



CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM
Độc lập – Tự do – Hạnh phúc
THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Số: 95 /2025/CVHĐQT-VPB
No.: 95 /2025/CVHĐQT-VPB

Hà Nội, ngày 29 tháng 04 năm 2025
Hanoi, April 29, 2025

CÔNG BỐ THÔNG TIN BẤT THƯỜNG
IRREGULAR INFORMATION DISCLOSURE

Kính gửi: Ủy ban Chứng khoán Nhà nước
Sở Giao dịch chứng khoán TP HCM
Sở Giao dịch chứng khoán HN
To: State Securities Commission
Ho Chi Minh Stock Exchange
Hanoi Stock Exchange

1. Tên tổ chức/Organization: Ngân hàng Thương mại Cổ phần Việt Nam Thịnh Vượng/Vietnam Prosperity Joint-Stock Commercial Bank ("VPBank")

- Mã chứng khoán/Stock symbol: VPB

- Địa chỉ/Address: 89 Láng Hạ, Phường Láng Hạ, Quận Đống Đa, Thành phố Hà Nội/89 Lang Ha, Lang Ha ward, Dong Da district, Hanoi

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2. Nội dung thông tin công bố/Content of disclosure

Ngân hàng TMCP Việt Nam Thịnh Vượng (VPBank) công bố thông tin về Nghị quyết và Biên bản họp Đại hội đồng cổ đông 2025. Vietnam Prosperity Joint Stock Commercial Bank (VPBank) hereby discloses information regarding the AGM Meeting minutes and AGM Resolution 2025.

3. Thông tin này đã được công bố trên trang thông tin điện tử của VPBank vào ngày / / 2025 tại đường dẫn: <https://www.vpbank.com.vn/en/quan-he-nha-dau-tu>/This information was published on VPBank's website on April 29, 2025 at the link: <https://www.vpbank.com.vn/en/quan-he-nha-dau-tu>.

Chúng tôi 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/We hereby committed that the information provided is true and correct and we are completely responsible before the law for the published information./



ĐẠI DIỆN CỦA TỔ CHỨC
~~LEGAL REPRESENTATION~~
CHỦ TỊCH HĐQT



NGÔ CHÍ DŨNG



Hanoi, April 28, 2025

MINUTES OF
VPBANK'S ANNUAL GENERAL MEETING OF SHAREHOLDERS IN 2025
No. 01/2025/BB-AGM-VPBank

As convened by the BOD Chairman, the 2025 Annual General Meeting of Shareholders of Vietnam Prosperity Joint Stock Commercial Bank (VPBank) took place as follows:

Time and venue:

- *Time:* 14h-17h on 28/04/2025
- *Venue:* Ball Room, 6th Floor, Lotte Hotel, No. 54, Lieu Giai Street, Cong Vi Ward, Ba Dinh District, Hanoi City

Participants:

Shareholders who legally own common shares of VPBank and persons legally authorized by shareholders (regardless of the number of shares owned by such shareholders) registering to attend the meeting (in this document, to make it easy to track, the reference to shareholders means both shareholders and persons authorized by shareholders).

The Board of Directors, the Supervisory Board, the CEO and representatives of the Bank's staff.

The contents of the 2025 Annual General Meeting of Shareholders (AGM) are as follows:

- I. The Organizing Committee of the AGM carried out the procedures for starting the meeting as follows:**
 1. Read the minutes of participants eligibility check at the opening of the meeting:
 - At the time of opening: The total number of participants (including shareholders directly attending and authorized persons) was 370, representing 6,247,525,605 shares, accounting for 78.74% of the total voting votes of the Bank.
 - At the time of voting: The total number of participants (including shareholders directly attending and authorized persons to attend) was 619 delegates, representing 6,277,522,964 shares, accounting for 79.12% of the total voting votes of the Bank.
 2. Introduction and approval of the meeting agenda
 3. Reading and approval of the Working Regulations, Voting Rules, Election Rules at the General Meeting
 4. Introduction of the Presidium and the Chair of the meeting
 - The Chair was Mr. Ngo Chi Dung - BOD Chairman

- Mr. Bui Hai Quan - Vice Chairman of the Board of Directors (appointed by the Chairman to control the University).
- Mr. Nguyen Duc Vinh - CEO (appointed by the Chairman to co-chair the meeting).

5. Introduction of the secretary

- Ms. Le Lan Kim – Officer of BOD Office, shareholder (as designated by the Chair)

6. Nomination and approval of the composition of the Vote Counting Board

- Mr. Le Hoang Lan – Officer of BOD Office, shareholder – Teamleader
- Ms. Hoang Thi Quynh Trang – Officer of Legal and Compliance Division, shareholder – Member
- Ms. Nguyen Thi Bich Ngoc – IR Officer, shareholder – Member

The AGM voted with the number of votes in favor of the meeting agenda, rules and composition of the Vote Counting Board, Regulations on voting and election accounting for the total voting shares of all attending shareholders. There were no shareholders who disagreed or did not vote.

II. Presentation of reports and proposals within the power of the AGM

Under the leadership of the chair, the meeting heard the following reports and proposals:

1. Mr. Nguyen Duc Vinh – CEO presented a summary report on business performance 2024; VPBank's business plan 2025 (the figures for 2024 were independently audited by E&Y Vietnam).
2. Mr. Ngo Chi Dung - Chairman of the Board of Directors presented the 2024 performance report of the Board of Directors, the plan for 2025.
3. Ms. Kim Ly Huyen – Head of the Supervisory Board presented the performance report of the Supervisory Board in 2024, the plan for 2025.
4. Mr. Bui Hai Quan – Vice Chairman of the Board of Directors, presented the issues to be submitted to the General Meeting of Shareholders for approval including:
 - Approving the Separate and Consolidated Financial Statements for the fiscal year ended December 31, 2024 of VPBank, audited by Ernst & Young Vietnam Co., Ltd.
 - Approving the profit distribution plan 2024.
 - Approving remuneration, bonuses, other benefits (management liability insurance, accident and health insurance, health check-up regimes according to the Bank's general policy) and the operating budget of VPBank's Board of Directors and Supervisory Board in 2025.
 - Deciding on the selection of an independent audit firm for to audit VPBank's financial statements.
 - Approving plans for investment, capital contribution, establishment of subsidiaries, cooperation, joint ventures, associations and others.
 - Approving contracts and transactions with subsidiaries.
 - Approving the expected remedial plan in case of early intervention.
 - Approving the authorization to the Board of Directors to decide on a number of contents, including issues under the owner's authority at the subsidiaries; changing the organizational

- structure, management and administration apparatus if necessary; decide on solutions to overcoming major financial fluctuations (if any).
- Approving the application for license concerning additional business lines of VPBank.
 - Approving the removal of debts for which provisions have been used as provisions to handle risks as long as they meet requirements.
 - Approving the amended charter of Vietnam Prosperity Commercial Joint Stock Bank and the assignment of related tasks to the Board of Directors.
 - Approving the quantity of 8 members of the Board of Directors for the term 2025-2030, including 02 independent members.
 - Approving the quantity of 5 members of the Supervisory Board for the term 2025-2030.
 - Election of the Board of Directors, the Supervisory Board for the term 2025-2030.

