

Hanoi, June 22<sup>nd</sup>, 2019

**MINUTES OF VOTE COUNTING**  
**SEEKING SHAREHOLDERS' WRITTEN OPINIONS**  
*On passing of some issues*

**I. Organization: VIETNAM PROSPERITY JOINT STOCK COMMERCIAL BANK**

- Business registration No. 0100233583 issued by Hanoi Authority for Planning and Investment for the 1<sup>st</sup> time on September 8<sup>th</sup>, 1993 and 41<sup>st</sup> time on November 27, 2018.
- Head office: VPBank Tower, 89 Lang Ha street, Lang Ha ward, Dong Da district, Hanoi.

**II. Issues requiring shareholders' voting by ballot**

*Pursuant to the Ballot enclosed with Proposal No. 88/2019/CV-HĐQT dated June 12, 2019 with details as follows:*

- Passing of the plan for selling international bonds (in line with Euro Medium Term Note) in several instalments and listing bonds at foreign stock exchange, as presented in the "Draft Resolution No. 03/2019/NQ-ĐCĐCĐ".
- Passing of the plan for private placement of Green Bond, as presented in the "Draft Resolution No. 04/2019/NQ-ĐHĐCĐ".

**III. Ballot counting committee**

1. Representative of the Board of Directors (BOD):
  - Mr. **Ngo Chi Dung** – Chairman of the BOD
2. Supervisor:
  - Ms. **Kim Ly Huyen** – Member of the Supervisory Board
3. Secretary:
  - Ms. **Dao Minh Nguyet** – Secretary of the BOD

**IV. Ballot counting results**

1. Total numbers of issued ballots and valid ballots
  - Total number of issued ballots: 17,987, accounting for 100% of VPBank's total voting shares.
  - Total number of ballots collected: 103, equivalent to 1,900,138,637 shares, accounting for 77.344% of VPBank's total voting shares.  
*(List of shareholders voted is attached)*
  - Total number of valid ballots: 103, accounting for 100% of the total ballots, equivalent to 77.344% of VPBank's total voting shares.
  - Total number of invalid ballots: 0, accounting for 0% of the total ballots collected, equivalent to 0% of VPBank's total voting shares.

**2. Vote on: The passing of the plan for selling international bonds (in line with Euro Medium Term Note) in several instalments and listing bonds at foreign stock exchange, as presented in the “Draft Resolution No. 03/2019/NQ –ĐCĐCĐ”**

- *For: 100 votes, accounting for 99.998% of total collected ballots, equivalent to 77.3427% of VPBank’s total voting shares*
- *Against: 1 vote, accounting for 0.0001% of total collected ballots, equivalent to 0.0001% of VPBank’s total voting shares*
- *Abstention: 2 votes, accounting for 0.001% of total collected ballots, equivalent to 0.0008% of VPBank’s total voting shares*

**3. Vote on: The passing of the plan for private placement of green bond, as presented in the “Draft Resolution No. 04/2019/NQ-ĐHĐCĐ”**

- *For: 99 votes, accounting for 99.998% of total collected ballots, equivalent to 77.3425% of VPBank’s total voting shares*
- *Against: 1 vote, accounting for 0.0001% of total collected ballots, equivalent to 0.0001% of VPBank’s total voting shares*
- *Abstention: 3 votes, accounting for 0.001% of total collected ballots, equivalent to 0.001% of VPBank’s total voting shares*

The BOD member and Supervisory Board representative in charge of ballot counting supervision have reviewed and agreed on the full text of the Minutes and shall take responsibility before the AGM and the law for the accuracy and integrity of its content.

**BALLOT COUNTING  
SUPERVISOR**

*(Signed)*

**Ms. Ly Kim Huyen**  
*Member of Supervisory  
Board*

**ON BEHALF OF THE BOD**

*(Signed)*

**Mr. Ngo Chi Dung**  
*Chairman of the BOD*

**BALLOT COUNTER**

*(Signed)*

**Ms. Dao Minh Nguyet**  
*Secretary*