

**APPENDIX ON PROPOSED AMENDMENTS TO THE CHARTER OF VIETINBANK**

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
<b>INTRODUCTION</b>	<b>INTRODUCTION</b>	
This Charter was duly approved in accordance with the Resolution of the General Meeting of Shareholders No.25/NQ-DHDCD dated 29 April 2022 and Decision of the Board of Directors No. 480/NQ-HDQT-NHCT-VPHDQT1 dated 25 December 2023.	This Charter was duly approved in accordance with the Decision of the General Meeting of Shareholders at the meeting held on ...../...../.....	
<b>CHAPTER I:</b>	<b>CHAPTER I:</b>	Heading (no change to the content)
<b>DEFINITIONS</b>	<b>DEFINITIONS</b>	Heading (no change to the content)
<b>Article 1. Interpretation</b>	<b>Article 1. Interpretation</b>	Heading (no change to the content)
1. <b>“Charter capital”</b> means the total value of shares of all types which have been already sold as stipulated in Article 12 of this Charter.	1. <b>"Charter capital"</b> means <i>the total par value of shares of VietinBank which have been sold to shareholders.</i>	Amended to be consistent with Clause 42 Article 4 of the Law on Credit Institutions 2024
2. <b>“Law on Credit institutions”</b> means the Law on Credit Institutions No. 47/2010/QH12 dated 16th June 2010, Law No.17/2017/QH14 dated 20th November 2017 amending, supplementing several Articles of Law on Credit Institutions No.47/2010/QH12.	2. <b>“Law on Credit institutions”</b> means the Law on Credit Institutions No. 32/2024/QH15 dated 18th January 2024.	Amended to be consistent with the Law on Credit Institutions 2024
3. <b>“Law on Enterprises”</b> means the Law on Enterprises No.59/2020/QH13 dated 17th June 2020	3. <b>"Law on Enterprises"</b> means the Law on Enterprises No.59/2020/QH13 dated 17th June 2020, <i>amended and supplemented according to the Law No.03/2022/QH15 dated January 11, 2022.</i>	Amended to be consistent with Law No. 03/2022/QH15
10. <b>“Major shareholder”</b> means a shareholder that directly or indirectly owns five percent (5%) or more of VietinBank’s voting Share capital.	10. <b>“Major shareholder”</b> is a shareholder who owns 05% (five percent) or more of the voting shares of VietinBank, including the shares that are indirectly owned by such shareholder.	Amended to be consistent with Clause 8 Article 4 of the Law on Credit Institutions 2024
14. <b>“Subsidiaries”</b> : A company is considered as a subsidiary of VietinBank if it falls within one of the following cases:	14. <b>“Subsidiaries”</b> : A company is considered as a subsidiary of VietinBank if it falls within one of the following cases:	Heading (no change to the content)
a) VietinBank owns or VietinBank and Related persons of VietinBank own over 50% of the Charter capital or 50% of voting Share capital;	a) VietinBank owns or VietinBank and related persons of VietinBank own over 50% of the Charter capital or over 50% of <i>the number</i> of voting shares <i>of such company</i> ;	Amended to be consistent with Clause 9 Article 4 of the Law on Credit Institutions 2024

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b) VietinBank is entitled to directly or indirectly nominate the majority or the entire number of the members of the Board of Directors, Members' Council or General Director (Director) of the Subsidiary;	b) VietinBank is entitled <i>nominate the majority</i> or the entire number of the members of the Board of Directors, Members' Council or General Director (Director) of <i>such company</i> ;	Amended to be consistent with Point b of Clause 9, Article 4 of the Law on Credit Institutions 2024
c) VietinBank reserves the right to decide on the amendment and supplement to the charter of the Subsidiary;	c) VietinBank reserves the right to decide on the amendment and supplement to the charter of <i>such company</i> ;	Amended to be consistent with Point c of Clause 9, Article 4 of the Law on Credit Institutions 2024
d) VietinBank and Related persons of VietinBank are entitled to directly or indirectly control the approval of Resolutions, decisions of General Meeting of Shareholders, Board of Directors, and Members' Council of the Subsidiary.	d) <i>VietinBank or VietinBank</i> and Related persons of VietinBank are entitled to directly or indirectly control the approval of Resolutions, decisions of General Meeting of Shareholders, Board of Directors, and Members' Council of <i>such company</i> .	Amended to be consistent with Point d of Clause 9, Article 4 of the Law on Credit Institutions 2024
15. “ <b>Affiliated company</b> ” means a company, of which VietinBank owns or VietinBank and Related persons of VietinBank own over 11% of the Charter capital or over 11% of voting Share capital, but is not a Subsidiary of VietinBank.	15. “ <b>Affiliated company</b> ” means a company <i>that</i> VietinBank owns or VietinBank and Related persons of VietinBank own over 11% of the Charter capital or over 11% of voting Share capital, but is not a Subsidiary of VietinBank.	Amended to be consistent with Clause 11 Article 4 of the Law on Credit Institutions 2024
20. “ <b>Related person</b> ” means an organization, individual that has direct or indirect relationship with another organization, individual, falling into one of the following cases:	20. “ <b>Related person</b> ” means an organization, individual that has direct or indirect relationship with another organization, individual, falling into the following cases:	Heading (no change to the content)
a) A parent company with its subsidiary company and vice versa; a credit institution with its subsidiary company and vice versa; Subsidiary companies of the same parent company or credit institution; managers, members of the Supervisory Board, legal representatives of a parent company or credit institution, individuals or organizations with competent authority to appoint such persons with the Subsidiary company and vice versa;	a) A parent company with its subsidiary company and vice versa; <i>a parent company with a Subsidiary of its Subsidiary company and vice versa</i> ; a credit institution with its subsidiary company and vice versa; <i>a credit institution with a subsidiary of its Subsidiary and vice versa</i> ; Subsidiary companies of the same parent company or credit institution; <i>Subsidiaries of subsidiary companies of the same parent company or of the same credit institution</i> ; Managers, <i>supervisors</i> , members of the Supervisory Board, legal representatives of a parent company or credit institution, individuals or organizations with competent authority to appoint such persons with the Subsidiary company and vice versa;	Amended to be consistent with Clause 24 Article 4 of the Law on Credit Institutions 2024
b) A company or credit institution with its managers, members of the Supervisory Board, legal representatives of such company or credit institution, or with companies or organizations with competent authority to appoint such persons. and vice versa;	b) A company or credit institution with its managers, <i>supervisors</i> , members of the Supervisory Board, legal representatives of such company or credit institution, or with companies or organizations with competent authority to appoint such persons. and vice versa;	Amended to be consistent with Point b of Clause 24, Article 4 of the Law on Credit Institutions 2024

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d) An individual with his/her spouse, parents, children, siblings;	d) <i>An individual with his/her spouses; biological parents, adoptive parents, stepfather, stepmother, parents-in-law; biological children, adopted children, stepchildren of spouses, children-in-law; biological siblings; half-siblings; brothers-in-law, sisters-in-law in relation to biological siblings or half-siblings (hereinafter referred to as spouse, parents, children, siblings); paternal and maternal grandparents; grandchildren; uncles, aunts, nephews and nieces;</i>	Amended to be consistent with Point d of Clause 24, Article 4 of the Law on Credit Institutions 2024
dd) A company or credit institution with spouses, parents, adoptive parents, parents-in-law, children, adopted children, children-in-law, siblings, siblings-in-law of its managers, legal representatives and members of the Supervisory Board, or Supervisors, capital contributors or shareholders as owners of 5% or more of Charter capital or voting Share capital of such entity and vice versa;	dd) A company or credit institution <i>with individuals having relationships with as mentioned in Clause d hereof</i> of its managers, legal representatives and members of the Supervisory Board, or Supervisors and shareholders as owners of 5% or more of Charter capital or voting Share capital of such entity and vice versa;	Amended to be consistent with Point dd of Clause 24, Article 4 of the Law on Credit Institutions 2024
e) An individual who is authorized to represent an organization or individual specified at Points a, b, c, d and dd of this Clause with his/her individual or institutional principal; individuals who are authorized to represent the contributed capital of the same organization with each other.	e) An individual who is authorized to represent for <i>the contributed capital</i> of an organization or individual specified at Points a, b, c, d and dd of this Clause with his/her individual or institutional principal; individuals who are authorized to represent the contributed capital of the same organization with each other.	Amended to be consistent with Point e of Clause 24, Article 4 of the Law on Credit Institutions 2024
(g) Other legal entities, individuals with whom the relationship may create latent risks for the operation of a credit institution, foreign bank’s branch as determined according to the internal regulations of such credit institution and foreign bank’s branch or written requests of the State Bank through its inspection and supervision activities for each specific case.	(g) Other legal entities, individuals with whom the relationship may create latent risks for the operation of a credit institution, foreign bank’s branch as determined according to the internal regulations of such credit institution and foreign bank’s branch or written requests of the State Bank through its inspection and supervision activities.	Amended to be consistent with Point g of Clause 24, Article 4 of the Law on Credit Institutions 2024
21. “ <b>Law</b> ” means any document listed in Article 4 of the Law on Promulgation of Legal Documents passed by the National Assembly of Vietnam on 22 June 2015, and if it is amended or supplemented, the documents then defined as legal normative documents under such amendments or supplements shall be included.	21. “ <b>Law</b> ” means any document listed in Article 4 of the Law on Promulgation of Legal Documents passed by the National Assembly of Vietnam on 22 June 2015, and if it is amended or supplemented, the documents then defined as legal normative documents under such amendments or supplements shall be included.	Amended to be consistent with the way of writing the term in the rest of the Charter (no change in English, only making sense in Vietnamese where Phap Luat (capitalized both words) is amended in to Phap luat - capitalized only the first word))
22. “ <b>Independent member of the Board of Directors</b> ” means a member of the Board of Directors who satisfies the following requirements:	22. “ <b>Independent member of the Board of Directors</b> ” means a member of the Board of Directors who satisfies the following requirements:	Heading (no change to the content)
c) Not being a person who is entitled to receive regular wage and remuneration provided by VietinBank except for allowance received as a member of the Board of Directors according to regulations;	c) Not being a person who is entitled to receive regular wage and remuneration provided by VietinBank except for <i>remuneration</i> received as a member of the Board of Directors;	Amended to be consistent with Point b of Clause 2, Article 41 of the Law on Credit Institutions 2024

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d) Not being a person, whose spouse, parents, adoptive parents, children, adopted children or siblings and spouse of such persons are Major shareholders of VietinBank, Managers of VietinBank or its subsidiaries;	<i>d) Not having spouse, parents, children, siblings and spouse of such persons who are major shareholders of VietinBank, managers or supervisors, members of the Supervisory Board of VietinBank or its subsidiaries;</i>	Amended to be consistent with Point c of Clause 2, Article 41 of the Law on Credit Institutions 2024
e) Not being a person who directly, indirectly or representatively owns 1% or more of the Charter capital or the voting share capital of VietinBank; not being a person, together with related persons own 5% or more of the Charter capital or the voting share capital of VietinBank;	<i>e) Not representatively owning of shares of VietinBank; not owning, together with related persons, directly or indirectly 01% or more of charter capital or voting share capital of VietinBank;</i>	Amended to be consistent with Point d of Clause 2, Article 41 of the Law on Credit Institutions 2024
f) Not being a manager, member of the Supervisory Board of VietinBank at any time in the past 5 consecutive years, except for the case of reappointment for the second term of office consecutively.	f) Not being a manager, member of the Supervisory Board of VietinBank at any time in the past 5 consecutive years.	Amended to be consistent with Point dd of Clause 2, Article 41 of the Law on Credit Institutions 2024
24. “ <b>Legal capital</b> ” means the minimum level of capital as required by the Law to establish a Bank.	24. “ <b>Legal capital</b> ” means the minimum level of capital that <i>must be available</i> as required by the Law to establish a Bank.	Amended to be consistent with Clause 44 Article 4 of the Law on Credit Institutions 2024
<b>CHAPTER II:</b>	<b>CHAPTER II:</b>	Heading (no change to the content)
<b>NAME, FORM, HEAD OFFICE, BRANCHES, REPRESENTATIVE OFFICES,</b>	<b>NAME, FORM, HEAD OFFICE, BRANCHES, REPRESENTATIVE OFFICES,</b>	Heading (no change to the content)
<b>DURATION OF OPERATION, LEGAL REPRESENTATIVE,</b>	<b>DURATION OF OPERATION, LEGAL REPRESENTATIVE,</b>	Heading (no change to the content)
<b>CORPORATE SEAL OF VIETINBANK</b>	<b>CORPORATE SEAL OF VIETINBANK</b>	Heading (no change to the content)
<b>Article 2. Name, Head office, branches, representative offices and duration of operation of VietinBank</b>	<b>Article 2. Name, Head office, branches, representative offices and duration of operation of VietinBank</b>	Heading (no change to the content)
3. VietinBank is entitled to establish domestic and overseas branches, representative offices; establish subsidiaries, non-business units in order to carry out VietinBank’s objectives in compliance with the Resolutions of the Board of Directors, Decisions of the State Bank and the relevant Law.	3. VietinBank is entitled to establish <i>domestic branches, representative offices, and non-business units; establish and convert legal forms of overseas commercial presence, including branches, representative offices and other forms of commercial presence overseas</i> in order to carry out VietinBank’s objectives in compliance with the Resolutions of the Board of Directors, Decisions of the State Bank and the relevant Law.	Amended to be consistent with Clause 1 Article 38 of the Law on Credit Institutions 2024
N/A	5. <i>VietinBank's Establishment and Operation License is also the Business Registration Certificate.</i>	Supplemented to be consistent with Clause 2 Article 27 of the Law on Credit Institutions 2024
<b>Article 4. Legal representative:</b>	<b>Article 4. Legal representative:</b>	Heading (no change to the content)

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N/A	4. <i>The legal representative of VietinBank must reside in Vietnam. In case of absence from Vietnam, he/she must authorize in writing another person who is a manager or an executive officer of VietinBank residing in Vietnam to exercise the rights and obligations of the legal representative of VietinBank.</i>	Supplemented to be consistent with Clause 2 Article 11 of the Law on Credit Institutions 2024
	5. <i>VietinBank must notify the State Bank of the legal representative of VietinBank within 10 days from the date of election and appointment of the legal representative according to the provisions of VietinBank's Charter or from the date of change in the legal representative.</i>	Amended to be consistent with Clause 3 Article 11 of the Law on Credit Institutions 2024
<b>CHAPTER III:</b>	<b>CHAPTER III:</b>	Heading (no change to the content)
<b>DEVELOPMENT STANDPOINT, LINES OF BUSINESS AND MISSION</b>	<b>DEVELOPMENT STANDPOINT, LINES OF BUSINESS AND MISSION</b>	Heading (no change to the content)
<b>OF VIETINBANK</b>	<b>OF VIETINBANK</b>	Heading (no change to the content)
<b>Article 6. Development standpoint, lines of business and mission of VietinBank</b>	<b>Article 6. Development standpoint, lines of business and mission of VietinBank</b>	Heading (no change to the content)
3. VietinBank' mission is to be a pioneer bank in the development of the country on the basis of bringing optimal value to customers, Shareholders and employees.	3. VietinBank' mission is to be a pioneer bank in the development of the country on the basis of bringing optimal value to customers, shareholders and employees, <i>partners and community</i> .	Amended according to the updated mission of VietinBank
<b>Article 7. Scope of business and operation</b>	<b>Article 7. Scope of business and operation</b>	Heading (no change to the content)
1. VietinBank is entitled to undertake all business activities as specified in the establishment and operation license issued by the State Bank, Business Registration Certificate, this Charter and in compliance with the Law.	1. VietinBank is entitled to undertake all business activities as specified in the license for establishment and operation issued by the State Bank ( <i>which is also the Business Registration Certificate</i> ), this Charter and in compliance with the Law.	Amended to be consistent with Clause 2 Article 27 of the Law on Credit Institutions 2024
<b>Article 8. Main activities of VietinBank</b>	<b>Article 8. Main activities of VietinBank</b>	Heading (no change to the content)
1. Commercial banking activities	1. Commercial banking activities	Heading (no change to the content)
a) Fund mobilization	a) Fund mobilization	Heading (no change to the content)
(ii) Issuing certificates of deposit, promissory notes, bonds and other debt instruments;	<i>(ii) Issuing certificates of deposit</i>	Amended to be consistent with Clause 2 Article 107 of the Law on Credit Institutions 2024
b) Credit activities	b) Credit activities	Heading (no change to the content)

