

**VIETNAM JOINT STOCK COMMERCIAL
BANK FOR INDUSTRY AND TRADE**

108 Tran Hung Dao, Hoan Kiem, Hanoi

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Business Registration Certificate No. 0100111948

Revised for 12th time on September 8th 2021

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Hanoi, April ,2022

DRAFT

PROPOSAL

Request for approval of selection of an independent audit firm to audit VietinBank's financial statements and operation of the internal audit function in 2023

**Respectfully to: the General Meeting of Shareholders of Vietnam Joint Stock
Commercial Bank for Industry and Trade**

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;

Pursuant to the Law on Credit Institutions No. 47/2010/QH12 dated June 16, 2010 and the Law Amending and Supplementing a Number of Articles of the Law on Credit Institutions No. 17/2017/QH14 dated November 20, 2017;

Pursuant to the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 detailing a number of articles of the Law on Securities;

Pursuant to the Circular No. 39/2011/TT-NHNN dated December 15, 2011 of the State Bank of Vietnam on the independent audit of credit institutions and foreign bank branches and Circular 24/2021/TT-NHNN dated December 31, 2021 of the State Bank of Vietnam amending and supplementing a number of articles of Circular 39/2011/TT-NHNN;

Pursuant to the Charter on Organization and Operation of Vietnam Joint Stock Commercial Bank for Industry and Trade (VietinBank).

The Supervisory Board of Directors of VietinBank hereby respectfully submits to the Annual General Meeting of Shareholders as follows:

As required in Article 6, Chapter 2 of Circular 39/2011/TT-NHNN dated December 15, 2011 regulating independent audit of credit institutions and foreign bank branches - Time for selection of independent auditor: *“Prior to the end of each fiscal year, a credit institution or foreign bank's branch shall select an independent auditor in compliance with this Circular to audit its financial statements and the operation of its internal control function for the next fiscal year”.*

Also, as required in Point m, Clause 2, Article 138, Chapter V of the Law on Enterprises no. 59/2020/QH14 dated June 17, 2020 – Rights and obligations of the General Meeting of Shareholders: *“Approve the list of independent audit firms; decide the independent audit firm for auditing the company's operations, dismiss an independent auditor when deemed necessary.”*

Accordingly, by the end of 2022, VietinBank will have to select an independent audit firm to audit its financial statements and the operation of the internal control system for the year of 2023. The Supervisory Board, therefore, respectfully seeks the Annual General Meeting of Shareholders' approval of authorizing the Board of Directors to select a capable and experienced firm which meets the conditions specified in Circular No.39/2011/TT-NHNN, Circular No.24/2021/TT-NHNN

amending and supplementing Circular No.39/2011/TT-NHNN, and is included in the list of audit firms accepted by the Ministry of Finance to audit the financial statements and the operation of internal control system of VietinBank for the year of 2023 in accordance with provisions of the Law on Enterprises No.59/2020/QH14, Circular No.39/2011/TT-NHNN, Circular No.24/2021/TT-NHNN and applicable laws.

We hereby seek the approval of the General Meeting of Shareholders.

**PP. THE SUPERVISORY BOARD
HEAD**

Le Anh Ha