

NGÂN HÀNG TMCP PHÁT TRIỂN TP.HCM

HCMC DEVELOPMENT J. S COMMERCIAL BANK

Số: 1172 /2023/CV-HDBank

V/v: Công bố các NQ HĐQT về việc phát hành Trái phiếu HDBank ra công chúng năm 2023

Announcement of BOD's Resolutions on the offering HDBank Bonds to be issued to the public in 2023

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 04 tháng 08 năm 2023

Ho Chi Minh City, August 04, 2023

**CÔNG BỐ THÔNG TIN TRÊN CÔNG THÔNG TIN ĐIỆN TỬ
CỦA ỦY BAN CHỨNG KHOÁN NHÀ NƯỚC VÀ SGDCK 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) |
| - <i>Name of organization</i> | : <i>Ho Chi Minh City Development Joint Stock Commercial Bank</i> |
| - Mã chứng khoán | : HDB |
| - <i>Securities code</i> | : <i>HDB</i> |
| - Địa chỉ trụ sở chính | : 25 bis Nguyễn Thị Minh Khai, P. Bến Nghé, Q. 1, Tp.HCM |
| - <i>Head office address</i> | : <i>25 Bis Nguyen Thi Minh Khai, Ben Nghe Ward, District 1, HCMC</i> |
| - Điện thoại | : (028) 62 915 916 |
| - <i>Telephone</i> | : <i>(028) 62 915 916</i> |
| - Người đại diện Pháp luật | : Phạm Quốc Thanh – Tổng Giám đốc |
| - <i>Legal Representative</i> | : <i>Pham Quoc Thanh – CEO</i> |
| - Loại thông tin công bố | : (X) 24h |
| - <i>Type of disclosed information</i> | : <i>(X) 24hours</i> |

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 các Nghị quyết Hội đồng Quản trị với nội dung cụ thể như sau:

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 the BOD's Resolutions with details as follows:

- Nghị quyết HĐQT số 319/2023/NQ-HĐQT ngày 04/08/2023 về việc thông qua Phương án phát hành, Phương án sử dụng và trả nợ vốn thu được từ chào bán, phát hành Trái phiếu HDBank phát hành ra công chúng năm 2023;
BOD's Resolution No. 319/2023/NQ-HĐQT dated August 04, 2023 on the approval of the Issuance Plan, the Plan for the use and repayment of proceeds from issuing, offering HDBank Bonds to be issued to the public in 2023.
- Nghị quyết HĐQT số 320/2023/NQ-HĐQT ngày 04/08/2023 về việc thông qua Hồ sơ đăng ký chào bán Trái phiếu HDBank phát hành ra công chúng năm 2023;
BOD's Resolution No. 320/2023/NQ-HĐQT dated August 04, 2023 on the approval of the dossiers for registration of offering HDBank Bonds to be issued to the public in 2023;

HDBank đính kèm các văn bản 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 documents. HDBank 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://www.hdbank.com.vn/vi/investor/thong-tin-nha-dau-tu/quan-he-co-dong/cong-bo-thong-tin-thong-tin-khac>

English Link: <https://www.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
HCMC DEVELOPMENT J.S.COMMERCIAL BANK
TỔNG GIÁM ĐỐC
CHIEF EXECUTIVE OFFICER



PHẠM QUỐC THANH



No: 319/2023/NQ-HĐQT

Ho Chi Minh City, August 04, 2023

RESOLUTION

Re: The approval of the Issuance Plan, the Plan for the use and repayment of proceeds from issuing, offering HDBank Bonds to be issued to the public in 2023

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

- Pursuant to Law on Credit Institutions No 47/2010/QH12 dated June 16, 2010 and the Law amending, supplementing some articles of the Law on Credit Institutions No 17/2017/QH14 dated November 20, 2017;
- Pursuant to Law on Enterprises No 59/2020/QH14 dated June 17, 2020;
- Pursuant to Law on Securities No 54/2019/QH14 dated November 26, 2019;
- Pursuant to Decree No 155/2020/NĐ-CP dated December 31, 2020 on detailing and guiding the implementation of some articles of the Law on Securities;
- Pursuant to the Charter of Ho Chi Minh Development Joint Stock Commercial Bank (HDBank);
- Pursuant to Proposal No 15/2023/TT-TGD-ALM dated July 27, 2023 of the Chief Executive Officer on issuing HDBank Bonds to the public in 2023;
- Pursuant to the Minutes on the counting of Board Members' written votes dated August 04, 2023,

HEREBY RESOLVES:

Article 1. To approve the policy of issuing HDBank Bonds to the public in 2023 (**Bonds**) with a maximum par value of VND 5,000,000,000,000 (*In words: Five trillion Vietnamese Dong*).