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N/A	<i>(V) Letters of credit;</i>	Supplemented to be consistent with Clause 4 Article 4 of the Law on Credit Institutions 2024
2. Other banking activities	2. Other banking activities	Heading (no change to the content)
a) Financial investments:	a) Financial investments:	Heading (no change to the content)
	<i>b) Bond issuance</i>	Amended to be consistent with Point b of Clause 2, Article 114 of the Law on Credit Institutions 2024
b) Securities services:	b) Securities services:	Heading (no change to the content)
N/A	<i>(iv) Providing clearing and settlement services for securities transactions according to the provisions of Point a, Clause 4, Article 56 of the Law on Securities;</i>	Supplemented according to Decision 2080/QD-NHNN dated November 3, 2023 of the State Bank regarding adding operational content to VietinBank's License
e) Trading in and providing domestic and overseas customers with derivative products of exchange rate, interest, foreign exchange, currencies, commodities and financial products subject to regulations of prevailing laws	f) Trading in and providing domestic and overseas customers with derivative products of interest, foreign exchange, currencies <i>and other financial assets</i>	Amended to be consistent with Point b of Clause 1, Article 112 of the Law on Credit Institutions 2024
2. VietinBank may negotiate with its customers to apply international practices issued by the International Chamber of Commerce or other international practices if such practices are not contrary to the Vietnamese laws.	VietinBank may negotiate with its customers to apply international practices issued by the International Chamber of Commerce or other international practices if such practices are not contrary to <i>the basic principles</i> of Vietnamese laws.	Amend to be consistent with Clause 2, Article 3 of the Law on Credit Institutions 2024
<b>CHAPTER IV:</b>	<b>CHAPTER IV:</b>	Heading (no change to the content)
<b>CHARTER CAPITAL, SHARES, SHARE CERTIFICATES, SHAREHOLDERS</b>	<b>CHARTER CAPITAL, SHARES, SHARE CERTIFICATES, SHAREHOLDERS</b>	Heading (no change to the content)
<b>Article 17. Transfer of Shares</b>	<b>Article 17. Transfer of Shares</b>	Heading (no change to the content)
6. VietinBank must obtain approval from the State Bank in writing before commencing any procedure for changing any of the following:	6. VietinBank must obtain approval from the State Bank in writing before commencing any procedure for <i>changing the following : Purchase and transfer of shares, leading to becoming a Major shareholder</i>	Amended to be consistent with Point d of Clause 1, Article 37 of the Law on Credit Institutions 2024

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a) Sale and purchase, transfer of Shares of Major shareholders;	<i>Deleted</i>	Deleted to be consistent with Point d of Clause 1, Article 37 of the Law on Credit Institutions 2024
b) Sale and purchase, transfer of Shares which make Major shareholders become normal Shareholders and vice versa.	<i>Deleted</i>	Deleted to be consistent with Point d of Clause 1, Article 37 of the Law on Credit Institutions 2024
7. An individual Shareholder and representative of an institutional Shareholder being a member of the Board of Directors, Supervisory Board or General Director of VietinBank shall not be entitled to transfer his/her Shares during his/her incumbency;	7. An individual Shareholder and representative for <i>the contributed capital</i> of an institutional Shareholder being a member of the Board of Directors, Supervisory Board or General Director of VietinBank shall not be entitled to transfer his/her Shares during his/her incumbency; <i>The representative of the contributed capital specified in this clause does not include the representative of the State's capital contribution at VietinBank.</i>	Amend to be consistent with Clause 1, Article 64 of the Law on Credit Institutions 2024
8. When dealing with consequences in accordance with resolution of the General Meeting of Shareholders or decision of the State Bank caused by individuals as members of Board of Directors, members of Supervisory Board and the General Director, they shall not be entitled to transfer their shares unless falling into one of the following cases:	8. When dealing with consequences caused by individuals as members of Board of Directors, members of Supervisory Board and the General Director in accordance with a resolution <i>or decision</i> of the General Meeting of Shareholders or decision of the State Bank, they shall not be entitled to transfer their shares unless falling into one of the following cases:	Amended to be consistent with Clause 1 Article 64 of the Law on Credit Institutions 2024
b) They are forced to transfer their Shares according to the Decision of the Court;	b) They are forced to transfer their Shares according to <i>legally effective Court judgments and decisions.</i>	Amended to be consistent with Point b of Clause 2, Article 64 of the Law on Credit Institutions 2024
c) They transfer their Shares to other investors in order to implement a restructuring plan which has been approved by the competent authority.	c) They transfer their shares to other investors in order to <i>implement the recovery plan, the plan to transfer the entire contributed capital or the forced transfer plan that has been approved.</i>	Amended to be consistent with Point c of Clause 2, Article 64 of the Law on Credit Institutions 2024
<b>Article 19. Share ownership limit</b>	<b>Article 19. Share ownership limit</b>	Heading (no change to the content)
1. An individual Shareholder shall not own more than 5% of the Charter capital of VietinBank.	1. An individual Shareholder shall not own <i>Shares</i> of more than 5% of the Charter capital of VietinBank.	Amended to be consistent with Clause 1 Article 63 of the Law on Credit Institutions 2024
2. An institutional Shareholder shall not own more than 15% of the Charter capital of VietinBank except for the following cases:	2. An individual Shareholder shall not own <i>Shares</i> of more than 10% of the Charter capital of VietinBank.	Amended to be consistent with Clause 2 Article 63 of the Law on Credit Institutions 2024

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a) VietinBank is under special surveillance in accordance with a restructuring plan approved by competent authorities;	<i>Deleted</i>	Deleted to be consistent with Clause 2 Article 63 of the Law on Credit Institutions 2024
b) State ownership of shares in VietinBank;	<i>Deleted</i>	Deleted to be consistent with Clause 2 Article 63 of the Law on Credit Institutions 2024
c) Share ownership of foreign investor stipulated in clause 2 of Article 16 of the Law on Credit Institutions.	<i>Deleted</i>	Deleted to be consistent with Clause 2 Article 63 of the Law on Credit Institutions 2024
3. A Shareholder and the Related persons of such Shareholder shall not own more than 20% of the Charter capital of VietinBank, except for the cases specified in Clause 2 of this Article. A Major shareholder of VietinBank and Related persons of such Shareholder must not own 5% or more of the Charter capital of another credit institution.	3. A Shareholder and the Related persons of such Shareholder shall not own more than <i>15%</i> of the Charter capital of VietinBank. A Major shareholder of VietinBank and Related persons of such Shareholder must not own 5% or more of the Charter capital of another credit institution.	Amended to be consistent with Clause 3 Article 63 of the Law on Credit Institutions 2024
N/A	4. <i>The provisions in clauses 2 and 3 of this Article shall not apply to the following cases:</i> a) <i>State ownership of shares in VietinBank;</i> b) <i>Share ownership of foreign investors specified in Clause 7 of this Article.</i>	Supplemented to be consistent with Clause 4 Article 63 of the Law on Credit Institutions 2024
5. The shareholding percentage prescribed in Clauses 1, 2 and 3 of this Article includes the fund entrusted to other organizations and individuals to purchase Shares.	6. <i>Share ownership ratio specified in Clauses 1 and 2 of this Article includes indirectly owned shares. The share ownership ratio specified in Clause 3 of this Article includes shares entrusted by shareholders to other organizations or individuals to purchase and does not include ownership of shares by related persons that are subsidiaries. of such shareholder according to the provisions of Point a, Clause 9, Article 4 of the Law on Credit Institutions and the provisions of Point a, Clause 14, Article 1 of this Charter.</i>	Amended to be consistent with Clause 5 Article 63 of the Law on Credit Institutions 2024
N/A	7. <i>Foreign investors may buy shares of VietinBank according to regulations of the Law.</i>	Supplemented to be consistent with Clause 7 Article 63 of the Law on Credit Institutions 2024
<b>Article 21. Share certificate</b>	<b>Article 21. Share certificate</b>	Heading (no change to the content)
3. If Shares are issued in the form of certificates, VietinBank must issue Share certificates to Shareholders within 30 days from the date shareholders fully pay to VietinBank for the Shares they have committed to purchase for the case of Charter capital raising of VietinBank.	3. If Shares are issued in the form of certificates, VietinBank must issue Share certificates to shareholders within 30 days from the date shareholders fully pay the <i>Share subscription amount</i> to VietinBank for the case of Charter capital raising of VietinBank.	Amended to be consistent with Clause 2 Article 66 of the Law on Credit Institutions 2024



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<b>Article 23. Rights of shareholders</b>	<b>Article 23. Rights of shareholders</b>	Heading (no change to the content)
1. Ordinary shareholders shall have the following rights:	1. Ordinary shareholders shall have the following rights:	Heading (no change to the content)
b) To nominate other people as candidates for the Board of Directors or Supervisory Board in accordance with this Charter and the Law.	<i>b) To nominate other people as candidates for the Board of Directors, the Supervisory Board in accordance with this Charter. The list of candidates must be sent to the Board of Directors within the deadline prescribed by the Board of Directors.</i>	Amended to be consistent with Clause 9 Article 61 of the Law on Credit Institutions 2024
c) To receive dividends at the rate prescribed in the decision of the General Meeting of Shareholders.	c) To receive dividends at the rate prescribed in the <i>resolution</i> of the General Meeting of Shareholders.	Amended to be consistent with Clause 2 Article 61 of the Law on Credit Institutions 2024
d) To be given preemptive right to purchase new shares in pro-rata to the percentage of ordinary shares held by each shareholder in VietinBank.	d) To be given preemptive right to purchase new shares <i>offered for sale</i> in pro-rata to the percentage of ordinary shares held by each shareholder in VietinBank.	Amended to be consistent with Clause 3 Article 61 of the Law on Credit Institutions 2024
e) To freely transfer their shares which have been fully paid in accordance with this Charter and the prevailing law.	<i>e) To transfer shares and share purchase rights to other shareholders of VietinBank or other organizations and individuals according to the provisions of Law and VietinBank's Charter.</i>	Amended to be consistent with Clause 4 Article 61 of the Law on Credit Institutions 2024
f) To review, look up and make an extract of the information on the name and contact address in the list of shareholders having voting rights; to request the amendment of inaccurate self information.	f) To <i>view</i> , look up and make an extract of the information on the name and contact address in the list of shareholders having voting rights; to request the amendment of inaccurate self information.	Amended to be consistent with Clause 5 Article 61 of the Law on Credit Institutions 2024
g) To review, look up and make an extract or copy of VietinBank's Charter, the book of minutes of General Meeting of Shareholders and Resolutions of the General Meeting of Shareholders.	g) To <i>view</i> , look up and make an extract or copy of VietinBank's Charter, the book of minutes of General Meeting of Shareholders and Resolutions of the General Meeting of Shareholders.	Amended to be consistent with Clause 6 Article 61 of the Law on Credit Institutions 2024
h) In case VietinBank is dissolved or goes bankrupt, to receive a part of the remaining property of the Bank corresponding to the percentage of number of shares owned after the Bank has fully performed its obligations to its creditors and other priority partners as provided for by law.	<i>h) To be shared the remaining properties corresponding to the number of shares owned at VietinBank when VietinBank is dissolved or goes bankrupt.</i>	Amended to be consistent with Point d of Clause 7, Article 61 of the Law on Credit Institutions 2024
4. A Shareholder or a group of Shareholders holding from 10% or more of total ordinary Shares of VietinBank shall have the right to nominate candidates to the Board of Directors and Supervisory Board. Board of Directors and the Supervisory Board nomination shall follow the below rules:	4. A Shareholder or a group of Shareholders holding from <i>05%</i> or more of total ordinary shares of VietinBank shall have the right to nominate candidates to the Board of Directors and Supervisory Board. Board of Directors and the Supervisory Board nomination shall follow the below rules:	Amended to be consistent with Clause 10 Article 61 of the Law on Credit Institutions 2024

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<p>b) An institutional Shareholder who owns: Less than 10% of the total number of Ordinary Shares may authorize up to 01 representative; from 10% to less than 30% of the total number of Ordinary Shares may authorize up to 02 representatives; from 30% to less than 40% of the total number of Ordinary Shares may authorize up to 03 representatives; from 40% to less than 50% of the total number of Ordinary Shares may authorize up to 4 representatives; from 50% to less than 60% of the total number of Ordinary Shares may authorize up to 05 representatives; from 60% to less than 70% of the total number of Ordinary Shares may authorize up to 06 representatives; from 70% to less than 80% of the total number of Ordinary Shares may authorize up to 07 representatives; and from 80% to less than 90% of the total number of Ordinary Shares may authorize up to 08 representatives.</p>	<p>b) An institutional shareholder who owns: From 5% to less than 10% of the total number of Ordinary Shares may authorize up to 01 representative; from 10% to less than 30% of the total number of Ordinary Shares may authorize up to 02 representatives; from 30% to less than 40% of the total number of Ordinary Shares may authorize up to 03 representatives; from 40% to less than 50% of the total number of Ordinary Shares may authorize up to 4 representatives; <i>from 50% or more of the total number of Ordinary Shares may authorize up to 8 representatives.</i></p>	<p>Amended to be consistent with Clause 4 Article 23, Article 37, Article 52 of the Law on Credit Institutions 2024</p>
<p><b>Article 24. Obligations of shareholders</b></p>	<p><b>Article 24. Obligations of shareholders</b></p>	<p>Heading (no change to the content)</p>
<p>3. To make payment for the Shares they have subscribed in accordance with regulations, to be responsible for the debts and other liabilities of VietinBank within the paid-up Share capital amount.</p>	<p>3. To make full payment corresponding to the number of shares committed to purchase within the time limit prescribed by VietinBank, to be responsible for the debts and other liabilities of VietinBank within the paid-up Share capital amount;</p>	<p>Amended to be consistent with Clause 1 Article 62 of the Law on Credit Institutions 2024</p>
<p>4. Not to be allowed to withdraw the paid-up ordinary Share capital from VietinBank in any form which causes a reduction in charter capital of VietinBank except where shares are redeemed by VietinBank or transferred to other persons in accordance with this Charter and Law. In case a shareholder withdraws a part or whole paid-up Share capital in violation of the regulations of this Article, such person and person(s) having related interests at VietinBank shall be jointly responsible for the debts and other liabilities of VietinBank within the value of withdrawn Shares and the damages.</p>	<p><i>4. Not to be allowed to withdraw the paid-up share capital from VietinBank in any form which causes a reduction in Charter capital of VietinBank except for cases specified in Article 65 of the Law on Credit Institutions.</i></p>	<p>Amended to be consistent with Point b of Clause 1, Article 62 of the Law on Credit Institutions 2024</p>
<p>6. To take responsibility before the law for the legality of the sources for fund for capital contribution, purchase and receipt of share transfer in VietinBank; not to use credit facilities granted by credit institutions or foreign banks' branches for purchase or receipt of shares of VietinBank; Not to contribute capital or purchase shares of VietinBank under the name of other individuals or legal entities in any form, except for cases of entrustment in accordance with the provisions of law.</p>	<p>6. To take responsibility before the law for the legality of the sources for fund for capital contribution, purchase and receipt of share transfer in VietinBank; not to use credit facilities granted by credit institutions or foreign banks' branches <i>or proceeds from issuance of corporate bonds</i> for purchase or receipt of shares of VietinBank; Not to contribute capital or purchase shares of VietinBank under the name of other individuals or legal entities in any form, except for cases of entrustment in accordance with the provisions of law.</p>	<p>Amended to be consistent with Point c of Clause 1, Article 62 of the Law on Credit Institutions 2024</p>

