestment.

The Group has introduced a cost reduction and optimisation programme, incorporating modernisation initiatives, energy efficiency improvements, and the adoption of advanced technologies. Key measures include the use of energy-saving devices, installation of solar panels and solar collectors, and minimising technological losses through process enhancements.

To further strengthen operational efficiency, the Group is defining automation requirements across critical functions, including accounting, procurement, maintenance, and investments. Initial digitalisation initiatives are already underway, focusing on real-time data collection, automated monitoring systems, and predictive analytics to enhance resource management and operational reliability.

Additionally, the Group is evaluating the deployment of digital field technologies, such as smart sensors and automated process control systems, to optimise production workflows and minimise downtime. The integration of enterprise resource planning ("**ERP**") systems, including SAP ERP, is expected to improve supply chain management, financial reporting, and procurement processes.

These initiatives align with Uzbekistan's national digital transformation goals under the "Uzbekistan - 2030" strategy, which aims to position the country as a regional IT hub. Uzbekneftegaz remains committed to leveraging technology-driven solutions to drive innovation, operational excellence, and long-term growth across the energy sector.

In the event of reduced financial resources due to potential declines in hydrocarbon prices, the Group will take measures to reduce maintenance capital expenditures and optimise spending on projects with minimal impact on production.

Sustainable Development in Accordance with ESG Principles

The Group is committed to sustainability by developing a roadmap for green projects and aligning disclosures with IFRS S1+S2 standards. It is also launching key ESG initiatives and seeking an ESG rating to strengthen its environmental, social, and governance performance.

In 2025, the Group, with the support of an international consultant, plans to develop an ESG strategy incorporating the following key elements: a quantitative assessment of greenhouse gas emissions using international calculation standards such as the GHG Protocol, IPCC methodology, and ISO 14064-1; the establishment of decarbonisation targets aligned with international frameworks such as the Science Based Targets initiative; the identification and assessment of physical and transition risks related to climate change; and the development of a Climate Strategy, including measures to reduce greenhouse gas emissions.

Through this transformation strategy, Uzbekneftegaz aims to modernise its operations, attract international investment, and reinforce its long-term financial and operational resilience. The Group remains committed to adopting global best practices while ensuring sustainable and responsible energy production.

Reserves

There are 312 hydrocarbon deposits on the territory of the Republic of Uzbekistan, of which 130 (42% of the reserves) belong to the Group. The Company enlisted D&M, independent petroleum engineers, to estimate the oil and gas reserves in its 124 main fields in line with the Petroleum Resources Management System rules approved in March 2007 and revised in June 2018 by the Society of Petroleum Engineers, the World Petroleum Council, the American Association of Petroleum Geologists, the Society of Petroleum Evaluation Engineers, the Society of Exploration Geophysicists, the Society of Petrophysicists and Well Log Analysts and the European Association of Geoscientists and Engineers ("**PRMS rules**"). The oil fields covered by the D&M report are the oil fields which the Company holds 100% working interest in.

As of 31 December 2024, based on the Company's estimates, the proved plus probable plus possible hydrocarbon reserves (according to international PRMS standards) for the main 124 fields of the Group amounted to 676,034 mcm of sales gas and 18,846 kt of gas condensate and oil. If the production volume remains at the level it was in 2024, the availability of the Group's proved, probable and possible reserves is 25 years and of proved reserves is 14 years.

As of 31 December 2023, based on D&M Report, the proved plus probable plus possible hydrocarbon reserves (according to international PRMS standards) for the main 124 fields of the Group amounted to 675,928 mcm of sales gas and 19,463 kt of gas condensate and oil.

According to PRMS international standards, as at 31 December 2024 (based on internal estimates), the Group had in its 124 main fields:

- *Proved reserves* of 9,212 kt of oil and condensate and 360,932 mcm of sales gas;
- *Proved plus probable reserves* of 15,202 of oil and condensate and 535,431 mcm of sales gas; and
- *Proved plus probable plus possible reserves* of 18,846 kt of oil and condensate and 676,034 mcm of sales gas.

The following table sets forth the PRMS net reserves for the Group reflecting the 124 main fields as at 31 December 2023 (based on D&M Report) and as at 31 December 2024 (based on internal estimates):

	Net Reserves					
	As at 31 December 2023 (D&M Report)				**As at 31 December 2024 (internal estimates)**	
	English Units		**Metric Units**		**Metric Units**	
Reserve Category	**Oil and Condensate (10^3bbl)**	**Sales Gas (mcm)**	**Oil and Condensate (kt)**	**Sales Gas (mcm)**	**Oil and Condensate (kt)**	**Sales Gas (mcm)**
Proved Developed Producing	48,849	9,012,383	5,682	255,202	5,095	230,616
Proved Developed Non-Producing	415	60,490	46	1,713	46	1,713
Proved Developed	**49,264**	**9,072,873**	**5,728**	**256,915**	**5,141**	**232,329**
Proved Undeveloped	35,613	4,557,242	4,081	129,050	4,071	128,603
Total Proved	**84,877**	**13,630,115**	**9,809**	**385,965**	**9,212**	**360,932**
Probable	51,890	6,173,169	6,003	174,800	5,990	174,499
Proved plus Probable	**136,767**	**19,803,284**	**15,812**	**560,765**	**15,202**	**535,431**
Possible	31,427	4,066,649	3,651	115,163	3,644	140,603
Proved plus Probable plus Possible	**168,194**	**23,869,933**	**19,463**	**675,928**	**18,846**	**676,034**

Notes:

1. Probable and possible reserves have not been risk adjusted to make them comparable to proved reserves.
2. The Company has represented that its net interest is 100% in the evaluated fields; therefore, gross reserves are equal to net reserves and are expressed herein as net reserves.
3. "**Proved Reserves**" are those quantities of sales gas that, by analysis of geoscience and engineering data, can be estimated with reasonable certainty to be commercially recoverable from a given date forward from known reservoirs and under defined economic conditions, operating methods, and government regulations. If deterministic methods are used, the term "reasonable certainty" is intended to express a high degree of confidence that the quantities will be recovered. If probabilistic methods are used, there should be at least a 90% probability (P90) that the quantities actually recovered will equal or exceed the estimate.
4. "**Probable Reserves**" are those additional Reserves which analysis of geoscience and engineering data indicate are less likely to be recovered than Proved Reserves but more certain to be recovered than Possible Reserves. It is equally likely that actual remaining quantities recovered will be greater than or less than the sum of the estimated Proved plus Probable Reserves (2P). In this context, when probabilistic methods are used, there should be at least a 50% probability (P50) that the actual quantities recovered will equal or exceed the 2P estimate.
5. "**Possible Reserves**" are those additional reserves that analysis of geoscience and engineering data indicates are less likely to be recoverable than Probable Reserves. The total quantities ultimately recovered from the project have a low probability to exceed the sum of Proved plus Probable plus Possible (3P), which is equivalent to the high-estimate scenario. When probabilistic methods are used, there should be at least a 10% probability (Pl0) that the actual quantities recovered will equal or exceed the 3P estimate.
6. "**Sales gas**" is defined as the total gas to be produced from the reservoirs, measured at the point of delivery, after reduction for fuel usage, flare, and shrinkage resulting from field separation and processing.

Oil and gas reserves are a material factor in the Group's computation of depreciation, depletion and amortisation expenses and impairment losses. In estimating its reserves under PRMS rules, the Group uses long-term planning prices. Using planning prices for estimating proved reserves removes the impact of the volatility inherent in using year-end spot prices. Management believes that long-term planning price assumptions, which are also used by management for their business planning and investment decisions are more consistent with the long-term nature of the upstream business and provide the most appropriate basis for estimating oil and gas reserves.

All reserve estimates involve some degree of uncertainty. The uncertainty depends mainly on the amount of reliable geological and engineering data available at the time of the estimate and the interpretation of this data. The relative degree of uncertainty can be conveyed by placing reserves into one of two principal classifications, either proved or unproved. Proved reserves are more certain to be recovered than unproved reserves and may be further sub-classified as developed and undeveloped to denote progressively increasing uncertainty in their recoverability.

Estimates are reviewed and revised annually. Revisions occur due to the evaluation or re-evaluation of already available geological, reservoir or production data, availability of new data, or changes to underlying price assumptions. Reserve estimates may also be revised due to improved recovery projects, changes in production capacity or changes in development strategy. Proved developed reserves are used to calculate the unit of production rates for Depreciation Depletion & Amortisation ("**DD&A**") in relation to oil and gas production assets.

For certain assets, proved reserves are based on certain estimations by internal engineers. For example, reserves are those quantities of sales gas anticipated to be commercially recoverable by application of development projects to known accumulations from a given date forward under defined conditions. Reserves must satisfy four criteria: discovered, recoverable, commercial, and remaining (as of the evaluation's effective date) based on the development project(s) applied. Reserves are further categorised in accordance with the level of certainty associated with the estimates and may be sub-classified based on project maturity and/or characterised by development and production status.

Exploration and Production

Overview

A key component of Uzbekistan's oil and gas policy is the stabilisation of production from existing oil and gas fields and the exploration of new reserves. Consequently, several projects are being implemented to reconstruct mature fields and develop new ones to meet the growing domestic demand for hydrocarbons.

Under Uzbekistan's long-term Hydrocarbon Programme, the Group has undertaken a series of strategic initiatives aimed at increasing production efficiency and optimising hydrocarbon extraction. Recent efforts have focused on deep drilling, geological exploration and infrastructure development. In 2023, the Group launched a deep drilling programme targeting depths of 6,000-7,000 meters to access new hydrocarbon reserves. In 2024, the Group successfully drilled Well No. 1P at the Garbiy Kuyi Surgil field to a depth of 6,515 metres to obtain geological data from intervals below 4,500 metres. Natural gas is currently being produced from this well at a rate of approximately 600,000 m^3 per day. Testing of this well is currently ongoing. Additionally, Well No. 1 at the Sarizhol field and Well No. 11R at the Kuyi Surgil field were drilled to 5,500 metres. The average reserves replacement ratio for the period of 2022–2024 was 1.02.

The Group has also intensified exploration activities, conducting 3D seismic surveys across multiple fields and launching new well-drilling operations. As part of these efforts, 113 new wells were brought into operation, major overhaul works carried out on 95 wells and 42 technological projects were completed during 2024. Among these projects, six wellhead compressor stations have been commissioned at the Shurtan field, 21 gas pipelines with a total length of 132.4 km have been constructed across various fields, three preliminary gas treatment units have been installed and 12 infrastructure facilities have been modernised. As a result of these measures, an additional 2.8 bcm of natural gas was produced in 2024. In addition, between 2022 and 2023, the Group commissioned new technological facilities to support hydrocarbon production, including gas booster compressor stations at the Dengizkul and Yuzhny Tandircha fields, with a total investment of US$161.9 million. These facilities play a critical role in maintaining and enhancing gas production levels.

Since the early 2000s, the Group has expanded its production capabilities through joint ventures and partnerships with major international oil and gas companies. The partnership with Condor Energy Development LLC (Canada) focuses on increasing production rates and recoverable reserves of the existing gas-condensate fields in the Bukhara region and additional exploration blocks in Uzbekistan. Condor Energy Development LLC is responsible for implementing comprehensive field refurbishment, infill drilling and emissions-intensity reduction plans. Additionally, Schlumberger and D&M, in collaboration with the Group, are implementing joint projects in geological exploration and hydrocarbon production.

The Group continues to advance its strategic partnerships with major energy companies, including CNPC and SOCAR. In September 2024, the Company and CNPC announced plans to initiate new joint oil and gas projects aimed at maintaining stable gas production and integrating innovative technologies to enhance industry efficiency. In parallel, the Group is actively pursuing collaboration opportunities in Azerbaijan's Shah Deniz gas condensate field as part of its strategy to diversify energy assets and expand regional partnerships.

***Main Gas Condensate Fields* (*Megafields*)**

The following is a summary of the Group's main gas condensate fields:

Alan field: The Alan field was discovered in 1977 and began pilot production in 1979. The field is considered approximately 85% depleted according to the State Balance of Mineral Reserves of the Republic of Uzbekistan ("**Gosbalance**"). The field is considered developed and no additional drilling is planned. Its total current well inventory consists of 66 active producers and 75 wells that are shut in or abandoned. Cumulative production in 2024 was 899.8 mcm of gas and 32.8 kt of condensate.

Dengizkul Field: The Dengizkul field was discovered in 1967 and began production in June 1981. The field is considered to be developed, but additional acceleration wells may be drilled. The field is considered approximately 78% depleted according to the Gosbalance. Its total current well inventory consists of 32 active producers, 108 wells that are shut in or abandoned, and 1 well currently being drilled. Cumulative production in 2024 was 981.7 mcm of gas and 1.4 kt of condensate.

Pamuk Field: The Pamuk field began production in 1979. The field is considered developed and no additional drilling is planned. The field is considered approximately 91% depleted according to Gosbalance. Its total current well inventory consists of 26 active producers and 35 wells that are shut in or abandoned. Cumulative production in 2024 was 632.8 mcm of gas and 19.7 kt of condensate.

Semantepe Field: The Semantepe field was discovered in 1964 with development and production beginning in 1986. The structure of the field extends into Turkmenistan. Only those volumes located in Uzbekistan have been included herein. No data have been provided for the portion of the field located in Turkmenistan. Within the borders of Uzbekistan, the field is considered approximately 68% depleted according to Gosbalance. Its total current well inventory consists of 48 active producers and 11 wells that are shut in or abandoned. Cumulative production in 2024 was 1,141 mcm of gas and 2.0 kt of condensate. The field is not fully developed, and facilities upgrades along with additional drilling are planned.

Southern Kemachi Field: This field was discovered in 1979 and began production in 1980. The field is considered approximately 76% depleted according to Gosbalance. Its total current well inventory consists of 84 active producers and 62 wells that are shut in or abandoned. Cumulative production in 2024 was 879.4 mcm of gas and 18.4 kt of condensate. A portion of the remaining volumes in the field will require additional drilling to be recovered; therefore, the field is not considered fully developed.

Urtabulak Field: The Urtabulak field began production in 1973. The field is considered approximately 75% depleted according to Gosbalance. Its total current well inventory consists of 35 active producers, 74 wells that are shut in or abandoned, and 1 well currently being drilled. Cumulative production in 2024 was 848.7 mcm of gas and 1.2 kt of condensate. A portion of the remaining volumes in the field will require additional drilling to be recovered; therefore, the field is not considered fully developed.

Zevardy Field: The Zevardy field began production in 1978. The field is considered approximately 91% depleted according to Gosbalance. Its total current well inventory consists of 110 active producers, 52 wells that are shut in or abandoned, and 1 well currently being drilled. Cumulative production in 2024 was 2,986.9 mcm of gas and 79.9 kt of condensate. The field is considered developed and no additional drilling is planned.

Shurtan field: The Shurtan field was discovered in 1958. The gas condensate reservoir of the Shurtan field is massive. The Shurtan field began production in 1980 The field is considered approximately 84% depleted according to Gosbalance. Its total current well inventory consists of 234 active producers, 92 wells that are shut in or abandoned, and 2 wells currently being drilled. Cumulative production in 2024 was 6,369.6 mcm of gas and 123.7 kt of condensate.

Upstream Portfolio

The Group's upstream portfolio includes five oil and gas production units:

The Mubarek Oil and Gas Production Unit ("**Mubarek OGPU**"), located in the Kashkadarya region of Uzbekistan, was established in 1972. Its core activities include the development of oil and gas fields, extraction of natural gas, gas condensate and crude oil. The extracted natural gas, after comprehensive processing, is transferred to the Mubarek Gas Processing Plant for further refinement and subsequently supplied to the pipeline of UTG.

The Shurtan Oil and Gas Production Unit ("**Shurtan OGPU**"), located in the Kashkadarya region of Uzbekistan, was established in 1980. Its primary activities include the development of oil and gas fields, extraction of natural gas, gas condensate and crude oil, as well as processing of natural gas into liquified petroleum gas and sulphur. The extracted natural gas, after preliminary processing and compression, is divided into two streams and sent to the Shurtan Head Facility and the Shurtan Gas Chemical Complex for further processing, followed by supply to the pipeline system of UTG. The natural gas (methane fraction) from the Shurtan Gas Chemical Complex is then directed to the Uzbekistan GTL Plant for synthetic fuel synthesis.

The Gazli Oil and Gas Production Unit ("**Gazli OGPU**"), located in the Bukhara region of Uzbekistan, was established in 1956. Its operations include the development of oil and gas fields, extraction of natural gas and gas condensate, and gas processing for the production of liquified gas. The extracted natural gas, after preliminary processing, is sent to the Gazli Gas Processing Plant for further refinement and subsequently supplied to the pipeline system of UTG.

The Ustyurt Gas Production Unit ("**Ustyurt GPU**"), located in the Republic of Karakalpakstan, Uzbekistan, was established in 1995. The unit is primarily engaged in the extraction of natural gas and gas condensate. The extracted natural gas, after compression and comprehensive processing at the facilities, is sent to Uz-Kor Gas Chemical LLC JV for processing, while the remaining gas is supplied to the main pipeline of UTG.

The Vodiy Oil and Gas Production Unit ("**Vodiy OGPU**"), located in the Andijan region of Uzbekistan, was established in 1970. This unit is primarily engaged in the extraction of natural gas, with the extracted gas then processed and supplied to the Hududgazta'minot JSC gas distribution system and UTG gas pipeline.

LLC Uz-Gas Projects was established in 2024 to attract new technologies and foreign investment for the development of fields with hard-to-recover hydrocarbon reserves. The extracted natural gas, after processing, is sent to the Shurtan Head Facility, Mubarek Gas Processing Plant and Gazli Gas Processing Plant for further refinement, followed by supply to the pipeline system of UTG.

The tables below show the production amount for natural gas, condensate and crude oil in the years ended 31 December 2022, 2023 and 2024.

Natural gas	**2022**	**2023**	**2024**
		(in mcm)	
Mubarek OGPU	14,739.9	12,694.2	11,242.8
Shurtan OGPU	8,949.1	8,102.8	7,992.1
Gazli OGPU	4,027.0	4,195.4	3,986.6
Ustyurt GPU	4,447.1	4,203.6	3,567.0
Vodiy OGPU	38.2	26.1	20.1
LLC Uz-Gas Projects	—	—	256.1
Total	**32,201.4**	**29,222.0**	**27,064.8**

Condensate	**2022**	**2023**	**2024**
		(in kt)	
Mubarek OGPU	262.1	232.9	216.8
Shurtan OGPU	340.5	318.9	329.1

Condensate	2022	2023	2024
		(in kt)	
Gazli OGPU	160.3	173.3	158.2
Ustyurt GPU	42.2	36.3	28.1
Vodiy OGPU	1.5	0.8	0.5
Mubarek GPP	411.2	374.2	352.2
LLC "Uz-Gas Projects"	—	—	8.0
Shurtan GCC	210.5	221.4	232.0
Total	**1,428.3**	**1,357.9**	**1,325.0**

Crude oil	2022	2023	2024
		(in kt)	
Mubarek OGPU	99.2	75.8	67.0
Vodiy OGPU	1.1	1.0	1.2
Total	**100.2**	**76.8**	**68.2**

Transportation

Natural gas produced by oil and gas production units is transported to refineries and processing plants and customers via an extensive network of pipelines managed by UTG. The natural gas transfer point for JSC UzGasTrade is set at the Group's facilities based on metering units, meaning that the buyer is responsible for the transportation of natural gas. As a result, the Group does not require long-term contracts with third parties for transportation, as the buyer assumes responsibility for the delivery of the product.

UTG is the sole operator of the main gas transmission system in Uzbekistan, focusing exclusively on the transportation, storage and transit of natural gas. Originally established as part of the Group, it was later separated to focus exclusively on the midstream sector, ensuring the efficient transmission of natural gas from production sites to domestic and export markets. Following the transfer of gas purchasing and selling functions to UzGasTrade, UTG has concentrated on its core mandate of managing the gas transmission infrastructure. In March 2024, the Company acquired a 46.8% stake in UTG as part of a debt restructuring strategy aimed at reducing financial guarantees and long-term obligations, thereby further integrating gas production and transportation activities within the Group.

In 2007, Uzbekistan joined the large-scale Turkmenistan-Uzbekistan-Kazakhstan-China transnational gas pipeline project, which includes three operational lines—A, B and C—spanning approximately 5,511 kilometres, making it one of the longest pipeline networks in Central Asia. Between 2009 and 2015, these three lines were constructed and commissioned, with a combined transmission capacity of 50 bcm per year. To develop and operate the Uzbek section of the pipeline (530 kilometres), Asia Trans Gas ("**ATG**") was established as a joint venture between the Company and Trans-Asia Gas Pipeline Company Limited ("**TAPLine**"), a subsidiary of China National Petroleum Corporation ("**CNPC**"). ATG is jointly controlled by the Company and TAPLine, which is fully owned by the Government of the People's Republic of China through CNPC. Plans for a fourth pipeline, Line D, have been under discussion. Feasibility studies and negotiations were conducted, and a technical and economic feasibility study was prepared for the project. However, the implementation of Line D is temporarily on hold, pending final agreements between China and Turkmenistan regarding gas supply arrangements.

Liquid hydrocarbons (including crude oil, liquefied petroleum gas and gas condensate), sulphur, polyethylene, and polypropylene produced at the Group's facilities are shipped via rail terminals and pipeline systems. In areas without railway infrastructure, transportation is carried out by road transport. Liquid hydrocarbons are sold under EXW (Ex Works) terms, whereby buyers are responsible for transportation. At the Bukhara Oil Refinery, hydrocarbon feedstock is primarily delivered by rail transport, while supplies from the Mubarek region are transported via pipelines.

The primary export product is synthetic fuel produced by the Uzbekistan GTL Plant, which is predominantly sold under EXW terms, whereby buyers are responsible for transportation. Exports are carried out via rail transport, passing through Uzbekistan and neighbouring countries with sufficient capacity to accommodate

current and future volumes. Over the next five years, rail transport is expected to remain the primary export method, with no significant changes anticipated.

Further, the Group operates 14 oil depots with 47 branches across Uzbekistan. As at the date of this Offering Circular, the Group managed 1,831 storage tanks for the reception, storage, and distribution of petroleum products, with a total capacity of 840 tcm. The railway infrastructure under the oil depots' management extends 49 km. Additionally, the Group operates 28 petrol stations and 5 automotive gas-filling stations under the "Uzbekneftegaz" brand. The oil depots supply diesel fuel to 349 farmer service stations, 70 of which have been upgraded to full-scale petrol stations. To ensure efficient delivery of petroleum products to consumers, the Group maintained a fleet of 922 fuel tankers as at the date of the Offering Circular.

Refining

The Group operates five major oil and gas processing facilities in Uzbekistan:

The Mubarek Gas Processing Plant ("**Mubarek GPP**"), commissioned in 1971, is located in the Kashkadarya region. It has a processing capacity of 24.3 bcm of natural gas per year. Currently, its annual production capacity includes 21.55 bcm of commercial gas, 296.4 kt of liquified gas, 126 kt of gas condensate and 454.8 kt of elemental sulphur. In recent years, the plant has undergone significant modernisation to enhance its output and efficiency. Notably, in 2020, the Group completed a US$75 million expansion project, which included the construction of a fourth propane-butane production unit. This addition enables the processing of an additional 3 bcm of natural gas annually, yielding an additional 38,400 tonnes of liquefied petroleum gas to meet the growing domestic demand. Furthermore, in April 2022, a new 33-kilometre gas pipeline was commissioned, connecting the natural gas fields in the Kashkadarya region directly to the Mubarek GPP.

The Shurtan Gas Processing Facility ("Shurtan GPP"), commissioned in 1980, is located in the Kashkadarya region. It processes natural gas extracted from the Shurtan oil and gas fields, as well as gas supplied from joint ventures and fields operated by foreign enterprises. The facility has a design processing capacity of 20 bcm of natural gas per year. Its output includes commercial gas, gas condensate, liquefied petroleum gas and elemental sulphur. The facility currently has an annual production capacity of 17.14 bcm of commercial gas, 222.7 kt of liquefied petroleum gas, 600 kt of gas condensate and 14 kt of elemental sulphur. Between 2022 and 2024, modernisation projects were carried out at the plant, including upgrades to the first and second stages of the amine gas treatment units and five zeolite-based gas desulphurisation blocks, aimed at improving processing efficiency and environmental performance.

The Bukhara Oil Refinery, operational since 1997, is located in the Bukhara region. It has a processing capacity of 2.5 mt of oil and gas condensate per year. Currently, its annual production capacity includes 641 kt of gasoline, 1,026.9 kt of diesel fuel, 300 kt of jet fuel JET A-1, 32.5 kt of liquified gas, fuel oil of 480.1 kt, elemental sulphur of 11.5 kt and petroleum solvent of 8 kt. A modernisation and reconstruction programme is currently underway to increase refining depth to 95%, improve the yield of light petroleum products to 91%, and transition to the production of gasoline and diesel fuel meeting Euro 5 standards.

The Shurtan Gas Chemical Complex ("**Shurtan GCC**"), operational since 2001, is located in the Kashkadarya region. The complex processes natural gas from the Shurtan OGPU. The complex is designed for the deep processing of natural gas, with a processing capacity of 3.9 bcm per year. The facility produces 125 kt of polyethylene granules, 110 kt of liquefied petroleum gas, 90 kt of gas condensate, 3.5 bcm of commercial gas and 1 kt of sulphur annually. In 2024, the Group completed key modernisation projects at the Shurtan GCC, including the upgrade of production control block, which have enabled the complex to surpass its projected output goals for the year. A notable aspect of this expansion involves processing approximately 430 kt of synthetic naphtha from the Uzbekistan GTL Plant, along with additional volumes of ethane from natural gas. This integration is expected to increase polyethylene production capacity to 280 kt and introduce new products, including up to 100 kt of polypropylene and up to 50 kt of pyrolysis distillate and oil.

The Ustyurt Gas Chemical Complex, commissioned in 2015 as part of a joint venture established on a parity basis between the Company and a consortium of South Korean companies. The complex is located near the Surgil gas field and was developed to process natural gas extracted from this field. It has a gas processing capacity of 4.5 bcm per year and 115 kt of gas condensate. The facility produces high-value petrochemical products, with an annual production capacity of 387 kt of polyethylene, 83 kt of polypropylene, 102 kt of pyrolysis distillate, 8.3 kt of pyrolysis oil and 3.8 bcm of commercial gas. The complex represents one of the

most technologically advanced facilities in the region, supporting the Group's strategy to expand value-added production and reduce reliance on raw material exports.

The Gazli Gas Processing Plant ("Gazli GPP") was established in 2020 on the basis of the Uchkyr gas treatment facility. In line with project plans, several units were commissioned during 2021–2022, including zeolite-based gas dehydration units, a propane-butane mixture production unit, and the sixth process line of the amine gas desulphurisation unit. The plant processes natural gas from the Gazli oil and gas fields as well as from joint ventures operating in the region. The facility has a design gas processing capacity of 4.5 bcm per year, with annual production capacities of 4.1 bcm of commercial gas, 80.3 kt of liquefied petroleum gas and 37.6 kt of gas condensate.

The Uzbekistan GTL Plant, operational since 2022, is located in the Kashkadarya region. The plant processes natural gas from the Shurtan GCC and Shurtan GPP. It has a processing capacity of 3.6 bcm of natural gas per year and 115 kt of gas condensate per year. Its output includes 307 kt of jet fuel, 724 kt of diesel fuel, 437 kt of naphtha and 53.4 kt of liquified gas. The project created 1,321 new jobs, and since its launch, the plant has been producing synthetic diesel fuel, synthetic naphtha and synthetic kerosene. The primary objective of the Uzbekistan GTL Plant is to reduce the nation's dependence on imported petroleum products by utilising domestic natural gas resources. By producing cleaner, Euro-5 standard fuels, the facility not only enhances energy security but also contributes to environmental sustainability. In May 2023, Air Products announced an agreement to acquire, own, and operate the plant's industrial gas complex, further strengthening its operational capabilities. Strategically located adjacent to the Shurtan GCC, the Uzbekistan GTL Plant benefits from integrated operations, allowing for efficient feedstock supply and product distribution.

The tables below show the production volumes of liquified gas, petroleum and synthetic products at the Group's facilities during the years ended 31 December 2022, 2023 and 2024:

Liquified gas production	**2022**	**2023**	**2024**
		(in kt)	
Shurtan OGPU	192.9	182.9	166.6
Shurtan GCC	111.3	117.9	126.2
Mubarek GPP	298.4	279.2	245.7
Mubarek OGPU	13.0	10.5	3.6
Gazli OGPU	66.8	76.6	72.4
Bukhara Oil Refinery	15.4	15.7	17.1
Uzbekistan GTL Plant	—	5.1	16.0
Total	**697.8**	**687.8**	**647.6**

Petroleum and synthetic products production	**2022**	**2023**	**2024**
		(in kt)	
Polyethylene production at Shurtan GCC	127.4	131.9	137.6
Sulphur production	238.6	236.8	235.8
Mubarek GPP	235.8	234.2	230.4
Shurtan OGPU	0.3	0.7	3.0
Shurtan GCC	1.0	0.9	1.3
Bukhara Oil Refinery	1.6	1.0	1.1
Petroleum products production at Bukhara Oil Refinery	1,529.7	1,431.8	1,532.7
Gasoline	993.4	1,012.2	1,002.3
Diesel fuel	317.4	185.1	252.4
Jet fuel	140.8	179.4	203.1
Fuel oil	78.1	55.1	74.9
Synthetic products production at Uzbekistan GTL Plant	231.6	653.8	703.7
Synthetic diesel fuel	139.6	374.6	349.0
Synthetic kerosene	19.4	66.9	114.4
Synthetic naphtha	72.6	212.3	240.3

The table below illustrates the amount of feedstock utilised by the Group in its processing facilities and the output produced during the years ended 31 December 2022, 2023 and 2024:

	2022	2023	2024
		(in kt)	
Raw materials processed	**1,727.4**	**1,568.6**	**1,636.7**
Total local oil	**114.7**	**81.0**	**120.2**
Total local gas condensate	**831.8**	**766.5**	**826.2**
Import	**471.9**	**394.5**	**364.7**
oil	121.7	66.3	61.0
gas condensate	221.2	142.1	178.3
petrol	34.4	186.1	125.4
gasoil	94.6	—	—
LUOK (LLC "Lukoil Uzbekistan Operating Company")	**151.8**	**194.5**	**193.6**
gas condensate	151.8	194.5	193.6
JV LLC Andijanpetro	**3.1**	**5.3**	**10.4**
oil	3.1	5.3	10.4
JV LLC Uz-Kor Gas Chemical	**50.0**	**38.2**	**—**
Pyrolysis distillate	50.0	38.2	—
Uzbekistan GTL Plant	37.6	83.7	179.0
Kerosene	13.0	65.1	71.1
Diesel fuel	—	18.6	107.9
Naphtha	24.6	—	—
JSC Uzbekneftegaz	**634.0**	**535.6**	**569.6**
oil	104.1	75.7	64.7
state reserves	7.5	—	45.1
gas condensate	522.4	459.9	459.8
Shurtan GCC	99.4	98.4	108.0
gas condensate	99.4	98.4	108.0
Local partner companies	**279.6**	**212.2**	**208.9**
tolling	53.7	79.1	31.3
gas condensate	58.2	13.7	64.8
petrol	62.3	57.1	99.6
gasoil	105.4	62.3	13.2
semi-finished product	—	6.2	2.5
Output produced	**1,872.0**	**2,160.9**	**2,275.8**
Petrol	999.8	1,013.8	1,002.3
Diesel fuel	470.6	565.9	601.4
Jet fuel	140.8	179.4	203.1
Fuel oil	78.1	55.1	74.9
Liquified gas	15.4	20.8	33.1
Kerosene	19.4	67.1	114.4
Naphtha	70.6	212.3	240.3
Other petroleum products	77.3	46.5	6.4

Trading

Exchange trading is based on daily/weekly quotations from international price agencies for oil and gas products, which the Group uses to set the starting prices for its products. This data is then transferred to the Uzbek Republican Commodity and Raw Materials Exchange, where trades take place on a price-increase principle. The final price is determined as the highest bid price at the close of the auction.

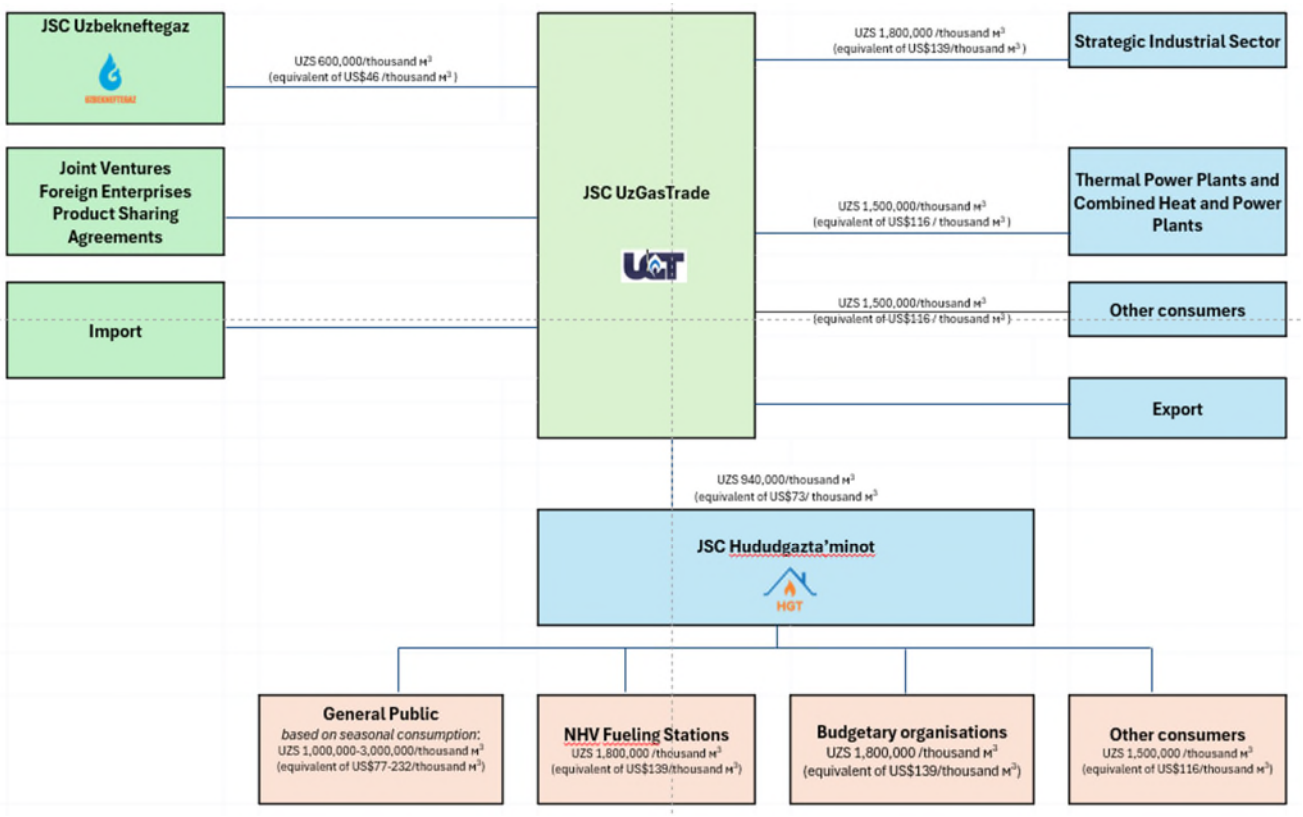
The Group trades its products primarily through exchange-traded contracts and offtake contracts. Exchange-traded contracts are derivatives used for speculation, industrial production planning and risk hedging, specifying fixed volumes, grades, quality specifications, delivery points, durations and trading procedures. The Group's products traded under these contracts include sulphur, liquefied gas, petroleum products, polypropylene and polyethylene.

The Group's standard contract terms require 100% advance payment in USD or UZS. Delivery takes place 'Free Carrier', where goods are delivered to a specified location, or under 'Delivered at Place', where goods are placed at the buyer's disposal at the Uzbekistan border. The Group is required to deliver the goods within 30 to 90 days from the date of payment and to provide the buyer with the relevant specifications, quality certificates and other required documentation. Exchange trading follows a price-increase principle. The contract incorporates INCOTERMS-2010, a set of pre-defined commercial terms published by the International Chamber of Commerce governing trade and delivery conditions.

The Group also enters into offtake contracts, which are agreements between the Group and a buyer for the purchase of future production volumes. Polyethylene from Ustyurt GCC is typically traded under offtake export contracts. The standard terms for these contracts require 100% advance payment in USD, with delivery typically under 'Free Carrier' at the Ustyurt GCC. The Group is required to deliver goods within 30 to 90 days from the date of payment and to provide the buyer with the relevant specifications, quality certificates and other required documentation. Like exchange-traded contracts, offtake contracts also incorporate INCOTERMS-2010.

Tariffs

The graph below shows the structure of sales of natural gas in the Republic of Uzbekistan:



Uzbekistan has been implementing a phased liberalisation of natural gas prices to reflect market conditions and promote energy efficiency. Natural gas tariffs increased in November 2023 to US$37 per tcm and in June 2024 to US$46 per tcm (based on the CBU exchange rate as of 1 April 2025). These measures are part of a broader strategy to achieve full natural gas price liberalisation by 2028. Established in June 2022, UzGasTrade JSC functions as the centralised purchaser and seller of natural gas in Uzbekistan. Additionally, UzGasTrade manages the sale of natural gas to Hududgazta'minot JSC and consumers connected to the main gas transmission system through direct contracts, and serves as the single exporter of natural gas.

The Group sells natural gas at a price of UZS 600,000 (or US$46) per tcm to UzGasTrade, which subsequently distributes it across various sectors within the Republic of Uzbekistan. UzGasTrade supplies natural gas to natural gas stations and strategic industrial partners, including Almalyk Mining and Metallurgical Complex JSC, Navoi Mining and Metallurgical Complex JSC, Uzbekistan Metallurgical Complex JSC and its subsidiaries, and budgetary organisations, at a rate of UZS 1,800,000 (or US$139) per tcm.

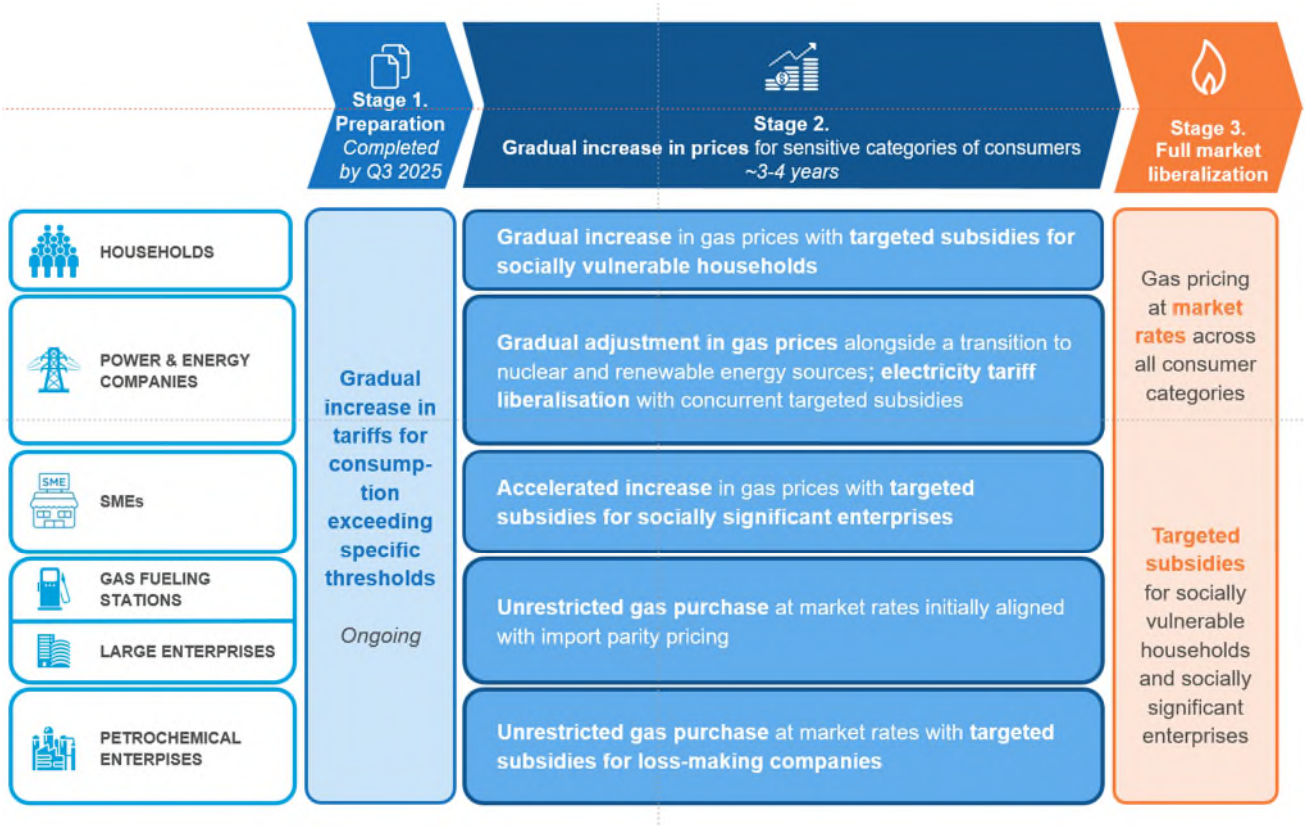
For the general population, natural gas is supplied at differentiated tariff rates based on seasonal consumption:

- November to February (winter months) (tariffs in effect as of 1 May 2025):
    - Up to 500 m^3 per month – UZS 1,000 per m^3
    - 501 to 2,500 m^3 per month – UZS 1,800 per m^3

- 2,501 to 5,000 m^3 per month – UZS 2,100 per m^3
- 5,001 to 10,000 m^3 per month – UZS 2,500 per m^3
- Above 10,001 m^3 per month – UZS 3,000 per m^3

- March to October (summer months) (tariffs in effect as of 1 May 2025):
  - Up to 100 m^3 per month – UZS 1,000 per m^3
  - 101 to 2,500 m^3 per month – UZS 1,800 per m^3
  - 2,501 to 5,000 m^3 per month – UZS 2,100 per m^3
  - 5,001 to 10,000 m^3 per month – UZS 2,500 per m^3
  - Above 10,001 m^3 per month – UZS 3,000 per m^3

The graph below shows the expected timeline of the governmental reforms aimed at the liberalisation of gas tariffs:



These pricing structures ensure affordable access to natural gas for the population while supporting key industrial consumers and state institutions in securing energy supply at regulated rates.

The price of liquefied gas sold to special entities who supply liquefied gas to the general population for household needs, and for natural gas sold by the Group is regulated by the state and does not reflect global market prices.

Due to the fact that the domestic resources of liquid hydrocarbon raw materials are insufficient to meet the domestic demand for petroleum products, the Group imports certain amounts of liquid hydrocarbon raw materials (such as crude oil, gas condensate, and gas oil) and finished petroleum products (approximately 20% of the total raw materials) to the domestic market, the prices of which, in turn, depend on their quotations on global market pricing.

Prices for the remaining products are determined through open exchange trading, which ensures pricing transparency and alignment with market conditions. Sales are carried out either through exchange trading or direct contracts, in accordance with applicable legislation and on EXW terms, ensuring transaction transparency and compliance with regulatory requirements.

Sales and Customers

Domestic Sales

The Group does not export natural gas and crude oil products internationally, only petroleum and gas chemical products.

Domestic sales of natural gas and crude oil for the years ended 31 December 2022, 2023 and 2024 are as follows:

	2022	2023	2024
Natural gas (in mcm)	27,864.24	25,274.77	22,725.92
Crude oil (in kt)	—	—	0.24

The largest direct buyers of the Group's products include:

- Natural gas: JSC UzGasTrade, JV LLC Uz Kor Gas Chemical and JV LLC Asia Trans Gas;
- Liquefied gas: JSC Hududgazta'minot;
- Aviation kerosene: JSC Uzbekistan Airways; and
- Other petroleum products, polyethylene, GTL products, and sulphur are sold to exchange buyers through open market trading.

The breakdown of the sale of natural gas for the years ended 31 December 2022, 2023 and 2024 is as follows:

	2022	2023	2024
		in mcm	
JSC UzTransGaz	12,479.1	—	—
JSC Hududgazta'minot	40.3	—	—
FE LLC "Sanoat Energetika Guruhi"	0.2	0.1	0.1
Shurtan GCC	4,107.5	4,247.9	4,327.4
LLC Lukoil Uzbekistan Operating Company	2.9	3.2	2.7
JV "Uz-Kor Gas Chemical"	2,987.2	2,580.8	2,240.5
JSC UzGasTrade	8,206.7	18,160.2	15,614.7
Asia Trans Gas JV LLC	40.3	282.6	251.2
LLC Uz Gas Energy	40.3	282.6	251.2
Total	**27,864.2**	**25,274.8**	**22,474.1**

Domestic sales of petroleum and synthetic products for the years ended 31 December 2022, 2023 and 2024 are as follows:

	2022	2023	2024
		in kt	
Polyethylene	165.95	148.63	154.84
Polypropylene	85.21	69.93	83.34
Liquefied gas	673.44	673.41	629.32
Sulphur	306.59	224.25	269.14
Condensate	68.14	68.83	142.06
Gasoline	1,001.80	1,015.00	1,002.40
Diesel	499.08	508.25	283.87
Jet fuel	151.10	182.40	201.20
Fuel oil	85.70	53.60	59.40
Kerosene	—	1.01	25.11
Naphtha	6.60	83.66	143.23
Total	**3,656.82**	**3,648.45**	**4,272.39**

Export

The products manufactured by the Group are exported through exchange and/or tender-based trading on EXW (ex works) and/or FCA (free carrier) terms at the production facility's station. As the destination country for the

deliveries is determined independently by the buyer, the Group does not monitor the geographical distribution of its exports.

	2022	2023	2024
		in kt	
Polyethylene	25.6	182.9	336.1
GTL products	34.4	26.0	52.6
Pyrolysis	5.6	—	—
LPG	54.6	—	—
Sulphur	257.9	254.9	232.7
Total export (the Company and Joint Ventures)	**257.9**	**254.9**	**232.7**

Pricing

The prices of natural gas and liquefied gas are set by a decision of the Interdepartmental Tariff Commission under the Cabinet of Ministers of the Republic of Uzbekistan. See "—*Tariffs*". Gas condensate and crude oil are supplied to the Bukhara Oil Refinery at prices linked to PLATTS quotations.

Prices for other products are determined through open exchange trading, ensuring transparency in pricing and alignment with market conditions. Sales are conducted through exchange trading or direct contracts in accordance with the applicable legislation and under EXW terms, ensuring transaction transparency and compliance with regulatory requirements.

For export sales, pricing is based on international benchmarks from S&P PLATTS, ARGUS, and ICIS, ensuring competitive pricing and alignment with global standards.

Subcontractors and Suppliers

The Group's main suppliers include the following:

- Baker Hughes is a leading global oilfield services company providing drilling, evaluation, completion, production, and reservoir consulting. In 2023–2024, the Company signed contracts with Baker Hughes for drill bits and technological support in the Ustyurt region, as well as for the procurement of a NOVA LT16 gas turbine engine for booster stations and various drilling equipment.

- Schlumberger is a leading global provider of technology and services to the oilfield industry, known for its innovative approach and commitment to advancing technology in the energy sector. For many years, Schlumberger's solutions have contributed to optimising oil and gas exploration and production of the Group, improving operational efficiency, and reducing environmental impact.

- Jereh Group is a Chinese company specialising in oil and gas drilling equipment and integrated engineering services. In 2024–2025, the Company contracted Jereh Group for the supply of more than 50 wellhead compressor stations (mini compressor stations).

- TPCO (Tianjin Pipe Corporation) is a leading Chinese manufacturer of tubular products used in industries such as oil and gas, petrochemicals, power generation, and construction. TPCO is known for producing high-quality products that meet international standards and are widely used in both domestic and global markets. In 2024, TPCO supplied the Group with more than 20 kt of casing pipes.

- Sintez OKA JSC is a leading manufacturer of ethanolamines and alkylethanolamines in Russia and the CIS, supplying products to international markets. The Group procures large volumes of MDEA (Methyl Diethanolamine) from Sintez OKA JSC for the purification of natural and process gas from acidic impurities.

- JSC Uzlitineftgaz is the research and design institute of Uzbekistan, providing comprehensive scientific and design support for the development of hydrocarbon deposits and the construction of oil and gas facilities. The institute supports the Group with research activities and assists in obtaining patents.

- JSC Uzneftgazquduqtamirlash is the primary organisation engaged by the Group for the maintenance and repair of oil and gas wells. Its core activities include the overhaul and maintenance of oil and gas wells, maintenance of gas and water injection wells to sustain reservoir pressure, and maintenance of water wells to provide drinking water to regional populations.

- LLC Uzneftgaz Burgulash Ishlari provides the Group with structural drilling services that adhere to international standards. The company specialises in turnkey well construction using modern equipment, ensuring compliance with global industry requirements.

The Group collaborates with a diverse range of contractors across various sectors, including construction, engineering, drilling and equipment supply, to support its oil and gas operations. Its major contractors include LLC Neftgazmontazh, JSC Mubarekneftegazmontazh, JSC Yuggazstroy and JSC Mahsusenergogaz, which provide construction, installation and repair services essential to the development and maintenance of oil and gas infrastructure. UE Trubodetal and LLC MNG-Kuruvchi specialise in pipeline and structural component manufacturing, ensuring the reliability and efficiency of the Group's operational assets. Additionally, the Group engages with several international suppliers for advanced drilling technologies, turbine equipment and wellhead compressor stations, supporting its ongoing efforts to optimise production and operational efficiency.

Employees

The Group is the largest employer in Uzbekistan, and it attaches special importance to ensuring decent working conditions for its employees, recognising them as the main resource and guarantee of the Group's successful development. As at 31 December 2024, the Group had 32,678 employees, compared to 32,183 in 2023 and 35,295 in 2022. The reduction in headcount in 2023 was due to the staff optimisation at oil depots and the disposal of assets. The majority of employees are production personnel (56%) and administration staff (22%). Technical staff comprise 5% and service staff comprise 17% of the Group's employees. Employee turnover rate was 7% in 2024, as compared to 11.4% in 2023 and 13.6% in 2022.

The Group adheres to the principles of equality and does not discriminate on the basis of gender, selecting personnel solely on the basis of professional qualities, experience and achievements. The low percentage of women on the Group's staff is explained by the specifics of the oil and gas industry, where most jobs are associated with difficult working conditions that require significant physical exertion and work in the fields. The top four manufacturing employers in the Group are Mubarek OGPU (3,671 employees), Shurtan GCC (3,616 employees), Bukhara Oil Refinery (3,382 employees) and Shurtan OGPU (673 employees).

Trade Union Committee of Workers of Uzbekneftegaz JSC represents the interests of all employees of the Group in negotiations on the collective agreement, as well as on issues of labour legislation and trade unions. Collective Agreement of Uzbekneftegaz JSC for 2023-2025 adopted by the decision of the General Meeting No. 4 dated 27 April 2023 (the "**Collective Agreement**") covers 100% of the Group's employees. The fulfilment of the terms of the Collective Agreement is monitored by representatives of the parties through regular joint meetings of the work collective. In the event of changes to the Collective Agreement, the employer undertakes to notify all employees no later than 30 working days before signing the new version. In all structural divisions of the Group, labour dispute commissions have been created in accordance with the conditions specified in the Collective Agreement.

Health and Safety

The Group has established comprehensive health and safety procedures to ensure a safe working environment and protect the well-being of its employees. A key focus of the Group's occupational health and safety strategy is the systematic identification, analysis, and management of risks, aimed at preventing incidents, improving working conditions, and safeguarding employees' health and safety. To ensure effective oversight, the Group's occupational health and safety policies are governed by the Unified Management System for Industrial Safety, Labour Protection, and Ecology Management ("**UMSIS**"). This system has been developed, implemented, and maintained in accordance with international best practices and the following certified standards: ISO 9001:2015 – Quality Management System, ISO 45001:2018 (formerly OHSAS 18001) – Occupational Health and Safety Management, ISO 14001:2015 – Environmental Management System, GOST 12.0.230-2007 – Occupational Safety Standards System. As of 31 December 2024, 19 enterprises of the Group were certified according to the ISO 45001 (OHSAS 18001) standard, as compared to 19 entities as of 31 December 2023 and 20 entities as of 31 December 2022.

The Group is committed to enhancing labour protection and industrial safety across all operational levels within the framework of the UMSIS. The key objectives in this area include:

- Continuous improvement of industrial safety and labour protection measures at all levels of production management;
- Ensuring safe working conditions for both employees and contractors;
- Enhancing sanitary and technical working conditions to promote workplace well-being;
- Strengthening labour discipline and fostering a strong safety culture in the workplace;
- Providing high-quality sanitary and welfare services for employees;
- Timely and accurate investigation and recording of workplace accidents, along with eliminating root causes to prevent recurrence;
- Increasing managerial accountability and strengthening the responsibility of engineering and technical personnel for compliance with safety regulations; and
- Encouraging employee and trade union participation in occupational safety initiatives to promote a proactive safety culture.

The Group actively implements modern international standards in occupational health and safety, placing particular emphasis on employee training and professional development in this field. To reinforce workplace safety, the Group develops and implements corporate programmes focused on preventive measures and risk mitigation.

The Group also fosters a collaborative approach to improving safety standards by facilitating the exchange of best practices and expertise. Employees participate in industry forums and meetings on occupational safety and health, local working groups and round-table discussions and conferences where reports and research on labour protection are presented.

The table below shows industrial and fatal injury rates for the years ended 31 December 2022, 2023 and 2024:

	2022	2023	2024
Number of fatalities in work-related accidents	2	1	2
Number of victims of work-related accidents with serious outcomes	—	2	1
Total number of registered accidents	2	3	3
Lost time injury frequency rate	0.03	0.06	0.05
Total number of man-hours worked	58,423,200	53,715,200	56,731,840

In 2024, at the Group companies 3 accidents occurred, 1 of which involved serious injuries and 2 fatalities. The main causes of the incidents were falls during loading operations, electric shock during electrical equipment repairs and loss of balance during maintenance work.

The Group regularly conducts investigation, recording and analysis of accidents in order to comprehensively study the circumstances and causes that caused their occurrence, identify shortcomings and develop measures for their further prevention. In 2024, the total amount of expenses on industrial safety and labour protection amounted to UZS 50.6 billion, as compared to UZS 50.7 billion in 2023 and UZS 53.9 billion in 2022.

Corporate Governance and Social Responsibility

Overview

The Company's corporate governance policies are founded on the principles of sustainable development and long-term value creation, with a focus on enhancing equity value and ensuring responsible corporate stewardship. These principles are upheld through a framework of accountability and trust, fostering strong relationships with employees, suppliers, customers, and the broader community in Uzbekistan.

The Republic of Uzbekistan is the Company's major shareholder, holding 99.94% of its shares (100.00% of the common shares). The remaining block of preferred shares is held by minority shareholders, comprising both

individuals and legal entities. This shareholding structure defines the distribution of corporate governance responsibilities and determines the balance of power between various stakeholders.

The Supervisory Board of the Company plays a pivotal role in ensuring the sustainable development of the Company. It is responsible for strategic oversight, monitoring compliance with environmental, social, and governance principles, and ensuring adherence to corporate governance best practices. Members of the Supervisory Board develop and approve long-term strategies, aimed at enhancing the Company's environmental, social, and corporate governance performance.

The Supervisory Board undertakes an annual review of the Company's corporate governance practices, ensuring compliance with Uzbekistan's legal requirements and international best governance standards. The Supervisory Board's effectiveness is supported by the election of independent members to the Supervisory Board, a balanced composition, ensuring diverse expertise and experience among Board members and regular Board meetings, conducted in accordance with a pre-approved work plan to ensure effective oversight.

The Company maintains a comprehensive internal regulatory framework, outlining its mission, values, ethical principles, and corporate standards. In addition to corporate social responsibility initiatives, the Group actively supports charitable and sponsorship projects in Uzbekistan.

The Company has also established a regulatory and methodological risk management framework, with an internal division responsible for key risk management functions, including the prevention and resolution of conflicts of interest. The Company's anti-corruption policy includes robust anti-bribery measures and sanctions compliance, ensuring full transparency in corporate transactions and procurement processes.

The Company is committed to upholding the highest standards of ethics, integrity, and transparency. Its Code of Corporate Ethics and Conflict of Interest Policy prohibit unlawful procurement contracts or other unethical business practices, preferential hiring of close relatives within the organisation and abuse of official powers in favour of specific individuals or entities.

All employees are required to complete a conflict of interest declaration, which is reviewed by the Company's Ethics Committee. This policy mandates the disclosure of any personal, financial, or other interests that may impact business decisions related to the Group's operations.

Recognising that the regulatory environment and stakeholder expectations are constantly evolving, the Company is committed to continuously improving its governance and compliance framework. This includes regular updates to corporate policies to align with best practices, enhancing training programmes for employees and management and leveraging new technologies to improve compliance monitoring and reporting mechanisms.

Charity, Sponsorship and Social Responsibility Initiatives

Charity and sponsorship activities are integral to the Group's corporate social responsibility strategy, aimed at enhancing the quality of life in the regions where it operates. In 2024, the Group's charitable donations and sponsorship expenses amounted to UZS 315 billion, directed towards key social areas including educational programmes, sports development and event support, healthcare, social initiatives, public projects and sponsorship activities.

The Group remains committed to corporate social responsibility, consistently investing in initiatives that drive societal development and improve living standards. The Group's production units and subsidiaries regularly support families in need, providing social assistance throughout the year. As part of its longstanding tradition of community engagement, the Group distributed food packages to employees, retired industry veterans, and socially vulnerable families during key national and religious holidays, including Navruz, Remembrance and Honour Day, Eid al-Fitr, Ramadan Hayit, Eid al-Adha, Independence Day, Constitution Day, and New Year.

Additionally, under the Local Employment Programme, the Group created 289 new jobs in 2024, compared to 189 new jobs in 2023, reinforcing its commitment to regional economic development and job creation.

The Corporate Governance Code

The Corporate Governance Code ("**CGC**") serves as the foundational framework for corporate governance within the Company. The CGC was approved by the Commission for Improving the Efficiency of Joint-Stock

Companies and Enhancing the Corporate Governance System on 31 December 2015. The Company's corporate governance is guided by the following core principles: accountability, transparency, reliability, adherence to high moral and ethical standards, and commitment to long-term sustainable development.

In 2023, the Company conducted a self-assessment of its corporate governance system, following the methodology developed by the Asian Development Bank. The Company achieved a score of 33 out of possible 58 points This represents an improvement compared to the 2022 self-assessment score of 11 points, reflecting progress in corporate governance practices and the Company's ongoing commitment to strengthening governance structures. The results of the 2024 self-assessment are expected to be available in May 2025.

The Company ensures it maintains transparency by disclosing information on the Unified Portal of Corporate Information, the Company's corporate website in three languages (Uzbek, Russian and English) and in the media, in particular, through the publication of the Group's financial statements prepared in accordance with International Financial Reporting Standards, the publication of any material information and the publication of annual reports in accordance with the requirements of the Law of the Republic of Uzbekistan "On the Securities Market".

Environmental Policies

General

In accordance with the Law of Uzbekistan "On Environmental Control", all enterprises must have established environmental controls and processes in place, and such processes must be carried out or monitored periodically. In accordance with Uzbek law, these environmental regulations or controls must cover emissions, wastewater, and production and consumption waste. The Group's United Management System for Industrial Safety, Labour Protection and Ecology Management ("**UMSIS**") covers all levels of the management, from top management, which determines environmental policy and strategic goals, to structural units responsible for implementing environmental measures on the ground. The Group's Environmental Safety Service exercises control over compliance with environmental requirements of the UMSIS. As of the date of this Offering Circular, there have been no environmental or safety fines or penalties imposed by regulatory authorities.

In accordance with the Decree of the Cabinet of Ministers dated 7 September 2020 No. 541 "On approval of the State Environmental Expertise" at the initial stage of design of any project or facility, the Company must assess the environmental impact to determine the compliance of such project or facility with environmental requirements and must determine the feasibility by conducting an environmental impact assessment.

For all existing projects or facilities that have an environmental impact, including through emissions, wastewater discharges, and waste generation and disposal, permitted allowances are established for each individual project or facility, including the MAE (maximum allowable emissions), the MAD (maximum allowable discharge), and the MAW (maximum allowable waste (generation and disposal)). These allowances are submitted to the environmental authorities for approval.

In 2024, the total amount of compensation payments for environmental pollution and waste disposal amounted to UZS 3.2 billion, which is higher than in 2023 and 2022. The increase was primarily driven by the commission of the new Uzbekistan GTL Plant, the launch of new production facilities and the tightening of compensation payment requirement in accordance with governmental regulations.

The table below shows the breakdown of the compensation payments for nature management in the years ended 31 December 2022, 2023 and 2024:

	2022	2023	2024
		(million soums)	
Emissions into atmosphere	1,347.1	1,360.1	2,003.6
Wastewater discharges	530.5	517.8	727.2
Waste disposal	560.1	325.0	499.8
Total	**2,221.3**	**2,202.6**	**3,230.6**

Energy Consumption

Rational energy management and enhancing energy efficiency are key priorities in the strategic development of the Group, enabling the reduction of operating costs while supporting environmental sustainability. The Group

has implemented a comprehensive energy management system, ensuring coordination across all functional units at various management levels. This system regulates the core processes of energy efficiency management in full compliance with the international standard ISO 50001:2018, facilitating systematic energy optimisation and aligning operations with global best practices. The table below shows the information of the Group's consumption of heating and electrical energy, non-renewable fuel resources and renewable sources in the years ended 31 December 2022, 2023 and 2024:

	2022	2023	2024
Electricity (GJ)	2,684,461.7	2,455,366.3	2,406,949.6
Heating energy (CJ)	21,864,593.1	21,525,372.9	20,472,767.5
Fuel gas (mcm)	2,555.1	2,355.4	2,255.0
Process gas (mcm)	211.8	186.4	196.3
Leaks (mcm)	1.5	1.4	1.3
Petrol (tonnes)	4,795.9	2,840.4	3,760.7
Diesel fuel (tonnes)	31,868.3	36,262.9	25,842.6
Liquefied petroleum gas (tonnes)	3,716.5	3,484.	3,759.0
Compressed natural gas (tcm)	656.0	485.84	306.0
Solar panels and solar thermal generators (GJ)	2,520.0	15,332.3	131,130.9
Solar water heaters (CJ)	834.7	1,407.1	9,701.6

In 2024, the Company developed a comprehensive energy-saving plan aimed at optimising production processes, modernising and upgrading production technologies, integrating renewable energy sources, and generating energy through the utilisation of flare gases. As part of this plan, a flare gas reduction project is scheduled for 2025–2026, targeting an annual reduction of 40 million m³ of methane emissions—equivalent to approximately 800 thousand tonnes of CO_2 per year, or the amount absorbed by 40 million trees annually. The project involves installing automatic activating and flame control systems across key facilities. Additional measures are also being implemented to enhance energy efficiency and sustainability across operations.

In 2024, the Group achieved energy savings of 494.6 GJ (20.5% of total consumption) and fuel gas savings of 2.3 GJ (1.3% of total consumption).

Waste

The Group carries out a number of environmentally sustainable processes, including the utilisation of waste oil gases for power generation using mini power plants at the Shurtan OGPU, utilisation of low pressure and waste gases at the Mubarek OGPU using mini power plants, construction of new sulphur production facilities at Mubarek OGPU, and removal of waste gases during the construction relating to the Shurtan OGPU. As part of plans to modernise the Bukhara Oil Refinery, the Company also plans to introduce new facilities for the production of motor fuel (of an environmental class not lower than Euro-4 and Euro-5) in order to transition to the production of motor fuel such standards. The Group has also established a policy on waste production in accordance with Decree of the Cabinet of Ministers No. 14 of 21 January 2014 "Procedure for Developing and Harmonising Draft Environmental Standards". In the production process, generated waste typically includes filter elements, absorbents, catalysts and liquid waste. Production waste is recorded and either recycled or reused as secondary resources.

Water

The Group is committed to sustainable water resource management and aligns its activities with Sustainable Development Goal 6 "*Ensure availability and sustainable management of water and sanitation for all*". In line with this commitment, the Group aims to reduce water consumption by 35% by 2030, compared to 2021 levels.

The main sources of water at production sites are surface natural water bodies, artificial reservoirs, underground water sources and collector-drainage systems. Water is utilised for industrial operations, domestic and drinking needs, and fire protection measures. To reduce water consumption and optimise resource efficiency, water recycling systems have been implemented at several key oil and gas processing facilities, including the Mubarek GPP, Shurtan OGPU, Shurtan GCC, and Bukhara Oil Refinery. These initiatives have significantly reduced the demand on water resources, enhancing environmental sustainability across operations.

The use of water resources and wastewater discharges are recorded, and environmental monitoring for compliance with regulatory requirements for wastewater is carried out. In 2024, the total volume of water withdrawn amounted to 30,193 thousand m³, representing a 7.4% decrease compared to 2023. Surface water

resources have remained the primary source of water withdrawal over the past three years. The decrease in water consumption in 2024 was primarily due to the use of treated wastewater for irrigation and the implementation of a drip irrigation system covering 127.5 hectares of forest plantations.

The Group strictly adheres to maximum permissible discharge standards for both terrain and water bodies at all production sites where such regulations apply. Wastewater is discharged onto terrain, into collector-drainage systems, evaporation ponds, cesspools, and sewer systems, in full compliance with established environmental standards.

In 2024, the total volume of discharged water was 5,643.2 thousand m^3, reflecting a 16.7% decrease compared to 2023. Of the total discharge volume, 46.5% was classified as freshwater, with a dissolved solids concentration of less than 1,000 mg per litre.

Before discharge, wastewater undergoes biological, physicochemical, and physical treatment. At Shurtan OGPU, Shurtan GCC, and Mubarek GPP, purified domestic wastewater is repurposed for irrigating forest plantations. Additionally, at the Uzbekistan GTL Plant, treated wastewater is fully recycled within the production process, minimising water consumption and reducing environmental impact.

Greenhouse gas emissions

The Group acknowledges the global challenge of climate change and actively supports international efforts to reduce greenhouse gas ("**GHG**") emissions. To ensure accurate reporting and monitoring, the Company applies recognised methodological guidelines for GHG emissions calculations, including the IPCC Guidelines for National Greenhouse Gas Inventories, 2006, ISO 14064-1:2006, and STO Gazprom 102-2011 Greenhouse Gas Emissions Inventory.

According to the First Biennial Updated Data Report of the Republic of Uzbekistan, prepared in line with the United Nations Framework Convention on Climate Change, the Company applies a methane conversion factor of 25 tonnes of CO_2-equivalent ("**CO_2-eq**") for emissions assessments. The table below shows the information on the Group's GHG emissions (Scope 1 and Scope 2) for the years ended 31 December 2022, 2023 and 2024:

	2022	2023	2024
		t CO_2-eq	
GHG emissions Scope 1			
Carbon dioxide (CO_2)	4,845,511.8	4,467,768.9	4,277,466.1
Methane (CH_4)	10,711.8	9,596.2	2,970.4
Total	**4,856,223.7**	**4,477,365.0**	**4,280,416.5**
GHG emissions Scope 2			
CO_2 electricity	447,060.5	409,227.7	401,390.3
CO_2 heating energy	1,794,807.9	1,767,046.6	1,679,460.5
Total	**2,241,868.5**	**2,176,274.3**	**2,080,850.8**

In 2024, the Group launched a methane emissions reduction initiative as part of its broader environmental strategy. This included the implementation of a Leak Detection and Repair programme across production facilities from 2024 to 2026, aimed at detecting and repairing methane leaks in field and infrastructure systems. The project is targeted to reduce methane emissions by 121 million m^3 per year—equivalent to 2.4 million tonnes of CO_2 annually, or the amount absorbed by approximately 120 million trees. The initiative is projected to contribute 12.2% towards Uzbekistan's commitments under the Global Methane Pledge. Separately, the Group registered the methane reduction programme at the Mubarek OGPU fields with the International Methane Trading Association to enable monetisation, following the prevention of 16.2 million m^3 of methane loss per year (equivalent to 337 thousand tonnes of CO_2).

In addition, to generate alternative electricity and meet its internal energy needs, in 2024, the Group installed solar photovoltaic systems with a total capacity of 26 MW across all its production facilities. Additionally, 70,900 litres of solar water heating collectors were installed, along with 1,103 motion sensors for lighting systems.

These initiatives have led to a reduction of greenhouse gas emissions by 18.6 kt of CO_2-eq per year in 2024 compared to 2023.

The Group is planning to implement a carbon capture project at its GTL Plant, which is targeted to reduce GHG emissions by approximately 1.5 million tonnes annually. The captured CO_2 will be injected into abandoned wells, a process that is expected to enhance the value of synthetic product exports by 20–30%. In parallel, the Group is exploring the production of Sustainable Aviation Fuels as part of its broader commitment to support the decarbonisation.

Pollutant Emissions into the Atmosphere

The gradual reduction of pollutant emissions into the atmosphere is a key component of the Group's long-term environmental strategy. The most significant emissions arise from hydrocarbon extraction and processing. To monitor and control emissions, the Group regularly assesses air quality at its production facilities. In 2024, a total of 4,211 atmospheric samples were taken.

The Group has implemented various measures to protect air quality, including modernisation of the sulphur recovery unit at the Mubarek GPP, expansion of production capacity at the Uzbekistan GTL Plant to introduce cleaner processing technologies and modernisation of the Bukhara Oil Refinery, aimed at transitioning to Euro-5 compliant motor fuel production.

As part of its environmental commitments, the Group targets a 35% reduction in sulphur oxide emissions—which account for the largest share of total emissions—by 2030, compared to 2021 levels.

The table below shows the volumes of pollutant emissions into the atmosphere by the Group's facilities:

	2022	2023	2024
		tonnes	
Nitrogen dioxide	6,463.6	5,215.2	5,279.0
Sulphur dioxide	74,124.8	75,717.6	39,734.7
Volatile organic compounds	142.2	138.2	68.1
Carbon monoxide	25,226.3	25,940.5	21,701.6
Particulate matter	480.3	489.7	485.7
Other	49.8	35.7	19.4
Total	**106,486.9**	**107,536.9**	**67,288.4**
Hydrocarbons	8,226.0	7,503.8	6,172.0
Hydrogen sulphide	64.0	90.6	81.5

In 2024, the volume of emissions of pollutants into the atmosphere at the Group's facilities decreased by 37.4% compared to 2023, primarily due to improvements in the treatment of acidic gases at processing plants.

Biodiversity

The Group is committed to minimising the environmental impact of its production activities and actively implements measures to protect and restore natural resources. To mitigate the effects of oil and gas operations on the environment, particularly in relation to land use and biodiversity, a land reclamation programme has been developed for the period 2022–2025. Under this programme, land reclamation activities covering 221.04 hectares are planned for 2025. This initiative aligns with the Strategy for the Conservation of Biological Diversity in the Republic of Uzbekistan for 2019–2028, under which the Group is undertaking afforestation projects, implementing drip irrigation systems, and adopting measures to preserve biodiversity. In addition, as part of the nationwide "Yashil Makon" project, the Group's structural divisions will continue environmental improvement activities at their respective facilities in 2025, including the planting of approximately 348,500 tree saplings during the spring and autumn seasons.

The Group operates two production sites located within a protected natural area—the Savatli and Dayakhatyn deposits of the Gazli OGPU. These sites are situated within the Kyzylkum State Tugai-Sand Nature Reserve, which was established in 1971 and covers an area of 10,311 square kilometres, extending into the Romitan district of the Bukhara region and the Khazarasp district of the Khorezm region. Classified as a strict nature reserve under the International Union for Conservation of Nature, the reserve plays a crucial role in the conservation of rare species. The primary environmental impact associated with operations in the reserve arises from the development of deposits, which can lead to vegetation loss, soil degradation, and air pollution. These effects occur during the construction and expansion of well sites, as well as during the installation of pipelines and gas transmission infrastructure. However, the duration of such impacts is limited to three months, after

which comprehensive reclamation measures are undertaken to restore biodiversity and mitigate any long-term consequences for the reserve's ecosystem.

Legal Proceedings

As at the date of this Offering Circular, there are no, and have not been any, governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer is aware), during the 12 months prior to the date of this Offering Circular which may have, or have had in the recent past, a significant effect on the financial position or profitability of the Issuer or the Group.

Insurance

The Group maintains insurance policies that are consistent with industry practices in Uzbekistan in terms of limits of indemnity and in scope of coverage. The Group holds a civil liability insurance policy covering damage to life, health, property of third parties, and the environment in the event of an accident at a hazardous industrial facility. This policy remains in effect until 13 October 2025. Additionally, the Group has an employer's liability insurance policy No. 11-01/4002/11/0000768, valid from 31 January 2025 to 30 January 2026. The Group's insurance coverage is reviewed on a periodic basis in order to adapt to changing conditions and to ensure appropriate coverage.

In accordance with the Resolution of the Cabinet of Ministers of the Republic of Uzbekistan "On Measures to Implement the Law of the Republic of Uzbekistan On Compulsory Insurance of Civil Liability of the Employer No. 177" dated 24 June 2009, all divisions of the Company are insured for the breach of employer's liability, which covers compensation for harm caused to the life or health of any employee in connection with a work injury, occupational disease or health-related issue associated with the performance of their duties.

In addition, the Group maintains insurance policies covering its assets, operations and certain employees in line with Article 20 of the Law of the Republic of Uzbekistan "On Industrial Safety of Hazardous Production Facilities" No. ZRU-57 dated 28 September 2006, the Resolution of the Cabinet of Ministers of the Republic of Uzbekistan No.271 dated 10 December 2008 "On the Additional Measures to Implement the Law of the Republic of Uzbekistan "On Industrial Safety of Hazardous Production Facilities", specifically the Regulation "On the Procedure of Compulsory Civil Liability Insurance for Damage to Life, Health and/or Property of Other Persons and the Environment in Case of an Accident at a Hazardous Production Facility" approved thereunder. The Group seeks to protect against a range of key insurable risks, including industrial accidents (including labour accidents), fire, earthquakes, lightning, flooding, acts of terrorism and other natural and man-made disasters and vandalism.

Information Technology

Information technology is important to the Group's ability to operate efficiently, and its information technology systems infrastructure supports the Group's various business operations with advanced operational and security levels. The Group has an information technology model with full coverage for its business processes, from purchase to pay, order to cash, employee records, planning, accounting and consolidation. The Group's software package supports the needs of its business and has been tailored to match its business processes. The internal team ensures continuity of expertise and the swift alignment to the changing needs of the Group. The Group uses modern technologies to analyse available data and understand how it can improve total performance.

The Group is focused on implementing the following key digitalisation initiatives as part of the "Digital Uzbekistan – 2030" Strategy:

- *The E-Kon project* is an initiative aimed at digitising natural gas production processes across the Group's fields, enhancing the hydraulic characteristics of the gas transportation system. The implementation of primary technological accounting for extracted gas will reduce wellhead pressure and increase production volumes. The project is expected to contribute an additional 100 mcm of gas per year.

  The project is being implemented in two phases. During the first phase, a total of 3,024 pressure sensors, 1,597 temperature sensors, and 86 communication devices were installed. These measures enabled the digitalisation of 1,500 wells and 150 gas gathering points. Following implementation, real-time well condition data is now transmitted online, with each well providing 800–900 data points. The

monitoring system processes and analyses data in real time, significantly improving decision-making efficiency and accuracy in operational control. The second phase involves the installation of 80 gas treatment units, which will service 38 gas fields. Additionally, 243 technological units, including separators, degassers, buffer tanks, and 94 operational gas metering units, will be installed, alongside 6,500 shut-off and control valves. Construction and installation work commenced in 2024 and is scheduled for completion in June 2025. To date, 37 gas treatment units have been commissioned, construction and installation of 32 units have been completed, and a phased connection of facilities across the gas fields is ongoing.

- *Digitalisation of drilling processes* – the opening of the Drilling Control Centre to allow managing technological and organisational processes online (24/7) and to reduce the time required to construct wells. In May 2024, the Group launched the country's first Drilling Control Centre ("**DCC**"). This centre is designed to reduce the duration of well drilling. The DCC provides round-the-clock real-time monitoring of drilling operations using Drilling RTM, Drilling ENGINEERING, and PLATFORM software, enabling the prompt identification and prevention of potential accidents and incidents. In 2025, the functionality of the DCC is expected to be expanded into a Well Construction Control Centre, which will include oversight of well workovers using Data PLATFORM Enterprise, Production WWO (Field), and Production WWO (Office) software.

- *Development of the SAP ERP System* to optimise business processes, reduction of the number of manual operations and the influence of the human factor, collection of data in a single source of information for making informed decisions, achieving positive economic results and increasing the overall efficiency of the Group. As part of the SAP project, significant progress was made in 2024. Technical project documentation for the SAP ERP system was prepared, along with a detailed technical specification to guide pre-project activities for its implementation. Additionally, the initial pricing for SAP ERP system licences was determined, laying the groundwork for the next phase of the project. In 2025, further measures are planned to advance the SAP ERP system implementation. These include developing requirements for a comprehensive pre-project study, conducting the study with the potential engagement of an experienced consultant, and formulating an action plan based on its findings. A technical specification for methodology and integrator services will be prepared, followed by a competitive tender process to select a methodology expert and system integrator, culminating in contract execution. The implementation of one ERP module as a pilot project will serve as a preliminary phase to test and refine the system before full-scale deployment.

Within the Company, the Information and Communications Technology Department (the "**ICT Department**") performs the following duties:

(i) Provision of all-round technical and information support for all areas of the Group's operations, including development, modernisation, and maintenance of the performance and efficiency of unique information systems;

(ii) Development of a unique base of regulatory documents regulating the information sphere of the Group's activity to ensure efficiency of operations and reduce costs in production activities; and

(iii) Ensuring monitoring and counteraction to any attempts to spoil, delete, distort or substitute production and business information of the Group by internal or external forces, interaction with authorised bodies in the sphere of ensuring information security of the Group as a strategic state asset of Uzbekistan.

In addition, the ICT Department is responsible for implementing key digital transformation initiatives within the Group, in line with national strategic directives, including the "Digital Uzbekistan—2030" Strategy. The department is also tasked with executing Presidential Decree No. PF-77, issued on 24 May 2023, aimed at improving state control mechanisms in the fuel and energy sector through the "Digital Energy Monitoring" system. Further responsibilities include compliance with Presidential Resolution No. 157 dated 12 May 2023, which mandates improvements in the accounting system for the extraction, processing, and sale of natural and liquid hydrocarbons. The department is also engaged in advancing digital economy and e-government initiatives under Presidential Resolution No. PQ-4699, issued on 28 April 2020, ensuring the widespread adoption of digital technologies across the Group's operations.

The Group's main systems support critical operations, digital transformation, and security across its infrastructure.

- Microsoft Active Directory Corporate Domain (ung.uz), based on Microsoft Windows Server, manages authentication and network services, including DNS, DHCP, WSUS, SMB, and Domain Group Policies.
- Security gateways using Kerio Control integrate the Group's divisions into a unified network, filtering unwanted content and monitoring user and server activity.
- ESET PROTECT Entry antivirus system enables remote deployment, updates, and maintenance of employee workstations while tracking virus activity and identifying vulnerabilities that could compromise corporate systems.
- Basic accounting and payroll systems support financial operations and employee compensation.
- The Company's VPN server, with a backup system, ensures uninterrupted employee access, including during emergencies such as the COVID-19 pandemic.

In addition to core IT infrastructure, the Group utilises specialised digital platforms for operational efficiency:

- E-Kon (Digital Gas Extraction System) provides a centralised data structure for gas extraction and well monitoring, enabling real-time tracking of temperature, pressure, and gas consumption at collection points. It detects downtime, improves data integrity, and enhances emergency response.
- E-Drilling (Digital Drilling Management System), based on NEDRA Drilling RTM and NEDRA Data PLATFORM, ensures continuous organisational and technological control over drilling operations, optimising resource use and enhancing safety compliance.
- Modelling Centre integrates Intersect, Techlog, ProSource, Pipesim, Eclipse, OFM, IAM, Studio, Petrel, and MEPO for advanced geological and hydrodynamic modelling, improving hydrocarbon extraction forecasts, optimising field development, and reducing drilling costs.
- UNG – PMS (an automated system for accounting and monitoring the state of electricity produced by solar photovoltaic stations), UNG-CMMS (automated maintenance and repair management system), UNG-HRM (automated human resource management system) and UNG-DOCFLOW (automated document management system).

These systems play a vital role in enhancing operational efficiency, strengthening cybersecurity, and optimising resource management, aligning with the Group's broader digital transformation strategy.

Intellectual Property

The Group believes that its patents, trademarks, trade secrets, licences and other intellectual property rights are crucial to its continued success. The Group is committed to the development and protection of its intellectual property portfolio.

The Group has registered its Bukhara Oil Refinery LLC trademark and service mark as well as the trademarks of Shurtan GCC and of the Uzbekistan GTL Plant. The Group monitors the use of its intellectual property by third parties. As at the date of this Offering Circular, no member of the Group is involved in any litigation or arbitration proceedings relating to the Group's intellectual property rights, which could have a material adverse effect on the Group's businesses, results of operations and financial condition.

Risk Management and Compliance

Risk management at the Company was established in accordance with Resolution No. 73 of the Management Board on 24 March 2018. The Company has implemented structured initiatives to enhance risk awareness and mitigation strategies, including training sessions and international collaborations.

A major milestone was the diagnostic assessment conducted by PricewaterhouseCoopers ("**PwC**") in December 2021, evaluating corporate governance and risk management systems. Based on PwC's

recommendations, the Management Board approved a roadmap (Resolution No. 45, 7 June 2022) to strengthen the risk management framework. Further enhancements were implemented through Resolution No. 22, dated 1 March 2023, which established the Systematic Risk Management ("**SRM**") framework and led to an intensive three-month training programme.

The Business Development Department has systematically integrated risk management into corporate planning. In December 2023, a risk register was compiled as part of the 2024 business plan, detailing potential risks and preventive measures. This register was reviewed by key departments and presented to the Management Board in January 2024. Quarterly risk monitoring reports were subsequently developed, providing continuous oversight of identified risks and mitigation actions.

In line with Presidential Decree No. PF-100, dated 10 July 2024, the Company established a Risk Management Committee to strengthen financial oversight. The Internal Audit Service was designated as the committee's working body under Management Board Resolution No. 112, dated 19 December 2024. As part of the 2025 business plan, a new risk register identified 133 key risks, categorised across five levels of severity. The most critical risks include declining gas production, supply chain deficiencies, operational failures, delays in equipment maintenance, data security breaches, and non-compliance with investor reporting obligations.

A key achievement in 2024 was the integration of risk management with the Group's annual business plan, ensuring a proactive approach to risk mitigation. Looking ahead to 2025, the Group plans to enhance the Unified Risk Management System by updating its Regulation on Risk Management and expanding employee training programmes to reinforce best practices and ensure continuous improvement in risk governance.

MANAGEMENT

The following is a summary of certain information concerning the management of the Company and of certain provisions of the Charter of the Company and of Uzbekistan law regarding corporate governance. This summary is qualified in its entirety by reference to such Charter and the laws of the Republic of Uzbekistan.

The Company has three tiers of management operating pursuant to the Charter and the laws of the Republic of Uzbekistan:

1. General Meeting of Shareholders;

2. Supervisory Board; and

3. Management Board.

The Company has also issued 24,437,863 preferred non-voting shares allotted amongst legal entities and individuals ("**Non-Voting Shareholders**") and thus, these shareholders do not represent the management of the Company.

General Meeting of Shareholders

The General Meeting of Shareholders, attended by the Ministry of Economy and Finance of the Republic of Uzbekistan which is exclusively holding all of the common voting shares, is responsible for issues which are beyond the competence of the Supervisory Board and the Management Board, as determined by law and by the Company's charter, being the supreme management body of the Company.

The General Meeting of Shareholders approves the Company's annual report, the annual financial statements and the report of the Supervisory Board. Additionally, the General Meeting of Shareholders confirms the distribution of the Company's net profit, selects the service provider for conducting the external audit and approves the early termination of powers of the Chairman and members of the Management Board.

On the matters of liquidation and reorganisation of the Company, the General Meeting of the Shareholders includes the votes of the Non-Voting Shareholders.

Supervisory Board

The Supervisory Board is a key body in the Company's management structure and is formed of seven members elected by the majority shareholder, including two independent members. The Supervisory Board carries out general overseeing functions of the Company's activities, with the exception of matters which are attributed by law and by the Company's charter to be within the competence of the General Meeting of Shareholders. It is accountable to the General Meeting of Shareholders. Candidates to the Supervisory Board of the Company are nominated and elected by the shareholder holding the voting shares (Ministry of Economy and Finance of the Republic of Uzbekistan).

The members of the Supervisory Board of JSC Uzbekneftegaz were approved by the decision of the sole (voting) shareholder of JSC Uzbekneftegaz dated 11 July 2024 for a term of three years.

Composition

The following table sets forth the names and positions of the current members of the Supervisory Board.

Name	Position	Date of Birth
Lee Dmitriy Romanovich	Director of the National Agency of Perspective Projects of the Republic of Uzbekistan, Chairman of the supervisory board	21 August 1982
Mustafayev Khurshed Bakhtiyorovich	Deputy Minister of Economy and Finance of the Republic of Uzbekistan, Deputy Chairman of the Supervisory Board	8 October 1980
Mamatkarimov Bakhtiyor Rustamovich	First Deputy Minister of Energy of the Republic of Uzbekistan, member of the Supervisory Board	8 May 1980

Name	Position	Date of Birth
Mukhutdinov Nodir Ubaydullayevich	Project Manager of Yangi Kon LLC, member of the Supervisory Board	17 June 1974
Akbarjonov Aziz Akbarjon ugli	Chairman of the Board of "Uzbek Industrial and Construction Bank", member of the Supervisory Board	11 September 1985
Thomas Melvin Quigley	Member of the Supervisory Board (independent)	19 November 1957
Alex Barry Melnkovic	Member of the Supervisory Board (independent)	14 August 1957

Lee Dmitriy Romanovich

Mr. Lee currently serves as the Director of the National Agency of Perspective Projects of the Republic of Uzbekistan, a position he assumed in April 2022. Mr. Lee began his career in the field of public education, subsequently working in the machinery and metallurgy industries, where he held various managerial positions. From 2017 to 2019, he served as the First Deputy Director of the National Agency for Project Management under the President of the Republic of Uzbekistan. From May 2019 to 2022, he was the Director of the National Agency for Project Management under the President of the Republic of Uzbekistan.

Mr. Lee holds a Master's degree in Petroleum Engineering from the Moscow Institute of Oil and Gas.

Mustafayev Khurshed Bakhtiyorovich

Mr. Mustafaev currently serves as the Deputy Minister of Economy and Finance of the Republic of Uzbekistan, a position he assumed in April 2024. Mr. Mustafaev began his career in 2002 as an economist in the General Budget Department of Bukhara Region Finance Administration, focusing on the financing of public education, science, culture, and personnel training. Over the years, he held various senior positions within the Bukhara Region Finance Administration and the Ministry of Economy and Finance of the Republic of Uzbekistan.

Mr. Mustafaev graduated from the Tashkent Financial Institute in 2002 and obtained Master's degree from the Banking and Finance Academy of the Republic of Uzbekistan in 2009 and from Ritsumeikan University in Japan in 2014.

Mamatkarimov Bakhtiyor Rustamovich

Mr. Mamatkarimov currently serves as the First Deputy Minister of Energy of the Republic of Uzbekistan, a position he assumed in March 2024. He began his career in 2001 as a cashier, progressing through roles such as cashier-supervisor and foreign exchange department specialist at the Andijan regional branch of the state joint-stock commercial bank "Asakabank". His professional journey included positions at various banks and "Neftgazinvest" Limited Liability Company before serving as the deputy chairman of the board of Uztransgaz JSC for finance and marketing (2020-2022) and subsequently becoming the governor of Andijan district in 2022.

Mr. Mamatkarimov graduated from Tashkent Financial Institute in 2000, the Academy of Banking and Finance of Uzbekistan in 2013, and the Academy of Public Administration under the President of the Republic of Uzbekistan in 2021.

Mukhutdinov Nodir Ubaydullayevich

Mr. Mukhutdinov currently serves as a Project Manager at Yangi Kon LLC, a role he assumed in April 2023. He began his career in 1996 as an engineer and junior researcher at the Geophysical Laboratory of the Institute of Geology and Exploration of Oil and Gas Fields JSC. Over the years, Mr. Mukhutdinov has held various significant positions, including research associate, senior researcher, and eventually the first deputy director at the same institute.

His extensive experience also includes serving as the head of the Department of Development and Coordination of Exploration Works at the National Holding Company Uzbekneftegaz. He further advanced to become the First Deputy Chairman and later the Chairman of the Management Board at Uzneftgazqazibchiqarish JSC. Additionally, he was the Head of the Department of Geology, Oil, and Gas Production at the Ministry of Energy of the Republic of Uzbekistan. From 2020 to 2021, Mr. Mukhutdinov held the position of Deputy Chairman of

the State Committee of the Republic of Uzbekistan on Geology and Mineral Resources. Following this, he served as an Advisor to the Chairman of the Committee from 2021 to 2024.

Mr. Mukhutdinov holds a degree in Geophysics Engineering from Tashkent State Technical University (1996) and a PhD in Geological and Mineralogical Sciences. His extensive background and expertise in geology and energy have significantly contributed to the industry.

Akbarjonov Aziz Akbarjon ugli

Mr. Akbarjonov currently serves as the Chairman of the Management Board at JSC "Uzbek Industrial and Construction Bank", a position he assumed in October 2023. Mr. Akbarjonov began his career in 2004 as a specialist in the Corporate Clients Department at the National Bank for Foreign Economic Activity of the Republic of Uzbekistan, Tashkent Regional Branch. He was appointed Chief Credit Director at JSC "Uzbek Industrial and Construction Bank" in January 2020 after serving as Credit Director from November 2019 and previously as Director of the Project Management and Execution Control Department from 2018 to 2019. From May 2020 to October 2023, he held the position of First Deputy Chairman of the Management Board of JSC "Uzbek Industrial and Construction Bank".

Mr. Akbarjonov holds a Bachelor's degree in Economics from Tashkent State University of Economics, obtained in 2008, and a Master's degree in Management from the same institution, earned in 2010.

Alex Barry Melnkovic

Mr. Melnkovic is a member of the advisory board and the audit committee at La Roche University in Pittsburgh, Pennsylvania (USA). Mr. Melnkovic's career spans several decades, during which he has held senior leadership roles in prominent organisations. Notably, he served as Senior Vice President and Chief Human Resources Officer at United States Steel Corporation, where he oversaw global human resources and labour relations strategies. Prior to that, he was the Chief Human Capital Officer at Amtrak, the United States' national passenger railroad service. His professional journey also includes key positions at companies such as Owens Corning, Holland America Line, Motor Coach Industries, and Lilly Industries, where he led various human resources initiatives.

Mr. Melnkovic holds a bachelor's degree in Economics from the University of Pittsburgh and a master's degree in Human Resources from Rutgers University.

Thomas Melvin Quigley

Mr. Quigley is the Chief Executive Officer of Energean PLC, a position he has held since April 2023. He has an extensive work experience in the oil and gas industry, starting in 1982 with BP where he held various technical, operational, project, and commercial roles at senior management level until 2005. Mr. Quigley then moved on to TNK BP as the Vice President of Yamal Oil and Gas Projects from 2005 to 2012. Following this, he worked at Rosneft as a Project Director from 2012 to 2013, then at OMV as Managing Director from 2014 to 2016.

