

registrirebuli
saqarTvelos respublikis
erovnul bankSi
saregistracio #86
dekemberi 1994w.

damtkicebulia-
saaqcio sazogadoeba
saqarTvelos bankis-
aqcinerTariggareSe saerTo 15
krebis gadawyvetilebiT
oqmi #23, 22 dekemberi, 2005w

registrirebulia
q. Tbilisis krwanisis raonis
sasamarTlos mier:
saregistracio # 06/5-07
29 noemberi 1995w.
29 agvisto 1996w.
06 Tebervali 1997w.
03 ivlisi 1997w.
28 maissi 1998w.
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29 ivnisi 1999w.
17 maissi 2001w.
08 maissi 2002w.
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registrirebulia
axali redaqqiT
q. Tbilisis sagadasaxado
inspeqqiis mier:

saaqcio sazogadoeba

saqarTvelos banki ~

w e s d e b a

Tbilisi
2005

სს „საქართველოს ბანკის“ შესახებ (ახალი რედაქცია)

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muxli 1
zogadi debul ebebi

- 1.1 saaqcio sazogadoeba „saqarTvel os banki- (SemdgomSi „banki-), rogorc universal uri komerciul i banki, dafuZnda saqarTvel os respubl ikis ministrTa kabinetis 1993 wl is 14 april is #288 dadgenil ebis `saxel mwifo sawarmoebis, saxel mwifos sawarmoTa gaerTianebebis saaqcio sazogadoebabad gardaqmnis organizaciul RonisZiebaTa Sesaxeb", saqarTvel os respubl ikis saxel mwifo meTauris 1994 wl is 29 maisis #178 brZanebul ebis "privatizaciis procesis mowesrigebisa da daCqarebis zogierTi RonisZiebebis Sesaxeb" da 1991 wl is 2 agvistos `saqarTvel os respubl ikaSi bankebisa da sabanko saqmianobis Sesaxeb" kanonis safuZvel ze.
- 1.2 „banki- aris iuridiul i piri. „bankis- ufl ebebi da moval eobebi ganisazRvrebawinamdebare „wesdebiT-, saqarTvel os kanoniT „mewarmeTa Sesaxeb-, saqarTvel os kanoniT „komerciul i bankebis saqmianobis Sesaxeb", saqarTvel os erovnul i bankis instruqciebiT da saqarTvel os yvel a sxva Sesabamisi kanoniT.
- 1.3 „banks" aqvs safirmo saxel wodeba, belWedi, l ogo da iuridiul i piris sxva rekvizitebi:
 - srul i dasaxel eba qarTul ad: saaqcio sazogadoeba „saqarTvel os banki-;
 - srul i dasaxel eba ingl isurad: **Joint Stock Company Bank of Georgia.**
- 1.4 „bankis- iuridiul i misamarTia: saqarTvel o, q. Tbil isi 0105, puSkinis q. #3;
- 1.5 „bankis- saqmianobis vada ganusazRvrel ia.
- 1.6 „bankis- sameurneo wel i emTxveva kal endarul wel s. is Seadgens 12 Tves, iwyeba 1 ianvars da mTavrdeba 31 dekembers.
- 1.7 „bankis- Seqmnis mizania: araerTjeradi da damoukidebel i samewarmeo saqmianobis safuZvel ze mogebis miReba.
- 1.8 „banks- gaaCnia gancal kevebul i qoneba, SeuZlia Tavisi saxel iT gamovides samarTiebriv urTierTobebSi, SeiZinos qonebrivi da araqonebrivi ufl ebebi da ikisros moval eobebi, iyos mosarCel e da mopasuxe sasamarTioSi, saarbitraJo da samediatoro sasamarTioebSi.
- 1.9 „banks- aqvs damoukidebel i balansi, SeuZlia gaxsnas saangariSsworebo da sxva saxis angariSebi (maT Soris saval uto) saqarTvel osa da ucxoeTSi.
- 1.10 „banki- pasuxs ar agebs misi aqcionerebis val debul ebebze, xolo aqcionerebi „bankis- val debul ebebze pasuxs ageben „bankis- sawesdebo kapital Si Tavianti Senatanis fargl ebSi.

muxli 2
saqmianobis sagani

- 2.1 „banki" Tavisi saqmianobaSi xel mZRvanel obs 1994 wl is 28 oqtombris `mewarmeTa Sesaxeb" (masSi Setanili cvl il ebebisa da Sesworebebis gaTval iswinebiT) da 1996 wl is 23 Tebervl is `komerciul i bankebis saqmianobis Sesaxeb" (masSi Setanili cvl il ebebisa da Sesworebebis gaTval iswinebiT) saqarTvel os kanonebiT, saqarTvel os erovnul i bankis normatiul i aqtebiT, instruqciebiTa da sxva miTitebebiT, dasabuTebuli administraciul i da saaricxvo procedurebiT, sabanko licenziebze Tandartuli pirobebiTa da SezRudvebiT, saqarTvel os sxva sakanonmdebl o aqtebiT da am wesdebiT. im SemTxvevaSi, rodesac ar arsebobs ama Tu im

mimarTul ebis sabanko saqmianobisaTvis erovnul i bankis mier dadgenil i wesi, „banki“ imoqmedebs saerTaSoriso sabanko praqtikis Sesabamisad.

- 2.2 „banki“, saqarTvel os erovnul i bankis mier gacemul i licenziis safuZvel ze eweva sakredito, safinanso, saangariSsworebo, sakaso da sxva sabanko momsaxurebas, maT Soris:
- 2.2.1. procentiani da upronecto depozitebis (moTxovnamde, vadiani da sxva saxis) da sxva dabrunebadi gadaxdis saSual ebebis moZidva;
 - 2.2.2. sesxebis gacema samomxmarebl o, saipoTeko, arauzrunvel yofil i da sxva kreditebis CaTvl iT, faqtoringul i operaciebi regresis ufl ebiT da am ufl ebis gareSe, komerciul garigebaTa dafinanseba, garantiebis, akreditivebisa da aqceptebis gamocema forfetirebis CaTvl iT.
 - 2.2.3. sakuTari da klientTa saxsrebiT fuladi sabuTebis (Cekebis, Tamasuqebisa da sadepozito sertifikatebis CaTvl iT), fasiანი qaral debis, fiuCersebisa da ofcionebis savalo instrumentebiT an saprocento ganakveTebiT, savaluto da saprocento instrumentebis, savalo sabuTebis, ucxouri valutis, Zvirfasi l iTonebis da Zvirfasi qvebis yidva-gayidva;
 - 2.2.4. naRdi da unaRdo angariSsworebis operaciebis da sakaso-sainkasacio momsaxurebis ganxorciel eba;
 - 2.2.5. gadaxdis saSual ebebis gamoSveba da maTi momoqcevis organizeba (sagadaxdo baraTebis, Cekebisa da sabanko tratebis CaTvl iT);
 - 2.2.6. saSuamavlo momsaxureba safinanso bazarze;
 - 2.2.7. klientebis daval ebiT ndobiT (satrasto) operaciebis ganxorciel eba, saxsrebis moZidva da ganTavseba;
 - 2.2.8. faseul obaTa Senaxva da aRricxva, fasiანი qaral debis CaTvl iT;
 - 2.2.9. sakredito-sacnobaro momsaxureba;
 - 2.2.10. zemoT CamoTvl il TiToeul saqmianobasTan dakavSirebul i momsaxureba;
 - 2.2.11. nebismeri saxis sxva sabanko saqmianoba, risi ganxorciel ebis ufl ebac „banks“ gaacnia saqarTvel os kanonmdebl obis fargl ebSi.
- 2.3 Tavisi saqmianobis ganxorciel ebis, „banki“ val debul ia daicvas saqarTvel os erovnul i bankis mier dadgenil i ekonomikuri l imitebi da ekonomikuri normativebi.
- 2.4. „banki“ val debul ia daicvas saqarTvel os sabanko kanonmdebl obiT gaTval iswinebul i wesebi da debul ebebi sxva iuridiul pirebSi wil ebis/aqciebis mfl obel obasTan dakavSirebiT.

