SOCIALIST REPUBLIC OF VIETNAM
Independence – Liberty – Happiness

Hanoi, April ,2023

DRAFT

SUBMITTION TO THE GENERAL MEETING OF THE SHAREHOLDERS
Re: The number of BOD's members and SB's members and the preparation personels for the BOD's members and the SB's members for the term 2023 - 2027 of An Binh Joint Stock Commercial Bank (ABBANK)

To: Shareholders of An Binh Joint Stock Commercial Bank (ABBANK)

1. **Backgroud and personel preparation**

The Board of Directors (BOD) and the Supervisory Board (BKS) of ABBANK at the end of the term 2018 – 2022, have successfully completed the tasks assigned by shareholders, helped An Binh Commercial Joint Stock Bank (ABBANK) overcome difficult time, fundamentally solving the problem of bad debts arising from previous years, build the right business strategy and establish a solid foundation for breakthrough growth from now to 2025 and the following years.

At the annual meeting in 2023, the General Meeting of Shareholders will conduct the election of members of the BOD and SB for the new term 2023-2027.

Pursuant to the provisions of the Law on Credit Institutions, the Law on Securities, the Law on Enterprises and the ABBANK Charter: *"Shareholder(s) or group(s) of shareholders owning 10% or more of the total number of ordinary shares have the right to nominate cadidate(s) for the BOD member(s) and the SB member(s)"*

At the same time, according to the provisions of legal nomative documents, candidates for the BOD's and the SB's members must be approved by the State Bank of Vietnam (SBV) before being elected at the General Meeting of Shareholders.

In order to prepare the list of candidates to elect the BOD's members and SB's members in accordance with the above provisions, the BOD approved the expected number of the BOD's members the SB's members for the term 2023-2027, conducted closing the list of Shareholders and provided instructions for Shareholders to exercise their nomination right in accordance with current regulations (Resolution No. 13/NQ-HDQT.22 dated 01/12/2022; Notice No. 62/TB-BOD.22 dated 01/12/2022 on closing the list of Shareholders to exercise the right to nominate the BOD's members and the SB's members; and Notice No. 72/TB-HDQT.22 dated 20/12/2022 on guiding Shareholders to exercise the right to nominate the BOD's members and the SB's members for the term 2023-2027).

Through the fact of operating, the current number and structure of members of the BOD and the SB show reasonable; it also ensures the comporate governance standards applicable to listed companies in accordance with the provisions of Vietnamese laws; and promotes operational efficiency in accordance with good governance practices. Therefore, it is expected that the number of BOD's member and SB's member for the new term 2023-2027 will be kept as the current structure and number. Specifically, the BOD consists of 07 members, of which 02 are independent members; the SB consists of 03 members, including 02 full-time members.

Pursuant to the provisions of laws; the Resolution, Notices and instructions of the BOD, eligible shareholders/groups of shareholders have nominated 5 candidates for BOD's members and 1 candidate for the SB's member. Based on the current provisions of laws,

ABBANK's Charter, Regulation on the BOD's Operation, and the Human Resource Committee's recommendation, the BOD nominated 2 candidates for the BOD's independent members. Based on the current provisions of law, ABBANK's Charter, Regulation on the SB's Operation, the SB also nominated 2 additional candidates for the SB's members.

At the meeting on 06/03/2023, the BOD approved the entire list of candidates for the BOD's members and SB's members for the term 2023-2027. The BOD has submitted to the SBV in accordance with the current provisions of law and received written approval from the SBV for personnel expected to be BOD's members and SB's members for the term 2023-2027 of ABBANK. The detail list as follows:

INTENDED PERSONNEL FOR THE BOD'S MEMBERS: 7 Persons				
	Names	**Position in ABBANK**	**Candidate position**	**Nominating Shareholder(s)**
1	Mr. Đào Mạnh Kháng	The BOD's Chairman	The BOD' Member	Geleximco and relating parties
2	Mr. Vũ Văn Tiền	The BOD's Vice-Chairman	The BOD' Member	Geleximco and relating parties
3	Mr. John Chong Eng Chuan	No	The BOD' Member	Maybank
4	Mr. Foong Seong Yew	Không	The BOD' Member	Maybank
5	Mr. Nguyễn Danh Lương	The BOD's Independent Member	The BOD' Member	Group of shareholders
6	Mrs. Đỗ Thị Nhung	No	The BOD's Independent Member	The BOD on recomemdatiomn of the HR Committee
7	Mr. Trần Bá Vinh	No	The BOD's Independent Member	The BOD on recomemdatiomn of the HR Committee
INTENDED PERSONEL FOR SB'S MEMBERS: 3 Persons				
1	Mrs. Nguyễn Thị Hạnh Tâm	The SB's Head	The SB's Member (Full-time)	Group of shareholders
2	Mrs. Phạm Thị Hằng	The SB's Member	The SB's Member (Full-time)	The SB
3	Mrs. Nguyễn Thị Thanh Thái	The SB's Member	The SB's Member (Not full-time)	The SB

2. Proposal

The BOD would like to submit to the General Meeting of the Shareholders:

1. To approve the expected number of the BOD's members and the SB's members of ABBANK for the term 2023-2027, specifically as follows:

   a) The BOD consists of 07 members, including 02 independent members.

   b) The SB consists of 03 members, including 02 full-time members.

2. To elect candidates in the above-mentioned list approved by SBV, to be the BOD's members and the SB's members.

Respectfully submitted.

ON BEHALF OF THE BOD
CHAIRMAN
Đào Mạnh Kháng