



ສໍານັກງານໃຫຍ່

ເລກທີ: 009 /ທຄຕລ  
ນະຄອນຫຼວງວຽງຈັນ, ວັນທີ: 07 APR 2016

## ໜັງສີເຈັງເຊີນ LETTER OF INVITATION

ຮຽນ: ທ່ານ ຜູ້ຖືຮຸນ ຂອງ ທະນາຄານການຄ້າຕ່າງປະເທດລາວ ມະຫາຊຸມ

To: Shareholders of Banque Pour Le Commerce Exterieur Lao Public

ເລື້ອງ: ເຊັນເຂົ້າຮ່ວມກອງປະຊຸມສາມັນຜູ້ຖືຮຸນປະຈຳປີ 2015

Subject: Invitation to the Annual General Meeting of BCEL's  
Shareholders for the Year 2015

- ອີງຕາມກົດລະບຽບທະນາຄານການຄ້າຕ່າງປະເທດລາວ ມະຫາຊຸມ ສະບັບເລກທີ 019/ທຄຕລ.2011,  
ລົງວັນທີ 22/11/2011

Pursuant to the Articles of Association of the Banque Pour Le Commerce  
Exterieur Lao Public no. 019/BCEL.2011, dated 22/11/2011.

- ອີງຕາມການຕົກລົງເຫັນດີຂອງສະມາຊິກສະພາບລົງທານຄັ້ງວັນທີ 11/03/2016  
Pursuant to the resolutions reached by BCEL's Board of Directors on  
11/03/2016

ທະນາຄານການຄ້າຕ່າງປະເທດລາວ ມະຫາຊຸມ ຂໍທີເປັນກຽດຮຽນເຊີນທ່ານ ຜູ້ຖືຮຸນ ທຄຕລ ເຂົ້າ  
ຮ່ວມກອງປະຊຸມສາມັນຜູ້ຖືຮຸນປະຈຳປີ 2015 ໃນວັນທີ 28/04/2016 ເວລາ 2:00 ໂມງ (ເລີ່ມລົງ  
ທະບຽນເວລາ 1:30 ໂມງ) ທີ່ຫ້ອງປະຊຸມໃຫຍ່ ຊັ້ນ 8, ອາຄານຕະຫຼາດຫຼັກຊັບລາວ, ຖະໜົນ T4, ບ້ານ ໂພນ  
ທັນເໜືອ, ເມືອງໄຊເສດຖາ, ນະຄອນຫຼວງວຽງຈັນ ເພື່ອພິຈາລະນາ ແລະ ຮັບຮອງເອົາບັນຫາຕ່າງໆ ຕາມວາລະ  
ກອງປະຊຸມທີ່ຄັດຕິມາພ້ອມນີ້.

Banque Pour Le Commerce Exterieur Lao Public (BCEL) is honored to  
invite the shareholders of BCEL to attend the Annual General Meeting of BCEL's  
Shareholders for the Year 2015 which will be held on **28<sup>th</sup> April 2016 at 2:00 P.M.**  
(The registration starts at 01:30 P.M.), at Meeting Room, 8<sup>th</sup> Floor, Lao Securities  
Exchange Building, T4 Road, Phontan Neua Village, Xaysettha District, Vientiane  
Capital, in order to consider and approve the issues as indicated in the Agenda  
attached herewith.

ທຄຕລ ໄດ້ແຈ້ງຕະຫຼາດຫຼັກຊັບລາວ ກ່ຽວກັບການກຳນົດເອົາວັນທີ 04/04/2016 ເປັນມື້ປິດ  
ບັນຊີທະບຽນຜູ້ຖືຮຸນ ເພື່ອກຳນົດສິດຂອງຜູ້ຖືຮຸນໃນການເຂົ້າຮ່ວມກອງປະຊຸມສາມັນຜູ້ຖືຮຸນປະຈຳປີ 2015  
ແລະ ສິດໃນການຮັບງົງປັນຜົນ 6 ເດືອນ ທ້າຍປີ 2015. ສະນັ້ນ, ທຄຕລ ຈະຖືເອົາຕາມບັນຊີທະບຽນຜູ້ຖືຮຸນ  
ຈາກຕະຫຼາດຫຼັກຊັບລາວ ເພື່ອກຳນົດສິດດັ່ງກ່າວຂອງຜູ້ຖືຮຸນ.

BCEL has duly notified Lao Securities Exchange (LSX) of the selection of 04<sup>th</sup> April 2016 as the closing date of the shareholder register book to determine the rights of shareholders to attend the Annual General Meeting of BCEL's Shareholders for the Year 2015 and the right to dividend payment for the last 6 months of 2015. Therefore, BCEL will rely on the shareholder register book from LSX to determine such rights of the shareholders.

ຜູ້ຖືຮັນແຕ່ລະຫ່ານ ຈະຕ້ອງໄປຮັບເອົາໜັງສືເຊີນປະຊຸມທີ່ລະບຸສິດຂອງຫ່ານໃນການເຂົ້າຮ່ວມກອງປະຊຸມ (ມີລະຫັດບາໂຄດ) ພ້ອມເອກະສານຄົດຕິດຕ່າງໆ ຢູ່ຕະຫຼາດຫຼັກຊັບລາວ ເພື່ອແຈ້ງລົງທະບຽນເຂົ້າຮ່ວມກອງປະຊຸມ.

For registration purposes, each shareholder is kindly required to collect the Invitation, which shall determine the right of the shareholder to attend the Meeting (issued with barcode), and related documents at the Lao Securities Exchange.

ຫວັງຢ່າງຍິ່ງວ່າ ຫ່ານຄົງສະຫະເວລາອັນມີຄ່າເຂົ້າຮ່ວມກອງປະຊຸມຄັ້ງນີ້ດ້ວຍ.

We hope that you will give a time to attend this Meeting.

ຮຽນມາດ້ວຍຄວາມນັບຖືຢ່າງສູງ/Sincerely yours,

ຮອງປະຫານສະພາບລິຫານ  
ທະນາຄານການຄ້າຕ່າງປະເທດລາວ ມະຫາຊົນ  
**Vice Chairman of BCEL's Board of Directors**



ຄໍາສຸກ ສູນດາຮາ  
Khamsouk SUNDARA

## ເອກະສານຄັດຕິດ / Attachments

1. ວາລະກອງປະຊຸມສາມັນຜູ້ຖືຮຸນປະຈຳປີ 2015 (ເອກະສານຄັດຕິດ 1)  
*Agenda for the Annual General Meeting of BCEL's Shareholders for the year 2015 (Attachment 1)*
2. ມະຕິກອງປະຊຸມສະໄໝສາມັນຜູ້ຖືຮຸນ ທັດລ ປະຈຳປີ 2014 (ເອກະສານຄັດຕິດ 1a)  
*Resolutions of annual general shareholders' meeting for the year 2014 (Attachment 1a)*
3. ຜົນການດຳເນີນທຸລະກິດ ທັດລ ປະຈຳປີ 2015 ຕາມມາດຖານບັນຊີລາວ (ເອກະສານຄັດຕິດ 2)  
*Results of business performance in the year 2015 as per Lao Accounting Standard (Attachment 2).*
4. ແຜນທຸລະກິດປະຈຳປີ 2016 (ເອກະສານຄັດຕິດ 3)  
*Business plan for the year 2016 (Attachment 3).*
1. ແບບຟອມໃບມອບສິດ (ເອກະສານຄັດຕິດ 4)  
*Form for Proxy (Attachment 4).*
2. ລະບຽບສໍາລັບການດຳເນີນ ກອງປະຊຸມສາມັນຜູ້ຖືຮຸນ ທັດລ ປະຈຳປີ 2015 (ເອກະສານຄັດຕິດ 5)  
*Rules for the Annual General Meeting of BCEL's Shareholders for the year 2015 (Attachment 5)*
3. ຄໍາແນະນຳກ່ຽວກັບເອກະສານ ແລະ ຫຼັກຖານທີ່ຕ້ອງນຳມາສະເໜີໄຕເພື່ອເຂົ້າຮ່ວມກອງປະຊຸມ (ເອກະສານຄັດຕິດ 6)  
*Instruction about the documents and evidence to be presented prior to attending the meeting (Attachment 6)*
4. ຄໍາແນະນຳກ່ຽວກັບການລົງຄະແນນສຽງ (ເອກະສານຄັດຕິດ 7)  
*Instruction for vote (Attachment 7).*

### ໝາຍເຫດ/Important Remarks:

1. ຜູ້ຖືຮຸນແຕ່ລະທ່ານຈະຕ້ອງໄປຮັບເອົາໜັງສືເຊີນປະຊຸມພ້ອມເອກະສານຄັດຕິດຕ່າງໆ ຢູ່ຕະຫຼາດຫຼັກຊັບລາວ ຊັ້ນ 4, ພະແນກຊຳລະສະສາງ ແລະ ຮັບຝາກຫຼັກຊັບ, ຖະໜົນ T4, ບ້ານ ໂພນທັນເໜືອ, ເມືອງໄຊເສດຖາ, ນະຄອນຫຼວງວຽງຈັນ, ໂທ (856-21) 454 361-4 ແຟກ: (856-21) 454 360 ຫຼື ຕິດຕໍ່ໂໂລຍກົງກັບ ຫ້າວ ອາລຸນໄຊ ນະໄພວົງ ໂທ (856-20) 2222 4549

*Each shareholder shall collect the letter of invitation and related documents at The Lao Securities Exchange Building, 4<sup>th</sup> Floor, Settlement and Depository Department, T4 Road, Phontan Neua Village, Xaysetha District, Vientiane Capital, tel: (856 21) 454 361-4, fax: (856 21) 454 360, or directly contact Mr. Alounxay Naphayvong, tel: (856 20) 2222 4549.*

2. ສໍາລັບຜູ້ຖືຮຸນທີ່ຈະເຂົ້າຮ່ວມປະຊຸມດ້ວຍຕົນເອງ ແລະ ຜູ້ຕາງໜ້າກະລຸນານຳບັດປະຈຳຕົວ ຫຼື ສໍາມະໂນຄົວ ຫຼື ໜັງສືຜ່ານແດນ (ສໍາລັບຜູ້ຖືຮຸນຕ່າງປະເທດ) ມາໃນວັນປະຊຸມ ເພື່ອສະເໜີໄຕເວລາລົງທະບຽນ

ເຊົ້າຮ່ວມກອງປະຊຸມ. ລາຍລະອຽດເອກະສານຕ່າງໆ ທີ່ຕ້ອງນຳມາສະແດງໃນເວລາເຊົ້າຮ່ວມກອງປະຊຸມ ໄດ້ລະບຸໄວ້ໃນ ຄໍາແນະນຳກ່ຽວກັບເອກະສານ ແລະ ຫຼັກຖານທີ່ຕ້ອງນຳມາສະເໜີໄຕ ເພື່ອເຊົ້າຮ່ວມກອງປະຊຸມ ທີ່ຄັດຕິດມາພ້ອມນີ້.

