TPBank

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

Số/*No.*: 138 /2026/TPB.HĐQT

Hà Nội, ngày 13 tháng 11 năm 2026
Hanoi, November 13, 2026

CÔNG BỐ THÔNG TIN BẤT THƯỜNG
EXTRAORDINARY INFORMATION DISCLOSURE

Kính gửi: - Ủy ban Chứng khoán Nhà nước
- Sở Giao dịch Chứng khoán Thành phố Hồ Chí Minh
To: - State Securities Commission
- Hochiminh Stock Exchange

1. Tên tổ chức / *Name of organization:* Ngân hàng Thương mại Cổ phần Tiên Phong (TPBank) / *Tien Phong Commercial Joint Stock Bank (TPBank)*
   - Mã chứng khoán / *Stock code:* TPB
   - Địa chỉ / *Address:* Tòa nhà TPBank, Số 57, Phố Lý Thường Kiệt, Phường Cửa Nam, Thành phố Hà Nội / *TPBank Building, No. 57, Ly Thuong Kiet Street, Cua Nam Ward, Hanoi City*
   - Điện thoại liên hệ / *Telephone:* 024. 3768 8998 Fax: 024. 3768 8979
   - Email: cbtt@tpb.com.vn
2. Nội dung thông tin công bố / *Contents of disclosure:*
   Căn cứ Giấy chứng nhận đăng ký chào bán trái phiếu ra công chúng số 667/GCN-UBCK ngày 06/11/2026 của Ủy ban Chứng khoán Nhà nước, TPBank công bố thông tin về Thông báo chào bán trái phiếu ra công chúng – Đợt 1 và Bản cáo bạch chào bán trái phiếu ra công chúng.
   Pursuant to the Certificate of registration for public offering of bonds No. 667/GCN-UBCK dated November 6, 2026 from the State Securities Commission, TPBank discloses information regarding the Notice of public offering of bonds – Tranche 1 and the Prospectus for the public offering of bonds.
3. Thông tin này đã được công bố trên trang thông tin điện tử của TPBank vào ngày 13/11/2026 tại đường dẫn: https://tpb.vn/nha-dau-tu / *This information was published on TPBank's website on November 13, 2026, as in the link https://tpb.vn/eng/nha-dau-tu*

Chúng tôi xin 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 certify that the information provided is true and correct and we bear the full responsibility to the law.*

Nơi nhận / *Recipients:*
- Như Kính gửi / *As above;*
- SGDCK Việt Nam / *Vietnam Exchange;*
- Lưu: VT / *Archived by VT.*

Tài liệu đính kèm / *Attachment:*
- Tài liệu liên quan đến nội dung công bố thông tin / *Documents on disclosed information*

Đại diện tổ chức
Organization representative
Người UQ CBTT
Person authorized to disclose information
PHÓ CHỦ TỊCH HĐQT
VICE CHAIRMAN OF THE BOD

Lê Quang Tiến

UNOFFICIAL TRANSLATION

MINISTRY OF FINANCE
STATE SECURITIES COMMISSION

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

No.: 667/GCN-UBCK

Hanoi, November 6, 2026

CERTIFICATE
Registration for Public Offering of Bonds

THE CHAIRMAN OF THE STATE SECURITIES COMMISSION

Pursuant to the Law on Securities No. 54/2019/QH14, as amended and supplemented by Law No. 56/2024/QH15 (hereinafter referred to as the "Law on Securities");

Pursuant to the Government's Decree No. 155/2020/NĐ-CP dated December 31, 2020 detailing the implementation of certain articles of the Law on Securities, as amended and supplemented by Decree No. 245/2025/NĐ-CP;

Pursuant to Circular No. 118/2020/TT-BTC dated December 31, 2020 of the Minister of Finance guiding certain matters relating to securities offerings and issuances, tender offers, share repurchases, registration of public companies and cancellation of public company status, as amended and supplemented by Circular No. 115/2025/TT-BTC;

Pursuant to Decision No. 686/QĐ-BTC dated February 28, 2025 of the Ministry of Finance defining the functions, tasks, powers and organizational structure of the State Securities Commission;

Having considered the dossier for registration of the public offering of bonds of Tien Phong Commercial Joint Stock Bank;

At the proposal of the Head of the Securities Offering Management Department.

DECIDES:

Article 1. To grant the Certificate of registration for public offering of bonds to:

TIEN PHONG COMMERCIAL JOINT STOCK BANK

– Full name in English: Tien Phong Commercial Joint Stock Bank;

– Trading name: TPBANK;

– Head office address: TPBank Building, No. 57 Ly Thuong Kiet Street, Cua Nam Ward, Hanoi City, Vietnam;

– License for Establishment and Operation No. 23/GP-NHNN issued by the Governor of the State Bank of Vietnam on May 25, 2026, as amended and supplemented by Decision No. 49/QĐ-QLGS4 dated June 25, 2026 of the Director General of the Credit Institution Management and Supervision Department and Decision No. 2361/QĐ-NHNN dated October 27, 2026 of the Governor of the State Bank of Vietnam;

– Charter capital: VND 31,901,348,960,000 *(Thirty-one trillion, nine hundred and one billion, three hundred and forty-eight million, nine hundred and sixty thousand Vietnamese dong)*.

Article 2. The bonds of Tien Phong Commercial Joint Stock Bank shall be offered to the public on the following terms:

1. Type of securities: Non-convertible bonds, without warrants attached, unsecured, constituting subordinated debt and satisfying the conditions for inclusion in the Tier 2 capital of the issuer;

2. Par value of bonds: VND 100,000/bond *(One hundred thousand Vietnamese dong)*;

3. Total number of bonds offered to the public: 150,000,000 bonds *(One hundred and fifty million bonds)*, of which:

– Tranche 1: 30,000,000 Bonds;

– Tranche 2: 30,000,000 Bonds;

– Tranche 3: 30,000,000 Bonds;

– Tranche 4: 30,000,000 Bonds;

– Tranche 5: 30,000,000 Bonds.

Any bonds of a preceding offering tranche that remain unsold shall be carried forward to the immediately following offering tranche. Upon completion of each tranche, Tien Phong Commercial Joint Stock Bank must report the offering results of each tranche to the State Securities Commission and, at the same time, supplement the documents relating to the next tranche in accordance with regulations.

4. Total value of bonds offered at par value: VND 15,000,000,000,000 *(Fifteen trillion Vietnamese dong)*;

5. Distribution period:

– Tranche 1: Within 90 days from the effective date of the Certificate of registration for offering;

– Tranche 2: expected in Q4/2026;

– Tranche 3: expected in Q1 – Q2/2027;

– Tranche 4: expected in Q2 – Q3/2027;

– Tranche 5: expected in Q3/2027.

The expected offering period of each tranche shall not exceed 90 days. The interval between an offering tranche and the preceding offering tranche shall not exceed 12 months.

6. Distribution method: in accordance with the plan set out in the Prospectus;

7. Issuance advisor: Tien Phong Securities Corporation.

Article 3. Tien Phong Commercial Joint Stock Bank and organizations and individuals involved in the dossier shall comply with Article 11a of the Law on Securities and Clause 1, Article 6 of Decree No. 155/2020/NĐ-CP, as amended and supplemented by Point b, Clause 3, Article 1 of Decree No. 245/2025/NĐ-CP.

Article 4. The State Securities Commission shall receive and process the dossier in accordance with Clause 2, Article 11a of the Law on Securities and Point d, Clause 1, Article 6 of Decree No. 155/2020/NĐ-CP, as amended and supplemented by Point b, Clause 3, Article 1 of Decree No. 245/2025/NĐ-CP.

Article 5. This Certificate is made in five (05) originals (of which: 01 original is issued to Tien Phong Commercial Joint Stock Bank, 02 originals are kept at the State Securities Commission, 01 original is sent to the Hanoi Stock Exchange and 01 original is sent to the Vietnam Securities Depository and Clearing Corporation) and takes effect from the date of signing./.

FOR THE CHAIRMAN
VICE CHAIRMAN

(Signed and sealed)

Hoang Van Thu

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

Số: 858/2026/TB-TPB.FA
No.: 858/2026/TB-TPB.FA

Hà Nội, ngày 12 tháng 11 năm 2026
Hanoi, 12 November 2026

THÔNG BÁO
Chào bán trái phiếu ra công chúng – Đợt 1
NOTICE
Of public offering of bonds – Tranche 1

(Giấy chứng nhận đăng ký chào bán trái phiếu ra công chúng số 667/GCN-UBCK do Chủ tịch Ủy ban Chứng khoán Nhà nước cấp ngày 06/11/2026)
(Certificate of registration for public offering of bonds No. 667/GCN-UBCK issued by the Chairman of the State Securities Commission on 06 November 2026)

I. GIỚI THIỆU VỀ TỔ CHỨC PHÁT HÀNH/*INTRODUCTION OF THE ISSUER*

1. **Tên Tổ chức phát hành (đầy đủ)**: NGÂN HÀNG THƯƠNG MẠI CỔ PHẦN TIÊN PHONG
   Full name of the Issuer: *TIEN PHONG COMMERCIAL JOINT STOCK BANK*
2. **Tên viết tắt**: TPBank
   Abbreviated name: *TPBank*
3. **Địa chỉ trụ sở chính**: Tòa nhà TPBank, số 57 phố Lý Thường Kiệt, Phường Cửa Nam, Thành phố Hà Nội, Việt Nam
   Head office address: *TPBank Building, No. 57 Ly Thuong Kiet Street, Cua Nam Ward, Hanoi City, Vietnam*
4. **Số điện thoại**: (84.24) 3768 8998
   Telephone: *(84.24) 3768 8998*
   Số fax: (84.24) 3768 8979
   Fax: (84.24) 3768 8979
   Website: www.tpb.vn
5. **Vốn điều lệ**: 31.901.348.960.000 đồng.
   Charter capital: *VND 31,901,348,960,000.*
6. **Mã cổ phiếu**: TPB
   Stock code: *TPB*
7. **Nơi mở tài khoản thanh toán**: Sở Giao dịch Ngân hàng Nhà nước Việt Nam. Số hiệu tài khoản: 120103
   Payment account opened at: *the Operations Centre of the State Bank of Vietnam. Account No.: 120103*
8. **Giấy chứng nhận đăng ký doanh nghiệp hoặc Giấy tờ pháp lý có giá trị tương đương**: Giấy phép thành lập và hoạt động số 23/GP-NHNN do Ngân hàng Nhà nước Việt Nam cấp đổi ngày 25/05/2026 (được sửa đổi, bổ sung theo Quyết định số 49/QĐ-QLGS4 ngày 25/06/2026 và Quyết định số 2361/QĐ-NHNN ngày 27/10/2026 của Ngân hàng Nhà nước Việt Nam). Theo khoản 2 Điều 27 Luật Các

tổ chức tín dụng số 32/2024/QH15, Giấy phép này đồng thời là Giấy chứng nhận đăng ký doanh nghiệp.

***Enterprise Registration Certificate or equivalent legal document**: Establishment and Operation Licence No. 23/GP-NHNN re-issued by the State Bank of Vietnam on 25 May 2026 (as amended and supplemented by Decision No. 49/QĐ-QLGS4 dated 25 June 2026 and Decision No. 2361/QĐ-NHNN dated 27 October 2026 of the State Bank of Vietnam). Pursuant to Clause 2, Article 27 of the Law on Credit Institutions No. 32/2024/QH15, this Licence also serves as the Enterprise Registration Certificate.*

- Ngành nghề kinh doanh chính: Hoạt động trung gian tiền tệ khác (huy động vốn, hoạt động tín dụng, dịch vụ thanh toán và ngân quỹ, các hoạt động khác theo Giấy phép do Ngân hàng Nhà nước Việt Nam cấp). Mã ngành: 6419

Main business lines: Other monetary intermediation (capital mobilization, credit activities, payment and treasury services, and other activities under the Licence issued by the State Bank of Vietnam). Industry code: 6419

- Sản phẩm/dịch vụ chính: dịch vụ tài khoản; huy động vốn; cấp tín dụng; bảo lãnh; chiết khấu; thanh toán; chuyển tiền; thẻ; ngoại hối; bao thanh toán và các dịch vụ khác theo Giấy phép thành lập và hoạt động.

Main products/services: account services; capital mobilization; credit extension; guarantees; discounting; payment; money transfer; cards; foreign exchange; factoring and other services under the Establishment and Operation Licence.

9. **Giấy phép thành lập và hoạt động**: Số 23/GP-NHNN do Ngân hàng Nhà nước Việt Nam cấp đổi ngày 25/05/2026 (được sửa đổi, bổ sung theo Quyết định số 49/QĐ-QLGS4 ngày 25/06/2026 và Quyết định số 2361/QĐ-NHNN ngày 27/10/2026 của Ngân hàng Nhà nước Việt Nam).

***Establishment and Operation Licence**: No. 23/GP-NHNN re-issued by the State Bank of Vietnam on 25 May 2026 (as amended and supplemented by Decision No. 49/QĐ-QLGS4 dated 25 June 2026 and Decision No. 2361/QĐ-NHNN dated 27 October 2026 of the State Bank of Vietnam).*

II. MỤC ĐÍCH CHÀO BÁN/*PURPOSE OF THE OFFERING*

Toàn bộ số tiền thực tế thu được từ chào bán trái phiếu nhằm bổ sung nguồn vốn cấp 2, cải thiện hệ số an toàn vốn theo quy định của Ngân hàng Nhà nước Việt Nam và phục vụ nhu cầu cho vay khách hàng của TPBank, cụ thể là khách hàng cá nhân và khách hàng doanh nghiệp, trên cơ sở bảo đảm tuân thủ các quy định của pháp luật về các tổ chức tín dụng và quy định nội bộ của TPBank.

All proceeds actually received from the offering of the bonds will be used to supplement Tier 2 capital, improve the capital adequacy ratio in accordance with the regulations of the State Bank of Vietnam and meet TPBank's customer lending needs, specifically for individual customers and corporate customers, in compliance with the law on credit institutions and TPBank's internal regulations.

III. PHƯƠNG ÁN CHÀO BÁN ĐỢT 1/*OFFERING PLAN FOR TRANCHE 1*

1. **Tên trái phiếu**: Trái phiếu TPBank phát hành ra công chúng nhằm bổ sung vốn cấp 2 giai đoạn 2026–2027.

