

Date: 2<sup>nd</sup> May 2011

## **PROPOSAL TO SHAREHOLDERS MEETING ON THE BOARD OF DIRECTORS and SUPERVISORY BOARD PERSONNEL**

ABBANK Board of Directors hereby submits and proposes the Shareholders to decide on the cases of BOD members and SB members removing and replacement as below.

### **I/ Cases of Directors status termination by law:**

- 1- In order to comply with Vietnam Government Regulations that the State Corporations Board Directors are not allowed to hold the management role at its affiliates, EVN informed its decision of removing Mr Dao Van Hung out of the position of EVN capital representative and of the role of Board Director at ABBANK;
- 2- In order to comply Vietnam Regulations that the Commercial Bank Board Directors are not allowed to act as the role of Board Directors at other financial institutions, Maybank informed its decision of removing Mr Abdul Farid Bin Alias out of Maybank capital representative and of the role of Board Director at ABBANK.

According to the Article 35 of FI Law, the Directors status of Mr Dao Van Hung and Mr Abdul Farid Bin Alias was terminated since the date EVN and Maybank announced their removals.

ABBANK BOD reported those cases to the State Bank of Vietnam.

### **II/ Cases of resignation:**

- 1- Mr Nguyen Hung Manh sent his letter of resignation from the position of Board Director;
- 2- Mrs Huynh Thi Chieu Loan sent her letter of resignation from the position of Supervisory Board member.

ABBANK BOD reported those cases of resignation to the State Bank of Vietnam.

We hereby propose Shareholders to accept Mr Nguyen Hung Manh and Mrs Huynh Thi Chieu Loan resignations by your voting right.

### **III/ Nominees list and adjustment of Board's Directors number:**

#### **Nominees to BOD:**

1. Mr Dao Manh Khang
  - Born in 1969, Vietnamese

- Education: MSc of Economics
- Working experiences:
  - + 4 years working as Accountant at Hanoi Polytechnic Tile Company
  - + 14 years working at position of Chief Accountant at Geleximco company
  - + 4 years working as Supervisory Boards member at ABBANK
  - + 4 years working at the position of Deputy General Director at Geleximco Company
- Mr Khang is nominated by the group of shareholders owning 17.64% ABBANK chartered capital. Mr Khang is owning 0.92% ABBANK chartered capital.

2. Mr Lee Tien Poh

- Born in 1962, Malaysian
- Education: Bachelor of Mathematics, Malaysian Institute of Certified Public Accountants
- Working experiences:
  - + 21 years of working for Maybank at the positions of credit officer, internal auditor, expert of Finance and Treasury Division, Head of Financial Control and Head of Service in Maybank Philippines, Head of Overseas Operations International, Head of Strategy & Business Development International and Managing Director of International Strategy & Operations – Global Wholesale Banking.
- Mr Lee is nominated by Maybank who owning 20% of ABBANK Charter Capital.

**Nominee to Supervisory Board:**

1. Ms Duong Van Anh

- Born in 1981, Vietnamese
- Education: BA of Economics, MSc of Business and Management majoring in banking and finance
- Working experiences:
  - + 7 months working as accountant at Southern Bank;
  - + 5 years working at Vietcombank Leasing company HCMC branch at positions of expert, deputy and head of Business Department.
  - + Short term working at Ngoc Nghia Plastic company at the position of Investment Director.
  - + Short term working at Maritime Bank Tan Binh branch at the position of Branch Deputy Director.
  - + 15 months working at Financial Management Advisory Company IPA, HCMC Representative Office at the position of Advisory Director.
- Ms Duong Van Anh is nominated by the Supervisory Board.

The above list of nominees has been approved by the State Bank of Vietnam Governor.

We hereby propose Shareholders to vote:

- Mr Dao Manh Khang to the Board of Directors;
- Mr Lee Tien Poh to the Board of Directors;
- Ms Duong Van Anh to the Supervisory Board;
- And to approve that the number of Board's Directors will be 5 members for the current term (2008 – 2012).

Thank you.

On behalf of BOD

Vu Van Tien

Chairman