**ABB: Board Resolution**

On November 3, 2023, An Binh Commercial Joint Stock Bank announced Resolution No. 17/NQ-HDQT.23 on approving the Plan on private placement of bonds in 2023 (round 2) as follows:

‎‎Article 1. Approve the Plan on private placement of bonds in 2023 (round 2) of An Binh Commercial Joint Stock Bank (hereinafter referred to as the issue plan).

1. Plan on the second private placement of bonds in 2023
2. Purpose of bond issue

Supplement capital resources to meet the needs of lending individual and corporate customers of ABBANK.

1. Explanation of meeting each bond offering condition as prescribed in Article 9 and Article 10 of Decree No. 153/2020/ND-CP dated December 31, 2020

|  |  |  |  |
| --- | --- | --- | --- |
| No. | Bond offering conditions | Ability to satisfy conditions | Explanation |
| 1 | Be a joint stock company or a limited liability company established and operated under Vietnam law | Satisfied | ABBANK is a joint stock commercial bank (joint stock company) established and operating under the Business Registration Certificate No. 0301412222 (first issued by the Department of Planning and Investment of Ho Chi Minh City on May 17, 1993, registered for the 29th change on June 28, 2023 at the Hanoi Department of Planning and Investment) and Operation License No. 120/GP-NHNN dated December 12, 2018 and issued by the State Bank. |
| 2 | Pay in full both principal and interest of issued bonds or pay all debts due for 3 consecutive years before the bond issue (if any); except in the case of offering bonds to creditors who are selected financial institutions | Satisfied | ABBANK has paid in full and on time the principal and interest of issued bonds and due debts (excluding bond debt) for 03 consecutive years prior to the bond issue. |
| 3 | Satisfy the rate of financial security, and safety rate in operation as per provisions of specialized laws. | Satisfied | ABBANK meets financial safety ratios and operational safety ratios according to specialized laws. |
| 4 | Have an approved bond issue plan according to the provisions of Decree No. 153/2020/ND-CP and Decree No. 65/2022/ND-CP | Satisfied | The bond issue plan was approved by the Board of Directors of ABBANK in accordance with the provisions of the Charter of An Binh Commercial Joint Stock Bank |
| 5 | Have the Financial Statements of the year immediately preceding the year of issue audited by a qualified audit company as prescribed in Decree No. 153/2020/ND-CP and Decree No. 65/2022/ND-CP | Satisfied | ABBANK's Separate and Consolidated Financial Statements 2022 are audited by Ernst & Young Vietnam Limited, which is an audit company approved to audit Financial Statements of entities of public interest according to regulations; the audit company gave an unqualified opinion in the audit report. |
| 6 | Subjects participating in the offering according to regulations in Decree No. 153/2020/ND-CP and Decree No. 65/2022/ND-CP | Satisfied | ABBANK bond buyers are professional securities investors including Vietnamese organizations (including credit institutions and foreign bank branches) and foreign organizations according to regulations. |
| 7 | Have a need to mobilize capital in multiple rounds suitable for the purpose of issuing bonds approved according to the provisions of Decree No. 65/2022/ND-CP | Satisfied | ABBANK needs to mobilize capital in several rounds in accordance with the purpose of issuing bonds stated in this Plan. |
| 8 | Have a bond issue plan with specific expectations on volume, time and capital use plan of each offering | Satisfied | * The expected volume, time and plan for using capital from bond issues are detailed in this Plan. * Specifically, the volume, time and detailed capital use plan of each issue will be detailed in the Decision on each issue. |
| 9 | The bond distribution time of each offering does not exceed 90 days from the date of information disclosure before the offering The total time of offering bonds in multiple rounds is not more than 12 months from the date of issue of the first offering | Satisfied | * ABBANK offers and ends each offering within 90 days from the date of information disclosure before the offering. * ABBANK offers bonds in multiple rounds and the total duration of the multiple offering rounds is no more than 12 months. |

1. Conditions and terms of the bonds expected to be offered; venue of the issue; Number of issue rounds, issue volume of each round and expected issue time of each round
2. Terms and conditions of bonds expected to be issued

