

PROPOSAL

On the Plan of Handling Eximbank Treasury Stocks

TO: GENERAL MEETING OF SHAREHOLDERS

Pursuant to:

- *Enterprise Law dated 17/6/2020;*
- *Law on Credit Institutions dated 16/6/2010 and the Law amending, supplementing a number of articles of the Law on Credit Institutions dated 20/11/2017;*
- *Securities Law dated 26/11/2019;*
- *Decree No. 155/2020/ND-CP dated 31/12/2020 of the Government detailing the implementation of a number of articles of the Securities Law;*
- *Charter of Vietnam Export Import Commercial Joint Stock Bank (“Charter”),*

The Board of Directors would like to submit a proposal to the General meeting of shareholders of Vietnam Export Import Commercial JS Bank (Eximbank) for consideration and ratification of the plan for handling the treasury stocks as below.

1. Holding of treasury stocks

Eximbank currently holds 6,090,000 treasury stocks, which were bought in 2014 under the Board’s Decision 476/2013/EIB/QD-HDQT dated 05/11/2013 approving the repurchase of Eximbank stocks. These treasury stocks have been held to date.

2. Plan for handling the treasury stocks

According to clause 4 Article 310 “Transition clauses” of the Government’s Decree No. 155/2020/ND-CP dated 31/12/2020 detailing a number of articles of the Securities Law, “*Public companies having treasury shares that are purchased before the effective date of the Law on Securities No. 54/2019/QH14 may sell them or use them as bonus shares in accordance with the Law on Securities No. 70/2006/QH11, which is amended by the Law on Securities No. 62/2010/QH12 and their elaborating documents. These companies must not repurchase their own shares until the previously purchased treasury shares have been settled, except the case of repurchase of shares specified in Clause 2 Article 36 of the Law on Securities No. 54/2019/QH14*”.

Accordingly, Eximbank has the discretion to, in respect of the treasure stocks previously bought, either sell the same or use them as bonus stocks.

Eximbank has recently finished the share issuance for charter capital increase, and is preparing the plan for further increase in the forthcoming time. Therefore, the option of selling the treasury stocks is appropriate.

3. Suggestion: from the foregoing, the Board of Directors would like to propose to the General Meeting of shareholders the plan of handling the treasury stocks as follows:

a. To approve the option of selling all the treasury stocks in Eximbank's possession;

b. To assign and authorize the Board of Directors to organize the sale of the treasury stocks in correspondence with law (including the selection of a consultant, application for permit of competent State agencies, and determination of the selling time and price, and method of transaction);

c. To assign and authorize the Board of Directors to decide on all other tasks relating to the sale of treasury stocks.

Yours sincerely,

**FOR BOARD OF DIRECTORS
CHAIRMAN**

Luong Thi Cam Tu