**BID121027: Board Resolution**

On May 15, 2024, Joint Stock Commercial Bank for Investment and Development of Vietnam announced Resolution No. 526/NQ-BIDV on private placement of bonds to increase capital in Phase 2 of 2024 as follows:

‎‎Article 1. Approve the plan on private placement of bonds to increase capital in Phase 2 of 2024 with the following main contents:

1. Issuance purpose: Increasing tier 2 capital.
2. Total issued bond value per par value: Maximum VND 6,000 billion.
3. Type of bonds: Non-convertible bonds, no warrants, no collateral, with direct debt repayment obligations, are subordinated debt of BIDV.
4. Currency for issuance and payment: VND.
5. Form of bonds: Book entry.
6. Bond par value: VND 100,000,000 or multiples of VND 100,000,000.
7. Issuance price: 100% of the par value.
8. Bond term: Over 5 years.
9. Nominal bond interest rate: Is determined for each issuance by Joint Stock Commercial Bank for Investment and Development of Vietnam, based on the market situation, the Bank's acceptance ability/capital needs at the time of issuance, and in accordance with the interest rate regulations of the State Bank in each period (if any).
10. Venue for issuance: At the Headquarters and/or all other branches of Joint Stock Commercial Bank for Investment and Development of Vietnam nationwide and/or at the agency for the issuance and the issuance guarantee, depending on each period.
11. Number of issuance rounds: No greater than 30 rounds, in which:

|  |  |  |
| --- | --- | --- |
| Time of offering | Number of offering rounds: | Volume for each round: |
| June 2024 - August 2024 | Maximum 15 rounds | Minimum VND 50 billion |
| September 2024 - November 2024 | Maximum 15 rounds | Minimum VND 50 billion |
| Total | Maximum 30 rounds | Maximum VND 6,000 billion |

1. Bond distribution time of each offering: No greater than 30 days, from the date of information disclosure before the offering.
2. Expected time of issuance: From June 2024 to November 2024.
3. Payment method of bond principal and interest:
* Bond interest is postpaid on an annual basis or depending on the specific regulations of the Bank for each issuance.
* Bond principal is paid on the maturity date for each period unless being repurchased by BIDV or depending on the specific regulations of the Bank for each issuance.
* Bond principal and interest are paid at the Headquarters and/or branches of BIDV nationwide and/or a third party depending on the specific regulations of BIDV for each issuance.
1. Bonds are registered for trading pursuant to Clause 13, Article 1 and Article 3 of Decree 65/2022/ND-CP and related guiding documents.
2. Other conditions of bonds: Ensure bonds are qualified to be recorded into tier 2 capital as per regulations.
3. Other contents according to the attached plan on private placement of bond to increase capital in Phase 2 of 2024.

‎‎Article 2. Terms of enforcement:

For transactions related to a private placement of bonds to increase capital under the approval authority of the Board of Directors, the General Manager directs the following implementation: decide on the issuance time, scale, interest rate, payment method of bond principal and interest, and other contents of each issuance that are specifically stipulated in the bond offering information disclosure of the issuance; consider, decide and organize the implementation of registration and centralized depository at Vietnam Securities Depository and Clearing Corporation; approve and organize bond trading registration on the corporate bond trading system for private placement at the Hanoi Stock Exchange for BIDV bonds subject to registration for trading according to applicable law at the time of registration. Within the scope of assigned authority, the General Manager can decentralize and authorize on a regular or one-time basis to relevant individuals/units to implement and decide on incurred documents (if necessary).

‎‎Article 3. This Resolution takes effect from the date of its signing.

‎‎Article 4. Members of the Board of Directors, the Executive Board, the Chief Secretariat of the Board of Directors and Shareholder Relations, Manager of the Assistant Committee of ALCO, the Department of Capital Business and Monetary, and relevant units and individuals are responsible for implementing this Resolution in accordance with the provisions of the law and BIDV.