Detailed Documents Attached

III. DISCUSSION:

Shareholders asked questions which were addressed by the Presidium. The content of questions that the delegates were interested in and raised with response from the Presidium is summarized in the attached document.

IV. VOTING

The General Meeting of Shareholders voted on the issues presented to the shareholders for opinions.

The vote counting minutes stating voting results of each issue is attached.

V. ADOPTED RESOLUTIONS

Resolution 01/2025/DHDCD - Approval of the Executive Board's Report (Appendix 01):

Summary of some business results in 2024

STT	Target (Unit: billion VND; %)	Implementation in 2024	Implementation in 2023	% Growth
1	Total Assets	923,848	817,567	13,0%
2	Customer deposits and issued valuable papers	552,642	490,156	12,7%
3	Credit balance	709,986	600,524	18,2%
4	Standalone NPL (Circular 31)	2,47%	2,95%	-0,48%
5	Profit before tax	20,013	10,804	85,2%
<i>Profit from the Parent bank and subsidiaries</i>				
	VPBank	18,260	13,468	35,6%
	FE Credit	512	(3,699)	113,8%
	VPBankS	1,220	1,255	-3%
	OPES	474	156	203,3%

Some of the main business goals in 2025 are as follows:

STT	Target (Unit: billion VND, %)	Planned 2025	Actual 2024	% Growth
1	Total consolidated assets	1,132,800	923,848	23%
2	Consolidated customer deposits and issued valuable papers	742,311	552,642	34%
3	Consolidated credit balance	887,724	709,986	25%
4	Standalone NPL (under Circular 31)	< 3%	2,47%	
5	Consolidated profit before tax	25,270	20,013	26%
5.a	VPBank	22,219	18,260	22%
5.b	FE Credit	1,126	512	120%
5.c	VPBankS	2,003	1,220	64%
5.d	OPES	636	474	34%

- The credit growth mentioned above is calculated based on the Bank's needs and capacity. The actual figures will be delivered based on the maximum limits/regulations of the State Bank.
- The above targets are based on assumptions/analysis of the growth scenario of the economy in general and the Bank's actual capacity. It was proposed that the AGM agree and assign the BOD to proactively make decisions, as well as adjust the above indicators in accordance with the actual situation and the limits/policies of the State Bank.

Resolution 02/2025/DHDCD - Approval of the full report of VPBank's Board of Directors and the report of independent members of the Board of Directors (Appendix 02)

Resolution 03/2025/DHDCD - Approval of the full report of VPBank's Supervisory Board (Appendix 03).

Resolution 04/2025/DHDCD – Approval of the Separate and Consolidated Financial Statements for the fiscal year ended December 31, 2024 of VPBank, audited by Ernst & Young Vietnam Co., Ltd. The details are published on the website www.vpbank.com.vn.

Resolution 05/2025/DHDCD - Approval of the profit distribution plan 2024 as follows:

No.	Indicator	Amount (million VND)
1	Consolidated profit after tax (*)	15,986,826
1.1	Allocation of (negative) interests to non-controlling shareholders in subsidiaries, resulting in the increase in the net profit of bank shareholders (*)	(208,031)
1.2 = 1+1.1	Net profit in the period distributable to shareholders of the bank (*)	15,778,795

2 = 2.1+2.2	Total appropriation of funds (*)	2,903,591
2.1	Reserve fund to supplement charter capital (mandatory) (*)	1,461,250
	<i>Of which:</i>	
	<i>Reserve fund to supplement charter capital of VPBank</i>	1,442,341
	<i>Reserve fund to supplement charter capital of VPBank AMC</i>	11
	<i>Reserve fund to supplement charter capital of OPES</i>	18,898
2.2	Financial Reserve Fund (mandatory) (*)	1,442,341
3=1.1-2	Profit remaining after allocation of mandatory reserves	12,875,204
4	Expected earnings to be used for 5% cash dividend	3,966,962
5=3-4	Retained earnings after allocation of mandatory reserves and dividend distribution	8,908,242

(*) Note: Figures from the audited consolidated financial statements

- i. Approval of the plan for **allocation of mandatory reserves** and profit distribution 2024 as above
- ii. Approval of the cash dividend payment plan as follows:
 - Execution time: expected Q2-Q3 of 2025. The specific time will be decided by the BOD in compliance with the provisions of law and the actual conditions of the Bank.
 - Cash dividend payout ratio: 5%/share (01 share receives 500 VND)
 - The expected amount of cash dividend payment: 3,966,962 million VND.
 - Dividend recipients: Shareholders who are named on the list of shareholders on the last registration date to exercise the right to receive cash dividends.
 - Payment method: cash/bank transfer
 - Source of dividend payment: the Bank's undistributed profit after setting up funds as of December 31, 2024 according to the Bank's 2024 financial statements.
- iii. The BOD is responsible for deciding on the implementation of the plan for distributing profit, setting aside and using funds of 2024 of VPBank and its subsidiaries in accordance with the provisions of law and the State Bank; carry out processes and procedures with competent agencies to complete the payment of cash dividends.

Resolution 06/2025/DHDCD - Approval of remuneration, bonuses, other benefits (management liability insurance, accident and health insurance, health check-ups according to the Bank's general policy) and the operating budget of the BOD and the BOS of VPBank in 2024, which is equivalent to 0.5% x the Bank's consolidated profit before tax. Detailed calculations of remuneration, bonuses and other benefits for each member shall comply with the provisions of the Charter and relevant internal policies and regulations of the Bank.

Resolution 07/2025/DHDCD - Decision on the selection of an independent auditing firm to audit financial statements and provide assurance services concerning the operation of the internal control

system in the preparation and presentation of financial statements of the bank in the following fiscal year, which is any auditing firm in the following list including Ernst & Young Vietnam Co., Ltd.; KPMG Vietnam Co., Ltd.; Deloitte Vietnam Co., Ltd.; PwC Vietnam Co., Ltd. The BOD is assigned to negotiate and finalize terms and conditions for service provision with one of the above-mentioned auditing firms to ensure compliance with the provisions of the law and financial efficiency.

