

**JSC BANK FOR FOREIGN TRADE
OF VIET NAM**

Address: 198 Tran Quang Khai St, Ha Noi
Business Registration No. 0100112437
(11th revision dated 07th November, 2014)

**SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness**

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Hanoi, April 5th, 2016

**AGM PROPOSAL ON
THE CAPITAL INCREASE IN 2016 BY BONUS SHARE ISSUANCE AND
PRIVATE PLACEMENT**

To realize the strategic vision of building Vietcombank to be the No. 1 bank in Vietnam and one of the top 300 largest financial institutions in the world, governed by the best international practices in 2020; to improve the financial capability to meet the business development requirement and risk management, the BOD would like to present the capital increase plan in 2016 as follows:

1. Expected capital increase amount

1.1 Issuance of bonus shares of 35% to the existing share holders

- Current capital: 26,650,203,340,000 VND
- Amount to be increased by issuing bonus shares: 9,327,571,160,000 VND
- Expected capital amount after issuing bonus shares: 35,977,774,500,000 VND

1.2 Private placement to foreign investors with the proportion of 10% of Vietcombank's capital at the offering time

- Maximum capital at the time of private placement: 35,977,774,500,000 VND
- Amount to be increased by private placement: 3,597,777,450,000 VND
- Expected capital amount, after the private placement: 39,575,551,950,000 VND

2. Detailed plan for bonus share issuance

- Type of shares: common shares
- Share price: 10,000 VND
- The number of shares that can be offered in accordance with Company Law 2014: 3,597,777,450 shares, in which:
 - The number of shares already issued: 2.665.020.334 shares; and
 - The number of shares that have not been issued yet: 932,757,116 shares.
- The number of treasury stock: 0
- Expected maximum number of shares to be issued: 932,757,116 shares
- Total issuance value under maximum share price: 9,327,571,160,000 VND
- Issuance subjects: Vietcombank's existing share holders at the time of finalizing the right of receiving bonus shares in accordance with laws and regulations as well as capital increase plan that was approved in the General meeting of shareholders

- Issuance proportion: The shareholder that possesses 100 shares at the time of issuance will receive 35 shares as bonus shares
- Source: 9,327,571,160,000 VND from share premiums and retained earnings as of end of 2015 of Vietcombank
- Implementation time: in 2016. Details will be decided by the BOD upon obtaining approval of local authorities
- Handling odd shares: Number of bonus shares issued to shareholders will be rounded down and figures after the point (.) will be ignored. For example, the shareholder holding 368 shares at the time of subject shareholder list finalization will receive 128 shares as bonus shares.

3. Detailed plan for private placement

- Share type: common shares
- Share price: 10,000 VND
- Lock-up period: 1 year since the completion date of offering in accordance with the relevant securities laws and regulations, except for the cases of selling the offered shares of individuals to professional securities investors, selling shares among professional securities investors or other exceptional cases regulated by the relevant laws and regulations.
- Expected offering price: as per the negotiated price between Vietcombank and the investors that is in accordance with the nature of the transaction and the relevant laws and regulations (including the Company Law 2014) and in the consideration of opinions of the financial advisor to maintain the mutual benefit of both Vietcombank and shareholders.
- The number of shares to be offered: maximum 359,777,745 shares
- Expected offering time: depending on the agreement between Vietcombank and the investors, on the opinions of financial advisors as well as on the approval process of the relevant local authorities, the offering can be conducted for one time or multiple times to one or multiple investors within 2016.
- Requirements for investors: must be financially strong and experienced foreign investors (may be including one or some of Vietcombank's existing shareholders)
- The maximum number of investors to be offered: 10 investors. In case of offering to one investor or a group of investors all of the proportion of 10%, Vietcombank's BOD will have to present such intention in the General Meeting of shareholders and obtain the approval for such offering.

- Vietcombank’s existing shareholders refused the pre-emptive rights to the additional shares issued by Vietcombank following the shares offering plan and the private placement detailed in Section 3; except for existing shareholders who are foreign investors with the intention to participate in the private placement (the process will comply with laws).

