

No.: 05/2026/TTr-HDQT

Hanoi, April 21st 2026

SUBMISSION

(Re: Approval of the Charter Capital Increase Plan of PGBank)

To: The General Meeting of Shareholders of Prosperity and Growth Commercial Joint Stock Bank,

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020, and its amendments and supplements;
- Pursuant to the Law on Credit Institutions No. 32/2024/QH15 and its amendments, supplements and guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 and its amendments, supplements and guiding documents;
- Pursuant to the Charter of Prosperity and Growth Commercial Joint Stock Bank ("PGBank"/the "Bank");
- Pursuant to the results of the charter capital increase implemented in accordance with the charter capital increase plan approved under the Resolution of the Extraordinary General Meeting of Shareholders in 2025 No. 04/2025/NQ-DHDCD dated July 22, 2025;
- Based on the actual situation,

The Board of Directors of PGBank respectfully submits to the General Meeting of Shareholders ("GMS") for approval the charter capital increase plan of PGBank from VND 6,815,876,080,000 to VND 10,000,000,000,000, including: (i) an increase of VND 511,190,700,000 through the issuance of shares for dividend payment; and (ii) an increase of VND 2,672,933,220,000 through a public offering of shares to existing shareholders (to be conducted in two offering phases) (in accordance with the Capital Increase Plan attached to this Submission).

The Board of Directors ("BOD") respectfully submits to the General Meeting of Shareholders for authorization to the BOD to:

- 1.1. Approve amendments and supplements to the Charter of PGBank regarding the new charter capital corresponding to the completion of the capital increase in accordance with the Capital Increase Plan and applicable laws, upon PGBank obtaining approval from the State Bank of Vietnam for the amendment of the charter capital stated in the License.
- 1.2. Approve the registration and depository at the Vietnam Securities Depository and Clearing Corporation (VSDC) and the additional securities trading registration at the Hanoi Stock Exchange for all newly offered and issued shares.
- 1.3. In addition to the specific contents assigned/authorized under the Capital Increase Plan, the General Meeting of Shareholders authorizes and assigns the BOD to proactively implement necessary tasks to execute the Capital Increase Plan within the scope that does not change the total approved issuance volume, in line with the actual operational needs of PGBank, applicable

laws, and the requirements/instructions of competent authorities, including the following matters:

- a) Decide on the amendment, supplementation, completion and explanation of all matters and contents of the Capital Increase Plan (including any contents not yet presented in the charter capital increase plan, if any) to ensure the capital increase is implemented in compliance with applicable laws and the requirements of competent state authorities.
- b) Review and decide on the specific timing for implementation of the charter capital increase plans, the sequence of issuance phases, the record date for determining shareholders entitled to rights, and the timing for share distribution.
- c) Decide on adjustments to the issuance ratio and the exercise ratio of rights for each issuance phase as appropriate, ensuring that the total number of shares to be issued does not exceed the maximum planned issuance volume.
- d) Decide on the detailed plan for the use of proceeds from the share offerings to existing shareholders, on the basis of efficiency, in line with PGBank's actual business operations and in compliance with applicable laws.
- e) Decide on and carry out procedures, and sign dossiers and documents for the implementation of the charter capital increase plan, including but not limited to: (i) dossiers and procedures for obtaining approval of the charter capital increase plan of PGBank in accordance with regulations and the requirements/guidelines of competent authorities; (ii) dossiers and procedures for registration, depository and additional securities trading registration; (iii) procedures for amendment and supplementation of the License, and other legal procedures, dossiers and documents related to updating the new charter capital based on the actual results of the implementation of the charter capital increase plan of PGBank.
- f) Decide on amendments to contents related to charter capital and shares in the Charter of PGBank after completion of the share offering and issuance, and implementation of procedures for amendment of the License of PGBank. The Charter shall be signed by the legal representative of PGBank.
- g) Decide on the plan for handling any unsubscribed shares remaining after the issuance of shares to existing shareholders, and decide on the recognition of the actual number of shares issued.
- h) Adjust the plan for use of proceeds from the offering to existing shareholders after completion of the offering, if necessary, to align with the actual situation, investment strategy and development orientation of PGBank, and ensure compliance with Clause 2, Article 9 of Decree No. 155/2020/ND-CP, provided that any adjustment to the use of proceeds or total proceeds shall be less than 50% of the total capital or proceeds from the offering/issuance. In case of any change in the use of proceeds, the BOD shall report to the General Meeting of Shareholders at the nearest meeting.
- i) Decide on all other matters (if any arise) to complete the charter capital increase..