* Bond terms: From 01 to 05 years, the specific term is decided by the Managing Director (and equivalent positions) at each round.
* Volume of issue (total par value): VND 5,000,000,000,000
* Par value: VND 100,000,000 or multiples of VND 100,000,000.
* Currency of bond issue and payment: VND
* Form of Bonds: Bonds are issued in the form of book entry.
* Nominal interest rate of bonds: The Managing Director (and equivalent positions) decides and ensures compliance with market interest rates, regulations of Decree No. 153/2020/ND-CP dated December 31, 2020, Decree No. 65/2022/ND-CP dated September 16, 2022 (and amendments and supplements - if any), current regulations on interest rates of the State Bank of Vietnam in each period, based on the advice of the Asset-Liability Committee (ALCO), market interest rates, ensuring business efficiency and operational safety.
* Non-convertible bonds, without warrant and not guaranteed by the Issuer’s assets.
* Eligible buyers: professional securities investors including Vietnamese organizations (including credit institutions, foreign bank branches) and foreign organizations in accordance with the law.
* Issue method: sell directly to investors and/or through issuing agents; Specific details are decided by the Managing Director (and equivalent positions).
* Payment method of bond principal: The principal will be paid at once on the maturity date or the date that the Bank repurchases bonds. If the date of principal payment is a day off, the principal will be transferred on the next working day.
* Payment method of bond interest: The bond interest will be paid annually, once per year. If the date of interest payment is a day off, the interest will be transferred on the next working day.
* Other related organizations
* Bond offering dossier consulting organization: The Managing Director (and equivalent positions) decides to select a licensed securities company that meets the requirements of ABBANK, including organizations and individuals who are related parties of ABBANK on the basis of compliance with legal regulations.
* Organization of bond registration and depository: According to the provisions of Decree No. 65/2022/ND-CP (and amendments and supplements - if any)
* Issuing agent (if any): The Managing Director (and equivalent positions) decides to select a licensed securities company that meets the requirements of ABBANK, including organizations and individuals who are related parties of ABBANK on the basis of compliance with legal regulations. The detailed issue agency of each issue round of bonds (if any) will be prescribed in the decision of each issue round.

1. Venue: At the Head office, Branches, and Transaction offices of the Bank.
2. Number of issue rounds, volume of each round and expected issue time of each round:

Bonds can be issued in several rounds as follows:

* Expected number of issue rounds: Up to 10 rounds
* Expected number of bonds for each rounds: Up to VND 2,000 billion.
* Expected issue time: From November 01, 2023 to December 31, 2023
* The number of issue rounds, volume and specific issue time of each round are decided by the Managing Director (and equivalent positions), ensuring the issue time of each round does not exceed 90 days.

1. Circumstances, conditions, terms and commitments of the issuer to repurchase bonds before maturity
2. ABBANK repurchase issued bonds ensuring compliance with regulations in Decree No. 65/2022/ND-CP in the following cases:

* ABBANK repurchases before maturity according to the agreement between ABBANK and the Bond Owner; or
* ABBANK repurchases at the request of the Bond Owner and ABBANK must repurchase; or
* ABBANK offers to buy back the bonds from the Bond Owner and the Bond Owner must resell them to ABBANK;
* Other cases decided by the Managing Director (and equivalent positions) and regulated in the Bond Offering Information Disclosure.

1. Plan on share repurchase

* Purpose of repurchase: Optimize business efficiency at the time of expected repurchase and/or according to ABBANK's commitment to repurchase bonds when issuing.
* Total expected value of repurchase: The maximum value is equal to the total value of the successfully issued bond and not more than VND 5,000 billion according to the par value of the bonds.
* Capital resource for the repurchase: from ABBANK's revenue sources and/or due debt collection sources and/or capital mobilization from organizations, individuals and/or other legal capital sources.
* Repurchase price of bonds: The Managing Director (and equivalent positions) decides and stipulates the formula for calculating the repurchase price in the bond offering information disclosure.
* Other contents, bond repurchase procedures (including but not limited to method of organizing the repurchase, terms and conditions of repurchase,...): The Managing Director (and equivalent positions) makes decisions and regulations in the Bond Offering Information Disclosure to ensure compliance with applicable Vietnamese laws.
* Time to repurchase: The Managing Director (and equivalent positions) decides and stipulates in the Bond Offering Information Disclosure, ensuring compliance with the provisions of the Law on disclosing information on the repurchase of bonds before maturity.