***Bond name**: TPBank's bonds publicly offered to supplement Tier 2 capital for 2026–2027.*

2. **Loại trái phiếu**: Trái phiếu không chuyển đổi, không kèm theo chứng quyền, không được bảo đảm bằng tài sản, không có bảo lãnh thanh toán và xác lập nghĩa vụ trả nợ trực tiếp của TPBank. Trái phiếu là nợ thứ cấp được thiết kế nhằm đáp ứng các điều kiện để được tính vào vốn cấp 2 theo Thông tư số 14/2025/TT-NHNN.
***Bond type**: The bonds are non-convertible, have no warrants attached, are not secured by assets, have no payment guarantee and constitute direct repayment obligations of TPBank. The bonds are subordinated debt designed to satisfy the conditions for inclusion in Tier 2 capital under Circular No. 14/2025/TT-NHNN.*

3. **Mã trái phiếu**: TPBC12601 (mã trái phiếu trước khi niêm yết).
***Bond code**: TPBC12601 (pre-listing bond code).*

4. **Mệnh giá trái phiếu**: 100.000 đồng/trái phiếu.
***Par value**: VND 100,000 per bond.*

5. **Tổng số lượng trái phiếu chào bán**: 30.000.000 trái phiếu.
***Total number of bonds offered**: 30,000,000 bonds.*

6. **Tổng giá trị trái phiếu chào bán (theo mệnh giá)**: 3.000.000.000.000 đồng (Ba nghìn tỷ đồng).
***Total value of bonds offered (at par value)**: VND 3,000,000,000,000 (three trillion Vietnamese dong).*

7. **Giá chào bán**: 100.000 đồng/trái phiếu.
***Offering price**: VND 100,000 per bond.*

8. **Lãi suất hoặc nguyên tắc xác định**: Lãi suất thả nổi, bằng lãi suất tham chiếu cộng (+) biên độ 4,1%/năm; lãi suất tham chiếu xác định theo Mục 7 Phần VI Bản cáo bạch. Lãi suất tham chiếu tại ngày ban hành Thông báo này: 5,4%/năm. Lãi suất áp dụng cho kỳ tính lãi đầu tiên: 9,5%/năm.
***Interest rate or principle for determining the interest rate**: Floating interest rate, equal to the reference rate plus (+) a margin of 4.1% per annum; the reference rate is determined in accordance with Section 7, Part VI of the Prospectus. Reference rate on the date of issuance of this Notice: 5.4% per annum. Interest rate applicable to the first interest period: 9.5% per annum.*

9. **Kỳ hạn trái phiếu**: 10 (mười) năm, tính từ ngày phát hành. Ngày phát hành là ngày kết thúc việc thu tiền mua trái phiếu nêu tại mục 15 Phần này.
***Bond tenor**: 10 (ten) years from the issue date. The issue date is the date on which the collection of bond subscription monies ends, as stated in item 15 of this Part.*

10. **Kỳ trả lãi**: Định kỳ 12 tháng một lần kể từ ngày phát hành, theo Mục 8 Phần VI Bản cáo bạch.
***Interest payment period**: Periodically every 12 months from the issue date, in accordance with Section 8, Part VI of the Prospectus.*

11. **Phương thức phân phối**: TPBank phân phối trực tiếp cho nhà đầu tư tại trụ sở chính, các chi nhánh, phòng giao dịch của TPBank trên phạm vi toàn quốc. Không có tổ chức bảo lãnh phát hành, đại lý phân phối.
***Distribution method**: TPBank distributes the bonds directly to investors at TPBank's head office, branches and transaction offices nationwide. There is no underwriter and no distribution agent.*

12. **Số lượng đăng ký mua tối thiểu**: 1.000 trái phiếu.
***Minimum subscription amount**: 1,000 bonds.*

13. **Thời gian nhận đăng ký mua trái phiếu**: Từ ngày 16/11/2026 đến ngày 23/12/2026.
***Subscription period**: From 16 November 2026 to 23 December 2026.*

14. **Địa điểm nhận đăng ký mua trái phiếu**: Trụ sở chính, các chi nhánh, phòng giao dịch của TPBank trên phạm vi toàn quốc (danh sách địa điểm đăng tải tại https://tpb.vn).
***Place for receipt of bond subscriptions**: TPBank's head office, branches and transaction offices nationwide (the list of locations is posted at https://tpb.vn).*

15. **Thời gian nhận tiền mua trái phiếu**: Từ ngày 16/11/2026 đến ngày 23/12/2026.
***Period for receipt of bond subscription monies**: From 16 November 2026 to 23 December 2026.*

16. **Tài khoản phong tỏa nhận tiền mua trái phiếu**:
***Blocked account for receipt of bond subscription monies**:*
    - Tên chủ tài khoản: Ngân hàng Thương mại cổ phần Tiên Phong
    Account holder: Tien Phong Commercial Joint Stock Bank
    - Số tài khoản: 80003951905
    Account number: 80003951905
    - Mở tại: Ngân hàng TMCP Hàng Hải Việt Nam
    Opened at: Vietnam Maritime Commercial Joint Stock Bank

17. **Các điều khoản về chuyển đổi trái phiếu**: Không có.
***Terms on conversion of bonds**: None.*

18. **Các điều khoản đối với chứng quyền kèm theo trái phiếu**: Không có.
***Terms applicable to warrants attached to bonds**: None.*

19. **Các thông tin liên quan đến trái phiếu có bảo đảm**: Không có.
***Information relating to secured bonds**: None.*

20. **Địa điểm công bố Bản cáo bạch**: Trụ sở chính TPBank (Tòa nhà TPBank, số 57 phố Lý Thường Kiệt, Phường Cửa Nam, Thành phố Hà Nội) và trang thông tin điện tử https://tpb.vn.
***Place of disclosure of the Prospectus**: TPBank's head office (TPBank Building, No. 57 Ly Thuong Kiet Street, Cua Nam Ward, Hanoi City) and the website https://tpb.vn.*

IV. CÁC TỔ CHỨC LIÊN QUAN/*RELATED ORGANIZATIONS*

1. **Đại diện người sở hữu trái phiếu**: Công ty Cổ phần Chứng khoán UP
***Bondholders' Representative**: UP Securities Joint Stock Company*

    Trụ sở: Tầng 8, Tòa nhà Hapro, số 11B Cát Linh, Phường Ô Chợ Dừa, Thành phố Hà Nội
    Head office: 8th Floor, Hapro Building, No. 11B Cat Linh Street, O Cho Dua Ward, Hanoi City

    Điện thoại: (024) 3944 6666 Fax: (024) 3944 8071
    Telephone: (024) 3944 6666 Fax: (024) 3944 8071

2. **Tổ chức tư vấn**: Công ty Cổ phần Chứng khoán Tiên Phong
Advisory Organization: *Tien Phong Securities Corporation*

Trụ sở: Tầng 12, Tòa nhà Doji, số 5 Lê Duẩn, phường Ba Đình, Thành phố Hà Nội
Head office: 12th Floor, Doji Building, No. 5 Le Duan Street, Ba Dinh Ward, Hanoi City

Điện thoại: (028) 3911 8014 Fax: (028) 3911 8015
Telephone: (028) 3911 8014 Fax: (028) 3911 8015

3. **Tổ chức xếp hạng tín nhiệm**: Công ty Cổ phần Xếp hạng Tín nhiệm Đầu tư Việt Nam
Credit rating agency: *Vietnam Investors Service and Credit Rating Agency Joint Stock Company*

Trụ sở: Phòng 2709, tầng 27 - Tháp Tây, tòa nhà Lotte Center Hà Nội, 54 Liễu Giai, Phường Giảng Võ, Thành phố Hà Nội
Head office: Room 2709, 27th Floor - West Tower, Lotte Center Hanoi, No. 54 Lieu Giai Street, Giang Vo Ward, Hanoi City

Điện thoại: (024) 3388 6000
Telephone: (024) 3388 6000

4. **Tổ chức kiểm toán**: Công ty TNHH KPMG
Auditor: *KPMG Limited*

Trụ sở: Tầng 46, Keangnam Landmark 72, Đường Phạm Hùng, Phường Yên Hòa, Thành phố Hà Nội
Head office: 46th Floor, Keangnam Landmark 72, Pham Hung Street, Yen Hoa Ward, Hanoi City

Điện thoại: (024) 3946 1600 Fax: (024) 3946 1601
Telephone: (024) 3946 1600 Fax: (024) 3946 1601

Nơi nhận/Recipients:
- Ủy ban Chứng khoán Nhà nước/*State Securities Commission*;
- Lưu/*Archive*: VT.

NGÂN HÀNG THƯƠNG MẠI CỔ PHẦN TIÊN PHONG
TIEN PHONG COMMERCIAL JOINT STOCK BANK
TUQ. NGƯỜI ĐẠI DIỆN THEO PHÁP LUẬT
UNDER AUTHORIZATION OF
THE LEGAL REPRESENTATIVE
TỔNG GIÁM ĐỐC
CHIEF EXECUTIVE OFFICER

NGÂN HÀNG THƯƠNG MẠI CỔ PHẦN TIÊN PHONG

Nguyễn Hưng

TPBank

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

Số/*No.*: 35./2026/NQ-TPB.HĐQT

Hà Nội, ngày .23 tháng 09 năm 2026
Hanoi, September .23., 2026

NGHỊ QUYẾT / *RESOLUTION*[1]

V/v: Thông qua Phương án phát hành, Phương án sử dụng và trả nợ vốn thu được từ đợt chào bán và việc niêm yết Trái Phiếu phát hành ra công chúng
Re: Approval of the issuance plan, the plan for the use of proceeds and debt repayment from the offering, and the listing of the publicly offered Bonds

HỘI ĐỒNG QUẢN TRỊ NGÂN HÀNG TMCP TIÊN PHONG
THE BOARD OF DIRECTORS

Căn cứ / Pursuant to:

- *Luật Các tổ chức tín dụng số 32/2024/QH15 (đã được sửa đổi, bổ sung) và các văn bản hướng dẫn thi hành / the Law on Credit Institutions No. 32/2024/QH15 (as amended and supplemented) and guiding documents;*
- *Luật Doanh nghiệp số 59/2020/QH14 (đã được sửa đổi, bổ sung) và các văn bản hướng dẫn thi hành / the Law on Enterprises No. 59/2020/QH14 (as amended and supplemented) and guiding documents;*
- *Luật Chứng khoán số 54/2019/QH14 (đã được sửa đổi, bổ sung) và các văn bản hướng dẫn thi hành / the Law on Securities No. 54/2019/QH14 (as amended and supplemented) and guiding documents;*
- *Nghị định số 155/2020/NĐ-CP ngày 31/12/2020 của Chính phủ và các văn bản sửa đổi, bổ sung, hướng dẫn thi hành/ Government's Decree No. 155/2020/NĐ-CP dated 31 December 2020 and its amending, supplementing and implementing documents;*
- *Điều lệ Ngân hàng Thương mại cổ phần Tiên Phong ("**TPBank**") / Charter of Tien Phong Commercial Joint Stock Bank ("**TPBank**");*
- *Quy chế số 32/2026/QĐ-TPB.HĐQT ngày 24/04/2026 về tổ chức và hoạt động của Hội đồng Quản trị ("**HĐQT**") / Statute No. 32/2026/QĐ-TPB.HĐQT dated April 24, 2026 on the organization and operation of the Board of Directors ("**BOD**");*
- *Ý kiến, biểu quyết của các Thành viên HĐQT tại Biên bản ngày .23./09/2026 / Opinions and votes of BOD's members as recorded in the Minutes dated September 23 , 2026;*
- *Xét đề xuất của Tổng Giám đốc / Considering the Proposal of the Chief Executive Officer.*

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[1] Văn bản này được lập bằng tiếng Việt và tiếng Anh. Trường hợp có sự khác nhau về cách hiểu giữa nội dung tiếng Anh và tiếng Việt thì nội dung tiếng Việt là căn cứ pháp lý và được ưu tiên áp dụng./ *This document is prepared in both Vietnamese and English. In case of any discrepancy in interpretation between them, the Vietnamese version shall be legal basis and shall prevail.*

QUYẾT NGHỊ / *RESOLVES*:

Điều 1. Phê duyệt các nội dung liên quan đến việc phát hành trái phiếu TPBank ra công chúng ("**Trái Phiếu**"), bao gồm:

1. Thông qua Phương án phát hành trái phiếu ra công chúng ("**Phương án phát hành**") nhằm bổ sung vốn cấp 2 giai đoạn 2026–2027 của TPBank theo Phụ lục I đính kèm Nghị quyết này. Phương án phát hành có tổng số lượng tối đa 150.000.000 Trái Phiếu, mệnh giá 100.000 đồng/Trái Phiếu, tổng mệnh giá tối đa 15.000.000.000.000 đồng (Mười lăm nghìn tỷ đồng); Trái Phiếu có kỳ hạn 10 năm và được chào bán thành tối đa 05 đợt.
2. Thông qua Phương án sử dụng và trả nợ vốn thu được từ đợt chào bán Trái Phiếu ("**Phương án sử dụng và trả nợ vốn**") theo Phụ lục II đính kèm Nghị quyết này.
3. Thông qua việc niêm yết toàn bộ Trái Phiếu được phân phối thành công trên Sở Giao dịch Chứng khoán Hà Nội ("**HNX**") sau khi kết thúc từng đợt chào bán.

Article 1. *Approval of matters relating to the issuance of public TPBank's bonds ("**Bonds**"), including:*

1. *Approve the public bond issuance plan ("**The issuance plan**") to supplement Tier 2 capital for 2026–2027 of TPBank as set out in Appendix I attached to this Resolution. The issuance plan provides for a maximum of 150.000.000 Bonds, with a par value of VND 100.000 per Bond and a maximum aggregate par value of VND 15.000.000.000.000 (fifteen trillion Vietnamese dong); the Bonds have a tenor of 10 years and will be offered in a maximum of 05 tranches.*
2. *Approve the plan for the use of proceeds and debt repayment from the offering tranches ("**The plan for the use of proceeds and debt repayment**") as set out in Appendix II attached to this Resolution.*
3. *Approve the listing of all successfully distributed Bonds on the Hanoi Stock Exchange ("**HNX**") following the completion of each offering tranche.*

Điều 2. Tổ chức thực hiện

1. Giao, phân công, phân quyền và ủy quyền cho Tổng Giám đốc tổ chức triển khai Phương án phát hành và Phương án sử dụng và trả nợ vốn theo đúng nội dung đã được HĐQT thông qua tại Phụ lục I và Phụ lục II, bao gồm nhưng không giới hạn các công việc sau (ngoại trừ công việc mà theo quy định của pháp luật HĐQT phải trực tiếp thực hiện, không được phép giao, phân công, phân quyền, ủy quyền):
   a) Xác định số lượng Trái Phiếu chào bán của từng đợt theo kế hoạch chào bán dự kiến và cơ chế chuyển tiếp, bảo đảm việc xác định không làm thay đổi tổng số lượng, tổng mệnh giá và số đợt tối đa đã được HĐQT thông qua; xác định mã Trái Phiếu và quyết định ngày bắt đầu, ngày kết thúc của từng đợt chào bán;
   b) Quyết định Biên Độ và mức lãi suất danh nghĩa cụ thể của từng đợt, từng mã Trái Phiếu. Việc quyết định nêu trên phải theo đúng công thức xác định lãi suất danh nghĩa, Cơ Sở Tham Chiếu và nguyên tắc xác định lãi suất đã được HĐQT phê duyệt;

c) Quyết định số lượng Trái Phiếu tối thiểu mà mỗi nhà đầu tư phải đăng ký mua trong từng đợt chào bán và phương thức xử lý khi không đạt mức tối thiểu;

d) Lựa chọn phương thức phân phối áp dụng cho từng đợt chào bán trong phạm vi các phương thức đã được HĐQT thông qua;

e) Lựa chọn và tổ chức triển khai việc ký hợp đồng với ngân hàng khác hoặc chi nhánh ngân hàng nước ngoài phục vụ mở tài khoản phong tỏa nhận tiền mua Trái Phiếu, công ty chứng khoán tư vấn hồ sơ đăng ký chào bán, Đại diện người sở hữu Trái Phiếu và các tổ chức cung cấp dịch vụ khác theo quy định của pháp luật;

f) Tổ chức chuẩn bị, hoàn thiện và trình HĐQT xem xét, thông qua Bộ hồ sơ đăng ký chào bán trái phiếu ra công chúng trước khi nộp hồ sơ cho Ủy ban Chứng khoán Nhà nước ("**UBCKNN**"). Sau khi được thông qua, tổ chức việc ký, nộp hồ sơ, công bố thông tin và thực hiện việc giải trình, cập nhật, sửa đổi, bổ sung theo yêu cầu của UBCKNN, HNX và các cơ quan quản lý Nhà nước có thẩm quyền khác (nếu cần), với điều kiện không làm thay đổi Phương án phát hành, Phương án sử dụng và trả nợ vốn đã được thông qua;

g) Quyết định việc phân bổ số tiền và thời gian giải ngân thực tế giữa cho vay khách hàng cá nhân và cho vay khách hàng doanh nghiệp trong phạm vi mục đích sử dụng vốn đã được phê duyệt;

h) Quyết định các nội dung khác thuộc tác nghiệp của từng đợt chào bán chưa được quy định tại các điểm từ a đến g khoản này, trong phạm vi phù hợp với Phương án phát hành và Phương án sử dụng và trả nợ vốn đã được thông qua.

