LETTER OF INVITATION

To: Shareholders of Banque Pour Le Commerce Exterieur Lao Public

Subject: Invitation to the Annual General Shareholders' Meeting for the Year 2013

- Pursuant to the Articles of Association of the Banque Pour Le Commerce Exterieur Lao Public no. 019/BCEL.2011, dated 22/11/2011.
- Pursuant to the resolution of the Extraordinary Meeting of BCEL's Board of Directors on 27/02/2014.

Banque Pour Le Commerce Exterieur Lao Public (BCEL) is honored to invite the shareholders of BCEL to attend the Annual General Shareholders' Meeting for the Year 2013 on 28th March 2014 at 9:30 a.m. (registration starts at 08:30 a.m.), at Meeting Room, 8th Floor, Lao Securities Exchange Building, T4 Road, Phonthan Neua Village, Xaysettha District, Vientiane Capital, in order to consider and approve the issues as indicated in the Agenda attached herewith.

BCEL has duly notified Lao Securities Exchange (LSX) of the selection of 14th March 2014 as the closing date of the shareholder register book to determine the rights of shareholders to attend the Annual General Shareholders' Meeting for the Year 2013 and the right to dividend payment for the last 6 months of 2013. Therefore, BCEL will rely on the shareholder register book from LSX to determine such rights of the shareholders.

Each shareholder is required to collect an Invitation for the meeting and related documents at Lao Securities Exchange in order to register to attend the meeting.

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

Sincerely yours,

Chairman of the Board of Directors
Banque Pour Le Commerce Exterieur Lao Public

Mr. Saysamone XAYSOULIANE

Attachments:

1. Agenda for BCEL's Annual General Shareholders' Meeting year 2013 (Attachment 1).
2. Results of business performance in the year 2013 (Attachment 2).
3. Business plan for the year 2014 (Attachment 3).
4. Form for Proxy (Attachment 4).
5. Rules for BCEL's Annual General Shareholders' Meeting for the year 2013 (Attachment 5)
6. Instruction about the documents and evidence to be presented prior to attending the meeting (Attachment 6).
7. Instruction for vote (Attachment 7).

Remarks:

1. Each shareholder shall collect the letter of invitation and related documents at The Lao Securities Exchange Building, 4th Floor, Settlement and Depository Department, T4 Road, Phonthan Neua Village, Xaysetha District, Vientiane Capital, tel: (856 21) 454 361-4, fax: (856 21) 454 360, or directly contact Ms Ketmany Phimmathath, tel: (856 20) 5561 9333.
2. 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 prior to attending the Meeting is given in the *Instruction about the documents and evidence to be presented prior to attending the meeting* as attached herewith.
3. 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.
4. Attendees of the meeting must comply with Rules for BCEL's Annual General Shareholders' Meeting for the year 2013 and satisfy all instructions and requirements attached herewith.

ວາລະກອງປະຊຸມສາມັນຜູ້ຖືຮຸ້ນ ທຄຕລ ປະຈຳປີ 2013
ຄັ້ງວັນທີ 28/03/2014

Agenda for BCEL's Annual General Shareholders' Meeting for the year 2013
28/03/2014

ວາລະທີ 1: **ພິຈາລະນາ ແລະ ຮັບຮອງເອົາຜົນການດຳເນີນທຸລະກິດ 2013 ແລະ ເງິນປັນຜົນປະຈຳປີ 2013.**

Agenda No. 1: **To consider and approve the results of business performance in 2013 and dividends for year 2013.**

ຜົນການດຳເນີນທຸລະກິດ ປະຈຳປີ 2013 ທີ່ໄດ້ຮັບການກວດສອບຈາກ ຜູ້ກວດສອບບັນຊີພາຍນອກ (ບໍລິສັດ E&Y) ມີຕົວເລກຄື: ຍອດຊັບສິນ/ໜີ້ສິນ ມີ 16.706.423 ລ້ານກີບ, ກຳໄລກ່ອນອາກອນຂອງ ທຄຕລ ເທົ່າກັບ 250.627 ລ້ານກີບ, ກຳໄລຫຼັງຫັກອາກອນກຳໄລ ເທົ່າກັບ 200.613 ລ້ານກີບ **(ເອກະສານຄັດຕິດ 2)**

The results of business performance in 2013 which has been audited from an independent auditor (Ernst and Young Lao Co., Ltd) achieved these figures: total assets/liabilities 16.706.423 million Kip, the profit before tax is 250.627 million Kip, profit after tax is 200.613 million Kip **(Attachment 2)**

ສະເໜີຈ່າຍເງິນປັນຜົນໃຫ້ຜູ້ຖືຮຸ້ນຈຳນວນທັງໝົດ 107.213 ລ້ານກີບ ຊຶ່ງຕົວເລກນີ້ແມ່ນໄດ້ຫັກອາກອນກຳໄລໃນທຸລະກິດ, ສ້າງຄັງຕ່າງໆຕາມລະບຽບການແລ້ວ ແລະ ເທົ່າກັບຮຸ້ນລະ 785 ກີບ ແຕ່ໃນນີ້ ໄດ້ມີການປັນຜົນງວດທີ 1 (6 ເດືອນຕົ້ນປີ 2013) ໄປແລ້ວຈຳນວນ 405 ກີບຕໍ່ຮຸ້ນ, ການປັນຜົນງວດ 2 (6 ເດືອນທ້າຍປີ) ຈະແມ່ນ: 380 ກີບຕໍ່ຮຸ້ນ(ກ່ອນອາກອນ). ສ່ວນການຈ່າຍເງິນປັນຜົນ ຈະໄດ້ປະຕິບັດໃຫ້ສຳເລັດຢູ່ພາຍໃນ 10 ວັນລັດຖະການຫລັງຈາກກອງປະຊຸມຜູ້ຖືຮຸ້ນ.

Propose to pay dividends in total amount of 107.213 million Kip which is the figure after deductions for profit tax, allocation to statutory funds, and equals 785 Kip per share. However, the first dividend payment has been already made for the first half of 2013 with an amount of 405 Kip per share, so the dividend payment for the second half of 2013 will be 380 Kip per share(Before tax). The payment of the dividends shall be completed within 10 business days.

