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Hanoi, 3rd November 2021

MINUTES

2021 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS VIETNAM JOINT STOCK COMMERCIAL BANK FOR INDUSTRY AND TRADE

Today, at 8:00 a.m. on 03rd November, 2021, Vietnam Joint Stock Commercial Bank for Industry and Trade (VietinBank) held the online Extraordinary General Meeting of Shareholders in 2021 (“**the EGM**”) with the operating venue at VietinBank Headquarters, 108 Tran Hung Dao, Hoan Kiem, Hanoi.

A. PARTICIPANTS AND THE LEGALITY, LEGITIMACY OF THE MEETING:

I. Participants:

- Shareholders: There were 117 participants attending the meeting who represented for 454 shareholders holding 4,132,750,855 shares and accounting for 85.9959 % of the voting shares of VietinBank.
- Invited guest delegates:
 - Mr. Le Thanh Tung, Assistant to former Politburo member, former Secretary of the Party Central Committee, former Head of the Central Economic Commission.
 - + Mr. Nguyen Anh Tuan, Deputy Director of Personnel and Organization Department, State Bank of Vietnam;
 - + Mr. Le Anh Xuan, Deputy Director of Finance - Accounting Department, State Bank of Vietnam;
 - + Mr. Ngo Manh Anh, Deputy Director of Department I, Inspection and Supervision Agency, State Bank of Vietnam;
 - + Mr. Nguyen Quoc Huy, Deputy Director of the State Bank of Vietnam - Hanoi Branch;
 - + Mr. Nguyen Quang Duc, Deputy Chief of the Office of the Party Committee of the Central Business Division;
- Other members of VietinBank’s Standing Committee of the Communist Party, VietinBank’s Board of Directors (BoD) and Board of Management (BoM); Representatives from MUFG Bank; representatives from the State Audit Office of Vietnam, the State Bank of Vietnam, relevant ministries and agencies; VietinBank’s partners and major clients;
- Representatives of national and Hanoi’s press and broadcasting agencies.

II. The legality and legitimacy of the Meeting:

The EGM listened to Ms. Le Anh Ha – Chief of Supervisory Board, Head of the Shareholder Eligibility Checking Committee announcing the Report on Shareholder Eligibility Checking:

- Total number of VietinBank's shares: 4,805,750,609 shares.
- Total number of shareholders invited to the Meeting: 102,661 shareholders, representing for 4,805,750,609 voting shares of VietinBank.
- As at 08:00 a.m. on 03rd November 2021, the number of shareholders or authorized representatives presented at the meeting was 40, who represented for 67 shareholders holding ownership of 4,047,095,644 shares and accounting for 84.2136% of the total voting shares of VietinBank.

Pursuant to the Law on Enterprise No. 59/2020/QH14 ratified by the National Assembly of the Socialist Republic of Vietnam dated 17th June 2020; the Charter on Organization and Operation of Vietnam Joint Stock Commercial Bank for Industry and Trade, the EGM 2021 of VietinBank was legal, legitimate and met all the conditions to be conducted.

B. THE CONTENT AND AGENDA OF THE MEETING:

I. Instruction on using voting card, voting paper and election paper in the EGM

The EGM listened to Ms. Nguyen Thi My Linh – Director of the Secretariat to the BoD and Investor Relations under Office of the BoD presenting guidance on using voting card, voting paper and election paper at the EGM.

II. The election of Panel of Chairpersons, nomination of Secretariat Board and election of the Vote Counting Committee:

In order to conduct the EGM and run the election and vote counting process, the EGM elected the Panel of Chairpersons and Vote Counting Committee. After listening to the tentative personnel list introduced by the Organization Board, the EGM voted to ratify the Panel of Chairpersons, being comprised of the following members:

1. Mr. Tran Minh Binh – Chairman of the Board of Directors, Chairman;
2. Mr. Tran Van Tan - Board member, Member;
3. Ms. Tran Thu Huyen - Board member cum Director of IIR Division, Member;
4. Mr. Nguyen The Huan – Board member, Member;
5. Mr. Nguyen Hoang Dung – Deputy General Director in charge of the Board of Management, Member.