1.4. During the implementation process, where necessary, the BOD is entitled to further assign/delegate the above-mentioned assigned/authorized contents in accordance with the Bank's internal regulations and applicable laws.

Respectfully submitted to the General Meeting of Shareholders for consideration and approval./.

Recipients:

- As stated above;
- Archived at: Administration Department,
Office of the BOD.

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

Cao Thi Thuy Nga

Hanoi, April 21st 2026

CHARTER CAPITAL INCREASE PLAN OF PG BANK

*(Attached to Submission No 05/2026/TTr-HDQT April 21st /2026 of the BOD of Prosperity
and Growth Commercial Joint Stock Bank)*

I. INFORMATION ON THE ISSUING ORGANIZATION

- Name of the issuing organization: **Ngân hàng TMCP Thịnh vượng và Phát triển**
- English name: Prosperity and Growth Commercial Joint Stock Bank
- Abbreviation: PG Bank
- Establishment and Operation License: License No. 42/GP-NHNN dated June 16, 2021 for joint stock commercial banks issued to Prosperity and Growth Commercial Joint Stock Bank, and its amendments, supplements and replacements from time to time.
- Head office address: Floors 4, 5, 6, Thanh Cong Building, Plot P-D17, Cau Giay Urban Area, Cau Giay Ward, Hanoi City.
- Telephone: (84.24) 6281 1298
- Website: <https://www.pgbank.com.vn/>

II. LEGAL BASIS

- The Law on Credit Institutions No. 32/2024/QH15 dated January 18, 2024 and its amendments and supplements (“Law on Credit Institutions 2024”);
- The Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and its amendments and supplements (“Law on Enterprises 2020”);
- The Law on Securities No. 54/2019/QH14 dated November 26, 2019; the Law amending and supplementing a number of articles of the Law on Securities, the Law on Accounting, the Law on Independent Audit, the Law on State Budget, the Law on Management and Use of Public Assets, the Law on Tax Administration, the Law on Personal Income Tax, the Law on National Reserves, and the Law on Handling of Administrative Violations No. 56/2024/QH15 dated November 29, 2024, and their guiding documents;
- Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities;
- Decree No. 245/2025/ND-CP dated September 11, 2025 amending and supplementing a number of articles of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on

Securities;

- Circular No. 118/2020/TT-BTC dated December 31, 2020 guiding a number of contents on securities offering and issuance, public tender offers, share repurchase, registration of public companies and cancellation of public company status;
- Circular No. 115/2025/TT-BTC dated December 15, 2025 amending and supplementing a number of articles of Circular No. 118/2020/TT-BTC dated December 31, 2020 of the Minister of Finance guiding a number of contents on securities offering and issuance, public tender offers, share repurchase, registration of public companies and cancellation of public company status;
- Circular No. 22/2019/TT-NHNN dated November 15, 2019 stipulating prudential limits and ratios in operations of banks and foreign bank branches, and its amendments and supplements;
- Circular No. 50/2025/TT-NHNN dated December 24, 2025 stipulating dossiers and procedures for approval of certain changes of commercial banks and foreign bank branches, and its amendments and supplements;
- Other relevant legal normative documents;
- The Charter on organization and operation of PGBank.

III. NECESSITY OF CHARTER CAPITAL INCREASE

The increase of PGBank's charter capital is necessary and of significant importance in order to enhance its financial capacity, operational capability and competitiveness in the context of economic integration, as well as to meet the requirements of state authorities, specifically:

1. To meet the requirements of the State Bank of Vietnam regarding the strengthening of financial capacity of joint stock commercial banks, thereby creating a foundation for network development, market expansion and business scale growth, as well as diversification of banking products and services;
2. To enhance financial capacity for investment, upgrading infrastructure systems, developing headquarters, and modernizing information technology systems to support business operations, bank governance and the provision of new banking products and services;
3. To ensure compliance with prudential ratios and improve risk management capacity in the Bank's operations;
4. To supplement capital for business activities.