Resolution 08/2025/DHDCD - Approval of capital contribution, subsidiary establishment, cooperation, joint venture plans and others:

8.1. Approval of the capital contribution plan to establish a subsidiary in the insurance sector as follows:

- **Expected charter capital is VND 2,000,000,000,000 (Two thousand billion VND).** The Board of Directors will decide on the specific charter capital according to the agreement with the parties/related investors.
- **Field of business:** Life insurance. The subsidiary will offer basic life insurance products, health insurance, joint insurance and other insurance services as regulated by law and approved by the Ministry of Finance.
- **The holding stake of VPBank and related parties:** to the extent permitted by law (100%). The stake held by VPBank will depend on the agreement with related parties and/or partners and related regulations on the basis of compliance with legal regulations and the newly established insurance company will become a subsidiary of the Bank.

8.2. Approval of the plan on capital contribution, receipt of transfer of contributed capital/purchase of shares for a fund management company to become a subsidiary of VPBank as follows:

- **Expected charter capital:** meet the minimum charter capital as required by law. The charter capital of the fund management company will be based on the particular status of the target enterprise and the agreement with the parties/investors involved.
- **Field of business:** The fund management company is established and operates under Vietnamese law.
- **The holding stake of VPBank and related parties:** to the extent permitted by law (100%). The stake held by VPBank will depend on the agreement with related parties and/or partners and related regulations on the basis of compliance with legal regulations and the newly established fund management company will become a subsidiary of the Bank.
- **Purchase price/transaction value:** based on agreements between stakeholders, the current status of target enterprises, market conditions and relevant legal requirements.

8.3. Agreements on directions and plans for joint ventures, associations and partnership: searching, participating in, and implementing plans for joint venture, association, investment cooperation, capital contribution, share purchase, restructuring/re-organization of other enterprises and credit institutions, etc. in the fields in which VPBank is allowed to contribute capital, purchase shares or other fields in accordance with the law and on the basis of suitability to the business development needs and the ecosystem of VPBank, the policies of competent agencies and

harmonization of shareholders' interests.

- 8.4. The BOD is authorized to organize the implementation, seek opportunities for partnership with suitable partners as mentioned in the above section, decide on and organize the implementation of investment plans and specific action plans. The BOD shall have the full right to negotiate with sellers, cooperative partners, related parties; work, discuss and conclude with the competent authorities and decide on all matters related to the above transactions, including but not limited to the selection of target enterprises, the ratio/level of capital contributed by VPBank, prices and accompanying terms and conditions; organizational structure, the legal form of target enterprises; models/methods of business cooperation, affiliation, re-organization/restructuring participation plans; decisions on transaction contents, documents signed and/or entered into by VPBank to perform the transaction as well as all other issues in the course of VPBank's participation in investment, cooperation, restructuring/support; decisions to amend, supplement and revise plans, issues and transactions as per agreement with the competent agencies and related parties...
- 8.5. During the implementation of the above activities, the BOD is entitled to decide on issues within the scope of assigned tasks and to assign, authorize and delegate its power to the BOD Chairman, CEO, units and individuals (in accordance with the Bank's regulations) to perform those tasks.

Resolution 09/2025/DHDCD: Approval of contracts with the subsidiaries:

Approval of the signing of loan and deposit (framework) contracts between VPBank and its subsidiaries, VPB SMBC FC and GPBank to meet the needs of business cooperation between VPBank and its subsidiaries. Approval of the loan and deposit limits up to a maximum of 35% of the bank's charter capital for each subsidiary including VPB SMBC FC and GPBank in line with the charter capital stated in the latest audited financial statements of VPBank from time to time, the specific limits shall be authorized to the BOD for decision. The BOD is authorized to discuss, work and decide on other detailed terms/contents of contracts and organize the implementation of the following tasks: (i) determining specific limits/values granted to VPB SMBC FC and GPBank, as well as values of contracts concluded with the subsidiaries within the limits/values approved by the AGM above; (ii) approving specific terms and conditions for contract execution; (iii) approving, modifying and updating contractual terms and conditions and fully executed contracts in alignment with the actual situation, conclusions and perform contracts with VPB SMBC FC and GPBank, including the signing of contract appendices, amendments (if necessary). The BOD shall direct and decide on all other relevant issues arising during the execution of these contracts; the BOD may assign, authorize and delegate its power to the BOD Chairman, CEO, units and individuals (in accordance with the Bank's regulations) to perform those tasks.

Resolution 10/2025/DHDCD - Approval of the tentative remedial plan in case of early intervention (in accordance with the requirements of the Law on Credit Institutions) as follows:

1. Information and assessment of organizational structure, operating network, subsidiaries, administration, business activities of VPBank;
2. Financial and operational status of VPBank: According to data in 2023 and 2024 for the following main
Capital size: Equity; Mobilized capital.
 - Capital size: Equity; mobilized funds

- Credit extension and asset quality: Credit extension status (credit balance, general assessment of credit extension activities); asset quality (debt classification, risk provisions, NPL handling).
 - Investment and capital contribution activities: securities investment and trading; long-term capital contribution, investment.
 - Other business activities: Foreign currency trading; LC/guarantee issuance; payment, agency, and trust activities.
 - Business results: Balance sheet indicators; profitability indicators; efficiency indicators (ROE, ROA, CIR).
 - The liquidity status and the compliance with prudential limits and ratios.
3. Measures to address each case specified in Clause 1, Article 156 of the Law on Credit Institutions, the implementation roadmap and timeline of each remedial measure, specifically:
- Obtaining the SBV's approval of support measures as specified in Article 159 of the Law on Credit Institutions in 2024, including measures and roadmaps to comply with required limits and ratios; the roadmap to reduce the take and the contributed capital of shareholders and capital contributors; measures on setting aside provisions and allocating interest receivables and reverting accrued interest.
 - The tentative remedial in case the accumulated loss is greater than 15% of the value of the charter capital, allocated capital and reserve funds stated in the latest audited financial statements or according to the inspection and audit conclusions of competent state agencies, including main measures such as: Improving business efficiency; promoting effective business practices, reviewing/restricting/controlling ineffective and high-risk business activities; monitoring credit limits and credit growth in various sectors, cutting operating costs.
 - The tentative remedial plan in case of violation of the minimum capital adequacy ratio specified at Point b, Clause 1, Article 138 of the Law on Credit Institutions 2024. The main measures include plans for increasing capital and improving the quality of equity; Control and improvement of existing assets' quality; Prevention of NPL increase, improvement of credit activities.
 - The tentative remedial plan in case the rating is below the average as regulated by the Governor of the State Bank, including the key following measures: improving management and governance capacity; strengthening risk management; handling existing financial weaknesses and shortages, handling NPLs, collateral and applying measures to correct legal violations.
 - The tentative remedial plan in case of violation of the solvency ratio as specified at Point a, Clause 1, Article 138 of the Law on Credit Institutions 2024 for a period of 30 consecutive days; mass withdrawal with reports sent to the SBV. Key measures include improving liquidity; increasing the holding of highly liquid assets; selling and transferring assets and adopting other measures to meet the requirements for safety in banking operations; communication and information technology measures to overcome liquidity difficulties and bank run.