1. The Issuer's commitment to repurchase bonds before maturity

ABBANK commits to repurchase bonds before maturity according to the provisions of the Bond Issue Plan and the Bond Offering Information Disclosure.

1. Some financial targets of ABBANK in 03 consecutive years before (and including) the year of issue and changes after issue (if any)
   1. According to the Consolidated Financial Statements

Unit: Billion VND

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Targets | December 31, 2020 | December 31, 2021 | December 31, 2022 |
| 1 | Owner’s equity | 8,911 | 11,729 | 13,053 |
| 1.1 | Charter capital | 5,713 | 6,970 | 9,409 |
| 1.2 | Share premium | - | 34 | 34 |
| 1.3 | Reserve fund | 811 | 1,057 | 1,084 |
| 1.4 | Undistributed profit | 2,386 | 3,667 | 2,525 |
| 1.5 | Difference in asset revaluation | - | - | - |
| 1.6 | Exchange rate differences | - | - | - |
| 2 | Total account payables | 107,456 | 109,208 | 117,093 |
| 2.1 | Deposits and loans at other credit institutions | 26,503 | 27,415 | 22,181 |
| 2.2 | Deposits from customers | 72,508 | 67,840 | 84,125 |
| 2.3 | Funding capital, investment entrustment, and lending to credit institutions with risks | 938 | 559 | 215 |
| 2.4 | Issue of valuable papers | 5,606 | 11,406 | 7,700 |
| - | In which, bond issue | 400 | 11,400 | 6,700 |
| 2.5 | Other liabilities | 1,826 | 1,988 | 2,873 |
| - | Interest and fees payable | 1,394 | 1,426 | 2,056 |
| - | Other payables and debts | 432 | 562 | 817 |
| 3 | Target of capital structure |  |  |  |
| 3.1 | Payables/total assets | 0.92 | 0.90 | 0.90 |
| 3.2 | Payables/owner’s equity | 12.06 | 9.31 | 8.97 |
| 4 | Bond debt/owner’s equity | 4.49% | 97.19% | 51.33% |
| 5 | Profit before tax | 1,403 | 1,959 | 1,702 |
| 6 | Profit after tax | 1,118 | 1,560 | 1,357 |
| 7 | Target of profitability |  |  |  |
| 7.1 | ROA | 1.02% | 1.31% | 1.08% |
| 7.2 | ROE | 13.34% | 15.12% | 10.95% |
| 8 | Financial safety indicators and operational safety ratios according to specialized laws | | | | |
| 5.7 | CAR | 9.10% | 12.74% | 12.04% | |
| 8.2 | LDR | 61.51% | 67.99% | 72.26% | |
| 8.3 | The rate of short-term capital used for medium and long-term loans | 36.40% | 22.78% | 25.69% | |
| 8.4 | Purchase/investment rate in the Government bonds, bonds guaranteed by the Government | 11.34% | 11.91% | 10.10% | |
| 8.5 | Liquidity reserve rate | 19.50% | 18.13% | 21.92% | |
| 8.6 | 30-day solvency ratio in VND | 106.25% | 118.30% | 99.68% | |
| 8.7 | 30-day solvency ratio in foreign currency | Not applied due to negative net cash outflow | 128.14% | 180.50% | |
| 8.8 | Limits on capital contribution and purchase of shares | Complied | Complied | Complied | |
| 8.9 | Restriction and limit of credit provision | Complied | Complied | Complied | |
| 8.10 | Positive foreign currency position compared to core capital | 0.10% | 0.19% | 0.13% | |
| 8.11 | Negative foreign currency position compared to core capital | 6.42% | 8.86% | 0% | |

(Source: Audited Consolidated Financial Statements 2020; 2021 and 2022 of ABBANK).