muxli 3
sawesdebo kapitali, aqciebi da sxva fasiანი qaral debi

- 3.1 „bankis- gancxadebul i sawesdebo kapitalis odenoba ganisazRvreba 19,783,409 (cxrameti milion SvidasoTxmocdasamiaTas oTxascxra) l ariT.
- 3.2 „bankis- gancxadebul i sawesdebo kapitali dayofil ia 19,783,409 (cxrameti milion SvidasoTxmocdasamiaTas oTxascxra) cal Cveul ebriv aqciad. Cveul ebrivi aqciis nominal uri Rirebul eba Seadgens 1 (erTi) l ars. „bankis- aqcionerTa saerTo krebaze TiToeul i Cveul ebrivi aqcia mis mfl obel s aniWebs erTi xmis ufl ebas. „bankis“ mier aqciebis gacema moxdeba mxol od misi Rirebul ebis srul ad dafarvis SemTxvevaSi.
- 3.3 „banks- ufl eba aqvs kanoniT gaTval iswinebul i wesiT gamouSvas SeRavaTiani (privilegierebul i) aqciebi. amgvარი privilegebul i aqciebi uzrunvel yofs dividendis miRebas dadgenil i ganakveTIT, romlis odenoba da miRebis wesi ganisazRvreba saTanado emisiis prospeqtIT (asetis arsebobis SemTxvevaSi), arsebul i kanonmdebl obis Sesabamisad. privilegebul i aqciebi ar iZl evian xmis ufl ebas aqcionerTa saerTo krebaze.

- 3.4 "bankis" aqcionerebs aqvT upiratesi Sesyidvis ufl eba "bankis" mier emitirebul axal aqciebze aRniSnul i axl ad emitirebul i aqciebis gamoSvebamde maT mfl obel obaSi arsebul i wil is proporciul ad "bankis" mTl iani aqciebis odenobasTan. amgvari upiratesi Sesyidvis ufl eba ar Seexeba wesdebis 3.10 muxl is Sesabamisad, nebadarTul i sawesdebo kapital is fargl ebSi emitirebul aqciebs, roml ebic aqcionerTa saerTo krebis gadawyvetil ebiT gamiznul ia "bankis" TanamSroml ebze gasacemad. nebismier sxva SemTxvevaSi, axl ademitirebul aqciebze upiratesi Sesyidvis ufl ebis gauqmeba unda moxdes aqcionerTa saerTo krebis gadawyvetil ebiT, 7.3.3. qvepungtisa da 7.5. muxl is pirobebis Sesabamisad.
- 3.5 „bankis- aqciaTa reestris warmoeba unda ganxorciel des damoukidebel i regulatoris meSveobiT, dadgenil i procedurebis Sesabamisad.
- 3.6 aqcionerTa saerTo kreba ufl ebamosil ia miRos gadawyvetil ebebi „bankis- sawesdebo kapital is gazrdis an Sencirebis Sesaxeb axal i aqciebis gamoSvebis, an Sesabamisad, arsebul i aqciebis gauqmebis gziT (kanoniT gaTval iswinebul SemTxvevebSi). axl ad gamoSvebul i aqciis Sesasyidi fasi ar unda iyos mis nominal ur Rirebul ebaze nakl ebi.
- 3.7 sawesdebo kapital is gazrda SeiZl eba ganxorciel des sarezervo fondebis sawesdebo kapital ad gardaqmniT. aseT SemTxvevaSi dauSvebel ia aqcioneris mier aqciebis upiratesi Sesyidvis ufl ebis akrZal va.
- 3.8 sawesdebo kapital i gazrdis mizniT, „banks" SeuZl ia gamouSvas Cveul ebriv da/an privil egirebul aqciebSi konvertirebadi sxva fasiani qaRal debic.
- 3.9 nebadarTul i kapital is formiT „bankis- sawesdebo kapital is gazrdisas „bankis" direktorati ufl ebamosil ia sameTval yureo sabWos TanxmobiT „bankis" sawesdebo kapital i mTlianad an nawil obriv gazardos gadawyvetil ebaSi miTiTebul Tanxamde axal i aqciebis gamocemis gziT. aqcionerTa krebis gadawyvetil eba nebadarTul i kapital is formiT sawesdebo kapital is gazrdis Taobaze unda iTval iswinebdes, Seexeba Tu ara da ra mocul obiT Seexeba gazrda SeRavaTian da Cveul ebriv aqciebs, agreTve kapital is gazrdis vadebs (romel ic ar unda aRematebodes xuT (5) wel iwads).
- 3.10 saerTo krebis gadawyvetil ebiT, nebadarTul i kapital i an misi nawil i SesaZl oa ganisazRvros "bankis" TanamSroml ebze aqciebis gasacemad, sameTval yureo sabWos mier damtkicebul i sqemis Sesabamisad. aseT SemTxvevaSi amgvari nebadarTul i kapital is (an misi nawil is) fargl ebSi axal i aqciebis gacema raima sxva mizniT dauSvebel ia. yovel gvare eWvis gamosaricxad, saerTo krebis gadawyvetil ebis safuZvel ze nebadarTul i kapital is (misi nawil is) fargl ebSi "bankis" TanamSroml ebze gasacemad gamiznul axl ademitirebul aqciebze ar vrcel deba upiratesi Sesyidvis ufl eba.
- 3.11 "bankis" mier sakuTari aqciebis gamosyidva dasaSvebia Sesabamisi kanonmdebl obiT dadgenil i wesiTa da odenobiT. garda Sesabamisi kanonmdebl obiT gaTval iswinebul i aqciebis saval debul o gamosyidvisa, "banks" ufl eba aqvs SeiZinos da SemdgomSi gayidos sakuTari aqciebi ("saxazino aqciebi"). "saxazino aqciebis" raodenoba arc erT momentSi ar unda aRematebodes ganTavsebul i aqciebis aT (10) procents. xmis daTvl is, dividendis ganawil ebis, likvidaciis dros da aqciebis fl obidan gamomdinare sxva ufl ebebis realizaciis miznebisatvis (SemTxvevebSi), "bankis" mfl obel obaSi arsebul i "saxazino aqciebi" mxedvel obaSi ar miReba. igive wesi vrcel deba "bankis" Svil obil i sawarmoebis sakuTrebaSi arsebul aqciebze, imis gaTval iswinebiT rom "bankis" Svil obil i sawarmoebis mier maTi kl ientebis saxel iT aqciebis

mfl obel obis SemTxvevaSi (anu, rodesac Svil obil i sawarmoebi moqmedeben, rogorc aqciaTa nominal uri mFrobel ebi), maT aqvT xmis, dividendis miRebisa da sxva msgavsi ufl ebebi.

3.12 „banki“ ufl ebamosil ia sameTval yureo sabWos gadawyvetil ebis safuZvel ze gamouSvas obl igaciebi da sxva fasiani qaRal debi.

muxl i 4
„banki s“ aqci oner ebi

4.1 „bankis- aqcionerebs warmoadgenen pirebi, roml ebic fl oben „bankis- aqciebs Tanaxmad dadgenil i wesisa da registrirebul ni arian „bankis- aqciaTa reestrSi. „bankis“ aqcionerebi SeiZl eba iyven saqarTvel oSi an sazRvargareT registrirebul i iuridiul i pirebi, saqarTvel osa da sxva qveynis moqal aqeebi.