Voting results: The number of "approve" voting shares was 4,067,336,846 shares, accounting for 98.4409%; the number of "disapprove" voting shares was 0 share, accounting for 0%; the number of "abstain" voting shares was 0 shares, accounting for 0.0000%. (Number of shares not participating in voting was 64,414,009 shares, accounting for 1,5591%)

The Panel of Chairpersons designated the Secretariat of the EGM on behalf of the EGM to record the agenda and the course of the EGM and compose the draft of the Minutes and Resolution of the EGM. The Secretariat was comprised of the following members:

1. Mr. Do Trong Nghia – Chief of the Office of the BoD, Head of the Secretariat of the Meeting;
2. Mr. Tran Minh Duc – Deputy Chief of the Office of the BoD, Deputy Head of the Secretariat of the Meeting;
3. Mr. Duong Van Quan – Deputy Chief of the Office of the BoD cum Assistant to Chairman of the BoD, Deputy Head of the Secretariat of the Meeting.
4. Ms. Nguyen Thi My Linh – Director of the Secretariat to the BoD and Investor Relations under Office of the BoD, Member;
5. Ms. Nguyen Thi Thu Trang – Deputy Director of the Secretariat to the BoD and Investor Relations under Office of the BoD, Member;
6. Ms. Nguyen Thu Ha - Member of the Secretariat to the BoD and Investor Relations under Office of the BoD, Member.

Next, the Panel of Chairpersons introduced and the EGM elected the Vote Counting Committee of the EGM with the following members:

1. Ms. Le Anh Ha – Head of Supervisory Board, Head of Vote Counting Committee;
2. Mr. Do Trong Nghia – Chief of the Office of the BoD, Deputy Head of Vote Counting Committee;
3. Mr. Tran Minh Duc – Deputy Chief of the Office of the BoD, Deputy Head of Vote Counting Committee;
4. Mr. Duong Van Quan – Deputy Chief of the Office of the BoD cum Assistant to Chairman of the BoD, Deputy Head of Vote Counting Committee;
5. Ms. Nguyen Thi My Linh – Director of the Secretariat to the BoD and Investor Relations under Office of the BoD, Member;
6. Ms. Nguyen Thi Thu Trang – Deputy Director of the Secretariat to the BoD and Investor Relations under Office of the BoD, Member;
7. Ms. Phung Thu Ha – Deputy Director of the Secretariat to the BoD and Investor Relations under Office of the BoD, Member;
8. Ms. Do Thanh Xuan – Deputy Head of the Department of Data Management and Governance Report, Information Technology (IT) Center, Member;
9. Mr. Le Quang Thanh – Officer, IT Center, Member;
10. Mr. Dinh Son Hung - Officer, IT Center, Member;
11. Ms. Bui Thi Tien Giang - Officer, IT Center, Member;
12. Ms. Ngo Thi Thu Ngan - Member of the Secretariat to the BoD and Investor Relations under Office of the BoD, Member;
13. Ms. Quan Le Phuong Quy - Member of the Secretariat to the BoD and Investor Relations under Office of the BoD, Member.

The Vote Counting Committee worked online.

Voting results: The number of “approve” voting shares was 4,067,445,720 shares, accounting for 98.4317%; the number of “disapprove” voting shares was 0 share, accounting for 0%; the number of “abstain” voting shares was 100 shares, accounting for 0.000000%. (Number of shares not participating in voting was 64,806,329 shares, accounting for 1.5683%)

III. The ratification of the Regulation and the Agenda of the EGM:

Next, the Panel of Chairpersons announced the draft Regulation and Agenda of the EGM. The EGM approved the Regulation of the EGM.

