
Hanoi, 10 July 2013

**PROPOSAL TO THE GENERAL MEETING OF SHAREHOLDERS
On the resignation and election of members to the Board of Directors**

- Pursuant to the Law on Enterprise No. 60/2005/QH11 approved by the National Assembly of the Socialist Republic of Vietnam on 29th November 2005;
- Pursuant to the Law on Credit Institutions No. 47/2010/QH12 approved by the National Assembly of the Socialist Republic of Vietnam on 16th June 2010;
- Pursuant to the Charter of the Vietnam Joint Stock Commercial Bank for Industry and Trade;
- Pursuant to the Decision No. 979/QD-NHNN, dated 26th April 2013 of the Governor of the State Bank of Vietnam on the retirement according to state regulations for Ms. Pham Thi Hoang Tam, member of the Board of Directors of VietinBank;
- Pursuant to the Official Dispatch No. 4948/NHNN-TTGSNH, dated 7th October 2013 of the State Bank of Vietnam on the contents to be proposed to the Second Extraordinary General Meeting of Shareholders in 2013 of Vietnam Joint Stock Commercial Bank for Industry and Trade,

The Board of Directors of Vietnam Joint Stock Commercial Bank for Industrial and Trade respectfully reports and proposes to the Second Extraordinary General Meeting of Shareholders in 2013 to

1. Approve the resignation from the Board of Directors of Vietnam JSC Bank for Industry and Trade of **Ms. Pham Thi Hoang Tam** to retire according to the regime;

2. Approve the election of additional members to the Board of Directors for the period from 2009 to 2014: 02 members;

3. Approve the list of candidates for the additional election to the Board of Directors of Vietnam JSC Bank for Industry and Trade for the term from 2009-2014 includes: Mr. **Go Watanabe**, Executive Director, General Manager of Asia and Oceanic, Bank of Tokyo-Mitsubishi UFJ and Mr. **Hiroyuki Nagata**, Director of Corporate Banking 3 Division (Corporate Banking Group No. 1), the ank of Tokyo-Mitsubishi UFJ, Ltd.

(CVs of 02 candidates are attached)

The Board of Director of Vietnam JSC Bank for Industry and Trade proposes to the General Meeting of Shareholders to consider and approve the above contents./.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

Pham Huy Hung