

*Hanoi, July 15, 2024*

**LAW ON CREDIT INSTITUTIONS 2024**  
**SUMMARY OF SHAREHOLDER- RELATED CHANGES**

Saigon - Hanoi Commercial Joint Stock Bank (SHB) would like to inform investors and shareholders of key changes following the enactment of the Law on Credit Institutions No. 32/2024/QH15, effective from July 1, 2024.

**I. KEY CHANGES**

**1. Definition of related person, Article 4, Clause 24:**

*Related person* means an entity or individual that has a direct or indirect relationship with another an entity or individual in one of the following cases:

- a) Between a parent company and its subsidiary, and vice versa; between a credit institution and its subsidiaries, including subsidiaries of those subsidiaries, and vice versa; and among subsidiaries under the same parent company or the same credit institution, including subsidiaries of subsidiaries, the relationships between executives, supervisors, and members of the Board of Supervisors of the parent company or credit institution, as well as the individuals or organizations with the authority to appoint them to the subsidiary, and vice versa.;
- b) Between a company or credit institution and its executives, supervisors, and members of the Board of Supervisors, as well as with the company or organization that has the authority to appoint these individuals, and vice versa.;
- c) Between a company or credit institution and any entity or individual holding 5% or more of its charter capital or voting share capital, and vice versa;
- d) The relationship include spouses; biological, adoptive, and step-parents; parents-in-law; biological, adopted, and step-children; children-in-law; siblings and half-siblings; siblings-in-law (collectively referred to as spouse, parent, child, sibling) and other relatives such as paternal and maternal grandparents, grandchildren, great-grandchildren, uncles, aunts, and nephews;
- đ) Between a company or credit institution and any individual who has a relationship, as specified in Point d of this Clause, with an executive, supervisor, member of the Board of Supervisors, capital-contributing member, or shareholder holding 5% or more of the charter capital or voting shares of that company or credit institution, and vice versa.;
- e) The relationship between an individual authorized to represent capital contributions to an entity or individual specified in Points a, b, c, d, and đ of this Clause and the entity or

individual that granted the authorization, as well as among authorized individuals representing capital contributions within the same organization;

g) Other legal entities and individuals that may pose risks to the operations of credit institutions and foreign bank branches are identified based on the internal regulations of the credit institution or foreign bank branch, or upon written request from the State Bank during inspections and supervision;

h) For people's credit funds, individuals related to customers include those specified in points b, c, d, and g of this clause, as well as the customer's spouse, parents, children, siblings, and the customer themselves.

## **2. Definition of indirect ownership, Article 4, Clause 33:**

*Indirect ownership* means that an entity or individual holds a credit institution's charter capital through an investment trust or through a business where the entity or individual holds more than 50% of the charter capital.

## **3. Regulations on information disclosure for shareholders holding more than 1% of charter capital, Article 49 Clause 2 - Clause 6:**

**Article 49 Clause 2 :** Shareholders holding 1% or more of the charter capital of a credit institution must provide the following information to the credit institution:

a) Full name; personal identification number; Nationality, passport number, date of issue, place of issue of foreign shareholders; Number of Business Registration Certificate or equivalent legal documents of the shareholder being an organization; Date of issue and place of issue of this document;

b) Information about related persons as prescribed in Points c and d, Clause 1 of this Article;

c) Quantity and percentage of ownership of shares at that credit institution;

d) Number and percentage of shares held by their related person at that credit institution.

**Article 49, Clause 3 :** Subjects specified in Clauses 1 and 2 of this Article shall notify the credit institution in writing of initial provision of information and any change in such information within 7 working days from the date of such changes.

For the information specified in Points c and d, Clause 2 of this Article, shareholders are required to update only changes in their share ownership ratio, as well as the share ownership ratio of themselves and related persons, when it reaches 1% or more of the charter capital of the credit institution compared to the previous information provided.

**Article 49, Clause 4 :** Credit institutions must publish and store the information specified in Clauses 1 and 2 of this Article at their headquarters and submit written report to the State Bank of Vietnam within 7 working days from the date of receiving the provided information. Additionally, on an annual basis, the credit institution must disclose the information specified in Points a, b, d of Clause 1 and Points a, c, d of Clause 2 to the General Meeting of Shareholders, General Meeting of Members, and Members' Council of the credit institution.

**Article 49, Clause 5 :** Credit institutions must publicly disclose information on their website regarding the full names of individuals and organizations who are shareholders holding 1% or more of the charter capital, as well as the information specified in Points c and d of Clause 2 of this Article, within 7 working days from the date the credit institution receives such information.

**Article 49, Clause 6 :** Subjects providing and publicly disclosing information must ensure that the information is accurate, complete, and timely. They shall be fully responsible for the accuracy and completeness of the information disclosed.

**4. Obligations of shareholders holding shares in trust, Article 62 Clause 2:**

Shareholders who hold shares in trust for other organizations or individuals must provide the credit institution with information about the beneficial holder of those shares. Credit institutions have the right to suspend the rights of trustees if they fail to provide information or provide incomplete or inaccurate information about the true beneficial holder of the shares.

**5. Share ownership percentage, Article 63 Clause 3:**

**Article 63 Clause 1 :** An individual shareholder is not permitted to hold more than 5% of the charter capital of a credit institution.

**Article 63 Clause 2 :** An institutional shareholder is not permitted to hold more than 10% of the charter capital of a credit institution.

**Article 63 Clause 3 :** Shareholders and their related persons are not permitted to hold more than 15% of the charter capital of a credit institution. Additionally, major shareholders of a credit institution and their related persons are not permitted to hold 5% or more of the charter capital of another credit institution.

**Article 210, Clause 11:** Transitional phase - From the effective date of this Law, shareholders and their related persons who hold shares in excess of the limits specified in Article 63 of this Law may continue to maintain their current holdings but are prohibited from acquiring additional shares until their holdings comply with the regulations outlined in this Law, except for the receipt of share dividends.

**II. CONTACT SHB**

1. Shareholders holding more than 1% of the Bank's shares, and those in other cases as prescribed by law, are requested to contact the Bank to provide the required information:

**Office of The Board of Directors**

Saigon - Hanoi Commercial Joint Stock Bank, No. 77 Tran Hung Dao, Hoan Kiem  
District, Hanoi

Phone: 024.39423388 (ext. 861006,861011); Mobile: 0949638833.

Shareholders can download and provide information according to the form at the link: [https://www.shb.com.vn/wp-content/uploads/2024/08/20240715-SHB-Thong-bao-cung-cap-va-cap-nhat-thong-tin-co-dong\\_0001.pdf](https://www.shb.com.vn/wp-content/uploads/2024/08/20240715-SHB-Thong-bao-cung-cap-va-cap-nhat-thong-tin-co-dong_0001.pdf)

Kindly sign and stamp, scan the soft copy and send to us at [vanphonghdqt@shb.com.vn](mailto:vanphonghdqt@shb.com.vn), and send the hard copy to the aforementioned address.

Shareholders may view information that the Bank is required to disclose on the website per Article 49 clause 5 at the following link: <https://www.shb.com.vn/category/nha-dau-tu/cong-bo -thong-tin/>

2. Should investors or shareholders have any further questions related to the new regulations, please contact the Investor Relations department at [vanphonghdqt@shb.com.vn](mailto:vanphonghdqt@shb.com.vn).

**SAIGON – HANOI COMMERCIAL JOINT STOCK BANK  
OFFICE OF THE BOARD OF DIRECTORS**