ວາລະທີ 2: **ພິຈາລະນາ ແລະ ຮັບຮອງເອົາການແບ່ງປັນເງິນປັນຜົນປີ 2014 ເປັນ 2 ຄັ້ງ.**

Agenda No. 2 **To consider and approve to pay dividends of the year 2014 twice a year**

ງວດທີ 1 ຫຼັງໄດ້ຮັບຜົນກວດສອບພາຍນອກປະຈຳ 6 ເດືອນຕົ້ນປີ, ງວດທີ 2 ຫຼັງໄດ້ຮັບຜົນກວດສອບພາຍນອກປະຈຳ 6 ເດືອນທ້າຍປີ, ສຳຫຼັບການປະຕິບັດການປັນຜົນງວດທີ 1 ແມ່ນກອງປະຊຸມສະໄໝວິສາມັນຂອງຜູ້ຖືຮຸ້ນ ທຄຕລ ເປັນຜູ້ພິຈາລະນາ.

The first dividend payment is made after the external audit of the first 6 months of the year, and the second dividend payment is made after the external audit of the last 6 months. The first dividend payment is determined by an Extraordinary Meeting of BCEL Shareholders.

ວາລະທີ 3: **ພິຈາລະນາ ແລະ ຮັບຮອງເອົາແຜນການປີ 2014**

Agenda No. 3: **To consider and adopt business plan for 2014**

ສະເໜີກອງປະຊຸມຜູ້ຖືຮຸ້ນ ພິຈາລະນາ ແລະ ຮັບຮອງເອົາແຜນດຳເນີນງານ ແລະ ແຜນທຸລະກິດສຳລັບ ປີ 2014 ຄື: ຍອດຊັບສິນໜີ້ສິນເພີ່ມບໍ່ໃຫ້ຫຼຸດ 13%, ກຳໄລກ່ອນອາກອນ 200 ຕື້ກີບ, ຍອດເງິນຝາກເພີ່ມຂຶ້ນຢ່າງໜ້ອຍ 12% ແລະ ຍອດເງິນກູ້ຂະຫຍາຍຕົວບໍ່ຕ່ຳກວ່າ 20% (ເອກະສານຄັດຕິດ 3)

Propose the Shareholders' Meeting to consider and adopt the Performance and Business Plan for 2014 including: total assets/liabilities increase not less than 13%, profit before tax 200 billion Kip, deposits grow at least 12%, and lending increases not less than 20% (Attachment 3).

ວາລະທີ 4: **ພິຈາລະນາ ແລະ ຮັບຮອງເອົາແຜນການຈັດກອງປະຊຸມວິສາມັນຜູ້ຖືຮຸ້ນ ທຄຕລ ໃນກາງປີ 2014**

Agenda No 4: To consider and approve to hold an Extraordinary Meeting of BCEL Shareholders in mid 2014.

ສະເໜີໃຫ້ກອງປະຊຸມພິຈາລະນາ ແລະ ຮັບຮອງເອົາການສະເໜີເປີດກອງປະຊຸມສະໄໝວິສາມັນຂອງຜູ້ຖືຮຸ້ນ ທຄຕລ ຂຶ້ນໃນກາງປີ 2014 ເພື່ອພິຈາລະນາແຕ່ງຕັ້ງສະພາບໍລິຫານ ທຄຕລ ຊຸດໃໝ່ ເນື່ອງຈາກວ່າ ສະພາບໍລິຫານ ຊຸດປະຈຸບັນກຳລັງຈະຄົບວາລະແລ້ວ ພ້ອມທັງພິຈາລະນາຮັບຮອງບັນຫາທີ່ສຳຄັນອື່ນໆຂອງ ທຄຕລ.

Propose the Meeting to consider and approve the request to hold an Extraordinary Meeting of BCEL Shareholders in mid 2014 in order to consider and approve the appointment of new BCEL's Board of Directors due to the fact that the current Board of Directors is about to complete its term of office soon, along with other significant matters of BCEL.

ວາລະທີ 5: **ພິຈາລະນາ ແລະ ຮັບຮອງເອົາຜູ້ກວດສອບບັນຊີພາຍນອກ ສຳລັບປີ 2014**

Agenda No 5: To consider and approve the appointment of the independent auditors for the year 2014.

ສະເໜີໃຫ້ກອງປະຊຸມພິຈາລະນາ ແລະ ຮັບຮອງເອົາ ບໍລິສັດ ເອີນ ແອນ ຢັ້ງ ເປັນຜູ້ກວດສອບພາຍນອກ ສຳລັບປີ 2014.

Propose the Meeting to consider and approve Ernst & Young as independent auditor for year 2014.

Attachment 2

Banque Pour Le Commerce Exterieur Lao Public

Report of Management and

Separate Financial Statements in accordance with the Enterprise Accounting Law of Lao P.D.R and other relevant accounting regulations as stipulated by Bank of Lao P.D.R

as at and for the year ended 31 December 2013

Banque Pour Le Commerce Exterieur Lao Public

REPORT OF MANAGEMENT

The Board of Management of Banque Pour Le Commerce Exterieur Lao Public ("the Bank") is pleased to present its report and the Bank's separate financial statements as at and for the year ended 31 December 2013.

MANAGEMENT'S RESPONSIBILITY IN RESPECT OF THE SEPARATE FINANCIAL STATEMENTS

The Bank's Management is responsible for preparation of the separate financial statements of each financial year which give a true and fair view of the separate financial position of the Bank and of its separate operational results and separate cash flows for the year in accordance with the Enterprise Accounting Law of the Lao P.D.R and other relevant accounting regulations as stipulated by Bank of Lao P.D.R. In preparing those separate financial statements, the management of the Bank is required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent; and
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the separate financial statements.

The Bank's Management is responsible for ensuring that proper accounting records are kept which disclose, with reasonable accuracy at any time, the financial position of the Bank and to ensure that the accounting records comply with the registered accounting system. It is also responsible for safeguarding the assets of the Bank and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Bank's Management has confirmed that the Bank has complied with the above requirements in preparing the separate financial statements as at and for the year ended 31 December 2013.

STATEMENT OF THE MANAGEMENT

Management does hereby state that, in its opinion, the accompanying separate financial statements give a true and fair view of the financial position of the Bank as at 31 December 2013 and of the results of its operations and its cash flows for the year ended in accordance with the Enterprise 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 separate financial statements.

For and on behalf of Management:

Mr. Onekeo Damlongboun
Deputy Managing Director

Vientiane, Lao P.D.R

5 March 2014

Ernst & Young Lao Limited
6th Floor, Capital Tower
23 Singha Road, Nongbone Village
Saysettha District, Vientiane Capital, Lao PDR

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Reference: 60790273/16283018

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 2013, 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 5 to 37.

Management's Responsibility for the Separate Financial Statements

Management is responsible for the preparation and fair presentation of these separate financial statements in accordance with the Enterprise 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 separate financial statements, and for such internal controls 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 financial position of the Bank as at 31 December 2013, and of its financial performance and its cash flows for the year then ended in accordance with the Enterprise 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 separate financial statements.

