



AFRICAN EXPORT-IMPORT BANK BANQUE AFRICAINE D'IMPORT-EXPORT

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THE GENERAL MEETING

RESOLUTION NO. AFREXIM/23AGM/2016/002

concerning the adoption of the annual report, the approval of the financial statements, the declaration and distribution of a dividend payment and the re-appointment of the external auditors of the African Export-Import Bank

(adopted at the plenary sitting of the twenty-third General Meeting of Shareholders of the Bank in Beau Vallon, Mahé, Seychelles, on Saturday 23rd July 2016)

THE GENERAL MEETING

HAVING REGARD to Article 17(3), 17(4) and 17(6); 29; 30(3); 31; 35 and 36 of the Charter of the African Export-Import Bank ("Bank");

HAVING CONSIDERED the financial statements, the report of the Audit Committee of the Board of Directors, the report of the external auditors for the financial year to 31st December 2015, the annual report of the Board of Directors on the operations and activities of the Bank for the year to 31st December 2015, the recommendation for treatment of the 2015 financial year dividend and recommendation of the Board of Directors regarding the appointment of the external auditors;

HAVING NOTED with satisfaction the above reports and the financial statements;

HEREBY:

ADOPTS the annual report on the operations and activities of the Bank for the financial year to 31st December 2015 as presented;

APPROVES the audited annual financial statements of the Bank as at 31st December 2015;



APPROVES the recommendation of the Board of Directors to declare a dividend payment of US\$ 28,823,000 (twenty-eight million eight hundred and twenty-three thousand United States Dollars) out of the net profits of the operations of the Bank for the financial year ended 31st December 2015;

AUTHORISES the Board of Directors and the Management of the Bank to distribute the dividend payment to Shareholders of the Bank who have paid all sums payable and met all obligations due to the Bank;

RE-APPOINTS Messrs. Ernst & Young (Kenya) and Deloitte & Touche (Ghana) as joint external auditors of the Bank for the 2016 financial year;

AUTHORISES the Board of Directors to negotiate the terms of engagement and to fix the remuneration of the joint external auditors;

REQUESTS the Board of Directors and the Management of the Bank to take all measures necessary for the implementation of this resolution.

A handwritten signature in black ink, consisting of a large, stylized 'A' followed by a long horizontal stroke.

Hon. Jean-Paul Adam
**Chairman of the General Meeting
and Minister of Finance
of the Republic of Seychelles**

A handwritten signature in blue ink, featuring a large, sweeping arch over the letters 'G' and 'E'.

Mr. George Elombi
Executive-Secretary of the Bank