4. The BOD is authorized to approve in the detailed remedial plans in case of early intervention, including amendments and supplements (if any) according to the needs of VPBank from time to time and periodic review for at least 02 years as prescribed in Clause 5, Article 143 of the Law on Credit Institutions 2024

Resolution 11/2025/DHDCD - Agreement on the assignment of the following tasks to the BOD:

- The BOD is entitled to decide on matters under the authority of the owner at the subsidiaries.
- Approval of the current organizational structure, management and governance apparatus of the Bank. The BOD is assigned to make adjustments if it deems necessary, depending on the specific conditions of the Bank.
- The BOD is assigned to decide on solutions to overcoming major financial fluctuations of the Bank, if any and report to the shareholders at the latest AGM.

Resolution 12/2025/DHDCD Approval of application for license regarding new additional business lines of VPBank as follows:

- CBusiness lines/activities to apply for license:

No.	BUSINESS LINE
1	Other payment services as prescribed by the Governor of the State Bank
2	Treasury services for credit institutions and foreign bank branches
3	Provision of money transfer, collection, payment services and other payment services without accounts
4	Advising on banking activities and other business activities specified in the License
5	Trading in debt instruments of the Government, Government-guaranteed bonds, municipal government bonds
6	Collateral management agent for lenders being international financial institutions, foreign credit institutions, credit institutions, foreign bank branches
7	Participation in the international payment system
8	Conducting foreign currency swap, forward transactions with foreign financial institutions in the international market for the purpose of supporting VPBank's foreign currency liquidity; Preventing and hedging against risks in VPBank's banking book and other foreign exchange transactions of the bank.
9	Providing services, making transactions of structured products such as Option linked deposit, Dual currency deposit with customers.
10	Conduct FX call and put option transactions with foreign financial institutions on the international market for the purpose of preventing and limiting risks for transactions, VPBank has concluded and performed with domestic customers and licensed credit institutions.

11	Receive entrustment for indirect investment abroad
12	Representation of bondholders
13	Investment Certificate Distribution Agent
14	Securities distribution agent to the extent permitted by law
15	Providing clearing and settlement services for securities transactions in accordance with the law on securities.
16	Indirect proprietary trading and investment abroad
17	Conducting business activities related to banking activities and other business lines on the basis of conformity with law and guidance, approval and permission of competent state agencies.

- Approval of the amendment/supplementation/update of the Charter, Establishment and Operation License, Enterprise Registration Certificate... to record business lines, content, scope of operation and other changes (if any) in accordance with law.
- The BOD is responsible for performing the following tasks:
 - ✓ Decide on relevant issues when supplementing and amending the contents of the Establishment and Operation License as per the above-mentioned list of business lines, including supplementing, clarifying and amending contents in accordance with the provisions of law and requirements of the SBV, state regulators and the actual situation.
 - ✓ Decide and apply for/submit applications to the SBV and state regulators concerning the supplementation and amendment of the content listed in the table above to the Establishment and Operation License
 - ✓ Decide on and submit documentation to the competent authority in charge of business registration regarding the supplementation and adjustment of the content of the Establishment and Operation License and information about shareholders, charter capital and other information when there are changes to VPBank's Business Registration Certificate.
 - ✓ Decide on the registration of amendments and supplements of business lines on the Establishment and Operation License other than the content mentioned in the table above if required by law, competent state agencies and/or the actual situation.
 - ✓ Update and record business lines in the Bank's Charter, the Establishment and Operation License, Business Registration Certificate, etc. upon approval/agreement of the Competent Authorities.

Resolution 13/2025/DHDCD Approval and agreement on removal of debts to which risks are managed from the accounting book when they meet the following conditions: after at least 5 years from the date of use of provisions for risk handling and after all possible measures have been taken to recover those debts but unsuccessfully. After charging off these debts, they must be monitored further more on the management system for at least 10 years, except for debts of institutional customers that have gone bankrupt or dissolved in accordance with the provisions of law and upon liquidation and handling of all collateral, or debts of individual customers who are deceased, declared missing

according to the Court's decision and the handling of their inheritance and obligations has been completed in accordance with law. The list of debts to be removed from the off-balance sheet commitment will be decided by the BOD in compliance with legal regulations.

Resolution 14/2025/DHDCD Approval of the amended Charter of VPBank and the content of authorization to the BOD

1. Approving the amendment and supplementation of the Charter of VPBank (amendments and the full text of the Charter) according to the attached Appendix 04.
2. The BOD is authorized to decide on relevant issues when amending and supplementing VPBank Charter as mentioned above, including supplementing, clarifying and amending the content, adjusting the order of Articles, clauses and points in line with legal provisions and the actual situation.
3. The BOD is authorized to decide on relevant issues regarding the registration/submission to the State Bank and relevant agencies on the amendment, supplementation and adjustment of the content of the Charter as mentioned above.

Resolution 15/2025/DHDCD Approval of 8 BOD members, including 02 independent members for the term 2025-2030.

Resolution 16/2025/DHDCD Approval of 5 members of the Board of Supervisors for the term 2025-2030

The results of BOD and BOS election for the term 2025 – 2030

Resolution 17/2025/DHDCD The list of personnel elected to the BOD for the term 2025 – 2030

1. **Mr. Ngo Chi Dung:** Member of the Board of Directors
2. **Mr. Bui Hai Quan:** Member of the Board of Directors
3. **Mr. Lo Bang Giang:** Member of the Board of Directors
4. **Mr. Nguyen Duc Vinh:** Member of the Board of Directors
5. **Ms. Pham Thi Nhung:** Member of the Board of Directors
6. **Mr. Takeshi Kimoto:** Members of the Board of Directors:
7. **Mr. Daniel Ashton Carroll:** Independent Board Member
8. **Mr. Mai Xuan Hung:** Independent Board Member

Resolution 18/2025/DHDCD The list of personnel elected to the BOS for the term 2025 – 2030

1. **Mr. Takahashi Yasunori:** BOS member
2. **Ms. Kim Ly Huyen:** BOS member
3. **Mr. Vu Hong Cao:** BOS member
4. **Ms. Nguyen Thi Bich Hoi:** BOS member
5. **Ms. Bui Minh Ngoc:** BOS member

The meeting ended at 17:30 on the same day, the secretary read the Minutes and the General Meeting of Shareholders voted in favor of this Minutes with an approval rate of 100%.



