



**SAI GON – HANOI
COMMERCIAL JS BANK**

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

Hanoi, April 11th 2023

No.: 01/NQ-DHDCD

RESOLUTION OF THE 31st ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2023

SAIGON – HANOI COMMERCIAL JOINT STOCK BANK

- Pursuant to the Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and guiding, amended and supplemented documents;
- Pursuant to the Law on Credit Institutions No. 47/2010/QH12 dated June 16, 2010 of the 12th National Assembly and the Law amending and supplementing the Law on Credit Institutions No. 17/2017/QH14 of the XIV National Assembly;
- Pursuant to the current Charter of Saigon - Hanoi Commercial Joint Stock Bank;
- Pursuant to the Minutes No.01/BB-DHDCD of the 31st Annual General Meeting of Shareholders in 2023 dated April 11, 2023,

DECIDES:

Article 1: Approve the report on business performance in 2022 and business strategic orientation in 2023 of the Board of Directors of Saigon - Hanoi Commercial Joint Stock Bank No. 01/BC-HDQT.SHB-DHDCD dated March 20, 2023 with 2,036,116,999 votes in favor, equal to 99.85% of the total valid voting shares of the shareholders attending the General Meeting at the point of time the General meeting conducts voting on this issue

(3.760 votes of disapproval, equivalent to 0.00% of the total number of voting shares of the shareholders attending the meeting; 182.037 votes of no opinion, equivalent to 0.01% of the total valid voting shares of the shareholders attending the General Meeting).

Article 2: Approve the report on business performance in 2022 and business plan in 2023 of the Board of Management of Saigon - Hanoi Commercial Joint Stock Bank No. 02/BC-BDH.SHB-DHDCD dated March 22, 2023 with 2,035,640,235 votes in favor, equal to 99.83% of the total valid voting shares of the shareholders attending the General Meeting at the point of time the General meeting conducts voting on this issue.

(5,760 votes of disapproval, equivalent to 0.00% of the total number of voting shares of the shareholders attending the meeting; 656,801 votes of no opinion, equivalent to 0.03% of the total valid voting shares of the shareholders attending the General Meeting)

Article 3: Approve the Report on performance in 2022 and operation orientation in 2023 of the Supervisory Board of Saigon - Hanoi Commercial Joint Stock Bank No. 01/BC-BKS.SHB- DHDCD dated March 22,2023 with 2,035,534,377 votes in favor, equal to 99.82% of the total valid voting shares of the shareholders attending the General Meeting at the point of time the General meeting conducts voting on this issue.

(3,760 votes of disapproval, equivalent to 0.00% of the total number of voting shares of the shareholders attending the meeting; 764,659 votes of no opinion, equivalent to 0.04% of the total valid voting shares of the shareholders attending the General Meeting).

Article 4: Approve the 2022 profit allocation plan and provision for funds according to the content of Proposal No. 01/TTr-HDQT dated March 22, 2023 of the Board of Directors with 2,036,154,164 votes in favor, equivalent to 99.85% of the total valid voting shares of the shareholders attending the General Meeting at the point of time the General meeting conducts voting on this issue.

(20,639 votes of disapproval, equivalent to 0.00% of the total number of voting shares of the shareholders attending the meeting; 127,993 votes of no opinion, equivalent to 0.01% of the total valid voting shares of the shareholders attending the General Meeting).

Article 5: Approve the Plan for charter capital increase by issuing shares to pay 2022 dividend to existing shareholders according to the content of Proposal No. 02/TTr-HDQT dated March 22, 2023 of the Board of Directors and the attached plan to increase capital with 2,017,332,680 votes in favor, equivalent to 98.93% of the total valid voting shares of the shareholders attending the General Meeting at the point of time the General meeting conducts voting on this issue.

(45,008 votes of disapproval, equivalent to 0.00% of the total number of voting shares of the shareholders attending the meeting; 18,925,108 votes of no opinion, equivalent to 0.93% of the total valid voting shares of the shareholders attending the General Meeting).

Article 6: Approve the Proposal to increase capital from share issuance following SHB's Employees' Stock Option Plan according to the content of Proposal No. 03/TTr-HDQT dated March 22, 2023 of the Board of Directors with 2,016,628,605 votes in favor, equivalent to 98.90% of the total valid voting shares of the shareholders attending the General Meeting at the point of time the General meeting conducts voting on this issue.