Voting results: The number of “approve” voting shares was 4,103,191,055 shares, accounting for 99.2966%; the number of “disapprove” voting shares was 19,601,723 share, accounting for 0.4744%; the number of “abstain” voting shares was 100 shares, accounting for 0.000000%. (Number of shares not participating in voting was 9,459,271 shares, accounting for 0.2289%).

The EGM also approved the Agenda of the EGM.

Voting results: The number of “approve” voting shares was 4,103,221,071 shares, accounting for 99.2973%; the number of “disapprove” voting shares was 19,601,723 share, accounting for 0.4744%; the number of “abstain” voting shares was 100 shares, accounting for 0.000000%. (Number of shares not participating in voting was 9,429,255 shares, accounting for 0.2282%).

IV. Main content of the EGM:

1. Proposals to the EGM

The EGM listened to members of the Panel of Chairpersons presenting Proposals:

- Mr. Nguyen Hoang Dung, Deputy General Director in charge of the Board of Management presented the Proposal on approval of the listing of VietinBank’s public offering bonds on the securities trading system;
- Ms. Tran Thu Huyen, Board member cum Director of HR Division presented the Proposal on approval of the amendments to VietinBank Charter, VietinBank’s Regulations on Organization and Operation of the Board of Directors.
- Mr. Tran Minh Binh, Chairman of the Board of Directors of VietinBank presented the Proposal regarding the additional election of Board Members of VietinBank for the term 2019 – 2024 and the Proposal for the dismissal of Member of the Supervisory Board of VietinBank for the term 2019 – 2024.

Ms. Tran Thu Huyen, Board member cum Director of HR Division of VietinBank presented the Draft Regulation on the additional election of Member of VietinBank’s Board of Directors for the term 2019 – 2024. The EGM voted to approve the Regulation on the additional election of Member of VietinBank’s Board of Directors for the term 2019 – 2024.

Voting results: The number of “approve” voting shares was 4,123,248,188 shares, accounting for 99.7731%; the number of “disapprove” voting shares was 0 share, accounting for 0.000000%; the number of “abstain” voting shares was 100 shares,

accounting for 0.0000%. (Number of shares not participating in voting was 9,379,225 shares, accounting for 0.2269%).

2. Discussion and ratification of the contents of Proposals:

The EGM discussed the content of Proposals submitted to the EGM. The EGM highly agreed with the presentation and explanations provided at the meeting without raising any other opinions.

The EGM voted on the contents of the Proposals and elected an additional member of the Board of Directors.

3. Voting for approval of the contents of Proposals submitted to the EGM:

The EGM listened to Ms. Le Anh Ha - Head of the Supervisory Board of VietinBank, Head of Vote Counting Committee, announcing vote counting reports for the approval of the following contents:

- a. Approval of the listing of public offering bonds after the completion of VietinBank's bond offerings as follows:
- To approve the listing of VietinBank's public offering bonds (including public offering bonds in 2021 and subsequent years of VietinBank) on the securities trading system/Stock Exchange after the end of the offerings, ensuring compliance and in accordance with the provisions of the Law on Securities, guiding documents of the Law on Securities and other relevant regulations.
 - To authorize and assign VietinBank's Board of Directors to decide and direct the implementation of procedures related to the listing of VietinBank's public offering bonds on the securities trading system/Stock Exchange in accordance with the provisions of Law.

Voting results: The number of "approve" voting shares was 4,132,341,682 shares, accounting for 99.9901%; the number of "disapprove" voting shares was 0 share, accounting for 0.00000%; the number of "abstain" voting shares was 100 shares, accounting for 0.00000%. (Number of shares not participating in voting was 409,073 shares, accounting for 0.0099%).

- b. Approval of the amendments to VietinBank Charter, VietinBank's Regulations on Organization and Operation of the BoD according to the content stated in the Proposal for the amendment to VietinBank Charter, VietinBank's Regulations on Organization and Operation of the BoD and attached Appendix:

The competent person is entitled to sign off for promulgation of the amended Charter, the amended Regulation on Organization and Operation of the Board of Directors of VietinBank according to the approval of the EGM.

