

Date: 03/20/2025

No.: 05

Ulaanbaatar, Mongolia

On Making Amendments to the Company's Scope of Activities

WHEREAS, the Board of Directors of "Gobi" JSC has duly considered the proposal to amend the company's scope of activities, pursuant to Article 76.1.1 of the Company Law of Mongolia and Article 6.2.7.1 of the Charter of "Gobi" JSC:

NOW, THEREFORE, BE IT RESOLVED THAT:

1. The activity "Hotel" (code 5510) currently listed in the company's state registration certificate shall be removed from the scope of activities of "Gobi" JSC.
2. The Head of the Legal Division, Ts. Tsaschikher, is hereby instructed to ensure the amendment to the company's scope of activities is duly registered with the General Authority for State Registration of Mongolia in accordance with the relevant laws, without requiring additional authorization.

BOARD CHAIR:



BOARD OF DIRECTORS:


Ts. BAATARSAIKHAN


B. AMARSAIKHAN


D. GERELMAA


A. JARGALMAA


N. MUNKHBAT


Ts. ORGILBOLD


D. KHULAN


D. KHURELBAATAR


B. TSEENYAM

Date: 03/20/2025No.: 07

Ulaanbaatar, Mongolia

On the Approval of Transactions with Parties with Conflict of Interest for 2025

WHEREAS, the Board of Directors of "Gobi" JSC has duly considered the transactions to be conducted with parties with conflict of interest in 2025, pursuant to Article 76.1.17 of the Company Law of Mongolia, Article 6.2.7.15 of the Charter of "Gobi" JSC and Article 3.3.1.1 of the Procedure for Transactions with Conflicting Interests:

NOW, THEREFORE, BE IT RESOLVED THAT:

1. The list of parties with conflict of interest with whom "Gobi" JSC is authorized to enter into transactions for the purchase and sale of essential goods and services, or to enter into credit line agreements under market conditions during 2025, is hereby approved, as set forth in Appendix 1.
2. The budget for transactions with parties with conflict of interest in 2025, as outlined in Appendix 2, is hereby approved.
3. In the event that any transaction is to be conducted with a party not listed in Appendix 1 or exceeds the approved budget outlined in Appendix 2, the Chief Executive Officer, B. Amarsaikhan, is hereby instructed to notify the Board of Directors and obtain approval for such transactions in accordance with Article 76.1.17 and Article 92 of the Company Law.
4. The Chair of the Risk and Audit Committee /A. Jargalma/ is hereby instructed to monitor quarterly that the transactions with parties with conflict of interest are carried out in accordance with the approved budget, at market prices, and in compliance with applicable laws.
5. At the end of the year, the Chief Executive Officer /B. Amarsaikhan/ is hereby instructed to present a performance report on transactions with parties with conflict of interest, including a comparative market price analysis, to the Board of Directors.
6. This resolution shall be approved by the majority vote of the independent directors of the Board of Directors

INDEPENDENT DIRECTORS:



D. GERELMAA

A. JARGALMAA

D. KHURELBAATAR

B. TSEENYAM



2025 List of parties with conflict of interest authorized for the purchase and sale of essential goods and services, or credit line agreements under market conditions.

1. Subsidiaries of Tavan Bogd Group

No	Name of the companies	No	Name of the companies
1	Tavan Bogd Holdings LLC	11	Ulaanbaatar Print LLC
2	Tavan Bogd Distribution LLC	12	Tavan Bogd Food Service LLC
3	Tavan Bogd Distribution LLC	13	Tavan Bogd Nura LLC
4	Tavan Bogd LLC	14	Tavan Bogd Property LLC
5	Airlink Mongolia LLC	15	Tavan Bogd Finance NBFILLC
6	Ulaanbaatar Flour LLC	16	Tavan Bogd Capital LLC
7	Juulchin LLC	17	Tavan Bogd Building Supply LLC
8	Khan Palace LLC	18	Tavan Bogd Motors LLC
9	Tavan Bogd Foods LLC	19	Juulchin Duty Free JSC
10	Tavan Bogd Foods Pizza LLC	20	Tavan Bogd Construction Machinery LLC

2. Affiliated companies of Tavan Bogd Group

No	Name of the companies	No	Name of the companies
1	Khan Bank JSC		

3. Other Related Parties

No	Name of the companies	No	Name of the individuals
1	R.E.D Agency LLC	1	Ts. Oyunjav /PB62013022/
2	Global Bridge LLC	2	Ts. Oyunsuren /US67112700/
		3	Ts. Oyunbileg /PB82100704/

4. Subsidiaries and branch of Gobi JSC

No	Name of the subsidiaries	No	Name of the subsidiaries and branch
1	Goyo LLC	5	Gobi Cashmere UK LLC
2	Gobi Cashmere Europe LLC	6	Gobi Cashmere Kazakhstan LLC
3	Gobi Cashmere Inner Mongolia LLC	7	Gobi Australia /branch/
4	Gobi Cashmere US LLC		

Date: 03/20/2025No.: 08


Ulaanbaatar, Mongolia


On the Approval of the Revised Accounting Policy Document

WHEREAS, the Board of Directors of "Gobi" JSC has duly considered the proposal to update the company's accounting policy, pursuant to Articles 76.1.13 and 80.2 of the Company Law of Mongolia and Article 6.2.7.11 of the Charter of "Gobi" JSC:

NOW, THEREFORE, BE IT RESOLVED THAT:

1. The revised "Accounting Policy Document" of "Gobi" JSC is hereby approved, as set forth in Appendix 1.
2. In connection with the approval of this policy, the Accounting Policy Document previously adopted by Chief Executive Officer Order No. A/50 dated December 17, 2021, is hereby rendered null and void.
3. The Chief Executive Officer /B. Amarsaikhan/ and the Director of the Accounting Department /D. Sodgerel/ are hereby instructed to ensure the effective implementation of the revised accounting policy document.

BOARD CHAIR:  Ts. BAATARSAIKHAN



ТТН2998 №.2076357

Date: 03 / 20 / 2025No.: 09

Ulaanbaatar, Mongolia

On the Reappointment of Members to the Committees of the Board of Directors

WHEREAS, in connection with the changes to the composition of the Board of Directors of "Gobi" JSC, the matter of reappointing the members of the committees within the Board of Directors has been duly considered, pursuant to Articles 80.2, 81.1 and 81.2 of the Company Law of Mongolia and Articles 6.2.20 and 6.2.21 of the Charter of "Gobi" JSC:

NOW, THEREFORE, BE IT RESOLVED THAT:

1. The composition of the committees within the Board of Directors of "Gobi" JSC is hereby reappointed, as set forth in Appendix 1.
2. The newly appointed committee chairs and members are hereby instructed to carry out their duties in accordance with the Company Law, the Charter of "Gobi" JSC, and the operating procedures of the committees within the Board of Directors.

BOARD CHAIR



Ts. BAATARSAIKHAN



COMPOSITION OF THE BOARD COMMITTEES OF GOBI JSC

Committees		Composition	
Nomination committee	Chair	Independent director	D.Gerelmaa
	Member	Independent director	D.Khurelbaatar
	Member	Board director	Ts.Baatarsaikhan
Remuneration committee	Chair	Independent director	D.Khurelbaatar
	Member	Independent director	B.Tseenyam
	Member	Board director	D.Khulan
Risk and audit committee	Chair	Independent director	A.Jargalmaa
	Member	Independent director	D.Gerelmaa
	Member	Board director	N.Munkhbat