

No.: 590/2026/NQQT-NHNA

Ho Chi Minh City, March 27th, 2026

RESOLUTION OF THE BOARD OF DIRECTORS
On the implementation of the 2026 Charter Capital Increase Plan of
Nam A Commercial Joint Stock Bank

THE BOARD OF DIRECTORS OF NAM A COMMERCIAL JOINT STOCK BANK

Pursuant to the Charter of Nam A Commercial Joint Stock Bank as amended and supplemented and approved by the General Meeting of Shareholders on March 20th, 2026;

Pursuant to the Decision No. 1642/2024/QĐQT-NHNA dated October 28th, 2024 of the Board of Directors regarding the Regulation on organization, management and administration of Nam A Commercial Joint Stock Bank issued under of Nam A Commercial Joint Stock Bank;

Pursuant to the Resolution of the 2026 Annual General Meeting of Shareholders dated March 20th, 2026 of Nam A Commercial Joint Stock Bank;

Pursuant to the Proposal No. 586/2026/TTr-NHNA-VPHĐQT dated March 26th, 2026 of the Office of the Board of Directors on the implementation of the 2026 Charter Capital Increase Plan of Nam A Commercial Joint Stock Bank;

Pursuant to the Approval of voting of the members of the Board of Directors;

Pursuant to the Power of Attorney No. 585/2026/UQQT-NHNA dated March 26th, 2026 issued by the Chairman of the Board of Directors authorizing the Vice Chairwoman – Mrs. Vo Thi Tuyet Nga.

HEREBY RESOLVES:

Article 1. To approve the implementation of the 2026 Charter Capital Increase Plan of Nam A Commercial Joint Stock Bank (Nam A Bank) according to Proposal No. 586/2026/TTr-NHNA-VPHĐQT dated March 26th, 2026 of the Office of the Board of Directors, details are as follows:

- Share Name: Shares of Nam A Commercial Joint Stock Bank.
- Share Type: Ordinary shares.
- Currency of Issuance: Vietnamese Dong (VND).
- Par value: VND 10,000/share.
- Total number of shares expected to be issued: 543,137,296 shares.
- Total par value: VND 5,431,372,960,000.
- Charter capital is expected to increase from VND **17,156,864,800,000** to VND **22,588,237,760,000**.
- The specific issuance procedures are as follows:

Nam A Bank shall carry out the issuance procedures in the following sequence:

- i. Issuing shares to increase share capital from equity capital.

ii. Issuing shares under the Employee Stock Ownership Plan of Nam A Bank (ESOP) and private placement of shares: The Board of Directors shall determine the appropriate timing for implementation in accordance with applicable laws and actual conditions at the time of issuance.

– The specific issuance plan is as follows:

❖ **Issuing shares to increase share capital from equity capital:**

- + Number of outstanding shares of Nam A Bank: 1,715,686,480 shares.
- + Number of shares expected to be issued: 343,137,296 shares.
- + Total par value: VND 3,431,372,960,000.
- + Issuance rate: 20% (343,137,296 shares ÷ 1,715,686,480 shares).
- + Handling of fractional shares: Additional shares issued to shareholders will be rounded down to the nearest whole unit. Fractional shares arising from rounding (if any) will be canceled.
- + Issuance subjects: Existing shareholders whose names appear on the shareholder list on the record date shall be entitled to receive the shares issued in accordance with the Resolution of the Board of Directors.
- + Issuance capital: from undistributed retained earnings and the charter capital supplementary reserve fund based on Nam A Bank's audited financial statements for 2025, specifically as follows:

No.	Items	Figures as of 31/12/2025 according to Audited Separate Financial Statements (VND)	Figures as of 31/12/2025 according to Audited Consolidated Financial Statements (VND)	Amount utilized for charter capital increase (VND)
1	Capital supplementary reserve	850,475,627,177	859,979,038,222	111,300,000,000
2	Surplus equity	62,989,081	62,989,081	-
3	Retained earnings (after deducting other funds)	3,628,084,581,245	3,628,084,581,245	3,320,072,960,000
3.1	Profit amount utilized for shares issuance to increase share capital from equity capital	3,320,072,960,000	3,320,072,960,000	3,320,072,960,000