Mr. Quigley holds a bachelor's degree in Physics from the University of Leicester, a Doctor of Philosophy degree in Theoretical Physics from the University of Oxford and a Master of Science in Management degree from the Stanford University Graduate School of Business.

Powers and responsibilities

As set out in the Company's Charter, the Supervisory Board's responsibilities include:

- determination of the Company's strategic priorities having considered the reports of the Company's Board on measures taken to achieve the Company's development strategy;
- convocation of the annual and extraordinary General Meeting of Shareholders;
- preparation of the agenda of the General Meeting of Shareholders;
- setting the date, time and place of the General Meeting of Shareholders;

- setting the date of formation of the register of shareholders of the Company for notification of the General Meeting of Shareholders;
- introducing the issues stipulated by the second paragraph of the first part of Article 59 of the Law on Joint-Stock Companies and Shareholders' Rights of the Republic of Uzbekistan (as amended) 2014 (the "**Law on Joint-Stock Companies**") for the decision of the General Meeting of Shareholders;
- determining the market value of property;
- early termination of powers of members and the chairman of the Management Board, in cases as prescribed by law and the charter of the Company;
- approval of the Company's annual business plan;
- the organisation of the internal audit service and the appointment of its employees, as well as the quarterly hearing of its reports;
- receipt of any documents relating to the activities of the Company's executive body for the duties entrusted to the Management Board of the Company. Documents received may be used by the Supervisory Board of the Company and its members for official purposes only;
- conducting an audit (with the exception of a mandatory audit), determining the audit organisation, deciding on the amount of the maximum fee for its services and concluding an agreement with it (including termination of the agreement);
- providing recommendations on the dividend amounts to be paid, the form and procedure for their payment;
- establishment of branches and opening representative offices of the Company;
- creation of business entities and subordination of the Company;
- decision-making on the conclusion of transactions in cases provided for by chapters 8 and 9 of the law on Joint-Stock Companies;
- conclusion in the manner prescribed by law of transactions with the participation of the Company in commercial and non-profit organisations;
- making a decision on the redemption of corporate bonds of the Company;
- resolving issues of increasing the charter capital of the Company, as well as making amendments and additions to the charter of the Company related to an increase in the charter capital of the Company and a decrease in the number of charter shares of the Company;
- approval of the decision on the issue of securities (shares, bonds) and the prospectus;
- making amendments and (or) addendums to decision on the issue of securities (shares, bonds) and emission prospect and text approval;
- setting the price of the placement of shares (the issue of securities on the stock market and the organised OTC market) in accordance with Article 34 of the Law on Joint-Stock Companies;
- making decisions on the issue by the company of corporate bonds, including bonds convertible into shares;
- making decisions on the issue of derivative securities;
- preliminary approval of the amounts of remunerations and/or compensations payable to the Chairman and members of the Management Board of the Company, as well as their maximum amounts;

- appointment of a corporate advisor and approval of the Regulation governing the activities of a corporate advisor;
- approval of the regulation on information policy;
- creation of committees under the Supervisory Board and approval of the Regulation governing the activities of these committees; and
- approval of voting procedures on behalf of the Company by its representatives in the management bodies of enterprises and organisations, whose shares and participatory interest are held by the Company.

The Management Board of the Company

The Company is managed by the Management Board (the "**Management Board**") which, within the limits prescribed by Uzbekistan law, is responsible for the overall direction and supervision of the Company on a daily basis.

Pursuant to the Company's Charter, the Management Board is comprised of ten members, including the Chairman of the Management Board, two First Deputy Chairmen, five Deputy Chairmen and two Heads of key business departments of the Company, all being appointed by the General Meeting of Shareholders (Sole Shareholder) for a term of three years.

As of the date of this Offering Circular, there is a vacancy for the First Deputy of the Management Board for Transformation Issues, the Deputy Chairman of the Management Board for processing and one vacant position of the Head of key business department.

Composition

The following table sets forth the names and positions of the members of the Management Board of the Company.

Name	Position	Date of Birth	Date of appointment (last re-appointment) to the Management Board
Sidikov Bahodirjon Bahromovich	Chairman of the Management Board	27 May 1979	4 July 2023
Alirizayev Shakhzod Shukhratovich	First Deputy Chairman for Localisation and Cooperation	22 November 1989	2 February 2023
Anarkulov Bakhtiyar Rakhmankulovich	Deputy Chairman for Economy and Finance	5 July 1972	16 May 2024
Sherov Rustam Chuliyevich	Deputy Chairman for Geology and Mining	24 November 1978	4 July 2023
Khakimov Kahramon Norbuta ugli	Deputy Chairman for Regime and Personnel Management	10 August 1980	25 April 2023
Yuldashev Gayrat Abdullayevich	Deputy Chairman for Capital Construction and Transport	12 May 1967	23 December 2024
Abdurakhimov Amin Nayimovich	Head of Legal Department	12 July 1981	12 August 2022

The following is the biographical information for each of the members of the Board.

Sidikov Bahodirjon Bahromovich

Since 12 March 2023, Mr. Sidikov has been the Chairman of the Management Board of the Company. Mr. Sidikov graduated from the Tashkent State Institute of Finance in 2022, he also holds a Master's degree from Tashkent State Technical University. Throughout his career, Mr. Sidikov has held a variety of leadership positions. He began as Head of Department at O'zlitineftgaz JSC and Uztyazneftegazkhimproekt before

progressing to the role of Director at a Neftegazinvest subsidiary. At Uzbekistan GTL LLC, he served as Deputy Director for Corporate Affairs, Director of Corporate Affairs, and Chief Financial Officer. Further, Mr. Sidikov served as Deputy Head of the Main Department for Forecasting and Investment Programs, as well as Director of Neftegazinvest LLC. He also contributed as Head of the Department for Strategic Development and Investments and Deputy Chairman of the Management Board for Strategic Development and Investments. In addition, Mr. Sidikov led the Information and Analytical Department for Geology, the Fuel and Energy Complex, and the Chemical and Metallurgical Industries in the Cabinet of Ministers of the Republic of Uzbekistan. He also served as Chief Specialist and Director of the Project Office for Reforming the Oil and Gas Industry under the Ministry of Energy of the Republic of Uzbekistan. Furthermore, he was Director of the Project Office for the investment project "Development of the Yoshlik 1 Deposit" at Almalyk Mining and Metallurgical Complex JSC, and later held the position of Deputy Chairman of the Management Board for Geology at Uzbekneftegaz JSC.

Alirizayev Shakhzod Shukhratovich

Since 2019, Mr. Alirizayev holds a position of the First Deputy Chairman of the Management Board for Localisation and Cooperation. He began his career in Eriell Corporation where he worked in executive positions from 2008 till 2018. From 2018 to 2019, he worked as First Deputy Director and then Interim Acting Director of Neftegazinvest LLC under Uzbekneftegaz JSC.

Mr. Alirizayev graduated from Tashkent State University of Economics (Bachelor, Master) in 2011.

Anarkulov Bakhtiyar Rakhmankulovich

Since May 2024, Mr. Anarkulov holds a position of the Deputy Chairman of the Management Board for Economy and Finance. He began his career in 1994 as an economist in the Planning and Payroll Department of Uztransgaz JSC. During his career, he has held various managerial positions, including Deputy Chief Accountant at JSC Uztransgaz (1997-1998), Head of the Economics and Labour Organisation Department at Uztransgaz JSC (2002-2004), Head of the Department of Economic Analysis, Finance and Securities (2004-2010). Between 2010 and 2017, he was a Senior Specialist in the Chief Financial and Economic Management of the National Holding Company Uzbekneftegaz. From 2017 to 2018, he worked as a Senior Specialist in the Department of Economic Analysis and Forecasting at Uzbekneftegaz JSC. In 2018–2019, he acted as Deputy Chairman of the Board for Economics and Finance at Uztransgaz JSC, and later in 2019 he resumed a role as Senior Specialist in the Department of Economic Analysis and Forecasting at Uzbekneftegaz JSC. From 2019 to 2022, he was Head of the Investment Asset Management Division within the Department for Corporate Relations and Asset Management at Uzbekneftegaz JSC, holding the position of Deputy Head of the Department. Between 2022 and 2023, he served as Deputy Head of the Asset Management Department and Head of the Investment Assets Management Department at Uzbekneftegaz JSC. In 2023, he was appointed to the position of an acting as Deputy Chairman of the Board for Economics and Finance, performing the functions of Chief Financial Officer.

Mr. Anarkulov graduated from Tashkent Financial Institute with a degree in accounting and audit.

Sherov Rustam Chuliyevich

Since 2022, Mr. Sherov holds a position of the Deputy Chairman of the Management Board for Geology and Mining. Mr. Sherov has more than 23 years of management experience. Previously, he held the positions of Head of the geological service of the Kokdumalak field of UE Muborakneftgaz, Deputy Head of Oil and Gas Production of Uzgeoburgneftgazdobycha, Head of the Oil and Gas Production and Gas Processing Department of Uzneftegazgazdobycha JSC, Deputy Head of the Central Production and dispatch service, Chief Engineer — First Deputy Chairman of the Board of Uzneftegazgazdobycha JSC, Deputy Chairman The Production Board of Uzneftgazdobycha JSC, Acting Chairman of the Board of Uzneftgazdobycha JSC, Head of the Mubarek OGPD, Director of the Mubarek OGPD, Deputy Chairman of the Production Board of Uzbekneftegaz JSC, Deputy Chairman of the Production and Processing Board of Uzneftgazdobycha JSC.

Mr. Sherov graduated from Tashkent State University with a bachelor's degree in Geology and Mineral Exploration (2000) and a master's degree in Geology and Exploration of Oil and Gas Fields (2002).

Khakimov Kahramon Norbuta ugli

Since 2023, Mr. Khakimov holds a position of the Deputy Chairman of the Management Board for Regime and Personnel Management. From 2021 to 2023, he held the position of Deputy Director of the Agency for State Asset Management of the Republic of Uzbekistan. Mr. Khakimov graduated from the National University of Uzbekistan named after M. Ulugbek in 2001.

Yuldashev Gayrat Abdullayevich

Mr. Yuldashev has served as the Deputy Chairman of the Management Board for Construction and Transport since December 2024. With nearly 30 years of management experience, Mr. Yuldashev has held prominent positions in several leading companies, including Mahsusgazta'mir JSC, Neftegazmakhsuskurilish, KQB BUNYODKOR LLC, and Transgazengineering. From 2019 to 2024, he served as the Head of the Department of Facilities Management and Services. In 2024, Mr. Yuldashev was appointed as the Deputy Head of the Capital Repair and Design Department.

Mr. Yuldashev graduated from Tashkent Architectural and Construction Institute in 1992 with a degree in Industrial and Civil Engineering.

Abdurakhimov Amin Nayimovich

Mr. Abdurakhimov has served as the Head of the Legal Department since April 2020 and has been a member of the Management Board since August 2022. He began his career in 2004 as a leading specialist in the Legal Department of the Uzbekneftegaz National Holding Company. Over a span of 16 years, Mr. Abdurakhimov advanced to the position of Head of the Legal Department.

Mr. Abdurakhimov holds a degree in Jurisprudence from the Tashkent Law Institute (2004) and a degree in World Economy and Economic Relations from the Tashkent State University of Economics (2019).

Powers and responsibilities

The competence of Management Board of the Company includes all matters related to the day-to-day management of the Company's operations with the exception of matters reserved to the competence of General Meeting of Shareholders and Supervisory Board of the Company.

The Management Board of the Company ensures implementation of the resolutions of the General Meeting of the Shareholders and Supervisory Board of the Company. As set out in the Company's Charter, the Management Board's responsibilities include:

- management of Company's property and monetary funds within the limits of their powers;
- approval of the regulations on structural units of the Company;
- approval of internal normative documents of the Company, with exception of approval of the internal normative documents, which is reserved to the competence of the General Meeting of the Shareholders or Supervisory Board;
- making decisions binding on the joint-stock companies, organisations, branches and representative offices;
- appointment and dismissal of the heads of representative offices of the Company;
- devising programs and business plans for the Company's development and monitoring its implementation;
- ensuring profit-making in accordance with the business plans approved by the competent body of the Company;
- ensure the organization, proper maintenance and authenticity of accounting and reporting in the Company, as well as on the Company's activities, sent to the shareholders, creditors and other recipients of information;

- provide documents without any obstruction on financial-economic activities of the Company at the request of the Supervisory Board, Audit Commission or an external auditor of the Company;
- entering transactions related to the acquisition, alienation or the possibility of alienation (in case if the members of the Management Board has not reached the consensus, the matter shall be put for the consideration by the Supervisory Board) within its powers;
- storage of information constituting trade secrets of the Company;
- abide by all the rights of shareholders on dividend accrual and payment;
- ensure effective and stable operation of the Company within its powers;
- comply with the law of the Republic of Uzbekistan and internal documents of the Company;
- notify the Supervisory Board of the related-party interest (direct, indirect or on behalf of third parties) in entering any transactions or any other matter, related to the Company;
- reputation risk management of the Company;
- any other powers and responsibilities in accordance with the law of the Republic of Uzbekistan, the charter and normative documents of the Company.

Committees

Pursuant to the Company's Charter, the Company has the following committees.

Audit Committee

The Audit Committee ensures effective control over the financial and economic activities of the Company. The Audit Committee is responsible for overseeing the accuracy and completeness of the preparation of the accounting (financial) statements, ensuring the reliability of the internal control system and risk management measures, and safeguarding the independence and impartiality of both internal and external audits. It also monitors the effectiveness of the system for reporting unfair conduct by employees and third parties, as well as other potential violations of the Company's activities, and ensures that the measures implemented by management in response to such issues are effective.

The following table sets forth the names and positions of the members of the Audit Committee.

Name	Position
Mustafayev Khurshed Bakhtiyorovich	Chairman of the Committee
Mamatkarimov Bakhtiyor Rustamovich	Member of the Committee
Akbarjonov Aziz Akbarjon ugli	Member of the Committee

Nomination and Remuneration Committee

The Nomination and Remuneration Committee carries out analysis and development of recommendations for the Supervisory Board when making decisions on appointments and remuneration.

The Nomination and Remuneration Committee is responsible for considering candidates for the Company's management bodies, determining the necessary qualification requirements, and developing a personnel reserve for these bodies. It establishes conditions for the early termination of employment contracts with members of the Management Board, organises retraining and advanced training programmes to enhance their knowledge and to incorporate international experience, and develops appointment and remuneration policies, submitting proposals to the Supervisory Board while monitoring the implementation and compliance with these policies.

The following table sets forth the names and positions of the members of the Nomination and Remuneration Committee.

Name	Position
Alex Barry Melnkovic	Chairman of the Committee

Name	Position
Mustafayev Khurshed Bakhtiyorovich	Member of the Committee
Akbarjonov Aziz Akbarjon ugli	Member of the Committee

Strategy and Investment Committee

The Strategy and Investment Committee develops recommendations to the Supervisory Board on issues related to the Company's strategic development, including in the area of ESG and its effective investments. The Strategy and Investment Committee provides recommendations on strategic and sustainable areas of the Company's activities, develops and implements procurement and investment policies, evaluates promising investment projects and assesses their impact on increasing the share price, and analyses the concepts, programmes, and plans for the Company's strategic development, offering recommendations accordingly.

The following table sets forth the names and positions of the members of the Strategy and Investment Committee.

Name	Position
Thomas Melvin Quigley	Chairman of the Committee
Mamatkarimov Bakhtiyor Rustamovich	Member of the Committee
Mukhutdinov Nodir Ubaydullayevich	Member of the Committee

Anti-Corruption and Ethics Committee

The Anti-Corruption and Ethics Committee is responsible for the development of recommendations to the Supervisory Board on issues of conflicts of interest, control over combating corruption, compliance with the requirements of legislation and internal acts of the Company and assistance in resolving ethical situations.

The following table sets forth the names and positions of the members of the Anti-Corruption and Ethics Committee.

Name	Position
Mamatkarimov Bakhtiyor Rustamovich	Chairman of the Committee
Mukhutdinov Nodir Ubaydullayevich	Member of the Committee
Alex Barry Melnkovic	Member of the Committee

Internal Audit Service

The Internal Audit Service submits reports to the Supervisory Board to assist it in the everyday management of the Company. It is accountable to the Audit Committee.

Corporate Advisor

The Corporate Advisor produces reports to the Supervisory Board on compliance with the corporate laws of the Republic of Uzbekistan. The Corporate Advisor is guided by a respective internal regulation approved by the Supervisory Board.

Litigation Statement

As far as the Company is aware, none of the members of the Management Board, in the five years prior to the date of this Offering Circular: (i) has been convicted of fraud; (ii) has been declared bankrupt or been subject to insolvency proceedings or has been associated, under the scope of performing his/ her duties, with any bankruptcy, forced administration or liquidation proceedings; and (iii) has been subject to official criminal charges and/or sanctions by the public or regulatory authorities (including designated professional associations) or bans by a tribunal from holding the post of member of a supervisory, management or controlling body of the Company or from carrying out executive or management activities for any company.

Conflict of Interest

No actual or potential conflicts of interest exist between the duties that any member of the Management Board owes to the Group and such member's private interests or other duties.

Remuneration of Management Board and management

Remuneration of members of the Supervisory Board is carried out in accordance with the Regulations “On the Supervisory Board of Uzbekneftegaz JSC”.

The Group’s transactions with related parties during 2022, 2023 and 2024 are set out in “*Related Party Transactions*”.

SHAREHOLDERS

Overview

As at the date of this Offering Circular the number of issued shares of the Company is 44,499,405,956 shares, comprised of 44,474,968,093 common shares and 24,437,863 preferred non-voting shares at UZS 500 par value. The Company may issue additional 948,987,119,880 common shares and 194,988,080,274 preferred shares at UZS 500 par value. The Company's main shareholder is the Ministry of Economy and Finance of the Republic of Uzbekistan, owning 99.94% of shares in issue.

Ownership of the Company's shares is as follows:

	Number of Shares	Percentage of Shares
Common shares:		
Ministry of Economy and Finance of the Republic of Uzbekistan	44,474,968,093	99.94%
Preferred shares:		
Shareholders		
Legal entities	1,546,101	0.003%
Individuals	22,891,762	0.05%

The dividends declared in 2024 for the 2022 period were UZS 1,955 billion. The portion of the dividend for the 2022 period in the amount of UZS 976 billion was not paid but was capitalised to the share capital of the Company. The Company intends to pay a dividend for 2024 before the end of 2025 after receiving recommendation from its Supervisory Board and approval at the annual general meeting of its shareholders, which is expected shortly after the issue of the Notes.

Save as disclosed above, there are no other persons who could exercise control over the Company and no person has any right or option to acquire shares or any other securities of the Company.

Rights of the Company's Shareholders

The Company's shareholders have the right to:

- be included in the Shareholders' Registry and receive statements from the custody account in relation to themselves;
- receive the Company's net profit in the form of dividends;
- receive some of the property of the Company in the event of liquidation in accordance with their share;
- access complete and reliable information on financial and economic results of the Company's business;
- protection of their rights in the authorised state body for regulation of the securities market, as well as in court;
- a claim for compensation for losses caused by them in the established manner;
- participation in associations or other non-governmental non-profit organisations in order to represent and protect their interests;
- insurance of risks associated with potential losses, including lost profits when acquiring securities; and
- attend and vote on the decisions at the General Meetings of Shareholders (save for non-voting preference shareholders) which includes voting on the reorganisation and liquidation of the Company, payment of dividends, appointment of the Supervisory Board and Management Board Members,.

All of the voting shares are held by the Ministry of Economy and Finance of the Republic of Uzbekistan and thus, none of the shareholders have any voting rights except when owners of preferred shares participate in the General Meeting of Shareholders with the right to vote in deciding on the reorganization and liquidation of the company and deciding at a General Meeting of Shareholders about making amendments and additions to the charter of a company that restrict the rights.

RELATED PARTY TRANSACTIONS

Overview

The following is an overview of the Group's transactions with related parties as of and for the years ended 31 December 2022, 31 December 2023 and 31 December 2024. Please see Note 9 of the 2024 Financial Statements for the information on the Group's related party transactions conducted in the year ended 31 December 2024 and Note 8 of the 2023 Financial Statements for the information on the Group's related party transactions conducted in the years ended 31 December 2023 and 2022.

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial or operational decisions. In 2024, 2023 and 2022, the Group entered into transactions with shareholders and companies controlled by shareholders (including enterprises directly or indirectly controlled by the Uzbekistan Government), associates and joint ventures and key management.

Related parties may enter into transactions which unrelated parties might not, and transactions between related parties may not be effected on the same terms as transactions between unrelated parties. The disclosure of related party transactions is presented on an aggregate basis for shareholders and companies controlled by shareholders, joint ventures and associates. In addition, there may be additional disclosures of certain significant transactions (balances and turnovers) with certain related parties.

In the course of its ordinary business, the Group enters into transactions with other companies controlled by the Uzbekistan Government. Bank loans are recorded based on market interest rates. Taxes are accrued and paid in accordance with applicable tax law. The Group sells crude oil and petroleum products to related parties in the ordinary course of business at prices close to average market prices. For gas sales to related parties selling prices are set by the Government.

At 31 December 2022, 2023 and 2024, the outstanding balances with related parties were as follows:

	As at 31 December					
	2022		2023		2024	
	Government and entities under government control	Associates and joint ventures	Government and entities under government control	Associates and joint ventures	Government and entities under government control	Associates and joint ventures
	In billions of Uzbek soums					
Trade receivables and other receivables	3,071	535	3,011	290	1,468	631
Prepayment to the Shareholder	—	—	732	—	—	—
Provision for expected credit losses on trade receivables	(387)	(440)	(98)	(190)	(142)	(20)
Cash and cash equivalents	1,548	—	583	—	279	—
Restricted cash	166	—	752	—	900	—
Advances paid (including for non-current assets)	86	62	75	76	539	168
Loans due from related parties	397	6,231	193	7,361	—	466
Provision for expected credit losses on loans due from related parties	(69)	(83)	(60)	(60)	—	(95)
Borrowings	(2,107)	—	(1,452)	—	(6,160)	—
Trade and other payables	(84)	(2,197)	(116)	(697)	(441)	(652)
Other current liabilities	—	—	—	—	(1,600)	—
Advances received	10	3	32	14	(157)	(73)

During the year ended 31 December 2024, the Group entered into a transaction with the shareholder, UTG and "Uz-Kor Gas Chemical JV" LLC, in which the Group acquired a 46.8% non-controlling interest in UTG. Reimbursement asset and financial guarantee liability recognised as at 31 December 2023 represent balances with related parties. See "*Management's Discussion and Analysis of Financial Condition and Results of Operations — Key Factors Affecting the Group's Results of Operations— Significant Disposals and Acquisitions.*"

Purchases from the Natural Gas Stream Project amounted to UZS 19 billion in 2024, compared to UZS 84 billion in 2023.

Additionally, six loans from foreign banks obtained by the Group are guaranteed by the Government of the Republic of Uzbekistan. The total principal amount is USD 2,440 million and CNY 1,600 million, with

maturities between 2029 and 2031. As of 31 December 2023 and 2024, the outstanding balances were UZS 22,805 billion and UZS 20,540 billion respectively.

The transactions with related parties for the years ended 31 December 2022, 2023 and 2024 were as follows:

	For the year ended 31 December					
	2022		2023		2024	
	Government and entities under government control	Associates and joint ventures	Government and entities under government control	Associates and joint ventures	Government and entities under government control	Associates and joint ventures
	In billions of Uzbek soums					
Sales of gas	5,863	587	6,546	1,486	8,436	1,105
Sales of refined oil and gas products	2,952	7	2,483	258	3,167	384
Services rendered	-	238	—	262	108	242
Interest on loans due from related parties	38	277	17	448	—	456
Expected credit losses on financial instruments from related parties	—	—	175	323	(58)	214
Interest on loans due to related parties	(261)	—	(193)	—	(315)	—
Transportation and selling expenses	(53)	—	(95)	—	(206)	(77)
Other operating income	5	—	1	4	1	4

Key management compensation

Key management personnel include members of the Management Board. Compensation of key management personnel (eight employees in 2024, nine employees in 2023 and seven employees in 2022), including basic salary, bonuses and other payments, amounted to UZS 10,573 million, UZS 12,879 million and UZS 13,282 million in 2024, 2023 and 2022, respectively. In addition, post-employment benefits for key management personnel amounted to UZS 1,036 million in 2024 (in 2023: UZS 736 million).

TERMS AND CONDITIONS OF THE NOTES

The following is the text of the terms and conditions of the Notes, which, subject to amendment, will be endorsed on each Definitive Note and will (subject to the provisions thereof) apply to the Global Notes.

The U.S.$850,000,000 8.75 per cent. notes due 2030 (the "**Notes**") which expression includes any further Notes issued pursuant to Condition 16 and forming a single series therewith of JSC "Uzbekneftegaz" (the "**Issuer**") were authorised by a resolution of the Supervisory Board of the Issuer dated 25 April 2025. The Notes are constituted by a trust deed to be dated 7 May 2025 (the "**Trust Deed**") made between the Issuer and BNY Mellon Corporate Trustee Services Limited (the "**Trustee**", which expression shall include all persons for the time being who are the trustee or trustees under the Trust Deed) as trustee for the holders of the Notes.

These terms and conditions (the "**Conditions**") include summaries of, and are subject to, the detailed provisions of the Trust Deed. The Issuer will enter into a paying agency agreement, to be dated 7 May 2025 (the "**Agency Agreement**") with the Trustee, The Bank of New York Mellon, London Branch as principal paying agent (the "**Principal Paying Agent**") and, together with any other paying agents appointed under the Paying Agency Agreement, the "**Paying Agents**") and The Bank of New York Mellon SA/NV, Dublin Branch as registrar and transfer agent (the "**Registrar**" and the "**Transfer Agent**). The Registrar, Paying Agents and Transfer Agent are together referred to herein as the "**Agents**", which expression includes any successor or additional paying and transfer agents or registrars appointed from time to time in connection with the Notes.

Copies of the Trust Deed and the Agency Agreement are available for inspection electronically from the Issuer or the Principal Paying Agent. The Noteholders (as defined below) are entitled to the benefit of, are bound by, and are deemed to have notice of, all the provisions of the Trust Deed and are deemed to have notice of those provisions of the Agency Agreement applicable to them. Capitalised terms used but not defined in these Conditions shall have the respective meanings given to them in the Trust Deed.

1. Form and Denomination

The Notes are issued in fully registered form, without interest coupons attached, in denominations of U.S.$200,000 or integral multiples of U.S.$1,000 in excess thereof ("**authorised denominations**"). Title to the Notes shall pass by registration in the register (the "**Register**") which the Issuer shall procure to be kept by the Registrar. The Notes are represented by registered definitive Notes ("**Definitive Notes**") and, save as provided in Condition 3.3, each Definitive Note shall represent the entire holding of Notes by the same holder.

2. Status

The Notes constitute direct, general, unsubordinated and (subject to Condition 4) unsecured obligations of the Issuer and shall at all times rank *pari passu* and without any preference among themselves. The payment obligations of the Issuer under the Notes shall, save for such exceptions as may arise by mandatory operation of law and subject to Condition 4, at all times rank at least equally with all its other present and future unsecured and unsubordinated obligations.

3. Register, Title and Transfers

3.1 **Register**: The Registrar shall maintain the Register in respect of the Notes in accordance with the provisions of the Agency Agreement. The Register shall be kept at the specified office for the time being of the Registrar and shall record the names and addresses of the holders of the Notes, particulars of the Notes and all transfers and redemptions thereof. In these Conditions, the "holder" of a Note means the person in whose name such Note is for the time being registered in the Register (or, in the case of a joint holding, the first named thereof) and "Noteholder" shall be construed accordingly.

3.2 **Title**: Title to the Notes will pass by and upon registration in the Register. The holder of each Note shall (except as otherwise required by a court of competent jurisdiction or applicable law) be treated as the absolute owner of such Note for all purposes (whether or not it is overdue and regardless of any notice of ownership, trust or any other interest therein, any writing on the Definitive Note relating

thereto (other than the endorsed form of transfer) or any notice of any previous loss or theft of such Definitive Note) and no person shall be liable for so treating such holder.

3.3 **Transfers**: Subject to Conditions 3.6 and 3.7 below, a holding of Notes may be transferred in whole or in part in an authorised denomination upon surrender (at the specified office of the Registrar or the Transfer Agent) of the relevant Definitive Note representing that Note, together with the form of transfer (including any certification as to compliance with restrictions on transfer included in such form of transfer endorsed thereon) (the "**Transfer Form**"), duly completed and executed, at the specified office of the Transfer Agent or of the Registrar, together with such evidence as the Transfer Agent or the Registrar may reasonably require to prove the title of the transferor and the authority of the persons who have executed the Transfer Form. In the case of a transfer of part only of a holding of Notes represented by one Definitive Note, a new Definitive Note shall be issued to the transferee in respect of the part transferred and a further new Definitive Note in respect of the balance of the holding not transferred shall be issued to the transferor. Neither the part transferred nor the balance not transferred may be less than the minimum authorised denomination. In the case of a transfer of Notes to a person who is already a holder of Notes, a new Definitive Note representing the enlarged holding shall only be issued against surrender of the Definitive Note representing the existing holding. No transfer of a Note will be valid unless and until entered on the Register.

3.4 **Exercise of Option and Partial Redemption in Respect of Notes**: In the case of an exercise of the Issuer's or a Noteholders' option in respect of, and a partial redemption of, a holding of Notes represented by a single Definitive Note, a new Definitive Note shall be issued to the holder to reflect the exercise of such option or in respect of the balance of the holding not redeemed. New Definitive Notes shall only be issued against surrender of the existing Definitive Notes to the Registrar or the Transfer Agent.

3.5 **Delivery of New Definitive Notes**: Each new Definitive Note to be issued pursuant to Condition 3.3 or 3.4 shall be available for delivery within three business days of receipt of a duly completed form of transfer or Relevant Event Put Option Notice (as defined in Condition 7.8) and surrender of the existing Definitive Note(s). Delivery of the new Definitive Note(s) shall be made at the specified office of the Transfer Agent or of the Registrar (as the case may be) to whom delivery or surrender of such form of transfer, Relevant Event Put Option Notice or Definitive Note shall have been made or, at the option of the holder making such delivery or surrender as aforesaid and as specified in the relevant form of transfer or Relevant Event Put Option Notice or otherwise in writing, be mailed by uninsured post at the risk of the holder entitled to the new Definitive Note to such address as may be so specified, unless such holder requests otherwise and pays in advance to the Transfer Agent or the Registrar (as the case may be) the costs of such other method of delivery and/ or such insurance as it may specify. In this Condition 3.5, "**business day**" means a day, other than a Saturday or Sunday, on which banks are open for business in the place of the specified office of the Transfer Agent or the Registrar (as the case may be).

3.6 **Transfer or Exercise Free of Charge**: Definitive Notes, on transfer or exercise of an option and partial redemption, shall be issued and registered without charge by or on behalf of the Issuer, the Registrar or the Transfer Agent, but upon payment by the person making such application for transfer or exercise of an option of any tax or other governmental charges that may be imposed in relation to it (or the giving of such indemnity as the Registrar or the Transfer Agent may require).

3.7 **Closed Periods**: No Noteholder may require the transfer of a Note to be registered (i) during the period of 15 days ending on (and including) the due date for redemption of that Note, (ii) during the period of 15 days prior to (and including) any date on which Notes may be called for redemption by the Issuer at its option pursuant to Condition 7.4; (iii) after any such Note has been called for redemption, or (iv) during the period of seven days ending on (and including) any Record Date (as defined in Condition 8).

3.8 **Regulations concerning Transfer and Registration**: All transfers of Notes and entries on the Register are subject to the detailed regulations concerning the transfer and registration of Notes set out in Schedule 1 to the Agency Agreement. The regulations may be changed by the Issuer with the prior written approval of the Trustee and the Agents (such approval not to be unreasonably withheld or delayed). A copy of the current regulations will be sent by the Registrar free of charge to any person

who so requests and will be available at the specified offices of the Registrar and at the specified office of the Transfer Agent.

4. Negative Pledge

So long as any Note remains outstanding (as defined in the Trust Deed), the Issuer will not, and will ensure that none of its Subsidiaries will create, or permit to arise or subsist any mortgage, charge, pledge, lien or other form of encumbrance or security interest including, without limitation, anything analogous to the foregoing under the laws of any jurisdiction (a "**Lien**") other than a Permitted Lien upon the whole or any part of its property, assets or revenues, present or future, to secure any Indebtedness, unless in any such case at the same time or prior thereto, the Notes are secured equally and rateably with such other Indebtedness or have the benefit of such other arrangement as (i) the Trustee shall in its absolute discretion deem not materially less beneficial to the interest of the Noteholders or (ii) shall be approved by an Extraordinary Resolution (as defined in the Trust Deed) of the Noteholders.

5. Covenants

5.1 Incurrence of Indebtedness

5.1.1 So long as any Note remains outstanding, the Issuer will not, and will not permit any of its Subsidiaries to, Incur any Indebtedness (including Acquired Indebtedness), except that the Issuer and its Subsidiaries may Incur Indebtedness (including Acquired Indebtedness) if on the date of such Incurrence and after giving effect thereto on a *pro forma* basis (a) no Potential Event of Default nor Event of Default shall have occurred and be continuing at the time, or would occur as a consequence, of the Incurrence of such Indebtedness and (b) the Consolidated Net Leverage Ratio would have been no more than 3.75 to 1:

5.1.2 Notwithstanding the foregoing Condition 5.1.1, the following shall be permitted:

(i) The Incurrence by the Issuer or any of its Subsidiaries of Indebtedness outstanding on the Issue Date (other than Indebtedness described in paragraphs (ii), (iv), (vii), (viii), (ix), (x) and (xi) of this Condition 5.1.2);

(ii) the Incurrence by the Issuer of Indebtedness represented by the Notes (for the avoidance of doubt, no Additional Notes may be issued in reliance on this paragraph (ii));

(iii) the Incurrence by the Issuer or any of its Subsidiaries of Refinancing Indebtedness in exchange, replacement or renewal for, or the net proceeds of which are used to refund, refinance, replace, defease or discharge Indebtedness (other than intercompany Indebtedness) that was permitted to be Incurred under Condition 5.1.1 or under paragraphs (i), (ii), (iii), (v) and (xii) of this Condition 5.1.2;

(iv) the Incurrence by the Issuer or any of its Subsidiaries of Indebtedness between or among the Issuer and any of its Subsidiaries; *provided, however, that*: (i) any subsequent issuance or transfer of Capital Stock that results in any such Indebtedness being held by a Person other than the Issuer or a Subsidiary of the Issuer and (ii) any sale or other transfer of any such Indebtedness to a Person that is neither the Issuer nor a Subsidiary of the Issuer will be deemed, in each case, to constitute an Incurrence of such Indebtedness by the Issuer or such Subsidiary, as the case may be, that was not permitted by this paragraph (iv);

(v) the Incurrence by the Issuer or any of its Subsidiaries under any revolving credit facility solely for working capital purposes in the ordinary course of business of the Issuer or any of its Subsidiaries *provided that* the maturity of any advance thereunder is equal to or less than 365 days and the principal amount outstanding thereunder does not exceed U.S.$150.0 million at any one time;

(vi) the Incurrence by the Issuer or any of its Subsidiaries of Hedging Obligations in the ordinary course of business and are not entered into for speculative purposes;

(vii) the guarantee by the Issuer or any of its Subsidiaries of Indebtedness of the Issuer or a Subsidiary of the Issuer that was permitted to be Incurred by another provision of this Condition 5.1; *provided that* if the Indebtedness being guaranteed is subordinated in right of payment to the Notes, then such guarantee shall be subordinated to the same extent as the Indebtedness guaranteed;

(viii) the Incurrence by the Issuer or any of its Subsidiaries of Indebtedness in respect of workers' compensation claims, self-insurance obligations, bankers' acceptances, performance, surety and similar bonds or letters of credit, completion guarantees or other similar instruments issued for the account of the Issuer of any of its Subsidiaries or other similar obligations incurred in the ordinary course of business (including guarantees or indemnities related thereto);

(ix) the Incurrence by the Issuer or any of its Subsidiaries of Indebtedness arising from the honouring by a bank or other financial institution of a check, draft or similar instrument inadvertently drawn against insufficient funds, so long as such Indebtedness is extinguished within five business days of Incurrence;

(x) the Incurrence by the Issuer or any of its Subsidiaries of Indebtedness arising from agreements of the Issuer or a Subsidiary of the Issuer providing for guarantees, indemnification, adjustment of purchase price, earn outs or similar obligations, in each case, Incurred or assumed in connection with the disposition of any business, assets or Capital Stock of a Subsidiary of the Issuer, other than guarantees of Indebtedness of the Subsidiary of the Issuer disposed of, or Incurred or assumed by any Person acquiring all or any portion of such business, assets or Capital Stock for the purpose of financing such acquisition; *provided that* the maximum liability of the Issuer and its Subsidiaries in respect of all such Indebtedness shall at no time exceed the gross proceeds in cash and Cash Equivalents actually received by the Issuer and its Subsidiaries in connection with such disposition;

(xi) the Incurrence by a Project Subsidiary of Project Finance Debt and Refinancing Indebtedness Incurred to refund, refinance, replace, defease or discharge any Indebtedness Incurred pursuant to this paragraph (xi);

(xii) the Incurrence of Indebtedness either (x) of Persons that are acquired by the Issuer or any of its Subsidiaries or merged, consolidated, amalgamated or otherwise combined with (including pursuant to any acquisition of assets and assumption of related liabilities) the Issuer or any of its Subsidiaries or (y) by the Issuer in connection with or in contemplation of such acquisition, merger, consolidation, amalgamation or other combination; provided, however, that with respect to each of clause (x) and (y), on the date of such acquisition, merger, consolidation or amalgamation or combination or other transaction pursuant to which such Indebtedness was Incurred or deemed to be Incurred and after giving pro forma effect thereto, either (A) the Issuer would have been entitled to Incur at least U.S.$1.00 of additional Indebtedness pursuant to Condition 5.1.1 or (B) the Consolidated Net Leverage Ratio would be equal to or less than it was immediately prior to giving pro forma effect to the Incurrence of such Indebtedness pursuant to this paragraph (xii); and

(xiii) the Incurrence by the Issuer or any of its Subsidiaries of additional Indebtedness in an aggregate principal amount (or accreted value, as applicable) at any time outstanding, including all Refinancing Indebtedness Incurred to refund, refinance, replace, defease or discharge any Indebtedness Incurred pursuant to this paragraph (xiii), not to exceed U.S.$150.0 million at any time outstanding.

5.1.3 For the purposes of determining compliance with any U.S. dollar denominated restriction on the Incurrence of Indebtedness where the Indebtedness Incurred is denominated in a different

currency, the amount of such Indebtedness will be the U.S. Dollar Equivalent determined on the date of the Incurrence of such Indebtedness; *provided, however, that* if any such Indebtedness denominated in a different currency is subject to a Currency Agreement with respect to U.S. dollars covering all principal, premium, if any, and interest payable on such Indebtedness, the amount of such Indebtedness expressed in U.S. dollars will be as *provided* in such Currency Agreement. The principal amount of any Refinancing Indebtedness Incurred in the same currency as the Indebtedness being Refinanced will be the U.S. Dollar Equivalent, as appropriate, of the Indebtedness Refinanced, except to the extent that (i) such U.S. Dollar Equivalent was determined based on a Currency Agreement, in which case the principal amount of such Refinancing Indebtedness will be determined in accordance with the preceding sentence, and (ii) the principal amount of the Refinancing Indebtedness exceeds the principal amount of the Indebtedness being Refinanced, in which case the U.S. Dollar Equivalent of such excess, as appropriate, will be determined on the date such Refinancing Indebtedness is Incurred. Notwithstanding any other provision of this Condition 5.1, the maximum amount that the Issuer, or its Subsidiaries may Incur pursuant to this Condition 5.1 shall not be deemed to be exceeded, with respect to outstanding Indebtedness, due solely as a result of fluctuations in the exchange rates of currencies.

5.1.4 Notwithstanding the foregoing, the Issuer will not Incur any Indebtedness pursuant to Condition 5.1.2 if the proceeds thereof are used, directly or indirectly, to Refinance any Subordinated Obligations of the Issuer unless such Indebtedness shall be subordinated to the Notes to at least the same extent as such Subordinated Obligations.

5.1.5 The Issuer will not Incur any Indebtedness (including permitted Indebtedness in accordance with Conditions 5.1.1 and 5.1.2 above) that is contractually subordinated in right of payment to any other Indebtedness of the Issuer unless such Indebtedness is also contractually subordinated in right of payment to the Notes on substantially identical terms; *provided, however, that* no Indebtedness will be deemed to be contractually subordinated in right of payment to any other Indebtedness of the Issuer solely by virtue of being unsecured or by virtue of being secured on a junior Lien basis or by virtue of not being guaranteed.

5.1.6 For the purposes of determining compliance with this Condition 5.1, if an item of Indebtedness (or any portion thereof) meets the criteria of more than one of the types of Indebtedness described above, or is entitled to be Incurred pursuant to Condition 5.1.1, the Issuer, in its sole discretion, will be permitted to classify and from time to time, to reclassify such item of Indebtedness (or any portion thereof) in any manner that complies with this Condition 5.1.

5.1.7 The accrual of interest, the accretion or amortisation of original issue discount, the payment of interest on any Indebtedness in the form of additional Indebtedness with the same terms, and the payment of dividends on Disqualified Stock in the form of additional shares of the same class of Disqualified Stock will not be deemed to be an Incurrence of Indebtedness or an issuance of Disqualified Stock for the purposes of this Condition 5.1.

5.1.8 The amount of any Indebtedness outstanding as of any date will be:

(i) the accreted value of the Indebtedness, in the case of any Indebtedness issued with original issue discount;

(ii) the greater of the liquidation preference or the maximum fixed redemption or repurchase price of the Disqualified Stock, in the case of Disqualified Stock; and

(iii) the principal amount of the Indebtedness, in the case of any other Indebtedness.

For the purposes of the foregoing, the "maximum fixed repurchase price" of any Disqualified Stock that do not have a fixed redemption or repurchase price shall be calculated in accordance with the terms of such Disqualified Stock as if such Disqualified Stock were redeemed or repurchased on any date of determination.

5.2 **Restricted Payments**: So long as any Note remains outstanding, the Issuer will not, and will not permit any of its Material Subsidiaries, directly or indirectly, to make a Restricted Payment, unless at the time of and after giving *pro forma* effect to, such Restricted Payment:

5.2.1 no Event of Default or Potential Event of Default shall have occurred and be continuing; and

5.2.2 together with the aggregate amount of all other Restricted Payments made by the Issuer and its Material Subsidiaries since the Issue Date does not exceed the sum, without duplication, of:

(i) 50 per cent. of the Consolidated Net Profit accrued during the period (treated as one accounting period) from the beginning of the first fiscal semi-annual period during which the Issue Date falls to the end of the most recent fiscal semi-annual period for which consolidated financial statements of the Issuer have been delivered to the Trustee pursuant to Condition 5.3 (or, with respect to any Restricted Payment to be made in respect of the financial year ended 31 December 2024, 50 per cent. of the Consolidated Net Profit accrued during the financial year ended 31 December 2024) prior to the date of such Restricted Payment (or, in case such Consolidated Net Profit shall be a deficit, minus 100 per cent. of such deficit); plus

(ii) 100 per cent. of the aggregate net cash proceeds received by the Issuer subsequent to the Issue Date (i) as a contribution to its ordinary equity capital, (ii) from the issue or sale or exercise of Capital Stock of the Issuer (other than Disqualified Stock), (iii) from the issue or sale of convertible or exchangeable Disqualified Stock or convertible or exchangeable debt securities of the Issuer that have been converted into or exchanged for such Capital Stock (other than Capital Stock (or Disqualified Stock or debt securities) sold to a Material Subsidiary of the Issuer) or (iv) from the issue of Indebtedness of the Issuer or a Material Subsidiary of the Issuer for cash subsequent to the Issue Date that has been converted into or exchanged for such Capital Stock (other than Disqualified Stock),

provided, however, that in any financial year where the Issuer or any of its Material Subsidiaries is required under the Law on the State Budget, the Presidential Decree dated 29 June 2018 No. UP-5468, as amended or superseded from time to time (the "**Decree**") or any law, Presidential or Governmental resolution having similar effect, to make any Restricted Payments to its shareholders or, a Person holding Capital Stock in the Issuer is required pursuant to any such law, Presidential or Governmental resolution as referred to above to make a payment that, if made by the Issuer or a Material Subsidiary would be deemed a Restricted Payment and subsequently assigns such payment obligation to the Issuer and, in each case, the mandatory amount of such Restricted Payments exceeds the threshold set out in paragraph (ii) above, such higher threshold as specified in the Law on the State Budget, the Decree or any law, Presidential or Governmental resolution having similar effect shall apply for the purposes of this Condition 5.2.

5.2.3 The preceding provisions will not prohibit:

(i) the payment of any dividend within 60 days after the date of declaration of the dividend, if at the date of declaration the dividend payment would have complied with the provisions of these Conditions;

(ii) the making of any Restricted Payment in exchange for, or out of the net cash proceeds of the substantially concurrent sale or issuance (other than to a Material Subsidiary of the Issuer) of, Capital Stock of the Issuer of any of its Material Subsidiaries (other than Disqualified Stock) or from the substantially concurrent contribution of ordinary equity capital to the Issuer or any of its Material Subsidiaries; *provided that* the amount of any such net cash proceeds that are utilised for any such Restricted Payment will be excluded from paragraph (ii) of Condition 5.2.3;

(iii) the defeasance, redemption, repurchase or other acquisition of Subordinated Obligations of the Issuer or any of its Material Subsidiaries with the net cash proceeds from a substantially concurrent Incurrence of Refinancing Indebtedness in respect of such Subordinated Obligations;

(iv) the repurchase of Capital Stock deemed to occur upon the exercise of stock options or warrants to the extent such Capital Stock represent a portion of the exercise price of such stock options or warrants;

(v) the repurchase, redemption, or other acquisition for value of Capital Stock of the Issuer or any Material Subsidiary of the Issuer representing fractional shares of such Capital Stock in connection with a share dividend, distribution, share split, reverse share split, merger, consolidation, amalgamation or other business combination of the Issuer or such Material Subsidiary of the Issuer, in each case, permitted under these Conditions;

(vi) so long as no Potential Event of Default or Event of Default has occurred and is continuing and no Potential Event of Default or Event of Default would be caused thereby, the declaration and payment of regularly scheduled or accrued dividends to holders of any class or series of Disqualified Stock of the Issuer or any of its Material Subsidiaries issued on or after the Issue Date in accordance with the Consolidated Net Leverage Ratio described under Condition 5.1.1;

(vii) payments of cash, dividends, distributions, advance or other Restricted Payments by the Issuer or any of its Material Subsidiaries to allow the payment of cash in lieu of the issuance of fractional shares upon (x) the exercise of options or warrants or (y) the conversion or exchange of Capital Stock of the issuer or is Material Subsidiaries; *provided, however, that* any such cash payment shall not be for the purpose of evading the limitation of the covenant described in this Condition 5.2; or

(viii) payments or distributions to dissenting shareholders pursuant to applicable law in connection with or contemplation of a merger, consolidation or transfer of assets.

5.2.4 The amount of all Restricted Payments (other than cash) will be the Fair Market Value on the date of the Restricted Payment of the asset(s) or securities proposed to be transferred or issued by the Issuer or such Material Subsidiary of the Issuer, as the case may be, pursuant to the Restricted Payment. The Fair Market Value of any assets or securities that are required to be valued by this Condition 5.2 will be determined in good faith by the Board of Directors of the Issuer whose resolution with respect thereto will be delivered to the Trustee along with an Officer's Certificate setting out the Fair Market Value. The Trustee may rely on such resolution and such Officer's Certificate without further enquiry and will not be responsible or liable to any Person for so doing.

5.3 Financial Statements etc: So long as any Note remains outstanding, the Issuer shall deliver to the Trustee:

5.3.1 not later than 180 days after the end of the Issuer's financial year, copies (in English) of the Issuer's audited consolidated financial statements for such financial year, prepared in accordance with IFRS consistently applied, together with the corresponding financial statements for the preceding period, and all such annual financial statements of the Issuer shall be accompanied by the audit report (in English) of the Auditors thereon and supplemented with information as to the Adjusted EBITDA of the Issuer, the Consolidated Indebtedness and Consolidated Net Leverage Ratio for and as of the end of such financial year; and

5.3.2 not later than 120 days after the end of the first six months of each of the Issuer's financial years, copies (in English) of the Issuer's unaudited consolidated financial statements for such six-month period, prepared in accordance with IAS 34 consistently applied, together with the corresponding financial statements for the preceding period and all such financial statements of the Issuer shall be accompanied by the review report (in English) of the Auditors thereon and supplemented with information as to the Adjusted EBITDA of the Issuer, the Consolidated

Indebtedness for and as of the end of such period and Consolidated Net Leverage Ratio for the twelve months then ended,

in the case of each of 5.3.1 and 5.3.2 above, together with a written notice in the form of an Officer's Certificate in the form set out in the Trust Deed stating whether since the date of the last certificate or, if none, the Issue Date an Event of Default or a Potential Event of Default shall have occurred and be continuing, describing all such Events of Default or Potential Events of Default and what action the Issuer is taking or proposes to take with respect thereto;

5.3.3 the Issuer shall also post such financial statements on its website within the time periods referred to in Condition 5.3.1 and Condition 5.3.2 above, as the case may be; and

5.3.4 so long as any of the Notes are restricted securities (as defined in Rule 144 under the Securities Act) and during any period during which the Issuer is not subject to the reporting requirements of the Exchange Act or exempt therefrom pursuant to Rule 12g3-2(b), the Issuer will furnish to any holder or beneficial owner of Notes initially offered and sold in the United States to Qualified Institutional Buyers pursuant to Rule 144A under the Securities Act, and to prospective purchasers in the United States designated by such holder or beneficial owners, upon request, the information required to be delivered pursuant to Rule 144A(d)(4) under the Securities Act.

5.4 Limitation on Mergers:

5.4.1 So long as any Note remains outstanding, the Issuer shall not (x) enter into any reorganisation (whether by way of a merger, accession, division, separation or transformation, as these terms may be construed under applicable Uzbek law) or undergo any other type of corporate reconstruction, or (y) in a single transaction or a series of related transactions, directly or indirectly, merge, consolidate, amalgamate or otherwise combine with or into another Person or sell, assign, lease, transfer, convey or otherwise dispose of all or substantially all of the properties or assets of the Issuer or the Group, to another Person, unless:

(i) (A) the surviving or resulting entity or the transferee (the "**Issuer Successor Company**") is the Issuer or, (B) if not the Issuer, the Issuer Successor Company (x) assumes all the obligations (if any) of the Issuer under the Notes and the Trust Deed, and (y) retains or succeeds to all of the rights and obligations of the Issuer under all of its material government permits, licenses, consents and authorisations; and

(ii) such transaction(s) either (A) would not, individually or in the aggregate, have a Material Adverse Effect or (B) is required to be entered into by the Issuer pursuant to the normative legal acts of the President and the government of the Republic of Uzbekistan (and not as an act of the shareholders of the Issuer); and

(iii) promptly after such transaction(s), the Issuer Successor Company certifies to the Trustee that the transaction complies with these Conditions (upon which certification the Trustee shall be entitled to rely without further enquiry and without liability to any person).

5.4.2 Notwithstanding the foregoing, any Subsidiary of the Issuer may consolidate with, merge with or into, amalgamate or otherwise combine with or sell, assign, transfer, convey or otherwise dispose of all of its assets to the Issuer or another Subsidiary of the Issuer.

5.5 Asset Sales: So long as any Note remains outstanding, the Issuer shall not, and shall ensure that none of its Subsidiaries shall, directly or indirectly, consummate an Asset Sale, unless:

(i) the Issuer (or the Subsidiary of the Issuer, as the case may be) receives consideration at the time of the Asset Sale at least equal to the Fair Market Value (measured as at the date of the definitive agreement with respect to such Asset Sale) of the assets or Capital Stock issued or sold or otherwise disposed of; and

(ii) the Net Proceeds from such Asset Sale are:

(A) applied to repay permanently any Consolidated Indebtedness (other than Indebtedness subordinated to the Notes);

(B) applied to acquire or invest in Additional Assets;

(C) retained as cash deposited with a bank or invested in Cash Equivalents; and/or

(D) applied to acquire or invest in other assets that are not classified as current assets under IFRS and that are used or useful in a Permitted Business or applied to acquire or invest in the Capital Stock of any Person holding such property or assets, which is primarily engaged in a Permitted Business and will upon the acquisition by the Issuer or any of its Subsidiaries of such Capital Stock become a Subsidiary of the Issuer or any of its Subsidiaries,

in each case, within 360 days of the date when such proceeds are received; *provided that*, if the Net Proceeds are applied pursuant to Condition 5.5.1(ii)(C), the Issuer or such Subsidiary of the Issuer, as the case may be, shall apply or invest the Net Proceeds on or prior to the date falling 540 days after the date when such proceeds are received either to (i) repay permanently any Consolidated Indebtedness (other than Indebtedness subordinated to the Notes), (ii) acquire or invest in Additional Assets or (iii) applied to acquire or invest in other assets that are not classified as current assets under IFRS and that are used or useful in a Permitted Business or applied to acquire or invest in the Capital Stock of any Person holding such property or assets, which is primarily engaged in a Permitted Business and will upon the acquisition by the Issuer or any of its Subsidiaries of such Capital Stock become a Subsidiary of the Issuer or any of its Subsidiaries;

(iii) the Issuer delivers to the Trustee, in each case not later than 10 days after the consummation of such Asset Sale, a resolution (or an extract therefrom) of the appropriate decision-making body of the Issuer or the relevant Subsidiary of the Issuer (in the English language), if applicable, along with an Officer's Certificate certifying that such Asset Sale complies with this Condition 5.5; and

5.5.1 The Trustee may rely on such resolution and such Officer's Certificate referred to in this Condition 5.5 without further enquiry and will not be responsible or liable to any person for so doing.

5.6 Affiliate Transactions: So long as any Note remains outstanding, the Issuer will not, and will not permit any of its Subsidiaries to, enter into or permit to exist any transaction or series of related transactions (including the purchase, sale, lease or exchange of any property or the rendering of any service) with, or for the benefit of, any Affiliate of the Issuer or such Subsidiary (an "**Affiliate Transaction**") unless:

5.6.1 the terms of the Affiliate Transaction are no less favourable to the Issuer or such Subsidiary of the Issuer than those that could be obtained at the time of the Affiliate Transaction in a comparable arm's length transaction with a Person who is not an Affiliate of the Issuer or such Subsidiary of the Issuer; and

5.6.2 the Issuer delivers to the Trustee with respect to any Affiliate Transaction, or series of related Affiliate Transactions involving aggregate consideration in excess of U.S.$50,000,000 (or, to the extent non-U.S. Dollar denominated, the U.S. Dollar Equivalent of such amount), a resolution of the Issuer's Board of Directors (in the English language) along with an Officer's Certificate certifying that such Affiliate Transaction complies with this Condition 5.6 and that such Affiliate Transaction has been approved by the Issuer's meeting of shareholders, a majority of the disinterested members of the Issuer's Board of Directors or such Subsidiary's Board of Directors, or another competent body of such Subsidiary authorised to approve such Affiliate Transaction, (or, in the event there is only one disinterested member of the Issuer's or Subsidiary's Board of Directors or another competent body of such Subsidiary, approved by

such disinterested member); *provided, however, that* the provisions of this Condition 5.6 shall not apply to:

(i) any employment agreement, employee compensation arrangements, consulting agreement, employee benefit plan, officer and director indemnification agreement or any similar arrangement entered into by the Issuer or any of its Subsidiaries in the ordinary course of business and compensation (including bonuses and equity compensation) paid to and other benefits (including retirement, health and other benefit plans) and indemnification arrangements provided on behalf of directors, officers, consultants and employees of the Issuer or any of its Subsidiaries;

(ii) transactions (including a merger) between or among or solely for the benefit of the Issuer and/or its Subsidiaries;

(iii) any issuance of Capital Stock of the Issuer to Affiliates of the Issuer or the receipt of capital contributions by the Issuer from Affiliates of the Issuer;

(iv) Restricted Payments permitted to be made pursuant to Condition 5.2;

(v) any sales of gas and oil at prices set or limited by Uzbekistan laws and regulations;

(vi) any Affiliate Transaction undertaken by the Issuer or any of its Subsidiaries not involving, individually or in aggregate, payments or value in excess of U.S.$10.0 million (or its U.S. Dollar Equivalent);

(vii) agreements and arrangements, and transactions pursuant thereto, existing on the Issue Date and any amendment, extension, renewal, refinancing, modification or supplement thereof; *provided that* following such amendment, extension, renewal, refinancing, modification or supplement, the terms of any such agreement or arrangement so amended, modified or supplemented are, on the whole, no less favourable to the Issuer and its Subsidiaries, as applicable, than the original agreement or arrangement as in effect on the Issue Date.

The Trustee may rely on such resolution and such Officer's Certificate referred to in this Condition 5.6 without further enquiry and will not be responsible or liable to any person for so doing.

5.7 Maintenance of Authorisations: So long as any Note remains outstanding:

5.7.1 the Issuer shall, and shall procure that each of its Material Subsidiaries shall, take all necessary action to obtain and do or cause to be done all things necessary, in the opinion of the Issuer or the relevant Material Subsidiary, to ensure the continuance of its corporate existence, its business and intellectual property relating to its business; and

5.7.2 the Issuer shall obtain or make, and procure the continuance or maintenance of, all registrations, recordings, filings, consents, licences, approvals and authorisations, which may at any time be required to be obtained or made in the Republic of Uzbekistan for the purposes of the execution, delivery or performance of the Notes, the Trust Deed and for the validity and enforceability thereof.

5.8 Change of Business: So long as any Note remains outstanding, the Issuer shall not make any material change to the Permitted Business.

5.9 Environmental Compliance: So long as any Note remains outstanding, the Issuer shall, and shall ensure that its Subsidiaries shall, comply with all Environmental Laws and obtain and maintain all Environmental Licences, except where a failure to do so would not, or would not reasonably be expected to have, individually or in the aggregate, a Material Adverse Effect.

5.10 Limitation on Restrictions on Distributions from Subsidiaries

The Issuer shall not, and shall not permit any of its Subsidiaries to, create or otherwise cause or permit to exist or become effective any consensual encumbrance or consensual restriction on the ability of any Subsidiary to:

5.10.1 pay dividends or make any other distributions on its share capital; or

5.10.2 make any loans or advances or pay any Indebtedness owed to the Issuer;

However, the preceding restrictions shall not apply to encumbrances or restrictions existing under or by reason of:

(i) any encumbrance or restriction originally entered into by the Issuer or a Subsidiary of the Issuer prior to (and as in effect on) the Issue Date, including imposed by the Notes and these Conditions;

(ii) encumbrances and restrictions pursuant to an agreement or instrument relating to any Indebtedness ranking equally with the Notes and permitted to be Incurred pursuant to Condition 5.1, *provided that* the encumbrances or restrictions contained in any such agreement or instrument taken as a whole are not materially less favourable to the Noteholders than (x) the encumbrances and restrictions contained in these Conditions, as in effect on the Issue Date or (y) is customary in comparable financings where such encumbrances or restrictions will not adversely affect the Issuer's ability to make interest and principal payments on the Notes;

(iii) encumbrances and restrictions contained in any agreement or other instrument of any Person acquired by the Issuer or any Subsidiary of the Issuer in effect at the time of such acquisition (but not created in contemplation thereof) which encumbrance or restriction is not applicable to any Person, or the properties or assets of any Person, other than the Person, or the property or assets of the Person, so acquired;

(iv) customary non-assignment provisions in leases and other contracts for goods and services entered into in the ordinary course of business;

(v) any agreement for the sale or other disposition of a Subsidiary of the Issuer or any assets of the Issuer, or a Subsidiary of the Issuer that restricts distributions of that Subsidiary or such assets pending such sale or other disposition;

(vi) Permitted Liens securing Indebtedness that limit the right of a debtor to dispose of the assets subject to such Liens;

(vii) restrictions on cash or other deposits or net worth imposed by customers under contracts entered into in the ordinary course of business;

(viii) any encumbrances or restrictions of the type referred to in paragraphs (i), (ii) and (iii) above or this paragraph (viii) that are imposed by any amendments, modifications, restatements, renewals, increases, supplements, refundings, replacements or refinancings of contracts, instruments or obligations; *provided that* such amendments, modifications, restatements, renewals, increases, supplements, refundings, replacements or refinancings taken as a whole are, in the good faith judgment of the Board of Directors of the Issuer, no more restrictive with respect to such encumbrances and restrictions than those contained in the encumbrances and restrictions prior to such amendment, modification, restatement, renewal, increase, supplement, refunding, replacement or refinancing; and

(ix) any restrictions provided for by the applicable laws of the Republic of Uzbekistan;

5.11 Covenant Suspension

From and after the date (the "**Suspension Date**") on which the (i) Notes have Investment Grade Status, and (ii) no Potential Event of Default or Event of Default has occurred and is continuing at such time,

and such circumstances are certified to the Trustee in an Officer's Certificate, upon which certification the Trustee shall be entitled to rely absolutely without incurring any liability to any person for so doing, at all times thereafter:

5.11.1 the Issuer and its Subsidiaries will be released from their obligations to comply with Conditions 5.1, 5.2, 5.6, 5.8 and 5.10; and

5.11.2 and any related Events of Default or Potential Events of Default which might otherwise occur but for the operation of this Condition 5.11 shall not be regarded as having occurred during the Suspension Period (as defined below) (the "**Suspended Covenants**"),

provided that, to the extent that the Notes subsequently cease to have Investment Grade Status (the date of such cession, the "**Reversion Date**"), then upon the Reversion Date, the provisions of this Condition 5.11 will immediately cease to apply until the Notes again satisfy such Investment Grade Status.

Notwithstanding that the Suspended Covenants may be reinstated upon the occurrence of a Reversion Date, no Potential Event of Default or Event of Default will be deemed to have occurred as a result of any (i) actions of the Issuer or any Subsidiary of the Issuer taken or committed to be taken during the period between and including the Suspension Date and the Reversion Date (such period, the "**Suspension Period**") pursuant to law, court or government orders, resolutions of the relevant board of directors or other management body of a relevant member of the Group or a binding and legally effective contract; or (ii) any omission or failure by the Issuer or any Subsidiary of the Issuer to act in respect of any of the Suspended Covenants during the Suspension Period. If, following the occurrence of a Reversion Date, any act or omission of the Issuer or any Subsidiary, in respect of the subject matter of the Suspended Covenants, which would have been a Potential Event of Default or Event of Default during the Suspension Period but for the operation of this Condition 5.11 is continuing, the Issuer and each Subsidiary of the Issuer shall have 90 days to cure and remedy any such event and during such period such act or omission shall not constitute a Potential Event of Default of an Event of Default. On the Reversion Date, all Indebtedness incurred during the Suspension Period will be classified to have been incurred pursuant to one of the paragraphs of Condition 5.1.2 (to the extent such Indebtedness would be permitted to be incurred thereunder as of the Reversion Date and after giving effect to Indebtedness incurred prior to the Suspension Period and outstanding on the Reversion Date). To the extent such Indebtedness would not be so permitted to be incurred pursuant to a paragraph of Condition 5.1.2, such Indebtedness will be deemed to have been outstanding on the Issue Date, so that it is classified as permitted under paragraph (i) of Condition 5.1.2. On the Reversion Date, any Lien made or entered into during the Suspension Period will be deemed to have been outstanding on the Issue Date, so that it is classified as permitted under paragraph (n) of the definition of "**Permitted Liens**".

6 Interest

The Notes bear interest on their outstanding principal amount from and including the Issue Date at the rate of 8.75 per cent. per annum, payable semi-annually in arrear on 7 May and 7 November in each year (each an "**Interest Payment Date**"), commencing on 7 November 2025 and will amount to U.S.$43.75 per Calculation Amount (as defined below). Each Note will cease to bear interest from the due date for redemption unless, upon surrender of the Definitive Note representing such Note, payment of principal is improperly withheld or refused. In such event it shall continue to bear interest at such rate (both before and after judgment) until whichever is the earlier of (a) the day on which all sums due in respect of such Note up to that day are received by or on behalf of the relevant holder, and (b) the day seven days after the Trustee or the Principal Paying Agent has notified Noteholders of receipt of all sums due in respect of all the Notes up to that seventh day (except to the extent that there is failure in the subsequent payment to the relevant holders under these Conditions).

If interest is required to be calculated for a period of less than a complete Interest Period (as defined below), the relevant day-count fraction will be determined on the basis of a 360-day year consisting of 12 months of 30 days each and, in the case of an incomplete month, the number of days elapsed.

In these Conditions, the period beginning on and including the Issue Date and ending on but excluding the first Interest Payment Date and each successive period beginning on and including an Interest Payment Date and ending on but excluding the next succeeding Interest Payment Date is called an "**Interest Period**".

Interest in respect of any Note shall be calculated per U.S.$1,000 in principal amount of the Notes (the "**Calculation Amount**"). The amount of interest payable per Calculation Amount for any period shall be equal to the product of the rate of interest specified above, the Calculation Amount and the day-count fraction for the relevant period, rounding the resulting figure to the nearest cent (half a cent being rounded upwards).

7 Redemption and Purchase

7.1 Final redemption: Unless previously redeemed, or purchased and cancelled as provided below, the Notes will be redeemed at their principal amount on 7 May 2030 (the "**Maturity Date**"). The Notes may not be redeemed at the option of the Issuer other than in accordance with this Condition 7.

7.2 Redemption for tax reasons: The Notes may be redeemed at the option of the Issuer in whole, but not in part, at any time, on giving not less than 30 nor more than 60 days' notice to the Noteholders in accordance with Condition 17 and to the Trustee and Agents (which notice shall be irrevocable) at the principal amount thereof, together with interest accrued to (but excluding) the date fixed for redemption, if (i) immediately prior to the giving of such notice that the Issuer has or will become obliged to pay additional amounts as provided or referred to in Condition 9 as a result of any change in, or amendment to, the laws or regulations of the Republic of Uzbekistan or any political subdivision or any authority thereof or therein having power to tax, or any change in the application or official interpretation of such laws or regulations, which change or amendment has become or becomes effective on or after the Issue Date and (ii) such obligation cannot be avoided by the Issuer taking reasonable measures available to it; *provided that* no such notice of redemption shall be given earlier than 90 days prior to the earliest date on which the Issuer would be obliged to pay such additional amounts were a payment in respect of the Notes then due. Prior to the publication of any notice of redemption pursuant to this Condition, the Issuer shall deliver to the Trustee (x) an Officer's Certificate of the Issuer stating that the Issuer is entitled to effect such redemption and that the conditions precedent to the right of the Issuer to so redeem set out in (i) and (ii) above have occurred and (y) an opinion of independent legal advisers of recognised standing to the effect that the Issuer has or will become obliged to pay such additional amounts as a result of such change or amendment. The Trustee shall be entitled to accept and rely absolutely, without further enquiry and without liability to any person, upon such opinion and certificate as sufficient evidence of the satisfaction of the conditions precedent set out in (i) and (ii) above, in which event it shall be conclusive and binding on the Noteholders. All Notes in respect of which any such notice of redemption is given under this Condition shall be redeemed on the date specified in such notice in accordance with this Condition.

7.3 Redemption at Make Whole: At any time prior to the date falling three months prior to the Maturity Date the Issuer may, at its option, on giving not less than 30 nor more than 60 days' irrevocable notice to the Noteholders (the "**Call Option Notice**") in accordance with Condition 17 and to the Trustee and the Agents redeem the Notes in whole but not in part, at the price which shall be the following (as calculated by the Issuer):

(i) the aggregate principal amount of the outstanding Notes; plus

(ii) interest and other amounts that may be due pursuant to these Conditions (if any) accrued but unpaid to but excluding the date on which the call option is to be settled (the "Call Settlement Date"); plus

(iii) the Make Whole Premium.

The Call Option Notice shall specify the Call Settlement Date.

For the purposes of this Condition 7.3:

"**Comparable Treasury Issue**" means the United States Treasury Security selected by the Determination Agent as having a maturity comparable to the remaining term of the Notes from the Call Settlement Date to the Maturity Date, that would be utilised, at the time of selection and in accordance with customary financial practice, in pricing new issues of corporate debt securities of a maturity most nearly equal to the Maturity Date;

"**Comparable Treasury Price**" means, with respect to any Call Settlement Date, the average of three, or such lesser number as is obtained by the Determination Agent, Reference Treasury Dealer Quotations for the Call Settlement Date;

"**Determination Agent**" means a financial adviser or bank being a reputable financial institution which is independent of the Issuer, appointed by the Issuer and at the Issuer's expense for the purpose of determining the Make Whole Premium;

"**H.15**" means the statistical release designated as H.15, or any successor publication, published by the board of governors of the Federal Reserve System athttp://www.federalreserve.gov/releases/H15 or any successor site or publication;

"**Make Whole Premium**" means, with respect to a Note at any time, the excess of (a) the amount equal to the sum of the present value of the principal amount of the Notes at the Call Settlement Date, plus the present value of any required interest payments that would otherwise accrue and be payable on such Notes from the Call Settlement Date through to the Maturity Date (not including any portion of such interest payments accrued to the Call Settlement Date), in each case discounted to the Call Settlement Date on a semi-annual compounded basis (assuming a year of 360 days consisting of 12 months of 30 days each) at the Treasury Rate plus 0.50 per cent., all as determined by the Determination Agent, over (b) the outstanding aggregate principal amount of the Notes at the Call Settlement Date, *provided that* if the value of the Make Whole Premium at any time would otherwise be less than zero, then in such circumstances, the value of the Make Whole Premium will be equal to zero;

"**Reference Treasury Dealer**" means each of the three nationally recognised firms selected by the Determination Agent that are primary U.S. Government securities dealers;

"**Reference Treasury Dealer Quotations**" means with respect to each Reference Treasury Dealer and any Call Settlement Date, the average, as determined by the Determination Agent, of the bid and asked prices for the Comparable Treasury Issue, expressed in each case as a percentage of its principal amount, quoted in writing to the Determination Agent by such Reference Treasury Dealer at 5:00 p.m., New York City time on the third business day (in New York City) immediately preceding such Call Settlement Date;

"**Treasury Rate**" means either (i) the rate per annum equal to the yield, that represents the average of the daily yields for the week immediately preceding the third business day (in New York City) prior to the Call Settlement Date, derived from in the most recently published "H.15" under the caption "Treasury Constant Maturities" for the maturity corresponding to the Comparable Treasury Issue (if no maturity is within three months before or after the Maturity Date, yields for the two published maturities most closely corresponding to the Comparable Treasury Issue shall be determined by the Determination Agent and the Treasury Rate shall be interpolated or extrapolated from such yields on a straight line basis, rounding to the nearest month) or (ii) if such release (or any successor release) is not published during the week preceding the third business day (in New York City) prior to the relevant date or does not contain such yields, the rate per annum equal to the semi-annual equivalent yield to maturity of the Comparable Treasury Issue (expressed as a percentage of its principal amount) equal to the Comparable Treasury Price for the Call Settlement Date, in each case calculated by the Determination Agent on the third business day (in New York City) immediately preceding the Call Settlement Date; and

"**United States Treasury Security**" means a security that is a direct obligation of the United States Treasury, issued other than on a discount rate basis.

7.4 Optional Redemption at Par: the Issuer may, at any time on or after the date falling three months prior to the Maturity Date, on giving not less than 30 nor more than 60 days' irrevocable notice to the

Noteholders (which notice shall specify the date fixed for redemption (the "**Par Optional Redemption Date**")) in accordance with Condition 17 and to the Trustee and Agents, redeem the Notes in whole or in part, at the principal amount thereof, together with interest and additional amounts (if any) accrued but unpaid to but excluding the Par Optional Redemption Date.

In the case of a partial redemption the notice to Noteholders shall also specify the nominal amount of Definitive Notes drawn and the serial numbers of the Definitive Notes to be redeemed, which shall have been drawn individually by lot in such place as the Trustee may approve and in such manner as the Issuer deems appropriate, subject to compliance with any applicable laws and stock exchange or other relevant authority requirements.

7.5 Redemption of Residual Amount Outstanding at the Option of the Issuer: If at any time (other than when early redemption pursuant to Condition 7.4 applies) at least 80% or more of the aggregate principal amount of the Notes (including for these purposes, any further securities issued pursuant to Condition 16 so as to be consolidated and form a single series with the Notes but excluding, for these purposes, any Notes redeemed pursuant to Condition 7.3) have been redeemed by the Issuer or purchased by the Issuer or any Subsidiary of the Issuer and not resold, then the Issuer may, at its option, having given not less than 30 nor more than 60 days' notice to the Trustee and the Noteholders in accordance with Condition 17 (which notice shall be irrevocable and shall specify the date fixed for redemption (the "**Clean-up Call Redemption Date**")), redeem in whole the Notes at a redemption price equal to 101% of the principal amount of such Notes outstanding together with any accrued and unpaid interest and additional amounts (if any) to (but excluding) the Clean-up Call Redemption Date.

7.6 Purchase: the Issuer and its Subsidiaries may at any time purchase or procure others to purchase for its account Notes in the open market or otherwise at any price. The Notes so purchased, while held by or on behalf of the Issuer or any such Subsidiary, shall not entitle the holder to vote at any meetings of the Noteholders and shall not be deemed to be outstanding for the purposes of calculating quorums at meetings of the Noteholders or for the purposes of Condition 13.1.

7.7 Cancellation: All Definitive Notes representing Notes purchased pursuant to this Condition 7 shall be either cancelled forthwith, held or, to the extent permitted by law, resold. Any Definitive Notes so cancelled may not be reissued or resold and the obligations of the Issuer in respect of any such Notes shall be discharged.

7.8 Redemption at the option of Noteholders upon a Relevant Event: If at any time while any Note remains outstanding a Relevant Event occurs, the Issuer shall, at the option of the holder of any such Note (the "**Relevant Event Put Option**"), redeem or purchase such Note on the Relevant Event Put Date (as defined below) at 100 per cent. of its principal amount together with (or, where purchased, together with an amount equal to) interest accrued to but excluding the Relevant Event Put Date.

If a Relevant Event occurs then, within 14 days of the occurrence of the Relevant Event, the Issuer shall give notice (a "**Relevant Event Notice**") to the Noteholders in accordance with Condition 17 specifying the nature of the Relevant Event and the procedure for exercising the Relevant Event Put Option.

To exercise the Relevant Event Put Option, a holder of Notes must deliver at the specified office of any Paying Agent, on any business day (being a day on which commercial banks are open for business in the city where such Paying Agent has its specified office) falling within the period commencing on the date on which the Relevant Event Notice is given to Noteholders as required by this Condition 7.8 and ending 60 days after such date (the "**Relevant Event Put Period**"), a duly signed and completed notice of exercise in the form obtainable from any specified office of any Paying Agent (a "**Relevant Event Put Option Notice**") and in which the holder must specify a bank account to which payment is to be made under this paragraph accompanied by the applicable Definitive Note or Notes or evidence satisfactory to the Paying Agent concerned that the certificate for such Notes will, following the delivery of the Relevant Event Put Option Notice, be held to its order or under its control.

The Issuer shall redeem or purchase (or procure the purchase of) the Notes the subject of each Relevant Event Put Option Notice on the date (the "**Relevant Event Put Date**") 14 days after the expiration of the Relevant Event Put Period unless previously redeemed or purchased and cancelled. A Relevant Event Put Option Notice given by a holder of any Note shall be irrevocable except where, prior to the

due date of redemption, an Event of Default has occurred and is continuing, in which event such holder, at its option, may elect by notice to the Issuer to withdraw the Relevant Event Put Option Notice and require the applicable Definitive Note or Notes to be returned.

For the purposes of this Condition 7.8:

(i) "**Relevant Event**" means the occurrence of both (x) a Change of Control and (y) an Adverse Ratings Event;

(ii) a "**Change of Control**" will occur upon the date of the consummation of any transaction (including, without limitation, any merger or consolidation) the result of which is that the Republic of Uzbekistan ceases to beneficially own (directly or indirectly) at least 50 per cent. plus one share of the issued and outstanding Voting Stock of, or otherwise to control, the Issuer; and

(iii) an "**Adverse Ratings Event**" will occur if on, or within six months after, the date, or the announcement of the occurrence of the Change of Control (which period shall be extended so long as the rating of the Issuer or any Rated Security is under publicly announced consideration for possible downgrade by reason of such Change of Control by any of the Rating Agencies), the rating of the Issuer or any Rated Security is withdrawn or downgraded by any Rating Agency by reason of such Change of Control.

8 Payments

8.1 Method of Payment

(i) Payments of principal shall be made (subject to surrender of the relevant Definitive Notes at the specified office of any Transfer Agent or of the Registrar if no further payment falls to be made in respect of the Notes represented by such Definitive Notes) in the manner provided in paragraph (ii) below.

(ii) Interest on each Note shall be paid to the person shown on the Register at the close of business on the business day before the due date for payment thereof (the "Record Date"). Payments of interest on each Note shall be made by transfer to an account in U.S. Dollars maintained by the payee with a bank.

(iii) If the amount of principal being paid upon surrender of the relevant Definitive Note is less than the outstanding principal amount of such Definitive Note, the Registrar will annotate the Register with the amount of principal so paid and will (if so requested by the Issuer or a Noteholder) issue a new Definitive Note with a principal amount equal to the remaining unpaid outstanding principal amount. If the amount of interest being paid is less than the amount then due, the Registrar will annotate the Register with the amount of interest so paid.

8.2 Payments subject to fiscal laws: All payments in respect of the Notes are subject in all cases to (i) any applicable fiscal or other laws and regulations, but without prejudice to the provisions of Condition 9 and (ii) any withholding or deduction required pursuant to an agreement described in Section 1471(b) of the Code, or otherwise imposed pursuant to Sections 1471 through 1474 of the Code, any regulations or agreements thereunder, any official interpretations thereof, or (without prejudice to the provisions of Condition 9) any law implementing an intergovernmental approach thereto. No commissions or expenses shall be charged to the Noteholders in respect of such payments.

8.3 Agents: The initial Agents and their initial specified offices are listed below. The Issuer reserves the right (subject to prior written approval of the Trustee (such approval not to be unreasonably withheld or delayed)) to vary or terminate the appointment of all or any of the Agents at any time (*provided that* no Agent shall be responsible for any costs or liabilities occasioned by any such termination) and appoint additional or other payment or transfer agents, *provided that* they will maintain (i) a Principal Paying Agent, (ii) a Registrar, (iii) a Transfer Agent, and (iv) such other agents as may be required by any stock exchange on which the Notes may be listed, in each case, as approved by the Trustee (such

approval not to be unreasonably withheld or delayed). Notice of any such change will be provided as described in Condition 17 below.

8.4 Delay in Payment: Noteholders will not be entitled to any interest or other payment for any delay after the due date in receiving the amount due on a Note if the due date is not a business day, or if the Noteholder is late in surrendering or cannot surrender its Definitive Note (if required to do so).

8.5 Non-Business Days: If any date for payment in respect of any Note is not a business day, the holder shall not be entitled to payment until the next following business day nor to any interest or other sum in respect of such postponed payment. In this Condition 8, "**business day**" means a day (other than a Saturday or a Sunday) on which banks and foreign exchange markets are open for business in the place in which the specified office of the Principal Paying Agent is located and on which foreign exchange transactions may be carried on in U.S. Dollars in New York City.

9 Taxation

All payments of principal, interest and other amounts in respect of the Notes shall be made free and clear of, and without withholding or deduction for, any taxes, duties, assessments or governmental charges of whatsoever nature imposed, levied, collected, withheld or assessed by or within the Republic of Uzbekistan or any political subdivision or any authority thereof or therein having power to tax, unless such withholding or deduction is required by law. In that event, the Issuer shall pay such additional amounts as will result in receipt by the Noteholders of such amounts as would have been received by them had no such withholding or deduction been required, except that no such additional amounts shall be payable in respect of any Note:

(i) held by a holder which is liable to such taxes, duties, assessments or governmental charges in respect of such Note by reason of its having some connection with the Republic of Uzbekistan other than the mere holding of such Note; or

(ii) where (in the case of a payment of principal or interest on redemption) the relevant Definitive Note is surrendered for payment more than 30 days after the Relevant Date except to the extent that the relevant holder would have been entitled to such additional amounts if it had surrendered the relevant Definitive Note on the last day of such period of 30 days.

Notwithstanding any other provision of the Conditions, any amounts to be paid on the Notes by or on behalf of the Issuer will be paid net of any deduction or withholding imposed or required pursuant to an agreement described in Section 1471(b) of the Code, or otherwise imposed pursuant to Sections 1471 through 1474 of the Code (or any regulations thereunder or official interpretations thereof) or an intergovernmental agreement between the United States and another jurisdiction facilitating the implementation thereof (or any fiscal or regulatory legislation, rules or practices implementing such an intergovernmental agreement) (any such withholding or deduction, a "**FATCA Withholding**"). Neither the Issuer nor any other person will be required to pay any additional amounts in respect of FATCA Withholding.

"**Relevant Date**" in respect of any Note means the date on which payment in respect of it first becomes due or (if any amount of the money payable is improperly withheld or refused) the date on which payment in full of the amount outstanding is made or (if earlier) the date seven days after that on which notice is duly given to the Noteholders in accordance with Condition 17 that, upon further surrender of the Definitive Note representing such Note being made in accordance with the Conditions, such payment will be made, *provided that* payment is in fact made upon such surrender.

Any reference in these Conditions to principal or interest shall be deemed to include any additional amounts in respect of principal or interest (as the case may be) which may be payable under this Condition. If the Issuer becomes subject in respect of payments of principal or interest on the Notes to any taxing jurisdiction other than (or in addition to) the Republic of Uzbekistan, references in these Conditions to the Republic of Uzbekistan shall be construed as references to such other jurisdiction.

10 Events of Default

The Trustee at its discretion may, and if so requested in writing by the holders of not less than one-quarter in principal amount of the Notes then outstanding or if so directed by an Extraordinary Resolution shall, (subject in each case to being indemnified and/or secured and/or prefunded to its satisfaction) give written notice to the Issuer that the Notes are, and they shall immediately become, due and repayable at their principal amount together with accrued interest if any of the following events occurs and is continuing (each, an "**Event of Default**"):

10.1.1 the Issuer fails to pay any amounts payable on any of the Notes when due and such failure continues for a period of seven business days in relation to principal and fourteen days in relation to interest; or

10.1.2 the Issuer does not perform or comply with any of its other obligations in the Notes or the Trust Deed which default (i) is (in the opinion of the Trustee) incapable of remedy and, in the case of a breach of an obligation under the Trust Deed, (in the opinion of the Trustee) materially prejudicial to the interests of the Noteholders or (ii) if in the opinion of the Trustee capable of remedy is not remedied within 30 days or such longer period as the Trustee may agree after notice of such default having been given to the Issuer by the Trustee in writing requesting the same to be remedied; or

10.1.3 (i) any other present or future Indebtedness of the Issuer or any of its Subsidiaries becomes due and payable prior to its stated maturity by reason of any default (howsoever described), or (ii) any such Indebtedness is not paid when due or, as the case may be, within any originally applicable grace period, or (iii) the Issuer or any of its Subsidiaries fails to pay when due or, as the case may be, within any originally applicable grace period, any amount payable by it under any present or future guarantee for, or indemnity in respect of, any Indebtedness, *provided that* the aggregate amount of the relevant Indebtedness, guarantees and indemnities in respect of which one or more of the events mentioned above in this paragraph 10.1.3 have occurred equals or exceeds U.S.$100.0 million (or, to the extent non-U.S. Dollar denominated, the U.S. Dollar Equivalent of such amount); or

10.1.4 the occurrence of any of the following events:

(i) (A) the Issuer or any Material Subsidiary seeking, consenting or acquiescing in the introduction of proceedings for its liquidation or bankruptcy or the appointment to it of a liquidator or a similar officer; (B) the presentation or filing of a petition in respect of the Issuer or any Material Subsidiary in any court or before any agency for its bankruptcy, insolvency, dissolution or liquidation which, in the case of a petition presented or filed by a Person other than the Issuer, or such Material Subsidiary, as the case may be, is not dismissed or discharged within 60 days from the date of presentation or filing; (C) the institution of supervision, external management, examinership or bankruptcy management to the Issuer or any Material Subsidiary; (D) the convening of a meeting of creditors generally of the Issuer or any Material Subsidiary for the purposes of considering an amicable settlement with its creditors generally; and/or (E) any extra judicial liquidation or analogous act in respect of the Issuer or any Material Subsidiary by any Agency in the Republic of Uzbekistan (otherwise than for the purposes of or pursuant to an amalgamation, reorganisation or restructuring permitted by Condition 5.4); or

(ii) the Issuer or any of its Material Subsidiaries: (A) fails or is unable or admits its inability to pay its debts generally as they become due; (B) consents by answer or otherwise to the commencement against it of an involuntary case in bankruptcy or to the appointment of a custodian of it or of a substantial part of its property;

(iii) a court of competent jurisdiction enters an order for relief or a decree in an involuntary case in bankruptcy or for the appointment of a custodian in respect of the Issuer or any Material Subsidiary or a substantial part of their respective property and such order or decree remains undischarged for a period of 30 days; or

(iv) the shareholders of the Issuer approve any plan for the liquidation or dissolution of the Issuer (otherwise than for the purposes of or pursuant to an amalgamation, reorganisation or restructuring permitted by Condition 5.4);

10.1.5 a judgment, order, decree of a court or other appropriate law enforcement body for the payment of any amount in excess of U.S.$100.0 million (or, to the extent non-U.S. Dollar denominated, the U.S. Dollar Equivalent of such amount) is rendered against the Issuer or any of its Subsidiaries and continues unsatisfied and unstayed or uncontested for a period of 30 days after the date thereof or, if later, the date therein specified for payment or on which such judgment or order otherwise becomes enforceable; or

10.1.6 an order of a court of competent jurisdiction is made or an effective resolution is passed for the winding-up, liquidation or dissolution of the Issuer or any of its Material Subsidiaries (otherwise than for the purposes of or pursuant to an amalgamation, reorganisation or restructuring permitted by Condition 5.4) which event in the case of a Material Subsidiary is in the opinion of the Trustee materially prejudicial to the interests of the Noteholders; or

10.1.7 the validity of the Notes or the Trust Deed, as the case may be, is contested by the Issuer or the Issuer shall deny any of its obligations thereunder or it is, or will become, unlawful for the Issuer to perform or comply with any of its obligations under or in respect of the Notes or the Trust Deed or any of such obligations shall become unenforceable or cease to be legal, valid and binding; or

10.1.8 any event occurs which under the laws of any relevant jurisdiction has an analogous effect to any of the events referred to in paragraphs 10.1.4 and 10.1.6 above.

11 Prescription

Claims for the payment of principal and interest in respect of any Note shall be prescribed unless made within 10 years (for claims for the payment of principal) or five years (for claims for the payment of interest) from the appropriate Relevant Date in respect of them.

12 Replacement of Definitive Notes

If any Definitive Note is lost, stolen, mutilated, defaced or destroyed, it may be replaced at the specified office of the Registrar, subject to all applicable laws and stock exchange requirements, upon payment by the claimant of the expenses incurred in connection with such replacement and on such terms as to evidence, security, indemnity and otherwise as the Issuer may reasonably require. Mutilated or defaced Definitive Notes must be surrendered before replacements will be issued.

13 Meetings of Noteholders, Modification and Waiver

13.1 **Meetings of Noteholders**: The Trust Deed contains provisions for convening meetings of Noteholders to consider matters affecting their interests, including the sanctioning by Extraordinary Resolution of a modification of any of these Conditions or any provisions of the Trust Deed. Such meetings shall be held in accordance with the provisions set out in the Trust Deed. Such a meeting may be convened by the Trustee upon receipt of a written request by Noteholders holding not less than 10 per cent. in principal amount of the Notes for the time being outstanding (subject to the Trustee being indemnified and/or secured and/or prefunded to its satisfaction against all costs and expenses). The quorum at any meeting convened to vote on an Extraordinary Resolution will be two or more persons holding or representing a clear majority in principal amount of the Notes for the time being outstanding, or at any adjourned meeting two or more persons being or representing Noteholders whatever the principal amount of the Notes held or represented, unless the business of such meeting includes consideration of proposals, *inter alia*, (i) to modify the maturity of the Notes or the dates on which interest is payable in respect of the Notes, (ii) to reduce or cancel the principal amount of, or interest on, the Notes, (iii) to alter the method of calculating the amount of any payment in respect of the Notes, (iv) to change the currency of payment of the Notes or (v) to modify the

provisions concerning the quorum required at any meeting of Noteholders or the majority required to pass an Extraordinary Resolution, in which case the necessary quorum will be two or more persons holding or representing not less than two-thirds, or at any adjourned meeting not less than 25 per cent., in principal amount of the Notes for the time being outstanding. Any Extraordinary Resolution passed at a meeting duly convened and held in accordance with the Trust Deed by a majority of at least two thirds of the votes cast shall be binding on Noteholders (whether or not they were present at the meeting at which such resolution was passed).

The Trust Deed provides that a resolution in writing signed by or on behalf of the holders of not less than 75 per cent. in principal amount of the Notes outstanding shall for all purposes be as valid and effective as an Extraordinary Resolution passed at a meeting of Noteholders duly convened and held. Such a resolution in writing may be contained in one document or several documents in the same form, each signed by or on behalf of one or more Noteholders.

13.2 **Modification and Waiver**: The Trustee may agree, without the consent of the Noteholders, to (i) any modification of any of the provisions of the Trust Deed or the Notes which is, in the opinion of the Trustee, of a formal, minor or technical nature or is made to correct a manifest error, and (ii) any other modification (except as mentioned in the Trust Deed), and any waiver or authorisation of any breach or proposed breach of any of the provisions of the Notes or the Trust Deed, which is in the opinion of the Trustee not materially prejudicial to the interests of the Noteholders. Any such modification, authorisation or waiver shall be binding on the Noteholders and shall be notified to the Noteholders as soon as practicable thereafter.

13.3 **Entitlement of the Trustee**: In connection with the exercise of its functions (including but not limited to those referred to in this Condition) the Trustee shall have regard to the interests of the Noteholders as a class and shall not have regard to the consequences of such exercise for individual Noteholders and the Trustee shall not be entitled to require, nor shall any Noteholder be entitled to claim, from the Issuer, the Trustee or any other Person, any indemnification or payment in respect of any tax consequences of any such exercise upon individual Noteholders.

14 Enforcement

At any time after the Notes become due and payable, the Trustee may, at its discretion and without further notice, institute such steps, actions and/or proceedings against the Issuer as it may think fit to enforce the terms of the Trust Deed and the Notes, but it need not take, nor shall the Trustee be bound to take or omit to take, any such steps, actions and/or proceedings unless (i) it shall have been so directed by an Extraordinary Resolution or so requested in writing by Noteholders holding at least 25 per cent. in aggregate principal amount of the Notes outstanding and (ii) it shall have been indemnified and/or provided with security and/or prefunded in each case to its satisfaction. No Noteholder may proceed directly against the Issuer unless the Trustee, having become bound so to proceed, fails to do so within a reasonable time and such failure is continuing.

15 Indemnification of the Trustee

The Trust Deed contains provisions for the indemnification of the Trustee and for its relief from responsibility including provisions relieving it from taking action unless indemnified and/or secured and/or prefunded to its satisfaction. The Trustee is entitled to enter into business transactions with the Issuer and any entity related to the Issuer without accounting for any profit.

The Trust Deed also contains a provision permitting the Trustee to request a compliance certificate from the Issuer related to compliance with the Conditions in the circumstances described in the Trust Deed. The Trustee may rely without liability to Noteholders on a report, confirmation or certificate or any advice of any accountants, financial advisers, financial institution or any other expert, whether or not addressed to it and whether their liability in relation thereto is limited (by its terms or by any engagement letter relating thereto entered into by the Trustee or in any other manner) by reference to a monetary cap, methodology or otherwise. The Trustee may accept and shall be entitled to rely on any such report,

confirmation or certificate or advice and such report, confirmation or certificate or advice shall be binding on the Issuer and the Noteholders.