4.2 aqcionerebs ufl eba aqvT:

4.2.1 piradad an warmomadgenil is meSveobiT daeswron aqcionerTa saerTo krebis da monawil eoba miiRon kenWisyrasi (Cveul ebrivi aqciebis mfl obel ebs);

4.2.2 monawil eoba miiRon mogebis ganawil ebaSi da miiRon dividendebi maT mfl obel obaSi arsebul i aqciebis raodenobis proporciul ad;

4.2.3 gankargon sakuTari aqciebi kanonmdebl obiT dadgenil i wesiT;

4.2.4 „bankis- likvidaciis SemTxvevaSi, miiRon im qonebis wil i an misi Rirebul eba, romel ic darCeba kreditorebTan angariSsworebis Semdeg (maTi sal ikvidacio qvota) maTi wil is proporciul ad;

4.2.5 aqciebis saerTo raodenobis xuTi an meti procentis mfl obel ebs ufl eba aqvT moiTxovon sameurneo moqmedebepis an mTl iani wl iuri bal ansis special uri Semowmeba, Tu maT gaaCniaT safuZvl iani eWvi raime darRvevis Taobaze. aRniSnul i moTxovna wardgenil unda iqnas weril obiT formiT sameTval yureo sabWosTvis. moTxovnis miRebidan 15 (TxuTmeti) dRis ganmavl obaSi sameTval yureo sabWo ufl ebamosil ia:

(a) daaval os direktorats uzrunvel yos special uri Semowmebis Catareba „bankis“ xarj ebiT, Tuki sameTval yureo sabWo iziarebs aqcioner(eb)is eWvs; an

(b) uari Tqvas „bankis“ xarj ebiT special uri Semowmebis ganxorciel ebaze da misces ufl eba aRniSnul aqcioner(eb)s sakuTari xarj ebiT Caataron amgvari Semowmeba, Tuki sameTval yureo sabWos azriT adgili ar qonia raime darRvevas. aseT SemTxvevaSi, Tu Semowmebis Sedegad gamovl indeba raime mniSvel ovan darRveva, „banki“ aunazRaurebs aqcioner(eb)s inspeqciis Catarebisas gaweul nebis mier xarj s; an

(g) uari Tqvas special uri Semowmebis ganxorciel ebaze da ar darTos neba aqcioner(eb)s misi (maTi) sakuTari xarj iT Semowmebis ganxorciel ebaze, Tu igi (sameTval yureo sabWo) safuZvl ianad miCnevs, rom (i) raime mniSvel ovan darRvevas ar hqonia adgili, da (ii) amgvari Semowmeba SesaZl oa ewinaaRmdegebodes „bankis“ interesebs (magal iTad, konkurenciis, konfidencial urobas an sxva msgavsi mizezis gamo). aseT SemTxvevaSi aqcioner(eb)i ufl ebamosil ia (arian) sameTval yureo sabWos gadawyvetil eba gaasaCirvos Sesabamis sasamarTl oSi.

4.2.6 aqciebis saerTo raodenobis xuTi procentis mfl obel ebs ufl eba aqvT moiTxovon aqcionerTa riggareSe krebis mowveva. moTxovna weril obiT unda waredginos „bankis- direktorats. Tu aRniSnul i moTxovna ar dakmayofil da direktoratis mier aseTi moTxovnis TariRidan 20 (oci) dRis ganmavl obaSi, aqcionerebs SeuZl iaT mimarTon Sesabamis sasamarTl os;

4.2.7 nebis mier aqcioners ufl eba aqvs direktoratisa da sameTval yureo sabWosagan moiTxovos ganmartebebi aqcionerTa saerTo krebis dRis wesrigis TiToeul punqtTan dakavSirebiT. Tuki amgvari moTxona weril obiT formiT iqna wardgenil i aqcionerTa

saerTo krebis Catarebis TariRamde aTi (10) dRiT adre, moTxovna unda Sesrul des, an ganxil ul unda iqnas dRis wesrigis erT-erT sakiTxad.

4.2.8 aqcionerebs SeuZl iaT gamoiyenon Taviani xmis ufl eba sakuTari interesebisaTvis, garda im SemTxvevebisa, roca mosal odnel i gadawyvetil eba Seexeba maTTan garigebis dadebas.

4.3 „bankis- aqcionerebi val debul ni arian:

4.3.1 uzrunvel yon maTi Sesabamisi Senatanebis Setana „bankis- sawesdebo kapital Si, raTa aqciebis Sesabamisi raodenoba registrirebul i iqnas maT saxel ze;

4.3.2 daicvan winamdebare wesdebiT gansazRvrul i pirobebi.

muxl i 5

mogebis ganawil eba da zaral is anazRaur eba

5.1 mogebis ganawil ebis wesi:

5.1.1 wl iuri auditorul i Semowmebis dasrul ebidan erTi Tvis ganmavl obaSi (magram nebismier SemTxvevaSi, wl iuri aqcionerTa krebis Catarebamde sul mcire erTi TviT adre), "bankis" direktoratma unda moamzados winadadeba mogebis ganawil ebis Taobaze sameTval yureo sabWos mier dasamtkicebl ad. mogebis ganawil ebis Taobaze winadadebaze SeTanxmehis SemTxvevaSi, sameTval yureo sabWom da general urma direktorma unda warudginon saerTo krebis erTobl ivi winadadeba; xol o aRniSnul sakiTxze SeTanxmehis miuRwevl obis SemTxvevaSi, general urma direktorma da sameTval yureo sabWom unda waradginon damoukidebel i winadadebebi. mogebis ganawil ebis sakiTxi unda gadawydes/damtkicdes aqcionerTa saerTo krebis mier.

5.1.2 aqcionerTa saerTo krebis gadawyvetil ebis safuZvel ze, wmindamogeba, mimaRTul i dividendebis gadaxdaze, unda ganawil des 5.2 muxl iT gansazRvrul i wesebisa da procedurebis Sesabamisad. yovel gvarewvis gamosaricxad, aqcionerebs ar aqvT ufl eba raime sxva saxis anazRaurebasa, Tu kompensaciaze.

5.2 dividendebis gadaxda:

5.2.1 aqcionerTa saerTo kreba adgens saaRricxvo TariRs (SemdgomSi "dividendis saaRricxvo TariRi"), romel ic unda iyos saerTo krebis Catarebidan sul mcire 15 (TxuTmeti) dRis Semdeg da unda emTxveodes samuSao dRes. is aqcionerebi, roml ebic "dividendis saaRricxvo TariRis" dRis bol osaTvis fl oben "bankis" aqciebs miReben dividends maT mfl obel obaSi arsebul i aqciebis wil is proporciul ad.

5.2.2 igive aqcionerTa kreba adgens dividendebis gacemis dawyebis TariRs (SemdgomSi "dividendis gacemis dawyebis TariRi"). "dividendis gacemis dawyebis TariRi" unda iyos "dividendis saaRricxvo TariRidan" sul mcire 15 (TxuTmeti) dRis Semdeg, magram nebismier SemTxvevaSi, Sesabamisi saerTo krebis Catarebidan 2 (ori) Tvis ganmavl obaSi.

5.2.3 "dividendis saaRricxvo TariRi" da "dividendis gacemis dawyebis TariRi" unda gamoqveyndes beWdviT organoSi Sesabamisi saerTo krebis Catarebidan 5 (xuTi) dRis ganmavl obaSi da im aqcionerebs, roml ebic fl oben aqciaTa sul mcire erT procent (an nakl eb procent, Tu da rodesac es gaTval iswinebul ia Sesabamisi kanonmdebl obiT) unda ecnobot dazRveul i fostiT da piradad.

5.3 Tu wl iuri Sedegebis mixedviT „bankis- wl iuri Semosavl ebi arasakmarisia xarjebis dasafarad, „bankma- unda ganacxados zaral is Taobaze. aRniSnul i zaral i gadaxdeba „bankis- fondebidan da ganawil ebel i Semosavlidan. Tu aRniSnul i fondebi da ganawil ebel i Semosavli arasakmarisia, zaral i gadaitaneba Semdgomi finansuri wl isaTvis.

5.4 aqcionerTa saerTo krebam yovel wl iurad unda aircios auditori, romel ic ekonomikurad da samarTl ebrivad damoukidebel i unda iyos „bankisagan-. aRniSnul i auditoris mier

Catarebul i saval debul o revizia unda moicavdes „bankisa“ da misi Svil obil i sawarmoebis sabuRal tro aRricxvas, wliur bal anssa da biznesis warmarTvis praqtikas. auditorul i Semowmebis dasrul ebisTanave auditorul i Semowmebis srul i angariSi waredgineba saqarTvel os erovnul banks da beWdviT organoSi gamoqveyndeba erovnul i bankis wesebiT gansazRvrul i safinanso angariSgeba da auditorul i daskvna.

muxl i 6
„bankis“ marTva

- 6.1 „bankis- marTvis umaRl esi organoa aqcionerTa saerTo kreba.
- 6.2 „bankis- saqmianobaze zedamxedvel oba xorciel deba sameTval yureo sabWos mier. sameTval yureo sabWos wevrebi airCeva aqcionerTa saerTo krebis mier.
- 6.3 „bankis- yovel dRiuri saqmianobis menejmenti xorciel deba sameTval yureo sabWos mier daniSnul i direktoratis mier, romel sac xel mZRvanel obs general uri direktori.