No.	Items	Figures as of 31/12/2025 according to Audited Separate Financial Statements (VND)	Figures as of 31/12/2025 according to Audited Consolidated Financial Statements (VND)	Amount utilized for charter capital increase (VND)
3.2	<i>Residual earnings</i>	308,011,621,245	308,011,621,245	-
4	Other Funds	1,706,733,667,517	1,725,740,489,603	-
4.1	<i>Financial reserve</i>	1,674,809,633,433	1,693,816,455,519	-
4.2	<i>Development investment fund</i>	15,938,718,910	15,938,718,910	-
4.3	<i>Science and training research fund</i>	15,985,315,174	15,985,315,174	-
Amount utilized to increase share capital from equity capital				3,431,372,960,000

- + Expected issuance time: Quarter 2 of 2026, after obtaining approval from the State Bank of Vietnam (SBV) and the State Securities Commission (SSC).
- + Expected completion time: As stipulated in the License/Approval Document issued by the competent State agencies, expected in Quarter 2 or Quarter 3 of 2026.
- + Expected number of outstanding shares after completion of issuing shares to increase share capital from equity capital: **2,058,823,776 shares.**
- ❖ **Issuing shares under the Employee Stock Ownership Plan of Nam A Bank:**
 - + Number of shares expected to be issued: 100,000,000 shares.
 - + Total par value: VND 1,000,000,000,000.
 - + Issuance ratio:
 - For the charter capital after completing the share issuance to increase share capital from equity capital (in the case where Nam A Bank implements the 2026 ESOP issuance first): 4.857% (100,000,000 shares ÷ 2,058,823,776 shares).
 - For the charter capital after completing the share issuance to increase share capital from equity capital and the private placement of shares (in the case where Nam A Bank conducts the private placement first): 4.632% [100,000,000 shares ÷ (2,058,823,776 shares + 100,000,000 shares)].

The issuance of shares under the 2026 ESOP Program must ensure that at the time of issuance, it is in compliance with the provisions of Clause 2, Article 64 of Decree No. 155/2020/ND-CP dated December 31st, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities No. 54/2019/QH14 dated November 26th, 2019 of the National Assembly, specifically: “2. *The total number of shares issued under the program in each 12-month period must not exceed 5% of the company's outstanding shares.*”.

- + Issuance price: At par value (VND 10,000/share).
- + Issuance subjects: Officers and employees of Nam A Bank and its subsidiaries (Employees).
- + Eligibility criteria for employees participating in the 2026 ESOP Program and the principles for determining the number of shares allocated to each employee: details are provided in the 2026 ESOP Issuance Regulations (the 2026 ESOP Regulations) of Nam A Bank, as approved by the 2026 Annual General Meeting of Shareholders.
- + Transfer Restrictions: Shares issued under the ESOP Program are subject to transfer restrictions of 100% of the shares within 01 (one) year from the end date of issuance and 50% of the shares in the following year.
- + Issuance Purposes:
 - To reward employees with outstanding achievements.
 - To align employee benefits with Nam A Bank's performance.
 - To attract and retain qualified employees for senior leadership positions.
- + Treatment of unsubscribed shares: In the event that an employee declines to purchase, or purchases fewer than the number of shares for which the employee is eligible, or if, during the period from the approval of the list of eligible employees by the Board of Directors to the date the SSC announces its receipt of the complete issuance dossier, an employee no longer meets the eligibility criteria for participation in the 2026 ESOP Program, the Board of Directors shall have full authority to allocate such shares to other employees who satisfy the eligibility criteria for ESOP share purchase as prescribed in Article 6 of the 2026 ESOP Regulations. The offering price and transfer-restriction conditions applicable to these shares shall remain the same as those applied to shares offered under the 2026 ESOP Program. If the Board of Directors is unable to allocate all of such shares, the remaining unsubscribed shares shall be cancelled, and the issuance shall be deemed concluded.
- + Provision on the repurchase of shares and the resale of repurchased shares: Details as specified in the 2026 ESOP Regulations as approved by the 2026 Annual General Meeting of Shareholders.
- + Expected issuance time: Quarter 2 or Quarter 3 of 2026, after obtaining approval from the SBV, the SSC.
- + Expected time of completion: In accordance with the License/Approval Document issued by the competent State agencies, expected in Quarter 3 or Quarter 4 of 2026.