Article 2. To approve the following issues related to the issuance of Bonds:

1. The Plan on issuing HDBank Bonds to be issued to the public in 2023 (**Issuance Plan**) according to the Appendix I enclosed;
2. The plan for the use and repayment of proceeds from issuing, offering Bonds according to the Appendix II enclosed;
3. The registration and depository of Bonds at the Vietnam Securities Depository Center (VSD) or the Vietnam Securities Depository and Clearing Corporation (VSDC) and listing the Bonds on the Hanoi Stock Exchange (HNX) upon the completion of the Bond offering (**Registration and Listing**).

Article 3. To assign and authorize the Chief Executive Officer to perform related tasks, including:

1. To consider and make decisions on performing tasks related to the offering and issuance of Bonds to the public, including but not limited to:

- a. To make decisions on the time of offering Bonds to the public;
 - b. To implement the Issuance Plan and the Plan for the use and repayment of proceeds from issuing, offering Bonds;
 - c. To review and make decisions on the specific terms and conditions of the Bonds;
 - d. To negotiate, consider, make decisions on the content, sign and implement agreements, contracts and documents related to the offering and issuance of Bonds, including but not limited to consulting contracts for offering, agency for issuing Bonds to the public, depository registration consulting, listing consulting; service contracts for bond registration and depository prior to listing; Bond purchase contract/agreement signed with each Bond purchaser (if any); agreements, contracts and other documents relating to the Bonds (hereinafter collectively referred to as the ***Transaction Documents***) and their amendments, supplements or replacements;
 - e. To make decisions on the amendment of the Issuance Plan, Plan for the use and repayment of proceeds from issuing, offering Bonds and Transaction Documents (if any) within the approval authority at the request of competent State authorities and carry out procedures related to the registration of a public offering of Bonds;
 - f. To make decision on the amendment, supplement to the Prospectus for the public offering of Bonds (including the Bond Conditions) and the registration dossiers of offering Bonds to the public at the request of competent State authorities in the process of registering for the public offering of Bonds;
 - g. To make decisions on the early redemption of the Bonds;
 - h. To make decisions on expenses related to the issuance of Bonds in accordance with the Bank's regulations; and
 - i. To make decisions on other issues related to Bonds (if any) in order to offer the Bonds to the public in compliance with the law and regulations of HDBank.
2. To consider and make decisions on performing tasks related to the Registration and Listing; the de-registration and de-listing in accordance with regulations, including but not limited to:
 - a. To make decisions on and sign the dossiers, documents to submit to the competent State authorities related to the Registration and Listing in accordance with the law;
 - b. To work and explain to the relevant competent authorities on the application for Registration and Listing and other issues related to the Registration and Listing; and
 - c. To make decisions on and perform other necessary tasks (if any) in order to complete the Registration and Listing at VSDC and HNX.
 3. To make decisions on and perform tasks during arising the Bonds circulation period in accordance with the law and regulations of HDBank to complete (i) the registration of the Bond offering and the public offering of the Bonds; (ii) the issuance, distribution and transfer of the Bonds; (iii) the Registration and Listing; and (iv) the disclosure of information and reports related to the Bonds.

4. To re- authorize another person to perform the assigned tasks, and to be responsible for reporting to the Board of Directors on the results upon the completion of each bond offering and after fulfilling the responsibilities related to the Bonds.

Article 4. This Resolution takes effect from the signing date.

Members of the Board of Directors, Board of Management, relevant Divisions/ Departments/ Units and individuals are responsible for the implementation of this Resolutions.