16 Further Issues

The Issuer may from time to time, without the consent of the Noteholders, create and issue further securities ("**Additional Notes**") having the same terms and conditions as the Notes in all respects (or in all respects except for the first payment of interest on them) and so that such further issue shall be consolidated and form a single series with the outstanding Notes. Any further securities forming a single series with the outstanding securities of any series (including the Notes) constituted by the Trust Deed or any deed supplemental to it shall be constituted by a deed supplemental to the Trust Deed.

17 Notices

Notices to the Noteholders shall be valid if sent to them by first class mail (airmail if overseas) at their respective addresses on the Register. Any such notice shall be deemed to have been given on the fourth day after the date of mailing. Notices required to be given to Noteholders pursuant to the Conditions shall also be published (if such publication is required) in a manner which complies with the rules and regulations of the stock exchange on which the Notes are for the time being listed and/or admitted to trading. Any such notice shall be deemed to have been given on the date of such publication or, if published more than once or on different dates, on the first date on which publication is made.

18 Currency Indemnity

If any sum due from the Issuer in respect of the Notes or any order or judgment given or made in relation thereto has to be converted from the currency (the "**first currency**") in which the same is payable under these Conditions or such order or judgment into another currency (the "**second currency**") for the purpose of (a) making or filing a claim or proof against the Issuer, (b) obtaining an order or judgment in any court or other tribunal or (c) enforcing any order or judgment given or made in relation to the Notes, the Issuer, shall indemnify each Noteholder on the written demand of such Noteholder, addressed and delivered to the Issuer, against any loss suffered as a result of any discrepancy between (i) the rate of exchange used for such purpose to convert the sum in question from the first currency into the second currency and (ii) the rate or rates of exchange at which such Noteholder may in the ordinary course of business purchase the first currency with the second currency upon receipt of a sum paid to it in satisfaction, in whole or in part, of any such order, judgment, claim or proof. This indemnity constitutes a separate and independent obligation of the Issuer and shall give rise to a separate and independent cause of action.

19 Contracts (Rights of Third Parties) Act 1999

Save in respect of Condition 5.3.4 (with respect to holders of Notes which are "restricted securities" within the meaning of Rule 144(a)(3) of the Securities Act), no person shall have any right to enforce any term or condition of the Notes under the Contracts (Rights of Third Parties) Act 1999.

20 Governing Law

The Notes and the Trust Deed and any non-contractual obligations arising out of or in connection with any of them are governed by, and shall be construed in accordance with, English law.

21 Arbitration, Consent to Enforcement and Waiver of Immunity

21.1 **Arbitration**: Any dispute, controversy or claim arising out of or connected with the Notes and the Trust Deed, including a dispute as to the validity or existence of the Notes and the Trust Deed and/or this Condition 21 or any non-contractual obligation arising out of or in connection with the Notes and the Trust Deed (a "**Dispute**"), shall be referred to, and finally resolved by, arbitration whose seat

shall be in London, England, conducted in the English language by three arbitrators, pursuant to the rules of the London Court of International Arbitration ("**LCIA**") (the "**Rules**") (such arbitration to also be administered by the LCIA in accordance with those Rules), which Rules are deemed to be incorporated by reference into this Condition save that, unless the parties agree otherwise, the third arbitrator, who shall act as presiding arbitrator of the tribunal, shall be nominated by the two arbitrators nominated by or on behalf of the parties. If the third arbitrator is not so nominated within 30 days of the date of nomination of the later of the two party-nominated arbitrators to be nominated, the third arbitrator shall be chosen by the LCIA. Sections 45 and 69 of the Arbitration Act 1996 shall not apply.

21.2 **Agent for Service of Process**: The Issuer has appointed Law Debenture Corporate Services Limited as its agent in England to receive service of process in any Proceedings in England in connection with the Notes and the Trust Deed.

21.3 **Consent to enforcement etc.**: The Issuer consents generally in respect of any Disputes to the giving of any relief or the issue of any process in connection with such Disputes including (without limitation) the making, enforcement or execution against any property whatsoever (irrespective of its use or intended use) of any judgment or award which may be made or given in such Disputes.

21.4 **Waiver of immunity**: To the extent that the Issuer may in any jurisdiction claim for itself or its assets or revenues immunity from suit, execution, attachment (whether in aid of execution, before the making of a judgment or an award or otherwise) or other legal process including in relation to the enforcement of a judgment or award and to the extent that such immunity (whether or not claimed) may be attributed in any such jurisdiction to the Issuer or its respective assets or revenues, the Issuer agrees not to claim and **irrevocably** waives such immunity.

22 Definitions

In these Conditions, the following terms shall have the following meanings:

"**Acquired Indebtedness**" means, with respect to any specified Person, Indebtedness of any other Person existing at the time such other Person is merged, consolidated, amalgamated or otherwise combined with or into or became a Subsidiary of such specified Person, whether or not such Indebtedness is Incurred in connection with, or in contemplation of, such other Person merging, consolidating, amalgamating or otherwise combining with or into, or becoming a Subsidiary of, such specified Person.

"**Additional Assets**" means:

(a) any property, plant or equipment (excluding working capital or current assets, Cash and Cash Equivalents) that are used or useful in the Permitted Business;

(b) the Capital Stock of a Person that becomes a Subsidiary as a result of the acquisition of such Capital Stock by the Issuer or a Subsidiary of the Issuer; or

(c) Capital Stock constituting a minority interest in any Person that at such time is a Subsidiary of the Issuer.

"**Adjusted EBITDA**" means, for any period:

(a) with respect to the Issuer, the sum of the net profit/(loss) of the Issuer and its Subsidiaries for such period; plus income tax expense, finance costs, depreciation, depletion and amortisation and impairment of property, plant and equipment; plus, to the extent they decrease the net profit/(loss) of the Issuer and its Subsidiaries for the period, foreign exchange loss, net; minus, to the extent they increase the net profit/(loss) of the Issuer and its Subsidiaries for the period, foreign exchange gain, net; minus reversal of impairment of property, plant and equipment, finance income and other non-operating income, each as determined by reference to the Issuer's most recent consolidated financial statements delivered in accordance with Condition 5.3; in each case for such period; and

(b) with respect to any Subsidiary of the Issuer, the sum of the net profit/(loss) of such Subsidiary for such period as determined in accordance with IFRS; plus income tax expense, finance costs, depreciation, depletion and amortisation and impairment of property, plant and equipment; plus, to the extent they decrease the net profit/(loss) of such Subsidiary for such period, foreign exchange loss, net; minus, to the extent they increase the net profit/(loss) of such Subsidiary for such period, foreign exchange gain, net; minus reversal of impairment of property, plant and equipment, finance income and other non-operating income of such Subsidiary determined in accordance with IFRS; in each case for such period (excluding intra-group items and investments in other Subsidiaries of the Issuer).

"**Affiliate**" of any specified Person means any other Person, directly or indirectly controlling, controlled by, or under direct or indirect common control with, such specified Person. For the purposes of this definition, "**control**" (including, with correlative meanings, the terms "controlling", "controlled by" and "under common control with"), as applied to any Person, means the possession, directly or indirectly, of the power to direct or cause the direction of the management and policies of such Person, whether through the ownership of voting securities, by contract or otherwise. "Affiliate" shall include funds advised by the specific Person.

"**Agency**" means any agency, authority, central bank, department, committee, government, legislature, ministry, minister, official or public or statutory person (whether autonomous or not) of, or of the government of, any state or supra-national body.

"**Asset Sale**" means

(a) the sale, lease, conveyance or other disposition of any tangible or intangible assets (other than cash) or rights or revenues of the Issuer or a Subsidiary of the Issuer in one or more transactions or series of transactions (whether related or not) *provided that* the sale, conveyance or other disposition of all or substantially all of the assets of the Issuer and its Subsidiaries taken as a whole will be governed by the provisions of Condition 5.4 and not by the provisions of Condition 5.5;

(b) the issuance of Capital Stock in any Subsidiary of the Issuer or the sale of Capital Stock in any of its Subsidiaries.

Notwithstanding the foregoing, none of the following items will be deemed to be an Asset Sale:

(a) any single transaction or series of related transactions that involves assets having a Fair Market Value of less than U.S.$50 million (or, to the extent non-U.S. Dollar denominated, the U.S. Dollar Equivalent of such amount);

(b) a transfer of assets between or among the Issuer and its Subsidiaries;

(c) an issuance of Capital Stock by a Subsidiary of the Issuer to the Issuer or to a Wholly-Owned Subsidiary of the Issuer;

(d) the sale, lease, conveyance or disposition of assets (including, for the avoidance of doubt, inventory or stock-in-trade, products, services or accounts receivable, licensing of rights and any sales of gas and oil at prices set or limited by Uzbekistan laws and regulations) in the ordinary course of business and any sale or other disposition of damaged, worn-out or obsolete assets in the ordinary course of business;

(e) the sale or other disposition of cash or Cash Equivalents;

(f) the creation of a Lien and any disposition in connection with any Permitted Lien;

(g) a payment that does not violate Condition 5.2;

(h) the lease, assignment or sublease of any real or personal property in the ordinary course of business;

(i) the licensing or sublicensing of rights to intellectual property or other intangibles in the ordinary course of business;

(j) sales or other dispositions of assets or property received by the Issuer or any Subsidiary of the Issuer upon the foreclosure of a Lien granted in favour of the Issuer or any Subsidiary of the Issuer or any other transfer of title with respect to any ordinary course secured investment in default.

"**Auditors**" means the auditors for the time being of the Issuer or, if they are unable or unwilling promptly to carry out any action requested of them under these Conditions, such other firm of accountants of international standing as may be selected by the Issuer for the purpose and notified in writing to the Trustee.

"**Board of Directors**" means: with respect to the Issuer, its Supervisory Board; with respect to a corporation, the board of directors or managers of the corporation and, in the case of any other corporation having both a supervisory board and an executive or management board, the executive or management board (except where the supervisory board is expressly indicated); with respect to a partnership, the board of directors of the general partner of the partnership; and with respect to any other Person, the board or committee of such Person serving a similar function;

"**business day**" means (except where expressly defined otherwise) a day which banks and foreign exchange markets are open for business in the place in which the specified office of the Principal Paying Agent is located and on which foreign exchange transactions may be carried on in U.S. Dollars in New York City.

"**Capital Stock**" means, with respect to any Person, any and all shares, interests (including partnership interests), rights to purchase, warrants, options, participations or other equivalents (however designated, whether voting or non-voting) of such Person's equity, including any Preferred Stock of such Person, whether now outstanding or issued after the Issue Date, including without limitation, all series and classes of such Capital Stock but excluding any debt securities convertible into or exchangeable for such Capital Stock.

"**Cash Equivalents**" means:

(a) securities (i) issued by, or directly and fully guaranteed or insured by, the U.S. government or any agency or instrumentality of the U.S. government (*provided that* the full faith and credit of the United States is pledged in support of those securities), or (ii) which are denominated in U.S. dollars, euro, Uzbekistan soum or the currency of a member state of the European Union and are issued by, or directly and fully guaranteed or insured by, a member of the European Union or the Republic of Uzbekistan on the Issue Date, or any agency or instrumentality thereof, in each case having maturities of not more than six months from the date of acquisition;

(b) certificates of deposit, time deposits and other bank deposits in U.S. dollars or euro with maturities of 12 months or less from the date of acquisition, bankers' acceptances with maturities not exceeding 12 months and overnight bank deposits, in each case, with any commercial bank (i) having capital and surplus in excess of U.S.$500.0 million (or its equivalent in any other currency) and a rating of A-1/P-1 (or such similar equivalent rating) or better from at least one internationally recognised statistical rating organisation, (ii) licensed or organised in the Republic of Uzbekistan and having a rating from at least one internationally recognised statistical rating organisation that is no less than "BB-" on "Ba3" (or such similar equivalent rating) (iii) licensed or organised in the Republic of Uzbekistan and controlled by another bank organised in the United States, United Kingdom or any European Union jurisdiction that meets the requirements of clause (i) of this paragraph; *provided, that* Cash Equivalents will also include such certificates of deposit, time deposits and other bank deposits in Uzbekistan soum if, at the time of deposit or acquisition, the Issuer or any of its Subsidiaries has one or more euro or U.S. dollar deposits or bankers' acceptances with one or more of the institutions referred to in (i) to (iii) above at least equal in value (at then current exchange rates) to the amount of interest payable on the Notes on the next Interest Payment Date;

(c) repurchase obligations with a term of not more than seven days for underlying securities of the types described in paragraph (b) above entered into with any financial institution meeting the qualifications specified in paragraph (b) above;

(d) investments in commercial paper with a maturity of one year or less from the date of acquisition, issued by a corporation (other than an Affiliate of the Issuer) organised and in existence under the laws of a member of the European Union, the United Kingdom or the United States with a rating at the time as of which any investment therein is made of "P1" (or higher) according to Moody's, "A1" (or higher) according to S&P or "F1" by Fitch from at least two Rating Agencies;

(e) investments in securities with maturities of six months or less from the date of acquisition issued or guaranteed by any state, commonwealth or territory of a member of the European Union, the United States or the United Kingdom or by any political subdivision or authority thereof; and

(f) interests in any money market fund which invests 95 per cent. or more of its assets in instruments of the type specified in paragraphs (a) to (e) above.

"**Cash and Cash Equivalent Amounts**" means with respect to any specified Person and as at any date of determination, the total amount of cash and cash equivalents that would have been included in a balance sheet of such person prepared in accordance with IFRS if prepared as at such date.

"**Code**" means the United States Internal Revenue Code of 1986, as amended.

"**control**" shall have the meaning provided in the definition of "Affiliate" and "**controlled**" shall be construed accordingly.

"**Consolidated Indebtedness**" means, at any date of determination (and without duplication), the aggregate of the Indebtedness of the Issuer and its Subsidiaries on a consolidated basis.

"**Consolidated Net Indebtedness**" means, at any date of determination (and without duplication), (i) the Consolidated Indebtedness less (ii) any Cash and Cash Equivalent Amounts of the Issuer and its Subsidiaries, in the case of each (i) and (ii), as of the end of the period for which the then most recent consolidated financial statements of the Issuer were delivered to the Trustee pursuant to Condition 5.3.

"**Consolidated Net Leverage Ratio**" as of any date of determination (the "**Determination Date**"), means the ratio of (x) the Consolidated Net Indebtedness to (y) the Adjusted EBITDA of the Issuer for the period of the two most recent Measurement Periods immediately preceding the date of such determination for which the Issuer's consolidated financial statements prepared in accordance with the IFRS are available (the "**Adjusted EBITDA Calculation Period**"); *provided, however, that*:

(a) if (i) the Issuer or any of its Subsidiaries has Incurred any Indebtedness since the end of the Adjusted EBITDA Calculation Period (the "**Relevant Date**") which remains outstanding on the Determination Date or (ii) the transaction giving rise to the need to calculate the Consolidated Net Leverage Ratio is an Incurrence of Indebtedness, or both, the Consolidated Net Leverage Ratio shall be calculated by adjusting the Consolidated Net Indebtedness for such period to give effect to the Incurrence of any Indebtedness mentioned in (i) or (ii) above, or both, as if such Indebtedness had been Incurred on the Relevant Date; *provided that* no effect shall be given to any Cash and Cash Equivalent Amounts received by the Issuer or any of its Subsidiaries as proceeds of such Indebtedness that gave rise to the need to calculate the Consolidated Net Leverage Ratio;

(b) if (i) the Issuer or any of its Subsidiaries has repaid, repurchased, defeased or otherwise discharged any Indebtedness since the Relevant Date or (ii) if any Indebtedness is to be repaid, repurchased, defeased or otherwise discharged (in each case other than Indebtedness Incurred under any revolving credit facility unless such Indebtedness has been permanently repaid and has not been replaced) on the date of the transaction giving rise to the need to calculate the Consolidated Net Leverage Ratio, or both, the Consolidated Net Leverage Ratio shall be calculated by adjusting the Consolidated Net Indebtedness for such period to give effect to such

repayment, repurchase, defeasement or discharge mentioned in (i) or (ii) above, as if such repayment, repurchase, defeasement or discharge had occurred on the Relevant Date;

(c) if since the beginning of the Adjusted EBITDA Calculation Period the Issuer or any Subsidiary of the Issuer (by merger or otherwise) shall have made an Investment in any Person which as a result of such Investment becomes a Subsidiary of the Issuer or an acquisition of assets which constitutes all or substantially all of an operating unit of a business (including any acquisition of assets occurring in connection with a transaction requiring a calculation to be made hereunder), the Consolidated Net Leverage Ratio shall be calculated by adjusting the Consolidated Adjusted EBITDA of the Issuer for such Adjusted EBITDA Calculation Period as if such Investment or acquisition had occurred on the first day of such Adjusted EBITDA Calculation Period; and

(d) if since the beginning of the Adjusted EBITDA Calculation Period the Issuer or any of its Subsidiaries shall have made an Asset Sale, the Consolidated Net Leverage Ratio shall be calculated by reducing the Adjusted EBITDA of the Issuer for such Adjusted EBITDA Calculation Period by an amount equal to the Adjusted EBITDA of the Issuer (if positive) directly attributable to the assets which are the subject of such Asset Sale, or increased by an amount equal to the Adjusted EBITDA of the Issuer (if negative), directly attributable thereto for such period as if such Asset Sale had occurred on the first day of such Adjusted EBITDA Calculation Period.

For the purposes of this definition, *pro forma* calculations shall be determined in good faith by a responsible financial or accounting officer of the Issuer.

"**Consolidated Net Profit**" means, for any period, the net profit of the Issuer and its Subsidiaries for such period, on a consolidated basis, determined in accordance with IFRS.

"**Consolidated Total Assets**" means, as of any date of determination, the total assets of the Issuer and its Subsidiaries, on a consolidated basis, as shown in the then most recent consolidated IFRS financial statements of the Issuer delivered to the Trustee pursuant to Condition 5.3.

"**Currency Agreement**" means any foreign exchange contract, currency swap agreement or other similar agreement with respect to currency values, entered into in the ordinary course of business.

"**Deferred Capital Stock**" means a dividend or distribution declared by the Issuer and which a shareholder of the Issuer has irrevocably instructed the Issuer to retain and apply towards consideration for any future Capital Stock to be issued by the Issuer to such shareholder.

"**Disqualified Stock**" means, with respect to any Person, any Capital Stock which by its terms (or by the terms of any security into which it is convertible or for which it is exchangeable at the option of the holder) or upon the happening of any event:

(a) matures or is mandatorily redeemable (other than redeemable only for Capital Stock of such Person which is not itself Disqualified Stock) pursuant to a sinking fund obligation or otherwise;

(b) is convertible or exchangeable at the option of the holder for Indebtedness or Disqualified Stock; or

(c) is mandatorily redeemable or must be purchased upon the occurrence of certain events or otherwise, in whole or in part;

in each case on or prior to the first anniversary of the Stated Maturity of the Notes; *provided, however, that* any Capital Stock that would not constitute Disqualified Stock but for provisions thereof giving holders thereof the right to require such Person to purchase or redeem such Capital Stock upon the occurrence of a "change of status" occurring prior to the first anniversary of the Stated Maturity of the Notes shall not constitute Disqualified Stock if (i) the "change of status" provisions applicable to such Capital Stock are not more favourable to the holders of such Capital Stock than the terms applicable to

the Notes and set forth in Condition 7.8, and (iii) any such requirement only becomes operative after compliance with such terms applicable to the Notes.

The amount of any Disqualified Stock that does not have a fixed redemption, repayment or repurchase price will be calculated in accordance with the terms of such Disqualified Stock as if such Disqualified Stock were redeemed, repaid or repurchased on any date on which the amount of such Disqualified Stock is to be determined pursuant to these Conditions; *provided, however, that* if such Disqualified Stock could not be required to be redeemed, repaid or repurchased at the time of such determination, the redemption, repayment or repurchase price will be the book value of such Disqualified Stock as reflected in the most recent financial statements of such Person.

"**Environmental Laws**" means all statutes, laws, regulations, ordinances, codes, policies or other rules of law or any official judicial or administrative interpretation thereof, including all judicial or administrative orders, consents, decrees or judgments of the Republic of Uzbekistan or any other jurisdiction in which any member of the Group operates which:

(a) have as a purpose or effect the protection of, and/or prevention of harm or damage to, the Environment;

(b) provide remedies or compensation for harm or damage to the Environment;

(c) relate to health or safety matters; and/or

(d) relate to the manufacture, processing, distribution, use, treatment, storage, disposal, transport or handling of Hazardous Materials.

"**Environmental Licence**" means any authorisation, consent, approval, resolution, licence, exemption, filing or registration required at any time under Environmental Law;

"**Environment**" means living organisms including the ecological systems of which they form part and the following media:

(a) air (including air within natural or man-made structures, whether above or below ground);

(b) water (including territorial, coastal and inland waters, water under or within land and water in drains and sewers); and/or

(c) land (including land under water);

"**Exchange Act**" means the U.S. Securities Exchange Act of 1934.

"**Fair Market Value**" means the price that would be paid in an arm's length transaction between an informed and willing seller under no compulsion to sell and an informed and willing buyer under no compulsion to buy, as determined in good faith by an Independent Appraiser (should one be engaged without any obligation to do so) and/or the Board of Directors of the Issuer or the relevant Subsidiary of the Issuer (or the relevant competent management body or officer of such Subsidiary) whose determination shall be conclusive.

"**Gas Sales Contract**" means the gas sales contract dated 19 May 2012 between Uz-Kor and Uztransgaz.

"**Group**" means the Issuer and its consolidated Subsidiaries taken as a whole.

"**guarantee**" means any obligation, contingent or otherwise, of any Person directly or indirectly guaranteeing any Indebtedness of any Person and any obligation, direct or indirect, contingent or otherwise, of such Person:

(a) to purchase or pay (or advance or supply funds for the purchase or payment of) such Indebtedness of such Person (whether arising by virtue of partnership arrangements, or by agreements to keep-well, to purchase assets, goods, securities or services, to take-or-pay or to maintain financial statement conditions or otherwise); or

(b) entered into for the purpose of assuring in any other manner the obligee of such Indebtedness of the payment thereof or to protect such obligee against loss in respect thereof (in whole or in part).

The term "guarantee" used as a verb has a corresponding meaning. The term "guarantor" shall mean any Person guaranteeing any obligation.

"**Hazardous Materials**" means chemicals, pollutants, contaminants, wastes, toxic substances, hazardous substances, petroleum or petroleum products, asbestos-containing materials or mould;

"**Hedging Obligations**" means, with respect to any Person, the obligations of such Person under:

(a) interest rate swap agreements, interest rate cap agreements and interest rate collar agreements;

(b) other agreements or arrangements designed to protect such Person against fluctuations in interest rates; and

(c) any foreign currency futures contract, option or similar agreement or arrangement designed to protect such Person against fluctuations in foreign currency rates.

"**IFRS**" means International Financial Reporting Standards (formerly International Accounting Standards), issued by the International Accounting Standards Board ("**IASB**") and interpretations issued by the International Financial Reporting Interpretations Committee of the IASB (as amended, supplemented or re-issued from time to time).

"**Incur**" means, with respect to any Indebtedness or other obligation of any Person, to create, issue, incur (including by conversion, exchange or otherwise), assume, guarantee or otherwise become liable in respect of such Indebtedness or other obligation of such Person (and "**Incurrence**", "**Incurred**" and "**Incurring**" shall have meanings correlative to the preceding). Indebtedness of any acquired Person or any of its Subsidiaries existing at the time such acquired Person becomes a Subsidiary of the Issuer (or is merged into or consolidated with the Issuer or any Subsidiary of the Issuer), whether or not such Indebtedness was Incurred in connection with, as a result of, or in contemplation of, such acquired Person becoming a Subsidiary of the Issuer (or being merged into or consolidated with the Issuer or any Subsidiary of the Issuer), shall be deemed Incurred at the time any such acquired Person becomes a Subsidiary of the Issuer (or merges into or consolidates with the Issuer or any Subsidiary of the Issuer); *provided, that*, solely for the purposes of determining compliance with Condition 5.1 (*Limitation on Incurrence of Indebtedness*) the following will not be deemed to be an Incurrence:

(a) the amortisation of debt discount or the accretion of principal with respect to a non-interest bearing or other discount security;

(b) the payment of regularly scheduled interest in the form of additional Indebtedness of the same instrument or the payment of regularly scheduled dividends on Capital Stock in the form of additional Capital Stock of the same class and with the same terms; and

(c) the obligation to pay a premium in respect of Indebtedness arising in connection with the issuance of the notice of redemption or the making of a mandatory offer to purchase such Indebtedness.

"**Indebtedness**" means, with respect to any Person at any date of determination (without duplication):

(a) the principal in respect of (i) indebtedness of such Person for money borrowed and (ii) indebtedness evidenced by notes, debentures, bonds or other similar instruments for the payment of which such Person is responsible or liable, including, in each case, any premium on such indebtedness to the extent such premium has become due and payable;

(b) all Lease Obligations of such Person;

(c) obligations to pay for assets acquired or services supplied deferred for a period of over 180 days after the relevant assets were or are to be acquired or the relevant services were or are to be supplied;

(d) all obligations of such Person for the reimbursement of any obligor on any letter of credit, bankers' acceptance or similar credit transaction (the amount of such obligations being equal at any time to the aggregate then undrawn and unexpired amount of such letters of credit or other instruments plus the aggregate amount of drawings thereunder that have not been reimbursed), in each case only to the extent that the underlying obligation in respect of which the instrument was issued would be treated as Indebtedness;

(e) the amount of all obligations of such Person with respect to the redemption, repayment or other repurchase of any Disqualified Stock of such Person or, with respect to any Preferred Stock of any Subsidiary of such Person, the principal amount of such Preferred Stock to be determined in accordance with these Conditions (but excluding, in each case, any accrued dividends);

(f) to the extent not otherwise included in this definition, all Hedging Obligations of such Person, *provided, however, that* if and to the extent that netting is permitted by applicable laws (including the laws of the Republic of Uzbekistan), the amount of any such Hedging Obligations for the purposes of this paragraph (f) shall be equal at any time to the net payments under such agreement or arrangement giving rise to such Hedging Obligation that would be payable by such Person at the termination of such agreement or arrangement;

(g) all obligations of the type referred to in paragraphs (a) through (f) of other Persons and all dividends of other Persons for the payment of which, in either case, such Person is responsible or liable, directly or indirectly, as obligor, guarantor or otherwise, including by means of any guarantee;

(h) all obligations of the type referred to in paragraphs (a) through (g) of other Persons secured by any Lien on any property or asset of such Person (whether or not such obligation is assumed by such Person), the amount of such obligation being deemed to be the lesser of the Fair Market Value of such property or assets and the amount of the obligation so secured; and

and the amount of Indebtedness of any Person at any date shall equal the amount thereof that would appear on a balance sheet of such Person (excluding any notes thereto) prepared on the basis of IFRS at such date of all unconditional obligations, as described above, and with respect to contingent obligations, as described above, the maximum liability which would arise upon the occurrence of the contingency giving rise to the obligation.

The term "**Indebtedness**" shall not include obligations of Uztransgaz under the Gas Sales Contract for which the payment of which the Issuer is liable as guarantor under the Uz-Kor Guarantee;

"**Independent Appraiser**" means any of PricewaterhouseCoopers, KPMG, Deloitte & Touche, Ernst & Young or such investment banking, accountancy or appraisal firm generally recognised in the relevant jurisdiction selected by the competent management body of the Issuer or the relevant Subsidiary of the Issuer, *provided* it is not an Affiliate of the Issuer, or any Subsidiary of the Issuer.

"**Investment**" in any Person means any direct or indirect advance, loan (other than advances to customers in the ordinary course of business that are recorded as accounts receivable on the balance sheet of the lender) or other extensions of credit (including by way of guarantee or similar arrangement) or capital contribution (by means of any transfer of cash or other property to others or any payment for property or services for the account or use of others), or any purchase or acquisition of Capital Stock, Indebtedness or other similar instruments issued by such Person, together with all items that are or would be classified as investments on a balance sheet prepared in accordance with IFRS. If the Issuer or any of its Subsidiaries issues, sells or otherwise disposes of any Capital Stock of a Person that is a Subsidiary of the Issuer such that, after giving effect thereto, such Person is no longer a Subsidiary of the Issuer, any Investment by the Issuer or any of its Subsidiaries of such Person remaining after giving effect thereto will be deemed to be a new Investment at such time. The acquisition by the Issuer or any of its Subsidiaries of a Person that holds an Investment in a third Person will be deemed to be an Investment by the Issuer or such Subsidiary in such third Person at such time. Except as otherwise provided for herein, the amount of an Investment shall be its Fair Market Value at the time the Investment is made and without giving effect to subsequent changes in value.

"**Investment Grade**" means a rating equal to or higher than (a) BBB- (or the equivalent) by Fitch, (b) Baa3 (or the equivalent) by Moody's, (c) BBB- (or the equivalent) by S&P or (d) if any of Moody's, Fitch or S&P ceases to publish ratings of securities, an equivalent rating by an internationally recognised statistical rating organisation;

"**Investment Grade Status**" shall be deemed to have been reached on the date that the Notes have an Investment Grade Rating from at least two of the three Rating Agencies;

"**Issue Date**" means 7 May 2025.

"**Lease Obligation**" means, at the time any determination thereof is to be made, the amount of the liability under any lease or hire purchase contract that would at that time be required to be treated as a balance sheet liability in accordance with IFRS.

"**Material Adverse Effect**" means a material adverse effect on (a) the business, condition (financial or otherwise), results of operations or prospects of the Issuer or the Group, (b) the ability of the Issuer to perform its obligations under the Trust Deed and/or the Notes (c) the validity or enforceability of the Trust Deed or the Notes.

"**Material Subsidiary**" means any Subsidiary of the Issuer:

(a) whose total assets or Adjusted EBITDA represent not less than 10 per cent. of the Consolidated Total Assets or the Issuer's Adjusted EBITDA, determined by reference to the most recent annual or interim financial statements of the Issuer delivered to the Trustee pursuant to Condition 5.3 and the latest financial statements of such Subsidiary, determined on an unconsolidated basis in accordance with IFRS; or

(b) to which are transferred substantially all of the assets and undertakings of a Subsidiary of the Issuer which immediately prior to such transfer was a Material Subsidiary (with effect from the date of such transaction).

"**Measurement Period**" means a period of six months ending on 30 June or 31 December for which consolidated financial statements of the Issuer (or the other relevant Person in respect of which the particular calculation is to be made, as the case may be) prepared in accordance with the IFRS are available. For the avoidance of doubt, any non-balance sheet financial information for a Measurement Period ending on 31 December of any year shall be calculated by subtracting (a) the relevant information for the Measurement Period ending on 30 June of that year from (b) the equivalent information for that year;

"**Net Proceeds**" means the aggregate cash proceeds received by the Issuer or any of its Subsidiaries in respect of any Asset Sale (including, without limitation, any cash received upon the sale or other disposition of any non-cash consideration received in any Asset Sale, but only as and when received), net of the direct costs relating to such Asset Sale, including, without limitation, legal, accounting and investment banking fees, sales commission and any relocation expenses incurred as a result of the Asset Sale, and taxes paid or payable as a result of the Asset Sale, in each case, after taking into account any available tax credits or deductions, any tax sharing arrangements and any amounts required to be applied to the repayment of Indebtedness secured by a Lien on the asset or assets that were the subject of such Asset Sale and any reserve for adjustment in respect of the sale price of such asset or assets established in accordance with IFRS.

"**Obligations**" means any principal, interest, penalties, fees, indemnifications, reimbursements, damages and other liabilities payable under the documentation governing any Indebtedness.

"**Officer**" means the chief financial officer, the chairman of the Supervisory Board, the chairman of the Management Board or other person holding a corresponding or similar position of responsibility.

"**Officer's Certificate**" means a certificate executed on behalf of the Issuer by one Officer thereof.

"**Permitted Business**" means (a) the development and operation of oil and gas fields, (b) the exploration, production and refining of oil and gas, (c) the preparation, processing, compression and sale of oil, natural gas, liquefied gas and refined oil products, (d) the transportation and marketing of

hydrocarbons and hydrocarbon compounds and (e) any business reasonably related, ancillary or complementary thereto.

"**Permitted Liens**" means:

(a) Liens on property of a Person existing at the time such Person is merged, consolidated, amalgamated or otherwise combined with or into the Issuer or any Subsidiary of the Issuer or becomes a Subsidiary of the Issuer or any Subsidiary of a Subsidiary; *provided that* such Liens were in existence prior to the contemplation of such merger, consolidation, amalgamation or other combination, were not incurred in contemplation thereof and do not extend to any assets other than those of the Person merged, consolidated, amalgamated or combined with the Issuer or such Subsidiary;

(b) Liens on property (including Capital Stock) existing at the time of acquisition of the property or of a Person which owns the property by the Issuer or any Subsidiary of the Issuer, *provided that* such Liens were in existence prior to, such acquisition, and not incurred in contemplation of, such acquisition, *provided further, however*, that such Liens do not extend to any other property owned by the Issuer or such Subsidiary;

(c) Liens granted upon or with regard to any property acquired after the Issue Date by the Issuer or any of its Subsidiaries to secure the purchase price of such property or the cost of construction, improvement or repair of all or any part of such property or to secure Indebtedness incurred solely for the purpose of financing the acquisition, construction, improvement or repair of such property and transactional expenses related thereto (other than a Lien created in contemplation thereof), *provided that* (i) no such Lien shall extend to any other property or assets of the Issuer or any of its Subsidiaries, (ii) the aggregate principal amount of all Indebtedness secured by Liens under this paragraph on such property or assets does not exceed the cost of the assets or property so acquired, constructed, repaired or improved (including customs duties, transport, insurance, construction and installation costs and other incidental costs and expenses of purchase and any VAT or similar taxes thereon) and (iii) such Liens are created within 180 days of construction, acquisition, improvement or repair of such assets or property;

(d) Liens for taxes, assessments or governmental charges or claims that are not yet delinquent or that are being contested in good faith by appropriate proceedings instituted within a reasonable period of time and diligently pursued, *provided that* any reserve or other appropriate provision as is required in conformity with IFRS has been made therefor;

(e) Liens arising by operation of or imposed by law, such as carriers', warehousemen's, landlord's and mechanics' Liens or other similar Liens, in each case, incurred in the ordinary course of business;

(f) Liens created for the benefit of (or to secure) the Notes;

(g) Liens securing Hedging Obligations permitted by Condition 5.1.2(v) and any Lien the principle purpose of which is to allow the setting off or netting of obligations under or in connection with any Hedging Obligation, in either case, so long as such Lien is over only (a) the assets that secure the Indebtedness that is the subject of the relevant Hedging Obligations or (b) cash or Cash Equivalents securing such Hedging Obligations;

(h) Liens incurred or deposits made in connection with workers' compensation, unemployment insurance, other types of social security and other types of related statutory obligations;

(i) Liens in favour of customs or revenue authorities to secure payment of customs duties in connection with the importation of goods in the ordinary course of business;

(j) any retention of title reserved by any seller of goods or any Lien imposed, reserved or granted over goods supplied by such seller;

(k) Liens arising out of or in connection with pre-judgment legal process or a judgement or a judicial awarded relating to security for costs;

(l) Liens to secure any Refinancing Indebtedness Incurred to refinance, replace, extend or modify in whole or in part, Indebtedness which was previously so secured pursuant to paragraphs (a), (b), (f), (n) and this paragraph (l) of this definition of "Permitted Liens" as a whole, or in part, in respect of any Indebtedness secured by any Lien prior to the incurrence of such Refinancing Indebtedness; *provided, however, that*:

(i) such new Lien shall be limited to (A) all or part of the same property and assets that secured or, under the written agreements pursuant to which the original Lien arose, could secure the original Lien (plus improvements and accessions to, such property or proceeds or distributions thereof) or (B) property and/or assets the market value of which does not in aggregate exceed the market value of the property and/or assets that secured the original Lien (plus improvements and accessions to, such property or proceeds or distributions thereof); and

(ii) the Indebtedness secured by such Lien at such time is not increased to any amount greater than the sum of (1) the outstanding principal amount or, if greater, committed amount of the Indebtedness at the time the original Lien became a Permitted Lien and (2) an amount necessary to pay any fees and expenses, including premiums, related to such refinancing, refunding, extension, renewal or replacement;

(m) Liens to secure (A) the performance of statutory obligations surety or appeal bonds, performance bonds or other obligations of a like nature and (B) liabilities under letters of credit, guarantees and other financial instruments issued in connection with the acquisition and disposal of inventory, stock in trade, goods, services and other current assets (and the proceeds thereof), in each case incurred in the ordinary course of business;

(n) Liens existing on the Issue Date;

(o) survey exceptions, easements or reservations of, or rights of others for, licenses, rights-of-way, sewers, electric lines, telegraph and telephone lines and other similar purposes, or zoning or other restrictions as to the use of real property that were not incurred in connection with Indebtedness and that do not in the aggregate materially adversely affect the value of said properties or materially impair their use in the operation of the business of such Person;

(p) rights of set-off under contracts that do not relate to Indebtedness for borrowed money;

(q) any Liens in respect of, in support of or in connection with Project Finance Debt;

(r) leases and subleases of property which do not materially interfere with the ordinary conduct of the business of the Issuer or any of its Subsidiaries;

(s) any right of refusal, right of first offer, option or other agreement to sell or otherwise dispose of an asset of the Issuer or any of its Subsidiaries;

(t) Liens on the deposit accounts of the Issuer or any of its Subsidiaries arising by reason of any right of netting or set-offs on such accounts in the ordinary course of the Group's banking operations;

(u) any other netting or set-off arrangement entered into by the Issuer or any of its Subsidiaries in the ordinary course of its banking arrangements for the purpose of netting debit and credit balances;

(v) Liens on property or assets under construction (and related rights) in favour of a contractor or developer or arising from progress or partial payment by a third party relating to such property or assets; and

(w) other Liens securing Indebtedness (other than Subordinated Obligations) incurred in the ordinary course of business of the Issuer or any of its Subsidiaries in an aggregate principal amount at any one time outstanding not to exceed 20 per cent. of the Consolidated Total Assets.

"**Person**" means any individual, corporation, partnership, joint venture, association, joint stock company, trust, fund, unincorporated organisation, limited liability company or government or other entity.

"**Potential Event of Default**" means an event or circumstance which, with the giving of notice, lapse of time, issue of a certificate and/or fulfilment of any other requirement provided for in Condition 10, would constitute an Event of Default.

"**Preferred Stock**", as applied to the Capital Stock of any Person, means Capital Stock of any class or classes (however designated) which is preferred as to the payment of dividends or distributions, or as to the distribution of assets upon any voluntary or involuntary liquidation or dissolution of such Person, over shares of Capital Stock of any other class of such Person.

"**Project Finance Debt**" means any Indebtedness issued, raised or borrowed by a Project Subsidiary to finance all or part of the costs of the acquisition, construction or development of any project if a Person or Persons providing such financing expressly agree to limit their recourse to the project financed (and related assets), the Project Subsidiary, the shares in the Project Subsidiary and the revenues derived from such project as the principal source of repayment for moneys advanced, *provided that*:

(a) equity contribution agreements, subordinated debt and similar shareholder funding arrangements (and related guarantees) with respect to the Project Subsidiary entered into by the Issuer or any Subsidiary of the Issuer;

(b) arm's length commercial agreements between the Project Subsidiary and the Issuer or any Subsidiary of the Issuer, or performance guarantees given by the Issuer or any Subsidiary of the Issuer with respect to commercial agreements relating to the project;

(c) any share purchase agreement entered into by the Issuer or any Subsidiary of the Issuer with respect to the shares in the Project Subsidiary; or

(d) any other assurance, undertaking or support provided by the Issuer or any Subsidiary in the Issuer in relation to the project that is not by way of guarantee, indemnity or other assurance against financial loss,

including, in each case, any assignment by the Project Subsidiary of its rights thereunder to the Persons providing such financing, shall not result in such financing being considered recourse to the Issuer or any Subsidiary of the Issuer.

"**Project Subsidiary**" means any Person in which the Issuer holds a direct or indirect interest or which is a special purpose vehicle, where such person is established or used for the purposes of undertaking the acquisition, construction or development of any project whose sole purpose of finance is the Project Finance Debt and which has not guaranteed or otherwise directly or indirectly provided credit support for any Indebtedness of any member of the Group (other than another Project Subsidiary).

"**Rating Agency**" means each of S&P Global Ratings Europe Limited ("**S&P**"), Moody's Investors Service Limited ("**Moody's**"), Fitch Ratings Limited ("**Fitch**"), any of their affiliates or successors.

"**Refinance**" means, in respect of any Indebtedness, to refinance, extend, renew, refund, repay, prepay, redeem, defease, discharge or retire, or to issue Indebtedness in exchange or replacement for, such Indebtedness in whole or in part, and "**Refinanced**" and "**Refinancing**" shall have correlative meanings.

"**Refinancing Indebtedness**" means Indebtedness of the Issuer or any Subsidiary of the Issuer that Refinances any Indebtedness of the Issuer or any Subsidiary of the Issuer existing on the Issue Date or Incurred in compliance with these Conditions, including Indebtedness that Refinances Refinancing Indebtedness; *provided, however, that*:

(a) such Refinancing Indebtedness has a Stated Maturity no earlier than the Stated Maturity of the Indebtedness being Refinanced;

(b) such Refinancing Indebtedness has a Weighted Average Life to Maturity at the time such Refinancing Indebtedness is Incurred that is equal to or greater than the Weighted Average Life to Maturity of the Indebtedness being Refinanced;

(c) such Refinancing Indebtedness has an aggregate principal amount (or if Incurred with original issue discount, an aggregate issue price) that is equal to or less than the aggregate principal amount (or if Incurred with original issue discount, the aggregate accreted value) then outstanding (plus accrued interest, fees and expenses, including any premium and defeasance costs) under the Indebtedness being Refinanced;

(d) the proceeds of the Refinancing Indebtedness shall be used substantially concurrently with the Incurrence thereof to refinance the Indebtedness being Refinanced; and

(e) if the Indebtedness being Refinanced is subordinated in right of payment to the Notes, such Refinancing Indebtedness is subordinated in right of payment to the Notes at least to the same extent as the Indebtedness being Refinanced,

"**Restricted Payment**" with respect to the Issuer or any of its Subsidiaries means:

(a) the declaration or payment of any dividends or any other distributions of any sort in respect of its Capital Stock (including any payment in connection with any merger or consolidation involving such Person) or similar payment to the direct or indirect holders of its Capital Stock (other than (A) dividends or distributions payable solely in its Capital Stock, Deferred Capital Stock or in options, warrants or other rights to purchase such stock, (B) dividends or distributions by a Subsidiary of the Issuer, so long as, in the case of any dividend or distribution payable on or in respect of any Capital Stock issued by a Subsidiary of the Issuer that is not a Wholly-Owned Subsidiary, the Issuer or a Subsidiary of the Issuer holding such Capital Stock receives at least its *pro rata* share of such dividend or contribution;

(b) the purchase, repurchase, redemption, defeasance or other acquisition or retirement for value of any Capital Stock of the Issuer held by any Person (other than by a Subsidiary) or of any Capital Stock of a Subsidiary of the Issuer held by any Affiliate of the Issuer (other than by a member of the Group), including in connection with any merger or consolidation and including the exercise of any option to exchange any Capital Stock (other than into Capital Stock of the Issuer that is not Capital Stock that, by its terms (or by the terms of any security into which it is convertible, or for which it is exchangeable, in each case at the option of the holder of Indebtedness of such Capital Stock), or upon the happening of any event, matures or is mandatorily redeemable, pursuant to a sinking fund obligation or otherwise, or redeemable at the option of the holder thereof, in whole or in part, on or prior to the first anniversary of the Maturity Date);

(c) the purchase, repurchase, redemption, defeasance or other acquisition or retirement for value, prior to scheduled maturity or scheduled repayment of any Subordinated Obligations of the Issuer or any Subsidiary of the Issuer (except for the repayment of inter-company debt owed by any member of the Group to any other member of the Group from time to time).

"**Securities Act**" means the U.S. Securities Act of 1933.

"**Stated Maturity**" means:

(a) with respect to any Indebtedness, the date specified in such Indebtedness as the fixed date on which the final instalment of principal of such Indebtedness is due and payable; and

(b) with respect to any scheduled instalment of principal of or interest on any Indebtedness, the date specified in such Indebtedness as the fixed date on which such instalment is due and payable.

"**Subordinated Obligations**" means, with respect to any Person, any Indebtedness of such Person (whether outstanding on the Issue Date or thereafter Incurred) which is subordinate or junior in right of payment to the Notes pursuant to a written agreement to that effect.

"**Subsidiary**" means, in relation to any Person (the "**first person**"), at any particular time, any other Person (the "**second person**") (i) which the first person controls or has the power to control and (ii) which is (or is required under IFRS to be) consolidated in or with the financial statements of the first person.

"**U.S. Dollars**", "**dollars**" or the sign "**$**" means such coin or currency of the United States of America as at the time of payment shall be legal tender for the payment of public and private debts.

"**U.S. Dollar Equivalent**" means with respect to any amount denominated in a currency other than U.S. Dollars, at any time for the determination thereof, the amount of U.S. Dollars obtained by converting such other currency involved into U.S. Dollars at the spot rate for the purchase of U.S. Dollars with the applicable foreign currency as quoted by Reuters at approximately 11:00 am (New York time) on the date not more than two Business Days prior to the date of determination.

"**Uztransgaz**" means Joint Stock Company "Uztransgaz";

"**Uz-Kor**" means JV "Uz-Kor Gaz Chemical" LLC;

"**Uz-Kor Guarantee**" means the guarantee and indemnity given by the Issuer to Uz-Kor in relation to Uztransgaz's obligations under the Gas Sales Contract;

"**Voting Stock**" of a Person means all classes of Capital Stock of such Person then outstanding and normally entitled (without regard to the occurrence of any contingency) to vote in the election of directors, managers or trustees thereof; and

"**Wholly-Owned Subsidiary**" of any specified Person means a Subsidiary of such Person all of the outstanding Capital Stock or other ownership interests of which shall at the time be owned by such Person or by one or more Wholly-Owned Subsidiaries of such Person.

"**Weighted Average Life to Maturity**" means, when applied to any Indebtedness at any date, the number of years obtained by dividing:

(a) the sum of the products obtained by multiplying:

  (i) the amount of each then remaining instalment, sinking fund, serial maturity or other required payment of principal or liquidation preference, as the case may be, including payment at final maturity, in respect thereof, by

  (ii) the number of years (calculated to the nearest one-twelfth) which will elapse between such date and the making of such payment, by

(b) the then outstanding aggregate principal amount or liquidation preference, as the case may be, or such Indebtedness.

SUMMARY OF THE PROVISIONS RELATING TO THE NOTES WHEN IN GLOBAL FORM

The Notes will be evidenced on issue by (i) in the case of Regulation S Notes, a Regulation S Global Note deposited with, and registered in the name of a nominee for, a common depositary for Euroclear and Clearstream, Luxembourg and (ii) in the case of Rule 144A Notes, a Rule 144A Global Note deposited with a custodian for and registered in the name of Cede & Co. as nominee of DTC.

Beneficial interests in the Regulation S Global Note may be held only through Euroclear or Clearstream, Luxembourg at any time. See "*—Book-entry Procedures for the Global Notes*". By acquisition of a beneficial interest in the Regulation S Global Note, the purchaser thereof will be deemed to represent, among other things, that if it determines to transfer such beneficial interest, it will transfer such interest only to a person whom the seller reasonably believes (a) to be purchasing outside of the United States in accordance with Regulation S or (b) to be a person who takes delivery in the form of an interest in a Rule 144A Global Note (if applicable). See "*Transfer Restrictions*".

Beneficial interests in the Rule 144A Global Note may be held only through DTC at any time. See "*—Book-entry Procedures for the Global Notes*". By acquisition of a beneficial interest in the Rule 144A Global Note, the purchaser thereof will be deemed to represent, among other things, that it is a QIB and that, if in the future it determines to transfer such beneficial interest, it will transfer such interest in accordance with the procedures and restrictions contained in the agency agreement. See "*Transfer Restrictions*".

Beneficial interests in each Global Note will be subject to certain restrictions on transfer set forth therein and in the Paying Agency Agreement and the Global Notes will bear applicable legends regarding such restrictions set forth under "*Transfer Restrictions*". A beneficial interest in the Regulation S Global Note may be transferred to a person who takes delivery in the form of an interest in the Rule 144A Global Note and only upon receipt by the Registrar of a written certification (in the form provided in the Paying Agency Agreement) to the effect that the transferor reasonably believes that the transferee is a QIB and that such transaction is in accordance with any applicable securities laws of any state of the United States or any other jurisdiction. Beneficial interests in the Rule 144A Global Note may be transferred to a person who takes delivery in the form of an interest in the Regulation S Global Note only upon receipt by the Registrar of a written certification (in the form provided in the Paying Agency Agreement) from the transferor to the effect that the transfer is being made in accordance with Regulation S.

Save in the case of the issue of replacement Notes pursuant to Condition 12, the Issuer, the Transfer Agents and the Registrar shall make no charge to the holders for the registration of any holding of Notes or any transfer thereof or for the issue of any Notes or for the delivery thereof at the specified office of a Transfer Agent or the Registrar or by uninsured post to the address specified by the holder, but such registration, transfer, issue or delivery shall be effected against such indemnity from the holder or the transferee thereof as the Registrar or the relevant Transfer Agent may require in respect of any tax or other duty of whatever nature which may be levied or imposed in connection with such registration, transfer, issue or delivery. Except in the limited circumstances described below, owners of beneficial interests in the Global Notes will not be entitled to receive physical delivery of Note certificates in definitive form (the "**Definitive Notes**"). The Notes are not issuable in bearer form.

Amendments to Conditions

The Global Note contains provisions that apply to the Notes that it represents, some of which modify the effect of the above Conditions. The following is a summary of those provisions:

Payments

Payments of principal and interest in respect of Notes evidenced by a Global Note will be made to the person who appears on the register of Noteholders at the close of business on the Record Date as holder of the relevant Global Note against presentation and (if no further payment falls to be made in respect of the relevant Notes) surrender of such Global Note to or to the order of the Principal Paying Agent (or to or to the order of such other Paying Agent as shall have been notified to the Noteholders for this purpose), which shall endorse such payment or cause such payment to be endorsed in the appropriate schedule to such Global Note (such endorsement being prima facie evidence that the payment in question has been made). Interest in respect of the Notes represented by a Global Note will be paid from the Interest Commencement Date in arrear at the rates, on the dates for

payment, and in accordance with the method of calculation provided for in the Conditions, save that the calculation is made in respect of the total aggregate amount of the Notes represented by such Global Note, together with such other sums and additional amounts (if any) as may be payable under the Conditions, in accordance with the Conditions.

Notices

So long as the Notes are evidenced by a Global Note and such Global Note is held by or on behalf of a clearing system, notices to Noteholders may be given by delivery of the relevant notice to that clearing system for communication to entitled account holders rather than in the manner specified in the Conditions and shall be deemed to be given to holders of interests in such Global Note with the same effect as if they had been given to such Noteholder in accordance with the Conditions; *provided, however, that* as long as the Notes are listed on the London Stock Exchange, all notices will also be given in accordance with the rules of the London Stock Exchange. Any such notice will be deemed to have been given on the day the same has been delivered to the relevant clearing systems.

Record Date

Notwithstanding Condition 8.1.2 "Record Date" shall mean the Clearing System Business Day before the relevant due date for payment, where "Clearing System Business Day" means Monday to Friday inclusive, except 25 December and 1 January.

Meetings

The holder of a Global Note will be treated as being two persons for the purposes of any quorum requirements of, or the right to demand a poll at, a meeting of Noteholders and in any such meeting as having one vote in respect of each Note for which such Global Note may be exchangeable.

Trustee's Powers

Notwithstanding anything contained in the Trust Deed, in considering the interests of Noteholders while a Global Note is held on behalf of a clearing system, the Trustee may, to the extent it considers it appropriate to do so in the circumstances, have regard to any information provided to it by such clearing system or its operator as to the identity (either individually or by category) of its accountholders with entitlements to such Global Note and may consider such interests, and treat such accountholders, as if such accountholders were the holders of such Global Note.

Issuer's Option

So long as the Notes are evidenced by a Global Note and such Global Note is held by or on behalf of a clearing system, any option of the Issuer provided for in the Conditions shall be exercised by the Issuer giving notice to the Noteholders and the relevant clearing systems (or procuring that such notice is given on its behalf) within the time limits set out in and containing the information required by the Conditions, except that the notice shall not be required to contain the serial numbers of Notes drawn in the case of a partial exercise of an option and, accordingly, no drawing of Notes shall be required and instead the Notes to be redeemed shall be selected (i) in the case of the Regulation S Global Note, in accordance with the rules and procedures of Euroclear and/or Clearstream, Luxembourg or (ii) the case of the Rule 144A Global Note, on a *pro rata* pass-through distribution of principal basis.

Noteholder's Option

So long as the Notes are evidenced by a Global Note and such Global Note is held by or on behalf of a clearing system, the exercise of the option of Noteholders provided for in Condition 7.8 will be subject to the normal rules and operating procedures of such clearing system.

Electronic Consent and Written Resolution

While a Global Note is registered in the name of any nominee for a clearing system, then:

(a) approval of a resolution proposed by the Issuer or the Trustee (as the case may be) given by way of electronic consents communicated through the electronic communications systems of the relevant

clearing system(s) in accordance with their operating rules and procedures by or on behalf of the holders of not less than 75 % in principal amount of the Notes outstanding (an "**Electronic Consent**" as defined in the Trust Deed) shall, for all purposes (including matters that would otherwise require an Extraordinary Resolution to be passed at a meeting in respect of which the special quorum provisions specified in the Notes apply), take effect as an Extraordinary Resolution passed at a meeting of Noteholders duly convened and held, and shall be binding on all Noteholders whether or not they participated in such Electronic Consent; and

(b) where Electronic Consent is not being sought, for the purpose of determining whether a Written Resolution (as defined in the Trust Deed) has been validly passed, each of the Issuer and the Trustee shall be entitled to rely on consent or instructions given in writing directly to the Issuer and/or the Trustee, as the case may be, by (a) accountholders in the clearing system with entitlements to a Global Note and/or, (b) where the accountholders hold any such entitlement on behalf of another person, on written consent from or written instruction by the person for whom such entitlement is ultimately beneficially held, whether such beneficiary holds directly with the accountholder or via one or more intermediaries. For the purpose of establishing the entitlement to give any such consent or instruction, the Issuer and the Trustee shall be entitled to rely on any certificate or other document issued by, in the case of (a) above, Euroclear, Clearstream, Luxembourg or any other relevant alternative clearing system (the "**relevant clearing system**") and in the case of (b) above, the relevant clearing system and the accountholder identified by the relevant clearing system for the purposes of (b) above. Any resolution passed in such manner shall be binding on all Noteholders, even if the relevant consent or instruction proves to be defective. Any such certificate or other document shall be conclusive and binding for all purposes. Any such certificate or other document may comprise any form of statement or print out of electronic records provided by the relevant clearing system (including Euroclear's EUCLID or Clearstream, Luxembourg's Creation Online system) in accordance with its usual procedures and in which the accountholder of a particular principal or nominal amount of the Notes is clearly identified together with the amount of such holding. None of the Issuer or the Trustee shall be liable to any person by reason of having accepted as valid or not having rejected any certificate or other document to such effect purporting to be issued by any such person and subsequently found to be forged or not authentic.

Exchange for Definitive Notes

Exchange

Each Global Note will be exchangeable, free of charge to the holder, in whole but not in part, for Notes in definitive, registered form if: (i) in the case of a Rule 144A Global Note, DTC notifies the Issuer that it is no longer willing or able to discharge properly its responsibilities as depositary with respect to the Rule 144A Global Note or ceases to be a "clearing agency" registered under the Exchange Act or if at any time it is no longer eligible to act as such, and the Issuer is unable to locate a qualified successor within 90 days of receiving notice or becoming aware of such ineligibility on the part of DTC or (ii) in the case of a Regulation S Global Note, Euroclear or Clearstream, Luxembourg, as the case may be, is closed for business for a continuous period of 14 days (other than by reason of holidays, statutory or otherwise) or announces an intention permanently to cease business or does in fact do so, by the holder giving notice to the Registrar or any Transfer Agent.

The Registrar will not register the transfer of, or exchange of interests in, a Global Note for Definitive Notes for a period of 15 calendar days ending on the date for any payment of principal or interest or on the date of optional redemption in respect of the Notes.

"**Exchange Date**" means a day falling not later than 90 days after that on which the notice requiring exchange is given and on which banks are open for business in the city in which the specified office of the Registrar or the Transfer Agent is located.

Delivery

In such circumstances, the relevant Global Note shall be exchanged in full for Definitive Notes and the Issuer will, at the cost of the Issuer (but against such indemnity as the Registrar or the Transfer Agent may require in respect of any tax or other duty of whatever nature which may be levied or imposed in connection with such exchange), cause sufficient Definitive Notes to be executed and delivered to the Registrar for completion, authentication and dispatch to the relevant Noteholders. A person having an interest in a Global Note must

provide the Registrar with (a) a written order containing instructions and such other information as the Issuer and the Registrar may require to complete, execute and deliver such Notes and (b) in the case of a Rule 144A Global Note only, a fully completed, signed certification substantially to the effect that the exchanging holder is not transferring its interest at the time of such exchange or, in the case of simultaneous sale pursuant to Rule 144A, a certification that the transfer is being made in compliance with the provisions of Rule 144A to a QIB. Definitive Notes issued in exchange for a beneficial interest in a Rule 144A Global Note shall bear the legend applicable to transfers pursuant to Rule 144A, as set out under "*Transfer Restrictions*".

Legends

The holder of a Definitive Note may transfer the Notes evidenced thereby in whole or in part in the applicable minimum denomination by surrendering it at the specified office of the Registrar or the Transfer Agent, together with the completed form of transfer thereon.

Book-entry Procedures for the Global Note

Custodial and depositary links are to be established between DTC, Euroclear and Clearstream, Luxembourg to facilitate the initial issue of the Notes and cross-market transfers of the Notes associated with secondary market trading. See "*—Settlement and Transfer of Notes*".

Euroclear and Clearstream, Luxembourg

The Regulation S Global Note will have an ISIN and Common Code. The Regulation S Global Note will be deposited with a common depositary for Euroclear and Clearstream, Luxembourg and registered in the name of a nominee of such common depositary. The address of Euroclear is 1 Boulevard du Roi Albert II, 1210 Brussels, Belgium, and the address of Clearstream, Luxembourg is 42 Avenue JF Kennedy, L-1855, Luxembourg.

DTC

The Rule 144A Global Note will have a CUSIP number and will be deposited with a custodian (the "**Custodian**") for and registered in the name of Cede & Co. as nominee of, DTC. The Custodian and DTC will electronically record the principal amount of the Notes held within the DTC System.

Euroclear and Clearstream, Luxembourg

Euroclear and Clearstream, Luxembourg each hold securities for their customers and facilitate the clearance and settlement of securities transactions through electronic book-entry transfer between their respective accountholders. Indirect access to Euroclear and Clearstream, Luxembourg is available to other institutions that clear through or maintain a custodial relationship with an accountholder of either system. Euroclear and Clearstream, Luxembourg provide various services including safekeeping, administration, clearance and settlement of internationally-traded securities and securities lending and borrowing. Euroclear and Clearstream, Luxembourg also deal with domestic securities markets in several countries through established depositary and custodial relationships. Euroclear and Clearstream, Luxembourg have established an electronic bridge between their two systems across which their respective customers may settle trades with each other. Their customers are worldwide financial institutions including underwriters, securities brokers and dealers, banks, trust companies and clearing corporations. Investors may hold their interests in the Regulation S Global Note directly through Euroclear or Clearstream, Luxembourg if they are accountholders ("**Direct Participants**") or indirectly ("**Indirect Participants**" and, together with Direct Participants, "**Participants**") through organisations that are accountholders therein.

DTC

The information set out below in connection with DTC is subject to any change in or reinterpretation of the rules, regulations and procedures of DTC currently in effect. The information about DTC set forth below has been obtained from sources that the Issuer believes to be reliable, including DTC, but neither the Issuer nor any of the Managers takes any responsibility for the accuracy of the information. If investors wish to use the facilities of any clearing system, they should confirm the applicability of the rules, regulations and procedures of the relevant clearing system. None of the Issuer, the Trustee or any of the Managers will have any responsibility or liability for any aspect of the records relating to, or payments made on account of interests in,

Notes held through the facilities of any clearing system, or for maintaining, supervising or reviewing any records relating to such beneficial ownership interests.

DTC has advised the Issuer as follows: DTC is a limited-purpose trust company organised under the laws of the State of New York, a "banking organisation" under the laws of the State of New York, a member of the U.S. Federal Reserve System, a "clearing corporation" within the meaning of the New York Uniform Commercial code and a "clearing agency" registered pursuant to the provisions of Section 17A of the Exchange Act. DTC was created to hold securities for its Participants and facilitate the clearance and settlement of securities transactions between Participants through electronic computerised book-entry changes in accounts of its Participants, thereby eliminating the need for physical movement of certificates. Participants include securities brokers and dealers, banks, trust companies, clearing corporations and certain other organisations. Indirect access to DTC is available to others, such as banks, securities brokers, dealers and trust companies, which clear through or maintain a custodial relationship with a DTC Direct Participant, either directly or indirectly.

Investors may hold their interests in the Rule 144A Global Note directly through DTC if they are Direct Participants in the DTC system, or as Indirect Participants through organisations that are Direct Participants in such system. DTC has advised the Issuer that it will take any action permitted to be taken by a holder of Notes only at the direction of one or more Direct Participants and only in respect of such portion of the aggregate principal amount of the Rule 144A Global Note as to which such Participant or Participants has or have given such direction. However, in the circumstances described under "*Exchange for Definitive Notes*" DTC will surrender the Rule 144A Global Note for exchange for individual Rule 144A Definitive Notes (which will bear the legend applicable to transfers pursuant to Rule 144A).

Relationship of Participants with Clearing Systems

Each of the persons shown in the records of Euroclear or Clearstream, Luxembourg or DTC as the holder of a Note evidenced by a Global Note must look solely to Euroclear or Clearstream, Luxembourg or DTC (as the case may be) for his share of each payment made by the Issuer to the holder of such Global Note and in relation to all other rights arising under such Global Note, subject to and in accordance with the respective rules and procedures of Euroclear and Clearstream, Luxembourg or DTC (as the case may be). The Issuer expects that, upon receipt of any payment in respect of Notes evidenced by a Global Note, the common depositary by whom such note is held, or nominee in whose name it is registered, will immediately credit the relevant participants' or holders' accounts in the relevant clearing system with payments in amounts proportionate to their respective beneficial interests in the principal amount of such Global Note as shown on the records of the relevant clearing system or its nominee. The Issuer also expects that payments by Direct Participants in any clearing system to owners of beneficial interests in a Global Note held through such Direct Participants in any clearing system will be governed by standing instructions and customary practices. Save as aforesaid, such persons shall have no claim directly against the Issuer in respect of payments due on the Notes for so long as the Notes are evidenced by a Global Note and the obligations of the Issuer will be discharged by payment to the registered holder, as the case may be, of such Global Note in respect of each amount so paid. None of the Issuer, the Trustee or any Agent will have any responsibility or liability for any aspect of the records relating to or payments made on account of ownership interests in any Global Note or for maintaining, supervising or reviewing any records relating to such ownership interests.

Settlement and Transfer of Notes

Subject to the rules and procedures of each applicable clearing system, purchases of Notes held within a clearing system must be made by or through Direct Participants, which will receive a credit for such Notes on the clearing system's records. The ownership interest of each actual purchaser of each such note (the "**Beneficial Owner**") will in turn be recorded on the Direct and Indirect Participants' records. Beneficial Owners will not receive written confirmation from any clearing system of their purchase, but Beneficial Owners are expected to receive written confirmations providing details of the transaction, as well as periodic statements of their holdings, from the Direct or Indirect Participant through which such Beneficial Owner entered into the transaction.

Transfers of ownership interests in Notes held within the clearing system will be affected by entries made on the books of Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interests in such Notes unless and until interests in the relevant Global Note held within a clearing system are exchanged for Definitive Notes.

No clearing system has knowledge of the actual Beneficial Owners of the Notes held within such clearing system and their records will reflect only the identity of the Direct Participants to whose accounts such Notes are credited, which may or may not be the Beneficial Owners. The Participants will remain responsible for keeping account of their holdings on behalf of their customers. Conveyance of notices and other communications by the clearing systems to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time.

The laws of some jurisdictions may require that certain persons take physical delivery in definitive form of securities. Consequently, the ability to transfer interests in a Global Note to such persons may be limited. In particular, because DTC can only act on behalf of Direct Participants the ability of a person having an interest in the Rule 144A Global Note to pledge such interest to persons or entities that do not participate in DTC, or otherwise take actions in respect of such interest, may be affected by the lack of a physical certificate in respect of such interest.

Trading between Euroclear and/or Clearstream, Luxembourg Participants

Secondary market sales of book-entry interests in the Notes held through Euroclear or Clearstream, Luxembourg to purchasers of book-entry interests in the Notes held through Euroclear or Clearstream, Luxembourg will be conducted in accordance with the normal rules and operating procedures of Euroclear and Clearstream, Luxembourg and will be settled using the procedures applicable to conventional eurobonds.

Trading between DTC Participants

Secondary market sales of book-entry interests in the Notes between DTC participants will occur in the ordinary way in accordance with DTC rules and will be settled using the procedures applicable to United States corporate debt obligations in DTC's Same-Day Funds Settlement system in same-day funds, if payment is effected in U.S. Dollars, or free of payment, if payment is not effected in U.S. Dollars. Where payment is not effected in U.S. Dollars, separate payment arrangements outside DTC are required to be made between the DTC participants.

Trading between DTC Seller and Euroclear/Clearstream, Luxembourg Purchaser

When book-entry interests in Notes are to be transferred from the account of a DTC participant holding a beneficial interest in the Rule 144A Global Note to the account of a Euroclear or Clearstream, Luxembourg accountholder wishing to purchase a beneficial interest in the Regulation S Global Note, as the case may be (subject to the certification procedures provided in the Paying Agency Agreement), the DTC participant will deliver instructions for delivery to the relevant Euroclear or Clearstream, Luxembourg accountholder to DTC by 12 noon, New York time, on the settlement date. Separate payment arrangements are required to be made between the DTC participant and the relevant Euroclear or Clearstream, Luxembourg participant. On the settlement date, the custodian of the Rule 144A Global Note will instruct the Registrar to (i) decrease the amount of Notes registered in the name of Cede & Co. and evidenced by the Rule 144A Global Note of the relevant class and (ii) increase the amount of Notes registered in the name of the nominee of the common depositary for Euroclear and Clearstream, Luxembourg and evidenced by the Regulation S Global Note. Book-entry interests will be delivered free of payment to Euroclear or Clearstream, Luxembourg, as the case may be, for credit to the relevant accountholder on the first business day following the settlement date.

Trading between Euroclear/Clearstream, Luxembourg Seller and DTC Purchaser

When book-entry interests in the Notes are to be transferred from the account of a Euroclear or Clearstream, Luxembourg accountholder to the account of a DTC participant wishing to purchase a beneficial interest in the Rule 144A Global Note (subject to the certification procedures provided in the Paying Agency Agreement), the Euroclear or Clearstream, Luxembourg participant must send to Euroclear or Clearstream, Luxembourg delivery free of payment instructions by 7:45 p.m., Brussels or Luxembourg time, one business day prior to the settlement date. Euroclear or Clearstream, Luxembourg, as the case may be, will in turn transmit appropriate instructions to the common depositary for Euroclear and Clearstream, Luxembourg and the Registrar to arrange delivery to the DTC participant on the settlement date. Separate payment arrangements are required to be made between the DTC participant and the relevant Euroclear or Clearstream, Luxembourg accountholder, as the case may be. On the settlement date, the common depositary for Euroclear and Clearstream, Luxembourg will (a) transmit

appropriate instructions to the custodian of the Rule 144A Global Note who will in turn deliver such book-entry interests in the Notes free of payment to the relevant account of the DTC participant and (b) instruct the Registrar to (i) decrease the amount of Notes registered in the name of the nominee of the common depositary for Euroclear and Clearstream, Luxembourg and evidenced by the Regulation S Global Note; and (ii) increase the amount of Notes registered in the name of Cede & Co. and evidenced by the Rule 144A Global Note. Although Euroclear, Clearstream, Luxembourg and DTC have agreed to the foregoing procedures in order to facilitate transfers of beneficial interest in Global Notes among participants and accountholders of Euroclear, Clearstream, Luxembourg and DTC, they are under no obligation to perform or continue to perform such procedure, and such procedures may be discontinued at any time. None of the Issuer, the Trustee nor any Agent will have the responsibility for the performance by Euroclear, Clearstream, Luxembourg or DTC or their respective Direct or Indirect Participants of their respective obligations under the rules and procedures governing then-operations.

Pre-issue Trades Settlement

It is expected that delivery of Notes will be made against payment therefor on the Closing Date thereof, which could be more than one business day following the date of pricing. Under Rule 15c6-l under the Exchange Act, trades in the United States secondary market are generally required to settle within one business day (T+1), unless the parties to any such trade expressly agree otherwise. Accordingly, purchasers who wish to trade Notes in the United States on the date of pricing or the next succeeding business days until three days prior to the Closing Date will be required, by virtue of the fact the Notes initially will settle beyond T+1, to specify an alternate settlement cycle at the time of any such trade to prevent a failed settlement. Settlement procedures in other countries will vary. Purchasers of Notes may be affected by such local settlement practices, and purchasers of Notes between the relevant date of pricing and the Closing Date should consult their own advisors.

TRANSFER RESTRICTIONS

Because of the following restrictions, you are advised to consult legal counsel prior to making any offer, resale or other transfer of the Notes offered hereby.

In connection with its purchase of the Notes, any prospective purchaser thereof (an "**Investor**"), by virtue of its acceptance of this Offering Circular, will be deemed to represent, acknowledge and agree as follows:

1. It is either (i) a QIB, acquiring such Notes for its own account or for the account of a QIB, and it is aware, and each beneficial owner of such Notes has been advised, that the sale of such Notes to it is being made in reliance on Rule 144A or (ii) it is outside the United States.

2. It understands that the Notes have not been and will not be registered under the Securities Act and are "restricted securities" within the meaning of Rule 144 under the Securities Act and may not be offered, sold, pledged or otherwise transferred except (a) in accordance with Rule 144A to a person that it and any person acting on its behalf reasonably believe is a QIB purchasing for its own account or for the account of a QIB, (b) in an offshore transaction in accordance with Rule 903 or Rule 904 of Regulation S or (c) pursuant to an exemption from registration under the Securities Act provided by Rule 144 thereunder (if available), in each case in accordance with any applicable securities laws of any State of the United States.

3. It will, and will require each subsequent holder to, notify any purchaser or transferee, as applicable, of the Notes from it of the resale and transfer restrictions referred to in paragraph (2) above, if then applicable.

4. It understands that the Rule 144A Global Notes, unless otherwise agreed between the Issuer and the Trustee in accordance with applicable law, will bear a legend to the following effect:

   THIS NOTE HAS NOT BEEN AND WILL NOT BE REGISTERED UNDER THE U.S. SECURITIES ACT OF 1933, AS AMENDED (THE "**SECURITIES ACT**"), OR WITH ANY SECURITIES REGULATORY AUTHORITY OF ANY STATE OR OTHER JURISDICTION OF THE UNITED STATES AND MAY NOT BE OFFERED, SOLD, PLEDGED OR OTHERWISE TRANSFERRED EXCEPT (1) IN ACCORDANCE WITH RULE 144A UNDER THE SECURITIES ACT ("**RULE 144A**") TO A PERSON THAT THE HOLDER AND ANY PERSON ACTING ON ITS BEHALF REASONABLY BELIEVE IS A QUALIFIED INSTITUTIONAL BUYER WITHIN THE MEANING OF RULE 144A PURCHASING FOR ITS OWN ACCOUNT OR FOR THE ACCOUNT OF A QUALIFIED INSTITUTIONAL BUYER, (2) IN AN OFFSHORE TRANSACTION IN ACCORDANCE WITH RULE 903 OR RULE 904 OF REGULATION S UNDER THE SECURITIES ACT OR (3) PURSUANT TO AN EXEMPTION FROM REGISTRATION UNDER THE SECURITIES ACT PROVIDED BY RULE 144 THEREUNDER (IF AVAILABLE), IN EACH CASE IN ACCORDANCE WITH ANY APPLICABLE SECURITIES LAWS OF ANY STATE OF THE UNITED STATES. NO REPRESENTATION CAN BE MADE AS TO THE AVAILABILITY OF THE EXEMPTION PROVIDED BY RULE 144 UNDER THE SECURITIES ACT FOR RESALES OF THIS NOTE.

5. If it is outside the United States, that if it should resell or otherwise transfer the Notes, it shall do so in accordance with all applicable securities laws of any state or other jurisdiction of the United States; and it acknowledges that the Regulation S Global Notes will bear a legend to the following effect unless otherwise agreed to by the Issuer and the Trustee:

   THIS NOTE HAS NOT BEEN AND WILL NOT BE REGISTERED UNDER THE U.S. SECURITIES ACT OF 1933, AS AMENDED (THE "**SECURITIES ACT**"), OR THE SECURITIES LAWS OF ANY STATE OR OTHER JURISDICTION OF THE UNITED STATES AND, ACCORDINGLY, MAY NOT BE OFFERED OR SOLD WITHIN THE UNITED STATES EXCEPT IN ACCORDANCE WITH THE AGENCY AGREEMENT AND PURSUANT TO AN EXEMPTION FROM REGISTRATION UNDER THE SECURITIES ACT OR PURSUANT TO AN EFFECTIVE REGISTRATION STATEMENT UNDER THE SECURITIES ACT.

6. The Issuer, the Registrar, the Managers and their affiliates, and others will rely upon the truth and accuracy of the foregoing acknowledgments, representations and agreements. It agrees that if any of

the acknowledgments, representations or agreements deemed to have been made by it by virtue of its purchase of the Notes is no longer accurate, it shall promptly notify the Issuer, the Registrar and the Managers. If it is acquiring any Notes for the account of one or more QIBs or accounts, it represents that it has sole investment discretion with respect to each such account and that it has full power to make the foregoing acknowledgments, representations and agreements on behalf of each such account.

7. It understands that the Notes offered in reliance on Rule 144A will be represented by the Rule 144A Global Note and that the Notes offered and sold outside of the United States in reliance on Regulation S will be represented by the Regulation S Global Note. Before any interest in the Rule 144A Global Note may be offered, sold, pledged or otherwise transferred to a person who takes delivery in the form of an interest in the Rule 144A Global Note, it will be required to provide a Transfer Agent with a written certification (in the form provided in the Agency Agreement) as to compliance with applicable securities laws. Prospective purchasers are hereby notified that sellers of the Notes may be relying on the exemption from the provisions of Section 5 of the Securities Act provided by Rule 144A.

TAXATION

The following is a general description of certain tax considerations relating to the Notes and does not purport to be a comprehensive discussion of the tax treatment of the Notes. Prospective investors in the Notes should consult their own tax advisers as to the tax consequences of the purchase, ownership and disposition of the Notes in light of their particular circumstances, including but not limited to the consequences of receipt of interest and sale or redemption of the Notes.

Certain Material United States Federal Income Tax Considerations

The following summary describes certain material U.S. federal income tax consequences of the purchase, ownership and disposition of the Notes, but does not purport to be a complete analysis of all potential tax effects. The summary is limited to consequences relevant to a U.S. Holder (as defined below) and does not address the effects of any U.S. federal tax laws other than U.S. federal income tax laws (such as estate and gift tax laws and the Medicare tax on net investment income) or any state, local or non-U.S. tax laws. This discussion is based on the U.S. Internal Revenue Code of 1986, as amended (the "**Code**"), the final, temporary and proposed Treasury regulations promulgated thereunder, administrative pronouncements and judicial decisions, all as in effect on the date hereof and all of which are subject to change, possibly with retroactive effect. We have not requested, and will not request, a ruling from the U.S. Internal Revenue Service (the "**IRS**"), or an opinion of counsel, with respect to any of the U.S. federal income tax consequences described below. There can be no assurance that the IRS will not take a different position concerning the tax consequences of the purchase, ownership or disposition of the Notes or that any such position would not be sustained.

This discussion does not address all of the U.S. federal income tax consequences that may be relevant to holders subject to special rules, such as:

- banks and other financial institutions,
- U.S. expatriates,
- insurance companies,
- dealers in securities or currencies,
- traders in securities that elect mark-to-market accounting for their securities holdings,
- U.S. Holders whose functional currency is not the U.S. dollar,
- tax exempt entities,
- regulated investment companies,
- real estate investment trusts,
- partnerships or other pass-through entities or arrangements and investors in such entities or arrangements,
- persons liable for alternative minimum tax,
- a corporation that accumulates earnings to avoid U.S. federal income tax,
- U.S. Holders that hold the Notes through non-U.S. brokers or other non-U.S. intermediaries,
- persons holding the Notes as part of a "straddle," "hedge," "conversion transaction," "constructive sale", "wash sale", or other integrated transaction, or
- persons required to accelerate the recognition of any item of gross income as a result of such income being recognised on an "applicable financial statement".

In addition, this discussion is limited to U.S. Holders that purchase Notes for cash at original issuance and at their "issue price" (i.e., the first price at which a substantial amount of the Notes is sold to the public for cash, excluding sales to bond houses, brokers or similar persons or organizations acting in the capacity of

underwriters, placement agents or wholesalers) and who hold the Notes as capital assets within the meaning of Section 1221 of the Code.

For purposes of this discussion, a "U.S. Holder" means a beneficial owner of a Note that is, for U.S. federal income tax purposes:

(i) an individual who is a citizen or resident of the United States,

(ii) a corporation incorporated or organised under the laws of the United States, any state thereof, or the District of Columbia,

(iii) an estate the income of which is subject to U.S. federal income tax regardless of its source, or

(iv) a trust, if (a) it is subject to the primary supervision of a United States court and the control of one or more U.S. persons or (b) a valid election to be treated as a U.S. person is in effect.

If a partnership or other entity or arrangement taxable as a partnership for U.S. federal income tax purposes holds the Notes, the tax treatment of a partner will generally depend on the status of the partner and the activities of the partnership. Each partner should consult its own tax advisor as to the tax consequences of the purchase, ownership and disposition of the Notes by an entity or arrangement taxable as a partnership in which the partner holds an interest.

Prospective purchasers of Notes should consult their tax advisors concerning the tax consequences of purchasing, owning or disposing of Notes in light of their particular circumstances, including the application of the U.S. federal income tax considerations discussed below, as well as the application of other U.S. federal, state, local, non-U.S. or other tax laws.

Characterisation of the Notes

In certain circumstances (see "*Terms and Conditions of the Notes – Redemption and Purchase – Redemption for Tax Reasons*", "*Terms and Conditions of the Notes – Redemption and Purchase – Redemption at Make Whole*", "*Terms and Conditions of the Notes – Redemption and Purchase – Optional Redemption at Par*", and "*Terms and Conditions of the Notes – Redemption and Purchase – Redemption at the option of Noteholders upon a Relevant Event*") we may be obligated to redeem the Notes prior to maturity or to pay amounts on the Notes that are in excess of stated interest or principal on the Notes. These potential payments may implicate the provisions of U.S. Treasury regulations relating to "contingent payment debt instruments," but we do not intend to treat the possibility of such contingent payments on the Notes as subjecting the Notes to the contingent payment debt instrument rules. Our determination that the Notes are not subject to the contingent payment debt instrument rules is binding on a holder, unless such holder discloses its contrary position in the manner required by applicable U.S. Treasury regulations. It is possible that the IRS may take a different position, in which case, if such position is sustained, a U.S. Holder might be required to accrue ordinary interest income at a higher rate than the stated interest rate and to treat as ordinary income rather than capital gain any gain realised on the taxable disposition of the Notes. The remainder of this discussion assumes that the Notes will not be treated as contingent payment debt instruments. U.S. Holders are encouraged to consult their own tax advisors regarding the possible application of the contingent payment debt instrument rules to the Notes.

Interest

Payments of stated interest on the Notes (including any additional amounts and without reduction for any amounts withheld) will be includible in the gross income of a U.S. Holder as ordinary interest income at the time such payments are received or accrued, in accordance with such U.S. Holder's regular method of accounting for U.S. federal income tax purposes. It is expected, and this discussion assumes, that the Notes will be issued without original issue discount for U.S. federal income tax purposes. Stated interest on a Note will constitute foreign source income and generally will be considered "passive category income" in computing the foreign tax credit allowable to U.S. Holders under U.S. federal income tax laws. Subject to generally applicable restrictions and conditions, a U.S. Holder may be entitled to a foreign tax credit in respect of any foreign income taxes withheld on interest payments on the Notes. Alternatively, a U.S. Holder that elects to deduct rather than credit all such foreign taxes for the relevant taxable year may be able to deduct such taxes in computing taxable income for U.S. federal income tax purposes. The rules governing the foreign tax credit are complex.

U.S. Holders are urged to consult their tax advisors regarding the availability of the foreign tax credit or a deduction for foreign taxes paid under their particular circumstances.

Sale, Exchange, Retirement, Redemption or Other Taxable Disposition of Notes

Upon the sale, exchange, retirement, redemption or other taxable disposition of a Note, a U.S. Holder generally will recognise taxable gain or loss equal to the difference, if any, between (i) the amount realised upon such sale, exchange, retirement, redemption or other taxable disposition (other than any amount equal to any accrued but unpaid stated interest, which, if not previously included in such U.S. Holder's income, will be taxable as ordinary interest income as discussed above) and (ii) such U.S. Holder's adjusted tax basis in the Note. A U.S. Holder's adjusted tax basis in a Note will generally equal the amount such U.S. Holder paid for such Note, decreased by the amount of principal payments received by such U.S. Holder with respect to the Note.

Any gain or loss recognised upon the sale, exchange, retirement, redemption or other taxable disposition of a Note generally will be U.S. source gain or loss and generally will be capital gain or loss. Capital gains of non-corporate U.S. Holders (including individuals) derived with respect to capital assets held for more than one year are generally eligible for reduced rates of taxation. The deductibility of capital losses is subject to limitations.

Foreign Financial Assets Reporting

Certain U.S. Holders are required to disclose on their U.S. federal income tax returns certain information relating to an interest in our Notes, subject to certain exceptions (including an exception for Notes held in accounts maintained by certain financial institutions). U.S. Holders should consult their own tax advisors regarding the effect, if any, of these rules on their ownership and disposition of the Notes and regarding their tax reporting obligations.

Information Reporting and Backup Withholding

In general, information reporting requirements will apply to payments of interest on the Notes and to the proceeds from the sale or other disposition (including a retirement or redemption) of a Note paid to a U.S. Holder unless such U.S. Holder is an exempt recipient and, when required, provides evidence of such exemption. Backup withholding may apply to such payments if the U.S. Holder fails to provide a taxpayer identification number or a certification that it is not subject to backup withholding and otherwise comply with any applicable requirements of the backup withholding rules.

Backup withholding is not an additional tax and any amounts withheld under the backup withholding rules may be allowed as a refund or a credit against a U.S. Holder's U.S. federal income tax liability provided the required information is timely furnished to the IRS.

Prospective purchasers of Notes are urged to consult their own tax advisors regarding their qualification for an exemption from backup withholding and information reporting and the procedures for obtaining such an exemption, if applicable.

THE DISCUSSION ABOVE IS A GENERAL SUMMARY. IT DOES NOT COVER ALL TAX MATTERS THAT MAY BE OF IMPORTANCE TO A PARTICULAR INVESTOR. EACH PROSPECTIVE INVESTOR SHOULD CONSULT ITS OWN TAX ADVISOR ABOUT THE TAX CONSEQUENCES OF AN INVESTMENT IN THE NOTES UNDER THE INVESTOR'S OWN CIRCUMSTANCES.

Uzbekistan

According to the Tax Code of the Republic of Uzbekistan (Articles 304, 351 and Article 369), both legal entities and individuals shall not be subject to taxation in the Republic of Uzbekistan with respect to any interest or other income received from the Notes.

The above summary is not intended to constitute a complete analysis of all tax consequences relating to the ownership of Notes.

Prospective purchasers of the Notes should consult their own tax advisors concerning the tax consequences of holding Notes in light of their particular circumstances, including the application of the

U.S. federal income tax considerations discussed above, as well as the application of state, local, foreign or other tax laws.

SUBSCRIPTION AND SALE

Each of Abu Dhabi Commercial Bank PJSC, Deutsche Bank Aktiengesellschaft, J.P. Morgan Securities plc, MUFG Securities EMEA plc and Standard Chartered Bank has, pursuant to a Subscription Agreement dated 6 May 2025 (the "**Subscription Agreement**"), severally agreed with the Issuer, subject to the satisfaction of certain conditions, to subscribe and pay for the principal amount of Notes set out opposite its name in the table below at the issue price of 100.000% of the principal amount of Notes:

Manager	**Principal Amount of Notes (U.S.$)**
Abu Dhabi Commercial Bank PJSC	U.S.$170,000,000
Deutsche Bank Aktiengesellschaft	U.S.$170,000,000
J.P. Morgan Securities plc	U.S.$170,000,000
MUFG Securities EMEA plc	U.S.$170,000,000
Standard Chartered Bank	U.S.$170,000,000

The Issuer has agreed to pay to the Managers that are parties to the Subscription Agreement a combined management, underwriting and selling commission in respect of the Notes. The Subscription Agreement entitles the Managers that are parties thereto to terminate it in certain circumstances prior to payment being made to the Issuer. The Issuer has in the Subscription Agreement agreed to indemnify the Managers that are parties thereto against certain liabilities incurred in connection with the issue of the Notes.

The Managers that are parties to the Subscription Agreement are entitled in certain circumstances to be released and discharged from their obligations under the Subscription Agreement prior to the closing of the issue of the Notes, including in the event that certain conditions precedent are not delivered or met to their satisfaction on the Issue Date. In this situation, the issuance of the Notes may not be completed. Investors will have no rights against the Issuer or Managers in respect of any expense incurred or loss suffered in these circumstances.

Japan

The Notes have not been and will not be registered under the Financial Instruments and Exchange Act of Japan (Act No. 25 of 1948, as amended) (the "**Financial Instruments and Exchange Act**"). Accordingly, each Manager has represented and agreed that it has not, directly or indirectly, offered or sold and will not, directly or indirectly, offer or sell any Notes in Japan or to, or for the benefit of, any resident of Japan (which term as used herein means any person resident in Japan, including any corporation or other entity organised under the laws of Japan) or to others for re-offering or re-sale, directly or indirectly, in Japan or to, or for the benefit of, any resident of Japan except pursuant to an exemption from the registration requirements of, and otherwise in compliance with, the Financial Instruments and Exchange Act and other relevant laws and regulations of Japan.

Canada

The Notes may be sold only in any province of Canada to purchasers purchasing, or deemed to be purchasing, as principal that are both accredited investors, as defined in National Instrument 45-106 Prospectus Exemptions or subsection 73.3(1) of the Securities Act (Ontario), and permitted clients, as defined in National Instrument 31-103 Registration Requirements, Exemptions and Ongoing Registrant Obligations. Any resale of the notes must be made in accordance with an exemption from, or in a transaction not subject to, the prospectus requirements of applicable securities laws.

Securities legislation in certain provinces or territories of Canada may provide a purchaser with remedies for rescission or damages if this Offering Circular (including any amendment hereto) contains a misrepresentation, provided that the remedies for rescission or damages are exercised by the purchaser within the time limit prescribed by the securities legislation of the purchaser's province or territory. The purchaser should refer to any applicable provisions of the securities legislation of the purchaser's province or territory for particulars of these rights or consult with a legal advisor.

Under Canadian securities law, National Instrument 33-105 *Underwriting Conflicts* (NI 33-105) provides disclosure requirements with respect to potential conflicts of interest between an issuer and underwriters, dealers or placement agents, as the case may be. To the extent any conflict of interest between us and any of the underwriters (or any other placement agent acting in connection with this offering) may exist in respect of this offering, the applicable parties to this offering are relying on the exemption from these disclosure requirements provided to them by section 3A.3 of NI 33-105 (Exemption based on U.S. disclosure).

Upon receipt of this document, each Canadian purchaser hereby confirms that it has expressly requested that all documents evidencing or relating in any way to the sale of the securities described herein (including for greater certainty any purchase confirmation or any notice) be drawn up in the English language only. *Par la réception de ce document, chaque acheteur canadien confirme par les présentes qu'il a expressément exigé que tous les documents faisant foi ou se rapportant de quelque manière que ce soit à la vente des valeurs mobilières décrites aux présentes (incluant, pour plus de certitude, toute confirmation d'achat ou tout avis) soient rédigés en anglais seulement.*

Switzerland

This Offering Circular is not intended to constitute an offer or solicitation to purchase or invest in the Notes. The Notes may not be publicly offered, directly or indirectly, in Switzerland within the meaning of the Swiss Financial Services Act ("**FinSA**") and no application has or will be made to admit the Notes to trading on any trading venue (exchange or multilateral trading facility) in Switzerland. Neither this Offering Circular nor any other offering or marketing material relating to the Notes constitutes a prospective pursuant to the FinSA, and neither this Offering Circular nor any other offering or marketing material relating to the Notes may be publicly distributed or otherwise made publicly available in Switzerland.

Hong Kong

Each Manager has represented and agreed, that:

(i) it has not offered or sold and will not offer or sell in Hong Kong, by means of any document, any Notes other than: (i) to "professional investors" as defined in the Securities and Futures Ordinance (Cap. 571) of Hong Kong (the "**SFO**") and any rules made under the SFO; or (ii) in other circumstances which do not result in the document being a "prospectus" as defined in the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32) of Hong Kong (the "**C(WUMP)O**") or which do not constitute an offer to the public within the meaning of the C(WUMP)O; and

(ii) it has not issued or had in its possession for the purposes of issue, and will not issue or have in its possession for the purposes of issue, whether in Hong Kong or elsewhere, any advertisement, invitation or document relating to any Notes, which is directed at, or the contents of which are likely to be accessed or read by, the public of Hong Kong (except if permitted to do so under the securities laws of Hong Kong) other than with respect to Notes which are or are intended to be disposed of only to persons outside Hong Kong or only to "professional investors" as defined in the SFO and any rules made under the SFO.

United States

The Notes have not been and will not be registered under the Securities Act and, may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. Each Manager has severally represented that it has not offered or sold and has agreed that it will not offer or sell, the Notes within the United States except in accordance with Rule 903 of Regulation S or Rule 144A under the Securities Act. Accordingly, neither it, its affiliates nor any persons acting on its or their behalf have engaged or will engage in any directed selling efforts with respect to the Notes. Terms used in this paragraph have the meaning given to them by Regulation S under the Securities Act.

The Notes are being offered and sold outside of the United States in reliance on Regulation S. The Subscription Agreement provides that Managers may directly or through their respective U.S. broker-dealer affiliates arrange for the offer and resale of Notes within the United States only to qualified institutional buyers in reliance on Rule 144A.

In addition, until 40 days after the later of the commencement of the offering of the Notes and the closing date of the offering of the Notes, an offer or sale of Notes within the United States by any dealer (whether or not participating in the offering) may violate the registration requirements of the Securities Act if such offer or sale is made otherwise than in accordance with Rule 144A.

United Kingdom

Prohibition of Sales to UK Retail Investors

Each Manager has severally represented and agreed that it has not offered, sold or otherwise made available and will not offer, sell or otherwise make available any Notes to any retail investor in the UK. For the purposes of this provision the expression "retail investor" means a person who is one (or more) of the following:

(a) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the EUWA; or

(b) a customer within the meaning of the provisions of the FSMA and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA.

