



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

Address: 108 Tran Hung Dao, Hoan Kiem, Hanoi
Telephone: +8424.39421030; Fax: +8424.39421032
Business License No. 010011948 licensed for the 11th
time on 01st November 2018

Website: <http://investor.vietinbank.vn>

**SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness**

Hanoi, 23rd November 2020

No: **22/NQ-DHDCD**

DRAFT

**RESOLUTION
GENERAL MEETING OF SHAREHOLDERS
VIETNAM JOINT STOCK COMMERCIAL BANK FOR INDUSTRY AND TRADE
GENERAL MEETING OF SHAREHOLDERS
VIETNAM JOINT STOCK COMMERCIAL BANK FOR INDUSTRY AND TRADE**

- Pursuant to the Law on Credit Institutions No.47/2010/QH12 dated 16/6/2010; the Law on Amendment and Supplement of several articles of the Law on Credit Institutions No. 17/2017/QH14 dated 20/11/2017;
- Pursuant to the Law on Enterprises No.68/2014/QH13 dated 26/11/2014;
- Pursuant to the Law on Securities No. 70/2006/QH11 dated 29/6/2006; the Law on Amendment and Supplement of several articles of the Law on Securities No. 62/2010/QH12 dated 24/11/2010;
- Pursuant to the Charter on Organization and Operation of Vietnam Joint Stock Commercial Bank for Industry and Trade (VietinBank);
- Pursuant to Minutes of shareholders voting result dated 23rd November 2020 on obtaining shareholders' written opinions on Plan to increase Charter Capital by issuing shares to pay dividends from profits after tax and funds appropriation of 2017 & 2018, and remaining profit after tax, funds appropriation and cash dividends of 2019.

DECIDED:

Article 1. To approve the Plan to increase Charter Capital by issuing shares to pay dividends from profits after tax and funds appropriation of 2017 & 2018, and remaining profit after tax, funds appropriation and cash dividends of 2019 as follows:

1. Plan to increase Charter Capital by issuing shares to pay dividends from profits after tax and funds appropriation of 2017 & 2018, and remaining profit after tax, funds appropriation and cash dividends of 2019:

- **To-be-increased amount of charter capital:**
 - + Amount of charter capital as at the time of issuance: VND 37,234,046 million
 - + Expected additional amount of charter capital through issuance of shares for dividend payout: VND 10,719,644 million
 - + Expected amount of charter capital post issuance of shares for dividend payout: VND 47,953,690 million (28.7899% increase over charter capital amount pre-share issuance).
- **Plan on share issuance for dividend payout**
 - + **Type of shares:** Common shares
 - + **Par value:** VND 10,000/share (Ten thousand dong/share).
 - + **Number of shares in circulation:** 3,723,404,556 shares
 - + **Number of treasury stocks:** 0 share
 - + **Maximum number of shares expected to be issued:** 1,071,964,449 shares
 - + **Total par value of issued shares:** VND 10,719,644 million
 - + **Issuance rate:** 28.7899% of the number of shares in circulation.
(Number of shares to be issued, Total par value of issued shares, Specific issuance rate will comply with the approval of the State competent authorities).

- + **Target buyers:** The existing shareholders in VietinBank's list of shareholders as at the time of closing the right to receive stock dividend under the capital increase plan approved by the GMS and in compliance with current legal provisions.
 - + **Source of funds for implementation:** from the entire amount of profit after tax and required fund appropriations in 2017-2018 and the remaining profit after the cash dividend in 2019.
 - + **Time of issuance:** The GMS to authorize the Board of Directors to decide the timing for share issuance after getting the approval of the issuance plan from the competent authorities.
 - + **Time of completion:** The timeline for completion of the charter capital increase is in accordance with the license/ approval of the competent authorities.
 - + **Plan for handling fractional shares:** Number of shares issued to pay dividend to shareholders will be rounded down, decimal fraction will be canceled. For example: A shareholder holding 100 shares at the time of closing the shareholder list will receive 28 shares as stock dividend.
 - **Registration and listing of additional shares and putting new shares into trading:** Newly issued shares will be registered for depository at the Vietnam Securities Depository (VSD) and listed on the Ho Chi Minh City Stock Exchange (HOSE) in accordance with the current law.
 - **Other contents:** as stated in Plan to increase Charter Capital by issuing shares to pay dividends from profits after tax and funds appropriation of 2017 & 2018, and remaining profit after tax, funds appropriation and cash dividends of 2019 of VietinBank.
- 2. General Meeting of Shareholders to approve:**
- Approve the "Plan to increase Charter Capital by issuing shares to pay dividends from profits after tax and funds appropriation of 2017 & 2018, and remaining profit after tax, funds appropriation and cash dividends of 2019".
 - Approve the registration for depository, trading and listing of additional shares.
 - Authorize the BoD to:
 - + Make decision on the "Plan to increase Charter Capital by issuing shares to pay dividends from profits after tax and funds appropriation of 2017 & 2018, and remaining profit after tax, funds appropriation and cash dividends of 2019" according to the content approved by the State competent authorities.¹
 - + Approve the amendment and promulgation of the Charter on organization and operation of VietinBank, reflecting the increased amount of charter capital, the number of additional shares.
 - + Decide and approve the necessary contents to implement the procedures of: Raising charter capital, issuing shares to pay dividends, amending the License for establishment and operation, Certificate of business registration, registering for depository, trading and listing of additional shares and other procedures as provided for by Laws.
 - + Decide other issues related to the increase in charter capital of VietinBank.

Article 2: Execution clause

1. This resolution took effect from 23rd November, 2020.
2. The Members of the BoD, Supervisory Board and the BoM are responsible for the implementation of this resolution and arranging for the implementation in consistence with their functions, in compliance with the provision of Laws and the Charter on Organization and Operation of VietinBank.

Recipients:

- As per Article 8;
- The State Bank of Vietnam (to report);
- The SSC, HOSE, VSD;
- VietinBank's website;
- Archived at: Administration Office, Office of the BoD.

**ON BEHALF OF THE GMS
CHAIRMAN**

Le Duc Tho

1 Plan to increase Charter Capital by issuing shares to pay dividends from profits after tax and funds appropriation of 2017 & 2018, and remaining profit after tax, funds appropriation and cash dividends of 2019 that VietinBank is submitting to the State competent authorities is the contents as presented in the attached Proposal on Charter Capital Increase. VietinBank will do according to the approval of the State competent authorities. The General Meeting of Shareholders authorizes VietinBank's Board of Directors to decide the plan on capital increase according to the content approved by the State competent authorities for VietinBank to implement.