Recipients:

- *The BOS, Internal Audit Dept.;*
- *As in Article 4;*
- *HDBank Website – Investors;*
- *Filed at the BOD Office.*

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

(Signed and sealed)

KIM BYOUNGHO

APPENDIX I:
PLAN ON ISSUANCE OF
HDBANK BONDS OFFERED TO THE PUBLIC IN 2023

(Attached to Resolution No. 319/2023/NQ-HDQT of the Board of Directors of Ho Chi Minh City Development Joint Stock Commercial Bank)

This issuance plan (“**Issuance Plan**”) is the basis for the public offering of bonds in Vietnamese Dong, non-convertible, unwarranted, unsecured, and is a Secondary Debt of the issuer and meets the conditions to be included in the Tier 2 capital of the Issuer in accordance with the provisions of the Securities Law No. 54/2019/QH14 dated November 26, 2019 of the National Assembly, 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 and Circular No. 118/2020/TT-BTC dated December 31, 2020 of The Ministry of Finance guides a number of contents on the offering, issuance of securities, public offering, redemption of shares, registration of public company and cancellation of the status of a public company, and documents replacing and amending other changes or additions (if any), with a maximum par value of VND 5,000,000,000,000 (In words: five trillion Vietnamese Dong) according to the contents presented in this Issuance Plan. This Issuance Plan only stipulates the main terms and conditions of the Bonds and the main content of the Bonds offering. The specific terms and conditions of the Bonds and other contents of the Bond offering shall be set forth in the terms and conditions of the Bonds (“**Bond Conditions**”) in the Prospectus of Ho Chi Minh City Development Joint Stock Commercial Bank and other contracts, agreements and documents entered into by or on behalf of the Issuer for the purpose of offering the Bonds.

I. GENERAL INFORMATION OF THE BOND ISSUER

1. General information of the bonds issuer

- Name of Issuer (full name): Ho Chi Minh City Development Joint Stock Commercial Bank
- Name of Issuer (abbreviated name): HDBank
- Head office: 25Bis Nguyen Thi Minh Khai Street, Ben Nghe Ward, District 1, Ho Chi Minh City
- Phone: (028) 62915916 Fax: (028) 62915900
- Website: www.hdbank.com.vn
- Charter Capital: VND 25,303,429,220,000 (*according to the Business Registration Certificate No. 0300608092 issued by the Department of Planning and Investment of Ho Chi Minh City, changed for the 32nd time on November 2, 2022*)
- Stock code: HDB
- Enterprise registration certificate No. 0300608092 issued by the Department of Planning and Investment of Ho Chi Minh City for the first time issued on August 11, 1992, changed for the 32nd on November 2, 2022.

- Establishment and operation license No. 00019/NH-GP issued by the State Bank of Vietnam on June 06, 1992, renewed by License No. 26/GP-NHNN dated February 12,2020.
- Legal representative: Mr. Pham Quoc Thanh - Position: Chief Executive Officer

2. Business sector: Business in the banking sector

3. Financial position and operations performance of the Issuer

3.1. Some financial indicators and results of operations of the Issuer

Below are some financial indicators of the Issuer for the 3 years prior to the year of the public offering of the Bonds:

Unit: billion VND

Indicators	2020		2021		2022	
	Consolidated	Separate	Consolidated	Separate	Consolidated	Separate
Owner's Capital	30,090	26,500	41,008	37,352	46,666	42,436
Total assets	319,127	307,022	374,612	364,941	416,273	404,276
Interest and similar income	23,137	18,699	26,176	21,777	33,323	28,274
Provision	1,788	580	2,306	682	3,068	698
Profit before tax	5,818	5,126	8,070	7,453	10,268	9,475
Profit after tax	4,647	4,160	6,453	6,038	8,209	7,649
Earnings per share (VND/share)	2,128*	-	2,403**	-	3,081	-
Ratio of Liabilities/equity (times)	11.92	12.79	11.17	11.90	9.68	10.19
Ratio of Profit after tax/ average equity	20.6%	20.4%	23.3%	23.9%	23.5%	23.8%
Capital Adequacy Ratio (CAR)	12.1%	11.4%	14.3%	13.7%	13.4%	12.8%
Bad debt ratio	1.34%	0.76%	1.65%	0.75%	1.67%	0.96%

Source: Audited consolidated and separate financial statements for 2020, 2021 and 2022

Note:

(): figures according to the 2021 consolidated financial statements*

*(**): figures according to the 2022 consolidated financial statements*

3.2.Principal and interest payment of issued bonds in the 3 consecutive years prior to this issuance

HDBank has paid in full and on time the principals and interests for the previously issued bonds. There is no disputes or lawsuits for the bonds issued by HDBank.