Other Regulatory Restrictions

Each Manager has severally represented, warranted and agreed that:

(a) **Financial promotion**: it has only communicated or caused to be communicated, and will only communicate or cause to be communicated, any invitation or inducement to engage in investment activity (within the meaning of section 21 of the FSMA received by it in connection with the issue or sale of any Notes in circumstances in which section 21(1) of the FSMA does not apply to the Issuer; and

(b) **General compliance**: it has complied and will comply with all applicable provisions of the FSMA with respect to anything done by it in relation to the Notes in, from or otherwise involving the United Kingdom.

Prohibition of Sales to EEA Retail Investors

Each Manager has severally represented, warranted and agreed that it has not offered, sold or otherwise made available and will not offer, sell or otherwise make available any Notes to any retail investor in the EEA. For the purposes of this provision the expression "retail investor" means a person who is one (or more) of the following:

(a) a retail client as defined in point (11) of Article 4(1) of MiFID II; or

(b) a customer within the meaning of the IDD, where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II.

Republic of Uzbekistan

Each Manager has severally represented, warranted and undertaken with the Issuer and each other Manager that it has not offered and will not offer the Notes for circulation, distribution, placement, sale or purchase on the territory of the Republic of Uzbekistan.

Singapore

Each Manager has acknowledged that this Offering Circular has not been registered as a prospectus with the MAS. Accordingly, each Manager has severally represented, warranted and undertaken with the Issuer that it has not offered or sold any Notes or caused the Notes to be made the subject of an invitation for subscription or purchase and will not offer or sell any Notes or cause the Notes to be made the subject of an invitation for subscription or purchase, and has not circulated or distributed, nor will it circulate or distribute, the Offering Circular or any other document or material in connection with the offer or sale, or invitation for subscription or purchase, of the Notes, whether directly or indirectly, to any person in Singapore other than (i) to an institutional investor (as defined in Section 4A of the Securities and Futures Act 2001 of Singapore, as modified or amended from time to time (the "**SFA**")) pursuant to Section 274 of the SFA or (ii) to an accredited investor (as defined in Section 4A of the SFA) pursuant to and in accordance with the conditions specified in Section 275 of the SFA.

United Arab Emirates (excluding the Abu Dhabi Global Market and the Dubai International Financial Centre)

Each Manager has represented and agreed that the Notes have not been and will not be offered, sold or publicly promoted or advertised by it in the United Arab Emirates other than in compliance with any laws applicable in the United Arab Emirates governing the issue, offering and sale of securities.

Abu Dhabi Global Market

Each Manager has represented and agreed that it has not offered and will not offer the Notes to be issued to any person in the ADGM unless such offer is:

(i) an "Exempt Offer" in accordance with the Market Rules Module of the Financial Services Regulatory Authority (the "**FSRA**") Rules; and

(ii) made only to persons who meet the Professional Client criteria set out in Rule 2.4.1 of the Conduct of Business Rulebook of the FSRA Rules.

Dubai International Financial Centre

Each Manager has represented and agreed that it has not offered and will not offer the Notes to any person in the DIFC unless such offer is:

(i) an "Exempt Offer" in accordance with the Markets Rules (MKT Module) of the Dubai Financial Services Authority (the "**DFSA**") rulebook; and

(ii) made only to persons who meet the "Professional Client" criteria set out in Rule 2.3.3 of the DFSA Conduct of Business Module of the DFSA rulebook.

General

Neither the Issuer nor any Manager has made any representation that any action has been or will be taken in any jurisdiction by the Managers or the Issuer that would permit a public offering of the Notes, or possession or distribution of this Offering Circular (in preliminary, proof or final form) or any other offering or publicity material relating to the Notes (including roadshow materials and investor presentations), in any country or jurisdiction where action for that purpose is required. Each Manager will comply to the best of its knowledge and belief in all material respects with all applicable laws and regulations in each jurisdiction in which it acquires, offers, sells or delivers Notes or has in its possession or distributes this Offering Circular (in preliminary, proof or final form) or any such other material, in all cases at its own expense.

Other Relationships

The Managers and their respective affiliates are full-service financial institutions engaged in various activities, which may include securities trading, commercial and investment banking, financial advisory, investment management, investment research, principal investment, hedging, financing and brokerage activities. Certain of the Managers or their respective affiliates have, from time to time, performed, and may currently and/or in the future perform, various financial advisory, investment and corporate banking, commercial lending and banking, consulting and other commercial services in the ordinary course of business for the Issuer, their shareholders and their respective subsidiaries and affiliates, and may have from time to time in the past held, and may in the future hold, positions in our or any of our affiliates' securities or enter into hedging or general derivative transactions with us or our affiliates in the ordinary course of business, for which they received or will receive customary fees and commissions and reimbursement of expenses.

In the ordinary course of their various business activities, the Managers and their respective affiliates may make or hold a broad array of investments and actively trade debt and equity securities (or related derivative securities) and financial instruments (including bank loans) for their own account and for the accounts of their customers, and such investment and U.S. securities activities may involve securities and/or instruments (directly, as collateral securing other obligations or otherwise) of the Issuer, their shareholders or their respective subsidiaries and affiliates. The Managers and their respective affiliates may also make investment recommendations and/or publish or express independent research views in respect of such securities or

instruments and at any time may hold, or recommend to clients that they acquire, long and/or short positions in such securities and instruments.

If any of the Managers or their affiliates has a lending relationship with the Issuer, their shareholders or any of their respective subsidiaries or affiliates, certain of those Managers or their affiliates may routinely hedge their credit exposure to such parties in a manner consistent with their customary risk management policies. Typically, the Managers and their affiliates would hedge such exposure by entering into transactions which consist of either the purchase of credit default swaps or the creation of short positions in our or our affiliates' securities, including potentially the Notes offered hereby. Any such credit default swaps or short positions could adversely affect future trading prices of the Notes offered hereby.

Certain of the Managers or certain of their affiliates are arrangers and/or lenders under a bridge facility agreement with the Company (the "**Bridge Facility**") and will receive customary fees in such capacities. Affiliates of some Managers are also lenders to, and from time to time provide commercial and investment banking, financial advisory and investment management services to, our shareholders and their affiliates. The proceeds of the Offering, together with cash available on our balance sheet, will be used to, among other things, (i) repay all amounts outstanding under the Bridge Facility; and (ii) pay fees, costs and expenses in connection with the transactions.

INDEPENDENT AUDITORS

The 2023 Financial Statements included elsewhere in this Offering Circular have been audited by FE Audit Organisation "Ernst & Young" LLC of Mustaqillik Prospect, 75, 100000, Tashkent, Uzbekistan, independent auditors, as stated in their report appearing herein. FE Audit Organisation "Ernst & Young" LLC has a licence authorising audit of companies registered by the Ministry of Economy and Finance of the Republic of Uzbekistan under registration number AF-00816 dated 17 April 2019 and a certificate authorising audit of banks registered by the CBU under registration number 11 dated 22 July 2019.

The 2024 Financial Statements included in this Offering Circular, have been audited by AO "KPMG Audit" LLC, independent auditors, as stated in their report appearing herein. The audit report covering the 2024 Financial Statements contains an emphasis of a matter paragraph that states that the comparative information presented as at and for the year ended 31 December 2023 has been restated. Additionally, the audit report covering the 2024 Financial Statements contains an other matter paragraph that states that the consolidated financial statements of the Group as at and for the years ended 31 December 2023 and 31 December 2022, were audited by other auditors.

AO "KPMG Audit" LLC, of 11th floor, Block A, 07-B Amir Temur Street, 100084, Tashkent, Uzbekistan, has a licence authorising audit of companies registered by the Ministry of Economy and Finance of the Republic of Uzbekistan under registration number AF-00832 dated 18 April 2019 and a certificate authorising audit of banks registered by the CBU under registration number 16 dated 11 December 2017.

The change of auditor was due to a legal requirement in the Republic of Uzbekistan, which restricts an audit firm from auditing the financial statements of the same client for more than seven years.

GENERAL INFORMATION

(1) It is expected that admission of the Notes to trading on the ISM will be granted on or around 7 May 2025, subject only to the issue of the Global Notes. Prior to admission to trading, however, dealings will be permitted by the London Stock Exchange in accordance with its rules. Transactions will normally be effected for delivery on the third working day after the day of the transaction. The expenses related to the admission to trading of the Notes are expected to be approximately £7,050. The ISM is not a regulated market within the meaning of the UK MiFIR. The ISM is a market designated for professional investors. Notes admitted to trading on the ISM are not admitted to the Official List of the FCA. The London Stock Exchange has not approved or verified the contents of this Offering Circular.

(2) The issue of the Notes was authorised by a resolution of the Supervisory Board of the Issuer dated 25 April 2025 (Minutes No. 7-2025).

(3) The Notes have been accepted for clearance through DTC, Euroclear and Clearstream, Luxembourg.

(4) The indication of yield in relation to the Notes is 8.75% per annum. This yield is calculated at the Closing Date on the basis of the Issue Price. It is not an indication of future yield.

(5) The ISIN of the Regulation S Global Note is XS3063464070 and the Common Code of the Regulation S Global Note is 306346407. The ISIN of the Rule 144A Global Note is US91825MAC73, the Common Code of the Rule 144A Global Note is 306790455 and the CUSIP of the Rule 144A Global Note is 91825M AC7.

(6) The Legal Entity Identifier is 213800LUZJZFLJD4MJ51.

(7) There has been no significant change in the financial or trading position of the Issuer or the Group nor has there been a material adverse change in the financial position or prospects of the Issuer or the Group, in each case since 31 December 2024.

(8) As at the date of this Offering Circular, there are no, and have not been any, governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer is aware), during the 12 months prior to the date of this Offering Circular which may have, or have had in the recent past, a significant effect on the financial position or profitability of the Issuer or the Group.

(9) For so long as any Notes are outstanding, copies of the following will be available for inspection on the Issuer's website (www.ung.uz):

- a copy of this Offering Circular along with any supplement to this Offering Circular (https://www.ung.uz/shareholders/open/10/sub/27/1);
- the charter documents of the Issuer (https://www.ung.uz/shareholders/charter-regulations/15/sub/35/1); and
- the Financial Statements, including the related independent auditor's reports in respect thereof (https://www.ung.uz/shareholders/reports/11/sub/30/1).

(10) For so long as any Notes are outstanding, copies of the following will be available for inspection, and may be obtained free of charge, during normal business hours on any weekday, (i) at the specified office of the Principal Paying Agent in London or (ii) electronically from the Issuer or the Principal Paying Agent:

- the Trust Deed to be entered into with the Trustee; and
- the Paying Agency Agreement to be entered into with the Paying Agents and the Trustee.

This Offering Circular will also be published on the website of the London Stock Exchange at http://www.londonstockexchange.com/exchange/prices-and-news/news/market-news/market-news-home.html.

(11) No natural or legal person has an interest that is material to the issue of the Notes.

(12) The Issuer has obtained all necessary consents, approvals and authorisations in Uzbekistan in connection with its entry into, and performance of its obligations under, the Trust Deed and the Agency Agreement.

(13) There are no material contracts entered into other than in the ordinary course of the Issuer's business, which could result in any member of the Group being under an obligation or entitlement that is material to the Issuer's ability to meet its obligations to Noteholders under the Notes.

(14) Where information in this Offering Circular has been sourced from third parties, this information has been accurately reproduced and, as far as the Issuer is aware and is able to ascertain from the information published by such third parties, no facts have been omitted which would render the reproduced information inaccurate or misleading. The source of third-party information is identified where used.

(15) Certain information in this Offering Circular with respect to crude oil and condensate and natural gas reserves as at 31 December 2023 is derived from the report of D&M, an internationally recognised firm of independent reservoir engineers (the "**D&M Report**"), and has been included herein upon the authority of said firm as an expert with respect to the matters covered by such report. D&M is responsible for the D&M Report and D&M has given and not withdrawn its written consent to the inclusion in this Offering Circular of the report set out in Appendix A hereto and has authorised those parts of the Offering Circular which comprise its report, its name and all references thereto and confirms to the best of its knowledge that the information contained in the D&M Report is in accordance with the facts and that the D&M Report makes no omission likely to affect its import. The D&M Report is attached hereto as Appendix A.

(16) The language of this Offering Circular is English. Certain legislative references and technical terms have been cited in their original language in order that the correct technical meaning may be ascribed to them under applicable law.

(17) The Issuer does not intend to provide any post-issuance transaction information regarding the Notes.

(18) The Bank of New York Mellon SA/NV, Dublin Branch will act as Registrar in relation to the Notes.

(19) There are no potential conflicts of interest between any duties of the members of the administrative, management or supervisory bodies of the Issuer towards the Issuer and their private interests and/or other duties.

(20) The Managers and their affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with and may perform services of the Issuer in the ordinary course of business. In the ordinary course of their business activities, the Managers and their respective affiliates may make or hold a broad array of investments and actively trade debt and equity securities (or related derivative securities) and financial instruments (which may include bank loans and/or credit default swaps) for their own account and for the accounts of their customers and may at any time hold long and short positions in such securities and instruments. Such investments and securities activities may involve securities and instruments of the Issuer.

APPENDIX A – PRMS RESERVES REPORT

DeGolyer and MacNaughton
5001 Spring Valley Road
Suite 800 East
Dallas, Texas 75244

This is a digital representation of a DeGolyer and MacNaughton report.

This file is intended to be a manifestation of certain data in the subject report and as such is subject to the same conditions thereof. The information and data contained in this file may be subject to misinterpretation; therefore, the signed and bound copy of this report should be considered the only authoritative source of such information.

DeGolyer and MacNaughton
5001 Spring Valley Road
Suite 800 East
Dallas, Texas 75244

REPORT
as of
DECEMBER 31, 2023
on
RESERVES and REVENUE
and
CONTINGENT RESOURCES
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN

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DeGolyer and MacNaughton
5001 Spring Valley Road
Suite 800 East
Dallas, Texas 75244

REPORT
as of
DECEMBER 31, 2023
on
RESERVES and REVENUE
and
CONTINGENT RESOURCES
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN

FOREWORD

Scope of Investigation

This report presents estimates, as of December 31, 2023, of the extent of the proved, probable, and possible oil, condensate, and gas reserves and contingent resources and estimates of the value of the proved, proved-plus-probable, and proved-plus-probable-plus-possible reserves of certain fields in which JSC Uzbekneftegaz (UNG) has represented it holds a 100-percent working interest. Table 1 presents the fields evaluated herein, the working interests attributable to UNG, the reported net interest, and the fiscal regime. The fields evaluated herein are located in the Republic of Uzbekistan.

Estimates of reserves and contingent resources presented in this report have been prepared in accordance with the Petroleum Resources Management System (PRMS) approved in March 2007 and revised in June 2018 by the Society of Petroleum Engineers, the World Petroleum Council, the American Association of Petroleum Geologists, the Society of Petroleum Evaluation Engineers, the Society of Exploration Geophysicists, the Society of Petrophysicists and Well Log Analysts, and the European Association of Geoscientists & Engineers. The reserves definitions are discussed in detail in the Definition of Reserves section of this report. The contingent resources definitions are discussed in detail in the Definition of Contingent Resources section of this report.

UNG has represented that upon completion of the primary terms of its current licenses, it intends to extend these licenses to the end of the economic lives of the associated fields, and that it intends to proceed accordingly with development and operations of these fields. Based on these representations, estimates of proved, probable, and possible reserves associated with the fields evaluated herein were not limited by the primary terms of their licenses.

Reserves estimated in this report are gross reserves and net reserves. Gross reserves are defined as the total estimated petroleum remaining to be produced from the fields after December 31, 2023. Net reserves are defined as that portion of the gross reserves attributable to the interests held by UNG after deducting all interests held by others. UNG has represented that its net interest is 100 percent in the evaluated fields; therefore, gross reserves are equal to net reserves and are expressed herein as net reserves. The estimated net proved, probable, and possible reserves are summarized in Table 2 and shown in detail in Tables 4 through 7. Forecasts of reserves are shown in Tables 12 through 15.

This report presents values for proved, proved-plus-probable, and proved-plus-probable-plus-possible reserves that were estimated using prices, expenses, and costs provided by UNG. Prices, expenses, and costs were provided in Uzbekistan soms (UZS) or United States dollars (U.S.$), and all monetary values in this report are expressed in U.S.$. A detailed explanation of the forecast price, expense, and cost assumptions is included in the Valuation of Reserves section of this report. The exchange rate and product prices are shown in Table EC1 and the taxes are summarized in Table EC2.

Values for proved, proved-plus-probable, and proved-plus-probable-plus-possible reserves in this report are expressed in terms of future gross revenue, future net revenue, UNG future net revenue, and UNG present worth. Future gross revenue is defined as that revenue which will accrue to the evaluated interests from the production and sale of the estimated net reserves. Future net revenue is calculated by deducting operating expenses, capital and abandonment costs, production and other taxes, and estimated profit taxes as specified by UNG from future gross revenue. Operating expenses include field operating expenses, transportation and processing expenses, the expenses portion of the field maintenance costs, and an allocation of overhead that directly relates to production activities. Capital costs include drilling and completion costs, facilities costs, and the capitalized portion of the field maintenance costs. Abandonment costs

are represented by UNG to be inclusive of those costs associated with the removal of equipment, plugging of wells, and reclamation and restoration associated with the abandonment. UNG future net revenue is defined as the future net revenue attributable to the estimated net reserves. UNG present worth is defined as the UNG future net revenue discounted at a specified arbitrary discount rate compounded monthly over the expected period of realization. UNG present worth should not be construed as fair market value because no consideration was given to additional factors that influence the prices at which properties are bought and sold. In this report, UNG present worth values using a discount rate of 10 percent are reported in detail and values using discount rates of 8, 15, and 20 percent are reported as totals. The summaries and projections of the estimated values of the proved, proved-plus-probable, and proved-plus-probable-plus-possible reserves are shown in Tables 3, 8 through 11, and 16 through 19.

Contingent resources estimated in this report are gross contingent resources and net contingent resources. Gross contingent resources are defined as that portion of the total estimated petroleum that is potentially recoverable from known accumulations after December 31, 2023. Net contingent resources are defined as that portion of gross contingent resources attributable to the working interests held by UNG. UNG has represented that its net interest is 100 percent in the evaluated fields; therefore, gross contingent resources are equal to net contingent resources and are expressed herein as net contingent resources. The estimated net contingent resources are shown in Tables 20 through 23.

The contingent resources estimated herein are those quantities of petroleum that are potentially recoverable from known accumulations but which are not currently considered to be commercially recoverable. Because of the uncertainty of commerciality, the contingent resources estimated herein cannot be classified as reserves. The contingent resources estimates in this report are provided as a means of comparison to other contingent resources and do not provide a means of direct comparison to reserves. A detailed explanation of the contingent resources estimated herein is included in the Estimation of Contingent Resources section of this report.

Contingent resources quantities should not be confused with those quantities that are associated with reserves due to the additional risks involved. The quantities that might actually be recovered should they be developed may differ significantly from the estimates presented herein.

There is no certainty that it will be commercially viable to produce any portion of the contingent resources evaluated herein.

Estimates of reserves and revenue and contingent resources should be regarded only as estimates that may change as further production history and additional information become available. Not only are such estimates based on that information which is currently available, but such estimates are also subject to the uncertainties inherent in the application of judgmental factors in interpreting such information.

Authority

This report was authorized by Mr. Sh. Alirizaev, First Deputy Chairman of the Board, JSC Uzbekneftegaz.

Source of Information

Information used in the preparation of this report was obtained from UNG. In the preparation of this report we have relied, without independent verification, upon information furnished by UNG with respect to the field interests being evaluated, production from such fields, agreements relating to current and future operations and sale of production, and various other information and data that were accepted as represented. A field examination was not considered necessary for the purposes of this report.

DEFINITION of RESERVES

Estimates of proved, probable, and possible reserves presented in this report have been prepared in accordance with the PRMS approved in March 2007 and revised in June 2018 by the Society of Petroleum Engineers, the World Petroleum Council, the American Association of Petroleum Geologists, the Society of Petroleum Evaluation Engineers, the Society of Exploration Geophysicists, the Society of Petrophysicists and Well Log Analysts, and the European Association of Geoscientists & Engineers. The petroleum reserves are defined as follows:

Reserves are those quantities of petroleum anticipated to be commercially recoverable by application of development projects to known accumulations from a given date forward under defined conditions. Reserves must satisfy four criteria: discovered, recoverable, commercial, and remaining (as of the evaluation's effective date) based on the development project(s) applied. Reserves are further categorized in accordance with the level of certainty associated with the estimates and may be sub-classified based on project maturity and/or characterized by development and production status.

> *Proved Reserves* are those quantities of petroleum that, by analysis of geoscience and engineering data, can be estimated with reasonable certainty to be commercially recoverable from a given date forward from known reservoirs and under defined economic conditions, operating methods, and government regulations. If deterministic methods are used, the term "reasonable certainty" is intended to express a high degree of confidence that the quantities will be recovered. If probabilistic methods are used, there should be at least a 90% probability (P90) that the quantities actually recovered will equal or exceed the estimate.
>
> *Probable Reserves* are those additional Reserves which analysis of geoscience and engineering data indicate are less likely to be recovered than Proved Reserves but more certain to be recovered than Possible Reserves. It is equally likely that actual remaining quantities recovered will be greater than or less than the sum of the estimated Proved plus Probable Reserves (2P). In this context, when probabilistic methods are used, there should be at least a 50% probability [P50] that the actual quantities recovered will equal or exceed the 2P estimate.

Possible Reserves are those additional reserves that analysis of geoscience and engineering data indicates are less likely to be recoverable than Probable Reserves. The total quantities ultimately recovered from the project have a low probability to exceed the sum of Proved plus Probable plus Possible (3P), which is equivalent to the high-estimate scenario. When probabilistic methods are used, there should be at least a 10% probability (P10) that the actual quantities recovered will equal or exceed the 3P estimate.

Once projects satisfy commercial maturity, the associated quantities are classified as Reserves. These quantities may be allocated to the following subdivisions based on the funding and operational status of wells and associated facilities within the reservoir development plan:

Developed Reserves are quantities expected to be recovered from existing wells and facilities. Reserves are considered developed only after the necessary equipment has been installed, or when the costs to do so are relatively minor compared to the cost of a well. Where required facilities become unavailable, it may be necessary to reclassify Developed Reserves as Undeveloped. Developed Reserves may be further sub-classified as Producing or Non-Producing.

Developed Producing Reserves are expected quantities to be recovered from completion intervals that are open and producing at the effective date of the estimate. Improved recovery Reserves are considered producing only after the improved recovery project is in operation.

Developed Non-Producing Reserves include shut-in and behind-pipe reserves. Shut-in Reserves are expected to be recovered from (1) completion intervals that are open at the time of the estimate but which have not yet started producing, (2) wells which were shut-in for market conditions or pipeline connections, or (3) wells not capable of production for mechanical reasons. Behind-pipe Reserves are expected to be recovered from zones in existing wells that will require additional completion work or future re-completion before start of production with minor cost to access these reserves. In all cases, production can be initiated or restored with relatively low expenditure compared to the cost of drilling a new well.

> *Undeveloped Reserves* are quantities expected to be recovered through future significant investments. Undeveloped Reserves are to be produced (1) from new wells on undrilled acreage in known accumulations, (2) from deepening existing wells to a different (but known) reservoir, (3) from infill wells that will increase recovery, or (4) where a relatively large expenditure (e.g., when compared to the cost of drilling a new well) is required to (a) recomplete an existing well or (b) install production or transportation facilities for primary or improved recovery projects.

The extent to which probable and possible reserves ultimately may be recategorized as proved reserves is dependent upon future drilling, testing, and well performance. The degree of risk to be applied in evaluating probable and possible reserves is influenced by economic and technological factors as well as the time element. Estimates of probable and possible reserves in this report have not been adjusted in consideration of these additional risks to make them comparable to estimates of proved reserves.

ESTIMATION of RESERVES

Estimates of reserves were prepared by the use of appropriate geologic, petroleum engineering, and evaluation principles and techniques that are in accordance with practices generally recognized by the petroleum industry and in accordance with definitions established by the PRMS. The method or combination of methods used in the analysis of each reservoir was tempered by experience with similar reservoirs, stage of development, quality and completeness of basic data, and production history.

Based on the current stage of field development, production performance, the development plans provided by UNG, and analyses of areas offsetting existing wells with test or production data, reserves were categorized as proved, probable, or possible.

The undeveloped reserves estimates were based on opportunities identified in the plans of development provided by UNG. The developed non-producing reserves include those quantities associated with behind-pipe zones and include minor remaining capital expenditure as compared to the cost of a new well.

UNG has represented that its senior management is committed to the development plans provided by UNG and that UNG has the financial capability to execute the development plans, including the drilling and completion of wells and the installation of equipment and facilities. The estimated reserves reported herein are those reserves attributed to the parts of the fields that lie within the license areas in which UNG has represented it holds an interest.

When applicable, the volumetric method was used to estimate the original oil in place (OOIP) and original gas in place (OGIP). Structure maps were prepared to delineate each reservoir, and isopach maps were constructed to estimate reservoir volume. Electrical logs, radioactivity logs, core analyses, and other available data were used to prepare these maps as well as to estimate representative values for porosity and water saturation. When adequate data were available and when circumstances justified, material-balance methods were used to estimate OGIP.

Estimates of ultimate recovery were obtained after applying recovery factors to OOIP and OGIP. These recovery factors

were based on consideration of the type of energy inherent in the reservoirs, analyses of the petroleum, the structural positions of the fields, and the production histories. When applicable, material-balance and other engineering methods were used to estimate recovery factors based on an analysis of reservoir performance, including production rate, reservoir pressure, and reservoir fluid properties.

For depletion-type reservoirs or those whose performance disclosed a reliable decline in producing-rate trends or other diagnostic characteristics, reserves were estimated by the application of appropriate decline curves or other performance relationships. In the analysis of production-decline curves, reserves were estimated only to the limits of economic production as defined in the Definition of Reserves section of this report or the expiration of the fiscal agreement, as appropriate.

In certain cases, reserves were estimated by incorporating elements of analogy with similar wells or reservoirs for which more complete data were available.

Data provided by UNG from wells drilled through December 31, 2023, and made available for this evaluation were used to prepare the reserves estimates herein. These reserves estimates were based on consideration of monthly production data available through December 31, 2023. Cumulative production, as of December 31, 2023, was deducted from the estimated gross ultimate recovery to estimate gross reserves.

Oil and condensate reserves estimated herein are to be recovered by normal field separation and are expressed in thousands of barrels (10^3bbl) and thousands of metric tons (10^3mt). In these estimates, 1 barrel equals 42 United States gallons. For reporting purposes, oil and condensate reserves have been estimated separately and are presented herein as a summed quantity.

Gas quantities estimated herein are expressed as sales gas. Sales gas is defined as the total gas to be produced from the reservoirs, measured at the point of delivery, after reduction for fuel usage, flare, and shrinkage resulting from field separation and processing. Gas reserves estimated herein are reported as sales gas. Gas quantities are expressed at a temperature base of 20 degrees Celsius (°C) and at a pressure base of 1 atmosphere (atm). Gas quantities included in this report are expressed in millions of cubic feet (10^6ft^3) and millions of cubic meters (10^6m^3).

Gas quantities are identified by the type of reservoir from which the gas will be produced. Nonassociated gas is gas at initial reservoir conditions with no oil present in the reservoir. Associated gas is both gas-cap gas and solution gas. Gas-cap gas is gas at initial reservoir conditions and is in communication with an underlying oil zone. Solution gas is gas dissolved in oil at initial reservoir conditions. Gas quantities estimated herein are both assocaiated and nonassociated gas.

VALUATION of RESERVES

Revenue values in this report were estimated using forecast prices, expenses, and costs provided by UNG. The prices used in this report have been reviewed by UNG, which has represented that the prices are UNG's forecast conditions. At the request of UNG, values presented herein were estimated in U.S.$ using the exchange rates presented in Table EC1. For this report, no attempt was made to optimize the present worth by considering alternative field development scenarios.

In this report, values for proved, proved-plus-probable, and proved-plus-probable-plus-possible reserves were based on projections of estimated future production and revenue prepared for these fields with no risk adjustment applied to the probable or possible reserves. Probable and possible reserves involve substantially higher risk than proved reserves. Revenue values associated with probable and possible reserves have not been adjusted to account for such risks; this adjustment would be necessary in order to make values associated with probable and possible reserves comparable to values associated with proved reserves.

The following economic assumptions were used for estimating the revenue values reported herein:

Prices – UNG provided the netback sales prices used to estimate future revenue. Prices are shown in Table EC1. The netback price is the price received at the custody transfer point and includes the reductions for appropriate application of export tariff, excise tax, value-added tax (VAT), transportation costs, and other commissions and fees.

Expenses and Costs – Current expenses and costs and forecasts of expenses and costs provided by UNG were used in estimating future expenditures required to operate the fields.

Operating Expenses

Operating expenses consist of fixed and variable components that were projected to facilitate activities related to the production and sale of reserves from the evaluated fields. Operating expenses were based on actual area historical expenses and forecast expenses provided by UNG.

Capital Costs

Capital costs for drilling wells, facilities, and other significant development programs in the fields were based on actual area historical costs and forecast costs provided by UNG.

Depreciation

Future capital costs were amortized over 13 years. Depreciation was applied from the first year of the expenditure.

Abandonment Costs

Abandonment costs are those costs associated with the removal of equipment, plugging of wells, and reclamation and restoration associated with the abandonment. Abandonment costs for existing facilities were provided by UNG. Additional abandonment costs were estimated using a percentage of the estimated future capital costs.

Taxes – A continuation of all regulatory practices approved or in place, as of December 31, 2023, was maintained in this analysis. Taxes are numerous, and some are more significant than others. Taxes are shown in Table EC2. The most prominent taxes are discussed as follows:

Value-Added Tax

VAT was estimated using a rate of 12 percent applied to the sales price for oil, condensate, and gas sold domestically.

Asset Tax

Asset taxes were estimated annually using a rate of 1.5 percent applied to the undepreciated book value of the fields. Asset taxes are included with Production and Other Taxes in the tables of this report.

Unified Social Payments

Unified social payments were estimated using a rate of 12 percent provided by UNG. Unified social payments are included with Production and Other Taxes in the tables of this report.

Subsurface Usage Tax

The subsurface usage tax for oil, condensate, and gas was estimated using a formula that incorporates the production, the price associated with subsurface usage, as provided by UNG, and the subsurface usage rate of 15 percent.

Profit Taxes

The profit tax was estimated using a rate of 15 percent applied to taxable income. Taxable income was calculated by deducting other taxes, operating costs, and depreciation from future gross revenue.

DEFINITION of CONTINGENT RESOURCES

Estimates of contingent resources presented in this report have been prepared in accordance with the PRMS approved in March 2007 and revised in June 2018 by the Society of Petroleum Engineers, the World Petroleum Council, the American Association of Petroleum Geologists, the Society of Petroleum Evaluation Engineers, the Society of Exploration Geophysicists, the Society of Petrophysicists and Well Log Analysts, and the European Association of Geoscientists & Engineers. Because of the lack of commerciality or sufficient development drilling, the contingent resources estimated herein cannot be classified as reserves. The petroleum contingent resources are classified as follows:

> *Contingent Resources* are those quantities of petroleum estimated, as of a given date, to be potentially recoverable from known accumulations by application of development projects, but which are not currently considered to be commercially recoverable owing to one or more contingencies.

Contingent Resources are further categorized in accordance with the level of certainty associated with the estimates and may be sub-classified based on project maturity and/or characterized by the economic status.

> *Economically Viable Contingent Resources* are those quantities associated with technically feasible projects where cash flows are positive under reasonably forecast conditions but are not Reserves because it does not meet the other commercial criteria.
>
> *Economically Not Viable Contingent Resources* are those quantities for which development projects are not expected to yield positive cash flows under reasonable forecast conditions. May also be subject to additional unsatisfied contingencies.

Where evaluations are incomplete and it is premature to clearly define the associated cash flows, it is acceptable to note that the project economic status is “undetermined.”

The estimation of petroleum resources is subject to both technical and commercial uncertainties and, in general, may be quoted as a range. The range of uncertainty reflects a reasonable range of estimated

potentially recoverable quantities. In all cases, the range of uncertainty is dependent on the amount and quality of both technical and commercial data that are available and may change as more data become available.

1C (Low), 2C (Best), and 3C (High) Estimates – Estimates of contingent resources in this report are expressed using the terms 1C (low) estimate, 2C (best) estimate, and 3C (high) estimate to reflect the range of uncertainty.

ESTIMATION of CONTINGENT RESOURCES

Estimates of contingent resources were prepared by the use of appropriate geologic, petroleum engineering, and evaluation principles and techniques that are in accordance with practices generally recognized by the petroleum industry and in accordance with definitions established by the PRMS. The method or combination of methods used in the analysis of each reservoir was tempered by experience with similar reservoirs, stage of development, quality and completeness of basic data, and production history.

The volumetric method was used to estimate the OOIP and OGIP. Structure maps were prepared to delineate each reservoir, and isopach maps were constructed to estimate reservoir volume. Electrical logs, radioactivity logs, core analyses, and other available data were used to prepare these maps as well as to estimate representative values for porosity and water saturation. When adequate data were available and when circumstances justified, material-balance methods were used to estimate OGIP.

Estimates of ultimate recovery were obtained after applying recovery factors to OOIP and OGIP. These recovery factors were based on consideration of the type of energy inherent in the reservoirs, analyses of the petroleum, the structural positions of the fields, and the production histories. When applicable, material-balance and other engineering methods were used to estimate recovery factors based on an analysis of reservoir performance, including production rate, reservoir pressure, and reservoir fluid properties.

For depletion-type reservoirs or those whose performance disclosed a reliable decline in producing-rate trends or other diagnostic characteristics, contingent resources were estimated by the application of appropriate decline curves or other performance relationships. In the analyses of production-decline curves, contingent resources were estimated to the anticipated technical limits of production.

In certain cases, contingent resources were estimated by incorporating elements of analogy with similar wells or reservoirs for which more complete data were available.

The contingent resources estimates were based on data available through December 31, 2023. The development status represents the status applicable on December 31, 2023.

Oil and condensate contingent resources estimated herein are to be recovered by normal field separation and are expressed in 10^3bbl and 10^3mt. In these estimates, 1 barrel equals 42 United States gallons. For reporting purposes, oil and condensate contingent resources have been estimated separately and are presented herein as a summed quantity.

Gas quantities associated with contingent resources estimated herein are expressed as sales gas contingent resources. Sales gas is defined as the total gas to be produced from the reservoirs, measured at the point of delivery, after reduction for fuel usage, flare, and shrinkage resulting from field separation and processing. Gas quantities are expressed at a temperature base of 20 °C and at a pressure base of 1 atm. Gas quantities included in this report are expressed in 10^6ft^3 and 10^6m^3.

Gas quantities are identified by the type of reservoir from which the gas will be produced. Nonassociated gas is gas at initial reservoir conditions with no oil present in the reservoir. Associated gas includes both gas-cap gas and solution gas. Gas-cap gas is gas at initial reservoir conditions and is in communication with an underlying oil zone. Solution gas is gas dissolved in oil at initial reservoir conditions. Gas quantities estimated herein are both associated and nonassociated gas.

Those contingent resources for which there are no defined development plans but were economic based on notional development plans have an economic status of Economically Viable.

Those contingent resources for which there are no defined development plans and were not economic based on notional development plans have an economic status of Economically Not Viable.

Those contingent resources estimated to be produced beyond the limits of economic production have an economic status of Economically Not Viable.

Contingent resources with an economic status of undetermined were estimated to be zero.

SUMMARY and CONCLUSIONS

UNG has represented that it holds an interest in certain fields located in the Republic of Uzbekistan evaluated herein. The estimated net proved, probable, and possible reserves, as of December 31, 2023, of the fields evaluated herein are summarized as follows, expressed in English units in thousands of barrels (10^3bbl) and millions of cubic feet (10^6ft^3) and in metric units in thousands of metric tons (10^3mt) and millions of cubic meters (10^6m^3):

	English Units		Metric Units	
Reserves Category	**Oil and Condensate (10^3bbl)**	**Sales Gas (10^6ft^3)**	**Oil and Condensate (10^3mt)**	**Sales Gas (10^6m^3)**
Proved Developed Producing	48,849	9,012,383	5,682	255,202
Proved Developed Non-Producing	415	60,490	46	1,713
Proved Developed	**49,264**	**9,072,873**	**5,728**	**256,915**
Proved Undeveloped	35,613	4,557,242	4,081	129,050
Total Proved	**84,877**	**13,630,115**	**9,809**	**385,965**
Probable	51,890	6,173,169	6,003	174,800
Proved plus Probable	**136,767**	**19,803,284**	**15,812**	**560,765**
Possible	31,427	4,066,649	3,651	115,163
Proved plus Probable plus Possible	**168,194**	**23,869,933**	**19,463**	**675,928**

Notes:

1. Probable and possible reserves have not been risk adjusted to make them comparable to proved reserves.
2. UNG has represented that its net interest is 100 percent in the evaluated fields; therefore, gross reserves are equal to net reserves and are expressed herein as net reserves.

The estimated UNG future net revenue and UNG present worth attributable to UNG's interest in the proved, proved-plus-probable, and proved-plus-probable-plus-possible reserves, as of December 31, 2023, of the fields evaluated under the economic assumptions described herein are summarized as follows, expressed in thousands of United States dollars (10^3U.S.$):

	UNG	
Reserves Category	**Future Net Revenue (10^3U.S.$)**	**Present Worth at 10 Percent (10^3U.S.$)**
Proved Developed	10,197,822	5,592,160
Proved Undeveloped	4,978,938	2,033,252
Total Proved	**15,176,760**	**7,625,412**
Proved plus Probable	22,766,196	10,136,506
Proved plus Probable plus Possible	27,731,606	11,329,719

Note: Values for probable and possible reserves have not been risk adjusted to make them comparable to values for proved reserves.

The estimated net contingent resources, as of December 31, 2023, of the fields evaluated herein are summarized as follows, expressed in English units in thousands of barrels (10^3bbl) and millions of cubic feet (10^6ft^3) and in metric units in thousands of metric tons (10^3mt) and millions of cubic meters (10^6m^3):

	Net Contingent Resources			
	English Units		Metric Units	
Category	**Oil and Condensate (10^3bbl)**	**Sales Gas (10^6ft^3)**	**Oil and Condensate (10^3mt)**	**Sales Gas (10^6m^3)**
Economically Viable				
1C	1,294	382,277	146	10,824
2C	5,254	1,196,427	596	33,877
3C	7,363	1,492,193	855	42,252
Economically Not Viable				
1C	535	79,219	60	2,243
2C	1,892	259,779	228	7,355
3C	10,327	1,285,190	1,238	36,395
Total				
1C	**1,829**	**461,496**	**206**	**13,067**
2C	**7,146**	**1,456,206**	**824**	**41,232**
3C	**17,690**	**2,777,383**	**2,093**	**78,647**

Notes:
1. Application of any risk factor to contingent resources quantities does not equate contingent resources with reserves.
2. There is no certainty that it will be commercially viable to produce any portion of the contingent resources evaluated herein.
3. 1C, 2C, and 3C contingent resources were estimated in accordance with the PRMS.
4. UNG has represented that its net interest is 100 percent in the evaluated fields; therefore, gross contingent resources are equal to net contingent resources and are expressed herein as net contingent resources.

While the oil and gas industry may be subject to regulatory changes from time to time that could affect an industry participant's ability to recover its reserves, we are not aware of any such governmental actions which would restrict the recovery of the December 31, 2023, estimated reserves.

DeGolyer and MacNaughton is an independent petroleum engineering consulting firm that has been providing petroleum consulting services throughout the world since 1936. Our fees were not contingent on the results of our evaluation. This report has been prepared at the request of UNG. DeGolyer and MacNaughton has used all assumptions, procedures, data, and methods that it considers necessary to prepare this report.

Submitted,

DeGOLYER and MacNAUGHTON
Texas Registered Engineering Firm F-716

SIGNED: June 7, 2024

Stefan R. Krystosik, P.E.
Senior Vice President
DeGolyer and MacNaughton

TABLE 1
FIELDS EVALUATED
as of
DECEMBER 31, 2023
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC OF UZBEKISTAN

DeGolyer and MacNaughton
F-716
TEXAS REGISTERED ENGINEERING FIRM

Field	Working Interest (%)	Reported Net Interest (%)	Fiscal Regime
Akhirbulak	100	100	Concession
Alan	100	100	Concession
Andakli	100	100	Concession
Aral	100	100	Concession
Aralyk	100	100	Concession
area Dengizkul-North Dengizkul-Khauzak	100	100	Concession
Arslan (Zhanubiy Surgil)	100	100	Concession
Auzikent	100	100	Concession
Berdak-Shimoliy Berdak	100	100	Concession
Berdykuduk	100	100	Concession
Beskala	100	100	Concession
Buzakhur	100	100	Concession
Chakar	100	100	Concession
Chegarakum	100	100	Concession
Chetkum	100	100	Concession
Chilkuvar	100	100	Concession
Chunagar	100	100	Concession
Dali	100	100	Concession
Dayakhatyn	100	100	Concession
Dultatepa	100	100	Concession
East Buzakhur	100	100	Concession
East Dengizkul	100	100	Concession
East Karail	100	100	Concession
Erkin	100	100	Concession
Garbi	100	100	Concession
Garbiy Akkum	100	100	Concession
Garbiy Khakkul	100	100	Concession
Girsan-Divkhona-Shimoliy	100	100	Concession
Illanli	100	100	Concession
Inam	100	100	Concession
Istiklol-25 (Kalsikum)	100	100	Concession
Istmok	100	100	Concession
Iymon	100	100	Concession
Jebe	100	100	Concession
Kagan	100	100	Concession
Kaltakyr	100	100	Concession
Karakum	100	100	Concession
Khakkul	100	100	Concession
Khodzhihairam	100	100	Concession
Khodzhikazgan-Uchburgan	100	100	Concession

TABLE 1 - FIELDS EVALUATED - *(Continued)*

Field	Working Interest (%)	Reported Net Interest (%)	Fiscal Regime
Khosil	100	100	Concession
Kokdumalak	100	100	Concession
Koshtepa	100	100	Concession
Kuanysh	100	100	Concession
Kuii Sharkii Berdak	100	100	Concession
Kuii Surgil	100	100	Concession
Kulbeshkak	100	100	Concession
Kultak	100	100	Concession
Kumli	100	100	Concession
Kushimcha	100	100	Concession
Kushkair	100	100	Concession
Kyzyl-Shaly	100	100	Concession
Marvarid	100	100	Concession
Mirkomilkuduk	100	100	Concession
Moikuduk	100	100	Concession
Murodtepa-Attamurod	100	100	Concession
Namazbai	100	100	Concession
Niyoz	100	100	Concession
Nortepa	100	100	Concession
North Khankyz	100	100	Concession
North Shady	100	100	Concession
North Suzma-Chakkakum	100	100	Concession
Oidin	100	100	Concession
Pattali	100	100	Concession
Rakhmatbobo	100	100	Concession
Rozzokbobo	100	100	Concession
Saikhun	100	100	Concession
Samantepe	100	100	Concession
Savatli	100	100	Concession
Shagyrlyk	100	100	Concession
Sharkii Khatar	100	100	Concession
Sharkiy Arslan	100	100	Concession
Sharkiy Berdak	100	100	Concession
Shege	100	100	Concession
Shimoliy Darbaza	100	100	Concession
Shimoliy Muborak	100	100	Concession
Shimoliy Tegermen	100	100	Concession
Shorkum	100	100	Concession
Shortak	100	100	Concession
Izhobat-Shumak	100	100	Concession

TABLE 1 - FIELDS EVALUATED - *(Continued)*

Field	Working Interest (%)	Reported Net Interest (%)	Fiscal Regime
Shurtan	100	100	Concession
South Alan	100	100	Concession
South Kemachi	100	100	Concession
South Kulbeshkak	100	100	Concession
South Pamuk	100	100	Concession
South Tandyrcha	100	100	Concession
Tailak	100	100	Concession
Tarnasai	100	100	Concession
Tashkuduk	100	100	Concession
Tegermen-West Tegermen	100	100	Concession
Tillali	100	100	Concession
Topichaksoi	100	100	Concession
Tumaris	100	100	Concession
Uchkyr	100	100	Concession
Uchtepa	100	100	Concession
Umid	100	100	Concession
Urtabulak	100	100	Concession
Urtakum	100	100	Concession
Uvada	100	100	Concession
Uzunshor	100	100	Concession
West Kuii Surgil	100	100	Concession
Yangi Alat	100	100	Concession
Yangi Kyzylrabat	100	100	Concession
Yangi Tegermen	100	100	Concession
Yangikazgan	100	100	Concession
Yormok	100	100	Concession
Zafar	100	100	Concession
Zarabog	100	100	Concession
Zevardy	100	100	Concession
Zhairon	100	100	Concession
Zhanubiy Muborak	100	100	Concession

Notes:

1. All information in this table was provided by UNG.
2. Working interest represents the ownership percentage in a petroleum accumulation, license, contract area, or field granting rights to explore, drill, and/or produce hydrocarbons. Working interest owners are obligated to pay a corresponding percentage of the cost of leasing, drilling, producing, and operating expenses associated with the fields. The working interest percentages shown above were applied as represented by UNG for the purpose of this evaluation.
3. UNG has represented that the reported net interest is due to: (1) majority control, (2) ownership and/or (3) voting rights.
4. UNG has represented that its reported net interest is 100 percent in the evaluated fields; therefore, gross reserves are equal to net reserves and are expressed herein as net reserves.
5. All fields evaluated herein are subject to concessionary fiscal terms. Concessionary fiscal terms refer to a taxation system whereby 100 percent of the estimated reserves are attributable to the license holder.
6. Potential extensions to the term of the license/contract were considered as appropriate for the corresponding fiscal regime.

TABLE 2
SUMMARY of NET RESERVES
as of
DECEMBER 31, 2023
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN

	English Units		Metric Units	
Reserves Category	**Oil and Condensate (10^3bbl)**	**Sales Gas (10^6ft^3)**	**Oil and Condensate (10^3mt)**	**Sales Gas (10^6m^3)**
Proved Developed Producing	48,849	9,012,383	5,682	255,202
Proved Developed Non-Producing	415	60,490	46	1,713
Proved Developed	**49,264**	**9,072,873**	**5,728**	**256,915**
Proved Undeveloped	35,613	4,557,242	4,081	129,050
Total Proved	**84,877**	**13,630,115**	**9,809**	**385,965**
Probable	51,890	6,173,169	6,003	174,800
Proved plus Probable	**136,767**	**19,803,284**	**15,812**	**560,765**
Possible	31,427	4,066,649	3,651	115,163
Proved plus Probable plus Possible	**168,194**	**23,869,933**	**19,463**	**675,928**

Notes:
1. Probable and possible reserves have not been risk adjusted to make them comparable to proved reserves.
2. UNG has represented that its reported net interest is 100 percent in the evaluated fields; therefore, gross reserves are equal to net reserves and are expressed herein as net reserves.

TABLE 3
SUMMARY of NET RESERVES and REVENUE
as of
DECEMBER 31, 2023
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN

DeGolyer and MacNaughton
F-716
TEXAS REGISTERED ENGINEERING FIRM

	Net Reserves								UNG	
Reserves Category	Oil and Condensate (10^3mt)	Sales Gas (10^6m^3)	Future Gross Revenue (10^3U.S.$)	Operating Expenses (10^3U.S.$)	Capital and Abandonment Costs (10^3U.S.$)	Production and Other Taxes (10^3U.S.$)	Profit Taxes (10^3U.S.$)	Future Net Revenue (10^3U.S.$)	Future Net Revenue (10^3U.S.$)	Present Worth at 10 Percent (10^3U.S.$)
Proved Developed	5,728	256,915	18,736,022	3,782,089	97,724	2,997,988	1,660,399	10,197,822	10,197,822	5,592,160
Total Proved	9,809	385,965	29,071,624	5,477,692	1,147,628	4,557,505	2,712,039	15,176,760	15,176,760	7,625,412
Proved plus Probable	15,812	560,765	43,347,427	7,902,253	1,821,465	6,713,647	4,143,866	22,766,196	22,766,196	10,136,506
Proved plus Probable plus Possible	19,463	675,928	52,556,736	9,728,372	1,949,065	8,113,058	5,034,635	27,731,606	27,731,606	11,329,719

Notes:
1. Probable and possible reserves and values for probable and possible reserves have not been risk adjusted to make them comparable to proved reserves and values for proved reserves.
2. UNG has represented that its reported net interest is 100 percent in the evaluated fields; therefore, gross reserves are equal to net reserves and are expressed herein as net reserves.
3. Refer to Table EC1 for prices and sales allocations.

TABLE 4
NET OIL and CONDENSATE RESERVES
as of
DECEMBER 31, 2023
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN

DeGolyer and MacNaughton
F-716
TEXAS REGISTERED ENGINEERING FIRM

English Units

Field	Proved			Probable	Proved plus Probable	Possible	Proved plus Probable plus Possible
	Developed (10^3bbl)	Undeveloped (10^3bbl)	Total (10^3bbl)	(10^3bbl)	(10^3bbl)	(10^3bbl)	(10^3bbl)
Akhirbulak	0	2,292	2,292	2,293	4,585	323	4,908
Alan	2,397	0	2,397	0	2,397	338	2,735
Andakli	1,120	257	1,377	104	1,481	113	1,594
Aral	0	144	144	835	979	641	1,620
Aralyk	0	215	215	162	377	0	377
area Dengizkul-North Dengizkul-Khauzak	1,500	70	1,570	179	1,749	120	1,869
Arslan (Zhanubiy Surgil)	907	969	1,876	1,413	3,289	487	3,776
Auzikent	0	0	0	0	0	0	0
Berdak-Shimoliy Berdak	4,698	6,153	10,851	6,349	17,200	1,629	18,829
Berdykuduk	0	0	0	0	0	360	360
Beskala	0	858	858	1,168	2,026	2,232	4,258
Buzakhur	124	0	124	0	124	46	170
Chakar	15	33	48	13	61	16	77
Chegarakum	0	186	186	92	278	445	723
Chetkum	261	0	261	82	343	46	389
Chilkuvar	1,662	1,299	2,961	1,297	4,258	259	4,517
Chunagar	282	816	1,098	153	1,251	96	1,347
Dali	53	52	105	174	279	170	449
Dayakhatyn	3,048	0	3,048	500	3,548	413	3,961
Dultatepa	0	0	0	86	86	0	86
East Buzakhur	0	301	301	182	483	238	721
East Dengizkul	9	0	9	1	10	0	10
East Karail	0	91	91	8	99	9	108
Erkin	0	88	88	137	225	10	235
Garbi	36	928	964	112	1,076	125	1,201
Garbiy Akkum	81	0	81	38	119	23	142
Garbiy Khakkul	80	317	397	405	802	846	1,648
Girsan-Divkhona-Shimoliy	142	149	291	322	613	188	801
Illanli	72	265	337	634	971	87	1,058
Inam	252	2,125	2,377	1,687	4,064	1,881	5,945

TABLE 4 - NET OIL and CONDENSATE RESERVES - *(Continued)*

DeGolyer and MacNaughton F-716 TEXAS REGISTERED ENGINEERING FIRM

English Units

Field	Proved Developed (10^3bbl)	Proved Undeveloped (10^3bbl)	Proved Total (10^3bbl)	Probable (10^3bbl)	Proved plus Probable (10^3bbl)	Possible (10^3bbl)	Proved plus Probable plus Possible (10^3bbl)
Istiklol-25 (Kalsikum)	58	0	58	102	160	114	274
Istmok	73	0	73	70	143	79	222
Iymon	57	0	57	66	123	21	144
Jebe	0	32	32	101	133	20	153
Kagan	0	0	0	6	6	3	9
Kaltakyr	0	0	0	0	0	0	0
Karakum	75	0	75	16	91	14	105
Khakkul	0	494	494	145	639	480	1,119
Khodzhihairam	0	30	30	48	78	44	122
Khodzhikazgan-Uchburgan	911	0	911	165	1,076	222	1,298
Khosil	0	0	0	0	0	66	66
Kokdumalak	912	0	912	1,191	2,103	1,283	3,386
Koshtepa	0	0	0	0	0	140	140
Kuanysh	0	802	802	1,655	2,457	1,547	4,004
Kuii Sharkii Berdak	1,019	513	1,532	322	1,854	546	2,400
Kuii Surgil	1,274	173	1,447	861	2,308	1,403	3,711
Kulbeshkak	1,972	0	1,972	865	2,837	314	3,151
Kultak	462	160	622	601	1,223	395	1,618
Kumli	1,479	0	1,479	908	2,387	584	2,971
Kushimcha	101	86	187	4	191	44	235
Kushkair	0	950	950	238	1,188	261	1,449
Kyzyl-Shaly	0	0	0	428	428	1,407	1,835
Marvarid	0	382	382	24	406	23	429
Mirkomilkuduk	121	0	121	0	121	0	121
Moikuduk	33	0	33	13	46	4	50
Murodtepa-Attamurod	0	293	293	185	478	14	492
Namazbai	0	378	378	114	492	76	568
Niyoz	545	922	1,467	51	1,518	203	1,721
Nortepa	41	0	41	21	62	5	67
North Khankyz	2	0	2	426	428	189	617

TABLE 4 - NET OIL and CONDENSATE RESERVES - *(Continued)*

DeGolyer and MacNaughton F-716 TEXAS REGISTERED ENGINEERING FIRM

English Units

Field	Proved Developed (10^3bbl)	Proved Undeveloped (10^3bbl)	Proved Total (10^3bbl)	Probable (10^3bbl)	Proved plus Probable (10^3bbl)	Possible (10^3bbl)	Proved plus Probable plus Possible (10^3bbl)
North Shady	82	0	82	6	88	6	94
North Suzma-Chakkakum	213	206	419	22	441	14	455
Oidin	0	0	0	0	0	0	0
Pattali	0	11	11	3	14	2	16
Rakhmatbobo	85	0	85	47	132	9	141
Rozzokbobo	166	391	557	250	807	161	968
Saikhun	0	150	150	2,478	2,628	821	3,449
Samantepe	1,400	0	1,400	252	1,652	72	1,724
Savatli	790	140	930	76	1,006	150	1,156
Shagyrlyk	489	1,637	2,126	4,016	6,142	1,839	7,981
Sharkii Khatar	145	0	145	0	145	0	145
Sharkiy Arslan	0	76	76	94	170	43	213
Sharkiy Berdak	1,981	0	1,981	4,733	6,714	2,436	9,150
Shege	0	340	340	681	1,021	280	1,301
Shimoliy Darbaza	0	131	131	7	138	14	152
Shimoliy Muborak	0	0	0	476	476	98	574
Shimoliy Tegermen	0	0	0	0	0	0	0
Shorkum	58	0	58	0	58	0	58
Shortak	173	122	295	70	365	26	391
Izhobat-Shumak	47	125	172	12	184	8	192
Shurtan	8,475	456	8,931	2,994	11,925	94	12,019
South Alan	0	63	63	36	99	38	137
South Kemachi	541	0	541	487	1,028	310	1,338
South Kulbeshkak	128	363	491	36	527	36	563
South Pamuk	248	342	590	595	1,185	596	1,781
South Tandyrcha	911	0	911	201	1,112	221	1,333
Tailak	692	0	692	0	692	167	859
Tarnasai	2	0	2	108	110	143	253
Tashkuduk	0	0	0	0	0	0	0
Tegermen-West Tegermen	1,627	402	2,029	188	2,217	164	2,381

English Units

Field	Proved			Probable	Proved plus Probable	Possible	Proved plus Probable plus Possible
	Developed (10^3bbl)	Undeveloped (10^3bbl)	Total (10^3bbl)	(10^3bbl)	(10^3bbl)	(10^3bbl)	(10^3bbl)
Tillali	173	5,300	5,473	3,676	9,149	1,110	10,259
Topichaksoi	0	0	0	0	0	46	46
Tumaris	596	0	596	243	839	0	839
Uchkyr	1,611	0	1,611	0	1,611	0	1,611
Uchtepa	0	0	0	0	0	0	0
Umid	239	0	239	292	531	68	599
Urtabulak	376	859	1,235	377	1,612	605	2,217
Urtakum	0	609	609	46	655	41	696
Uvada	0	77	77	13	90	2	92
Uzunshor	140	0	140	127	267	42	309
West Kuii Surgil	54	159	213	182	395	111	506
Yangi Alat	356	243	599	231	830	112	942
Yangi Kyzylrabat	69	0	69	134	203	21	224
Yangi Tegermen	79	79	158	107	265	91	356
Yangikazgan	133	0	133	586	719	212	931
Yormok	58	92	150	62	212	14	226
Zafar	14	128	142	122	264	74	338
Zarabog	0	134	134	118	252	126	378
Zevardy	1,148	155	1,303	518	1,821	339	2,160
Zhairon	40	0	40	77	117	18	135
Zhanubiy Muborak	51	0	51	59	110	5	115
Total	**49,264**	**35,613**	**84,877**	**51,890**	**136,767**	**31,427**	**168,194**

Notes:
1. Probable and possible reserves have not been risk adjusted to make them comparable to proved reserves.
2. UNG has represented that its reported net interest is 100 percent in the evaluated fields; therefore, gross reserves are equal to net reserves and are expressed herein as net reserves.

TABLE 5
NET OIL and CONDENSATE RESERVES
as of
DECEMBER 31, 2023
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN

DeGolyer and MacNaughton
F-716
TEXAS REGISTERED ENGINEERING FIRM

Metric Units

Field	Proved Developed (10^3mt)	Proved Undeveloped (10^3mt)	Proved Total (10^3mt)	Probable (10^3mt)	Proved plus Probable (10^3mt)	Possible (10^3mt)	Proved plus Probable plus Possible (10^3mt)
Akhirbulak	0	255	255	255	510	36	546
Alan	309	0	309	0	309	44	353
Andakli	125	28	153	12	165	12	177
Aral	0	16	16	93	109	71	180
Aralyk	0	24	24	18	42	0	42
area Dengizkul-North Dengizkul-Khauzak	167	8	175	20	195	13	208
Arslan (Zhanubiy Surgil)	101	108	209	157	366	54	420
Auzikent	0	0	0	0	0	0	0
Berdak-Shimoliy Berdak	560	734	1,294	757	2,051	194	2,245
Berdykuduk	0	0	0	0	0	45	45
Beskala	0	96	96	130	226	248	474
Buzakhur	15	0	15	0	15	6	21
Chakar	2	3	5	2	7	2	9
Chegarakum	0	21	21	10	31	49	80
Chetkum	33	0	33	11	44	5	49
Chilkuvar	185	144	329	145	474	29	503
Chunagar	36	104	140	19	159	13	172
Dali	6	6	12	19	31	19	50
Dayakhatyn	339	0	339	56	395	46	441
Dultatepa	0	0	0	10	10	0	10
East Buzakhur	0	37	37	23	60	29	89
East Dengizkul	1	0	1	0	1	0	1
East Karail	0	10	10	1	11	1	12
Erkin	0	10	10	15	25	1	26
Garbi	4	103	107	13	120	14	134
Garbiy Akkum	9	0	9	4	13	3	16
Garbiy Khakkul	9	37	46	47	93	98	191
Girsan-Divkhona-Shimoliy	16	16	32	36	68	21	89
Illanli	10	34	44	80	124	12	136
Inam	28	237	265	187	452	210	662

TABLE 5 - NET OIL and CONDENSATE RESERVES - *(Continued)*

DeGolyer and MacNaughton F-716 TEXAS REGISTERED ENGINEERING FIRM

Metric Units

Field	Proved Developed (10^3mt)	Proved Undeveloped (10^3mt)	Proved Total (10^3mt)	Probable (10^3mt)	Proved plus Probable (10^3mt)	Possible (10^3mt)	Proved plus Probable plus Possible (10^3mt)
Istiklol-25 (Kalsikum)	7	0	7	11	18	13	31
Istmok	8	0	8	9	17	9	26
Iymon	6	0	6	8	14	2	16
Jebe	0	4	4	13	17	2	19
Kagan	0	0	0	1	1	0	1
Kaltakyr	0	0	0	0	0	0	0
Karakum	8	0	8	2	10	2	12
Khakkul	0	55	55	16	71	54	125
Khodzhihairam	0	4	4	6	10	5	15
Khodzhikazgan-Uchburgan	101	0	101	19	120	24	144
Khosil	0	0	0	0	0	8	8
Kokdumalak	127	0	127	165	292	179	471
Koshtepa	0	0	0	0	0	18	18
Kuanysh	0	89	89	184	273	173	446
Kuii Sharkii Berdak	113	58	171	35	206	61	267
Kuii Surgil	142	19	161	96	257	156	413
Kulbeshkak	219	0	219	97	316	35	351
Kultak	59	21	80	77	157	51	208
Kumli	183	0	183	113	296	72	368
Kushimcha	11	10	21	0	21	5	26
Kushkair	0	106	106	26	132	29	161
Kyzyl-Shaly	0	0	0	48	48	156	204
Marvarid	0	43	43	2	45	3	48
Mirkomilkuduk	13	0	13	0	13	0	13
Moikuduk	4	0	4	1	5	1	6
Murodtepa-Attamurod	0	33	33	20	53	2	55
Namazbai	0	47	47	14	61	10	71
Niyoz	61	102	163	6	169	23	192
Nortepa	5	0	5	3	8	0	8
North Khankyz	0	0	0	48	48	21	69

TABLE 5 - NET OIL and CONDENSATE RESERVES - *(Continued)*

Metric Units

Field	Proved Developed (10^3mt)	Proved Undeveloped (10^3mt)	Proved Total (10^3mt)	Probable (10^3mt)	Proved plus Probable (10^3mt)	Possible (10^3mt)	Proved plus Probable plus Possible (10^3mt)
North Shady	11	0	11	0	11	1	12
North Suzma-Chakkakum	24	23	47	2	49	2	51
Oidin	0	0	0	0	0	0	0
Pattali	0	1	1	1	2	0	2
Rakhmatbobo	9	0	9	6	15	1	16
Rozzokbobo	18	44	62	28	90	18	108
Saikhun	0	17	17	275	292	92	384
Samantepe	156	0	156	28	184	8	192
Savatli	88	16	104	8	112	17	129
Shagyrlyk	54	183	237	447	684	204	888
Sharkii Khatar	16	0	16	0	16	0	16
Sharkiy Arslan	0	8	8	11	19	5	24
Sharkiy Berdak	247	0	247	591	838	304	1,142
Shege	0	38	38	76	114	31	145
Shimoliy Darbaza	0	15	15	0	15	2	17
Shimoliy Muborak	0	0	0	53	53	11	64
Shimoliy Tegermen	0	0	0	0	0	0	0
Shorkum	6	0	6	0	6	0	6
Shortak	19	14	33	8	41	2	43
Izhobat-Shumak	5	14	19	2	21	0	21
Shurtan	943	51	994	333	1,327	11	1,338
South Alan	0	8	8	5	13	4	17
South Kemachi	62	0	62	57	119	37	156
South Kulbeshkak	14	41	55	4	59	4	63
South Pamuk	28	38	66	66	132	66	198
South Tandyrcha	114	0	114	25	139	27	166
Tailak	77	0	77	0	77	19	96
Tarnasai	0	0	0	12	12	16	28
Tashkuduk	0	0	0	0	0	0	0
Tegermen-West Tegermen	207	51	258	24	282	21	303

DeGolyer and MacNaughton F-716 TEXAS REGISTERED ENGINEERING FIRM

Metric Units

Field	Proved Developed (10^3mt)	Proved Undeveloped (10^3mt)	Proved Total (10^3mt)	Probable (10^3mt)	Proved plus Probable (10^3mt)	Possible (10^3mt)	Proved plus Probable plus Possible (10^3mt)
Tillali	19	590	609	409	1,018	124	1,142
Topichaksoi	0	0	0	0	0	5	5
Tumaris	66	0	66	27	93	0	93
Uchkyr	179	0	179	0	179	0	179
Uchtepa	0	0	0	0	0	0	0
Umid	31	0	31	35	66	8	74
Urtabulak	48	111	159	49	208	78	286
Urtakum	0	68	68	5	73	4	77
Uvada	0	9	9	1	10	0	10
Uzunshor	18	0	18	17	35	5	40
West Kuii Surgil	6	18	24	20	44	12	56
Yangi Alat	45	31	76	30	106	14	120
Yangi Kyzylrabat	9	0	9	16	25	3	28
Yangi Tegermen	9	9	18	11	29	11	40
Yangikazgan	15	0	15	65	80	24	104
Yormok	6	11	17	7	24	1	25
Zafar	2	16	18	15	33	9	42
Zarabog	0	15	15	13	28	14	42
Zevardy	144	19	163	65	228	43	271
Zhairon	5	0	5	9	14	3	17
Zhanubiy Muborak	6	0	6	7	13	1	14
Total	**5,728**	**4,081**	**9,809**	**6,003**	**15,812**	**3,651**	**19,463**

Notes:

1. Probable and possible reserves have not been risk adjusted to make them comparable to proved reserves.
2. UNG has represented that its reported net interest is 100 percent in the evaluated fields; therefore, gross reserves are equal to net reserves and are expressed herein as net reserves.

TABLE 6
NET SALES GAS RESERVES
as of
DECEMBER 31, 2023
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN

DeGolyer and MacNaughton
F-716
TEXAS REGISTERED ENGINEERING FIRM

English Units

Field	Proved			Probable	Proved plus Probable	Possible	Proved plus Probable plus Possible
	Developed ($10^6 ft^3$)	Undeveloped ($10^6 ft^3$)	Total ($10^6 ft^3$)	($10^6 ft^3$)	($10^6 ft^3$)	($10^6 ft^3$)	($10^6 ft^3$)
Akhirbulak	0	151,365	151,365	151,422	302,787	21,316	324,103
Alan	393,319	0	393,319	0	393,319	55,502	448,821
Andakli	147,522	33,810	181,332	13,742	195,074	14,835	209,909
Aral	0	22,497	22,497	130,805	153,302	100,379	253,681
Aralyk	0	42,081	42,081	31,687	73,768	0	73,768
area Dengizkul-North Dengizkul-Khauzak	702,054	32,701	734,755	83,651	818,406	56,338	874,744
Arslan (Zhanubiy Surgil)	118,245	126,225	244,470	184,112	428,582	63,424	492,006
Auzikent	0	5,141	5,141	285	5,426	0	5,426
Berdak-Shimoliy Berdak	491,117	643,263	1,134,380	663,761	1,798,141	170,327	1,968,468
Berdykuduk	0	0	0	0	0	22,195	22,195
Beskala	0	55,544	55,544	75,593	131,137	144,450	275,587
Buzakhur	11,747	0	11,747	0	11,747	4,383	16,130
Chakar	2,381	5,061	7,442	1,916	9,358	2,571	11,929
Chegarakum	0	25,651	25,651	12,680	38,331	61,280	99,611
Chetkum	35,708	0	35,708	11,325	47,033	6,280	53,313
Chilkuvar	130,949	102,362	233,311	102,233	335,544	20,446	355,990
Chunagar	37,532	108,830	146,362	20,339	166,701	12,902	179,603
Dali	7,453	7,407	14,860	24,777	39,637	24,092	63,729
Dayakhatyn	548,937	0	548,937	90,046	638,983	74,327	713,310
Dultatepa	0	0	0	23,373	23,373	0	23,373
East Buzakhur	0	28,200	28,200	17,069	45,269	22,356	67,625
East Dengizkul	2,603	0	2,603	164	2,767	91	2,858
East Karail	0	4,709	4,709	414	5,123	460	5,583
Erkin	0	10,532	10,532	16,394	26,926	1,177	28,103
Garbi	8,219	208,862	217,081	25,415	242,496	28,027	270,523
Garbiy Akkum	16,253	0	16,253	7,511	23,764	4,755	28,519
Garbiy Khakkul	15,855	62,587	78,442	80,038	158,480	167,400	325,880
Girsan-Divkhona-Shimoliy	37,482	39,598	77,080	85,128	162,208	49,747	211,955
Illanli	6,086	29,940	36,026	66,030	102,056	6,196	108,252
Inam	22,613	190,962	213,575	151,537	365,112	169,032	534,144

TABLE 6 - NET SALES GAS RESERVES - *(Continued)*

DEGOLYER AND MACNAUGHTON F-716 TEXAS REGISTERED ENGINEERING FIRM

English Units

Field	Proved Developed (10^6ft^3)	Proved Undeveloped (10^6ft^3)	Proved Total (10^6ft^3)	Probable (10^6ft^3)	Proved plus Probable (10^6ft^3)	Possible (10^6ft^3)	Proved plus Probable plus Possible (10^6ft^3)
Istiklol-25 (Kalsikum)	7,866	0	7,866	13,907	21,773	15,489	37,262
Istmok	5,966	0	5,966	5,671	11,637	6,481	18,118
Iymon	9,080	0	9,080	10,484	19,564	3,238	22,802
Jebe	0	4,738	4,738	14,679	19,417	2,894	22,311
Kagan	0	0	0	2,617	2,617	874	3,491
Kaltakyr	2,955	0	2,955	1,854	4,809	3,869	8,678
Karakum	29,785	0	29,785	6,311	36,096	5,778	41,874
Khakkul	0	59,122	59,122	17,405	76,527	57,510	134,037
Khodzhihairam	0	8,780	8,780	14,066	22,846	12,605	35,451
Khodzhikazgan-Uchburgan	149,103	0	149,103	26,953	176,056	36,315	212,371
Khosil	0	0	0	0	0	11,999	11,999
Kokdumalak	10,808	0	10,808	20,846	31,654	20,019	51,673
Koshtepa	0	0	0	0	0	18,691	18,691
Kuanysh	0	15,836	15,836	32,688	48,524	30,561	79,085
Kuii Sharkii Berdak	199,730	100,457	300,187	63,130	363,317	106,831	470,148
Kuii Surgil	237,744	32,168	269,912	160,582	430,494	261,772	692,266
Kulbeshkak	418,059	0	418,059	183,449	601,508	66,584	668,092
Kultak	91,866	31,860	123,726	119,704	243,430	78,422	321,852
Kumli	174,174	0	174,174	106,935	281,109	68,694	349,803
Kushimcha	20,216	17,241	37,457	691	38,148	8,806	46,954
Kushkair	0	106,000	106,000	26,589	132,589	29,034	161,623
Kyzyl-Shaly	0	0	0	71,630	71,630	235,846	307,476
Marvarid	0	19,820	19,820	1,239	21,059	1,196	22,255
Mirkomilkuduk	21,761	0	21,761	0	21,761	0	21,761
Moikuduk	4,784	0	4,784	1,842	6,626	524	7,150
Murodtepa-Attamurod	0	48,022	48,022	30,234	78,256	2,244	80,500
Namazbai	0	74,185	74,185	22,345	96,530	14,896	111,426
Niyoz	52,483	88,730	141,213	4,897	146,110	19,586	165,696
Nortepa	6,071	0	6,071	3,014	9,085	737	9,822
North Khankyz	213	0	213	54,875	55,088	24,357	79,445

TABLE 6 - NET SALES GAS RESERVES - *(Continued)*

DEGOLYER AND MACNAUGHTON F-716 TEXAS REGISTERED ENGINEERING FIRM

English Units

Field	Proved Developed (10^6ft^3)	Proved Undeveloped (10^6ft^3)	Proved Total (10^6ft^3)	Probable (10^6ft^3)	Proved plus Probable (10^6ft^3)	Possible (10^6ft^3)	Proved plus Probable plus Possible (10^6ft^3)
North Shady	30,295	0	30,295	2,092	32,387	2,092	34,479
North Suzma-Chakkakum	54,761	53,267	108,028	5,516	113,544	3,659	117,203
Oidin	14,729	114,711	129,440	63,031	192,471	72,608	265,079
Pattali	0	8,688	8,688	2,719	11,407	1,110	12,517
Rakhmatbobo	10,135	0	10,135	5,682	15,817	1,059	16,876
Rozzokbobo	18,727	44,162	62,889	28,283	91,172	18,167	109,339
Saikhun	0	9,967	9,967	164,148	174,115	54,404	228,519
Samantepe	505,803	0	505,803	91,172	596,975	25,928	622,903
Savatli	70,770	12,627	83,397	6,754	90,151	13,507	103,658
Shagyrlyk	27,038	90,640	117,678	222,256	339,934	101,791	441,725
Sharkii Khatar	26,027	0	26,027	0	26,027	0	26,027
Sharkiy Arslan	0	14,870	14,870	18,440	33,310	8,464	41,774
Sharkiy Berdak	173,086	0	173,086	413,703	586,789	212,859	799,648
Shege	0	26,486	26,486	53,004	79,490	21,736	101,226
Shimoliy Darbaza	0	40,101	40,101	1,956	42,057	4,263	46,320
Shimoliy Muborak	0	0	0	85,758	85,758	17,745	103,503
Shimoliy Tegermen	0	0	0	0	0	0	0
Shorkum	11,634	0	11,634	0	11,634	0	11,634
Shortak	38,992	27,552	66,544	15,800	82,344	5,718	88,062
Izhobat-Shumak	10,451	27,446	37,897	2,745	40,642	1,704	42,346
Shurtan	1,556,679	83,725	1,640,404	550,065	2,190,469	17,278	2,207,747
South Alan	0	7,132	7,132	4,091	11,223	4,305	15,528
South Kemachi	89,574	0	89,574	75,171	164,745	44,032	208,777
South Kulbeshkak	15,380	43,401	58,781	4,340	63,121	4,340	67,461
South Pamuk	35,357	48,678	84,035	84,810	168,845	84,810	253,655
South Tandyrcha	208,596	0	208,596	46,045	254,641	50,652	305,293
Tailak	138,560	0	138,560	0	138,560	33,295	171,855
Tarnasai	981	0	981	49,502	50,483	65,306	115,789
Tashkuduk	0	0	0	0	0	0	0
Tegermen-West Tegermen	527,919	130,218	658,137	60,911	719,048	53,373	772,421

TABLE 6 - NET SALES GAS RESERVES - *(Continued)*

English Units

Field	Proved Developed ($10^6 ft^3$)	Proved Undeveloped ($10^6 ft^3$)	Proved Total ($10^6 ft^3$)	Probable ($10^6 ft^3$)	Proved plus Probable ($10^6 ft^3$)	Possible ($10^6 ft^3$)	Proved plus Probable plus Possible ($10^6 ft^3$)
Tillali	11,506	351,420	362,926	243,832	606,758	73,602	680,360
Topichaksoi	0	0	0	0	0	14,099	14,099
Tumaris	143,254	0	143,254	58,534	201,788	0	201,788
Uchkyr	464,870	0	464,870	0	464,870	0	464,870
Uchtepa	0	0	0	0	0	0	0
Umid	21,567	0	21,567	33,421	54,988	17,321	72,309
Urtabulak	216,601	494,117	710,718	217,028	927,746	348,218	1,275,964
Urtakum	0	137,316	137,316	10,232	147,548	9,201	156,749
Uvada	0	11,184	11,184	1,851	13,035	315	13,350
Uzunshor	34,147	0	34,147	31,059	65,206	10,354	75,560
West Kuii Surgil	21,135	62,435	83,570	71,364	154,934	43,885	198,819
Yangi Alat	108,208	73,988	182,196	70,306	252,502	34,271	286,773
Yangi Kyzylrabat	13,940	0	13,940	26,860	40,800	4,243	45,043
Yangi Tegermen	15,639	15,696	31,335	21,137	52,472	18,189	70,661
Yangikazgan	13,287	0	13,287	58,583	71,870	21,208	93,078
Yormok	13,415	21,152	34,567	14,044	48,611	3,292	51,903
Zafar	2,020	18,078	20,098	17,205	37,303	10,469	47,772
Zarabog	0	13,998	13,998	12,381	26,379	13,186	39,565
Zevardy	220,894	29,900	250,794	99,667	350,461	65,215	415,676
Zhairon	6,698	0	6,698	12,697	19,395	2,958	22,353
Zhanubiy Muborak	21,459	0	21,459	24,890	46,349	2,278	48,627
Total	**9,072,873**	**4,557,242**	**13,630,115**	**6,173,169**	**19,803,284**	**4,066,649**	**23,869,933**

Notes:

1. Probable and possible reserves have not been risk adjusted to make them comparable to proved reserves.
2. UNG has represented that its reported net interest is 100 percent in the evaluated fields; therefore, gross reserves are equal to net reserves and are expressed herein as net reserves.

TABLE 7
NET SALES GAS RESERVES
as of
DECEMBER 31, 2023
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN

DeGolyer and MacNaughton
F-716
TEXAS REGISTERED ENGINEERING FIRM

Metric Units

Field	Proved			Probable	Proved plus Probable	Possible	Proved plus Probable plus Possible
	Developed ($10^6 m^3$)	Undeveloped ($10^6 m^3$)	Total ($10^6 m^3$)	($10^6 m^3$)	($10^6 m^3$)	($10^6 m^3$)	($10^6 m^3$)
Akhirbulak	0	4,286	4,286	4,288	8,574	604	9,178
Alan	11,138	0	11,138	0	11,138	1,571	12,709
Andakli	4,177	958	5,135	389	5,524	420	5,944
Aral	0	637	637	3,704	4,341	2,842	7,183
Aralyk	0	1,192	1,192	897	2,089	0	2,089
area Dengizkul-North Dengizkul-Khauzak	19,880	926	20,806	2,369	23,175	1,595	24,770
Arslan (Zhanubiy Surgil)	3,348	3,575	6,923	5,213	12,136	1,796	13,932
Auzikent	0	146	146	8	154	0	154
Berdak-Shimoliy Berdak	13,907	18,215	32,122	18,796	50,918	4,823	55,741
Berdykuduk	0	0	0	0	0	628	628
Beskala	0	1,573	1,573	2,140	3,713	4,091	7,804
Buzakhur	333	0	333	0	333	124	457
Chakar	67	144	211	54	265	73	338
Chegarakum	0	726	726	359	1,085	1,736	2,821
Chetkum	1,011	0	1,011	321	1,332	178	1,510
Chilkuvar	3,708	2,899	6,607	2,895	9,502	579	10,081
Chunagar	1,063	3,082	4,145	575	4,720	366	5,086
Dali	211	210	421	701	1,122	683	1,805
Dayakhatyn	15,544	0	15,544	2,550	18,094	2,105	20,199
Dultatepa	0	0	0	662	662	0	662
East Buzakhur	0	799	799	483	1,282	633	1,915
East Dengizkul	74	0	74	4	78	3	81
East Karail	0	133	133	12	145	13	158
Erkin	0	298	298	464	762	34	796
Garbi	233	5,914	6,147	720	6,867	793	7,660
Garbiy Akkum	460	0	460	213	673	135	808
Garbiy Khakkul	449	1,772	2,221	2,267	4,488	4,740	9,228
Girsan-Divkhona-Shimoliy	1,061	1,122	2,183	2,410	4,593	1,409	6,002
Illanli	173	847	1,020	1,870	2,890	175	3,065
Inam	640	5,408	6,048	4,291	10,339	4,786	15,125

TABLE 7 - NET SALES GAS RESERVES - *(Continued)*

DEGOLYER AND MACNAUGHTON F-716 TEXAS REGISTERED ENGINEERING FIRM

Metric Units

Field	Proved Developed (10^6m^3)	Proved Undeveloped (10^6m^3)	Proved Total (10^6m^3)	Probable (10^6m^3)	Proved plus Probable (10^6m^3)	Possible (10^6m^3)	Proved plus Probable plus Possible (10^6m^3)
Istiklol-25 (Kalsikum)	223	0	223	394	617	438	1,055
Istmok	169	0	169	161	330	183	513
Iymon	257	0	257	297	554	92	646
Jebe	0	134	134	416	550	82	632
Kagan	0	0	0	74	74	25	99
Kaltakyr	84	0	84	52	136	110	246
Karakum	843	0	843	179	1,022	164	1,186
Khakkul	0	1,674	1,674	493	2,167	1,628	3,795
Khodzhihairam	0	249	249	398	647	357	1,004
Khodzhikazgan-Uchburgan	4,222	0	4,222	763	4,985	1,029	6,014
Khosil	0	0	0	0	0	340	340
Kokdumalak	306	0	306	591	897	567	1,464
Koshtepa	0	0	0	0	0	529	529
Kuanysh	0	448	448	926	1,374	865	2,239
Kuii Sharkii Berdak	5,656	2,844	8,500	1,788	10,288	3,025	13,313
Kuii Surgil	6,732	911	7,643	4,547	12,190	7,413	19,603
Kulbeshkak	11,838	0	11,838	5,195	17,033	1,885	18,918
Kultak	2,601	903	3,504	3,389	6,893	2,221	9,114
Kumli	4,932	0	4,932	3,028	7,960	1,945	9,905
Kushimcha	572	489	1,061	19	1,080	250	1,330
Kushkair	0	3,002	3,002	753	3,755	822	4,577
Kyzyl-Shaly	0	0	0	2,028	2,028	6,679	8,707
Marvarid	0	561	561	35	596	34	630
Mirkomilkuduk	616	0	616	0	616	0	616
Moikuduk	135	0	135	53	188	14	202
Murodtepa-Attamurod	0	1,360	1,360	856	2,216	64	2,280
Namazbai	0	2,101	2,101	632	2,733	422	3,155
Niyoz	1,486	2,513	3,999	138	4,137	555	4,692
Nortepa	172	0	172	85	257	21	278
North Khankyz	6	0	6	1,554	1,560	690	2,250

TABLE 7 - NET SALES GAS RESERVES - *(Continued)*

DEGOLYER AND MACNAUGHTON F-716 TEXAS REGISTERED ENGINEERING FIRM

Metric Units

Field	Proved Developed (10^6m^3)	Proved Undeveloped (10^6m^3)	Proved Total (10^6m^3)	Probable (10^6m^3)	Proved plus Probable (10^6m^3)	Possible (10^6m^3)	Proved plus Probable plus Possible (10^6m^3)
North Shady	858	0	858	59	917	59	976
North Suzma-Chakkakum	1,551	1,508	3,059	156	3,215	104	3,319
Oidin	417	3,248	3,665	1,785	5,450	2,056	7,506
Pattali	0	246	246	77	323	31	354
Rakhmatbobo	287	0	287	161	448	30	478
Rozzokbobo	530	1,251	1,781	801	2,582	514	3,096
Saikhun	0	282	282	4,648	4,930	1,541	6,471
Samantepe	14,323	0	14,323	2,581	16,904	735	17,639
Savatli	2,004	358	2,362	191	2,553	382	2,935
Shagyrlyk	766	2,566	3,332	6,294	9,626	2,882	12,508
Sharkii Khatar	737	0	737	0	737	0	737
Sharkiy Arslan	0	421	421	522	943	240	1,183
Sharkiy Berdak	4,901	0	4,901	11,715	16,616	6,028	22,644
Shege	0	750	750	1,501	2,251	615	2,866
Shimoliy Darbaza	0	1,136	1,136	55	1,191	121	1,312
Shimoliy Muborak	0	0	0	2,428	2,428	503	2,931
Shimoliy Tegermen	0	0	0	0	0	0	0
Shorkum	329	0	329	0	329	0	329
Shortak	1,104	780	1,884	448	2,332	162	2,494
Izhobat-Shumak	296	777	1,073	78	1,151	48	1,199
Shurtan	44,080	2,371	46,451	15,576	62,027	489	62,516
South Alan	0	202	202	116	318	122	440
South Kemachi	2,536	0	2,536	2,129	4,665	1,247	5,912
South Kulbeshkak	436	1,228	1,664	123	1,787	123	1,910
South Pamuk	1,001	1,379	2,380	2,401	4,781	2,402	7,183
South Tandyrcha	5,907	0	5,907	1,304	7,211	1,434	8,645
Tailak	3,924	0	3,924	0	3,924	942	4,866
Tarnasai	28	0	28	1,402	1,430	1,849	3,279
Tashkuduk	0	0	0	0	0	0	0
Tegermen-West Tegermen	14,949	3,687	18,636	1,725	20,361	1,512	21,873

TABLE 7 - NET SALES GAS RESERVES - *(Continued)*

Metric Units

Field	Proved Developed (10^6m^3)	Proved Undeveloped (10^6m^3)	Proved Total (10^6m^3)	Probable (10^6m^3)	Proved plus Probable (10^6m^3)	Possible (10^6m^3)	Proved plus Probable plus Possible (10^6m^3)
Tillali	326	9,951	10,277	6,904	17,181	2,085	19,266
Topichaksoi	0	0	0	0	0	399	399
Tumaris	4,057	0	4,057	1,657	5,714	0	5,714
Uchkyr	13,164	0	13,164	0	13,164	0	13,164
Uchtepa	0	0	0	0	0	0	0
Umid	611	0	611	946	1,557	491	2,048
Urtabulak	6,133	13,992	20,125	6,146	26,271	9,860	36,131
Urtakum	0	3,888	3,888	290	4,178	261	4,439
Uvada	0	317	317	52	369	9	378
Uzunshor	967	0	967	879	1,846	294	2,140
West Kuii Surgil	598	1,768	2,366	2,021	4,387	1,243	5,630
Yangi Alat	3,064	2,095	5,159	1,991	7,150	971	8,121
Yangi Kyzylrabat	395	0	395	760	1,155	120	1,275
Yangi Tegermen	443	444	887	599	1,486	515	2,001
Yangikazgan	376	0	376	1,659	2,035	601	2,636
Yormok	380	599	979	398	1,377	93	1,470
Zafar	57	512	569	487	1,056	297	1,353
Zarabog	0	396	396	351	747	373	1,120
Zevardy	6,255	847	7,102	2,822	9,924	1,847	11,771
Zhairon	190	0	190	359	549	84	633
Zhanubiy Muborak	608	0	608	704	1,312	65	1,377
Total	**256,915**	**129,050**	**385,965**	**174,800**	**560,765**	**115,163**	**675,928**

Notes:

1. Probable and possible reserves have not been risk adjusted to make them comparable to proved reserves.
2. UNG has represented that its reported net interest is 100 percent in the evaluated fields; therefore, gross reserves are equal to net reserves and are expressed herein as net reserves.

