VIETNAM JOINT STOCK COMMERCIAL BANK FOR INDUSTRY & TRADE

No: 1381 /HĐQT-NHCT2.1

Re: Disclosure of Minutes of shareholders voting result and GMS Resolution regarding the Plan to increase Charter Capital by issuing shares to pay dividends from profits after tax and funds appropriation of 2017 & 2018, and remaining profit after tax, funds appropriation and cash dividends of 2019

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Hanoi, 24th November, 2020

INFORMATION DISCLOSURE

Respectfully to: - The State Securities Commission
- Ho Chi Minh Stock Exchange

Company name: Viet Nam Joint Stock Commercial Bank for Industry & Trade
Securities code: CTG
Head Office: 108 Tran Hung Dao, Hoan Kiem District, Ha Noi
Telephone: +84.24.39421030 - Fax: +84.24.39421032
Disclosure person: **Mr. Le Duc Tho – Chairman of the BoDs**
Address: 108 Tran Hung Dao, Hoan Kiem District, Ha Noi
Telephone: +84.24.39421030 - Fax: +84.24.39421032
Type of disclosed information: ■ 24 hours ☐Extraordinary ☐As per request ☐Periodic

Contents of information disclosure:

VietinBank disclose Minutes of shareholders voting result and General Meeting of Shareholders' Resolution regarding the Plan to increase Charter Capital by issuing shares to pay dividends from profits after tax and funds appropriation of 2017 & 2018, and remaining profit after tax, funds appropriation and cash dividends of 2019 of VietinBank.

This information is announced on electronic website of VietinBank on 24/11/2020 at http://investor.vietinbank.vn.

We hereby commit that the disclosed information above is true and are entirely responsible for the contents of published information.

LEGAL REPRESENTATIVE
CHAIRMAN OF THE BODs

M.S.D.N: 0100111948 - C.T.C.P - NGÂN HÀNG THƯƠNG MẠI CỔ PHẦN CÔNG THƯƠNG VIỆT NAM - Q. HOÀN KIẾM - TP. HÀ NỘI

Le Duc Tho

Recipients:
- As above;
- Archive in NHCT99, NHCT2.1.

Attachment:
- Minutes of shareholders voting result;
- GMS's Resolution No.22/NQ-DHDCD.

VIETNAM JOINT STOCK COMMERCIAL BANK FOR INDUSTRY AND TRADE

Address: 108 Tran Hung Dao, Hoan Kiem, Hanoi
Telephone: +8424.39421030; Fax: +8424.39421032
Business License No. 0100111948 licensed for the 11th time on 01st November 2018

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Hanoi, 23rd November 2020

MINUTES
SHAREHOLDERS VOTING RESULT
VIETNAM JOINT STOCK COMMERCIAL BANK FOR INDUSTRY AND TRADE

- *Pursuant to the Law on Credit Institutions No.47/2010/QH12 dated 16/6/2010; the Law on Amendment and Supplement of several articles of the Law on Credit Institutions No. 17/2017/QH14 dated 20/11/2017;*
- *Pursuant to the Law on Enterprises No.68/2014/QH13 dated 26/11/2014;*
- *Pursuant to the Law on Securities No. 70/2006/QH11 dated 29/6/2006; the Law on Amendment and Supplement of several articles of the Law on Securities No. 62/2010/QH12 dated 24/11/2010;*
- *Pursuant to the Charter on Organization and Operation of Vietnam Joint Stock Commercial Bank for Industry and Trade (VietinBank);*
- *Pursuant to Resolution of the Board of Directors No. 385/NQ-HDQT-NHCT44 dated 16/10/2020 on Organization of collecting shareholders' written opinions regarding the Plan to increase Charter Capital by issuing shares to pay dividends from profits after tax and funds appropriation of 2017, 2018, 2019 of VietinBank;*
- *Pursuant to Decision No. 706 /QD-HDQT-NHCT1 dated 19/11/2020 by the Board of Director on the establishment of assisting team for shareholders vote checking on the Plan to increase Charter Capital by issuing shares to pay dividends from profits after tax and funds appropriation of 2017, 2018, 2019 of VietinBank;*

Today, at 17:00 PM on 23rd November 2020, at VietinBank Head Office, 108 Tran Hung Dao Street, Hoan Kiem District, Hanoi, VietinBank's Board of Directors, with the witness of VietinBank's Supervisory Board has conducted vote checking of shareholders' opinion on the Plan to increase Charter Capital by issuing shares to pay dividends from profits after tax and funds appropriation of 2017 & 2018, and remaining profit after tax, funds appropriation and cash dividends of 2019 with the following contents:

I. VOTE CHECKING PARTICIPANTS

- Mr. Le Duc Tho : Chairman of the Board of Directors;
- Mr. Tran Minh Binh : Member of the Board of Directors cum CEO;
- Mr. Tran Van Tan : Member of the Board of Directors;
- Mrs. Tran Thu Huyen : Member of the Board of Directors;
- Mr. Nguyen The Huan : Member of the Board of Directors;
- Mrs. Pham Thi Thanh Hoai : Member of the Board of Directors;

- Mrs. Nguyen Thi Bac : Independent Member of the Board of Directors;
- Ms. Masahiko Oki : Member of the Board of Directors cum Deputy CEO.