*The Shareholders who will attend the meeting in person and the proxy are requested to bring ID cards or family books or passports (in case of foreign investors) for registration. The full details of documents to be presented in order to attend the Meeting are specified in the Instruction about the documents and evidence to be presented prior to attending the meeting as attached herewith*

3. ສໍາລັບຜູ້ທີ່ຮຸ້ນທີ່ຈະໃຫ້ຜູ້ຕາງໜ້າເຂົ້າມາຮ່ວມກອງປະຊຸມ ແລະ ລົງຄະແນນສຽງແທນ, ກະລຸນາປະກອບຂໍມູນພ້ອມລົງລາຍເຊັນໃນໃບມອບສິດຕາມເອກະສານທີ່ໄດ້ຂັດຕິດມາພ້ອມນີ້ ໃຫ້ຖືກຕ້ອງ ແລະ ຄົບຖ້ວນ.

*The Shareholders, who will authorize a representative to attend the meeting and vote on their behalf, shall complete and provide signature in the "Proxy" Form as attached herewith.*

**ວາລະກອງປະຊຸມສາມັນຜູ້ຖືຮຸນ ທຄດລ ປະຈຳປີ 2015**

**Agenda of the Annual General Meeting of BCEL's Shareholders for the Year 2015**  
**ຄັ້ງວັນທີ/on 28/04/2016**

**ວາລະທີ 1: ລາຍງານເນື້ອໃນສໍາຄັນຂອງມະຕິກອງປະຊຸມຄັ້ງຜ່ານມາ ແລະ ການຈັດຕັ້ງປະຕິບັດ.**

(ເອກະສານຄັດຕິດ 1a)

**AGENDA 1: A brief report on the key resolutions of the previous Shareholders' Meeting and implementation (see more information attached)**

ກອງປະຊຸມຄັ້ງຜ່ານໄດ້ເຫັນດີເປັນເອກະພາບຮອງບັນຫາຕ່າງໆເຊັ່ນ:

*The previous Shareholders' Meeting approved the following matters:*

- ຮັບຮອງເອົາຄະນະສະພາບລື່ມຫານ ທຄດລ, ຄະນະກວດສອບຜູ້ຖືຮຸນ ທຄດລ ແຊ່ງຈະມີວາລະການບໍລິຫານ ຈານຮອດກາງປີ 2017.

*Approved the appointment of new Board of Directors and appointed the Shareholders' Audit Committee both of which shall have the term of office until mid 2017.*

- ຮັບຮອງຜົນການດໍາເນີນທຸລະກິດ ແລະ ຈໍານວນເງິນປັນຜົນຮຸນ ທຄດລ ປະຈຳປີ 2014,

*Approved the business results and dividend for the year 2014*

- ຮັບຮອງແຜນການປະຈຳປີ 2015 ຂອງ ທຄດລ.

*Approved the Plan for the year 2015 of BCEL*

- ຮັບຮອງການປັນຜົນຮຸນ ທຄດລ ໃນປີ 2015 ເປັນ 2 ຈົວດ,

*Approved the dividend payment of the year 2015 in 2 installments*

- ຮັບຮອງບໍລິສັດເອີນແອນຢ້າງລາວຈໍາກັດ ເປັນຜູ້ກວດສອບປະຈຳປີ 2015 ຂອງ ທຄດລ,

*Approved the appointment of Ernst and Young Lao Co, LTD as the auditor of BCEL's account for the year 2015*

ຕໍ່ກັບການຮັບຮອງບັນຫາຕ່າງໆໃນກອງປະຊຸມຄັ້ງຜ່ານມາ ທຄດລ ກໍໄດ້ປະຕິບັດຕາມການຮັບຮອງຄັ້ງກ່າວ.

*The resolutions above have been implemented by BCEL*

**ວາລະທີ 2: ລາຍງານສະພາບການດໍາເນີນງານຂອງ ທຄດລ ໃນປີ 2015.**

**AGENDA 2: Report on the activities and performance for the year 2015.**

- ທຄດລ ໄດ້ເນັ້ນຫັກການສຶກສາອົບຮົມແນວຄົດການເມືອງໃຫ້ພະນັກງານຢ່າງເປັນປະຈຳ, ໄດ້ເອີ້ນໃຈໃສ່ ເຜີຍແຜ່ລະບຽບການຕ່າງໆໃຫ້ພະນັກງານ, ສ່ົງຜົນໃຫ້ພະນັກງານ ທຄດລ ມີຄວາມອຸ່ນອ່ຽນຫຸ້ນທ່ຽງ ຕັ້ງໃຈ ເຮດວຽກດ້ວຍຄວາມຮັບຜິດຊອບສູງ, ມີຄວາມສາມັກໃດເປັນເອກະພາບສະພາບ, ການດໍາເນີນງານມີຄວາມ ສະຫງົບ, ການດໍາເນີນງານມີຜົນສໍາເລັດໃນຫຼາຍໆຕ້ານ.

*BCEL has educated staff with political ideology on a regular basis, and disseminated regulations to staff. This practice could stabilize the ideology, maintain productivity and solidarity among the employees. This also contributed to the harmonious working atmosphere and brought about success in various areas.*

- ທຄຕລ ໄດ້ສໍາເລັດການຈັດກອງປະຊຸມທີບທວນປະເມີນຄືນຜົນການດໍາເນີນທຸລະກິດ ຫົວລະບົບ 4 ຄັ້ງ, ຈັດກອງປະຊຸມສາມັນຜູ້ຖືຮັນ 1 ຄັ້ງ, ຈັດກອງປະຊຸມສະພາບລິຫານ ທຄຕລ 4 ຄັ້ງ,  
*BCEL has completed 4 meetings to review the quarterly business performance; one annual general meeting of the shareholders; and 4 Meetings of the Board of Directors.*
- ໄດ້ຄົ້ນຄວ້າປັບປຸງອັດຕາດອກເບີຍ ແລະ ຄ່າທຳນຽມບໍລິການຈໍານວນນີ້,  
*Amended some of the interest rates and other service fees,*
- ໄດ້ຕິດຕາມການບໍລິການຂອງພະນັກງານໃນການປະຕິບັດວຽກງານ, ປະກອບອຸປະກອນເຄື່ອງຈຳນວຍຄວາມສະດວກຕ່າງໆໃນການບໍລິການໃຫ້ວ່ອງໄວ, ພະຍາຍາມແກ້ໄຂຂໍ້ຕຳນິສິ່ງຂ່າວຕ່າງໆຈາກສັງຄົມ.  
*Carefully monitored the operation and services carried out by the employees, and equipped them with necessary equipment to ensure quick services and address the complaints from customers.*
- ໄດ້ຄົ້ນຄວ້າຈັດສັນ ໂອນຊັບສິນບັດຂອງສາຂາຫົວລະບົມລວມສູນຢູ່ສໍານັກງານໃຫຍ່;  
*Centralized the management of Branch assets at Head Office.*
- ສ້າງຕັ້ງພະແນກຄຸມຄອງຄວາມສ່ຽງ ແລະ ຕ້ານການຝອກເງິນຂຶ້ນ,  
*Establish the Risk Management and AML Division;*
- ໄດ້ປັບປຸງການຈັດຕັ້ງ ແລະ ຊັບຊ່ອນພະນັກງານຂັ້ນພະແນກໃນສໍານັກງານໃຫຍ່ ແລະ ສາຂາ ຈໍານວນນີ້;  
*Restructured staff organization at some Divisions in Head Office and some Branches*
- ສໍາເລັດການເຊື່ອມໂຍງຕັ້ງ ATM ກັບ STB, Maruhan japan bank ແລະ ທະນາຄານກຸງສີອາຍຸຕະບາຍາ,  
*Joined ATM network with some other Banks, namely: STB, Maruhan Japan Bank and Bank of Ayudhya*
- ໄດ້ເປີດໂຕຜະລິດຕະພັນໃໝ່ເງິນດ່ວນຊຸມຊົນ (BCOME), ຜະລິດຕະພັນ BCEL- JCB Credit Card, ຜະລິດຕະພັນ BCEL Co-Brand Card.  
*Completed the official launch of BCEL' new products including the BCEL Community Money Express (BCOME) and BCEL-JCB Credit Card and BCEL Co-Brand Card.*
- ພັດທະນາລະບົບ BCEL i-Bank Version 3, ລະບົບຮັບຊໍາລະພາສີອາກອນ (ລາຍຮັບ) ກັບກະຊວງການເງິນ, ຄັ້ງເງິນແຫ່ງຊາດ (Easy Tax),

*Completed the development of BCEL internet banking platform (I-Bank services Version 3), Smart-Tax projects for Ministry of Finance and the Easy Tax for the National Treasury.*

- ສໍາເລັດການຕິດຕັ້ງອຸປະກອນ ແລະ ເຊື່ອມລະບົບເຄືອຂ່າຍ ຫາ ທະນາຄານແຫ່ງ ສປປ ລາວ, ສໍາເລັດການຕິດຕັ້ງລະບົບ SMS ALERT ໃສ່ຕຸ້ ATM ທີ່ເຫັນວ່າຕັ້ງຢູ່ຈຸດທີ່ມີຄວາມສ່ຽງສູງ, ...

*Completed the installation of equipment and connect with the system of the Bank of the Lao PDR; Successfully installed the SMS ALERT at some ATMs which is located in risky location*

- ໄດ້ຂະຫຍາຍຕາໜ່າງບໍລິການໄດ້ທັງໝົດ 9 ຫ່ວຍບໍລິການ.

*Established 9 Service Units*

- ໄດ້ຮັບລາງວັນຈາກການສິ່ງປິດເຂົ້າແຂ່ງຂັນ ເຊິ່ງງານດັ່ງກ່າວໄດ້ຈັດຂຶ້ນຢູ່ທີ່ປະເທດສິ່ງກະໂປ ລາງວັນ Asian Banking & Finance ປະຈຳປີ 2015 ແລະ ລາງວັນ ICT AWARDS 2015,

*Received the awards from the Asian Banking & Finance Magazine in category of The Best retail bank of the year Laos for the year 2015 and received the ICT Awards 2015;*

**ວາລະທີ 3: ພົມຈາລະນາ ວັບຮອງເອົາຜົນການດຳເນີນທຸລະກິດ 2015 ແລະ ເງິນປັນຜົມປຳປີ 2015.**

**AGENDA 3: Consider and approve the business results for the year 2015 and the dividend payment for the year 2015.**

ຜົນການດຳເນີນທຸລະກິດ ປະຈຳປີ 2015 ທີ່ໄດ້ຮັບການກວດສອບຈາກ ຜູ້ກວດສອບບັນຊີພາຍນອກ (ບໍລິສັດ E&Y), ໄດ້ຮັບການຮັບຮອງຈາກສະພາບໍລິຫານ: ກໍາໄລກ່ອນອາກອນຂອງ ທຄຕລ ເທົ່າກັບ 128,8 ຕື້ກີບ, ກໍາໄລຫຼັງຫັກອາກອນກໍາໄລ ເທົ່າກັບ 105,2 ຕື້ກີບ (ເອກະສານຄັດຕິດ 2)

*The business results for the year 2015 have been audited by the external auditor (Ernst and Young Lao Co, LTD), and have been approved by the Board of Directors. The profit before tax is 128.8 billion LAK, and the profit after tax is 105.2 billion LAK (see more information attached 2)*

ສະເໜີຈ່າຍເງິນປັນຜົນໃຫ້ຜູ້ຖືຮູນຈຳນວນທັງໝົດ 53,5 ຕື້ກີບ ຊົ່ງຕົວເລກນີ້ແມ່ນ ໄດ້ທັກອາກອນ ກໍາໄລໃນທຸລະກິດ, ສ້າງດັງຕ່າງໆຕາມລະບຽບການແລ້ວ ແລະ ເທົ່າກັບຮູນລະ 392 ກີບ. ໃນນີ້ ທຄຕລ ໄດ້ປັນຜົນງວດທີ່ 1 ໂດຍອີງຕາມຜົນການດຳເນີນງານ 6 ເດືອນຕົ້ນປີ 2015 (ຈ່າຍໃນເດືອນ 10/2015) ໄປແລ້ວຈຳນວນ 173 ກີບ, ການປັນຜົນງວດ 2 ນີ້ຈະແມ່ນ: 219 ກີບຕໍ່ຮູນ.

