

**JSC BANK FOR FOREIGN
TRADE OF VIETNAM**

Address: 198 Tran Quang Khai, Hanoi
Business Registration No. 0100112437
(15th revision dated April 14th, 2022)

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

Hanoi, April 28th 2022

PROPOSAL**ON APPROVAL OF THE LISTING OF VCB 2022 BONDS
ISSUED VIA PUBLIC OFFERINGS**

Pursuant to:

- *The Law on Securities dated November 26th, 2019;*
- *Decree No.155/2020/NĐ-CP dated December 31st, 2020 of the Government detailing and guiding the implementation of some articles of the Law on Securities (“Decree 155”);*
- *Charter on the organization and operation of the JSC Bank for Foreign Trade of Vietnam approved by the Annual General Meeting of Shareholders at Resolution No. 14/TN2021/NQ-ĐHDCD dated April 23rd, 2021;*

The Board of Directors of Joint Stock Commercial Bank for Foreign Trade of Vietnam (“**VCB**”) would like to propose to the General Shareholders Meeting for approval of the followings:

1. Regulations on the listing of bonds on securities trading system

- According to Clause 2, Article 29 of the Law on Securities: *“The successful issuer shall complete the application for listing or registration within 30 days from the ending date of the public offering”.*
- According to Point a, Clause 2, Article 118, Decree 155 stipulates that an application for listing of bonds includes *“The application form No. 28 in the Appendix hereof ”.* According to this form, the application for listing of bonds includes: *“Decision of the General Meeting of Shareholders or the Council of Members or the company owner on approval of the listing”.*

- According to Point v, Article 32 of Charter of VCB, the General Meeting of Shareholders shall have rights and duties in accordance with the Laws.

Based on the aforementioned provisions, VCB Bonds issued via public offerings must be listed and the approval of the listing is under authority of the General Meeting of Shareholders.

2. Proposal of the Board of Directors

The Board of Directors would like to propose the General Meeting of Shareholders:

i. To approve the listing of VCB non – convertible bonds, no warrants bonds issued via public offerings in 2022 (if any) after completion of the offerings.

ii. To assign/authorize the Board of Directors to decide and direct the implementation of procedures related to the listing of VCB non – convertible bonds, no warrants bonds issued via public offerings in 2022 in compliance with the Law on Securities, relevant regulations and Vietcombank’s internal regulations./.

Respectfully.

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

Pham Quang Dzung