- + Information on the issuance of shares under the ESOP program in the last 12 months: None.
- + Expected number of outstanding shares after completing the issuance:
 - In the case where Nam A Bank conducts the 2026 ESOP share issuance prior to the private placement: **2,158,823,776 shares.**
 - In the case where Nam A Bank conducts the 2026 ESOP share issuance after the private placement: **2,258,823,776 shares.**
- ❖ **Private placement of shares:**
 - + Purpose of the offering: To reinforce the Bank's financial capacity and to provide additional capital for Nam A Bank's business operations.
 - + Number of shares expected to be issued: 100,000,000 shares.
 - + Issuance ratio:
 - For the charter capital after completing the share issuance to increase share capital from equity capital (in the case where Nam A Bank conducts the private placement first): 4.857% (100,000,000 shares ÷ 2,058,823,776 shares).
 - For the charter capital after completing the share issuance to increase share capital from equity capital and the 2026 ESOP Program (in the case where Nam A Bank implements the 2026 ESOP Program first): 4.632% [100,000,000 shares ÷ (2,058,823,776 shares + 100,000,000 shares)].
 - + Issuance price: At par value (VND 10,000/share).
 - + Pricing determination principle: The specific offering price shall be determined through direct negotiation with investors but shall not be lower than: (i) the par value; and (ii) the book value per share of NAB as of the most recent date (based on Nam A Bank's latest consolidated financial statements prior to the offering).
 - + Investor selection criteria: Investors must be domestic and/or foreign institutions or individuals with financial capability and who meet the criteria and conditions of professional securities investors as defined under the Securities Law.
 - + Number of investors: Fewer than 100 investors.
 - + Transfer Restrictions: Shares offered under the private placement shall be subject to a 100% transfer restriction for a period of 01 (one) year from the closing date of the offering, except for transfers between professional securities investors, or transfers carried out pursuant to legally effective court judgments, arbitral awards, or inheritance in accordance with the law.
 - + Treatment of unsubscribed shares: Any private-placement shares that remain unsubscribed (if any) may be further allocated by the Board of Directors to other eligible investors who meet the investor-selection criteria approved by the General Meeting of Shareholders, at a price not lower than the offering price approved by the Board of Directors, provided that the private placement remains within the originally approved scope and complies with share-ownership limits under applicable laws. If, upon expiry of the statutory distribution period, any

shares remain unsubscribed, such shares shall be cancelled and the offering shall be deemed completed.

- + Expected issuance time: Quarter 2 or Quarter 3 of 2026, subject to receipt of approval from the SBV and the SSC.
- + Expected time of completion: In accordance with the License/Approval Document issued by the competent State regulatory authorities, tentatively in Quarter 3 or Quarter 4 of 2026.

Article 2. The Board of Directors is responsible for: (i) Implementing the issuance of shares to increase share capital from equity capital; issuing shares under the Employee Stock Option Program and the private placement of shares (ii) Reporting the results of the charter capital increase at the next Annual General Meeting of Shareholders of Nam A Commercial Joint Stock Bank.

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

Members of the Board of Directors, the Board of Supervisors, the Board of Management and relevant organizations, individuals are responsible for the implementation of this Resolution./.

**FOR BOARD OF DIRECTORS
POWER OF ATTORNEY OF CHAIRMAN –
LEGAL REPRESENTATIVE
VICE CHAIRWOMAN**

Recipients:

- The Board of Directors;
- The Board of Supervisors;
- The Chief Executive Officer;
- Archived: Office of BOD.

(signed)

Vo Thi Tuyet Nga