*BCEL would like to propose the dividend payment in total amount of 53.5 billion LAK. This amount is net off profit tax and allocation into funds, and this dividend equals 392 LAK per share. However, BCEL had already paid dividend for the first 6 months of year 2015 (paid out in October 2015) in amount of 173 LAK per share. Therefore, the remaining dividend for the last 6 months of year 2015 shall be 219 LAK per share.*

ການຈ່າຍເງິນປັນຜົນຈະໄດ້ປະຕິບັດໃຫ້ສໍາເລັດຢູ່ພາຍໃນ 5 ວັນລັດຖະການຫຼັງຈາກອງປະຊຸມຄັ້ງນີ້.

*The payment of dividend shall be completed within 5 working days after this meeting.*

#### ວາລະທີ 4: ພິຈາລະນາ ແລະ ຮັບຮອງເອົາແຜນການປີ 2016 (ເອກະສານຄັດຕິດ 3)

#### AGENDA 4: Consider and adopt the Plan for the year 2016 (see more information attached)

ສະເໜີກອງປະຊຸມຜູ້ຖືຮຸນ ພິຈາລະນາ ແລະ ຮັບຮອງເອົາແຜນດໍາເນີນງານ ແລະ ແຜນທຸລະກິດສໍາລັບ ປີ 2016 ທຽບໃສ່ປະຕິບັດປີ 2015 ຄື:

*Kindly request the meeting to consider and adopt the action plan and business plan for the year 2016 in comparison with the actual results in the year 2015 as follows:*

- ຍອດຊັບສິນ/ຫົ້ວສິນ: ເພີ່ມຂຶ້ນ 6,6%,

*Assets/liabilities: increase 6.6%*

- ຍອດເງິນຝາກເພີ່ມຂຶ້ນ 6,4%,

*Deposit growth: 6.4%*

- ຍອດເງິນກັ້ຂະຫຍາຍຕົວເພີ່ມຂຶ້ນ 27,7%

*Loan growth: 27.7%*

- ກໍາໄລກ່ອນອາກອນ 157 ຕີ້ກີບ ທຽບໃສ່ຜົນກໍາໄລ 2015 ເພີ່ມຂຶ້ນ 30.7%,

*Profit before tax: 157 billion LAK, or increase by 30.7% against the figure in 2015*

- ແຜນຮັບພະນັກງານໃໝ່ເພື່ອປະກອບໃຫ້ທັດລາ ໃນທົ່ວລະບົບຈຳນວນ 90 ຄືນ

*Recruitment: 90 employees*

- ແຜນການຂະຫຍາຍຕາໜ່າງບໍລິການເພີ່ມ 8 ຈຸດ.

*Network expansion: 8 Service Units*

#### ວາລະທີ 5: ພິຈາລະນາ ແລະ ຮັບຮອງເອົາການແບ່ງປັນເງິນປັນເພີນປີ 2016 ເປັນຄັງດຽວໂດຍອີງ ຕາມຜົນການດໍາເນີນງານທ້າຍປີຂອງ ທັດລາ.

#### AGENDA 5: Consider and approve one-time payment of the dividend for the year 2016 pursuant to the year-end performance achieved by BCEL.

#### ວາລະທີ 6: ພິຈາລະນາ ແລະ ຮັບຮອງເອົາຜູ້ກວດສອບ ທັດລາ ສໍາລັບປີ 2016

#### AGENDA 6: Consider- approve the appointment of the auditor for the year 2016

ອີງຕາມການຄົ້ນຄວ້າ, ສິມທຽບເງື່ອນໄຂຕ່າງໆ ແລະ ລາຄາ, ທັດລາ ໄດ້ເລືອກເອົາບໍລິສັດເອີນແອນຢ່າງລາວຈໍາກັດ ເປັນຜູ້ກວດສອບ ທັດລາ ປະຈຳປີ 2016, ໃນມູນຄ່າ 93.000 \$, ໃນນັ້ນລວມມີການ ກວດສອບຕາມມາດຖານ ສາກົນ ແລະ ມາດຖານລາວ ເປັນພາສາລາວພາສາອັງກິດ, ກໍາມີດອອກບົດລາຍງານສໍາຫຼັບ 6 ເດືອນຕົ້ນປີ ແລະ ຫ້າຍປີ 2016.

*Pursuant to the research and the comparison of price and terms of conditions, BCEL has decided to appoint Ernst and Young Lao Co, LTD as BCEL's external auditor for the year 2016, with a fee of \$93,000. This appointment will include the development of the financial report under Lao Accounting Standard and under International Financial Report System, in both Lao and English languages. The reports will be made for the first 6 months and for the end of year 2016.*

**Lao People's Democratic Republic**

**Peace Independence Democracy Unity Prosperity**

Banque Pour Le Commerce Exterieur Lao Public

dated: 09/04/2015

**Resolutions of Annual General Shareholders' Meeting  
Of Banque Pour Le Commerce Exterieur Lao Public for the Year 2014  
on 09/04/2015**

The Annual General Shareholders' Meeting (the Meeting) of Banque Pour Le Commerce Exterieur Lao Public (BCEL) for the year 2014 was held at 9:30 a.m. of the 9<sup>th</sup> April 2015 on the 8<sup>th</sup> floor of Lao Securities Exchange Building, with participation of 22 shareholders who hold in total 114,409,007 shares, accounting for 82,4 % of total shares of BCEL.

**The Meeting considered and resolved the following issues:**

1. The Meeting, with total approved votes of 114,409,007 votes, accounting for 100 % of the number of votes in the Meeting, considered and approved the appointment of BCEL's Board of Directors as named below:

- Dr. Bounleua Sinxayvoravong, Director General of State Budget Department, Ministry of Finance, as Chairman.
- Mr. Khamsouk Sundara, Independent Representative as Vice Chairman.
- Mr. Phoukhong Chanthachack, Acting General Managing Director as Member.
- Mr. Phansana Khouonnouvong, Deputy Managing Director of BCEL as Member.
- Ms. Khanthaly Vongxayarath, Deputy Managing Director of BCEL as Member.
- Mr. Viengxay Chanthanvisouk, Chief of Human Resources Division of BCEL as Member.
- Mr. Marc Robert, COFIBRED representative, on behalf of Strategic Partner as Member

2. The Meeting, with total approved votes of 114,409,007 votes, accounting for 100 % of the number of votes in the Meeting, considered and approved the appointment of Shareholders' Audit Committee of BCEL as named below:

- Mr. Phoxay Manphilavanh, Director General of Inspection Department, Ministry of Finance, as Chairman.
- Mr. Phoukhao Thongmanila, Deputy Director General, Government Inspection Organisation, as Vice Chairman.
- Ms. Douangdy Phimvongsa, General Director, Banking Institution, as Member.
- Dr. Xayphone Kongmanila, Lecturer of Faculty of Economic and Business Management, National University of Laos, as Member.
- Mr. Khamkong Liemphrachanh, Lawyer, as Member.

3. The Meeting, with total approved votes of 114,409,007 votes, accounting for 100 % of the number of votes in the Meeting, considered and approved the business result which has been audited by the external auditor, and the allocation of the profit after tax into funds and dividend payment for BCE's shareholders for the year 2014 as follows:

- Assets: 23,613.97 bil LAK.
- Profit before tax: 141.75 bil LAK.
- **Profit after tax 115.93 bil LAK which shall be allocated into funds and dividend payment as below:**
  - Dividend payment for the shareholders: 92.872 bil LAK.
    - + Dividend for the year 2014 594 LAK/share
    - + Dividend paid for first half of 2014: 360 LAK/share.
    - + Dividend for 2nd half of 2014: 234 LAK/share.

The payment of the dividends to the shareholders shall be completed within 5 business days after the Meeting.

4. The Meeting, with total approved votes of 114,409,007 votes, accounting for 100 % of the number of votes in the Meeting, considered and adopted BCE's business plan, staff recruitment plan, and use of fund plan for technical equipment, construction, and repairs for the year 2015, as follows:

- Assets increase 3% from year 2014.
- Deposits increase 4% from year 2014.
- Loans increase 30% from 2014.
- Profit before tax: 155.6 bil LAK.
- Number of staff to be recruited 90 people.
- Use of fund for technical equipment, construction, and repairs: 283.83 bil LAK.

5. The Meeting, with total approved votes of 114,409,007 votes, accounting for 100 % of the number of votes in the Meeting, considered and approved to pay dividends for the year 2015 in 2 installments. The dividend payment for the first half of the year shall be determined by the Board of Directors, and the second dividend payment shall be done after the availability of audit report for the second half of the year.
6. The Meeting, with total approved votes of 114,409,007 votes, accounting for 100 % of the number of votes in the Meeting, considered and approved the appointment of Ernst Young Lao Co., Ltd as external auditor for the year 2015, comprising of the reports in and accordance with both IFRS and LAS, in Lao and English, Mid-year Reports and Yearly Report.

The Resolutions of this Meeting will be a crucial reference for Banque Pour Le Commerce Exterieur Lao Public to notify the shareholders, investors and the relevant parties for their awareness and implementation.

Chairperson of the Meeting



ສັນຕິພາບ ພິມວິຫາກ

**Banque Pour Le Commerce Exterieur Lao Public**

Financial Statements

31 December 2015

Reference: 60790273/17968118

## INDEPENDENT AUDITORS' REPORT

**To: The shareholders**  
**Banque Pour Le Commerce Exterieur Lao Public**

We have audited the accompanying separate financial statements of Banque Pour Le Commerce Exterieur Lao Public ("the Bank"), which comprise the separate balance sheet as at 31 December 2015, the separate income statement, separate statement of changes in equity and separate cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information as set out on pages 7 to 42.

### *Management's Responsibility for the Financial Statements*

Management is responsible for the preparation and fair presentation of these separate financial statements in accordance with the Accounting Law of Lao P.D.R and with the regulations stipulated by the Bank of Lao P.D.R relevant to preparation and presentation of financial statements, and for such internal control as management determines is necessary to enable the preparation of these separate financial statements that are free from material misstatement, whether due to fraud or error.

