**BVB123025: Board Resolution**

On May 10, 2023, Viet Capital Bank announced Resolution No. 96/2023/BVBank/NQ-HDQT on the implementation of the plan on share issuance from the source of owners’ equity at the rate of 10%, as follows:

‎‎Article 1. Approve the implementation of the plan on share issuance to existing shareholders from the source of owner’s equity approved by the Company's Annual General Meeting of Shareholders in General Mandate No. 01/23/NQ-DHDCD dated April 26 2023, specifically as follows:

* Share name: Shares of Viet Capital Bank
* Share type: Common shares.
* Share par value: VND10,000/share.
* Number of offered shares: 501,680,000 shares.
* Number of outstanding shares 501,680,000 shares.
* Maximum number of shares expected to be offered: 50,168,000 shares.
* Total expected issuance value at par value: VND501,680,000,000.
* Issuance rate: 10% of the total number of outstanding shares, equivalent to the right exercise rate of 100:10 (on the record date to exercise the right, shareholders owning 1 share will receive an additional 1 right, for every 100 rights shareholders will receive 10 new shares).
* Plan on handling fractional shares: Shares issued to increase capital from owner’s equity for existing shareholders will be rounded down to the unit, and the decimal part will be canceled.

For example: At the record date, shareholder Nguyen Van A owned 125 shares, the number of shares to which shareholder Nguyen Van A is entitled is 125\*10%= 12.5 shares. After rounding down to the nearest unit, the number of shares shareholder Nguyen Van A received is 12, and 0.5 shares will be canceled.

* Total expected number of shares after the issuance: 551,848,000 shares
* Expected charter capital after the issuance: VND5,518,480,000,000
* Eligible buyers: Shareholders on the list of shareholders at the record date for the list of shareholders to exercise their rights.
* Capital sources used to increase the charter capital: Remaining undistributed profit after tax after appropriation for funds according to the Audited Financial Statements on December 31, 2022, and ensuring sufficient resources in the Audited Financial Statements on December 31, 2023. Specifically as follows:

|  |  |  |
| --- | --- | --- |
| No. | Target | Amount (VND) |
| 1 | Remaining undistributed profit after tax after appropriation for funds | 501,680,000,000 |
| Total | 501,680,000,000 |

* Execution time: In 2024, according to the provisions of law.

‎‎Article 2. Approve additional securities registration at Vietnam Securities Depository and Clearing Corporation and additional trading registration at Hanoi Stock Exchange for the entire number of additional shares increased from the issuance according to regulations.

‎‎Article 3. Assign to the Chair of the Board of Directors and/or the General Manager:

* Decide on a specific issuance time;
* Decide and sign the documents in the Registration Dossier of the share issuance from the source of owners’ equity and carry out other necessary procedures to report the share issuance and report the issunace results to the State Securities Commission;
* Decide on the record date for the list of shareholders and carry out procedures to record the list of shareholders to offer shares;
* Record the actual number of offer shares after handling the fractional number of shares.
* Implement procedures to amend and supplement the Operating License, Business Registration Certificate and the Charter of Viet Capital Bank according to the new Charter capital after completing the share issuance;
* Carry out additional depository registration at the Vietnam Securities Depository and additional trading registration on the Upcom Exchange for the entire number of shares actually offered;
* Implement other authorized contents specifically stated in the issuance plan; and
* Decide on other issues and implement other tasks that the Chair of the Board of Directors or the General Manager finds necessary to complete the issuance plan.

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

‎‎Article 5. Members of the Board of Directors, the Board of Management, the Executive Board, relevant units and individuals of Viet Capital Bank are responsible for implementing this Resolution.