

Số: 05/2026/NQ-HDQT

Ha Noi, 25 March 2026



**RESOLUTION OF THE BOARD OF DIRECTORS  
5<sup>TH</sup> MEETING OF 5<sup>TH</sup> TERM**

**THE BOARD OF DIRECTORS**

- Pursuant to the Enterprise Law, the Insurance Business Law, and the implementation guiding documents;
- Pursuant to Licence of Establishment and Operation 28GP/KDBH dated 15/11/2004, Amended Licence 28/GPDC8/KDBH dated 22/9/2025 of the Ministry of Finance;
- Pursuant to the Charter of Organisation and Operation of Vietnam National Reinsurance Corporation;
- Based on the reports and submissions of the Board of Management, the discussions and voting results at the 5<sup>th</sup> meeting of the Board of Directors, 5<sup>th</sup> term on 25 March 2026;

**RESOLVE**

**Article 1:** To approve the financial statements 2025 audited by Deloitte Vietnam and submit to the General Meeting of Shareholders for approval:

**1.1. To approve the separate financial statements 2025:**

- Total assets: VND9,297,993,922,064
- Owner's equity: VND3,883,708,937,069
- Technical reserves:
  - *Outward reinsurance technical reserve:* VND1,755,888,950,240
  - *Inward reinsurance technical reserve:* VND4,158,862,044,983
- Profit:
  - *Profit before tax:* VND507,812,718,620
  - *Profit after tax:* VND421,587,311,209

**1.2. To approve the consolidated financial statements 2025:**

- Total assets: VND9,616,220,697,558
- Owner's equity: VND4,187,740,862,803
- Technical reserves:
  - *Outward reinsurance technical reserve:* VND1,755,888,950,240
  - *Inward reinsurance technical reserve:* VND4,158,862,044,983
- Profit:
  - *Profit before tax:* VND525,413,863,378
  - *Profit after tax:* VND439,188,455,967

**Article 2:** To approve the overall business results of 2025 and submit to the General Meeting of Shareholders for approval:

*Unit: VND million*

Criteria	2025	Plan 2025	2025/Plan	2024	Growth
<b>Revenue</b> (including Earned premium, Profit from investment financial activities and net other income)	<b>3,870,280</b>	<b>3,594,000</b>	<b>107.7%</b>	<b>3,319,927</b>	<b>116.6%</b>
<b>Profit before tax</b>	<b>507,813</b>	<b>503,000</b>	<b>101.0%</b>	<b>465,332</b>	<b>109.1%</b>

VINARE successfully outperformed the 2025 business plan.

**Article 3:** To approve the allocation of profit 2025 and submit to the General Meeting of Shareholders for approval:

Profit indicators	VND
<b>1. Undistributed profit as at 01/01/2025</b>	<b>710,827,898,105</b>
- Distributable profit	651,824,874,218
- Undistributable profit (foreign exchange gain)	59,003,023,887
<b>2. Reversal of undistributed profits</b>	<b>3,525,000</b>
<b>3. Profit after tax realized in 2025</b>	
<b>3.1. Profit</b>	<b>421,587,311,209</b>
- Distributable profit	422,303,259,910
- Undistributable profit (foreign exchange loss)	(715,948,701)
<b>3.2. Allocation of profit after tax</b>	<b>422,303,259,910</b>
- Allocation to Compulsory Reserve Fund (5% of after-tax profit)	18,238,793,000
- Bonus Fund (1.5% of after-tax profit)	6,334,548,899
- Corporate Welfare Fund (one-month salary)	6,641,171,180
- Dividend payment 2025 in cash (10%)	200,630,248,000
- Allocation to Development Investment Fund	190,458,498,831
<b>4. Accumulated profit after tax (4=1+2+3.1-3.2)</b>	<b>710,115,474,404</b>
- Distributable profit	651,828,399,218
- Undistributable profit (foreign exchange gain)	58,287,075,186

**3.1. Dividend payment 2025: 10% in cash.**

**3.2. Remuneration (including tax) for BOD, BOC and secretaries in 2025: VND2,277,000,000**  
(The remuneration payment is made according to Resolution 08/2025/ND-HDQT dated 02/4/2025).

**Article 4:** To approve 2026 business plan and submit to the General Meeting of Shareholders for approval:

*Unit: VND million*

<b>Criteria</b>	<b>2026 Plan</b>	<b>2025 Performance</b>	<b>Growth</b>
<b>Revenue</b> ( <i>including Earned premium, Profit from financial investment activities and net other income</i> )	4,266,000	3,870,280	10.2%
<b>Profit before tax</b>	560,000	507,813	10.3%
<b>Projected dividend payment</b>	10% in cash	10% in cash	

**Article 5:** To approve the selection of an independent auditor for 2026 as follows:

- ❖ To approve the list of auditing companies for 2026 as follows:
  - KPMG Vietnam Ltd.,
  - Deloitte Vietnam Ltd.,
  - Ernst & Young Vietnam Ltd.,
  - Pricewaterhouse Coopers Vietnam Ltd.,
- ❖ To delegate to the Board of Directors to select one of the above-mentioned auditing companies to audit 2026 financial statements.

**Article 6:** To consent to the election of one additional member of the Board of Directors for the term 2025 – 2030 at the 2026 Annual General Meeting of Shareholders.

**Article 7:** The Board of Directors delegates to the Chairman of the Board of Directors to approve the materials to be submitted to the Annual General Meeting of Shareholders 2026 and handle other arising affairs related to the organization of the Annual General Meeting of Shareholders 2026.

**Article 8:** This Resolution is of full force and effect from the signing date. The Board of Directors, the Chief Executive Officer, and the related personnel are responsible for the implementation of this Resolution./.

*For and on behalf of the* **BOARD OF DIRECTORS**

**Receivers:**

- *Chairman of the Board*
- *BOD, BOC, BOM*
- *Filing: BOD Secretary*

**CHAIRMAN**

(signed)

**Nguyen Anh Tuan**