

RESOLUTION

Regarding: Approving the plan for the public offering of shares

BOARD OF DIRECTORS OF VIETNAM THUONG TIN COMMERCIAL JOINT STOCK BANK

- Based on the Law on Credit Institutions No. 32/2024/QH15 dated January 18, 2024 and its guiding documents on guiding documents on amendments and supplements;
- Based on the Securities Law No. 54/2019/QH14 dated November 26, 2019 and its guiding documents on amendments and supplements;
- Based on Law No. 56/2024/QH15 dated November 29, 2024, amending and supplementing a number of articles of the Law on Securities, the Law on Accounting, the Law on Independent Auditing, the Law on State Budget, the Law on Management and Use of Public Assets, the Law on Tax Management, the Law on Personal Income Tax, the Law on National Reserves, and the Law on Handling Administrative Violations;
- Based on the Enterprise Law No. 59/2020/QH14 dated June 17, 2020 and guiding documents;
- Based on Official Letter No. 4677/NHNN-QLGS dated June 2, 2026, from the State Bank of Vietnam regarding the Governor of the State Bank of Vietnam's approval of Vietbank's increase in charter capital;
- Based on the Charter of Vietnam Thuong Tin Commercial Joint Stock Bank (Vietbank) ;
- Based on the Regulations on the organization and operation of the Board of Directors of Vietbank;
- Based on Resolution No. 01/2026/NQ-ĐHĐCĐ dated April 24, 2026, of the Vietbank's 2026 Annual General Meeting of Shareholders;
- Based on the Board of Directors Meeting Minutes No. 147/2026/BBH-HĐQT dated 12/8/2026,

RESOLUTION:

Article 1: The Board of Directors agreed:

1. Approval of the continued implementation of the Plan for Public Offering of additional shares in accordance with the Vietbank Charter Capital Increase Plan for 2026, which was approved by the General Meeting of Shareholders in Resolution No. 01/2026/NQ-ĐHĐCĐ dated April 24, 2026.
2. Approval of the Plan for Public Offering of additional shares to increase charter capital as per Resolution No. 01/2026/NQ-ĐHĐCĐ of the Annual General Meeting of Shareholders 2026 dated April 24, 2026 as attached to this Resolution.

Article 2: Approval of the delegation of authority to the Chairman of the Board of Directors - the legal representative and/or a person authorized by the legal representative - to carry out the following specific tasks:

1. Prepare, approve, and sign the documents, papers, commitments, and reports included in the application dossier for a public offering of additional shares submitted to the State

Securities Commission (SSC) to request Certificate of Registration for the public offering of additional shares as prescribed.

2. Prepare, approve, edit, supplement, update, and sign documents, papers, commitments, and reports to explain, supplement, and complete the application dossier for the public offering of additional shares as required by the State Securities Commission, ensuring compliance with legal regulations in order to obtain the Certificate of Registration for the public offering of additional shares.
3. Implement the issuance plan after receiving the Certificate of Registration for the public offering of additional shares from the State Securities Commission, including but not limited to the following tasks:
 - Disclose information; sign all relevant documents, records, and materials in accordance with the law and guidelines of competent authorities to implement and finalize the contents approved by the Board of Directors;
 - Organize, implement, and execute the issuance of shares to shareholders, announce the issuance, and distribute securities in accordance with regulations;
 - Organize and implement the reporting of Vietbank's issuance results to the State Securities Commission as required;
 - Carry out the legal procedures to adjust Vietbank's establishment and operation license according to the new charter capital after the completion of the issuance;
 - Approve and sign all relevant documents, files, and materials for the registration of additional securities at the Vietnam Securities Depository and Clearing Corporation (VSDC);
 - Organize and implement the registration for the listing of all newly issued shares on the Ho Chi Minh City Stock Exchange in accordance with the law.

Article 3: The Chairman of the Board of Directors is hereby authorized to direct the implementation of the Board's approved contents in accordance with the law and the bank's charter when carrying out procedures to obtain permits from competent authorities for the issuance of shares, ensuring compliance with regulations.