### *Auditors' Responsibility*

Our responsibility is to express an opinion on these separate financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the separate financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the separate financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the separate financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Bank's preparation and fair presentation of the separate financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Bank's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the management, as well as evaluating the overall presentation of the separate financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### *Opinion*

In our opinion, the separate financial statements present fairly, in all material respects the separate financial position of the Bank as at 31 December 2015, and its separate financial performance and its separate cash flows for the year then ended in accordance with the Accounting Law of Lao P.D.R and with the regulations stipulated by the Bank of Lao P.D.R relevant to preparation and presentation of financial statements.



Building a better  
working world

***Emphasis of matter***

Without qualifying our opinion, we draw attention to Note 2.2 to the separate financial statements. The Bank prepared and presented its separate financial statements for the year ended 31 December 2015 in accordance with the Accounting Law of Lao P.D.R and with the regulations stipulated by the Bank of Lao P.D.R relevant to preparation and presentation of financial statements ("LAS") which does not specifically require entity which has subsidiary to prepare consolidated financial statements. Therefore, the Bank does not prepare the consolidated financial statements of the Bank and its subsidiary - BCEI – Krung Thai Securities Company Limited - for the year ended 31 December 2015.

*Ernst & Young Laos Ltd*

Vientiane, Lao P.D.R

25 March 2016

# Banque Pour Le Commerce Exterieur Lao Public

## SEPARATE INCOME STATEMENT for the year ended 31 December 2015

Currency: LAKm

Code	ITEMS	Notes	2015	2014
<b>A.</b>	<b>OPERATING INCOME AND EXPENSES</b>			
1.	<b>Interest and similar income</b>	3	<b>1,106,304</b>	<b>1,053,848</b>
1.1	Interest and similar income from interbank transactions		5,993	11,377
1.2	Interest and similar income from loans to customers		970,904	942,495
1.3	Other interest and similar income		129,407	99,976
2.	<b>Interest and similar expenses</b>	3	<b>(816,208)</b>	<b>(694,994)</b>
2.1	Interest and similar expenses for interbank transactions		(30,666)	(25,645)
2.2	Interest and similar expenses for customers' deposits		(784,962)	(669,245)
2.3	Other interest and similar expenses		(580)	(104)
I.	<b>NET INTEREST AND SIMILAR INCOME</b>	3	<b>290,096</b>	<b>358,854</b>
3	Net (loss)/gain from margin trading	7	(287,150)	33,274
4	Net gain from securities investment	4	37,706	26,589
5	Fee and commission income	5	169,130	141,991
6	Fee and commission expenses	6	(30,952)	(26,844)
7	Net gain from dealing in foreign currencies	7	41,097	54,789
II.	<b>NET OPERATING (LOSS)/INCOME</b>		<b>219,927</b>	<b>588,653</b>
<b>B</b>	<b>OTHER INCOME AND EXPENSES</b>			
8	Other operating income	8	1,971,135	1,575,095
9	<b>Administration expenses</b>		<b>(283,323)</b>	<b>(276,718)</b>
9.1	Payroll and other staff costs	9	(217,109)	(209,724)
9.2	Other administrative expenses	10	(59,716)	(61,951)
9.3	Other expenses		(6,498)	(5,043)
10	Depreciation and amortization charges	19,20	(64,040)	(58,422)
11	Other operating expenses	11	(1,607,708)	(1,608,828)

# Banque Pour Le Commerce Exterieur Lao Public

SEPARATE INCOME STATEMENT (continued)  
for the year ended 31 December 2015

Currency: LAKm

Code	ITEMS	Notes	2015	2014
12	Net provision charges for non-performing loans	15.5	(107,139)	(78,022)
12.1	Provision expense for non-performing loans	15.5	(3,032,491)	(974,332)
12.2	Reversal of provision for non-performing loans	15.5	2,925,352	896,310
III.	<b>TOTAL PROFIT BEFORE TAX</b>		<b>128,852</b>	<b>141,758</b>
13	Current profit tax	26.2	(23,627)	(25,827)
IV.	<b>PROFIT AFTER TAX</b>		<b>105,225</b>	<b>115,931</b>
	Earnings per share (LAK)	30	770	849

Prepared by:

Mrs. Lammaniseng Sayaphet  
Head of Accounting  
Department

Approved by:

Mrs. Phousengthong Anoulakhan  
Acting Head of Internal Audit  
Department



Approved by:  
Mr. Phoukhong Chanthachack  
General Managing Director

Vientiane, Lao P.D.R

25 March 2016

# Banque Pour Le Commerce Exterieur Lao Public

## SEPARATE BALANCE SHEET as at 31 December 2015

Currency: LAKm

Code	ASSETS	Notes	31 December 2015	31 December 2014
I	<b>Cash and accounts with the BOL</b>	12	9,464,499	7,268,936
	1. Cash on hand		2,236,632	1,998,770
	2. Compulsory and demand deposits		7,227,867	5,245,511
	3. Term deposits		-	24,655
II	<b>Amounts due from other banks</b>	13	1,892,246	3,745,484
	1. Demand deposits		1,656,449	2,260,164
	2. Term deposits		235,797	1,475,220
	3. Loans to other banks, net of provision for NPL		-	10,100
III	<b>Investment in securities</b>	14	1,961,644	1,423,432
	1. Available-for-sale securities	14.1	181,204	143,480
	2. Held-to-maturity securities	14.2	1,780,440	1,279,952
IV	<b>Loans to customers, net of provision for non-performing loans</b>	15	10,825,789	9,616,686
V	<b>Investment in subsidiaries and joint-ventures</b>	17	561,623	562,815
VI	<b>Fixed assets</b>		810,710	716,901
	1. Construction in progress and fixed assets in transit	18	123,371	196,907
	2. Intangible fixed assets	19	297,681	271,488
	3. Tangible fixed assets	20	389,658	248,506
VII	<b>Other assets</b>		357,697	279,724
	1. Accrued interest receivables	21	143,862	119,379
	2. Other assets	22	213,835	160,345
	<b>TOTAL ASSETS</b>		25,874,208	23,613,978

# Banque Pour Le Commerce Exterieur Lao Public

SEPARATE BALANCE SHEET (continued)  
as at 31 December 2015

Currency: LAKm

Code	LIABILITIES AND CAPITAL	Notes	31 December 2015	31 December 2014
I	<b>Amounts due to other banks and financial institutions</b>			
	1. Demand and saving deposits	23	3,168,119	3,044,583
	2. Term deposits		2,338,717	2,406,240
	3. Borrowings		95,185	512,254
	4. Other payables		720,497	121,287
			13,720	4,802
II	<b>Amounts due to customers</b>	24	21,254,671	19,080,508
	1. Demand, saving and margin deposits		13,168,928	11,925,191
	2. Term deposits		7,882,509	6,913,028
	3. Other payables		203,234	242,289
III	<b>Other liabilities</b>		258,266	361,412
	1. Accrued interest payables	25	147,244	120,007
	2. Tax payables	26.1	30,966	19,815
	3. Other liabilities	27	80,056	221,590
	<b>TOTAL LIABILITIES</b>		24,681,056	22,486,503
IV	<b>Capital and reserves</b>		1,193,152	1,127,475
	1. Charter capital		682,888	682,888
	2. Regulatory reserve fund		72,893	61,218
	3. Business expansion fund		228,665	216,990
	4. Capital supplement reserves		22,738	-
	5. General provision for credit activities	16	94,321	96,944
	6. Retained earnings		90,075	67,507
	7. Subvention		1,572	1,928
	<b>TOTAL CAPITAL</b>		1,193,152	1,127,475
	<b>TOTAL LIABILITIES AND CAPITAL</b>		25,874,208	23,613,978

# Banque Pour Le Commerce Exterieur Lao Public

SEPARATE BALANCE SHEET (continued)  
as at 31 December 2015

Currency: LAKm

Code	OFF BALANCE SHEET ITEMS	Notes	31 December 2015	31 December 2014
I	<b>Commitments given</b>			
A	<b>Commitments for financing given</b>		6,281,664	1,552,822
1	- Commitments for financing given to other banks		55,080	-
2	- Commitments for financing given to customers		6,226,584	1,552,822
B	<b>Commitments for guarantees given</b>		1,251,313	1,728,405
1	- Commitments for guarantees given to other banks		-	-
2	- Commitments for guarantees given to customers		1,251,313	1,728,405
	<b>TOTAL COMMITMENTS GIVEN</b>		7,532,977	3,281,227
II	<b>Collaterals and Mortgages</b>			
A	<b>Collaterals and Mortgages for loans</b>		79,013,182	73,255,452
1	- Collaterals and Mortgages for loans to other banks		-	-
2	- Collaterals and Mortgages for loans to customers		79,013,182	73,255,452
B	<b>Collaterals and Mortgages for guarantees given</b>		41	1,073
1	- Collaterals and Mortgages for guarantees given to other banks		-	-
2	- Collaterals and Mortgages for guarantees given to customers		41	1,073
	<b>TOTAL COLLATERALS AND MORTGAGES</b>		79,013,223	73,256,525

Prepared by:

Mrs. Lammaniseng Sayaphet  
Head of Accounting Department

Approved by:

Mrs. Phousengthong Anoulakkham  
Acting Head of Internal Audit Department



Approved by:

Mr. Rhoukhong Chanthachack  
General Managing Director

Vientiane, Lao P.D.R

25 March 2016

# Banque Pour Le Commerce Exterieur Lao Public

## SEPARATE STATEMENT OF CHANGES IN EQUITY for the year ended 31 December 2015

Currency: LAKm

	Charter capital	Regulatory reserve fund	Business expansion fund	Capital supplement reserve	Provisions for Risk and other Expenses	General provision for credit activities (Note 16)	Retained earnings	Subvention	Total
Balance as at 31 December 2014	682,888	61,218	216,990	-	-	96,944	67,507	1,928	1,127,475
Dividend of 2014 paid out to shareholders	-	-	-	-	-	-	(31,959)	-	(31,959)
Net profit for the year	-	-	-	-	-	-	105,225	-	105,225
Amortization of subsidies received	-	-	-	-	-	-	-	(472)	(472)
Appropriation to reserves for the year 2014	-	11,675	11,675	12,275	10,463	-	(35,625)	-	-
Provisions for Risk and other Expenses	-	-	-	-	-	-	-	-	10,463
Increase in subsidies	-	-	-	-	-	-	-	116	116
Adjustment of overstated dividend obligation in 2012	-	-	-	-	-	-	1,518	-	1,518
Cancellation of unused reserves	-	-	-	-	-	-	6,336	-	6,336
Dividend for the year 2015 paid	-	-	-	-	-	-	(23,628)	-	(23,628)
Net general provision expense for credit activities	-	-	-	-	-	(1,826)	-	-	(1,826)
Foreign exchange differences	-	-	-	-	-	(797)	-	-	(797)
Other increases	-	-	-	-	-	-	701	-	701
Balance as at 31 December 2015	682,888	72,893	228,665	12,275	10,463	94,321	90,075	1,572	1,193,152

Prepared by:

Mrs. Lammaniseng Sayaphet  
Head of Accounting Department

Vientiane, Lao P.D.R

25 March 2016

Approved by:

Mrs. Phousengthong Anoulakkham  
Acting Head of Internal Audit Department



Approved by:  
BANQUE POUR LE  
COMMERCE EXTERIEUR  
LAO PUBLIC  
Mr. Phoukhong Chanthachack  
General Managing Director

# Banque Pour Le Commerce Exterieur Lao Public

## SEPARATE CASH FLOW STATEMENT for the ended 31 December 2015

Currency: LAKm

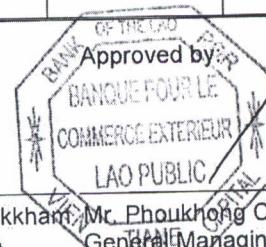
	Notes	2015	2014
<b>Net profit before tax</b>		<b>128,852</b>	<b>141,758</b>
<i>Adjustments for:</i>			
Depreciation and amortization expenses	19,20	64,040	58,422
Provision for credit losses		105,313	72,122
<b>Cash flows from operating profit before changes in operating assets and liabilities</b>		<b>298,205</b>	<b>272,302</b>
(Increase)/Decrease in operating assets		(427,158)	170,114
Balances with other banks		(1,308,597)	(376,900)
Loans to customers		(24,483)	14,478
Accrued interest income		20,046	(90,723)
Increase/(Decrease) in operating liabilities		123,536	1,841,025
Amounts due to other banks		2,174,163	4,557,872
Customer deposits and other amounts due to customers		(100,042)	218,655
Other liabilities		(8,074)	(29,915)
Profit tax paid during the year	26.2		
<b>Net cash flows from operating activities</b>		<b>747,596</b>	<b>6,576,908</b>
<b>INVESTING ACTIVITIES</b>			
Purchase and construction of fixed assets		(244,217)	(109,565)
Proceed from disposals of assets		12,832	1,117
Receipts from investment in securities		(538,212)	(494,677)
Payments for investments in other entities		1,193	(147,000)
<b>Net cash flows used in investing activities</b>		<b>(768,404)</b>	<b>(750,125)</b>
<b>FINANCING ACTIVITIES</b>			
Transferred from BCEL Leasing		-	14
Payment of dividend		(55,587)	(101,067)
<b>Net cash flows used in financing activities</b>		<b>(55,587)</b>	<b>(101,053)</b>
<b>Net (decrease)/increase in cash and cash equivalents</b>		<b>(76,395)</b>	<b>5,725,730</b>
<b>Cash and cash equivalents at the beginning of the year</b>		<b>10,070,876</b>	<b>4,343,879</b>
<b>Effect of foreign exchange difference</b>		<b>(8,441)</b>	<b>1,267</b>
<b>Cash and cash equivalents at the end of the year</b>	28	<b>9,986,040</b>	<b>10,070,876</b>

Prepared by:

Mrs. Lammaniseng Sayaphet  
Head of Accounting Department  
Vientiane, Lao P.D.R

Approved by:

Mrs. Phousengthong Anoulakkham  
Acting Head of Internal Audit  
Department



Mr. Phoukhong Chanthachack  
General Managing Director

25 March 2016

## A brief of the Action and Business Plan for the year 2016

### I. Action Plan for the year 2016

To ensure the ultimate benefits and satisfactory returns for the shareholders, BCEL will emphasize the following tasks:

1. Educate the staff with proper political ideology
2. Operate under the principles and strict financial discipline.
3. Restructure the organization in terms of the organization chart, network, and human resource.
4. Carefully manage 3 major plans: Finance budget plan, action plan and human resource plan.
5. Resolve NPLs and control NPLs not exceeding 3%.
6. Business plan for the year 2016 in comparison with the business performance of 2015:
  - a. Assets/liabilities increase not less than 6.6%
  - b. Deposits increase not less than 6.4%
  - c. Loans increase by 27%
  - d. Profit increases around 30% (157 billion Kip)
7. Control and develop products.
8. Develop and utilize necessary facilities (IT, CG, BASEL, IFRS, KPI)
9. Accumulate and increase the capital.
10. Attract new customers together with maintenance of good relationship with current customers (customers and the bank grow together)
11. Concentrate on risk management and AML
12. Supervise and monitor the Branches.

### II. Business plan for the year 2016.

- Assets: 27,580 billion kip, increase 6.6% compared with year 2015
- Deposits: 25,000 billion kip, increase 6.4 % compared with year 2015
- Loans: 14,025 billion kip, increase 27.5% compared with the year 2015
  - Performing loans: 13,675 billion kip, increase 27.7% compared with the year 2015
  - NPL: 350 billion kip, or 2.5% of the total loans.
- **Profit:** 157 billion Kip, increase 30% in comparison with the year 2015. To achieve the target, BCEL must focus on generate incomes in each area, strictly control the expenses and mitigate NPLs.

### III. Utilization Plan for technical and equipment for the year 2016:

#### ➤ Funds in 2015

- Chartered capital: 682,888 million LAK
- Regulatory Reserve Fund: 83,415 million LAK
- Business Expansion Fund: 269,828 million LAK
- Additional Reserve Fund: 12,275 million LAK
- Total: 1,048,406 million LAK**
- Fixed assets as of end of 2015: 810,710 million LAK
- Funds available for construction, maintenance and procurement in **2016: 237,696 million LAK**

#### ➤ Fund utilization plan in 2016: 183.5 billion LAK which includes:

- Infrastructure construction and maintenance: 105.8 billion LAK
- Vehicles: 9.8 billion LAK

- Shelf and storage: 2.5 billion LAK
- Program development: 15.9 billion LAK
- Stationery and office equipment: 24.5 billion LAK
- IT equipment and ATM: 22.5 billion LAK
- Furniture: 2.1 billion LAK

#### **IV. Network Expansion Plan for the year 2016**

This includes the establishment of 8 Service Units as follows:

1. Sangthong Service Unit (belonging to Head office)
2. Phonsinuan Service Unit (belonging to Head office)
3. Huayhong Service Unit(belonging to Head office)
4. T2 Service Unit (belonging to Head office)
5. Nongchanh Service Unit (belonging to Head office)
6. Xieng Ngeun Service Unit (belonging to LPB branch)
7. Pakbaeng Service Unit (belonging to Oudomxay branch)
8. Huayxai Service Unit (belonging to Bokeo branch)

Besides, there will be a merge of Thatluang Service Unit and Saysettha Service Unit

#### **V. Human Resource Plan for the year 2016.**

- Recruit 90 employees for the year 2016. This includes 42 employees at Head Office and 48 employees in Branches.
- **Human Resource Development Plan:** BCEL proposes a budget of 4 billion kip for staff development to increase the capacity and upgrade staff knowledge and skills. This plan will include supporting the employees in upgrading their technical knowledge, local and international short-term trainings, and political ideology course. In this human resource development, a number of employees will undertake further studies including: 29 persons in Bachelor degree; 52 persons in Master degree, 2 persons in PhD. Additionally, 20 persons will undertake short-term English Course by their own funding.

## ໃບມອບສິດ

## Proxy

1. ຂ້າພະເຈົ້າ..... ສັນຊາດ.....

I / We..... nationality.....

ຢູ່ເຮືອນເລກທີ ..... ບ້ານ ..... ເມືອງ .....

ແຂວງ.....

residing at..... ,Village.....,District.....

Province.....

- ເປັນຜູ້ຖືຮຸນຂອງທະນາຄານການຄ້າຕ່າງປະເທດລາວ ມະຫາຊົນ,  
Being a shareholder of Banque Pour Le Commerce Exterieur Lao Public,
- ມີຮຸນທີ່ຖືຈຳນວນ.....ຮຸນຊື່ງທີ່ກັບຈຳນວນສຽງທີ່ຈະລົງຄະແນນສຽງ  
Holding a total number of ..... shares which are equivalent to the  
same number of votes

2. ຂໍມອບໝາຍທ່ານ/ທ່ານນາງ..... ອາຍຸ.....ປີ

Hereby assign Mr/Ms ..... , age.....

ສັນຊາດ.....ຢູ່ເຮືອນເລກທີ .....

Nationality..... residing at .....

ບ້ານ .....[ເມືອງ .....ແຂວງ.....]

Village .....,District.....,Province.....

ໃຫ້ເປັນຜູ້ຕາງໜ້າຂອງຂ້າພະເຈົ້າ ເພື່ອເຮົ້າຮ່ວມ ແລະ ລົງຄະແນນສຽງແຕນຂ້າພະເຈົ້າຢູ່ໃນກອງປະຊຸມສາມັນຜູ້ຖືຮຸນ ປະຈຳປີ 2015 ຂອງທະນາຄານການຄ້າຕ່າງປະເທດລາວ ມະຫາຊົນ ທີ່ຈະຈັດຂຶ້ນໃນ ເວລາ 1:30 ໂມງ ຂອງວັນທີ 28 ເມສາ 2016.

To be my/our proxy to attend and vote on my/our behalf in the Annual General Meeting of Shareholders of the Banque Pour Le Commerce Exterieur Lao Public for year 2015 which will be held at 1:30 P.M of 28 April 2016.

3. ຂ້າພະເຈົ້າ ອະນຸຍາດໃຫ້ຜູ້ຕາງໜ້າລົງຄະແນນສຽງແທນຂ້າພະເຈົ້າຢູ່ໃນກອງປະຊຸມດັ່ງນີ້ (ເລືອກເອົາໜຶ່ງຈາກສອງທາງເລືອກລຸ່ມນີ້):

I /We authorize the proxy to vote on my/our behalf in the Meeting as follows (choose one from the two following options):

1.  ໃຫ້ຜູ້ຕາງໜ້າມີສິດພິຈາລະນາ ແລະ ລົງຄະແນນສຽງໃນທຸກໆບັນຫາແທນຂ້າພະເຈົ້າ ຕາມທີ່ຜູ້ກ່ຽວເຫັນສົມຄວນ; ຫຼື

To grant the proxy to consider and vote in all agendas on my/our behalf as the proxy may deem appropriate; or

2.  ໃຫ້ຜູ້ຕາງໜ້າລົງຄະແນນສຽງຕາມຄວາມຕ້ອງການຂອງຂ້າພະເຈົ້າດັ່ງນີ້ (ຖ້າເລືອກຂຶ້ນນີ້, ກະລຸນາເລືອກ ລົງຄະແນນ ເຫັນດີ ຫຼື ບໍ່ເຫັນດີ ໃນທຸກໆວາລະລຸ່ມນີ້):

To grant the proxy to vote as per my/our intention indicated in the followings (If you select this option, please choose to vote either approve or disapprove in every agenda):

ວາລະທີ 1: ລາຍງານເນື້ອໃນສໍາຄັນຂອງມະຕິກອງປະຊຸມຄັ້ງຜ່ານມາ ແລະ ການຈັດຕັ້ງປະຕິບັດ  
Agenda 1: A brief report on the key resolutions of the previous Shareholders' Meeting and implementation

ເຫັນດີ/approve

ບໍ່ເຫັນດີ/disapprove

ວາລະທີ 2: ລາຍງານສະພາບການດຳເນີນງານຂອງ ທຄດລ ໃນປີ 2015  
Agenda 2: Report on the activities and performance for the year 2015