4. Usage plan for the increased capital

The increased capital will be used for Vietcombank’s business operation appropriately based on the principle of “Safe, efficient, and optimize the benefit to all the shareholders”. Details are as follows:

- To make investment in facilities, information technology: to build Vietcombank offices, to widen branch network, to invest in technology and fixed assets
- To increase capital contribution to some existing affiliated companies and to seek opportunities for capital contribution in potential projects
- To develop credit operation, treasury operation as well as other business operations
- To prepare for the possibility of M&A when necessary

5. Some ratios after the capital increase (estimated)

- Total assets in 2016: expected to grow 13.5%; deposit is expected to grow 15% and loan balance is expected to grow 17%: Pre-tax & pre-provision profit is expected to grow ~10%.
- CAR: ~11.5%
- ROAE: ~12.02%

(Please refer to the “Capital Increase Plan” attached herewith for further details)

6. Rights and obligations of the investor(s) that obtained Vietcombank’s shares through private placement

- Organizations/individuals that obtained Vietcombank’s shares through private placement have the obligation to comply with all the laws and regulations regulated by the State Bank of Vietnam, Vietcombank’s charter as well as all the regulations mentioned in the “Capital Increase Plan” attached herewith.
- Organizations/individuals that obtained Vietcombank’s shares through private placement are treated equally and can enjoy all the benefits of Vietcombank’s shareholders once the new Business Certificate is issued by the Department of Planning and Investment (with new contents relating to the amended chartered capital).

BOD would like to ask the AGM to:

1. Approve the capital increase plan in 2016 with main contents as mentioned in this proposal and the detailed plan attached herewith.
2. Approve the amendment of Vietcombank’s charter relating to the amended chartered capital after the capital increase.
3. Allow the bank’s existing shareholders to refuse their pre-emptive rights shares to the additional shares issued by Vietcombank following the shares offering plan and the private placement plan, except for existing shareholders who are foreign institutions with the intention to participate in the private placement (the process will comply with laws).
4. To authorize the BOD to:
 - Regarding the issuance of bonus shares to the existing shareholders: decide the time of issuance
 - Regarding the private placement: decide (1) requirements (conditions) for the investors to be offered, the number of the investors to be offered as well as a list of investors to be offered, (2) The number of shares to be issued does not exceed 10% of the chartered capital, (3) Shares to be offered and issued for one time only or for multiple times, (4) Share price of each offering time based on the approval of the relevant local authorities and (5) negotiate, decide and approve the terms and conditions of relating contracts between Vietcombank and relating investor(s)
 - Identify accurately Vietcombank’s chartered capital and Vietcombank’s total number of shares of each type after the capital increase
 - Report and get approval from all the relevant local authorities; Review and amend the Plan as per requests of the local authorities in accordance with the relevant laws and regulations.
 - Decide the detailed plan for capital increase based on the approval of the relevant local authorities in accordance with the relevant laws and regulations
 - Process all the necessary procedures to successfully issue Vietcombank shares, register Vietcombank’s chartered capital with relevant local authorities, amend Vietcombank’s charter (relating to the amended chartered capital), complete all the procedures after the capital increase, to list the newly issued shares on the Hochiminh Stock Exchange after the issuance is completed and decide all the relating issues of each offering time (period).

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

Nghiêm Xuân Thanh

PLAN FOR BONUS SHARE ISSUANCE AND PRIVATE PLACEMENT FOR CAPITAL RAISING IN 2016

I. The necessity of capital increase

Implementing the policy of the Government and the State Bank of Vietnam ("SBV") on the restructure of banking sector, Vietcombank has established its strategic vision until 2020: Striving to become the No.1 bank in Vietnam and one of the top 300 largest financial institutions in the world, governed by the best international practices. One of the five strategic goals set by Vietcombank is to become the best risk management bank, applying international standards under Basel II.