3.3.Payment of due debts:

HDBank commits that the Bank does not have any debts overdue for more than 01 (one) year and has fulfilled its financial obligations to the State.

3.4.Auditor’s opinion on financial statements:

In 2020 and 2021, the Audit Firm that independently audited HDBank’s financial statements, Ernst & Young Vietnam Co., Ltd, gave an unqualified opinion. Accordingly, HDBank's separate and consolidated financial statements gave a true and fair view, in all material respects, of the separate and consolidated financial position of the Bank and its subsidiaries as at December 31, 2020 and December 31, 2021, financial performance and their separate and consolidated cash flows for the year then ended were in accordance with Vietnamese Accounting Standards, Vietnamese Accounting System for Credit Institutions and other legal regulations related to the preparation and presentation of the separate and consolidated financial statements.

In 2022, PwC Vietnam Co., Ltd, - the Audit Firm that independently audited HDBank’s financial statement gave an unqualified opinion. Accordingly, HDBank's separate and consolidated financial statements present fairly, in all material respects, the separate and consolidated financial position of the Bank and its subsidiaries as at December 31, 2022, as well as their separate and consolidated financial performance and their separate and consolidated cash flows for the year then ended were in accordance with Vietnamese Accounting Standards, Vietnamese Accounting System and regulations on the preparation and presentation of the separate and consolidated financial statements applicable to credit institutions operating in Vietnam.

II. PURPOSE OF ISSUANCE

The issuer plans to use the proceeds from the bond issuance to supplement Tier 2 capital, improve capital adequacy ratio, and serve HDBank's customer lending needs.

III. CONTENTS, CONDITIONS AND TERMS OF BONDS

- 1. Issuer:** Ho Chi Minh City Development Joint Stock Commercial Bank
- 2. Bond name:** HDBank Bonds offered to the public in 2023 (“**Bonds**”).
- 3. Bond type:** Non-convertible, unwarranted, unsecured Bonds which are subordinate debts and satisfy the conditions to be included in the Issuer’s Tier 2 capital.
- 4. Currency of issuance and payment:** Vietnamese Dong (VND).

5. **Face value:** VND 100,000/Bond (One hundred thousand Vietnamese Dong/Bond).
6. **Offer price:** equal to face value (VND 100,000 VND/Bond).
7. **Bond method:** The Bonds are issued in the form of journal entries, or electronic data, with the issuance of a Certificate of Ownership of the Bonds (if necessary) or other forms if required by legal documents or related regulations of Vietnam Securities Depository Center (VSD) or Vietnam Securities Depository and Clearing Corporation (VSDC), Hanoi Stock Exchange (HNX) and other State agencies.
8. **Buyers of Bonds:** Vietnamese and foreign organizations, individuals.
9. **Issuance method:** Offering to the public by method of (i) Direct offering at the Head Office, Branches, Transaction Offices of HDBank and (ii) Offering through selected securities companies.
10. **Issuing place:** At the Head Office, Branches, Transaction Offices of HDBank and selected securities companies.
11. **Bond term:** 07 (seven) years.
12. **Expected issuing date:** Closing date of the offering for each Bond.
13. **Maturity date:** 07 (seven) years from the issuance date.
14. **Exercisable date of redemption:** 02 (two) years from the issuance date.
15. **Issuance amount:** Up to VND 5,000,000,000,000 (Five trillion Vietnamese Dong), of which:
 - Phase 1: VND 3,000,000,000,000
 - Phase 2: VND 1,000,000,000,000
 - Phase 3: VND 1,000,000,000,000
16. **Number of phases: 03 (three) Phases**
 - Phase 1: Expected in Q4 2023
 - Phase 2: Expected in Q4 2023 – Q1 2024
 - Phase 3: Expected in Q1 2024 – Q2 2024
17. **Issuance period:** From Q4 2023 to Q2 2024, upon being granted the Certificate of Registration for the Public Offering of Bonds by the State Securities Commission of Vietnam. The specific Issuance Date shall be announced by HDBank.
18. **Distribution period:** at least 20 days and up to 90 days as prescribed by law (unless the extension of distribution period as prescribed when necessary). Bonds are expected to be distributed in 03 (three) phases. The second and third issuance phase are only conducted upon the completion of the previous phase. If the amount expected to be distributed in the previous phase has not been fully sold, the unsold portion will be transferred to the next phase(s).