TABLE 8
SUMMARY of NET PROVED DEVELOPED RESERVES and REVENUE by FIELD
as of
DECEMBER 31, 2023
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN

DeGolyer and MacNaughton
F-716
TEXAS REGISTERED ENGINEERING FIRM

	Net Reserves								UNG	
Field	Oil and Condensate (10^3mt)	Sales Gas (10^6m^3)	Future Gross Revenue (10^3U.S.$)	Operating Expenses (10^3U.S.$)	Capital and Abandonment Costs (10^3U.S.$)	Production and Other Taxes (10^3U.S.$)	Profit Taxes (10^3U.S.$)	Future Net Revenue (10^3U.S.$)	Future Net Revenue (10^3U.S.$)	Present Worth at 10 Percent (10^3U.S.$)
Akhirbulak	0	0	0	0	0	0	0	0	0	0
Alan	309	11,138	850,500	140,092	0	136,351	77,457	496,600	496,600	284,602
Andakli	125	4,177	329,169	134,723	1,500	57,582	14,944	120,420	120,420	21,311
Aral	0	0	0	0	0	0	0	0	0	0
Aralyk	0	0	0	0	0	0	0	0	0	0
area Dengizkul-North Dengizkul-Khauzak	167	19,880	1,294,381	122,585	0	202,515	137,703	831,578	831,578	366,270
Arslan (Zhanubiy Surgil)	101	3,348	263,420	85,207	1,900	48,497	11,551	116,265	116,265	46,822
Auzikent	0	0	0	0	0	0	0	0	0	0
Berdak-Shimoliy Berdak	560	13,907	1,174,765	371,053	9,600	193,973	77,926	522,213	522,213	266,917
Berdykuduk	0	0	0	0	0	0	0	0	0	0
Beskala	0	0	0	0	0	0	0	0	0	0
Buzakhur	15	333	28,624	6,747	600	4,332	2,561	14,384	14,384	11,258
Chakar	2	67	4,911	2,148	824	845	230	864	864	778
Chegarakum	0	0	0	0	0	0	0	0	0	0
Chetkum	33	1,011	80,601	18,596	800	12,290	7,405	41,510	41,510	21,098
Chilkuvar	185	3,708	336,444	52,852	0	56,011	27,690	199,891	199,891	57,340
Chunagar	36	1,063	86,309	24,427	200	13,316	7,262	41,104	41,104	6,691
Dali	6	211	16,275	10,183	300	3,535	0	2,257	2,257	1,100
Dayakhatyn	339	15,544	1,135,643	140,302	8,200	182,006	112,360	692,775	692,775	417,079
Dultatepa	0	0	0	0	0	0	0	0	0	0
East Buzakhur	0	0	0	0	0	0	0	0	0	0
East Dengizkul	1	74	4,900	1,266	100	764	419	2,351	2,351	1,738
East Karail	0	0	0	0	0	0	0	0	0	0
Erkin	0	0	0	0	0	0	0	0	0	0
Garbi	4	233	16,510	11,601	300	3,723	0	886	886	327
Garbiy Akkum	9	460	32,852	6,055	0	5,228	3,000	18,569	18,569	10,876
Garbiy Khakkul	9	449	32,956	8,289	100	5,616	2,355	16,596	16,596	8,033
Girsan-Divkhona-Shimoliy	16	1,061	73,658	19,582	600	11,492	6,320	35,664	35,664	10,211
Illanli	10	173	15,784	2,917	0	2,575	1,401	8,891	8,891	6,447
Inam	28	640	54,799	20,191	1,300	12,168	1,309	19,831	19,831	14,153

TABLE 8 - SUMMARY of NET PROVED DEVELOPED RESERVES and REVENUE by FIELD - *(Continued)*

DeGolyer and MacNaughton
F-716
TEXAS REGISTERED ENGINEERING FIRM

Field	Net Reserves: Oil and Condensate (10^3mt)	Net Reserves: Sales Gas (10^6m^3)	Future Gross Revenue (10^3U.S.$)	Operating Expenses (10^3U.S.$)	Capital and Abandonment Costs (10^3U.S.$)	Production and Other Taxes (10^3U.S.$)	Profit Taxes (10^3U.S.$)	Future Net Revenue (10^3U.S.$)	UNG: Future Net Revenue (10^3U.S.$)	UNG: Present Worth at 10 Percent (10^3U.S.$)
Istiklol-25 (Kalsikum)	7	223	17,336	7,521	300	2,853	945	5,717	5,717	3,440
Istmok	8	169	14,973	4,827	400	3,229	516	6,001	6,001	4,582
Iymon	6	257	19,844	7,698	0	3,470	966	7,710	7,710	2,207
Jebe	0	0	0	0	0	0	0	0	0	0
Kagan	0	0	0	0	0	0	0	0	0	0
Kaltakyr	0	84	4,849	2,187	300	812	236	1,314	1,314	1,014
Karakum	8	843	56,175	4,854	0	8,660	6,172	36,489	36,489	13,854
Khakkul	0	0	0	0	0	0	0	0	0	0
Khodzhihairam	0	0	0	0	0	0	0	0	0	0
Khodzhikazgan-Uchburgan	101	4,222	311,673	60,287	5,500	50,507	27,514	167,865	167,865	118,754
Khosil	0	0	0	0	0	0	0	0	0	0
Kokdumalak	127	306	78,108	49,954	0	12,270	2,203	13,681	13,681	12,236
Koshtepa	0	0	0	0	0	0	0	0	0	0
Kuanysh	0	0	0	0	0	0	0	0	0	0
Kuii Sharkii Berdak	113	5,656	403,105	57,178	1,100	62,882	40,154	241,791	241,791	138,238
Kuii Surgil	142	6,732	478,438	51,200	2,900	84,175	42,680	297,483	297,483	213,209
Kulbeshkak	219	11,838	846,611	88,656	4,900	131,808	89,606	531,641	531,641	312,711
Kultak	59	2,601	187,588	16,387	0	28,115	21,294	121,792	121,792	91,457
Kumli	183	4,932	410,739	208,527	1,900	70,105	16,040	114,167	114,167	24,009
Kushimcha	11	572	41,010	4,464	500	6,808	3,998	25,240	25,240	19,113
Kushkair	0	0	0	0	0	0	0	0	0	0
Kyzyl-Shaly	0	0	0	0	0	0	0	0	0	0
Marvarid	0	0	0	0	0	0	0	0	0	0
Mirkomilkuduk	13	616	45,571	16,497	400	8,491	1,907	18,276	18,276	10,078
Moikuduk	4	135	10,211	2,060	0	1,747	807	5,597	5,597	3,825
Murodtepa-Attamurod	0	0	0	0	0	0	0	0	0	0
Namazbai	0	0	0	0	0	0	0	0	0	0
Niyoz	61	1,486	124,472	7,453	0	19,246	13,875	83,898	83,898	56,042
Nortepa	5	172	13,359	6,074	0	2,650	308	4,327	4,327	2,549
North Khankyz	0	6	446	349	100	78	0	(81)	(81)	(63)

TABLE 8 - SUMMARY of NET PROVED DEVELOPED RESERVES and REVENUE by FIELD - *(Continued)*

DeGolyer and MacNaughton
F-716
TEXAS REGISTERED ENGINEERING FIRM

Field	Net Reserves: Oil and Condensate (10^3mt)	Net Reserves: Sales Gas (10^6m^3)	Future Gross Revenue (10^3U.S.$)	Operating Expenses (10^3U.S.$)	Capital and Abandonment Costs (10^3U.S.$)	Production and Other Taxes (10^3U.S.$)	Profit Taxes (10^3U.S.$)	Future Net Revenue (10^3U.S.$)	UNG: Future Net Revenue (10^3U.S.$)	UNG: Present Worth at 10 Percent (10^3U.S.$)
North Shady	11	858	57,579	6,121	0	8,671	6,418	36,369	36,369	18,596
North Suzma-Chakkakum	24	1,551	108,183	46,221	800	17,838	6,172	37,152	37,152	9,278
Oidin	0	417	25,236	15,031	200	4,903	150	4,952	4,952	1,241
Pattali	0	0	0	0	0	0	0	0	0	0
Rakhmatbobo	9	287	23,011	8,208	0	4,087	1,108	9,608	9,608	4,507
Rozzokbobo	18	530	43,238	17,907	300	6,872	2,752	15,407	15,407	5,448
Saikhun	0	0	0	0	0	0	0	0	0	0
Samantepe	156	14,323	946,322	113,158	0	147,024	99,419	586,721	586,721	328,312
Savatli	88	2,004	174,095	40,088	700	27,138	15,132	91,037	91,037	34,589
Shagyrlyk	54	766	79,275	21,203	400	12,088	6,716	38,868	38,868	16,813
Sharkii Khatar	16	737	54,330	15,936	300	8,479	4,454	25,161	25,161	6,756
Sharkiy Arslan	0	0	0	0	0	0	0	0	0	0
Sharkiy Berdak	247	4,901	443,192	182,330	7,000	69,731	28,112	156,019	156,019	94,418
Shege	0	0	0	0	0	0	0	0	0	0
Shimoliy Darbaza	0	0	0	0	0	0	0	0	0	0
Shimoliy Muborak	0	0	0	0	0	0	0	0	0	0
Shimoliy Tegermen	0	0	0	0	0	0	0	0	0	0
Shorkum	6	329	23,667	4,681	300	4,326	1,640	12,720	12,720	7,529
Shortak	19	1,104	78,602	25,761	300	12,695	5,687	34,159	34,159	6,737
Izhobat-Shumak	5	296	21,117	7,320	0	4,123	682	8,992	8,992	4,763
Shurtan	943	44,080	3,176,836	596,308	21,800	498,981	293,418	1,766,329	1,766,329	1,084,237
South Alan	0	0	0	0	0	0	0	0	0	0
South Kemachi	62	2,536	177,537	37,009	0	28,424	16,046	96,058	96,058	82,164
South Kulbeshkak	14	436	35,113	11,984	100	5,496	2,634	14,899	14,899	2,519
South Pamuk	28	1,001	67,832	8,195	0	10,068	7,435	42,134	42,134	38,466
South Tandyrcha	114	5,907	417,746	65,023	4,300	63,842	42,394	242,187	242,187	160,694
Tailak	77	3,924	279,502	31,088	3,000	43,434	29,417	172,563	172,563	121,623
Tarnasai	0	28	1,733	1,182	200	356	0	(5)	(5)	20
Tashkuduk	0	0	0	0	0	0	0	0	0	0
Tegermen-West Tegermen	207	14,949	1,021,478	194,491	4,000	156,713	100,170	566,104	566,104	248,729

TABLE 8 - SUMMARY of NET PROVED DEVELOPED RESERVES and REVENUE by FIELD - *(Continued)*

DeGolyer and MacNaughton
F-716
TEXAS REGISTERED ENGINEERING FIRM

Field	Net Reserves: Oil and Condensate (10^3mt)	Net Reserves: Sales Gas (10^6m^3)	Future Gross Revenue (10^3U.S.$)	Operating Expenses (10^3U.S.$)	Capital and Abandonment Costs (10^3U.S.$)	Production and Other Taxes (10^3U.S.$)	Profit Taxes (10^3U.S.$)	Future Net Revenue (10^3U.S.$)	UNG: Future Net Revenue (10^3U.S.$)	UNG: Present Worth at 10 Percent (10^3U.S.$)
Tillali	19	326	30,867	4,300	300	4,540	3,263	18,464	18,464	13,397
Topichaksoi	0	0	0	0	0	0	0	0	0	0
Tumaris	66	4,057	284,807	38,329	800	46,602	26,125	172,951	172,951	60,467
Uchkyr	179	13,164	905,562	274,247	2,800	143,505	71,951	413,059	413,059	102,748
Uchtepa	0	0	0	0	0	0	0	0	0	0
Umid	31	611	49,305	9,716	0	7,660	4,574	27,355	27,355	23,351
Urtabulak	48	6,133	388,536	42,190	0	61,852	40,705	243,789	243,789	172,109
Urtakum	0	0	0	0	0	0	0	0	0	0
Uvada	0	0	0	0	0	0	0	0	0	0
Uzunshor	18	967	69,116	17,037	500	10,696	6,151	34,732	34,732	14,602
West Kuii Surgil	6	598	38,150	7,828	1,200	5,894	3,529	19,699	19,699	15,257
Yangi Alat	45	3,064	207,645	40,481	1,400	31,851	20,162	113,751	113,751	74,576
Yangi Kyzylrabat	9	395	28,733	11,452	500	5,621	937	10,223	10,223	6,299
Yangi Tegermen	9	443	32,690	6,131	0	5,598	2,491	18,470	18,470	4,440
Yangikazgan	15	376	30,752	10,857	1,500	5,351	1,723	11,321	11,321	9,020
Yormok	6	380	26,840	10,222	300	4,321	1,776	10,221	10,221	3,762
Zafar	2	57	4,475	1,353	100	695	353	1,974	1,974	1,248
Zarabog	0	0	0	0	0	0	0	0	0	0
Zevardy	144	6,255	431,386	58,652	0	66,760	44,696	261,278	261,278	225,826
Zhairon	5	190	14,330	7,684	0	3,198	0	3,448	3,448	1,803
Zhanubiy Muborak	6	608	40,195	17,376	0	7,830	893	14,096	14,096	5,510
Total	**5,728**	**256,915**	**18,736,022**	**3,782,089**	**97,724**	**2,997,988**	**1,660,399**	**10,197,822**	**10,197,822**	**5,592,160**

Notes:
1. UNG has represented that its reported net interest is 100 percent in the evaluated fields; therefore, gross reserves are equal to net reserves and are expressed herein as net reserves.
2. Refer to Table EC1 for prices and sales allocations.

TABLE 9
SUMMARY of NET TOTAL PROVED RESERVES and REVENUE by FIELD
as of
DECEMBER 31, 2023
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN

DeGolyer and MacNaughton
F-716
TEXAS REGISTERED ENGINEERING FIRM

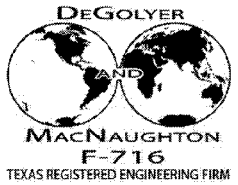
Field	Net Reserves		Future Gross Revenue	Operating Expenses	Capital and Abandonment Costs	Production and Other Taxes	Profit Taxes	Future Net Revenue	UNG	
	Oil and Condensate (10^3mt)	Sales Gas (10^6m^3)	(10^3U.S.$)	(10^3U.S.$)	(10^3U.S.$)	(10^3U.S.$)	(10^3U.S.$)	(10^3U.S.$)	Future Net Revenue (10^3U.S.$)	Present Worth at 10 Percent (10^3U.S.$)
Akhirbulak	255	4,286	416,554	90,111	66,086	62,335	39,489	158,533	158,533	45,848
Alan	309	11,138	850,500	140,092	0	136,351	77,457	496,600	496,600	284,602
Andakli	153	5,135	404,844	61,899	24,595	65,872	36,466	216,012	216,012	112,976
Aral	16	637	48,545	13,195	16,035	7,522	4,139	7,654	7,654	2,062
Aralyk	24	1,192	87,124	7,642	6,414	13,540	9,444	50,084	50,084	23,836
area Dengizkul-North Dengizkul-Khauzak	175	20,806	1,355,450	127,707	6,405	211,703	144,703	864,932	864,932	402,911
Arslan (Zhanubiy Surgil)	209	6,923	546,861	143,871	57,074	91,588	38,633	215,695	215,695	79,722
Auzikent	0	146	8,856	3,332	1,922	1,438	609	1,555	1,555	645
Berdak-Shimoliy Berdak	1,294	32,122	2,732,105	796,326	114,797	432,817	211,617	1,176,548	1,176,548	406,240
Berdykuduk	0	0	0	0	0	0	0	0	0	0
Beskala	96	1,573	154,168	36,956	48,120	23,196	13,996	31,900	31,900	6,816
Buzakhur	15	333	28,624	6,747	600	4,332	2,561	14,384	14,384	11,258
Chakar	5	211	15,865	6,458	3,503	2,605	943	2,356	2,356	1,424
Chegarakum	21	726	56,830	6,897	11,547	8,484	6,184	23,718	23,718	12,908
Chetkum	33	1,011	80,601	18,596	800	12,290	7,405	41,510	41,510	21,098
Chilkuvar	329	6,607	600,856	33,496	0	92,937	65,683	408,740	408,740	188,373
Chunagar	140	4,145	337,314	43,720	29,709	50,183	36,424	177,278	177,278	70,297
Dali	12	421	32,593	20,026	2,222	6,253	91	4,001	4,001	1,055
Dayakhatyn	339	15,544	1,135,643	140,302	8,200	182,006	112,360	692,775	692,775	417,079
Dultatepa	0	0	0	0	0	0	0	0	0	0
East Buzakhur	37	799	71,363	25,707	7,686	11,123	5,162	21,685	21,685	6,368
East Dengizkul	1	74	4,900	1,266	100	764	419	2,351	2,351	1,738
East Karail	10	133	14,282	1,730	7,700	2,073	1,555	1,224	1,224	(146)
Erkin	10	298	23,988	3,833	1,041	3,791	2,291	13,032	13,032	9,382
Garbi	107	6,147	439,250	70,914	13,751	67,620	44,102	242,863	242,863	76,805
Garbiy Akkum	9	460	32,852	6,055	0	5,228	3,000	18,569	18,569	10,876
Garbiy Khakkul	46	2,221	163,182	31,705	13,569	25,429	15,319	77,160	77,160	29,691
Girsan-Divkhona-Shimoliy	32	2,183	151,953	32,850	6,364	23,437	14,270	75,032	75,032	34,852
Illanli	44	1,020	87,927	6,426	12,833	13,082	10,071	45,515	45,515	25,864
Inam	265	6,048	528,586	113,342	55,194	83,822	45,207	231,021	231,021	92,411

TABLE 9 - SUMMARY of NET TOTAL PROVED RESERVES and REVENUE by FIELD - *(Continued)*

DeGolyer and MacNaughton F-716 TEXAS REGISTERED ENGINEERING FIRM

Field	Net Reserves: Oil and Condensate (10^3mt)	Net Reserves: Sales Gas (10^6m^3)	Future Gross Revenue (10^3U.S.$)	Operating Expenses (10^3U.S.$)	Capital and Abandonment Costs (10^3U.S.$)	Production and Other Taxes (10^3U.S.$)	Profit Taxes (10^3U.S.$)	Future Net Revenue (10^3U.S.$)	UNG: Future Net Revenue (10^3U.S.$)	UNG: Present Worth at 10 Percent (10^3U.S.$)
Istiklol-25 (Kalsikum)	7	223	17,336	7,521	300	2,853	945	5,717	5,717	3,440
Istmok	8	169	14,973	4,827	400	3,229	516	6,001	6,001	4,582
Iymon	6	257	19,844	7,698	0	3,470	966	7,710	7,710	2,207
Jebe	4	134	10,676	3,521	641	2,539	10	3,965	3,965	1,393
Kagan	0	0	0	0	0	0	0	0	0	0
Kaltakyr	0	84	4,849	2,187	300	812	236	1,314	1,314	1,014
Karakum	8	843	56,175	4,854	0	8,660	6,172	36,489	36,489	13,854
Khakkul	55	1,674	135,366	11,731	1,922	21,484	13,703	86,526	86,526	35,119
Khodzhihairam	4	249	17,372	5,428	5,123	2,761	1,353	2,707	2,707	1,493
Khodzhikazgan-Uchburgan	101	4,222	311,673	60,287	5,500	50,507	27,514	167,865	167,865	118,754
Khosil	0	0	0	0	0	0	0	0	0	0
Kokdumalak	127	306	78,108	49,954	0	12,270	2,203	13,681	13,681	12,236
Koshtepa	0	0	0	0	0	0	0	0	0	0
Kuanysh	89	448	81,919	9,929	2,562	11,534	9,063	48,831	48,831	23,579
Kuii Sharkii Berdak	171	8,500	611,092	81,062	17,140	94,066	63,041	355,783	355,783	202,998
Kuii Surgil	161	7,643	545,600	56,540	4,822	94,150	50,216	339,872	339,872	240,217
Kulbeshkak	219	11,838	846,611	88,656	4,900	131,808	89,606	531,641	531,641	312,711
Kultak	80	3,504	254,994	22,367	1,922	38,169	28,967	163,569	163,569	115,700
Kumli	183	4,932	410,739	208,527	1,900	70,105	16,040	114,167	114,167	24,009
Kushimcha	21	1,061	76,559	9,670	6,914	12,347	7,569	40,059	40,059	26,945
Kushkair	106	3,002	247,336	60,916	32,721	37,818	22,218	93,663	93,663	18,776
Kyzyl-Shaly	0	0	0	0	0	0	0	0	0	0
Marvarid	43	561	60,106	5,508	641	8,659	6,889	38,409	38,409	12,143
Mirkomilkuduk	13	616	45,571	16,497	400	8,491	1,907	18,276	18,276	10,078
Moikuduk	4	135	10,211	2,060	0	1,747	807	5,597	5,597	3,825
Murodtepa-Attamurod	33	1,360	102,655	17,789	12,829	15,614	10,300	46,123	46,123	18,220
Namazbai	47	2,101	156,570	44,859	3,403	24,397	13,049	70,862	70,862	13,178
Niyoz	163	3,999	339,960	26,746	33,365	50,914	38,402	190,533	190,533	109,573
Nortepa	5	172	13,359	6,074	0	2,650	308	4,327	4,327	2,549
North Khankyz	0	6	446	349	100	78	0	(81)	(81)	(63)

TABLE 9 - SUMMARY of NET TOTAL PROVED RESERVES and REVENUE by FIELD - *(Continued)*



Field	Net Reserves: Oil and Condensate (10^3mt)	Net Reserves: Sales Gas (10^6m^3)	Future Gross Revenue (10^3U.S.$)	Operating Expenses (10^3U.S.$)	Capital and Abandonment Costs (10^3U.S.$)	Production and Other Taxes (10^3U.S.$)	Profit Taxes (10^3U.S.$)	Future Net Revenue (10^3U.S.$)	UNG: Future Net Revenue (10^3U.S.$)	UNG: Present Worth at 10 Percent (10^3U.S.$)
North Shady	11	858	57,579	6,121	0	8,671	6,418	36,369	36,369	18,596
North Suzma-Chakkakum	47	3,059	213,982	57,414	7,205	33,730	17,976	97,657	97,657	42,730
Oidin	0	3,665	222,827	34,654	29,709	34,998	22,377	101,089	101,089	37,528
Pattali	1	246	15,786	4,408	641	2,715	1,065	6,957	6,957	2,390
Rakhmatbobo	9	287	23,011	8,208	0	4,087	1,108	9,608	9,608	4,507
Rozzokbobo	62	1,781	145,819	61,970	18,907	23,236	9,042	32,664	32,664	2,464
Saikhun	17	282	27,421	7,153	2,562	4,149	2,412	11,145	11,145	6,021
Samantepe	156	14,323	946,322	113,158	0	147,024	99,419	586,721	586,721	328,312
Savatli	104	2,362	205,401	22,613	11,607	30,929	22,102	118,150	118,150	67,494
Shagyrlyk	237	3,332	347,022	82,811	26,706	52,093	31,586	153,826	153,826	46,843
Sharkii Khatar	16	737	54,330	15,936	300	8,479	4,454	25,161	25,161	6,756
Sharkiy Arslan	8	421	30,945	7,400	3,207	4,775	2,808	12,755	12,755	3,911
Sharkiy Berdak	247	4,901	443,192	182,330	7,000	69,731	28,112	156,019	156,019	94,418
Shege	38	750	68,815	18,920	7,054	10,496	5,894	26,451	26,451	9,424
Shimoliy Darbaza	15	1,136	77,974	21,637	30,149	12,350	6,437	7,401	7,401	652
Shimoliy Muborak	0	0	0	0	0	0	0	0	0	0
Shimoliy Tegermen	0	0	0	0	0	0	0	0	0	0
Shorkum	6	329	23,667	4,681	300	4,326	1,640	12,720	12,720	7,529
Shortak	33	1,884	134,367	16,187	13,133	20,484	14,367	70,196	70,196	32,623
Izhobat-Shumak	19	1,073	77,205	18,927	3,203	12,716	6,045	36,314	36,314	18,124
Shurtan	994	46,451	3,347,700	674,057	44,857	526,627	303,217	1,798,942	1,798,942	1,114,073
South Alan	8	202	17,105	3,874	641	2,595	1,594	8,401	8,401	5,376
South Kemachi	62	2,536	177,537	37,009	0	28,424	16,046	96,058	96,058	82,164
South Kulbeshkak	55	1,664	134,484	15,546	13,573	19,959	14,806	70,600	70,600	31,153
South Pamuk	66	2,380	174,856	18,451	314	25,939	19,569	110,583	110,583	91,534
South Tandyrcha	114	5,907	417,746	65,023	4,300	63,842	42,394	242,187	242,187	160,694
Tailak	77	3,924	279,502	31,088	3,000	43,434	29,417	172,563	172,563	121,623
Tarnasai	0	28	1,733	1,182	200	356	0	(5)	(5)	20
Tashkuduk	0	0	0	0	0	0	0	0	0	0
Tegermen-West Tegermen	258	18,636	1,276,484	240,540	36,721	195,757	125,561	677,905	677,905	297,005

TABLE 9 - SUMMARY of NET TOTAL PROVED RESERVES and REVENUE by FIELD - *(Continued)*

DeGolyer and MacNaughton
F-716
TEXAS REGISTERED ENGINEERING FIRM

Field	Net Reserves: Oil and Condensate (10^3mt)	Net Reserves: Sales Gas (10^6m^3)	Future Gross Revenue (10^3U.S.$)	Operating Expenses (10^3U.S.$)	Capital and Abandonment Costs (10^3U.S.$)	Production and Other Taxes (10^3U.S.$)	Profit Taxes (10^3U.S.$)	Future Net Revenue (10^3U.S.$)	UNG: Future Net Revenue (10^3U.S.$)	UNG: Present Worth at 10 Percent (10^3U.S.$)
Tillali	609	10,277	997,342	129,541	82,430	146,229	108,008	531,134	531,134	178,192
Topichaksoi	0	0	0	0	0	0	0	0	0	0
Tumaris	66	4,057	284,807	38,329	800	46,602	26,125	172,951	172,951	60,467
Uchkyr	179	13,164	905,562	274,247	2,800	143,505	71,951	413,059	413,059	102,748
Uchtepa	0	0	0	0	0	0	0	0	0	0
Umid	31	611	49,305	9,716	0	7,660	4,574	27,355	27,355	23,351
Urtabulak	159	20,125	1,307,045	129,359	30,790	201,962	142,352	802,582	802,582	408,406
Urtakum	68	3,888	277,911	46,917	46,938	42,790	27,591	113,675	113,675	35,281
Uvada	9	317	24,528	10,661	2,562	3,936	1,485	5,884	5,884	2,161
Uzunshor	18	967	69,116	17,037	500	10,696	6,151	34,732	34,732	14,602
West Kuii Surgil	24	2,366	156,131	29,460	12,107	24,041	15,247	75,276	75,276	42,632
Yangi Alat	76	5,159	353,934	66,853	14,233	54,229	34,785	183,834	183,834	106,472
Yangi Kyzylrabat	9	395	28,733	11,452	500	5,621	937	10,223	10,223	6,299
Yangi Tegermen	18	887	65,676	12,265	5,133	10,619	5,754	31,905	31,905	7,611
Yangikazgan	15	376	30,752	10,857	1,500	5,351	1,723	11,321	11,321	9,020
Yormok	17	979	69,533	9,830	10,566	10,538	7,299	31,300	31,300	16,934
Zafar	18	569	45,296	7,328	1,381	6,804	4,660	25,123	25,123	10,795
Zarabog	15	396	33,209	7,098	8,341	5,028	3,144	9,598	9,598	3,632
Zevardy	163	7,102	493,691	63,626	7,686	75,991	51,894	294,494	294,494	250,011
Zhairon	5	190	14,330	7,684	0	3,198	0	3,448	3,448	1,803
Zhanubiy Muborak	6	608	40,195	17,376	0	7,830	893	14,096	14,096	5,510
Total	**9,809**	**385,965**	**29,071,624**	**5,477,692**	**1,147,628**	**4,557,505**	**2,712,039**	**15,176,760**	**15,176,760**	**7,625,412**

Notes:
1. UNG has represented that its reported net interest is 100 percent in the evaluated fields; therefore, gross reserves are equal to net reserves and are expressed herein as net reserves.
2. Refer to Table EC1 for prices and sales allocations.

TABLE 10
SUMMARY of NET TOTAL PROVED-plus-PROBABLE RESERVES and REVENUE by FIELD
as of
DECEMBER 31, 2023
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN

DeGolyer and MacNaughton
F-716
TEXAS REGISTERED ENGINEERING FIRM

Field	Net Reserves		Future Gross Revenue	Operating Expenses	Capital and Abandonment Costs	Production and Other Taxes	Profit Taxes	Future Net Revenue	UNG	
	Oil and Condensate (10^3mt)	Sales Gas (10^6m^3)	(10^3U.S.$)	(10^3U.S.$)	(10^3U.S.$)	(10^3U.S.$)	(10^3U.S.$)	(10^3U.S.$)	Future Net Revenue (10^3U.S.$)	Present Worth at 10 Percent (10^3U.S.$)
Akhirbulak	510	8,574	833,261	172,107	91,751	124,399	80,311	364,693	364,693	84,159
Alan	309	11,138	850,500	140,092	0	136,351	77,457	496,600	496,600	284,602
Andakli	165	5,524	435,604	71,766	24,595	70,702	38,333	230,208	230,208	120,625
Aral	109	4,341	330,804	84,153	18,602	51,050	29,303	147,696	147,696	30,576
Aralyk	42	2,089	152,728	10,478	8,981	23,208	17,403	92,658	92,658	43,601
area Dengizkul-North Dengizkul-Khauzak	195	23,175	1,511,665	170,714	18,574	236,283	157,970	928,124	928,124	414,231
Arslan (Zhanubiy Surgil)	366	12,136	960,286	148,066	57,074	151,511	91,029	512,606	512,606	220,235
Auzikent	0	154	9,346	3,686	1,922	1,524	616	1,598	1,598	661
Berdak-Shimoliy Berdak	2,051	50,918	4,338,781	1,096,927	114,797	674,253	371,534	2,081,270	2,081,270	619,886
Berdykuduk	0	0	0	0	0	0	0	0	0	0
Beskala	226	3,713	363,987	71,538	48,120	54,200	35,631	154,498	154,498	48,283
Buzakhur	15	333	28,624	6,747	600	4,332	2,561	14,384	14,384	11,258
Chakar	7	265	20,011	7,455	3,503	3,249	1,304	4,500	4,500	2,474
Chegarakum	31	1,085	84,921	11,408	12,829	12,713	9,083	38,888	38,888	19,640
Chetkum	44	1,332	106,448	22,358	800	16,153	10,148	56,989	56,989	26,721
Chilkuvar	474	9,502	864,938	88,202	8,967	132,677	90,141	544,951	544,951	193,784
Chunagar	159	4,720	384,224	53,316	42,541	57,288	40,927	190,152	190,152	74,450
Dali	31	1,122	87,178	31,420	2,222	14,570	5,285	33,681	33,681	8,748
Dayakhatyn	395	18,094	1,324,717	185,367	13,964	212,451	127,203	785,732	785,732	438,089
Dultatepa	10	662	46,247	13,870	5,773	7,273	3,754	15,577	15,577	3,526
East Buzakhur	60	1,282	114,556	18,547	7,686	17,036	11,828	59,459	59,459	26,740
East Dengizkul	1	78	5,222	1,387	100	815	442	2,478	2,478	1,800
East Karail	11	145	15,538	2,091	7,700	2,263	1,661	1,823	1,823	171
Erkin	25	762	61,525	15,420	1,041	9,799	5,010	30,255	30,255	15,545
Garbi	120	6,867	490,692	91,214	13,751	75,866	47,537	262,324	262,324	78,029
Garbiy Akkum	13	673	48,168	7,810	0	7,523	4,690	28,145	28,145	15,173
Garbiy Khakkul	93	4,488	329,720	57,181	21,268	50,606	32,685	167,980	167,980	47,807
Girsan-Divkhona-Shimoliy	68	4,593	320,394	86,082	6,364	50,025	27,578	150,345	150,345	45,516
Illanli	124	2,890	250,130	39,139	34,006	37,620	25,524	113,841	113,841	40,663
Inam	452	10,339	904,559	150,170	55,194	138,991	87,781	472,423	472,423	174,081

TABLE 10 - SUMMARY of NET TOTAL PROVED-plus-PROBABLE RESERVES and REVENUE by FIELD - *(Continued)*

DeGolyer and MacNaughton F-716 TEXAS REGISTERED ENGINEERING FIRM

Field	Net Reserves: Oil and Condensate (10^3mt)	Net Reserves: Sales Gas (10^6m^3)	Future Gross Revenue (10^3U.S.$)	Operating Expenses (10^3U.S.$)	Capital and Abandonment Costs (10^3U.S.$)	Production and Other Taxes (10^3U.S.$)	Profit Taxes (10^3U.S.$)	Future Net Revenue (10^3U.S.$)	UNG: Future Net Revenue (10^3U.S.$)	UNG: Present Worth at 10 Percent (10^3U.S.$)
Istiklol-25 (Kalsikum)	18	617	48,442	15,364	300	7,633	3,714	21,431	21,431	9,325
Istmok	17	330	29,611	9,638	400	5,776	1,121	12,676	12,676	7,730
Iymon	14	554	42,796	11,638	0	6,937	3,298	20,923	20,923	4,608
Jebe	17	550	43,752	10,954	1,922	7,585	2,863	20,428	20,428	8,517
Kagan	1	74	4,984	1,267	1,922	779	437	579	579	342
Kaltakyr	0	136	8,044	3,978	300	1,360	358	2,048	2,048	1,409
Karakum	10	1,022	68,122	8,685	3,843	10,494	7,231	37,869	37,869	24,274
Khakkul	71	2,167	175,217	15,706	1,922	27,375	18,201	112,013	112,013	38,943
Khodzhihairam	10	647	45,204	12,489	5,123	7,104	3,803	16,685	16,685	8,178
Khodzhikazgan-Uchburgan	120	4,985	369,290	79,542	11,905	60,094	31,316	186,433	186,433	125,334
Khosil	0	0	0	0	0	0	0	0	0	0
Kokdumalak	292	897	193,742	136,294	0	31,160	3,468	22,820	22,820	18,938
Koshtepa	0	0	0	0	0	0	0	0	0	0
Kuanysh	273	1,374	251,013	18,451	6,405	34,911	29,634	161,612	161,612	76,613
Kuii Sharkii Berdak	206	10,288	741,796	90,328	17,140	113,455	78,370	442,503	442,503	243,399
Kuii Surgil	257	12,190	880,123	107,914	4,822	146,922	77,763	542,702	542,702	314,033
Kulbeshkak	316	17,033	1,221,386	203,993	70,981	191,537	116,989	637,886	637,886	298,982
Kultak	157	6,893	508,255	64,925	7,045	76,740	54,494	305,051	305,051	161,765
Kumli	296	7,960	663,673	70,732	31,409	101,329	70,669	389,534	389,534	189,921
Kushimcha	21	1,080	77,983	9,707	6,914	12,556	7,746	41,060	41,060	27,418
Kushkair	132	3,755	309,379	63,945	32,721	46,864	29,726	136,123	136,123	34,202
Kyzyl-Shaly	48	2,028	152,524	36,300	22,454	23,478	13,869	56,423	56,423	17,969
Marvarid	45	596	63,863	6,480	641	9,224	7,223	40,295	40,295	12,170
Mirkomilkuduk	13	616	45,571	16,497	400	8,491	1,907	18,276	18,276	10,078
Moikuduk	5	188	14,255	2,722	0	2,364	1,162	8,007	8,007	4,791
Murodtepa-Attamurod	53	2,216	167,284	39,925	17,961	25,799	15,128	68,471	68,471	19,276
Namazbai	61	2,733	203,740	50,057	3,403	31,443	18,288	100,549	100,549	14,088
Niyoz	169	4,137	351,852	28,937	33,365	52,762	39,500	197,288	197,288	111,775
Nortepa	8	257	20,098	9,280	0	3,748	525	6,545	6,545	3,149
North Khankyz	48	1,560	124,092	44,000	19,983	19,525	9,034	31,550	31,550	7,511

TABLE 10 - SUMMARY of NET TOTAL PROVED-plus-PROBABLE RESERVES and REVENUE by FIELD - *(Continued)*

Field	Net Reserves: Oil and Condensate (10^3mt)	Net Reserves: Sales Gas (10^6m^3)	Future Gross Revenue (10^3U.S.$)	Operating Expenses (10^3U.S.$)	Capital and Abandonment Costs (10^3U.S.$)	Production and Other Taxes (10^3U.S.$)	Profit Taxes (10^3U.S.$)	Future Net Revenue (10^3U.S.$)	UNG: Future Net Revenue (10^3U.S.$)	UNG: Present Worth at 10 Percent (10^3U.S.$)
North Shady	11	917	61,628	6,909	0	9,294	6,814	38,611	38,611	18,876
North Suzma-Chakkakum	49	3,215	224,939	63,797	7,205	35,564	18,391	99,982	99,982	42,943
Oidin	0	5,450	331,400	63,217	34,841	52,205	31,659	149,478	149,478	42,143
Pattali	2	323	20,725	5,229	641	3,474	1,569	9,812	9,812	3,194
Rakhmatbobo	15	448	36,040	12,120	0	6,106	2,173	15,641	15,641	5,865
Rozzokbobo	90	2,582	211,513	42,393	18,907	31,994	20,497	97,722	97,722	39,211
Saikhun	292	4,930	479,035	68,403	59,026	70,453	50,897	230,256	230,256	83,174
Samantepe	184	16,904	1,120,480	183,622	4,484	175,234	110,114	647,026	647,026	329,309
Savatli	112	2,553	222,152	25,680	11,607	33,474	23,691	127,700	127,700	69,771
Shagyrlyk	684	9,626	1,003,551	143,040	26,706	146,915	106,803	580,087	580,087	156,092
Sharkii Khatar	16	737	54,330	15,936	300	8,479	4,454	25,161	25,161	6,756
Sharkiy Arslan	19	943	69,320	15,994	3,207	10,677	6,391	33,051	33,051	6,638
Sharkiy Berdak	838	16,616	1,515,263	468,878	162,252	232,941	121,171	530,021	530,021	223,484
Shege	114	2,251	206,524	46,278	17,321	31,122	19,335	92,468	92,468	27,822
Shimoliy Darbaza	15	1,191	81,777	19,825	30,149	12,836	7,214	11,753	11,753	3,177
Shimoliy Muborak	53	2,428	179,895	55,070	26,660	31,036	11,781	55,348	55,348	27,957
Shimoliy Tegermen	0	0	0	0	0	0	0	0	0	0
Shorkum	6	329	23,667	4,681	300	4,326	1,640	12,720	12,720	7,529
Shortak	41	2,332	166,346	21,203	20,833	25,336	17,666	81,308	81,308	38,431
Izhobat-Shumak	21	1,151	82,842	21,779	3,203	13,640	6,283	37,937	37,937	18,346
Shurtan	1,327	62,027	4,498,781	789,795	44,857	698,312	432,736	2,533,081	2,533,081	1,444,030
South Alan	13	318	26,959	6,347	641	4,098	2,476	13,397	13,397	7,168
South Kemachi	119	4,665	339,954	81,820	11,529	54,723	28,947	162,935	162,935	123,723
South Kulbeshkak	59	1,787	144,421	14,989	21,273	21,372	16,151	70,636	70,636	35,041
South Pamuk	132	4,781	361,321	40,438	314	53,738	40,071	226,760	226,760	156,937
South Tandyrcha	139	7,211	512,383	86,996	10,705	78,539	50,910	285,233	285,233	170,373
Tailak	77	3,924	279,502	31,088	3,000	43,434	29,417	172,563	172,563	121,623
Tarnasai	12	1,430	94,338	27,070	24,580	15,005	7,634	20,049	20,049	5,516
Tashkuduk	0	0	0	0	0	0	0	0	0	0
Tegermen-West Tegermen	282	20,361	1,395,956	243,781	36,721	213,389	140,361	761,704	761,704	329,171

TABLE 10 - SUMMARY of NET TOTAL PROVED-plus-PROBABLE RESERVES and REVENUE by FIELD - *(Continued)*

DeGolyer and MacNaughton F-716 TEXAS REGISTERED ENGINEERING FIRM

Field	Net Reserves		Future Gross Revenue (10^3U.S.$)	Operating Expenses (10^3U.S.$)	Capital and Abandonment Costs (10^3U.S.$)	Production and Other Taxes (10^3U.S.$)	Profit Taxes (10^3U.S.$)	Future Net Revenue (10^3U.S.$)	UNG	
	Oil and Condensate (10^3mt)	Sales Gas (10^6m^3)							Future Net Revenue (10^3U.S.$)	Present Worth at 10 Percent (10^3U.S.$)
Tillali	1,018	17,181	1,667,926	208,894	82,430	244,268	181,987	950,347	950,347	262,008
Topichaksoi	0	0	0	0	0	0	0	0	0	0
Tumaris	93	5,714	401,852	53,523	11,061	64,265	38,730	234,273	234,273	105,477
Uchkyr	179	13,164	905,562	274,247	2,800	143,505	71,951	413,059	413,059	102,748
Uchtepa	0	0	0	0	0	0	0	0	0	0
Umid	66	1,557	126,539	27,052	0	19,398	11,643	68,446	68,446	47,342
Urtabulak	208	26,271	1,710,477	226,024	48,746	265,103	177,871	992,733	992,733	422,413
Urtakum	73	4,178	298,621	54,229	46,938	46,079	29,108	122,267	122,267	36,350
Uvada	10	369	28,587	8,059	2,562	4,430	2,409	11,127	11,127	5,269
Uzunshor	35	1,846	132,552	22,973	5,633	20,165	13,344	70,437	70,437	29,354
West Kuii Surgil	44	4,387	291,444	44,777	22,373	44,515	30,152	149,627	149,627	79,514
Yangi Alat	106	7,150	492,943	81,529	21,933	75,119	50,263	264,099	264,099	142,393
Yangi Kyzylrabat	25	1,155	85,102	18,743	10,766	14,071	6,939	34,583	34,583	20,011
Yangi Tegermen	29	1,486	110,097	19,815	5,133	17,355	10,274	57,520	57,520	15,610
Yangikazgan	80	2,035	171,433	44,093	10,467	27,171	14,056	75,646	75,646	40,056
Yormok	24	1,377	97,879	14,564	10,566	14,855	10,185	47,709	47,709	22,130
Zafar	33	1,056	84,144	14,831	2,022	12,685	8,479	46,127	46,127	15,671
Zarabog	28	747	62,581	12,077	13,473	9,429	6,132	21,470	21,470	7,784
Zevardy	228	9,924	704,907	95,084	7,686	108,702	73,352	420,083	420,083	330,189
Zhairon	14	549	41,915	9,036	641	7,211	3,249	21,778	21,778	13,242
Zhanubiy Muborak	13	1,312	86,959	37,866	8,967	15,429	3,930	20,767	20,767	8,833
Total	**15,812**	**560,765**	**43,347,427**	**7,902,253**	**1,821,465**	**6,713,647**	**4,143,866**	**22,766,196**	**22,766,196**	**10,136,506**

Notes:

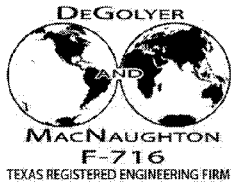
1. Probable reserves and values for probable reserves have not been risk adjusted to make them comparable to proved reserves and values for proved reserves.
2. UNG has represented that its reported net interest is 100 percent in the evaluated fields; therefore, gross reserves are equal to net reserves and are expressed herein as net reserves.
3. Refer to Table EC1 for prices and sales allocations.

TABLE 11
SUMMARY of NET TOTAL PROVED-plus-PROBABLE-plus-POSSIBLE RESERVES and REVENUE by FIELD
as of
DECEMBER 31, 2023
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN

DeGolyer and MacNaughton
F-716
TEXAS REGISTERED ENGINEERING FIRM

	Net Reserves								UNG	
Field	Oil and Condensate (10^3mt)	Sales Gas (10^6m^3)	Future Gross Revenue (10^3U.S.$)	Operating Expenses (10^3U.S.$)	Capital and Abandonment Costs (10^3U.S.$)	Production and Other Taxes (10^3U.S.$)	Profit Taxes (10^3U.S.$)	Future Net Revenue (10^3U.S.$)	Future Net Revenue (10^3U.S.$)	Present Worth at 10 Percent (10^3U.S.$)
Akhirbulak	546	9,178	891,922	177,587	91,751	132,917	87,046	402,621	402,621	93,322
Alan	353	12,709	972,696	222,638	12,810	157,018	80,635	499,595	499,595	274,168
Andakli	177	5,944	468,807	90,823	24,595	76,189	39,632	237,568	237,568	121,434
Aral	180	7,183	547,407	117,729	18,602	83,702	51,867	275,507	275,507	43,992
Aralyk	42	2,089	152,728	10,478	8,981	23,208	17,403	92,658	92,658	43,601
area Dengizkul-North Dengizkul-Khauzak	208	24,770	1,616,874	192,990	18,574	252,597	167,963	984,750	984,750	420,185
Arslan (Zhanubiy Surgil)	420	13,932	1,102,706	151,258	57,074	172,216	108,807	613,351	613,351	277,925
Auzikent	0	154	9,346	3,686	1,922	1,524	616	1,598	1,598	661
Berdak-Shimoliy Berdak	2,245	55,741	4,751,142	1,052,063	114,797	731,826	431,356	2,421,100	2,421,100	749,366
Berdykuduk	45	628	65,822	9,862	2,562	9,640	6,943	36,815	36,815	16,322
Beskala	474	7,804	764,928	102,484	48,120	112,180	82,437	419,707	419,707	88,309
Buzakhur	21	457	39,675	8,683	5,723	5,980	3,671	15,618	15,618	12,505
Chakar	9	338	25,574	9,387	3,503	4,137	1,704	6,843	6,843	3,434
Chegarakum	80	2,821	220,684	33,852	14,110	33,171	23,006	116,545	116,545	36,478
Chetkum	49	1,510	120,252	21,341	800	18,105	12,072	67,934	67,934	34,331
Chilkuvar	503	10,081	917,754	94,927	8,967	140,454	95,889	577,517	577,517	196,210
Chunagar	172	5,086	413,982	64,411	42,541	61,976	43,023	202,031	202,031	75,861
Dali	50	1,805	140,254	50,896	2,222	22,960	9,067	55,109	55,109	10,478
Dayakhatyn	441	20,199	1,480,784	230,155	18,448	237,429	137,959	856,793	856,793	449,838
Dultatepa	10	662	46,247	13,870	5,773	7,273	3,754	15,577	15,577	3,526
East Buzakhur	89	1,915	171,132	34,683	7,686	25,700	16,595	86,468	86,468	33,844
East Dengizkul	1	81	5,401	1,505	100	846	446	2,504	2,504	1,811
East Karail	12	158	16,932	2,455	7,700	2,472	1,784	2,521	2,521	541
Erkin	26	796	64,220	17,174	1,041	10,251	5,087	30,667	30,667	15,591
Garbi	134	7,660	547,419	103,536	13,751	84,598	52,888	292,646	292,646	79,648
Garbiy Akkum	16	808	57,625	8,290	0	8,918	5,827	34,590	34,590	19,361
Garbiy Khakkul	191	9,228	678,035	159,034	34,102	105,009	61,466	318,424	318,424	40,995
Girsan-Divkhona-Shimoliy	89	6,002	418,826	103,610	6,364	65,073	37,450	206,329	206,329	46,926
Illanli	136	3,065	267,203	47,360	34,006	40,325	26,446	119,066	119,066	41,597
Inam	662	15,125	1,323,936	167,021	55,194	199,658	139,083	762,980	762,980	295,744

TABLE 11 - SUMMARY of NET TOTAL PROVED-plus-PROBABLE-plus-POSSIBLE RESERVES and REVENUE by FIELD - *(Continued)*



Field	Net Reserves: Oil and Condensate (10^3mt)	Net Reserves: Sales Gas (10^6m^3)	Future Gross Revenue (10^3U.S.$)	Operating Expenses (10^3U.S.$)	Capital and Abandonment Costs (10^3U.S.$)	Production and Other Taxes (10^3U.S.$)	Profit Taxes (10^3U.S.$)	Future Net Revenue (10^3U.S.$)	UNG: Future Net Revenue (10^3U.S.$)	UNG: Present Worth at 10 Percent (10^3U.S.$)
Istiklol-25 (Kalsikum)	31	1,055	83,083	22,952	300	12,915	6,980	39,936	39,936	11,522
Istmok	26	513	46,366	15,395	400	8,373	2,085	20,113	20,113	9,954
Iymon	16	646	49,831	11,022	0	7,932	4,296	26,581	26,581	6,589
Jebe	19	632	50,276	10,770	1,922	8,521	3,729	25,334	25,334	10,470
Kagan	1	99	6,649	1,313	1,922	1,026	642	1,746	1,746	1,131
Kaltakyr	0	246	14,706	6,890	2,222	2,455	753	2,386	2,386	1,271
Karakum	12	1,186	79,061	10,571	3,843	12,193	8,311	44,143	44,143	26,815
Khakkul	125	3,795	306,893	38,174	3,843	47,178	31,608	186,090	186,090	40,421
Khodzhihairam	15	1,004	70,144	18,572	5,123	10,979	6,040	29,430	29,430	12,074
Khodzhikazgan-Uchburgan	144	6,014	446,918	103,469	11,905	72,831	36,711	222,002	222,002	137,901
Khosil	8	340	25,798	5,599	6,414	3,947	2,424	7,414	7,414	3,352
Kokdumalak	471	1,464	314,106	211,315	0	49,980	7,059	45,752	45,752	31,636
Koshtepa	18	529	43,083	10,352	8,341	6,584	3,907	13,899	13,899	5,109
Kuanysh	446	2,239	409,101	37,915	8,967	57,180	47,081	257,958	257,958	102,634
Kuii Sharkii Berdak	267	13,313	962,978	113,969	17,140	146,553	103,050	582,266	582,266	293,034
Kuii Surgil	413	19,603	1,424,706	175,205	4,822	228,664	137,140	878,875	878,875	425,438
Kulbeshkak	351	18,918	1,357,413	243,632	70,981	212,817	128,172	701,811	701,811	306,986
Kultak	208	9,114	674,175	110,134	7,045	102,503	68,652	385,841	385,841	171,615
Kumli	368	9,905	826,155	104,733	46,808	126,104	85,260	463,250	463,250	195,178
Kushimcha	26	1,330	96,139	14,237	6,914	15,624	9,059	50,305	50,305	31,033
Kushkair	161	4,577	377,125	77,244	32,721	57,101	36,358	173,701	173,701	41,453
Kyzyl-Shaly	204	8,707	654,716	125,059	22,454	99,675	64,448	343,080	343,080	38,557
Marvarid	48	630	67,490	8,012	641	9,790	7,452	41,595	41,595	12,177
Mirkomilkuduk	13	616	45,571	16,497	400	8,491	1,907	18,276	18,276	10,078
Moikuduk	6	202	15,409	2,863	0	2,536	1,288	8,722	8,722	4,966
Murodtepa-Attamurod	55	2,280	172,081	43,427	17,961	26,622	15,199	68,872	68,872	19,292
Namazbai	71	3,155	235,186	57,206	3,403	36,273	21,208	117,096	117,096	14,232
Niyoz	192	4,692	399,419	35,785	33,365	59,972	44,290	226,007	226,007	119,836
Nortepa	8	278	21,736	9,657	0	3,998	676	7,405	7,405	3,546
North Khankyz	69	2,250	178,974	57,838	19,983	27,955	13,922	59,276	59,276	14,405

TABLE 11 - SUMMARY of NET TOTAL PROVED-plus-PROBABLE-plus-POSSIBLE RESERVES and REVENUE by FIELD - *(Continued)*

DeGolyer and MacNaughton
F-716
TEXAS REGISTERED ENGINEERING FIRM

Field	Net Reserves		Future Gross Revenue	Operating Expenses	Capital and Abandonment Costs	Production and Other Taxes	Profit Taxes	Future Net Revenue	UNG	
	Oil and Condensate (10^3mt)	Sales Gas (10^6m^3)	(10^3U.S.$)	(10^3U.S.$)	(10^3U.S.$)	(10^3U.S.$)	(10^3U.S.$)	(10^3U.S.$)	Future Net Revenue (10^3U.S.$)	Present Worth at 10 Percent (10^3U.S.$)
North Shady	12	976	65,677	7,922	0	9,925	7,174	40,656	40,656	19,056
North Suzma-Chakkakum	51	3,319	232,205	68,051	7,205	36,780	18,662	101,507	101,507	43,064
Oidin	0	7,506	456,469	111,933	45,108	72,572	40,034	186,822	186,822	37,161
Pattali	2	354	22,743	5,514	641	3,784	1,783	11,021	11,021	3,551
Rakhmatbobo	16	478	38,469	12,402	0	6,467	2,441	17,159	17,159	6,289
Rozzokbobo	108	3,096	253,714	44,600	18,907	38,152	25,577	126,478	126,478	49,900
Saikhun	384	6,471	628,716	77,004	59,026	92,007	68,825	331,854	331,854	108,753
Samantepe	192	17,639	1,170,007	208,451	4,484	183,411	112,592	661,069	661,069	330,437
Savatli	129	2,935	255,654	37,225	11,607	38,712	26,035	142,075	142,075	72,098
Shagyrlyk	888	12,508	1,304,237	154,928	26,706	189,779	143,699	789,125	789,125	191,390
Sharkii Khatar	16	737	54,330	15,936	300	8,479	4,454	25,161	25,161	6,756
Sharkiy Arslan	24	1,183	86,937	17,999	3,207	13,316	8,337	44,078	44,078	8,753
Sharkiy Berdak	1,142	22,644	2,068,068	579,028	162,252	315,753	175,174	835,861	835,861	318,386
Shege	145	2,866	262,997	51,431	17,321	39,361	25,797	129,087	129,087	36,345
Shimoliy Darbaza	17	1,312	90,066	21,968	30,149	14,136	7,942	15,871	15,871	5,261
Shimoliy Muborak	64	2,931	217,139	46,544	26,660	35,936	18,127	89,872	89,872	43,244
Shimoliy Tegermen	0	0	0	0	0	0	0	0	0	0
Shorkum	6	329	23,667	4,681	300	4,326	1,640	12,720	12,720	7,529
Shortak	43	2,494	177,920	23,990	20,833	27,138	18,684	87,275	87,275	39,683
Izhobat-Shumak	21	1,199	86,342	23,673	3,203	14,218	6,437	38,811	38,811	18,442
Shurtan	1,338	62,516	4,534,938	819,061	44,857	704,628	433,237	2,533,155	2,533,155	1,444,241
South Alan	17	440	37,330	9,733	641	5,709	3,282	17,965	17,965	8,113
South Kemachi	156	5,912	436,747	124,974	16,653	71,190	33,742	190,188	190,188	137,701
South Kulbeshkak	63	1,910	154,358	16,349	21,273	22,855	17,215	76,666	76,666	36,928
South Pamuk	198	7,183	547,787	79,899	314	82,166	57,858	327,550	327,550	187,550
South Tandyrcha	166	8,645	616,490	133,466	10,705	95,434	56,815	320,070	320,070	176,681
Tailak	96	4,866	348,152	45,496	8,123	54,288	35,630	204,615	204,615	134,275
Tarnasai	28	3,279	216,519	49,785	24,580	33,826	19,725	88,603	88,603	27,934
Tashkuduk	0	0	0	0	0	0	0	0	0	0
Tegermen-West Tegermen	303	21,873	1,500,646	258,120	36,721	229,254	151,593	824,958	824,958	346,019

TABLE 11 - SUMMARY of NET TOTAL PROVED-plus-PROBABLE-plus-POSSIBLE RESERVES and REVENUE by FIELD - *(Continued)*

DeGolyer and MacNaughton
F-716
TEXAS REGISTERED ENGINEERING FIRM

Field	Net Reserves: Oil and Condensate (10^3mt)	Net Reserves: Sales Gas (10^6m^3)	Future Gross Revenue (10^3U.S.$)	Operating Expenses (10^3U.S.$)	Capital and Abandonment Costs (10^3U.S.$)	Production and Other Taxes (10^3U.S.$)	Profit Taxes (10^3U.S.$)	Future Net Revenue (10^3U.S.$)	UNG: Future Net Revenue (10^3U.S.$)	UNG: Present Worth at 10 Percent (10^3U.S.$)
Tillali	1,142	19,266	1,870,346	208,653	82,430	272,990	208,078	1,098,195	1,098,195	307,489
Topichaksoi	5	399	27,411	8,006	5,773	4,327	2,231	7,074	7,074	1,555
Tumaris	93	5,714	401,852	53,523	11,061	64,265	38,730	234,273	234,273	105,477
Uchkyr	179	13,164	905,562	274,247	2,800	143,505	71,951	413,059	413,059	102,748
Uchtepa	0	0	0	0	0	0	0	0	0	0
Umid	74	2,048	160,696	40,375	0	24,882	13,983	81,456	81,456	54,168
Urtabulak	286	36,131	2,357,775	516,026	73,766	371,031	215,521	1,181,431	1,181,431	408,434
Urtakum	77	4,439	317,244	61,486	46,938	49,061	30,365	129,394	129,394	37,024
Uvada	10	378	29,279	8,528	2,562	4,547	2,425	11,217	11,217	5,286
Uzunshor	40	2,140	153,747	22,735	5,633	23,250	16,097	86,032	86,032	38,097
West Kuii Surgil	56	5,630	374,652	58,824	22,373	57,272	38,629	197,554	197,554	95,145
Yangi Alat	120	8,121	560,703	83,353	21,933	85,110	58,643	311,664	311,664	161,408
Yangi Kyzylrabat	28	1,275	94,006	15,925	10,766	15,200	8,656	43,459	43,459	28,282
Yangi Tegermen	40	2,001	148,323	30,253	5,133	23,293	13,554	76,090	76,090	18,943
Yangikazgan	104	2,636	222,375	61,574	10,467	35,200	17,593	97,541	97,541	44,776
Yormok	25	1,470	104,523	15,537	10,566	15,861	10,883	51,676	51,676	22,950
Zafar	42	1,353	107,785	26,354	2,662	16,513	9,721	52,535	52,535	14,808
Zarabog	42	1,120	93,864	16,875	13,473	14,098	9,404	40,014	40,014	13,049
Zevardy	271	11,771	843,111	124,709	7,686	130,612	85,752	494,352	494,352	367,918
Zhairon	17	633	48,341	11,899	641	8,357	3,415	24,029	24,029	13,821
Zhanubiy Muborak	14	1,377	91,216	35,732	8,967	15,958	4,864	25,695	25,695	12,092
Total	**19,463**	**675,928**	**52,556,736**	**9,728,372**	**1,949,065**	**8,113,058**	**5,034,635**	**27,731,606**	**27,731,606**	**11,329,719**

Notes:
1. Probable reserves and values for probable reserves have not been risk adjusted to make them comparable to proved reserves and values for proved reserves.
2. UNG has represented that its reported net interest is 100 percent in the evaluated fields; therefore, gross reserves are equal to net reserves and are expressed herein as net reserves.
3. Refer to Table EC1 for prices and sales allocations.

TABLE 12
FORECAST of NET PROVED DEVELOPED RESERVES
as of
DECEMBER 31, 2023
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN

	English Units		Metric Units	
Year	Oil and Condensate (10^3bbl)	Sales Gas (10^6ft^3)	Oil and Condensate (10^3mt)	Sales Gas (10^6m^3)
2024	4,992	868,200	587	24,586
2025	4,860	865,534	575	24,508
2026	4,396	797,384	518	22,577
2027	3,493	671,666	406	19,015
2028	3,226	621,146	373	17,594
2029	2,992	576,467	342	16,323
2030	2,656	513,202	308	14,533
2031	2,306	444,273	267	12,580
2032	2,046	384,357	230	10,883
2033	1,830	348,497	216	9,871
2034	1,633	310,483	191	8,791
2035	1,383	262,732	158	7,438
2036	1,052	200,233	124	5,667
2037	965	184,075	111	5,219
2038	892	170,779	102	4,835
2039	835	158,777	99	4,489
2040	776	147,828	91	4,192
2041	682	123,764	78	3,504
2042	638	115,218	75	3,263
2043	597	107,277	68	3,035
2044	564	100,348	64	2,845
2045	423	74,619	52	2,111
2046	357	66,397	38	1,880
2047	345	62,597	43	1,775
2048	325	59,101	34	1,672
Subtotal	**44,264**	**8,234,954**	**5,150**	**233,186**
Remaining	5,000	837,919	578	23,729
Total	**49,264**	**9,072,873**	**5,728**	**256,915**

Note: UNG has represented that its reported net interest is 100 percent in the evaluated fields; therefore, gross reserves are equal to net reserves and are expressed herein as net reserves.

TABLE 13
FORECAST of NET TOTAL PROVED RESERVES
as of
DECEMBER 31, 2023
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN

	English Units		Metric Units	
Year	Oil and Condensate (10^3bbl)	Sales Gas (10^6ft^3)	Oil and Condensate (10^3mt)	Sales Gas (10^6m^3)
2024	5,075	884,026	597	25,033
2025	5,763	1,000,775	671	28,339
2026	6,155	1,049,830	727	29,724
2027	5,825	1,002,985	669	28,404
2028	5,774	967,442	659	27,393
2029	5,737	942,021	661	26,677
2030	5,381	881,505	614	24,959
2031	4,722	769,228	548	21,786
2032	4,260	693,591	483	19,637
2033	3,908	636,804	454	18,037
2034	3,561	574,850	404	16,276
2035	3,092	496,917	353	14,072
2036	2,635	415,509	303	11,766
2037	2,409	379,448	284	10,749
2038	2,193	346,609	252	9,812
2039	2,018	307,876	228	8,717
2040	1,785	258,978	207	7,337
2041	1,504	217,015	179	6,143
2042	1,353	196,212	150	5,555
2043	1,223	176,901	144	5,013
2044	1,078	154,756	121	4,381
2045	837	105,412	100	2,985
2046	731	93,725	82	2,651
2047	672	87,145	81	2,471
2048	634	80,941	71	2,290
Subtotal	**78,325**	**12,720,501**	**9,042**	**360,207**
Remaining	6,552	909,614	767	25,758
Total	**84,877**	**13,630,115**	**9,809**	**385,965**

Note: UNG has represented that its reported net interest is 100 percent in the evaluated fields; therefore, gross reserves are equal to net reserves and are expressed herein as net reserves.

TABLE 14
FORECAST of NET TOTAL PROVED-plus-PROBABLE RESERVES
as of
DECEMBER 31, 2023
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN

	English Units		Metric Units	
Year	Oil and Condensate (10^3bbl)	Sales Gas (10^6ft^3)	Oil and Condensate (10^3mt)	Sales Gas (10^6m^3)
2024	5,187	895,068	610	25,344
2025	6,414	1,082,553	745	30,654
2026	7,296	1,201,077	861	34,016
2027	8,126	1,290,714	946	36,544
2028	8,676	1,332,981	999	37,746
2029	8,905	1,319,208	1,033	37,360
2030	8,470	1,218,894	972	34,515
2031	7,868	1,122,324	910	31,781
2032	7,237	1,031,545	837	29,207
2033	6,447	931,367	746	26,377
2034	5,845	840,429	668	23,796
2035	5,292	761,536	605	21,557
2036	4,786	689,837	552	19,539
2037	4,351	629,926	504	17,840
2038	3,940	569,149	457	16,114
2039	3,329	476,841	379	13,508
2040	3,044	433,583	353	12,271
2041	2,763	394,330	318	11,170
2042	2,561	365,118	292	10,339
2043	2,343	328,520	268	9,301
2044	2,135	297,053	247	8,409
2045	1,951	261,715	229	7,414
2046	1,792	232,778	201	6,593
2047	1,674	214,860	194	6,082
2048	1,477	182,561	169	5,170
Subtotal	**121,909**	**18,103,967**	**14,095**	**512,647**
Remaining	14,858	1,699,317	1,717	48,118
Total	**136,767**	**19,803,284**	**15,812**	**560,765**

Notes:
1. Probable reserves have not been risk adjusted to make them comparable to proved reserves.
2. UNG has represented that its reported net interest is 100 percent in the evaluated fields; therefore, gross reserves are equal to net reserves and are expressed herein as net reserves.

TABLE 15
FORECAST of NET TOTAL PROVED-plus-PROBABLE-plus-POSSIBLE RESERVES
as of
DECEMBER 31, 2023
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN

	English Units		Metric Units	
Year	Oil and Condensate (10^3bbl)	Sales Gas (10^6ft^3)	Oil and Condensate (10^3mt)	Sales Gas (10^6m^3)
2024	5,240	902,987	617	25,569
2025	6,580	1,100,234	766	31,153
2026	7,697	1,244,139	907	35,235
2027	8,686	1,353,169	1,013	38,315
2028	9,314	1,405,092	1,080	39,786
2029	9,667	1,414,045	1,118	40,046
2030	9,555	1,369,395	1,102	38,776
2031	9,108	1,286,888	1,059	36,441
2032	8,463	1,175,929	972	33,293
2033	7,830	1,071,854	913	30,357
2034	7,317	986,363	839	27,926
2035	6,837	907,168	791	25,690
2036	6,352	829,435	729	23,489
2037	5,774	753,222	673	21,331
2038	5,292	691,647	615	19,586
2039	4,764	635,082	541	17,985
2040	4,401	585,505	512	16,575
2041	4,038	536,568	465	15,197
2042	3,593	474,821	410	13,449
2043	3,280	433,734	382	12,277
2044	2,921	389,928	330	11,043
2045	2,732	366,601	315	10,383
2046	2,561	343,514	295	9,726
2047	2,379	320,407	275	9,066
2048	2,089	267,046	237	7,564
Subtotal	**146,470**	**20,844,773**	**16,956**	**590,258**
Remaining	21,724	3,025,160	2,507	85,670
Total	**168,194**	**23,869,933**	**19,463**	**675,928**

Notes:
1. Probable and possible reserves have not been risk adjusted to make them comparable to proved reserves.
2. UNG has represented that its reported net interest is 100 percent in the evaluated fields; therefore, gross reserves are equal to net reserves and are expressed herein as net reserves.

TABLE 16
PROJECTION of NET PROVED DEVELOPED RESERVES and REVENUE
as of
DECEMBER 31, 2023
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN

DeGolyer and MacNaughton
F-716
TEXAS REGISTERED ENGINEERING FIRM

	Net Reserves								UNG	
Year	Oil and Condensate (10^3mt)	Sales Gas (10^6m^3)	Future Gross Revenue (10^3U.S.$)	Operating Expenses (10^3U.S.$)	Capital and Abandonment Costs (10^3U.S.$)	Production and Other Taxes (10^3U.S.$)	Profit Taxes (10^3U.S.$)	Future Net Revenue (10^3U.S.$)	Future Net Revenue (10^3U.S.$)	Present Worth at 10 Percent (10^3U.S.$)
2024	587	24,586	1,474,525	225,867	0	236,372	143,861	868,425	868,425	823,156
2025	575	24,508	1,833,586	225,261	571	289,614	189,253	1,128,887	1,128,887	968,619
2026	518	22,577	1,684,239	218,451	1,223	266,944	171,391	1,026,230	1,026,230	797,070
2027	406	19,015	1,403,614	182,319	1,833	223,786	141,411	854,265	854,265	600,611
2028	373	17,594	1,297,583	167,656	1,793	206,582	130,576	790,976	790,976	503,409
2029	342	16,323	1,203,915	164,804	2,062	192,066	119,147	725,836	725,836	418,157
2030	308	14,533	1,071,113	156,360	2,977	171,447	103,660	636,669	636,669	332,030
2031	267	12,580	928,102	148,722	5,070	149,384	86,577	538,349	538,349	254,135
2032	230	10,883	806,228	134,925	5,065	129,821	73,974	462,443	462,443	197,614
2033	216	9,871	729,593	132,086	3,750	117,883	64,759	411,115	411,115	159,020
2034	191	8,791	649,631	128,114	3,770	105,279	55,758	356,710	356,710	124,908
2035	158	7,438	550,190	120,014	3,815	89,802	44,831	291,728	291,728	92,460
2036	124	5,667	419,788	98,078	4,270	68,037	33,475	215,928	215,928	61,957
2037	111	5,219	385,598	94,955	340	62,312	29,765	198,226	198,226	51,485
2038	102	4,835	357,554	93,789	90	57,727	26,437	179,511	179,511	42,202
2039	99	4,489	332,508	92,915	90	53,580	23,466	162,457	162,457	34,576
2040	91	4,192	309,674	91,989	3,405	49,756	20,288	144,236	144,236	27,786
2041	78	3,504	261,946	85,069	4,665	42,018	15,365	114,829	114,829	20,024
2042	75	3,263	243,956	83,926	4,735	38,926	13,355	103,014	103,014	16,260
2043	68	3,035	227,321	82,723	4,760	36,034	11,513	92,291	92,291	13,190
2044	64	2,845	212,828	81,665	4,635	33,875	13,946	78,707	78,707	10,179
2045	52	2,111	158,626	52,177	6,845	24,940	12,175	62,489	62,489	7,317
2046	38	1,880	139,797	42,281	2,235	21,858	11,305	62,118	62,118	6,582
2047	43	1,775	132,006	41,177	220	20,685	10,476	59,448	59,448	5,706
2048	34	1,672	124,928	40,324	165	19,615	9,705	55,119	55,119	4,788
Subtotal	**5,150**	**233,186**	**16,938,849**	**2,985,647**	**68,384**	**2,708,343**	**1,556,469**	**9,620,006**	**9,620,006**	**5,573,241**
Remaining	578	23,729	1,797,173	796,442	29,340	289,645	103,930	577,816	577,816	18,919
Total	**5,728**	**256,915**	**18,736,022**	**3,782,089**	**97,724**	**2,997,988**	**1,660,399**	**10,197,822**	**10,197,822**	**5,592,160**

Notes:

1. UNG has represented that its reported net interest is 100 percent in the evaluated fields; therefore, gross reserves are equal to net reserves and are expressed herein as net reserves.
2. Refer to Table EC1 for prices and sales allocations.

Present Worth at (10^3U.S.$)	
8 Percent	(2,140,807,444)
15 Percent	(2,142,387,211)
20 Percent	(2,143,108,923)

TABLE 17
PROJECTION of NET TOTAL PROVED RESERVES and REVENUE
as of
DECEMBER 31, 2023
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN

DeGolyer and MacNaughton
F-716
TEXAS REGISTERED ENGINEERING FIRM

	Net Reserves								UNG	
Year	Oil and Condensate (10^3mt)	Sales Gas (10^6m^3)	Future Gross Revenue (10^3U.S.$)	Operating Expenses (10^3U.S.$)	Capital and Abandonment Costs (10^3U.S.$)	Production and Other Taxes (10^3U.S.$)	Profit Taxes (10^3U.S.$)	Future Net Revenue (10^3U.S.$)	Future Net Revenue (10^3U.S.$)	Present Worth at 10 Percent (10^3U.S.$)
2024	597	25,033	1,500,652	231,243	28,593	240,426	146,420	853,970	853,970	809,459
2025	671	28,339	2,128,988	251,716	169,568	333,817	222,477	1,151,410	1,151,410	987,935
2026	727	29,724	2,241,110	272,188	254,975	349,921	234,082	1,129,944	1,129,944	877,632
2027	669	28,404	2,136,872	253,429	226,482	332,874	224,038	1,100,049	1,100,049	773,414
2028	659	27,393	2,071,506	245,189	194,475	321,659	217,457	1,092,726	1,092,726	695,458
2029	661	26,677	2,024,969	249,856	115,905	314,141	210,923	1,134,144	1,134,144	653,384
2030	614	24,959	1,896,491	246,164	46,492	294,424	195,144	1,114,267	1,114,267	581,093
2031	548	21,786	1,655,654	234,646	7,145	258,056	166,099	989,708	989,708	467,209
2032	483	19,637	1,492,946	220,132	6,581	232,767	148,153	885,313	885,313	378,318
2033	454	18,037	1,371,281	216,200	3,825	214,223	133,281	803,752	803,752	310,897
2034	404	16,276	1,239,476	211,743	3,813	194,095	117,408	712,417	712,417	249,455
2035	353	14,072	1,072,715	199,086	4,485	168,602	98,658	601,884	601,884	190,774
2036	303	11,766	901,097	175,814	4,751	140,784	82,298	497,450	497,450	142,726
2037	284	10,749	822,982	170,062	1,194	128,664	73,301	449,761	449,761	116,817
2038	252	9,812	751,511	166,071	1,212	117,590	64,944	401,694	401,694	94,440
2039	228	8,717	672,463	162,855	1,280	105,407	55,422	347,499	347,499	73,952
2040	207	7,337	571,278	151,123	4,934	89,634	44,167	281,420	281,420	54,217
2041	179	6,143	480,105	141,223	5,737	75,458	34,483	223,204	223,204	38,925
2042	150	5,555	433,768	134,480	5,995	68,052	30,017	195,224	195,224	30,809
2043	144	5,013	391,366	130,528	5,373	61,369	25,438	168,658	168,658	24,104
2044	121	4,381	342,708	124,713	5,317	54,089	23,735	134,854	134,854	17,445
2045	100	2,985	240,912	83,033	7,435	37,759	17,933	94,752	94,752	11,090
2046	82	2,651	212,926	72,745	2,967	33,361	15,852	88,001	88,001	9,332
2047	81	2,471	197,974	71,494	1,514	31,156	14,059	79,751	79,751	7,651
2048	71	2,290	183,992	70,041	1,665	29,084	12,466	70,736	70,736	6,141
Subtotal	**9,042**	**360,207**	**27,035,742**	**4,485,774**	**1,111,713**	**4,227,412**	**2,608,255**	**14,602,588**	**14,602,588**	**7,602,677**
Remaining	767	25,758	2,035,882	991,918	35,915	330,093	103,784	574,172	574,172	22,735
Total	**9,809**	**385,965**	**29,071,624**	**5,477,692**	**1,147,628**	**4,557,505**	**2,712,039**	**15,176,760**	**15,176,760**	**7,625,412**

Notes:

1. UNG has represented that its reported net interest is 100 percent in the evaluated fields; therefore, gross reserves are equal to net reserves and are expressed herein as net reserves.
2. Refer to Table EC1 for prices and sales allocations.

Present Worth at (10^3U.S.$)	
8 Percent	(2,138,407,417)
15 Percent	(2,141,007,219)
20 Percent	(2,142,140,764)

TABLE 18
PROJECTION of NET TOTAL PROVED-plus-PROBABLE RESERVES and REVENUE
as of
DECEMBER 31, 2023
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN

DeGolyer and MacNaughton
F-716
TEXAS REGISTERED ENGINEERING FIRM

	Net Reserves								UNG	
Year	Oil and Condensate (10^3mt)	Sales Gas (10^6m^3)	Future Gross Revenue (10^3U.S.$)	Operating Expenses (10^3U.S.$)	Capital and Abandonment Costs (10^3U.S.$)	Production and Other Taxes (10^3U.S.$)	Profit Taxes (10^3U.S.$)	Future Net Revenue (10^3U.S.$)	Future Net Revenue (10^3U.S.$)	Present Worth at 10 Percent (10^3U.S.$)
2024	610	25,344	1,523,058	233,727	41,781	243,997	148,928	854,625	854,625	810,078
2025	745	30,654	2,316,442	264,371	227,629	361,590	244,148	1,218,704	1,218,704	1,045,679
2026	861	34,016	2,583,297	298,640	380,330	400,552	273,753	1,230,022	1,230,022	955,358
2027	946	36,544	2,793,928	326,979	388,676	431,001	296,507	1,350,765	1,350,765	949,692
2028	999	37,746	2,905,658	346,167	289,458	446,754	308,042	1,515,237	1,515,237	964,352
2029	1,033	37,360	2,897,493	355,609	209,817	444,712	305,569	1,581,786	1,581,786	911,274
2030	972	34,515	2,693,082	329,486	108,640	412,352	284,235	1,558,369	1,558,369	812,696
2031	910	31,781	2,485,140	322,198	44,393	380,930	259,030	1,478,589	1,478,589	697,999
2032	837	29,207	2,285,094	316,250	6,598	350,874	234,539	1,376,833	1,376,833	588,350
2033	746	26,377	2,057,476	293,344	3,190	316,357	208,998	1,235,587	1,235,587	477,945
2034	668	23,796	1,858,103	278,908	4,666	285,945	185,832	1,102,752	1,102,752	386,127
2035	605	21,557	1,684,312	273,671	3,512	259,811	164,446	982,872	982,872	311,538
2036	552	19,539	1,525,122	263,668	3,781	235,533	145,921	876,219	876,219	251,397
2037	504	17,840	1,391,781	258,893	3,339	215,310	129,783	784,456	784,456	203,744
2038	457	16,114	1,257,933	246,870	3,650	194,630	114,825	697,958	697,958	164,091
2039	379	13,508	1,055,971	219,156	5,719	163,252	94,605	573,239	573,239	121,993
2040	353	12,271	960,542	214,496	2,112	148,619	83,312	512,003	512,003	98,639
2041	318	11,170	873,454	204,647	2,035	135,010	73,828	457,934	457,934	79,856
2042	292	10,339	809,241	201,741	2,235	125,009	66,097	414,159	414,159	65,379
2043	268	9,301	730,805	198,109	6,006	112,871	56,341	357,478	357,478	51,081
2044	247	8,409	661,954	184,264	7,065	102,389	55,288	312,948	312,948	40,477
2045	229	7,414	587,696	175,735	5,674	91,276	47,328	267,683	267,683	31,342
2046	201	6,593	526,873	165,181	5,746	82,040	41,143	232,763	232,763	24,671
2047	194	6,082	487,866	159,398	6,045	76,179	37,053	209,191	209,191	20,072
2048	169	5,170	418,474	125,741	9,473	64,889	33,703	184,668	184,668	16,037
Subtotal	**14,095**	**512,647**	**39,370,795**	**6,257,249**	**1,771,570**	**6,081,882**	**3,893,254**	**21,366,840**	**21,366,840**	**10,079,867**
Remaining	1,717	48,118	3,976,632	1,645,004	49,895	631,765	250,612	1,399,356	1,399,356	56,639
Total	**15,812**	**560,765**	**43,347,427**	**7,902,253**	**1,821,465**	**6,713,647**	**4,143,866**	**22,766,196**	**22,766,196**	**10,136,506**

Notes:

1. Probable reserves and values for probable reserves have not been risk adjusted to make them comparable to proved reserves and values for proved reserves.
2. UNG has represented that its reported net interest is 100 percent in the evaluated fields; therefore, gross reserves are equal to net reserves and are expressed herein as net reserves.
3. Refer to Table EC1 for prices and sales allocations.

Present Worth at (10^3U.S.$)	
8 Percent	(2,135,383,119)
15 Percent	(2,139,352,522)
20 Percent	(2,140,992,652)

TABLE 19
PROJECTION of NET TOTAL PROVED-plus-PROBABLE-plus-POSSIBLE RESERVES and REVENUE
as of
DECEMBER 31, 2023
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN

DeGolyer and MacNaughton
F-716
TEXAS REGISTERED ENGINEERING FIRM

	Net Reserves		Future						UNG	
Year	Oil and Condensate (10^3mt)	Sales Gas (10^6m^3)	Gross Revenue (10^3U.S.$)	Operating Expenses (10^3U.S.$)	Capital and Abandonment Costs (10^3U.S.$)	Production and Other Taxes (10^3U.S.$)	Profit Taxes (10^3U.S.$)	Future Net Revenue (10^3U.S.$)	Future Net Revenue (10^3U.S.$)	Present Worth at 10 Percent (10^3U.S.$)
2024	617	25,569	1,537,142	234,247	43,665	246,033	150,658	862,539	862,539	817,581
2025	766	31,153	2,358,851	267,893	247,161	367,801	249,040	1,226,956	1,226,956	1,052,757
2026	907	35,235	2,686,277	305,713	396,246	415,582	285,945	1,282,791	1,282,791	996,347
2027	1,013	38,315	2,941,368	337,510	410,836	452,573	313,879	1,426,570	1,426,570	1,002,986
2028	1,080	39,786	3,074,796	359,318	322,678	471,553	327,734	1,593,513	1,593,513	1,014,167
2029	1,118	40,046	3,114,587	372,767	231,539	476,632	330,907	1,702,742	1,702,742	980,967
2030	1,102	38,776	3,029,669	375,522	113,422	463,371	319,751	1,757,603	1,757,603	916,587
2031	1,059	36,441	2,856,044	373,597	45,009	437,176	297,875	1,702,387	1,702,387	803,649
2032	972	33,293	2,619,377	354,739	8,312	400,924	270,807	1,584,595	1,584,595	677,131
2033	913	30,357	2,395,629	330,839	3,687	366,346	246,469	1,448,288	1,448,288	560,217
2034	839	27,926	2,212,399	325,132	1,704	338,731	223,976	1,322,856	1,322,856	463,203
2035	791	25,690	2,042,530	318,432	1,696	313,009	203,380	1,206,013	1,206,013	382,265
2036	729	23,489	1,874,199	307,312	1,966	287,206	183,994	1,093,721	1,093,721	313,808
2037	673	21,331	1,702,968	292,432	3,383	260,982	164,713	981,458	981,458	254,903
2038	615	19,586	1,563,195	287,375	2,046	239,836	147,739	886,199	886,199	208,346
2039	541	17,985	1,429,310	271,513	2,349	219,250	133,217	802,981	802,981	170,893
2040	512	16,575	1,317,949	265,980	2,228	202,187	119,995	727,559	727,559	140,157
2041	465	15,197	1,208,539	261,346	2,324	185,483	106,838	652,548	652,548	113,797
2042	410	13,449	1,071,617	245,010	2,942	164,297	92,871	566,497	566,497	89,421
2043	382	12,277	978,081	235,621	3,035	149,811	82,591	507,023	507,023	72,456
2044	330	11,043	876,975	217,975	6,330	134,588	77,667	440,415	440,415	56,962
2045	315	10,383	823,506	215,405	6,008	126,785	71,316	403,992	403,992	47,307
2046	295	9,726	771,307	213,623	6,898	119,182	64,750	366,854	366,854	38,879
2047	275	9,066	719,504	211,398	7,310	111,612	58,403	330,781	330,781	31,735
2048	237	7,564	606,627	188,364	8,535	94,366	48,220	267,142	267,142	23,201
Subtotal	**16,956**	**590,258**	**45,812,446**	**7,169,063**	**1,881,309**	**7,045,316**	**4,572,735**	**25,144,023**	**25,144,023**	**11,229,722**
Remaining	2,507	85,670	6,744,290	2,559,309	67,756	1,067,742	461,900	2,587,583	2,587,583	99,997
Total	**19,463**	**675,928**	**52,556,736**	**9,728,372**	**1,949,065**	**8,113,058**	**5,034,635**	**27,731,606**	**27,731,606**	**11,329,719**

Notes:

1. Probable and possible reserves and values for probable and possible reserves have not been risk adjusted to make them comparable to proved reserves and values for proved reserves.
2. UNG has represented that its reported net interest is 100 percent in the evaluated fields; therefore, gross reserves are equal to net reserves and are expressed herein as net reserves.
3. Refer to Table EC1 for prices and sales allocations.

Present Worth at (10^3U.S.$)	
8 Percent	(2,133,895,428)
15 Percent	(2,138,643,132)
20 Percent	(2,140,533,625)

TABLE 20
NET OIL and CONDENSATE CONTINGENT RESOURCES
as of
DECEMBER 31, 2023
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN

DeGolyer and MacNaughton
F-716
TEXAS REGISTERED ENGINEERING FIRM

English Units

	1C			2C			3C		
Field	**Economically Viable (10^3bbl)**	**Economically Not Viable (10^3bbl)**	**Total (10^3bbl)**	**Economically Viable (10^3bbl)**	**Economically Not Viable (10^3bbl)**	**Total (10^3bbl)**	**Economically Viable (10^3bbl)**	**Economically Not Viable (10^3bbl)**	**Total (10^3bbl)**
Akhirbulak	0	0	0	0	0	0	0	282	282
Alan	0	0	0	0	0	0	0	105	105
Andakli	0	0	0	0	0	0	0	3	3
Aral	0	0	0	0	0	0	0	40	40
Aralyk	0	0	0	0	0	0	0	108	108
area Dengizkul-North Dengizkul-Khauzak	0	0	0	0	0	0	0	0	0
Arslan (Zhanubiy Surgil)	0	0	0	2,459	0	2,459	2,917	10	2,927
Auzikent	0	0	0	0	0	0	0	0	0
Berdak-Shimoliy Berdak	0	0	0	0	327	327	0	2,084	2,084
Berdykuduk	0	0	0	0	0	0	0	0	0
Beskala	0	0	0	0	0	0	0	139	139
Buzakhur	0	0	0	0	0	0	0	14	14
Chakar	0	0	0	0	0	0	0	4	4
Chegarakum	0	0	0	0	0	0	0	16	16
Chetkum	0	0	0	0	0	0	0	39	39
Chilkuvar	0	0	0	0	0	0	0	0	0
Chunagar	0	0	0	261	0	261	1,410	2	1,412
Dali	0	0	0	0	0	0	0	0	0
Dayakhatyn	0	0	0	0	0	0	0	40	40
Dultatepa	0	0	0	0	7	7	0	12	12
East Buzakhur	0	0	0	0	0	0	0	13	13
East Dengizkul	0	0	0	0	0	0	0	1	1
East Karail	0	0	0	0	0	0	0	0	0
Erkin	0	0	0	0	0	0	0	25	25
Garbi	0	0	0	0	0	0	0	0	0
Garbiy Akkum	0	0	0	0	0	0	0	6	6
Garbiy Khakkul	0	0	0	0	0	0	0	6	6
Girsan-Divkhona-Shimoliy	857	0	857	1,156	0	1,156	1,292	48	1,340
Illanli	0	0	0	0	0	0	0	7	7
Inam	0	0	0	0	0	0	0	142	142

TABLE 20 - NET OIL and CONDENSATE CONTINGENT RESOURCES - *(Continued)*

English Units

Field	1C Economically Viable (10^3bbl)	1C Economically Not Viable (10^3bbl)	1C Total (10^3bbl)	2C Economically Viable (10^3bbl)	2C Economically Not Viable (10^3bbl)	2C Total (10^3bbl)	3C Economically Viable (10^3bbl)	3C Economically Not Viable (10^3bbl)	3C Total (10^3bbl)
Istiklol-25 (Kalsikum)	0	0	0	0	0	0	0	31	31
Istmok	0	0	0	0	0	0	0	38	38
Iymon	0	0	0	0	0	0	0	0	0
Jebe	0	0	0	0	1	1	0	22	22
Kagan	0	0	0	0	0	0	0	1	1
Kaltakyr	0	0	0	0	0	0	0	0	0
Karakum	0	0	0	0	0	0	0	1	1
Khakkul	0	0	0	0	0	0	0	0	0
Khodzhihairam	0	0	0	0	0	0	0	8	8
Khodzhikazgan-Uchburgan	0	0	0	0	0	0	0	10	10
Khosil	0	0	0	0	0	0	0	2	2
Kokdumalak	0	275	275	0	334	334	0	1,013	1,013
Koshtepa	0	0	0	0	0	0	0	7	7
Kuanysh	0	0	0	0	0	0	0	88	88
Kuii Sharkii Berdak	0	0	0	0	0	0	0	124	124
Kuii Surgil	0	0	0	0	0	0	0	89	89
Kulbeshkak	0	0	0	0	0	0	0	28	28
Kultak	0	0	0	0	0	0	0	6	6
Kumli	0	0	0	0	0	0	0	0	0
Kushimcha	0	0	0	0	0	0	0	2	2
Kushkair	0	0	0	0	0	0	0	115	115
Kyzyl-Shaly	0	0	0	0	0	0	0	2	2
Marvarid	0	199	199	0	211	211	0	224	224
Mirkomilkuduk	209	34	243	226	50	276	246	70	316
Moikuduk	0	0	0	0	0	0	0	0	0
Murodtepa-Attamurod	0	0	0	0	0	0	0	1	1
Namazbai	0	0	0	0	0	0	0	0	0
Niyoz	0	0	0	0	0	0	0	0	0
Nortepa	0	0	0	0	14	14	0	21	21
North Khankyz	0	0	0	0	0	0	0	154	154

TABLE 20 - NET OIL and CONDENSATE CONTINGENT RESOURCES - *(Continued)*

English Units

Field	1C Economically Viable (10^3bbl)	1C Economically Not Viable (10^3bbl)	1C Total (10^3bbl)	2C Economically Viable (10^3bbl)	2C Economically Not Viable (10^3bbl)	2C Total (10^3bbl)	3C Economically Viable (10^3bbl)	3C Economically Not Viable (10^3bbl)	3C Total (10^3bbl)
North Shady	0	0	0	0	0	0	0	24	24
North Suzma-Chakkakum	0	10	10	66	46	112	84	74	158
Oidin	0	0	0	0	0	0	0	0	0
Pattali	0	0	0	0	0	0	0	2	2
Rakhmatbobo	0	0	0	0	13	13	0	25	25
Rozzokbobo	0	0	0	0	0	0	0	102	102
Saikhun	0	0	0	0	0	0	0	35	35
Samantepe	0	0	0	0	0	0	0	64	64
Savatli	0	0	0	0	0	0	0	0	0
Shagyrlyk	0	0	0	0	0	0	0	155	155
Sharkii Khatar	0	1	1	0	165	165	0	186	186
Sharkiy Arslan	0	0	0	0	0	0	0	12	12
Sharkiy Berdak	0	0	0	0	0	0	0	1,549	1,549
Shege	0	0	0	0	0	0	0	150	150
Shimoliy Darbaza	0	0	0	0	9	9	0	20	20
Shimoliy Muborak	0	0	0	0	0	0	0	9	9
Shimoliy Tegermen	0	0	0	0	0	0	0	0	0
Shorkum	0	0	0	0	22	22	0	29	29
Shortak	0	0	0	0	0	0	0	3	3
Izhobat-Shumak	0	0	0	0	0	0	0	5	5
Shurtan	0	0	0	0	68	68	0	861	861
South Alan	0	0	0	0	0	0	0	0	0
South Kemachi	0	0	0	0	379	379	0	662	662
South Kulbeshkak	169	0	169	446	0	446	476	0	476
South Pamuk	0	0	0	0	0	0	0	0	0
South Tandyrcha	0	0	0	0	0	0	0	9	9
Tailak	0	0	0	0	0	0	0	6	6
Tarnasai	0	0	0	0	0	0	0	31	31
Tashkuduk	0	0	0	0	0	0	0	0	0
Tegermen-West Tegermen	0	0	0	0	0	0	0	100	100

TABLE 20 - NET OIL and CONDENSATE CONTINGENT RESOURCES - *(Continued)*

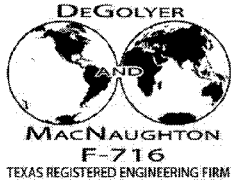
English Units

Field	1C Economically Viable (10^3bbl)	1C Economically Not Viable (10^3bbl)	1C Total (10^3bbl)	2C Economically Viable (10^3bbl)	2C Economically Not Viable (10^3bbl)	2C Total (10^3bbl)	3C Economically Viable (10^3bbl)	3C Economically Not Viable (10^3bbl)	3C Total (10^3bbl)
Tillali	0	0	0	0	0	0	0	60	60
Topichaksoi	0	0	0	0	0	0	0	0	0
Tumaris	0	0	0	0	0	0	0	138	138
Uchkyr	0	3	3	0	138	138	0	343	343
Uchtepa	27	5	32	169	8	177	365	13	378
Umid	0	0	0	0	83	83	0	208	208
Urtabulak	0	0	0	0	0	0	0	11	11
Urtakum	0	0	0	360	0	360	384	3	387
Uvada	0	8	8	0	14	14	0	18	18
Uzunshor	32	0	32	111	0	111	189	0	189
West Kuii Surgil	0	0	0	0	0	0	0	40	40
Yangi Alat	0	0	0	0	0	0	0	67	67
Yangi Kyzylrabat	0	0	0	0	1	1	0	22	22
Yangi Tegermen	0	0	0	0	0	0	0	15	15
Yangikazgan	0	0	0	0	0	0	0	1	1
Yormok	0	0	0	0	0	0	0	1	1
Zafar	0	0	0	0	0	0	0	0	0
Zarabog	0	0	0	0	0	0	0	23	23
Zevardy	0	0	0	0	0	0	0	24	24
Zhairon	0	0	0	0	0	0	0	0	0
Zhanubiy Muborak	0	0	0	0	2	2	0	24	24
Total	**1,294**	**535**	**1,829**	**5,254**	**1,892**	**7,146**	**7,363**	**10,327**	**17,690**

Notes:

1. 1C, 2C, and 3C estimates follow the PRMS guidelines for contingent resources
2. Application of any risk factor to contingent resources quantities does not equate contingent resources with reserves.
3. There is no certainty that it will be commercially viable to produce any portion of the contingent resources evaluated herein.
4. UNG has represented that its reported net interest is 100 percent in the evaluated fields; therefore, gross contingent resources are equal to net contingent resources and are expressed herein as net contingent resources.