One of the important pillars of Basel 2 is the capital adequacy ratio (CAR). Vietcombank's current CAR satisfies the minimum requirement of the current regulations regulated by the SBV (the detailed data is in Table No. 1 below). However, if calculated using international standards (specifically in applying Basel 2), Vietcombank's CAR is currently at a low level. That's the reason why Vietcombank's current credit rating is still at low level compared with other banks in the world and within the region. Vietcombank has always been at high ranking for its risk management and asset quality among Vietnamese banks. Nevertheless, given the growing speed of business scale in recent years and the vision until 2020, increasing capital is essential for the bank to maintain the adequate level of capital. This remarkably affects Vietcombank's position in foreign business activities as well as affects international investors' assessment on Vietcombank's shares.

Chartered capital is the basis for determining the investment limit for fixed assets, capital contribution, and credit limits to be provided to customers. Therefore, the increase of capital will satisfy the need of widening the scale of business activities through increasing the credit limits to be provided to the customers, investment limit... so that to increase the investment capital into corporations, and contributing to economy growth. The increase of chartered capital is a crucial requirement for Vietcombank to strengthen its financial ability, making good foundation for strengthening facilities and modernizing the bank.

With all the above reasons, capital increase is Vietcombank's crucial need to: (i) satisfy the requirements on CAR regulated by Basel 2 and the State Bank of Vietnam (at least 8% from 2016) and (ii) satisfy the need of expanding business activities in consistency with Vietcombank's position, potential and tasks given from SBV.

Vietcombank has determined that the capital increase needs to be done right from 2016 in order to preserve Vietcombank's owned capital and to maintain CAR as regulated by the State Bank of Vietnam and Basel 2, to strengthen Vietcombank's financial potential in accordance with Vietcombank's strategic direction.

II. Legal basis

- Credit Institutions Law No. 47/2010/QH12 passed by the National Assembly of the Socialist Republic of Vietnam approved on June 16th, 2010
- Enterprise Law No. 68/2014/QH13 passed by the National Assembly of the Socialist Republic of Vietnam on November 26th, 2014 and implementation guidelines
- Circular No. 36/2014/TT-NHNN dated November 20th, 2014 by the State Bank of Vietnam on limits, safety ratios in operations of credit institutions and foreign bank branches
- Circular No. 06/2010/TT-NHNN dated February 26th, 2010 by the State Bank of Vietnam, guiding on corporate governance, chartered capital, selling shares, amendment of commercial bank's Business license and Charter.
- Circular No. 40/2011/TT-NHNN dated December 15th, 2011 by the State Bank of Vietnam, regulating the issuance of Business license to commercial banks, foreign bank branches, representative offices of foreign credit institutions and foreign organizations that conduct banking operation in Vietnam
- The Securities Law No. 70/2006/QH11 passed by the National Assembly of the Socialist Republic of Vietnam on June 29th, 2006: The amended Securities Law No. 62/2010/QH12 passed by the National Assembly of the Socialist Republic of Vietnam on November 24th, 2010 and other implementation guidelines
- Decree No. 58/2012 / ND-CP dated July 20th, 2012 by the Government, giving detailed regulations and implementation guidelines on some specific articles in the Securities Law and the amended Securities Law
- Decree No. 60/2015/NĐ-CP dated June 26th, 2015 by the Government, amending some articles in Decree No. 58/2012/NĐ-CP dated July 20th, 2012 by the Government, giving detailed regulations and implementation guidelines on some specific articles in the Securities Laws and the amended Securities Law
- Decree No. 162/2015/TT-BTC dated October 26th, 2015 by the Ministry of Finance, giving guidance on share offering, issuing new shares, share purchase, selling treasury stock and public offering.
- Vietcombank's Charter approved by the Extraordinary General Meeting of Shareholders in 2014 through the Resolution No. 08/BT2014/NQ-ĐHĐCĐ dated December 26th, 2014 whose registration was confirmed by the State Bank of Vietnam through the Official Letter No. 621/NHNN-TTGSNH dated January 28th, 2015.