2. Tổng Giám đốc được ủy quyền lại bằng văn bản cho người khác thực hiện các công việc được giao, phân công, phân quyền và ủy quyền tại khoản 1 Điều này, đảm bảo tuân thủ quy định của pháp luật và quy định nội bộ của TPBank. Việc ủy quyền lại không làm thay đổi trách nhiệm của Tổng Giám đốc trước HĐQT.

Article 2. Implementation

1. Assign tasks, delegate powers and authorize the Chief Executive Officer to organize the implementation of The issuance plan and The plan for the use of proceeds and debt repayment in accordance with the contents approved by the BOD in Appendix I and Appendix II, including but not limited to the following tasks (excluding tasks that, by law, must be performed directly by the BOD and may not be assigned, delegated or authorized):

a) Determine the number of Bonds to be offered in each tranche in accordance with the indicative offering schedule and the carry-forward mechanism, ensuring that such determination does not change the maximum total number of Bonds, aggregate par value and number of tranches approved by the BOD; determine the Bond codes and decide the commencement and closing dates of each offering tranche;

b) Decide the Margin and the specific nominal interest rate for each tranche and each Bond code. Such decisions must comply with the nominal interest rate formula, Reference Rate and interest rate determination principles approved by the BOD;

c) *Decide the minimum number of Bonds that each investor must subscribe for in each offering tranche and the method of handling subscriptions that do not meet that minimum;*

d) *Select the distribution method for each offering tranche from among the methods approved by the BOD;*

e) *Select and arrange the execution of contracts with another bank or a foreign bank branch for opening the blocked account to receive Bond subscription monies, a securities company providing advisory services for the offering registration dossier, the representative of the Bondholders and other service providers in accordance with law;*

f) *Arrange the preparation and completion of the bond offering registration dossier and submit to the BOD for consideration and approval before submission to the State Securities Commission ("**SSC**"). Following approval, arrange the signing and submission of the dossier, information disclosure, and the provision of explanations, updates, amendments and supplements as required by the SSC, HNX and other competent State authorities (if necessary), provided that these do not change The issuance plan and The plan for the use of proceeds and debt repayment approved;*

g) *Decide the allocation of funds and actual disbursement timing between lending to individual customers and lending to corporate customers within the approved purpose of use of proceeds;*

h) *Decide other operational matters for each offering tranche not specified in Points a to g of this Clause, within the scope consistent with The issuance plan and The plan for the use of proceeds and debt repayment approved.*

2. *The Chief Executive Officer may, in writing, further authorize another person to perform the tasks and exercise the powers assigned, delegated and authorized under Clause 1 of this Article, ensuring compliance with the law and TPBank's internal regulations. Such further authorization does not change the Chief Executive Officer's accountability to the BOD.*

Điều 3. Nghị quyết này có hiệu lực kể từ ngày ký. Tổng Giám đốc, Ban Điều hành và các đơn vị, cá nhân có liên quan chịu trách nhiệm thi hành Nghị quyết này./.

***Article 3**. This Resolution shall take effect from the date of signing. The Chief Executive Officer, the Board of Management and all relevant units, individuals are responsible for implementing this Resolution./.*

TM. HỘI ĐỒNG QUẢN TRỊ
CHỦ TỊCH HỘI ĐỒNG QUẢN TRỊ
ON BEHALF OF THE BOARD OF DIRECTORS
THE CHAIRMAN

Đỗ Minh Phú

Nơi nhận / Recipients:
- Như Điều 3 (để t/hiện) / *As per Article 3 (for implementation);*
- HĐQT, BKS / *BOD, Supervisory Board;*
- Lưu: VT / *Archived by: VT.*

PHỤ LỤC I

PHƯƠNG ÁN PHÁT HÀNH TRÁI PHIẾU RA CÔNG CHÚNG NHẰM BỔ SUNG VỐN CẤP 2 GIAI ĐOẠN 2026–2027

(Đính kèm Nghị quyết số 35/2026/NQ-TPB.HĐQT ngày 23/09/2026)

Phụ lục này là bộ phận cấu thành và không tách rời của Nghị quyết nêu trên.

APPENDIX I

THE PUBLIC BOND ISSUANCE PLAN TO SUPPLEMENT TIER 2 CAPITAL FOR 2026–2027

(Attached to Resolution No. 35/2026/NQ-TPB.HĐQT dated 23/09/2026)

This Appendix constitutes an integral and inseparable part of the above Resolution.

I. Căn cứ pháp lý

Phương án phát hành Trái Phiếu ra công chúng nhằm bổ sung vốn cấp 2 giai đoạn 2026–2027 của TPBank được xây dựng trên cơ sở các văn bản pháp lý sau đây:

- Luật Các tổ chức tín dụng số 32/2024/QH15 ngày 18/01/2024 (đã được sửa đổi, bổ sung) và các văn bản hướng dẫn thi hành;
- Luật Doanh nghiệp số 59/2020/QH14 ngày 17/06/2020 (đã được sửa đổi, bổ sung) và các văn bản hướng dẫn thi hành;
- Luật Chứng khoán số 54/2019/QH14 ngày 26/11/2019 (đã được sửa đổi, bổ sung) và các văn bản hướng dẫn thi hành;
- Nghị định số 155/2020/NĐ-CP ngày 31/12/2020 của Chính phủ quy định chi tiết thi hành một số điều của Luật Chứng Khoán (đã được sửa đổi, bổ sung);
- Thông tư số 118/2020/TT-BTC ngày 31/12/2020 của Bộ Tài chính hướng dẫn một số nội dung về chào bán, phát hành chứng khoán, chào mua công khai, mua lại cổ phiếu, đăng ký công ty đại chúng và hủy tư cách công ty đại chúng (đã được sửa đổi, bổ sung);
- Thông tư số 14/2025/TT-NHNN ngày 30/06/2025 của Ngân hàng Nhà nước Việt Nam quy định tỷ lệ an toàn vốn đối với ngân hàng thương mại, chi nhánh ngân hàng nước ngoài ("Thông Tư 14").

I. Legal bases

TPBank's public bond issuance plan to supplement Tier 2 capital for 2026–2027 is prepared on the basis of the following legal instruments:

- *The Law on Credit Institutions No. 32/2024/QH15 (as amended and supplemented) and guiding documents;*
- *The Law on Enterprises No. 59/2020/QH14 (as amended and supplemented) and guiding documents;*
- *The Law on Securities No. 54/2019/QH14 (as amended and supplemented) and guiding documents;*
- *The Government's Decree No. 155/2020/NĐ-CP dated 31 December 2020 detailing the implementation of certain articles of the Law on Securities (as amended and supplemented);*

- *Circular No. 118/2020/TT-BTC dated 31 December 2020 of the Minister of Finance guiding certain matters relating to securities offerings and issuances, tender offers, share repurchases, registration of public companies and cancellation of public company status (as amended and supplemented);*
- *Circular No. 14/2025/TT-NHNN dated 30 June 2025 of the State Bank of Vietnam prescribing capital adequacy ratios for commercial banks and foreign bank branches ("Circular 14")*

II. Mục đích phát hành

TPBank dự kiến sử dụng toàn bộ số tiền thu được từ chào bán Trái Phiếu nhằm bổ sung nguồn vốn cấp 2, cải thiện hệ số an toàn vốn theo quy định của Ngân hàng Nhà nước Việt Nam và phục vụ nhu cầu cho vay khách hàng của TPBank, trên cơ sở bảo đảm tuân thủ các quy định của pháp luật về các tổ chức tín dụng và quy định nội bộ của TPBank.

II. Purpose of issuance

TPBank intends to use all proceeds from the offering of the Bonds to supplement its Tier 2 capital, improve its capital adequacy ratio in accordance with the regulations of the State Bank of Vietnam, and meet TPBank's customer lending needs, while ensuring compliance with the laws on credit institutions and TPBank's internal regulations.

III. Điều kiện, điều khoản chính của Trái Phiếu

STT	Nội dung	Điều kiện, điều khoản
1	Tên trái phiếu	Trái phiếu TPBank phát hành ra công chúng nhằm bổ sung vốn cấp 2 giai đoạn 2026–2027 ("Trái Phiếu")
2	Loại trái phiếu	(1) Trái Phiếu không chuyển đổi, không kèm theo chứng quyền, không được bảo đảm bằng tài sản, không được bảo lãnh và xác lập nghĩa vụ trả nợ trực tiếp của TPBank. (2) Trái Phiếu là nợ thứ cấp được thiết kế nhằm đáp ứng các điều kiện để được tính vào vốn cấp 2 theo Thông Tư 14. Trong trường hợp TPBank bị phá sản, giải thể hoặc thanh lý, tổ chức, cá nhân sở hữu Trái Phiếu ("Người Sở Hữu Trái Phiếu") chỉ được thanh toán sau khi TPBank đã thanh toán cho tất cả các chủ nợ khác. (3) Toàn bộ 150.000.000 Trái Phiếu chào bán theo Phương án phát hành là một loại Trái Phiếu; số lượng của từng đợt, từng mã chỉ là phần phân bổ trong tổng số lượng của loại Trái Phiếu này.
3	Đồng tiền phát hành và thanh toán	Đồng Việt Nam (VND)
4	Hình thức	Trái Phiếu được phát hành dưới hình thức bút toán ghi sổ.

STT	Nội dung	Điều kiện, điều khoản
5	Mệnh giá	100.000 đồng (Một trăm nghìn đồng)/Trái Phiếu
6	Giá chào bán	Bằng mệnh giá
7	Tổng số lượng tối đa	150.000.000 Trái Phiếu
8	Tổng mệnh giá tối đa	15.000.000.000.000 đồng (Mười lăm nghìn tỷ đồng)
9	Kỳ hạn và Ngày Phát Hành	Trái Phiếu có kỳ hạn 10 năm, tính từ Ngày Phát Hành của mã Trái Phiếu tương ứng. Đối với từng mã Trái Phiếu, "Ngày Phát Hành" là ngày kết thúc việc thu tiền mua Trái Phiếu của đợt chào bán có mã đó. Ngày tròn 10 năm kể từ Ngày Phát Hành của một mã Trái Phiếu là "Ngày Đáo Hạn" của mã đó.
10	Số đợt chào bán	Tối đa 05 đợt chào bán. Số lượng chào bán dự kiến ban đầu của mỗi đợt là 30.000.000 Trái Phiếu, tương ứng 3.000.000.000.000 đồng theo mệnh giá. Kế hoạch chào bán từng đợt và cơ chế chuyển tiếp phần chưa phân phối hết thực hiện theo Mục IV Phụ lục này.
11	Thời gian chào bán	Theo các mốc thời gian được HĐQT thông qua tại Mục IV.
12	Đối tượng chào bán	Tổ chức, cá nhân Việt Nam và tổ chức, cá nhân nước ngoài theo quy định pháp luật
13	Phương thức phát hành	Phát hành ra công chúng
14	Phương thức phân phối	Bán trực tiếp cho nhà đầu tư tại trụ sở chính, các chi nhánh/phòng giao dịch của TPBank trên phạm vi toàn quốc và/hoặc qua kênh giao dịch điện tử của TPBank.

15	Lãi suất danh nghĩa	Lãi suất thả nổi. Lãi suất danh nghĩa của Trái Phiếu được xác định bằng: "Cơ Sở Tham Chiếu" + (cộng) "Biên Độ", theo đó: – "Cơ Sở Tham Chiếu" để xác định lãi suất danh nghĩa là bình quân lãi suất tiền gửi tiết kiệm cá nhân bằng đồng Việt Nam thông thường, trả sau, kỳ hạn 12 tháng của Ngân hàng TMCP Công Thương Việt Nam, Ngân hàng TMCP Đầu tư và Phát triển Việt Nam, Ngân hàng TMCP Ngoại thương Việt Nam và Ngân hàng Nông nghiệp và Phát triển Nông thôn Việt Nam. Cơ Sở Tham Chiếu được lấy theo mức công bố trên trang thông tin điện tử chính thức của bốn ngân hàng nêu trên tại "Ngày Xác Định Lãi Suất", là ngày TPBank ban hành Bản thông báo chào bán trái phiếu ra công chúng của đợt chào bán tương ứng đối với Kỳ Tính Lãi đầu tiên và ngày làm việc thứ 07 trước ngày đầu tiên của mỗi Kỳ Tính Lãi tiếp theo; kết quả xác định được làm tròn đến hai chữ số ở phần thập phân. – Trường hợp một ngân hàng nêu trên công bố nhiều mức lãi suất cho cùng kỳ hạn 12 tháng, mức được sử dụng là mức thấp nhất được công bố. Trường hợp tại Ngày Xác Định Lãi Suất không lấy được mức công bố của một hoặc một số (nhưng không phải tất cả) ngân hàng nêu trên, Cơ Sở Tham Chiếu là bình quân lãi suất tiền gửi tiết kiệm cá nhân bằng đồng Việt Nam thông thường, trả sau, kỳ hạn 12 tháng của các ngân hàng còn lại; trường hợp không lấy được của tất cả các ngân hàng nêu trên, Cơ Sở Tham Chiếu là lãi suất tiền gửi tiết kiệm cá nhân bằng đồng Việt Nam thông thường, trả sau, kỳ hạn 12 tháng do TPBank công bố tại Ngày Xác Định Lãi Suất. – Cơ Sở Tham Chiếu được xác định lại cho từng Kỳ Tính Lãi của từng mã Trái Phiếu. – "Biên Độ" được xác định trên cơ sở tình hình thị trường, khả năng chấp nhận và nhu cầu vốn của TPBank tại thời điểm phát hành, phù hợp với quy định về lãi suất của Ngân hàng Nhà nước trong từng thời kỳ. Biên Độ cụ thể của từng mã Trái Phiếu tại từng Đợt Chào Bán do Tổng Giám đốc quyết định trước khi triển

