

**VIETNAM ASIA
COMMERCIAL JOINT
STOCK BANK**

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

No: .../2025/TTr-HĐQT

Hanoi, date ... month ... year 2025

PROPOSAL

***Re: Approval of investment policy for capital contribution/share purchase establishment,
acquisition subsidiary, affiliate***

To: General Meeting of Shareholders of Vietnam Asia Commercial Joint Stock Bank

- Pursuant to the Law on Credit Institutions No. 32/2024/QH15 passed by the National Assembly and effective from July 1st, 2024.
- Pursuant to the Charter of Vietnam Asia Commercial Joint Stock Bank;

The Board of Directors (BOD) of Vietnam Asia Commercial Joint Stock Bank (VAB) respectfully submits to the General Meeting of Shareholders (GMS) for consideration and approval of contents related to the policy and plan that VAB implements to invest in capital contribution/purchase of shares, establish/acquire subsidiaries, affiliated companies ;... specifically as follows :

1. Agree on the policy and approve the plans that VAB will contribute capital/purchase shares, establish/acquire subsidiaries, associates, joint ventures, cooperation... to carry out permitted business activities according to the law and relevant guiding documents;
Form of implementation and field of participation:
 - a. Establishing and acquiring subsidiaries and affiliated companies to carry out the following business activities: Securities underwriting, securities brokerage; management and distribution of securities investment fund certificates; management of securities investment portfolios and purchase and sale of shares; financial leasing; insurance;
 - b. Establishment and acquisition of subsidiaries and affiliates operating in the fields of debt management and asset exploitation, remittances, gold, factoring, credit card issuance, consumer credit, payment intermediary services, and credit information;
 - c. Contribute capital and purchase shares of enterprises operating in the following fields: Insurance, securities, remittances, gold, factoring, credit card issuance, consumer credit, payment intermediary services, credit information;
 - d. Contribute capital and purchase shares of enterprises operating in other fields after receiving written approval from the State Bank;
2. Capital contribution/share purchase ratio: all or part of the charter capital of the enterprise in which VAB will contribute capital or purchase shares depends on the agreement with the relevant parties and within the maximum scope permitted by law ;
3. Purchase price: According to the agreement mechanism based on the assessment of the current status of the enterprise, agreement with related parties and market conditions;

4. Value of capital contribution and share purchase: from 20% (Twenty percent) or more of the Bank's charter capital recorded in the most recent audited financial report, but the total value of capital contribution and share purchase of VAB in enterprises, including subsidiaries and affiliated companies of VAB, must not exceed 40% (Forty percent) of VAB's charter capital and reserve fund;
5. Assign the BOD to decide on the form, method, order, investment value, capital contribution ratio, share purchase, establishment/acquisition of subsidiaries and affiliated companies; Organize the implementation of detailed plans and report the implementation results at the GMS in the nearest annual meeting. The BOD shall negotiate with relevant parties; work, discuss, agree with competent State agencies and decide on issues related to the transaction, including but not limited to the selection of target enterprises, the level/ratio of VAB's participation, price and accompanying conditions; organizational structure, legal form of target enterprises; models/methods of cooperation, association, decision on transaction contents, documents signed and/or participated by VAB to carry out the transaction as well as all other issues during the process of VAB's investment and cooperation; Decide to amend, supplement, and edit plans, issues, and transactions in agreement with the competent authority, relevant parties, etc.;
6. During the implementation process, the BOD decides on the contents within the assigned tasks and assigns, decentralizes, and assigns to the Chairman of the BOD, CEO, other units and individuals in the VAB system (in accordance with the provisions of law and internal regulations of VAB) to perform the above tasks;

Respectfully submit to the General Meeting of Shareholders for approval./.

Recipient:

- Shareholders;
- Board of Directors, Board of Controllers;
- Save: Office of Board of Directors.

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