Ngo Chi Dzung

THE PRESIDUM

Bui Hai Quan

Nguyen Duc Vinh

SECRETARY

Le Lan Kim

Shareholder: Banks that receive compulsory transfers have a strategy for the transferred bank. What is VPBank's strategy for GPBank?

Mr. Ngo Chi Dzung, Chairman of the Board of Directors: GPBank was transferred to VPBank in January and VPBank has sent key personnel as approved by the SBV to GPBank. VPBank is also coordinating with McKinsey to develop a development strategy for GPBank and the strategy is going to be completed. We strongly believe that GPBank will be successfully restructured. Before the transfer, GPBank lost about VND 1,000 billion per year or more. This year, although there are only 8 months left, we are confident that GPBank will have a profit of at least VND 500 billion.

Shareholder: Dividend payment plan in the coming years?

Mr. Ngo Chi Dzung: From 2010-2022, VPBank persisted in not paying dividends to prioritize the growth of the bank's scale and has achieved outstanding growth compared to the industry average. In 2022, by balancing the long-term growth target and the demand for cash dividends of shareholders, VPBank started to pay cash dividends and announced its efforts to maintain the cash dividend policy for 5 consecutive years. In the past 3 years, the bank has allocated nearly VND 20,000 billion to pay dividends and meet the needs of shareholders while still ensuring that there is still sufficient capital to maintain high growth in the coming years. Thus, in the next 2 years, the Board of Directors is expected to continue to pay cash dividends. However, the specific payout ratio for the next 2 years will depend on the Bank's actual situation on the basis of allocating sufficient capital for the Bank's strong credit growth target in the coming years and at the same time, meeting the needs of shareholders for cash dividends.

Shareholder: The stock price is very cheap. It is recommended that the Board of Directors consider buying treasury shares?

Mr. Ngo Chi Dzung: According to the law, when buying treasury shares, enterprises must reduce their charter capital. Therefore, in the context that VPBank needs to grow its equity for scale growth, especially when participating in the GPBank restructuring project, one of the biggest goals is to achieve credit growth of 35%/year in 5 years. At the same time, the bank also needs to balance the capital to pay cash dividends to shareholders. From the above 3 factors, VPBank should not buy treasury stocks at this point of time.

Shareholder: After receiving the transfer of GPBank, VPBank is in the group of banks entitled to extend the foreign ownership limit to 49%. Does the bank plan to expand this foreign ownership limit?

Mr. Ngo Chi Dzung: Currently, VPBank's maximum foreign ownership ratio is 30%, although this ratio is still available on the exchange, it can run out at any time when the market situation changes and foreign investors return. The increase of foreign ownership limit to 49% for VPBank is very important. Accordingly, VPBank has conditions and opportunities to increase

the stake of strategic partners or invite new partners to obtain capital to serve the bank's growth needs.

Shareholder: What are the bank's assessments on the US tariff policy, how does it affect VPBank?

Mr. Nguyen Duc Vinh: We see the impacts on the bank in three aspects.

Firstly, the impacts on the export sector, including a group of foreign companies that are producing, processing and exporting products; the second group is Vietnam's traditional export companies, especially those exporting agriculture and consumer goods. Currently, export enterprises account for just about 3% of the bank's total outstanding loans so the impact is not significant.

Secondly, the impacts on FDI customers. VPBank serves about 500 foreign enterprises, with cooperation and support from SMBC. However, the total scale of capital mobilization from foreign enterprises is about more than VND 10,000 billion and the outstanding loan balance is about VND 6,000 billion, thus the direct impact is not large yet.

According to us, some sectors such as industrial real estate need to be monitored closely, because if the new tariffs slow down FDI inflows, it will affect investment expansion plans of companies in Vietnam in the future.

Thirdly, there is concern about indirect impacts on consumers' purchasing power. VPBank currently has a large number of customers in the middle and low income segment. If exporters, especially those producing shoes, garments, furniture, and processed foods - which are concentrated in the southern region - are affected, it will lead to the risk of job reduction, thereby negatively affecting people's income and consumption.

VPBank has conducted internal assessments and has a contingency plan, but has not yet taken specific adjustment measures. Currently, VPBank is also waiting for more actions from the Vietnamese Government as well as correction signals from the international market.

Shareholder: What is the NPL status of VPBank and FE Credit, especially the real estate NPLs?

Mr. Nguyen Duc Vinh: At the end of Q1, VPBank had credit growth of 5.3%, higher than the market, if you include the outstanding credit balance for support of GPBank, the growth rate is more than 8.4%. The Profit was more than 5,000 billion VND, accounting for more than 20% of the full year target. NPLs in 2025 will be revealed in the first 6 months of the year, mainly due to restructured debts, especially real estate ones. For example, regarding Novaland, some of their projects have improved the legality, but only around 30%, so real estate NPLs will increase in the 1st and 2nd quarter and then will stabilize in the second half of the year.

FE Credit's outstanding loan balance increased by 30% over the same period, but the total outstanding loan exposure did not increase in Q1 thanks to debt recovery. This year will be a period of consolidation and improvement for FE to ensure long-term recovery. In the first 6 months, the company focused on debt collection and effective disbursement management. Then, the last 6 months of the year is an important time to break through when the new loan portfolio is promoted. VPBank's goal this year is to maintain the performance of FE Credit with a reasonable profit of about VND 1,200 billion and in the coming years, it can reach VND 3,000-4,000 billion.

VPBank's view on the real estate industry, this is an important industry in Vietnam, especially the development of housing projects. We also learn from past experiences with resort real estate projects and we will focus on participating in good projects and reputable investors in the market. Real estate will still be an area that VPBank will continue to pay attention to and grow credit with a focus on supporting home buyers.

Shareholder: Can the Board of Directors share about the plan to establish a life insurance company?

Mr. Bui Hai Quan, Vice Chairman of the Board of Directors: VPBank has developed beyond the framework of an individual bank and is aiming to become a financial group. VPBank already owns subsidiaries in the fields of consumer credit, non-life insurance, securities and the bank wants to add a life insurance company and a fund management company to its ecosystem.

In terms of strategy, life insurance is an indispensable business of a financial group, an area where customers have long-term attachment and engagement. Meanwhile, when VPBank cooperates in distributing insurance, VPBank does not grasp the business model and is not proactive in selecting, taking care of customers, etc. Therefore, the establishment of a life insurance company will help VPBank take proactive control and seek deeper cooperation opportunities with partners such as AIA.

Shareholder: Regarding the pilot project to develop a digital asset market platform, will VPBank participate in the pilot or not?

Mr. Nguyen Duc Vinh: This area is very new, important but also has many potential risks. Whether banks like or not, VPBank cannot stand on the sidelines. VPBank is ready to participate and is in the process of evaluating, analyzing and working with partners while waiting for the competent authority to approve the pilot project.