STT	Nội dung	Điều kiện, điều khoản
		khai Đợt Chào Bán đó và được công bố tại Bản thông báo phát hành của Đợt Chào Bán tương ứng. Công thức và Biên Độ của từng mã được xác định trước và không thay đổi trong suốt kỳ hạn của mã đó.
16	Kỳ trả lãi	Kỳ trả lãi tương ứng với Trái Phiếu của mỗi đợt chào bán theo định kỳ 12 tháng một lần được tính từ Ngày Phát Hành, trừ trường hợp TPBank được ngừng trả lãi và chuyển lãi lũy kế sang năm tiếp theo khi việc trả lãi dẫn đến kết quả kinh doanh trong năm bị lỗ theo Thông Tư 14; việc tính và thanh toán lãi tuân theo Bản cáo bạch. Tiền lãi được xác định trên số ngày thực tế của Kỳ Tính Lãi, trên cơ sở một năm có 365 ngày. "Kỳ Tính Lãi" là khoảng thời gian từ (và bao gồm) Ngày Phát Hành hoặc Ngày Thanh Toán Lãi liền trước đến (nhưng không bao gồm) Ngày Thanh Toán Lãi kế tiếp. Việc TPBank thực hiện quyền ngừng trả lãi và chuyển lãi lũy kế sang năm tiếp theo không làm thay đổi các mốc Ngày Thanh Toán Lãi đã được xác định theo Ngày Phát Hành của mã Trái Phiếu tương ứng.
17	Phương thức thanh toán gốc, lãi	– Tiền gốc Trái Phiếu được thanh toán một lần vào Ngày Đáo Hạn hoặc vào ngày mua lại trước hạn đối với phần Trái Phiếu được TPBank mua lại theo mục 18 Bảng này. – Tiền lãi Trái Phiếu được thanh toán theo Kỳ trả lãi quy định tại mục 16 Bảng này, vào "Ngày Thanh Toán Lãi", là mỗi ngày tròn năm kể từ Ngày Phát Hành đến Ngày Đáo Hạn của mã Trái Phiếu tương ứng, trừ trường hợp ngừng trả lãi quy định tại mục 16 Bảng này.

STT	Nội dung	Điều kiện, điều khoản
18	Mua lại trái phiếu trước hạn	a) Quyền mua lại định kỳ: TPBank có quyền, nhưng không có nghĩa vụ, mua lại trước hạn toàn bộ hoặc một phần Trái Phiếu đang lưu hành của từng mã tại mỗi Ngày Thanh Toán Lãi, với điều kiện đáp ứng điểm d Mục này. Khi TPBank thực hiện quyền mua lại định kỳ, Người Sở Hữu Trái Phiếu có nghĩa vụ bán lại phần Trái Phiếu được mua lại theo đề nghị của TPBank. b) Mua lại theo thỏa thuận: ngoài quyền mua lại định kỳ, TPBank được đề nghị mua lại theo thỏa thuận toàn bộ hoặc một phần tổng mệnh giá Trái Phiếu đang lưu hành của từng mã vào bất kỳ thời điểm nào, với điều kiện đáp ứng điểm d Mục này; Người Sở Hữu Trái Phiếu có quyền chấp thuận hoặc từ chối đề nghị mua lại. c) Giá mua lại: (i) đối với mua lại định kỳ tại điểm a Mục này, giá mua lại bằng 100% mệnh giá cộng khoản lãi phải thanh toán đến ngày mua lại theo Bản cáo bạch; (ii) đối với mua lại theo thỏa thuận tại điểm b Mục này, giá hoặc nguyên tắc xác định giá do HĐQT phê duyệt tại phương án mua lại và được Người Sở Hữu Trái Phiếu tham gia chấp thuận, phù hợp với Bản cáo bạch và pháp luật áp dụng. d) Điều kiện TPBank thực hiện việc mua lại: TPBank chỉ thực hiện mua lại Trái Phiếu trước Ngày Đáo Hạn nếu sau giao dịch vẫn bảo đảm các tỷ lệ, giới hạn bảo đảm an toàn theo quy định của pháp luật. e) Trừ trường hợp xảy ra Sự Kiện Vi Phạm được quy định tại Bản cáo bạch và Trái Phiếu được tuyên bố đến hạn theo trình tự quy định tại Bản cáo bạch, Người Sở Hữu Trái Phiếu không có quyền yêu cầu TPBank mua lại hoặc thanh toán Trái Phiếu trước Ngày Đáo Hạn. Việc TPBank không thực hiện quyền mua lại trước hạn tại điểm a và điểm b Mục này không cấu thành vi phạm nghĩa vụ của TPBank theo Trái Phiếu.
19	Các đặc điểm pháp lý khác của Trái Phiếu	Người Sở Hữu Trái Phiếu không được sử dụng quyền yêu cầu thanh toán Trái Phiếu để bù trừ nghĩa vụ tài chính của chính mình đối với TPBank.

STT	Nội dung	Điều kiện, điều khoản
20	Đăng ký, lưu ký và niêm yết	TPBank thực hiện đăng ký, lưu ký toàn bộ Trái Phiếu được phân phối thành công tại VSDC và nộp, hoàn thiện hồ sơ đăng ký niêm yết Trái Phiếu trên HNX theo quy định của pháp luật. Trái Phiếu chỉ được chuyển nhượng sau khi được đăng ký tập trung tại VSDC và được đưa vào giao dịch trên HNX. Trong khoảng thời gian từ khi kết thúc mỗi đợt chào bán đến khi Trái Phiếu của đợt đó được đưa vào giao dịch trên HNX, Trái Phiếu không được chuyển nhượng, trừ các trường hợp chuyển quyền sở hữu theo quy định của pháp luật và quy chế của VSDC.

III. Principal terms and conditions of the Bonds

No.	*Item*	*Terms and conditions*
1	*Name of the bonds*	*TPBank's bonds publicly offered to supplement Tier 2 capital for 2026–2027 ("Bonds")*
2	*Type of bonds*	*(1) The Bonds are non-convertible, have no warrants attached, are not secured by assets, are not guaranteed and constitute direct repayment obligations of TPBank.* *(2) The Bonds are subordinated debt designed to meet the conditions for inclusion in Tier 2 capital under Circular 14. In the event of TPBank's bankruptcy, dissolution or liquidation, organizations and individuals holding the Bonds ("Bondholders") will be paid only after TPBank has paid all other creditors.* *(3) All 150.000.000 Bonds offered under the issuance plan constitute a single type of Bond; the number of Bonds in each tranche and under each bond code is only an allocation within the total number of Bonds of that type.*
3	*Currency of issuance and payment*	*Vietnamese dong (VND)*
4	*Form*	*The Bonds are issued in book-entry form.*
5	*Par value*	*VND 100.000 (one hundred thousand Vietnamese dong) per Bond*
6	*Offering price*	*At par value*

No.	Item	Terms and conditions
7	Maximum total number of Bonds	150.000.000 Bonds
8	Maximum aggregate par value	VND 15.000.000.000.000 (fifteen trillion Vietnamese dong)
9	Tenor and Issue Date	The Bonds have a tenor of 10 years from the Issue Date of the corresponding bond code. For each bond code, the "Issue Date" is the date on which the collection of Bond subscription monies for the offering tranche containing that code is completed. The date falling 10 years after the Issue Date of a bond code is the "Maturity Date" of that code.
10	Number of offering tranches	A maximum of 05 offering tranches. The initial indicative offering volume for each tranche is 30.000.000 Bonds, equivalent to VND 3.000.000.000.000 at par value. The offering schedule for each tranche and the mechanism for carrying forward undistributed Bonds are set out in Section IV of this Appendix.
11	Offering schedule	In accordance with the timing approved by the BOD in Section IV.
12	Target investors	Vietnamese organizations and individuals, and foreign organizations and individuals, in accordance with law
13	Issuance method	Public offering
14	Distribution method	Direct sales to investors at TPBank's head office, branches and transaction offices nationwide and/or through TPBank's electronic transaction channels.

15	Nominal interest rate	Floating interest rate. The nominal interest rate of the Bonds is determined as the "Reference Rate" + (plus) the "Margin", where: – The "Reference Rate" for determining the nominal interest rate is the average interest rate on standard 12-month Vietnamese dong savings deposits for individuals, with interest paid in arrears, of Vietnam Joint Stock Commercial Bank for Industry and Trade, Joint Stock Commercial Bank for Investment and Development of Vietnam, Joint Stock Commercial Bank for Foreign Trade of Vietnam and Vietnam Bank for Agriculture and Rural Development. The Reference Rate is based on the rates published on the official websites of those four banks on the "Interest Determination Date", being the date on which TPBank issues the public bond offering notice for the relevant tranche for the first Interest Period, and the 7th business day before the first day of each subsequent Interest Period; the resulting rate is rounded to two decimal places. – If any of the above banks publishes more than one rate for the same 12-month tenor, the lowest published rate will be used. If the published rate of one or more, but not all, of those banks is unavailable on the Interest Determination Date, the Reference Rate will be the average interest rate on standard 12-month Vietnamese dong savings deposits for individuals, with interest paid in arrears, of the remaining banks; if the rates of all those banks are unavailable, the Reference Rate will be the interest rate on standard 12-month Vietnamese dong savings deposits for individuals, with interest paid in arrears, published by TPBank on the Interest Determination Date. – The Reference Rate is reset for each Interest Period of each bond code. – The "Margin" is determined based on market conditions, the level acceptable to TPBank and its funding needs at the time of issuance, in line with the State Bank of Vietnam's interest rate regulations from

No.	Item	Terms and conditions
		time to time. The specific Margin for each bond code in each Offering Tranche is decided by the Chief Executive Officer before the launch of that Offering Tranche and announced in the issuance notice of the relevant Offering Tranche. The formula and Margin for each code are specified in advance and remain unchanged throughout the tenor of that code.
16	*Interest payment frequency*	*Interest on the Bonds of each offering tranche is payable every 12 months from the Issue Date, except where TPBank is permitted under Circular 14 to suspend interest payments and carry accrued interest forward to the following year if payment of interest would cause TPBank to incur a loss for the year; interest calculation and payment are governed by the Prospectus. Interest is calculated on the actual number of days in the Interest Period on the basis of a 365-day year. An "Interest Period" is the period from (and including) the Issue Date or the immediately preceding Interest Payment Date to (but excluding) the next Interest Payment Date. TPBank's exercise of its right to suspend interest payments and carry accrued interest forward to the following year does not change the Interest Payment Dates determined by reference to the Issue Date of the corresponding bond code.*
17	*Method of principal and interest payment*	– *Bond principal is repaid in a single payment on the Maturity Date or on the early redemption date for the Bonds repurchased by TPBank under item 18 of this Table.* – *Bond interest is paid at the frequency specified in item 16 of this Table on each "Interest Payment Date", being each anniversary of the Issue Date up to the Maturity Date of the corresponding bond code, except where interest payments are suspended under item 16 of this Table.*

No.	Item	Terms and conditions
18	*Early redemption of the bonds*	*a) Periodic redemption right: TPBank has the right, but not the obligation, to redeem all or part of the outstanding Bonds under each bond code before maturity on each Interest Payment Date, subject to Point d of this item. When TPBank exercises its periodic redemption right, Bondholders are obliged to sell back the Bonds to be redeemed at TPBank's request.* *b) Redemption by agreement: in addition to its periodic redemption right, TPBank may offer to repurchase by agreement all or part of the aggregate par value of the outstanding Bonds under each bond code at any time, subject to Point d of this item; Bondholders have the right to accept or reject the repurchase offer.* *c) Redemption price: (i) for periodic redemption under Point a of this item, the redemption price equals 100% of par value plus interest payable up to the redemption date in accordance with the Prospectus; (ii) for redemption by agreement under Point b of this item, the price or pricing principles must be approved by the BOD in the repurchase plan and accepted by the participating Bondholders, in accordance with the Prospectus and applicable law.* *d) Conditions for redemption by TPBank: TPBank may repurchase Bonds before the Maturity Date only if, after the transaction, it continues to meet the prudential ratios and limits prescribed by law.* *e) Unless an Event of Default specified in the Prospectus occurs and the Bonds are declared due and payable in accordance with the procedures in the Prospectus, Bondholders have no right to require TPBank to repurchase or repay the Bonds before the Maturity Date. TPBank's decision not to exercise its early redemption rights under Points a and b of this item does not constitute a breach of TPBank's obligations under the Bonds.*
19	*Other legal features of the Bonds*	*Bondholders may not use their right to claim payment under the Bonds to set off their own financial obligations to TPBank.*

No.	*Item*	*Terms and conditions*
20	*Registration, depository and listing*	*TPBank will register and deposit all successfully distributed Bonds with VSDC and submit and complete the application dossier for listing the Bonds on HNX in accordance with law.* *The Bonds may only be transferred after they have been centrally registered with VSDC and admitted to trading on HNX. During the period from the completion of each offering tranche until the Bonds of that tranche are admitted to trading on HNX, the Bonds may not be transferred, except for transfers of ownership permitted by law and VSDC's regulations.*

IV. Kế hoạch chào bán dự kiến ban đầu và cơ chế chuyển tiếp giữa các đợt

Đợt	Kỳ hạn	Số lượng chào bán dự kiến ban đầu (Trái Phiếu)	Tổng mệnh giá chào bán dự kiến ban đầu (đồng)	Thời điểm dự kiến bắt đầu chào bán
1	10 năm	30.000.000	3.000.000.000.000	Dự kiến Quý IV/2026
2	10 năm	30.000.000	3.000.000.000.000	Dự kiến Quý IV/2026
3	10 năm	30.000.000	3.000.000.000.000	Dự kiến Quý I – Quý II/2027
4	10 năm	30.000.000	3.000.000.000.000	Dự kiến Quý II – Quý III/2027
5	10 năm	30.000.000	3.000.000.000.000	Dự kiến Quý III/2027
Tổng		**150.000.000**	**15.000.000.000.000**	

Nguyên tắc chuyển tiếp phần chưa phân phối hết: số lượng 30.000.000 Trái Phiếu và tổng mệnh giá 3.000.000.000.000 đồng tại mỗi dòng của Bảng là kế hoạch chào bán dự kiến ban đầu của từng đợt. Trường hợp một đợt không phân phối hết, phần chưa phân phối hết có thể được chuyển sang đợt chào bán liền sau và cộng vào kế hoạch chào bán dự kiến ban đầu của đợt đó, với điều kiện đáp ứng đồng thời các điều kiện (i) đến (iv) dưới đây; phần không đáp ứng điều kiện chuyển tiếp không được tự động chuyển sang đợt chào bán khác. Mỗi đợt chào bán sau chỉ được thực hiện sau khi đợt chào bán liền trước kết thúc.