* 1. According to the Separate Financial Statements

Unit: Billion VND

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Targets | December 31, 2020 | December 31, 2021 | December 31, 2022 |
| 1 | Owner’s equity | 8,811 | 11,657 | 12,978 |
| 1.1 | Charter capital | 5,713 | 6,970 | 9,409 |
| 1.2 | Share premium | - | 34 | 34 |
| 1.3 | Reserve fund | 767 | 1,005 | 1,025 |
| 1.4 | Undistributed profit | 2,331 | 3,648 | 2,510 |
| 1.5 | Difference upon asset revaluation | - | - | - |
| 1.6 | Exchange rate differences | - | - | - |
| 2 | Total payables | 107,457 | 109,205 | 117,086 |
| 2.1 | Deposits and loans at other credit institutions | 26,503 | 27,415 | 22,181 |
| 2.2 | Deposits from customers | 72,522 | 67,849 | 84,137 |
| 2.3 | Funding capital, investment entrustment, and lending to credit institutions with risks | 938 | 559 | 215 |
| 2.4 | Issue of valuable papers | 5,606 | 11,406 | 7,700 |
| - | In which, bond issue | 400 | 11,400 | 6,700 |
| 2.5 | Other liabilities: | 1,813 | 1,976 | 2,853 |
| - | Interest and fees payable | 1,394 | 1,426 | 2,056 |
| - | Other payables and debts | 419 | 550 | 798 |
| 3 | Target of capital structure |  |  |  |
| 3.1 | Payables/total assets | 0.92 | 0.90 | 0.90 |
| 3.2 | Liabilities/owner’s equity | 12.20 | 9.37 | 9.02 |
| 4 | Bond debt/owner’s equity | 4.54% | 97.79% | 51.62% |
| 5 | Profit before tax | 1,368 | 1,979 | 1,686 |
| 6 | Profit after tax | 1,092 | 1,588 | 1,353 |
| 7 | Target of profitability |  |  |  |
| 7.1 | ROA | 1.00% | 1.34% | 1.08% |
| 7.2 | ROE | 13.17% | 15.52% | 10.98% |
| 8 | Financial safety indicators and operational safety ratios according to specialized laws | | | | |
| 8.1 | CAR | 9.00% | 12.66% | 11.97% | |
| 8.2 | LDR | 61.51% | 67.99% | 72.26% | |
| 8.3 | The rate of short-term capital used for medium and long-term loans | 36.40% | 22.78% | 25.69% | |
| 8.4 | Purchase/investment rate in the Government bonds, bonds guaranteed by the Government | 11.34% | 11.91% | 10.10% | |
| 8.5 | Liquidity reserve rate | 19.50% | 18.13% | 21.92% | |
| 8.6 | 30-day solvency ratio in VND | 106.25% | 118.30% | 99.68% | |
| 8.7 | 30-day solvency ratio in foreign currency | Not applied due to negative net cash outflow | 128.14% | 180.50% | |
| 8.8 | Limits on capital contribution and purchase of shares | Complied | Complied | Complied | |
| 8.9 | Restriction and limit of credit provision | Complied | Complied | Complied | |
| 8.10 | Positive foreign currency position compared to core capital | 0.10% | 0.19% | 0.13% | |
| 8.11 | Negative foreign currency position compared to core capital | 6.42% | 8.86% | 0% | |

(Source: Audited Consolidated Financial Statements 2020; 2021; 2022 of ABBANK)

1. Status of payment of principal and interest on issued bonds and due debts (not including bond debt) for 3 consecutive years prior to the bond issue

ABBANK has paid in full and on time the principal and interest of issued bonds and due debts (excluding bond debt) for 03 consecutive years prior to the bond issue.

ABBANK will provide a written commitment to meet this condition for investors purchasing ABBANK bonds (if requested).

