



RESOLUTION 3024, OF THE CMN, OCTOBER 24, 2002

Amends and consolidates the rules of the Statutes and Regulations of the Fundo Garantidor de Créditos – FGC

THE CENTRAL BANK OF BRAZIL, under article 9, Law 4595 of 12.31.1964, announces that the MONETARY NATIONAL COUNCIL, on the meeting that took place on 11/21/2002, and based on article 3, item VI and article 4, item VII of the above mentioned law, article 69 of Law 7357 of 9/2/1985 and 7 of ACT 2291, of 11/21/1986.

DECIDED:

Article 1 - To amend and consolidate, in the wording of Attachments I and II to this Resolution, the rules of the Statutes and Regulations of the Fundo Garantidor de Créditos - FGC.

Article 2 - To fix the monthly contribution of FGC participants at 0.025% of the balances of the accounts corresponding to the obligations which are guaranteed.

Paragraph 1 - The monthly average of the daily balance of the accounts covered should be used to calculate the amount of the contribution established by this article.

Paragraph 2 - The value of the contribution should be calculated and passed on to the associated institutions by the 25th day of each month.

Paragraph 3 - The value of the fee should be paid to the FGC on the first working day of the month following the one mentioned in the previous paragraph.

Paragraph 4 - A penalty of 2 % (two percent) over the value of the fee, plus monetary indexation at published Selic rates, will be charged in case of delay in the payment of the aforementioned fee.

Article 3 - Amends chapter IV of the Regulations attached to Resolution 1631, of 8.24.1989 with the wording given in Resolution 2211, of 11.16.1995, now effective with the following wording:



"CHAPTER IV

Fundo Garantidor de Créditos - FGC

Article 21 - The service fee referred to in article 20 will revert in favor of Fundo Garantidor de Créditos - FGC, and be used to protect owners of the credits specified in the respective statutes against Multiple, Commercial, Investment and Development Banks, Caixa Econômica Federal, Credit, Financing and Investment Companies, Real Estate Credit Companies, Mortgage companies, and Savings and Loans Associations."

Article 4 - This Resolution takes effect on the date of its publication.

Article 5 - Articles 4 and 6 of Resolution 2197 of 8/31/1995, and Resolutions 2211 of 11/16/1995, 2227 of 12/20/1995 and 2249 of 2/08/1996 are hereby revoked..

ATTACHMENT I TO RESOLUTION 3024 OF 10/24/2002
STATUTES OF FUNDO GARANTIDOR DE CRÉDITOS - FGC

CHAPTER I - Name, Purpose, Head Office and Duration

Article 1 - Fundo Garantidor de Créditos - FGC is a non-profit civil association, incorporated as a private legal entity, regulated by these laws and by the legal and regulatory dispositions applicable.

Article 2 - The purpose of FGC is to guarantee credits held against participating institutions in cases of:

I - adjudication of the institution's intervention, extrajudicial liquidation or bankruptcy;

II - recognition by the Central Bank of Brazil (BACEN) of the state of insolvency of the institution, which in conformity with effective legislation is not subject to the regimes referred in item I;

III - Any other situation non-specified in items I and II, with the previous agreement of both Central Bank of Brazil and FGC.

Sole Paragraph - The FGC, due to the fact that it pays the debts of the associated institutions, and based on article 985, item III, of The Civil Code, has the right to claim for reimbursement of the amounts paid.

Article 3 - FGC will have its head office in the city of São Paulo (SP)



and is under the jurisdiction of the São Paulo courts.

Article 4 - The duration of FGC is indeterminate.

CHAPTER II - Equity

Article 5 - The costs of the guarantee to be provided by FGC shall be funded with resources arising from

- I - members' ordinary contributions;
- II - service fees arising from the issue of bounced checks;
- III - recovery of credit rights purchased in which the FGC is subrogated in view of the payment of indemnities to creditors covered by the guarantee;
- IV - net results of services provided by the FGC and profits from the investment of resources;
- V - other incomes.

Paragraph 1 - Members' responsibility is limited to the contributions for which they are liable to support the costs of guarantee.

Paragraph 2 - Should FGC equity be insufficient at any time to cover the guarantee prescribed by its Regulations, resources from the following sources will be used in this order:

- I - extraordinary contributions of participants, as described in article 22, item I;
- II - advances by participants of up to twelve (12) monthly contributions;
- III - other sources, through previous understanding between the Central Bank of Brazil and the Fund administrators.