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
7. Shareholders who receive investment trusts from other organizations and individuals must provide VietinBank with information on the actual owners of the Shares in VietinBank that they are entrusted to invest in. VietinBank reserves the right to suspend the Shareholder rights of such Shareholders in case they do not provide true information about the real owners of the Shares.	7. Shareholders who receive investment trusts from other organizations and individuals must provide VietinBank with information on the actual owners of the Shares in VietinBank that they are entrusted to invest in. VietinBank reserves the right to suspend the Shareholder rights of Shareholders <i>as investment trustees in case these shareholders do not provide information or provide incomplete or inaccurate information about the real owners of the shares.</i>	Amended to be consistent with Clause 2 Article 62 of the Law on Credit Institutions 2024
<b>CHAPTER V:</b>	<b>CHAPTER V:</b>	Heading (no change to the content)
<b>MANAGEMENT STRUCTURE OF VIETINBANK</b>	<b>MANAGEMENT STRUCTURE OF VIETINBANK</b>	Heading (no change to the content)
<b>Section 1:</b>	<b>Section 1:</b>	Heading (no change to the content)
<b>General Meeting of Shareholders.</b>	<b>General Meeting of Shareholders.</b>	Heading (no change to the content)
<b>Article 26. General Meeting of Shareholders.</b>	<b>Article 26. General Meeting of Shareholders.</b>	Heading (no change to the content)
3. An extraordinary General meeting of Shareholders shall be convened by the Board of Directors in the following cases:	3. An extraordinary General meeting of Shareholders shall be convened by the Board of Directors in the following cases:	Heading (no change to the content)
c) At the request of a Shareholder or a group of Shareholders owning more than 10% of the total number of Ordinary Shares for at least 06 consecutive months or at the request of a Shareholder or a group of Shareholders owning from 05% or more of the total number of Ordinary shares of VietinBank for the case mentioned in Item (i), Point b, Clause 3, Article 23 of this Charter;	c) At the request of a Shareholder or a group of Shareholders owning more than 10% of the total number of Ordinary Shares at the request of a Shareholder or a group of Shareholders owning from 05% or more of the total number of Ordinary shares of VietinBank for the case mentioned in Item (i), Point b, Clause 3, Article 23 of this Charter;	Amended to be consistent with Point d of Clause 2, Article 67 of the Law on Credit Institutions 2024
e) At request of the State Bank;	<i>e) To decide on the contents at the request of the State Bank upon occurrence of an event that affects the secure operations of VietinBank.</i>	Amended to be consistent with Point e of Clause 2, Article 67 of the Law on Credit Institutions 2024
<b>Article 27. Powers and duties of the General Meeting of Shareholders</b>	<b>Article 27. Powers and duties of the General Meeting of Shareholders</b>	Heading (no change to the content)
3. To approve the plan to change the Charter Capital; to approve Share offering plan, including types of Shares and number of new Shares to be offered for sale; plan for the issuance of convertible bonds; to decide dividend rate for each type of Share.	3. To approve the plan to change the Charter Capital; to approve Share offering plan, including types of Shares and number of new Shares to be offered for sale; To approve the plan to issue convertible bonds.	Amended to be consistent with Point k of Clause 3, Article 67 of the Law on Credit Institutions 2024

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
4. To approve plan on capital contribution, purchase of Shares of other enterprise, credit institutions worth from 20% or more in comparison with VietinBank's Charter capital as recorded in the latest audited financial statements.	4. To approve plan on capital contribution, purchase or <i>sale</i> of Shares, <i>contributed capital of VietinBank at other enterprises and credit institutions if the capital contribution value, expected purchase price or book value, in case of selling shares or capital contributions, is 20% or more</i> of VietinBank's charter capital as recorded in the latest audited financial statements;	Amended to be consistent with Point p of Clause 3, Article 67 of the Law on Credit Institutions 2024
5. To approve contracts worth more than 20% of VietinBank's Charter capital as recorded in the latest audited financial statements, signed between VietinBank and the members of the Board of Directors, the members of the Supervisory Board, the General Director, the Major Shareholders, Related persons of the managers, the members the Supervisory Board, the Major shareholders of VietinBank; the subsidiaries or the affiliated companies of VietinBank and other persons according to Clause 1 Article 62 of this Charter.	5. To approve contracts or <i>other transactions</i> worth 20% or more of VietinBank's Charter capital as recorded in the latest audited financial statements, signed between VietinBank and the members of the Board of Directors, the members of the Supervisory Board, the General Director, the Major Shareholders <i>of VietinBank</i> , Related persons of the managers, the members the Supervisory Board, the Major shareholders of VietinBank; the subsidiaries or the affiliated companies of VietinBank and other persons according to Clause 1 Article 62 of this Charter.	Amended to be consistent with Point r of Clause 3, Article 67 of the Law on Credit Institutions 2024
6. To make decision on investment in, purchase or sale of assets of VietinBank worth 20% or more in comparison with VietinBank's Charter capital as recorded in the latest audited financial statements.	6. <i>To approve</i> the decision on investment in, purchase or sale of <i>fixed assets of VietinBank if the investment amount or expected purchase price, in case of selling fixed assets</i> , is 20% or more of VietinBank's Charter capital as recorded in the latest audited financial statements.	Amended to be consistent with Point q of Clause 3, Article 67 of the Law on Credit Institutions 2024
7. To approve the redemption of the issued Shares.	7. To approve the plan on redemption of the issued Shares.	Amended to be consistent with Point i of Clause 3, Article 67 of the Law on Credit Institutions 2024
8. To make decisions on the amendments and supplements to the Charter of VietinBank.	8. <i>To approve the Charter of VietinBank</i> and the amendments and supplements thereto;	Amended to be consistent with Point b of Clause 3, Article 67 of the Law on Credit Institutions 2024
9. To make decisions on the total amount of remuneration, bonus and other benefits for the Board of Directors, Supervisory Board and operation budget of Board of Directors and Supervisory Board.	9. To make decisions on <i>the rates of remuneration, bonus and other benefits for the members</i> of the Board of Directors, Supervisory Board and operation budget of Board of Directors and Supervisory Board.	Amended to be consistent with Point dd of Clause 3, Article 67 of the Law on Credit Institutions 2024
15. To make decisions on establishing subsidiaries.	15. <i>To make decision on establishing or converting legal forms of commercial presence overseas and Subsidiaries of VietinBank.</i>	Amended to be consistent with Point o of Clause 3, Article 67 of the Law on Credit Institutions 2024

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
16. To approve the list of independent auditing firms; to decide or authorize the Board of Directors to decide to select an independent auditing firm to inspect the operations of VietinBank, to dismiss the independent auditor if deemed necessary.	16. To make decision on selection of independent auditing firms <i>according to the provisions of Article 59 of the Law on Credit Institutions.</i>	Amended to be consistent with Point t of Clause 3, Article 67 of the Law on Credit Institutions 2024
17. To make decision on the organizational structure, management apparatus of VietinBank.	17. To decide the management structure of VietinBank.	Amended to be consistent with Point g of Clause 3, Article 67 of the Law on Credit Institutions 2024
18. To ratify the internal governance regulations, regulations on the organization and operation of the Board of Directors and the Supervisory Board.	18. <i>To approve</i> the internal governance regulations, regulations on the organization and operation of the Board of Directors and the Supervisory Board.	Amended to be consistent with Point c of Clause 3, Article 67 of the Law on Credit Institutions 2024
N/A	19. <i>To approve the expected remedial plan in case of early intervention according to the provisions of Article 143 of the Law on Credit Institutions.</i>	Supplemented to be consistent with point 1 of Clause 3 Article 67 of the Law on Credit Institutions 2024
<b>Article 33. Ratification of decisions of the General Meeting of Shareholders</b>	<b>Article 33. Ratification of decisions of the General Meeting of Shareholders</b>	Heading (no change to the content)
3. A resolution of the General Meeting of Shareholders is ratified at the meeting upon satisfaction of the following conditions:	3. A <i>decision</i> of the General Meeting of Shareholders is ratified at the meeting upon satisfaction of the following conditions:	Amended to be consistent with the term used in Clause 4, Article 67 of the Law on Credit Institutions 2024
a) Except for the provisions in point b of this clause, clause 4 and clause 6 of this Article, a resolution of the General Meeting of Shareholders is passed if ratified by Shareholders representing more than 51% of the votes of all Shareholders attending the meeting.	a) Except for the provisions in point b of this clause, clause 4 and clause 6 of this Article, a <i>decision</i> of the General Meeting of Shareholders is passed if ratified by Shareholders representing more than 50% of the <i>total number of</i> votes of all Shareholders attending the meeting.	Amended to be consistent with Point b of Clause 4, Article 67 of the Law on Credit Institutions 2024
b) With respect to the following matters, the resolution must be approved by shareholders representing more than 65% of the total votes of all shareholders who attend the General Meeting of Shareholders.	b) With respect to the following matters, the <i>decision</i> must be approved by shareholders representing more than 65% of the total votes of all shareholders who attend the General Meeting of Shareholders.	Amended to be consistent with Point c of Clause 4, Article 67 of the Law on Credit Institutions 2024
(i) To amend and supplement the Charter of VietinBank;	<i>Deleted</i>	Amended to be consistent with Point c of Clause 4, Article 67 of the Law on Credit Institutions 2024

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
(iii) To make decision on investment in, purchase and sales of assets of VietinBank worth 20% (twenty percent) or more of VietinBank's Charter capital as recorded in the latest audited financial statements;	(iii) <i>To make decision</i> on investment in, purchase or sale of <i>fixed assets of VietinBank if the investment amount or expected purchase price, in case of selling fixed assets</i> , is 20% or <i>more</i> of VietinBank's Charter capital as recorded in the latest audited financial statements.	Amended to be consistent with Point c of Clause 4, Article 67 of the Law on Credit Institutions 2024
5. Where a resolution is adopted by obtaining written opinions, such resolution of the General Meeting of Shareholders shall only be passed if it is ratified by Shareholders holding at least 75% of the total votes of all Shareholders who have voting rights.	5. Where a resolution is adopted by obtaining written opinions, such resolution of the General Meeting of Shareholders shall only be passed if it is ratified by Shareholders holding at least 65% of the total votes of all Shareholders who have voting rights.	Amended to be consistent with Clause 4 Article 67 of the Law on Credit Institutions 2024
6. A Resolution of the General Meeting of Shareholders on the content that adversely changes the benefits and obligations of Preference Shareholders is only passed if ratified by holders of 75% or more of the total number of same type of Preference Shares who attend the meeting or ratified by holders of 75% or more of the total number of same type of Preference Shares in case of passing a resolution in the form of obtaining written opinion.	<i>Deleted</i>	This content has been covered in Clause 1 of Article 29 of the Draft Charter
<b>Article 36. Request to revoke the decisions of the General Meeting of Shareholders</b>	<b>Article 36. Request to revoke the decisions of the General Meeting of Shareholders</b>	Heading (no change to the content)
1. The order and procedures for convening and decision making of the General Meeting of Shareholders fail to comply with the provisions of this Charter and the law in material respects, except for the cases specified in Clause 7, Article 33 of this Charter.	1. The order and procedures for convening and decision making of the General Meeting of Shareholders fail to comply with the provisions of this Charter and the law in material respects, except for the cases specified in Clause 6, Article 33 of this Charter.	Amended for Clause 6 of the current Charter is to be deleted
<b>Section 2:</b>	<b>Section 2:</b>	Heading (no change to the content)
<b>The Board of Directors</b>	<b>The Board of Directors</b>	Heading (no change to the content)
<b>Article 37. Nomination of the Members of the Board of Directors:</b>	<b>Article 37. Nomination of the Members of the Board of Directors:</b>	Heading (no change to the content)

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
<p>A Shareholder or a group of Shareholders holding from 10% or more of total Ordinary Shares of VietinBank may nominate candidates to the Board of Directors. Board of Directors nomination shall follow the below rules: A Shareholder or group of Shareholders who holds from 10% to below 30% shall have the right to nominate up to 02 candidates; who holds from 30% to below 40% shall have the right to nominate up to 03 candidates; who holds from 40% to below 50% shall have the right to nominate up to 04 candidates; who holds from 50% to below 60% shall have the right to nominate up to 05 candidates; who holds from 60% to below 70% shall have the right to nominate up to 06 candidates; who holds from 70% to below 80% shall have the right to nominate up to 07 candidates and who holds from 80% to below 90% shall have the right to nominate up to 8 candidates.</p>	<p>A Shareholder or a group of Shareholders holding from 05% or more of total Ordinary Shares of VietinBank may nominate candidates to the Board of Directors. Board of Directors nomination shall follow the below rules: A Shareholder or group of Shareholders who holds from 05% to below 30% shall have the right to nominate up to 02 candidates; who holds from 30% to below 40% shall have the right to nominate up to 03 candidates; who holds from 40% to below 50% shall have the right to nominate up to 04 candidates; <i>who holds from 50% or more shall have the right to nominate the entire maximum number of candidates.</i></p>	<p>Amended to be consistent with Clause 4 Article 23 of the Draft Charter and ensure the consistency in the rights to nominate members of the Board of Directors and the Supervisory Board.</p>
<p><b>Article 38. The composition, term of service, criteria and conditions to serve as a member of the Board of Directors</b></p>	<p><b>Article 38. The composition, term of service, criteria and conditions to serve as a member of the Board of Directors</b></p>	<p>Heading (no change to the content)</p>
<p>1. VietinBank’s Board of Directors consists of at least 05 members and maximum 11 members, of which at least 01 is independent member. The Board of Directors shall consist of at least a half (1/2) of the total members being independent members and non-executive members. The specific number of members of the Board of Directors of each term of service shall be decided by the General Meeting of Shareholders.</p>	<p>1. VietinBank’s Board of Directors consists of at least 05 members and <i>no more than</i> 11 members. The number of members of the Board of Directors of each term of service shall be decided by the General Meeting of Shareholders. <i>The Board of Directors consists of at least 02 independent members, 2/3 (two-thirds) of the total number of members being independent members and non-executive officer members of VietinBank.</i></p>	<p>Amended to be consistent with Clause 1 Article 69 of the Law on Credit Institutions 2024</p>
<p>2. The term of office of the Board of Directors shall not be more than 05 years. The term of office of a member of the Board of Directors shall be in line with the term of office of the Board of Directors. A member of the Board of Directors may be re-elected without any limitation on the number of terms. An individual can only be elected as an Independent Member of the Board of Directors of VietinBank for no more than 2 consecutive terms. The term of office of replacing and supplementing member shall be the remaining duration of the Board of Directors’ term of office. The Board of Directors whose term has just ended shall remain active until the Board of Directors of the new term takes over.</p>	<p>2. The term of office of the Board of Directors shall not be more than 05 years. The term of office of a member of the Board of Directors shall be in line with the term of office of the Board of Directors. A member of the Board of Directors may be re-elected without any limitation on the number of terms. An individual can only be elected as an Independent Member of the Board of Directors of VietinBank for no more than 2 consecutive terms. The term of office of replacing and supplementing member shall be the remaining duration of the Board of Directors’ term of office. The Board of Directors whose term has just ended shall remain active until the Board of Directors of the new term takes over.</p>	<p>Heading (no change to the content)</p>
<p>An individual and Related persons of such individual or representatives for capital contribution of an Institutional Shareholder and related persons of such persons may participate in the Board of Directors of VietinBank but shall not have more than 1/3 of the total number of seats in the Board of Directors of VietinBank, except for those who are representatives for contributed capital of the State.</p>	<p>33 . An individual and Related persons of such individual or representatives for capital contribution of an Institutional Shareholder and related persons of such persons may participate in the Board of Directors of VietinBank but shall not have more than 2 seats in the Board of Directors of VietinBank, except for those who are representatives for contributed capital of the State, <i>the transferee of a forced transfer..</i></p>	<p>Amended to be consistent with Clause 3 Article 69 of the Law on Credit Institutions 2024</p>

