

**TRANSACTIONS WITH THE PERSONS AFFILIATED WITH
"ARDSHININVESTBANK" CJSC ARE REGULATED BY THE RESOLUTION NO.
201 AS OF OCTOBER 26, 2006 ACCEPTED BY THE BANK BOARD**

1. According which the Bank Board resolves:

To define, that

- a) -accepting demand and term deposits
- b) -granting trade and consumption credits, including the mortgage loan granting, financing obligation and trade transactions, implementing factoring transactions
- c) -granting Bank guarantees and letters of credit,
- d) -purchasing stocks (concessions), trading and serving, implementing similar transactions,
- e) -making investment and subscription activities,
- f) -rendering financial agent (representative) services, managing others' stocks and investments (trusting management),
- g) -purchasing, trading and managing bank standard ingots of precious metals and memorable coins,
- h) -implementing financial leasing,
- i) -rendering advisory and investment services,
- j) -making actions on calling back the debts,

-implemented between Ardshininvestbank, thereafter the Bank, and persons affiliated with the Bank are considered to be approved by the Bank Board in sense of requirements of the 39th article of the RA law "On Banks and Banking activities", if they fulfill the requirements of the current resolution.

2. To define that:

- a) -opening and managing accounts,
- b) -serving other payment and account services and/or serving customer accounts in other ways,
- c) -purchasing and selling (changing) foreign currencies, including signing futures, options and other similar transactions,
- d) -safekeeping of precious metals, stones, jewelries, stocks, documents and other values,

transactions, implemented in sense of requirements of the 39th article of the RA law "On Banks and Banking activities" are not to be approved and registered by the Bank Board.

3. To define that the transactions at the 1st point are to be registered by the Bank Board.

4. According to this resolution signing of transaction for accepting demand and term deposits from the persons affiliated with the Bank does not require the Bank Board approval, if the transaction corresponds with the procedures in accordance with internal acts accepted by the Bank Board and terms (the deposit amount, interests, validity period, currency and other essential terms), published and implemented for all customers.

5. In cases, when the terms in compliance with internal acts accepted by the Bank Board are of contractual character, then such transactions are subject to confirmation and registration by the Bank Board with the presentation of the Chairman of the Management Board and come into force after confirmation of the Bank Board.

6. The 5th point of this resolution is implemented in the following way:

6.1 before making investment of demand and term deposits, the person affiliated with the Bank applies to the Chairman of the Management Board in a written form to obtain a right to fulfill a deposit transaction. Deposit amount, type, currency, interest, validity period, interest payment frequency are subject to be mentioned in the letter.

6.2 If the Bank Board approves the deposit transaction signing with the presented conditions, a contract on banking deposit is signed with the person affiliated with the Bank. The transaction is considered to be approved by the Bank Board in sense of requirement of the 39 article of the RA law "On Banks and Banking activity.

6.3 If the Bank Board does not give its consent on signing the deposit transaction with the presented conditions, the transaction with the person affiliated with the Bank is rejected and the Chairman of the Management Board informs the person affiliated with the Bank about such a decision.

7. According to the current resolution, the contract signed between the Bank and persons affiliated with the Bank does not require approval from the Bank Board, if the current contract is consistent with the credit terms ensured by personnel salaries (credit amount, interest rate, validity periods, currency, etc.) and current acts in accordance with internal acts approved by the Bank Board.
8. According to the current resolution, the contract signed between the Bank and persons affiliated with the Bank on credit provision ensured with deposits and frozen balance, does not require approval from the Bank Board if the current contract corresponds with the credit terms and current procedures in accordance with internal legal acts approved by the Board, if the credit amount does not exceed 95% of the deposit amount and frozen balance, if it is offered with not less than 12% of annual interest rate, if the credit repayment is determined in accordance with credit contract, if the implementation of credit obligations is guaranteed with AMD, with foreign currencies, included in SDR basket, as well as other foreign currencies, if the latter are credits guaranteed with the same foreign currency.
9. Each contract for credit provision signed between the Bank and persons affiliated with the Bank is subject to the Bank Board approval with the presentation of the Management Board, since Bank Board has not determined requirements for other credit transactions, such as acceptable limits, validity periods, interest rates, degree of creditability and degree of acceptable risk.
10. For the other contracts not mentioned at point 7 and point 8 from the moment of approving regulations by the Bank Board and determining requirements (acceptable limits, validity periods, interest rates, degree of

credibility and degree of acceptable risk) by the Bank Board or by the Management Board the contract about provision of such credits signed between the Bank and persons affiliated with the Bank does not require approval from the Bank Board, if they are consistent with approved procedures and determined requirements.

11. The current resolution is implemented in the following way:

11.1. Person affiliated with the Bank applies to the Chairman of the Management Board to obtain a right for signing a credit transaction. Credit amount, validity period, currency, interests, interest payment frequency, insurance, income sources, etc. ought to be mentioned in the letter.

11.2 If the Bank Board gives its permission to sign a credit contract with presented conditions, then credit agreement is signed with a person affiliated with the Bank and the transaction is considered to be approved by the Bank Board in sense of the 39th article of the RA law "On Banks and Banking activities".

11.3 If the Bank Board does not give its permission to sign credit contract with presented conditions, the credit transaction with person affiliated with the Bank is rejected and the Chairman of the Bank Management Board informs him/her about that decision.

12. To define that transactions signed with persons affiliated with Bank can't provide more privileged conditions (including capability to sign transactions, price, interests, validity period, etc.) than for individuals not considered as Bank personnel, as well as similar transactions signed with legal entities.

13. The first point of this resolution is subject to registration by the Staff Manager of the Chairman of Management Board on the basis of information presented by the subdivisions that have made the transaction.

14. Each quarter till the 10th of the quarter following month, Staff Manager of the Chairman of Management Board presents information (paper based and electronic version) on all the transactions signed with the person affiliated with the Bank.

15. The terms determined by this resolution act in case of contradictions occurred between internal legal acts and the current resolution at contract signing with the persons affiliated with the Bank mentioned at 1st point.

16. The requirements of the current resolution are implemented after the resolution on originated relations.