muxl i 7
aqcionerTa saerTo kreba

- 7.1 aqcionerTa saerTo krebis mowveva:
 - 7.1.1 aqcionerTa morigi saerTo kreba mowveuli unda iqnas sameTval yureo sabWos mier yovel wliurad, „bankis- sabuRal tro dokumentaciis wliuri gare auditis dasrul ebidan araugvianes ori Tvisa da nebismier SemTxvevaSi, wina finansuri wl is dasrul ebidan eqvsi Tvis gamavl obaSi. „bankis- riggareSe kreba mowveul unda iqnas sameTval yureo sabWos an direktoratis mier, an „bankis- aqciebis sul mcire xuTi procentis (5%) mfl obel i aqcioneris (aqcionerebis) weril obiTi moTxovnis safuZvel ze.
 - 7.1.2 krebis mowveva ar aris aucil ebel i, Tu „bankis“ xmis ufl ebis mqone aqciaTa samocdaTxuTmet procentze (75%) metis mfl obel i aqcioneri miiRebs gadawyvetil ebas gansaxil vel sakiTxTan dakavSirebiT. es gadawyvetil eba krebis oqmis tol fasia da iTvl eba krebis gadawyvetil ebad. am SemTxvevaSi, danarCen aqcionerebs egzavnebaT Setyobineba miRebul i gadawyvetil ebis Sesaxeb. Tu „bankis“ xmis ufl ebis mqone aqciaTa samocdaTxuTmet procentze (75%) mets fl obs erTze meti aqcioneri, aqcionerTa saerTo krebis Catareba saval debul oa.
 - 7.1.3 krebis dro, adgili da dRis wesrigi unda gamoqveyndes sul mcire 20 dRiT adre krebis TariRamde. aqciaTa sul mcire erTi procentis (1%) mfl obel ebs unda ecnobos saerTo krebis Sesaxeb dazRveuli fostiT an piradad. Sesabamisi kanonmdebl obiT gaTval iswinebul SemTxvevebSi krebis mowvevis Sesaxeb Setyobineba daegzavnebaT ufro mcire wl is mfl obel aqcionerebsac.
 - 7.1.4 sameTval yureo sabWo adgens saerTo krebis saaRricxvo TariRs Sesabamisi kanonmdebl obis mixedviT.
 - 7.1.5 saerTo kreba gadawyvetil ebaunariania da qvorum i Semdgaria, Tu krebas eswreba an masze warmodgenilia xmis ufl ebis mqone aqcionerTa sul mcire naxevari. Tu kreba ar aris gadawyvetil ebaunariani, 7.1.3 punktis procedurebis dacviT, sameTval yureo sabWos mier damtkicebul vadaSi moiwveva axali kreba igive dRis wesrigiT. axali kreba gadawyvetil ebaunariania, Tu mas eswreba an masze warmodgenilia xmis ufl ebis mqone aqcionerTa sul mcire ocdaxuTi procenti (25%). Tu kreba kvlavac ar aris gadawyvetil ebaunariani, 7.1.3 punktis procedurebis dacviT, sameTval yureo sabWos mier damtkicebul vadaSi moiwveva axali kreba igive dRis wesrigiT. aRniSnul i kreba gadawyvetil ebaunariania damswre an warmodgenil i aqcionerebis raodenobis miuxedavad.

- 7.1.6 aqционерTa saerTo kreas xel mZRvanel obs sameTval yureo sabWos Tavmj domare; misi aryofnisas – Tavmj domaris moadgil e an sameTval yureo sabWos romel ime sxva wevri; xol o sameTval yureo sabWos wevrebis aryofnisas – general uri direqtori. im SemTxvevaSi Tu saerTo krebaze gansaxil vel ad gamotanilia sakiTxi, romel Tan dakavSirebiTac saerTo krebis Tavmj domares gaaCnia interesTa SeuTavsebl oba (konfliqti), aseTi sakiTxis ganxil visas kreas Tavmj domareobs sameTval yureo sabWos sxva (damoukidebeli) wevris.
- 7.1.7 krebia da miRebuli gadawyvetil ebemis Sesaxeb oqmi unda Sedges krebis mdivnis mier da damowmdes sanotaro wesit. oqmi xel misawdomi unda iyos TiToeuli aqционерis, sameTval yureo sabWos wevris an maTi warmomadgenl ebisatvis.

7.2 warmomadgenl oba aqционерTa saerTo krebaze

- 7.2.1 aqционерTa saerTo krebis saarrixvo TariRisatvis aqционерTa reestrSi registrirebuli yvela aqционерi ufl ebamosilia daeswros kreas da monawileoba miRos kenWisyrasi.
- 7.2.2 aqционерi ufl ebamosilia gadasces Tavisi ufl ebemi sxva aqционерis, an sxva mesame pirebs notariul ad damowmebuli mindobil obis safuzvelze. im SemTxvevaSi Tu aqционерis rwmunebuli piri ver warmoadgens amgvar rwmunebul ebas, mas Camortmeul eqneba krebaze daswrebisa da xmis micemis ufl eba. nominal uri mfl obel ebis mier warmomadgenl oba (rac yovel gvare SezRudvis gareSe moicavs brokerebsa da dilerebs) regulirdeba Sesabamisi kanonmdebl obit. aqционерTa warmomadgenl oba saerTo krebaze Sesazl oa aseve ganxorciel des nebismeri sxva saxit, rac ar aris akrzal uli Sesabamisi kanonmdebl obit.

7.3 aqционерTa saerTo kreba ganxil avsa da irebs gadawyvetil ebas Semdeg sakiTxebe:

- 7.3.1 „bankis- wesdebis damtkiceba da Sevl a (mat Soris sawesdebo kapitalis, safirmo saxel wodebis da aS), "bankis" likvidaciis sakiTxis gadawyveta;
- 7.3.2. gadawyvetil ebis miReba Serwymis, gayofis an gardaqmnis Sesaxeb;
- 7.3.3. sawesdebo kapitalis momatebis dros aqционерis mier aqciebis upiratesi Sesyidvis ufl ebis mTli anad an nawil obriv gauqneba;
- 7.3.4. mogebis gamoyenebis Sesaxeb sameTval yureo sabWos an direqtoratis winadadebis miReba an uaryofa, an, rodesac es organoebi ver izlevian erTian winadadebas, gadawyvetil ebis miReba wmindamogebis gamoyenebis Sesaxeb;
- 7.3.5. sameTval yureo sabWosi aqционерTa warmomadgenl ebis arCeva an gamowveva da sameTval yureo sabWos wevrtatvis etikis kodeqsis Semusaveba;
- 7.3.6. direqtoratis da sameTval yureo sabWos angaris damtkiceba;
- 7.3.7. sameTval yureo sabWos wevrtasromis anazRaurebis sakiTxis gadawyveta;
- 7.3.8. „bankis" sarevizio komisiis wevrebis (mat Soris, sarevizio komisiis Tavmj domaris) arCeva da gatavisufl eba, da aseve, maTi anazRaurebis sakiTxis gadawyveta;
- 7.3.9. auditorisa da special uri kontrolioris arCeva;
- 7.3.10. gadawyvetil ebemis miReba sameTval yureo sabWosa da direqtorebis winaarmdeg sasamarTli o procesSi monawil ebis Sesaxeb, am procesisatvis warmomadgenl is daniSvnis CaTvlit;
- 7.3.11. gadawyvetil ebemis miReba „bankis" qonebis Sezenis, gasxvisebis, gacvlis (an erTmaneTTan dakavSirebuli aseTi garigebebis) an sxvagvarad datvirTvis Sesaxeb, romel Ta Rirebul eba Seadgens „bankis" mTliani aqtivebis Rirebul ebis 15%-ze (Txutmet procentze) mets.
- 7.3.12. wliuri angaris ebis damtkiceba.
- 7.3.13. gadawyvetil ebemis miReba kanonit gatval iswinebul sxva SemTxvevebSi.

7.4. yvel a sxva sakiTxze gadawyvetil ebebs, TavianTi ufl ebamosil ebis fargl ebSi, iReben sameTval yureo sabWo da direqtorati.