III. Capital increase plan

1. Expected capital increase amount

1.3 Issuance of bonus shares of 35% to the existing shareholders

- Current capital: 26,650,203,340,000 VND
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2.3 The number of shares that can be offered in accordance with Company Law 2014: 3,597,777,450 shares, in which:

- The number of shares already issued: 2,665,020,334 shares; and
- The number of shares that have not been issued yet: 932,757,116 shares.

2.4 The number of treasury stock: 0

2.5 Expected maximum number of shares to be issued: 932,757,116 shares

2.6 Total issuance value under maximum share price: 9,327,571,160,000 VND

2.7 Issuance subjects: Vietcombank's existing share holders at the time of finalizing the right of receiving bonus shares in accordance with laws and regulations as well as capital increase plan that was approved in the General meeting of shareholders

2.8 Issuance proportion: The shareholder that possesses 100 shares at the time of issuance will receive 35 shares as bonus shares

2.9 Source: 9,327,571,160,000 VND from share premiums and retained earnings as of end of 2015 of Vietcombank

2.10 Implementation time: in 2016. Details will be decided by the BOD upon obtaining approval of local authorities

2.11 Handling odd shares: Number of bonus shares issued to shareholders will be rounded down and figures after the point (.) will be ignored. For example, the shareholder holding 368 shares at the time of subject shareholder list finalization will receive 128 shares as bonus shares.

3. Detailed plan for private placement

3.1 Share type: common shares

3.2 Share price: 10,000 VND

3.3 Lock-up period: 1 year since the completion date of offering in accordance with the relevant securities laws and regulations, except for the cases of selling the offered shares of individuals to professional securities investors, selling shares among professional securities investors or other exceptional cases regulated by the relevant laws and regulations.

- 3.4 Expected offering price: as per the negotiated price between Vietcombank and the investors that is in accordance with the nature of the transaction and the relevant laws and regulations (including the Company Law 2014) after taking into consideration opinions of the financial advisor to maintain the mutual benefit of both Vietcombank and shareholders.
- 3.5 The number of shares to be offered: maximum 359,777,745 shares
- 3.6 Expected offering time: depending on the agreement between Vietcombank and the investors, on the opinions of financial advisors as well as on the approval process of the relevant local authorities, the offering can be conducted for one time or multiple times to one or multiple investors within 2016.
- 3.7 Requirements for investors: Public offering or placement for domestic investors is impossible given the current market condition. Additionally, beside The State Bank of Vietnam and strategic shareholder - Mizuho, foreign institutional investors have always held high proportion of Vietcombank shares. Therefore, Vietcombank expects to choose foreign institutional investors where are financially strong (may be including one or some of Vietcombank's existing shareholders).
- 3.8 The maximum number of investors to be offered: 10 investors. In case of offering to one investor or a group of investors all of the proportion of 10%, Vietcombank's BOD will have to present such intention in the General Meeting of shareholders and obtain the approval for such offering.
- 3.9 Vietcombank's existing shareholders refused the pre-emptive rights to the additional shares issued by Vietcombank following the shares offering plan and the private placement detailed in Section 3, except for existing shareholders who are foreign investors with the intention to participate in the private placement (the process will comply with laws).

IV. Implementation roadmap, usage plan for increased capital, management of increased capital, assessment of capital usage efficiency

1. Capital increase procedures/method

- To obtain shareholders' opinions on the capital increase
- The BOD to conduct necessary procedures to obtain approval from the relevant local authorities
- To implement the capital increase upon obtaining relevant approval
- To register the new chartered capital with the Department of Planning and Investment of Hanoi and to amend Vietcombank's Charter (provisions of chartered capital), to conduct public announcement and additional listing.

