

July 04, 2025

No. 32

Ulaanbaatar

**Post-approval of conflict-of-interest agreements**

In accordance with Articles 75.1, 76.1.17, 76.1.18, 89.1 and 92.1 of the Company Law, Article 53.1 of the Civil Code, and Article 8.11.20 and 8.11.26 of the Charter of “Trade and Development” JSC Bank (hereinafter referred to as the “Bank”), the Representative Governing Board of the Trade and Development Bank hereby RESOLVES:

1. To approve and confirm the validity of the following transactions concluded between the Bank and related parties in accordance with Article 53.1 of the Civil Code.

- 1.1. “Cooperation Agreement” No. TDBM/39/2025 dated February 12, 2025 with “TDB Capital” LLC;
- 1.2. “Cooperation Agreement” No. TDBM/37/2025 dated February 17, 2025 with “Mongolian National Rare Earth Corp” LLC;
- 1.3. “Cooperation Agreement” No. TDBM/38/2025 dated February 12, 2025 with Luxor International LLC.

2. To instruct the Secretary of the Representative Governing Board of Directors (Nyamsuren.N) to monitor the implementation of this Resolution.

**CHAIRMAN OF THE REPRESENTATIVE  
GOVERNING BOARD**

**RANDOLPH KOPPA**