BIDV INSURANCE CORPORATION

No: 02/2016/NQ-ĐHĐCĐ

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Hanoi, April 27th, 2016

RESOLUTION OF GENERAL MEETING OF SHAREHOLDERS BIDV INSURANCE CORPORATION

GENERAL MEETING OF SHAREHOLDERS

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

Pursuant to Law on Security No. 70/2005/QH11 approved by 11th National Assembly of Socialist Republic of Vietnam on 29/06/2006;

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 minute of the Annual General Meeting of Shareholders 2016 of BIDV Insurance Corporation dated 27/04/2016,

RESOLVE

Article 1. To approve the business performance of 2015

Unit: million dong

No.	Items	Plan 2015	Actual 2015	%
1	Gross written premium	1.305.000	1.478.775	113,3%
2	Direct premium	1.159.000	1.280.643	110,5%
3	Profit before tax BIC Standalone	115.000	115.886	100,7%
4	Consolidated profit before tax	147.000	156.860	106,7%
5	Loss ratio	40%	41.9%	

Article 2. To approve business plan 2016

- Gross written premium: 1.750 billion dong, in which direct premium is 1.570 billion dong.

- Profit before tax BIC Standalone: 185 billion dong.

- Consolidated profit before tax: 230 billion dong.

Article 3. To approve the financial statements 2015, allocation of profit after tax and dividend 2015; Plan of profit allocation and dividend 2016:

1. To approve the financial statements of 2015 submited to the Annual General Meeting of Shareholders 2016.

2. To approve the allocation of profit after tax 2015:

No.	Description	Amount (dong)
1	**Profit after tax 2015**	93.155.362.939
2	Statutory reserve (2 = 1 * 5%)	4.657.768.147
3	Welfare and bonus fund	16.000.000.000
4	Financial reserve (5% of profit after tax)	4.657.768.147
5	**Retained earnings from 2015 (4=1-2-3)**	**67.839.826.645**

3. To approve dividend 2015:

TT	Chỉ tiêu	Số tiền (đ)
I	**Retained earnings as at 31 Dec 2015**	**71.789.026.533**
1	Retained earnings before 2015	**3.949.199.888**
2	Profit of 2015 after allocation	67.839.826.645
II	**Charter capital**	**1.172.768.950.000**
III	**Dividend rate**	**6%**
IV	**Dividend to be paid (IV = III * II)**	**70.366.137.000**
V	**Retained earnings after dividend payment (V = I - IV)**	**1.422.889.533**

To authorize Board of Directors to decide time and conduct dividen payment in accordance with laws and regulations.

4. To approve the plan of profit allocation of 2016:

- Statutory reserve: 5% of profit after tax;

- Financial reserve: 5% of profit after tax;

- Welfare and bonus fund: planned at 1.3 salary-month, equivalent to 2 billion dong;

5. To approve the plan of dividend 2016: planned at 8%. Final rate o dividend will be submited to General Meeting of Shareholders for approval base on performance of the Corporation in 2016.

Article 4. To approve the report on operation of Board of Directors 201 and Plan for 2016.

Article 5. To approve the report on operation of Board of Supervisio Review of financial statements and Plan for 2016.

Article 6. To approve allowance for Board of Directors and Board o Supervision 2015 and Plan for 2016, as follows:

6.1. To approve actual allowance for Board of Directors and Board o Supervsion in 2015 submitted to the Annual General Meeting of Shareholde 2016.

6.2. To approve budget of allowance for Board of Directors and Board of Supervision 2016: 0.35% of profit before tax BIC standalone.

Secretariat is entitled to allowance of 2 million/person/meeting.

Article 7. To approve the transformation of BIDV Insurance Corporation to Holdings model as follows:

7.1. To approve the transformation of BIDV Insurance Corporation to Holdings model, details as the proposal presented at the Annual General Meeting of Shareholders 2016.

7.2. To authorize Board of Directors to approve, including but not limited to, the following matters:

- To approve, implement the plan of transformation of BIDV Insurance Corporation to a Holdings company with the name "BIDV Finance Insurance Joint Stock Company ("BIC Holding")",;

- To decide the establishment, the chartered capital of BIDV Insurance one-member Limited Corporation and other subsidiaries, and associates in accordance with laws and the Charters of the Corporation;

- To decide and change the name of Holdings company and its subsidiaries if necessary.

- To implement procedures related to amendment of the Charter, to submit relevant authority for approval in accordance with laws.

Article 8. Implementation

This resolution is fully approved by the Annual General Meeting of Shareholders 2016 and comes into effect from 27 April 2016.

Members of Board of Directors, Board of Supervision, and CEO are responsible for implementating this resolution in accordance with laws and the Charter of BIDV Insurance Corporation.

ON BEHALF OF GENERAL MEETING OF SHAREHOLDERS
CHAIRMAN OF BOARD OF DIRECTORS

TỔNG CÔNG TY CỔ PHẦN BẢO HIỂM NGÂN HÀNG ĐẦU TƯ VÀ PHÁT TRIỂN VIỆT NAM

Pham Quang Tung