2. Usage plan for the increased capital

The increased capital will be used for Vietcombank's business operation appropriately based on the principle of "Safe, efficient, and optimize the benefit to all the shareholders". Details are as follows:

- To make investment in facilities, information technology (to build Vietcombank offices, to widen branch network, to invest in technology and fixed assets): VND 1,000 billion.
- To establish several subsidiaries as approved by the AGM, increase capital contribution to some existing affiliated companies and to seek opportunities for capital contribution in potential projects: VND 500 billion.
- To develop credit operation, treasury operation as well as other business operations: VND 11,430 billion.
- To prepare for the possibility of M&A when necessary

3. Capital management after the capital increase

- The increase of chartered capital requires the management and supervisory capacity to strengthen respectively.
- Currently, Vietcombank's BOD consists of 7 members who are experienced professionals in government governance, corporate governance, banking finance and have strategic vision. Each issue is discussed carefully before decisions are made upon majority's agreement. This is one of the decisive factors for the stability and sustainability of the bank's activities. Each of the Board members is assigned specific scope of duty by the Chairman. Hence, tasks are cleared in a timely and efficient manner. The BOD plays the role as a conductor who decides the overall strategy and Vietcombank's long term operation direction as well as instructs the establishment of business targets to submit to the AGM.
- Vietcombank's Executive Board consists of individuals who are experienced banking professionals, have strong capability in corporate governance and execute exactly the BOD and AGM's directions. The Executive Board consists of the Chief Executive Officer (CEO) who is in charge of the overall management and 8 Deputy CEOs who assist the CEO. The Executive Board has the duty to specify the bank's overall strategy and targets by setting out business plans and to advise the BOD on strategic issues, policies and directly runs all the bank's activities.
- Vietcombank has established a management scheme in accordance with international standards for banking operation.
- Vietcombank's Supervisory Board currently consists of 4 members. The supervisory of compliance is conducted by internal audit team at Vietcombank's each operation.
- Modern technology system is applied in Vietcombank, in which management process is computerized and the system is connected to meet the high management requirements. This is an important factor that helps Vietcombank to provide customers with hi-tech banking products and services.

4. Assessment on the capital usage efficiency

- Capital increase is an important step for Vietcombank to develop and strengthen its competitiveness, balancing with the development speed and operation scale of the bank.
- Capital increase is the foundation for Vietcombank to improve its financial capacity for a stable development. In addition, this capital increase is suitable with the current development trend of Vietnam's banking sector, enabling Vietcombank to complete all the strategic business targets in the next following years and to become the No. 1 commercial bank in Vietnam to enhance the benefit to the shareholders.
- Based on the capital increase plan and business plan for 2016, main business targets are expected as follows:

Table 1. 2015 business results and 2016 business targets

Item	Unit	Result of 2015	Plan of 2016	Growth
Total assets	Billion VND	674,395	765,438	13.50%
Credit	Billion VND	387,152	452,967	17.00%
Deposit	Billion VND	503,007	578,458	15.00%
Pre-tax profit	Billion VND	6,827	7,500	10.00%
Expected dividend allocation	%	10.00	Maximum 10.00	
ROAA	%	0.85	0.83	
ROAE	%	12.03	12.02	
CAR (combined)	%	11.04	11.50	
NPL ratio	%	1.84	< 2.50	

Based on the proposed business plans above, total deposit and loan to institutional investors of Vietcombank is expected to reach VND 115,276 billion as of December 31st 2016. In addition, Vietcombank will continue to maintain prudent ratios at required levels set by the State Bank of Vietnam. Please see attached Appendix for Expected prudent ratios of Vietcombank in 2016.

V. Expected changes in shareholders structure

The private placement to foreign investor(s) will lead to the changes in shareholders structure and the proportions of Vietcombank's big shareholders, shareholders that are BOD members, Supervisory Board and CEO as follows:

Table 2. Expected changes in shareholders structure after the capital increase in 2016