IV. CHARTER CAPITAL INCREASE PLAN

1. Charter capital increase amount

1.1. Information on current charter capital:

- Current charter capital: **VND 6,815,876,080,000** (*In words: Six trillion eight hundred fifteen billion eight hundred seventy-six million eight hundred thousand dong*).
- Number of issued ordinary shares: **681,587,608** (*Six hundred eighty-one million five hundred eighty-seven thousand six hundred eight*) shares.
- Number of outstanding ordinary shares: **681,587,608** (*Six hundred eighty-one million five hundred eighty-seven thousand six hundred eight*) shares.

1.2. Information on the proposed increase in charter capital:

- Vốn điều lệ dự kiến tăng thêm tối đa: **3.184.123.920.000** đồng (*Bằng chữ: Ba nghìn một trăm tám mươi tư tỷ một trăm hai mươi ba triệu chín trăm hai mươi đồng*).
- Maximum proposed increase in charter capital: **VND 3,184,123,920,000** (*In words: Three trillion one hundred eighty-four billion one hundred twenty-three million nine hundred twenty dong*)
- Number of additional shares to be issued: **318,412,392** (*Three hundred eighteen million four hundred twelve thousand three hundred ninety-two*) shares.

1.3. Information on charter capital after completion of the increase:

- Projected charter capital after completion of the increase: **VND 10,000,000,000,000** (*In words: Ten trillion dong*).
- Projected number of outstanding ordinary shares after completion of the increase: **1,000,000,000** (*One billion*) shares.
- Total par value of shares after completion of the increase: **VND 10,000,000,000,000** (*In words: Ten trillion dong*).

2. Forms of capital increase

- Issuance of shares for dividend payment; and
- Public offering of additional shares to existing shareholders (expected to be conducted in two issuance phases), to be implemented after PGBank completes the issuance of shares for dividend payment

3. Detailed share issuance plan for charter capital increase ("Issuance Plan")

3.1. Charter capital increase through issuance of shares for dividend payment

Share name : Shares of Prosperity and Growth Commercial Joint Stock Bank
Type of shares : Ordinary shares
Par value : VND 10,000/share (*In words: Ten thousand dong per share*)
Stock code : PGB
Number of shares to be issued : Up to 51,119,070 (*Fifty-one million one hundred nineteen thousand seventy*) shares

Total value of : VND 511,190,700,000 (*Five hundred eleven billion one hundred shares to be issued ninety million seven hundred thousand dong*)
(at par value)

Target investors : Existing shareholders whose names appear on the shareholder list of PGBank as of the record date for determining shareholders entitled to receive shares ("List").
The record date shall be determined by the BOD as authorized by the General Meeting of Shareholders.

Issuance method : Issuance of shares for dividend payment through rights offering.

Proposed issuance : 7.5% (number of shares to be issued / number of outstanding shares).
ratio

Proposed rights : 1,000:75, whereby at the record date for exercising rights, each
exercise ratio shareholder owning 01 share will receive 01 right, and for every 1,000 rights, the shareholder will be entitled to receive 75 newly issued shares, rounded down to the nearest whole number.

Source of issuance : Retained earnings after tax based on the audited financial statements for the year 2025 of PGBank, after fulfilling all tax obligations and appropriating funds in accordance with regulations. Details are as follows:

Unit: VND

No.	Item	Amount as of 31/12/2025 (audited)	Amount used for charter capital increase
1	Accumulated undistributed profits	658,235,430,988	511,190,700,000
2	Reserve fund for charter capital supplementation	75,576,302,857	-
3	Development investment fund	650,000,000	-
4	Financial reserve fund	311,990,443,863	-

Transfer : The additional shares to be issued shall not be subject to transfer
restrictions restrictions, except as provided in Clause 1, Article 64 of the Law on Credit Institutions 2024 and its amendments and supplements.

Expected issuance : Within 2026. The specific timing shall be decided by the BOD in
and completion accordance with the approval of the State Bank of Vietnam ("SBV")

timeline	and the notification from the State Securities Commission (“SSC”) confirming receipt of complete documentation for the share dividend issuance of PGBank.
Share distribution period	: After receiving the notification from the SSC confirming receipt of complete documentation for the share dividend issuance of PGBank and within the distribution period as prescribed by law.
Purpose of issuance	: Issuance of shares for dividend payment.
Rounding principle and treatment of fractional shares	: The number of shares distributed to each shareholder based on the rights allocation ratio shall be rounded down to the nearest whole number; any fractional shares (resulting from rounding down, if any) shall be cancelled.
Additional registration, depository and trading registration	: The additional shares to be issued shall be additionally registered and deposited at the Vietnam Securities Depository and Clearing Corporation (“VSDC”) and additionally registered for trading on the Hanoi Stock Exchange (“HNX”) in accordance with applicable laws upon completion of the issuance.