No.	Phase	Estimated issuance time	Amount to be issued at par value
1	Phase 01	Q4 2023	VND 3,000,000,000,000
2	Phase 02	Q4 2023 – Q1 2024	VND 1,000,000,000,000
3	Phase 03	Q1 2024 – Q2 2024	VND 1,000,000,000,000
Total			VND 5,000,000,000,000

19. Bond’s coupon: floating interest rate and would be calculated as follows:

Interest rate = Reference interest rate + 2.80%/year (Two point eight percent a year)

In which:

- Reference interest rate: the average interest rate of personal savings deposits in Vietnamese Dong, term of 12 months, paying interest at the end of the period published on the Official website of four (04) Vietnamese commercial banks including: Joint Stock Commercial Bank for Industry and Trade of Vietnam, Joint Stock Commercial Bank for Investment and Development of Vietnam, Joint Stock Commercial Bank for Foreign Trade of Vietnam, Bank for Agriculture and Rural Development of Vietnam (each of these banks is referred to as the “Reference Bank”) at the Interest Rate Determination Date, In case the website shows multiple locations/regions, the local interest rate where head offices of Reference Banks allocated, will be preferred. For clarity, the Reference Interest Rate, if not an integer, will be rounded to four decimal places
- Interest Period (Interest rate determination period): Periodically every 01 year from the issuance date,
- Interest Rate Determination Date: is the 07th (seventh) working day before the first day of each Interest Period or the start date of receiving purchase applications for the First Interest Period of each offering phase.

20. Principal and interest payment method:

- Bond principal: one-time payment at maturity date or at redemption date (if any),
- Bond interest: later, annual periodic payment on the full days of the year from the issuance date.
- The Issuer is entitled to suspend interest payment and accrue to the next year if the interest payment results in a loss in business results in the year.

21. Redemption:

Redemption on Exercisable date of redemption:

The Issuer is entitled (but is not obligated) to redeem all but not part of the Bonds on the Exercisable date of redemption at exactly 02 (two) years from the issuance date in compliance with regulations on safety indicators. The redemption price of each Bond will be equal to the par value. In this case, the Bondholder(s) are obliged to resell the entire Bonds they are holding to the Issuer.

Redemption by agreement:

The Issuer may redeem the Bonds from any Bondholder and at any price at any time, by any means in accordance with applicable law, provided that after performing the redemption, the Issuer still ensures the safety limits and indicators in accordance with the regulations of the State Bank of Vietnam. Each Bondholder is entitled to decide on the resale of Bonds to the Issuer. The offer to redeem the Bonds is made publicly available to all Bondholders.

Redeem when a violation event occurs:

Upon occurrence of any event of breach as provided for in the Bond Conditions, the Issuer is required to redeem all the Bonds at the request of the Bondholders. Details of the terms of redemption Bonds are specified in the Prospectus for the Public Offering of the Bonds.

22. Rights relating to the Bonds:

- Bonds establish a direct, unsecured repayment obligation of the Issuer, eligible to be included in the Issuer's Tier 2 capital,
- In the event of bankruptcy or dissolution of HDBank, the Bond Holders will only be paid after HDBank has paid all other creditors.
- HDBank is entitled to suspend payment of interest due and accrue to the next year if the interest payment results in a loss in business results in the year.
- During the term of the Bonds, the Bondholders will not be able to claim the Bonds to deduct their financial obligations towards HDBank or any other third party.
- Other rights and obligations of the Bonds are specified in the Prospectus for the Public Offering of the Bonds of Ho Chi Minh City Development Joint Stock Commercial Bank in 2023,

23. Rights of Bondholders

- To be fully and timely paid of the Bond principal and interest by Issuer upon maturity and guaranteed the exercise of accompanying rights (if any) in accordance with the relevant Bond documents;

- To transfer, give, donate, bequeath, discount the Bonds and use the Bonds as collateral in civil and commercial relations in accordance with current law;
- Other rights in accordance with applicable laws and Bond Conditions.