ເຫັນດີ/approve

ບໍ່ເຫັນດີ/disapprove

ວາລະທີ 3: ພິຈາລະນາ ແລະ ຮັບຮອງເອົາເຜີນການດຳເນີນທຸລະກິດ 2015 ແລະ ເງິນປັນຜົນ ປະຈຳປີ 2015.  
Agenda 3: Consider and approve the business results for the year 2015 and the dividend payment for the year 2015

ເຫັນດີ/approve

ບໍ່ເຫັນດີ/disapprove

ວາລະທີ 4: ພິຈາລະນາ ແລະ ຮັບຮອງເອົາແຜນການ ປີ 2016  
Agenda 4: Consider and adopt business plan for 2016

ເຫັນດີ/approve

ບໍ່ເຫັນດີ/disapprove

ວາລະທີ 5: ພິຈາລະນາ ແລະ ຮັບຮອງເອົາການແບ່ງປັນເງິນປັນຜົນປີ 2016 ເປັນ 1 ຄັ້ງຕາມຜົນການ  
ດຳເນີນງານທ້າຍປີຂອງ ທຄດລ  
Agenda 5: Consider and approve one-time payment of the dividend for the year 2016 pursuant to the year-end performance achieved by BCEL

ເຫັນດີ/approve

ບໍ່ເຫັນດີ/disapprove

ວາລະທີ 6: ພິຈາລະນາ ແລະ ຮັບຮອງເອົາຜູ້ກວດສອບບັນຊີພາຍນອກ ສໍາລັບປີ 2016  
Agenda 6: Consider and approve the appointment of the auditor for year 2016

ເຫັນດີ/approve

ບໍ່ເຫັນດີ/disapprove

4. ການລົງຄະແນນສຽງຂອງຜູ້ຕາງໜ້າທີ່ບໍ່ເປັນໄປຕາມໃບມອບສິດນີ້ ໃຫ້ຖືວ່າບໍ່ຖືກຕ້ອງ ແລະ ບໍ່ແມ່ນການລົງ  
ຄະແນນຂອງຂ້າພະເຈົ້າ.

Any votes made by the proxy contradicting to this Proxy shall be considered as invalid and shall not constitute my/our votes as the shareholder.

5. ในกำลังนิทีข้าพะเจ้า บัดได้ลับบุคลาภิการต้องการของตินในภานุวิจักษณ์แบบสูงในเวลาเดินหนึ่ง ที่ ลับบุรี บ จะแจ้งให้ตีว่าข้าพะเจ้าลับวิจักษณ์แบบสูงเข้าดี.

In case I/we have failed to specify my/our voting intention in any agenda or not clearly specified, my/our vote in such agenda shall be deemed approved.

Any action made by the proxy in the meeting in accordance with this Proxy, shall be deemed as having been performed by myself/ourselves in all respects.

ที่ ..... วันที่ ...../...../2016.  
Wrote at..... date...../...../ 2016.

ເຊັນຜູ້ຖືຮັນທີ່ມອບໝາຍ/signed by the shareholder

ເຊັນຜູ້ຕາງໝາ/signed by the proxy

**ໝາຍເຫດ/Remark:**

1. ຜູ້ຖືຮູນ ຈະຕ້ອງແຕ່ງຕັ້ງຜູ້ຕາງໜ້າພຽງຜູ້ດຽວເຊົ້າຮ່ວມກອງປະຊຸມ ແລະ ລົງຄະແນນສຽງແທນຕົນເອງ  
The shareholder is required to assign only one proxy to attend and vote in the meeting on the shareholder's behalf.
2. ໃບມອບສິດສະບັບນີ້ຈະຕ້ອງນຳໄປຈົດທະບຽນສານ ນໍາສໍານັກງານທະບຽນສານທີ່ຢູ່ສະດວກສໍາລັບທ່ານ ເພື່ອໃຫ້ຮັບປະກັນຜົນສັກສິດທາງກົດໝາຍ. ທະນາຄານ ມີສິດປະຕິເສດໃບມອບສິດໃດໆທີ່ບໍ່ໄດ້ຈົດທະບຽນສານ.  
This Proxy must be certified by your most convenient Court Notary Office to ensure its legal validity. BCEL may reject any Proxies or proxy authorizations without endorsement of the Court Notary Office.
3. ຜູ້ຕາງໜ້າ ຕ້ອງສະແດງເອກະສານຂອງຕົນເອງຕໍ່ພະນັກງານປະຈຳໄຕເລິງທະບຽນ ຄື: ບັດປະຈຳຕົວ ຫຼື ບັນດາສຳເນົາ ສໍາມະໂນ ດົວ ຫຼື ຫັນສີຜ່ານແດນ (ສໍາລັບນັກລົງທຶນຕ່າງປະເທດ) ພ້ອມກັບສໍາເນົາເອກະສານປະເພດດຽວກັນນີ້ ຂອງຜູ້ຖືຮູນ, ໃບມອບສິດສະບັບນີ້, ແລະ ຫັງສີເຊີ່ມປະຊຸມ.  
The proxy must present to the officers at registration desk his/her valid ID Card, or family book or passport (in case of foreign investor) together with the copies of the same documents of the shareholder, this Proxy, and the Invitation to the Meeting.

## ລະບຽບສໍາລັບການດໍາເນີນກອງປະຊຸມສາມັນຜູ້ຖືຮຸນ ທຄຕລ ປະຈຳປີ 2015

Rules for the Annual General Meeting of BCEL's Shareholders for the year 2015

### 1. ການລົງທະບຽນເພື່ອເຂົ້າຮ່ວມກອງປະຊຸມ/Registration for attending the meeting

1.1. ຜູ້ເຂົ້າຮ່ວມກອງປະຊຸມທຸກຄົນ ຕ້ອງລົງທະບຽນໃຫ້ຮຽບຮ້ອຍຕາມຂັ້ນຕອນທີ່ ທຄຕລ ກໍານົດໄວ້ ກ່ອນເຂົ້າຮ່ວມກອງປະຊຸມ ແລະ ຕ້ອງອະນຸຍາດໃຫ້ ທຄຕລ ສໍາເນົາເອີ້ນບັດປະຈຳຕົວ ຫຼື ຫັງສືຜ່ານແດນ ຫຼື ເອກະສານອື່ນໆ ທີ່ສາມາດໃຊ້ແທນໄດ້ ເພື່ອເອີ້ນໄວ້ເປັນຫຼັກຖານ.

All attendees must complete registration in accordance with the procedures specified by BCEL before attending the meeting and allow BCEL to photocopy their ID cards or passports or other similar documents as evidence.

1.2. ຜູ້ຖືຮຸນ ຫຼື ຜູ້ຕາງໜ້າທີ່ໄດ້ຮັບມອບໝາຍ ຕ້ອງນຳເອີ້ນຫັງສືແຈ້ງເຊັນເຂົ້າຮ່ວມກອງປະຊຸມທີ່ ອອກ ໃຫ້ໂດຍຕະຫຼາດຫຼັກຊັບລາວ (ທີ່ມີເຄື່ອງໝາຍບາໂຄດ) ມາແຈ້ງພ້ອມໃນເວລາລົງທະບຽນ. ກໍລະນີທີ່ບໍ່ມີ ໃບແຈ້ງສິດເຂົ້າຮ່ວມກອງປະຊຸມແລ້ວນັ້ນ ຈະຖືວ່າການລົງທະບຽນບໍ່ສໍາເລັດ ແລະ ຈະສິ່ງຜົນໃຫ້ຜູ້ຖືຮຸນ ຫຼື ຜູ້ຕາງໜ້າ ບໍ່ມີສິດລົງຄະແນນສຽງ, ຕັ້ງຄໍາຖາມ ຫຼື ມີຄໍາເຫັນຕໍ່ທີ່ປະຊຸມ.

Shareholders or proxies must bring and present to the registration desk the Invitation issued by the Lao Securities Exchange (containing bar code). In absence of such Invitation, the registration shall be deemed incomplete and shall cause such shareholders or proxies to lose their right to vote, question or make comments in the meeting.

1.3. ຜູ້ຕາງໜ້າ ຕ້ອງສະແດງເອກະສານຂອງຕົນເອງຕໍ່ພະນັກງານປະຈຳໂຕະລົງທະບຽນ ຄື: ບັດປະຈຳຕົວ ຫຼື ປຶ້ມສໍາມະໂນຄົວ ຫຼື ຫັງສືຜ່ານແດນ (ສໍາລັບນັກລົງທຶນຕ່າງປະເທດ) ພ້ອມກັບ ສໍາເນົາເອກະສານ ປະເພດດຽວກັນນີ້ຂອງຜູ້ຖືຮຸນ, ໃບມອບສິດສະບັບນີ້, ແລະ ຫັງສືເຊັນປະຊຸມ. ຖ້າເອກະສານເຫຼົ່ານີ້ເປັນ ພາສາຕ່າງປະເທດ ແມ່ນອະນຸຍາດໄດ້ສະເພາະເອກະສານທີ່ເປັນພາສາອັງກິດທີ່ນັ້ນ.

The proxy must present to the officers at registration desk his/her valid ID Card, or family book or passport (in case of foreign investor) together with the copies of the same documents of the shareholder, letter of Proxy, and the Invitation to the Meeting. If these documents are in foreign languages, only the documents in English will be acceptable.

## 2. ອົງປະຊຸມ/Quorum

2.1. ກອງປະຊຸມສາມາດດຳເນີນໄດ້ກໍ່ຕໍ່ເມື່ອມີຮຸນທີ່ເຂົ້າຮ່ວມກອງປະຊຸມຫຼາຍກວ່າ 70% ຂອງຈຳນວນຮຸນທັງໝົດ ຕາມທີ່ໄດ້ກຳນົດໄວ້ໃນກົດລະບຽບຂອງທະນາຄານການຄ້າຕ່າງປະເທດລາວ ມະຫາຊຸມ.

The Shareholders' Meeting can commence only if the number of the shares attending the meeting accounts for more than 70% of the total shares, pursuant to the Articles of Association of Banque pour le Commerce Exterieur Lao Public.

## 3. ການດຳເນີນກອງປະຊຸມ/ The proceedings

3.1. ທ່ານປະທານສະພາບໍລິຫານ ທຄຕລ ຈະເປັນປະທານກ່າວເປີດ ແລະ ນຳພາກອງປະຊຸມ.

The Chairman of BCEL's Board of Directors will preside over and lead the meeting.

3.2. ທ່ານປະທານສະພາບໍລິຫານ ເປັນຜູ້ສະເໜີທີ່ໄດ້ຮັບອະນຸຍາຍຕະຫຼາດ ແລະ ເປັນຜູ້ສັ່ງໂທວດ ຄະແນນຕະຫຼາດ.

The Chairman will propose the title of each agenda and order the voting of each agenda.

3.3. ທ່ານ ພູຂົງ ຈັນທະຈັກ ຜູ້ອໍານວຍການໃຫຍ່ ທຄຕລ ເປັນຜູ້ດຳເນີນສະເໜີເນື້ອໃນຂອງຕະຫຼາດ ໃນກອງປະຊຸມ.