7.5. muxl 7.3-Si gaTval iswinebul i gadawyvetil ebebis misaRebad saWiroa xmis ufl ebis mqone damswre an warmodgenil aqciaTa ormocdaaT procentze (50%-ze) metis mfl obel ebis xma, garda 7.3.1. da 7.3.4 qvepunqtebiT gaTval iswinebul i gadawyvetil ebebis, romel Ta misaRebad saWiroa xmis ufl ebis mqone damswre an warmodgenil aqciaTa or mesamedze (2/3-ze) metis mfl obel ebis xma, xol o 7.3.2. da 7.3.3. qvepunqtebiT gaTval iswinebul i gadawyvetil ebebis misaRebad saWiroa xmis ufl ebis mqone damswre an warmodgenil aqciaTa samocdaTxuTmet procentze (75%-ze) metis mfl obel ebis xma.

muxl i 8
sameTval yureo sabWo

8.1 sameTval yureo sabWo Sedgeba 7 (Svidi) wevrisagan. sameTval yureo sabWos wevrebis iniSnebian da Tavisufl debian aqcionerTa saerto krebis mier. sameTval yureo sabWo da TiToeul i xmis ufl ebis mqone aqcioneri ufl ebamosil ni arian daasaxel on kandidatebi sameTval yureo sabWoSi asarCevad.

8.2 danarCeni wevrebis asarCevad aqcionerTa krebase gamoiyeneba xmebis akumul irebis meTodi. xmebis akumul irebis meTodi mdgomareobs SemdegSi:

- a) xmis ufl ebis mqone yovel i aqcioneri anawil ebs mTel Tavis xmebs warmodgenil kandidatTa nebismier raodenobaze ise, rom mis mier micemul xmaTa jamuri raodenoba ar aRematebodes mis gankargul ebaSi arsebul aqciaTa srul raodenobas;
- b) aqcioners SeuZl ia TiToeul i Tavisi xmit mxol od mxari dauWiros sameTval yureo sabWos wevrobis kandidats (mis winaaRmdeg xmis micema dauSvebel ia);
- g) Tu kandidatebis raodenoba sameTval yureo sabWos wevrTa asarCev raodenobaze nakl ebia an tol ia, maSin yvel a kandidati romel mac miiRo Tundac erTi xma, avtomaturad xdeba sameTval yureo sabWos wevri; xol o Tu kandidatebis raodenoba aRemateba sameTval yureo sabWos wevrTa dadgenil raodenobas, sameTval yureo sabWos wevrad arCeul ad CaiTvl ebian is kandidatebi, roml ebs mac miiRes xmaTa umravl esoba.

8.3 aqcioners an aqcionerTa j gufs, roml ebs sameTval yureo sabWos wevrebis arCevis Semdeg daeufl ebian "bankis" aqciebis 20 (oc) an met procentis ufl eba aqvT, sameTval yureo sabWoSi vakansiis arsebobis SemTxvevaSi, daasaxel on da airCion maTi warmomadgenel i sameTval yureo sabWoSi. winamdebare debul eba ar vrcel deba Tu aseT aqcioners (aqcionerTa j gufs):

- a) ukve yavs sul mcire erTi warmomadgenel i sameTval yureo sabWoSi; da/an
- b) aqvs Sesazl ebl oba akuml irebis meTodis meSveobiT, Tavisi xmebis gadanawil ebis gareSe airCios erTi warmomadgenel i sameTval yureo sabWoSi.

8.4 Tu saerto kreba sxvagvarad ar gadawyvets, sameTval yureo sabWos TiToeul i wevri airCeva oTxwl iani vadiT, imis gaTval iswinebiT, Tu wevris ufl ebamosil ebis vada amoiwureba axal i wevris arCevamde, misi ufl ebamosil eba unda gagrZel des Semdgom saerto krebamde.

8.5 sameTval yureo sabWos TiToeul i wevrs SeuZl ia uari Tqvas wevrobase sameTval yureo sabWos Tavmj domarisatvis oTxvi kviriT adre wardgenil i weril obiTi mimarTvis safuzvel ze. wevris gaTavisufl ebidan araugvianes sami Tvisa, unda arCeul i iqnas sameTval yureo sabWos axal i wevri. sameTval yureo sabWodan wevris gamowveva aseve dasaSvebia saerto krebis gadawyvetil ebiT. amgvar gadawyvetil ebisatvis aucil ebel ia xmis ufl ebis mqone damswre an warmodgenil aqciaTa ormocdaaT procentze (50%-ze) metis mfl obel ebis xma.

8.6 sameTval yureo sabWos wevri ar SeiZl eba imavdroul ad iyos direqtoratis wevri.

- 8.7 sameTval yureo sabWos wevrad ar SeiZl eba airCes da sabWodan unda gamoyvanil iqnas piri, romel ic:
- aris sameTval yureo sabWos an direqtoratis wevri saqarTvel oSi registrirebul sanze met sawarmoSi;
 - aris sameTval yureo sabWos, direqtoratis an saervizio komisiis wevri saqarTvel oSi registrirebul sxva romel ime komerciul bankSi, arasabanko sadepozito dawesebul ebaSi;
 - aris „bankis“ mosamsaxure;
 - kanonis Sesabamisad ar aris ufl ebamosil i daikavos adgil i sameTval yureo sabWoSi;
 - gamocxadebul ia gakotrebul ad.
- 8.8 sameTval yureo sabWo misi Semadgenl obidan irCevs Tavmj domares da Tavmj domaris moadgil es. Tavmj domare (misi aryofnisas, Tavmj domaris moadgil e) iwvevs sxdomebs da adgens dRis wesrigs. nebismier wevrs aqvs ufl eba dRis wesrigSi daamatos punqti an moiTxovos sameTval yureo sabWos sxdomis Catareba.
- 8.9 sameTval yureo sabWos sxdomebi unda gaimarTos sul mcire kvartal Si erTxel mainc, „bankis- misamarTze an nebismier sxva adgil as. Setyobineba unda gaigzavnos weril obiT, savaraudo dRis wesrigTan erTad sul mcire rva dRiT adre sxdomis mowvevis savaraudo TariRamde. sxva wevrebTan SeTanxmebiT, Tavmj domares (Tavad an sxva wevris moiTxovnis safuZvel ze) SeuZl ia moiwwios sxdoma zepirad an sxva gziT. sameTval yureo sabWos wevrebi SesaZl oa warmodgenil i iynen sxva wevrebis mier. erTi wevri SesaZl oa warmoadgendes mxol od erT wevrs.
- 8.10 muxl i 8.18-is gaTval iswinebiT, sameTval yureo sabWos ufl eba aqvs miRos gadawyvetil ebebi, Tu sxdomas eswreba an masze warmodgenil ia wevrTa naxevarze meti. Tu sameTval yureo sabWo araa ufl ebamosil i gadawyvetil ebebis misaRebad, axal i sxdoma SesaZl oa mowveul iqnas sami (3) samuSao dRis vadaSi. axal i sxdoma ufl ebamosil i iqneba gadawyvetil ebebis misaRebad masze damswre an warmodgenil i wevrebis raodenobis miuxedavad. muxl i 8.18-is gaTval iswinebiT, gadawyvetil ebebis miReba xdeba sxdomaze damswre an warmodgenil sameTval yureo sabWos wevrTa xmebis ubral o umravl esobiT.
- 8.11 sameTval yureo sabWos wevrTa TanxmobiT dasaSvebia sameTval yureo sabWos sxdomis Catareba satel efono an video konferenciis meSveobiT.
- 8.12 sxdomisa da sameTval yureo sabWos gadawyvetil ebebis Sesaxeb oqms adgens sameTval yureo sabWos mdivani. oqmi daegzavneba sameTval yureo sabWos yvel a wevrs da damtkicdeba (i) yvel a wevris weril obiT SeTanxmebiT, an (ii) Semdgomi sxdomis mier (romel faqtsac ufro adre eqneba adgil i). damtkicebis Semdeg oqms xel s moawers sameTval yureo sabWos Tavmj domare (misi aryofnis SemTxvevaSi sameTval yureo sabWos Tavmj domaris moadgil e, xol o misi aryofnis SemTxvevaSi – sameTval yureo sabWos nebismieri wevri). oqmSi miTitebul i unda iyos sxdomis Catarebis adgil i da dro, damswre wevrTa sia, dRis wesrigi, sxdomaze warmarTul i ganxil vis mokl e Sinaarsi da Sesabamisi gadawyvetil eba.
- 8.13 sameTval yureo sabWos TiToeul wevrs gaaCnia erTi xma. sameTval yureo sabWos wevrs ar aqvs ufl eba monawil eoba miRos sameTval yureo sabWos ganxil vaSi dRis wesrigis im sakiTxze, romel Tan dakavSirebitac aseT wevrs gaaCnia interesTa SeuTavsebl oba (konfliqti). im SemTxvevaSi, Tu amgvvari interesTa SeuTavsebl oba gaaCnia sameTval yureo sabWos Tavmj domares, sameTval yureo sabWo amgvvari sakiTxis gansaxil vel ad airCevs sxdomis axal Tavmj domares.