Việc chuyển tiếp phải đồng thời đáp ứng: (i) số lượng Trái Phiếu chào bán của mỗi đợt không vượt quá phần chưa phát hành của tổng số lượng 150.000.000 Trái Phiếu đăng ký chào bán; (ii) giá trị Trái Phiếu dự kiến phát hành của từng đợt tính theo mệnh giá, sau khi cộng phần chuyển tiếp, không lớn hơn vốn chủ sở hữu của TPBank theo quy định của pháp luật; (iii) thời gian chào bán của từng đợt không kéo dài quá 90 ngày (chưa tính trường hợp được gia hạn thời gian phân phối theo quy định của pháp luật) và khoảng cách giữa hai đợt liền kề không quá 12

tháng; và (iv) không phát sinh quá 05 đợt, phần chưa phân phối hết sau đợt 5 không tự động chuyển sang một đợt mới.

IV. Initial indicative offering schedule and mechanism for carrying forward undistributed Bonds between tranches

Tranche	*Tenor*	*Initial indicative offering volume (Bonds)*	*Initial indicative aggregate offering par value (VND)*	*Expected offering commencement*
1	*10 years*	*30.000.000*	*3.000.000.000.000*	*Expected in Q4/2026*
2	*10 years*	*30.000.000*	*3.000.000.000.000*	*Expected in Q4/2026*
3	*10 years*	*30.000.000*	*3.000.000.000.000*	*Expected in Q1 – Q2/2027*
4	*10 years*	*30.000.000*	*3.000.000.000.000*	*Expected in Q2 – Q3/2027*
5	*10 years*	*30.000.000*	*3.000.000.000.000*	*Expected in Q3/2027*
Total		***150.000.000***	***15.000.000.000.000***	

Principles for carrying forward undistributed Bonds: the volume of 30.000.000 Bonds and the aggregate par value of VND 3.000.000.000.000 in each row of the Table represent the initial indicative offering plan for that tranche. If a tranche is not fully distributed, the undistributed portion may be carried forward to the immediately following offering tranche and added to that tranche's initial indicative offering plan, provided that all the conditions in (i) to (iv) below are satisfied; any portion that does not satisfy the carry-forward conditions may not automatically be transferred to another offering tranche. Each subsequent offering tranche may be conducted only after the immediately preceding tranche has been completed.

The carry-forward must satisfy all of the following conditions: (i) the number of Bonds offered in each tranche must not exceed the unissued balance of the total of 150,000,000 Bonds registered for offering; (ii) the proposed issue value of each tranche at par value, after including the carried-forward portion, must not exceed TPBank's owner's equity as prescribed by law; (iii) the offering period of each tranche must not exceed 90 days (excluding any extension of the distribution period permitted by law) and the interval between two consecutive tranches must not exceed 12 months; and (iv) there must be no more than 05 tranches, and any undistributed portion remaining after tranche 5 may not automatically be carried forward to a new tranche.

PHỤ LỤC II

PHƯƠNG ÁN SỬ DỤNG VÀ TRẢ NỢ VỐN THU ĐƯỢC

TỪ CÁC ĐỢT CHÀO BÁN TRÁI PHIẾU

(Đính kèm Nghị quyết số 35./2026/NQ-TPB.HĐQT ngày 23./09./2026)

Phụ lục này là bộ phận cấu thành và không tách rời của Nghị quyết nêu trên.

APPENDIX II

PLAN FOR THE USE OF PROCEEDS AND DEBT REPAYMENT

FROM THE BOND OFFERING TRANCHES

(Attached to Resolution No. 35./2026/NQ-TPB.HĐQT dated 23./09./2026)

This Appendix constitutes an integral and inseparable part of the above Resolution.

I. Phương án sử dụng vốn

1. Tổng số tiền chào bán dự kiến ban đầu của 05 đợt chào bán là 15.000.000.000.000 đồng. Số tiền đăng ký chào bán của từng đợt được xác định theo cơ chế chuyển tiếp tại Mục IV Phụ lục I. Số tiền thực tế sử dụng là số tiền thu được từ Trái Phiếu được phân phối thành công và được giải tỏa theo quy định pháp luật, nhưng tổng cộng không vượt 15.000.000.000.000 đồng.
2. Toàn bộ số tiền thực tế thu được từ chào bán Trái Phiếu nhằm bổ sung nguồn vốn cấp 2, cải thiện hệ số an toàn vốn theo quy định của Ngân hàng Nhà nước Việt Nam và phục vụ nhu cầu cho vay khách hàng của TPBank cụ thể là khách hàng cá nhân và khách hàng doanh nghiệp, trên cơ sở bảo đảm tuân thủ các quy định của pháp luật về các tổ chức tín dụng và quy định nội bộ của TPBank.

Đợt	Kỳ hạn	Số tiền chào bán dự kiến ban đầu (đồng)	Mục đích sử dụng	Thời gian sử dụng dự kiến
1	10 năm	3.000.000.000.000	Cho vay khách hàng cá nhân và khách hàng doanh nghiệp	Trong vòng 01 năm kể từ ngày số tiền của đợt chào bán tương ứng được giải tỏa theo quy định pháp luật
2	10 năm	3.000.000.000.000	Cho vay khách hàng cá nhân và khách hàng doanh nghiệp	Trong vòng 01 năm kể từ ngày số tiền của đợt chào bán tương ứng được giải tỏa theo quy định pháp luật
3	10 năm	3.000.000.000.000	Cho vay khách hàng cá nhân và khách hàng doanh nghiệp	Trong vòng 01 năm kể từ ngày số tiền của đợt chào bán tương ứng được giải tỏa theo quy định pháp luật

Đợt	Kỳ hạn	Số tiền chào bán dự kiến ban đầu (đồng)	Mục đích sử dụng	Thời gian sử dụng dự kiến
4	10 năm	3.000.000.000.000	Cho vay khách hàng cá nhân và khách hàng doanh nghiệp	Trong vòng 01 năm kể từ ngày số tiền của đợt chào bán tương ứng được giải tỏa theo quy định pháp luật
5	10 năm	3.000.000.000.000	Cho vay khách hàng cá nhân và khách hàng doanh nghiệp	Trong vòng 01 năm kể từ ngày số tiền của đợt chào bán tương ứng được giải tỏa theo quy định pháp luật

3. Việc phân bổ số tiền thu được giữa cho vay khách hàng cá nhân và cho vay khách hàng doanh nghiệp được thực hiện theo nhu cầu giải ngân thực tế trong từng thời kỳ, không xác lập thứ tự ưu tiên cố định giữa hai nhóm khách hàng; nguyên tắc này áp dụng cho cả trường hợp thu đủ số tiền dự kiến và trường hợp số tiền thực tế thu được thấp hơn dự kiến. Việc phân bổ nêu tại khoản này không làm thay đổi mục đích sử dụng vốn đã được HĐQT thông qua.
4. Trong thời gian chờ giải ngân và trong thời hạn sử dụng vốn nêu tại Bảng trên, số tiền tạm thời chưa sử dụng có thể được gửi tại Ngân hàng Nhà nước, gửi tại ngân hàng thương mại hoặc chi nhánh ngân hàng nước ngoài, hoặc mua chứng chỉ tiền gửi do ngân hàng thương mại, chi nhánh ngân hàng nước ngoài phát hành, bảo đảm an toàn, hiệu quả và phù hợp nội dung công bố tại Bản Cáo Bạch. Việc bố trí tạm thời này không làm thay đổi mục đích cuối cùng là cho vay khách hàng cá nhân và khách hàng doanh nghiệp.

I. Plan for the use of proceeds

1. The initial indicative total offering amount for the 05 offering tranches is VND 15.000.000.000.000. The amount registered for offering in each tranche is determined in accordance with the carry-forward mechanism in Section IV of Appendix I. The amount actually used is the proceeds from successfully distributed Bonds that have been released in accordance with law, subject to an aggregate maximum of VND 15.000.000.000.000.

2. All actual proceeds from the offering of the Bonds will be used to supplement Tier 2 capital, improve the capital adequacy ratio in accordance with the regulations of the State Bank of Vietnam, and meet TPBank's customer lending needs, specifically lending to individual and corporate customers, while ensuring compliance with the laws on credit institutions and TPBank's internal regulations.

Tranche	*Tenor*	*Initial indicative offering amount (VND)*	*Purpose of use*	*Expected period of use*
1	*10 years*	*3.000.000.000.000*	*Lending to individual and corporate customers*	*Within 01 year from the date on which the proceeds of the corresponding offering tranche are released in accordance with law*
2	*10 years*	*3.000.000.000.000*	*Lending to individual and corporate customers*	*Within 01 year from the date on which the proceeds of the corresponding offering tranche are released in accordance with law*
3	*10 years*	*3.000.000.000.000*	*Lending to individual and corporate customers*	*Within 01 year from the date on which the proceeds of the corresponding offering tranche are released in accordance with law*
4	*10 years*	*3.000.000.000.000*	*Lending to individual and corporate customers*	*Within 01 year from the date on which the proceeds of the corresponding offering tranche are released in accordance with law*
5	*10 years*	*3.000.000.000.000*	*Lending to individual and corporate customers*	*Within 01 year from the date on which the proceeds of the corresponding offering tranche are released in accordance with law*

3. *Proceeds will be allocated between lending to individual customers and lending to corporate customers based on actual disbursement needs from time to time, without establishing a fixed order of priority between the two customer groups; this principle applies both where the full expected amount is raised and where actual proceeds are lower than expected. The allocation described in this Clause does not change the purpose of use of proceeds approved by the BOD.*
4. *Pending disbursement and within the period of use stated in the Table above, temporarily unused proceeds may be deposited with the State Bank of Vietnam, deposited with a commercial bank or a foreign bank branch, or used to purchase certificates of deposit*

issued by commercial banks or foreign bank branches, ensuring safety, efficiency and consistency with the disclosures in the Prospectus. These temporary placements do not change the ultimate purpose of lending to individual and corporate customers.

II. Phương án trả nợ gốc và lãi

1. Nguồn thanh toán gốc, lãi Trái Phiếu gồm dòng tiền từ hoạt động kinh doanh, thu hồi gốc và lãi các khoản cho vay và các nguồn vốn hợp pháp khác của TPBank.
2. Lãi Trái Phiếu được thanh toán định kỳ 12 tháng một lần theo quy định tại Phụ lục I đính kèm Nghị quyết này và Bản cáo bạch, trừ trường hợp ngừng trả lãi quy định tại tiểu mục 16 Mục III Phụ lục I. Gốc Trái Phiếu đang lưu hành được thanh toán 100% tại Ngày Đáo Hạn của từng mã Trái Phiếu. Đối với Trái Phiếu được mua lại trước hạn, việc thanh toán thực hiện theo phương án mua lại được HĐQT phê duyệt.

II. Plan for principal and interest repayment

1. *Sources for the payment of Bond principal and interest include cash flows from business operations, collections of loan principal and interest, and other lawful sources of funds of TPBank.*
2. *Bond interest is payable every 12 months in accordance with Appendix I attached to this Resolution and the Prospectus, except where interest payments are suspended under item 16, Section III of Appendix I. The principal of the outstanding Bonds is repayable in full on the Maturity Date of each bond code. For Bonds repurchased before maturity, payment will be made in accordance with the repurchase plan approved by the BOD.*

TPBank

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

Số/*No.*: 38../2026/NQ-TPB.HĐQT

Hà Nội, ngày 29 tháng 09 năm 2026
Hanoi, September 29, 2026

NGHỊ QUYẾT / *RESOLUTION*[1]

V/v: Thông qua sửa đổi, bổ sung một số nội dung về đợt phát hành Trái Phiếu TPBank ra công chúng
Re: Approval of amendments and supplements to certain contents of the issuance for the public offering of TPBank's Bonds

HỘI ĐỒNG QUẢN TRỊ NGÂN HÀNG TMCP TIÊN PHONG
THE BOARD OF DIRECTORS

Căn cứ / Pursuant to:

- *Luật Các tổ chức tín dụng số 32/2024/QH15 ngày 18/01/2024 (đã được sửa đổi, bổ sung) và các văn bản hướng dẫn thi hành / the Law on Credit Institutions No. 32/2024/QH15 dated January 18, 2024 (as amended and supplemented) and guiding documents;*
- *Luật Doanh nghiệp số 59/2020/QH14 ngày 17/06/2020 (đã được sửa đổi, bổ sung) và các văn bản hướng dẫn thi hành / the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 (as amended and supplemented) and guiding documents;*
- *Luật Chứng khoán số 54/2019/QH14 ngày 26/11/2019 (đã được sửa đổi, bổ sung) và các văn bản hướng dẫn thi hành / the Law on Securities No. 54/2019/QH14 dated November 26, 2019 (as amended and supplemented) and guiding documents;*
- *Nghị định số 155/2020/NĐ-CP ngày 31/12/2020 của Chính phủ (đã được sửa đổi, bổ sung) / the Government's Decree No. 155/2020/NĐ-CP dated December 31, 2020 (as amended and supplemented);*
- *Điều lệ Ngân hàng Thương mại Cổ phần Tiên Phong ("**TPBank**") / the Charter of Tien Phong Commercial Joint Stock Bank ("**TPBank**");*
- *Quy chế số 32/2026/QĐ-TPB.HĐQT ngày 24/04/2026 về tổ chức và hoạt động của Hội đồng Quản trị ("**HĐQT**") / Statute No. 32/2026/QĐ-TPB.HĐQT dated April 24, 2026 on the organization and operation of the Board of Directors ("**BOD**");*
- *Nghị quyết số 35/2026/NQ-TPB.HĐQT ngày 23/09/2026 về việc thông qua Phương án phát hành, Phương án sử dụng và trả nợ vốn thu được từ đợt chào bán và việc niêm yết Trái Phiếu phát hành ra công chúng ("**Nghị Quyết 35**") / Resolution No. 35/2026/NQ-TPB.HĐQT dated September 23, 2026 approving the issuance plan, the plan for the use of proceeds and debt repayment from the offering, and the listing of the publicly offered Bonds ("**Resolution 35**");*
- *Ý kiến, biểu quyết của các Thành viên HĐQT tại Biên bản ngày 29/09/2026 / Opinions and votes of BOD's members recorded in the Minutes dated September 29, 2026;*
- *Xét đề xuất của Tổng Giám đốc / Considering the Proposal of the Chief Executive Officer.*

[1] Văn bản này được lập bằng tiếng Việt và tiếng Anh. Trường hợp có sự khác nhau về cách hiểu giữa nội dung tiếng Anh và tiếng Việt thì nội dung tiếng Việt là căn cứ pháp lý và được ưu tiên áp dụng / *This document is prepared in both Vietnamese and English. In case of any discrepancy in interpretation between them, the Vietnamese version shall be the legal basis and shall prevail.*

QUYẾT NGHỊ / *RESOLVES:*

Điều 1. Thông qua việc sửa đổi, bổ sung một số nội dung tại Nghị Quyết 35, cụ thể như sau:

Hạng mục	Nội dung tại Nghị Quyết 35	Nội dung sửa đổi, bổ sung
Điểm b Khoản 1 Điều 2. Tổ chức thực hiện	Quyết định Biên Độ và mức lãi suất danh nghĩa cụ thể của từng đợt, từng mã Trái Phiếu. Việc quyết định nêu trên phải theo đúng công thức xác định lãi suất danh nghĩa, Cơ Sở Tham Chiếu và nguyên tắc xác định lãi suất đã được HĐQT phê duyệt	Quyết định Biên Độ lãi suất cụ thể với từng đợt phát hành đảm bảo không vượt quá biên độ lãi suất tối đa đã được HĐQT phê duyệt
Tiểu mục 15 – Lãi suất danh nghĩa - Mục III, Phụ lục I - Phương án phát hành trái phiếu ra công chúng nhằm bổ sung vốn cấp 2 giai đoạn 2026-2027	Lãi suất thả nổi. Lãi suất danh nghĩa của Trái Phiếu được xác định bằng: "Cơ Sở Tham Chiếu" + (cộng) "Biên Độ", theo đó: - "Cơ Sở Tham Chiếu" để xác định lãi suất danh nghĩa là bình quân lãi suất tiền gửi tiết kiệm cá nhân bằng đồng Việt Nam thông thường, trả sau, kỳ hạn 12 tháng của Ngân hàng TMCP Công Thương Việt Nam, Ngân hàng TMCP Đầu tư và Phát triển Việt Nam, Ngân hàng TMCP Ngoại thương Việt Nam và Ngân hàng Nông nghiệp và Phát triển Nông thôn Việt Nam. Cơ Sở Tham Chiếu được lấy theo mức công bố trên trang thông tin điện tử chính thức của bốn ngân hàng nêu trên tại "Ngày Xác Định Lãi Suất", là ngày TPBank ban hành Bản thông báo chào bán trái phiếu ra công chúng của đợt chào bán tương ứng đối với Kỳ Tính Lãi đầu tiên và ngày làm việc thứ 07 trước ngày đầu tiên của mỗi Kỳ Tính Lãi tiếp theo; kết quả xác định được làm tròn đến hai chữ số ở phần thập phân. - Trường hợp một ngân hàng nêu trên công bố nhiều mức lãi suất cho cùng kỳ hạn 12 tháng, mức được sử dụng là mức thấp nhất được công bố. Trường hợp tại Ngày Xác Định Lãi Suất không lấy được mức công bố của một hoặc một số (nhưng không phải tất cả) ngân hàng nêu trên, Cơ Sở Tham Chiếu là bình quân lãi suất tiền gửi tiết kiệm cá nhân bằng đồng Việt Nam thông thường, trả sau, kỳ hạn 12 tháng của các ngân hàng còn lại; trường hợp không lấy được của tất cả các ngân hàng nêu trên, Cơ Sở Tham Chiếu là lãi suất tiền gửi tiết kiệm cá nhân bằng đồng Việt Nam thông thường, trả sau, kỳ hạn 12 tháng do TPBank công bố tại Ngày Xác Định Lãi Suất. - Cơ Sở Tham Chiếu được xác định lại cho từng Kỳ Tính Lãi của từng mã Trái Phiếu.	Lãi suất thả nổi. Lãi suất danh nghĩa của Trái Phiếu được xác định bằng: "Lãi Suất Tham Chiếu" + (cộng) "Biên Độ", theo đó: - "Lãi Suất Tham Chiếu" để xác định lãi suất danh nghĩa là bình quân lãi suất tiền gửi tiết kiệm cá nhân bằng đồng Việt Nam thông thường, trả sau, kỳ hạn 12 tháng của Ngân hàng TMCP Công Thương Việt Nam, Ngân hàng TMCP Đầu tư và Phát triển Việt Nam, Ngân hàng TMCP Ngoại thương Việt Nam và Ngân hàng Nông nghiệp và Phát triển Nông thôn Việt Nam. Lãi Suất Tham Chiếu được lấy theo mức công bố trên trang thông tin điện tử chính thức của bốn ngân hàng nêu trên tại "Ngày Xác Định Lãi Suất", là ngày TPBank ban hành Bản thông báo chào bán trái phiếu ra công chúng của đợt chào bán tương ứng đối với Kỳ Tính Lãi đầu tiên và ngày làm việc thứ 07 trước ngày đầu tiên của mỗi Kỳ Tính Lãi tiếp theo; kết quả xác định được làm tròn đến hai chữ số ở phần thập phân. - Trường hợp một ngân hàng nêu trên công bố nhiều mức lãi suất cho cùng kỳ hạn 12 tháng, mức được sử dụng là mức thấp nhất được công bố. Trường hợp tại Ngày Xác Định Lãi Suất không lấy được mức công bố của một hoặc một số (nhưng không phải tất cả) ngân hàng nêu trên, Lãi Suất Tham Chiếu là bình quân lãi suất tiền gửi tiết kiệm cá nhân bằng đồng Việt Nam thông thường, trả sau, kỳ hạn 12 tháng của các ngân hàng còn lại; trường hợp không lấy được của tất cả các ngân hàng nêu trên, Lãi Suất Tham Chiếu là lãi suất tiền gửi tiết kiệm cá nhân bằng đồng Việt Nam thông thường, trả sau, kỳ hạn 12 tháng do TPBank công bố tại Ngày Xác Định Lãi Suất. - Lãi Suất Tham Chiếu được xác định lại cho từng Kỳ Tính Lãi của từng mã Trái Phiếu.

Hạng mục	Nội dung tại Nghị Quyết 35	Nội dung sửa đổi, bổ sung
	- "Biên Độ" được xác định trên cơ sở tình hình thị trường, khả năng chấp nhận và nhu cầu vốn của TPBank tại thời điểm phát hành, phù hợp với quy định về lãi suất của Ngân hàng Nhà nước trong từng thời kỳ. Biên Độ cụ thể của từng mã Trái Phiếu tại từng Đợt Chào Bán do Tổng Giám đốc quyết định trước khi triển khai Đợt Chào Bán đó và được công bố tại Bản thông báo phát hành của Đợt Chào Bán tương ứng. Công thức và Biên Độ của từng mã được xác định trước và không thay đổi trong suốt kỳ hạn của mã đó.	- "Biên Độ" được xác định trên cơ sở tình hình thị trường, khả năng chấp nhận và nhu cầu vốn của TPBank tại thời điểm phát hành, phù hợp với quy định về lãi suất của Ngân hàng Nhà nước trong từng thời kỳ. Biên Độ lãi suất tối đa theo Phương án phát hành là 4,1%/năm. Biên Độ cụ thể của từng mã Trái Phiếu tại từng đợt chào bán do Tổng Giám đốc quyết định trước khi triển khai đợt chào bán đó và được công bố tại Bản thông báo chào bán trái phiếu ra công chúng của đợt chào bán tương ứng, đảm bảo không vượt quá biên độ lãi suất tối đa theo Phương án phát hành đã được HĐQT phê duyệt.

Các thông tin khác tại Nghị Quyết 35: Không thay đổi.

(Kèm theo Nghị quyết này là toàn văn Phương án phát hành trái phiếu ra công chúng nhằm bổ sung vốn cấp 2 giai đoạn 2026-2027 sau khi được sửa đổi, bổ sung như trên).

***Article 1.** Approve the amendments and supplements to certain contents of Resolution 35 as follows:*

Items	*Contents in Resolution 35*	*Amended and supplemented contents*
Point b, Clause 1, Article 2. Implementation	*Decide the Margin and the specific nominal interest rate for each tranche and each Bond code. Such decisions must comply with the nominal interest rate formula, Reference Rate and interest rate determination principles approved by the BOD*	*Decide the specific Margin for each issuance tranche, ensuring that it does not exceed the maximum Margin approved by the BOD*
Item 15 – Nominal interest rate – Section III of Appendix I – The public bond issuance plan to supplement Tier 2 capital for 2026–2027	*Floating interest rate.* *The nominal interest rate of the Bonds is determined as the "Reference Rate" + (plus) the "Margin", where:* *- The "Reference Rate" for determining the nominal interest rate is the average interest rate on standard 12-month Vietnamese dong savings deposits for individuals, with interest paid in arrears, of Vietnam Joint Stock Commercial Bank for Industry and Trade, Joint Stock Commercial Bank for Investment and Development of Vietnam, Joint Stock Commercial Bank for Foreign Trade of Vietnam and Vietnam Bank for Agriculture and Rural Development. The Reference Rate is based on the rates published on the official websites of those four banks on the "Interest Determination Date", being the date on which TPBank issues the public bond offering notice for the relevant tranche for the first Interest Period, and the 7th business day before the first*	*Floating interest rate.* *The nominal interest rate of the Bonds is determined as the "Reference Rate" + (plus) the "Margin", where:* *- The "Reference Rate" for determining the nominal interest rate is the average interest rate on standard 12-month Vietnamese dong savings deposits for individuals, with interest paid in arrears, of Vietnam Joint Stock Commercial Bank for Industry and Trade, Joint Stock Commercial Bank for Investment and Development of Vietnam, Joint Stock Commercial Bank for Foreign Trade of Vietnam and Vietnam Bank for Agriculture and Rural Development. The Reference Rate is based on the rates published on the official websites of those four banks on the "Interest Determination Date", being the date on which TPBank issues the public bond offering notice for the relevant tranche for the first Interest Period, and the 7th business day before the first*

Items	*Contents in Resolution 35*	*Amended and supplemented contents*
	day of each subsequent Interest Period; the resulting rate is rounded to two decimal places. - *If any of the above banks publishes more than one rate for the same 12-month tenor, the lowest published rate will be used. If the published rate of one or more, but not all, of those banks is unavailable on the Interest Determination Date, the Reference Rate will be the average interest rate on standard 12-month Vietnamese dong savings deposits for individuals, with interest paid in arrears, of the remaining banks; if the rates of all those banks are unavailable, the Reference Rate will be the interest rate on standard 12-month Vietnamese dong savings deposits for individuals, with interest paid in arrears, published by TPBank on the Interest Determination Date.* - *The Reference Rate is reset for each Interest Period of each bond code.* - *The "Margin" is determined based on market conditions, the level acceptable to TPBank and its funding needs at the time of issuance, in line with the State Bank of Vietnam's interest rate regulations from time to time. The specific Margin for each bond code in each Offering Tranche is decided by the Chief Executive Officer before the launch of that Offering Tranche and announced in the issuance notice of the relevant Offering Tranche. The formula and Margin for each code are specified in advance and remain unchanged throughout the tenor of that code.*	*day of each subsequent Interest Period; the resulting rate is rounded to two decimal places.* - *If any of the above banks publishes more than one rate for the same 12-month tenor, the lowest published rate will be used. If the published rate of one or more, but not all, of those banks is unavailable on the Interest Determination Date, the Reference Rate will be the average interest rate on standard 12-month Vietnamese dong savings deposits for individuals, with interest paid in arrears, of the remaining banks; if the rates of all those banks are unavailable, the Reference Rate will be the interest rate on standard 12-month Vietnamese dong savings deposits for individuals, with interest paid in arrears, published by TPBank on the Interest Determination Date.* - *The Reference Rate is reset for each Interest Period of each bond code.* - *The "Margin" is determined based on market conditions, the level acceptable to TPBank and its funding needs at the time of issuance, in line with the State Bank of Vietnam's interest rate regulations from time to time. The maximum Margin under the issuance plan is 4,1% per annum. The specific Margin for each bond code in each offering tranche is decided by the Chief Executive Officer before the launch of that offering tranche and announced in the public bond offering notice of the relevant offering tranche, ensuring that it does not exceed the maximum Margin under the issuance plan approved by the BOD.*

Other information in Resolution 35: Unchanged.
(Attached to this Resolution is the full text of the public bond issuance plan to supplement Tier 2 capital for 2026–2027, as amended and supplemented above).

Điều 2. Các nội dung khác (bao gồm nội dung giao, phân công, phân quyền và ủy quyền) tiếp tục thực hiện theo Nghị Quyết 35.

Article 2. *Other contents (including the assignment, delegation and authorization) shall continue to be implemented in accordance with Resolution 35.*

Điều 3. Nghị quyết này có hiệu lực kể từ ngày ký. Tổng Giám đốc, Ban Điều hành và các đơn vị, cá nhân có liên quan chịu trách nhiệm thi hành Nghị quyết này./.

Article 3. This Resolution shall take effect from the date of signing. The Chief Executive Officer, the Board of Management and all relevant units and individuals are responsible for implementing this Resolution./.

TM. HỘI ĐỒNG QUẢN TRỊ
CHỦ TỊCH HỘI ĐỒNG QUẢN TRỊ
ON BEHALF OF THE BOARD OF DIRECTORS
THE CHAIRMAN

Đỗ Minh Phú

Nơi nhận / Recipients:
- Như Điều 3 (để t/hiện) / *As per Article 3 (for implementation);*
- HĐQT, BKS / *BOD, Supervisory Board;*
- Lưu: VT / *Archived by: VT.*

PHƯƠNG ÁN PHÁT HÀNH TRÁI PHIẾU RA CÔNG CHÚNG
NHẰM BỔ SUNG VỐN CẤP 2 GIAI ĐOẠN 2026–2027
(Kèm theo Nghị quyết số 32/2026/NQ-TPB.HĐQT ngày 25/09/2026 của HĐQT)
THE PUBLIC BOND ISSUANCE PLAN
TO SUPPLEMENT TIER 2 CAPITAL FOR 2026–2027
(Attached to Resolution No. 32/2026/NQ-TPB.HĐQT dated September 25, 2026 of the BOD)

I. Căn cứ pháp lý

Phương án phát hành Trái Phiếu ra công chúng nhằm bổ sung vốn cấp 2 giai đoạn 2026–2027 của TPBank được xây dựng trên cơ sở các văn bản pháp lý sau đây:

- Luật Các tổ chức tín dụng số 32/2024/QH15 ngày 18/01/2024 (đã được sửa đổi, bổ sung) và các văn bản hướng dẫn thi hành;
- Luật Doanh nghiệp số 59/2020/QH14 ngày 17/06/2020 (đã được sửa đổi, bổ sung) và các văn bản hướng dẫn thi hành;
- Luật Chứng khoán số 54/2019/QH14 ngày 26/11/2019 (đã được sửa đổi, bổ sung) và các văn bản hướng dẫn thi hành;
- Nghị định số 155/2020/NĐ-CP ngày 31/12/2020 của Chính phủ quy định chi tiết thi hành một số điều của Luật Chứng khoán (đã được sửa đổi, bổ sung);
- Thông tư số 118/2020/TT-BTC ngày 31/12/2020 của Bộ Tài chính hướng dẫn một số nội dung về chào bán, phát hành chứng khoán, chào mua công khai, mua lại cổ phiếu, đăng ký công ty đại chúng và hủy tư cách công ty đại chúng (đã được sửa đổi, bổ sung);
- Thông tư số 14/2025/TT-NHNN ngày 30/06/2025 của Ngân hàng Nhà nước Việt Nam quy định tỷ lệ an toàn vốn đối với ngân hàng thương mại, chi nhánh ngân hàng nước ngoài ("Thông Tư 14").