Article 4: This Resolution is valid from the date of signing. The members of the Board of Directors, the General Management Board, the Chief Accountant, the Board of Directors' Office, the Divisions/Centers/Departments/Sections, the Head Office, and all related units of Vietbank are responsible for implementing this Resolution.

ON BEHALF OF BOARD OF DIRECTORS

CHAIRMAN



DUONG NHAT NGUYEN

Recipient:

- As specified in Article 4.

Copied to:

- Board of Supervisors (for information);
- File by Office of the BOD
the Office Administration.

PLAN FOR THE PUBLIC OFFERING OF ADDITIONAL SHARES

(Attached is Resolution No. 165/2026/NQ-HĐQT dated 12/08/2026 of the Board of Directors of Vietnam Thuong Tin Commercial Joint Stock Bank)



1. General information:

- Security code: Vietnam Thuong Tin Commercial Joint Stock Bank (VBB)
- Charter capital before issuance: VND 11,845,866,040,000 (*In words: Eleven trillion eight hundred forty five billion eight hundred sixty six million forty thousand dong*).
- Number of shares before issuance: 1,184,586,604 shares (including 107,689,220 shares were issued as a result of the 2026 share issuance from equity capital).
- Treasury shares: 0 shares.
- Number of outstanding shares: 1,184,586,604 shares (including 107,689,220 shares were issued as a result of the 2026 share issuance from equity capital).
- Expected number of shares to be issued: 296,146,651 shares (a decrease of 129 shares compared to the projected figure in Resolution No. 01/2026/NQ-ĐHĐCĐ dated April 24, 2026, of the Vietbank General Shareholders' Meeting, due to the handling of fractional shares in the 2026 capital increase from equity).
- Issuance value at face value : 2,961,466,510,000 VND;
- Registered capital after issuance: 14,807,332,550,000 VND (*In words: Fourteen trillion eight hundred and seven billion three hundred and thirty two million five hundred and fifty thousand dong*);
- Implementation period: During Q3 and Q4 of 2026, after the State Securities Commission grants the Certificate of Registration for Public Offering of shares as per regulations.
- Target audience: Existing shareholders shown on the shareholder list are eligible to exercise their right to purchase shares. Shareholders have the right to transfer their right to purchase shares to another person within the specified time period, and this transfer is only permitted once.
- Issuance method:
 - Shares issued to existing shareholders will be distributed through the exercise of subscription rights.
 - Issuance ratio: 100:25 (Each shareholder holding 1 share at the time of the shareholder list closing will be entitled to 1 purchase right; for every 100 purchase rights, 25 newly issued shares can be purchased).
 - The number of shares issued is calculated as an integer; the decimal portion will not be rounded to 1 share. Any fractional shares (if any) shall be handled in accordance with Section 2 "Method for Handling Remaining Undistributed Shares" of this Plan¹.

¹ Amendment to the contents of the plan for handling fractional shares arising from the public offering of additional shares to existing shareholders in 2026, as set out in Item (ii), Article 1 of Resolution No. 86/2026/NQ-HĐQT dated May 13, 2026 of Vietbank's Board of Directors regarding the implementation of the 2026 Charter Capital Increase Plan.

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Example: Shareholder A owns 2.79 shares on the record date. Shareholder A will receive the right to purchase 279 new shares. When exercising the right at a ratio of 100:25, Shareholder A will be entitled to purchase an additional 69.75 new shares. However, according to the rounding principle, the shareholder is only entitled to purchase 69 new shares. The fractional part of 0.75 shares shall be handled in accordance with Section 2 of this Plan.