Mr. Phoukhong CHANTHACHACK, General Managing Director of BCEL will present details of each agenda to the meeting.

3.4. ຫຼັງຈາກທີ່ທ່ານຜູ້ອໍານວຍການໄດ້ສະເໜີເນື້ອໃນຂອງຕະຫຼາດແລ້ວ, ປະທານກອງປະຊຸມຈະສະເໜີໃຫ້ຜູ້ທີ່ຮຸນ ຫຼື ຜູ້ຕາງໜ້າທີ່ຄໍາຖາມ ຫຼື ຄໍາເຫັນຕໍ່ວາລະທີ່ກໍາລັງຖືກພິຈາລະນາຢູ່. ກໍລະນີມີຄໍາຖາມ, ທ່ານຜູ້ອໍານວຍການໃຫຍ່ ຈະເປັນຜູ້ໃຫ້ຄໍາອະທິບາຍຊື້ແຈງ. ຈາກນັ້ນ, ຖ້າບໍ່ມີຄໍາຖາມໃດໆຕໍ່ແລ້ວ, ປະທານກອງປະຊຸມ ຈະສະເໜີໃຫ້ຜູ້ທີ່ຮຸນ ຫຼື ຜູ້ຕາງໜ້າ ລົງມະຕິຕໍ່ວ່າລະດັ່ງກ່າວ.

After the General Managing Director has presented details of each agenda, the Chairman will ask the Shareholders and Proxies to make necessary comments or questions. Should there is a question, the General Managing Director shall give the answer forthwith. Only when there is no any further

question or comment, the Chairman shall ask the Shareholders and Proxies to vote on the agenda.

3.5. ຜູ້ເຂົ້າຮ່ວມກອງປະຊຸມ ຕ້ອງປິດສຽງໄທລະສັບ ຫຼື ອຸປະກອນການສື່ສານທຸກຢ່າງ ແລະ ບໍ່ສື່ສຽງ ດັງລືບກວນ ຕະຫຼອດໄລຍະຂອງການດໍາເນີນກອງປະຊຸມ.

All attendees must switch off the sound of their mobile phones or any communication devices and must not make any disturbing noise throughout the meeting.

#### **4. ພາສາທີ່ນໍາໃຊ້ໃນກອງປະຊຸມ/Language in the meeting**

4.1 ພາສາທີ່ນໍາໃຊ້ຢູ່ໃນກອງປະຊຸມແມ່ນພາສາລາວ.

The language used in the meeting is Lao language.

#### **5. ຜູ້ມີສິດລົງຄະແນນສຽງ/Persons eligible to vote**

5.1. ມີແຕ່ຜູ້ຖືຮຸນ ຫຼື ຜູ້ຕາງໜ້າທີ່ໄດ້ຮັບມອບໝາຍຢ່າງຖືກຕ້ອງ ຊຶ່ງໄດ້ລົງທະບຽນເຂົ້າຮ່ວມກອງປະຊຸມຮຽບຮ້ອຍແລ້ວ ເທົ່ານັ້ນ ທີ່ຈະມີສິດລົງຄະແນນສຽງ.

Only the shareholders or proxies who have duly registered to attend the meeting are eligible to vote.

5.2. ຜູ້ຖືຮຸນ ຫຼື ຜູ້ຕາງໜ້າທີ່ບໍ່ໄດ້ລົງທະບຽນເຂົ້າຮ່ວມກອງປະຊຸມ ແລະ ຜູ້ເຂົ້າຮ່ວມອື່ນ ຈະບໍ່ມີສິດໃນການລົງຄະແນນສຽງ.

Any shareholders or proxies who have not registered to attend the meeting and other attendees will not be eligible to vote.

#### **6. ການລົງຄະແນນສຽງ/Voting**

6.1. ລະນະປະທານກອງປະຊຸມ ຈະເປັນຜູ້ສະໜັບວາລະທີ່ຕ້ອງການໃຫ້ລົງຄະແນນສຽງ ໂດຍຈະເຊີນພຽງແຕ່ຜູ້ຖືຮຸນ ຫຼື ຜູ້ຕາງໜ້າທີ່ໄດ້ຮັບມອບໝາຍ ທ່ານໃດທີ່ບໍ່ເຫັນດີຕໍ່ບັນຫາທີ່ກອງປະຊຸມໄດ້ນໍາ ສະໜັບເທົ່ານັ້ນລົງຄະແນນສຽງ ເພື່ອຄວາມສະດວກໃນການນັບຄະແນນສຽງ (ໝາຍຄວາມວ່າ ຜູ້ຖືຮຸນທ່ານໃດທີ່ເຫັນດີຕໍ່ການສະໜັບຕັ້ງກ່າວ ກໍບໍ່ຈໍາເປັນຕ້ອງລົງຄະແນນສຽງໃດໆ).

The Chairman of the meeting will propose the agendas that require voting, and only the shareholders or proxies who DO NOT AGREE with the matters proposed by the meeting are invited to vote so as to facilitate vote counting process (meaning that for those who agree with such matters are not necessary to cast a vote).

## 7. ຜົນສັກສິດຂອງການລົງຄະແນນສຽງ/Effectiveness of voting

7.1. ການລົງຄະແນນສຽງບໍ່ເຫັນດີຈະມີຜົນສັກສິດ ກໍຕໍ່ເມື່ອມີຄະແນນສຽງທລາຍກວ່າເຕິ່ງໜຶ່ງຂອງ ຈໍານວນຮຸນ ທັດຕະລາ ທັງໝົດໃນທີ່ປະຊຸມ.

The "Disapprove votes" will become effective only if such votes account for more than half of the total number of BCEL shares attending the meeting.

7.2. ທຸກບັດລົງຄະແນນສຽງ "ບໍ່ເຫັນດີ" ຕໍ່ວາລະໄດ້ໜຶ່ງ ທີ່ຖືກສື່ງໃຫ້ທີ່ປະຊຸມ ຫຼັງຈາກທີ່ກອງປະຊຸມ ໄດ້ປະກາດຜົນການລົງຄະແນນຂອງວາລະນັ້ນແລ້ວ, ຈະຖືວ່າເປັນບັດລົງຄະແນນສຽງທີ່ໃຊ້ບໍ່ໄດ້.

Any and All "Disapprove votes" in any Agenda which are submitted to the Meeting after the Meeting has already announced the voting result of such Agenda shall be null and void.

## 8. ການແຈ້ງຜົນການລົງຄະແນນສຽງ/Notification of voting result

8.1. ຜູ້ເຂົ້າຮ່ວມກອງປະຊຸມ ຈະໄດ້ຮັບແຈ້ງກ່ຽວກັບຜົນການນັບຄະແນນຢູ່ໃນທີ່ປະຊຸມເລີຍ ໂດຍການນັບຄະແນນສຽງ ຈະຖືເອົາໜຶ່ງຮຸນ ເທົ່າກັບໜຶ່ງຄະແນນສຽງ.

Attendees will be informed about the voting result forthwith in the meeting with one share equals one vote.

## 9. ການສະເໜີຄໍາຖາມອື່ນງ່າງ/Other Questions

9.1. ປະທານກອງປະຊຸມ ຈະສະເໜີໃຫ້ຜູ້ຖືຮຸນ ຫຼື ຜູ້ຕາງໜ້າທີ່ໄດ້ຮັບມອບໝາຍຢ່າງຖືກຕ້ອງ ມີຄໍາຖາມ ຫຼື ສະແດງຄໍາເຫັນທີ່ບໍ່ອນຢູ່ໃນວາລະຂອງກອງປະຊຸມ ໃນຕອນຫ້າຍກອງປະຊຸມພາຍຫຼັງທີ່ສໍາເລັດຄົບຖ້ວນທຸກວາລະແລ້ວ. ສໍາລັບຜູ້ເຂົ້າຮ່ວມອື່ນໆ ຈະບໍ່ມີສິດສະເໜີຄໍາຖາມ ຫຼື ມີຄໍາເຫັນໃນທີ່ປະຊຸມ, ຍົກເວັ້ນກໍລະນີທີ່ປະທານກອງປະຊຸມ ຫາກໄດ້ສະເໜີໃຫ້ຜູ້ເຂົ້າຮ່ວມດັ່ງກ່າວ ປະກອບຄໍາເຫັນຕໍ່ທີ່ປະຊຸມ.

The Chairman of the meeting will ask the shareholders or proxies to question or make comments on the issues which are not included in the agenda of the meeting after the meeting has completed its all agenda. Other attendees are not eligible to question or make any comments, unless the Chairman asks such attendees to question or make comments in the meeting.

9.2. ເມື່ອມີການສະເໜີຈາກປະທານກອງປະຊຸມແລ້ວນັ້ນ, ຜູ້ຖືຮຸນ ຫຼື ຜູ້ຕາງໜ້າທີ່ປະສົງຈະມີ ຄໍາຖາມ ຫຼື ສະແດງຄໍາເຫັນຕໍ່ທີ່ປະຊຸມຕ້ອງຍົກມີຂຶ້ນ ພ້ອມທັງສະແດງເຄື່ອງໝາຍຕາມທີ່ ທັດຕະລາ ກໍານົດໃຫ້ ເພື່ອສະແດງວ່າແມ່ນຜູ້ຖືຮຸນ ຫຼື ຜູ້ຕາງໜ້າທີ່ໄດ້ຮັບມອບໝາຍຢ່າງແທ້ຈິງ. ຖ້າຜູ້ຖືຮຸນ ຫຼື ຜູ້ຕາງໜ້າ ທີ່ໄດ້ຮັບມອບໝາຍຫາກບໍ່ສະແດງເຄື່ອງໝາຍດັ່ງກ່າວແລ້ວນັ້ນ ປະທານກອງປະຊຸມ ຫຼື ຄະນະອໍານວຍການ ທັດຕະລາ ຫຼື ຄະນະຮັບຜິດຊອບກອງປະຊຸມ ມີສິດສະເໜີຄົດຄ້ານຄໍາຖາມ ຫຼື ຄໍາເຫັນຂອງຜູ້ກ່ຽວ ແລະ ກອງປະຊຸມ ຈະບໍ່ມີພັນທະນີໃນການຕອບຄໍາຖາມຂອງຜູ້ກ່ຽວໃນກໍລະນີດັ່ງກ່າວ.

Having been asked by the Chairman, any shareholders or proxies desirous to question or make comments in the meeting must raise their hands and show the symbol as given by BCEL to confirm that they are truly shareholders or proxies. Should the shareholders or proxies do not show such symbol, the Chairman or BCEL Directors, or Committee in charge of the meeting may reject questions or comments made by such shareholders or proxies, and in this case the meeting shall not be obliged to answer the questions.