I. Legal basis

TPBank's public bond issuance plan to supplement Tier 2 capital for 2026–2027 is prepared on the basis of the following legal instruments:

- *The Law on Credit Institutions No. 32/2024/QH15 dated 18 January 2024 (as amended and supplemented) and guiding documents;*
- *The Law on Enterprises No. 59/2020/QH14 dated 17 June 2020 (as amended and supplemented) and guiding documents;*
- *The Law on Securities No. 54/2019/QH14 dated 26 November 2019 (as amended and supplemented) and guiding documents;*
- *The Government's Decree No. 155/2020/NĐ-CP dated 31 December 2020 detailing the implementation of certain articles of the Law on Securities (as amended and supplemented);*
- *Circular No. 118/2020/TT-BTC dated 31 December 2020 of the Ministry of Finance guiding certain matters relating to securities offerings and issuances, tender offers, share repurchases, registration of public companies and cancellation of public company status (as amended and supplemented);*
- *Circular No. 14/2025/TT-NHNN dated 30 June 2025 of the State Bank of Vietnam prescribing capital adequacy ratios for commercial banks and foreign bank branches ("Circular 14").*

II. Mục đích phát hành

TPBank dự kiến sử dụng toàn bộ số tiền thu được từ chào bán Trái Phiếu nhằm bổ sung nguồn vốn cấp 2, cải thiện hệ số an toàn vốn theo quy định của Ngân hàng Nhà nước Việt Nam

và phục vụ nhu cầu cho vay khách hàng của TPBank, trên cơ sở bảo đảm tuân thủ các quy định của pháp luật về các tổ chức tín dụng và quy định nội bộ của TPBank.

II. Purpose of issuance

TPBank intends to use all proceeds from the offering of the Bonds to supplement its Tier 2 capital, improve its capital adequacy ratio in accordance with the regulations of the State Bank of Vietnam, and meet TPBank's customer lending needs, while ensuring compliance with the laws on credit institutions and TPBank's internal regulations.

III. Điều kiện, điều khoản chính của Trái Phiếu

STT	Nội dung	Điều kiện, điều khoản
1	Tên trái phiếu	Trái phiếu TPBank phát hành ra công chúng nhằm bổ sung vốn cấp 2 giai đoạn 2026–2027 ("Trái Phiếu")
2	Loại trái phiếu	(1) Trái Phiếu không chuyển đổi, không kèm theo chứng quyền, không được bảo đảm bằng tài sản, không được bảo lãnh và xác lập nghĩa vụ trả nợ trực tiếp của TPBank. (2) Trái Phiếu là nợ thứ cấp được thiết kế nhằm đáp ứng các điều kiện để được tính vào vốn cấp 2 theo Thông Tư 14. Trong trường hợp TPBank bị phá sản, giải thể hoặc thanh lý, tổ chức, cá nhân sở hữu Trái Phiếu ("Người Sở Hữu Trái Phiếu") chỉ được thanh toán sau khi TPBank đã thanh toán cho tất cả các chủ nợ khác. (3) Toàn bộ 150.000.000 Trái Phiếu chào bán theo Phương án phát hành là một loại Trái Phiếu; số lượng của từng đợt, từng mã chỉ là phần phân bổ trong tổng số lượng của loại Trái Phiếu này.
3	Đồng tiền phát hành và thanh toán	Đồng Việt Nam (VND)
4	Hình thức	Trái Phiếu được phát hành dưới hình thức bút toán ghi sổ.
5	Mệnh giá	100.000 đồng (Một trăm nghìn đồng)/Trái Phiếu
6	Giá chào bán	Bằng mệnh giá
7	Tổng số lượng tối đa	150.000.000 Trái Phiếu
8	Tổng mệnh giá tối đa	15.000.000.000.000 đồng (Mười lăm nghìn tỷ đồng)
9	Kỳ hạn và Ngày Phát Hành	Trái Phiếu có kỳ hạn 10 năm, tính từ Ngày Phát Hành của mã Trái Phiếu tương ứng. Đối với từng mã Trái Phiếu, "Ngày Phát Hành" là ngày kết thúc việc thu tiền mua Trái Phiếu của đợt chào bán có mã đó. Ngày tròn 10 năm kể từ Ngày Phát Hành của một mã Trái Phiếu là "Ngày Đáo Hạn" của mã đó.
10	Số đợt chào bán	Tối đa 05 đợt chào bán. Số lượng chào bán dự kiến ban đầu của mỗi đợt là 30.000.000 Trái Phiếu, tương ứng 3.000.000.000.000 đồng theo mệnh giá. Kế hoạch chào bán từng đợt và cơ chế chuyển tiếp phần chưa phân phối hết thực hiện theo Mục IV Phụ lục này.
11	Thời gian chào bán	Theo các mốc thời gian được HĐQT thông qua tại Mục IV.
12	Đối tượng chào bán	Tổ chức, cá nhân Việt Nam và tổ chức, cá nhân nước ngoài theo quy định pháp luật
13	Phương thức phát hành	Phát hành ra công chúng

STT	Nội dung	Điều kiện, điều khoản
14	Phương thức phân phối	Bán trực tiếp cho nhà đầu tư tại trụ sở chính, các chi nhánh/phòng giao dịch của TPBank trên phạm vi toàn quốc và/hoặc qua kênh giao dịch điện tử của TPBank.
15	Lãi suất danh nghĩa	Lãi suất thả nổi. Lãi suất danh nghĩa của Trái Phiếu được xác định bằng: "Lãi Suất Tham Chiếu" + (cộng) "Biên Độ", theo đó: - "Lãi Suất Tham Chiếu" để xác định lãi suất danh nghĩa là bình quân lãi suất tiền gửi tiết kiệm cá nhân bằng đồng Việt Nam thông thường, trả sau, kỳ hạn 12 tháng của Ngân hàng TMCP Công Thương Việt Nam, Ngân hàng TMCP Đầu tư và Phát triển Việt Nam, Ngân hàng TMCP Ngoại thương Việt Nam và Ngân hàng Nông nghiệp và Phát triển Nông thôn Việt Nam. Lãi Suất Tham Chiếu được lấy theo mức công bố trên trang thông tin điện tử chính thức của bốn ngân hàng nêu trên tại "Ngày Xác Định Lãi Suất", là ngày TPBank ban hành Bản thông báo chào bán trái phiếu ra công chúng của đợt chào bán tương ứng đối với Kỳ Tính Lãi đầu tiên và ngày làm việc thứ 07 trước ngày đầu tiên của mỗi Kỳ Tính Lãi tiếp theo; kết quả xác định được làm tròn đến hai chữ số ở phần thập phân. - Trường hợp một ngân hàng nêu trên công bố nhiều mức lãi suất cho cùng kỳ hạn 12 tháng, mức được sử dụng là mức thấp nhất được công bố. Trường hợp tại Ngày Xác Định Lãi Suất không lấy được mức công bố của một hoặc một số (nhưng không phải tất cả) ngân hàng nêu trên, Lãi Suất Tham Chiếu là bình quân lãi suất tiền gửi tiết kiệm cá nhân bằng đồng Việt Nam thông thường, trả sau, kỳ hạn 12 tháng của các ngân hàng còn lại; trường hợp không lấy được của tất cả các ngân hàng nêu trên, Lãi Suất Tham Chiếu là lãi suất tiền gửi tiết kiệm cá nhân bằng đồng Việt Nam thông thường, trả sau, kỳ hạn 12 tháng do TPBank công bố tại Ngày Xác Định Lãi Suất. - Lãi Suất Tham Chiếu được xác định lại cho từng Kỳ Tính Lãi của từng mã Trái Phiếu. - "Biên Độ" được xác định trên cơ sở tình hình thị trường, khả năng chấp nhận và nhu cầu vốn của TPBank tại thời điểm phát hành, phù hợp với quy định về lãi suất của Ngân hàng Nhà nước trong từng thời kỳ. Biên Độ lãi suất tối đa theo Phương án phát hành là 4,1%/năm. Biên Độ cụ thể của từng mã Trái Phiếu tại từng đợt chào bán do Tổng Giám đốc quyết định trước khi triển khai đợt chào bán đó và được công bố tại Bản thông báo chào bán trái phiếu ra công chúng của đợt chào bán tương ứng, đảm bảo không vượt quá biên độ lãi suất tối đa theo Phương án phát hành đã được HĐQT phê duyệt.

STT	Nội dung	Điều kiện, điều khoản
16	Kỳ trả lãi	Kỳ trả lãi tương ứng với Trái Phiếu của mỗi đợt chào bán theo định kỳ 12 tháng một lần được tính từ Ngày Phát Hành, trừ trường hợp TPBank được ngừng trả lãi và chuyển lãi lũy kế sang năm tiếp theo khi việc trả lãi dẫn đến kết quả kinh doanh trong năm bị lỗ theo Thông Tư 14; việc tính và thanh toán lãi tuân theo Bản cáo bạch. Tiền lãi được xác định trên số ngày thực tế của Kỳ Tính Lãi, trên cơ sở một năm có 365 ngày. "Kỳ Tính Lãi" là khoảng thời gian từ (và bao gồm) Ngày Phát Hành hoặc Ngày Thanh Toán Lãi liền trước đến (nhưng không bao gồm) Ngày Thanh Toán Lãi kế tiếp. Việc TPBank thực hiện quyền ngừng trả lãi và chuyển lãi lũy kế sang năm tiếp theo không làm thay đổi các mốc Ngày Thanh Toán Lãi đã được xác định theo Ngày Phát Hành của mã Trái Phiếu tương ứng.
17	Phương thức thanh toán gốc, lãi	- Tiền gốc Trái Phiếu được thanh toán một lần vào Ngày Đáo Hạn hoặc vào ngày mua lại trước hạn đối với phần Trái Phiếu được TPBank mua lại theo mục 18 Bảng này. - Tiền lãi Trái Phiếu được thanh toán theo Kỳ trả lãi quy định tại mục 16 Bảng này, vào "Ngày Thanh Toán Lãi", là mỗi ngày tròn năm kể từ Ngày Phát Hành đến Ngày Đáo Hạn của mã Trái Phiếu tương ứng, trừ trường hợp ngừng trả lãi quy định tại mục 16 Bảng này.
18	Mua lại trái phiếu trước hạn	a) Quyền mua lại định kỳ: TPBank có quyền, nhưng không có nghĩa vụ, mua lại trước hạn toàn bộ hoặc một phần Trái Phiếu đang lưu hành của từng mã tại mỗi Ngày Thanh Toán Lãi, với điều kiện đáp ứng điểm d Mục này. Khi TPBank thực hiện quyền mua lại định kỳ, Người Sở Hữu Trái Phiếu có nghĩa vụ bán lại phần Trái Phiếu được mua lại theo đề nghị của TPBank. b) Mua lại theo thỏa thuận: ngoài quyền mua lại định kỳ, TPBank được đề nghị mua lại theo thỏa thuận toàn bộ hoặc một phần tổng mệnh giá Trái Phiếu đang lưu hành của từng mã vào bất kỳ thời điểm nào, với điều kiện đáp ứng điểm d Mục này; Người Sở Hữu Trái Phiếu có quyền chấp thuận hoặc từ chối đề nghị mua lại. c) Giá mua lại: (i) đối với mua lại định kỳ tại điểm a Mục này, giá mua lại bằng 100% mệnh giá cộng khoản lãi phải thanh toán đến ngày mua lại theo Bản cáo bạch; (ii) đối với mua lại theo thỏa thuận tại điểm b Mục này, giá hoặc nguyên tắc xác định giá do HĐQT phê duyệt tại phương án mua lại và được Người Sở Hữu Trái Phiếu tham gia chấp thuận, phù hợp với Bản cáo bạch và pháp luật áp dụng. d) Điều kiện TPBank thực hiện việc mua lại: TPBank chỉ thực hiện mua lại Trái Phiếu trước Ngày Đáo Hạn nếu sau giao dịch vẫn bảo đảm các tỷ lệ, giới hạn bảo đảm an toàn theo quy định của pháp luật.

STT	Nội dung	Điều kiện, điều khoản
		e) Trừ trường hợp xảy ra Sự Kiện Vi Phạm được quy định tại Bản cáo bạch và Trái Phiếu được tuyên bố đến hạn theo trình tự quy định tại Bản cáo bạch, Người Sở Hữu Trái Phiếu không có quyền yêu cầu TPBank mua lại hoặc thanh toán Trái Phiếu trước Ngày Đáo Hạn. Việc TPBank không thực hiện quyền mua lại trước hạn tại điểm a và điểm b Mục này không cấu thành vi phạm nghĩa vụ của TPBank theo Trái Phiếu.
19	Các đặc điểm pháp lý khác của Trái Phiếu	Người Sở Hữu Trái Phiếu không được sử dụng quyền yêu cầu thanh toán Trái Phiếu để bù trừ nghĩa vụ tài chính của chính mình đối với TPBank.
20	Đăng ký, lưu ký và niêm yết	TPBank thực hiện đăng ký, lưu ký toàn bộ Trái Phiếu được phân phối thành công tại VSDC và nộp, hoàn thiện hồ sơ đăng ký niêm yết Trái Phiếu trên HNX theo quy định của pháp luật. Trái Phiếu chỉ được chuyển nhượng sau khi được đăng ký tập trung tại VSDC và được đưa vào giao dịch trên HNX. Trong khoảng thời gian từ khi kết thúc mỗi đợt chào bán đến khi Trái Phiếu của đợt đó được đưa vào giao dịch trên HNX, Trái Phiếu không được chuyển nhượng, trừ các trường hợp chuyển quyền sở hữu theo quy định của pháp luật và quy chế của VSDC.