Hanoi, April 28, 2025

RESOLUTION OF VPBANK ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

- Pursuant to the Law on Credit Institutions No. 32/2024/QH14 and its amendments, supplements, and implementation guiding documents;
- Pursuant to the Law on Enterprises passed by the National Assembly of Vietnam on June 17, 2020, its amendments, supplements, and implementation guiding documents;
- Pursuant to the Minutes of VPBank Annual General Meeting of Shareholders 2025 dated April 28, 2025.

VPBank Annual General Meeting of Shareholders approved the following Resolutions (Each Resolution may be split out to make it convenient to prepare documentation to apply for permission from the regulatory agencies or related parties)

Resolution 01/2025/DHDCD - Approval of the Executive Board's Report (Appendix 01):

Summary of some business results in 2024

STT	Target (Unit: billion VND; %)	Implementation in 2024	Implementation in 2023	% Growth
1	Total Assets	923,848	817,567	13,0%
2	Customer deposits and issued valuable papers	552,642	490,156	12,7%
3	Credit balance	709,986	600,524	18,2%
4	Standalone NPL (Circular 31)	2,47%	2,95%	-0,48%
5	Profit before tax	20,013	10,804	85,2%
Profit from the Parent bank and subsidiaries				
	VPBank	18,260	13,468	35,6%
	FE:Credit	512	(3,699)	113,8%
	VPBankS	1,220	1,255	-3%
	OPES	474	156	203,3%

Some of the main business goals in 2025 are as follows:

STT	Target (Unit: billion VND, %)	Planned 2025	Actual 2024	% Growth
1	Total consolidated assets	1,132,800	923,848	23%
2	Consolidated customer deposits and issued valuable papers	742,311	552,642	34%
3	Consolidated credit balance	887,724	709,986	25%

STT	Target (Unit: billion VND, %)	Planned 2025	Actual 2024	% Growth
4	Standalone NPL (under Circular 31)	< 3%	2,47%	
5	Consolidated profit before tax	25,270	20,013	26%
5.a	<i>VPBank</i>	22,219	18,260	22%
5.b	<i>FE Credit</i>	1,126	512	120%
5.c	<i>VPBankS</i>	2,003	1,220	64%
5.d	<i>OPES</i>	636	474	34%

- The credit growth mentioned above is calculated based on the Bank's needs and capacity. The actual figures will be delivered based on the maximum limits/regulations of the State Bank.
- The above targets are based on assumptions/analysis of the growth scenario of the economy in general and the Bank's actual capacity. It was proposed that the AGM agree and assign the BOD to proactively make decisions, as well as adjust the above indicators in accordance with the actual situation and the limits/policies of the State Bank.

Resolution 02/2025/DHDCD - Approval of the full report of VPBank's Board of Directors and the report of independent members of the Board of Directors (Appendix 02)

Resolution 03/2025/DHDCD - Approval of the full report of VPBank's Supervisory Board (Appendix 03).

Resolution 04/2025/DHDCD – Approval of the Separate and Consolidated Financial Statements for the fiscal year ended December 31, 2024 of VPBank, audited by Ernst & Young Vietnam Co., Ltd. The details are published on the website www.vpbank.com.vn.

Resolution 05/2025/DHDCD - Approval of the profit distribution plan 2024 as follows:

No.	Indicator	Amount (million VND)
1	Consolidated profit after tax (*)	15,986,826
1.1	Allocation of (negative) interests to non-controlling shareholders in subsidiaries, resulting in the increase in the net profit of bank shareholders (*)	(208,031)
1.2 = 1+1.1	Net profit in the period distributable to shareholders of the bank (*)	15,778,795
2 = 2.1+2.2	Total appropriation of funds (*)	2,903,591
2.1	Reserve fund to supplement charter capital (mandatory) (*)	1,461,250
	<i>Of which:</i>	
	<i>Reserve fund to supplement charter capital of VPBank</i>	<i>1,442,341</i>
	<i>Reserve fund to supplement charter capital of VPBank AMC</i>	<i>11</i>

	<i>Reserve fund to supplement charter capital of OPES</i>	<i>18,898</i>
2.2	Financial Reserve Fund (mandatory) (*)	1,442,341
3=1.1-2	Profit remaining after allocation of mandatory reserves	12,875,204
4	Expected earnings to be used for 5% cash dividend	3,966,962
5=3-4	Retained earnings after allocation of mandatory reserves and dividend distribution	8,908,242

(*) Note: Figures from the audited consolidated financial statements

- i. Approval of the plan for **allocation of mandatory reserves** and profit distribution 2024 as above
- ii. Approval of the cash dividend payment plan as follows:
 - Execution time: expected Q2-Q3 of 2025. The specific time will be decided by the BOD in compliance with the provisions of law and the actual conditions of the Bank.
 - Cash dividend payout ratio: 5%/share (01 share receives 500 VND)
 - The expected amount of cash dividend payment: 3,966,962 million VND.
 - Dividend recipients: Shareholders who are named on the list of shareholders on the last registration date to exercise the right to receive cash dividends.
 - Payment method: cash/bank transfer
 - Source of dividend payment: the Bank's undistributed profit after setting up funds as of December 31, 2024 according to the Bank's 2024 financial statements.
- iii. The BOD is responsible for deciding on the implementation of the plan for distributing profit, setting aside and using funds of 2024 of VPBank and its subsidiaries in accordance with the provisions of law and the State Bank; carry out processes and procedures with competent agencies to complete the payment of cash dividends.

Resolution 06/2025/DHDCD - Approval of remuneration, bonuses, other benefits (management liability insurance, accident and health insurance, health check-ups according to the Bank's general policy) and the operating budget of the BOD and the BOS of VPBank in 2024, which is equivalent to $0.5\% \times$ the Bank's consolidated profit before tax. Detailed calculations of remuneration, bonuses and other benefits for each member shall comply with the provisions of the Charter and relevant internal policies and regulations of the Bank.

Resolution 07/2025/DHDCD - Decision on the selection of an independent auditing firm to audit financial statements and provide assurance services concerning the operation of the internal control system in the preparation and presentation of financial statements of the bank in the following fiscal year, which is any auditing firm in the following list including Ernst & Young Vietnam Co., Ltd.; KPMG Vietnam Co., Ltd.; Deloitte Vietnam Co., Ltd.; PwC Vietnam Co., Ltd. The BOD is assigned to negotiate and finalize terms and conditions for service provision with one of the above-mentioned auditing firms to ensure compliance with the provisions of the law and financial efficiency.