3.2. Charter capital increase through public offering of additional shares to existing shareholders

Share name	: Shares of Prosperity and Growth Commercial Joint Stock Bank
Type of shares	: Ordinary shares
Par value	: VND 10,000/share (<i>In words: Ten thousand dong per share</i>)
Stock code	: PGB
Number of offering phases	: 02 phases (“Issuance Phases”)
Number of shares to be offered, expected to be divided into 02 Issuance shares	: Up to 267,293,322 (<i>Two hundred sixty-seven million two hundred ninety-three thousand three hundred twenty-two</i>) shares
Phases as follows:	
- Value of shares in Phase 1	: 150,000,000 shares
- Value of shares in Phase 2	: 117,293,322 shares + The number of unsubscribed shares from Phase 1 (if any)
Total value of shares to be offered (at par value),	Up to VND 2,672,933,220,000 (<i>Two trillion six hundred seventy-two billion nine hundred thirty-three million two</i>)

expected to be divided *hundred twenty thousand dong*)
 into 02 Issuance Phases
 as follows:

- *Value of shares in* : VND 1,500,000,000,000

Phase 1

- *Value of shares in* : VND 1,172,933,220,000 + *The total par value of unsubscribed shares from Phase 1 (if any)*

Phase 2

Offering price : VND 10,000/share

(applicable to both Phase
 1 and Phase 2)

Offering method : Offering of shares to existing shareholders under the offering eligibility criteria

Target investors : Existing shareholders whose names appear on the shareholder list at the record date for determining shareholders entitled to exercise the right to purchase shares in each Issuance Phase ("List").

The record date shall be determined by the BOD as authorized by the General Meeting of Shareholders.

Proposed issuance ratio for each phase : Issuance ratio for Phase 1 = Number of shares to be offered in Issuance Phase 1 / Number of outstanding shares at the expected time of the offering

- Proposed issuance ratio for Phase 1: 13.278%

Issuance ratio for Phase 2 = (Number of shares to be offered in Phase 2 + Number of unsubscribed shares from Phase 1) / Number of outstanding shares at the expected time of the offering

- Proposed issuance ratio for Phase 2: 20.481% (being the estimated ratio in the case where all shares in Phase 1 are fully subscribed)

The General Meeting of Shareholders authorizes the BOD of PGBank, based on the actual number of outstanding shares prior to each issuance phase, to adjust the issuance ratio of each phase accordingly, ensuring that the total number of shares to be issued in both phases does not exceed the maximum planned issuance volume.

Proposed rights exercise ratio for each phase	: Proposed rights exercise ratio for Phase 1: 100,000:13,278, whereby at the record date for exercising rights, each shareholder owning 01 share will receive 01 right to purchase additional shares. For every 100,000 rights, the shareholder will be entitled to purchase 13,278 newly issued shares. Proposed rights exercise ratio for Phase 2: 100,000:20,481 (being the estimated ratio in the case where all shares in Phase 1 are fully subscribed), whereby at the record date for exercising rights, each shareholder owning 01 share will receive 01 right to purchase additional shares. For every 100,000 rights, the shareholder will be entitled to purchase 20,481 newly issued shares. The General Meeting of Shareholders authorizes the BOD of PGBank to adjust the rights exercise ratio of each Issuance Phase in line with the issuance ratio of each phase.
Expected issuance and completion timeline	: Phase 1: Expected in 2026. The specific timing shall be decided by the BOD in accordance with the approval of the SBV and the SSC. Phase 2: Expected in 2027. The specific timing shall be decided by the BOD in accordance with the approval of the SBV and the SSC.
Share distribution period	: After obtaining approval from the SSC and within the distribution period as prescribed by law. Phase 2 shall only be implemented after completion of Phase 1, and the interval between Phase 2 and Phase 1 shall not exceed 12 months.
Purpose of issuance	: Lending to meet customers' capital needs.
Transfer of subscription rights (applicable to each Issuance Phase)	: Existing shareholders whose names appear on the list of securities holders entitled to subscription rights provided by the VSDC shall have the right to transfer their subscription rights to others (one or more transferees) within the time limit of each Issuance Phase. Subscription rights may only be transferred once (<i>the transferee is not permitted to transfer such rights to a third party</i>). The transferor and transferee shall mutually agree on the transfer

price, payment, and shall be responsible for fulfilling obligations in accordance with regulations relating to such transfer.