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
<p>3. A member of the Board of Directors shall not concurrently be the manager of another credit institution, except for the case when such institution is a subsidiary company of VietinBank or shall not be concurrently a member of the Supervisory Board of VietinBank. Members of the Board of Directors cannot be family relatives of the General Director and other managers of VietinBank.</p>	<p>4. - A member of the Board of Directors who is not an independent member of VietinBank may not concurrently hold either of the following positions:  <i>(i) VietinBank's executive officer, except for the case of the General Director of VietinBank;</i>  <i>(ii) Managers, executive officers of other credit institutions, managers of other enterprises, except in the case of managers, executive officers of VietinBank's subsidiaries or in the case of implementing a forced transfer plan which has been approved;</i>  <i>(iii) Supervisors, members of the Supervisory Board of other credit institutions, other enterprises.</i></p>	<p>Amended to be consistent with Clause 2 Article 43 of the Law on Credit Institutions 2024</p>
<p>N/A</p>	<p>5. An independent member of VietinBank's Board of Directors may not concurrently hold either of the following positions:  <i>(i) VietinBank's executive officer;</i>  <i>(ii) Managers and executive officers of other credit institutions; managers of more than 02 other enterprises</i>  <i>(iii) Controllers, members of the Supervisory Board of other credit institutions, other enterprises.</i></p>	<p>Supplemented to be consistent with Clause 3 Article 43 of the Law on Credit Institutions 2024</p>
<p>4. A member of the Board of Directors must satisfy all of the following criteria and conditions:</p>	<p>6. A member of the Board of Directors must satisfy all of the following criteria and conditions:</p>	<p>Heading (no change to the content)</p>
<p>a) Not to be a subject regulated at clause 1, Article 33 of the Law on Credit Institutions and other provisions of the Law;</p>	<p>a) Not to be a subject regulated at clause 1, Article 42 of the Law on Credit Institutions and other provisions of the Law;</p>	<p>Amended to be consistent with Clause 1 Article 41 of the Law on Credit Institutions 2024</p>
<p>b) To have professional ethics;</p>	<p>b) To have professional ethics <i>according the regulations of the Governor of the State Bank;</i></p>	<p>Amended to be consistent with Point b of Clause 1, Article 41 of the Law on Credit Institutions 2024</p>
<p>c) To have university degree certificate or higher;</p>	<p>c) To have university degree or higher;</p>	<p>Amended to be consistent with Point c of Clause 1, Article 41 of the Law on Credit Institutions 2024</p>



Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
d) To have at least 03 years of experience as a manager or executive officer of the credit institution or at least 5 years of experience as manager, executive officer of a company operating in the fields of finance, banking accounting, auditing or of another company having its equity of at least equal to the legal capital amount prescribed for the equivalent type of credit institution or at least 05 years working directly in the team in finance, banking, accounting, and auditing profession.	d) To meet one of the following conditions: To have at least 03 years as a manager or executive officer of the credit institution; To have at least 05 years <i>as a manager of an enterprise operating in the finance, accounting, auditing industry or of another enterprise having its equity of at least equal to the legal capital amount prescribed for the corresponding type of credit institution; Have at least 05 years working directly in the team in banking profession of a credit institution or foreign bank's branch</i> ; To have at least 05 years working directly in the team in finance, banking, accounting, and auditing profession.	Amended to be consistent with Clause 1 Article 41 of the Law on Credit Institutions 2024
5. Information on election of any member of the Board of Directors must be disclosed as regulated by laws on securities and stock market.	<i>7. In case the Board of Directors of VietinBank has fewer members than the required minimum number of members according to the law Clause 1 Article 38 and this of this Charter, within 90 Days from the date of falling short of the member(s), VietinBank must elect additional members, ensuring a minimum number of members</i>	Amended to be consistent with Clause 2 Article 50 of the Law on Credit Institutions 2024
<b>Article 39. Powers and obligations of the Board of Directors</b>	<b>Article 39. Powers and obligations of the Board of Directors</b>	Heading (no change to the content)
2. To submit to the General Meeting of Shareholders for decision and approval of matters under the jurisdiction of the General Meeting of Shareholders as stipulated in Article 27 of this Charter (except for the matters proposed and recommended by the Supervisory Board.)	2. To submit to the General Meeting of Shareholders for decision and approval of the <i>contents under the powers and duties</i> of the General Meeting of Shareholders as stipulated in Article 27 of this Charter (except for the matters proposed and recommended by the Supervisory Board.)	Amended to be consistent with Point 2 Article 70 of the Law on Credit Institutions 2024
3. To submit the Governor of the State Bank for approval or adoption of matters as provided for by law.	<i>Deleted</i>	The Law on Credit Institutions 2024 does not provide for this matter
5. To decide the organizational structure of VietinBank.	4. To decide the organizational structure of VietinBank, except for the management structure under the authority of the General Meeting of Shareholders.	Amended to clarify between organizational structure and management structure to avoid misunderstanding with the authority of the General Meeting of Shareholders
7. To elect, dismiss, remove from office the Chairman of the Board of Directors; appoint, dismiss, take disciplinary actions, suspend, sign or terminate contracts with and decide the wage, remuneration, bonus and other benefits of the General Director, Deputy General Directors, Chief Accountant, Secretariat to the Board of Directors, Branch Managers of VietinBank.	6. To elect, dismiss, remove from office the Chairman of the Board of Directors; appoint, dismiss, take disciplinary actions, suspend, sign or terminate contracts with and decide the wage, remuneration, bonus and other benefits of the General Director, Deputy General Directors and <i>other executive officers under the authority of the Board of Directors.</i>	Amended to be consistent with Point 4 Article 70 of the Law on Credit Institutions 2024

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
8. To approve the plans with respect to capital contribution to or purchase of shares of other enterprises and credit institutions worth less than 20% of the charter capital of VietinBank as recorded in the latest audited financial statement.	7. To approve plan on capital contribution, purchase or <i>sale</i> of Shares, <i>contributed capital of VietinBank at other enterprises and credit institutions if the capital contribution value, expected purchase price or book value, in case of selling shares or capital contributions</i> , is less than 20% of VietinBank's Charter capital as recorded in the latest audited financial statements;	Amended to be consistent with Clause 6 Article 70 of the Law on Credit Institutions 2024
9. To appoint representatives of VietinBank's contributed capital in other enterprises and credit institutions; to decide the remuneration and other benefits of VietinBank's capital representatives in other enterprises and credit institutions.	8. To appoint representatives of VietinBank's contributed capital to other enterprises and credit institutions.	Amended to be consistent with Point 5 Article 70 of the Law on Credit Institutions 2024
10. To make decisions on the investment in, purchase and sales of VietinBank's assets worth from 10% or more of VietinBank's Charter capital as recorded in the latest audited financial statements, except for the investment, purchase and sale falling within the jurisdiction of the General Meeting of Shareholders	9. <i>To approve the decision on investment in, purchase or sale of fixed assets of VietinBank if the investment amount or expected purchase price, in case of selling fixed assets</i> , is 10% or more of VietinBank's Charter capital as recorded in the latest audited financial statements, except for the investment, purchase and sale falling within the jurisdiction of the General Meeting of Shareholders	Amended to be consistent with Clause 7 Article 70 of the Law on Credit Institutions 2024
11. To approve contracts of VietinBank with its Subsidiaries and Affiliated companies; contracts of VietinBank with the members of the Board of Directors, the Supervisory Board, the General Director, the Major shareholders and their Related persons worth 20% of less of VietinBank's Charter capital as recorded in the latest audited financial statements. In this case, the related members shall neither have the right to vote nor to consider the endorsement of contracts and transactions of VietinBank in accordance with the provisions of Clause 2, Article 62 of this Charter.	10. To approve contracts and transactions of VietinBank in accordance with Clause 2 Article 62 of this Charter.	Amended to be consistent with Clause 9 Article 70 of the Law on Credit Institutions 2024
12. To inspect, supervise and direct the General Director and other executive officers in performing assigned tasks; annual assessment of the performance of the General Director.	11. To inspect, supervise and direct the General Director in performing assigned tasks; to assess the performance of the General Director <i>on annual basis</i> .	Amended to be consistent with Clause 11 Article 70 of the Law on Credit Institutions 2024
16. To select professional valuation agency to value paid-in assets that are not in Vietnamese Dong, freely convertible currencies and gold as provided for by the Law.	<i>Deleted</i>	The Law on Credit Institutions 2024 does not provide for this matter
17. To recommend the approval of plans on Share offering including type of Share and number of new Shares to be offered. To make decisions on offering new Shares subject to limit of Shares permitted to be offered.	15. <i>To make decision on offering new Shares subject to limit of Shares permitted to be offered.</i>	Amended to be consistent with Clause 15 Article 70 of the Law on Credit Institutions 2024

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
18. To decide the offering prices of Shares and bonds of VietinBank.	16. To decide the offering prices of Shares and convertible bonds of VietinBank.	Amended to be consistent with Clause 16 Article 70 of the Law on Credit Institutions 2024
19. To decide the redemption of Shares of VietinBank in accordance with the Law.	17. To decide the redemption of shares of VietinBank in accordance <i>the approved plan</i> .	Amended to be consistent with Clause 17 Article 70 of the Law on Credit Institutions 2024
23. To arrange the implementation, inspect and supervise the implementation of resolutions and decisions of the General Meeting of Shareholders or the Board of Directors.	21. To arrange the <i>execution</i> , inspect and supervise the implementation of resolutions and decisions of the General Meeting of Shareholders or the Board of Directors.	Amended to be consistent with Clause 21 Article 70 of the Law on Credit Institutions 2024
24. To make decision on granting credit facilities as defined in Clause 7 of Article 128 of the Law on Credit Institutions, Clause 21 of Article 1 of the Law amending and supplementing a number of articles of the Law on Credit Institutions except for transactions falling under the jurisdiction of the General Meeting of Shareholders.	22. To make decision on granting credit facilities as defined in paragraph 7 of Article 136 of the Law on Credit Institutions, except for <i>other contracts</i> , transactions falling under the jurisdiction of the General Meeting of Shareholders.	Amended to be consistent with Clause 8 Article 70 of the Law on Credit Institutions 2024
N/A	26. <i>To approve other contracts and transactions worth 10% or more of VietinBank's Charter capital as recorded in the latest audited financial statements.</i>	Supplemented to be consistent with Clause 10 Article 70 of the Law on Credit Institutions 2024
<b>Article 41. Chairman of the Board of Directors</b>	<b>Article 41. Chairman of the Board of Directors</b>	Heading (no change to the content)
2. Chairman of VietinBank's Board of Directors shall not concurrently be an executive officer of VietinBank and of any other credit institution.	2. <i>Chairman of the Board of Directors of VietinBank shall not be concurrently an executive officer, a member of the Supervisory Board of VietinBank or of another credit institution or manager of another enterprise.</i>	
3. Chairman of the Board of Directors of VietinBank must not be concurrently the Chairman or member of the Board of Directors, Chairman or member of the Members' Council, President, General Director (Director), Deputy General Director (Deputy Director), or similar titles of other enterprises. The Chairman of the Board of Directors of VietinBank shall not concurrently be the General Director of VietinBank		Amended to be consistent with Clause 1 Article 43 of the Law on Credit Institutions 2024
4. Powers and obligations of the Chairman of the Board of Directors:	4. Powers and obligations of the Chairman of the Board of Directors:	Heading (no change to the content)
a) Chairperson of the General Meetings of Shareholders.	a) <i>To preside over</i> General Meetings of Shareholders.	Amended to be consistent with Clause 6 Article 71 of the Law on Credit Institutions 2024
b) To prepare programs and plans for the operations of the Board of Directors. To exercise the administration of the operations of VietinBank.	b) To prepare programs and plans for the operations of the Board of Directors; <i>to be responsible for exercising his/her own rights and obligations.</i>	Amended to be consistent with Clause 1 Article 71 of the Law on Credit Institutions 2024

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
c) To arrange for checking, supervising, directing and evaluating the effectiveness of the General Director in management and administration activities, and implementation of strategies and business plans, resolutions and decisions of the Board of Directors.	c) <i>To supervise, arrange for supervision of the implementation of the Board of Directors' resolutions and decisions.</i>	Amended to be consistent with Clause 5 Article 71 of the Law on Credit Institutions 2024
e) To organize for approval of the decisions of the Board of Directors. On behalf of the Board of Directors, to sign the resolutions and decisions of the Board of Directors; to sign the documents work handling in relation to matters falling within the powers and duties of the Board of Directors; to organize and supervise the implementation or organize the supervision over the implementation of such decisions.	e) To organize for approval of the <i>resolutions</i> , decisions of the Board of Directors. To sign, on behalf of the Board of Directors, the <i>documents under the authority</i> of the Board of Directors.	Amended to be consistent with Clauses 3 and 4 Article 71 of the Law on Credit Institutions 2024
f) To supervise the members of the Board of Directors in implementing their assigned tasks as well as their duties and powers.	f) To supervise the members of the Board of Directors in implementing their <i>rights, obligations</i> and assigned tasks.	Amended to be consistent with Clause 9 Article 71 of the Law on Credit Institutions 2024
N/A	g) <i>To authorize another member of the Board of Directors to exercise the rights and obligations of the Chairman of the Board of Directors only during periods of absence or inability to perform duties.</i>	Supplemented to be consistent with Clause 10 Article 71 of the Law on Credit Institutions 2024
l) To assess performance of each member, Committees of the Board of Directors at least once a year and report to the General Meeting of Shareholders the assessment results.	l) To assess, <i>on annual basis</i> , the performance of each member, Committees of the Board of Directors at and report to the General Meeting of Shareholders the assessment results.	Amended to be consistent with Clause 11 Article 71 of the Law on Credit Institutions 2024
<b>Article 42. Powers and obligations of the members of the Board of Directors</b>	<b>Article 42. Powers and obligations of the members of the Board of Directors</b>	Heading (no change to the content)
1. To exercise the rights and obligations of a member of the Board of Directors in accordance with the internal regulation of the Board of Directors and the duties assigned by the Chairman of the Board of Directors in an honest manner and for the interest of VietinBank and shareholders.	1. To exercise the rights and obligations of a member of the Board of Directors in accordance with the internal regulation of the Board of Directors and the duties assigned by the Chairman of the Board of Directors in an honest <i>and prudent</i> manner and for the interest of VietinBank and shareholders; <i>to promote the independence of independent members of the Board of Directors in exercising rights and obligations; to take responsibility for exercising their rights and obligations.</i>	Amended to be consistent with Clause 1 Article 72 of the Law on Credit Institutions 2024
2. To study the financial statements prepared by independent auditors, to provide opinions, to request the executive officers of VietinBank, independent auditors and internal auditors to explain on any issues related to such statements.	2. To study the <i>audited</i> financial statements prepared by independent auditors, to provide opinions, to request the executive officers of VietinBank, independent auditors and internal auditors to explain and <i>clarify</i> on any issues related to such statements.	Amended to be consistent with Clause 2 Article 72 of the Law on Credit Institutions 2024