1. Report on the issue and use of capital for outstanding bonds in the 03 consecutive years prior to the bond offering (if any)

Unit: Billion VND

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Targets | 2020 | 2021 | 2022 |
| 1 | Volume of issued bonds | 11.000 | 800 | 800 |
| 2 | Bond interest paid | 32 | 417 | 417 |
| 3 | Bond principal paid | - | 5.500 | 5.500 |
| 4 | Outstanding bond debt as of December 31 of each year | 11.400 | 6.700 | 6.700 |
| 5 | Status of using bond capital | 11.400 | 12.200 | 12.200 |

Principal and interest payment plan for investors: Bond interest paid in arrears, periodically once a year. The principal will be paid at once on the maturity date or the date that the Bank repurchases bonds. Payment resource of bond principal and interest: from ABBANK's revenue sources and/or due debt collection sources and/or capital mobilization from organizations, individuals and/or other legal capital sources.

ABBANK has not violated the law on corporate bond issue according to the decisions of competent authorities for 03 consecutive years before the bond offering.

1. Assessment of the enterprise's financial situation, ability to pay due debts, and ability to repay bonds expected to be issued

ABBANK has sufficient capital and ensures the ability to pay the business's due debts and to repay the bonds expected to be issued when due.

1. Auditor’s opinion on Financial Statements audited by a qualified audit company

ABBANK's Separate and Consolidated Financial Statements 2022 are audited by Ernst & Young Vietnam Limited, which is an audit company approved to audit Financial Statements of entities of public interest according to regulations; the audit company gave an unqualified opinion in the audit report.

The auditor's opinion on the Consolidated Financial Statements as of December 31, 2022 is as follows: “The Consolidated Financial Statements have truly and fairly reflected, in all material respects, the consolidated financial situation of the Bank and its subsidiaries as of December 31, 2022, as well as the consolidated results of operations and consolidated cash flows for the year then ended, in accordance with Vietnamese Accounting Standards, the Accounting System of Vietnamese credit institutions and legal regulations related to the preparation and presentation of Consolidated Financial Statements.”

The auditor's opinion on the Separate Financial Statements as of December 31, 2022 is as follows: “The Separate Financial Statements have truly and fairly reflected, in all material respects, the separate financial situation of the Bank as of December 31, 2022, as well as the separate results of operations and separate cash flows for the year then ended, in accordance with Vietnamese Accounting Standards, the Accounting System of Vietnamese credit institutions and legal regulations related to the preparation and presentation of Separate Financial Statements.”

1. Methods of offering and issuing bonds

Offering method: Private placement

Issue method: Sell directly to bond investors and/or sell bonds through issue agents to investors eligible to buy bonds according to the provisions of section 4 above.

1. Plan for using proceeds from the bond issue:

The proceeds from bond issues are used by ABBANK to lend to ABBANK's individual customers and business customers. The time to use capital obtained from bond issues is expected to be implemented before March 31, 2024.

Details of the plan to use capital collected from each round of bond issue are specified in the decision of the Managing Director (and equivalent positions) on issue for each bond issue round and in accordance with the regulations in this bond issue plan.

In case of disbursement according to schedule, temporarily idle capital obtained from the bond issue will be used to deposit at the State Bank and other credit institutions...

Expected plan to use capital is as follows:

|  |  |  |
| --- | --- | --- |
| No. | Lending activities | Amount (billion VND) |
| 1 | Individual customer | 3,500 |
| 2 | Business customers | 1,500 |
| Total | | 5,000 |

1. Plan to arrange sources of bond principal/interest payment

Payment resource of bond principal and interest from ABBANK's revenue sources and/or due debt collection sources and/or capital mobilization from organizations, individuals and/or other legal capital sources.

1. Commitment on information disclosure of the Issuer

ABBANK commits to disclosing information to investors buying ABBANK bonds and reporting to state management agencies under applicable laws.