#### **10. ການແຈ້ງມະຕິຂອງກອງປະຊຸມ/Notification of resolutions of the meeting**

10.1. ພາຍຫຼັງສິນສຸດການດຳເນີນຄົບຖ້ວນທຸກວາລະ ແລະ ການລົງຄະແນນສຽງແລ້ວ, ປະທານກອງປະຊຸມ ຈະແຈ້ງໄດ້ຫຍໍ້ໃຫ້ຜູ້ເຂົ້າຮ່ວມກອງປະຊຸມຮັບຊາບກ່ຽວກັບມະຕິຂອງກອງປະຊຸມ. ປະທານກອງປະຊຸມ ສາມາດສະໜີໃຫ້ຄະນະກອງເລຂາ ເປັນຜູ້ແຈ້ງມະຕິດັ່ງກ່າວແທນໄດ້.

After all agenda and voting have been completed, the Chairman of the meeting will notify the attendees of the brief resolutions of the meeting. Alternatively, the Chairman may ask the Secretariat to present the brief resolutions of the meeting.

**ຄໍາແນະນຳກ່ຽວກັບເອກະສານ ແລະ ຫຼັກຖານທີ່ຕ້ອງນຳມາສະເໜີເພື່ອເຂົ້າຮ່ວມກອງປະຊຸມ  
Instruction about the documents and evidence to be presented prior to attending the meeting**

ເພື່ອຄວາມສະດວກໃນການລົງທະບຽນຜູ້ເຂົ້າຮ່ວມກອງປະຊຸມສາມັນຜູ້ຖືຮຸນປະຈຳປີ 2015 ຂອງທະນາຄານການຄ້າ  
ຕ່າງປະເທດລາວ ມະຫາຊືນ, ຜູ້ຖືຮຸນ ຫຼື ຜູ້ຕາງໜ້າ ທີ່ຈະເຂົ້າຮ່ວມກອງປະຊຸມ ກະລຸນານຳເອົາຫັນສີເຊີນປະຊຸມ, ໃບເຂົ້າ  
ຮ່ວມກອງປະຊຸມ (ມີລະຫັດບາໂຄດ) ທີ່ອອກໃຫ້ໂດຍຕະຫຼາດຫຼັກຊັບລາວ ແລະ ໃບມອບສິດ (ສໍາລັບຜູ້ຕາງໜ້າ) ມາ  
ພ້ອມເອກະສານທີ່ສາມາດນຳໃຊ້ຢັ້ງຢືນຕົນເອງ ຕາມແຕ່ລະກໍລະນິດໆນີ້:

For convenience in registration process to attend the Annual General Meeting of  
Shareholders for the Year 2015 of Banque Pour Le Commerce Exterieur Lao Public, the  
shareholders or the proxies who will attend the Meeting are required to bring the  
Invitation to the Meeting, the Letter for attending the meeting issued by the Lao Securities  
Exchange (issued with barcode) and the Proxy (applicable for the proxy only) together  
with the documents for proof of identity as indicated for each circumstance below:

**1. ຜູ້ເຂົ້າຮ່ວມທີ່ເປັນບຸກຄົນ / attendees who are natural persons**

ໃຫ້ນຳເອົາເອກະສານໃດໜຶ່ງຂອງຕົນດັ່ງຕໍ່ໄປນີ້ ມາສະແດງໃນເວລາລົງທະບຽນ

Shall present one of the following documents of their own at the time of registration.

1.1. ບັດປະຈຳຕົວ/identification card

1.2. ສໍາມະໂນຄົວ/family book

1.3. ຫັ້ງສີຜ່ານແດນ (ສໍາລັບນັກລົງທຶນຕ່າງປະເທດ)/passport (for foreign investors)

**2. ຜູ້ເຂົ້າຮ່ວມທີ່ເປັນນິຕິບຸກຄົນ / attendees who are legal persons**

ໃຫ້ນຳເອົາເອກະສານໃດໜຶ່ງທີ່ກໍານົດໄວ້ໃນຂໍ 1 ເທິງນີ້ ພ້ອມກັບເອກະສານໃດໜຶ່ງດັ່ງຕໍ່ໄປນີ້ ມາສະແດງໃນເວລາ  
ລົງທະບຽນ:

Shall present one of the documents as given in 1. above plus one of the following  
documents at the time of registration:

2.1. ໃບອະນຸຍາດລົງທຶນ/ investment license

2.2. ໃບທະບຽນວິສາຫະກິດ/ Certificate of Enterprise Registration (Affidavit)

2.3. ໃບທະບຽນອາກອນສະບັບຫຼ້າສຸດ/ most recent Tax Certificate

ສໍາລັບຜູ້ເຂົ້າຮ່ວມທີ່ບໍ່ແມ່ນຜູ້ອໍານວຍການ ຕ້ອງໄດ້ນຳເອີໃບມອບສິດຈາກຜູ້ອໍານວຍການທີ່ມີສິດອໍານາດ ມາພ້ອມຕໍ່ມອີກ

For attendee who is not the authorized director shall have the Proxy as attached hereto signed by the authorized director.

ເອກະສານ ແລະ ຫຼັກຖານທີ່ຕ້ອງນຳມາສະເໜີໄຕ ເພື່ອເຂົ້າຮ່ວມກອງປະຊຸມ ຊົ່ງເປັນພາສາຕ່າງປະເທດ ຕ້ອງແປເປັນພາສາລາວ ໂດຍມີການເຊັນຢັ້ງຢືນຄວາມຖືກຕ້ອງໃນການແປຈາກບໍລິສັດແປພາສາທີ່ໜ້າເຊື່ອຖືໄດ້. ສໍາລັບພາສາຕ່າງປະເທດ ແມ່ນອະນຸຍາດໃຫ້ສໍາລັບພາສາອັງກິດເທົ່ານັ້ນ. ທຄຕລ ມີສິດປະຕິເສດເອກະສານອ້າງອີງໃດໆ ທີ່ບໍ່ເປັນໄປຕາມການກຳນົດນີ້.

All documents and evidence in a foreign language which are required to present prior to attending the Meeting must be translated into Lao language and the translation shall be certified by an acceptable translation company. The foreign language is permitted only for English. BCEL has the right to reject any documents contradicting this provision.

## ຄໍາແນະນຳ ກ່ຽວກັບ ການລົງຄະແນນສຽງ

### Instruction for vote

- ຜູ້ເຂົ້າຮ່ວມກອງປະຊຸມ ຈະໄດ້ຮັບບັດລົງຄະແນນສຽງໃນທຸກໆວາລະທີ່ຕ້ອງການໃຫ້ມີການລົງຄະແນນສຽງ ໃນເວລາລົງທະບຽນເຂົ້າຮ່ວມກອງປະຊຸມ. ການລົງຄະແນນສຽງໂດຍຜູ້ຕາງໜ້າ ຊຶ່ງຜູ້ຖືຮຸນທີ່ຜູ້ມອບໝາຍສິດໄດ້ລະບຸຢ່າງຈະແຈ້ງແລ້ວກ່ຽວກັບການລົງຄະແນນໃນແຕ່ລະວາລະ ທະນາຄານ ຈະບັນທຶກການລົງຄະແນນສຽງໃນເວລາລົງທະບຽນ ໂດຍທີ່ຜູ້ຕາງໜ້າຈະບໍ່ຕ້ອງລົງແນນສຽງອີກ.

The attendees will be given a ballot for voting in each agenda requiring a vote at the time of registration. For the case of proxy in which the voting in each agenda has been clearly specified by the shareholder in the Proxy, BCEL will record such voting at the time of the registration and the proxy is no longer required to vote.

- ກອງປະຊຸມ ຈະເຊີນພຽງແຕ່ຜູ້ຖືຮຸນທ່ານໃດທີ່ **ບໍ່ເຫັນດີ** ຕໍ່ບັນຫາທີ່ກອງປະຊຸມໄດ້ນຳສະເໜີເຫັນນັ້ນ ລົງຄະແນນສຽງ (ໝາຍຄວາມວ່າ ຜູ້ຖືຮຸນທ່ານໃດທີ່ **ເຫັນດີ** ຕໍ່ບັນຫາດັ່ງກ່າວ ກໍບໍ່ຈໍາເປັນຕ້ອງລົງຄະແນນສຽງໄດ້).

Only the shareholders who DO NOT AGREE with the matters proposed by the meeting are invited to vote (meaning that for those who agree with such matters are not necessary to make any vote).

- ໃນການລົງຄະແນນສຽງ ຂໍໃຫ້ທ່ານປະກອບຂໍ້ມູນໃສ່ບັດລົງຄະແນນສຽງທີ່ໄດ້ແຈກຢາຍໃຫ້. ໃນນັ້ນ ຕ້ອງໄດ້ລະບຸຢ່າງຈະແຈ້ງກ່ຽວກັບຊື່ ແລະ ນາມສະກຸນຂອງທ່ານ, ຈໍານວນຮຸນ ທຄຕລ ທີ່ທ່ານຖື່ງ ແລະ ໃຫ້ໝາຍຕິນກາໃສ່ຫ້ອງ ບໍ່ເຫັນດີ.

To vote, kindly fill in the distributed ballot in which you must specify clearly about your name and surname, and the total number of BCEL shares you are holding and mark a cross in the Disapprove box.

- ຫລັງຈາກທ່ານລົງຄະແນນສຽງຮຽບຮ້ອຍແລ້ວ ຂໍໃຫ້ທ່ານຍົກບັດດັ່ງກ່າວຂຶ້ນ ເພື່ອໃຫ້ຄະນະຮັບຜິດຊອບເວັບເອົາ ແລະ ຮວບຮອມຄະແນນສຽງ.

After you have clearly casted your vote, kindly raise your hand with the ballot, so the organizers can take the ballot and count the votes.

- ທ່ານຈະໄດ້ຮັບແຈ້ງກ່ຽວກັບຜົນການນັບຄະແນນຢູ່ໃນທີ່ປະຊຸມເລີຍ ໂດຍການນັບຄະແນນສຽງຈະຖືເອົາໜຶ່ງຮຸນເທົ່າກັບໜຶ່ງຄະແນນສຽງ.

You will be informed about the voting result right in the meeting with one share equals one vote.

6. ការលើកតាមរបៀបខោះដីជាមិធិនីការត្រួតពិនិត្យ កំពេញមិត្តភាពស្ថាប័ន ត្រូវបានគេបង្ហាញ ក្នុងពេលវេលាដែលមិនមែនស្ថាប័នមិនទៀត ក្នុងពេលវេលាដែលមិនមែនស្ថាប័ន។

The Disapproval votes will become effective only if such votes account for more than half of the total number of BCEL shares attending the meeting.

**ខ្លួនឈាត់/Important Remark:**

1. ផ្សេងៗទៀតដែលមិនបានបញ្ជាក់ចុះឈ្មោះ និងបានចុះឈ្មោះ នៅពេលវេលាដែលមិនមែនស្ថាប័ន។

Any attendees who failed to make registration will not be eligible to vote.

2. ទូទៅលើកតាមរបៀបខោះដីជាមិធិនីការត្រួតពិនិត្យ ក្នុងពេលវេលាដែលមិនមែនស្ថាប័ន ត្រូវបានគេបង្ហាញ ក្នុងពេលវេលាដែលមិនមែនស្ថាប័ន។

Any and All disapprove votes in any Agenda which are submitted to the Meeting after the Meeting has already announced the voting result of such Agenda shall be deemed invalid.