

NGÂN HÀNG TMCP PHÁT TRIỂN TP.HCM

HCMC DEVELOPMENT J. S COMMERCIAL BANK

Số: 1508 /2023/CV-HDBank

V/v: Công bố NQ HĐQT về việc tăng Vốn điều lệ thông qua việc phát hành cổ phiếu cho người lao động - ESOP

*Announcement of BOD's Resolution ratifying the Charter capital increase from Employee Stock Ownership Plan (ESOP)***CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM**

THE SOCIALIST REPUBLIC OF VIETNAM

Độc lập - Tự do - Hạnh phúc*Independence – Freedom - Happiness*

Tp. Hồ Chí Minh, ngày 02 tháng 10 năm 2023

*Ho Chi Minh City, October 02, 2023***CÔNG BỐ THÔNG TIN TRÊN CÔNG THÔNG TIN ĐIỆN TỬ
CỦA ỦY BAN CHỨNG KHOÁN NHÀ NƯỚC VÀ SGDC TP.HCM****DISCLOSURE OF INFORMATION ON WEB PORTALS OF
THE STATE SECURITIES COMMISSION AND HO CHI MINH CITY STOCK EXCHANGE**

Kính gửi: - Ủy ban Chứng khoán Nhà Nước
To: State Securities Commission
- Sở Giao dịch Chứng khoán TP.HCM
Ho Chi Minh City Stock Exchange

- Tên tổ chức : NGÂN HÀNG TMCP PHÁT TRIỂN TP.HCM (HDBANK)
- Name of organization : Ho Chi Minh City Development Joint Stock Commercial Bank
- Mã chứng khoán : HDB
- Securities code : HDB
- Địa chỉ trụ sở chính : 25 bis Nguyễn Thị Minh Khai, P. Bến Nghé, Q. 1, Tp.HCM
- Head office address : 25 Bis Nguyen Thi Minh Khai, Ben Nghe Ward, District 1, HCMC
- Điện thoại : (028) 62 915 916
- Telephone : (028) 62 915 916
- Người được ủy quyền công bố thông tin : Trần Hoài Nam – Phó Tổng Giám đốc
- Authorized person to disclose information : Tran Hoai Nam – Deputy CEO
- Loại thông tin công bố : (X) 24h
- Type of disclosed information : (X) 24hours

Nội dung công bố thông tin:**Contents of disclosed information:**

Thực hiện nghĩa vụ báo cáo, công bố thông tin của công ty niêm yết theo Thông tư số 96/2020/TT-BTC ngày 16/11/2020 của Bộ Tài chính, Ngân hàng TMCP Phát triển TP.HCM (HDBank) công bố Nghị quyết số 408/2023/NQ-HĐQT ngày 02/10/2023 của Hội đồng Quản trị về việc tăng vốn điều lệ của HDBank thông qua việc phát hành cổ phiếu cho người lao động - ESOP.

In compliance with the obligation of reporting and information disclosure of listed companies in accordance with Circular No. 96/2020/TT-BTC dated 16/11/2020 of the Ministry of Finance, Ho Chi Minh City Development Joint Stock Commercial Bank – HDBank announces Resolution No. 408/2023/NQ-HĐQT dated October 02, 2023 of the BOD ratifying the Charter capital increase from Employee Stock Ownership Plan.

HDBank đính kèm Nghị quyết nêu trên và cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố.

HDBank attaches the above mentioned Resolution and commits that the information stated above is true and takes full responsibilities legally for the contents of the information disclosed.

Thông tin này được công bố trên trang thông tin điện tử của HDBank tại đường dẫn:

This information will be published on HDBank's website at:



Đường dẫn tiếng Việt: <https://hdbank.com.vn/vi/investor/thong-tin-nha-dau-tu/quan-he-co-dong/cong-bo-thong-tin-thong-tin-khac>

English Link: <https://hdbank.com.vn/en/investor/thong-tin-nha-dau-tu/quan-he-co-dong/cong-bo-thong-tin-thong-tin-khac>

Nơi nhận:

Recipients:

- Ủy ban Chứng khoán Nhà nước
- State Securities Commission
- Sở Giao dịch Chứng khoán Tp.HCM
- Ho Chi Minh City Stock Exchange
- Lưu: Văn thư
- Filed: BOD's Secretary

NGÂN HÀNG TMCP PHÁT TRIỂN TP.HCM *Handwritten signature*
HCMC DEVELOPMENT J.S.COMMERCIAL BANK

PHÓ TỔNG GIÁM ĐỐC
DEPUTY CHIEF EXECUTIVE OFFICER



TRẦN HOÀI NAM





No.: 408/2023/NQ-HDQT

Ho Chi Minh City, October 2, 2023

RESOLUTION

Ref: the increase of HDBank's Charter Capital from the issuance of stocks for employees (ESOP)

THE BOARD OF DIRECTORS OF HO CHI MINH CITY DEVELOPMENT JOINT STOCK COMMERCIAL BANK

Pursuant to:

- *The Law on Credit Institutions and guiding documents;*
- *The Law on Securities 2019 and guiding documents;*
- *The Law on Enterprises 2020 and guiding documents;*
- *The Charter of Ho Chi Minh City Development Joint Stock Commercial Bank (HDBank);*
- *The Resolution No. 07/2021/NQ-DHDCD dated April 23, 2021 of HDBank's General Meeting of Shareholders on approving the plan on the issuance of stocks under the Employee Stock Ownership Plan (ESOP);*
- *The Resolution No. 23/2022/NQ-DHDCD dated August 23, 2022 of HDBank's General Meeting of Shareholders on amending the plan on the issuance of stocks under the Employee Stock Ownership Plan (ESOP);*
- *The Resolution No. 24/2022/NQ-DHDCD dated August 23, 2022 of HDBank's General Meeting of Shareholders on approving the plan to increase HDBank's Charter Capital from the issuance of stocks to employees – ESOP;*
- *The Resolution No. 07/2023/NQ-DHDCD dated April 26, 2023 of HDBank's General Meeting of Shareholders on approving the plan to increase Charter Capital in 2023;*
- *The Proposal of the Chief Executive Officer dated September 22, 2023 on the plan to increase HDBank's Charter Capital from the issuance of stocks under the Employee Stock Ownership Plan (ESOP) and the amendment of the Charter Capital in HDBank's Charter;*
- *Voting Minutes of HDBank's Board of Directors dated September 29, 2023,*

HEREBY RESOLVES:

Article 1. To approve the increase of Charter Capital of Ho Chi Minh City Development Joint Stock Commercial Bank (HDBank) from **VND 29,076,321,320,000** (*In words: Twenty nine trillion seventy six billion three hundred twenty one million three hundred twenty thousand Vietnamese Dong*) to **VND 29,276,321,320,000** (*In words: Twenty nine trillion two hundred seventy six billion three hundred twenty one million three hundred twenty thousand Vietnamese Dong*).

Article 2. To approve the implementation of the plan on the issuance of stocks under the Employee Stock Ownership Plan (ESOP) to increase the Charter Capital as stated in Article 1, details are as follows:

To increase the Charter Capital by VND 200,000,000,000 (Two hundred billion Vietnamese Dong) from the issuance of stocks under the Employee Stock Ownership Plan (ESOP).

- **The number of stocks to be issued:** 20,000,000 stocks, equivalent to 0,683% of outstanding stocks.
- **The issue price:** VND 10,000 per stock.
- **Subjects of the issuance:** HDBank's employees in accordance with the list approved by the Board of Directors.
- **Implementation schedule:** In 2023.
- **The transfer restriction period of stocks:** within 01 year from the completion date of issuance.
- **The right to purchase stocks:** non-transferable.
- **The benefits (if any) arising from the number of stocks purchased by employees** would not be blocked/restricted from transfer.
- **Plan to handle unsold stocks:** These shares would be distributed to other HDBank's employees according to the decision of the Board of Directors or handled in another manner decided by the Board of Directors.
- **Plan to use proceeds from the issuance stocks under the Employee Stock Ownership Plan:** to supplement capital for the Bank's operations.
- **Implementation Resources:** The resource to increase the Charter Capital is the proceeds from HDBank's plan to issue stocks to employees according to the list approved by the Board of Directors.
- **Time to record the increase of the Charter Capital:** HDBank would record the increase of the Charter Capital into the books on the issuance date of HDBank's new business registration certificate granted by the Department of Planning and Investment of Ho Chi Minh City, recognizing the new Charter Capital.
- **Information disclosure:** HDBank would disclose information on the issuance of stocks and the increase of the Charter Capital in accordance with laws and the guidance of the State Bank, the State Securities Commission, Ho Chi Minh City Stock Exchange...

(Other issues would be executed in compliance with the Proposal of the Chief Executive Officer on the plan to increase HDBank's Charter Capital from the issuance of stocks under the Employee Stock Ownership Plan (ESOP) and the amendment of the Charter Capital in HDBank's Charter)

Article 3. To approve the additional registration at Vietnam Securities Depository and Clearing Corporation and listing at Ho Chi Minh City Stock Exchange of stocks issued under the Employee Stock Ownership Plan in compliance with regulations.

Article 4. To approve the amendment of Section 1, Article 15 of HDBank’s Charter as follows:

“The current Charter Capital of the Bank is VND 29,276,321,320,000 (In words: Twenty nine trillion two hundred seventy six billion three hundred twenty one million three hundred twenty thousand Vietnamese Dong)”.

Article 5. To assign the Chief Executive Officer:

- To direct Divisions/ Departments to complete the procedures for capital increase in accordance with laws and the regulations of Competent State Agencies, to take responsibility for the preparation of documents, procedures and conditions to issue stocks as stated in the capital increase plan.
- To develop and submit to the Board of Directors for approval the Regulation on the ESOP and the List of employees to be selected as well as the number of options to be granted to each of those employees calculated based on specific, clear and transparent criteria.

Article 6. This Resolution takes effect from the signing date.

Members of the Board of Directors, Board of Management, Units across the Bank and relevant individuals are responsible for the implementation of this Resolution.

**FOR AND BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**

Recipients:

- Board of Supervisors, Internal Audit Dept.;
- As Article 6;
- Website HDBank – Investors;
- Filed at the BOD Office.

(signed and sealed)

KIM BYOUNGHO