The change of the rights of the Bondholders are specified in the Bond Conditions in the Prospectus for the Public Offering of the Bonds of Ho Chi Minh City Development Joint Stock Commercial Bank in 2023,

24. Consultancy on dossiers of registration for public offering, consultancy on registration, depository and listing of Bonds

Saigon - Hanoi Securities Joint Stock Company

25. Bond issuing agency: Saigon - Hanoi Securities Joint Stock Company

26. Organization of initial bond registration and depository: HD Securities Joint Stock Company (“HDS”)

27. Other commitments to Bondholders: specified in the Bond Conditions in the Prospectus for the Public Offering of the Bonds of Ho Chi Minh City Development Joint Stock Commercial Bank in 2023,

28. Registration and Listing:

All successfully issued Bonds will be centrally registered at the Vietnam Securities Depository and Clearing Corporation (VSDC) (formerly known as the Vietnam Securities Depository Center (VSD)) and listed on the Hanoi Stock Exchange in accordance with the law.

APPENDIX II:

**PLAN ON USING AND REPAYING THE PROCEEDS FROM THE
ISSUANCE OF HDBANK BONDS OFFERED TO THE PUBLIC IN 2023**

*(Attached to Resolution No. 319/2023/NQ-HĐQT of the Board of Directors of Ho Chi Minh City
Development Joint Stock Commercial Bank)*

1. Plan on using proceeds from the bond issuance

The issuer plans to use the proceeds from 03 (three) Bond issuances to supplement Tier 2 capital, improve capital adequacy ratio, and serve HDBank's customer lending needs in 2023 and 2024. Specifically:

Unit: billion VND

Plan on using proceeds from the 1st Phase of bond issuance:

No	Areas of capital use	Q4 2023	Total
1	Manufacturing	800	800
2	Agriculture, country and consumption	1,000	1,000
3	Commerce	1,200	1,200
Total		3,000	3,000

Plan on using proceeds from the 2nd Phase of bond issuance:

No	Areas of capital use	Q4 2023	Q1 2024	Total
1	Manufacturing	100	100	200
2	Agriculture, country and consumption	100	200	300
3	Commerce	300	200	500
Total		500	500	1,000

Plan on using proceeds from the 3rd Phase of bond issuance:

No	Areas of capital use	Q1 2024	Q2 2024	Total
1	Manufacturing	100	200	300
2	Agriculture, country and consumption	200	100	300
3	Commerce	200	200	400
Total		500	500	1,000

The Chief Executive Officer is authorized and assigned by the Board of Directors to make decisions on the actual amount and disbursement time of each Phase for each business area depending on the amount of Bonds successfully issued of such Phase. The actual disbursement plan will be flexibly adjusted according to HDBank's actual operations, borrowing needs and lending progress to the economy.

2. Plan on repaying:

- a. Interest payment:** Interest earned from the Issuer's disbursement of the proceeds from the bond issuance and other eligible income, after deducting expenses, will be used to pay interest on the Bonds to the investors provided that the payment does not lead to a loss in the Issuer's business results for the year.
- b. Principal payment:** The Issuer will use funds from (i) the collection of principal/interest on loans financed by proceeds from the issuance of the Bonds; and (ii) other mobilized capital, self-accumulated capital, Issuer's profit and financial potential of the Issuer to pay the principal at maturity date or redemption date.

RESOLUTION

*Re: the approval of the dossiers for registration of offering HDBank Bonds
to be issued to the public in 2023*

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

- Pursuant to the License of establishment and operation No. 00019/NH-GP granted on June 06, 1992 by the State Bank of Vietnam and renewed by the License No. 26/GP-NHNN dated February 12, 2020;
- Pursuant to the Charter of Ho Chi Minh Development Joint Stock Commercial Bank (HDBank);
- Pursuant to Proposal No. 15/2023/TT-TGD-ALM dated July 27, 2023 of the Chief Executive Officer on issuing HDBank Bonds to the public in 2023;
- Pursuant to the Minutes on the counting of Board Members' written votes dated August 04, 2023,

HEREBY RESOLVES:

Article 1. To approve the dossiers for registration of offering HDBank Bonds to be issued to the public in 2023 with the list of documents according to the Appendix enclosed.