CHAPTER III - Associates

Article 6 - The associated institutions of FGC are the Multiple, Commercial, Investment and Development Banks, Caixa Econômica Federal, Credit, Financing and Investment Companies, Real Estate Credit Companies, Mortgage Companies and Savings and Loans Associations that:

- I - receive demand deposits, credit or saving accounts deposits;
- II - accept bills of Exchange;
- III - raise funds by issuing real estate bills, mortgage bills, and mortgage credit bills;

Sole Paragraph - All the investors and account holders of the associated institutions are entitled to the credit guarantee offered by the FGC, in accordance to article 2;



**CHAPTER IV -
General Meeting**

Article 7 - By April 30 of each year, the FGC associates must gather at a general meeting in order to receive the administrators' accounts, examine, discuss and vote on the financial statements, and on the reports of independent auditors and of the Fiscal Council.

Article 8 - The Extraordinary General meeting will be called in order to decide on any other matter of the interest of FGC.

Article 9 - The meeting will be called, always with the agenda for the day by:

I - the Chairman of the board of directors, at his initiative or at the request of two of its members;

II - two or more Board members who, after having observed the dispositions of the previous item, requested it to the Chairman of the Board, and if he fails to publish the call notice within 10 (ten) days after receiving the request;

III - at least 30% (thirty) of the associated institutions.

Article 10 - The meeting shall be installed and presided by the Chairman of the Board, who will invite one of those present to act as secretary.

Sole paragraph - In the absence of the Chairman of the Board, the general meeting shall be installed by any of the Board members, and those present will elect the Chairman of the meeting.

Article 11 - The general meeting shall be installed with the presence of any number of representatives and the decisions will be by simple majority, except for a reform of the statutes, which will be as follows:

I - installation quorum with the minimum presence of 50% (fifty percent) plus 1 (one) of the associated institutions;

II - decision quorum with the approval of at least 2/3 (two thirds) of all associated institutions present at the general meeting.

Sole Paragraph - Once the reform of the statutes is approved by the General meeting, the proposal has to be sent to the Central Bank of Brazil, to be analyzed by and submitted to the National Monetary Council.

Article 12 - A member can be represented by another, by means of a specific proxy for each meeting.

Article 13 - Each member is entitled to one vote in general meeting



decisions.

Sole paragraph - Associates belonging to the same financial conglomerate are entitled to one vote that will be given by the member designated in writing for this purpose.

CHAPTER V - FGC Administration

Article 14 - The FGC will be administrated by the board of directors and the executive director.

Article 15 - The Board of directors, will consist of 5 (five) to 9 (nine) effective members and an equal number of alternates, all Brazilian residents, appointed by the National Confederation of Financial Institutions - CNF, including for the position of Chairman of the Board.

Article 16 - The term of office of Board members shall be of three (3) years, reappointment being admitted.

Paragraph 1 - The term of office will be extended until the investiture of new appointed members.

Paragraph 2 - Board members will be dispensed from providing a management guarantee.

Article 17 - In case of temporary or definite substitution of Board members, the alternate members will replace respective effective members.

Article 18 - A new member designated by the associated institution will replace any member of the Board who ceases to be part of its representatives.

Sole Paragraph - If the associated institution fails to designate another member for the Board within 30 days from the date of the fact mentioned in this article, the alternate member will automatically become effective members.

Article 19 - The Board of directors must declare vacant the seat of any member who, without fair reason, fails to attend 3 (three) consecutive board meetings.

Article 20 - The board of directors will meet by call of the Chairman, at his own initiative or at the request of 2 (two) or more of its members.

Paragraph 1 - If the Chairman does not send the respective call



notice within 7 (seven) days after receiving a call request, notice can be issued by 2 (two) or more Board members who requested the meeting.

Paragraph 2 - The call notice must indicate the agenda of the day and will be delivered to the Board members via receipt with no less than 10 (ten) days' prior notice.

Paragraph 3 - The prior notice mentioned in paragraph 2 shall be dispensed with when all Board members are present or represented at the meeting, or when those absent agree in writing that the meeting is effected.

Paragraph 4 - The board Meeting should only take place with the presence or representation of the absolute majority of its members and decisions must be made by the majority, of votes being the chairman responsible for the casting vote in case of parity.

Paragraph 5 - The minutes of the meetings must be registered in proper book and signed by those present.

Article 21 - The executive directory, composed by up to three members, one being the executive director and the others with no specific designation, will be appointed by the board of directors.

Paragraph 1 - Those appointed to the executive directory must have their names submitted to the Central Bank of Brazil which will approve them in case they fulfill the conditions in the regulations in effect for positions in financial institutions and other institutions authorized to function by the Autarchy.