TABLE 21
NET OIL and CONDENSATE CONTINGENT RESOURCES
as of
DECEMBER 31, 2023
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN



Metric Units

	1C			2C			3C		
Field	**Economically Viable (10^3mt)**	**Economically Not Viable (10^3mt)**	**Total (10^3mt)**	**Economically Viable (10^3mt)**	**Economically Not Viable (10^3mt)**	**Total (10^3mt)**	**Economically Viable (10^3mt)**	**Economically Not Viable (10^3mt)**	**Total (10^3mt)**
Akhirbulak	0	0	0	0	0	0	0	31	31
Alan	0	0	0	0	0	0	0	14	14
Andakli	0	0	0	0	0	0	0	0	0
Aral	0	0	0	0	0	0	0	4	4
Aralyk	0	0	0	0	0	0	0	12	12
area Dengizkul-North Dengizkul-Khauzak	0	0	0	0	0	0	0	0	0
Arslan (Zhanubiy Surgil)	0	0	0	274	0	274	325	1	326
Auzikent	0	0	0	0	0	0	0	0	0
Berdak-Shimoliy Berdak	0	0	0	0	39	39	0	248	248
Berdykuduk	0	0	0	0	0	0	0	0	0
Beskala	0	0	0	0	0	0	0	16	16
Buzakhur	0	0	0	0	0	0	0	2	2
Chakar	0	0	0	0	0	0	0	0	0
Chegarakum	0	0	0	0	0	0	0	2	2
Chetkum	0	0	0	0	0	0	0	5	5
Chilkuvar	0	0	0	0	0	0	0	0	0
Chunagar	0	0	0	33	0	33	179	0	179
Dali	0	0	0	0	0	0	0	0	0
Dayakhatyn	0	0	0	0	0	0	0	4	4
Dultatepa	0	0	0	0	1	1	0	1	1
East Buzakhur	0	0	0	0	0	0	0	2	2
East Dengizkul	0	0	0	0	0	0	0	0	0
East Karail	0	0	0	0	0	0	0	0	0
Erkin	0	0	0	0	0	0	0	3	3
Garbi	0	0	0	0	0	0	0	0	0
Garbiy Akkum	0	0	0	0	0	0	0	1	1
Garbiy Khakkul	0	0	0	0	0	0	0	1	1
Girsan-Divkhona-Shimoliy	95	0	95	128	0	128	143	5	148
Illanli	0	0	0	0	0	0	0	1	1
Inam	0	0	0	0	0	0	0	16	16

TABLE 21 - NET OIL and CONDENSATE CONTINGENT RESOURCES - *(Continued)*

Metric Units

Field	1C Economically Viable (10^3mt)	1C Economically Not Viable (10^3mt)	1C Total (10^3mt)	2C Economically Viable (10^3mt)	2C Economically Not Viable (10^3mt)	2C Total (10^3mt)	3C Economically Viable (10^3mt)	3C Economically Not Viable (10^3mt)	3C Total (10^3mt)
Istiklol-25 (Kalsikum)	0	0	0	0	0	0	0	4	4
Istmok	0	0	0	0	0	0	0	4	4
Iymon	0	0	0	0	0	0	0	0	0
Jebe	0	0	0	0	1	1	0	3	3
Kagan	0	0	0	0	0	0	0	0	0
Kaltakyr	0	0	0	0	0	0	0	0	0
Karakum	0	0	0	0	0	0	0	0	0
Khakkul	0	0	0	0	0	0	0	0	0
Khodzhihairam	0	0	0	0	0	0	0	1	1
Khodzhikazgan-Uchburgan	0	0	0	0	0	0	0	1	1
Khosil	0	0	0	0	0	0	0	0	0
Kokdumalak	0	31	31	0	37	37	0	132	132
Koshtepa	0	0	0	0	0	0	0	1	1
Kuanysh	0	0	0	0	0	0	0	10	10
Kuii Sharkii Berdak	0	0	0	0	0	0	0	14	14
Kuii Surgil	0	0	0	0	0	0	0	10	10
Kulbeshkak	0	0	0	0	0	0	0	3	3
Kultak	0	0	0	0	0	0	0	1	1
Kumli	0	0	0	0	0	0	0	0	0
Kushimcha	0	0	0	0	0	0	0	0	0
Kushkair	0	0	0	0	0	0	0	13	13
Kyzyl-Shaly	0	0	0	0	0	0	0	0	0
Marvarid	0	22	22	0	23	23	0	24	24
Mirkomilkuduk	23	4	27	25	6	31	27	8	35
Moikuduk	0	0	0	0	0	0	0	0	0
Murodtepa-Attamurod	0	0	0	0	0	0	0	0	0
Namazbai	0	0	0	0	0	0	0	0	0
Niyoz	0	0	0	0	0	0	0	0	0
Nortepa	0	0	0	0	2	2	0	3	3
North Khankyz	0	0	0	0	0	0	0	17	17

TABLE 21 - NET OIL and CONDENSATE CONTINGENT RESOURCES - *(Continued)*

Metric Units

Field	1C Economically Viable (10^3mt)	1C Economically Not Viable (10^3mt)	1C Total (10^3mt)	2C Economically Viable (10^3mt)	2C Economically Not Viable (10^3mt)	2C Total (10^3mt)	3C Economically Viable (10^3mt)	3C Economically Not Viable (10^3mt)	3C Total (10^3mt)
North Shady	0	0	0	0	0	0	0	3	3
North Suzma-Chakkakum	0	1	1	7	5	12	9	8	17
Oidin	0	0	0	0	0	0	0	0	0
Pattali	0	0	0	0	0	0	0	0	0
Rakhmatbobo	0	0	0	0	1	1	0	3	3
Rozzokbobo	0	0	0	0	0	0	0	11	11
Saikhun	0	0	0	0	0	0	0	4	4
Samantepe	0	0	0	0	0	0	0	7	7
Savatli	0	0	0	0	0	0	0	0	0
Shagyrlyk	0	0	0	0	0	0	0	17	17
Sharkii Khatar	0	0	0	0	18	18	0	21	21
Sharkiy Arslan	0	0	0	0	0	0	0	1	1
Sharkiy Berdak	0	0	0	0	0	0	0	193	193
Shege	0	0	0	0	0	0	0	17	17
Shimoliy Darbaza	0	0	0	0	1	1	0	2	2
Shimoliy Muborak	0	0	0	0	0	0	0	1	1
Shimoliy Tegermen	0	0	0	0	0	0	0	0	0
Shorkum	0	0	0	0	3	3	0	3	3
Shortak	0	0	0	0	0	0	0	0	0
Izhobat-Shumak	0	0	0	0	0	0	0	1	1
Shurtan	0	0	0	0	7	7	0	96	96
South Alan	0	0	0	0	0	0	0	0	0
South Kemachi	0	0	0	0	54	54	0	93	93
South Kulbeshkak	19	0	19	50	0	50	53	0	53
South Pamuk	0	0	0	0	0	0	0	0	0
South Tandyrcha	0	0	0	0	0	0	0	1	1
Tailak	0	0	0	0	0	0	0	1	1
Tarnasai	0	0	0	0	0	0	0	3	3
Tashkuduk	0	0	0	0	0	0	0	0	0
Tegermen-West Tegermen	0	0	0	0	0	0	0	13	13

TABLE 21 - NET OIL and CONDENSATE CONTINGENT RESOURCES - *(Continued)*

Metric Units

Field	1C Economically Viable (10^3mt)	1C Economically Not Viable (10^3mt)	1C Total (10^3mt)	2C Economically Viable (10^3mt)	2C Economically Not Viable (10^3mt)	2C Total (10^3mt)	3C Economically Viable (10^3mt)	3C Economically Not Viable (10^3mt)	3C Total (10^3mt)
Tillali	0	0	0	0	0	0	0	7	7
Topichaksoi	0	0	0	0	0	0	0	0	0
Tumaris	0	0	0	0	0	0	0	15	15
Uchkyr	0	0	0	0	16	16	0	38	38
Uchtepa	4	1	5	22	1	23	47	2	49
Umid	0	0	0	0	11	11	0	29	29
Urtabulak	0	0	0	0	0	0	0	1	1
Urtakum	0	0	0	40	0	40	43	0	43
Uvada	0	1	1	0	2	2	0	2	2
Uzunshor	5	0	5	17	0	17	29	0	29
West Kuii Surgil	0	0	0	0	0	0	0	4	4
Yangi Alat	0	0	0	0	0	0	0	9	9
Yangi Kyzylrabat	0	0	0	0	0	0	0	3	3
Yangi Tegermen	0	0	0	0	0	0	0	2	2
Yangikazgan	0	0	0	0	0	0	0	0	0
Yormok	0	0	0	0	0	0	0	0	0
Zafar	0	0	0	0	0	0	0	0	0
Zarabog	0	0	0	0	0	0	0	3	3
Zevardy	0	0	0	0	0	0	0	3	3
Zhairon	0	0	0	0	0	0	0	0	0
Zhanubiy Muborak	0	0	0	0	0	0	0	3	3
Total	**146**	**60**	**206**	**596**	**228**	**824**	**855**	**1,238**	**2,093**

Notes:

1. 1C, 2C, and 3C estimates follow the PRMS guidelines for contingent resources
2. Application of any risk factor to contingent resources quantities does not equate contingent resources with reserves.
3. There is no certainty that it will be commercially viable to produce any portion of the contingent resources evaluated herein.
4. UNG has represented that its reported net interest is 100 percent in the evaluated fields; therefore, gross contingent resources are equal to net contingent resources and are expressed herein as net contingent resources.

TABLE 22
NET SALES GAS CONTINGENT RESOURCES
as of
DECEMBER 31, 2023
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN

DeGolyer and MacNaughton
F-716
TEXAS REGISTERED ENGINEERING FIRM

English Units

	1C			2C			3C		
Field	**Economically Viable ($10^6 ft^3$)**	**Economically Not Viable ($10^6 ft^3$)**	**Total ($10^6 ft^3$)**	**Economically Viable ($10^6 ft^3$)**	**Economically Not Viable ($10^6 ft^3$)**	**Total ($10^6 ft^3$)**	**Economically Viable ($10^6 ft^3$)**	**Economically Not Viable ($10^6 ft^3$)**	**Total ($10^6 ft^3$)**
Akhirbulak	0	0	0	0	0	0	0	18,595	18,595
Alan	0	0	0	0	0	0	0	17,286	17,286
Andakli	0	0	0	0	0	0	0	398	398
Aral	0	0	0	0	0	0	0	6,259	6,259
Aralyk	0	0	0	0	0	0	0	21,076	21,076
area Dengizkul-North Dengizkul-Khauzak	0	0	0	0	0	0	0	0	0
Arslan (Zhanubiy Surgil)	0	0	0	320,384	0	320,384	380,109	1,271	381,380
Auzikent	0	0	0	0	521	521	0	1,116	1,116
Berdak-Shimoliy Berdak	0	0	0	0	34,158	34,158	0	217,844	217,844
Berdykuduk	0	0	0	0	0	0	0	0	0
Beskala	0	0	0	0	0	0	0	9,027	9,027
Buzakhur	0	0	0	0	0	0	0	1,352	1,352
Chakar	0	0	0	0	0	0	0	636	636
Chegarakum	0	0	0	0	0	0	0	2,261	2,261
Chetkum	0	0	0	0	0	0	0	5,409	5,409
Chilkuvar	0	0	0	0	0	0	0	0	0
Chunagar	0	0	0	34,825	0	34,825	187,955	209	188,164
Dali	0	0	0	0	0	0	0	0	0
Dayakhatyn	0	0	0	0	0	0	0	7,197	7,197
Dultatepa	0	0	0	0	2,067	2,067	0	3,288	3,288
East Buzakhur	0	0	0	0	0	0	0	1,217	1,217
East Dengizkul	0	0	0	0	0	0	0	209	209
East Karail	0	0	0	0	21,223	21,223	0	23,128	23,128
Erkin	0	0	0	0	0	0	0	3,022	3,022
Garbi	0	0	0	0	0	0	0	0	0
Garbiy Akkum	0	0	0	0	0	0	0	1,113	1,113
Garbiy Khakkul	0	0	0	0	0	0	0	1,099	1,099
Girsan-Divkhona-Shimoliy	226,862	0	226,862	306,084	0	306,084	342,094	12,657	354,751
Illanli	0	0	0	0	0	0	0	831	831
Inam	0	0	0	0	0	0	0	12,727	12,727

TABLE 22 - NET SALES GAS CONTINGENT RESOURCES - *(Continued)*

English Units

	1C			2C			3C		
Field	**Economically Viable ($10^6 ft^3$)**	**Economically Not Viable ($10^6 ft^3$)**	**Total ($10^6 ft^3$)**	**Economically Viable ($10^6 ft^3$)**	**Economically Not Viable ($10^6 ft^3$)**	**Total ($10^6 ft^3$)**	**Economically Viable ($10^6 ft^3$)**	**Economically Not Viable ($10^6 ft^3$)**	**Total ($10^6 ft^3$)**
Istiklol-25 (Kalsikum)	0	0	0	0	0	0	0	4,160	4,160
Istmok	0	0	0	0	0	0	0	3,100	3,100
Iymon	0	0	0	0	0	0	0	60	60
Jebe	0	0	0	0	231	231	0	3,236	3,236
Kagan	0	0	0	0	0	0	0	204	204
Kaltakyr	0	0	0	0	0	0	0	1,155	1,155
Karakum	0	0	0	0	0	0	0	532	532
Khakkul	0	0	0	0	0	0	0	3	3
Khodzhihairam	0	0	0	0	0	0	0	2,324	2,324
Khodzhikazgan-Uchburgan	0	0	0	0	0	0	0	1,559	1,559
Khosil	0	0	0	0	0	0	0	391	391
Kokdumalak	0	51,987	51,987	0	63,107	63,107	0	74,338	74,338
Koshtepa	0	0	0	0	0	0	0	907	907
Kuanysh	0	0	0	0	0	0	0	1,737	1,737
Kuii Sharkii Berdak	0	0	0	0	0	0	0	24,294	24,294
Kuii Surgil	0	0	0	0	0	0	0	16,606	16,606
Kulbeshkak	97,163	0	97,163	341,949	0	341,949	371,476	5,835	377,311
Kultak	0	0	0	0	0	0	0	1,098	1,098
Kumli	0	0	0	0	0	0	0	0	0
Kushimcha	0	0	0	0	0	0	0	458	458
Kushkair	0	0	0	0	0	0	0	12,835	12,835
Kyzyl-Shaly	0	0	0	0	0	0	0	363	363
Marvarid	0	10,312	10,312	0	10,956	10,956	0	11,643	11,643
Mirkomilkuduk	37,861	6,055	43,916	41,016	9,064	50,080	44,697	12,576	57,273
Moikuduk	0	0	0	0	0	0	0	7	7
Murodtepa-Attamurod	0	0	0	0	0	0	0	199	199
Namazbai	0	0	0	0	0	0	0	0	0
Niyoz	0	0	0	0	0	0	0	0	0
Nortepa	0	0	0	0	2,131	2,131	0	3,025	3,025
North Khankyz	0	0	0	0	0	0	0	19,785	19,785

TABLE 22 - NET SALES GAS CONTINGENT RESOURCES - *(Continued)*

English Units

	1C			2C			3C		
Field	**Economically Viable ($10^6 ft^3$)**	**Economically Not Viable ($10^6 ft^3$)**	**Total ($10^6 ft^3$)**	**Economically Viable ($10^6 ft^3$)**	**Economically Not Viable ($10^6 ft^3$)**	**Total ($10^6 ft^3$)**	**Economically Viable ($10^6 ft^3$)**	**Economically Not Viable ($10^6 ft^3$)**	**Total ($10^6 ft^3$)**
North Shady	0	0	0	0	0	0	0	8,949	8,949
North Suzma-Chakkakum	0	2,689	2,689	17,000	11,755	28,755	21,682	19,008	40,690
Oidin	0	0	0	0	0	0	0	1,594	1,594
Pattali	0	0	0	0	81	81	0	1,655	1,655
Rakhmatbobo	0	0	0	0	1,586	1,586	0	2,951	2,951
Rozzokbobo	0	0	0	0	0	0	0	11,484	11,484
Saikhun	0	0	0	0	0	0	0	2,291	2,291
Samantepe	0	0	0	0	0	0	0	23,050	23,050
Savatli	0	0	0	0	0	0	0	0	0
Shagyrlyk	0	0	0	0	0	0	0	8,562	8,562
Sharkii Khatar	0	200	200	0	29,914	29,914	0	33,734	33,734
Sharkiy Arslan	0	0	0	0	0	0	0	2,263	2,263
Sharkiy Berdak	0	0	0	0	0	0	0	135,379	135,379
Shege	0	0	0	0	0	0	0	11,707	11,707
Shimoliy Darbaza	0	0	0	0	2,976	2,976	0	6,128	6,128
Shimoliy Muborak	0	0	0	0	0	0	0	1,623	1,623
Shimoliy Tegermen	0	0	0	0	0	0	0	0	0
Shorkum	0	7	7	0	4,329	4,329	0	5,858	5,858
Shortak	0	0	0	0	0	0	0	764	764
Izhobat-Shumak	0	0	0	0	0	0	0	1,041	1,041
Shurtan	0	0	0	0	12,458	12,458	0	158,193	158,193
South Alan	0	0	0	0	0	0	0	0	0
South Kemachi	0	0	0	0	16	16	0	2,492	2,492
South Kulbeshkak	20,391	0	20,391	53,757	0	53,757	57,341	0	57,341
South Pamuk	0	0	0	0	0	0	0	0	0
South Tandyrcha	0	0	0	0	0	0	0	2,060	2,060
Tailak	0	0	0	0	0	0	0	1,188	1,188
Tarnasai	0	0	0	0	0	0	0	14,249	14,249
Tashkuduk	0	1,906	1,906	0	3,421	3,421	0	4,936	4,936
Tegermen-West Tegermen	0	0	0	0	0	0	0	32,499	32,499

TABLE 22 - NET SALES GAS CONTINGENT RESOURCES - *(Continued)*

DeGolyer and MacNaughton F-716 TEXAS REGISTERED ENGINEERING FIRM

English Units

	1C			2C			3C		
Field	**Economically Viable ($10^6 ft^3$)**	**Economically Not Viable ($10^6 ft^3$)**	**Total ($10^6 ft^3$)**	**Economically Viable ($10^6 ft^3$)**	**Economically Not Viable ($10^6 ft^3$)**	**Total ($10^6 ft^3$)**	**Economically Viable ($10^6 ft^3$)**	**Economically Not Viable ($10^6 ft^3$)**	**Total ($10^6 ft^3$)**
Tillali	0	0	0	0	0	0	0	4,003	4,003
Topichaksoi	0	0	0	0	0	0	0	128	128
Tumaris	0	0	0	0	0	0	0	33,132	33,132
Uchkyr	0	737	737	0	40,052	40,052	0	99,026	99,026
Uchtepa	0	4,153	4,153	0	6,658	6,658	0	10,581	10,581
Umid	0	0	0	0	20	20	0	2,757	2,757
Urtabulak	0	0	0	0	0	0	0	6,147	6,147
Urtakum	0	0	0	81,412	0	81,412	86,839	695	87,534
Uvada	0	1,173	1,173	0	2,027	2,027	0	2,539	2,539
Uzunshor	0	0	0	0	0	0	0	0	0
West Kuii Surgil	0	0	0	0	0	0	0	15,747	15,747
Yangi Alat	0	0	0	0	0	0	0	20,464	20,464
Yangi Kyzylrabat	0	0	0	0	307	307	0	4,330	4,330
Yangi Tegermen	0	0	0	0	0	0	0	3,001	3,001
Yangikazgan	0	0	0	0	0	0	0	95	95
Yormok	0	0	0	0	0	0	0	219	219
Zafar	0	0	0	0	0	0	0	0	0
Zarabog	0	0	0	0	0	0	0	2,442	2,442
Zevardy	0	0	0	0	0	0	0	4,552	4,552
Zhairon	0	0	0	0	0	0	0	0	0
Zhanubiy Muborak	0	0	0	0	721	721	0	10,017	10,017
Total	**382,277**	**79,219**	**461,496**	**1,196,427**	**259,779**	**1,456,206**	**1,492,193**	**1,285,190**	**2,777,383**

Notes:

1. 1C, 2C, and 3C estimates follow the PRMS guidelines for contingent resources
2. Application of any risk factor to contingent resources quantities does not equate contingent resources with reserves.
3. There is no certainty that it will be commercially viable to produce any portion of the contingent resources evaluated herein.
4. UNG has represented that its reported net interest is 100 percent in the evaluated fields; therefore, gross contingent resources are equal to net contingent resources and are expressed herein as net contingent resources.

TABLE 23
NET SALES GAS CONTINGENT RESOURCES
as of
DECEMBER 31, 2023
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN

DeGolyer and MacNaughton
F-716
TEXAS REGISTERED ENGINEERING FIRM

Metric Units

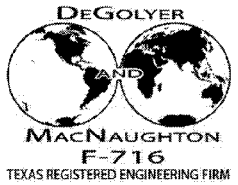
	1C			2C			3C		
Field	**Economically Viable ($10^6 m^3$)**	**Economically Not Viable ($10^6 m^3$)**	**Total ($10^6 m^3$)**	**Economically Viable ($10^6 m^3$)**	**Economically Not Viable ($10^6 m^3$)**	**Total ($10^6 m^3$)**	**Economically Viable ($10^6 m^3$)**	**Economically Not Viable ($10^6 m^3$)**	**Total ($10^6 m^3$)**
Akhirbulak	0	0	0	0	0	0	0	527	527
Alan	0	0	0	0	0	0	0	489	489
Andakli	0	0	0	0	0	0	0	11	11
Aral	0	0	0	0	0	0	0	177	177
Aralyk	0	0	0	0	0	0	0	597	597
area Dengizkul-North Dengizkul-Khauzak	0	0	0	0	0	0	0	0	0
Arslan (Zhanubiy Surgil)	0	0	0	9,072	0	9,072	10,763	36	10,799
Auzikent	0	0	0	0	14	14	0	32	32
Berdak-Shimoliy Berdak	0	0	0	0	967	967	0	6,169	6,169
Berdykuduk	0	0	0	0	0	0	0	0	0
Beskala	0	0	0	0	0	0	0	256	256
Buzakhur	0	0	0	0	0	0	0	38	38
Chakar	0	0	0	0	0	0	0	18	18
Chegarakum	0	0	0	0	0	0	0	64	64
Chetkum	0	0	0	0	0	0	0	153	153
Chilkuvar	0	0	0	0	0	0	0	0	0
Chunagar	0	0	0	986	0	986	5,322	6	5,328
Dali	0	0	0	0	0	0	0	0	0
Dayakhatyn	0	0	0	0	0	0	0	204	204
Dultatepa	0	0	0	0	58	58	0	93	93
East Buzakhur	0	0	0	0	0	0	0	34	34
East Dengizkul	0	0	0	0	0	0	0	6	6
East Karail	0	0	0	0	601	601	0	655	655
Erkin	0	0	0	0	0	0	0	86	86
Garbi	0	0	0	0	0	0	0	0	0
Garbiy Akkum	0	0	0	0	0	0	0	32	32
Garbiy Khakkul	0	0	0	0	0	0	0	31	31
Girsan-Divkhona-Shimoliy	6,424	0	6,424	8,667	0	8,667	9,687	358	10,045
Illanli	0	0	0	0	0	0	0	24	24
Inam	0	0	0	0	0	0	0	360	360

TABLE 23 - NET SALES GAS CONTINGENT RESOURCES - *(Continued)*

Metric Units

	1C			2C			3C		
Field	**Economically Viable ($10^6 m^3$)**	**Economically Not Viable ($10^6 m^3$)**	**Total ($10^6 m^3$)**	**Economically Viable ($10^6 m^3$)**	**Economically Not Viable ($10^6 m^3$)**	**Total ($10^6 m^3$)**	**Economically Viable ($10^6 m^3$)**	**Economically Not Viable ($10^6 m^3$)**	**Total ($10^6 m^3$)**
Istiklol-25 (Kalsikum)	0	0	0	0	0	0	0	118	118
Istmok	0	0	0	0	0	0	0	88	88
Iymon	0	0	0	0	0	0	0	2	2
Jebe	0	0	0	0	6	6	0	92	92
Kagan	0	0	0	0	0	0	0	6	6
Kaltakyr	0	0	0	0	0	0	0	33	33
Karakum	0	0	0	0	0	0	0	15	15
Khakkul	0	0	0	0	0	0	0	0	0
Khodzhihairam	0	0	0	0	0	0	0	66	66
Khodzhikazgan-Uchburgan	0	0	0	0	0	0	0	44	44
Khosil	0	0	0	0	0	0	0	11	11
Kokdumalak	0	1,472	1,472	0	1,787	1,787	0	2,105	2,105
Koshtepa	0	0	0	0	0	0	0	26	26
Kuanysh	0	0	0	0	0	0	0	49	49
Kuii Sharkii Berdak	0	0	0	0	0	0	0	688	688
Kuii Surgil	0	0	0	0	0	0	0	470	470
Kulbeshkak	2,751	0	2,751	9,683	0	9,683	10,519	165	10,684
Kultak	0	0	0	0	0	0	0	31	31
Kumli	0	0	0	0	0	0	0	0	0
Kushimcha	0	0	0	0	0	0	0	13	13
Kushkair	0	0	0	0	0	0	0	363	363
Kyzyl-Shaly	0	0	0	0	0	0	0	10	10
Marvarid	0	292	292	0	310	310	0	329	329
Mirkomilkuduk	1,072	171	1,243	1,161	257	1,418	1,265	356	1,621
Moikuduk	0	0	0	0	0	0	0	0	0
Murodtepa-Attamurod	0	0	0	0	0	0	0	6	6
Namazbai	0	0	0	0	0	0	0	0	0
Niyoz	0	0	0	0	0	0	0	0	0
Nortepa	0	0	0	0	60	60	0	86	86
North Khankyz	0	0	0	0	0	0	0	560	560

TABLE 23 - NET SALES GAS CONTINGENT RESOURCES - *(Continued)*



Metric Units

	1C			2C			3C		
Field	**Economically Viable ($10^6 m^3$)**	**Economically Not Viable ($10^6 m^3$)**	**Total ($10^6 m^3$)**	**Economically Viable ($10^6 m^3$)**	**Economically Not Viable ($10^6 m^3$)**	**Total ($10^6 m^3$)**	**Economically Viable ($10^6 m^3$)**	**Economically Not Viable ($10^6 m^3$)**	**Total ($10^6 m^3$)**
North Shady	0	0	0	0	0	0	0	253	253
North Suzma-Chakkakum	0	76	76	481	333	814	614	538	1,152
Oidin	0	0	0	0	0	0	0	45	45
Pattali	0	0	0	0	3	3	0	47	47
Rakhmatbobo	0	0	0	0	45	45	0	84	84
Rozzokbobo	0	0	0	0	0	0	0	325	325
Saikhun	0	0	0	0	0	0	0	65	65
Samantepe	0	0	0	0	0	0	0	653	653
Savatli	0	0	0	0	0	0	0	0	0
Shagyrlyk	0	0	0	0	0	0	0	242	242
Sharkii Khatar	0	6	6	0	847	847	0	955	955
Sharkiy Arslan	0	0	0	0	0	0	0	64	64
Sharkiy Berdak	0	0	0	0	0	0	0	3,834	3,834
Shege	0	0	0	0	0	0	0	332	332
Shimoliy Darbaza	0	0	0	0	84	84	0	174	174
Shimoliy Muborak	0	0	0	0	0	0	0	46	46
Shimoliy Tegermen	0	0	0	0	0	0	0	0	0
Shorkum	0	0	0	0	123	123	0	166	166
Shortak	0	0	0	0	0	0	0	22	22
Izhobat-Shumak	0	0	0	0	0	0	0	29	29
Shurtan	0	0	0	0	353	353	0	4,480	4,480
South Alan	0	0	0	0	0	0	0	0	0
South Kemachi	0	0	0	0	1	1	0	71	71
South Kulbeshkak	577	0	577	1,522	0	1,522	1,623	0	1,623
South Pamuk	0	0	0	0	0	0	0	0	0
South Tandyrcha	0	0	0	0	0	0	0	58	58
Tailak	0	0	0	0	0	0	0	34	34
Tarnasai	0	0	0	0	0	0	0	403	403
Tashkuduk	0	54	54	0	97	97	0	140	140
Tegermen-West Tegermen	0	0	0	0	0	0	0	920	920

TABLE 23 - NET SALES GAS CONTINGENT RESOURCES - *(Continued)*

Metric Units

Field	1C Economically Viable ($10^6 m^3$)	1C Economically Not Viable ($10^6 m^3$)	1C Total ($10^6 m^3$)	2C Economically Viable ($10^6 m^3$)	2C Economically Not Viable ($10^6 m^3$)	2C Total ($10^6 m^3$)	3C Economically Viable ($10^6 m^3$)	3C Economically Not Viable ($10^6 m^3$)	3C Total ($10^6 m^3$)
Tillali	0	0	0	0	0	0	0	113	113
Topichaksoi	0	0	0	0	0	0	0	4	4
Tumaris	0	0	0	0	0	0	0	938	938
Uchkyr	0	21	21	0	1,134	1,134	0	2,804	2,804
Uchtepa	0	118	118	0	189	189	0	300	300
Umid	0	0	0	0	0	0	0	78	78
Urtabulak	0	0	0	0	0	0	0	174	174
Urtakum	0	0	0	2,305	0	2,305	2,459	20	2,479
Uvada	0	33	33	0	57	57	0	72	72
Uzunshor	0	0	0	0	0	0	0	0	0
West Kuii Surgil	0	0	0	0	0	0	0	446	446
Yangi Alat	0	0	0	0	0	0	0	579	579
Yangi Kyzylrabat	0	0	0	0	9	9	0	123	123
Yangi Tegermen	0	0	0	0	0	0	0	85	85
Yangikazgan	0	0	0	0	0	0	0	3	3
Yormok	0	0	0	0	0	0	0	6	6
Zafar	0	0	0	0	0	0	0	0	0
Zarabog	0	0	0	0	0	0	0	69	69
Zevardy	0	0	0	0	0	0	0	129	129
Zhairon	0	0	0	0	0	0	0	0	0
Zhanubiy Muborak	0	0	0	0	20	20	0	284	284
Total	**10,824**	**2,243**	**13,067**	**33,877**	**7,355**	**41,232**	**42,252**	**36,395**	**78,647**

Notes:

1. 1C, 2C, and 3C estimates follow the PRMS guidelines for contingent resources
2. Application of any risk factor to contingent resources quantities does not equate contingent resources with reserves.
3. There is no certainty that it will be commercially viable to produce any portion of the contingent resources evaluated herein.
4. UNG has represented that its reported net interest is 100 percent in the evaluated fields; therefore, gross contingent resources are equal to net contingent resources and are expressed herein as net contingent resources.

TABLE EC1
ECONOMIC PARAMETERS
as of
DECEMBER 31, 2023
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN

Exchange Rate, UZS/U.S.$	11,742

Oil, Gas, and Condensate Sales Allocation

Export Market, %	0.0
Domestic Market, %	100.0

	UZS/mt	U.S.$/mt	U.S.$/bbl
Domestic Oil Price	6,201,644	528.16	72.35
Less			
Value Added Tax	664,462	56.59	7.75
Transportation	0	0.00	0.00
Domestic Net Oil Price	5,537,182	471.57	64.60

	UZS/10^3m^3	U.S.$/$10^3m^3$	U.S.$/$10^3ft^3$
Domestic Gas Price - 2024	600,011	51.10	1.45
Less			
Value Added Tax	64,287	5.47	0.15
Commissions & Fees	0	0.00	0.00
Transportation	0	0.00	0.00
Net Domestic Gas Price	535,724	45.63	1.30

	UZS/10^3m^3	U.S.$/$10^3m^3$	U.S.$/$10^3ft^3$
Domestic Gas Price - 2025 Forward	799,975	68.13	1.93
Less			
Value Added Tax	85,712	7.30	0.21
Commissions & Fees	0	0.00	0.00
Transportation	0	0.00	0.00
Net Domestic Gas Price	714,263	60.83	1.72

	UZS/mt	U.S.$/mt	U.S.$/bbl
Domestic Condensate Price	8,048,702	685.46	93.90
Less			
Value Added Tax	862,361	73.44	10.06
Transportation	0	0.00	0.00
Domestic Net Condensate Price	7,186,341	612.02	83.84

Note: The netback price is the price received at the custody transfer point and includes the reductions for appropriate application of export tariff, value-added tax, transportation costs, and other commissions and fees.

These data accompany the report of DeGolyer and MacNaughton and are subject to its specific conditions.

TABLE EC2
ECONOMIC PARAMETERS - TAXES
as of
DECEMBER 31, 2023
of
CERTAIN FIELDS
with interests attributable to
JSC UZBEKNEFTEGAZ
REPUBLIC of UZBEKISTAN

Tax Item	Rate (%)
Value-Added Tax	12
Unified Social Payments	12
Subsurface Usage Tax - Liquids	15
Subsurface Usage Tax - Gas	15
Asset Tax	1.5
Profit Tax	15

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JSC “Uzbekneftegaz”

Consolidated financial statements

For the year ended 31 December 2023
with independent auditor’s report

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Independent auditor's report

To the Shareholders and Supervisory Board of
Joint-Stock Company "Uzbekneftegaz"

Opinion

We have audited the consolidated financial statements of Joint-Stock Company "Uzbekneftegaz" and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at 31 December 2023 and the consolidated statement of profit and loss, consolidated statement of other comprehensive income, consolidated statement of changes in shareholders' equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 31 December 2023 and its consolidated financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code) together with the ethical requirements that are relevant to our audit of the consolidated financial statements in the Republic of Uzbekistan, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in the audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming the auditor's opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Key audit matter	How our audit addressed the key audit Matter
Impairment of non-current assets	
We considered this matter to be one of the matters of most significance in the audit due to materiality of the balances of non-current assets to the consolidated financial statements, the high level of subjectivity in respect of assumptions underlying impairment analysis and significant judgements and estimates made by management. Significant assumptions and estimates included discount rates, natural gas price forecast, oil and gas product prices forecast, inflation and exchange rate forecasts, production forecast, future capital expenditures and oil and gas reserves available for development and production. Information on non-current assets and the impairment tests performed is disclosed in notes 4 and 16 to the consolidated financial statements.	We involved our business valuation specialists in the testing of impairment analysis and calculation of recoverable amounts performed by management as well as the assessment of valuation techniques and methodology used. We analysed the assumptions underlying management forecasts, including weighted average cost of capital, price assumptions, inflation rates, exchange rates, future project costs, cash flows and other significant assumptions used in the models. We tested the mathematical integrity of the impairment models and assessed the analysis of the sensitivity of the results of impairment tests to changes in assumptions. We performed procedures to assess competence, capabilities and objectivity of the external experts engaged by the Group to (a) estimate the volumes of oil and gas reserves and (b) prepare impairment models. We analysed disclosure on impairment test in the consolidated financial statements.

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Compliance with debt covenants	
In accordance with the terms of certain financing arrangements (Note 21 to the consolidated financial statements), the Group should comply with certain financial and non-financial covenants. Compliance with covenants was one of the matters of most significance in the audit since it can have a major impact on the availability of funding and classification of interest-bearing liabilities in the consolidated statement of financial position.	We inspected the terms of financing arrangements, including covenant ratios and event of default definitions. We analysed waivers provided by lenders. We evaluated management's calculations of the covenant ratios. We assessed the classification of interest-bearing liabilities as current or non-current.

Responsibilities of management and the Supervisory Board for the consolidated financial statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRSs, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The Supervisory Board is responsible for overseeing the Group's financial reporting process.

Auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive

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to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the Supervisory Board regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Supervisory Board with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

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From the matters communicated with the Supervisory Board, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Tashkent, Uzbekistan

28 June 2024

FE Audit Organization „Ernst & Young" LLC

FE Audit Organization "Ernst & Young" LLC

Registered under №66 in the register of audit organizations of Ministry of Economy and Finance of the Republic of Uzbekistan

Oleg Svetleuschyi

Audit Partner

Pavel Zholdaspayev

Partner / Qualified auditor

Auditor's qualification certificate authorizing audit practice No. 06151 dated 10.02.2023 issued by "Buxgalterlar va auditorlar imtihon markazi" LLC

Nataliya Kim

General Director

Auditor's qualification certificate authorizing audit practice No. 05555 dated 12.07.2018 issued by "Buxgalterlar va auditorlar imtihon markazi" LLC

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CONSOLIDATED STATEMENT OF FINANCIAL POSITION

In billions of Uzbek soums	Note	As at 31 December 2023	2022
Assets			
Non-current assets			
Property, plant and equipment	16	71,479	70,755
Exploration and evaluation assets	17	844	919
Investments in joint ventures and associates	18	29,002	24,472
Trade and other receivables	11	1,005	1,130
Advances for non-current assets	16	1,054	2,593
Loans due from related parties	13	–	5,921
Other non-current assets		151	291
Total non-current assets		**103,535**	**106,081**
Current assets			
Cash and cash equivalents	9	960	2,487
Restricted cash	10	816	239
Trade and other receivables	11	4,260	2,775
Advances paid		1,085	918
Inventories	12	2,480	2,315
Income tax prepaid		334	384
Loans due from related parties	13	7,558	707
Reimbursement asset	24	9,143	–
Other current assets	15	1,538	1,184
Total current assets		**28,174**	**11,009**
Assets held for sale	14	4,887	1,811
Total assets		**136,596**	**118,901**
Liabilities and shareholders' equity			
Shareholders' equity			
Share capital	23	21,274	21,244
Retained earnings		23,136	23,477
Currency translation reserve		16,726	14,439
Attributable to equity holders of the parent company		**61,136**	**59,160**
Non-controlling interest		183	227
Total shareholders' equity		**61,319**	**59,387**
Non-current liabilities			
Borrowings	21	32,627	36,486
Other financial liabilities	20	10,039	–
Provisions	22	1,516	1,769
Deferred tax liabilities	32	3,735	3,006
Deferred income from government grants		173	173
Other non-current liabilities		58	60
Total non-current liabilities		**48,148**	**41,494**
Current liabilities			
Trade and other payables	19	7,614	8,040
Borrowings	21	8,661	7,071
Provisions	22	51	33
Financial guarantees	24	9,158	–
Other financial liabilities	20	1,342	2,401
Other current liabilities		303	475
Total current liabilities		**27,129**	**18,020**
Total liabilities		**75,277**	**59,514**
Total liabilities and shareholders' equity		**136,596**	**118,901**

Approved and authorized for issue on June 28, 2024, by:

Chairman of the Executive Board – Chief Executive Officer — *B.B. Sidikov*

Deputy Chairman of the Executive Board – Chief Financial Officer — *B.R. Anarkulov*

Chief accountant — *A.T. Allaev*

The accounting policies and explanatory notes on pages 6 through 53 form an integral part of these interim condensed consolidated financial statements.

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

In billions of Uzbek soums	Note	For the years ended 31 December 2023	2022
Oil, gas, petroleum products and petrochemicals sales	25	27,442	24,624
Share in profits of associates and joint ventures, net	18	2,150	2,761
Construction services and other sales		215	218
Other operating income		341	612
Total sales and other income		**30,148**	**28,215**
Cost of purchased oil, gas, petroleum products and other materials	26	(7,142)	(7,881)
Production expenses	27	(3,852)	(2,964)
Taxes other than income tax	28	(2,877)	(2,809)
Depreciation, depletion and amortization		(4,872)	(3,923)
Recovery /(Impairment) of trade and loans receivable and other assets	11,13	445	(168)
General and administrative expenses	29	(1,694)	(1,470)
Transportation and selling expenses	30	(984)	(680)
Exploration and evaluation expenses	17	(167)	(409)
Gain/(Loss) on disposal of property, plant and equipment, net		27	(131)
Other operating expenses		(399)	(556)
Total costs and expenses		**(21,515)**	**(20,991)**
Operating profit		**8,633**	**7,224**
Finance income	31	1,196	497
Other non-operating income		194	–
Foreign exchange (loss)/gain, net		(4,217)	(1,193)
Finance costs	31	(4,430)	(2,694)
Profit before income tax		**1,376**	**3,834**
Income tax expense	32	(748)	(981)
Net profit for the year		**628**	**2,853**
Net profit/(loss) for the year attributable to:			
Equity holders of the parent company		672	2,860
Non-controlling interests		(44)	(7)
		628	**2,853**

Approved and authorized for issue on June 28, 2024, by:

Chairman of the Executive Board – Chief Executive Officer

B.B. Sidikov

Deputy Chairman of the Executive Board – Chief Financial Officer

B.R. Anarkulov

Chief accountant

A.T. Allaev

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CONSOLIDATED STATEMENT OF OTHER COMPREHENSIVE INCOME

In billions of Uzbek soums	Note	For the years ended 31 December 2023	2022
Net profit for the year		**628**	**2,853**
Other comprehensive income to be reclassified to profit or loss in subsequent periods:			
Exchange differences on translation of companies with functional currency, different from presentation currency, net of income tax		2,287	659
Total other comprehensive income to be reclassified to profit or loss in subsequent periods		**2,287**	**659**
Other comprehensive income/(loss) not to be reclassified to profit or loss in subsequent periods			
Actuarial gain on defined benefit plans of the Group, net of income tax		69	80
Net gain/(loss) on equity instruments at fair value through other comprehensive income after income tax		1	(29)
Total other comprehensive income not to be reclassified to profit or loss in subsequent periods		**70**	**51**
Total comprehensive income for the year, net of income tax		**2,985**	**3,563**
Total comprehensive income/(loss) attributable to:			
Equity holders of the parent company		3,029	3,570
Non-controlling interests		(44)	(7)
Total comprehensive income for the year, net of income tax		**2,985**	**3,563**

Approved and authorized for issue on June 28, 2024, by:

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B.B. Sidikov

Deputy Chairman of the Executive Board – Chief Financial Officer

B.R. Anarkulov

Chief accountant

A.T. Allaev

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CONSOLIDATED STATEMENT OF CASH FLOWS

In billions of Uzbek soums	Note	For the years ended 31 December 2023	2022
Operating activities			
Profit before income tax from continuing operations		**1,376**	**3,834**
Adjustments for:			
Depreciation, depletion and amortization		4,872	3,923
Exploration and evaluation expenses	17	167	409
(Recovery)/impairment of trade and loans receivable and other assets	11,13	(445)	168
Change in provisions		(94)	(25)
(Gain)loss on disposal of property, plant and equipment		(27)	131
Finance income		(1,196)	(497)
Finance costs	31	4,430	2,694
Foreign exchange loss, net		4,217	1,193
Equity share in profit of associates and joint ventures	18	(2,150)	(2,761)
Other		–	80
Operating cash flows before working capital changes		**11,150**	**9,149**
Change in trade and other receivables		1,189	(1,382)
Change in inventories		(277)	1,018
Change in trade and other payables		(1,806)	(909)
Change in advances paid, other assets and other liabilities		732	1,233
Cash generated from operations		**10,988**	**9,109**
Income taxes paid		(374)	(1,012)
Interest received		–	27
Dividends received from associates and joint ventures	18	586	163
Net cash flows from operating activities		**11,200**	**8,287**
Investing activities			
Purchase of property, plant and equipment		(8,933)	(5,805)
Investment in associates	18	(285)	–
Change in restricted cash		(577)	(11)
Net cash flows used in investing activities		**(9,795)**	**(5,816)**
Financing activities			
Proceeds from borrowings	21	7,734	7,310
Proceeds from other financial liabilities	20	7,906	–
Repayment of other financial liabilities	20	(224)	–
Repayment of borrowings	21	(14,159)	(5,972)
Interest paid	21	(3,261)	(2,233)
Dividends paid		(907)	(1,340)
Net cash flows used in financing activities		**(2,911)**	**(2,235)**
Net foreign exchange difference on cash and cash equivalents		(21)	34
Net change in cash and cash equivalents		**(1,527)**	**270**
Cash and cash equivalents, at the beginning of the year		2,487	2,217
Cash and cash equivalents, at the end of the year		**960**	**2,487**

Approved and authorized for issue on June 28, 2024, by:

Chairman of the Executive Board – Chief Executive Officer _____ *B.B. Sidikov*

Deputy Chairman of the Executive Board – Chief Financial Officer _____ *B.R. Anarkulov*

Chief accountant _____ *A.T. Allaev*

The accounting policies and explanatory notes on pages 6 through 53 form an integral part of these interim condensed consolidated financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

	For the years ended 31 December 2023 and 2022					
	Attributable to equity holders of the parent company					
In billions of Uzbek soums	Share capital	Cumulative translation differences	Retained earnings	Total	Non-controlling interest	Total
Balance at 1 January 2022	**21,537**	**13,780**	**21,640**	**56,957**	**234**	**57,191**
Net profit/(loss) for the year	–	–	2,860	**2,860**	(7)	**2,853**
Other comprehensive income	–	659	51	**710**	–	**710**
Total comprehensive income/(loss) for the year	**–**	**659**	**2,911**	**3,570**	**(7)**	**3,563**
Reduction of share capital (*Note 23*)	(293)	–	217	**(76)**	–	**(76)**
Dividends to Shareholder (*Note 23*)	–	–	(1,143)	**(1,143)**	–	**(1,143)**
Other distributions to Shareholder			(148)	**(148)**	–	**(148)**
Balance at 31 December 2022	**21,244**	**14,439**	**23,477**	**59,160**	**227**	**59,387**
Net profit/(loss) for the year	–	–	672	672	(44)	**628**
Other comprehensive income	–	2,287	70	2,357	–	**2,357**
Total comprehensive income/(loss) for the year	**–**	**2,287**	**742**	**3,029**	**(44)**	**2,985**
Increase of share capital (*Note 23*)	30	–	–	**30**	–	**30**
Dividends to Shareholder (*Note 23*)	–	–	(957)	**(957)**	–	**(957)**
Other distributions to Shareholder	–	–	(126)	**(126)**	–	**(126)**
Balance at 31 December 2023	**21,274**	**16,726**	**23,136**	**61,136**	**183**	**61,319**

Approved and authorized for issue on June 28, 2024, by:

Chairman of the Executive Board – Chief Executive Officer — *B.B. Sidikov*

Deputy Chairman of the Executive Board – Chief Financial Officer — *B.R. Anarkulov*

Chief accountant — *A.T. Allaev*

The accounting policies and explanatory notes on pages 6 through 53 form an integral part of these interim condensed consolidated financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. General information

Joint−Stock Company "Uzbekneftegaz" (JSC "Uzbekneftegaz" or the "Company") is a state oil and gas enterprise of the Republic of Uzbekistan. The Company and its subsidiaries (collectively, the "Group") are principally engaged in extraction and refining of gas and gas condensate, as well as sale of gas and refined oil products.

The Company was originally established as an Uzbek State Conglomerate of the Oil and Gas Industry pursuant to the Presidential Decree No. UP−393, dated 3 May 1992, which was subsequently superseded by the Presidential Decree No. UP−518, dated 23 December 1992, in order to mainly re−organize the legal and organizational structure of the Company from State Conglomerate of Oil and Gas Industry to National Oil and Gas Corporation. In 1998, National Oil and Gas Corporation was restructured to be National Holding Company, which subsequently became a Joint−Stock Company in June 2017, in accordance with the Presidential Decree No. PP−3107.

As at 31 December 2023 and 2022 the Ministry of Economics and Finance of the Republic of Uzbekistan on behalf of the Government of Uzbekistan (the "Government") owned 100% of all ordinary shares of the Company or 99.94% of all shares. Non−voting preferred shares represent 0.06% of the total shares and are owned by individuals and other legal entities. Shares, owned by foreign investors account for 0.003% of the total number of shares.

The Company has its registered office in the Republic of Uzbekistan, Tashkent city, Yashnabod district, Istigbol Street, 21.

Under Uzbekistan law, natural resources, including oil, gas, precious metals, and minerals and other commercial resources situated in the territory of Uzbekistan, are the property of the Republic of Uzbekistan, until they are extracted. Law of the Republic of Uzbekistan, On Subsurface Resources, regulates relations arising in connection with the geological study, use and protection of subsurface resources in the territory of the Republic of Uzbekistan. Pursuant to the law, geological study and exploration activities may be conducted only on the basis of a license, unless it is financed through the state budget or it is a part of the Government approved exploration program. A separate production license is required for the development and extraction activities, which is given for the duration of field life as approved by the State Committee on Geology and Mineral Resources.

Main objectives of the Group include, but not limited, to the following:

- To determine strategic development of the oil and gas industry in Uzbekistan and to develop executable steps for achieving these strategic goals;
- To fulfill the needs of the national economy and the population of Uzbekistan for the oil and gas products.

The consolidated financial statements of the Group include the following material operating companies that are directly or indirectly controlled by the Company:

Name of the Subsidiary	Principal activities	Country of incorporation	Equity interest, % 2023	Equity interest, % 2022
"Shurtan Gas Chemical Complex" LLC	Petrochemicals production	Uzbekistan	100%	100%
"Bukhara Refinery Plant" LLC	Oil refining	Uzbekistan	100%	100%
"Uzbekistan GTL" LLC	Gas−to−liquids production	Uzbekistan	100%	100%

The Group also has ownership interests in a number of joint ventures, which are accounted for using the equity method, significant ones of which are presented below:

Name of the equity investee	Principal activities	Country of incorporation	Equity interest, % 2023	Equity interest, % 2022
"Asia Trans Gaz" JV LLC	Gas transportation	Uzbekistan	50%	50%
"Uz−Kor Gas Chemical" JV LLC	Petrochemicals production	Uzbekistan	50%	50%

2. Basis of preparation

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards, including all International Financial Reporting Standards ("IFRS") and Interpretations issued by the International Accounting Standards Board ("IASB") and effective in the reporting period, and are fully compliant therewith.

These consolidated financial statements have been prepared on a historical cost basis, except as described in the accounting policies and the notes to these consolidated financial statements.

The Group's consolidated financial statements are presented in billions of Uzbek soums ("UZS"), unless otherwise indicated.

The consolidated financial statements of 2023 were approved and authorized for issue by the Management of the Group on 28 June 2024.

Going concern considerations

These consolidated financial statements have been prepared on a going concern basis. When making a going concern assessment, management considered the Group's current financial position and analyzed relevant subsequent developments, as well as its ability to comply with financial and non-financial covenants on multiple loan agreements.

As at 31 December 2023, the Group's current assets exceed its by current liabilities UZS 1,045 billion (31 December 2022: the current liabilities exceeded the current assets by UZS 7,011 billion). During 2023 certain lenders agreed to waive breaches of several covenants as of 30 June 2023 and to waive anticipated breaches of several covenants as of 31 December 2023 (*Note 21*).

The following factors and circumstances support the management's conclusion about the appropriateness of the use of the going concern assumption:

- The Group has consistently generated operating profit and positive cash flows from operating activities in 2023 and previous years;
- According to its cash flow forecasts, the Group expects to generate sufficient cash from operations in 2024–2025 as well as to attract new and restructure existing loans to settle current liabilities when they become due;
- Also, management believes that the Group will be compliant with the financial and non−financial covenants stipulated by the loan agreements within 12 months from the date of authorization of these consolidated financial statements or will be able to renegotiate their terms in advance so that the lenders will not request an accelerated repayment of the existing debts;
- The Group's shareholders have neither the intention nor the need to liquidate or significantly reduce the range of the activities of the Group;
- The Group has strategic importance for the Government of Uzbekistan which can positively influence Group's cash flows by regulating prices for gas sales to related parties.

Foreign currencies

Functional and presentation currency

Items included in the financial statements of each of the Group's entities included in these consolidated financial statements are measured using the currency of the primary economic environment in which the entities operate ("the functional currency"). The consolidated financial statements are presented in Uzbek soums, which is also the functional currency of the Company and all of its subsidiaries and part of its joint ventures.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year−end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the consolidated statement of profit or loss.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

2. Basis of preparation (continued)

Foreign currencies (continued)

Transactions and balances (continued)

Non−monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non−monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

Differences arising on settlement or translation of monetary items are recognized in profit or loss.

Group Companies

The results and financial position of all the Group's subsidiaries, part of its joint ventures and associates (none of which operate in a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- Assets and liabilities for each statement of financial position presented are translated at the closing rate at that reporting date;
- Income and expenses for each statement of comprehensive income are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rate on the dates of the transactions); and
- All resulting exchange differences are recognized as a separate component of other comprehensive income.

Exchange rates

The exchange rates established by the Central Bank of Uzbekistan ("CBU") are used as official currency exchange rates in the Republic of Uzbekistan.

The currency exchange rate of CBU as at 31 December 2023 was 12,338.77 UZS to 1 US dollar. This rate was used to translate monetary assets and liabilities denominated in United States dollars ("US dollar", or "USD") as at 31 December 2023 (31 December 2022: 11,225 UZS to 1 US dollar). The weighted average rate for the year ended 31 December 2023 was 11,737.16 UZS to 1 US dollar (for the year ended 31 December 2022: 11,051 UZS to 1 US dollar). The currency exchange rate of CBU as at 28 June 2024 was 12,555.16 UZS to 1 US dollar.

3. Material accounting policies information

Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at 31 December 2023. Control is achieved when the Group is exposed to variable returns from its involvement with the investee, or has rights to receive such returns, as well as has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee);
- Exposure, or rights, to variable returns from its involvement with the investee; and
- The ability to use its power over the investee to affect its returns.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

3. Material accounting policies information (continued)

Basis of consolidation (continued)

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement(s) with the other vote holders of the investee;
- Rights arising from other contractual arrangements;
- The Group's voting rights and potential voting rights.

The Group re−assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, revenue and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. Profit or loss and each component of other comprehensive income are attributable to the equity holders of the Company and to the non−controlling interests, even if this results in the non−controlling interest having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies.

All intra−group balances, transactions, unrealized gains and losses resulting from intra−group transactions and dividends are eliminated in full. A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognizes the related assets, liabilities, non−controlling interest and other components of equity while any resultant gain or loss is recognized in profit or loss, or, as in certain cases of under common control transactions, directly in equity. Any investment retained is recognized at fair value.

Business combinations, goodwill and other intangible assets

Acquisitions by the Group of controlling interests in third parties are accounted for using the acquisition method.

The date of acquisition is the date when effective control over the acquiree passes to the Group.

The cost of an acquisition is measured as an aggregate of the consideration transferred, measured at acquisition date fair value, and the amount of any non−controlling interest in the acquiree. For each business combination, the Group elects whether it measures the non−controlling interest in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition costs incurred are expensed and included in administrative expenses.

When the Group acquires a business, it assesses the financial assets acquired and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

Any contingent consideration to be transferred by the acquirer will be recognized at fair value at the acquisition date. Contingent consideration that is classified as equity is not remeasured and subsequent settlement is accounted for within equity. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of IFRS 9 *Financial Instruments: Recognition and Measurement*, is measured at fair value with changes in fair value recognized in the consolidated statement of profit or loss in accordance with IFRS 9. If the contingent consideration is not within the scope of IFRS 9, it is measured at fair value through profit and loss.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognized for non−controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re−assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognized at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognized in profit or loss.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

3. Material accounting policies information (continued)

Business combinations, goodwill and other intangible assets (continued)

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash−generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Where goodwill forms part of a cash−generating unit and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed off in this circumstance is measured based on the relative values of the operation disposed of and the portion of the cash−generating unit retained.

Business combinations achieved in stages

The acquisition date fair value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date through profit or loss.

In a business combination achieved in stages the acquirer recognizes goodwill as of the acquisition date measured as the excess of (a) over (b) below:

(a) The aggregate of: (i) the consideration transferred measured in accordance with this IFRS 3 *Business Combinations*, which generally requires acquisition−date fair value; (ii) the amount of any non−controlling interest in the acquiree measured in accordance with this IFRS; and (iii) the acquisition−date fair value of the acquirer's previously held equity interest in the acquire;

(b) The net of the acquisition−date amounts of the identifiable assets acquired and the liabilities assumed.

Acquisition of subsidiaries from parties under common control

Acquisitions of subsidiaries from parties under common control are accounted for using the pooling of interest method.

The assets and liabilities of the subsidiary transferred under common control are recorded in the consolidated financial statements at the carrying amounts of the transferring entity (the Predecessor) at the date of the transfer. Related goodwill, if any, inherent in the Predecessor's original acquisition is also recorded in the consolidated financial statements. Any difference between the total book value of net assets, including the Predecessor's goodwill, and the consideration paid is accounted for in the consolidated financial statements as an adjustment to equity.

The consolidated financial statements, including corresponding figures, are presented as if the subsidiary had been acquired by the Group on the date it was originally acquired by the Predecessor.

Investments in associates and joint ventures

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but which does not comprise control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The considerations made in determining significant influence or joint control are similar to those necessary to determine control over subsidiaries.

The Group's investments in its joint ventures and associates are accounted for using the equity method. Under the equity method, the investment in a joint venture or an associate is initially recognized at cost. The carrying amount of the investment is adjusted to recognize changes in the Group's share of net assets of the joint venture or associate since the acquisition date. Goodwill relating to the joint venture or associate is included in the carrying amount of the investment and is neither amortized nor individually tested for impairment.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

3. Material accounting policies information (continued)

Investments in associates and joint ventures (continued)

The consolidated statement of profit or loss reflects the Group's share of the results of operations of the joint venture or associate, deducted by the amount of dividends declared from joint venture or associate to the Group. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognized directly in the equity of the joint venture or associate, the Group recognizes its share of any changes, when applicable, in the consolidated statement of changes in equity.

Unrealized gains and losses resulting from transactions between the Group and the joint venture or associate are eliminated to the extent of the interest in the joint venture or associate.

The aggregate of the Group's share in profit or loss of a joint venture and an associate is shown on the face of the consolidated statement of profit or loss and represents profit or loss after tax and non−controlling interest in the subsidiaries of the joint venture or associate. The financial statements of the joint venture or associate are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring their accounting policies in line with those of the Group.

After application of the equity method, the Group determines whether it is necessary to recognize an impairment loss on its investment in its joint venture or associate. At each reporting date, the Group determines whether there is objective evidence that the investment in the joint venture or associate is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate or joint venture and its carrying value, and then recognizes the loss as 'Impairment of investment in joint venture or associate' in the consolidated statement of profit or loss.

Upon loss of joint control over the joint venture or significant influence over the associate, the Group measures and recognizes any retained investment at its fair value. Any difference between the carrying amount of the joint venture or associate upon loss of joint control or significant influence and the fair value of the retained investment and proceeds from disposal is recognized in profit or loss, or, as in certain cases of under common control transactions, directly in equity.

Current versus non−current classification

The Group presents assets and liabilities in the consolidated statement of financial position based on current/non−current classification. An asset is current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within 12 (twelve) months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 (twelve) months after the reporting period.

All other assets are classified as non−current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within 12 (twelve) months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least 12 (twelve) months after the reporting period.

The Group classifies all other liabilities as non−current.

Deferred tax assets and liabilities are always classified as non−current assets and liabilities.

3. Material accounting policies information (continued)

Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortized cost, fair value through other comprehensive income (FVOCI), and fair value through profit or loss (FVPL). The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under IFRS 15. In order for a debt financial asset to be classified and measured at amortized cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in two categories:

- Financial assets at amortized cost (debt instruments);
- Financial assets at fair value through profit or loss.

Financial assets at amortized cost (debt instruments)

This category is the most relevant to the Group. The Group measures financial assets at amortized cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortized cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognized in profit or loss when the asset is derecognized, modified or impaired.

The Group's financial assets at amortized cost include trade and other receivables, loans due from related parties and bank deposits.

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss include certain loans due from related parties, which contain embedded derivative financial instruments. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at fair value through profit or loss, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortized cost or at fair value through OCI, as described above, debt instruments may be designated at fair value through profit or loss on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch. Financial assets at fair value through profit or loss are carried in the consolidated statement of financial position at fair value with net changes in fair value recognized in the consolidated statement of profit or loss.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

3. Material accounting policies information (continued)

Financial assets (continued)

Derecognition

A financial asset is primarily derecognized (removed from the consolidated statement of financial position) when:

- The rights to receive cash flows from the asset have expired; or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass−through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass−through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognize the transferred asset to the extent of its continuing involvement. In that case, the Group also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Impairment of financial assets

The Group recognizes an allowance for expected credit losses (ECL) for all debt instruments not held at fair value through profit or loss.

ECL are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate.

The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECL are recognized in three stages. First stage relates to credit exposures for which there has not been a significant increase in credit risk since initial recognition and which are required to recognize ECL within the next 12−months (a 12−month ECL). The second stage relates to credit exposures for which there has been significant increase in credit risk since initial recognition. For those credit exposures, ECL should be recognized over the remaining life of the exposure (a lifetime ECL). Third stage represent losses for financial instruments that are already credit impaired (defaulted). For financial assets in stage three, entities will continue to recognize lifetime ECL.

For trade and other receivables the Group applies a simplified approach in calculating ECL. Therefore, the Group does not track changes in credit risk, but instead recognizes a loss allowance based on lifetime ECL at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward−looking factors specific to the debtors and the economic environment.

The Group considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans borrowings and payables, or as derivatives financial instruments.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

3. Material accounting policies information (continued)

Financial liabilities (continued)

Initial recognition and measurement (continued)

All financial liabilities are recognized initially at fair value and in the case of loans and borrowings, plus directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, loans and borrowings.

Subsequent measurement

The measurement of financial liabilities depends on their classification as follows:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss includes financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are acquired for the purpose of selling in the near term. This category includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by IFRS 9. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognized in profit or loss.

The Group has not designated any financial liabilities upon initial recognition as at fair value through profit or loss.

Trade and other payables

Trade payables are recognized initially at fair value and subsequently measured at amortized cost using the EIR.

Loans and borrowings

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortized cost using the effective interest rate. Gains and losses are recognized in the consolidated statement of profit or loss when the liabilities are derecognized as well as through the effective interest rate amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are an integral part of the effective interest rate. The effective interest rate amortization is included in finance costs.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of the cost of that asset. Other borrowing costs are recognized as an expense when incurred.

Financial guarantee contracts

Financial guarantee contracts issued by the Group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee.

Subsequently, the liability is measured at the higher of the expected credit losses allowance calculated under IFRS 9 and the amount initially recognized liability less cumulative amortization, if any.

Where the Group expects reimbursement from third parties in respect of losses it incurs on its financial guarantees issued, such reimbursement is recognized either as a separate asset (when it is not considered an integral part of the contractual terms of the financial guarantee issued) or, for reimbursement arrangements that are deemed to be an integral part of the contractual terms of issued financial guarantee, as an input to measurement of the financial guarantee liability. When the Group determines that the reimbursement is not an integral part of the contractual terms financial guarantee issued, the Group recognizes a separate reimbursement asset in respect of the financial guarantee by analogy with indemnification assets under IFRS 3 *Business Combinations*. The Group measures reimbursement assets in amount not exceeding expected credit losses on the financial guarantee, subject to any contractual limitations on its amount and subject to management's assessment of the collectability of the reimbursement asset.

3. Material accounting policies information (continued)

Financial liabilities (continued)

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognized in profit or loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount reported in the consolidated statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the assets and settle the liabilities simultaneously.

Fair value of financial instruments

The fair value of financial instruments that are traded in active markets at each reporting date is determined by reference to quoted market prices or dealer price quotations (bid price for long positions and ask price for short positions), without any deduction for transaction costs.

For financial instruments not traded in an active market, the fair value is determined using appropriate valuation techniques. Such techniques may include using recent arm's length market transactions; reference to the current fair value of another instrument that is substantially the same; a discounted cash flow analysis or other valuation models.

Cash and cash equivalents

Cash represents cash on hand, in the Group's bank accounts, in transit and interest−bearing deposits which can be effectively withdrawn at any time without prior notice or any penalties reducing the principal amount of the deposit. Cash equivalents are highly liquid, short−term investments that are readily convertible to known amounts of cash and have original maturities of three months or less from their date of purchase. Restricted cash is presented separately in the consolidated statement of financial position if its amount is significant.

Inventories

Inventories consisting primarily of natural gas, crude oil, petroleum products, petrochemicals and materials and supplies are measured at the lower of cost and net realizable value. Cost of product inventories is determined using the weighted average cost method. Materials and supplies inventories are carried at first−in, first−out (FIFO) method. Cost comprises direct purchase costs, cost of production, transportation and manufacturing expenses (based on normal operating capacity).

Exploration and evaluation costs

Subsoil use rights for geological activities

In accordance with Uzbekistan law, if geological activities are approved by the Government or financed with government grant, subsoil use rights are considered granted by the competent government authorities upon the receipt of Government approved cost estimates. Such subsoil use rights are granted with no substantial cost to the Group.

Exploration and evaluation cost or drilling activities

The Group recognizes exploration and evaluation costs using the successful efforts method as permitted by IFRS 6 *Exploration for and Evaluation of Mineral Resources*. Under this method, costs related to exploration and evaluation (exploration and appraisal drilling) are temporarily capitalized in cost centers by wells until the drilling program results in the discovery of economically feasible oil and gas reserves.

The length of time necessary for this determination depends on the specific technical or economic difficulties in assessing the recoverability of the reserves. If a determination is made that the well did not encounter oil and gas in economically viable quantities, the well costs are expensed to Exploration expenses in the consolidated statement of profit or loss.

3. Material accounting policies information (continued)

Exploration and evaluation costs (continued)

Exploration and evaluation cost or drilling activities (continued)

Expenditures related to drilling of exploration and evaluation wells are capitalized. Costs of seismic, topographical, geological, geophysical research are expensed as incurred. Exploration and evaluation assets are recognized at cost less impairment, if any, until the existence (or absence) of commercial reserves has been established. The initial cost of exploration and evaluation assets acquired through a business combination is formed as a result of purchase price allocation. The cost allocation to mineral rights to prove properties and mineral rights to unproved properties is performed based on the respective oil and gas reserves information. Exploration and evaluation assets are subject to technical, commercial and management review as well as review for indicators of impairment at least once a year. This is to confirm the continued intent to develop or otherwise extract value from the discovery. When indicators of impairment are present, an impairment test is performed.

If, subsequently, commercial reserves are discovered, the carrying value, less losses from impairment of the respective exploration and evaluation assets, is classified as oil and gas properties. However, if no commercial reserves are discovered, such costs are expensed after exploration and evaluation activities have been completed.

Property, plant and equipment

The initial cost of an asset purchased comprises its purchase price or construction cost, any costs directly attributable to bringing the asset into operation, the initial estimate of decommissioning obligation, if any, and, for qualifying assets, borrowing costs. Non−recoverable value−added tax related to the acquisition of property, plant and equipment is capitalized by the Group. Non−recoverable value−added tax related with operational activities is charged to profit or loss.

At each reporting date management assesses whether there is any indication of impairment of property, plant and equipment. If any such indication exists, management estimates the recoverable amount, which is determined as the higher of an asset's or cash generating unit's fair value less costs to sell and its value in use. The carrying amount is reduced to the recoverable amount and the impairment loss, if any, is recognized in the consolidated statement of profit or loss. An impairment loss recognized for an asset or cash generating unit in prior years is reversed if there are indicators that impairment loss may no longer exist or may have decreased.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. Gains and losses are recognized in profit or loss.

The cost of maintenance, repairs, and the replacement of minor items of property is charged to operating expenses. Renewals and betterments of assets are capitalized. Cost of replacing major parts or components of property, plant and equipment items are capitalized and the replaced part is written−off.

Oil and gas properties

Expenditure on the construction, installation or completion of infrastructure facilities such as separators, compressors, the pipelines and the drilling of commercially proven development wells is capitalized within tangible and intangible assets according to nature. When development is completed on a specific field, it is transferred to production assets (oil and gas properties).

The present value of the estimated costs of decommissioning oil and gas production wells and facilities, including abandonment and site restoration costs, are recognized when the obligation is incurred and are included within the carrying value of property, plant and equipment, subject to depletion using unit−of−production method.

Depreciation, depletion and amortization

Property, plant and equipment related to oil and gas properties are depleted using a unit−of−production method.

Depletion of oil and gas assets is computed on a field−by−field basis over proved developed reserves or over total proved reserves, as appropriate. Shared oil and gas properties and equipment (e.g. gathering and initial processing systems, etc.) are depleted over total proved reserves.

3. Material accounting policies information (continued)

Depreciation, depletion and amortization (continued)

Other property, plant and equipment are depreciated using the straight−line method over their estimated useful lives from the time they are ready for use.

Components of other property, plant and equipment and their respective estimated useful lives are as follows:

Property, plant and equipment	Useful life
Buildings and structures	30−45 years
Refinery assets	5−30 years
Machinery and equipment	5−20 years
Vehicles and other property, plant and equipment	3−10 years

The expected useful lives of property, plant and equipment are reviewed on an annual basis and, if necessary, changes in useful lives are accounted for prospectively.

The residual value of an asset is the estimated amount that the Group would currently obtain from disposal of the asset less the estimated costs of disposal, if the asset were already of the age and in the condition expected at the end of its useful life. The residual value of an asset is nil if the Group expects to use the asset until the end of its physical life unless scrap value is significant. The assets' residual values are reviewed, and adjusted if appropriate, at each reporting date.

Impairment of non−financial assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash−generating unit's (CGU) fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre−tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded subsidiaries or other available fair value indicators. Impairment losses of continuing operations are recognized in the consolidated statement of profit or loss in those expense categories consistent with the function of the impaired asset.

The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of 5 (five) years. For longer periods, a long−term growth rate is calculated and applied to projected future cash flows after the fifth year.

For assets excluding goodwill, an assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the Group estimates the asset's or cash−generating unit's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of accumulated depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the consolidated statement of comprehensive income.

Non−current assets held for sale and discontinued operations

Non−current assets and disposal groups classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Non−current assets and disposal groups are classified as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset or disposal group is available for immediate sale in its present condition.

Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

3. Material accounting policies information (continued)

Non−current assets held for sale and discontinued operations (continued)

In the consolidated statements of profit or loss of the reporting period, and of the comparable period of the previous year, income and expenses from discontinued operations are reported separately from income and expenses from continuing operations, down to the level of profit after taxes, even when the Group retains a non−controlling interest in the subsidiary after the sale. The resulting profit or loss (after taxes) is reported separately in the consolidated statement of profit or loss.

Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortized.

Asset retirement (decommissioning) obligations

The Group has asset retirement (decommissioning) obligations (ARO) associated with its core business activities.

The Group's exploration, development and production activities involve the use of wells, related equipment and operating sites, oil and gas gathering and treatment facilities, oil tank farms and pipelines to the main oil and gas pipelines . Generally, licenses and other regulatory acts require that such assets be decommissioned upon the completion of production. According to these requirements, the Group is obliged to decommission wells, dismantle equipment, restore the sites and perform other related activities. The Group's estimates of these obligations are based on current regulatory or license requirements, as well as actual dismantling and other related costs. These liabilities are measured by the Group using the present value of the estimated future costs of decommissioning of these assets. The discount rate is reviewed at each reporting date and reflects current market assessments of the time value of money and the risks specific to the liability.

In accordance with "IFRIC" Interpretation 1 *Changes in Existing Decommissioning, Restoration and Similar Liabilities*, the provision is reviewed at each balance sheet date as follows:

- Upon changes in the estimates of future cash flows (e.g., the costs of and timeframe for abandoning one well) or the discount rate, changes in the amount of the liability are included in the cost of the item of property, plant, and equipment, whereby such cost may not be negative and may not exceed the recoverable value of the item of property, plant, and equipment;
- Any changes in the liability due to its nearing maturity (change in the discount) are recognized in Finance expenses.

The Group's refining and distribution activities involve oil and gas refining operations, and other distribution terminals, and retail sales. The Group's refining operations consist of major petrochemical operations and industrial complexes. Legal or contractual asset retirement (decommissioning) obligations related to petrochemical, oil refining and distribution activities are not recognized due to the limited history of such activities in these segments, the lack of clear legal requirements as to the recognition of obligations, as well as the fact that decommissioning periods for such assets are not determinable.

Because of the reasons described above, the fair value of an asset retirement (decommissioning) obligation in the refining and distribution segment cannot be reasonably estimated.

Due to continuous changes in the regulatory and legal environment in Uzbekistan, there could be future changes to the requirements and contingencies associated with the retirement of long−lived assets.

Capitalized interest

Interest expense on borrowed funds used for capital construction projects and the acquisition of property, plant and equipment is capitalized provided that the interest expense could have been avoided if the Group had not made capital investments. Interest is capitalized only during the period when construction activities are actually in progress and until the resulting properties are put into operation.

Capitalized borrowing costs include exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

3. Material accounting policies information (continued)

Government grants

Grants from the Government are recognized at their fair value where there is a reasonable assurance that the grant will be received, and the Group will comply with all attached conditions. Government grants relating to the purchase of property, plant and equipment are included in non−current liabilities as deferred income and are credited to profit or loss on a straight−line basis over the expected lives of the related assets.

When the grant relates to an expense item, it is recognized as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed.

Provisions for liabilities and charges

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Group expects a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre−tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Taxes collected from customers and remitted to governmental authorities

Refundable taxes (excise and value−added tax ("VAT")) are deducted from revenues. Other taxes and duties are not deducted from revenues and are recognized as expenses in Taxes other than income tax in the consolidated statement of profit or loss.

Pension and other post−retirement benefits

The Group provides long−term employee benefits to employees before, on and after retirement, in accordance with the collective agreements between the Group's entities and their employees. The collective agreement provides for certain one−off retirement payments, payments on holidays, pension supplements, financial aid for employees' disability, anniversaries, funeral and other benefits. The entitlement to benefits is usually conditional on the employee remaining in service up to retirement age.

The expected costs of the benefits associated with one−off retirement payments are accrued over the period of employment using the same accounting methodology as used for defined benefit post−employment plans with defined payments upon the end of employment. Net interest expense relating to pensions and other post−retirement benefits, which is recognized in the consolidated statement of profit or loss, represents the net change in present value of plan obligations and the value of plan assets resulting from the passage of time, and is determined by applying the discount rate to the present value of the benefit obligation at the start of the year, and to the fair value of plan assets at the start of the year, taking into account expected changes in the obligation or plan assets during the year. Remeasurements of the defined benefit liability and asset, comprising actuarial gains and losses are recognized within other comprehensive income in the period in which they occur. Other movements are recognized in the current period, including current service cost, any past service cost and the effect of any curtailments or settlements. Past service costs, resulting from amendment to a plan are recognized immediately when the Group becomes committed to a change.

Revenue recognition

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. Specifically, sales of refined oil products, gas and gas products and petrochemical products and other sales are usually recognized at the point in time when title passes. The entity recognizes revenue at an amount that reflects the consideration to which the entity expects to be entitled in exchange for transferring goods or services to a customer.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

3. Material accounting policies information (continued)

Revenue recognition (continued)

Interest income and costs

For all financial instruments measured at amortized cost and interest cost is interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or liability. Interest income is included in finance income and interest expense is included in finance costs in the consolidated statement of profit or loss.

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognized when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognized as revenue when the Group performs under the contract.

Expense recognition

Expenses are recognized as incurred and are reported in the consolidated financial statements in the period to which they relate on an accrual basis.

Refinery maintenance costs

The Group recognizes the costs of overhauls and preventive maintenance performed with respect to oil refining assets as expenses when incurred.

Income taxes

Corporate income taxes have been provided for in the consolidated financial statements in accordance with the applicable legislation enacted or substantively enacted by the reporting date. The income tax charge comprises current tax and deferred tax and is recognized on the profit or loss unless it relates to transactions that are recognized, in the same or a different period, in other comprehensive income or directly in equity. Deferred income tax assets and liabilities are recognized in the accompanying consolidated financial statements in the amount determined by the Group in accordance with IAS 12 *Income Taxes*.

Deferred tax is provided using the liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

A deferred tax liability is recognized for all taxable temporary differences, except to the extent that the deferred tax liability arises from:

- The initial recognition of goodwill;
- The initial recognition of an asset or liability in a transaction which:
    - Is not a business combination; and
    - Affects neither accounting profit, nor taxable profit;
- Investments in subsidiaries when the Group is able to control the timing of the reversal of the temporary differences and it is probable that the temporary differences will not reverse in the foreseeable future.

A prior period tax loss planned to be used to reduce the current or future amount of income tax is recognized as a deferred tax asset.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

3. Material accounting policies information (continued)

Income taxes (continued)

A deferred tax asset is recognized only to the extent that it is probable that taxable profit will be available against which the deductible temporary differences can be utilized, unless the deferred tax asset arises from the initial recognition of an asset or liability in a transaction that:

- Is not a business combination; and
- At the time of the transaction, affects neither accounting profit nor taxable profit (tax loss).

The Group recognizes deferred tax assets for all deductible temporary differences arising from investments in subsidiaries and associates, and interests in joint ventures, to the extent that the following two conditions are met:

- The temporary difference will be recovered in the foreseeable future; and
- Taxable profit will be available against which the temporary difference can be utilized.

Deferred tax assets and liabilities shall be measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The carrying amount of a deferred tax asset is reviewed at each balance sheet date.

The Group reduces the carrying amount of a deferred tax asset to the extent that it is no longer probable that sufficient taxable profit will be available to allow the benefit of part or all of that deferred tax asset to be utilized.

Deferred tax assets and liabilities are not discounted.

Accounting for contingencies

Certain conditions may exist as of the date of these consolidated financial statements which may further result in a loss to the Group, but which will only be resolved when one or more future events occur or fail to occur. The Group's management makes an assessment of such contingent liabilities which is based on assumptions and is a matter of opinion. In assessing loss contingencies relating to legal or tax proceedings that involve the Group or unasserted claims that may result in such proceedings, the Group, after consultation with legal or tax advisors, evaluates the perceived merits of any legal or tax proceedings or unasserted claims as well as the perceived merits of the amount of relief sought or expected to be sought therein.

If the assessment of a contingency indicates that it is probable that a loss will be incurred and the amount of the liability can be estimated, then the estimated liability is accrued in the Group's consolidated financial statements. If the assessment indicates that a potentially material loss contingency is not probable, but is reasonably possible, or is probable but cannot be estimated, then the nature of the contingent liability, together with an estimate of the range of possible loss if determinable and material, would be disclosed.

Loss contingencies considered remote are generally not disclosed unless they involve financial guarantees, in which case the nature of the guarantee would be disclosed. However, in some instances in which disclosure is not otherwise required, the Group may disclose contingent liabilities or other uncertainties of an unusual nature which, in the judgment of management after consultation with its legal or tax counsel, may be of interest to shareholders or others.

Equity

Non−controlling interest

Non−controlling interests are presented in the consolidated statement of financial position within equity, separately from the equity of the Group's owners. Total comprehensive income is attributed to the Group's owners and to the non−controlling interests even if this results in the non−controlling interests having a deficit balance.

Dividends

Dividends are recognized as a liability and deducted from equity at the reporting date only if they are declared before or on the reporting date. Dividends are disclosed when they are proposed before the reporting date or proposed or declared after the reporting date but before the consolidated financial statements are authorized for issue.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

3. Material accounting policies information (continued)

Equity (continued)

Other distributions to the Shareholder

Expenditures incurred by the Group as a result of the respective resolutions of the Government/President or various Government agencies are accounted for as other distributions through equity. Such expenditures include costs of the Group related to financing of the projects administered by the Government distribution of investments and other assets resulting from Government resolutions. Distribution of the assets transferred are recognized at the carrying value of such assets.

Segment information

Operating segments are reported in a manner consistent with the internal reporting provided to the Group's chief operating decision maker. Segments whose sales, results or assets are 10 per cent or more of all the segments are reported separately.

Related parties

Related parties are defined in IAS 24 *Related Party Disclosures*.

Governmental economic and social policies affect the Group's financial position, results of operations and cash flows. The Government imposed an obligation on the Group to provide an uninterrupted supply of oil and gas to customers in Uzbekistan at government−controlled prices. Transactions with the state include taxes, which are detailed in (*Note 32)*.

Related parties may enter into transactions, which unrelated parties might not, and transactions between related parties may not be effected on the same terms, conditions and amounts as transactions between unrelated parties.

It is the nature of transactions with related parties that they cannot be presumed to be carried out on an arm's length basis.

Subsequent events

The results of post−year−end events that provide evidence of conditions that existed at the reporting date (adjusting events) are reflected in the consolidated financial statements. Post−year−end events that are not adjusting events are disclosed in the notes to the consolidated financial statements when material.

4. Critical estimates and judgements

The preparation of the Group's consolidated financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities and assets, at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

Consolidation of subsidiaries

Management judgment is involved in the assessment of control and the consolidation of subsidiaries in the Group's consolidated financial statements taken into account voting rights and contractual arrangements with other shareholders and other relevant facts and circumstances in assessing whether it has control over the entity in accordance with IFRS 10 *Consolidated Financial Statements*.

4 Critical estimates and judgements (continued)

Recoverability of oil and gas assets, midstream, refining, and other assets

The Group assesses assets or CGU for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Such indicators include changes in the Group's business plans, changes in commodity prices leading to unprofitable performances, changes in product mixes, and for oil and gas properties, significant downward revisions of estimated proved reserves. Where an indicator of impairment exists, a formal estimate of the recoverable amount is made, which is considered to be the higher of the fair value less costs to sell and value in use. These assessments require the use of estimates and assumptions such as long−term oil and gas prices, discount rates, future capital requirements, operating performance (including production and sales volumes) that are subject to risk and uncertainty. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset/CGU is considered to be impaired and is written down to its recoverable amount. In assessing recoverable amount, the estimated future cash flows are adjusted for the risks specific to the asset group and are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Fair value less costs to sell is identified as the price that would be received to sell the asset in an orderly transaction between market participants and does not reflect the effects of factors that may be specific to the entity and not applicable to entities in general.

Assumptions made during the impairment testing

The Group has the following cash generating units (CGU):

CGU 1 - Refining and sale of petroleum products;

CGU 2 - Extraction and processing of natural gas;

CGU 3 - Gas chemical production;

CGU 4 - Sale and production of synthetic liquid fuel using gas-to-liquid technology.

The Group assessed the existence of impairment indicators of non-current assets for each of its Cash Generating Units (CGU) and the Group performed the impairment tests for each CGUs, by comparing the carrying amount with the recoverable amount, which was determined using the value in use assessment, as at 31 December 2023.

During the impairment analysis, the Group estimated forecast of production and processing volumes of hydrocarbons and gas, oil, petroleum products and petrochemicals prices, tolling tariffs, capital expenditures and other factors. The Group's long-term assumptions for Brent oil prices, the UZS/USD exchange rate, and inflation forecasts were considered and based on externally sourced forecasts.

Production volumes estimates are based on the Group's proved developed and probable reserves. Production period is based on subsoil license period, that the Group has strong intention to extend.

Post tax discount rates were estimated on the weighted average cost of capital for each CGU and ranged between 19.42%-22.54% depending on the production period, equity risk premium, beta and gearing ratio of the relevant CGU.

As at 31 December 2023 recoverable amount of non-current assets of all CGUs exceeded the carrying value, as a result, no impairment was recognized.

Sensitivity to changes in assumptions

As at 31 December 2023, the Group provided sensitivity test of the recoverable amount of non-current assets of all CGUs for changes in the most significant assumptions.

Changes in significant assumptions (discount rate and capacity utilization) of CGU 1 within the most probable and possible range do not result in impairment.

Changes in significant assumptions, such as the discount rate and Brent oil and gas prices (considering the year of liberalization) for CGU 2, within the most probable and possible range, do not result in impairment.

Changes in significant assumptions (discount rate and Brent Oil) of CGU 3 within the most probable and possible range do not result in impairment.

Changes in significant assumptions (discount rate) of CGU 4 by 4% or more will result in impairment.

4. Critical estimates and judgements (continued)

Oil and gas reserves

Oil and gas reserves are a material factor in the Group's computation of depreciation, depletion and amortization expenses and impairment losses. The Group estimates its oil and gas reserves in accordance with the methodology of the Society of Petroleum Engineers ("SPE"). In estimating its reserves under SPE methodology, the Group uses long−term planning prices. Using planning prices for estimating proved reserves removes the impact of the volatility inherent in using year−end spot prices. Management believes that long−term planning price assumptions, which are also used by management for their business planning and investment decisions are more consistent with the long−term nature of the upstream business and provide the most appropriate basis for estimating oil and gas reserves.

All reserve estimates involve some degree of uncertainty. The uncertainty depends mainly on the amount of reliable geological and engineering data available at the time of the estimate and the interpretation of this data.

The relative degree of uncertainty can be conveyed by placing reserves into one of two principal classifications, either proved or unproved. Proved reserves are more certain to be recovered than unproved reserves and may be further sub−classified as developed and undeveloped to denote progressively increasing uncertainty in their recoverability.

Estimates are reviewed and revised annually. Revisions occur due to the evaluation or re−evaluation of already available geological, reservoir or production data, availability of new data, or changes to underlying price assumptions. Reserve estimates may also be revised due to improved recovery projects, changes in production capacity or changes in development strategy. Proved developed reserves are used to calculate the unit of production rates for Depreciation, Depletion & Amortization (DD&A) in relation to oil and gas production assets. The Group has included in proved reserves only those quantities that are expected to be produced during the initial subsoil use contract period. This is due to the uncertainties surrounding the outcome of such renewal procedures, since the renewal is ultimately at the discretion of the Government. An increase in the Group's subsoil use contract periods and corresponding increase in reported reserves would generally lead to lower DD&A expense and could materially affect earnings. A reduction in proved developed reserves will increase DD&A expense (assuming constant production), reduce income and could also result in an immediate write−down of the property's book value. Given the relatively small number of producing fields, it is possible that any changes in reserve estimates year on year could significantly affect prospective charges for DD&A.

Proved reserves of the Group as at 31 December 2023 were based on reports prepared by independent reservoir engineers in accordance with Petroleum Resources Management System rules.

Assets retirement obligations

Under the provisions of current legislation and regulations, the Group has legal or constructive obligations to dismantle and remove tangible assets and restore the land at each production site. Specifically, the Group's obligation relates to the ongoing closure of all non−producing wells. The settlement date of the final closure obligations has been assumed to be the end of production period due to economic life test of the oil and gas reserves.

Where neither subsoil use contracts nor legislation include an unambiguous obligation to undertake or finance such final abandonment and closure costs at the end of the subsoil use contract term, no liability has been recognized. There is some uncertainty and significant judgment involved in making such a determination. Management's assessment of the presence or absence of such obligations could change with shifts in policies and practices of the Government or in the local industry practice.

The Group calculates asset retirement obligations separately for each field. The amount of the obligation is the present value of the estimated expenditures expected to be required to settle the obligation adjusted for expected inflation and discounted using average long−term risk−free interest rates for emerging market sovereign debt adjusted for risks specific to the Uzbekistan market.

At each reporting date the Group reviews site restoration provisions and adjusts them to reflect the current best estimate in accordance with IFRIC 1 *Changes in Existing Decommissioning, Restoration and Similar Liabilities*.

Estimating the future closure costs involves significant estimates and judgments by management. Most of these obligations are many years in the future and, in addition to ambiguities in the legal requirements, the Group's estimate can be affected by changes in asset removal technologies, costs and industry practice.

4. Critical estimates and judgements (continued)

Assets retirement obligations (continued)

Uncertainties related to the final closure costs are mitigated by the effects of discounting the expected cash flows. The Group estimates future well abandonment cost using current year prices and the average long−term inflation rate.

The long−term inflation and discount rates used to determine the obligation in the consolidated statement of financial position across the Group entities at 31 December 2023 were equal to 10.1% and 14.87%, respectively (31 December 2022: 12% and 16%). Movements in the provision for asset retirement obligations are disclosed in (*Note 22)*.

Employee benefits

Employee−benefit obligations include post−employment benefits and other long−term benefits. Other long−term benefits include financial aid for employees' disability, anniversaries, funeral and other benefits. The cost of defined long−term employee benefits before, on and after retirement and the present value of the obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases.

Due to the complexity of the valuation, the underlying assumptions and its long−term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

Measurement of liabilities under guarantees issued

As at 31 December 2023, the Group was a guarantor of its related party liabilities *(Note 34)*. As at 31 December 2023, the Group recognized as financial guarantee liability in amount of UZS 9,143 billion UZS (USD 741 million) the previously issued guarantee in relation to the Group's part of Gas Sales Debt *(Note 24).*

As at 31 December 2023, the Group expected reimbursement from the government in respect of losses incurred in relation to its financial guarantee to the related party. The Group determined, having exercised significant judgement, that the expected reimbursement is not integral part of the contractual terms of financial guarantee. When the reimbursement is not an integral part of the contractual terms of the financial guarantee, the Group accounts for it as a separate reimbursement asset. The Group assessed the probability of receiving of the reimbursement asset is virtually certain. As at 31 December 2023, the Group recognized a reimbursement asset in the amount of UZS 9,143 billion (USD 741 million). The Group believes that it has reasonable ground to expect receipt of the reimbursement from the government *(Note 24*).

In addition, the Group recognized the financial liabilities in respect of the remaining part of issued guarantees amounting to UZS 15 billion (31 December 2022: UZS 269 billion) as part of other current. ECL rate of 0,8% was used to measure this part of the financial guarantee liabilities as at 31 December 2023 (2022: 2,1%) by using general approach in calculation of expected credit losses for government companies. Country rating with appropriate downgrade based on overdue bucket is assigned and was used to estimate probability of default. Loss given default estimates are based on the external statistics using weighted average of recovery rates specific to the country.

Taxation

In assessing tax risks, management considers to be probable obligations the known areas of tax positions which the Group would not appeal or does not believe it could successfully appeal, if assessed by tax authorities. Such determinations inherently involve significant judgment and are subject to change as a result of changes in tax laws and regulations, amendments to the taxation terms of the Group's subsoil use contracts, the determination of expected outcomes from pending tax proceedings and current outcome of ongoing compliance audits by tax authorities. Uncertainties related to taxation are disclosed in *Note 32*.

Taxable income is computed in accordance with the tax legislation enacted as at 1 January 2023. Deferred income tax is calculated on temporary differences for assets and liabilities at the expected rates that were enacted by tax authorities as at 31 December 2023.

4. Critical estimates and judgements (continued)

Taxation (continued)

Deferred tax assets are recognized for all allowances and unused tax losses to the extent that it is probable that taxable temporary differences and business nature of such expenses will be proved. Significant management judgment is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and level of future taxable profits together with future tax planning strategies *(Note 32)*.

Value of net assets transferred and received from one organization to another, including during their reorganization and liquidation, in accordance with Government Decrees commonly is not subject to taxation for all types of taxes.

Fair value of financial instruments

Where the fair value of financial assets and financial liabilities recorded in the consolidated statement of financial position cannot be derived from active markets, they are determined using valuation techniques including the discounted cash flows model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. The judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

Useful lives of property, plant and equipment

The Group assesses the remaining useful lives of items of property, plant and equipment at least at each financial year−end and, if expectations differ from previous estimates, the changes are accounted for prospectively as a change in an accounting estimate in accordance with IAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors*.

5. Adoption of new or revised standards and interpretations and new accounting pronouncements

New and amended standards and interpretations

The Group applied for the first−time certain standards and amendments, which are effective for annual periods beginning on or after 1 January 2023 (unless otherwise stated). The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

IFRS 17 Insurance Contracts

IFRS 17 *Insurance Contracts* is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. IFRS 17 replaces IFRS 4 *Insurance Contracts*. IFRS 17 applies to all types of insurance contracts (i.e., life, non-life, direct insurance and re-insurance), regardless of the type of entities that issue them as well as to certain guarantees and financial instruments with discretionary participation features; a few scope exceptions will apply. The overall objective of IFRS 17 is to provide a comprehensive accounting model for insurance contracts that is more useful and consistent for insurers, covering all relevant accounting aspects. IFRS 17 is based on a general model, supplemented by:

- A specific adaptation for contracts with direct participation features (the variable fee approach);
- A simplified approach (the premium allocation approach) mainly for short-duration contracts.

The amendments had no impact on the Group's consolidated financial statements.

Definition of Accounting Estimates - Amendments to IAS 8

The amendments to IAS 8 clarify the distinction between changes in accounting estimates, changes in accounting policies and the correction of errors. They also clarify how entities use measurement techniques and inputs to develop accounting estimates.

The amendments had no impact on the Group's consolidated financial statements.

5. Adoption of new or revised standards and interpretations and new accounting pronouncements (continued)

New and amended standards and interpretations (continued)

Disclosure of Accounting Policies - Amendments to IAS 1 and IFRS Practice Statement 2

The amendments to IAS 1 and IFRS Practice Statement 2 *Making Materiality Judgements* provide guidance and examples to help entities apply materiality judgements to accounting policy disclosures. The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

The amendments have had an impact on the Group's disclosures of accounting policies, but not on the measurement, recognition or presentation of any items in the Group's financial statements.

Deferred Tax related to Assets and Liabilities arising from a Single Transaction – Amendments to IAS 12

The amendments to IAS 12 *Income Tax* narrow the scope of the initial recognition exception, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases and decommissioning liabilities.

The amendments had no impact on the Group's consolidated financial statements.

International Tax Reform—Pillar Two Model Rules – Amendments to IAS 12

The amendments to IAS 12 have been introduced in response to the OECD's BEPS Pillar Two rules and include:

- A mandatory temporary exception to the recognition and disclosure of deferred taxes arising from the jurisdictional implementation of the Pillar Two model rules; and
- Disclosure requirements for affected entities to help users of the financial statements better understand an entity's exposure to Pillar Two income taxes arising from that legislation, particularly before its effective date.

The mandatory temporary exception – the use of which is required to be disclosed – applies immediately. The remaining disclosure requirements apply for annual reporting periods beginning on or after 1 January 2023, but not for any interim periods ending on or before 31 December 2023.

The amendments had no impact on the Group's consolidated financial statements as the Group is not in scope of Pillar Two Model Rules.

Standards issued but not yet effective

The new and amended standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Group's financial statements are disclosed below. The Group intends to adopt these new and amended standards and interpretations, if applicable, when they become effective.

Amendments to IFRS 16: Lease Liability in a Sale and Leaseback

In September 2022, the IASB issued amendments to IFRS 16 to specify the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction, to ensure the seller-lessee does not recognise any amount of the gain or loss that relates to the right of use it retains.

The amendments are effective for annual reporting periods beginning on or after 1 January 2024 and must applied retrospectively to sale and leaseback transactions entered into after the date of initial application of IFRS 16. Earlier application is permitted and that fact must be disclosed.

The amendments are not expected to have a material impact on the Group's financial statements.

5. Adoption of new or revised standards and interpretations and new accounting pronouncements (continued)

Standards issued but not yet effective (continued)

Amendments to IAS 1: Classification of Liabilities as Current or Non-current

In January 2020 and October 2022, the IASB issued amendments to paragraphs 69 to 76 of IAS 1 to specify the requirements for classifying liabilities as current or non-current. The amendments clarify:

- What is meant by a right to defer settlement;
- That a right to defer must exist at the end of the reporting period;
- That classification is unaffected by the likelihood that an entity will exercise its deferral right;
- That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification.

In addition, a requirement has been introduced to require disclosure when a liability arising from a loan agreement is classified as non-current and the entity's right to defer settlement is contingent on compliance with future covenants within twelve months.

The amendments are effective for annual reporting periods beginning on or after 1 January 2024 and must be applied retrospectively. The Group is currently assessing the impact the amendments will have on current practice and whether existing loan agreements may require renegotiation.

Supplier Finance Arrangements - Amendments to IAS 7 and IFRS 7

In May 2023, the IASB issued amendments to IAS 7 *Statement of Cash Flows* and IFRS 7 *Financial Instruments*: Disclosures to clarify the characteristics of supplier finance arrangements and require additional disclosure of such arrangements. The disclosure requirements in the amendments are intended to assist users of financial statements in understanding the effects of supplier finance arrangements on an entity's liabilities, cash flows and exposure to liquidity risk.

The amendments will be effective for annual reporting periods beginning on or after 1 January 2024. Early adoption is permitted, but will need to be disclosed.

The amendments are not expected to have a material impact on the Group's financial statements.

Lack of exchangeability – Amendments to IAS 21

In August 2023, the Board issued Lack of Exchangeability (Amendments to IAS 21). The amendment to IAS 21 specifies how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking.

A currency is considered to be exchangeable into another currency when an entity is able to obtain the other currency within a time frame that allows for a normal administrative delay and through a market or exchange mechanism in which an exchange transaction would create enforceable rights and obligations.