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
4. To attend the meetings of the Board of Directors, to discuss and vote on all matters which are within the duties and powers of the Board of Directors in accordance with the provisions of this Charter except for the case of ineligibility to vote for conflict of interests. To be personally responsible to the law, the General Meeting of Shareholders and the Board of Directors for his/her decisions.	4. To attend the meetings of the Board of Directors, to discuss and vote on all matters which are within the duties and powers of the Board of Directors in accordance with the provisions of this Charter <i>and the Law, to be responsible to General Meeting of Shareholders and the Board of Directors for his/her decisions.</i> <i>In case there is any conflict of interests in voting with any member, that member may not participate in the vote</i>	Amended to be consistent with Clause 4 Article 72 of the Law on Credit Institutions 2024
5. To deploy the implementation of the decisions, resolutions of the Board of Directors and the General Meeting of Shareholders. To undertake all work and tasks as assigned by the Chairman of the Board of Directors.	5. To implement the decisions, resolutions of the Board of Directors and the General Meeting of Shareholders. To undertake the work and tasks as assigned by the Chairman of the Board of Directors.	Amended to be consistent with Clause 6 Article 72 of the Law on Credit Institutions 2024
N/A	6. <i>Not to authorize another person to attend a meeting of the Board of Directors to decide on the contents specified in Clauses 2, 4, 6, 7, 8, 9, 10, 12, 13, 14 and 18 of Article 70 of the Law on Credit institutions and in Clauses 2, 6, 7, 9, 10, 12, 13, 14, 18, 22, 26 of Article 39 of this Charter.</i>	Supplemented to be consistent with Clause 5 Article 72 of the Law on Credit Institutions 2024
14. Other rights and obligations provided herein and according to the provisions of the Laws.	14. Other rights and obligations in accordance with the provisions of this Charter, <i>VietinBank's internal regulations</i> and the Law.	Amended to suit the actual situation
<b>Article 43. Meetings of the Board of Directors</b>	<b>Article 43. Meetings of the Board of Directors</b>	Heading (no change to the content)
8. Authority and method of obtaining written opinions of members of the Board of Directors:	8. Authority and method of obtaining written opinions of members of the Board of Directors:	Heading (no change to the content)
g) The vote-counting minutes attached with approved resolution and decision of the Board of Directors based on the results of vote-counting must be sent to the members of the Board of Directors within 15 Days from the date of completion of vote-counting.	g) Resolutions and decisions of the Board of Directors must be sent to the members of the Board of Directors within 15 Days from the date of issuance.	Removed the requirement of sending of vote-counting minutes because it is not regulated by the Law and to suit the actual situation
<b>Article 45. Automatic disqualification, dismissal and removal of the Board of Directors' titles</b>	<b>Article 45. Automatic disqualification, dismissal and removal of the Board of Directors' titles</b>	Heading (no change to the content)
1. A member of the Board of Directors shall automatically be deprived of his/her status as a member of the Board Directors in the following cases:	1. A member of the Board of Directors shall automatically be deprived of his/her status as a member of the Board Directors in the following cases:	Heading (no change to the content)
a) He/she loses capacity for civil acts, is dead.	a) He/she is dead	Amended to be consistent with Point b of Clause 1, Article 45 of the Law
b) The legal status of an institutional shareholder for which he/she is an authorized representative has terminated.	c) <i>Upon termination of the existence of an institutional Shareholder of VietinBank where he/she is a representative for its contributed capital in VietinBank.</i>	Amended to be consistent with Point b of Clause 1, Article 45 of the Law on Credit Institutions 2024

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c) He/she falls within the list of those who are not eligible to be members of the Board of Director as stipulated in Clause 1, Article 33, Law on Credit Institutions.	c) He/she falls within the list of those who are not eligible to be members of the Board of Director as stipulated in Clause 1, Article 42, Law on Credit Institutions.	Amended to be consistent with Clause 1 Article 45 of the Law on Credit Institutions 2024
d) He/she is no longer the authorized representative of an institutional Shareholder.	d) He/she is no longer the authorized representative of an institutional Shareholder or a <i>capital contributor</i> .	Amended to be consistent with Point c of Clause 1, Article 45 of the Law on Credit Institutions 2024
e) Upon any court's judgment to expel him/her from the territory of Vietnam.	<i>e) When he/she is expelled from the territory of the Socialist Republic of Vietnam.</i>	Amended to be consistent with Point d of Clause 1, Article 45 of the Law on Credit Institutions 2024
2. The Chairman or a member of the Board of Directors shall be dismissed or removed in the following cases:	2. The Chairman or a member of the Board of Directors shall be dismissed or removed in the following cases:	Heading (no change to the content)
b) He/she does not involve in the operations of the Board of Directors for 06 consecutive months except for the case of force majeure.	b) <i>He/she is subject to removal</i> for not involve in the operations of the Board of Directors for 06 consecutive months except for the case of force majeure.	Amended to be consistent with Point b of Clause 1, Article 46 of the Law on Credit Institutions 2024
c) He/she sends an application for resignation (which clearly explains the reasons of resignation) to the Board of Directors, the Supervisory Board of VietinBank and the State Bank at least 30 days before ceasing to exercise his/her powers and duties.	c) <i>He/she is subject to dismissal upon his/her submission of the application for resignation to the Board of Directors of VietinBank.</i>	Amended to be consistent with Point 1 of Clause 1 Article 46 of the Law on Credit Institutions 2024
d) He/she does not satisfy criteria and conditions as stipulated in Article 50 of the Law on Credit Institutions and this Charter.	d) <i>He/she is subject to removal for not meeting the standards and conditions prescribed in Article 41 of the Law on Credit Institutions and the provisions of this Charter.</i>	Amended to be consistent with Point c of Clause 1, Article 46 of the Law on Credit Institutions 2024
e) Requirements on the independence of an independent member of the Board of Directors are not met.	e) <i>He/she is subject to removal from the position of an independent members of the Board of Directors for not meeting the requirements in Clause 2, Article 41 and Clause 3, Article 43 of the Law on Credit Institutions and the provisions of this Charter.</i>	Amended to be consistent with Point d of Clause 1, Article 46 of the Law on Credit Institutions 2024
5. The Board of Directors must submit a written report and supporting document on automatic disqualification of a Board member as specified in clause 1 of this Article to the State Bank within 5 Business days since the date of confirming such Board member is automatically disqualified, and shall hold responsibility for the accuracy and truthfulness of such report.	5. The Board of Directors must submit a written report and supporting document on automatic disqualification of a Board member as specified at clause 1 of this Article to the State Bank of Vietnam within 5 Business days since the date of confirming such Board member is automatically disqualified, and shall hold responsibility for the accuracy and truthfulness of such report.	Heading (no change to the content)

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Within 10 Business days since the decision on the dismissal or removal of the Chairman or member of the Board of Directors is approved as specified in clause 2 of this Article, the Board of Directors must submit a written report and supporting documents to the State Bank.	Within 10 <i>Days</i> since the decision on the dismissal or removal of the Chairman or member of the Board of Directors is approved as specified in clause 2 of this Article, the Board of Directors must submit a written report and supporting documents to the State Bank.	Amended to be consistent with Clause 3 Article 46 of the Law on Credit Institutions 2024
7. The Chairman or members of the Board of Directors may be suspended or temporarily suspended from their positions as specified at Article 37 of the Law on Credit Institutions.	7. The Chairman or members of the Board of Directors may be suspended or temporarily suspended from their positions as specified at Article <i>47</i> of the Law on Credit Institutions.	Amended to be consistent with Article 47 of the Law on Credit Institutions 2024
<b>Section 3:</b>	<b>Section 3:</b>	Heading (no change to the content)
<b>General Director and other Executive Officers</b>	<b>General Director and other Executive Officers</b>	Heading (no change to the content)
<b>Article 48. Appointment, powers and duties, wage, remuneration and other benefits of the General Director</b>	<b>Article 48. Appointment, powers and duties, wage, remuneration and other benefits of the General Director</b>	Heading (no change to the content)
1. The General Director is the person who administers day-to-day business operations of VietinBank.	1. The General Director is the <i>most senior</i> executive officer of VietinBank.	Amended to be consistent with Clause 2 Article 55 of the Law on Credit Institutions 2024
2. The Board of Directors appoints one of its members or hires another person to be the General Director. The General Director is subject to the supervision of the Board of Directors and is responsible to the Board of Directors and the Law for exercising the assigned rights and obligations. The General Director cannot concurrently be the Chairman of Board of Directors, but can be a member or non-member of the Board of Directors.	2. <i>The Board of Directors appoints the General Director The General Director is subject to the supervision of the Board of Directors and is responsible to the Board of Directors and the Law for exercising the assigned powers and duties.</i> The General Director cannot concurrently be the Chairman of Board of Directors, but can be a member or non-member of the Board of Directors.	Amended to be consistent with Clauses 1 and 2 Article 55 of the Law on Credit Institutions 2024
3. The General Director's term of office is 5 years unless otherwise decided by the Board of Directors but shall not exceed 5 years. The General Director may be re-appointed without any limitation on the number of terms.	3. The term of office of a General Director shall not exceed 05 years and he/she may be re-appointed without any limitation on the number of terms.	Amended to be consistent with Clause 1 Article 55 of the Law on Credit Institutions 2024
N/A	4. <i>In case of vacancy of the General Director, the Board of Directors of VietinBank must appoint a General Director within 90 days from the date of vacancy of General Director.</i>	Amended to be consistent with Clause 3 Article 55 of the Law on Credit Institutions 2024
4. Rights and duties of the General Director:	5. Rights and duties of the General Director:	Heading (no change to the content)
h) To recommend and propose the structure of organization and operation of VietinBank to the Board of Directors or the General Meeting of Shareholders for decision according to their competence;	h) To recommend and propose the structure of <i>management</i> organization of VietinBank to the Board of Directors or the General Meeting of Shareholders for decision according to their competence;	Amended to be consistent with Clause 8 Article 56 of the Law on Credit Institutions 2024

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k) To appoint, dismiss, remove from office the managerial and executive positions of VietinBank, except for the positions under the decision making authority of the General Meeting of Shareholders, the Board of Directors in accordance with this Charter and internal regulations of VietinBank;	k) To appoint, dismiss, remove from office the <i>a</i> managerial and executive position of VietinBank, except for the position under the decision making authority of the General Meeting of Shareholders, the Board of Directors in accordance with this Charter and internal regulations of VietinBank;	Amended to be consistent with Clause 10 Article 56 of the Law on Credit Institutions 2024
l) To sign contracts on behalf of VietinBank when being delegated or authorized;	l) To sign contracts, <i>and other transactions</i> on behalf of VietinBank when being delegated or authorized;	Amended to be consistent with Clause 11 Article 56 of the Law on Credit Institutions 2024
<b>Article 50. Criteria and conditions for the General Director and Deputy General Directors, Chief Accountant, Branch Managers, Directors of VietinBank’s subsidiaries</b>	<b>Article 50. Criteria and conditions for the General Director and Deputy General Directors, Chief Accountant, Branch Managers, Directors of VietinBank’s subsidiaries</b>	Heading (no change to the content)
1. The General Director of VietinBank must meet the following criteria and conditions:	1. The General Director of VietinBank must meet the following criteria and conditions:	Heading (no change to the content)
a) To have full capacity for civil acts and not to be prohibited from managing an enterprise as regulated by the Law;	<i>Deleted</i>	The Law on Credit Institutions 2024 does not provide for this matter
b) Not to be a subject ineligible to be General Director as prescribed in Clause 1, Article 33 of the Law on Credit Institutions and other provisions of the Law.	b) Not to be a subject ineligible to be General Director as prescribed in Clause 1, Article 42 of the Law on Credit Institutions and other provisions of the Law <i>and provisions of this Charter.</i>	Amended to be consistent with Point 4 of Clause 1 Article 41 of the Law on Credit Institutions 2024
c) To have professional ethics;	b) To have professional ethics <i>according the regulations of the Governor of the State Bank;</i>	Amended to be consistent with Point 4 of Clause 1 Article 41 of the Law on Credit Institutions 2024
d) To have a university degree or higher in one among economics, business administration, or law;	c) To have a university degree or higher in one of the fields of <i>finance, banking, economics, business administration, law, accounting, auditing</i> ;	Amended to be consistent with Point b of Clause 4, Article 41 of the Law on Credit Institutions 2024
e) To have at least 05 years of experience as an executive officer of the credit institution or to have at least 05 years of experience as a General Director (Director), Deputy General Director (Deputy Director) of an enterprise having owner’s equity of at least equal to the Legal capital prescribed for the equivalent type of credit institution and at least 05 years of experience in finance, banking, accounting and auditing or to have at least 10 years of experience working directly in the field of finance, banking, accounting, auditing.	d) <i>To meet one of the following conditions</i> : To have at least 05 years of experience as an executive officer of the credit institution; to have at least 05 years of experience as a General Director (Director), Deputy General Director (Deputy Director) of an enterprise having owner’s equity of at least equal to the Legal capital prescribed for the equivalent type of credit institution and at least 05 years of experience in finance, banking, accounting and auditing; to have at least 10 years of experience working directly in the field of finance, banking, accounting, auditing.	Amended to be consistent with Point c of Clause 4, Article 41 of the Law on Credit Institutions 2024



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f) To be in good health condition, to be honest; to have good knowledge of laws;	<i>Deleted</i>	The Law on Credit Institutions 2024 does not provide for this matter
2. VietinBank's Deputy General Directors must meet the following criteria and conditions:	2. Deputy General Director, <i>Chief Accountant, Branch Managers, Directors of Subsidiaries of VietinBank</i> must meet the following standards and conditions:	Amended to be consistent with the heading of the Article
a) To have full capacity for civil acts and not to be prohibited from managing an enterprise as regulated by the Law on Enterprises.	<i>Deleted</i>	The Law on Credit Institutions 2024 does not provide for this matter
b) Not to be a subject ineligible to be a Deputy General Director as stipulated Clause 1, Article 33, Law on Credit Institutions and provisions of the banking Law.	<i>a) Not to fall within the cases ineligible to hold a position specified in Clause 2, Article 42 of the Law on Credit Institutions, other provisions of the Law, and provisions of this Charter; For the Deputy General Director, he/she must not be a subject ineligible to hold a position specified in Clause 1, Article 42 of the Law on Credit Institutions and provisions of this Charter;</i>	Amended to be consistent with Point 5 of Clause 1 Article 41 of the Law on Credit Institutions 2024
c) To have professional ethics;	<i>Deleted</i>	The Law on Credit Institutions 2024 does not provide for this matter
d) To have a university degree certificate or higher in one among economics, business administration, or law or the professional area of which he/she shall be in charge; or to have a university degree certificate other than the above-mentioned areas and fields but to have at least 3 years of experience working directly in the field of banking, finance or the professional field of which he or she shall be in charge of.	<i>b) To meet one of the following conditions: To have a university degree or higher in one among finance, banking, economics, business administration, or law, accounting, auditing or other professional areas of which he/she shall be in charge; or to have a university degree other than the above-mentioned areas and fields but to have at least 3 years of experience working directly in the field of banking, finance or the professional field of which he or she shall be in charge of.</i>	Amended to be consistent with Point b of Clause 5, Article 41 of the Law on Credit Institutions 2024
N/A	<i>f) The chief accountant must also meet the standards and conditions prescribed by accounting law.</i>	Supplemented to be consistent with point d of Clause 5 Article 41 of the Law on Credit Institutions 2024
3. The General Director and Deputy General Directors shall not simultaneously hold another position in the following circumstances:	3. The General Director and a Deputy General Director <i>cannot be concurrently a manager, executive officer, supervisor, or member of the Supervisory Board of another credit institution or enterprise, except for the cases where the Deputy General Director and equivalent positions are managers or executive officers of subsidiaries of VietinBank.</i>	Amended to be consistent with Clause 5 Article 43 of the Law on Credit Institutions 2024