- 8.14 sameTval yureo sabWo ufl ebamosil ia xmis ubral o umravl esobiT miiRos gadawyvetil eba komitetebis Seqmnis Taobaze. aRniSnul i komitetebis struqtura da miznobrioba ganisazRvreba sameTval yureo sabWos mier. aseTi komitetebi val debul ni arian acnobon sameTval yureo sabWos TaviantI daskvnebis da rekomendaciebis Sesaxeb.
- 8.15 sameTval yureo sabWos amocanebi da kompetencia moicavs Semdegs:
- 8.15.1 direktoratis saqmianobis kontrol i;
 - 8.15.2 general uri direktorisa da sxva direktorebis daniSvna da gaTavisufl eba da maTTan SromiT kontraktis dadeba da Sewyveta; aseve, direktoratis wevrTaTvis eTikis kodeqsis SemuSaveba;
 - 8.15.3 „bankTan- dakavSirebul i politikis da nebis mieri sxva maregul irebel i dokumentis damtkiceba da Sesworeba;
 - 8.15.4 „bankis- sabuRal tro wignebis da misi qonebrivi obieqtebis Semowmeba, maT Soris, „bankis“ sal aro da fasiანი qaral debisa da saqonl is mdgomareobis Semowmeba piradad, cal keul i wevrebis an mowveul i eqspertebis meSveobiT;
 - 8.15.5 „bankis“ saqmianobis angariSis (Svil obil da mekavSire sawarmoebTan urTierTobis CaTvl iT) moTxovna direktoratisagan da Sida auditis samsaxurisa da damoukidebel i Semowmebis Sesaxeb informaciis ganxil va;
 - 8.15.6 aqcionerTa riggareSe saerTo krebebis mowveva, Tu aRniSnul s moiTxovs „bankis- interesebi;
 - 8.15.7 direktoratis wliuri angariSebis da mogebis ganawil ebis winadadebis ganxil va;
 - 8.15.8 „bankis- warmodgena general uri direktorisa da sxva direktorebis winaaRmdeg aRZrul sasamarTI o procesebze. sameTval yureo sabWos, Tu sakiTxi exeba misi wevris pasuxismgebl obas, SeuZl ia aRZras sarCel i general uri direktoris (an sxva direktoris) winaaRmdeg aqcionerTa saerTo krebis gadawyvetil ebis gareSe an mis sawinaaRmdegod;
 - 8.15.9 general uri direktoris mier momzadebul i da warmodgenil i wliuri biujetisa da mogeba-zaral is gegmis, agreTve sainvesticio gegmis da grZel vadiani samarTI ebrivi urTierTobebis safuZvel ze warmoSobil i val debul ebebis Sefasebis damtkiceba.
 - 8.15.10 gadawyvetil ebebis miReba kanoniT gaTval iswinebul sxva SemTxvevebSi.
- 8.16 direktoratis funqciebi ar SeiZl eba gadaeces sameTval yureo sabWos.
- 8.17 mxol od sameTval yureo sabWos TanxmobiT SeiZl eba ganxorciel des Semdegi saqmianoba:
- 8.17.1 sxva kompaniebSi wil ebisa da aqciebis SeZena da gadacema, Tuki amgvani wil is / aqciebis mocul oba aRemateba amgvani kompaniis mTI ani kapital is 50% an garigebis Rirebul eba aRemateba wina kal endrul i Tvis dasasrul isTvis arsebul “bankis” sabal anso Rirebul ebis 2.5%-s (or naxevar procentis);
 - 8.17.2 uzravi qonebis da qonebrivi ufl ebebis SeZena, gadacema da datvirTva, Tuki amgvani garigeba scil deba yovel dRiuri sameurneo saqmianobis sferos da misi Rirebul eba aRemateba wina kal endrul i Tvis dasasrul isTvis arsebul “bankis” sabal anso Rirebul ebis 2.5%-s (or naxevar procentis) ;
 - 8.17.3 fil ial ebis dafuZneba da likvidacia;
 - 8.17.4 investiciebi, roml is Rirebul ebac, cal ke an j amSi, aRemateba wina kal endrul i Tvis dasasrul isTvis arsebul “bankis” sabal anso Rirebul ebis 2.5%-s (or naxevar procentis);
 - 8.17.5 kreditebis da sesxebis aReba im odenobiT, roml is Rirebul ebac aRemateba wina kal endrul i Tvis dasasrul isTvis arsebul “bankis” sabal anso Rirebul ebis 2.5%-s (or naxevar procentis);
 - 8.17.6 kreditebis da sesxebis uzrunvel yofa, Tu isini scil deba yovel dRiuri sameurneo saqmianobis sferos;

- 8.17.7 axal i saxis sabanko saqmianobis dawyeba an arsebul i saxis saqmianobis SeCereba an Sewyveta;
- 8.17.8 sameurneo politikis saerto principebis, biznes gegmisa da „bankis“ ganvitarebis strategiis dadgena, wl iuri biujetisa da grZel vadiani val debul ebebis miReba;
- 8.17.9 „bankis“- xel mZRvanel obis (general uri direqtoris da direqtoratis sxva wevrebis, da aseve, sameTval yureo sabWos mier SerCebul i sxva xel mZRvanel i pirebis) anazRaurebis da/an damatebiTi sargebl is gansazRvra;
- 8.17.10 savaWro warmomadgenlebis (prokuristebis) daniSvna da gaTavisufl eba;
- 8.17.11 im Setanxmebis an xel Sekrullebis (xel Sekrullebebis) damtkiceba, roml is Sesabamisad „bankis“- mier gaweuli ertjeradi an ramodenime etapad gaRebul i xarji aRemateba wina kal endruli Tvis dasaruli Tvis arsebul „bankis“ sabal anso Rirebul ebis 1%-s (ert procentis);
- 8.17.12 sakredito, sainvesticio, saval uto, aqtivebisa da val debul ebebis martvis, aqtivebis Sefasebis, maTi kl asifikaciisa da Sesazlo danakargebis adekvaturi rezervis Seqmnis Sida politikisa da procedurebis gansazRvra da damtkiceba;
- 8.17.13 „bankis“ mier gamosvebul i aqciebis gamosyidva kanonit gaTval iswinebul SemTxvevebSi (rac, yovel gvare SeZRudvis gareSe, gul isxombs 3.11 muxliT gaTval iswinebul „saxazino aqciebsac“);
- 8.17.14 sxva iseti saqmianoba, romelic Sesazloa gansazRvrulebi iyos Sesabamisi kanonmdebl obit.
- 8.18 manam, sanam evropis rekonstruqciisa da ganvitarebis banki („ergb“) warmoadgens „bankis“ aqcioners, sameTval yureo sabWoSi „ergb“-s warmomadgenlis daswreba saval debul oa sameTval yureo sabWos sxdomebze, sadac miReba gadawyvetil ebebi, romlebic dakavSirebul ia:
- 8.18.1 „bankisatvis“ ufl ebis miniWebasTan, raTa „banki“ Caertos nebis mier mniSvnel ovan garigebaSi (garda mimdinare saqmianobisa) Tavis filialebTan, Svilibil kompaniebTan da/an aqcionerebTan, an direqtoratisa da sameTval yureo sabWos wevrebisa da aqcionerebis filialebTan, Svilibil kompaniebTan da/an afilebul pirebTan;
- 8.18.2 wl iuri biznes gegmasTan da „bankis“ biujetTan;
- 8.18.3 direqtoratis wevrebis arCevasTan;
- 8.18.4 nebis mieri qmedebasTan, gadawyvetil ebasTan an rekomendaciasTan, romel sac SeuZlia zegavlenaqonios direqtoratis saqmianobaze, an „ergb“-s investiciebze „banki“.

am 8.18 muxliT gaTval iswinebul sakiTxebeze sameTval yureo sabWos mier gadawyvetil ebis misarebad aucilebel ia gadawyvetil ebas mxari dauwiros sameTval yureo sabWos wevra 2/3-ma (orma mesamedma), „ergb“-s mier wardgenili sameTval yureo sabWos wevris CaTvlit.