1. Terms of bond registration and depository

When issued, ABBANK bonds will be registered and deposited according to the provisions of Decree No. 153/2020/ND-CP, Decree No. 65/2022/ND-CP, Decree No. 08/2023/ND-CP dated March 5, 2023 (and documents on guiding, amendments and supplements - if any).

1. Terms of bond transactions are according to Decree No. 153/2020/ND-CP, Decree No. 65/2022/ND-CP, Decree No. 08/2023/ND-CP (and documents on amendments and supplements - if any) and relevant legal regulations

After being issued, ABBANK bonds are registered for trading on the corporate bond trading system for private placement at the Hanoi Stock Exchange, and are traded under Decree No. 153/2020/ND-CP, Decree No. 65/2022/ND-CP, Decree No. 08/2023/ND-CP (and documents on amendments and supplements - if any) and relevant legal regulations.

1. Rights and responsibilities of the Investors buying bonds
2. Rights of the Investors buying bonds

* Be fully informed by ABBANK according to the provisions of Decree No. 153/2020/ND-CP, Decree No. 65/2022/ND-CP, Decree No. 08/2023/ND-CP (and documents on amendments and supplements - if any); have the right to access bond offering documents upon request;
* Receive full and timely payment of bond principal and interest by ABBANK when due and ensure the exercise of accompanying rights (if any) according to the terms and conditions of the bonds upon issue and agreements with ABBANK;
* Request ABBANK to repurchase the bonds before maturity under the terms and conditions and applicable laws;
* Vote and approve issues that must be approved by bond owners: specific voting rate is in the issue documents but not lower than 65% of the total number of bonds of the same type in circulation;
* Other benefits according to ABBANK's commitments and agreements;
* Other benefits as prescribed by law.

1. Responsibilities of the Investors buying bonds

* Fully access ABBANK's information disclosure content; clearly understand bond conditions and terms and other commitments of ABBANK before deciding to buy and trade bonds;
* Understand clearly the risks arising in investing and trading bonds; Clearly display and ensure compliance with regulations on investors and privately placed corporate bonds trading according to relevant laws;
* Assess and take responsibility for their own investment decisions, and bear all risks arising in the investment and trading of the Bonds; The State does not guarantee ABBANK's full and timely payment of bond interest and principal upon maturity and other rights to investors buying bonds;
* Before buying bonds (both on the primary and secondary markets), investors must sign a document confirming that they have implemented the regulations in Decree No. 65/2022/ND-CP, Decree No. 08/2023/ND-CP (and amendments and supplements - if any) and take responsibility for their decision to buy bonds after signing this confirmation document;
* Carry out bond transactions according to regulations in Decree No. 153/2020/ND-CP, Decree No. 65/2022/ND-CP, Decree No. 08/2023/ND-CP (and amendments and supplements - if any); Do not sell or contribute capital to invest in bonds with investors who are not professional securities investors in any form. The mobilization of capital and the purchase and investment of corporate bonds by credit institutions, foreign bank branches and fund management companies are carried out in accordance with specialized laws;
* When selling bonds on the secondary market, investors must provide full information disclosure content of ABBANK according to the provisions of Decree No. 153/2020/ND-CP, Decree No. 65/2022/ND-CP, Decree No. 08/2023/ND-CP (and documents on amendments and supplements - if any) to the investor buying bonds;
* Bond owners are obliged to pay taxes related to bonds according to current regulations;
* Obligations according to ABBANK's commitments and agreements;
* Other obligations as prescribed by law.

1. Rights and obligations of the issuer

* Comply with the provisions of Decree No. 153/2020/ND-CP, Decree No. 65/2022/ND-CP, Decree No. 08/2023/ND-CP (and amendments and supplements - if any) and related guiding documents on issue conditions, issue plans, issue documents, information disclosure, and reporting regime;
* Allocate, manage and use capital from bond issue for the right purposes according to the provisions of Decree No. Decree No. 153/2020/ND-CP, Decree No. 65/2022/ND-CP, Decree No. 08/2023/ND-CP (and amendments and supplements - if any) and the bond issue plan that has been approved by competent authorities;
* Pay in full and timely the bond principal and interest when due and ensure the exercise of accompanying rights (if any) for bond owners according to the terms and conditions of the bond;
* Take responsibility for the accuracy, truthfulness and completeness of the disclosed information and Financial Statements; implement the financial management, reporting and statistical accounting regimes under applicable laws;
* The issuer shall issue ownership certificates to investors and carry out bond registration and depository procedures under applicable laws;
* Correctly implement agreements and commitments with investors purchasing bonds;
* Other rights and obligations as prescribed by law.