Ernst & Young Lao Ltd

ERNST & YOUNG LAO CO.,LTD

Vientiane, Lao P.D.R

5 March 2014

Banque Pour Le Commerce Exterieur Lao Public

SEPARATE INCOME STATEMENT
for the year ended 31 December 2013

Currency: LAKm

Code	*ITEMS*	*Notes*	*2013*	*2012*
A.	**OPERATING INCOME AND EXPENSES**			
1.	**Interest and similar income**	**3**	**908,725**	**707,032**
1.1	Interest and similar income from interbank		30,725	31,616
1.2	Interest and similar income from customers		796,980	540,427
1.3	Other interest and similar income		81,020	134,989
2.	**Interest and similar expense**	**3**	**(494,754)**	**(375,722)**
2.1	Interest and similar expense for interbank		(7,076)	(5,832)
2.2	Interest and similar expense for customers		(487,678)	(369,890)
I.	NET INTEREST AND SIMILAR INCOME	**3**	**413,971**	**331,310**
3	**Net (loss)/gain from gold trading**	**7**	**(6,337)**	**7,206**
4	**Net gain from equity investments**	**4**	**15,710**	**13,078**
5	**Fee and commission income**	**5**	**166,119**	**171,812**
6	**Fee and commission expense**	**6**	**(20,597)**	**(18,247)**
7	**Net gain from securities investment**		**-**	**-**
8	**Net gain from dealing in foreign currencies**	**7**	**41,363**	**82,986**
II.	NET OPERATING INCOME		**610,229**	**588,145**
B	**OTHER INCOME AND EXPENSES**			
9	**Other operating income**	**8**	**1,229,171**	**132,153**
10	**Administration expenses**		**(277,228)**	**(245,391)**
10.1	Payroll and other staff costs	9	(206,678)	(186,052)
10.2	Other administrative expenses	10	(65,620)	(55,246)
10.3	Other expenses		(4,930)	(4,093)
11	**Depreciation and amortization charges**	**18,19**	**(50,818)**	**(40,301)**
12	**Other operating expenses**	**11**	**(1,244,318)**	**(129,953)**
13	**Net specific provision for loans and advances to customers**	**15.5**	**(16,409)**	**(35,004)**
13.1	Specific provision expense for loans and advances to customers	15.5	(613,927)	(125,681)
13.2	Reversal of specific provision for loans and advances to customers	15.5	597,518	90,677
III.	**TOTAL PROFIT BEFORE TAX**		**250,627**	**269,649**
14	**Current enterprise income tax**	**25.1**	**(50,014)**	**(59,056)**
IV.	**PROFIT AFTER TAX**		**200,613**	**210,593**
	Earnings per share (LAK)	**29**	**1,469**	**1,542**

Prepared by:

Mr. Phonenalath Kongvongsa
Deputy of Accounting Section

Approved by:

Mrs. Lammaniseng Sayaphet
Head of Accounting Division

BANK OF THE LAO PDR
BANQUE POUR LE COMMERCE EXTERIEUR LAO PUBLIC
VIEN TIANE

Approved by:

Mr. Onekeo Damlongboun
Deputy Managing Director

Vientiane, Lao P.D.R

5 March 2014

Banque Pour Le Commerce Exterieur Lao Public

SEPARATE BALANCE SHEET
as at 31 December 2013

Currency: LAKm

Code	*ASSETS*	*Notes*	*31 December 2013*	*31 December 2012 restated*
I	**Cash and accounts with the BOL**	**12**	**4,047,762**	**2,715,301**
	1. Cash on hand		1,692,585	1,132,745
	2. Compulsory and demand deposits		2,355,177	1,555,943
	3. Term deposits			26,613
II	**Amounts due from other banks**	**13**	**1,406,842**	**2,547,279**
	1. Demand deposits		1,146,066	1,430,005
	2. Term deposits		7,712	759,228
	3. Loans to other banks, net of specific provision		253,064	358,046
III	**Investment in securities**	**14**	**930,893**	**1,670,902**
	1. Available-for-sale securities	14.1	166,113	125,000
	2. Held-to-maturity securities	14.2	764,780	1,545,902
IV	**Loans and advances to customers, net of specific provision**	**15**	**9,228,059**	**6,902,630**
V	**Investment in subsidiaries and joint-ventures**	**17**	**424,815**	**423,400**
VI	**Fixed assets**		**605,038**	**503,580**
	1. Construction in progress and fixed assets in transit		135,852	76,317
	2. Intangible fixed assets	18	227,129	186,856
	3. Tangible fixed assets	19	242,057	240,407
VII	**Other assets**		**263,014**	**180,384**
	1. Accrued interest receivables	20	133,857	98,442
	2. Other assets	21	129,157	81,942
	TOTAL ASSETS		**16,906,423**	**14,943,476**

SEPARATE BALANCE SHEET (continued)
as at 31 December 2013

Currency: LAKm

Code	*LIABILITIES AND CAPITAL*	*Notes*	*31 December 2013*	*31 December 2012 restated*
I	**Amounts due to other banks**	**22**	**1,123,734**	**924,700**
	1. Demand and saving deposits		902,458	848,109
	2. Term deposits		159,362	14,801
	3. Borrowings from other banks		58,660	60,067
	4. Other payables to other banks		3,254	1,723
II	**Amounts due to customers**	**23**	**14,522,636**	**12,768,162**
	1. Demand, saving and margin deposits		9,168,361	8,430,635
	2. Term deposits		5,092,222	4,172,639
	3. Other payables to customers		262,053	164,888
III	**Other liabilities**		**150,122**	**241,826**
	1. Accrued interest payables	24	78,528	63,888
	2. Tax payables to the State	25.2	15,019	54,819
	3. Other liabilities	26	56,575	123,119
	TOTAL LIABILITIES		**15,796,492**	**13,934,688**
IV	**Capital and reserves**		**1,109,931**	**1,008,788**
	1. Chartered capital		682,888	682,888
	2. Regulatory reserve fund		60,501	40,440
	3. Business expansion fund		213,567	143,352
	4. General provision for credit activities	16	101,538	85,187
	5. Retained earnings		51,437	56,921
	TOTAL CAPITAL		**1,109,931**	**1,008,788**
	TOTAL LIABILITES AND CAPITAL		**16,906,423**	**14,943,476**