Voting results for the approval of amendments to VietinBank Charter: The number of "approve" voting shares was 4,112,739,659 shares, accounting for 99.5158%; the number of "disapprove" voting shares was 19,601,723 share, accounting for 0.4743%; the number of "abstain" voting shares was 400 shares, accounting for 0.0000%. (Number of shares not participating in voting was 409,073 shares, accounting for 0.0099%).

Voting results for the approval of amendments to VietinBank's Regulations on Organization and Operation of the BoD: The number of "approve" voting shares was 4,112,739,659 shares, accounting for 99.5158%; the number of "disapprove" voting shares was 19,601,723 share, accounting for 0.4743%; the number of "abstain" voting shares was 400 shares, accounting for 0.0000%. (Number of shares not participating in voting was 409,073 shares, accounting for 0.0099%).

c. To approve the Proposal regarding additional election of a member of VietinBank's Board of Directors for the term 2019 – 2024

- To approve the number of Board Member to be additionally elected to VietinBank's Board of Directors for the term 2019 – 2024 was 01 person.
- To approve the list of nominee to be additionally elected to VietinBank Board of Directors being Mr. Le Thanh Tung, Assistant to former Politburo member, former Secretary of the Party Central Committee, former Head of the Central Economic Commission.

Voting results: The number of "approve" voting shares was 4,132,341,682 shares, accounting for 99.9901%; the number of "disapprove" voting shares was 0 share, accounting for 0.0000%; the number of "abstain" voting shares was 100 shares, accounting for 0.0000%. (Number of shares not participating in voting was 409,073 shares, accounting for 0.0099%).

d. To approve the Proposal for the dismissal of Mr. Nguyen Manh Toan from the position of Member of the Supervisory Board of VietinBank for the term 2019 – 2024 to take over other duties at VietinBank:

Voting results: The number of "approve" voting shares was 4,112,639,659 shares, accounting for 99.5158%; the number of "disapprove" voting shares was 19,701,723 share, accounting for 0.4743%; the number of "abstain" voting shares was 400 shares, accounting for 0.0000%. (Number of shares not participating in voting was 409,073 shares, accounting for 0.0099%).

4. *Additional election of Board Members of VietinBank for the term of 2019 - 2024:*

The EGM listened to Ms. Le Anh Ha, Head of Supervisory Board of VietinBank, Head of Vote Counting Committee, announcing the minutes of vote counting for the election of VietinBank Board Members. Accordingly, the following candidate was elected to be VietinBank's Board Members for the term 2019 - 2024:

No.	Full name	Title to vote	Number of voting shares	Percentage (%)
1	Mr. Le Thanh Tung	Board Member	4,131,767,637	99.9752%

(983,218 shares, accounting for 0.0238% did not vote)

5. *Arising contents which were not included in the approved agenda: None.*

This Minutes were prepared at 10:00 a.m on 3rd November 2021 right after the end of EGM 2021 of VietinBank.

This Minutes were announced in front of the entire EGM and were approved by the EGM./.

Voting results: The number of “approve” voting shares was 4,123,342,029 shares, accounting for 99.7723%; the number of “disapprove” voting shares was 0 share, accounting for 0.0000%; the number of “abstain” voting shares was 100 shares, accounting for 0.0000%. (Number of shares not participating in voting was 9,408,683 shares, accounting for 0.2277%).

**ON BEHALF OF
THE BOARD OF SECRETARIAT**

**ON BEHALF OF THE EGM
CHAIRMAN**

(Signed)

(Signed and sealed)

Do Trong Nghia

Tran Minh Binh

Attachments: 

- Minutes of the Shareholders Eligibility Checking;
- Regulation of the EGM 2021;
- Proposals to EGM 2021.