Example: On the record date, Shareholder A owns 200 shares and is entitled to 200 subscription rights. Shareholder A may transfer 100 subscription rights to Investor B and 100 subscription rights to Investor C. Investors B and C are not permitted to further transfer such rights to a third party.

Rounding principle and treatment of fractional shares (applicable to each Issuance Phase) :

For fractional shares (if any) arising from the exercise of rights, to ensure that the number of shares offered in each Issuance Phase is not exceeded, the number of additional shares that shareholders are entitled to purchase shall be rounded down to the nearest whole number.

Example: On the record date for exercising rights in Phase I, Shareholder A owns 1,000 shares and is entitled to 1,000 subscription rights. The number of additional shares that Shareholder A is entitled to purchase is calculated as follows: $(1,000 \times 13.278) / 100,000 = 132.78$ shares. After rounding down to the nearest whole number, Shareholder A is entitled to purchase 132 shares.

Minimum successful offering ratio (applicable to each Issuance Phase) :

Not applicable.

Use of proceeds

: The proceeds from the share issuance are expected to be allocated to the Bank's operations in accordance with the use of proceeds plan set out in Section V of this Plan

Plan for handling unsubscribed shares (applicable to each Issuance Phase)

: The remaining shares not fully distributed to existing shareholders in each Issuance Phase (including fractional shares arising from rounding, shares not subscribed due to shareholders not exercising their rights, shares not issued due to other reasons, and the difference between the number of shares registered for offering and the actual number of shares subscribed by shareholders) shall be offered by the BOD to other investors (including other existing shareholders) at a price not lower than the offering price for existing shareholders

exercising their rights, and in compliance with applicable laws, including but not limited to regulations on foreign ownership limits in the Bank, or the offering may be terminated as decided by the BOD.

The General Meeting of Shareholders assigns/authorizes the BOD to decide on the offering and to identify, select and arrange for other investors to purchase the remaining unsubscribed shares of each Issuance Phase.

Criteria for selecting investors for unsubscribed shares are as follows:

- Domestic organizations and individuals expressing interest, willingness and having sufficient financial capacity to invest in PGBank shares;
- Investors capable of contributing to the development of PGBank;
- Investors whose business activities do not adversely affect the interests of PGBank.

In case, upon expiry of the distribution period in accordance with law for each Issuance Phase, the shares remain unsubscribed, such remaining shares shall (i) be further allocated to Phase 2, or (ii) be cancelled, and the BOD shall decide on the termination of such offering.

Assessment of expected share dilution after issuance : In the offering of shares to existing shareholders, potential dilution risks may arise after the issuance, including:

- (i) Dilution of basic earnings per share (EPS);
- (ii) Dilution of book value per share;
- (iii) Dilution of ownership ratio and voting rights;
- (iv) Dilution of the reference price on the ex-rights trading date for the additional share purchase.

The General Meeting of Shareholders assigns the BOD, based on actual conditions at the time of implementation, to provide a specific assessment of the expected share dilution after the issuance.

Transfer restrictions (applicable to each : The remaining shares not fully distributed in each Issuance Phase, when offered to other investors as decided by the Board

Issuance Phase)

of Directors, shall be subject to transfer restrictions for a period of 01 year from the completion date of the offering in accordance with applicable laws, except as provided in Clause 1, Article 64 of the Law on Credit Institutions 2024 and its amendments and supplements.

The distribution of unsubscribed shares to other investors must comply with the provisions of the Law on Enterprises 2020, the Law on Securities 2019, Decree No. 155/2020/ND-CP and other relevant legal regulations, including but not limited to the following condition:

- (i) Compliance with Clause 2, Article 195 of the Law on Enterprises 2020: "A subsidiary shall not invest in purchasing shares or contributing capital to its parent company. Subsidiaries of the same parent company shall not simultaneously contribute capital or purchase shares to establish cross-ownership among themselves."
- (ii) Compliance with the offering conditions as prescribed in Article 42 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

Foreign ownership ratio : The General Meeting of Shareholders authorizes the BOD to develop a plan to ensure that the share offering complies with the maximum foreign ownership limit at PGBank.
(applicable to each Issuance Phase)

Additional registration, : The additional shares issued in each Issuance Phase shall be additionally registered and deposited at the VSDC and additionally registered for trading on the HNX in accordance with applicable laws immediately after completion of each Issuance Phase.
depository and trading registration (applicable to each Issuance Phase)

Obligations of : - Shareholders/Transferees of subscription rights must fully perform the obligations of shareholders in accordance with the applicable Law on Credit Institutions and its amendments, supplements and relevant guiding documents.
Shareholders/Transferees of subscription rights (applicable to each Issuance Phase) - Be responsible before the law for the legality of the source

of funds used to purchase shares and provide all dossiers and documents relating to such source of funds as required by PGBank and competent state authorities (if requested).