Banque Pour Le Commerce Exterieur Lao Public

SEPARATE BALANCE SHEET (continued)
as at 31 December 2013

Currency: LAKm

Code	*OFF BALANCE SHEET ITEMS*	*Notes*	*31 December 2013*	*31 December 2012*
I	**Commitments given**			
A	**Commitments for financing given**		**2,278,859**	**1,667,757**
1	- Commitments for financing given to other banks		198,207	-
2	- Commitments for financing given to customers		2,080,652	1,667,757
B	**Commitments for guarantees given**		**2,047,725**	**172,027**
1	- Commitments for guarantees given to other banks		-	-
2	- Commitments for guarantees given to customers		2,047,725	172,027
	TOTAL COMMITMENTS GIVEN		**4,326,584**	**1,839,784**

Code	*OFF BALANCE SHEET ITEMS*	*Notes*	*31 December 2013*	*31 December 2012*
II	**Collaterals and Mortgages**			
A	**Collaterals and Mortgages for loans**		**53,594,487**	**18,263,812**
1	- Collaterals and Mortgages for loans to other banks		-	-
2	- Collaterals and Mortgages for loans to customers		53,594,487	18,263,812
B	**Collaterals and Mortgages for guarantees given**		**1,087**	**229,370**
1	- Collaterals and Mortgages for guarantees given to other banks		-	-
2	- Collaterals and Mortgages for guarantees given to customers		1,087	229,370
	TOTAL COLLATERALS AND MORTGAGES		**53,595,574**	**18,493,182**

Prepared by:

Mr. Phonenalath Kongvongsa
Deputy of Accounting Section

Approved by:

Mrs. Lammaniseng Sayaphet
Head of Accounting Division

Approved by:

BANQUE POUR LE COMMERCE EXTERIEUR LAO PUBLIC

Mr. Onekeo Damlongboun
Deputy Managing Director

Vientiane, Lao P.D.R

5 March 2014

Banque Pour Le Commerce Exterieur Lao Public

SEPARATE STATEMENT OF CHANGES IN EQUITY
for the year ended 31 December 2013

Currency: LAKm

	Chartered capital	*Regulatory reserve fund*	*Business expansion fund*	*General provision for credit activities (Note 16)*	*Retained earnings*	*Total*
Balances as at 1 January 2013, restated	**682,888**	**40,440**	**143,352**	**85,187**	**56,921**	**1,008,788**
Appropriation for dividend paid out to shareholders	-	-	-	-	(115,821)	(115,821)
Net profit for the year 2013	-	-	-	-	200,613	200,613
Appropriation to reserves for the year 2013		20,061	70,215	-	(90,276)	-
Net general provision expense for credit activities for the year 2013	-	-	-	16,896	-	16,896
Foreign exchange difference	-	-	-	(545)	-	(545)
Balances as at 31 December 2013	**682,888**	**60,501**	**213,567**	**101,538**	**51,437**	**1,109,931**

Prepared by:

Mr. Phonenalath Kongvongsa
Deputy of Accounting Section

Approved by:

Mrs. Lammaniseng Sayaphet
Head of Accounting Division

Approved by:

BANQUE POUR LE COMMERCE EXTERIEUR LAO PUBLIC

Mr. Onekeo Damlongboun
Deputy Managing Director

Vientiane, Lao P.D.R

5 March 2014

Banque Pour Le Commerce Exterieur Lao Public

SEPARATE CASH FLOW STATEMENT
for the year ended 31 December 2013

Currency: LAKm

	Notes	2013	2012
Net profit after tax		**200,613**	**210,593**
Adjustments for:			
Enterprise tax expenses	25.1	50,014	59,056
Depreciation and amortization expenses	19,20	50,818	40,301
Provision for credit losses	16,17	33,305	65,719
(Profits) from investing activities		(15,710)	(13,078)
Cash flows from operating profit before changes in operating assets and liabilities		**319,040**	**362,591**
(Increase)/Decrease in operating assets			
Balances with other banks		756,559	(694,308)
Loans and advances to customers		(2,302,147)	(1,958,856)
Accrued interest income		(35,415)	(23,454)
Other assets		(106,750)	(13,185)
Increase/(Decrease) in operating liabilities			
Amounts due to other banks		199,034	(237,856)
Customer deposits and other amounts due to customers		1,754,474	2,240,833
Enterprise tax paid during the period	25.2	(89,814)	(61,242)
Utilization of provision reserve for bad debt written off		(39,675)	-
Other liabilities		(51,903)	56,209
Net cash flows from operating activities		**403,403**	**(329,268)**
INVESTING ACTIVITIES			
Purchase and construction of fixed assets		(136,281)	(243,803)
Proceed from disposals assets		43,540	1,448
Investment in securities		740,009	473,904
Payments for investments in other entities		(1,415)	(139,068)
Interest and dividends received		15,709	13,078
Net cash flows from investing activities		**661,562**	**105,559**
FINANCING ACTIVITIES			
Payment of dividend		(115,821)	(165,613)
Net cash flows used in financing activities		**(115,821)**	**(165,613)**
Net increase in cash and cash equivalents		**949,144**	**(389,322)**
Cash and cash equivalents at the beginning of the year		**3,395,296**	**3,784,210**
Effect of foreign exchange difference		**(561)**	**408**
Cash and cash equivalents at the end of year	**27**	**4,343,879**	**3,395,296**

Prepared by:

Mr. Phonenalath Kongvongsa
Deputy of Accounting Section

Approved by:

Mrs. Lammaniseng Sayaphet
Head of Accounting Division

Approved by:

BANQUE POUR LE COMMERCE EXTERIEUR LAO PUBLIC

Mr. Onekeo Damlongboun
Deputy Managing Director

Vientiane, Lao P.D.R

5 March 2014

Attachment 3

Business Plans for 2014

- Continue political ideology campaigns among the employees to develop their ethical behaviour and avoid negative phenomena among them.
- Improve structures of IT, particularly, Server, San Storage and main database to ensure an uninterrupted online customer services.
- Develop new Bank-Link program and other softwares for internal use.
- Continue to accomplish the ATM Pool project (B-connex) with remaining banks.
- Install a system of main Application to work in parallel with VMWARE and establish Data Warehouse for reporting system.
- Work on to upgrade Phonehong Service Unit into a Branch.
- Develop BCEL ONE version 2, under a name of 'Qpay' which is capable of payment for goods without cash or card, but payment by mobile phones.
- Launch pirot project for cash deposit via ATM which is expected to start officially in 02/2014.
- Finalise construction work for unfinished Branch of Service Unit Offices.
- Prepare to establish another new division called: 'Premium Customers Service Division'.
- Apply for license to construct new Head Office of BCEL.
- Research possible means to maintain adequate capital as per international standards.
- Select new external auditor for year 2015.
- Research and transform services into a newer type of services.