- Issuance price: 10,000 VND/share .
- Characteristics of issued shares:
 - Shareholders have the right to attend and express their opinions at General Meetings of Shareholders and to exercise their voting rights directly or through an authorized representative. Each common share has one voting right.
 - Shareholders are entitled to receive dividends at the rate determined by the General Meeting of Shareholders.
 - Shareholders have the right to prioritize purchasing newly offered shares in proportion to their own common shareholding in the bank; they also have the right to transfer their priority right to purchase shares to others.
 - Shares and purchase rights may be transferred to other shareholders of the Bank or other organizations and individuals in accordance with the provisions of Vietbank's Charter, in compliance with the Law on Credit Institutions, the Law on Enterprises, the Law on Securities, and other relevant legal provisions.
 - Shareholders have the right to receive information on the Bank's operations as stipulated in the Vietbank Charter; to review, search, and obtain copies of their names and contact addresses in the List of Shareholders with Voting Rights and request corrections to inaccurate information; and to review, search, obtain copies, or make photocopies of the Bank's Charter, the minutes of the General Meeting of Shareholders, and the resolutions and decisions of the General Meeting of Shareholders.
 - Shareholders have the right to authorize in writing to another person to exercise their rights and obligations (including authorizing another person to directly attend the General Meeting of Shareholders) in accordance with the Bank's Charter; the authorized person may not re-authorize and may not run for election in their own capacity.
 - When a bank is dissolved or goes bankrupt, the holder is entitled to receive a portion of the remaining assets corresponding to the number of shares contributed to the bank, as stipulated by the laws on dissolution and bankruptcy.
 - Shareholders have the right to nominate and stand for election for the Board of Directors and the Supervisory Board in accordance with the Bank's Charter or, if not specified in the Charter, by law. The list of candidates must be submitted to the Board of Directors within the timeframe stipulated by the Board of Directors.
 - Shareholders have the right to be treated fairly. Each share of the same class confers equal rights, obligations, and benefits on the shareholder. In the case of preferred shares, the rights and obligations associated with those preferred shares are approved by the General Meeting of Shareholders and fully disclosed to the shareholders.
 - Shareholders have the right to have full access to periodic and extraordinary information disclosed by the Bank in accordance with the law.

- Shareholders have the right to protect their legitimate interests. If a resolution of the General Meeting of Shareholders violates the law or the Bank's charter, or if a decision of the Board of Directors is contrary to the law or the Bank's charter and causes damage to the Bank, shareholders have the right to request the annulment or suspension of that resolution or decision in accordance with the provisions of the Enterprise Law.
 - Other rights as stipulated by law and the Vietbank Charter.
- Proposed plan of proceeds from the issuance:

The proceeds from the share issuance, expected to be VND 2,961,466,510,000 , will be used to supplement working capital, meet credit needs, and expand the Bank's operating capital to achieve business growth targets in 2026 and subsequent years, in accordance with the legal regulations governing credit institutions.

Based on the current market situation, the Board of Directors of Vietbank approved the plan for using the capital raised from the offering. The entire amount expected to be raised will be used as follows:

TT	Content	Value (VND)	Estimated disbursement time
	Supplementing business capital		
1	Personal loans	1,011,466,510,000	Fourth quarter of 2026 to 2027
2	Lending to SME business customers	850,000,000,000	
3	Lending to large corporate clients	1,100,000,000,000	
	Total	2,961,466,510,000	

If the proceeds from the share offering to existing shareholders are insufficient to cover all the purposes mentioned above, the priorities will be in descending order as follows:

- Priority 1: Lending to individual customers ;
- Priority 2: Lending to SME business customers ;
- Priority 3: Lending to large corporate clients .

The General Meeting of Shareholders authorized the Board of Directors to amend and supplement the Offering Plan, whereby the Board of Directors decided to adjust the allocation of the proceeds from the offering to the approved capital uses and/or change the purpose of the capital used from the offering to suit the actual situation, ensuring compliance with the law, and will report to the next General Meeting of Shareholders on the adjustments related to this capital use plan.

In the event that, at the end of the issuance period for offering shares to existing shareholders, Vietbank does not sell all the registered shares, and the proceeds from the offering are insufficient to meet expectations, depending on the actual situation, the Board of Directors will implement the following solutions:

- Request an extension of the offering period to continue offering all remaining shares in accordance with legal regulations.

- Furthermore, if Vietbank fails to raise the expected amount of funds from the offering, it will utilize other sources of capital in accordance with the law and Vietbank's internal regulations to implement its planned objectives .