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
a) The General Director, a Deputy General Director shall not concurrently be member of the Board of Directors, member of Members' Council, member of the Supervisory Board of another credit institution, unless such institution is a Subsidiary of VietinBank.		
b) Deputy General Director shall not concurrently be General Director (Director), Deputy General Director (Deputy Director) or other similar titles of other enterprises.		
c) The General Director shall not concurrently be the Chairman or member of the Board of Directors, the Chairman or member of the Members' Council, President , General Director (Director), Deputy General Director (Deputy Director) or similar titles of other enterprises.		
4. The following persons shall not be eligible to be Chief Accountant, Branch Managers or Directors of Subsidiaries of VietinBank:	4. The following persons shall not be eligible to be Chief Accountant, Branch Managers or Directors of Subsidiaries of VietinBank:	Heading (no change to the content)
a) Minors and those with restricted civil act capacity or having lost civil act capacity;	a) Minors; <i>those who have difficulty in cognition and behavior control</i> ; and those with restricted civil act capacity or having lost civil act capacity;	Amended to be consistent with Point a of Clause 2 Article 42 of the Law on Credit Institutions 2024
b) Those who are currently examined for penal liability or serving criminal sentences or decision of the court;	b) Those who are currently examined for penal liability, <i>-serving a prison sentence; are serving administrative measures at compulsory detoxification facilities or compulsory educational establishments; being banned by the Court from holding certain positions, practicing certain professions or doing certain jobs;</i>	Amended to be consistent with Point b of Clause 2, Article 42 of the Law on Credit Institutions 2024
e) State officials, civil servants and managers of departmental level or higher of enterprises in which the State holds 50% or more of the Charter capital, except those appointed as representative for managing the State's capital contribution in VietinBank;	e) State Officials, civil servants, <i>public employees</i> , managers at department level or higher in enterprises where the State holds 50% or more of the Charter capital, except those appointed as representative for managing the State's capital contribution in VietinBank or <i>those nominated, designated, or appointed to participate in the management, administration, and control of credit institutions according to task requirements;</i>	Amended to be consistent with Point dd of Clause 2, Article 42 of the Law on Credit Institutions 2024
f) Officers, non-commissioned officers, professional army men and defense workers of agencies and units under the Vietnam People's Army; officers, professional non-commissioned officers of agencies and units under the Vietnam People's Police, except those appointed to represent the State's capital contribution in VietinBank.	f) Officers, non-commissioned officers, professional army men and defense workers <i>and employees of an agency</i> and unit under the Vietnam People's Army; officers, professional non-commissioned officers, <i>police workers in an agency</i> and unit under the Vietnam People's Police, except those appointed to represent the State's capital contribution, <i>of the enterprises where the State holds 50% or more of the Charter capital</i> in VietinBank	Amended to be consistent with Point 2 of Clause 2, Article 42 of the Law on Credit Institutions 2024

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
N/A	5. <i>Spouse, parents, children, siblings of members of the Board of Directors, General Director of VietinBank and their spouses are not eligible to be Chief Accountant or person in charge of finance of VietinBank.</i>	Supplemented to be consistent with Clause 3 Article 42 of the Law on Credit Institutions 2024
<b>Article 51. Automatic disqualification, dismissal and removal of the General Director, Deputy General Directors</b>	<b>Article 51. Automatic disqualification, dismissal and removal of the General Director, Deputy General Directors</b>	Heading (no change to the content)
1. The General Director shall automatically be disqualified in the following circumstances:	1. The General Director shall automatically be disqualified in the following circumstances:	Heading (no change to the content)
a) He/she loses capacity for civil acts, is dead;	a) He/she is dead	Amended to be consistent with Point h of Clause 1, Article 45 of the Law on Credit Institutions 2024
b) He/she violates the provisions of clause 1, Article 33 of the Law on Credit Institutions regarding circumstances ineligible to hold a position;	<i>b) He/she is a subject ineligible to hold a position as specified in Article 42 of the Law on Credit Institutions and provisions in this Charter;</i>	Amended to be consistent with Clause 1, Article 45, Clause 1, Article 46 of the Law on Credit Institutions 2024
2. The General Director, Deputy General Directors shall be dismissed or removed upon occurrence of one of the following cases:	2. The General Director, Deputy General Directors shall be dismissed or removed upon occurrence of one of the following cases:	Heading (no change to the content)
b) He/she sends an application for resignation (which clearly explains the reason of resignation) to the Board of Directors of VietinBank at least 30 days before ceasing to exercise his/her duties and powers.	<i>c) He/she is subject to dismissal</i> upon his/her submission of the application for resignation to the Board of Directors of VietinBank.	Amended to be consistent with Point a of Clause 1 Article 46 of the Law on Credit Institutions 2024
c) He/she fails to meet the criteria and conditions specified in the Law on Credit Institutions and this Charter;	c) He/she is subject to removal for failure in meeting the criteria and conditions specified in <i>Article 41</i> of the Law on Credit Institutions and this Charter;	Amended to be consistent with Point c of Clause 1, Article 46 of the Law on Credit Institutions 2024
4. The Board of Directors must submit a written report and supporting documents on automatic disqualification of the General Director as specified in clause 1 of this Article to the State Bank within 5 Business days since the date of confirming the General Director is automatically disqualified, and shall hold responsibility for the accuracy and truthfulness of such report. The Board of Directors shall carry out procedures to fill in the vacant position by electing, appointing as regulated by the Law.	4. The Board of Directors must submit a written report and supporting documents on automatic disqualification of the General Director as specified in clause 1 of this Article to the State Bank of Vietnam within 5 Business days since the date of confirming the General Director is automatically disqualified, and shall hold responsibility for the accuracy and truthfulness of such report. The Board of Directors shall carry out procedures to fill in the vacant position by electing, appointing as regulated by the Law.	Heading (no change to the content)

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
Within 10 business days since the decision on the dismissal or removal of the General Director is approved as specified in clause 2 of this Article, the Board of Directors must submit written report and supporting documents to the State Bank.	Within 10 Days since the decision on the dismissal or removal of the General Director is approved as specified in clause 2 of this Article, the Board of Directors must submit written report and supporting documents to the State Bank.	Amended to be consistent with Clause 3 Article 46 of the Law on Credit Institutions 2024
6. The General Director may be suspended or temporarily suspended as specified at Article 37 of the Law on Credit Institutions.	6. The General Director, <i>Deputy General Directors</i> may be suspended or temporarily suspended as specified at Article 47 of the Law on Credit Institutions.	Amended to be consistent with Article 47 of the Law on Credit Institutions 2024
<b>Section 4:</b>	<b>Section 4:</b>	Heading (no change to the content)
<b>The Supervisory Board.</b>	<b>The Supervisory Board</b>	Heading (no change to the content)
<b>Article 52. Nomination for membership of the Supervisory Board</b>	<b>Article 52. Nomination for membership of the Supervisory Board</b>	Heading (no change to the content)
A Shareholder or a group of Shareholders holding from 10% or more of total Ordinary Shares of VietinBank shall have the right to nominate candidates to the Supervisory Board. Supervisory Board nomination shall follow the below rules: A Shareholder or a group of Shareholders who holds from 10% to less than 30% shall have the right to nominate up to 02 candidates; who holds from 30% to less than 40% shall have the right to nominate up to 03 candidates; who holds from 40% to less than 50% shall have the right to nominate up to 04 candidates and who holds from 50% and more shall have the right to nominate the entire number of maximum candidates.	A Shareholder or a group of Shareholders holding from 05% or more of total Ordinary Shares of VietinBank shall have the right to nominate candidates to the Supervisory Board. Supervisory Board nomination shall follow the below rules: A Shareholder or a group of Shareholders who holds from 05% to less than 30% shall have the right to nominate up to 02 candidates; who holds from 30% to less than 40% shall have the right to nominate up to 03 candidates; who holds from 40% to less than 50% shall have the right to nominate up to 04 candidates and who holds from 50% and more shall have the right to nominate the entire maximum number of candidates.	Amended to be consistent with Clause 4 Article 23 of the Law on Credit Institutions 2024
<b>Article 53. Members of the Supervisory Board</b>	<b>Article 53. Members of the Supervisory Board</b>	Heading (no change to the content)
1. The Supervisory Board has from 03 to 05 members elected by the General Meeting of Shareholders, of which there must be at least 1/2 of the total members are full-timers who are not concurrently holding other positions or jobs at VietinBank or other enterprises.	1. The Supervisory Board must comprise of <i>at least</i> 05 members.	Amended to be consistent with Clause 2 Article 51 of the Law on Credit Institutions 2024
A member of the Supervisory Board must not concurrently hold either of the following positions:	A member of the Supervisory Board of <i>VietinBank</i> shall not concurrently hold either of the following positions <i>except for being a manager, executive, or employee of VietinBank in case VietinBank takes over a forced transfer according to the forced transfer plan that has been approved</i> :	Amended to be consistent with Clause 4 Article 43 of the Law on Credit Institutions 2024

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
(i) Member of the Board of Directors, executive officer or employees of VietinBank or VietinBank's subsidiary or employees of an enterprise where a member of the Board of Directors, the General Director of VietinBank is a member of the Board of Directors, executive officer or a Major shareholder of that enterprise.	<i>(i) Manager, executive officer of VietinBank, another credit institution or enterprise; employee of VietinBank or VietinBank's subsidiaries</i>	Amended to be consistent with Clause 4 Article 43 of the Law on Credit Institutions 2024
(ii) Member of the Board of Directors and executive officer of an enterprise whose a member of the Supervisory Board is currently a member of the Board of Directors or an executive officer of VietinBank.	<i>(ii) Employee of an enterprise where members of the Board of Directors or Members' Council of VietinBank are members of the Board of Directors, executive officers or major shareholders of that enterprise.</i>	Amended to be consistent with Clause 4 Article 43 of the Law on Credit Institutions 2024
2. A member of the Supervisory Board shall have to satisfy all of the following criteria and conditions:	2. A member of the Supervisory Board shall have to satisfy all of the following criteria and conditions:	Heading (no change to the content)
a) Not to be a subject regulated at clause 1, Article 33 of the Law on Credit Institutions.	a) Not to be a subject regulated at clause 1, Article 42 of the Law on Credit Institutions.	Amended to be consistent with Point a of Clause 3 Article 41 of the Law on Credit Institutions 2024
b) To have professional ethics.	b) To have professional ethics <i>according the regulations of the Governor of the State Bank.</i>	Amended to be consistent with Point b of Clause 3, Article 41 of the Law on Credit Institutions 2024
c) To have university degree certificate or higher in economics, business administration, law, accounting, auditing. To have at least 3 years of working directly in the field of banking, finance, accounting or auditing.	c) <i>To have university degree</i> or higher in <i>finance, banking</i> , economics, business administration, law, accounting, auditing. To have at least 3 years of working directly in the field of banking, finance, accounting or auditing.	Amended to be consistent with Points b,c, Clause 3 Article 41 of the Law on Credit Institutions 2024
e) Full-time Supervisory Board members must reside in Vietnam during their terms of service.	e) <i>Head of</i> the Supervisory Board must reside in Vietnam during his/her term of service.	Amended to be consistent with Point dd of Clause 3, Article 41 of the Law on Credit Institutions 2024
3. Members of the Supervisory Board shall have the following rights and obligations:	3. Members of the Supervisory Board shall have the following rights and obligations:	Heading (no change to the content)
a) To perform the rights and obligations of a member of the Supervisory Board in compliance with the Law, this Charter and the internal regulations of the Supervisory Board in a truthful and prudent manner in the interests of VietinBank and the General Meeting of Shareholders.	a) To comply with the Law, this Charter, the internal regulations of the Supervisory Board and to perform tasks as assigned by the Head of the Supervisory Board to implement the duties and powers of the Supervisory Board in a truthful and prudent manner, for the interest of VietinBank and shareholders; to take responsibility for exercising their rights and obligations.	Amended to be consistent with Clause 1 Article 54 of the Law on Credit Institutions 2024
b) To elect a member to be the Head of the Supervisory Board.	b) <i>To elect one member among them to be the Head of the Supervisory Board.</i>	Amended to be consistent with Clause 2 Article 54 of the Law on Credit Institutions 2024

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
e) To report to the Head of the Supervisory Board on the unusual financial activities and to be personally responsible for his/her own judgments and conclusions.	e) To report to the Head of the Supervisory Board on the unusual financial activities <i>of VietinBank</i> and to be personally responsible for his/her own judgments and conclusions.	Amended to be consistent with Clause 7 Article 54 of the Law on Credit Institutions 2024
f) To attend the Supervisory Board meetings, to discuss and vote on all matters stipulated in Article 54 herein, except for conflict-of-interest matters.	f) To attend the Supervisory Board meetings, to discuss and vote for matters under the scope of duties and powers of the Supervisory Board, except conflict-of-interest matters.	Amended to be consistent with Clause 8 Article 54 of the Law on Credit Institutions 2024
g) To be entitled to require officers and employees of VietinBank to provide data and explain business activities to perform assigned duties.	g) To be entitled to require <i>managers, executive officers</i> , officers and employees of VietinBank to provide data and explain business activities to perform assigned duties.	Amended to be consistent with Clause 6 Article 54 of the Law on Credit Institutions 2024
	<i>h) To request managers to report and explain the financial status, business results of subsidiaries, plans, projects, development investment programs and other decisions in the management of and administering VietinBank..</i>	Amended to be consistent with Clause 5 Article 54 of the Law on Credit Institutions 2024
4. The members of the Supervisory Board shall elect 01 person among them to become the Head of Supervisory Board in the principle of majority. The Supervisory Board must have more than half of its members permanently residing in Vietnam. The Head of Supervisory Board shall not concurrently be a member of the Supervisory Board or a manager of another credit institution.	<i>4. The members of the Supervisory Board shall elect 01 person among them to become the Head of Supervisory Board in the principle of majority. The Supervisory Board must have more than half of its members permanently residing in Vietnam.</i>	Amended to be consistent with Clause 2, Article 168 of the Law on Enterprises and avoid duplication of the content of Clause 1 of this Article
a) To organize the deployment of exercising the duties and powers of the Supervisory Board as specified at Article 54 of this Charter.	a) To organize the exercise of duties and powers of the Supervisory Board as specified at Article 54 of this Charter, the provisions of the Law and to be responsible for exercising his/her rights and obligations	Amended to be consistent with Clause 1 Article 53 of the Law on Credit Institutions 2024
b) To prepare the agenda for the Supervisory Board meetings based on the examination and review of the matters and concerns of the Supervisory Board members in relation to the matters provided in Article 53 of this Charter.	<i>Deleted</i>	Law on Credit Institutions 2024 (Article 53) deletes this content
c) To convene and chair the meetings of the Supervisory Board.	c) To convene and to chair the meetings of the Supervisory Board.	Amended to be consistent with Clause 2 Article 53 of the Law on Credit Institutions 2024
d) To prepare the work plans and to assign specific duties to each Supervisory Board member in accordance with the Regulation on organization and operation of the Supervisory Board.	d) To prepare the work plans <i>of the Supervisory Board</i> and to assign specific duties to each Supervisory Board member in accordance with the Regulation on organization and operation of the Supervisory Board.	Amended to be consistent with Clause 7 Article 53 of the Law on Credit Institutions 2024
f) To guarantee that the Supervisory Board members shall receive sufficient, objective, and accurate information and have sufficient time to discuss the matters to be reviewed by the Supervisory Board.	f) <i>To ensure</i> that the Supervisory Board members shall receive sufficient, objective, and accurate information and have sufficient time to discuss the issues to be reviewed by the Supervisory Board.	Amended to be consistent with Clause 8 Article 53 of the Law on Credit Institutions 2024