(Mr. Shiro Honjo - Member of the Board of Directors did not attend the votes checking but has authorized to Mr. Masahiko Oki - Member of the Board of Directors cum Deputy CEO)

with the witness of:

- Mrs. Le Anh Ha : Head of the Supervisory Board;
- Mr. Nguyen Manh Toan : Member of the Supervisory Board;
- Mrs. Nguyen Thi Anh Thu : Member of the Supervisory Board;

II. CONTENTS OF OBTAINING SHAREHOLDERS' OPINIONS

Collect shareholder's written opinions on Plan to increase Charter Capital by issuing shares to pay dividends from profits after tax and funds appropriation of 2017 & 2018, and remaining profit after tax, funds appropriation and cash dividends of 20191 and authorize VietinBank's Board of Directors to decide specific figures, ratios and other matters related to the increase of Charter Capital in accordance with decisions of the State competent authorities and the regulations of Law.

III. VOTE CHECKING

1. Vote checking method:

- Valid voting paper is voting paper that only marks "X" in 01 box.
- Invalid voting paper is voting paper in the following cases: *(i)* marks "X" in 02 or more boxes, or when all 03 boxes are not marked "X"; *(ii)* no signatures for individual shareholders, no signature of authorized representative or legal representative for organizational shareholders; *(iii)* sent to the announced address but after the time limit specified by VietinBank; *(iv)* has been opened if sending by post and disclosed if sending by email.
- Unparticipated voting paper is voting paper that is not sent back to VietinBank.
- The members of the Board of Directors, member of the Supervisory Board are jointly responsible for the truthfulness and accuracy of the minutes of the vote checking. They will also be jointly liable for damages arising from decisions approved by the vote checking team which is not honest and accurate.

2. Vote checking procedure:

---

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

- The record date for the shareholders' list: **05th November 2020**
- Total number of shareholders as at the record date: 33,482 shareholders
- Percentage of distribution: 1 share is equivalent to 1 voting right.
- The total number of voting shares: 3,723,404,556 shares, which corresponds to 3,723,404,556 voting rights.
- Total votes sent out: 33,482 votes which corresponds to 3,723,404,556 voting rights.
- Total votes collected: 515 votes, which corresponds to 3,411,420,038 voting rights.
- The number of invalid votes: 44 votes which corresponds to 237,083 voting rights.
- The number of unpaticipated votes: 32,967 votes which corresponds to 311,984,518 voting rights.

3. Vote checking results:

Content	Number of votes	Number of voting shares	Percentage
Approval	462	3,411,023,682	91.61034292%
Disapproval	1	2,000	0.00005371%
Abstain	8	157,273	0.00422390%
Invalid votes	44	237.083	0.00636737%
Unpaticipated votes	32.967	311,984,518	8.37901210%

Thus, the total number of approved votes is 462 votes, which corresponds to 3,411,420,038 shares, accounting for 91.61034292% of the shares with voting rights.

IV. THE DECISION APPROVED BY THE GENERAL MEETING OF SHAREHOLDERS

The Minute is constituted at 18:15 PM on 23rd November 2020 immediately after the vote checking for shareholders's writing opinions ended.

With the percentage of approval votes is 91.61034292%, the General Meeting of Shareholders of VietinBank has approve Plan to increase Charter Capital by issuing shares to pay dividends from profits after tax and funds appropriation of 2017 & 2018, and remaining profit after tax, funds appropriation and cash dividends of 2019 and authorize VietinBank's Board of Directors to decide specific figures, ratios and other matters related to the increase of Charter Capital in accordance with decisions of the State competent authorities and the regulations of Law.

The above decision was adopted by shareholder's written opinion form, which has the equivalent value as decisions adopted at the General Meeting of Shareholders.