General Managing Director
Banque pour le Commerce Exterieur Lao Public

ໃບມອບສິດ
Proxy

1. ຂ້າພະເຈົ້າ..... ສັນຊາດ.....
I / We nationality
ຢູ່ເຮືອນເລກທີ ..... ບ້ານ ..... ເມືອງ ....
residing at Village District
ແຂວງ .....
Province
ເປັນຜູ້ຖືຮຸ້ນຂອງທະນາຄານການຄ້າຕ່າງປະເທດລາວ ມະຫາຊົນ,
Being a shareholder of Banque Pour Le Commerce Exterieur Lao Public
ມີຮຸ້ນທີ່ຖືຈຳນວນ.....ຮຸ້ນຊຶ່ງເທົ່າກັບຈຳນວນສຽງທີ່ຈະລົງຄະແນນສຽງ
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 ເພື່ອເຂົ້າຮ່ວມ ແລະ ລົງຄະແນນສຽງແທນຂ້າພະເຈົ້າຢູ່ໃນກອງປະຊຸມສາມັນຜູ້ຖືຮຸ້ນ ປະຈຳປີ 2013 ຂອງທະນາຄານການຄ້າຕ່າງປະເທດລາວ ມະຫາຊົນ ທີ່ຈະຈັດຂຶ້ນໃນ ເວລາ 9:30 ໂມງ ຂອງວັນທີ 28 ມີນາ 2014.
To be my/our proxy to attend and vote on my/our behalf in the Annual General Shareholders' Meeting for year 2013 of the Banque Pour Le Commerce Exterieur Lao Public which will be held at 9:00 A.M of 28 March 2014.

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 (ຖ້າເລືອກຂໍ້ນີ້, ກະລຸນາເລືອກລົງຄະແນນ ***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: ພິຈາລະນາ ແລະ ຮັບຮອງເອົາຜົນການດຳເນີນທຸລະກິດ 2013 ແລະ ເງິນປັນຜົນ ປະຈຳປີ 2013.

Agenda No. 1: To consider and approve the results of business performance in 2013 and dividends for year 2013.

☐ ເຫັນດີ/approve ☐ ບໍ່ເຫັນດີ/disapprove

ວາລະທີ 2: ພິຈາລະນາ ແລະ ຮັບຮອງເອົາການແບ່ງປັນເງິນປັນຜົນປີ 2014 ເປັນ 2 ຄັ້ງ.

Agenda No. 2 To consider and approve to pay dividends of the year 2014 twice a year

☐ ເຫັນດີ/approve ☐ ບໍ່ເຫັນດີ/disapprove

ວາລະທີ 3: ພິຈາລະນາ ແລະ ຮັບຮອງເອົາແຜນການປີ 2014

Agenda No. 3: To consider and adopt business plan for 2014

☐ ເຫັນດີ/approve ☐ ບໍ່ເຫັນດີ/disapprove

ວາລະທີ 4: ພິຈາລະນາ ແລະ ຮັບຮອງເອົາແຜນການຈັດກອງປະຊຸມວິສາມັນຜູ້ຖືຮຸ້ນ ທຄຕລ ໃນກາງປີ 2014

Agenda No 4: To consider and approve to hold an Extraordinary Meeting of BCEL Shareholders in mid 2014.

☐ ເຫັນດີ/approve ☐ ບໍ່ເຫັນດີ/disapprove

ວາລະທີ 5: ພິຈາລະນາ ແລະ ຮັບຮອງເອົາຜູ້ກວດສອບບັນຊີພາຍນອກ ສຳລັບປີ 2014

Agenda No 5: To consider and approve the appointment of the independent auditors for the year 2014.

☐ 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. ໃນກໍລະນີທີ່ຂ້າພະເຈົ້າ ບໍ່ໄດ້ລະບຸຄວາມຕ້ອງການຂອງຕົນໃນການລົງຄະແນນສຽງໃນວາລະໃດໜຶ່ງ ຫຼື ລະບຸໄວ້ ບໍ່ຈະແຈ້ງ ໃຫ້ຖືວ່າຂ້າພະເຈົ້າລົງຄະແນນສຽງເຫັນດີ.

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.

6. ທຸກການກະທຳໃດຂອງຜູ້ຕາງໜ້າຢູ່ໃນກອງປະຊຸມ ທີ່ເປັນໄປຕາມໃບມອບສິດນີ້ ໃຫ້ຖືວ່າຂ້າພະເຈົ້າໄດ້ກະທຳເອງ ທຸກປະການ.

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.

ທີ່ ..... ວັນທີ ...../...../2014.

Wrote at date

ເຊັນຜູ້ຖືຮຸ້ນທີ່ມອບໝາຍ/signed by the shareholder

ເຊັນຜູ້ຕາງໜ້າ/signed by the proxy

ໝາຍເຫດ/Remark:

1. ຜູ້ຖືຮຸ້ນ ຈະຕ້ອງແຕ່ງຕັ້ງຜູ້ຕາງໜ້າພຽງຜູ້ດຽວເຂົ້າຮ່ວມກອງປະຊຸມ 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 ຕ້ອງສະແດງເອກະສານຂອງຕົນເອງຕໍ່ພະນັກງານປະຈຳໂຕະລົງທະບຽນ ຄື: ບັດປະຈຳຕົວ ຫຼື ປຶ້ມສຳມະໂນຄົວ ຫຼື ໜັງສືຜ່ານແດນ (ສຳລັບນັກລົງທຶນຕ່າງປະເທດ) ພ້ອມກັບສຳເນົາເອກະສານປະເພດດຽວກັນນີ້ ຂອງຜູ້ຖືຮຸ້ນ, ໃບມອບສິດສະບັບນີ້, ແລະ ໜັງສືເຊີນປະຊຸມ.
   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.

ລະບຽບສຳລັບການດຳເນີນກອງປະຊຸມສາມັນຜູ້ຖືຮຸ້ນ ຫຄຕລ ປະຈຳປີ 2013

Rules for BCEL's Annual General Shareholders' Meeting for the year 2013

1. ການລົງທະບຽນເພື່ອເຂົ້າຮ່ວມກອງປະຊຸມ/Registration for attending the meeting

ຜູ້ເຂົ້າຮ່ວມກອງປະຊຸມທຸກຄົນ ຕ້ອງລົງທະບຽນໃຫ້ຮຽບຮ້ອຍຕາມຂັ້ນຕອນທີ່ ຫຄຕລ ກຳນົດໄວ້ ກ່ອນເຂົ້າຮ່ວມກອງປະຊຸມ ແລະ ຕ້ອງອະນຸຍາດໃຫ້ ຫຄຕລ ສຳເນົາເອົາບັດປະຈຳຕົວ ຫຼື ໜັງສືຜ່ານແດນ ຫຼື ເອກະສານອື່ນໆທີ່ສາມາດໃຊ້ແທນໄດ້ ເພື່ອເອົາໄວ້ເປັນຫຼັກຖານ.