muxli 9
direqtorati

- 9.1. „bankis“- yovel dRiuri saqmianoba xorciel deba direqtoratis mier, roml is wevresac niSnavs sameTval yureo sabWo.
- 9.2. direqtorati Sedgeba general uri direqtorisa da araumetes oTxi (4) direqtorisagan. general uri direqtori da yvela danarCeni direqtori iniSneba „bankis“ sameTval yureo sabWos mier.
- 9.3. „bankis“ direqtoratis wevrad ar SeiZleba dainisnos an direqtoratis wevris Tanamdebobidan unda gaTavisufl des piri, romelic:
- a) ver akmayofil ebs bankis direqtoris Sesafarisobis kriteriumebis, rac dadgenilia saqarTvelos erovnul i bankis mier;

- b) aris „bankis“ sameTval yureo sabWos wevri, an sxva komerciul i bankis, arasabako sadepozito dawesebul ebis an/da sxva sawarmos direqtoratis wevri;
- g) kanonis Sesabamisad ar aqvs ufl eba daikavos adgil i direqtoratSi;
- d) gamocxadebul ia gakotrebül ad;
- e) nasamarTI evia ekonomikuri danaSaul isaTvis da ar aqvs gaqarwyl ebul i nasamarTI oba;
- v) aris „bankis“ direqtoratis wevris meuRI e, Svil i an axl o naTesavi.

9.4. „bankis“ direqtorati val debul ia:

- 9.4.1 warmarTos da ganaxorciel os „bankis-“ mimdinare saqmianoba;
- 9.4.2 winaswar ganixil os „bankis-“ aqcionerTa an sameTval yureo sabWos krebebis dRis wesrigSi Setanil i yvel a sakiTxi, moamzados saTanado informacia, winadadebebi da maTze misaRebi gadawvyvetil ebebis proeqtebi;
- 9.4.3 finansuri wl is dasrul ebande erTi TviT adre moamzados da sameTval yureo sabWos dasamtkicebl ad warudginos momaval i wl is biznes gegma, rac moicavs wl iur biujetsa da mogeba-zaral is gaangariSebas, agreTve „bankis-“ sainvesticio gegmas.
- 9.4.4 ganixil os dakreditebis, angariSsworebis, dafinansebis, sakaso momsaxurebis, ful is da „bankis“ faseul obaTa dacvis, aRricxvisa da angariSgebis, Sidasabanko kontrol is, sameurneo angariSis ganxorciel ebis, klientis interesebis uzrunvel yofis organizaciisa da „bankis“ saqmianobis sxva ZiriTad sakiTxebis;
- 9.4.5 gadawvytos „bankis-“ fil ial ebisa da ganyofil ebebis muSaobis, maT xel mZRvanel obaze dakisrebül i amocanebis Sesrul ebis uzrunvel yofis sakiTxebis;
- 9.4.6 ganixil os Sida auditis an gare reviziis masal ebi, agreTve „bankis“ fil ial ebisa da ganyofil ebebis xel mZRvanel Ta angariSebi, da miROS Sesabamisi gadawvyvetil ebebi;
- 9.4.7 uzrunvel yos aqcionerTa da sameTval yureo sabWos krebebis gadawvyvetil ebebis Sesrul eba;
- 9.4.8 SeimuSaos „bankis-“ wesebi, Sinaganawesi da nebismieri sxva maregul irebel i dokumenti, romel ic mtkicdeba sameTval yureo sabWos mier da aseve uzrunvel yos maTi Sesrul eba;
- 9.4.9 miROS gadawvyvetil ebebi personal is SerCevis, gaTavisufl ebis, kval ifikaciis amaRI ebis da anazRaurebis sakiTxebze (im pirobiT, rom direqtorati gaiTval iswinebs sameTval yureo sabWos rekomendaciebs zogierT umaRI es Tanamdebobis pirTan mimarTebaSi);
- 9.4.10 gadawvytos nebismieri sxva sakiTxi, romel ic, dro da dro, SesaZl oa daeval os direqtorats (an mis cal keul wevrebs) sameTval yureo sabWos da/an aqcionerTa krebis mier;
- 9.4.11 daicvas winamdebare „wesdebiTa-“ da Sesabamisi kanonmdebl obiT dadgenil i moTxovnebi.

9.5. „bankis“ direqtoratis saqmianobas xel mZRvanel obs da waruZRveba general uri direqtori. am mizniT, general uri direqtori sameTval yureo sabWosTan SeTanxmebiT anawil ebs „bankis“ direqtoratze dakisrebül funqciebs direqtorebs Soris.

9.6. general uri direqtori ufl ebamosil ia mindobil obis gareSe imoqmedos „bankis“ saxel iT. general uri direqtoris aryofnisas „bankis“ saxel iT moqmedebis ufl eba aqvs erT-erT direqtors general uri direqtoris mier gacemul i mindobil obis safuZvel ze.

9.7. zemoT 9.5 da 9.6 muxl ebSi gansazRvrul i pirobebis miuxedavad, nebismier garigebas, roml is Sesabamisadac „bankis“ val debul eba aRemateba wina kal endrul i Tvis dasasrul isTvis arsebul „bankis“ sabal anso Rirebul ebis 1%-s (erT procents), xel i unda moeweros direqtoratis nebismieri ori wevris mier.

9.8. „bankis“ general ur direqtori val debul ia:

- 9.8.1 uxeL mZRvanel os direqtorTa sabWos sxdomebs, koordinacia gauwios direqtoratis, saemTval yureo sabWos da aqcionerTa saerTo krebis gadawyvetil ebaTa Sesrul ebas, gaanawil os funqciebi direqtoratis wevrebsa da „bankis“ sxva xel mZRvanel pirebs Soris da am mizniT, gamosces brZanebebi, instruqciebi da sxva miTiTebebi „bankis-saqmianobis Sesaxeb;
- 9.8.2 sameTval yureo sabWos nebismieri Sesazl o nebarTvisa da Tanxmobis gaTval iswinebiT, damoukidebl ad imoqmedos „bankis“ saxel iT;
- 9.8.3 sameTval yureo sabWos dasamtkicebl ad warudginos rekomendaciebi „bankis-TanamSroml ebis premiebiT waxal isebisa da anazRaurebis Taobaze;
- 9.8.4 direqtoratis mier damtkicebul i “bankis” saStato gegmis Sesabamisad daniSnos da gaaTavisufl os TanamSroml ebi;
- 9.8.5 awarmoos nebismieri sxva saqmianoba, rac aucil ebel i „bankis- miznebisatvis, garda aqcionerTa krebase da sameTval yureo sabWoze dakisrebul i funqciebisa.

9.9. „bankis“ general ur direqtorS SeuZl ia „bankis- direqtoratis wevrebsa da „bankis“ Sesabamisi qvedanayofis xel mZRvanel ebs daaval os piradad mis kompetenciaSi Semaval i cal keul i sakiTxebis gadawyveta.

9.10. direqtoratis nebismieri wevri ufl ebamosil ia mostxovos sameTval yureo sabWos sameTval yureo sabWos sxdomis Catareba da mimaRTos amgvar sxdomas.

9.11. direqtoratis sxva wevrebis ufl ebebi da moval eobebi ganisazRvrebA winamdebare wesdebis, „bankis“ sameTval yureo sabWosa da general uri direqtoris miTiTebebis Sesabamisad.

muxl i 10
sarevizio komisia da Sida kontrol i

10.1. „bankis“ sarevizio komisia Sedgeba sami wevrisagan, romel sac niSnavs aqcionerTa saerTo kreba 4 wl is vadiT. sarevizio komisiis wevri ar SeiZl eba iyos bankis sameTval yureo sabWos da mmarTvel Ta sabWos wevri, agreTve piri, romel ic kanonis Sesabamisad ar aris ufl ebamosil i daikavos adgil i komisiaSi.