(251,172 votes of disapproval, equivalent to 0.01% of the total number of voting shares of the shareholders attending the meeting; 19,423,019 votes of no opinion, equivalent to 0.95% of the total valid voting shares of the shareholders attending the General Meeting).

Article 7: Approve the change in plan to increase capital according to the Resolution of the 30th AGM and the Term 2022 – 2027 according to the content of Proposal No. 04/TTr-HDQT dated March 22, 2023 of the Board of Directors with 2,017,332,317 votes in favor, equivalent to 98.93% of the total valid voting shares of the shareholders attending the General Meeting at the point of time the General meeting conducts voting on this issue.

(54,199 votes of disapproval, equivalent to 0.00% of the total number of voting shares of the shareholders attending the meeting; 18,916,280 votes of no opinion, equivalent to 0.93% of the total valid voting shares of the shareholders attending the General Meeting).

Article 8: Approve the supplementation and replacement of BOD's members for the Term 2022 – 2027 according to the content of Proposal No. 05/TTr-HDQT of the Board of Directors with 2,017,386,254 votes in favor, equivalent to 98.93% of the total valid voting shares of the shareholders attending the General Meeting at the point of time the General meeting conducts voting on this issue.

(8,522 votes of disapproval, equivalent to 0.00% of the total number of voting shares of the shareholders attending the meeting; 18,908,020 votes of no opinion, equivalent to 0.93% of the total valid voting shares of the shareholders attending the General Meeting).

Article 9: Approve the selection of an independent auditor to conduct the audit on SHB's 2023 financial statements according to the content of Proposal No. 01/TTr-BKS dated March 20, 2023 of the Supervisory Board with 2,036,004,220 votes in favor, equivalent to 99.85% of the total valid voting shares of the shareholders attending the General Meeting at the point of time the General meeting conducts voting on this issue.

(22,061 votes for disapproval, equivalent to 0.00% of the total number of voting shares of the shareholders attending the meeting; 276,515 votes of no opinion, equivalent to 0.01% of the total valid voting shares of the shareholders attending the General Meeting).

Article 10: Approve the election to add and replace members of the Board of Directors for the Term 2022-2027 as follows:

- Ms. Ngo Thu Ha with 2,225,196,350 votes, accounting for 109.12% of total voting shares of the shareholders with voting rights attending the General Meeting;
- Mr. Do Duc Hai with 2,105,172,176 votes, accounting for 103.24% of total voting shares of the shareholders with voting rights attending the General Meeting;
- Mr. Pham Viet Dan with 1,791,664,343 votes, accounting for 87.86% of total voting shares of the shareholders with voting rights attending the General Meeting;
- Mr. Haroon Anwar Sheikh with 1,778,787,146 votes, accounting for 87.23% of total voting shares of the shareholders with voting rights attending the General Meeting;

Article 11: Assign the Board of Directors, Chairman of the Board of Directors and Chief Executive Officer of SHB to be responsible for implementing the resolutions of the 31st General Meeting of Shareholders of SHB in 2023 mentioned above. The resolutions of the General Meeting of Shareholders at the previous meetings which have not been completed, will continue to be implemented and the results are to be reported at the nearest General Meeting of Shareholders.

Article 12: This Resolution takes effect from April 11, 2023. The Board of Directors, Board of Supervisors, Chief Executive Officer and all shareholders of Saigon - Hanoi Commercial Joint Stock Bank are responsible for the implementation of this Resolution.

The Board of Directors is responsible for disclosing the Resolution of the 31st Annual General Meeting of Shareholders in 2023 and posting it on the website of Saigon - Hanoi Commercial Joint Stock Bank (www.shb.com.vn) in accordance with the law on information disclosure.

Recipients:

- As Article 12 (to implement);
- The State Bank of Vietnam (to report);
- State Securities Commission (to report);
- HCMC Stock Exchange (for information disclosure)
- Filed at Admin, AMG of SHB documents.

**PP. GENERAL MEETING OF
SHAREHOLDERS
CHAIRMAN OF THE BOARD OF
DIRECTORS**

**Do Quang Hien
(signed and sealed)**