

No. /2017/NQ-DHDCD

Ho Chi Minh City, date month 2017

DRAFT

RESOLUTION

GENERAL MEETING OF SHAREHOLDERS OF SAIGON THUONG TIN COMMERCIAL JOINT STOCK BANK

- Pursuant to Law on Enterprise 2014 dated November 26, 2014 of the National Assembly;
- Pursuant to the Charter of Saigon Thuong Tin Commercial Joint Stock Bank (Sacombank);
- Pursuant to Minutes of counting Shareholders' Written Opinion Document dated November, 2017;

HEREBY RESOLVES

Article 1. To approve on the amendment, supplement of Charter of Sacombank, detailing as:

1.1 - Approving contents of clause 1 Article 36, Charter of Sacombank as follows:

“The Board of Directors is a managerial body having the full power to decide and exercise the rights and fulfil the obligations of Sacombank on its behalf, except matters falling within the competence of General Meeting of Shareholders. The Board of Directors includes the Chairman, some Vice Chairmen and several members, who shall perform their tasks under the assignment of the Board of Directors in accordance with the relevant provisions of this Charter and applicable Laws.”

1.2- Assigning the Board of Directors to perform the following tasks:

To register the amended, supplemented Charter with competent authorities in accordance with provision of law; in the course of registration of the amended and supplemented Charter, if the competent authorities request for the amendment and supplement of Charter to ensure the suitability with the applicable law, the Board of Directors shall be authorized to amend and supplement the Charter in accordance with the competent authorities' request.

Article 2. To approve the deduction of 20% of the excess of pre-tax profit target in 2017 (the target to be achieved in 2017 is 585 billion Vietnam dong) to reward Sacombank's employees.

Article 3. To approve all contents of the Management and Administration Regulations submitted by the Board of Directors to ask for shareholders' opinion. The Chairman of the Board of Directors is assigned to sign such Regulations on behalf of the General Meeting of Shareholders and such Regulations shall be applicable since the effective date of this Resolution.

Article 4. To approve all contents of the Organizational and Operational Regulations of Sacombank's Board of Supervisors submitted by the Board of Directors to ask for shareholders' opinion. The Chief of the Board of Supervisors is assigned to sign such Regulations on behalf of the General

Meeting of Shareholders and such Regulations shall be applicable since the effective date of this Resolution.

Article 5. To approve the change in securities code of Saigon Thuong Tin Commercial Joint Stock Bank (Sacombank) from STB to SCM, and to approve the procedures to be implemented in relation to such change in the securities code including: Delisting STB stock at Ho Chi Minh City Stock Exchange (HOSE), Delisting STB stock at the Vietnam Securities Depository Center (VSD); Listing SCM stock at VSD; Listing SCM stock at Hanoi Stock Exchange (HNX).

To authorize the Board of Directors to promptly prepare dossiers in relation to such change in the stock code and submit them to the competent authorities for getting approval so that SCM shares of Sacombank can be traded on the stock exchange as soon as possible to ensure the benefit for Shareholders and Investors.

Article 6. This Resolution shall come in full force and effect since the date of signing; Shareholders, Board of Directors, Board of Supervisors and representative-at-law of Sacombank are responsible for implementation thereof.

**FOR AND ON BEHALF OF THE GENERAL
MEETING OF SHAREHOLDERS
CHAIRMAN OF THE BOARD OF
DIRECTORS**

DUONG CONG MINH

Recipient:

- As stated in Article 6 "for implementation"

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