BIDV INSURANCE CORPORATION

Address: floor 11, Building No. 263, Cau Giay Street, Dich Vong Ward, Cau Giay District, Hanoi

The GP/KDBH was first issued by the Ministry of Finance on April 11, 2006 and was most recently changed to No. 11/GPDC16/KDBH on January 6, 2016.

SOCIALIST REPUBLIC OF VIETNAM
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Hanoi, April 14th, 2022

No: 02/2022/NQ-ĐHĐCĐ

RESOLUTION
OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2022
BIDV INSURANCE CORPORATION

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2022
BIDV INSURANCE CORPORATION

Pursuant to Enterprise Law No. 59/2021 / QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on June 17, 2020; Law No. 03/2022/QH15 was approved by the 15th National Assembly of the Socialist Republic of Vietnam on January 11, 2022;

Pursuant to the Law on Securities No. 54/2019 / QH14 passed by the 14th National Assembly of the Socialist Republic of Vietnam on November 29, 2019 and its guiding documents;

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; Law no. 42/2019 / QH14 passed on November 11, 2019 by the National Assembly of the Socialist Republic of Vietnam amending and supplementing a number of articles of the Law on Insurance Business and the Law on Intellectual Property;

Pursuant to the Charter of BIDV Insurance Corporation issued with Decision No. 116/QĐ-HĐQT dated 06/11/2020 by Board of Directors of BIDV Insurance Corporation;

Pursuant to the Minutes of the Annual General Meeting of Shareholders 2022 of BIDV Insurance Corporation dated 14/4/2022.

DECIDES:

Article 1. To approve the business performance of 2021 and business plan 2022 as proposed by the Board of Directors as follow:

1. To approve the business performance of 2021:

Unit: million dong

No.	Items	Actual 2021	Target 2021	%
1	Gross written premium (Parent company)	2,885	2,830	102.0%
2	Consolidated profit before tax	502.2	292	172.0%

2. To approve the business plan of 2022:

- Gross written premium: 3,310 billion dong,
- Consolidated profit before tax: 435 billion dong,

The Annual General Meeting of Shareholders authorizes the Board of Directors to: (1) give guidance to achieve the 2022 plan approved by the Annual General Meeting of Shareholders; (2) decide to adjust the plan when needed

Article 2. To approve the audited 2021 financial statements and profit after tax allocation of 2021; Approval of 2021 dividend and proposed dividend payment rate for 2022:

1. To approve the audited 2021 financial statements submitted to the Annual General Meeting of Shareholders 2022 by the Board of Directors

2. To approve the profit after tax allocation of 2021 (BIC stand-alone) as follows:

STT	Item	Amount (VND)
1	**Profit after tax of 2021**	**386,288,122,915**
2	Statutory reserve (2 = 1*5%)	19,314,406,146
3	Investment and Development fund (3 = 1*25%)	96,572,030,729
4	Bonus and welfare fund	98,737,434,268
5	**Retained earnings of 2021 (5=1-2-3)**	**171,664,251,772**

3. To approve the Dividend of 2021 as follows:

No	Item	Amount (VND)
I	**Retained earnings as at 31 Dec 2021**	**203,471,863,762**
1	Retained earnings from past years	34,807,611,990
2	Extracting funds to support customers participating in BIC Binh An insurance with difficulties according to Decree No. 01/2022/NQ - ĐHĐCĐ dated 17/02/2022	(3,000,000,000)
3	Profit of 2021 after allocating to other funds	171,664,251,772
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**	**15%**
IV	**Total dividend paid (IV = III * II)**	**175,915,342,500**
V	**Remaining retained earnings as at 31/12/2021 (V = I - IV)**	**27,556,521,262**

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

4. To approve the 2022 Profit Distribution Plan as follows:

- Allocating to compulsory reserve: 5% of profit after tax of separate financial statement.

- Allocating to investment and development fund: to allocate 25% of profit after tax (BIC stand alone) to this fund.

- Allocating to bonus and welfare fund: accrue this fund from 1,50 to 3,0 actual monthly salaries based on combined ratio achieved:

+ In case combined ratio is higher than or equal to 100%: accrue 1,5 actual monthly salaries,

+ In case combined ratio is from 99% to 100%: accrue 2 actual monthly salaries,

+ In case combined ratio is from 98% to 99%: accrue maximum 2,5 actual monthly salaries,

+ In case combine expense ratio is less than 98%: accrual increased corresponding to a combined ratio not exceed 3,0 actual monthly salaries.

5. To approve the Dividend plan of 2022**:**
   - Plan: 12%
   - Final rate of dividend will be submitted to General Meeting of Shareholders 2023 for approval based on performance of BIC in 2022.

Article 3. To approve the Report on operation of the Board of Directors 2021 and Plan for 2022.

Article 4. To approve the Report on operation of Board of Supervisors 2021, Plan for 2022 and Review of financial statements 2021.

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

1. To approve actual allowance for Board of Directors and Board of Supervisors in 2021 submitted to the Annual General Meeting of Shareholder 2022 by the Board of Directors.

2. To approve budget of allowance for Board of Directors and Board of Supervisors in 2022;

Total remuneration and allowances for members of the Board of Directors and Supervisory Board in 2022 is VND 2,256,000,000, of which:

- For part-time members:

No	**Position**	**Number**	**Monthly payment**	**Total 2022**
(1)	*(2)*	*(3)*	*(4)*	*(5) = (3)*(4)*12*
1	Chairman	1	15,000,000	180,000,000
2	Vice Chairman	1	10,000,000	120,000,000
3	Member of BOD (Non-executive) member)	3	8,500,000	306,000,000
4	Independent member of BOD	2	30,000,000	720,000,000
5	Member of BOS	3	3,000,000	108,000,000
6	**Total**	**10**		**1,434,000,000**

Total monthly remuneration of members includes salary and deductions such as personal income tax, other related deductions according to the regulations of the Law, BIDV, BIC …

- For full-time members: full-time members of BIC's Supervisory Board include 01 full-time Head of Supervisory Board, the remuneration for this full-time member will be arranged according to the salary scale specified in BIC's income payment regulations and the remuneration in 2022 for this position, if possible, can be considered to increase in line with the general level of BIC.
- Allowance for Secretary of the Board of Directors:VND 3 million / person / Board of Directors meeting,

Article 6. Approving the amendments to the Charter of Organization and Operation, Internal Management Regulations and Regulations on Organization and Operation of the Board of Directors of BIDV Insurance Corporation as reported by the Board of Directors at the General Meeting of shareholder. To authorize the Board of Directors to review and issue the Charter of Organization and Operation, Internal Management Regulations and Regulations on Organization and Operation of the Board of Directors of BIDV Insurance Corporation according to the following the proposal and other contents (if any) in accordance with the proposed contents, on the basis of compliance with legal regulations and ensuring the interests of shareholders.

Article 7, Implementation

1, This resolution is fully approved by the Annual General Meeting of Shareholders 2022 and comes into effect from the signing date,

2, Members of Board of Directors, Board of Supervisors, Chief Executive Officer, and all the shareholders of BIDV Insurance Corporation are responsible for implementing this resolution in accordance with laws and the BIC Charter

ON BEHALF OF THE
GENERAL MEETING OF SHAREHOLDERS
CHAIRMAN

(signed)

Tran Xuan Hoang

Recipient:
- As Article 7;
- SSCV, SSC
- BIC website;
- Archived administration, secretary,