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
g) To authorize one of the members of the Supervisory Board to perform the duties of the Head of Supervisory Board during his/her absence.	g) To <i>only</i> authorize one of the members of the Supervisory Board to perform the <i>rights and obligations</i> of the Head of Supervisory Board during his/her absence <i>or inability in performing the duties</i> .	Amended to be consistent with Clause 10 Article 53 of the Law on Credit Institutions 2024
h) On behalf of the Supervisory Board to sign documents under the authority of the Supervisory Board.	h) On behalf of the Supervisory Board to sign document under the authority of the Supervisory Board.	Amended to be consistent with Clause 3 Article 53 of the Law on Credit Institutions 2024
k) To attend the Board of Directors' meeting and raise his/her opinions but shall not vote.	k) To attend the Board of Directors' meeting and <i>may</i> raise his/her opinions but shall not vote.	Amended to be consistent with Clause 5 Article 53 of the Law on Credit Institutions 2024
l) To request his/her opinions to be noted in the minutes of the Board of Directors' meeting if his/her opinions differ from the Board of Directors' resolution or decision, and to report the same to the General Meeting of Shareholders.	l) To request his/her opinions to be noted in the minutes of the Board of Directors' meeting if <i>such</i> opinions differ from the Board of Directors' resolution or decision, and to report the same to the General Meeting of Shareholders.	Amended to be consistent with Clause 6 Article 53 of the Law on Credit Institutions 2024
5. A member of the Supervisory Board shall be automatically disqualified in the following cases:	5. A member of the Supervisory Board shall be automatically disqualified in the following cases:	Heading (no change to the content)
a) He/she loses capacity for civil acts, is dead.	a) He/she is dead	Amended to be consistent with Point h of Clause 1, Article 45 of the Law on Credit Institutions 2024
b) He/she violates the provisions of clause 1, Article 33 of the Law on Credit Institutions regarding circumstances ineligible to hold a position and other provisions of the Law.	b) <i>He/she is a subject ineligible to hold a position as specified in Article 42 of the Law on Credit Institutions.</i>	Amended to be consistent with Point h of Clause 1, Article 45 of the Law on Credit Institutions 2024
c) Upon termination of the legal status of an institutional shareholder of VietinBank where he/she is a representative for its capital contribution in VietinBank.	c) <i>Upon termination</i> of the existence of an institutional Shareholder of VietinBank where he/she is a representative for its contributed capital in VietinBank.	Amended to be consistent with Point h of Clause 1, Article 45 of the Law on Credit Institutions 2024
6. The head, a member of the Supervisory Board shall be dismissed or removed in the following cases:	6. The head, a member of the Supervisory Board shall be dismissed or removed in the following cases:	Heading (no change to the content)
b) He/she sends an application for resignation to the Board of Directors, the Supervisory Board of VietinBank at least 30 days before ceasing to exercise his/her powers and duties.	c) <i>He/she is subject to dismissal</i> upon his/her submission of the application for resignation to the Supervisory Boar <i>of VietinBank</i> .	Amended to be consistent with Point a of Clause 1 Article 46 of the Law on Credit Institutions 2024
c) He/she does not involve in the operation of the Supervisory Board for six consecutive months, except for cases of force majeure.	b) <i>He/she is subject to removal</i> for not involve in the operations of the Supervisory Board for 06 consecutive months except for the cases of force majeure.	Amended to be consistent with Point b of Clause 1, Article 46 of the Law on Credit Institutions 2024

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
f) He/she no longer meets the criteria and conditions to act as a member of the Supervisory Board as specified in the Law on Credit Institutions and this Charter.	f) He/she <i>is subject to removal</i> for no longer meeting the criteria and conditions to act as a member of the Supervisory Board as specified in the Law on Credit Institutions and this Charter.	Amended to be consistent with Point c of Clause 1, Article 46 of the Law on Credit Institutions 2024
7. The Board of Directors must submit a written report and supporting documents on automatic disqualification of a member of the Supervisory Board as specified in this Article to the State Bank within 5 Business days since the date of confirming a member of the Supervisory Board is automatically disqualified, and shall hold responsibility for the accuracy and truthfulness of such report. The Board of Directors shall carry out procedures to fill in such vacant position by electing or appointing as regulated by the Law.	7. The Board of Directors must submit a written report and supporting documents on automatic disqualification of a member of the Supervisory Board as specified in this Article to the State Bank of Vietnam within 5 Business days since the date of confirming a member of the Supervisory Board is automatically disqualified, and shall hold responsibility for the accuracy and truthfulness of such report. The Board of Directors shall carry out procedures to fill in such vacant position by electing or appointing as regulated by the Law.	Heading (no change to the content)
Within 10 Business days since the decision on the dismissal or removal of the head or a member of the Supervisory Board is approved as specified in this Article, the Board of Directors must submit a written report with supporting documents to the State Bank.	Within 10 <i>Days</i> since the decision on the dismissal or removal of the head or a member of the Supervisory Board is approved as specified in this Article, the Board of Directors must submit a written report with supporting documents to the State Bank.	Amended to be consistent with Clause 3 Article 46 of the Law on Credit Institutions 2024
9. The head and members of the Supervisory Board may be suspended or temporarily suspended as specified at Article 37 of the Law on Credit Institutions.	9. The head and members of the Supervisory Board may be suspended or temporarily suspended as specified at Article <i>47</i> of the Law on Credit Institutions.	Amended to be consistent with Article 47 of the Law on Credit Institutions 2024
N/A	<i>13. In case the Supervisory Board of Directors of VietinBank has fewer members than the required minimum number of members according to the Law and this Charter, within 90 Days from the date of falling short of the member(s), VietinBank must elect additional members, ensuring a minimum number of members Information on election of any member of the Supervisory Board must be disclosed as regulated by securities law and stock market.</i>	Supplemented to be consistent with Clause 6 Article 51 of the Law on Credit Institutions 2024
<b>Article 54. Duties and powers of the Supervisory Board</b>	<b>Article 54. Duties and powers of the Supervisory Board</b>	Heading (no change to the content)
1. To supervise activities and the compliance with the Law and the Charter by the Board of Directors, the General Director in the management and administration of VietinBank; to be responsible to the General Meeting of Shareholders for the implementation of its assigned powers and duties.	1. <i>To supervise VietinBank's governance and operations in compliance with the Law, internal regulations, this Charter and resolutions and decisions of the General Meeting of Shareholders and the Board of Directors; to be responsible to the General Meeting of Shareholders for performing the assigned duties and powers according to the provisions of the Law on Credit Institutions and VietinBank's Charter.</i>	Amended to be consistent with Clause 1 Article 52 of the Law on Credit Institutions 2024
2. To issue internal regulations of the Supervisory Board. To review, on an annual basis, internal regulations of the Supervisory Board, important policies on accounting and reporting.	2. To issue internal regulations of the Supervisory Board. To review, on an annual basis, internal regulations of the Supervisory Board, <i>internal regulations of VietinBank</i> on accounting and reporting.	Amended to be consistent with Clause 2 Article 52 of the Law on Credit Institutions 2024



Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
<p>3. To appraise the consistency, legitimacy and validity of reports on business performance, semi-annual and annual financial statements of VietinBank, report on assessment of performance of the Board of Directors for reporting to the Annual General Meeting of Shareholders To review contracts, transactions with Related Persons under the approval authority of the Board of Directors or the General Meeting of Shareholders and make recommendations on contracts and transactions that require approval by the Board of Directors or the General Meeting of Shareholders. The Supervisory Board may consult the Board of Directors before submitting its reports and recommendations to the General Meeting of Shareholders.</p>	<p><i>3. To supervise the financial situation, to appraise the first half and annual financial statements of VietinBank, to evaluate reports on management activities of the Board of Directors; To report to the General Meeting of Shareholders on the appraisal results of the financial statements and reports on management activities of the Board of Directors; To evaluate the fairness, legality, truthfulness and diligence in the accounting and statistical activities and the financial statement preparation. The Supervisory Board may consult the Board of Directors before submitting its reports and recommendations to the General Meeting of Shareholders.</i></p>	<p>Amended to be consistent with Clause 4, Article 52 of the Law on Credit Institutions 2024, Clause 3, Article 170 of the Law on Enterprises 2020</p>
<p>4. To inspect the accounting ledgers, other materials, the governance and management of VietinBank's operation if deemed necessary or pursuant to resolutions, decisions of the General Meeting of Shareholders or upon request of a Major Shareholders or the major group of Shareholders in alignment with provisions of the Law. The Supervisory Board shall carry out the inspection within a time-limit of 7 business days from the date of receiving the request. Within 15 Days from the end of the inspection, the Supervisory Board shall make an explanation report on the matters requested for inspection and submit to the Board of Directors and the requesting Shareholder or group of Shareholders.</p>	<p>4. To inspect the accounting ledgers, other materials, the governance and management of VietinBank's operation if deemed necessary or <i>in the following cases:</i></p> <p><i>a) According to the resolutions and decisions of the General Meeting of Shareholders;</i></p> <p><i>b) At the request of the State Bank or of the Major Shareholder or group of Major Shareholders in accordance with the provisions of Law. The inspection must be carried out within a time-limit of 7 business days from the date of receiving the request. Within 15 Days from the end of the inspection, the Supervisory Board must make a report and explanations on matters requested for inspection to the requesting organizations and individuals.</i></p>	<p>Amended to be consistent with Clause 7 Article 52 of the Law on Credit Institutions 2024</p>
<p>5. To prepare the list of founding Shareholders, Major Shareholders and Related Persons of the members of the Board of Directors, the Supervisory Board and General Director of VietinBank; to keep and update any change to this list.</p>	<p><i>5. To prepare a list of founding shareholders within 05 years from the date of being a founding shareholder, shareholder owning 01% or more of the Charter capital and related persons of members of the Board of Directors, members of the Supervisory Board, General Director of VietinBank, shareholder owning 01% or more of charter capital; To keep record and update changes to this list.</i></p>	<p>Amended to be consistent with Clause 9 Article 52 of the Law on Credit Institutions 2024</p>
<p>7. To promptly inform the Board of Directors upon finding any violations by any VietinBank's manager and at the same time request the violator to cease the act of violation and to take appropriate measures to address the consequences, if any.</p>	<p><i>7. To promptly notify the General Meeting of Shareholders and the Board of Directors upon detection of the acts of violation of the Law, VietinBank's Charter, internal regulations, resolutions and decisions of the General Meeting of Shareholders and the Board of Directors by VietinBank managers and executive officers; To request the violator to immediately cease the act of violation and take measures to address consequences (if any).</i></p>	<p>Amended to be consistent with Clause 8 Article 52 of the Law on Credit Institutions 2024</p>

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
8. To directly give instructions, manage and supervise the activities of internal audit function. To have assistants and may make use of VietinBank's resources to execute its duties.	<i>Deleted</i>	Combined this wording into Clause 11 of this Article
10. To convene an extraordinary General Meeting of Shareholders in case the Board of Directors has made decisions in serious violation of the provisions of the Law or beyond its assigned authority and other cases as stipulated in this Charter.	9. To convene an extraordinary General Meeting of Shareholders in case the Board of Directors has made decisions in serious violation of the provisions of the Law or beyond its assigned authority <i>or</i> other cases as stipulated in this Charter.	Amended to be consistent with Clause 11 Article 52 of the Law on Credit Institutions 2024
12. To perform internal audit function; To be entitled to hire independent consultant and get access to, be provided with information and materials related to management and governance activities of VietinBank in a full, accurate and timely manner in order to perform the assigned duties and powers.	11. <i>To organize the implementation of internal audit; to have access to and be provided with information and documents related to the management and operation of the credit institution in a full, accurate and timely manner, and to have the right to leverage the credit institution's resources to implement assigned duties and powers; to hire experts, independent consultants and external agencies to perform its duties but still be responsible for the performance of the Supervisory Board's duties.</i>	Amended to be consistent with Clause 3 Article 52 of the Law on Credit Institutions 2024
15. To advise and propose the General Meeting of Shareholders to approve the list of accepted auditing firms to audit the financial statements of VietinBank; to make decision on selection of auditing firm accepted for inspection of the company's operations, dismissal of selected auditor when deemed necessary.	<i>Deleted</i>	Deleted to be consistent with Clause 2 Article 70 of the Law on Credit Institutions 2024
N/A	17. <i>To supervise the approval and implementation of investment projects, purchase and sale of fixed assets, contracts and other transactions of VietinBank under the decision authority of the General Meeting of Shareholders and the Board of Directors. Annually, to prepare and send reports on monitoring results to the General Meeting of Shareholders and the Board of Directors</i>	Supplemented to be consistent with Clause 5 Article 52 of the Law on Credit Institutions 2024
N/A	18. <i>To supervise compliance with regulations in Chapter VII of the Law on Credit Institutions on restrictions to ensure safety in VietinBank 's operations.</i>	Supplemented to be consistent with Clause 6 Article 52 of the Law on Credit Institutions 2024
N/A	19. <i>To promptly report to the SBV on violations specified in Clauses 7, 10 and 19 of this Article and breaches in relation to ratios of share ownership ratio, capital contribution, and related persons according to provisions of the Law on Credit Institutions and provisions of this Charter .</i>	Supplemented to be consistent with Clause 13 Article 52 of the Law on Credit Institutions 2024
<b>CHAPTER VI:</b>	<b>CHAPTER VI:</b>	Heading (no change to the content)

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
<b>SYSTEM OF INTERNAL CONTROL</b>	<b>SYSTEM OF INTERNAL CONTROL</b>	Heading (no change to the content)
<b>SYSTEM OF INTERNAL AUDIT</b>	<b>SYSTEM OF INTERNAL AUDIT</b>	Heading (no change to the content)
<b>Article 58. System of internal control</b>	<b>Article 58. System of internal control</b>	Heading (no change to the content)
1. Internal control system is a collection of internal mechanisms, policies, processes, regulations and organizational structure of VietinBank that is built in accordance with the guidance of the State Bank and is organized for enforcement to ensure prevention, timely detection of and dealing with risks and meet the set requirements.	1. Internal control system is a collection of internal mechanisms, policies, processes, regulations and organizational structure of VietinBank that <i>is organized to ensure prevention, timely detection of and dealing with risks</i> .	Amended to be consistent with Clause 1 Article 57 of the Law on Credit Institutions 2024
c) Compliance with the Law and internal regulations, processes and regulations.	c) Compliance with the Law, <i>mechanisms, policies</i> , and internal regulations, processes and regulations.	Amended to be consistent with Point c of Clause 2, Article 57 of the Law on Credit Institutions 2024
N/A	d) Application of technology in internal control activities according to regulations of the Governor of the State Bank.	Supplemented to be consistent with Clause 4 Article 57 of the Law on Credit Institutions 2024
3. The operation of the internal control system of VietinBank must be periodically assessed by internal audit and independent auditing firm.	3. <i>The State Bank may request VietinBank to hire an independent auditing firm to evaluate part or the entire internal control system when deemed necessary. VietinBank builds an internal control system and deploys technology applications in internal control activities according to the regulations of the Governor of the State Bank.</i>	Amended to be consistent with Clause 3 Article 57 of the Law on Credit Institutions 2024
<b>Article 59. Internal Audit</b>	<b>Article 59. Internal Audit</b>	Heading (no change to the content)
2. The internal audit conducts independent and objective review and assessment of the internal control system; conducting independent assessment of the suitability and compliance with regulations, internal policies, procedures, and processes established in the credit institution; making recommendations to improve the efficiency of the systems, processes, regulations, contributing to ensuring that the credit institution operates safely, effectively and in accordance with the Law.	2. The internal audit conducts independent and objective review and assessment of the <i>compliance with mechanisms, policies, processes and internal regulations of VietinBank</i> ; making recommendations to improve the efficiency of the systems, processes, regulations, contributing to ensuring that <i>VietinBank</i> operates safely, effectively and in accordance with the Law.	Amended to be consistent with Clause 2 Article 58 of the Law on Credit Institutions 2024
3. Internal audit results must be promptly reported to the Board of Directors, the Supervisory Board and sent to the General Director of VietinBank.	3. Internal audit results must be promptly reported <i>to the Supervisory Board and sent to the Board of Directors and the General Director</i> of VietinBank.	Amended to be consistent with Clause 3 Article 58 of the Law on Credit Institutions 2024
<b>CHAPTER VII:</b>	<b>CHAPTER VII:</b>	Heading (no change to the content)