- Not use funds financed by credit institutions or foreign bank branches to pay for the purchase of shares in PGBank.
- Not purchase shares of PGBank in the name of other individuals or organizations in any form, except in cases of entrusted investment as permitted by law.
- In case of receiving entrusted investment from other individuals or organizations, the Shareholder/Transferee must provide PGBank with information on the ultimate beneficial owner of the shares held under such entrusted investment. PGBank shall have the right to suspend shareholder status and rights if the Shareholder/Transferee fails to provide accurate information on the ultimate beneficial owner of such shares.
- Be responsible for complying with the applicable Law on Credit Institutions regarding limits on share ownership by shareholders and their related persons, as well as regulations on major shareholders and related persons of major shareholders.
- Fully comply with information disclosure obligations in accordance with applicable laws (if subject to disclosure requirements under Circular No. 96/2020/TT-BTC and its amendments and supplements), and bear full responsibility for such disclosure obligations.

4. List of shareholders and shareholding ratio of shareholders holding 5% or more of voting shares and charter capital as of March 31, 2026 and as expected after the capital increase

Details are provided in Appendix I attached to this Plan.

5. List of shareholders and related persons holding 15% or more of charter capital as of March 31, 2026 and as expected after the capital increase: None.

6. Information on total shareholding of foreign investors before and after the capital increase

a) Total shareholding of foreign investors in PGBank before and after the capital

increase:

- According to the shareholder list as of March 31, 2026 provided by the VSDC to PGBank, the total shareholding of foreign investors in PGBank prior to the capital increase is: 6,101 shares (equivalent to 0.001%).
 - The total shareholding of foreign investors in PGBank after the capital increase is expected to be: 8,877 shares (equivalent to 0.001%).
- b) In case of handling unsubscribed shares in accordance with the plan for distribution to other investors (including existing shareholders), including foreign investors (if any), PGBank shall ensure compliance with regulations on foreign ownership limits in the Bank.
- c) PGBank undertakes to ensure full compliance with applicable laws on foreign ownership ratios before, during and after the share issuance under the above plans, and shall be responsible for any violation of this commitment. To ensure compliance with foreign ownership limits, accordingly:
- Existing shareholders may only transfer their subscription rights to domestic organizations and individuals.
 - Any remaining shares (if further distributed) shall only be allocated to domestic organizations and individuals.

7. Information disclosure

PGBank shall carry out information disclosure in accordance with its internal regulations, applicable laws and guidance of competent authorities (if any).

V. USE OF PROCEEDS

The total proceeds expected to be raised from the public offering of additional shares to existing shareholders for the purpose of increasing charter capital is VND 2,672,933,220,000 (*In words: Two trillion six hundred seventy-two billion nine hundred thirty-three million two hundred twenty thousand dong*). The use of proceeds shall be implemented as follows:

Unit: VND

Phase	Item	Proposed use of proceeds	Expected timeline
Phase 1	Lending to meet customers' capital needs	972,933,220,000	2026–2028
Phase 2	Lending to meet customers' capital needs	1,700,000,000,000	2026–2028
	Total	2,672,933,220,000	

The General Meeting of Shareholders assigns the BOD to proactively adjust, balance and allocate the proceeds from the capital increase for appropriate use of funds, depending on actual conditions, ensuring efficiency and benefits for the Bank and its shareholders, and in compliance with applicable laws and the provisions of this Plan.

In the event that the proceeds from the offering are insufficient to fully meet the intended purposes, the Bank may use lawful borrowings, ensuring compliance with regulations on capital adequacy ratios of the Bank and relevant laws.

