

JSC BANK FOR FOREIGN TRADE OF VIET NAM

Address: 198 Tran Quang Khai street, Ha Noi
Business Registration No. 0100112437
(12th revision dated 16th December, 2016)

SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom – Happiness

-----o0o-----

Hanoi, April 27th, 2017

PROPOSAL
ON SUPPLEMENTARY ELECTION OF MEMBERS
OF THE BOARD OF DIRECTORS FOR OFFICE TERM 2013-2018

To: General Shareholders Meeting - JSC Bank for Foreign Trade of Vietnam

Pursuant to:

- *The Law on Enterprises No. 68/2014/QH13 promulgated by the 13th National Assembly of the SRV dated November 26, 2014;*
- *The Law on Credit Institutions No.47/2010/QH12 promulgated by the National Assembly of the SRV dated June 16, 2010;*
- *Decree No.102/2010/ND-CP dated October 1, 2010 of the Government of the SRV providing instruction on several provisions of the Law on Enterprises;*
- *Circular No. 06/2010/TT-NHNN dated February 26, 2010 of the State Bank of Vietnam providing instruction on the organization, management, execution, charter capital, share's transfer, Business License and Charter revision of commercial banks;*
- *Circular No.121/2012/TT-BTC dated July 26, 2012 of the Ministry of Finance on corporate governance applicable for public companies;*
- *Official Notice No. 324/NHNN-TTGSNH dated January 18, 2012 of the State Bank of Vietnam approving the list of expected personnel for credit institutions and foreign banks' branches;*
- *Official Notice No. 649/NHNN-TTGSNH of the State Bank of Vietnam on the amendments to some provisions of the Official Notice No. 324/NHNN-TTGSNH dated January 18, 2012;*
- *Charter on the organisation and operation of the JSC Bank for Foreign Trade of Vietnam approved by the Annual General Shareholders Meeting at Resolution No. 09/TN2016/NQ-ĐHĐCĐ dated April 15th, 2016, and registered at the State Bank of Vietnam by the registration confirmation No. 880/NHNN-TTGSNH dated February 17, 2017;*
- *Notice No. 4171/VCB-CL&TKTH dated March 28th, 2017 of the Board of Directors of the JSC Bank for Foreign Trade of Vietnam on the nomination for supplementary election of members of the Board of Directors for office term 2013-2018;*
- *Results of the nominations for supplementary election to the Board of Directors for the office term 2013-2018;*
- *Official Notice of the State Bank of Vietnam on the tentative personnel of the supplementary election of the members of BOD for office term 2013 - 2018.*

The Board of Directors of the JSC Bank for Foreign Trade of Vietnam (VCB) hereby reports and proposes to General Shareholders Meeting the following items for consideration and approval:

- i. The supplementary election of members of the Board of Directors for office term 2013-2018; The number of members for supplementary election: 03;
- ii. The office term of the elected members will be the remaining time of the office term 2013-2018;
- iii. The list of nominees to be elected to the Board of Directors for office term 2013-2018:
 1. Mr. Eiji Sasaki (Japanese).
 2. Mr. Nguyen My Hao (Vietnamese).
 3. Mr. Pham Anh Tuan (Vietnamese).

The Curriculum Vitae of the nominees are hereto attached.

The Board of Directors proposes the General Meeting of Shareholders to consider and approve the aforementioned items.

Respectfully submitted,

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN**

Nghiem Xuan Thanh