1. Responsibilities and obligations of organizations and individuals providing services related to the bond issue
2. Responsibilities and obligations of the Offering Dossier Consulting Organization

* Provide consulting services on bond offering dossier according to the signed service provision contract;
* Comply with the regulations on responsibility of a bond offering dossier consulting organization according to Decree No. 153/2020/ND-CP, Decree No. 65/2022/ND-CP, Decree No. 08/2023/ND-CP (and amendments and supplements - if any) and relevant documents;
* Provide information and reporting regime (if any) according to current law regulations.

1. Responsibilities and obligations of the Issuing Agent (if any)

* Provide issue agency services according to the signed service provision contract;
* Comply with regulations on responsibilities of issue agents according to Decree No. 153/2020/ND-CP, Decree No. 65/2022/ND-CP, Decree No. 08/2023/ND-CP (and amendments and supplements - if any) and relevant documents;
* Provide information and reporting regime according to current law regulations.

1. Responsibilities and obligations of the registration and depository organization:

* Comply with regulations on registration and depository of bonds, transfer ownership and pay for bond trading in accordance with this Decree and the Law on Securities;
* Implement reporting regime according to current law regulations.

1. Responsibilities and obligations of the Bond Owner's Representative (if any)

* Comply with Decree No. 153/2020/ND-CP, Decree No. 65/2022/ND-CP, Decree No. 08/2023/ND-CP (and amendments and supplements - if any) and relevant documents;
* Provide information and reporting regime according to current law regulations

‎‎Article 2. Organization and Implementation:

1. Assign/authorize the Chair of the Board of Directors to decide to handle issues that arise during the implementation of this Resolution; Direct the Managing Director (and equivalent positions) to organize the implementation of the issue plan approved by the Board of Directors.
2. Assign/authorize the Managing Director (and equivalent positions) to organize the implementation of the Issue Plan approved by the Board of Directors, specifically as follows:
3. Decide, amend and supplement the Plan on private placement of bonds in 2023 (round 2) (except for the following contents that were not changed, including: offering method, type of bond, total par value issued).
4. Decide on the nominal interest rate of bonds at each issue in 2023, ensuring compliance with the regulations of the State Bank, based on the advice of the Asset-Liability Committee (ALCO), ensuring business efficiency and operational safety.
5. Decide on contents other than the above contents of the second private placement plan of bonds in 2023, ensuring compliance with regulations of the State Bank and ABBANK's conditions, capital needs and capital usage (including and not limited to Bond issue plan, Bond issue information disclosure,...).
6. Decide on bond repurchase and other contents of the bond redemption plan (including but not limited to: specific redemption time, redemption price,...) and carry out the redemption of bonds when necessary.
7. Decide on actual costs related to bond issue and bond redemption of ABBANK.
8. Sign contracts, documents and papers (including but not limited to: Bond issue information disclosure, bond order contract, bond depository registration agent contract, consulting contract on issue dossier,...) related to bonds.
9. Decide, sign, organize and carry out procedures at competent state management agencies related to bond issue (including but not limited to: bond registration at Vietnam Securities Depository and Clearing Corporation, bond trading registration at Hanoi Stock Exchange...), bond redemption (when incurred) of ABBANK.
10. The Managing Director (and equivalent positions) are allowed to authorize the tasks mentioned in Sections c to g of this Article to others.

‎‎Article 3. Validity and implementation responsibility:

This Resolution takes effect from the date of its promulgation.

Members of the Board of Directors, the Executive Board and relevant units and individuals are responsible for the implementation of this Resolution.