VI. PROJECTED BUSINESS PLAN AFTER THE CHARTER CAPITAL INCREASE

PGBank projects certain business targets for the period 2026–2028 after completion of the charter capital increase as follow:

Unit: VND (million)

Item	Estimated 2026	Estimated 2027	Estimated 2028
Total assets	117.419	139.915	167.943
Total outstanding loans	61.770	77.213	96.516
Total mobilization	103.593	124.334	149.637
Total income	3.504	4.529	5.682
Operating expenses & provisions	2.066	2.479	2.833
Profit before tax	1.438	2.050	2.849
Charter capital	10.000	10.000	10.000
Non-performing loan ratio	Below 2%		
Capital adequacy ratio (CAR)	In compliance with regulations of the SBV		

VII. FEASIBILITY OF THE PLAN

1. Feasibility of the charter capital increase

- In order to enhance the financial capacity, competitiveness of PGBank and ensure benefits for shareholders, the increase of charter capital is an inevitable trend. After the capital increase, PGBank will improve its investment capability, develop infrastructure, expand its network, and achieve synchronized and modern development in line with market trends, thereby ensuring shareholders' interests.
- Based on the audited financial statements for 2025, the accumulated undistributed profits and the reserve fund for charter capital supplementation, after appropriations to funds, are sufficient to implement the charter capital increase of VND 511,190,700,000 through issuance of shares for dividend payment.
- Given the current development of the stock market and the reputation of PGBank, the

increase of charter capital by VND 2,672,933,220,000 through a public offering of additional shares to existing shareholders at an offering price lower than the market price is feasible.

2. Governance capability, management and supervision capacity of PGBank in relation to increased capital and operational scale

- Members of the BOD and the BOS possess strong reputation, qualifications and experience in banking governance, and demonstrate high commitment and responsibility toward the Bank's development.
- In addition, members of the Bank's Board of Management are well-qualified, professionally trained, maintain a professional working style, and demonstrate strong ethics and dedication to the Bank's development.
- Furthermore, PGBank has established a comprehensive internal control system, including policies, regulations, procedures and operational guidelines, along with functional departments responsible for audit and risk control across all business activities.
- With a unified governance and management mechanism, and effective and regular coordination between the BOD and the Board of Management in operating business activities, PGBank is well-positioned for efficient and sustainable development.

VIII. ROADMAP FOR CHARTER CAPITAL INCREASE

To ensure the smooth implementation of share distribution, the BOD respectfully submits to the General Meeting of Shareholders for approval/consent to authorize the BOD to determine the proposed roadmap for implementing the charter capital increase for 2026–2027, the sequence of implementation of issuance plans, ensuring that:

1. The issuance of shares for dividend payment shall be implemented first in 2026, followed by the public offering of additional shares to existing shareholders (expected to be conducted in two issuance phases during 2026–2027);
2. The procedures for issuance and share distribution are carried out smoothly, in accordance with the contents registered with the SSC and relevant legal regulations; and the specific timeline milestones shall be decided based on the actual implementation progress of the capital increase and the requirements of the SSC.

IX. IMPLEMENTATION

The BOD shall be responsible for carrying out procedures to implement the share issuance for charter capital increase in accordance with the authorizations set out in this Plan and the Submission to the General Meeting of Shareholders No. .../2026/TTr-HDQT dated .../.../2026 regarding the approval of the charter capital increase plan of PGBank.

Appendix I:

List of shareholders and shareholding ratios of shareholders holding 5% or more of voting shares and charter capital as of March 31, 2026 and as expected after the capital increase

No.	Shareholder name	Enterprise Registration No.	Head office address	Legal representative	ID/Passport No., date of issue, place of issue	Nationality	As of March 31, 2026 ¹		Expected after capital increase	
							% of shareholding in voting shares (%)	% of shareholding in charter capital (%)	% of shareholding in voting shares (%)	% of shareholding in charter capital (%)
1	Cuong Phat International Joint Stock Company	010677 2542	Kinh Uy Commune, Dong Anh District, Hanoi City, Vietnam	Nguyen Van Manh		Vietnam	9.18%	9.18%	9.18%	9.18%
1.2	Lê Độ						0,1%	0,1%	0,1%	0,1%
2	Vu Anh Duc Trading Joint Stock Company	080083 9877	Linh Dong Residential Area, Pham	Nguyen Van Dat		Vietnam	9.06%	9.06%	9.06%	9.06%

¹ Số liệu xác định theo Danh sách cổ đông tại thời điểm gần nhất của PGBank nhận được từ VSDC là ngày 31/03/2026.