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.

ຜູ້ຖືຮຸ້ນ ຫຼື ຜູ້ຕາງໜ້າທີ່ໄດ້ຮັບມອບໝາຍ ຕ້ອງນຳເອົາໜັງສືແຈ້ງເຊີນເຂົ້າຮ່ວມກອງປະຊຸມທີ່ ອອກໃຫ້ໂດຍຕະຫຼາດຫຼັກຊັບລາວ (ທີ່ມີເຄື່ອງໝາຍບາໂຄດ) ມາແຈ້ງພ້ອມໃນເວລາລົງທະບຽນ. ກໍລະນີທີ່ບໍ່ມີໃບແຈ້ງສິດເຂົ້າຮ່ວມກອງປະຊຸມແລ້ວນັ້ນ ຈະຖືວ່າການລົງທະບຽນບໍ່ສຳເລັດ ແລະ ຈະສົ່ງຜົນໃຫ້ຜູ້ຖືຮຸ້ນ 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 lead such shareholders or proxies to lose their right to vote, question or make comments in the meeting.

ຜູ້ຕາງໜ້າ ຕ້ອງສະແດງເອກະສານຂອງຕົນເອງຕໍ່ພະນັກງານປະຈຳໂຕະລົງທະບຽນ ຄື: ບັດປະຈຳຕົວ ຫຼື ປຶ້ມສຳມະໂນຄົວ ຫຼື ໜັງສືຜ່ານແດນ (ສຳລັບນັກລົງທຶນຕ່າງປະເທດ) ພ້ອມກັບ ສຳເນົາເອກະສານປະເພດດຽວກັນນີ້ຂອງຜູ້ຖືຮຸ້ນ, ໃບມອບສິດສະບັບນີ້, ແລະ ໜັງສືເຊີນປະຊຸມ. ຖ້າເອກະສານເຫຼົ່ານີ້ເປັນພາສາຕ່າງປະເທດ ແມ່ນອະນຸຍາດໄດ້ສະເພາະເອກະສານທີ່ເປັນພາສາ ອັງກິດເທົ່ານັ້ນ.

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 are acceptable.

2. ອົງປະຊຸມ/Quorum

ກອງປະຊຸມສາມາດດຳເນີນໄດ້ກໍ່ຕໍ່ເມື່ອມີຮຸ້ນທີ່ເຂົ້າຮ່ວມກອງປະຊຸມຫຼາຍກວ່າ 70% ຂອງ ຈຳນວນຮຸ້ນທັງໝົດ ຕາມທີ່ໄດ້ກຳນົດໄວ້ໃນກົດລະບຽບຂອງທະນາຄານການຄ້າຕ່າງປະເທດລາວ ມະຫາຊົນ.

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/Rules for proceeding

ຜູ້ຕາງໜ້າຜູ້ຖືຮຸ້ນກະຊວງການເງິນ ໃນຖານະເປັນຜູ້ຖືຮຸ້ນຫຼາຍກວ່າໝູ່ ຈະເປັນປະທານ ແລະ ຮັບຜິດຊອບນຳພາກອງປະຊຸມ.

A representative of the Ministry of Finance, on behalf of the largest shareholder, will preside over and lead the meeting.

ຜູ້ເຂົ້າຮ່ວມກອງປະຊຸມ ຕ້ອງປິດສຽງໂທລະສັບ ຫຼື ອຸປະກອນການສື່ສານທຸກຢ່າງ ແລະ ບໍ່ສົ່ງສຽງດັງລົບກວນ 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

ພາສາທີ່ນຳໃຊ້ຢູ່ໃນກອງປະຊຸມແມ່ນພາສາລາວ.

The language used in the meeting is Lao language.

5. ຜູ້ມີສິດລົງຄະແນນສຽງ/Persons eligible to vote

ມີແຕ່ຜູ້ຖືຮຸ້ນ ຫຼື ຜູ້ຕາງໜ້າທີ່ໄດ້ຮັບມອບໝາຍຢ່າງຖືກຕ້ອງ ຊຶ່ງໄດ້ລົງທະບຽນເຂົ້າຮ່ວມ ກອງປະຊຸມສຽບຮ້ອຍແລ້ວ ເທົ່ານັ້ນ ທີ່ຈະມີສິດລົງຄະແນນສຽງ.

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

ຜູ້ຖືຮຸ້ນ 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

ປະທານກອງປະຊຸມ ຈະເປັນຜູ້ສະເໜີວາລະທີ່ຕ້ອງການໃຫ້ລົງຄະແນນສຽງ ໂດຍຈະເຊີນ ພຽງແຕ່ຜູ້ຖືຮຸ້ນ ຫຼື ຜູ້ຕາງໜ້າທີ່ໄດ້ຮັບມອບໝາຍ ທ່ານໃດ**ທີ່ບໍ່ເຫັນດີ**ຕໍ່ບັນຫາທີ່ກອງປະຊຸມໄດ້ນຳ ສະເໜີເທົ່ານັ້ນລົງຄະແນນສຽງ ເພື່ອຄວາມສະດວກໃນການນັບຄະແນນສຽງ (ໝາຍຄວາມວ່າ ຜູ້ຖືຮຸ້ນທ່ານໃດທີ່ເຫັນດີຕໍ່ການສະເໜີດັ່ງກ່າວ ກໍບໍ່ຈຳເປັນຕ້ອງລົງຄະແນນສຽງໃດໆ).

The Chairperson 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

ການລົງຄະແນນສຽງບໍ່ເຫັນດີຈະມີຜົນສັກສິດ ກໍຕໍ່ເມື່ອມີຄະແນນສຽງຫລາຍກວ່າເຄິ່ງໜຶ່ງຂອງ ຈຳນວນຮຸ້ນ ທຄຕລ ທັງໝົດໃນທີ່ປະຊຸມ ດັ່ງທີ່ໄດ້ກຳນົດໄວ້ໃນມາດຕາ 143 ຂອງກົດໝາຍວ່າດ້ວຍ ວິສາຫະກິດ.

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, pursuant to Article 143 of the Enterprise Law.

ທຸກບັດລົງຄະແນນສຽງ "ບໍ່ເຫັນດີ" ຕໍ່ວາລະໃດໜຶ່ງ ທີ່ຖືກສົ່ງໃຫ້ທີ່ປະຊຸມ ຫຼັງຈາກທີ່ກອງປະຊຸມ ໄດ້ປະກາດຜົນ ການລົງຄະແນນຂອງວາລະນັ້ນແລ້ວ, ຈະຖືວ່າເປັນບັດລົງຄະແນນສຽງທີ່ໃຊ້ບໍ່ໄດ້.

