

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

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Business License No. 0100111948 licensed for the 11<sup>th</sup>  
time on 01<sup>st</sup> December, 2014  
Website: <http://investor.vietinbank.vn>

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

*Hanoi, 08<sup>th</sup> December, 2018*

No: 19/NQ-ĐHĐCĐ

**RESOLUTION**  
**2018 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**VIETNAM JOINT STOCK COMMERCIAL BANK FOR INDUSTRY AND TRADE**

**2018 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**VIETNAM JOINT STOCK COMMERCIAL BANK FOR INDUSTRY AND TRADE**

- Pursuant to the Law on Enterprises No. 68/2014/QH13 ratified by the National Assembly of the Socialist Republic of Vietnam on 26<sup>th</sup> November 2014;
- Pursuant to the Law on Credit Institutions No.47/2010/QH12 ratified by the 12<sup>th</sup> National Assembly of the Socialist Republic of Vietnam on 16<sup>th</sup> June 2010 and the Law on Amendment and Supplement of several articles of the Law on Credit Institutions No. 17/2017/QH14;
- Pursuant to the Charter on Organization and Operation of Vietnam Joint Stock Commercial Bank for Industry and Trade (VietinBank);
- Pursuant to the Minutes of 2018 Extraordinary General Meeting of Shareholders (EGM) of VietinBank dated 08<sup>th</sup> December, 2018.

**DECIDED:**

**Article 1.** To approve the indicators for 2018's business plan as follow:

- Total Assets: Growth rate of 6%-8% as compared to end of 2017;
- Credit exposure: Growth rate of 8%-9% as compared to end of 2017;
- Funds mobilized from economic entities and residents: Growth rate of 9%-10% as compared to end of 2017;
- NPL ratio (on balance sheet): < 3%;
- Separated profit before tax \*: 6,200 billion VND;
- Safety ratios: comply with SBV's regulations.

\* Consolidated profit before tax planned at 6,700 billion VND

**Article 2.** To approve the 2017's profit distribution plan as follow:

- 2017 profit after tax (separated): 6,717,522 million VND;
- Appropriation to Capital supplementary reserve (5%): 335,876 million VND;
- Appropriation to Financial reserve (10%): 671,752 million VND;
- Appropriation to Bonus and Welfare fund: 1,674,873 million VND;
- Retained earnings after reserves appropriation \*\*: 4,035,021 million VND;

*\*\* Distribution of VietinBank's retained earnings after 2017 reserves appropriation will be implemented in accordance with approval of SBV in written documents.*

**Article 3.** To approve the proposal on the restructuring plan for investment project of VietinBank's Head Office at Ciputra (VietinBank Tower):

- To approve in principle the restructuring plan of VietinBank Tower investment project with 3 options which were incorporated into the Restructuring Plan in association with bad debt disposal of VietinBank for the period of 2016-2020 as follows:
  - + **Option 1:** To transfer the entire assets of the project, VietinBank will lease the 68-floor tower for its working office. After leasing period, VietinBank will purchase the assets with symbolic price or the pricing negotiation method will be agreed upon.
  - + **Option 2:** To partially transfer assets of the project including 48-floor tower, the Podium and other assets (if successfully negotiated); VietinBank will own the 68-floor tower as its working office. In this option, the 68-floor tower will be retained as VietinBank's Head Office and VietinBank will submit to the SBV the adjustment of the total investment in the 68-floor tower to completely construct the 68-floor head office.
  - + **Option 3:** While the entire Project or part of it (48-floor tower, the podium and other assets (if successfully negotiate)) have not been transferred to other investors yet, VietinBank continues to implement the project, handle arising works and push the construction progress to protect legitimate right and interest of VietinBank.

VietinBank prioritizes option 1. The transfer will be made with instancy in compliance with legal regulations and approvals of the competent authorities. The lease, lease-purchase of the assets shall be conducted in accordance with legal regulations.

- The General Meeting of Shareholders of VietinBank authorizes the Board of Directors of VietinBank to make decisions on the option for the restructure of the VietinBank Tower investment project, the arrangement for implementation and the implementation process to ensure compliance with the provisions of law and approvals of the competent state agencies.

**Article 4.** To approve the proposal on VietinBank's personnel.

**Article 5.** To approve the removal of Ms. Nguyen Hong Van from her position of Board Member of VietinBank for the term 2014-2019 to appoint the position of Deputy General Director of VietinBank.

**Article 6.** To approve the removal of Ms. Pham Thi Hong Phuong from her position of



Member of the Supervisory Board of VietinBank for the term 2014-2019 for retirement.

**Article 7.** To approve the election of Mr. Tran Minh Binh, Acting General Director of VietinBank to the Board of Directors of VietinBank for the term 2014 – 2019.

**Article 8: Execution Clause**

This Resolution was approved in full by the EGM and takes effect from 08<sup>th</sup> December, 2018. The members of the Board of Directors, Supervisory Board and the Board of Management are responsible for the implementation of this Resolution and arranging for the implementation in consistence with their functions, in compliance with the provision of Laws and the Charter on Organization and Operation of VietinBank.

**Recipients:**

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

**ON BEHALF OF THE EGM  
CHAIRMAN**

*(Signed and Sealed)*

**Le Duc Tho**