CHAIRMAN OF THE BOARD OF DIRECTORS

Le Duc Tho

MEMBER OF THE BOARD OF DIRECTORS CUM CEO

Tran Minh Binh

MEMBER OF THE BOARD OF DIRECTORS

Tran Van Tan

MEMBER OF THE BOARD OF DIRECTORS

Tran Thu Huyen

MEMBER OF THE BOARD OF DIRECTORS

Nguyen The Huan

INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS

Pham Thi Thanh Hoai

MEMBER OF THE BOARD OF DIRECTORS CUM DEPUTY CEO

Nguyen Thi Bac

ON BEHALF OF MEMBER OF THE BOARD OF DIRECTORS SHIRO HONJO

大木正彦

Masahiko Oki

大木正彦

Masahiko Oki

HEAD OF THE SUPERVISORY BOARD

Le Anh Ha

MEMBER OF THE SUPERVISORY BOARD	MEMBER OF THE SUPERVISORY BOARD
Nguyen Manh Toan	**Nguyen Thi Anh Thu**

VIETNAM JOINT STOCK COMMERCIAL BANK FOR INDUSTRY AND TRADE

Address: 108 Tran Hung Dao, Hoan Kiem, Hanoi
Telephone: +8424.39421030; Fax: +8424.39421032
Business License No. 0100111948 licensed for the 11th time on 01st November 2018
Website: http://investor.vietinbank.vn

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Hanoi, 23rd November 2020

No: **22**/NQ-DHDCD

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

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

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

DECIDED:

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

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

- **To-be-increased amount of charter capital:**
  + Amount of charter capital as at the time of issuance: VND 37,234,046 million.
  + Expected additional amount of charter capital through issuance of shares for dividend payout: VND 10,719,644 million.

+ Expected amount of charter capital post issuance of shares for dividend payout: VND 47,953,690 million (28.7899% increase over charter capital amount pre-share issuance).

- **Plan on share issuance for dividend payout**

  + ***Type of shares:*** Common shares
  + ***Par value:*** VND 10,000/share (Ten thousand dong/share).
  + ***Number of shares in circulation:*** 3,723,404,556 shares
  + ***Number of treasury stocks:*** 0 share
  + ***Maximum number of shares expected to be issued:*** 1,071,964,449 shares
  + ***Total par value of issued shares:*** VND 10,719,644 million
  + ***Issuance rate: 28.7899% of the number of shares in circulation.***

    (Number of shares to be issued, Total par value of issued shares, Specific issuance rate will comply with the approval of the State competent authorities).

  + ***Target buyers:*** The existing shareholders in VietinBank's list of shareholders as at the time of closing the right to receive stock dividend under the capital increase plan approved by the GMS and in compliance with current legal provisions.
  + ***Source of funds for implementation:*** from the entire amount of profit after tax and required fund appropriations in 2017-2018 and the remaining profit after the cash dividend in 2019.
  + ***Time of issuance:*** The GMS to authorize the Board of Directors to decide the timing for share issuance after getting the approval of the issuance plan from the competent authorities.
  + ***Time of completion:*** The timeline for completion of the charter capital increase is in accordance with the license/ approval of the competent authorities.
  + ***Plan for handling fractional shares:*** Number of shares issued to pay dividend to shareholders will be rounded down, decimal fraction will be canceled. For example: A shareholder holding 100 shares at the time of closing the shareholder list will receive 28 shares as stock dividend.

- **Registration and listing of additional shares and putting new shares into trading:** Newly issued shares will be registered for depository at the Vietnam Securities Depository (VSD) and listed on the Ho Chi Minh City Stock Exchange (HOSE) in accordance with the current law.

- **Other contents:** as stated in Plan to increase Charter Capital by issuing shares to pay dividends from profits after tax and funds appropriation of 2017 & 2018, and remaining profit after tax, funds appropriation and cash dividends of 2019 of VietinBank.

2. General Meeting of Shareholders:

- Approve the *"Plan to increase Charter Capital by issuing shares to pay dividends from profits after tax and funds appropriation of 2017 & 2018, and remaining profit after tax, funds appropriation and cash dividends of 2019"*.
- Approve the registration for depository, trading and listing of additional shares.
- Authorize the BoD to:

  + Make decision on the *"Plan to increase Charter Capital by issuing shares to pay dividends from profits after tax and funds appropriation of 2017 & 2018, and remaining profit after tax, funds appropriation and cash dividends of 2019"* according to the content approved by the State competent authorities.[1]

  + Approve the amendment and promulgation of the Charter on organization and operation of VietinBank, reflecting the increased amount of charter capital, the number of additional shares.

  + Decide and approve the necessary contents to implement the procedures of: Raising charter capital, issuing shares to pay dividends, amending the License for establishment and operation, Certificate of business registration, registering for depository, trading and listing of additional shares and other procedures as provided for by Laws.

  + Decide other issues related to the increase in charter capital of VietinBank.

Article 2: Execution clause

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

Recipients:

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

ON BEHALF OF THE GMS
CHAIRMAN

Le Duc Tho

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