**BVB: Board Resolution No. 122**

On September 24, 2024, Viet Capital Commercial Joint Stock Bank announced Resolution No. 122/24/BVBank/NQ-HDQT on implementing the plan on the public offering for existing shareholders in 2024 as follows:

‎‎Article 1. Approve the implementation of the plan on the additional public offering for existing shareholders in 2024, as approved by the Annual General Meeting of Shareholders in General Mandate No. 01/24/BVBank/NQ-DHDCD dated April 19, 2024, with the following details:

1. Share name: Shares of Viet Capital Commercial Joint Stock Bank
2. Type of shares: Common shares
3. Par value: VND10,000/share
4. Number of outstanding shares at the time of issuance: 551,846,215 shares
5. Maximum number of shares registered for offering: 68,980,776 shares
6. Expected total offering value at par value: VND689,807,760,000
7. Offering price: VND10,000/share
8. The rate of shares registered for additional offering to total number of outstanding shares: 12.5%
9. Right exercise rate: 8:1 (On the record date to exercise the rights, shareholders owning 01 share will receive 01 right, and for every 08 rights, they will be entitled to purchase 01 additional issued share).
10. Total expected value of mobilized capital: VND689,807,760,000
11. Eligible buyers: Existing shareholders on the list on the record date for the list of shareholders entitled to purchase additional issued shares.
12. Expected time for the offering: In 2024 and Q1-Q2/2025, after receiving the Registration Certificate for Offering from the State Securities Commission and disclosing information according to regulations.

‎‎Article 2. Approve the plan to ensure that the share issuance meets the foreign ownership rate at the Bank, specifically as follows:

1. Regulations on foreign ownership rate at the Bank:

* The maximum foreign ownership rate at the Bank, as determined by the General Meeting of Shareholders and the Company’s Charter: 5% (pursuant to Official Dispatch No. 3248/UBCK-PTTT dated June 30, 2021, of the State Securities Commission on the dossiers notifying the maximum foreign ownership rate at Viet Capital Commercial Joint Stock Bank);

1. Plan to ensure compliance with regulations on foreign ownership rate:

* As of the record date of September 16, 2024, the Bank has 33 foreign shareholders owning 453,291 shares, equivalent to 0.082% of the total outstanding shares. To ensure that the maximum foreign ownership rate at Viet Capital Commercial Joint Stock Bank is 5% according to regulations, Viet Capital Commercial Joint Stock Bank will coordinate with the Vietnam Securities Depository and Clearing Corporation (“VSDC”) to distribute additional offered shares to foreign investors and economic organizations with foreign investors holding over 50% of charter capital (collectively referred to as “Foreign Shareholders”) pursuant to the ownership rate of Foreign Shareholders on the record date to exercise rights. Since the rights to purchase the offered shares are non-transferable, the exercise of rights will always comply with regulations on the foreign ownership rate at the Bank;
* For shares distributed by the Board of Directors from the handling of fractional shares, if existing shareholders do not exercise their rights or do not fully exercise their rights, the Board of Directors will decide to further distribute these shares to shareholders of Viet Capital Commercial Joint Stock Bank or other investors, provided that the foreign ownership rate after further distribution does not exceed 5%, ensuring compliance with regulations on maximum foreign ownership rate at Viet Capital Commercial Joint Stock Bank.

‎‎Article 3. Approve the plan on using capital obtained from the offering:

The additional capital from the above offering, expected to be VND689,807,760,000, will be used to supplement the Bank's loan capital. The disbursement time is expected to be in 2024 and 2025.

‎‎Article 4. Approve the implementation of procedures related to the offering for existing shareholders in accordance with the provisions of law, including:

* Registration of securities with the VDSC for the total number of successfully issued shares;
* Registration for the additional trading of shares at the Hanoi Stock Exchange (“HNX”) for the total number of successfully issued shares;

The Board of Directors committed to ensuring the completion of the securities registration with the VSDC and the registration for additional trading of shares at the HNX for the total number of successfully issued shares within 30 days from the end of the offering, in accordance with the provisions of Clause 2, Article 29 of the Law on Securities No. 54/2019/QH14.

‎‎Article 5. Assign the Chair of the Board of Directors and/or the General Manager to:

* Decide on a specific time of issuance;
* Decide and amend/change the contents of the Dossiers for the offering for existing shareholders (excluding contents under the authority of the Board of Directors related to the plan on the offering for existing shareholders);
* Decide on issues related to the implementation and use of the proceeds from the offering, and determine the necessary dossiers to be submitted to the competent authorities to clarify the purpose of using the proceeds from the offering as stated in the plan approved by the General Meeting of Shareholders and the Board of Directors;
* Decide on and sign the documents in the Dossiers for the share offering and implement other necessary procedures to report the share issuance and report the issuance results to the State Securities Commission;
* Decide on the record date for the list of shareholders and implement procedures to record the list of shareholders to offer shares;
* Implement the procedures for distributing the offered shares; Record the actual number of shares issued after completing the offering procedures;
* Implement the procedures for amending and supplementing the Operating License, Business Registration Certificate, and Charter of Viet Capital Commercial Joint Stock Bank according to the new charter capital after the offering is completed;
* Implement the registration for additional deposit at VSDC and the registration for additional trading on the Upcom Exchange for the total number of issued shares;
* Decide on other issues and implement other tasks that the Chair of the Board of Directors or the General Manager deems necessary to complete the issuance plan.

‎‎Article 6. This Resolution takes effect from the date of its signing. The General Manager, relevant units, and individuals of Viet Capital Commercial Joint Stock Bank are responsible for the implementation of this Resolution.