Resolution 08/2025/DHDCD - Approval of capital contribution, subsidiary establishment, cooperation, joint venture plans and others:

8.1. Approval of the capital contribution plan to establish a subsidiary in the insurance sector as follows:

- **Expected charter capital is VND 2,000,000,000,000 (Two thousand billion VND).** The Board of Directors will decide on the specific charter capital according to the agreement with the parties/related investors.
- **Field of business:** Life insurance. The subsidiary will offer basic life insurance products, health insurance, joint insurance and other insurance services as regulated by law and approved by the Ministry of Finance.
- **The holding stake of VPBank and related parties:** to the extent permitted by law (100%). The stake held by VPBank will depend on the agreement with related parties and/or partners and related regulations on the basis of compliance with legal regulations and the newly established insurance company will become a subsidiary of the Bank.

8.2. Approval of the plan on capital contribution, receipt of transfer of contributed capital/purchase of shares for a fund management company to become a subsidiary of VPBank as follows:

- **Expected charter capital:** meet the minimum charter capital as required by law. The charter capital of the fund management company will be based on the particular status of the target enterprise and the agreement with the parties/investors involved.
- **Field of business:** The fund management company is established and operates under Vietnamese law.
- **The holding stake of VPBank and related parties:** to the extent permitted by law (100%). The stake held by VPBank will depend on the agreement with related parties and/or partners and related regulations on the basis of compliance with legal regulations and the newly established fund management company will become a subsidiary of the Bank.
- **Purchase price/transaction value:** based on agreements between stakeholders, the current status of target enterprises, market conditions and relevant legal requirements.

8.3. Agreements on directions and plans for joint ventures, associations and partnership: searching, participating in, and implementing plans for joint venture, association, investment cooperation, capital contribution, share purchase, restructuring/re-organization of other enterprises and credit institutions, etc. in the fields in which VPBank is allowed to contribute capital, purchase shares or other fields in accordance with the law and on the basis of suitability to the business development needs and the ecosystem of VPBank, the policies of competent agencies and harmonization of shareholders' interests.

8.4. The BOD is authorized to organize the implementation, seek opportunities for partnership with suitable partners as mentioned in the above section, decide on and organize the implementation of investment plans and specific action plans. The BOD shall have the full right to negotiate with sellers, cooperative partners, related parties; work, discuss and conclude with the competent authorities and decide on all matters related to the above transactions, including but not limited to the selection of target enterprises, the ratio/level of capital contributed by VPBank, prices and accompanying terms and conditions; organizational structure, the legal form of target enterprises; models/methods of business cooperation, affiliation, re-organization/restructuring participation plans; decisions on transaction contents, documents signed and/or entered into by VPBank to perform the transaction as well as all other issues in the course of VPBank's participation in investment, cooperation, restructuring/support; decisions to amend, supplement and revise plans, issues and transactions as per agreement with the competent agencies and related parties...

8.5. During the implementation of the above activities, the BOD is entitled to decide on issues within the scope of assigned tasks and to assign, authorize and delegate its power to the BOD Chairman,

CEO, units and individuals (in accordance with the Bank's regulations) to perform those tasks.

Resolution 09/2025/DHDCD: Approval of contracts with the subsidiaries:

Approval of the signing of loan and deposit (framework) contracts between VPBank and its subsidiaries, VPB SMBC FC and GPBank to meet the needs of business cooperation between VPBank and its subsidiaries. Approval of the loan and deposit limits up to a maximum of 35% of the bank's charter capital for each subsidiary including VPB SMBC FC and GPBank in line with the charter capital stated in the latest audited financial statements of VPBank from time to time, the specific limits shall be authorized to the BOD for decision. The BOD is authorized to discuss, work and decide on other detailed terms/contents of contracts and organize the implementation of the following tasks: (i) determining specific limits/values granted to VPB SMBC FC and GPBank, as well as values of contracts concluded with the subsidiaries within the limits/values approved by the AGM above; (ii) approving specific terms and conditions for contract execution; (iii) approving, modifying and updating contractual terms and conditions and fully executed contracts in alignment with the actual situation, conclusions and perform contracts with VPB SMBC FC and GPBank, including the signing of contract appendices, amendments (if necessary). The BOD shall direct and decide on all other relevant issues arising during the execution of these contracts; the BOD may assign, authorize and delegate its power to the BOD Chairman, CEO, units and individuals (in accordance with the Bank's regulations) to perform those tasks.

Resolution 10/2025/DHDCD - Approval of the tentative remedial plan in case of early intervention (in accordance with the requirements of the Law on Credit Institutions) as follows:

1. Information and assessment of organizational structure, operating network, subsidiaries, administration, business activities of VPBank;
2. Financial and operational status of VPBank: According to data in 2023 and 2024 for the following main Capital size: Equity; Mobilized capital.
 - Capital size: Equity; mobilized funds
 - Credit extension and asset quality: Credit extension status (credit balance, general assessment of credit extension activities); asset quality (debt classification, risk provisions, NPL handling).
 - Investment and capital contribution activities: securities investment and trading; long-term capital contribution, investment.
 - Other business activities: Foreign currency trading; LC/guarantee issuance; payment, agency, and trust activities.
 - Business results: Balance sheet indicators; profitability indicators; efficiency indicators (ROE, ROA, CIR).
 - The liquidity status and the compliance with prudential limits and ratios.
3. Measures to address each case specified in Clause 1, Article 156 of the Law on Credit Institutions, the implementation roadmap and timeline of each remedial measure, specifically:
 - Obtaining the SBV's approval of support measures as specified in Article 159 of the Law on Credit Institutions in 2024, including measures and roadmaps to comply with required limits and ratios; the roadmap to reduce the take and the contributed capital of shareholders and

capital contributors; measures on setting aside provisions and allocating interest receivables and reverting accrued interest.

- The tentative remedial in case the accumulated loss is greater than 15% of the value of the charter capital, allocated capital and reserve funds stated in the latest audited financial statements or according to the inspection and audit conclusions of competent state agencies, including main measures such as: Improving business efficiency; promoting effective business practices, reviewing/restricting/controlling ineffective and high-risk business activities; monitoring credit limits and credit growth in various sectors, cutting operating costs.
 - The tentative remedial plan in case of violation of the minimum capital adequacy ratio specified at Point b, Clause 1, Article 138 of the Law on Credit Institutions' 2024. The main measures include plans for increasing capital and improving the quality of equity; Control and improvement of existing assets' quality; Prevention of NPL increase, improvement of credit activities.
 - The tentative remedial plan in case the rating is below the average as regulated by the Governor of the State Bank, including the key following measures: improving management and governance capacity; strengthening risk management; handling existing financial weaknesses and shortages, handling NPLs, collateral and applying measures to correct legal violations.
 - The tentative remedial plan in case of violation of the solvency ratio as specified at Point a, Clause 1, Article 138 of the Law on Credit Institutions 2024 for a period of 30 consecutive days; mass withdrawal with reports sent to the SBV. Key measures include improving liquidity; increasing the holding of highly liquid assets; selling and transferring assets and adopting other measures to meet the requirements for safety in banking operations; communication and information technology measures to overcome liquidity difficulties and bank run.
4. The BOD is authorized to approve in the detailed remedial plans in case of early intervention, including amendments and supplements (if any) according to the needs of VPBank from time to time and periodic review for at least 02 years as prescribed in Clause 5, Article 143 of the Law on Credit Institutions 2024

Resolution 11/2025/DHDCD - Agreement on the assignment of the following tasks to the BOD:

- The BOD is entitled to decide on matters under the authority of the owner at the subsidiaries.
- Approval of the current organizational structure, management and governance apparatus of the Bank. The BOD is assigned to make adjustments if it deems necessary, depending on the specific conditions of the Bank.
- The BOD is assigned to decide on solutions to overcoming major financial fluctuations of the Bank, if any and report to the shareholders at the latest AGM.