10.2. sarevizio komisiis ufl eba-moval eobania:

- 10.2.1 dauwesos “banks” aRricxvisa da saaRricxvo kontrol is Sesabamisi wesebi, ganaxorciel os maTi dacvis zedamxedvel oba da Sida auditis samsaxuris meSveobiT Caataros “bankis” angariSgebisa da sabuRal tro Canawerebis revizia;
- 10.2.2 Tval yuri adevnos “bankis” mier moqmedi kanonmdebl obis dacvas;
- 10.2.3 daamtkicos “bankis” Sida auditis samsaxuris debul eba da organizeba gaukeTos “bankSi” Sida auditis samsaxuris funqcionirebas;
- 10.2.4 uzrunvel yos Sida auditis samsaxuris obieqturoba da damoukidebl oba sameTval yureo sabWosagan da direqtoratisagan;
- 10.2.5 daamtkicos Sida auditis samsaxuris samuSao gegma momaval i fiskal uri wl isaTvis;
- 10.2.6 ganxil os Sida auditis samsaxuris kvartal uri moxsenebebi, daamtkicos da sameTval yureo sabWosa da direqtorats warudginos auditorul i gamokvl el ebi da rekomendaciebi;
- 10.2.7 zedamxedvel oba gauwios Sida auditis samsaxuris muSaobas, misi saqmianobis kvartal ur da wl iur samuSao gegmasTan Sesabamisobas;
- 10.2.8 Sefasos Sida auditis samsaxuris direqtorisa da cal keul i auditorebis mier gaweul i muSaoba;
- 10.2.9 ganxil os da daamtkicos samsaxuris mier momzadebul i Sida auditis wl iuri samuSao programa kvartl ebis mixedviT;

- 10.2.10 Seafasos samsaxuris TiToeul i TanamSroml is mier gaweul i muSaoba profesional izmisa da saqmisdami damoukidebel i midgomis gaTval iswinebiT da miiRos saTanado gadawyvetil eba;
- 10.2.11 "bankis" sameTval yureo sabWosa da direqtoratTan erTad uzrunvel yos "bankis" sxva struqturul i erTeul ebis TanamSroml oba samsaxurTan;
- 10.2.12 warudginos sameTval yureo sabWos rekomendaciebi „bankis“ Sida auditis samsaxuris xel mZRvanel isa da misi moadgil is ayvanis / Tanamdebobidan ganTavisufl ebis, da aseve maTi anazRaurebis Taobaze;
- 10.2.13 warudginos direqtorats (Sida auditis samsaxuris xel mZRvanel Tan SeTanxmebiT) rekomendaciebi „bankis“ Sida auditis samsaxuris sxva TanamSroml ebis ayvanis / Tanamdebobidan ganTavisufl ebis, da aseve maTi anazRaurebis Taobaze

10.3. sarevizio komisia ikribeba kvartal Si erTxel mainc, xol o sagangebo SemTxvevebSi - "bankis" sameTval yureo sabWos moTxovniT. sarevizio komisia gadawyvetil ebebs iRebs komisiis damswre wevrTa xmebis umravl esobiT, roml ebsac kenWisyris dros Tavis Sekavebis ufl eba ar aqvT. sarevizio komisiis xel mZRvanel obs komisiis Tavmj domare, romel sac komisiis wevrebidan irCevs aqionerTa saerTo kreba.

muxl i 11
konfidencial ur oba

- 11.1 Tuki sxvagvarad ar iqna gadawyvetil i sameTval yureo sabWos mier, "bankis" sameTval yureo sabWosa da direqtoratis wevrebi, aseve "bankis" sxva Tanamdebobis pirebi val debul ni arian, ar gamoiyeron, gamoaqveynon, gaavr cel on an ganucxadon romel ime pirs, garda "bankis- im Tanamdebobis pirebisa an TanamSroml ebisa, vis kompetenciaSic es Sedis, nebismier konfidencial uri informacia „bankis- saqmianobis, xarjebis, finansuri an sakontraqto garigebebis an sxva SeTanxmebebis, tranzaqciebis an saqmiani urTierTobebis Sesaxeb, romel ic SesaZl oa maTTvis gaxdes cnobil i. maT unda mimarTon yvel a gonivrul zomas, raTa Tavidan iqnas acil ebul i nebismieri konfidencial uri informaciis gamoqveyneba an gacxadeba aRniSnul sakiTxebze.
- 11.2 im SemTxvevaSi Tu sameTval yureo sabWo miiRebs gadawyvetil ebas "bankis" Serwmis, mis mier sxva kompaniis Sesyidvis an sxva msgavsi garigebis dadebis Sesaxeb, direqtorati ufl ebamosil i iqneba miawodos (aseTi garigebis warmatebiT ganxorciel ebisavis aucil ebel fargl ebSi) konfidencial uri informacia Sesabamis kontragents, mis mrCeval s, konsul tants an agents, roml ebic Tavianti moval eobebidan gamomdinare namdvil ad saWiroeben aRniSnul i konfidencial uri informaciis codnas da romel Tac ecnobeba aseTi informaciis konfidencial urobis Sesaxeb.
- 11.3 konfidencial urobis zemoaRniSnul i moTxovna ar Seexeba im informacias, romel ic: (a) Sesabamisi kanonis Tanaxmad iTvl eba sajaro informaciad da eqvemdebareba gacxadebas; (b) sajarod xel misawvdomi gaxda sxva (ara „bankTan" dakavSirebul i) wyaroebidan.
- 11.4 nebismieri mniSvel ovani informacia, romel ic miwodeba "bankis" romel ime aqcioners, da romel mac, sameTval yureo sabWos azriT SesaZl oa zegavl ena iqonios aqionerTa sainvesticio gadawyvetil ebebeze, aucil ebl ad imave mocul obiT unda ecnobos "bankis" danarCen aqionerebsac.

muxl i 12
„bankis" saqmianobis Sewyveta

12.1 "bankis- saqmianobis Sewyveta xdeba Sesabamisi kanonmdebl obiT dadgenil i wesiT.

- 12.2 saqmianobis Sewyvetisa da/an sabanko saqmianobis Licenziis gauqmebis SemTxvevaSi, xdeba "bankis" likvidacia. Likvidatoris funqciebs asrul ebs saqarTvel os erovnul i bankis mier daniSnul i piri erovnul i bankis mier da Sesabamisi kanonmdebl obiT dadgenil i wesiT. dauSvebel ia „bankTan" dakavSirebul i piris likvidatorad daniSvna.
- 12.3 "bankis- saqmianobis Sewyveta xdeba misi reorganizaciis (Serwymis, gamoyofis, gayofis, gardaqmnis) an likvidaciis gziT. "bankis" reorganizaciis SemTxvevaSi misi yvel a ufl eba da moval eoba gadaecema mis ufl ebamonacvl es.

muxl i 13
filial ebi

„banks- SeuZl ia, sameTval yureo sabWos gadawyvetil ebis safuZvel ze, daarsos filial ebi saqarTvel oSi an mis fargl ebs gareT, roml ebic iuridiul pirs ar warmoadgenen. filial is Seqmna unda moxdes moqmedi kanonmdebl obis Sesabamisad, saqarTvel os erovnul i bankis mier gansazRvrul i wesiT da pirobebiT.

muxl i 14
daskvniTi debul ebebi

- 14.1 winamdebare wesdeba Zal aSi Sedis misi Sesabamis maregistrirebel organoSi registraciis dRidan.
- 14.2 Tu wesdebis romel ime debul eba gaxda baTil i, es gavl enas ar moaxdens sxva debul ebaTa namdvil obaze. baTil i debul ebis nacvl ad gamoiyeneba wesi, romel ic Zal aSia da roml iTac ufro iol ad miRweva "bankis" mizani.
- 14.3 winamdebare wesdebasa da saqarTvel os moqmed kanonmdebl obas Soris arsebul i raime Seusabamobis SemTxvevaSi, moqmedi kanonmdebl obiT gaTval iswinebul wesebs mieniWebiT upiratesoba winamdebare wesdebis debul ebebTan mimarTebaSi.
- 14.4 „bankis- aqcionerebsa da mis organoebs Soris warmoSobil i nebismieri davis SemTxvevaSi, rac ukavSirdeba winamdebare wesdebiT gaTval iswinebul maT ufl ebebsa da moval eobebs, an winamdebare wesdebis debul ebebis ganmartebas, Sesabamisi mxare ufl ebamosil ia mimarTos Sesabamisi iurisdicqiis sasamarTl os.
- 14.5 winamdebare wesdeba Sedgenil ia eqvs Tanabaruflebian egzempl arad.

s.s. „saqarTvel os bankis- general uri direktoris moadgil e:

.....

irakli gilauri