

BIDV INSURANCE CORPORATION

Address: 16th Floor, Tower A, Vincom City
Towers, 191 Ba Trieu, Ha Noi, Viet Nam.

Establishment Certificate no.11/GDDC7/KDBH
issued by the MoF dated 01/10/2010.

SOCIALIST REPUBLIC OF VIETNAM

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Hanoi, April 10th, 2018

No: 01/2018/NQ-ĐHĐCĐ

**RESOLUTION OF ANNUAL GENERAL MEETING OF SHAREHOLDERS
BIDV INSURANCE CORPORATION**

**GENERAL MEETING OF SHAREHOLDERS
BIDV INSURANCE CORPORATION**

Pursuant to Law on Enterprise No. 68/2014/QH13 approved by 13th National Assembly of Socialist Republic of Vietnam on 26/11/2014;

Pursuant to Law on Security No. 70/2005/QH11 approved by 11th National Assembly of Socialist Republic of Vietnam on 29/06/2006 as amended and supplemented by Law on Security No. 62/2010/QH12 approved by 12th National Assembly of Socialist Republic of Vietnam on 24/11/2010;

Pursuant to Law on Insurance No. 24/2000/QH10 approved by 10th National Assembly of Socialist Republic of Vietnam on 9/12/2000 as amended and supplemented by Law on Insurance No. 61/2010/QH12 approved by 12th National Assembly of Socialist Republic of Vietnam on 24/11/2010;

Pursuant to the Charter of BIDV Insurance Corporation issued with Decision No. 018/QĐ-HĐQT dated 29/02/2016 by Board of Directors of BIDV Insurance Corporation;

Pursuant to the Minute of the Annual General Meeting of Shareholders 2018 of BIDV Insurance Corporation dated 10/04/2018,

RESOLVE

Article 1. To approve the business performance of 2017 and business plan 2018 as proposed by the Board of Directors as follow:

1. To approve the Business performance of 2017:

Unit: million dong

No.	Items	Target 2017	Actual 2017	%
1	Gross written premium (Single report)	1,900,000	1,809,908	95.26%
2	Consolidated profit before tax	186,000	186,455	100%



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2. To approve the Business plan of 2018:

- Gross written premium: 2,040 billion dong.
- Consolidated profit before tax: 190 billion dong.

The Annual General Meeting of Shareholders authorizes the Board of Directors to: (1) supply concrete guidance to achieve the 2018 plan approved by the Annual General Meeting of Shareholders; (2) decide to adjust the plan when needed.

Article 2. To approve the Financial statements of 2017, Allocation of profit after tax and Dividend of 2017; Dividend plan of 2018

1. To approve the Financial statements of 2017 submitted to the Annual General Meeting of Shareholders 2018 by the Board of Directors.

2. To approve the Allocation of profit after tax 2017 (BIC stand-alone):

No.	Item	Amount (VND)
1	Profit after tax of 2017	174,802,085,188
2	Statutory reserve (2 = 1*5%)	8,740,104,259
3	Investment and development fund (3 = 1*25%)	43,700,521,297
4	Bonus and welfare fund	23,000,000,000
5	Retained earnings of 2017 (5=1-2-3-4)	99,361,459,632

3. To approve the Dividend of 2017:

No.	Item	Amount (VND)
I	Retained earnings as at 31st Dec 2017	106,354,226,922
1	Retained earnings from past years	6,992,767,290
2	Profit of 2017 after allocating to other funds	99,361,459,632
II	Charter capital for dividend payment	1,172,768,950,000
1	Total charter capital	1,172,768,950,000
III	Proposed dividend payment rate	7%
IV	Total dividend paid (IV = III * II)	82,093,826,500
V	Remaining retained earnings as at 31/12/2017 (V = I - IV)	24,260,400,422

- The dividend of 2017: 7%.
- To authorize Board of Directors to decide time and conduct dividend payment in accordance with laws and regulations.

4. To approve the Dividend plan of 2018:

- Plan: 7%
- Final rate of dividend will be submitted to General Meeting of Shareholders 2019 for approval based on performance of BIC in 2018.

Article 3. To approve the Report on operation of the Board of Directors 2017 and Plan for 2018.

Article 4. To approve the Report on operation of Board of Supervisors 2017, Plan for 2018 and Review of financial statements 2017.

Article 5. To approve the Allowance for Board of Directors and Board of Supervisors 2017 and Plan for 2018, as follows:

1. To approve actual allowance for Board of Directors and Board of Supervisors in 2017 submitted to the Annual General Meeting of Shareholder by the Board of Directors.
2. To approve budget of allowance for Board of Directors and Board of Supervisors in 2018: From the year 2018, BIC plans to have an additional Independent Board of Directors Member and full-time Head of the Board of Supervisors. Hence, the planned budget for compensation is as follows:
 - For part-time members: equal to 0.35% of profit before tax (separate FSS) in 2018. The specific payment is approved by the Board of Directors.
 - For full-time members: based on the salary scale of the Corporation and is approved by the Board of Directors.
3. Secretariat is entitled to allowance of 3 million dong/person/meeting.

Article 6. To approve the Resignation of Mr Cao Cu Tri from the Board of Supervisors.

Article 7. To approve the result of election of new Board of Supervisors member for Ms Lai Ngan Giang.

Article 8. Implementation

1. This resolution is fully approved by the Annual General Meeting of Shareholders 2018 and comes into effect from 10th April 2018.
2. Members of Board of Directors, Board of Supervisors, Chief Executive Officer and all the shareholders of BIC are responsible for implementating this resolution in accordance with laws and the BIC Charter.

**ON BEHALF OF GENERAL MEETING OF SHAREHOLDERS
CHAIRMAN**


Fran Luc Lang