Paragraph 2 - When their names are approved the members of the executive directory must take office after signing the Confidential Commitment Letter to Banco do Brasil.

Paragraph 3 - The executive directory members while in office must not have any directing position or render any kind of service in financial institutions or any institution authorized to operate by the Central Bank of Brazil.

Article 22 - The board of directors has the obligation to:

I - establish the conditions of extraordinary contributions which must be made by associated institutions to fund the guarantee provided by FGC in the event set forth in article 5, Paragraph 2, item 1, and observing that these contributions:



a) are limited to 50% (fifty per cent) of the fee established for ordinary contributions;

b) are exclusively used to cover some FGC eventual equity deficiency.

II - set the general guideline for services rendered by FGC, especially the standards and policies to be observed in complying with its social purposes and the use of its funds, establishing the requirements for composition and diversification of portfolio risks, being also allowed to outsource its management;

III - approve the internal regulation and define the competencies to decide on and practice all acts within the objectives of the FGC.

IV - appoint and deprive members of the executive directory;

V - approve the FGC funding and investment budget.

VI - present a proposal to alter the percentage of monthly ordinary contributions to Central Bank, of Brazil where it will be examined by and later submitted to the National Monetary Council, as established in Article 2 of this resolution;

VII - approve the salaries to be paid to the executive directory and staff of FGC;

VIII - deliberate over the acts and operations, which according to this Statutes or Internal Regulation are within its competence, including the sale of permanent assets;

IX - Deliberate about hiring independent auditors;

X - Examine the monthly trial balance and manifest itself on the report and the financial statements;

XI - Decide on omissive cases.

Sole Paragraph - FGC is forbidden to invest resources in the purchase of real estate, except when received in settlement of credits in the name of the institution, after which they must be sold.

Article 23 - The executive directory, besides its ordinary management acts, must also:

I - represent FGC actively or passively legally or not;

II - administrate FGC according to its Statutes and Internal Regulations.

Sole Paragraph - The legal representation, either for citation or judicial note, for personal deposition or anything similar, will be the executive director's responsibility, who will be able to indicate one of his peers or an attorney -at law with special powers to do so in his place.

Article 24 - FGC will only be able to take on obligations by means of joint signature:



- I - of two directors;
- II - of one director and one attorney -at law with specific powers.

Sole Paragraph - The FGC proxy's are authorized by two directors and must specify the powers conferred.

**CHAPTER VI -
Corporate Year and
Financial Statements**

Article 25 - The corporate year of FGC will be the same as a calendar year.

Paragraph 1 - At the end of each half year the executive directory must have financial statements elaborated.

Paragraph 2 - At the end of each corporate year the executive directory must have a balance sheet and the demonstration of results in the period elaborated as well as a report on activities and results in the period and the situation of the reserves at the end of the period to be examined by the Board of directors.

Paragraph 3 - Copies of the annual report and financial statements must be sent to all associated institutions and to the Central Bank of Brazil.

Paragraph 4 - The FGC annual and bi-annual financial statements must be examined by independent auditors and published in the "Official Gazette".

Article 26 - The FGC annual results must be recorded in the reserves as stated in the Internal Regulations.

**CHAPTER VII - Fiscal
Council**

Article 27 - FGC will have a Fiscal Council composed of three effective embers and an equal number of alternates, elected by the General meeting.

Article 28 - It is the Fiscal Council's responsibility to examine trial balances and financial statements, the board of directors' report and the independent auditors' opinion, expressing its own opinion on each of them, for further consideration at the general meeting.

Article 29 - The term of office of the Fiscal Council members will be of three years, reelection being permitted.

**CHAPTER VIII -
Liquidation**

Article 30 - FGC will be liquidated either in cases where law is applicable or by determination of the National Monetary Council, through deliberation at the General meeting. The board of directors will be accountable for the appointment of the liquidator after having consulted with the Central Bank of Brazil.



CHAPTER IX - General Dispositions

Article 31 - In case a mechanism of credit guarantee against a financial institutions is created by law as stated in article 192, item VI of the Federal Constitution, FGC will call a General meeting to deliberate on its extinction and the destination of its equity to the guarantee institution then created.

ANNEX II TO RESOLUTION NUMBER 3024 OF 10/24/2002
REGULATIONS OF THE FUNDO GARANTIDOR DE CRÉDITOS - FGC

Article 1 - All investors and depositors in associated institutions are entitled to the protection of the Fundo Garantidor de Créditos - FGC as stated in Article 6 of its Statutes.

