

Code VPB
Company name VietNam Prosperity Joint Stock Commercial Bank
Date 05/02/2019
Subject Resolution of Annual General Meeting 2019

Content:

VietNam Prosperity Joint Stock Commercial Bank announces the resolution of Annual General Meeting 2019, which was convened on April 26, 2019, as follows:

Article 1: Approving the following issues:

1. Approving the separate and consolidated financial statements of the fiscal year ended on 12/31/2018 audited by Ernst & Young Vietnam Co., Ltd..
2. Approving the business performance in 2018 and the business plan for 2019.

Business performance in 2018:

No.	Item	Reality in 2018 (billion dongs)	Plan for 2018 (billion dongs)	% compared to 2018	% compared to 2017
1	Total assets	323,291	359,477	90%	16.4%
2	Mobilize capital and issue valuable papers	219,509	241,675	91%	9.9%
3	Outstanding credit balance	230,790	243,320	95%	17.3%
	Of which: lending	221,962	229,148	97%	21.5%
4	Bad debt ratio	2.4%	<3%		
5	Profit before tax	9,198	10,800	85%	13.1%

Business plan for 2019:

No.	Item (billion dongs, %)	Plan for 2019	Growth rate (%)
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1	Total assets	373,649	16%
2	Mobilize capital and issue valuable papers	252,435	15%
3	Outstanding credit balance	265.408	15%
4	Bad debt ratio	< 3%	
5	Profit before tax	9,500	

3. Approving the report of the Board of Directors.
4. Approving the report of the Board of Supervisors.
5. Approving the profit distribution plan for 2018.

No.	Item	Amount (million dong)
1	Consolidated profit after tax of VPBank	7,355,568
2	Profit distribution	3,924,391
2.1	Reserve funds (compulsory)	367,779
	Of which	
2.1.1	Reserve fund for the charter capital of VPBank	202,997
2.1.2	Reserve fund for the charter capital of VPB FC (Fe Credit)	164,717
2.1.3	Reserve fund for the charter capital of VPB AMC	65
2.2	Financial reserve fund (compulsory)	735.428
	Of which	
2.2.1	Financial reserve fund of VPBank	405,994
2.2.2	Financial reserve fund of VPB FC (Fe Credit)	329,434
2.3	Investment development fund of VPB and VPB FC	2,821,184
3=1-2	Undistributed profit after tax in 2018 after the fund distribution	3,431,177

6. Approving the employee stock purchase plan in 2019.

- Estimated issue volume: 31,000,000 shares
- Issue price: 10,000 dong/share
- Restriction period: 03 years
- Issue date: in Quarter 2/2019

The general meeting approved two plans. The Board of Directors was authorized to implement one of two plans as follows:

I. Sale of treasury shares:

- Number of treasury shares before sale: 73,219,600 shares
- Number of treasury shares for sale: 31,000,000 shares
- Estimated selling price: 10,000 dongs/share

II. The Employee Stock Purchase Plan in 2019

- Number of issued shares: 2,529,967,966 shares
- Number of outstanding shares: 2,456,748,366 shares
- Number of treasury shares: 73,219,600 shares
- Number of shares to be issued: 31,000,000 shares
- Issue price: 10,000 dongs/share
- Value of shares to be issued: 310,000,000,000 dongs
- Issue ratio: 1.262% on the outstanding volume
- Plan for unsold shares: The unsold shares will be offered to other investors.
- Charter capital expected after the issuance: 25,609,679,660,000 dongs

7. Approving to adjust the transfer restriction conditions of the shares in the employee stock purchase plan in 2018.

8. Approving the remuneration of the Board of Directors and the Board of Supervisors in 2019.

9. Approving the plan for capital increase.

I. Plan for capital increase by issuing preferred shares to employees:

- Estimated issue volume: 31,000,000 shares
- Issue price: 10,000 dongs/share
- Estimated mobilized capital: 310,000,000,000 dongs
- Plan for the use of capital: The proceeds will be used to raise the capital for lending activities of the bank.

II. Private placement:

- Estimated issue volume: 260,000,000 shares
- Issue date: in 2019 – 2020

- Plan for the use of capital: The proceeds will be used to invest in fixed assets, raise the long-term and medium-term resources.

10. Approving to authorize and assign the Board of Directors to implement the issues under the Board's jurisdiction.

11. Approving the adjustment to the Company's business function.

12. Approving the amendment to the Company's Charter.

13. Approving the draft of the operating regulations of the Board of Directors.

14. Approving the draft of the operating regulations of the Board of Supervisors.

15. Approving to elect 02 additional members to the Board of Supervisors, raising the number of members of the Board of Supervisors to 05 persons.

16. Approving to elect 02 additional members to the Board of Supervisors for the term of 2015 – 2020:

- Ms. Kim Ly Huyen
- Mr. Vu Hong Cao

Article 2: This resolution shall take effect from the date of signing.