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
<b>DUTIES OF THE MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE SUPERVISORY BOARD, GENERAL DIRECTOR AND OTHER EXECUTIVE OFFICERS</b>	<b>DUTIES OF THE MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE SUPERVISORY BOARD, GENERAL DIRECTOR AND OTHER EXECUTIVE OFFICERS</b>	Heading (no change to the content)
<b>Article 60. Public disclosure of related interests</b>	<b>Article 60. Public disclosure of related interests</b>	Heading (no change to the content)
2. The members of the Board of Directors, members of the Supervisory Board, the General Director, Deputy General Directors of VietinBank shall be required to declare their related interests, including:	2. The members of the Board of Directors, members of the Supervisory Board, the General Director, Deputy General Directors of VietinBank <i>must provide the following information to VietinBank:</i>	Amended to be consistent with Clause 1 Article 49 of the Law on Credit Institutions 2024
a) Name, business code, address of the head office, field of business of the enterprise under their ownership or holding of contributed capital or shares; percentage and timing of such ownership or holdings;	<i>a) Name, business code, address of the head office, field of business, number and date of issuance of the Business Registration Certificate, the place of business registration of the enterprise or economic entity where he/she or he/she and related person(s) own the contributed capital or shares of 05% or more of the charter capital, including the contributed capital, the shares under the name of other individuals or organizations as entrusted by him/her of 5% or more of the charter capital</i>	Amended to be consistent with Point a of Clause 1 Article 49 of the Law on Credit Institutions 2024
b) Name, address of the head office, field of business, number and date of issuance of the Enterprise Registration Certificate, the place of business registration of the enterprise or economic entity in which his/her related persons own, under their names, under their shared ownership or under their private ownership, an amount of contributed capital or shares of, or authorize or entrust other individuals or organizations to own, 5% or more of the charter capital;		
c) Name, address of the head office, field of business, number and date of issuance of the Enterprise Registration Certificate, the place of business registration of the enterprise in which he/she and Related person acts as a member of the Board of Directors, member of the Member's Council, member of the Supervisory Board, or the General Director (Director).	b) Name, <i>business code</i> , address of the head office of the enterprise or other economic entity where his/her and Related persons are members of the Board of Directors, Members' Council, supervisors, members of the Supervisory Board, General Director (Director).	Amended to be consistent with Point b of Clause 1, Article 49 of the Law on Credit Institutions 2024
N/A	<i>c) Information about related persons as individuals includes: Full name; personal identification number; Nationality, passport number, date of issue, place of issue for foreigners; relationship with the informant;</i>	Supplemented to be consistent with point c of Clause 1 Article 49 of the Law on Credit Institutions 2024
N/A	<i>c) Information about related persons as organizations includes: name, business code, address of head office of the enterprise, number of Business Registration Certificate or equivalent legal documents; Legal representative, relationship with information provider.</i>	Supplemented to be consistent with point d of Clause 1 Article 49 of the Law on Credit Institutions 2024

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
N/A	<p>3. Shareholders owning 01% or more of VietinBank's charter capital must provide VietinBank with the following information:</p> <p>a) Full name; personal identification number; Nationality, passport number, date of issue, place of issue for foreign shareholders; Number of Business Registration Certificate or equivalent legal documents of the institutional shareholder; Date of issue and place of issue thereof;</p> <p>b) Information about related persons as prescribed in Points c and d, Clause 2 of this Article;</p> <p>c) Number and percentage of shares owned in VietinBank;</p> <p>d) Number and percentage of shares owned by related person in VietinBank.</p>	Supplemented to be consistent with Clause 2 Article 49 of the Law on Credit Institutions 2024
N/A	<p>8. Any member of the Board of Directors, member of the Supervisory Board, General Director, Deputy General Director of VietinBank and Shareholder owning 01% or more of VietinBank's charter capital must send to VietinBank a written information declaration for the first time and upon any change in this information within 07 Business days from the date of occurrence or change in information. For information at Points c and d, Clause 3 of this Article, a shareholder must only provide information to VietinBank when there is a change in share ownership ratio or in the share ownership ratio of such shareholder and related persons by 01% or more of VietinBank's charter capital compared to the previous information provision.</p>	Supplemented to be consistent with Clause 3 Article 49 of the Law on Credit Institutions 2024
N/A	<p>9. VietinBank must post and store the information specified in Clauses 2 and 3 of this Article at its head office and send a written report to the State Bank within 07 Business Days from the date VietinBank receives the provided information. Annually, VietinBank discloses information specified in Points a, b, d, Clause 2 and Points a, c, d, Clause 3 of this Article to the General Meeting of Shareholders of VietinBank.</p>	Supplemented to be consistent with Clause 4 Article 49 of the Law on Credit Institutions 2024
N/A	<p>10. VietinBank must publicly disclose information about the full names of individuals and organizations that are shareholders owning 01% or more of VietinBank's charter capital and information specified in Points c and d, Clause 3 of this Article on VietinBank's website within 07 Business days from the date VietinBank receives the provided information.</p>	Supplemented to be consistent with Clause 5 Article 49 of the Law on Credit Institutions 2024

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
N/A	<i>11. Subjects providing and publicly disclosing information must ensure that the information provided and publicly disclosed is truthful, accurate, complete, and on-time and take responsibility for their information provision and disclosure.</i>	Supplemented to be consistent with Clause 6 Article 49 of the Law on Credit Institutions 2024
<b>Article 61. Rights and obligations of managers and executive officers of VietinBank</b>	<b>Article 61. Rights and obligations of managers and executive officers of VietinBank</b>	Heading (no change to the content)
1. To exercise rights and obligations in accordance with the provisions of the Law, the Charter of VietinBank, resolutions and decisions of the General Meeting of Shareholders of VietinBank.	1. To <i>comply</i> with the Law, the Charter of VietinBank, resolutions and decisions of the General Meeting of Shareholders of VietinBank.	Amended to be consistent with Clause 1 Article 48 of the Law on Credit Institutions 2024
2. To exercise rights and perform obligations as assigned in an honest, prudent and optimal manner for the fullest delivery of legitimate benefits of VietinBank, VietinBank's Shareholders and owners	2. To exercise rights and perform obligations as assigned in an honest, prudent manner <i>for the legitimate interests of VietinBank, VietinBank's Shareholders and owners.</i>	Amended to be consistent with Clause 2 Article 48 of the Law on Credit Institutions 2024
3. To be loyal to VietinBank, not to take advantage of business information, know-how and business opportunities of VietinBank, abuse the status, position and the properties of VietinBank for self-benefit or for the interest of other organizations and individuals or harm the interests of VietinBank, VietinBank's Shareholders and owners.	3. <i>Not to take advantage of business information, know-how and business opportunities of VietinBank, abuse the status, position and the properties of VietinBank for self-benefit or for the interest of other organizations and individuals or harm the interests of VietinBank, VietinBank's Shareholders.</i>	Amended to be consistent with Clause 3 Article 48 of the Law on Credit Institutions 2024
6. To promptly, fully and accurately notify the credit institution of their interests at other organizations, transactions with other organizations or individuals that may conflict with the interests of VietinBank and may only engage in transaction upon approval by the Board of Directors.	6. To promptly, fully and accurately notify <i>VietinBank</i> of their interests at other organizations, transactions with other organizations or individuals that may conflict with the interests of VietinBank and may only engage in transaction upon approval by the Board of Directors.	Amended to be consistent with Clause 7 Article 48 of the Law on Credit Institutions 2024
8. Not to be subject to salary, remuneration raise or not to request bonus payment when VietinBank suffers a loss.	8. Not to be subject to remuneration, salary raise or to request bonus payment <i>to managers and executive officers</i> when VietinBank suffers a loss.	Amended to be consistent with Clause 9 Article 48 of the Law on Credit Institutions 2024
N/A	<i>9. To be responsible for complying with restrictive regulations to ensure safety in VietinBank 's banking operations according to the provisions of the Law on Credit Institutions 2024 .</i>	Supplemented to be consistent with Clause 4 Article 48 of the Law on Credit Institutions 2024
N/A	<i>10. Within the scope of assigned rights and obligations, to be responsible for implementing written requests of the State Bank for contents falling under the authority of the State Bank. To implement recommendations, warnings of risks and operational safety, warnings of risks of breaches of monetary and banking laws; inspectorate conclusions, recommendations, and decisions.</i>	Supplemented to be consistent with Clause 10 Article 48 of the Law on Credit Institutions 2024
<b>Article 62. Approval of contracts and transactions between VietinBank and Related Persons</b>	<b>Article 62. Approval of contracts and transactions between VietinBank and Related Persons</b>	Heading (no change to the content)

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
2. The Board of Directors approves the contracts and transactions as prescribed in Clause 1 of this Article which are worth up to 20% of the Charter Capital of VietinBank as recorded in the latest financial statements. In this case, the signatory to a contract or transaction as representative of VietinBank must notify the members of the Board of Directors, members of the Supervisory Board of the parties related to such contract or transaction and send the draft contract or main terms and conditions of the transaction to them. The Board of Directors decides to approve the contracts, transactions within 45 Days from the date of receiving the notice; members of the Board of Directors who have interests related to the parties to a contract or transaction shall not have the right to vote.	2. The Board of Directors approves the contracts and transactions as prescribed in Clause 1 of this Article which are worth <i>less than</i> 20% of the Charter Capital of VietinBank as recorded in the latest financial statements. In this case, the signatory to a contract or transaction as representative of VietinBank must notify the members of the Board of Directors, members of the Supervisory Board of the parties related to such contract or transaction and send the draft contract or main terms and conditions of the transaction to them. The Board of Directors decides to approve the contracts, transactions within 45 Days from the date of receiving the notice; members of the Board of Directors who have interests related to the parties to a contract or transaction shall not have the right to vote.	Amended to be consistent with Clause 9 Article 70 of the Law on Credit Institutions 2024
<b>CHAPTER XI:</b>	<b>CHAPTER XI:</b>	Heading (no change to the content)
<b>FINANCE, ACCOUNTING, REPORTING</b>	<b>FINANCE, ACCOUNTING, REPORTING</b>	Heading (no change to the content)
<b>Article 72. Appropriation to reserves</b>	<b>Article 72. Appropriation to reserves</b>	Heading (no change to the content)
N/A	3. <i>VietinBank may pay stock dividend for Charter capital raising The stock dividend rates are decided by the Prime Minister.</i>	Supplemented to be consistent with Clause 3 Article 148 of the Law on Credit Institutions 2024
2. VietinBank's accounting follows the provision of the Law on accounting.	VietinBank's accounting follows the provision of the Law on accounting; <i>is responsible before the law for the accuracy and truthfulness of revenues and expenditures and complies with regulations on invoices and accounting documents.</i>	Amend to be consistent with Article 150 of the Law on Credit Institutions 2024

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
	<p><i>1. Reporting</i></p> <p><i>a) VietinBank must implement a reporting and information provision regime according to the provisions of law on accounting, statistics, and statistical investigation.</i></p> <p><i>b) VietinBank must periodically report its operational activities according to the regulations of the Governor of the State Bank of Vietnam.</i></p> <p><i>c) In addition to the reports specified in Points a and b of this Clause, VietinBank is responsible for promptly reporting to the State Bank of Vietnam in the following cases:</i></p> <p><i>(i) Unusual developments in professional operations may seriously affect VietinBank's business situation;</i></p> <p><i>(ii) Changes in organization, governance, administration, financial situation of major shareholders and other changes that seriously affect VietinBank's business operations; Sale, purchase and transfer of shares and capital contributions of major shareholders;</i></p> <p><i>(iii) Changes in VietinBank branch name; Temporary suspension of transactions for less than 05 Business days; Share listing on the domestic stock market.</i></p> <p><i>d) Subsidiaries and affiliated companies of VietinBank are responsible for sending financial reports and operational reports to the State Bank of Vietnam when requested.</i></p> <p><i>e) Within 90 Days from the end of the fiscal year, VietinBank must submit an annual report to the State Bank of Vietnam in accordance with the provisions of law.</i></p>	Supplemented according to Article 152 of the Law on Credit Institutions 2024
<b>CHAPTER XVII:</b>	<b>CHAPTER XVII:</b>	Heading (no change to the content)
<b>AUDITING</b>	<b>AUDITING</b>	Heading (no change to the content)
<b>Article 76. Auditing</b>	<b>Article 76. Auditing</b>	Heading (no change to the content)



Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
<p>1. The General Meeting of Shareholders shall decide or authorize the Board of Directors to decide on an independent auditing firm which legally operates in Vietnam to carry out the auditing of VietinBank’s financial statements for the next fiscal year in accordance with this Charter, regulations of the State Bank and other relevant provisions of the Law.</p>	<p><i>1. Before the end of the fiscal year, VietinBank decides to select an independent audit firm that meets the requirements according to the regulations of the Governor of the State Bank of Vietnam to audit financial statements and provide assurance services for operations of the internal control system in preparing and presenting financial statements in the following fiscal year</i>  <i>Within 30 Days from the date of decision to select an independent audit firm, VietinBank must notify the State Bank of Vietnam of the selected independent audit firm.</i></p>	<p>To amend to be consistent with Clause 1 Article 59, point t Clause 3 Article 67 of the Law on Credit Institutions 2024</p>
<p><b>CHAPTER XVI:</b></p>	<p><b>CHAPTER XVI:</b></p>	<p>Heading (no change to the content)</p>
<p><b>TERMS OF ENFORCEMENT</b></p>	<p><b>TERMS OF ENFORCEMENT</b></p>	<p>Heading (no change to the content)</p>
<p><b>Article 82. Effective date</b></p>	<p><b>Article 82. Effective date</b></p>	<p>Heading (no change to the content)</p>
<p>3. This Charter takes effect from the date of.../.../.....</p>	<p>3. This Charter takes effect from the date of July 1, 2024.</p>	<p>Amended according the effect of the Law on Credit Institutions 2024.</p>

Wording in the currently effective Charter	Proposed revision to the Charter	Rationale
	<p><b>Article 83. Transition clause</b></p> <p>1. Managers, executive officers and other titles of VietinBank elected and appointed before the effective date of this Charter who do not meet the provisions of Clause 4, Clause 5, Clause 6, Article 38; Article 50; Clause 1, Clause 2, Article 53 of this Charter may continue to their incumbency until the end of the term or until the expiration of the term of election or appointment.</p> <p>2. The Board of Directors of VietinBank elected before the effective date of this Charter that does not meet the provisions of Clauses 1 and 3, Article 38 of the Charter may continue to operate until the end of the term of the Board of Directors.</p> <p>3. Until the effective date of this Charter, the Supervisory Board of VietinBank whose number of members fails to meet the requirement in Clause 1, Article 53 of this Charter may continue to maintain the number of Supervisory Board members as prescribed in Clause 2, Article 44 of the Law on Credit Institutions No. 47/2010/QH12, as amended and supplemented according to the Law No. 17/2017/QH14 until the end of the terms of the Supervisory Board and members of the Supervisory Board, except in cases where VietinBank elects, appoints additional or replaces members of the Supervisory Board.</p>	<p>Supplemented to be consistent with Article 210 of the Law on Credit Institutions 2024</p>