Article 2 - The credits guaranteed by FGC are:

- I - demand deposits or deposits which can be drawn on prior notice;
- II - savings accounts deposits;
- III - time deposits, with or without the issuing of a certificate.
- IV - bills of exchange;
- V - real estate bills;
- VI - mortgage bills;
- VII - real estate credit bills.

Paragraph 1 - The following items are not covered by the guarantee:

- I - deposits, loans or any other resources obtained or raised abroad;
- II - operations related to programs of any interest to the government, constituted by law.

Paragraph 2 - The total credits of each person against the same institution or against institutions of the same financial conglomerate will be guaranteed up to R\$ 20,000.00 (twenty thousand reais)

Paragraph 3 - To determine each person's total of guaranteed credits the following criteria must be observed:

- I - the credit holder is the one in whose name the credit is registered in the books of the institution or one designated in the securities issued or accepted by the institution;
- II - credits held against all the institutions of the same financial conglomerate by each credits identified by the respective Individual Taxpayers' Number (CPF) / National Corporation Number (CNPJ) must be added;
- III - spouses are considered distinct parties, irrespective of the marriage



regime;

IV - credits in the name of dependents of the beneficiary identified in the form set forth in item II must be computed separately;

V - in case of investment in commercial papers mentioned in article 2, and the negotiation is intermediated by a member institution of the National Financial System, the credit entitlement against all institutions of FGC must be proven by the client of the institution intermediating the operation by showing the negotiating note in the form of security as stated in Circular 915 of 02/13/1985;

VI - credits held by associations, condominiums, cooperatives, groups or consortium managers, social security private institutions, insurance societies, capitalization societies and other societies and associations with no corporate characteristics and similar institutions will be guaranteed up to R\$ 20,000.00 (twenty thousand reais) in the total of its fortune in one only associated institution;

VII - in joint accounts the guarantee is limited to R\$ 20,000.00 (twenty thousand reais) or to the balance of the account when inferior to this limit, divided by the number of holders, being the guaranteed value credited individually;

VIII - the receiving of credits against FGC associated institutions via proxy must be previously justified and approved by the FGC.

Paragraph 4 - In the case stated in paragraph 3, item V, the intermediating institution must present to the liquidator a list of its clients with the invested values, the date and other characteristics of the investment in securities of the responsibility of the issuer under intervention or in liquidation.

Paragraph 5 - In the occurrence of procedures that may facilitate, through the use of fraud, payment superior to the limit of R\$ 20.000,00 (twenty thousand reais) with the intention of benefiting the same person, FGC may suspend the payments until the clarification of the fact, being the responsibility of the person interested in the payment the evidence of the honesty of the adopted procedures. FGC may either accept the arguments and evidence presented or not.

Article 3 - The payments made by FGC of credits held by depositors or investors against associated institutions will be made according to the use of resources referred to in article 5 of the Statutes, observing the established conditions.

Paragraph 1 - Ordinary contributions of associated institutions are due every month and they are a result of the application of the valid rate over the balance in the accounts that register the obligations corresponding to the guaranteed credits.



Paragraph 2 - As proposed by FGC, the Central Bank of Brazil is responsible for the establishment of the accounts that must serve as basis for the contributions calculation.

Paragraph 3 - When FGC's available funds reach 5% (five per cent) of the total balance of the accounts guaranteed, in the total of associated institutions, the board of directors, with the approval of the executive Directory and the Central Bank of Brazil may deliberate over suspending or reducing for some time the contributions made by institutions to the FGC.

Paragraph 4 - In case FGC's available funds represent less than 5% (five per cent) of the total balance of the accounts guaranteed, the contributions made by the institutions will be received until the available funds reach the limit of 5% (five per cent) of the total balance of the guaranteed accounts.

Paragraph 5 - For the quantification of FGC's available, balance on current accounts and accounts with demand deposits kept in financial institutions must be considered.

Paragraph 6 - The responsibility of the associated institutions is limited to the contributions they are obligated to make for the costing of the guarantee.

Article 4 - In the occurrence of the situations mentioned in article 2, the values that correspond to the payments will be delivered directly by FGC to the legal representative of the institution under intervention or liquidation or in state of insolvency, within the given time established by the Central Bank of Brazil and based on the list of creditors supplied to the Fund, observing the limits established in Article 2, paragraph 2.

Sole Paragraph - FGC will designate at least one financial institution to be in charge of payments.

Article 5 - For the payment of debts of financial institutions, FGC has the right to reimburse the total paid in terms of Article 985, item III of the Civil Code.

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