

No. 120/2019/CV-HĐQT

Hanoi, September 4, 2019

*Ref: disclosure of information on
Resolution of the Annual General
Meeting*

**DISCLOSURE OF INFORMATION
ON THE PORTAL OF HO CHI MINH STOCK EXCHANGE**

Attention: Ho Chi Minh Stock Exchange

1. **Organization:** Vietnam Prosperity Joint-stock Commercial Bank
2. **Stock symbol:** VPB
3. **Head office:** 89 Lang Ha street, Lang Ha ward, Dong Da district, Hanoi
4. **Telephone:** (84-24) 3928 8869
5. **Fax** (84-24) 3928 8867
6. **Person in charge of information disclosure:** NGO CHI DUNG
Address: 89 Lang Ha street, Lang Ha ward, Dong Da district, Hanoi
Office phone: (84-24) 3928 8869
Fax: (84-24) 3928 8867
7. **Type of disclosure:** 24h 72h On demand Irregular Periodic

8. **Detailed disclosure:**

- Resolution No. 05/2019/NQ-DHDCD and Ballot Counting Minutes No. 04/2019/BBKP-DHDCD dated September 3, 2019.
- The aforementioned information was disclosed on VPBank's website on September 4, 2019

We hereby certify the truthfulness of the information stated above and take full responsibility before the law for the disclosed information.

Attached documents:

*- Resolution No. 05/2019/NQ-DHDCD
and Ballot Counting Minutes No.
04/2019/BBKP-DHDCD dated
September 4, 2019*

**PERSON IN CHARGE OF
INFORMATION DISCLOSURE**

NGO CHI DZUNG

89 Lang Ha – Dong Da – Ha Noi

Business licence No. 0100233583

1st registration issued on Sep. 8, 1993

41st revision issued on Nov. 27, 2018

Ha Noi, September 3, 2019

RESOLUTION OF THE ANNUAL GENERAL MEETING OF VPBANK

No 05/2019NQ-ĐHĐCĐ

- *Pursuant to Law No. 47/2010/QH12 on Credit Institutions; Law No. 17/2017/QH14 amending and supplementing several articles of Law on Credit Institution*
- *Pursuant to Law No. 68/2014/QH13 on Enterprises approved on November 26, 2014.*
- *Pursuant to VPBank’s Charter.*
- *Consider the result in the Minutes of Ballot Counting in accordance with Correspondence No. 116/2019/VPB dated August 23, 2019.*

RESOLVES

Article 1. Passing of the plan for reacquiring shares as treasury stock, with details as follows:

- Maximum number of shares registered for reacquisition as treasury stock: 10% of total outstanding shares.
- Purpose: to reduce the number of shares in circulation, support the transactions and improve shareholder value.
- Funding: tentatively VPBank’s undistributed profit after tax according to the most recent audited/ reviewed financial statements.
- Tentative timing: upon SSC’s approval of VPBank’s application for the reacquisition of shares as treasury stock and VPBank’s information disclosure in line with regulations, but no later than thirty (30) days of initiating the transaction. In Q4/2019 tentatively.
- Trading method: order matching or/and negotiation.
- Pricing principle: in line with Circular No 203/2015/TT-BTC dated December 21, 2015 of Ministry of Finance, other relevant legal documents and the applicable rules on securities trading of Ho Chi Minh Stock Exchange.

- Daily bid volume: in line with Circular No 203/2015/TT-BTC dated December 21, 2015 of Ministry of Finance, other relevant legal documents and the applicable rules on securities trading of Ho Chi Minh Stock Exchange.
- Price (price range): In line with Circular No 203/2015/TT-BTC dated December 21, 2015 of Ministry of Finance, other relevant legal documents and the applicable rules on securities trading of Ho Chi Minh Stock Exchange.

Article 2. Authorization for the BOD to Execute the Plan

Upon the AGM's approval of the plan, VPBank's BOD shall decide on and execute relevant actions in view of the bank's resources and market situation, including but not limited to the following:

- Selecting securities company as an agent to reacquire issued shares as treasury stock;
- Deciding on the timing, maximum number of share reacquired, price (price range) and trading method;
- Making amendments and supplements to the bank's plan for reacquiring shares at the request of competent authority with regards to the reporting of the bank's reacquisition of issued shares; and
- Deciding on and performing necessary procedures related to the bank's reacquisition of issued shares.

Article 3. This resolution takes effect on the signing date. VPBank's BOD is responsible for implementing this resolution.

Recipients:

- *VPBank shareholders,*
- *BOD, Supervisory Board*
- *BOD office (filing)*

**P.P. ANNUAL GENERAL MEETING
CHAIRMAN OF THE BOARD OF DIRECTORS**

(signed)

NGO CHI DZUNG

Hanoi, September 3, 2019

BALLOT COUNTING MINUTES SEEKING SHAREHOLDERS' OPINION

On passing of some issues under the AGM's authority

I. Organization: VIETNAM PROSPERITY JOINT-STOCK COMMERCIAL BANK

- Business registration No. 0100233583 issued by Hanoi Authority for Planning and Investment for the 1st time on September 8th, 1993 and 41st 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. 116/2019/CV-HĐQT dated August 23, 2019 with details as follows:

- Passing of the plan for reacquisition of issued shares as treasury stock specified in Section II of Proposal No. 116/2019/CV-VPB dated August 23, 2019.
- Passing of the authorization for the BOD to execute the plan for reacquisition of issued shares as treasury stock specified in Section III of Proposal No. 116/2019/CV-VPB dated August 23, 2019.

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: 16,617, accounting for 100% of VPBank's total voting shares
- Total number of ballots collected: 113, equivalent to 1,942,232,914 shares, accounting for 79.057% of VPBank's total voting shares.

(List of shareholders voted is attached)

- Total number of valid ballots: 113, accounting for 100% of the total ballots collected, equivalent to 79.057% 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 reacquisition of issued shares as treasury stock, as presented in Section II of the Proposal No. 116/2019/CV-VPB dated August 23, 2019**

- For: 112 votes, accounting for 100% of total collected ballots, equivalent to 78.945% of VPBank's total voting shares
- Against: 0 vote, accounting for 0% of total collected ballots, equivalent to 0% of VPBank's total voting shares
- Abstention: 1 vote, accounting for 2.765.193% of total collected ballots, equivalent to 0.1126% of VPBank's total voting shares

3. Vote on: **The passing of the authorization for the BOD to execute the plan for reacquisition of issued shares as treasury stock, as presented in Section III of the Proposal No. 116/2019/CV-VPB dated August 23, 2019.**

- For: 112 votes, accounting for 100% of total collected ballots, equivalent to 78.945% of VPBank's total voting shares.
- Against: 0 vote, accounting for 0% of total collected ballots, equivalent to 0% of VPBank's total voting shares.
- Abstention: 1 vote, accounting for 2.765.193% of total collected ballots, equivalent to 0.1126% 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. Kim Ly Huyen
Member of Supervisory Board

ON BEHALF OF THE BOD

(signed)

Mr. Ngo Chi Dzung
Chairman of the BOD

BALLOT COUNTER

(signed)

Ms. Dao Minh Nguyet
Secretary