No	Content	Number of shares	Amount (billion VND)	Proportion
1.	Chartered capital before the capital increase in 2016	2,665,020,334	26,650.20	100.00%
	- The Government	2,055,076,583	20,550.77	77.11%
	- Foreign strategic shareholder (Mizuho Bank, Ltd.)	399,754,446	3,997.54	15.00%
	- Shareholder(s) that is (are) BOD member(s) (except for the CEO)	46,168	0.46	0.0017%
	- Shareholder(s) that is (are) Supervisory board member(s)	10,102	0.10	0.0004%
	- Shareholder that is CEO	2,431	0.02	0.0001%
	- Other shareholders	210,130,604	2,101.31	7.88%
2.	Chartered capital after the capital increase in 2016	3,957,555,195	39,575.55	100.00%
	- The Government	2,774,353,387	27,743.53	70.10%
	- Foreign strategic shareholders (Mizuho Bank, Ltd.)	539,668,502	5,396.69	13.64%

No	Content	Number of shares	Amount (billion VND)	Proportion
	- Shareholders who are investors who purchase the private placement in 2016 ¹	359,777,745	3,597.78	9.09%
	- Shareholder(s) that is (are) BOD member(s) (except for the CEO)	62,325	0.62	0.0016%
	- Shareholder(s) that is (are) Supervisory board member(s)	13,636	0.14	0.0003%
	- Shareholder that is CEO	3,281	0.03	0.0001%
	- Other shareholders	283,676,319	2,836.76	7.17%

The capital increase by issuing bonus shares and private placement mentioned above is an important step for Vietcombank to grow and develop, improving the operation efficiency and competitiveness. Through practical experiences, the positive business results achieved in recent years and a defined strategy, Vietcombank's BOD as well as all Vietcombank leaders, with support from the trusted consulting partner Credit Suisse – VILAF and the local and international law advice, believe that the capital increase plan mentioned above will be implemented successfully, ensuring maximum benefits for shareholders and improving the prestige, the position, competitiveness and business performance of Vietcombank.

VI. BOD's authorization

To implement the capital increase plan by issuing bonus shares and private placement in 2016, Vietcombank's BOD would like to propose at the AGM to authorize the BOD to:

1. Regarding the issuance of bonus shares to the existing shareholders: decide the time of issuance.
2. Regarding the private placement: decide (1) requirements (conditions) for the investors to be offered, the number of the investors to be offered as well as a list of investors to be offered, (2) The number of shares to be issued does not exceed 10% of the chartered capital, (3) Shares to be offered and issued for one time only or for multiple times, (4) Share price of each offering time based on the approval of the relevant local authorities and (5) negotiate,

¹ Including additional shares Mizuho purchases to maintain the 15% ratio

- decide and approve the terms and conditions of relating contracts between Vietcombank and relating investor(s)
3. Identify accurately Vietcombank's chartered capital and Vietcombank's total number of shares of each type after the capital increase
 4. Report and get approval from all the relevant local authorities; Review and amend the Plan as per requests of the local authorities in accordance with the relevant laws and regulations.
 5. Decide the detailed plan for capital increase based on the approval of the relevant local authorities in accordance with the relevant laws and regulations
 6. Process all the necessary procedures to successfully issue Vietcombank shares, register Vietcombank's chartered capital with relevant local authorities, amend Vietcombank's charter (relating to the amended chartered capital), complete all the procedures after the capital increase, to list the newly issued shares on the Ho Chi Minh Stock Exchange after the issuance is completed
 7. Decide all the relating issues of each offering time (period).

S/N	Criteria	State Bank of Vietnam regulation	2015 Achieved	2016 Plan
1	Limits of credit providing activities			
1.1	Proportion of total outstanding credit amount for a single customer/ total equity capital of the bank	Max. 15%	Complied with the SBV regulations.	Comply with the SBV regulations.
1.2	Proportion of total outstanding credit amount to a single customer and related parties / total equity capital of the bank	Max. 25%	For cases that have outstanding credit amount exceeding the limit were approved by the SBV	For cases that have outstanding credit amount exceeding the limit (if any) must be approved by the SBV.
1.3	Proportion of total outstanding credit amount to a single customer – Vietcombank’s subsidiaries, affiliates or companies in which Vietcombank holds ownership right / total equity capital of the bank	Max. 10%		
1.4	Proportion of total outstanding credit amount to all the customers – Vietcombank’s subsidiaries, affiliates or companies in which Vietcombank holds ownership right / total equity capital of the bank	Max. 20%		
1.5	Proportion of credit for equity investment/ total charter capital of the bank	Max. 5%	3.87%	Comply with the regulations.
1.6	Proportion of credit granted to customers who have restricted credit (not including Vietcombank’s subsidiaries, affiliates or companies where Vietcombank holds ownership rights)	Max. 5%	0.18%	Comply with the regulations.
2	Solvency ratios			

