



**JOINT STOCK COMMERCIAL BANK FOR  
FOREIGN TRADE OF VIETNAM**  
Head office: No. 198 Tran Quang Khai, Hanoi  
Business Registration No. 0100112437, 7<sup>th</sup> revision  
dated 10<sup>th</sup> January, 2012

**THE SOCIALIST REPUBLIC OF VIETNAM**  
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*Hanoi, 02 April 2012*

**PROPOSAL TO THE GENERAL SHAREHOLDERS' MEETING**  
*(Re: Remuneration for the Board of Directors and the Supervisory Board in 2012)*

Pursuant to the Charter on Organization and Operation of the Joint Stock Commercial Bank for Foreign Trade of Vietnam (the Bank), the Board of Directors would like to ask the General Shareholders Meeting for approval of 2012's remuneration of the Board of Directors and the Supervisory Board as follows:

**1. Implementation in 2011:**

According to the resolution by the fourth annual General Shareholders Meeting of the Bank dated 22 April 2011, General Shareholders Meeting approved the remuneration of the Board of Directors and the Supervisory Board in 2011 as 0.28% of profit after tax. Pursuant to the Decision No. 1676/QD-NHNN dated 1 August 2011 on unit salary for salary, the remuneration for the Board of Directors and the Supervisory Board was included in the Bank's salary fund as per approved unit salary. Within the salary fund of 11,809 million dong (equivalent to profit after tax x 0.28%) for the Board of Directors and the Supervisory Board in 2011 according to the resolution of the 4<sup>th</sup> annual General Shareholders Meeting, up to now, total remuneration given to the Board of Directors and the Supervisory Board was 8,359 million dong.

**2. The 2012's remuneration is determined on the following basis:**

- The World Economic Outlook 2012 is not positive; the domestic economy may be much more complicated and will be negatively affected from the downward trend of the world economy, which will require the Board of Directors to give appropriate guidance and timely policy and the Supervisory Board to increase monitoring to ensure the targets "Innovation – Standard – Safety - Efficiency" to be met.
- The 2012's key business targets presented at the General Shareholders Meeting;
- The Board of Directors and the Supervisory Board of the Bank will increase by 03 members in 2012;



- Reference to the remuneration of the Board of Directors and the Supervisory Board of other joint stock commercial banks ;
- The 2011's remuneration approved by the General Shareholders' Meeting (0.28% of profit after tax).

**3. Proposal by the Board of Directors:**

The Board of Directors would like to ask the General Shareholders Meeting for approval of the remuneration of the Board of Directors and the Supervisory Board in 2012 as 0.28% of profit after tax.

**On behalf of the Board of Directors of  
Joint Stock Commercial Bank for Foreign Trade of Vietnam  
Chairman**

**Nguyen Hoa Binh**