Resolution 12/2025/DHDCD Approval of application for license regarding new additional business lines of VPBank as follows:

- CBusiness lines/activities to apply for license:

No.	BUSINESS LINE
1	Other payment services as prescribed by the Governor of the State Bank
2	Treasury services for credit institutions and foreign bank branches
3	Provision of money transfer, collection, payment services and other payment services without accounts
4	Advising on banking activities and other business activities specified in the License
5	Trading in debt instruments of the Government, Government-guaranteed bonds, municipal government bonds
6	Collateral management agent for lenders being international financial institutions, foreign credit institutions, credit institutions, foreign bank branches
7	Participation in the international payment system
8	Conducting foreign currency swap, forward transactions with foreign financial institutions in the international market for the purpose of supporting VPBank's foreign currency liquidity; Preventing and hedging against risks in VPBank's banking book and other foreign exchange transactions of the bank.
9	Providing services, making transactions of structured products such as Option linked deposit, Dual currency deposit with customers.
10	Conduct FX call and put option transactions with foreign financial institutions on the international market for the purpose of preventing and limiting risks for transactions, VPBank has concluded and performed with domestic customers and licensed credit institutions.
11	Receive entrustment for indirect investment abroad
12	Representation of bondholders
13	Investment Certificate Distribution Agent
14	Securities distribution agent to the extent permitted by law
15	Providing clearing and settlement services for securities transactions in accordance with the law on securities.
16	Indirect proprietary trading and investment abroad
17	Conducting business activities related to banking activities and other business lines on the basis of conformity with law and guidance, approval and permission of competent state agencies.

- Approval of the amendment/supplementation/update of the Charter, Establishment and Operation License, Enterprise Registration Certificate... to record business lines, content, scope of operation and other changes (if any) in accordance with law.
- The BOD is responsible for performing the following tasks:
 - ✓ Decide on relevant issues when supplementing and amending the contents of the Establishment

and Operation License as per the above-mentioned list of business lines, including supplementing, clarifying and amending contents in accordance with the provisions of law and requirements of the SBV, state regulators and the actual situation.

- ✓ Decide and apply for/submit applications to the SBV and state regulators concerning the supplementation and amendment of the content listed in the table above to the Establishment and Operation License
- ✓ Decide on and submit documentation to the competent authority in charge of business registration regarding the supplementation and adjustment of the content of the Establishment and Operation License and information about shareholders, charter capital and other information when there are changes to VPBank's Business Registration Certificate.
- ✓ Decide on the registration of amendments and supplements of business lines on the Establishment and Operation License other than the content mentioned in the table above if required by law, competent state agencies and/or the actual situation.
- ✓ Update and record business lines in the Bank's Charter, the Establishment and Operation License, Business Registration Certificate, etc. upon approval/agreement of the Competent Authorities.

Resolution 13/2025/DHDCD Approval and agreement on removal of debts to which risks are managed from the accounting book when they meet the following conditions: after at least 5 years from the date of use of provisions for risk handling and after all possible measures have been taken to recover those debts but unsuccessfully. After charging off these debts, they must be monitored further more on the management system for at least 10 years, except for debts of institutional customers that have gone bankrupt or dissolved in accordance with the provisions of law and upon liquidation and handling of all collateral, or debts of individual customers who are deceased, declared missing according to the Court's decision and the handling of their inheritance and obligations has been completed in accordance with law. The list of debts to be removed from the off-balance sheet commitment will be decided by the BOD in compliance with legal regulations.

Resolution 14/2025/DHDCD Approval of the amended Charter of VPBank and the content of authorization to the BOD

1. Approving the amendment and supplementation of the Charter of VPBank (amendments and the full text of the Charter) according to the attached Appendix 04.
2. The BOD is authorized to decide on relevant issues when amending and supplementing VPBank Charter as mentioned above, including supplementing, clarifying and amending the content, adjusting the order of Articles, clauses and points in line with legal provisions and the actual situation.
3. The BOD is authorized to decide on relevant issues regarding the registration/submission to the State Bank and relevant agencies on the amendment, supplementation and adjustment of the content of the Charter as mentioned above.

Resolution 15/2025/DHDCD Approval of 8 BOD members, including 02 independent members for the term 2025-2030.

Resolution 16/2025/DHDCD Approval of 5 members of the Board of Supervisors for the term 2025-2030

The results of BOD and BOS election for the term 2025 – 2030

Resolution 17/2025/DHDCD The list of personnel elected to the BOD for the term 2025 – 2030

1. **Mr. Ngo Chi Dung:** Member of the Board of Directors
2. **Mr. Bui Hai Quan:** Member of the Board of Directors
3. **Mr. Lo Bang Giang:** Member of the Board of Directors
4. **Mr. Nguyen Duc Vinh:** Member of the Board of Directors
5. **Ms. Pham Thi Nhung:** Member of the Board of Directors
6. **Mr. Takeshi Kimoto:** Members of the Board of Directors:
7. **Mr. Daniel Ashton Carroll:** Independent Board Member
8. **Mr. Mai Xuan Hung:** Independent Board Member

Resolution 18/2025/DHDCD The list of personnel elected to the BOS for the term 2025 – 2030

- | | |
|------------------------------------|------------|
| 1. Mr. Takahashi Yasunori: | BOS member |
| 2. Ms. Kim Ly Huyen: | BOS member |
| 3. Mr. Vu Hong Cao: | BOS member |
| 4. Ms. Nguyen Thi Bich Hoi: | BOS member |
| 5. Ms. Bui Minh Ngoc: | BOS member |

The Resolution takes effect from the date of signing. The Board of Directors, the Board of Management of VPBank and relevant units and individuals are responsible for implementing this Resolution.

**PP. ANNUAL GENERAL MEETING OF
SHAREHOLDERS
CHAIRMAN OF THE BOARD OF**



NGO CHI DZUNG