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

8. ການແຈ້ງຜົນການລົງຄະແນນສຽງ/Notification of voting result

ຜູ້ເຂົ້າຮ່ວມກອງປະຊຸມ ຈະໄດ້ຮັບແຈ້ງກ່ຽວກັບຜົນການນັບຄະແນນຢູ່ໃນທີ່ປະຊຸມເລີຍ ໂດຍ ການນັບຄະແນນສຽງ ຈະຖືເອົາໜຶ່ງຮຸ້ນ ເທົ່າກັບໜຶ່ງຄະແນນສຽງ.

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

9. ການສະເໜີຄຳຖາມ/Questions

ປະທານກອງປະຊຸມ ຈະສະເໜີໃຫ້ຜູ້ຖືຮຸ້ນ ຫຼື ຜູ້ຕາງໜ້າທີ່ໄດຮັບມອບໝາຍຢ່າງຖືກຕ້ອງ ມີຄຳຖາມ ຫຼື ສະແດງຄຳເຫັນທີ່ຕິດພັນກັບແຕ່ລະວາລະທີ່ກອງປະຊຸມກຳລັງດຳເນີນຢູ່. ສຳລັບ

ຜູ້ເຂົ້າຮ່ວມອື່ນໆ ຈະບໍ່ມີສິດສະເໜີຄຳຖາມ ຫຼື ມີຄຳເຫັນໃນທີ່ປະຊຸມ, ຍົກເວັ້ນກໍລະນີທີ່ປະທານກອງປະຊຸມ ໄດ້ສະເໜີໃຫ້ຜູ້ເຂົ້າຮ່ວມດັ່ງກ່າວ ປະກອບຄຳເຫັນຕໍ່ທີ່ປະຊຸມ.

The Chairperson of the meeting will ask the shareholders or proxies to question or make comments regarding the matter being discussed by the meeting in each agenda. Other attendees are not eligible to question or make any comments, unless the Chairperson asks such attendees to question or make comments in the meeting.

ເມື່ອມີການສະເໜີຈາກປະທານກອງປະຊຸມແລ້ວນັ້ນ, ຜູ້ຖືຮຸ້ນ ຫຼື ຜູ້ຕາງໜ້າທີ່ປະສົງຈະມີຄຳຖາມ ຫຼື ສະແດງຄຳເຫັນຕໍ່ທີ່ປະຊຸມ ຕ້ອງຍົກມືຂຶ້ນ ພ້ອມທັງສະແດງເຄື່ອງໝາຍຕາມທີ່ ທຄຕລ ກຳນົດໃຫ້ ເພື່ອສະແດງວ່າແມ່ນຜູ້ຖືຮຸ້ນ ຫຼື ຜູ້ຕາງໜ້າທີ່ໄດ້ຮັບມອບໝາຍຢ່າງແທ້ຈິງ. ຖ້າຜູ້ຖືຮຸ້ນ ຫຼື ຜູ້ຕາງໜ້າ ທີ່ໄດ້ຮັບມອບໝາຍ ຫາກບໍ່ສະແດງເຄື່ອງໝາຍດັ່ງກ່າວແລ້ວນັ້ນ ປະທານກອງປະຊຸມ ຫຼື ຄະນະ ອຳນວຍການ ທຄຕລ ຫຼື ຄະນະຮັບຜິດຊອບກອງປະຊຸມ ມີສິດສະເໜີຄັດຄ້ານຄຳຖາມ ຫຼື ຄຳເຫັນຂອງຜູ້ກ່ຽວ ແລະ ກອງປະຊຸມ ຈະບໍ່ມີພັນທະໃນການຕອບຄຳຖາມຂອງຜູ້ກ່ຽວໃນກໍລະນີດັ່ງກ່າວ.

Having been asked by the Chairperson, 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 proxies. Should the shareholders or proxies do not show such symbol, the Chairperson or BCEL Directors, or Committee in charge of the meeting may reject questions or comments made by the shareholders or proxies, and in this case the meeting shall not be obliged to answer such questions.

10. ການແຈ້ງມະຕິຂອງກອງປະຊຸມ/Notification of resolutions of the meeting

ພາຍຫຼັງສິ້ນສຸດການດຳເນີນຄົບຖ້ວນທຸກວາລະ ແລະ ການລົງຄະແນນສຽງແລ້ວ, ປະທານກອງປະຊຸມ ຈະແຈ້ງໂດຍຫຍໍ້ໃຫ້ຜູ້ເຂົ້າຮ່ວມ ກອງປະຊຸມຮັບຊາບກ່ຽວກັບມະຕິຂອງກອງປະຊຸມ.

After all agenda and voting have been completed, the Chairperson of the meeting will notify the attendees of the brief resolutions of the meeting.

ຄຳແນະນຳກ່ຽວກັບເອກະສານ ແລະ ຫຼັກຖານທີ່ຕ້ອງນຳມາສະເໜີໂຕເພື່ອເຂົ້າຮ່ວມກອງປະຊຸມ

Instruction about the documents and evidence to be presented prior to attending the meeting

ເພື່ອຄວາມສະດວກໃນການລົງທະບຽນຜູ້ເຂົ້າຮ່ວມກອງປະຊຸມສາມັນຜູ້ຖືຮຸ້ນປະຈຳປີ 2012 ຂອງ ທະນາຄານການຄ້າຕ່າງ ປະເທດລາວ ມະຫາຊົນ, ຜູ້ຖືຮຸ້ນ ຫຼື ຜູ້ຕາງໜ້າ ທີ່ຈະເຂົ້າຮ່ວມກອງປະຊຸມ ກະລຸນານຳເອົາໜັງສືເຊີນປະຊຸມ, ໃບເຂົ້າຮ່ວມ ກອງປະຊຸມທີ່ອອກໃຫ້ໂດຍຕະຫຼາດຫຼັກຊັບລາວ ແລະ ໃບມອບສິດ (ສຳລັບຜູ້ຕາງໜ້າ) ມາພ້ອມເອກະສານທີ່ສາມາດນຳໃຊ້ ຢັ້ງຢືນຕົນເອງ ຕາມແຕ່ລະກໍລະນີດັ່ງນີ້:

For convenience in registration process to attend the Annual General Shareholders' Meeting for the Year 2012 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 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 ມາສະແດງເວລາລົງທະບຽນ