2. Method for handling remaining unsold shares:

- The remaining undistributed shares ("Remaining Shares") consist of:
 - The number of shares that shareholders did not exercise their right to purchase in full, or only exercised their right to purchase in part, or did not pay for within the specified time limit.
 - The fractional shares arising from rounding down the number of shares that existing shareholders are entitled to purchase.
 - The difference between the total number of shares expected to be issued and the total number of shares actually issued at the subscription ratio of 100:25 (if any).
- Pursuant to the authorization granted by the General Meeting of Shareholders, the Board of Directors shall consider and decide whether to close the offering or to continue offering the Remaining Shares to other investors at an offering price of VND 10,000 per share, which is the same as the offering price applicable to existing shareholders.
- In the event that the Remaining Shares are offered to other investors, the selection of investors, distribution and handling of the Remaining Undistributed Shares shall be carried out in accordance with the decision of the Board of Directors and applicable laws, specifically as follows:

The Board of Directors shall approve the criteria for selecting investors to whom the Remaining Undistributed Shares will be offered, as follows:

- Domestic organizations and individuals have expressed interest, desire, and sufficient financial capacity to invest in Vietbank shares.
- Investors have the potential to contribute to the development of Vietbank.
- These investors do not have business activities that affect the interests of Vietbank.

Any remaining undistributed shares mentioned above, when offered to other parties as decided by the Board of Directors, will be subject to a transfer restriction for one year from the date the offering ends.

The distribution of remaining unsold shares to other investors must meet the conditions stipulated in the 2020 Enterprise Law, the 2019 Securities Law, Decree No. 155/2020/ND-CP, and other relevant legal regulations, including but not limited to the following conditions:

- In compliance with Clause 2, Article 195 of the 2020 Enterprise Law: "Subsidiary companies are not allowed to invest in or purchase shares in their parent company. Subsidiary companies of the same parent company are not allowed to simultaneously contribute capital or purchase shares to create cross-ownership among themselves."
- Ensure compliance with the offering conditions stipulated in Article 42 of Decree No. 155/2020/ND-CP issued by the Government on December 31, 2020, detailing the implementation of certain provisions of the Securities Law.

3. Ensuring the share issuance complies with regulations on foreign ownership ratios

Through a plan to ensure the issuance of shares complies with the regulations on foreign ownership ratio as stipulated in Clause 2, Article 12 of Government Decree No. 155/2020/ND-CP dated December 31, 2020, detailing the implementation of a number of articles of the Securities Law, as follows:

Based on Official Letter No. 2294/UBCK-PTTT dated May 25, 2021, from the State Securities Commission, the maximum foreign ownership ratio in Vietbank is 30%.

Based on the shareholder list as of July 30, 2026, provided by VSDC to VIETBANK, the foreign ownership ratio in VIETBANK is 0.02%. To ensure that the share issuance complies with the regulations on foreign ownership ratio, accordingly:

- Existing shareholders may only transfer their right to purchase shares to domestic organizations or individuals.
- Any remaining shares, if further distributed, will only be allocated to domestic organizations and individuals .

4. The deadline and method for refunding the deposit for shares in case the number of shares subscribed does not reach the minimum requirement:

The minimum successful offering rate for this offering: Not applicable, as the Issuer is offering shares to existing shareholders in proportion to their respective shareholdings. Therefore, in the event that the number of registered shares does not reach the minimum level, Vietbank is not obligated to refund money to investors who exercised their right to purchase shares according to the allocation list of Vietbank share purchase rights issued on the last registration date for exercising the right to purchase additional shares for existing shareholders provided by VSDC.

In the event that an investor pays more than the amount required to exercise their rights according to the allocation list of additional share issuance rights for existing shareholders provided by VSDC, Vietbank will refund the excess amount after the offering ends. Vietbank will report the offering results to the State Securities Commission (SSC), and the SSC will notify the SSC in writing that it has received Vietbank's offering results report.

5. Additional listing registration:

The Board of Directors approved the registration for the listing of the entire additional number of Vietbank shares issued on the Ho Chi Minh City Stock Exchange with the following details:

- Number of additional shares to be listed: The entire number of additional shares issued by Vietbank after the completion of the additional share offering to existing shareholders to increase charter capital in 2026.
- Expected time for supplementary listing registration: First Quarter of 2027.