If a currency is not exchangeable into another currency, an entity is required to estimate the spot exchange rate at the measurement date. An entity's objective in estimating the spot exchange rate is to reflect the rate at which an orderly exchange transaction would take place at the measurement date between market participants under prevailing economic conditions. The amendments note that an entity can use an observable exchange rate without adjustment or another estimation technique.

When an entity estimates a spot exchange rate because a currency is not exchangeable into another currency, it discloses information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows.

The amendments will be effective for annual reporting periods beginning on or after 1 January 2025. Early adoption is permitted, but will need to be disclosed. When applying the amendments, an entity cannot restate comparative information.

The amendments are not expected to have a material impact on the Group's financial statements.

6. Disposal of "Chinaz Refinery Plant" LLC and "UNG Petro" LLC

In accordance with the Decree of President of Republic of Uzbekistan No. 102 dated 24 March 2023, it was decided to sell 100% of shares of "Chinaz Refinery Plant" LLC and "UNG Petro" LLC to "Petroleum Technology Group" LLC, third party.

Sale of 100% of shares of "Chinaz Refinery Plant" LLC and "UNG Petro" LLC took place in November 2023.

The main categories of assets and liabilities of "Chinaz Refinery Plant" LLC and "UNG Petro" LLC as of the date of disposal are presented below:

In billions of Uzbek soums	**Assets and liabilities as of the date of disposal**
Assets	
Property, plant and equipment	206
Trade and loans receivable	187
Inventory	38
Other assets	116
Total assets	**547**
Liabilities	
	–
Trade payables and other	288
Total liabilities	**288**
Net assets	**259**

The difference in the amount of UZS 260 billion, between book value of the net assets of "Chinaz Refinery Plant" LLC and "UNG Petro" LLC and consideration received as of the disposal date was recognized in other non-operating income.

7. Segment information

Operating segments are components that engage in business activities that may earn revenues or incur expenses, whose operating results are regularly reviewed by the management of the Group and for which discrete financial information is available.

The Group is organized into business units and subsidiaries based on their products and services and has three reportable segments as follows:

- Gas, gas condensate and oil production and sales − representing extraction of natural gas, gas condensate and oil, as well as their subsequent sales;
- Oil refining and retail − representing refining of crude oil and sales of oil products and petrochemicals;
- Gas refining − representing production and sales of polyethylene, polypropylene, diesel, naphtha, jet fuel and other products from gas refining.

The remaining operating segments have been aggregated and presented as other operating segment due to their insignificance.

Substantially all the Group's operations and assets are located in the Republic of Uzbekistan.

The Group's segments are strategic business units and subsidiaries that focus on different customers. Management monitors the operating results of its business units and subsidiaries separately for the purpose of making decisions about resource allocation and performance assessment. Transfer prices between operating segments are either on an arm's length basis or non−arm's length basis.

The Executive Management Board is the Chief Operating Decision Maker (CODM) and monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment.

Management evaluates performance of each segment based on both sales and profit after tax.

7. Segment information (continued)

Segment information for the reportable segments for the year ended 31 December 2023 is set out below:

In billions of Uzbek soums	**Gas, gas condensate and oil production and sales**	**Oil refining and retail**	**Gas refining**	**Other**	**Total segments**	**Adjust-ments and elimina-tions***	**Total**
Sales and other income							
External customers	9,715	11,139	7,183	2,111	30,148	–	**30,148**
Inter−segment	1,872	373	1,293	2,232	5,770	(5,770)	**–**
Total sales and other income	**11,587**	**11,512**	**8,476**	**4,343**	**35,918**	**(5,770)**	**30,148**
Costs and expenses							
Costs and expenses other than depreciation, depletion and amortization	(6,701)	(10,466)	(2,948)	(2,298)	(22,413)	5,770	**(16,643)**
Depreciation, depletion and amortization	(2,885)	(61)	(1,842)	(84)	(4,872)	–	**(4,872)**
Total costs and expenses	**(9,586)**	**(10,527)**	**(4,790)**	**(2,382)**	**(27,285)**	**5,770**	**(21,515)**
Operating profit	**2,001**	**985**	**3,686**	**1,961**	**8,633**	**–**	**8,633**
Finance income	1,301	5	(116)	6	1,196	–	**1,196**
Finance expense	(2,412)	(29)	(1,985)	(4)	(4,430)	–	**(4,430)**
Other non−operating income	86	149	–	(41)	194	–	**194**
Foreign exchange (loss)/gain, net	(1,322)	(82)	(2,770)	(43)	(4,217)	–	**(4,217)**
Profit/(loss) before income tax	**(346)**	1,**028**	(**1,185**)	**1,879**	**1,376**	–	**1,376**
Income tax expense	(376)	(120)	(214)	(38)	(748)	–	**(748)**
Net profit/(loss) for the year	**(722)**	**908**	**(1,399)**	**1,841**	**628**	**–**	**628**
Other segment information							
Investments in associates and joint ventures	–	–	12,002	17,000	29,002	–	**29,002**
Capital expenditures**	7,828	207	2,424	268	10,727	–	**10,727**
Total segment assets	**72,670**	**5,406**	**54,608**	**22,182**	**154,866**	**(18,270)**	**136,596**
Total segment liabilities	**51,431**	**4,494**	**31,301**	**6,321**	**93,547**	**(18,270)**	**75,277**

* *Inter−segment balances are eliminated on consolidation.*

** *Capital expenditure represents additions to non−current assets other than financial instruments and deferred tax assets.*

7. Segment information (continued)

Segment information for the reportable segments for the year ended 31 December 2022 is set out below:

In billions of Uzbek soums	Gas, gas condensate and oil production and sales	Oil refining and retail	Gas refining	Other	Total segments	Adjustments and elimina−tions*	Total
Sales and other income							
External customers	8,460	12,098	5,011	2,646	28,215	−	**28,215**
Inter−segment	1,484	387	848	1,851	4,570	(4,570)	**−**
Total sales and other income	**9,944**	**12,485**	**5,859**	**4,497**	**32,785**	**(4,570)**	**28,215**
Costs and expenses							
Costs and expenses other than depreciation, depletion and amortization	(6,345)	(10,679)	(2,455)	(2,159)	(21,638)	4,570	**(17,068)**
Depreciation, depletion and amortization	(2,994)	(87)	(759)	(83)	(3,923)	−	**(3,923)**
Total costs and expenses	**(9,339)**	**(10,766)**	**(3,214)**	**(2,242)**	**(25,561)**	**4,570**	**(20,991)**
Operating profit	**605**	**1,719**	**2,645**	**2,255**	**7,224**	**−**	**7,224**
Finance income	443	6	43	5	497	−	**497**
Finance expense	(1,814)	(20)	(842)	(18)	(2,694)	−	**(2,694)**
Foreign exchange (loss)/gain, net	(240)	(97)	(836)	(20)	(1,193)	−	**(1,193)**
Profit/(loss) before income tax	**(1,006)**	**1,608**	**1,010**	**2,222**	**3,834**	**−**	**3,834**
Income tax expense	(507)	(157)	(310)	(7)	(981)	−	**(981)**
Net profit/(loss) for the year	**(1,513)**	**1,451**	**700**	**2,215**	**2,853**	**−**	**2,853**
Other segment information							
Investments in associates and joint ventures	−	−	10,175	14,297	24,472	−	**24,472**
Capital expenditures**	5,648	249	745	320	6,962	−	**6,962**
Total segment assets	**51,743**	**5,609**	**52,412**	**19,075**	**128,839**	**(9,938)**	**118,901**
Total segment liabilities	**31,315**	**3,940**	**28,148**	**6,049**	**69,452**	**(9,938)**	**59,514**

* *Inter−segment balances are eliminated on consolidation.*

** *Capital expenditure represents additions to non−current assets other than financial instruments and deferred tax assets.*

Seasonality

The Group's business is not significantly affected by seasonality.

8. Related party transactions

For the purpose of these consolidated financial statements, parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial or operational decisions. In 2023 and 2022 the Group entered into transactions with shareholder and companies controlled by shareholder (including enterprises directly or indirectly controlled by the Uzbekistan Government), associates and joint ventures and key management.

Related parties may enter into transactions which unrelated parties might not, and transactions between related parties may not be affected on the same terms as transactions between unrelated parties.

The disclosure of related party transactions is presented on an aggregate basis for shareholders and companies controlled by shareholders, joint ventures and associates. In addition, there may be additional disclosures of certain significant transactions (balances and turnovers) with certain related parties.

8. Related party transactions (continued)

In the course of its ordinary business, the Group enters into transactions with other companies controlled by the Uzbekistan Government. Bank loans are recorded based on market interest rates. Taxes are accrued and paid in accordance with applicable tax law. The Group sells crude oil and petroleum products to related parties in the ordinary course of business at prices close to average market prices. For gas sales to related parties selling prices are set by the Government (UZS 340−450 thousand for 1,000 cubic meters in 2022 and 2023).

At 31 December 2023 and 2022, the outstanding balances with related parties were as follows:

	As at 31 December			
	2023		2022	
In billions of Uzbek soums	Government and entities under government control	Associates and joint ventures	Government and entities under government control	Associates and joint ventures
Trade receivables and other receivables	3,011	290	3,071	535
Provision for expected credit losses on trade receivables	(98)	(190)	(387)	(440)
Cash and cash equivalents	583	−	1,548	−
Restricted cash	752	−	166	−
Advances paid (including for non−current assets)	75	76	86	62
Loans due from related parties	193	7,361	397	6,231
Provision for expected credit losses on loans due from related parties	(60)	(60)	(69)	(83)
Borrowings	(1,452)	−	(2,107)	−
Trade and other payables	(116)	(697)	(84)	(2,197)
Advances received	32	14	10	3

The transactions with related parties for the year ended 31 December 2023 and 2022 were as follows:

	2023		2022	
In billions of Uzbek soums	Government and entities under government control	Associates and joint ventures	Government and entities under government control	Associates and joint ventures
Sales of gas	6,546	1,486	5,863	587
Sales of refined oil and gas products	2,483	258	2,952	7
Services rendered	−	262		238
Interest on loans due from related parties	17	448	38	277
Interest on loans due to related parties	(193)	−	(261)	−
Transportation and selling expenses	(95)	−	(53)	−
Other operating income	1	4	5	−

Key management compensation

Key management personnel include members of the Management Board. Compensation of key management personnel (9 employees in 2023 and 7 employees in 2022 years), including basic salary, bonuses and other payments, amounted to UZS 12,879 million and UZS 13,282 million in 2023 and 2022, respectively.

9. Cash and cash equivalents

	As at 31 December	
In billions of Uzbek soums	2023	2022
Current accounts with banks – UZS	678	328
Current accounts with banks − US dollars	228	1,890
Current accounts with banks – other currencies	54	186
Deposits in banks− UZS	−	81
Cash on hand	−	2
Total cash and cash equivalents	**960**	**2,487**

10. Restricted cash

At 31 December 2023 and 2022 years, restricted cash was mainly represented by accounts held by the Group as collateral for letters of credit.

11. Trade and other receivables

	As at 31 December	
In billions of Uzbek soums	**2023**	**2022**
Long−term trade receivables	1,184	1,130
Less: provision for expected credit losses	(179)	−
Total Long−term trade receivables	**1,005**	**1,130**
Short−term trade receivables	5,630	4,803
Less: provision for expected credit losses	(1,370)	(2,028)
Total Short−term trade receivables	**4,260**	**2,775**
Trade and other receivables	**5,265**	**3,905**

Trade receivables and other receivables are mainly represented by receivables from sales of oil products and natural gas sold to customers of the Group and sale of assets.

Long−term trade receivables

Trade receivable related to oil and gas assets

In 2023, the Group entered into a long−term agreement for a total amount of UZS 3,206 billion, under which it disposed certain oil and gas assets *(Note 14)*. During 2023, the Group signed additional agreement on modification of payment terms under this agreement discounted amount of which is UZS 1,539 billion calculated using a discount rate of 19.22%. As a result, the Group classified UZS 1,184 billion as the long-term and UZS 355 billion as short-term trade receivables. The Group accrued ECL for long-term and short-term trade receivables in the amount of UZS 179 billion and UZS 54 billion respectively. The Group recognized loss on modification in the amount of UZS 272 billion *(Note 31)*.

Trade receivable related to gas sale

As at 31 December 2022, the Group classified trade receivable related to the sale of gas as long term and recognized loss on initial recognition of financial assets *(Note 31)*. As at 31 December 2023, the Group reclassified these trade receivable to short term based on revised payment schedule. As a result, the Group recognized income on modification of financial assets in the amount of UZS 427 billion in the statement of profit or loss *(Note 31)*.

Loss allowance for expected credit losses (ECL)

Movements in the provision for expected credit losses of trade accounts receivable were as follows:

In billions of Uzbek soums	**2023**	**2022**
At 1 January	**2,028**	**1,800**
Charge for the year	231	626
Recovered during the year	(710)	(398)
At 31 December	**1,549**	**2,028**

The impaired receivables mainly relate to overdue debts (in excess of 90 days) for products supplied and services rendered.

11. Trade and other receivables (continued)

Loss allowance for expected credit losses (ECL) (continued)

Set out below is the information about credit risk exposure on the Group's trade receivables using a provision matrix:

	Days past due					
In billions of Uzbek soums	**Not overdue**	**<30 days**	**30−60 days**	**61−90 days**	**>90 days**	**Total**
31 December 2023						
ECL rate	*6%*	*24%*	*36%*	*36%*	*100%*	
Trade accounts receivable	5,061	96	116	557	984	**6,814**
ECL	301	23	42	199	984	**1,549**
31 December 2022						
ECL rate	*2,2%*	*7%*	*22%*	*33.5%*	*100%*	
Trade accounts receivable	3,297	216	226	456	1,738	**5,933**
ECL	72	15	50	153	1,738	**2,028**

12. Inventories

	As at 31 December	
In billions of Uzbek soums	**2023**	**2022**
Refined oil products (at cost or net realizable value)	1,031	1,048
Materials and supplies (at cost or net realizable value)	992	764
Crude oil (at cost)	211	165
Work-in-progress (at cost)	208	278
Other	38	60
Total inventories	**2,480**	**2,315**

13. Loans due from related parties

		Interest	As at 31 December	
In billions of Uzbek soums	**Maturity**	**rate**	**2023**	**2022**
Loans due from JV "Uz−Kor Gas Chemical" in US dollars	2024	10%	7,045	5,990
Loans due from JV "Natural Gas Stream" in US dollars	2024	3.5%	376	328
Loans due from JSC "Uztransgaz" in US dollars	2024	3%	165	363
Loans due from other related parties in other currencies			92	99
Less: provision for expected credit losses			(120)	(152)
Total loans due from related parties			**7,558**	**6,628**
Current portion of loans due from related parties			(7,558)	(707)
Non−current portion of loans due from related parties			**–**	**5,921**

Loans due from JV "Uz−Kor Gas Chemical"

In 2023, the Company signed Term Sheet and Gas Sales Debt Remedial plan according to which the debt of JSC Uztransgaz ("UTG") under Gas Sales Contract ("Gas Sales Debt") were distributed between UTG and the Company *(Note 24).* According to the Remedial plan, the Group's part of Gas Sales Debt will be discharged partially by setting off it against outstanding principal and accrued interest amount of loans due from Uz-Kor. Accordingly, the Group revised the expected maturity of the loans due from Uz-Kor to short term as at 31 December 2023 and revised carrying value.

13. Loans due from related parties (continued)

Loss allowance for expected credit losses (ECL)

Movements in the provision for expected credit losses of loans due from related parties were as follows:

In billions of Uzbek soums	2023	2022
At 1 January	**152**	**211**
Charge for the year	30	7
Recovered during the year	(62)	(66)
At 31 December	**120**	**152**

Set out below is the information about credit risk exposure on the Group's loans receivables using a provision matrix:

		Days past due				
In billions of Uzbek soums	**Not overdue**	**<30 days**	**30−60 days**	**61−90 days**	**>90 days**	**Total**
31 December 2023						
ECL rate	*1,6%*	−	−	−	−	
Loans receivables	7,558	−	−	−	−	**7,558**
ECL	120	−	−	−	−	**120**
31 December 2022						
ECL rate	*2%*	−	−	−	−	
Loans receivables	6,628	−	−	−	−	**6,628**
ECL	152	−	−	−	−	**152**

14. Assets held for sale

According to the 2022 Resolution of the Cabinet of Ministers, the Group intended to sell within a year from the reporting date certain oil and gas assets related to the segment "Gas, gas condensate and oil production and sales" for the amount of UZS 3,206 billion to Sanoat Energetika Guruhi LLC to be paid in installments.

As at 31 December 2022, the Group classified these oil and gas assets as assets held for sale with the book value of the assets of UZS 1,811 billion. In 2023, these oil and gas assets were sold *(Note 11)*.

In 2023, the Group classified assets in the amount of UZS 4,887 billion related to the expansion project of Shurtan Gas Chemical Complex LLC under segment "Gas refining" as assets held for sale due to the intention to transfer them within a year from the reporting date in exchange for the participation interest of the newly created joint venture enterprise.

As at 31 December 2023 and 2022, the carrying amount of the disposal assets did not fall below its fair value less costs to sell.

15. Other current assets

	As at 31 December	
In billions of Uzbek soums	**2023**	**2022**
Other current non−financial assets		
Prepayments on other taxes	**471**	**341**
Other current financial assets		
Prepayment to the shareholder	732	538
Dividends receivable	82	53
Other receivables	253	252
	1,067	**843**
Total other current assets	**1,538**	**1,184**

Prepayments paid to the Shareholder were subsequently net off against dividends, declared to the Shareholder.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

16. Property, plant and equipment and advances for non-current assets

In billions of Uzbek soums	Oil and gas assets	Buildings and structures	Machinery and equipment	Other	CIP	Total
Cost						
At 1 January 2022	39,169	2,081	1,417	456	40,309	**83,432**
Additions	2	36	45	5	6,912	**7,000**
Disposals	(260)	(34)	(37)	(28)	(138)	**(497)**
Transfer to assets held for sale	(3,446)	–	–	–	–	**(3,446)**
Transfers from construction−in−progress	4,790	8,859	25,510	57	(39,216)	**–**
Transfers from exploration and evaluation assets	483	–	–	–	–	**483**
Change in asset retirement obligation	(420)	–	–	–	–	**(420)**
At 31 December 2022	**40,318**	**10,942**	**26,935**	**490**	**7,867**	**86,552**
Additions	5	265	828	50	6,970	**8,118**
Disposals	(77)	(130)	(131)	(30)	(65)	**(433)**
Transfer to assets held for sale	–	–	–	–	(3,091)	**(3,091)**
Transfers from construction−in−progress	5,647	81	453	50	(6,231)	–
Transfers from exploration and evaluation assets	1,374	–	–	–	–	**1,374**
Change in asset retirement obligation	(411)	–	–	–	–	**(411)**
At 31 December 2023	**46,856**	**11,158**	**28,085**	**560**	**5,450**	**92,109**
Depreciation and impairment						
At 1 January 2022	**(12,100)**	**(590)**	**(507)**	**(228)**	**–**	**(13,425)**
Charge for the year	(3,020)	(299)	(768)	(50)	–	**(4,137)**
Transfer to assets held for sale	1,635	–	–	–	–	**1,635**
Disposals	83	17	17	13	–	**130**
At 31 December 2022	**(13,402)**	**(872)**	**(1,258)**	**(265)**	–	**(15,797)**
Charge for the year	(2,895)	(437)	(1,534)	(74)	–	**(4,940)**
Disposals	48	23	20	16	–	**107**
At 31 December 2023	**(16,249)**	**(1,286)**	**(2,772)**	**(323)**	**–**	**(20,630)**
Net book value						
At 1 January 2022	**27,069**	**1,491**	**910**	**228**	**40,309**	**70,007**
At 31 December 2022	**26,916**	**10,070**	**25,677**	**225**	**7,867**	**70,755**
At 31 December 2023	**30,607**	**9,872**	**25,313**	**237**	**5,450**	**71,479**

16. Property, plant and equipment and advances for non-current assets (continued)

Property, plant and equipment

In 2023, the Group capitalized borrowing costs in the amount of UZS 264 billion (2022: UZS 530 billion).

Advances for non-current assets

As at 31 December 2023, advances for non−current assets represent advances paid for construction and deployment operations and chemical catalysts to be used in the production processes.

As at 31 December 2023, the Group reclassified non-current advances paid related to the expansion project of Shurtan Gas Chemical Complex LLC in the amount of UZS 1,796 billion *(Note 14)* to the Assets held for sale.

17. Exploration and evaluation assets

In billions of Uzbek soums	
Net book value as at 1 January 2022	**712**
Additions	1,099
Transfer to property, plant and equipment	(483)
Expensed	(409)
Net book value as at 31 December 2022	**919**
Additions	1,466
Transfer to property, plant and equipment	(1,374)
Expensed	(167)
Net book value as at 31 December 2023	**844**

18. Investments in joint−ventures and associates

In billions of Uzbek soums	Place of business	Main activity	Percentage Ownership	As at 31 December 2023	2022
"Asia Trans Gas" LLC	Uzbekistan	Natural gas transportation	50%	15,402	13,159
"Uz−Kor Gas Chemical" LLC	Uzbekistan	Manufacturing of the polymer products	50%	12,003	10,175
Other joint ventures and associates	Uzbekistan			1,597	1,138
Total investments in joint ventures and associates				**29,002**	**24,472**

The following table summarizes the movements in the investments in 2023 and 2022:

In billions of Uzbek soums	**2023**	**2022**
At 1 January	**24,472**	**21,148**
Share in profits of joint ventures and associates, net	2,150	2,761
Dividends received	(586)	(163)
Contribution to associate	285	−
Impairment of investment	−	(41)
Other	(9)	(8)
Foreign currency translation	2,690	775
At 31 December	**29,002**	**24,472**

The equity share in profits of associates and joint ventures comprises the following:

In billions of Uzbek soums	**2023**	**2022**
"Asia Trans Gaz" JV LLC	1,480	1,663
"Uz−Kor Gas Chemical" JV LLC	510	828
Other joint ventures and associates	160	270
Total equity share in profits of associates and joint ventures	**2,150**	**2,761**

18. Investments in joint−ventures and associates (continued)

The following tables illustrate summarized financial information of material joint ventures, based on financial statements of these entities for 31 December 2023 and 2022:

	As at 31 December	
"Asia Trans Gas" JV LLC	**2023**	**2022**
Non−current assets	27,136	26,913
Current assets, including	3,854	5,453
Cash and cash equivalents	1,473	2,363
Non−current liabilities	27	3,003
Current liabilities, including	159	3,045
Current financial liabilities	55	2,876
Equity	**30,804**	**26,318**
Share of ownership of the Group	50%	50%
Carrying amount of the investment	**15,402**	**13,159**

"Asia Trans Gas" JV LLC	**2023**	**2022**
Revenue and other income	7,450	7,464
Cost of sales	(3,823)	(3,305)
General and administrative expenses	(113)	(101)
Other operational expenses	(71)	(56)
Foreign exchange loss, net	(10)	(72)
Finance costs	(265)	(368)
Income tax expense	(209)	(236)
Profit for the year	**2,959**	**3,326**
Share of ownership of the Group	50%	50%
Share in profit of joint venture	**1,480**	**1,663**

	As at 31 December	
"Uz−Kor Gas Chemical" LLC	**2023**	**2022**
Non−current assets	31,767	32,164
Current assets, including	15,505	12,517
Cash and cash equivalents	5,206	5,025
Non−current liabilities, including	13,801	10,925
Non−current financial liabilities	13,730	10,380
Current liabilities	9,464	13,379
Equity	**24,007**	**20,350**
Share of ownership of the Group	50%	50%
Carrying amount of the investment	**12,003**	**10,175**

"Uz−Kor Gas Chemical" LLC	**2023**	**2022**
Revenue	6,249	7,454
Cost of sales	(4,100)	(4,403)
General and administrative expenses	(462)	(392)
Allowance for expected credit losses	213	(515)
Interest income/(expense)	820	755
Finance income	546	157
Finance cost	(2,478)	(2,119)
Other income	232	719
Profit for the year	**1,020**	**1,656**
Share of ownership of the Group	50%	50%
Share in profit of joint venture	**510**	**828**

The contingent liabilities or commitments as at 31 December 2023 and 2022 in relation to investments in joint ventures and associates are disclosed in *Note 34.*

19. Trade and other payables

	As at 31 December	
In billions of Uzbek soums	**2023**	**2022**
Trade accounts payable	4,549	5,669
Other financial payables		
Dividends payable	965	888
Other non−financial payables		
Other tax payables	628	677
Contract liabilities	1,472	806
Total trade and other payables	**7,614**	**8,040**

Trade payables mainly represent payables for crude oil, oil products, gas, construction, drilling, transportation and utilities provided by vendors of the Group.

As at 31 December 2023 and 2022 trade and other payables were not interest bearing.

20. Other financial liabilities

In May 2023 the Group and Air Products Netherlands Gases B.V. ("AP") entered into a sale and purchase agreement (the "Agreement") pursuant to which AP purchased from the Group certain equipment related to the GTL plant with net book value as at 31 December 2023 of UZS 8,329 billion for total consideration of USD 1 billion (UZS 12,339 billion), out of which USD 900 million (UZS 11,105 billion) have been received by the Group by 31 December 2023 and the residual USD 100 million (UZS 1,234 billion) will be received later subject to satisfaction of certain conditions as required by the Agreement.

At the same time the Group and AP entered into the Tolling Service Agreement ("TSA") for the 15 years. Under the terms of the TSA, the Group pays to AP fixed annual payments of Base facility charge (BFC). At the end of the term of TSA, title on the equipment should be returned to the Group for one dollar fee.

The Group concluded, having exercised significant judgment, that it retained control over the GTL plant assets subject to the above agreements and that the transaction does not represent either a sale or a lease of the GTL plant assets to AP, but rather being a financing transaction. Accordingly, the Group recognized a financial liability of USD 922 million (UZS 11,381 billion) as at 31 December 2023, measured at amortized cost.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

21. Borrowings

At 31 December 2023, borrowings of the Group were represented by the following facilities:

			Balance as at 31 December 2023	
Facilities	**Interest rate**	**Maturity date**	**Non−current portion**	**Current portion**
USD 1,200 million	6M SOFR +3.5%	June 2031	8,855	1,491
USD 700 million	4.75%	November 2028	8,611	51
USD 500 million	6M LIBOR + 3.61%	June 2031	3,687	620
USD 360 million	6M SOFR + 3.25%	December 2029	2,714	378
USD 280 million	6M LIBOR + 1.15%	June 2031	1,903	296
CNY 1,600 million	SHIBOR + 0.5%	October 2031	1,894	126
EURO 250 million	3M EURIBOR + 4.5%	November 2025	1,493	1,551
USD 100 million	6M SOFR + 4.25%	November 2026	1,212	10
USD 200 million	3M SOFR + 3.75%	December 2025	1,206	1,236
USD 100 million	6M LIBOR +1.15%	June 2031	682	106
UZS 190,000 million	18%	August 2026	158	33
USD 10 million	9%	August 2026	103	21
UZS 98,000 million	22%	September 2026	86	10
EUR 5 million	10%	February 2025	23	46
USD 50 million	10%	December 2024	−	619
EUR 14 million	10%	July 2024	−	197
EUR 14 million	3m EURIBOR 4.85%	July 2024	−	192
USD 57.87 million	2.0%	December 2024	−	182
UZS 200,000 million	24%	June 2024	−	132
USD 10 million	11.25%	August 2024	−	124
USD 10 million	13%	July 2024	−	123
UZS 511,657 million	14.0%	July 2024	−	105
USD 8.4 million	9.5%	October 2024	−	104
UZS 100,000 million	26%	March 2024	−	100
UZS 464,879 million	14.0%	July 2024	−	96
EUR 40 million	1.9%	November 2024	−	86
UZS 75,000 million	21%	August 2024	−	76
UZS 75,000 million	21%	August 2024	−	76
UZS 316,267 million	16%	August 2024	−	73
UZS 57,500 million	24%	February 2024	−	58
Others			−	343
Total			**32,627**	**8,661**

21. Borrowings (continued)

At 31 December 2022, borrowings of the Group were represented by the following facilities:

			Balance as at 31 December 2022	
Facilities	**Interest rate**	**Maturity date**	**Non−current portion**	**Current portion**
USD 1,200 million	6M LIBOR +3.5%	June 2031	9,985	2,019
USD 700 million	4.75%	November 2028	7,827	47
USD 500 million	6M LIBOR +3.61%	June 2031	4,122	881
USD 360 million	SOFR + 3.25%	December 2029	2,919	551
EURO 200 million	3M EURIBOR + 4.5%	November 2025	2,354	16
USD 200 million	3M SOFR + 3.75%	December 2025	2,203	1
USD 280 million	6M LIBOR +1.15%	June 2031	2,140	422
CNY 1,600 million	SHIBOR + 0.5%	October 2031	1,993	263
USD 120 million	LIBOR +1.86% LIBOR +4.85%	June 2031	968	195
USD 100 million	LIBOR +1.86% LIBOR +4.85%	June 2031	791	157
USD 100 million	6M LIBOR +1.15%	June 2031	754	162
USD 57.87 million	2%	December 2024	165	236
UZS 511,650 million	14%	July 2024	102	111
UZS 464,87 million	14%	July 2024	93	100
UZS 316,27 million	10%	August 2024	70	112
EURO 40 million	2%	November 2024	−	229
UZS 285,000million	19%	October 2023	−	194
UZS 137,000million	19%	October 2023	−	137
USD 9.7 million	7.5%	November 2023	−	117
USD 10 million	8%	November 2023	−	112
USD 172 million	3.5%	January 2023	−	98
UZS 100,000 million	19%	July 2023	−	84
UZS 123,940 million	19%	June 2023	−	70
UZS 56,500 million	19%	October 2023	−	57
UZS 100,000 million	19%	September 2023	−	50
UZS 100,000 million	19%	September 2023	−	49
USD 5 million	6.5%	October 2023	−	47
USD 5 million	6.5%	October 2023	−	47
UZS 45,000 million	19%	August 2023	−	45
USD 3.98 million	8.3%	April 2023	−	45
USD 5 million	8%	August 2023	−	34
UZS 40,000 million	19%	July 2023	−	33
USD 6.01 million	9%	March 2023	−	33
UZS 31,400 million	19%	September 2023	−	31
Others			−	286
Total			**36,486**	**7,071**

In 2023 and 2022 years, lenders of the Group comprise of financial institutions.

During 2023, the Group breached certain financial and non-financial covenants. This led to events of default and cross default as of 30 June 2023 of borrowings of UZS 33,092 billion. Before year-end the lenders waived their right to declare these loans payable on demand. Also, before year-end certain lenders agreed to waive the anticipated breaches of several covenants.

Changes in liabilities arising from financing activities:

In billions of Uzbek soums	**2023**	**2022**
As at 1 January	**43,557**	**40,952**
Proceeds from borrowings	7,734	7,310
Finance costs, including capitalized to property, plant and equipment	3,582	2,252
Change in foreign exchange rates	3,835	1,248
Repayment of borrowings	(14,159)	(5,972)
Interest paid	(3,261)	(2,233)
As at 31 December	**41,288**	**43,557**

22. Provisions

In billions of Uzbek soums	Asset retirement obligations	Employee benefit: Post−employ-ment benefits	Employee benefit: Other longterm payments	Total
As at 1 January 2022	**1,063**	**911**	**67**	**2,041**
Provision for the year / current service cost	35	29	3	**67**
Change in estimate	(455)	(81)	(12)	**(548)**
Unwinding of discount *(Note 31)*	119	−	−	**119**
Interest cost *(Note 31)*	−	143	10	**153**
Use of provision/payment	−	(29)	(1)	**(30)**
As at 31 December 2022	**762**	**973**	**67**	**1,802**
Provision for the year / current service cost	19	30	4	**53**
Change in estimate	(430)	(81)	16	**(495)**
Unwinding of discount *(Note 31)*	119	−	−	**119**
Interest cost *(Note 31)*	−	153	11	**164**
Use of provision/payment	−	(68)	(8)	**(76)**
As at 31 December 2023	**470**	**1,007**	**90**	**1,567**
As at 31 December 2022				
Short−term portion	−	27	6	**33**
Long−term portion	762	946	61	**1,769**
As at 31 December 2022	**762**	**973**	**67**	**1,802**
As at 31 December 2023				
Short−term portion	−	45	6	**51**
Long−term portion	470	962	84	**1,516**
As at 31 December 2023	**470**	**1,007**	**90**	**1,567**

Key actuarial assumptions

The principal assumptions used in determining defined benefit obligations for the Group's defined benefit plan are shown below:

	2023	2022
Discount rate	14,87%	15,69%
Future salary increases	14,49%	10,29%
Growth of the minimum wage	12,55%	13,16%
Increase in surcharges	12,55%	13,16%

A quantitative sensitivity analysis for significant assumption as at 31 December 2023 is as shown below:

Assumptions	Discount rate		Future salary increases		Staff turnover		Mortality	
Sensitivity level	1% increase	1% decrease	1% increase	1% decrease	1% increase	1% decrease	10% increase	10% decrease
Impact on post−employment benefits	(116)	144	13	(12)	(62)	71	(39)	33
Impact on other long−term payments	(9)	11	5	(4)	(7)	8	1	(1)

A quantitative sensitivity analysis for significant assumption as at 31 December 2022 is as shown below:

Assumptions	Discount rate		Future salary increases		Staff turnover		Mortality	
Sensitivity level	1% increase	1% decrease	1% increase	1% decrease	1% increase	1% decrease	10% increase	10% decrease
Impact on post−employment benefits	(127)	159	10	(9)	(56)	65	(38)	39
Impact on other long−term payments	(5)	6	11	(5)	(5)	6	1	1

22. Provisions (continued)

Key actuarial assumptions (continued)

The sensitivity analysis above were made based on a method that extrapolates the impact on net defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

23. Shareholders' equity

As at 31 December 2023, the share capital of the Company consisted of 42,522,748,700 common shares (as at 31 December 2022: 42,462,508,839 common shares) issued at UZS 500 par value as well as preferred non−voting shares of 24,437,863 items (as at 31 December 2022: 24,437,863 preferred shares) issued at UZS 500 par value.

Increase of share capital

In April 2023, the Group issued new portion of shares in the amount of UZS 30 billion (UZS 500 per share, 60 million shares) based on decision of Shareholders.

Dividends

In 2023 based on decision of the shareholders, the Group declared dividends:

- UZS 23,64 per common share in the total amount of UZS 954 billion and UZS 125 per preferred share in the total amount of UZS 3 billion for 2021.

In 2022 based on decision of the shareholders, the Group declared dividends:

- UZS 27,89 per common share in the total amount of UZS 1,140 billion and UZS 125 per preferred share in the total amount of UZS 3 billion for 2020.

24. Reimbursement asset and financial guarantees

The Group has guaranteed the obligations of JSC Uztransgaz ("UTG"), an entity under common control, under an Uzbek law-governed Gas Sales Contracted dated 19 May 2012 (the "Gas Sales Contract") for gas purchased by UTG from JV Uz-Kor Gas Chemical LLC ("Uz-Kor"). Uz-Kor is a joint venture owned 50/50 by the Group and a consortium of Korean investors through Kor-Uz Gas Chemical Investment Ltd. ("Kor-Uz").

On 6 September 2023, the Term Sheet and Gas Sales Debt Remedial plan ("Remedial Plan") was signed by the Company, UTG, Uz-Kor, Kor-Uz and the Ministry of the Economy and Finance ("MEF"). According to the Remedial Plan the parties determined the amount of debt of UTG in the amount of USD 1,075 million (UZS 13,264 billion) under Gas Sales Contract ("Gas Sales Debt") and distributed it to the UTG and the Company in the following parts: USD 262.5 million and USD 812.3 million (UZS 3,239 billion and UZS 10,023 billion), respectively. The Group's part of Gas Sales Debt will be discharged by setting off it against outstanding principal and accrued interest amount of Loans due from Uz-Kor amounting to USD 609.50 million (UZS 7,520 billion) (including USD 38.6 million (UZS 476 billion) of interest to be accrued in the period after 31 December 2023, but before settlement) and future dividends in the amount of USD 202.83 million (UZS 2,502 billion) (before discounting to their net present value) receivable from Uz-Kor ("settlement assets"). The Group revised its expected credit loss estimates on its financial guarantee over UTG's Gas Sales Debt as at 31 December 2023 considering the terms of the Remedial Plan, and recognized guarantee liability of UZS 9,158 billion (USD 741 million) measured at sum of the (a)carrying value of subordinated loans due from Uz-Kor amounting to UZS 7,045 billion (USD 570.94 million) as at 31 December 2023 (*Note 13*) subject to contractual requirement for the Group to transfer it to UTG shortly after the reporting date, (b)UZS 2,098 billion (USD 170.05 million) being present value of UZS 2,502 billion (USD 202.83 million) future dividends from Uz-Kor, expected to be declared by the end of 2025, and (c) expected credit losses on unsettled UZS 15 billion part of UTG's Gas Sales Debt amounting to UZS 1,851 billion (USD 150 million) as at 31 December 2023.

According to the Government Decree issued in 2023, the MEF was ordered to provide to the Company up to 49% shares of UTG at fair value to be equal to the Company's part of Gas Sales Debt. As a result, the Company received 46.5% shares of UTG on 29 March 2024 as a reimbursement for settlement assets *(Note 35)*. The Group accounted for this expected reimbursement as a separate reimbursement asset.

24. Reimbursement asset and financial guarantees (continued)

Accordingly, the Group recognized financial guarantee liability and a reimbursement asset, in the amount of UZS 9,158 billion and of UZS 9,143 billion, respectively as at 31 December 2023 with respective immaterial net effect in statement of comprehensive income.

25. Oil, gas, petroleum products and petrochemicals sales

In billions of Uzbek soums	**2023**	**2022**
Sales of refined oil and gas products	15,318	13,909
Sales of gas	8,902	7,066
Sales of petrochemical products	1,854	2,128
Gas processing and tolling fees	1,043	798
Oil refinery tolling fees	101	120
Gas transportation fees	79	92
Sales of other products	145	511
Total oil, gas, petroleum products and petrochemicals sales	**27,442**	**24,624**

Geographical markets	**2023**	**2022**
Uzbekistan	26,352	24,474
Other countries	1,090	150
Total oil, gas, petroleum products and petrochemicals sales	**27,442**	**24,624**

In 2023, 24% of the Group's total sales comprised gas sales to the companies under the common control of the Shareholder (in 2022 − 20%).

26. Cost of purchased oil, gas, petroleum products and other materials

In billions of Uzbek soums	**2023**	**2022**
Purchased crude oil	6,578	7,464
Materials and supplies	564	417
Total cost of purchased oil, gas, petroleum products and other materials	**7,142**	**7,881**

27. Production expenses

In billions of Uzbek soums	**2023**	**2022**
Payroll	1,719	1,472
Services	868	626
Utilities	586	506
Repair and maintenance	569	292
Other	110	68
Total production expenses	**3,852**	**2,964**

28. Taxes other than income tax

In billions of Uzbek soums	**2023**	**2022**
Subsoil tax	1,952	1,529
Property tax	445	639
Excise tax	220	339
Land tax	184	160
Other taxes	76	142
Total taxes other than income tax	**2,877**	**2,809**

29. General and administrative expenses

In billions of Uzbek soums	2023	2022
Payroll	879	618
Charitable donations and sponsorship	323	334
Consulting services	175	142
Repair and maintenance	81	106
Materials and supplies	35	17
Other	201	253
Total general and administrative expenses	**1,694**	**1,470**

30. Transportation and selling expenses

In billions of Uzbek soums	2023	2022
Payroll	442	251
Transportation	334	202
Services	169	160
Other	39	67
Total transportation and selling expenses	**984**	**680**

31. Finance income and finance costs

Finance income

Finance income mainly comprises of interest accrued on loans due from related parties and other finance income.

In billions of Uzbek soums	2023	2022
Interest income	465	309
Income on modification of financial assets (*Note 11*)	427	134
Income from reversal of ECL related to financial guarantees	268	–
Other	36	54
Total finance income	**1,196**	**497**

Finance costs

In billions of Uzbek soums	2023	2022
Interest expenses	3,249	1,722
Other	93	149
	3,342	1,871
Unwinding of discount of other financial liabilities	533	–
Loss on initial recognition/modification of financial assets (*Note 11*)	272	551
Unwinding of discount of asset retirement obligations *(Note 22)*	119	119
Interest expenses on employee benefit obligations *(Note 22)*	164	153
Total finance costs	**4,430**	**2,694**

32. Income tax

The major components of income tax expense for the years ended 31 December are:

In billions of Uzbek soums	2023	2022
Current tax charge	436	544
Deferred tax charge	312	437
Income tax expense reported in the consolidated statement of profit or loss	**748**	**981**

The Group measures and records its current income tax payable and its tax bases in its assets and liabilities in accordance with the tax regulations of the Republic of Uzbekistan may differ from IFRS.

32. Income tax (continued)

The Group is subject to certain permanent tax differences due to the non−tax deductibility of certain expenses and certain income being treated as non−taxable for tax purposes.

Deferred taxes reflect the net tax effects of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for tax purposes. Temporary differences as at 31 December 2023 and 2022 relate mostly to with different methods/timing of accounting for income and expenses, as well as temporary differences arising from the difference in the accounting and tax values of certain assets and liabilities.

A reconciliation of income tax expenses applicable to profit before income tax at the statutory income tax rate (15% in 2023 and 2022) to income tax expenses was as follows for the years ended 31 December:

In billions of Uzbek soums	**2023**	**2022**
Profit before income tax	**1,376**	**3,834**
Statutory tax rate	15%	15%
Theoretical income tax expense at the statutory rate	**206**	**575**
(Non-taxable income) / non−deductible expenses, net	(200)	103
Unrecognized deferred tax assets	683	241
Income of subsidiaries taxed at different rates	59	62
Income tax expense	**748**	**981**

32. Income tax (continued)

Deferred tax assets and liabilities as at 31 December 2023 and 2022 were calculated using the expected income tax rates of 15%. Deferred tax assets and liabilities as at 31 December and their movements for the respective years comprise:

In billions of Uzbek soums	1 January 2022	In the consolidated statement of profit or loss	In the consolidated statement of other comprehensive income	31 December 2022	In the consolidated statement of profit or loss	In the consolidated statement of other comprehensive income	31 December 2023
Deferred tax assets							
Trade receivables	323	116	–	439	27	–	466
Inventories	23	(0)	–	23	5	–	28
Provisions	305	(21)	(14)	270	(26)	(12)	232
Other	93	85	(2)	176	38	–	214
Deferred tax assets	**744**	**180**	**(16)**	**908**	**44**	**(12)**	**940**
Deferred tax liabilities							
Property, plant and equipment	(699)	(195)	–	(894)	(122)	–	(1,016)
Investments in joint ventures and associates	(2,482)	(422)	(116)	(3,020)	(235)	(404)	(3,659)
Deferred tax liabilities	**(3,181)**	**(617)**	**(116)**	**(3,914)**	**(357)**	**(404)**	**(4,675)**
Net deferred tax liabilities	**(2,437)**	**(437)**	**(132)**	**(3,006)**	**(313)**	**(416)**	**(3,735)**

The temporary differences associated with investments in the Group's subsidiaries for which a deferred tax liability was not recognized in the periods presented, aggregate to UZS 708 billion (2022: UZS 2,558 billion). The Group determined that the undistributed profits of its subsidiaries will not be distributed in the foreseeable future.

33. Financial risk management

The Group's principal financial instruments mainly consist of borrowings, cash and cash equivalents, loans due from related parties, reimbursement asset, financial guarantee as well as accounts receivable and accounts payable. The Group is exposed to interest rate risk, foreign currency risk, credit risk and liquidity risk. The Group further monitors the market risk and liquidity risk arising from all financial instruments.

Market risk

The Group takes on exposure to market risks. Market risks arise from open positions in interest rate, currency, and securities, all of which are exposed to general and specific market movements. The Group manages market risk through periodic estimation of potential losses that could arise from adverse changes in market conditions and establishing appropriate margin and collateral requirements.

The sensitivity analyses in the following sections relate to the position as at 31 December 2023 and 2022 years.

Foreign exchange risk

The Group's main financial instruments in foreign currencies include Cash and cash equivalents, trade receivables and payables denominated in US dollar, and borrowings denominated in US dollar, Euro and CNY.

As a result of significant borrowings denominated in the US dollars, Euro and CNY, and cash and cash equivalents, trade receivables and payables denominated in US dollars, the Group's consolidated statement of financial position can be affected significantly by movement in the US dollar / UZS, Euro/UZS and CNY/UZS exchange rates. The Group also has transactional currency exposures. Such exposure arises from revenues in the US dollars.

The following table demonstrates the sensitivity to a reasonably possible change in the US dollar, Euro and CNY exchange rate, with all other variables held constant, of the Group's profit before income tax (due to changes in the fair value of monetary assets and liabilities). The sensitivity of possible the changes in exchange rates for other currencies are not considered due to its insignificance to the consolidated financial results of Group's operations.

In billions of Uzbek soums	**Increase/ decrease in UZS to US dollar exchange rate**	**Effect on profit before tax**	**Increase/ decrease in UZS to CNY exchange rate**	**Effect on profit before tax**	**Increase/ decrease in UZS to Euro exchange rate**	**Effect on profit before tax**
2023	16.81%	5,647	19%	387	16.66%	596
	−16.81%	(5,647)	-19%	(387)	-16.66%	(596)
2022	+24%	7,015	+20%	425	+23%	606
	−24%	(7,015)	−20%	(425)	−23%	(606)

Interest rate risk

Borrowings at floating interest rates expose the Group to interest rate risk arising from possible changes in the variable elements of the overall interest rate.

The Group analyzes its interest rate exposure, including by performing scenario analysis to measure the impact of an interest rate shift on annual income before income tax. According to sensitivity analysis, which is limited to variable rate borrowings and is conducted with all other variables held constant the impact of a potential increase or decrease in interest rates on the Group's profit before tax, as applied to the variable element of interest rates on borrowings is immaterial, since the Group does not have significant exposure to interest rate risk.

The analysis is prepared with the assumption that the amount of variable rate liability outstanding at the balance sheet date was outstanding for the whole year. The interest rate on variable rate borrowings will effectively change throughout the year in response to fluctuations in market interest rates. The impact measured through the sensitivity analysis does not take into account other potential changes in economic conditions that may accompany the relevant changes in market interest rates.

33. Financial risk management (continued)

Market risk (continued)

Interest rate risk (continued)

	Increase/ decrease in Libor to	Sensitivity of finance cost	Increase/ decrease in Euribor to	Sensitivity of finance cost	Increase/ decrease in SOFR to	Sensitivity of finance cost
2023	3.97%	290	3.16%	102	3.82%	653
	3.97%	(290)	3.16%	(102)	3.82%	(653)
2022	+2.45%	640	+1.36%	32	+2.23%	49
	−2.45%	(640)	−1.36%	(32)	−2.23%	(49)

Commodity price risk

The Group generates most of its revenue from the sale of commodities, primarily oil and gas products. The Group is exposed to fluctuations of the prices of Brent crude oil, which are set in US dollars per barrel on international markets. The Group prepares annual budgets and periodic forecasts, including sensitivity analyzes of different levels of oil prices in future.

Credit risk

The Group controls its own exposure to credit risk. All external customers and their financial guarantors, including related parties, undergo a creditworthiness check (including sellers of goods and services who act on a prepayment basis).

The Group performs an ongoing assessment and monitoring of the financial position and the risk of default. In the event of a default by the parties on their respective obligations under the financial guarantee contracts, the Group's exposure to credit risk will be limited to the corresponding contract amounts.

In addition, as part of its cash management and credit risk function, the Group regularly evaluates the creditworthiness of financial and banking institutions where it deposits cash and performs trade finance operations. The Group primarily has banking relationships with the reputable large financial institutions in the Republic of Uzbekistan. The Group's exposure to credit risk is limited to the carrying value of financial assets recognized on the consolidated balance sheet.

Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in raising funds to meet commitments associated with its financial liabilities. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value.

Liquidity requirements are monitored on a regular basis and management ensures that sufficient funds are available to meet any commitments as they arise.

The table below summarizes the maturity profile of the Group's financial liabilities based on contractual undiscounted payments:

At 31 December 2023	<1 year	1 to 2 years	3 to 5 years	>5 years	Total
Borrowings	11,312	9,508	23,751	7,593	**52,164**
Trade accounts payable	5,514	–	–	–	**5,514**
Other financial liabilities	1,342	1,721	3,694	19,855	**26,612**
Financial guarantees	10,023	–	–	–	**10,023**
Other liabilities	303	58	–	–	**361**
Total undiscounted financial liabilities	**28,494**	**11,287**	**27,445**	**27,448**	**94,674**

33. Financial risk management (continued)

Liquidity risk (continued)

At 31 December 2022	<1 year	1 to 2 years	3 to 5 years	>5 years	Total
Borrowings	9,314	6,854	17,464	20,656	**54,288**
Trade accounts payable	6,557	–	–	–	**6,557**
Other financial liabilities	2,401	–	–	–	**2,401**
Financial guarantees	–	–	–	–	**–**
Other liabilities	475	60	–	–	**535**
Total undiscounted financial liabilities	**18,747**	**6,914**	**17,464**	**20,656**	**63,781**

Management believes that the Group has access to sufficient financing resources with domestic and foreign banks in order to meet the Group's obligations in accordance with the set deadlines.

Capital management

The primary objective of the Group's capital management policy is to ensure a strong capital base to fund and sustain its business operations through prudent investment decisions and to maintain government, investor and creditor confidence to support its business activities.

Fair value of financial instruments

Set out below is a comparison by class of the carrying amounts and fair value of the Group's financial instruments that are carried in the consolidated financial statements:

	31 December 2023		31 December 2022	
In billions of Uzbek soums	**Carrying amounts**	**Fair values**	**Carrying amounts**	**Fair values**
Cash and cash equivalents	960	960	2,487	2,487
Restricted cash	816	816	239	239
Trade receivables	5,265	5,265	3,905	3,905
Other current assets	1,538	1,538	843	843
Loans due from related parties	7,558	7,558	6,628	6,628
Other non−current assets	151	151	291	291
Total financial assets	**16,288**	**16,288**	**14,393**	**14,393**
Trade and other payables	5,514	5,514	6,557	6,557
Borrowings	41,288	39,914	43,557	41,981
Other financial liabilities	11,381	11,381	2,401	2,401
Other liabilities	361	361	535	535
Total financial liabilities	**58,544**	**57,170**	**53,050**	**51,474**

The following table provides the fair value measurement hierarchy of the Group's assets and liabilities as at 31 December 2023:

In billions of Uzbek soums	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total
Assets for which fair values are disclosed				
Cash and cash equivalents	960	–	–	**960**
Restricted cash	816	–	–	**816**
Trade receivables	–	–	5,265	**5,265**
Other current assets	–	–	1,538	**1,538**
Loans due from related parties	–	–	7,558	**7,558**
Other non−current assets	–	–	151	**151**
Liabilities for which fair values are disclosed				
Trade and other payables		–	5,514	**5,514**
Borrowings	7,246	29,655	3,013	**39,914**
Other financial liabilities	–	11,381	–	**11,381**
Other liabilities	–	–	361	**361**

33. Financial risk management (continued)

Fair value of financial instruments (continued)

The following table provides the fair value measurement hierarchy of the Group's assets and liabilities as at 31 December 2022:

In billions of Uzbek soums	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total
Assets for which fair values are disclosed				
Cash and cash equivalents	2,487	–	–	**2,487**
Restricted cash	239	–	–	**239**
Trade receivables	–	–	3,905	**3,905**
Other current assets	–	–	843	**843**
Loans due from related parties	–	–	6,628	**6,628**
Reimbursement asset	–	–	–	**–**
Other non−current assets	288	–	3	**291**
Liabilities for which fair values are disclosed				
Trade and other payables	–	–	6,557	**6,557**
Borrowings	6,333	34,081	1,567	**41,981**
Other financial liabilities	–	2,401	–	**2,401**
Other liabilities	–	–	535	**535**

34. Contingencies, commitments and operating risks

Operating environment

The Group's operations are only conducted in the Republic of Uzbekistan. The Republic of Uzbekistan continues economic reforms and the development of its legal, tax and regulatory frameworks as required by a market economy. The future stability of the Uzbekistan's economy is largely dependent upon these reforms and developments and the effectiveness of economic, financial and monetary measures undertaken by the government.

Specifically, the President of the Republic of Uzbekistan issued Decree No.60 dated 28 January 2022 and confirmed Action Strategy on five priority areas of development of the Republic of Uzbekistan in 2022−2026.

The government is carrying large−scale political and legal socio−economic reforms, state and regional programs in accordance with the Action Strategy for 2022−2026.

For the first time, the Republic of Uzbekistan obtained international credit rating in 2019. International Rating Agency Standard & Poor's Global Ratings has confirmed the long-term and short-term sovereign credit ratings of the Republic of Uzbekistan on obligations in national and foreign currencies "BB - / B". In the beginning of September 2022, Fitch Ratings confirmed Uzbekistan's long−term foreign currency credit rating at "BB−" with a stable forecast. In December 2023, the credit rating of Uzbekneftegaz JSC was "BB-".

The Company's management is monitoring economic developments in the current environment and taking precautionary measures it considered necessary in order to support the sustainability and the development of the Company's business in the foreseeable future.

Legal proceedings

From time to time and in the normal course of business, claims against the Group are received. On the basis of its own estimates and both internal and external professional advice management is of the opinion that no material losses will be incurred in respect of claims in excess of provisions that have been made in these consolidated financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

34. Contingencies, commitments and operating risks (continued)

Taxation

Uzbekistan currently has a number of laws related to various taxes imposed by both state and regional governmental authorities. Implementing regulations are often unclear or non−existent and few precedents have been established. Often, differing opinions regarding legal interpretation exist both among and within government ministries and organizations (like the State Tax Committee and its various inspectorates) thus creating uncertainties and areas of conflict. Tax declarations, together with other legal compliance areas (as examples, customs and currency controls matters) are subject to review and investigation by a number of authorities that are empowered by law to impose extremely severe fines, penalties and interest charges.

These facts create tax risks in Uzbekistan substantially more significant than typically found in countries with more developed tax systems. Management believes that the Group is in substantial compliance with the tax laws affecting its operations. However, the risk remains that the relevant authorities could take differing positions with regard interpretive issues.

Management believes that as at 31 December 2023, its interpretation of the relevant legislation is appropriate and that the Group's tax, currency and customs legislation position will be sustained.

Capital commitments

Property, plant and equipment

As at 31 December 2023, the Group had capital commitments in the amount of UZS 8,112 billion.

As at 31 December 2022, the Group had capital commitments in the amount of UZS 11,647 billion mainly related to the construction of "Uzbekistan GTL" plant and to the project on expansion of the Shurtan Gas Chemical Complex.

Other-"Surhan Investments Ltd"

As at 31 December 2023, the Group had capital commitments in the amount of UZS 1,913 billion (31 December 2022: UZS 2,021 billion) in relation to an associate "Surhan Investments Ltd", in which the Group holds an interest.

Financial guarantees

The Group has guaranteed the obligation of JSC "Uztransgaz" under an Uzbek law−governed Gas Sales Contract with "Uz−Kor Gas Chemical" JV LLC and under this obligation the Group recognized financial guarantee liability in the amount of USD 741 million or UZS 9,143 billion as at 31 December 2023 (*Note 24*). In addition, in the event that Uztransgaz JSC further fails to fulfill its remaining obligations under Gas Sales Contract, the Group may receive claims and become liable to the amount of UZS 1,851 billion as at 31 December 2023 (31 December 2022: UZS 12,618 billion). All financial guarantee agreements are subject to the absence of compensation in favor of the Company from Uztransgaz. However, the MEF committed to reimburse the Group for its losses incurred under the guarantee (*Note 24*). The main part of the financial obligations of JSC "Uztransgaz", guaranteed by the Company, is payable on demand or within 12 months.

35. Subsequent events

Dividends

During 2024, based on the decision of the shareholders, the Group declared dividends of UZS 45.91 per ordinary share for the total amount of UZS 1,952 billion and UZS 125 per preferred share for the total amount of UZS 3 billion for 2022 year.

During 2024, shareholders approved dividend distribution plan for JV Asia Tans Gas according to which the Group is entitled to receive UZS 2,480 billion (USD 201 million) out of which UZS 1,058 billion (USD 86 million) were already received by May 2024.

Investments in associate "Surhan Investments Ltd"

During the first quarter of 2024 the Group has contributed cash to associate "Surhan Investments Ltd" in the amount of UZS 429 billion (USD 34 million) according to the shareholders agreement. *(Note 34)*

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

35. Subsequent events (continued)

Sale price for natural gas

The sale price for natural gas was increased from UZS 450 thousand to UZS 600 thousand including VAT effective from 1 July 2024 according to the decree of the Cabinet of Ministry of Republic of Uzbekistan.

Changes in the composition of the Management Board members

According to the decision of the sole shareholder of the Company dated 12 February 2024, No. 3, First Deputy Chairman of the Board for Transformation B. Usmanov was relieved of his position and by decision dated 16 May 16 2024 No. 9 B. Anarkulov was appointed Deputy Chairman of the Board for Economics and Finance – CFO.

Acquisition of shares of Uztransgaz JSC

According to the decision of the sole shareholder of Uzbekneftegaz JSC dated 28 March 2024, 46.8% of common shares in the authorized capital of Uztransgaz JSC were transferred by the state to Uzbekneftegaz JSC. The fair value of the 46.5% of common shares was UZS 10,023 billion (USD 812.3 million) *(Note 24)* at 31 December 2023 as defined by independent appraiser.

“Uzbekneftegaz” JSC

Consolidated financial statements

For the year ended 31 December 2024
with independent auditor’s report

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Independent Auditors' Report

To the Shareholders and Supervisory Board of Uzbekneftegaz JSC

Opinion

We have audited the consolidated financial statements of Uzbekneftegaz JSC (the "Company") and its subsidiaries (the "Group"), which comprise the consolidated statement of financial position as at 31 December 2024, the consolidated statements of profit or loss, other comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising material accounting policies and other explanatory information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 31 December 2024, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IFRS).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants International Code of Ethics for Professional Accountants (including International Independence Standards) *(IESBA Code)* together with the ethical requirements that are relevant to our audit of the consolidated financial statements in the Republic of Uzbekistan, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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Acquisition of non-controlling interest in Uztransgas JSC	
Please refer to the Note 7 sub caption 'Acquisition of non-controlling interest in "Uztransgas" JSC' in the consolidated financial statements.	
The key audit matter	***How the matter was addressed in our audit***
During 2024, the Group acquired 46.8% interest in Uztransgas JSC from its shareholder. The Group has accounted for its interest in Uztransgas JSC under the equity method. For the purposes of application of equity accounting, as of the date of acquisition, the Group has estimated the fair value of identifiable assets and liabilities of the investee. Due to the investment amount being material to the Group's consolidated financial statements as well as significant judgements and assumptions applied in estimating the fair values of the identifiable assets and liabilities of the investee, we considered the acquisition of the equity-accounted investee as a key audit matter in our audit.	Our approach to address the matter included, among other, the following procedures: - evaluating design and implementation of the key internal controls relevant to the acquisition of the investee; - with the involvement of our own valuation specialists, assessing the appropriateness of the method applied and the reasonableness of the assumptions used by the Group's management in the measurement of the fair value of the identifiable assets and liabilities of the investee; - reconciling key input data to the underlying documents; - assessing whether the consolidated financial statements disclosures appropriately reflect the acquisition of the investee, including disclosures related to significant accounting judgements and estimates.

Emphasis of Matter

We draw attention to Note 6 to the consolidated financial statements which describes that the comparative information presented as at and for the year ended 31 December 2023 has been restated. Our opinion is not modified in respect of this matter.

Other Matter Relating to Comparative Information

The consolidated financial statements of the Group as at and for the years ended 31 December 2023 and 31 December 2022 (from which the statement of financial position as at 1 January 2023 has been derived), excluding the adjustments described in Note 6 to the consolidated financial statements, were audited by other auditors who expressed an unmodified opinion on those financial statements on 28 June 2024 and on 29 June 2023, respectively.

As part of our audit of the consolidated financial statements as at and for the year ended 31 December 2024, we audited the adjustments described in Note 6 that were applied to restate the comparative information presented as at and for the year ended 31 December 2023 and the statement of financial position as at 1 January 2023. We were not engaged to audit, review, or apply any procedures to the consolidated financial statements for the years ended 31 December 2023 or 31 December 2022 (not presented herein), other than with respect to the adjustments described in Note 6 to the consolidated financial statements. Accordingly, we do not express an opinion or any other form of assurance on those respective financial statements taken as a whole. However, in our opinion, the adjustments described in Note 2 are appropriate and have been properly applied.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Accounting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

— Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

— Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

— Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

— Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.

— Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

— Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditors' report is:

Sanjarbek Saidov
General Director
AO "KPMG Audit" LLC
Tashkent, Uzbekistan

Anton Shcherbak
Engagement Partner

21 April 2025

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

In billions of Uzbek soums	Note	31 December 2024	31 December 2023*	1 January 2023*
Assets				
Non-current assets				
Property, plant and equipment	17	74,053	71,479	70,755
Exploration and evaluation assets	18	1,170	844	919
Investments in joint ventures and associates	19	46,657	27,659	23,129
Trade and other receivables	12	972	1,005	1,130
Advances for non-current assets	17	2,550	1,054	2,593
Loans due from related parties	14	332	-	5,921
Other non-current assets		126	151	291
Total non-current assets		**125 860**	**102,192**	**104,738**
Current assets				
Cash and cash equivalents	10	1,283	960	2,487
Restricted cash	11	931	816	239
Trade and other receivables	12	3,124	4,260	2,775
Advances paid		1,094	1,085	918
Inventories	13	3,490	2,480	2,315
Income tax prepaid		19	334	384
Loans due from related parties	14	39	7,558	707
Other current assets	16	706	1,538	1,184
Reimbursement asset		-	9,143	-
Total current assets		**10,686**	**28,174**	**11,009**
Assets held for sale	15	125	4,887	1,811
Total assets		**136,671**	**135,253**	**117,558**
Liabilities and shareholders' equity				
Shareholders' equity				
Share capital	24	21,274	21,274	21,244
Additional paid-in capital	24	976	-	-
Retained earnings		23,853	21,994	22,335
Currency translation reserve		20,368	16,726	14,439
Attributable to equity holders of the parent company		**66,471**	**59,994**	**58,018**
Non-controlling interest		206	183	227
Total shareholders' equity		**66,677**	**60,177**	**58,245**
Non-current liabilities				
Borrowings	22	29,289	32,627	36,486
Other financial liabilities	21	12,956	10,039	-
Provisions	23	1,435	1,516	1,769
Deferred tax liabilities	32	983	3,534	2,805
Deferred income from government grants		173	173	173
Other non-current liabilities		-	58	60
Total non-current liabilities		**44,836**	**47,947**	**41,293**
Current liabilities				
Trade and other payables	20	7,705	7,614	8,040
Borrowings	22	13,485	8,661	7,071
Provisions	23	59	51	33
Financial guarantees		-	9,158	-
Other financial liabilities	21	1,630	1,342	2,401
Other current liabilities	20	2,279	303	475
Total current liabilities		**25,158**	**27,129**	**18,020**
Total liabilities		**69,994**	**75,076**	**59,313**
Total liabilities and shareholders' equity		**136,671**	**135,253**	**117,558**

** Certain amounts presented do not correspond to the financial statements for years ended 31 December 2023 and 2022, as they reflect the correction of certain errors, as detailed in Note 6.*

Approved and authorised for issue on 21 April 2025 by:

Chairman of the Executive Board – Chief Executive Officer — B.B. Sidikov

Deputy Chairman of the Executive Board – Chief Financial Officer — B.R. Anarkulov

Chief accountant — A.T. Allaev

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

In billions of Uzbek soums	Note	For the years ended 31 December 2024	2023
Oil, gas, petroleum products and petrochemicals sales	25	28,321	27,442
Share in profits of associates and joint ventures, net	19	5,026	2,150
Construction services and other sales		130	215
Other operating income		650	341
Total sales and other income		**34,127**	**30,148**
Cost of purchased oil, gas, petroleum products and other materials	26	(6,014)	(7,142)
Production expenses	27	(5,037)	(3,852)
Taxes other than income tax	28	(3,500)	(2,877)
Depreciation, depletion and amortization		(4,234)	(4,872)
Recovery of trade and loans receivable and other assets	12,14	314	445
General and administrative expenses	29	(1,933)	(1,694)
Transportation and selling expenses	30	(993)	(984)
Exploration and evaluation expenses		(675)	(167)
Gain on disposal of property, plant and equipment, net		461	27
Other operating expenses		(596)	(399)
Total costs and expenses		**(22,207)**	**(21,515)**
Operating profit		**11,920**	**8,633**
Finance income	31	1,695	1,196
Other non-operating income		5	194
Foreign exchange loss, net		(2,163)	(4,217)
Finance costs	31	(5,890)	(4,430)
Profit before income tax		**5,567**	**1,376**
Income tax expense	32	(445)	(748)
Net profit for the year		**5,122**	**628**
Net profit/(loss) for the year attributable to:			
Equity holders of the parent company		5,099	672
Non-controlling interests		23	(44)
		5,122	**628**

Approved and authorised for issue on 21 April 2025 by:

Chairman of the Executive Board – Chief Executive Officer — B.B. Sidikov

Deputy Chairman of the Executive Board – Chief Financial Officer — B.R. Anarkulov

Chief accountant — A.T. Allaev

CONSOLIDATED STATEMENT OF OTHER COMPREHENSIVE INCOME

In billions of Uzbek soums	Note	For the years ended 31 December 2024	2023
Net profit for the year		**5,122**	**628**
Other comprehensive income to be reclassified to profit or loss in subsequent periods:			
Exchange differences on translation of companies with different functional currency, net of income tax		1,167	2,287
Change in estimate in deferred tax liabilities (Note 32)		2,449	-
Total other comprehensive income to be reclassified to profit or loss in subsequent periods		**3,616**	**2,287**
Other comprehensive income not to be reclassified to profit or loss in subsequent periods			
Actuarial gain on defined benefit plans of the Group, net of income tax		62	69
Net gain on equity instruments at fair value through other comprehensive income after income tax		-	1
Total other comprehensive income not to be reclassified to profit or loss in subsequent periods		**62**	**70**
Total comprehensive income for the year, net of income tax		**8,800**	**2,985**
Total comprehensive income/(loss) attributable to:			
Equity holders of the parent company		8,777	3,029
Non-controlling interests		23	(44)
Total comprehensive income for the year, net of income tax		**8,800**	**2,985**

Approved and authorised for issue on 21 April 2025 by:

Chairman of the Executive Board – Chief Executive Officer — B.B. Sidikov

Deputy Chairman of the Executive Board – Chief Financial Officer — B.R. Anarkulov

Chief accountant — A.T. Allaev

CONSOLIDATED STATEMENT OF CASH FLOWS

In billions of Uzbek soums	Note	For the years ended 31 December 2024	2023
Operating activities			
Profit before income tax		**5,567**	**1,376**
Adjustments for:			
Depreciation, depletion and amortization	17	4,234	4,872
Exploration and evaluation expenses	18	675	167
Recovery of trade and loans receivable and other assets	12,14	(316)	(445)
Change in provisions	23	-	(94)
Gain on disposal of property, plant and equipment, net		(461)	(27)
Finance income	31	(1,695)	(1,196)
Finance costs	31	5,890	4,430
Foreign exchange loss, net		2,163	4,217
Share in profits of associates and joint ventures	19	(5,026)	(2,150)
Other movements		130	
Operating cash flows before working capital changes		**11,161**	**11,150**
Change in trade and other receivables		1,391	1,189
Change in inventories		(1,010)	(277)
Change in trade and other payables		587	(1,806)
Change in provisions		(45)	
Change in advances paid, other assets and other liabilities		2,122	732
Cash generated from operations		**14,206**	**10,988**
Income taxes paid		(80)	(374)
Dividends received from associates and joint ventures	19	2,928	586
Net cash flows from operating activities		**17,054**	**11,200**
Investing activities			
Purchase of property, plant and equipment		(7,948)	(8,933)
Investments in E&E assets*		(1,585)	-
Investments in joint ventures and associates		(1,420)	(285)
Proceeds from loans due from related parties		187	-
Change in restricted cash		(137)	(577)
Net cash flows used in investing activities		**(10,903)**	**(9,795)**
Financing activities			
Proceeds from borrowings	22	9,926	7,734
Proceeds from other financial liabilities	21	-	7,906
Repayment of other financial liabilities	21	(968)	(224)
Repayment of borrowings	22	(9,984)	(14,159)
Interest paid	22	(3,377)	(3,261)
Distributions to shareholders		(1,073)	-
Dividends paid		(432)	(907)
Net cash flows used in financing activities		**(5,908)**	**(2,911)**
Net foreign exchange difference on cash and cash equivalents		80	(21)
Net change in cash and cash equivalents		**323**	**(1,527)**
Cash and cash equivalents, at the beginning of the year		960	2,487
Cash and cash equivalents, at the end of the year		**1,283**	**960**

** Investments in E&E assets in 2023 in the amount of UZS 1,466 billion were included in line "Purchase of property, plant and equipment) in 2023*

Approved and authorised for issue on 21 April 2025 by:

Chairman of the Executive Board – Chief Executive Officer — B.B. Sidikov

Deputy Chairman of the Executive Board – Chief Financial Officer — B.R. Anarkulov

Chief accountant — A.T. Allaev

CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

	For the years ended 31 December 2024 and 2023						
	Attributable to equity holders of the parent company						
In billions of Uzbek soums	Share capital	Additional paid-in capital	Cumulative translation differences	Retained earnings	Total	Non-controlling interest	Total
Balance at 1 January 2023 as previously stated	**21,244**	-	**14,439**	**23,477**	**59,160**	**227**	**59,387**
Correction of error	-	-	-	(1,142)	(1,142)	-	(1,142)
Balance at 1 January 2023*	**21,244**	-	**14,439**	**22,335**	**58,018**	**227**	**58,245**
Net profit/(loss) for the year	-	-	-	672	672	(44)	628
Other comprehensive income	-	-	2,287	70	2,357	-	2,357
Total comprehensive income/(loss) for the year	**-**	**-**	**2,287**	**742**	**3,029**	**(44)**	**2,985**
Increase of share capital (*Note 24*)	30	-	-	-	30	-	30
Dividends to Shareholder	-	-	-	(957)	(957)	-	(957)
Other distributions to Shareholder	-	-	-	(126)	(126)	-	(126)
Balance at 31 December 2023*	**21,274**	-	**16,726**	**21,994**	**59,994**	**183**	**60,177**
Net profit for the year	-	-	-	5,099	5,099	23	5,122
Other comprehensive income	-	-	3,616	62	3,678	-	3,678
Total comprehensive income for the year	**-**	**-**	**3,616**	**5,161**	**8,777**	**23**	**8,800**
Increase of share capital (*Note 24*)	-	976	-	-	976	-	976
Contribution from shareholders	-	-	-	548	548	-	548
Distribution to shareholders (*Note 24*)	-	-	-	(1,422)	(1,422)	-	(1,422)
Dividends to Shareholder (*Note 24*)	-	-	-	(1,955)	(1,955)	-	(1,955)
Other movements	-	-	26	(473)	(447)	-	(447)
Balance at 31 December 2024	**21,274**	**976**	**20,368**	**23,853**	**66,471**	**206**	**66,677**

** Certain amounts shown here do not correspond to the financial statements for years ended 31 December 2023 and 2022, as they reflect the correction of certain errors, as detailed in Note 6.*

Approved and authorised for issue on 21 April 2025 by:

Chairman of the Executive Board – Chief Executive Officer

B.B. Sidikov

Deputy Chairman of the Executive Board – Chief Financial Officer

B.R. Anarkulov

Chief accountant

A.T. Allaev

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. General information

Joint−Stock Company "Uzbekneftegaz" ("Uzbekneftegaz JSC" or the "Company") is a state oil and gas enterprise of the Republic of Uzbekistan. The Company and its subsidiaries (collectively, the "Group") are principally engaged in extraction and refining of crude oil, gas and gas condensate, as well as transportation and sale of gas and refined oil products.

The shareholder of the Company is the Ministry of Economy and Finance of the Republic of Uzbekistan (the "Shareholder").

The Company has its registered office in the Republic of Uzbekistan, Tashkent city, Yashnabod district, Istigbol Street, 21.

Under Uzbekistan law, natural resources, including oil, gas, precious metals, and minerals and other commercial resources situated in the territory of Uzbekistan, are the property of the Republic of Uzbekistan, until they are extracted. Law of the Republic of Uzbekistan, On Subsurface Resources, regulates relations arising in connection with the geological study, use and protection of subsurface resources in the territory of the Republic of Uzbekistan. Pursuant to the law, geological study and exploration activities may be conducted only on the basis of a license, unless it is financed through the state budget or it is a part of the Government approved exploration program. A separate production license is required for the development and extraction activities, which is given for the duration of field life as approved by the State Committee on Geology and Mineral Resources.

Main objectives of the Group include, but not limited, to the following:

- To determine strategic development of the oil and gas industry in Uzbekistan and to develop executable steps for achieving these strategic goals;
- To fulfill the needs of the national economy and the population of Uzbekistan for the oil and gas products.

The consolidated financial statements of the Group include the following material operating companies that are directly or indirectly controlled by the Company:

Name of the Subsidiary	Principal activities	Country of incorporation	Equity interest, % at 31 December 2024	Equity interest, % at 31 December 2023
"Bukhara Refinery Plant" LLC	Oil refining	Uzbekistan	100%	100%
"Shurtan Gas Chemical Complex" LLC	Petrochemicals production	Uzbekistan	100%	100%
"Uzbekistan GTL" LLC	Gas−to−liquids production	Uzbekistan	100%	100%

The Group also has ownership interests in the following material joint ventures and associates, which are accounted for under the equity method:

Name of the equity investee	Principal activities	Country of incorporation	Equity interest, % at 31 December 2024	Equity interest, % at 31 December 2023
"Asia Trans Gaz" JV LLC	Natural gas transportation	Uzbekistan	50%	50%
"Uztransgaz" JSC	Natural gas transportation	Uzbekistan	46.8%	-
"Uz−Kor Gas Chemical" JV LLC	Petrochemicals production	Uzbekistan	50%	50%
"ArkChemical" LLC	Manufacturing of the polymer products	Uzbekistan	40%	40%

More information about the acquisition of non-controlling interest in "Uztransgaz" JSC and increase in investment balance of "ArkChemical" LLC is disclosed in *Note 7* and *Note 15*, respectively.

Changes in the composition of the Management Board members

By decision of the sole owner of common shares of "Uzbekneftegaz" JSC dated:

- On 12 February 2024 First Deputy Chairman of the Board for Transformation B. Usmanov was relieved of his position;

- On 16 May 2024 B. Anarkulov was appointed Deputy Chairman of the Board for Economics and Finance – CFO;
- On 23 December 2024 G. Yuldashev was appointed Deputy Chairman of the Board for Construction and Motor Transport.

2. Basis of preparation

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards, including all International Financial Reporting Standards ("IFRS") and Interpretations issued by the International Accounting Standards Board ("IASB") and effective in the reporting period, and are fully compliant therewith.

These consolidated financial statements have been prepared on a historical cost basis, except as described in the accounting policies and the notes to these consolidated financial statements.

The Group's consolidated financial statements are presented in billions of Uzbek soums ("UZS"), unless otherwise indicated.

The consolidated financial statements of 2024 were approved and authorized for issue by the Management of the Group on 15 April 2025.

Going concern considerations

These consolidated financial statements have been prepared on a going concern basis. When making a going concern assessment, management considered the Group's current financial position and analyzed relevant subsequent developments, as well as its ability to comply with financial and non-financial covenants on multiple loan agreements.

As at 31 December 2024, the Group's current liabilities exceed its current assets by UZS 14,472 billion (31 December 2023: current assets exceed its current liabilities by UZS 5,932 billion).

The decrease in current assets and current liabilities was attributable to transfer of loans due from related parties as part of the "Uztransgaz" JSC acquisition transaction in exchange for a share in net assets of "Uztransgaz" JSC, and partial settlement of financial guarantee, respectively *(Note 7)*.

The following factors and circumstances support the management's conclusion about the appropriateness of the use of the going concern assumption:

- The Group has strategic importance for the Government of Uzbekistan which can positively influence Group's cash flows by regulating prices for gas sales to related parties and by providing financing when necessary (such as extension of US$100 million short-term credit line from the Reconstruction and Development Fund of the Republic of Uzbekistan in 2024 for liquidity support of the Group);
- The Group has been profitable with sufficient operating profit margin and consistently generates positive cash flows from operating activities including the current reporting periods;
- According to its cash flow forecasts, the Group expects to generate sufficient cash from operations in 2025 as well as to attract new and restructure existing loans to settle current liabilities when they become due;
- The Group has the ability to control its capital spend that has not been committed yet by changing the timing and amount of such capital spend;
- Also, management believes that the Group will be compliant with the financial and non−financial covenants stipulated by the loan agreements within 12 months from the date of authorization of these consolidated financial statements or will be able to renegotiate their terms in advance so that the lenders will not request an accelerated repayment of the existing debts;
- The Group's shareholders have neither the intention nor the need to liquidate or significantly reduce the range of the activities of the Group.

Foreign currencies

Functional and presentation currency

Items included in the financial statements of each of the Group's entities included in these consolidated financial statements are measured using the currency of the primary economic environment in which the entities operate ("the functional currency"). The consolidated financial statements are presented in Uzbek soums, which is the Company's and the majority of subsidiaries' functional currency. However, majority of joint ventures such as "Asia Trans Gaz" JV LLC, "Uz−Kor Gas Chemical" JV LLC, "New Silk Road Oil and Gas" JV LLC, "Natural Gas-Stream" JV LLC have a functional currency as US dollars.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year−end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the consolidated statement of profit or loss.

Non−monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non−monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

Group Companies

The results and financial position of all the Group's joint ventures and associates (none of which operate in a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- Assets and liabilities for each consolidated statement of financial position presented are translated at the closing rate at that reporting date;
- Income and expenses for each consolidated statement of comprehensive income are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rate on the dates of the transactions); and
- All resulting exchange differences are recognized as a separate component of other comprehensive income.

Exchange rates

The exchange rates established by the Central Bank of Uzbekistan ("CBU") are used as official currency exchange rates in the Republic of Uzbekistan.

The currency exchange rate of CBU as of 31 December 2024 was 12 920,48 UZS to 1 US dollar. This rate was used to translate monetary assets and liabilities denominated in United States dollars ("US dollar", or "USD") as of 31 December 2024 (31 December 2023 – 12 338,77 UZS to 1 US dollar). The weighted average rate for the year ended 31 December 2024 was 12 652,69 UZS to 1 US dollar (for the year ended 31 December 2023 -11 737,16 UZS to 1 US dollar).

3. Material accounting policies

Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as of 31 December 2024. Control is achieved when the Group is exposed to variable returns from its involvement with the investee, or has rights to receive such returns, as well as has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e., existing rights that give it the current ability to direct the relevant activities of the investee);
- Exposure, or rights, to variable returns from its involvement with the investee; and
- The ability to use its power over the investee to affect its returns.

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee;
- Rights arising from other contractual arrangements;
- The Group's voting rights and potential voting rights.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, revenue and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. Profit or loss and each component of other comprehensive income are attributable to the equity holders of the Company and to the non-controlling interests, even if this results in the non-controlling interest having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies.

All intra-group balances, transactions, unrealized gains and losses resulting from intra-group transactions and dividends are eliminated in full. A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognizes the related assets, liabilities, non-controlling interest and other components of equity while any resultant gain or loss is recognized in profit or loss, or, as in certain cases of under common control transactions, directly in equity. Any investment retained is recognized at fair value.

Investments in associates and joint ventures

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but which does not comprise control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The considerations made in determining significant influence or joint control are similar to those necessary to determine control over subsidiaries.

Acquisitions of interest in associates that are under the control of the shareholder that controls the Group are initially recognized at the value of the consideration transferred or paid. The assets and liabilities acquired are recognised at fair value. The difference between the consideration paid and fair value of net assets acquired is presented as goodwill.

The Group's investments in its joint ventures and associates are accounted for using the equity method. Under the equity method, the investment in a joint venture or an associate is initially recognized at cost. The carrying amount of the investment is adjusted to recognize changes in the Group's share of net assets of the joint venture or associate since the acquisition date. Goodwill relating to the joint venture or associate is included in the carrying amount of the investment and is neither amortized nor individually tested for impairment.

The consolidated statement of profit or loss reflects the Group's share of the results of operations of the joint venture or associate, deducted by the amount of dividends declared from joint venture or associate to the Group. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognized directly in the equity of the joint venture or associate, the Group recognizes its share of any changes, when applicable, in the consolidated statement of changes in equity.

Unrealized gains and losses resulting from transactions between the Group and the joint venture or associate are eliminated to the extent of the interest in the joint venture or associate.

The aggregate of the Group's share in profit or loss of a joint venture and an associate is shown on the face of the consolidated statement of profit or loss and represents profit or loss after tax and non-controlling interest in the subsidiaries of the joint venture or associate. The financial statements of the joint venture or associate are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring their accounting policies in line with those of the Group.

After application of the equity method, the Group determines whether it is necessary to recognize an impairment loss on its investment in its joint venture or associate. At each reporting date, the Group determines whether there is objective evidence that the investment in the joint venture or associate is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate or joint venture and its carrying value, and then recognizes the loss as 'Impairment of investment in joint venture or associate' in the consolidated statement of profit or loss.

Upon loss of joint control over the joint venture or significant influence over the associate, the Group measures and recognizes any retained investment at its fair value. Any difference between the carrying amount of the joint venture or associate upon loss of joint control or significant influence and the fair value of the retained investment and proceeds from disposal is recognized in profit or loss, or, as in certain cases of under common control transactions, directly in equity.

Current versus non-current classification

The Group presents assets and liabilities in the consolidated statement of financial position based on current/non-current classification. An asset is current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within 12 (twelve) months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 (twelve) months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within 12 (twelve) months after the reporting period; or
- It does not have the right at the end of the reporting period to defer settlement of the liability for at least twelve months after the reporting period..

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are always classified as non-current assets and liabilities.

Financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortized cost, fair value through other comprehensive income (FVOCI), and fair value through profit or loss (FVPL). The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs.

Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under IFRS 15. In order for a debt financial asset to be classified and measured at amortized cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows.

The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in two categories:

- Financial assets at amortized cost (debt instruments);
- Financial assets at fair value through profit or loss.

Financial assets at amortized cost (debt instruments)

This category is the most relevant to the Group. The Group measures financial assets at amortized cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortized cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognized in profit or loss when the asset is derecognized, modified or impaired.

The Group's financial assets at amortized cost include trade and other receivables, loans due from related parties and bank deposits.

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss include certain loans due from related parties, which contain embedded derivative financial instruments. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at fair value through profit or loss, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortized cost or at fair value through OCI, as described above, debt instruments may be designated at fair value through profit or loss on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch. Financial assets at fair value through profit or loss are carried in the consolidated statement of financial position at fair value with net changes in fair value recognized in the consolidated statement of profit or loss.

Derecognition

A financial asset is primarily derecognized (removed from the consolidated statement of financial position) when:

- The rights to receive cash flows from the asset have expired; or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass−through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass−through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognize the transferred asset to the extent of its continuing involvement. In that case, the Group also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Impairment of financial assets

The Group recognizes an allowance for expected credit losses (ECL) for all debt instruments not held at fair value through profit or loss.

ECL are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate.

The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

In accordance with the accounting policy of the Group, ECL is recognized in three stages. In Stage 1, credit exposures that have not experienced a significant increase in credit risk since initial recognition are recognized with a 12-month ECL; exposures that are overdue for 30 days or less remain in stage 1, and ECL is calculated based on Probability of Default (PD) and Loss Given Default (LGD). Stage 2 applies to exposures where there has been a significant increase in credit risk since initial recognition; exposures overdue between 31 and 90 days fall under this stage, with ECL also determined using PD and LGD. Stage 3 includes financial instruments that are credit-impaired, where lifetime ECL is recognized in full; exposures aged 90 days or more are classified in this stage, and 100% of the exposure is considered as loss.

For trade and other receivables other than from the state-owned companies the Group applies a simplified approach in calculating ECL. Therefore, the Group does not track changes in credit risk, but instead recognizes a loss allowance based on lifetime ECL at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward−looking factors specific to the debtors and the economic environment. For receivables from state-owned companies PD and LGD are calculated based on their credit rating.

The Group considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans borrowings and payables, or as derivatives financial instruments.

All financial liabilities are recognized initially at fair value and in the case of loans and borrowings, plus directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, loans and borrowings.

Subsequent measurement

The measurement of financial liabilities depends on their classification as follows:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss includes financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are acquired for the purpose of selling in the near term. This category includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by IFRS 9. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognized in profit or loss.

The Group has not designated any financial liabilities upon initial recognition as at fair value through profit or loss.

Trade and other payables

Trade payables are recognized initially at fair value and subsequently measured at amortized cost using the EIR.

Loans and borrowings

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortized cost using the effective interest rate. Gains and losses are recognized in the consolidated statement of profit or loss when the liabilities are derecognized as well as through the effective interest rate amortization process.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are an integral part of the effective interest rate. The effective interest rate amortization is included in finance costs.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of the cost of that asset. Other borrowing costs are recognized as an expense when incurred.

Financial guarantee contracts

Financial guarantee contracts issued by the Group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the expected credit losses allowance calculated under IFRS 9 and the amount initially recognized liability less cumulative amortization, if any.

Where the Group expects reimbursement from third parties in respect of losses it incurs on its financial guarantees issued, such reimbursement is recognized either as a separate asset (when it is not considered an integral part of the contractual terms of the financial guarantee issued) or, for reimbursement arrangements that are deemed to be an integral part of the contractual terms of issued financial guarantee, as an input to measurement of the financial guarantee liability. When the Group determines that the reimbursement is not an integral part of the contractual terms financial guarantee issued, the Group recognizes a separate reimbursement asset in respect of the financial guarantee by analogy with indemnification assets under IFRS 3 Business Combinations. The Group measures reimbursement assets in amount not exceeding expected credit losses on the financial guarantee, subject to any contractual limitations on its amount and subject to management's assessment of the collectability of the reimbursement asset.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognized in profit or loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount reported in the consolidated statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the assets and settle the liabilities simultaneously.

Fair value of financial instruments

The fair value of financial instruments that are traded in active markets at each reporting date is determined by reference to quoted market prices or dealer price quotations (bid price for long positions and ask price for short positions), without any deduction for transaction costs.

For financial instruments not traded in an active market, the fair value is determined using appropriate valuation techniques. Such techniques may include using recent arm's length market transactions; reference to the current fair value of another instrument that is substantially the same; a discounted cash flow analysis or other valuation models.

Cash and cash equivalents

Cash represents cash on hand, in the Group's bank accounts, in transit and interest−bearing deposits which can be effectively withdrawn at any time without prior notice or any penalties reducing the principal amount of the deposit. Cash equivalents are highly liquid, short−term investments that are readily convertible to known amounts of cash and have original maturities of three months or less from their date of purchase. Restricted cash is presented separately in the consolidated statement of financial position if its amount is significant.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

Inventories

Inventories consisting primarily of natural gas, crude oil, petroleum products, petrochemicals and materials and supplies are measured at the lower of cost and net realizable value. Cost of product inventories is determined using the weighted average cost method. Materials and supplies inventories are carried at first−in, first−out (FIFO) method. Cost comprises direct purchase costs, cost of production, transportation and manufacturing expenses (based on normal operating capacity).

The write-down and reversal of the write-down of inventories are included in cost of sales.

Exploration and evaluation costs

Subsoil use rights for geological activities

In accordance with Uzbekistan law, if geological activities are approved by the Government or financed with government grant, subsoil use rights are considered granted by the competent government authorities upon the receipt of Government approved cost estimates. Such subsoil use rights are granted with no substantial cost to the Group.

Exploration and evaluation cost or drilling activities

The Group recognizes exploration and evaluation costs using the successful efforts method as permitted by IFRS 6 *Exploration for and Evaluation of Mineral Resources*. Under this method, costs related to exploration and evaluation (exploration and appraisal drilling) are temporarily capitalized in cost centers by wells until the drilling program results in the discovery of economically feasible oil and gas reserves.

The length of time necessary for this determination depends on the specific technical or economic difficulties in assessing the recoverability of the reserves. If a determination is made that the well did not encounter oil and gas in economically viable quantities, the well costs are expensed to Exploration expenses in the consolidated statement of profit or loss.

Expenditures related to drilling of exploration and evaluation wells are capitalized. Costs of seismic, topographical, geological, geophysical research are expensed as incurred. Exploration and evaluation assets are recognized at cost less impairment, if any, until the existence (or absence) of commercial reserves has been established. The initial cost of exploration and evaluation assets acquired through a business combination is formed as a result of purchase price allocation. The cost allocation to mineral rights to prove properties and mineral rights to unproved properties is performed based on the respective oil and gas reserves information.

Exploration and evaluation assets are subject to technical, commercial and management review as well as review for indicators of impairment at least once a year. This is to confirm the continued intent to develop or otherwise extract value from the discovery. When indicators of impairment are present, an impairment test is performed.

If, subsequently, commercial reserves are discovered, the carrying value, less losses from impairment of the respective exploration and evaluation assets, is classified as oil and gas properties. However, if no commercial reserves are discovered, such costs are expensed after exploration and evaluation activities have been completed.

Property, plant and equipment

The initial cost of an asset purchased comprises its purchase price or construction cost, any costs directly attributable to bringing the asset into operation, the initial estimate of decommissioning obligation, if any, and, for qualifying assets, borrowing costs. Non−recoverable value−added tax related to the acquisition of property, plant and equipment is capitalized by the Group. Non−recoverable value−added tax related with operational activities is charged to profit or loss.

At each reporting date management assesses whether there is any indication of impairment of property, plant and equipment. If any such indication exists, management estimates the recoverable amount, which is determined as the higher of an asset's or cash generating unit's fair value less costs to sell and its value in use. The carrying amount is reduced to the recoverable amount and the impairment loss, if any, is recognized in the consolidated statement of profit or loss. An impairment loss recognized for an asset or cash generating unit in prior years is reversed if there are indicators that impairment loss may no longer exist or may have decreased.

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. Gains and losses are recognized in profit or loss.

The cost of maintenance, repairs, and the replacement of minor items of property is charged to operating expenses. Renewals and betterments of assets are capitalized. Cost of replacing major parts or components of property, plant and equipment items are capitalized and the replaced part is written-off.

Oil and gas properties

Expenditure on the construction, installation or completion of infrastructure facilities such as separators, compressors, the pipelines and the drilling of commercially proven development wells is capitalized within tangible and intangible assets according to nature. When development is completed on a specific field, it is transferred to production assets (oil and gas properties).

The present value of the estimated costs of decommissioning oil and gas production wells and facilities, including abandonment and site restoration costs, are recognized when the obligation is incurred and are included within the carrying value of property, plant and equipment, subject to depletion using unit-of-production method.

Depreciation, depletion and amortization

Property, plant and equipment related to oil and gas properties are depleted using a unit-of-production method.

Depletion of oil and gas assets is computed on a field-by-field basis over proved developed reserves or over total proved reserves, as appropriate. Shared oil and gas properties and equipment (e.g. gathering and initial processing systems, etc.) are depleted over total proved reserves.

Other property, plant and equipment are depreciated using the straight-line method over their estimated useful lives from the time they are ready for use.

Components of other property, plant and equipment and their respective estimated useful lives are as follows:

Property, plant and equipment	Useful life
Buildings and structures	30-45 years
Refinery assets	5-30 years
Machinery and equipment	5-20 years
Vehicles and other property, plant and equipment	3-10 years

The expected useful lives of property, plant and equipment are reviewed on an annual basis and, if necessary, changes in useful lives are accounted for prospectively.