   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. ໜັງສືຜ່ານແດນ (ສຳລັບນັກລົງທຶນຕ່າງປະເທດ)/passport (for foreign investors)

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

   ໃຫ້ນຳເອົາເອກະສານໃດໜຶ່ງທີ່ກຳນົດໄວ້ໃນຂໍ້ 1 ເທິງນີ້ ພ້ອມກັບເອກະສານໃດໜຶ່ງດັ່ງຕໍ່ໄປນີ້ ມາສະແດງ ເວລາລົງທະບຽນ:

   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 ຕ້ອງໄດ້ນຳເອົາໃບມອບສິດຈາກຜູ້ອຳນວຍການທີ່ມີສິດອຳນາດ ມາພ້ອມຕື່ມອີກ

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

ເອກະສານ ແລະ ຫຼັກຖານທີ່ຕ້ອງນຳມາສະເໜີໂຕ ເພື່ອເຂົ້າຮ່ວມກອງປະຊຸມຊຶ່ງເປັນພາສາຕ່າງປະເທດ ຕ້ອງແປເປັນ ພາສາລາວ ໂດຍມີການເຊັນຢັ້ງຢືນຄວາມຖືກຕ້ອງໃນການແປຈາກບໍລິສັດແປພາສາທີ່ໜ້າເຊື່ອຖືໄດ້. ສຳລັບພາສາ ຕ່າງປະເທດ ແມ່ນອະນຸຍາດໃຫ້ສຳລັບພາສາອັງກິດເທົ່ານັ້ນ. ທຄຕລ ມີສິດປະຕິເສດເອກະສານອ້າງອີງໃດໆ ທີ່ບໍ່ເປັນ ໄປຕາມການກຳນົດນີ້.

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

1. ຜູ້ເຂົ້າຮ່ວມກອງປະຊຸມ ຈະໄດ້ຮັບບັດລົງຄະແນນສຽງໃນທຸກໆວາລະ ທີ່ຕ້ອງການໃຫ້ມີການລົງຄະແນນສຽງ ໃນເວລາລົງທະບຽນເຂົ້າຮ່ວມກອງປະຊຸມ. ການລົງຄະແນນສຽງໂດຍຜູ້ຕາງໜ້າ ຊຶ່ງຜູ້ຖືຮຸ້ນທີ່ຜູ້ມອບໝາຍສິດ ໄດ້ລະບຸຢ່າງຈະແຈ້ງແລ້ວກ່ຽວກັບການລົງຄະແນນໃນແຕ່ລະວາລະ ທະນາຄານ ຈະບັນທຶກການລົງຄະແນນສຽງ ໃນເວລາລົງທະບຽນ 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 votes at the time of the registration and the proxy will not be required to vote.

2. ກອງປະຊຸມ ຈະເຊີນພຽງແຕ່ຜູ້ຖືຮຸ້ນທ່ານໃດທີ່ **ບໍ່ເຫັນດີ** ຕໍ່ບັນຫາທີ່ກອງປະຊຸມໄດ້ນຳສະເໜີເທົ່ານັ້ນ ລົງຄະແນນສຽງ (ໝາຍຄວາມວ່າ ຜູ້ຖືຮຸ້ນທ່ານໃດທີ່ ເຫັນດີຕໍ່ການແຕ່ງຕັ້ງດັ່ງກ່າວ ກໍບໍ່ຈຳເປັນຕ້ອງລົງຄະແນນສຽງໃດໆ).

   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 appointment are not necessary to make any vote)

3. ໃນການລົງຄະແນນສຽງ ຂໍໃຫ້ທ່ານປະກອບຂໍ້ມູນໃສ່ບັດລົງຄະແນນສຽງທີ່ໄດ້ແຈກຢາຍໃຫ້. ໃນນັ້ນ ຕ້ອງໄດ້ລະບຸຢ່າງຈະແຈ້ງກ່ຽວກັບຊື່ ແລະ ນາມສະກຸນຂອງທ່ານ, ຈຳນວນຮຸ້ນ ທຄຕລ ທີ່ທ່ານຖືຢູ່ ແລະ ໃຫ້ໝາຍຕີນກາໃສ່ຫ້ອງ ***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.

4. ຫລັງຈາກປະກອບຂໍ້ມູນສຽບຮ້ອຍແລ້ວ ຂໍໃຫ້ທ່ານຍົກບັດດັ່ງກ່າວຂຶ້ນ ເພື່ອໃຫ້ຄະນະຮັບຜິດຊອບເກັບເອົາ ແລະ ຮວບຮວມຄະແນນສຽງ.

   After filling in the said information, kindly raise your hand with the ballot so the organizers can take the ballot and count the votes.

5. ທ່ານຈະໄດ້ຮັບແຈ້ງກ່ຽວກັບຜົນການນັບຄະແນນຢູ່ໃນທີ່ປະຊຸມເລີຍ ໂດຍການນັບຄະແນນສຽງຈະຖືເອົາໜຶ່ງຮຸ້ນເທົ່າກັບໜຶ່ງຄະແນນສຽງ.

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

6. ການລົງຄະແນນສຽງບໍ່ເຫັນດີຈະມີຜົນສັກສິດ ກໍຕໍ່ເມື່ອມີຄະແນນສຽງຫລາຍກວ່າເຄິ່ງໜຶ່ງຂອງຈຳນວນຮຸ້ນ ທຄຕລ ທັງໝົດໃນທີ່ປະຊຸມ ດັ່ງທີ່ໄດ້ກຳນົດໄວ້ໃນມາດຕາ 143 ຂອງກົດໝາຍວ່າດ້ວຍ ວິສາຫະກິດ.

   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, pursuant to Article 143 of the Enterprise Law.

ໝາຍເຫດ/Remark:

1. ຜູ້ຖືຮຸ້ນ ຫຼື ຜູ້ຕາງໜ້າ ທີ່ບໍ່ໄດ້ລົງທະບຽນເຂົ້າປະຊຸມ ຈະບໍ່ມີສິດໃນການລົງຄະແນນສຽງ.

   Any shareholders or proxies who failed to make registration will NOT be eligible to votes.

2. ທຸກບັດລົງຄະແນນສຽງບໍ່ເຫັນດີຕໍ່ວາລະໃດໜຶ່ງ ທີ່ຖືກສົ່ງໃຫ້ທີ່ປະຊຸມ ຫຼັງຈາກທີ່ກອງປະຊຸມໄດ້ປະກາດຜົນການລົງຄະແນນຂອງວາລະນັ້ນແລ້ວ, ຈະຖືວ່າເປັນບັດລົງຄະແນນສຽງທີ່ໃຊ້ບໍ່ໄດ້.

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