Article 2. This Resolution takes effect from the signing date.

Members of the Board of Directors, Board of Management, relevant Divisions/ Departments/ Units and individuals are responsible for the implementation of this Resolutions in compliance with the law and regulations of HDBank.

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

Recipients:

- The BOS, Internal Audit Dept.;
- As in Article 2;
- Filed at the BOD Office.

(Signed and sealed)

KIM BYOUNGHO

APPENDIX

LIST OF DOCUMENTS FOR THE REGISTRATION OF OFFERING HDBANK BONDS TO BE ISSUED TO THE PUBLIC IN 2023

*(Enclosed with the Resolution of the Board of Directors No. 320/2023/NQ-HDQT
dated August 04, 2023)*

1. Document on registration of public offering of bonds No. 1167/2023/CV-HDBank dated August 04, 2023;
2. Prospectus for the public offering of HDBank Bonds to be issued to the public in 2023 dated August 04, 2023;
3. Certificate of Business Registration No. 0300608092 issued by the Department of Planning and Investment of Ho Chi Minh City for the 1st time on August 11, 1992, changed for the 32nd on November 02, 2022;
4. License of establishment and operation No. 00019/NH-GP granted by the State Bank of Vietnam on June 06, 1992, renewed by License No. 26/GP-NHNN dated February 12, 2020;
5. Resolution No. 319/2023/NQ-HDQT dated August 04, 2023 of the Board of Directors of Ho Chi Minh City Development Joint Stock Commercial Bank on the approval of the Issuance Plan, the Plan for the use and repayment of proceeds from issuing, offering HDBank Bonds to be issued to the public in 2023;
6. Charter of Ho Chi Minh City Development Joint Stock Commercial Bank;
7. Audited 2021 Consolidated and Separate Financial Statements of Ho Chi Minh City Development Joint Stock Commercial Bank;
8. Document of Ernst & Young Vietnam Co., Ltd on authorization to sign the Audit Report;
9. Audited 2022 Consolidated and Separate Financial Statements of Ho Chi Minh City Development Joint Stock Commercial Bank;
10. Document of PwC Vietnam Co., Ltd on authorization to sign the Audit Report;
11. Q2 2023 Consolidated and Separate Financial Statements of Ho Chi Minh City Development Joint Stock Commercial Bank;
12. Document No. 1168/2023/CV-HDBank dated August 04, 2023 of Ho Chi Minh City Development Joint Stock Commercial Bank on the issuer's commitment to fulfill obligations to investors;
13. Document No. 1169/2023/CV-HDBank dated August 04, 2023 of Ho Chi Minh City Development Joint Stock Commercial Bank on the issuer's commitment to satisfy the offering conditions;
14. Decision No. 1634/2020/QD-TGD dated July 27, 2020 of the Chief Executive Officer of Ho Chi Minh City Development Joint Stock Commercial Bank on the authorization to the Head/Deputy Head of Administration Department;

15. Confirmation of Joint Stock Commercial Bank for Foreign Trade of Vietnam, Tan Dinh Branch on opening an escrow account to receive money to buy bonds of the offering;
16. Contract to provide consulting on bond issuance and brokerage services No. 02/2023/HĐTVTC.HS.SHS/HDB signed on August 04, 2023 between Ho Chi Minh City Development Joint Stock Commercial Bank and Saigon - Hanoi Securities JSC;
17. Decision No. 3428/2022/QĐ-TGD dated December 26, 2022 of the Chief Executive Officer of Ho Chi Minh City Development Joint Stock Commercial Bank on the authorization to Mr. Hoang Duc Long – Director of Treasury Department;
18. Authorization Letter No. 07/2021/UQ-TGD dated February 26, 2021 of the General Director of Saigon - Hanoi Securities Joint Stock Company;
19. Other documents related to the offering as prescribed.