The residual value of an asset is the estimated amount that the Group would currently obtain from disposal of the asset less the estimated costs of disposal, if the asset were already of the age and in the condition expected at the end of its useful life. The residual value of an asset is nil if the Group expects to use the asset until the end of its physical life unless scrap value is significant. The assets' residual values are reviewed, and adjusted if appropriate, at each reporting date.

Impairment of non-financial assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded subsidiaries or other available fair value indicators. Impairment losses of continuing operations are recognized in the consolidated statement of profit or loss in those expense categories consistent with the function of the impaired asset.

The Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of 5 (five) years. For longer periods, a long-term growth rate is calculated and applied to projected future cash flows after the fifth year.

For assets excluding goodwill, an assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the Group estimates the asset's or cash-generating unit's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of accumulated depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the consolidated statement of comprehensive income.

Non-current assets held for sale and discontinued operations

Non-current assets and disposal groups classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Non-current assets and disposal groups are classified as held for sale if their carrying amounts will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset or disposal group is available for immediate sale in its present condition.

Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

In the consolidated statements of profit or loss of the reporting period, and of the comparable period of the previous year, income and expenses from discontinued operations are reported separately from income and expenses from continuing operations, down to the level of profit after taxes, even when the Group retains a non-controlling interest in the subsidiary after the sale. The resulting profit or loss (after taxes) is reported separately in the consolidated statement of profit or loss.

Property, plant and equipment and intangible assets once classified as held for sale are not depreciated or amortized.

Asset retirement (decommissioning) obligations

The Group has asset retirement (decommissioning) obligations (ARO) associated with its core business activities.

The Group's exploration, development and production activities involve the use of wells, related equipment and operating sites, oil and gas gathering and treatment facilities, oil tank farms and pipelines to the main oil and gas pipelines. Generally, licenses and other regulatory acts require that such assets be decommissioned upon the completion of production. According to these requirements, the Group is obliged to decommission wells, dismantle equipment, restore the sites and perform other related activities. The Group's estimates of these obligations are based on current regulatory or license requirements, as well as actual dismantling and other related costs. These liabilities are measured by the Group using the present value of the estimated future costs of decommissioning of these assets. The discount rate is reviewed at each reporting date and reflects current market assessments of the time value of money and the risks specific to the liability.

In accordance with "IFRIC" Interpretation 1 *Changes in Existing Decommissioning, Restoration and Similar Liabilities*, the provision is reviewed at each balance sheet date as follows:

- Upon changes in the estimates of future cash flows (e.g., the costs of and timeframe for abandoning one well) or the discount rate, changes in the amount of the liability are included in the cost of the item of property, plant, and equipment, whereby such cost may not be negative and may not exceed the recoverable value of the item of property, plant, and equipment;
- Any changes in the liability due to its nearing maturity (unwinding of discount) are recognized in Finance expenses.

The Group's refining and distribution activities involve oil and gas refining operations, and other distribution terminals, and retail sales. The Group's refining operations consist of major petrochemical operations and industrial complexes. Legal or contractual asset retirement (decommissioning) obligations related to petrochemical, oil refining and distribution activities are not recognized due to the limited history of such activities in these segments, the lack of clear legal requirements as to the recognition of obligations, as well as the fact that decommissioning periods for such assets are not determinable.

Because of the reasons described above, the fair value of an asset retirement (decommissioning) obligation in the refining and distribution segment cannot be reasonably estimated.

Due to continuous changes in the regulatory and legal environment in Uzbekistan, there could be future changes to the requirements and contingencies associated with the retirement of long-lived assets.

Capitalized interest

Interest expense on borrowed funds used for capital construction projects and the acquisition of property, plant and equipment is capitalized provided that the interest expense could have been avoided if the Group had not made capital investments. Interest is capitalized only during the period when construction activities are actually in progress and until the resulting properties are put into operation.

Capitalized borrowing costs include exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs.

Government grants

Grants from the Government are recognized at their fair value where there is a reasonable assurance that the grant will be received, and the Group will comply with all attached conditions. Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit or loss on a straight-line basis over the expected lives of the related assets.

When the grant relates to an expense item, it is recognized as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed.

Provisions for liabilities and charges

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Group expects a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

Taxes collected from customers and remitted to governmental authorities

Refundable taxes (excise and value-added tax ("VAT")) are deducted from revenues. Other taxes and duties are not deducted from revenues and are recognized as expenses in Taxes other than income tax in the consolidated statement of profit or loss.

Pension and other post-retirement benefits

The Group provides long-term employee benefits to employees before, on and after retirement, in accordance with the collective agreements between the Group's entities and their employees. The collective agreement provides for certain one-off retirement payments, payments on holidays, pension supplements, financial aid for employees' disability, anniversaries, funeral and other benefits. The entitlement to benefits is usually conditional on the employee remaining in service up to retirement age.

The expected costs of the benefits associated with one-off retirement payments are accrued over the period of employment using the same accounting methodology as used for defined benefit post-employment plans with defined payments upon the end of employment. Net interest expense relating to pensions and other post-retirement benefits, which is recognized in the consolidated statement of profit or loss, represents the net change in present value of plan obligations and the value of plan assets resulting from the passage of time, and is determined by applying the discount rate to the present value of the benefit obligation at the start of the year, and to the fair value of plan assets at the start of the year, taking into account expected changes in the obligation or plan assets during the year. Remeasurements of the defined benefit liability and asset, comprising actuarial gains and losses are recognized within other comprehensive income in the period in which they occur. Other movements are recognized in the current period, including current service cost, any past service cost and the effect of any curtailments or settlements. Past service costs, resulting from amendment to a plan are recognized immediately when the Group becomes committed to a change.

Revenue recognition

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. Specifically, sales of refined oil products, gas and gas products and petrochemical products and other sales are usually recognized at the point in time when title passes. All of the Group's contracts with customers contain one performance obligation. The entity recognizes revenue at an amount that reflects the consideration to which the entity expects to be entitled in exchange for transferring goods or services to a customer.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

Interest income and costs

For all financial instruments measured at amortised cost interest income and costs are recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or liability. Interest income is included in finance income and interest expense is included in finance costs in the consolidated statement of profit or loss.

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognized when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognized as revenue when the Group performs under the contract.

Expense recognition

Expenses are recognized as incurred and are reported in the consolidated financial statements in the period to which they relate on an accrual basis.

Refinery maintenance costs

The Group recognizes the costs of repairs and preventive maintenance performed with respect to oil refining assets as expenses when incurred.

Income taxes

Corporate income taxes have been provided for in the consolidated financial statements in accordance with the applicable legislation enacted or substantively enacted by the reporting date. The income tax charge comprises current tax and deferred tax and is recognized on the profit or loss unless it relates to transactions that are recognized, in the same or a different period, in other comprehensive income or directly in equity. Deferred income tax assets and liabilities are recognized in the accompanying consolidated financial statements in the amount determined by the Group in accordance with IAS 12 *Income Taxes*.

Deferred tax is provided using the liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

A deferred tax liability is recognized for all taxable temporary differences, except to the extent that the deferred tax liability arises from:

- The initial recognition of goodwill;
- The initial recognition of an asset or liability in a transaction which:
- Is not a business combination; and
- Affects neither accounting profit, nor taxable profit;
- Investments in subsidiaries, joint ventures and associates, when the Group is able to control the timing of the reversal of the temporary differences and it is probable that the temporary differences will not reverse in the foreseeable future.

A prior period tax loss planned to be used to reduce the current or future amount of income tax is recognized as a deferred tax asset.

A deferred tax asset is recognized only to the extent that it is probable that taxable profit will be available against which the deductible temporary differences can be utilized, unless the deferred tax asset arises from the initial recognition of an asset or liability in a transaction that:

- Is not a business combination; and
- At the time of the transaction, affects neither accounting profit nor taxable profit (tax loss).

The Group recognizes deferred tax assets for all deductible temporary differences arising from investments in subsidiaries and associates, and interests in joint ventures, to the extent that the following two conditions are met:

- The temporary difference will be recovered in the foreseeable future; and
- Taxable profit will be available against which the temporary difference can be utilized.

Deferred tax assets and liabilities shall be measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The carrying amount of a deferred tax asset is reviewed at each balance sheet date.

The Group reduces the carrying amount of a deferred tax asset to the extent that it is no longer probable that sufficient taxable profit will be available to allow the benefit of part or all of that deferred tax asset to be utilized.

Deferred tax assets and liabilities are not discounted.

Accounting for contingencies

Certain conditions may exist as of the date of these consolidated financial statements which may further result in a loss to the Group, but which will only be resolved when one or more future events occur or fail to occur. The Group's management makes an assessment of such contingent liabilities which is based on assumptions and is a matter of opinion. In assessing loss contingencies relating to legal or tax proceedings that involve the Group or unasserted claims that may result in such proceedings, the Group, after consultation with legal or tax advisors, evaluates the perceived merits of any legal or tax proceedings or unasserted claims as well as the perceived merits of the amount of relief sought or expected to be sought therein.

If the assessment of a contingency indicates that it is probable that a loss will be incurred and the amount of the liability can be estimated, then the estimated liability is accrued in the Group's consolidated financial statements. If the assessment indicates that a potentially material loss contingency is not probable, but is reasonably possible, or is probable but cannot be estimated, then the nature of the contingent liability, together with an estimate of the range of possible loss if determinable and material, would be disclosed.

Loss contingencies considered remote are generally not disclosed unless they involve financial guarantees, in which case the nature of the guarantee would be disclosed. However, in some instances in which disclosure is not otherwise required, the Group may disclose contingent liabilities or other uncertainties of an unusual nature which, in the judgment of management after consultation with its legal or tax counsel, may be of interest to shareholders or others.

Equity

Non−controlling interest

Non−controlling interests are presented in the consolidated statement of financial position within equity, separately from the equity of the Group's owners. Total comprehensive income is attributed to the Group's owners and to the non−controlling interests even if this results in the non−controlling interests having a deficit balance.

Dividends

Dividends are recognized as a liability and deducted from equity at the reporting date only if they are declared before or on the reporting date. Dividends are disclosed when they are proposed before the reporting date or proposed or declared after the reporting date but before the consolidated financial statements are authorized for issue.

Other distributions to the Shareholder

Expenditures incurred by the Group based on resolution of the Government or decision and instructions of the Cabinet of Ministers or the President are accounted for as other distributions through equity. Such expenditures include costs associated with non−core activity of the Group (construction of social assets and other charities), acquisitions and transfer of investments.

Segment information

Operating segments are reported in a manner consistent with the internal reporting provided to the Group's chief operating decision maker. Segments whose sales, results or assets are 10 per cent or more of all the segments are reported separately.

Related parties

Related parties are defined in IAS 24 *Related Party Disclosures*.

Governmental economic and social policies affect the Group's financial position, results of operations and cash flows. The Government imposed an obligation on the Group to provide an uninterrupted supply of oil and gas to customers in Uzbekistan at government−controlled prices. Transactions with the state include taxes, which are detailed in *Notes 28 and 32*.

Related parties may enter into transactions, which unrelated parties might not, and transactions between related parties may not be effected on the same terms, conditions and amounts as transactions between unrelated parties.

It is the nature of transactions with related parties that they cannot be presumed to be carried out on an arm's length basis.

Subsequent events

The results of post−year−end events that provide evidence of conditions that existed at the reporting date (adjusting events) are reflected in the consolidated financial statements. Post−year−end events that are not adjusting events are disclosed in the notes to the consolidated financial statements when material.

4. Critical estimates and judgements

The preparation of the Group's consolidated financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities and assets, at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

Recoverability of oil and gas assets, midstream, refining, and other assets

The Group has the following cash-generating units (CGUs):

CGU 1 - Refining and sale of petroleum products;

CGU 2 - Extraction and processing of natural gas;

CGU 3 - Gas chemical production;

CGU 4 - Sale and production of synthetic liquid fuel using gas-to-liquid technology.

The Group assesses individual assets or CGU for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Such indicators include changes in the Group's business plans, changes in commodity prices leading to unprofitable performances, changes in product mixes, and for oil and gas properties, significant downward revisions of estimated proved reserves.

Where an indicator of impairment exists, a formal estimate of the recoverable amount is made, which is considered to be the higher of the fair value less costs to sell and value in use. These assessments require the use of estimates and assumptions such as long−term oil and gas prices, discount rates, future capital requirements, operating performance (including production and sales volumes) that are subject to risk and uncertainty. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset/CGU is considered to be impaired and is written down to its recoverable amount.

In assessing recoverable amount, the estimated future cash flows are adjusted for the risks specific to the asset group and are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Fair value less costs to sell is identified as the price that would be received to sell the asset in an orderly transaction between market participants and does not reflect the effects of factors that may be specific to the entity and not applicable to entities in general.

Based on 2024 results, management assessed the existence of impairment indicators for individual non-current assets and at the level of CGUs and did not identify any such indicators.

Oil and gas reserves

Oil and gas reserves are a material factor in the Group's computation of depreciation, depletion and amortization expenses and impairment losses. The Group estimates its oil and gas reserves in accordance with the methodology of the Society of Petroleum Engineers ("SPE"). In estimating its reserves under SPE methodology, the Group uses long−term planning prices. Using planning prices for estimating proved reserves removes the impact of the volatility inherent in using year−end spot prices. Management believes that long−term planning price assumptions, which are also used by management for their business planning and investment decisions are more consistent with the long−term nature of the upstream business and provide the most appropriate basis for estimating oil and gas reserves.

All reserve estimates involve some degree of uncertainty. The uncertainty depends mainly on the amount of reliable geological and engineering data available at the time of the estimate and the interpretation of this data.

The relative degree of uncertainty can be conveyed by placing reserves into one of two principal classifications, either proved or unproved. Proved reserves are more certain to be recovered than unproved reserves and may be further sub−classified as developed and undeveloped to denote progressively increasing uncertainty in their recoverability.

Estimates are reviewed and revised annually. Revisions occur due to the evaluation or re−evaluation of already available geological, reservoir or production data, availability of new data, or changes to underlying price assumptions. Reserve estimates may also be revised due to improved recovery projects, changes in production capacity or changes in development strategy. Proved developed reserves are used to calculate the unit of production rates for Depreciation, Depletion & Amortization (DD&A) in relation to oil and gas production assets. The Group has included in proved reserves only those quantities expected to be produced over the useful life of the fields. A reduction in proved developed reserves will increase DD&A expense (assuming constant production), reduce income and could also result in a write−down of the Property, Plant, and Equipment's book value. Given the significant number of producing fields, it is possible that any changes in reserve estimates year on year could significantly affect prospective charges for DD&A.

Proved reserves of the Group as of 31 December 2023 were based on reports prepared by independent reservoir engineers in accordance with Petroleum Resources Management System rules. Management's reserves for 2024 were based off the 2023 report updated for 2024 production.

Assets retirement obligations

Under the provisions of current legislation and regulations, the Group has legal or constructive obligations to dismantle and remove tangible assets and restore the land at each production site. Specifically, the Group's obligation relates to the ongoing closure of all non−producing wells. The settlement date of the final closure obligations has been assumed to be the end of production period due to economic life test of the oil and gas reserves.

Where neither subsoil use contracts nor legislation include an unambiguous obligation to undertake or finance such final abandonment and closure costs at the end of the subsoil use contract term, no liability has been recognized. There is some uncertainty and significant judgment involved in making such a determination. Management's assessment of the presence or absence of such obligations could change with shifts in policies and practices of the Government or in the local industry practice.

The Group calculates asset retirement obligations separately for each field. The amount of the obligation is the present value of the estimated expenditures expected to be required to settle the obligation adjusted for expected inflation and discounted using average long−term risk−free interest rates for emerging market sovereign debt adjusted for risks specific to the Uzbekistan market.

At each reporting date the Group reviews site restoration provisions and adjusts them to reflect the current best estimate in accordance with IFRIC 1 *Changes in Existing Decommissioning, Restoration and Similar Liabilities*.

Estimating the future closure costs involves significant estimates and judgments by management. Most of these obligations are many years in the future and, in addition to ambiguities in the legal requirements, the Group's estimate can be affected by changes in asset removal technologies, costs and industry practice. Uncertainties related to the final closure costs are mitigated by the effects of discounting the expected cash flows. The Group estimates future well abandonment cost using current year prices and the average long−term inflation rate.

The long−term inflation and discount rates used to determine the obligation in the consolidated statement of financial position across the Group entities at 31 December 2024 were equal to 7.0% and 14,45%, respectively (31 December 2023 – 10,1% and 14,87%). Movements in the provision for asset retirement obligations are disclosed in *Note 23*.

Employee benefits

Employee−benefit obligations include post−employment benefits and other long−term benefits. Other long−term benefits include financial aid for employees' disability, anniversaries, funeral and other benefits. The cost of defined long−term employee benefits before, on and after retirement and the present value of the obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases.

Due to the complexity of the valuation, the underlying assumptions and its long−term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

Measurement of liabilities under guarantees issued

As at 31 December 2023 the Group recognized as financial guarantee liability in amount of UZS 9 158 billion (USD 741 million) and expected reimbursement from the Government in respect of losses incurred in relation to its financial guarantee to the related party. The Group determined, having exercised significant judgement, that the expected reimbursement was not integral part of the contractual terms of financial guarantee. When the reimbursement is not an integral part of the contractual terms of the financial guarantee, the Group accounts for it as a separate reimbursement asset.

As at 31 December 2024, the Group did not have guarantees issued to any related parties outside the Group, with the exception of the amount payable to JSC "Uztransgaz" in the amount of UZS 2 386 *billion (Note 7).*

Financial liability to Air Products Netherlands Gases B.V. ("AP")

The Group concluded, having exercised significant judgment, that it retained control over the GTL plant assets subject to the above agreements and that the transaction does not represent either a sale or a lease of the GTL plant assets to AP, but rather being a financing transaction. Further details are disclosed in *Note 21*.

Taxation

In assessing tax risks, management considers to be probable obligations the known areas of tax positions which the Group would not appeal or does not believe it could successfully appeal, if assessed by tax authorities. Such determinations inherently involve significant judgment and are subject to change as a result of changes in tax laws and regulations, amendments to the taxation terms of the Group's subsoil use contracts, the determination of expected outcomes from pending tax proceedings and current outcome of ongoing compliance audits by tax authorities.

Taxable income is computed in accordance with the tax legislation enacted as at 1 January 2024. Deferred income tax is calculated on temporary differences for assets and liabilities at the expected rates that were enacted by tax authorities as at 31 December 2024.

Deferred tax assets are recognized for all allowances and unused tax losses to the extent that it is probable that taxable temporary differences and business nature of such expenses will be proved. Significant management judgment is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and level of future taxable profits together with future tax planning strategies.

In 2024, the Group had reassessed expected manner of recovering Investments in joint ventures and associates. Previously, management assumed recovery to be probable through sale of investment shares in the foreseeable future. Now, the Group expects to receive dividends from these Investments in joint ventures and associates. Additionally, the Group has the ability to control the dividend policy of its investments in joint ventures and significant associates.

The above facts provide a basis for applying the exception regarding the recognition of deferred tax related to Investments in joint ventures and associates, as outlined in paragraph 12.43 of IFRS (IAS) 12. This allowed the Group to reassess the valuation of deferred taxes on Investments in joint ventures and associates as at 31 December 2024 and recognize deferred tax only for those dividends that are probable to be declared in the next calendar year (*Note 32*).

Fair value of financial instruments

Where the fair value of financial assets and financial liabilities recorded in the consolidated statement of financial position cannot be derived from active markets, they are determined using valuation techniques including the discounted cash flows model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. The judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

Useful lives of property, plant and equipment

The Group assesses the remaining useful lives of items of property, plant and equipment at least at each financial year−end and, if expectations differ from previous estimates, the changes are accounted for prospectively as a change in an accounting estimate in accordance with IAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors*.

At the beginning of 2024, the subsidiary company "Uzbekistan GTL" LLC changed its depreciation method from the straight-line method to the Unit of Production method. As a result, the depreciation expense for 2024 was reduced by UZS 593 billion. However, the Group considered, due to fluctuations in production volumes, estimating the effect on future periods is impracticable.

5. Adoption of new or revised standards and interpretations and new accounting pronouncements

New standards, amended standards and interpretations effective

Amendments to IAS 1 "Presentation of Financial Statements"

The first change relates to classification of liabilities. According to the amendment 'Classification of Liabilities as Current or Non-current', liabilities are classified as non-current if a company has the right to defer settlement of the liability for at least 12 months. The right must exist at the end of the reporting period and must be unaffected by the likelihood that the company will exercise that right. If the right to defer settlement is subject to the entity complying with specified conditions, the right exists at the end of the reporting period only if the entity complies with those conditions at the end of the reporting period. The second amendment - 'Non-current liabilities with covenants" suggests that an entity may classify liabilities arising under a loan agreement as noncurrent if the entity's right to defer settlement of those liabilities is subject to an entity complying with covenants within 12 months after the end of the reporting period.

Also, In the notes to the financial statements an entity needs to disclose information so that users understand the risk that the liabilities could become repayable within 12 months after the end of the reporting period. In particular: - Information on covenants, dates by which the entity must comply with the covenants; - carrying amount of related liabilities, and - facts and circumstances related to compliance with the covenants.

The Group made relevant disclosures in *Note 22*.

Amendments to IFRS 16: Lease Liability in a Sale and Leaseback

In September 2022, the IASB issued amendments to IFRS 16 - Lease Liability in a Sale and Leaseback. The amendments are effective for annual reporting periods beginning on or after 1 January 2024.

The amendment to IFRS 16 specifies the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction, to ensure the seller-lessee does not recognize any amount of the gain or loss that relates to the right of use it retains.

After the commencement date in a sale and leaseback transaction, the seller-lessee applies paragraphs 29 to 35 of IFRS 16 to the right-of-use asset arising from the leaseback and paragraphs 36 to 46 of IFRS 16 to the lease liability arising from the leaseback. In applying paragraphs 36 to 46, the seller-lessee determines 'lease payments' or 'revised lease payments' in such a way that the seller-lessee would not recognize any amount of the gain or loss that relates to the right of use retained by the seller-lessee. Applying these requirements does not prevent the seller-lessee from recognizing, in profit or loss, any gain or loss relating to the partial or full termination of a lease, as required by paragraph 46(a) of IFRS 16. The amendment does not prescribe specific measurement requirements for lease liabilities arising from a leaseback.

The initial measurement of the lease liability arising from a sale and leaseback transaction may result in the seller-lessee defining 'lease payments' in a way that differs from the general definition of lease payments in Appendix A of IFRS 16. The seller-lessee will need to develop and apply accounting policy that enables it to obtain current and reliable information in accordance with IAS 8. These amendments did not have a material impact on the Group's consolidated financial statements

Supplier Finance Arrangements (Amendments to IAS 7 & IFRS 7)

On 25 May 2023, the IASB issued Supplier Finance Arrangements, which amended IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments: Disclosures.

The amendments require entities to provide certain specific disclosures (qualitative and quantitative) related to supplier finance arrangements. The amendments also provide guidance on characteristics of supplier finance arrangements.

New standards, interpretations, and amendments not yet effective

A number of new standards and amendments to standards are effective for annual periods beginning after 1 January 2024 and earlier application is permitted. However, the Group has not early adopted the new or amended standards in preparing these consolidated financial statements. The Group plans to adopt them when they become effective.

The following amendments are effective for the annual reporting period beginning 1 January 2025:

- Lack of Exchangeability (Amendment to IAS 21 The Effects of Changes in Foreign Exchange Rates);

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

The following amendments are effective for the annual reporting period beginning 1 January 2026:

- Amendments to the Classification and Measurement of Financial Instruments (Amendments to IFRS 9 Financial Instruments and IFRS 7)
- Contracts Referencing Nature-dependent Electricity (Amendments to IFRS 9 and IFRS 7)

The following standards and amendments are effective for the annual reporting period beginning 1 January 2027:

- IFRS 18 Presentation and Disclosure in Financial Statements
- IFRS 19 Subsidiaries without Public Accountability: Disclosures.

IFRS 18 Presentation and Disclosure in Financial Statements, which was issued by the IASB in April 2024 supersedes IAS 1 and will result in major consequential amendments to IFRS Accounting Standards including IAS 8 Basis of Preparation of Financial Statements (renamed from Accounting Policies, Changes in Accounting Estimates and Errors). Even though IFRS 18 will not have any effect on the recognition and measurement of items in the financial statements, it is expected to have a significant effect on the presentation and disclosure of certain items. These changes include categorization and sub-totals in the consolidated statement of profit or loss, aggregation/disaggregation and labelling of information, and disclosure of management-defined performance measures.

Other standards and amendments not yet effective are not expected to have a significant impact on the Group's consolidated financial statements.

6. Correction of error

During the preparation of the consolidated financial statements for the year ended 31 December 2024 management has identified an error in the accounting for deferred taxes in the joint venture. Joint venture did not recognize the deferred tax liability arising from the translation of tax-based amounts to the functional currency, which is not in compliance with IAS 12. According to IAS 12, when non-monetary assets are measured in a functional currency different from that used for tax purposes, exchange rate changes create temporary differences that must be recognized as deferred tax liabilities or assets. The error resulted in overstatement of the balance of investment in joint venture and deferred tax liabilities at the Group level. Although the error is not material to prior periods, its correction in the current-year profit or loss would result in material misstatement. To avoid this, the management has made a voluntary restatement of comparative figures as at 31 December 2023 and 1 January 2023 to correct the error.

The effect of restatement on the consolidated statement of financial position as at 1 January 2023 is as follows:

In billions of Uzbek soums	**As previously reported**	**Adjustments**	**As restated**
Investments in joint ventures and associates	24,472	(1,343)	23,129
Total assets	**118,901**	**(1,343)**	**117,558**
Retained earnings	23,477	(1,142)	22,335
Total shareholders' equity	**59,387**	**(1,142)**	**58,245**
Deferred tax liabilities	3,006	(201)	2,805
Total liabilities	**59,514**	**(201)**	**59,313**

The effect of restatement on consolidated statement of financial position as at 31 December 2023 is as follows:

In billions of Uzbek soums	**As previously reported**	**Adjustments**	**As restated**
Investments in joint ventures and associates	29,002	(1,343)	27,659
Total assets	136,596	(1,343)	135,253
Retained earnings	23,136	(1,142)	21,994
Total shareholders' equity	**61,319**	**(1,142)**	**60,177**
Deferred tax liabilities	3,735	(201)	3,534
Total liabilities	**75,277**	**(201)**	**75,076**

7. Significant disposals and acquisitions

Disposal of "Chinaz Refinery Plant" LLC and "UNG Petro" LLC

In accordance with the Government Decree, it was decided to sell 100% of shares of "Chinaz Refinery Plant" LLC and "UNG Petro" LLC to "Petroleum Technology Group" LLC, third party.

Sale of 100% of shares of "Chinaz Refinery Plant" LLC and "UNG Petro" LLC took place in November 2023.

The main categories of assets and liabilities of "Chinaz Refinery Plant" LLC and "UNG Petro" LLC as of the date of disposal are presented below:

In billions of Uzbek soums	**Assets and liabilities as of the date of disposal**
Assets	
Property, plant and equipment	206
Trade and loans receivable	187
Inventory	38
Other assets	116
Total assets	**547**
Liabilities	
Trade payables and other	288
Total liabilities	**288**
Net assets	**259**

The difference in the amount of UZS 260 billion, between book value of the net assets of "Chinaz Refinery Plant" LLC and "UNG Petro" LLC and consideration received as of the disposal date was recognized in other non-operating income.

Acquisition of non-controlling interest in "Uztransgaz" JSC

The Group entered into three-party transaction with "Uztransgaz" JSC and "Uz-Kor Gas Chemical" JV LLC that was initiated in 2023 and substantially competed in 2024.

The Group has acted as guarantor of the obligations of "Uztransgaz" JSC ("UTG"), an entity under common control, under an Uzbek law-governed Gas Sales Contracted dated 19 May 2012 (the "Gas Sales Contract") for gas purchased by UTG from "Uz-Kor Gas Chemical" JV LLC ("Uz-Kor"). Uz-Kor is a joint venture owned 50/50 by the Group and a consortium of Korean investors through "Kor-Uz Gas Chemical Investment Ltd." ("Kor-Uz").

On 6 September 2023, the Term Sheet and Gas Sales Debt Remedial Plan ("Remedial Plan") was signed by the Company, UTG, Uz-Kor, Kor-Uz and the Ministry of the Economy and Finance ("MEF"). According to the Remedial Plan the parties determined the amount of debt of UTG in the amount of USD 1 075 million (UZS 13 264 billion) under Gas Sales Contract ("Gas Sales Debt") and distributed it to the UTG and the Company in the following parts: USD 262,5 million and USD 812,3 million (UZS 3 239 billion and UZS 10 023 billion), respectively.

The Group's part of Gas Sales Debt was discharged by setting off it against outstanding principal and accrued interest amount of Loans due from Uz-Kor amounting to USD 609,5 million (UZS 7 520 billion) (including USD 38,6 million (UZS 476 billion) of interest to be accrued in the period after 31 December 2023, but before settlement) and future dividends in the amount of USD 202,83 million (UZS 2 502 billion) (before discounting to their net present value) receivable from Uz-Kor ("settlement assets").

As part of the execution of the Term Sheet and the Repayment Schedule the Group included reimbursement asset in the amount of UZS 9 143 billion and financial guarantee liability in the amount of UZS 9 158 billion in the consolidated statement of financial position as at 31 December 2023.

At 29 March 2024 the agreement on transfer of UTG shares was signed between the MEF and the Group, after which reimbursement asset was extinguished through the acquisition of 46.8% of shares of UTG, and the difference of UZS 239 billion between the acquisition cost of UZS 10 023 billion and carrying amount of the reimbursement asset disposed of was recognized in finance income.

Under those agreements, during 2024, the Group transferred to UTG the rights of claim for subordinated loans due from to Uz-Kor in the amount of USD 344 million and related accrued interest of USD 244,3 million as repayment for the shares acquired. The outstanding balance of the financial liability amounted to UZS 2 386 billion as at 31 December 2024. The outstanding balance was classified as non-current financial liability as it matures on 31 January 2026.

The table below shows the fair value and book value of the net identifiable assets and the resulting investment related goodwill at acquisition date of UTG:

In billions of Uzbek soums	**Fair value at acquisition date**	**Book value at acquisition date**
Non-current assets	42,904	13,247
Current assets, including	12,238	12,238
Cash and cash equivalents	*400*	*400*
Non-current liabilities	(6,645)	(2,354)
Current liabilities, including	(28,493)	(30,885)
Current financial liabilities	*(7,313)*	*(6,961)*
Net assets	**20,004**	**(7,754)**
The Group's share in net assets (46.8%)	**9,362**	**(3,629)**

At the acquisition date, the book value of net identifiable assets was negative UZS 7 754 billion, while the fair value of net identifiable assets was UZS 20 004 billion. The UZS 27 758 billion difference is the fair value adjustment on acquisition, which primarily relates to property, plant and equipment and other current assets. This fair value adjustment's share of the Group is 12 991 (46.8%). Fair value adjustment is included within the cost of investment in associate.

Determination of fair value of net assets acquired

The fair value of Property, plant and equipment was valued using the Cost Approach via the Depreciated Replacement Cost method with economic obsolescence being assessed using Discounted Cash Flow (DCF) method. The economic obsolescence assessment relied primarily on two key assumptions: a 20% discount rate, reflecting project-specific risks and cost of capital, and future forecast information including production volumes, commodity prices, and operating costs. These forecasts were based on internal models and market data available as of the valuation date

Fair values of long-term assets and liabilities were valued using Discounted Cash Flow (DCF) method. Fair values of other current assets and liabilities were deemed to be equal to their carrying values.

Fair value of consideration given

The following table presents the acquisition-date fair value of each major class of consideration.

In billions of Uzbek soums	
Loan receivable from "Uz-Kor Gas Chemical JV" LLC	7,397
Dividends receivable from "Uz-Kor Gas Chemical JV" LLC	2,626
Fair value of consideration	**10,023**

Goodwill

The following table presents the reconciliation between the consideration and the fair value of the share of net assets acquired.

In billions of Uzbek soums	
Consideration paid for the investment	10,023
Fair value of 46.8% share of net assets acquired	9,362
Goodwill	**661**

8. Segment information

Operating segments are components that engage in business activities that may earn revenues or incur expenses, whose operating results are regularly reviewed by the management of the Group and for which discrete financial information is available.

The Group is organized into business units (including subsidiaries, joint ventures and associates) and has three reportable segments as follows:

- Gas, gas condensate and oil production and sales − representing extraction of natural gas, gas condensate and oil, as well as their subsequent sales. In 2024 the Group has included its investment in UTG in this reportable segment on a net basis (based on equity accounting method), as operating results of UTG are reviewed by Chief Operating Decision Maker (CODM) of the Group as part of operating results of the Company;
- Oil refining and retail − representing refining of crude oil and sales of oil products and petrochemicals;

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

- Gas refining − representing production and sales of polyethylene, polypropylene, diesel, naphtha, jet fuel and other products from gas refining.

The remaining operating segments have been aggregated and presented as "Other" due to their insignificance, as none of them have met the quantitative disclosure requirements in 2024 and 2023.

Substantially all the Group's operations and assets are located in the Republic of Uzbekistan.

The Executive Management Board is the Chief Operating Decision Maker (CODM) and monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment.

Management evaluates performance of each segment based on segment sales and segment profit after tax.

Segment information for the reportable segments for the year ended 31 December 2024 is set out below:

In billions of Uzbek soums	**Gas, gas condensate and oil production and sales**	**Oil refining and retail**	**Gas refining**	**Other**	**Total segments**	**Adjustments and eliminations**	**Total**
Sales and other income							
External customers	12,782	8,799	6,923	597	29,101	-	29,101
Inter-segment*	3,321	2,769	2,537	670	9,297	(9,297)	-
Share in profit of associates and joint ventures	3,544	-	21	1,461	5,026	-	5,026
Total sales and other income	**19,647**	**11,568**	**9,481**	**2,728**	**43,424**	**(9,297)**	**34,127**
Costs and expenses							
Costs and expenses other than depreciation, depletion and amortization	(10,727)	(11,126)	(4,370)	(1,047)	(27,270)	9,297	(17,973)
Depreciation, depletion and amortization	(2,725)	(71)	(1,251)	(187)	(4,234)	-	(4,234)
Total costs and expenses	**(13,452)**	**(11,197)**	**(5,621)**	**(1,234)**	**(31,504)**	**9,297**	**(22,207)**
Operating profit	**6,195**	**371**	**3,860**	**1,494**	**11,920**	**-**	**11,920**
Finance income	1,669	3	13	10	1,695	-	1,695
Finance expense	(3,917)	(129)	(1,843)	(1)	(5,890)	-	(5,890)
Other non-operating income	1	-	4	-	5	-	5
Foreign exchange (loss)/gain, net	(1,062)	(63)	(1,036)	(2)	(2,163)	-	(2,163)
Profit/(loss) before income tax	**2,886**	**182**	**998**	**1,501**	**5,567**	**-**	**5,567**
Income tax expense	(24)	(59)	(347)	(15)	(445)	-	(445)
Net profit/(loss) for the year	**2,862**	**123**	**651**	**1,486**	**5,122**	**-**	**5,122**
Other segment information							
Investments in associates and joint ventures	13,373	-	11,744	21,540	46,657	-	46,657
Capital expenditures**	7,660	149	420	431	8,660	-	8,660
Total segment assets	**108,355**	**5,103**	**42,743**	**6,327**	**162,528**	**(25,857)**	**136,671**
Total segment liabilities	**49,107**	**4,275**	**31,259**	**1,832**	**86,473**	**(16,479)**	**69,994**

**Inter−segment balances are eliminated on consolidation.*

***Capital expenditure represents additions to non−current assets other than financial instruments and deferred tax assets.*

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

Reconciliations of information on reportable segments to revenue disclosure for 2024:

In billions of Uzbek soums	Gas and gas condensate production and sales	Oil refining and retail	Gas refining	Other	Total segments
Sales of refined oil and gas products	2 648	8 489	3 910	104	**15 151**
Sales of gas	8 606	-	813	168	**9 587**
Sales of petrochemical products	-	-	1 804	-	**1 804**
Gas processing and tolling fees	1 267	-	-	-	**1 267**
Oil refinery tolling fees	-	164	-	-	**164**
Gas transportation fees	85	-	-	-	**85**
Sales of other products	14	41	88	120	**263**
Total oil, gas, petroleum products and petrochemicals sales	12 620	8 694	6 615	392	**28 321**
Other incomes	162	105	308	205	**780**
Elimination	3 321	2 769	2 537	670	**9 297**
Total sales and other income	**16 103**	**11 568**	**9 460**	**1 267**	**38 398**

Segment information for the reportable segments for the year ended 31 December 2023 is set out below:

In billions of Uzbek soums	Gas, gas condensate and oil production and sales	Oil refining and retail	Gas refining	Other	Total segments	Adjustments and elimina-tions	Total
Sales and other income							
External customers	9,715	11,139	6,673	471	27,998	-	27,998
Inter-segment*	1,872	373	1,293	2,232	5,770	(5,770)	-
Share in profit of associates and joint ventures	-	-	510	1,640	2,150	-	2,150
Total sales and other income	**11,587**	**11,512**	**8,476**	**4,343**	**35,918**	**(5,770)**	**30,148**
Costs and expenses							
Costs and expenses other than depreciation, depletion and amortization	(6,701)	(10,466)	(2,948)	(2,298)	(22,413)	5,770	(16,643)
Depreciation, depletion and amortization	(2,885)	(61)	(1,842)	(84)	(4,872)	-	(4,872)
Total costs and expenses	**(9,586)**	**(10,527)**	**(4,790)**	**(2,382)**	**(27,285)**	**5,770**	**(21,515)**
Operating profit	**2,001**	**985**	**3,686**	**1,961**	**8,633**	**-**	**8,633**
Finance income	1,301	5	(116)	6	1,196	-	1,196
Finance expense	(2,412)	(29)	(1,985)	(4)	(4,430)	-	(4,430)
Other non-operating income	86	149	-	(41)	194	-	194
Foreign exchange (loss)/gain, net	(1,322)	(82)	(2,770)	(43)	(4,217)	-	(4,217)
(Loss)/Profit before income tax	**(346)**	**1,028**	**(1,185)**	**1,879**	**1,376**	**-**	**1,376**
Income tax expense	(376)	(120)	(214)	(38)	(748)	-	(748)
(Loss)/Net profit for the year	**(722)**	**908**	**(1,399)**	**1,841**	**628**	**-**	**628**
Other segment information							
Investments in associates and joint ventures	-	-	12,002	17,000	29,002	-	29,002
Capital expenditures**	7,828	207	2,424	268	10,727	-	10,727
Total segment assets	**72,670**	**5,406**	**54,608**	**22,182**	**154,866**	**(18,270)**	**136,596**
Total segment liabilities	**51,431**	**4,494**	**31,301**	**6,321**	**93,547**	**(18,270)**	**75,277**

**Inter-segment balances are eliminated on consolidation.*

***Capital expenditure represents additions to non-current assets other than financial instruments and deferred tax assets.*

Reconciliations of information on reportable segments to revenue disclosure for 2023:

In billions of Uzbek soums	Gas and gas condensate production and sales	Oil refining and retail	Gas refining	Other	Total segments
Sales of refined oil and gas products	5 698	5 890	3 642	88	**15 318**
Sales of gas	7 096	-	1 800	6	**8 902**
Sales of petrochemical products	-	-	1 854	-	**1 854**
Gas processing and tolling fees	1 020	-	-	23	**1 043**
Oil refinery tolling fees	-	98	-	3	**101**
Gas transportation fees	78	-	-	1	**79**
Sales of other products	47	44	9	45	**145**
Total oil, gas, petroleum products and petrochemicals sales	13 939	6 032	7 305	166	**27 442**
Other incomes	129	101	50	276	**556**
Elimination	1 872	373	1 293	2 232	**5 770**
Total sales and other income	**15 940**	**6 506**	**8 648**	**2 674**	**33 768**

Seasonality

The Group's business is not significantly affected by seasonality.

9. Related party transactions

For the purpose of these consolidated financial statements, parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial or operational decisions. In 2024 and 2023 the Group entered into transactions with shareholder and companies controlled by shareholder (including enterprises directly or indirectly controlled by the Uzbekistan Government), associates and joint ventures and key management.

Related parties may enter into transactions which unrelated parties might not, and transactions between related parties may not be affected on the same terms as transactions between unrelated parties.

The disclosure of related party transactions is presented on an aggregate basis for shareholders and companies controlled by shareholders, joint ventures and associates. In addition, there may be additional disclosures of certain significant transactions (balances and turnovers) with certain related parties.

In the course of its ordinary business, the Group enters into transactions with other companies controlled by the Uzbekistan Government. Bank loans are recorded based on market interest rates at the date of recognition. Taxes are accrued and paid in accordance with applicable tax law. The Group sells crude oil and petroleum products to related parties in the ordinary course of business at prices close to average market prices. For gas sales to related parties selling prices are set by the Interdepartmental Tariff Commission.

At 31 December 2024 and 2023, the outstanding balances with related parties were as follows:

	2024		2023	
In billions of Uzbek soums	Government and entities under government control	Associates and joint ventures	Government and entities under government control	Associates and joint ventures
Trade receivables and other receivables	1,468	631	3,011	290
Prepayment to the Shareholder	-	-	732	-
Provision for expected credit losses on trade receivables	(142)	(20)	(98)	(190)
Cash and cash equivalents	279	-	583	-
Restricted cash	900	-	752	-
Advances paid (including for non-current assets)	539	168	75	76
Loans due from related parties	-	466	193	7,361
Provision for expected credit losses on loans due from related parties	-	(95)	(60)	(60)
Borrowings	(6,160)	-	(1,452)	-
Trade and other payables	(441)	(652)	(116)	(697)
Other current liabilities	(1,600)	-	-	-
Advances received	(157)	(73)	32	14

During the 2024 year, the Group entered into three-party transaction with the Shareholder, "Uztransgaz" JSC and "Uz-Kor Gas Chemical JV" LLC, in which group acquired 46.8% of non-controlling interest in "Uztransgaz" JSC *(Note 7)*. Reimbursement asset and financial guarantee liability recognised as at 31 December 2023 are balances with related parties.

Purchases from the Natural Gas Stream Project amounted to UZS 19 billion in 2024, compared to UZS 84 billion in 2023.

Furthermore, six loans from foreign banks obtained by the Group are guaranteed by the Government of the Republic of Uzbekistan. The total contract amount is USD 2,440 million and CNY 1,600 million, with maturities between 2029 and 2031. As of 2023 and 2024 reporting period, the outstanding balances were 22 805 billion UZS and 20 540 billion UZS, respectively.

The transactions with related parties for the year ended 31 December 2024 and 2023 were as follows:

In billions of Uzbek soums	2024		2023	
	Government and entities under government control	Associates and joint ventures	Government and entities under government control	Associates and joint ventures
Sales of gas	8,436	1,105	6,546	1,486
Sales of refined oil and gas products	3,167	384	2,483	258
Services rendered	108	242		262
Interest on loans due from related parties	-	456	17	448
Expected credit losses on financial instruments from related parties	(58)	214	175	323
Interest on loans due to related parties	(315)	-	(193)	-
Transportation and selling expenses	(206)	(77)	(95)	-
Other operating income	1	4	1	4

Key management compensation

Key management personnel include members of the Management Board. Compensation of key management personnel (8 employees in 2024 and 9 employees in 2023 years), including basic salary, bonuses and other payments, amounted to UZS 10 573 million and UZS 12 879 million in 2024 and 2023, respectively. In addition, post-employment benefits (EBO) for key management personnel amounted to UZS 1,036 million in 2024 (in 2023: UZS 736 million).

10. Cash and cash equivalents

	As at 31 December	
In billions of Uzbek soums	2024	2023
Current accounts with banks − US dollars	485	228
Current accounts with banks – UZS	453	678
Current accounts with banks – other currencies	345	54
Total cash and cash equivalents	**1,283**	**960**

The credit quality of cash and cash equivalents is as follows:

	As at 31 December	
In billions of Uzbek soums	2024	2023
Rated Ba1 to Ba3	887	837
Rated B1 to B3	370	34
Unrated	26	89
Total cash and cash equivalents	**1,283**	**960**

The Group determines credit ratings based on Moody's, or, if unavailable, converts ratings from Standard & Poor's and Fitch to the Moody's scale. Cash and cash equivalents are classified as Stage 1 and considered non-impaired.

11. Restricted cash

At 31 December 2024 and 2023 years, restricted cash was mainly represented by accounts held by the Group as collateral for letters of credit. The credit rating of financial institutions, where the Group held the restricted cash were equivalent to Ba3 on the Moody's rating scale. Restricted cash is classified as Stage 1 and considered non-impaired.

12. Trade and other receivables

	As at 31 December	
In billions of Uzbek soums	**2024**	**2023**
Long-term trade receivables	1,172	1,184
Less: provision for expected credit losses	(200)	(179)
Total Long-term trade receivables	**972**	**1,005**
Short-term trade receivables	4,184	5,630
Less: provision for expected credit losses	(1,060)	(1,370)
Total Short-term trade receivables	**3,124**	**4,260**
Trade and other receivables	**4,096**	**5,265**

Trade receivables are mainly represented by receivables from sales of oil products and natural gas sold to customers of the Group.

Long−term trade receivables

In 2023, the Group entered into a long−term agreement for a total amount of UZS 3,206 billion, under which it disposed certain oil and gas assets. During 2023, the Group signed additional agreement on modification of payment terms under this agreement discounted amount of which is UZS 1,539 billion calculated using a discount rate of 19.22%. As a result, the Group classified UZS 1,184 billion as the long-term and UZS 355 billion as short-term trade receivables. The Group accrued ECL for long-term and short-term trade receivables in the amount of UZS 179 billion and UZS 54 billion respectively. The Group recognized loss on modification in the amount of UZS 272 billion (*Note 31*).

Loss allowance for expected credit losses (ECL)

Movements in the provision for expected credit losses of trade accounts receivable were as follows:

In billions of Uzbek soums	**2024**	**2023**
At 1 January	**1,549**	**2,028**
Charge for the year	423	231
Recovered during the year	(712)	(710)
At 31 December	**1,260**	**1,549**

The impaired receivables mainly relate to overdue debts (in excess of 90 days) for products supplied and services rendered. ECL provision on trade accounts receivable as at 31 December 2024 and 2023 relates to contracts with customers.

Set out below is the information about credit risk exposure on the Group's trade receivables using a provision matrix:

		Days past due				
In billions of Uzbek soums	Not overdue	<30 days	30−60 days	61−90 days	>90 days	Total
31 December 2024						
ECL rate	9%	23%	29%	35%	100%	
Trade accounts receivable	4,141	146	216	128	725	**5,356**
ECL provision	393	34	63	45	725	**1,260**
31 December 2023						
ECL rate	6%	24%	36%	36%	100%	
Trade accounts receivable	5,061	96	116	557	984	**6,814**
ECL provision	301	23	42	199	984	**1,549**

13. Inventories

	As at 31 December	
In billions of Uzbek soums	**2024**	**2023**
Refined oil and gas products	1,633	1,031
Materials and supplies	1,695	992
Work-in-progress	99	208
Crude oil	40	211
Other	23	38
Total inventories	**3,490**	**2,480**

14. Loans due from related parties

	As at 31 December	
In billions of Uzbek soums	**2024**	**2023**
Loans due from related parties	466	7,678
Less: provision for expected credit losses	(95)	(120)
Total loans due from related parties	**371**	**7,558**
Current portion of loans due from related parties	(39)	(7,558)
Non-current portion of loans due from related parties	**332**	**-**

In 2023, the Company signed Term Sheet and Gas Sales Debt Remedial plan according to which the debt of "Uztransgaz" JSC ("UTG") under Gas Sales Contract ("Gas Sales Debt") were distributed between UTG and the Company (*Note 7*). According to the Remedial plan, the Group's part of Gas Sales Debt was discharged partially by setting it off against outstanding principal and accrued interest amount of loans due from JV Uz-Kor Gas Chemical.

Loss allowance for expected credit losses (ECL)

Movements in the provision for expected credit losses of loans due from related parties were as follows:

In billions of Uzbek soums	**2024**	**2023**
At 1 January	**120**	**152**
Charge for the year	11	30
Recovered during the year	(36)	(62)
At 31 December	**95**	**120**

All loans due from related parties that are not fully impaired are classified as Stage 1. Set out below is the information about credit risk exposure on the Group's loans receivables using a provision matrix.

		Days past due				
In billions of Uzbek soums	**Not overdue**	**<30 days**	**30-60 days**	**61-90 days**	**>90 days**	**Total**
31 December 2024						
ECL rate	1,4%	–	–	–	100%	–
Loans receivables	376	–	–	–	90	**466**
ECL	5	–	–	–	90	**95**
31 December 2023						
ECL rate	1,6%	–	–	–	–	–
Loans receivables	7,558	–	–	–	–	**7,558**
ECL	120	–	–	–	–	**120**

15. Assets held for sale

In 2023, the Group classified assets amounting to UZS 4 887 billion, related to the expansion project of "Shurtan Gas Chemical Complex" LLC, under the "Gas Refining" segment as assets held for sale. This classification was made in anticipation of transferring the assets within a year in exchange for a participation interest in a joint venture, "ArkChemical" LLC established in 2023, in which the Group has a 40% participating interest. The joint venture's principal activity is the manufacturing of polymer products.

In late 2024, following the completion of the transaction, the assets classified as held for sale were derecognized and contributed to the joint venture's charter capital at the contractual value of UZS 6 006 billion.

A gain on disposal of assets held for sale in the amount of UZS 475 billion was recognized in Gain on disposal of property, plant and equipment, net caption in the consolidated statement of profit or loss.

16. Other current assets

	As at 31 December	
In billions of Uzbek soums	**2024**	**2023**
Other current non-financial assets		
Prepayments on other taxes	365	471
Prepayment to the Shareholder	-	732
Dividends receivable	17	82
Other receivables	254	-
Total other current non-financial assets	**636**	**1,285**
Other current financial assets		
Other receivables	70	253
Total other current financial assets	**70**	**253**
Total other current assets	**706**	**1,538**

Prepayments made to the Shareholder were partially netted off against dividends declared to the Shareholder in 2024.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

17. Property, plant and equipment

In billions of Uzbek soums	Oil and gas assets	Buildings and structures	Machinery and equipment	Other	CIP	Total
Cost						
At 1 January 2023	**40,318**	**10,942**	**26,935**	**490**	**7,867**	**86,552**
Additions	5	265	828	50	6,970	8,118
Disposals	(77)	(130)	(131)	(30)	(65)	(433)
Transfer to assets held for sale	-	–	–	–	(3,091)	(3,091)
Transfers from construction–in–progress	5,647	81	453	50	(6,231)	–
Transfers from exploration and evaluation assets	1,374	–	–	–	–	1,374
Change in asset retirement obligation	(411)	–	–	–	–	(411)
At 31 December 2023	**46,856**	**11,158**	**28,085**	**560**	**5,450**	**92,109**
Additions	1,448	51	434	132	5,129	7,194
Disposals	(89)	(99)	(41)	(74)	(233)	(536)
Assets held for sale of catalysts	-	-	-	(935)		(935)
Transfers from construction–in–progress	2,710	235	107	1,333	(4,385)	-
Transfers from exploration and evaluation assets	584	-	-	-	-	584
Change in asset retirement obligation	(215)	-	-	-	-	(215)
At 31 December 2024	**51,294**	**11,345**	**28,585**	**1,016**	**5,961**	**98,201**
Depreciation and impairment						
At 1 January 2023	**(13,402)**	**(872)**	**(1,258)**	**(265)**	**–**	**(15,797)**
Charge for the year	(2,895)	(437)	(1,534)	(74)	–	(4,940)
Disposals	48	23	20	16	–	107
At 31 December 2023	**(16,249)**	**(1,286)**	**(2,772)**	**(323)**	–	**(20,630)**
Charge for the year	(2,962)	(369)	(751)	(401)	-	(4,483)
Disposals	221	13	29	22	-	285
Assets held for sale of catalysts	-	-	-	680		680
At 31 December 2024	**(18,990)**	**(1,642)**	**(3,494)**	**(22)**	**-**	**(24,148)**
Net book value						
At 1 January 2023	**26,916**	**10,070**	**25,677**	**225**	**7,867**	**70,755**
At 31 December 2023	**30,607**	**9,872**	**25,313**	**237**	**5,450**	**71,479**
At 31 December 2024	**32,304**	**9,703**	**25,091**	**994**	**5,961**	**74,053**

In 2024, the subsidiary company "Uzbekistan GTL" LLC changed its depreciation method from the straight-line to the unit-of-production (*Note 4*).

In 2024, the Group capitalized borrowing costs in the amount of UZS 238 billion (2023: UZS 264 billion). As of 31 December 2024, the Group does not have any property, plant and equipment under collateral.

Advances for non-current assets

Advances for non−current assets represent advances paid for construction and deployment operations and chemical catalysts to be used in the production processes and amounted to UZS 2,550 billion as at 31 December 2024 (as at 31 December 2023: UZS 1,054 billion).

18. Exploration and evaluation assets

In billions of Uzbek soums	
Net book value as at 1 January 2023	**919**
Additions	1,466
Transfer to property, plant and equipment	(1,374)
Expensed	(167)
Net book value as at 31 December 2023	**844**
Additions	1,585
Transfer to property, plant and equipment	(584)
Expensed	(675)
Net book value as at 31 December 2024	**1,170**

Total exploration and evaluation expenses for 2024 amounted to UZS 675 billion, of which UZS 275 billion were expensed from the current period's additions. Furthermore, during the reporting period, wells from prior years that had been previously classified as low-yield and economically nonviable were written off in accordance with the Group's accounting policies.

19. Investments in joint−ventures and associates

The equity share in profits of associates and joint ventures comprises the following:

In billions of Uzbek soums	Place of Business	Main activity	Percentage ownership	As at 31 December 2024	2023	2022
"Asia Trans Gas" JV LLC	Uzbekistan	Natural gas transportation	50%	13,362	14,059	11,816
"Uztransgaz" JSC	Uzbekistan	Natural gas transportation	46.8%	13,373	-	-
"Uz−Kor Gas Chemical" JV LLC	Uzbekistan	Manufacturing of the polymer products	50%	11,744	12,003	10,175
"ArkChemical" LLC	Uzbekistan	Manufacturing of the polymer products	40%	6,006	-	-
Other joint ventures and associates	Uzbekistan			2,172	1,597	1,138
Total investments in joint ventures and associates				**46,657**	**27,659**	**23,129**

The following table summarizes the movements in the investments in 2024 and 2023:

In billions of Uzbek soums	2024	2023
At 1 January	**27,659**	**23,129**
Share in profits of joint ventures and associates, net	5,026	2,150
Dividends received, gross of withholding tax	(2,928)	(586)
Contribution to associate	6,777	285
Acquisition of associate	10,023	-
Directly in retained earnings	(1,001)	-
Foreign currency translation	1,167	2,690
Other	(66)	(9)
At 31 December	**46,657**	**27,659**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

The share in profits of joint ventures and associates comprises the following:

In billions of Uzbek soums	2024	2023
"Asia Trans Gaz" JV LLC	1,591	1,480
"Uztransgaz" JSC	3,544	-
"Uz-Kor Gas Chemical" JV LLC	21	510
Other joint ventures and associates	(130)	160
Total equity share in profits of associates and joint ventures	**5,026**	**2,150**

The following tables illustrate summarised financial information of material joint ventures, based on financial statements of these entities for 31 December 2024 and 2023:

In billions of Uzbek soums	As at 31 December		
"Asia Trans Gas" JV LLC	**2024**	**2023**	**2022**
Current assets	3,722	3,854	5,453
Non-current assets	26,131	27,136	26,913
Current liabilities	(196)	(159)	(3,045)
Non-current liabilities	(2,933)	(2,713)	(5,689)
Included in the above amounts are:			
Cash and cash equivalents	1,596	1,473	2,363
Current financial liabilities (excluding trade payables)	-	(55)	(2,876)
Non-current financial liabilities (excluding trade payables)	-	(27)	(3,003)
Net assets	**26,724**	**28,118**	**23,632**
Share of ownership of the Group	50%	50%	50%
Carrying amount of the investment	**13,362**	**14,059**	**11,816**

In billions of Uzbek soums		
"Asia Trans Gas" JV LLC	**2024**	**2023**
Revenue	8,015	7,450
Profit for the year	3,181	2,959
Post-tax profit or loss from discontinued operations	-	-
Other comprehensive income	-	-
Total comprehensive income for the year	**3,181**	**2,959**
Share of ownership of the Group	50%	50%
Share in comprehensive income of joint venture	**1,591**	**1,480**
Dividends received by the Group from joint venture	2,836	578
Included in the above amounts are:		
Depreciation and amortization	(2,297)	(2,196)
Interest income	11	-
Interest costs	-	(265)
Income tax expense	(968)	(209)

In 2024, "Asia Trans Gas" JV LLC paid 2,836 billion UZS to the Group as dividends declared for income in prior years (578 billion UZS in 2023). There are no restriction for distribution of dividends.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

In billions of Uzbek soums **"Uztransgaz" JSC**	**As at 31 December 2024**
Current assets	9,762
Non-current assets	14,756
Current liabilities	(21,052)
Non-current liabilities	(2,444)
Included in the above amounts are:	
Cash and cash equivalents	156
Net assets	**1,022**
Share of ownership of the Group	46.8%
Carrying amount of Net Assets	478
Fair value adjustment	12,234
Goodwill	661
Carrying amount of the investment	**13,373**

In billions of Uzbek soums	**Nine-month ended 31 December 2024**
Revenue	10,223
Profit for the year	9,191
Post-tax profit or loss from discontinued operations	-
Other comprehensive income	-
Total comprehensive income for the year	**9,191**
Fair value adjustment	(1,618)
Adjusted total comprehensive income for the year	**7,573**
Share of ownership of the Group	46.8%
Share in comprehensive income of joint venture	**3,544**
Dividends received by the Group from joint venture	
Included in the above amounts are:	
Depreciation and amortization	(633)
Recovery of trade and other receivables	2,367
Interest income	9
Interest costs	(587)
Income tax expense	(481)

In accordance with the dividend policy, "Uztransgaz" JSC must declare dividends equal to 50% of net profit in each year in which it earns net profit.

In billions of Uzbek soums	**As at 31 December**	
"Uz-Kor Gas Chemical" JV LLC	**2024**	**2023**
Current assets	18,261	15,505
Non-current assets	25,360	31,767
Current liabilities	(19,449)	(9,464)
Non-current liabilities	(684)	(13,801)
Included in the above amounts are:		
Cash and cash equivalents	6,983	5,206
Non-current financial liabilities (excluding trade payables)	606	13,730
Current financial liabilities (excluding trade payables)	19,099	9,464
Net assets	**23,488**	**24,007**
Share of ownership of the Group	50%	50%
Carrying amount of the investment	**11,744**	**12,003**

In billions of Uzbek soums **"Uz-Kor Gas Chemical" JV LLC**	**2024**	**2023**
Revenue	6,258	6,249
Profit for the year	42	1,020
Post-tax profit or loss from discontinued operations	-	-
Other comprehensive income	-	-
Total comprehensive income for the year	**42**	**1,020**
Share of ownership of the Group	50%	50%
Share in comprehensive income of joint venture	**21**	**510**
Dividends received by the Group from joint venture	-	-
Included in the above amounts are:		
Depreciation and amortization	(2,188)	(2,287)
Interest income	239	210
Interest costs	(2,275)	(2,478)
Income tax expense	-	-

In the reporting periods, "Uz-Kor Gas Chemical" JV LLC did not pay dividend to the Group due to conditions of default per JV's certain non-current borrowing agreements. With improving financial conditions, the JV will accrue dividends for income to its shareholders from year 2026 as per Term Sheet (*Note 7*).

The Group does not disclose information about results of "ArkChemical" LLC as the associate did not have material operations in 2023 and 2024.

20. Trade and other payables

	As at 31 December	
In billions of Uzbek soums	**2024**	**2023**
Trade accounts payable	6,090	4,549
Other financial payables		
Dividends payable	138	965
Other non-financial payables		
Other tax payables	490	628
Contract liabilities	987	1,472
Total trade and other payables	**7,705**	**7,614**

Trade payables mainly represent payables for crude oil, oil products, gas, construction, drilling, transportation and utilities provided by vendors of the Group.

The amount of UZS 1,180 billion recognised in contract liabilities at the beginning of the period has been recognised as revenue for the period ended 31 December 2024. No information is provided about remaining performance obligations at 31 December 2024 or at 31 December 2023 that have an original expected duration of one year or less, as allowed by IFRS 15.

As at 31 December 2024 and 2023 trade and other payables were not interest bearing.

Other current liabilities

	As at 31 December	
In billions of Uzbek soums	**2024**	**2023**
Commodity loan	1,495	-
Charity liabilities	350	
Others	434	303
Total other current liabilities	**2,279**	**303**

The others category consists of immaterial balances from various counterparties that are not individually significant.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

21. Other financial liabilities

In billions of Uzbek soums	As at 31 December 2024	
	Non-current portion	Current portion
Air Products Netherlands Gases B.V. (see below)	10,533	1,630
Deferred consideration to "Uztransgaz" JSC	2,386	-
Other	37	-
Total other financial liabilities	**12,956**	**1,630**

In billions of Uzbek soums	As at 31 December 2023	
	Non-current portion	Current portion
Air Products Netherlands Gases B.V. (see below)	10,039	1,342
Total other financial liabilities	**10,039**	**1,342**

Air Products Netherlands Gases B.V.

In May 2023 the Group and Air Products Netherlands Gases B.V. ("AP") entered into a sale and purchase agreement (the "Agreement") pursuant to which AP purchased from the Group certain equipment related to the GTL plant with net book value as at 31 December 2023 of UZS 8,329 billion for total consideration of USD 1 billion (UZS 12,339 billion), out of which USD 900 million (UZS 11,105 billion) have been received by the Group by 31 December 2023 and the residual USD 100 million (UZS 1,234 billion) will be received in 2025 subject to satisfaction of certain conditions as required by the Agreement.

At the same time the Group and AP entered into the Tolling Service Agreement ("TSA") for the 15 years. Under the terms of the TSA, the Group pays to AP fixed annual payments of Base facility charge (BFC). At the end of the term of TSA, title on the equipment should be returned to the Group for one dollar fee.

The Group concluded, having exercised significant judgment, that it retained control over the GTL plant assets subject to the above agreements and that the transaction does not represent either a sale or a lease of the GTL plant assets to AP, but rather being a financing transaction. Accordingly, the Group recognized a financial liability of USD 941 million (UZS 12,163 billion) as at 31 December 2024 (as of 2023 – USD 922 million (UZS 11,381 billion)) measured at amortized cost.

Changes in liabilities arising from financing activities are presented below:

In billions of Uzbek soums	2024	2023
As at 1 January	**11,381**	**2,401**
Proceeds from other financial liabilities	-	7,906
Repayment of other financial liabilities	(968)	(224)
Finance costs	1,205	676
Change in foreign exchange rates	545	622
As at 31 December	**12,163**	**11,381**

Deferred consideration to "Uztransgaz" JSC

The Group recognized deferred consideration in connection with the acquisition of UTG. This amount, totaling $202.8 million (UZS 2,386 billion), represents dividends receivable from "Uz-Kor Gas Chemical" JV LLC and is scheduled to be transferred to UTG on 31 January 2026, as part of the execution of the Agreement on the Heads of Agreement and the Gas Sale Debt Repayment Plan (the "Repayment Plan").

22. Borrowings

At 31 December 2024, borrowings of the Group were represented by the following facilities:

	As at 31 December 2024	
In billions of Uzbek soums	Non-current portion	Current portion
Eurobonds	9,024	54
Loans due to international financial institutions ("IFIs")	18,109	7,414
Loans due to local institutions	2,156	6,017
Total	**29,289**	**13,485**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

At 31 December 2023, borrowings of the Group were represented by the following facilities:

	As at 31 December 2023	
In billions of Uzbek soums	**Non-current portion**	**Current portion**
Eurobonds	8,612	51
Loans due to international financial institutions ("IFIs")	23,646	5,901
Loans due to local institutions	369	2,709
Total	**32,627**	**8,661**

Changes in liabilities arising from financing activities:

In billions of Uzbek soums	**2024**	**2023**
As at 1 January	**41,288**	**43,557**
Proceeds from borrowings	9,926	7,734
Finance costs, including capitalized to property, plant and equipment	3,536	3,582
Change in foreign exchange rates	1,678	3,835
Repayment of borrowings	(9,984)	(14,159)
Interest paid	(3,377)	(3,261)
Gain on initial recognition	(191)	-
Other	(102)	-
As at 31 December	**42,774**	**41,288**

Capitalised borrowing costs

In 2024, the Group capitalized borrowing costs in the amount of UZS 238 billion (2023: UZS 264 billion). The capitalization rate applied to facilities with general utility purposes was 5.98% in 2024 (4.67% in 2023).

Non-current liabilities with covenants

The Group has non-current borrowing facilities and Eurobonds repayable in 2026-2031 years, with contracted covenants requiring the Group to comply. As effective at 31 December 2024, the financial covenants require the Group to keep:

- Consolidated Net Debt to Adjusted EBITDA ratio at the level less than 3.75:1,
- Adjusted EBITDA to Finance costs ratio at the level more than 3:1, and
- Consolidated Net Debt to Tangible Net Worth ratio at the level less than 1:1

  for six months ending 30 June and years ending 31 December. The loans become repayable on demand if the covenants are not met. The breach of a financial covenant results in cross-default. The Group actively monitors the compliance of covenants and agrees with lenders on waivers for potential breaches.

During the reporting period certain lenders agreed to waive the anticipated breaches of some financial covenants. In one case, lenders agreed waive the existing financial covenant and lower Interest Coverage Ratio (ICR) from 4.0 to 3.0 and in another case, it was agreed to remove Liquidity Ratio.

Additionally, amendments were made to increase limits on certain non-financial covenants, particularly those related to the disposal of non-core assets and investments.

The Group complied with all applicable loan covenants as at 31 December 2024. The Group does not expect any breaches of applicable financial and non-financial covenants related to non-current borrowings in the next 12 months after the end of the reporting period.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

23. Provisions

In billions of Uzbek soums	Asset retirement obligations	Employee benefits: Post-employment benefits	Employee benefits: Other long-term payments	Total
As at 1 January 2023	**762**	**973**	**67**	**1,802**
Provision for the year/current service cost	19	30	4	53
Change in estimate	(430)	(81)	16	(495)
Unwinding of discount *(Note 31)*	119	-	-	119
Interest cost *(Note 31)*	-	153	11	164
Use of provision/payment	-	(68)	(8)	(76)
As at 31 December 2023	**470**	**1,007**	**90**	**1,567**
Provision for the year/current service cost	16	43	8	67
Change in estimate, including:	(232)	(62)	(9)	(303)
As a result of changing financial assumptions	-	*(29)*	-	*(29)*
Based on experience	-	*(33)*	*(9)*	*(42)*
Unwinding of discount *(Note 31)*	67	-	-	67
Interest cost *(Note 31)*	-	150	14	164
Disposals	(1)	-	-	(1)
Use of provision/payment	-	(59)	(8)	(67)
As at 31 December 2024	**320**	**1,079**	**95**	**1,494**
As at 31 December 2023				
Short-term portion	-	45	6	51
Long-term portion	470	962	84	1,516
As at 31 December 2023	**470**	**1,007**	**90**	**1,567**
As at 31 December 2024				
Short-term portion	-	51	8	59
Long-term portion	320	1,028	87	1,435
As at 31 December 2024	**320**	**1,079**	**95**	**1,494**

Key actuarial assumptions

The principal assumptions used in determining defined benefit obligations for the Group's defined benefit plan are shown below:

	2024	2023
Discount rate	14,45%	14,87%
Future salary increases	11,99%	14,49%
Growth of the minimum wage	11,99%	12,55%
Increase in surcharges	11,99%	12,55%
Weighted average duration	14,7 years	14,6 years

A quantitative sensitivity analysis for significant assumption as at 31 December 2024 is as shown below:

Assumptions	Discount rate		Future salary increases		Staff turnover		Mortality	
Sensitivity level	1% increase	1% decrease	1% increase	1% decrease	1% increase	1% decrease	10% increase	10% decrease
Impact on post-employment benefits	(124)	152	12	(11)	(65)	75	(37)	41
Impact on other long-term payments	(9)	11	4	(3)	(7)	9	1	(1)

A quantitative sensitivity analysis for significant assumption as at 31 December 2023 is as shown below:

Assumptions	Discount rate		Future salary increases		Staff turnover		Mortality	
Sensitivity level	1% increase	1% decrease	1% increase	1% decrease	1% increase	1% decrease	10% increase	10% decrease
Impact on post-employment benefits	(116)	144	13	(12)	(62)	71	(39)	33
Impact on other long-term payments	(9)	11	5	(4)	(7)	8	1	(1)

The sensitivity analysis above were made based on a method that extrapolates the impact on net defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period. The method is consistently applied for all reporting periods presented.

24. Shareholders` equity

As of 31 December 2024, the share capital of the Company consisted of 42,522,748,700 common shares (as of 31 December 2023: 42,522,748,700 common shares) issued at UZS 500 par value as well as preferred non-voting shares of 24,437,863 items (as of 31 December 2023: 24,437,863 preferred shares) issued at UZS 500 par value.

Increase share capital

In August 2024, the Group issued new portion of shares in the amount of UZS 976 billion (UZS 500 per share, 1,952 million shares) based on decision of Shareholders. All shares were purchased by the Shareholder. The amount of issued additional shares was not yet registered as share capital as at 31 December 2024 and will be transferred to share capital after the registration.

Dividends

In 2024, based on the decision of the shareholders, the Group declared dividends of UZS 45,91 per common share, totaling UZS 1,952 billion for the year 2022. Additionally, dividends of UZS 125 per preferred share were declared, amounting to UZS 3 billion for the same year. Out of the total dividends declared in 2024, UZS 976 billion was retained within the Group to increase the Company's share capital. This increase is to be used for financing exploration and evaluation expenses.

In 2023 based on decision of the shareholders, the Group declared dividends - UZS 23,64 per common share in the total amount of UZS 954 billion and UZS 125 per preferred share in the total amount of UZS 3 billion for 2021.

No dividends were declared by the Company's shareholders for the year 2024 until the issuance of these consolidated financial statements.

Charity

In accordance with the Group's accounting policy and IFRS requirements, expenses incurred based on the instructions of the Shareholder are recognized as distributions to the Shareholder, provided that such instructions are properly documented. During 2024 the Group received instructions to donate to Uzbekistan's charity social funds to support the activities of local communities for the well-being of Uzbekistan citizens. The full amounts of donations were recognized as contributions to shareholders. Remaining unpaid amount of UZS 350 billion is included in trade and other payables.

25. Oil, gas, petroleum products and petrochemicals sales

In billions of Uzbek soums	2024	2023
Sales of refined oil and gas products	15,151	15,318
Sales of gas	9,587	8,902
Sales of petrochemical products	1,804	1,854
Gas processing and tolling fees	1,267	1,043
Oil refinery tolling fees	164	101
Gas transportation fees	85	79
Sales of other products	263	145
Total oil, gas, petroleum products and petrochemicals sales	**28,321**	**27,442**

Total oil, gas, petroleum products and petrochemicals sales for both 2024 and 2023 represents revenue from contracts with customers.

Revenue from contracts with customers is recognised at the point in time. There is usually one performance obligation per contract. Transaction price usually does not contain variable consideration. Invoices are issued according to contractual terms and are usually payable within 15-30 days, there is no significant financial component. Sales through the commodity exchange are usually prepaid by customers.

Geographical markets	2024	2023
Uzbekistan	26,361	26,352
Other countries	1,960	1,090
Total oil, gas, petroleum products and petrochemicals sales	**28,321**	**27,442**

In 2024, 20% of the Group's total sales comprised gas sales to the companies under the common control of the Shareholder (in 2023 − 24%).

26. Cost of purchased oil, gas, petroleum products and other materials

In billions of Uzbek soums	2024	2023
Purchased crude oil	5,317	6,578
Materials and supplies	666	564
Purchased gas for resale	31	-
Total cost of purchased oil, gas, petroleum products and other materials	**6,014**	**7,142**

27. Production expenses

In billions of Uzbek soums	2024	2023
Payroll	2,277	1,719
Services	1,238	868
Utilities	591	586
Repair and maintenance	559	569
Materials	155	-
Transportation expenses	86	-
Other	131	110
Total production expenses	**5,037**	**3,852**

28. Taxes other than income tax

In billions of Uzbek soums	2024	2023
Subsoil tax	2,427	1,952
Property tax	426	445
Excise tax	377	220
Land tax	193	184
Value added tax	26	-
Other taxes	51	76
Total taxes other than income tax	**3,500**	**2,877**

29. General and administrative expenses

In billions of Uzbek soums	2024	2023
Payroll	1,061	879
Services	324	175
Charitable donations and sponsorship	315	323
Repair and maintenance	55	81
Materials and supplies	80	35
Other	98	201
Total transportation and selling expenses	**1,933**	**1,694**

30. Transportation and selling expenses

In billions of Uzbek soums	2024	2023
Transportation	386	334
Payroll	385	442
Services	159	169
Other	63	39
Total transportation and selling expenses	**993**	**984**

31. Finance income and finance costs

Finance income

Finance income mainly comprises of interest accrued on loans due from related parties and other finance income.

In billions of Uzbek soums	2024	2023
Income from unwinding of discount of reimbursement asset for financial guarantees	880	-
Interest income	457	465
Income from unwinding of discount of financial assets	293	-
Gain on initial recognition of borrowing facility	50	-
Gain on modification of financial assets	-	427
Income from reversal of ECL related to financial guarantees	-	268
Other	15	36
Total finance income	**1,695**	**1,196**

Finance costs

In billions of Uzbek soums	2024	2023
Interest expenses	3,298	3,249
Other	66	93
Total interest expenses	**3,364**	**3,342**
Unwinding of discount of other financial liabilities	2,217	533
Interest expenses on employee benefit obligations *(Note 23)*	164	164
Loss on initial recognition/modification of financial assets	78	272
Unwinding of discount of asset retirement obligations *(Note 23)*	67	119
Total finance costs	**5,890**	**4,430**

32. Income tax

The major components of income tax expense for the years ended 31 December are:

In billions of Uzbek soums	2024	2023
Current tax charge	528	436
Deferred tax charge	(83)	312
Income tax expense reported in the consolidated statement of profit or loss	**445**	**748**

The Group measures and records its current income tax payable and its tax bases in its assets and liabilities in accordance with the tax regulations of the Republic of Uzbekistan which may differ from IFRS.

The Group is subject to certain permanent tax differences due to the non−tax deductibility of certain expenses and certain income being treated as non−taxable for tax purposes

Deferred taxes reflect the net tax effects of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for tax purposes. Temporary differences as at 31 December 2024 and 2023 are mainly related to different methods/timing of accounting for income and expenses, as well as temporary differences arising from the difference in the accounting and tax values of certain assets and liabilities.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

A reconciliation of income tax expenses applicable to profit before income tax at the statutory income tax rate (15% in 2024 and 2023) to income tax expenses was as follows for the years ended 31 December:

In billions of Uzbek soums	**2024**	**2023**
Profit before income tax	**5,567**	**1,376**
Statutory tax rate	15.0%	15.0%
Theoretical income tax expense at the statutory rate	**835**	**206**
Non−deductible expenses/(non-taxable income), net	573	(200)
Unrecognized deferred tax assets	310	683
Income of subsidiaries and associates taxed at different rates	(356)	59
Withholding tax on dividends	92	-
Change in estimate	(1,009)	-
Income tax expense	**445**	**748**
Effective tax rate	8.0%	54.3%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

Deferred tax assets and liabilities as of 31 December 2023 and 2024 were calculated using the expected income tax rates of 15% for most timing differences. 5% was used on timing difference related to investments in joint ventures and associates in cases when the Group plans to realise temporary difference through payment of 5% dividend tax in the foreseeable future.

Deferred tax assets and liabilities as of 31 December and their movements for the respective years comprise:

In billions of Uzbek soums	1 January 2023	In the consolidated statement of profit or loss	In the consolidated statement of other comprehensive income	31 December 2023	In the consolidated statement of profit or loss	In the consolidated statement of other comprehensive income	Through retained earnings	31 December 2024
Deferred tax assets								
Trade receivables	439	27	-	466	(231)	-	-	235
Inventories	23	5	-	28	8	-	-	36
Provisions	270	(26)	(12)	232	(8)	-	-	224
Other	176	38	-	214	(169)	-	31	76
Deferred tax assets	**908**	**44**	**(12)**	**940**	**(400)**	**-**	**31**	**571**
Deferred tax liabilities								
Property, plant and equipment	(894)	(122)	-	(1,016)	(223)	-	-	(1,239)
Investments in joint ventures and associates	(2,819)	(235)	(404)	(3,458)	706	2,437	-	(315)
Deferred tax liabilities	**(3,713)**	**(357)**	**(404)**	**(4,474)**	**483**	**2,437**	**-**	**(1,554)**
Net deferred tax liabilities	**(2,805)**	**(313)**	**(416)**	**(3,534)**	**83**	**2,437**	**31**	**(983)**

The temporary differences associated with investments in the Group's subsidiaries, joint ventures and associates for which a deferred tax liability was not recognized in the periods presented, aggregate to UZS 24,082 billion (2023: UZS 708 billion). The Group determined that the undistributed profits of its subsidiaries will not be distributed in the foreseeable future.

33. Financial risk management

The Group's principal financial instruments mainly consist of cash and cash equivalents, loans due from related parties as well as accounts receivable and accounts payable. The Group is exposed to interest rate risk, foreign currency risk, credit risk and liquidity risk. The Group further monitors the market risk and liquidity risk arising from all financial instruments.

Market risk

The Group takes on exposure to market risks. Market risks arise from open positions in interest rate, currency, and securities, all of which are exposed to general and specific market movements. The Group manages market risk through periodic estimation of potential losses that could arise from adverse changes in market conditions and establishing appropriate margin and collateral requirements.

The sensitivity analyses in the following sections relate to the position as at 31 December 2024 and 2023 years.

Foreign exchange risk

The Group's principal financial instruments denominated in foreign currencies comprise cash and cash equivalents, trade receivables and payables denominated in US dollars and borrowings denominated in US dollars (USD), Euro (EUR) and Renminbi (Chinese yuan, CNY).

As a result of borrowings denominated in USD, EUR and CNY, and cash and cash equivalents, trade receivables and trade payables denominated in USD, the Group's consolidated statement of financial position may be affected by changes in the USD/UZS, EUR/UZS and CNY/UZS exchange rates. The Group is also exposed to foreign exchange risk on transactions.

The following table demonstrates the sensitivity to a reasonably possible change in the US dollar, Euro and Renminbi exchange rates, with all other variables held constant, of the Group's profit before tax (due to changes in the fair value of monetary assets and liabilities). Sensitivity to reasonably possible changes in exchange rates of other currencies is not considered due to its insignificant impact on the Group's consolidated financial results.

The Group mitigates its exposure to foreign currency exchange rate risks by increasing foreign currency revenues from sales of products (works, services) and taking measures to reduce imports. The Republic of Uzbekistan has also taken a set of measures to stabilise the exchange rate (growth of the US dollar to Uzbekistan soum exchange rate in 2024 – 4,7%, in 2023 – 9,9%).

Below is a summary of the Group's exposure to foreign currency risk as at 31 December 2024:

	As at 31 December 2024		
In billions of Uzbek soums	**In EURO**	**In USD**	**In CNY**
Assets			
Trade receivables	845	103	-
Other current assets	-	144	-
Cash and cash equivalents	4	1,176	517
Restricted cash	22	10	-
Loans due from related parties	-	342	-
Liabilities			
Trade and other payables	(31)	(2,885)	-
Other current liabilities	-	(5,607)	-
Other financial liabilities	-	(12,163)	-
Borrowings	(2,616)	(35,925)	(3,074)
Net exposure	**(1,776)**	**(54,805)**	**(2,557)**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

Below is a summary of the Group's exposure to foreign currency risk as at 31 December 2023:

	As at 31 December 2023		
In billions of Uzbek soums	**In EURO**	**In USD**	**In CNY**
Assets			
Trade receivables	-	71	-
Other current assets	-	108	-
Cash and cash equivalents	-	228	54
Restricted cash	1	749	-
Loans due from related parties	-	7,526	-
Liabilities			
Trade and other payables	(25)	(2,925)	-
Other current liabilities	-	(8)	(1,110)
Other financial liabilities	-	(11,381)	-
Borrowings	(3,588)	(34,334)	(2,020)
Net exposure	**(3,612)**	**(39,966)**	**(3,076)**

In billions of Uzbek soums	**Increase/ decrease in UZS to US dollar exchange rate**	**Effect on profit before tax**	**Increase/ decrease in UZS to CNY exchange rate**	**Effect on profit before tax**	**Increase/ decrease in UZS to Euro exchange rate**	**Effect on profit before tax**
2024	5%	(2,740)	2%	(51)	-2%	(36)
	-5%	2,740	-2%	51	2%	36
2023	10%	(3,997)	8%	(246)	15%	(542)
	-10%	3,997	-8%	246	-15%	542

Interest rate risk

Borrowings at floating interest rates expose the Group to interest rate risk arising from possible changes in the variable elements of the overall interest rate.

The Group analyzes its interest rate exposure, including by performing scenario analysis to measure the impact of an interest rate shift on annual income before income tax. According to sensitivity analysis, which is limited to variable rate borrowings and is conducted with all other variables held constant the impact of a potential increase or decrease in interest rates on the Group's profit before tax, as applied to the variable element of interest rates on borrowings is immaterial, since the Group does not have significant exposure to interest rate risk.

The analysis is prepared with the assumption that the amount of variable rate liability outstanding at the balance sheet date was outstanding for the whole year. The interest rate on variable rate borrowings will effectively change throughout the year in response to fluctuations in market interest rates. The impact measured through the sensitivity analysis does not take into account other potential changes in economic conditions that may accompany the relevant changes in market interest rates.

Changes in interest rates impact primarily loans and borrowings by changing either their fair value (fixed rate debt) or their future cash flows (variable rate debt). Management does not have a formal policy of determining how much of the Group's exposure should be to fixed or variable rates. However, at the time of raising new loans or borrowings management uses its judgement to decide whether it believes that a fixed or variable rate would be more favourable to the Group over the expected period until maturity.

Exposure to interest rate risk

At the reporting date the interest rate profile of the Group's interest-bearing financial instruments was as follows:

	Carrying amount	
In billions of Uzbek soums	31 December 2024	31 December 2023
Fixed rate instruments		
Financial assets	371	7,558
Financial liabilities	(16,688)	(11,636)
	(16,317)	**(4,078)**
Variable rate instruments		
Financial assets	-	-
Financial liabilities	(26,086)	(29,652)
	(26,086)	**(29,652)**

In particular, fixed-rate financial liabilities include fixed rate bank loans in total amount UZS 16,688 billion of for which the banks have the option to revise the interest rate following the change of key rate set by the NBU and the Group have an option to either accept the revised rate or redeem the loan at par without penalty.

Fair value sensitivity analysis for fixed rate instruments

The Group does not account for any fixed-rate financial instruments as FVTPL or FVOCI. Therefore, a change in interest rates at the reporting date would not have an effect in profit or loss or in equity.

Cash flow sensitivity analysis for variable rate instruments

A reasonably possible change of 14 basis points in SOFR at the reporting date would have increased (decreased) equity and profit or loss by UZS 365 billion (2023: UZS 415 billion). This analysis assumes that all other variables, in particular foreign currency rates, remain constant.

Commodity price risk

The Group sells most of its natural and liquefied gas at tariffs regulated by the Interdepartmental Tariff Commission under the Cabinet of Ministers of the Republic of Uzbekistan. Petroleum products, synthetic fuels, polymers and sulphur are sold on commodity exchanges at market prices. All of the Group's products are highly liquid.

The Group prepares annual budgets and periodic forecasts, including sensitivity analyses, for different levels of oil prices in the future. By modelling different price environments, management can make informed decisions on cost management, investment planning, and financing needs, thereby enhancing the Group's ability to respond to market volatility and maintain financial stability.

Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Group controls its own exposure to credit risk.

Credit risk arises principally from the Group's trade and other receivables, loans due from related parties, cash and cash equivalents and restricted cash balances. The Group's exposure to credit risk is limited to the carrying amount of financial assets recognized in the consolidated balance sheet.

Cash and cash equivalents and restricted cash

As part of cash collection and credit risk management, the Group regularly evaluates the creditworthiness of financial and banking institutions with which it operates and where it deposits cash. The Group's banking relationships are primarily with large reputable financial institutions in the Republic of Uzbekistan.

Trade and other receivables

Natural gas and liquefied natural gas are sold by the Group to counterparties with 100% state ownership *(see Note 9)*, and the remaining products are sold on commodity exchange trades under 100% prepayment.

Loans due from related parties

The Group provided loan facilities only to entities, where it has control or significant influence and to entities with state ownership.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The Group regularly monitors projected covenant compliance over the medium and long-term using a detailed financial model. To support access to credit and mitigate liquidity risk, the Group actively pursues new credit lines and loan facilities, and implements measures to enhance its credit profile. Management believes that the Group maintains adequate access to financing from both domestic and international banks to meet its obligations as they fall due.

Payments to local suppliers of goods (works, services) are mainly made upon delivery, and to import suppliers subject to a bank guarantee of return of advance payment or on a letter of credit basis, payable upon delivery of goods (works, services).

The Group's credit rating as at 31 December 2024 was 'BB-' (stable) as confirmed by Fitch Ratings on 20 November 2024, and 'B+' (stable) as confirmed by S&P Global Ratings on 4 December 2024.

The table below summarizes the maturity profile of the Group's financial liabilities based on contractual undiscounted payments:

At 31 December 2024	<1 year	1 to 2 years	3 to 5 years	>5 years	Total
Borrowings	16,571	7,794	24,423	1,744	50,532
Trade accounts payable	7,705	-	-	-	7,705
Other financial liabilities	711	4,245	3,718	20,914	29,588
Total undiscounted financial liabilities	**24,987**	**12,039**	**28,141**	**22,658**	**87,825**

At 31 December 2023	<1 year	1 to 2 years	3 to 5 years	>5 years	Total
Borrowings	11,312	9,508	23,751	7,593	52,164
Trade accounts payable	5,514	-	-	-	5,514
Other financial liabilities	1,342	1,721	3,694	19,855	26,612
Financial guarantees	10,023	-	-	-	10,023
Total undiscounted financial liabilities	**28,191**	**11,229**	**27,445**	**27,448**	**94,313**

Capital management

The Group manages its capital structure through a balanced approach aimed at supporting operational needs, investment plans, and financial stability. This includes maintaining an optimal mix of debt and equity, monitoring key financial ratios, and aligning capital allocation with long-term strategic objectives. The Group regularly reviews its capital position through budgeting and forecasting processes, taking into account anticipated cash flows, capital expenditure requirements, and potential market risks. Decisions on new debt, equity financing, or profit retention are made to ensure ongoing compliance with financial covenants and to preserve access to capital markets.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

Fair value of financial instruments

As at 31 December 2024 and 2023 all of the Group's financial assets and liabilities are subsequently measured at amortised cost. Set out below is a comparison of the carrying amounts and fair values of the Group's financial instruments by captions:

	31 December 2024		31 December 2023	
In billions of Uzbek soums	Carrying amounts	Fair values	Carrying amounts	Fair values
Cash and cash equivalents	1,283	1,283	960	960
Restricted cash	931	931	816	816
Trade receivables	4,096	3,970	5,265	5,265
Other current assets	70	70	253	253
Loans due from related parties	371	245	7,558	7,558
Other non-current assets	105	80	151	151
Total financial assets	**6,856**	**6,579**	**15,003**	**15,003**
Trade and other payables	6,090	6,090	5,514	5,514
Borrowings	42,774	41,650	41,288	39,914
Other financial liabilities	14,586	13,959	11,381	11,381
Total financial liabilities	**63,450**	**61,699**	**58,183**	**56,809**

The following table provides the fair value measurement hierarchy of the Group's assets and liabilities as at 31 December 2024 (based on carrying amounts):

In billions of Uzbek soums	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total
Assets for which fair values are disclosed				
Cash and cash equivalents	1,283	-	-	**1,283**
Restricted cash	931	-	-	**931**
Trade receivables	-	-	4,096	**4,096**
Other current assets	-	-	70	**70**
Loans due from related parties	-	-	371	**371**
Other non-current assets	-	-	105	**105**
Liabilities for which fair values are disclosed				
Trade and other payables	-	-	6,090	**6,090**
Borrowings	9,078	25,523	8,173	**42,774**
Other financial liabilities	-	-	14,586	**14,586**

The following table provides the fair value measurement hierarchy of the Group's assets and liabilities as at 31 December 2023 (based on carrying value amounts):

In billions of Uzbek soums	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total
Assets for which fair values are disclosed				
Cash and cash equivalents	960	-	-	**960**
Restricted cash	816	-	-	**816**
Trade receivables			5,265	**5,265**
Other current assets	-	-	253	**253**
Loans due from related parties	-	-	7,558	**7,558**
Other non-current assets	-	-	151	**151**
Liabilities for which fair values are disclosed				
Trade and other payables	-	-	5,514	**5,514**
Borrowings	8,663	29,547	3,078	**41,288**
Other financial liabilities	-	11,381	-	**11,381**
Other liabilities	-	-	361	**361**

34. Contingencies, commitments and operating risks

Operating environment

The Group's operations are only conducted in the Republic of Uzbekistan. The Republic of Uzbekistan continues economic reforms and the development of its legal, tax and regulatory frameworks as required by a market economy.

The President of the Republic of Uzbekistan issued Decree No.158 dated 11 September 2023 "The Uzbekistan - 2030 Strategy", which includes the following key objectives:

- joining the ranks of upper-middle income countries through sustainable economic development;
- creating a system of education, medicine and social protection that fully meets the needs of the population and complies with international standards;
- ensuring favourable environmental conditions for the population;
- building a just and modern state that serves the people;
- guaranteeing the sovereignty and security of the country.

The Group's management is monitoring economic developments in the current environment and taking precautionary measures it considers necessary in order to support the sustainability and the development of the Group's business in the foreseeable future.

Legal proceedings

From time to time and in the normal course of business, claims against the Group are received. On the basis of its own estimates and both internal and external professional advice management is of the opinion that no material losses will be incurred in respect of claims in excess of provisions that have been made in these consolidated financial statements.

Taxation

Currently, the Tax Code of Uzbekistan regulates all aspects of taxation. Management believes that the Group is in substantial compliance with tax legislation affecting its operations.

Management believes that as at 31 December 2024, its interpretation of the relevant legislation is correct and that the Group's position with respect to tax, currency and customs legislation will be maintained.

Capital commitments

Property, plant and equipment

As at 31 December 2024, the Group had capital commitments in the amount of UZS 1,458 billion.

As at 31 December 2023, the Group had capital commitments in the amount of UZS 8,112 billion.

Other – Associates and joint ventures

As at 31 December 2024, the Group had capital commitments in the amount of UZS 1,298 billion in relation to one associate (31 December 2023: the Group had capital commitments in the amount of UZS 1,913 billion in relation to one associate).

35. Subsequent events

New loans received

During the period from January 1 to March 31, 2025, In February and March 2025, the Group raised funds in the amounts of USD 326.2 million, EUR 39.8 million, CNY 42.5 mln and UZS 101.0 billion under loan agreements with JSCB "Uzpromstroybank", KDB Bank, JSCB "Kapitalbank", JSCB "Business Development Bank", MUFG Bank Ltd., JSC Asaka Bank, JSC Aloqa Bank, JSCB "Tenge Bank", China Development Bank, and JP Morgan.

Dividends declared

On 15 April 2025, based on the decision of the shareholders, the Group declared dividends of UZS 7.71 per common share, totaling UZS 343 billion for the year 2023. Additionally, dividends of UZS 125 per preferred share were declared, amounting to UZS 3 billion for the same year of 2023 results.

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