2.1	Liquidity reserve ratio (VND)	Max. 10%	27.1%	22.7%
2.2	Solvency ratios within 30 days by types of currencies			
	<i>VND</i>	Max. 50%	169.9%	131.2%
	<i>Foreign currencies (USD)</i>	Max. 10%	85.3%	82.0%
3	Maximum proportion of short term capital used for mid- and long-term lending			
3.1	Maximum proportion of short term capital used for mid- and long-term lending	Max. 60%	24.9%	25.3%
3.2	Maximum proportion of invested amount in Government bond/ short term capital	Max. 35%	20.5%	17.8%
4	Ratio of total lending to total deposits			
	Ratio of total lending to total deposits (VND)	Max. 90%	68.1%	70.0%
5	Limits on capital contribution and share purchasing			
5.1	The amount of capital contribution and stock purchase of Vietcombank, its subsidiaries and associate firms (except for the case in which these subsidiaries and associate firms are in charge of managing contributed capital funds and using capital sources derived from funds managed by such companies to purchase stocks) into an enterprise working in sectors regulated in Clause 4 Article 103 of the Law on Credit Institutions	Does not exceed 11% of charter capital of the enterprise that receives contributed capital	Complied with the regulations.	Comply with the regulations.

5.2	Total amount of capital contribution and stock purchase of a commercial bank into enterprises, inclusive of allocated and contributed capital amounts granted to subsidiaries and associate firms of Vietcombank	Does not exceed 40% of charter capital and reserve funds of that commercial bank.	19.21%	Comply with the regulations
5.3	Vietcombank can only purchase and hold shares of maximum 2 other financial institutions (except for the financial institutions which are Vietcombank's subsidiaries)	Maximum 2 financial institutions	Vietcombank contributes capital in 5 financial institutions	Implementing divestment plan follows the roadmap approved by the SBV
5.4	Vietcombank can only purchase and hold shares of other financial institutions below 5% of share capital with voting rights of that financial institution	Below 5% of share capital with voting rights of that financial institution	Vietcombank's proportion of contributing capital / charter capital exceeded 5% in 4 financial institutions	
5.5	Vietcombank cannot contribute capital and purchase shares of companies and financial institutions which are major shareholders of Vietcombank itself; cannot contribute capital and purchase shares of companies and other financial institutions which are from related people of the major shareholders or Vietcombank's management		Complied with the regulations.	Comply with the regulations.
5.6	Vietcombank cannot nominate people to the Board of Directors of the financial institutions which Vietcombank already purchased and held the shares, except for Vietcombank's subsidiaries or companies in which Vietcombank		Complied with the regulations.	Comply with the regulations.

	participates in the restructure of weak financial institutions as stipulated by the SBV			
5.7	Chairman and other members of the BOD, General Director, Supervisory Board, major shareholders, subsidiaries of Vietcombank and related people cannot purchase or authorize other organizations to purchase and hold share capital with voting rights of that financial institution.		Complied with the regulations.	Comply with the regulations.
5.8	Vietcombank's subsidiaries and affiliates cannot contribute capital and purchase shares of one another. Vietcombank cannot contribute capital and purchase shares of subsidiaries and affiliates which are under Vietcombank's control		Complied with the regulations.	Comply with the regulations.
5.9	Vietcombank's subsidiaries and affiliates cannot contribute capital and purchase shares of Vietcombank itself		Complied with the regulations.	Comply with the regulations.
5.10	Vietcombank cannot contribute capital and purchase shares of companies under Vietcombank's control		Complied with the regulations.	Comply with the regulations.