III. Principal terms and conditions of the Bonds

No.	*Item*	*Terms and conditions*
1	*Name of the bonds*	*TPBank's bonds publicly offered to supplement Tier 2 capital for 2026–2027 ("Bonds")*
2	*Type of bonds*	*(1) The Bonds are non-convertible, have no warrants attached, are not secured by assets, are not guaranteed and constitute direct repayment obligations of TPBank.* *(2) The Bonds are subordinated debt designed to meet the conditions for inclusion in Tier 2 capital under Circular 14. In the event of TPBank's bankruptcy, dissolution or liquidation, organizations and individuals holding the Bonds ("Bondholders") will be paid only after TPBank has paid all other creditors.* *(3) All 150.000.000 Bonds offered under the issuance plan constitute a single type of Bond; the number of Bonds in each tranche and under each bond code is only an allocation within the total number of Bonds of that type.*
3	*Currency of issuance and payment*	*Vietnamese dong (VND)*
4	*Form*	*The Bonds are issued in book-entry form.*
5	*Par value*	*VND 100.000 (one hundred thousand Vietnamese dong) per Bond*
6	*Offering price*	*At par value*
7	*Maximum total number of Bonds*	*150.000.000 Bonds*

No.	Item	Terms and conditions
8	*Maximum aggregate par value*	*VND 15.000.000.000.000 (fifteen trillion Vietnamese dong)*
9	*Tenor and Issue Date*	*The Bonds have a tenor of 10 years from the Issue Date of the corresponding bond code.* *For each bond code, the "Issue Date" is the date on which the collection of Bond subscription monies for the offering tranche containing that code is completed. The date falling 10 years after the Issue Date of a bond code is the "Maturity Date" of that code.*
10	*Number of offering tranches*	*A maximum of 05 offering tranches. The initial indicative offering volume for each tranche is 30.000.000 Bonds, equivalent to VND 3.000.000.000.000 at par value. The offering schedule for each tranche and the mechanism for carrying forward undistributed Bonds are set out in Section IV of this Appendix.*
11	*Offering schedule*	*In accordance with the timing approved by the BOD in Section IV.*
12	*Target investors*	*Vietnamese organizations and individuals, and foreign organizations and individuals, in accordance with law*
13	*Issuance method*	*Public offering*
14	*Distribution method*	*Direct sales to investors at TPBank's head office, branches and transaction offices nationwide and/or through TPBank's electronic transaction channels.*
15	*Nominal interest rate*	*Floating interest rate.* *The nominal interest rate of the Bonds is determined as the "Reference Rate" + (plus) the "Margin", where:* *- The "Reference Rate" for determining the nominal interest rate is the average interest rate on standard 12-month Vietnamese dong savings deposits for individuals, with interest paid in arrears, of Vietnam Joint Stock Commercial Bank for Industry and Trade, Joint Stock Commercial Bank for Investment and Development of Vietnam, Joint Stock Commercial Bank for Foreign Trade of Vietnam and Vietnam Bank for Agriculture and Rural Development. The Reference Rate is based on the rates published on the official websites of those four banks on the "Interest Determination Date", being the date on which TPBank issues the public bond offering notice for the relevant tranche for the first Interest Period, and the 7th business day before the first day of each subsequent Interest Period; the resulting rate is rounded to two decimal places.* *- If any of the above banks publishes more than one rate for the same 12-month tenor, the lowest published rate will be used. If the published rate of one or more, but not all, of those banks is unavailable on the Interest Determination Date, the Reference Rate will be the average interest rate on standard 12-month Vietnamese dong savings deposits for individuals, with interest paid in arrears, of the remaining banks; if the rates of all those banks are unavailable, the Reference Rate will be the interest rate on standard 12-month Vietnamese dong savings deposits for*

No.	Item	Terms and conditions
		individuals, with interest paid in arrears, published by TPBank on the Interest Determination Date. *- The Reference Rate is reset for each Interest Period of each bond code.* *- The "Margin" is determined based on market conditions, the level acceptable to TPBank and its funding needs at the time of issuance, in line with the State Bank of Vietnam's interest rate regulations from time to time. The maximum Margin under the issuance plan is 4,1% per annum. The specific Margin for each bond code in each offering tranche is decided by the Chief Executive Officer before the launch of that offering tranche and announced in the public bond offering notice of the relevant offering tranche, ensuring that it does not exceed the maximum Margin under the issuance plan approved by the BOD.*
16	*Interest payment frequency*	*Interest on the Bonds of each offering tranche is payable every 12 months from the Issue Date, except where TPBank is permitted under Circular 14 to suspend interest payments and carry accrued interest forward to the following year if payment of interest would cause TPBank to incur a loss for the year; interest calculation and payment are governed by the Prospectus. Interest is calculated on the actual number of days in the Interest Period on the basis of a 365-day year. An "Interest Period" is the period from (and including) the Issue Date or the immediately preceding Interest Payment Date to (but excluding) the next Interest Payment Date. TPBank's exercise of its right to suspend interest payments and carry accrued interest forward to the following year does not change the Interest Payment Dates determined by reference to the Issue Date of the corresponding bond code.*
17	*Method of principal and interest payment*	*- Bond principal is repaid in a single payment on the Maturity Date or on the early redemption date for the Bonds repurchased by TPBank under item 18 of this Table.* *- Bond interest is paid at the frequency specified in item 16 of this Table on each "Interest Payment Date", being each anniversary of the Issue Date up to the Maturity Date of the corresponding bond code, except where interest payments are suspended under item 16 of this Table.*
18	*Early redemption of the bonds*	*a) Periodic redemption right: TPBank has the right, but not the obligation, to redeem all or part of the outstanding Bonds under each bond code before maturity on each Interest Payment Date, subject to Point d of this item. When TPBank exercises its periodic redemption right, Bondholders are obliged to sell back the Bonds to be redeemed at TPBank's request.* *b) Redemption by agreement: in addition to its periodic redemption right, TPBank may offer to repurchase by agreement all or part of the aggregate par value of the outstanding Bonds under each bond*

No.	Item	Terms and conditions
		code at any time, subject to Point d of this item; Bondholders have the right to accept or reject the repurchase offer. *c) Redemption price: (i) for periodic redemption under Point a of this item, the redemption price equals 100% of par value plus interest payable up to the redemption date in accordance with the Prospectus; (ii) for redemption by agreement under Point b of this item, the price or pricing principles must be approved by the BOD in the repurchase plan and accepted by the participating Bondholders, in accordance with the Prospectus and applicable law.* *d) Conditions for redemption by TPBank: TPBank may repurchase Bonds before the Maturity Date only if, after the transaction, it continues to meet the prudential ratios and limits prescribed by law.* *e) Unless an Event of Default specified in the Prospectus occurs and the Bonds are declared due and payable in accordance with the procedures in the Prospectus, Bondholders have no right to require TPBank to repurchase or repay the Bonds before the Maturity Date. TPBank's decision not to exercise its early redemption rights under Points a and b of this item does not constitute a breach of TPBank's obligations under the Bonds.*
19	*Other legal features of the Bonds*	*Bondholders may not use their right to claim payment under the Bonds to set off their own financial obligations to TPBank.*
20	*Registration, depository and listing*	*TPBank will register and deposit all successfully distributed Bonds with VSDC and submit and complete the application dossier for listing the Bonds on HNX in accordance with law.* *The Bonds may only be transferred after they have been centrally registered with VSDC and admitted to trading on HNX. During the period from the completion of each offering tranche until the Bonds of that tranche are admitted to trading on HNX, the Bonds may not be transferred, except for transfers of ownership permitted by law and VSDC's regulations.*

IV. Kế hoạch chào bán dự kiến ban đầu và cơ chế chuyển tiếp giữa các đợt

Đợt	Kỳ hạn	Số lượng chào bán dự kiến ban đầu (Trái Phiếu)	Tổng mệnh giá chào bán dự kiến ban đầu (đồng)	Thời điểm dự kiến bắt đầu chào bán
1	10 năm	30.000.000	3.000.000.000.000	Dự kiến Quý IV/2026
2	10 năm	30.000.000	3.000.000.000.000	Dự kiến Quý IV/2026
3	10 năm	30.000.000	3.000.000.000.000	Dự kiến Quý I – Quý II/2027
4	10 năm	30.000.000	3.000.000.000.000	Dự kiến Quý II – Quý III/2027
5	10 năm	30.000.000	3.000.000.000.000	Dự kiến Quý III/2027
Tổng		**150.000.000**	**15.000.000.000.000**	

Nguyên tắc chuyển tiếp phần chưa phân phối hết: số lượng 30.000.000 Trái Phiếu và tổng mệnh giá 3.000.000.000.000 đồng tại mỗi dòng của Bảng là kế hoạch chào bán dự kiến ban đầu của từng đợt. Trường hợp một đợt không phân phối hết, phần chưa phân phối hết có thể được

chuyển sang đợt chào bán liền sau và cộng vào kế hoạch chào bán dự kiến ban đầu của đợt đó, với điều kiện đáp ứng đồng thời các điều kiện (i) đến (iv) dưới đây; phần không đáp ứng điều kiện chuyển tiếp không được tự động chuyển sang đợt chào bán khác. Mỗi đợt chào bán sau chỉ được thực hiện sau khi đợt chào bán liền trước kết thúc.

Việc chuyển tiếp phải đồng thời đáp ứng: (i) số lượng Trái Phiếu chào bán của mỗi đợt không vượt quá phần chưa phát hành của tổng số lượng 150.000.000 Trái Phiếu đăng ký chào bán; (ii) giá trị Trái Phiếu dự kiến phát hành của từng đợt tính theo mệnh giá, sau khi cộng phần chuyển tiếp, không lớn hơn vốn chủ sở hữu của TPBank theo quy định của pháp luật; (iii) thời gian chào bán của từng đợt không kéo dài quá 90 ngày (chưa tính trường hợp được gia hạn thời gian phân phối theo quy định của pháp luật) và khoảng cách giữa hai đợt liền kề không quá 12 tháng; và (iv) không phát sinh quá 05 đợt, phần chưa phân phối hết sau đợt 5 không tự động chuyển sang một đợt mới.

IV. Initial indicative offering schedule and mechanism for carrying forward undistributed Bonds between tranches

Tranche	***Tenor***	***Initial indicative offering volume (Bonds)***	***Initial indicative aggregate offering par value (VND)***	***Expected offering commencement***
1	*10 years*	*30.000.000*	*3.000.000.000.000*	*Expected in Q4/2026*
2	*10 years*	*30.000.000*	*3.000.000.000.000*	*Expected in Q4/2026*
3	*10 years*	*30.000.000*	*3.000.000.000.000*	*Expected in Q1 – Q2/2027*
4	*10 years*	*30.000.000*	*3.000.000.000.000*	*Expected in Q2 – Q3/2027*
5	*10 years*	*30.000.000*	*3.000.000.000.000*	*Expected in Q3/2027*
Total		***150.000.000***	***15.000.000.000.000***	

Principles for carrying forward undistributed Bonds: the volume of 30.000.000 Bonds and the aggregate par value of VND 3.000.000.000.000 in each row of the Table represent the initial indicative offering plan for that tranche. If a tranche is not fully distributed, the undistributed portion may be carried forward to the immediately following offering tranche and added to that tranche's initial indicative offering plan, provided that all the conditions in (i) to (iv) below are satisfied; any portion that does not satisfy the carry-forward conditions may not automatically be transferred to another offering tranche. Each subsequent offering tranche may be conducted only after the immediately preceding tranche has been completed.

The carry-forward must satisfy all of the following conditions: (i) the number of Bonds offered in each tranche must not exceed the unissued balance of the total of 150.000.000 Bonds registered for offering; (ii) the proposed issue value of each tranche at par value, after including the carried-forward portion, must not exceed TPBank's owner's equity as prescribed by law; (iii) the offering period of each tranche must not exceed 90 days (excluding any extension of the distribution period permitted by law) and the interval between two consecutive tranches must not exceed 12 months; and (iv) there must be no more than 05 tranches, and any undistributed portion remaining after tranche 5 may not automatically be carried forward to a new tranche.

THE ISSUANCE BY THE STATE SECURITIES COMMISSION OF THE CERTIFICATE OF REGISTRATION FOR PUBLIC OFFERING OF SECURITIES ONLY MEANS THAT THE REGISTRATION FOR THE OFFERING OF SECURITIES HAS BEEN CARRIED OUT IN ACCORDANCE WITH THE RELEVANT PROVISIONS OF LAW AND DOES NOT IMPLY ANY GUARANTEE OF THE VALUE OF THE COMPANY OR THE VALUE OF THE SECURITIES. ANY STATEMENT TO THE CONTRARY IS ILLEGAL.

PROSPECTUS

TPBank

TIEN PHONG COMMERCIAL JOINT STOCK BANK

(Establishment and Operation Licence No. 23/GP-NHNN re-issued by the State Bank of Vietnam on 25/05/2026 (as amended and supplemented by Decision No. 49/QĐ-QLGS4 dated 25/06/2026 and Decision No. 2361/QĐ-NHNN dated 27/10/2026 of the State Bank of Vietnam))

PUBLIC OFFERING OF BONDS

(Certificate of Registration for Public Offering No. 667/GCN-UBCK issued by the Chairman of the State Securities Commission on 06/11/2026)

This Prospectus and its appendices will be made available at: the head office of Tien Phong Commercial Joint Stock Bank (TPBank Building, No. 57 Ly Thuong Kiet Street, Cua Nam Ward, Hanoi City) and on the website https://tpb.vn/ from: ...../...../.....

Person in charge of information disclosure:

Full name: Mr. Do Minh Phu

Position: Chairman of the Board of Directors of Tien Phong Commercial Joint Stock Bank

Telephone: (024) 3768 8998

TIEN PHONG COMMERCIAL JOINT STOCK BANK

(Establishment and Operation Licence No. 23/GP-NHNN re-issued by the State Bank of Vietnam on 25/05/2026 (as amended and supplemented by Decision No. 49/QĐ-QLGS4 dated 25/06/2026 and Decision No. 2361/QĐ-NHNN dated 27/10/2026 of the State Bank of Vietnam))

PUBLIC OFFERING OF BONDS

Name of the bonds	:	TPBank's bonds publicly offered to supplement Tier 2 capital for 2026–2027.
Type of bonds	:	The Bonds are non-convertible, have no warrants attached, are not secured by assets, are not guaranteed and constitute direct repayment obligations of TPBank. The Bonds are subordinated debt designed to satisfy the conditions for inclusion in Tier 2 capital under Circular No. 14/2025/TT-NHNN dated 30/6/2025 prescribing capital adequacy ratios for commercial banks and foreign bank branches.
Par value	:	VND 100.000 per bond.
Total number of bonds offered	:	Up to 150.000.000 (One hundred and fifty million) bonds.
Total par value of bonds offered	:	Up to VND 15.000.000.000.000 (Fifteen trillion dong).
Bond tenor	:	10 (ten) years
Interest rate or basis for determination	:	The Bonds bear a floating interest rate: Interest rate = Reference Rate + Margin (maximum 4,1% per annum). Details are set out in Section 7, Part VI of this Prospectus.

AUDITOR:

KPMG LIMITED

Head office: 46th Floor, Keangnam Landmark 72, Pham Hung Street, Yen Hoa Ward, Hanoi City

Telephone: (024) 3946 1600 Fax: (024) 3946 1601

ADVISORY ORGANIZATION:

TIEN PHONG SECURITIES CORPORATION

Head office: 12th Floor, Doji Building, No. 5 Le Duan Street, Ba Dinh Ward, Hanoi City

Telephone: (028) 3911 8014 Fax: (028) 3911 8015

BONDHOLDERS' REPRESENTATIVE:

UP SECURITIES JOINT STOCK COMPANY

Head office: 8th Floor, Hapro Building, No. 11B Cat Linh Street, O Cho Dua Ward, Hanoi City

Telephone: (024) 3944 6666 Fax: (024) 3944 8071

CREDIT RATING AGENCY:

VIETNAM INVESTORS SERVICE AND CREDIT RATING JOINT STOCK COMPANY

Head office: Room 2709, 27th Floor - West Tower, Lotte Center Hanoi, No. 54 Lieu Giai Street, Giang Vo Ward, Hanoi City

Telephone: (024) 3388 6000

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I. PERSONS PRINCIPALLY RESPONSIBLE FOR THE CONTENTS OF THE PROSPECTUS

1. The Issuer

TIEN PHONG COMMERCIAL JOINT STOCK BANK

Mr. **Do Minh Phu**	Position: Chairman of the Board of Directors
Mr. **Nguyen Hung**	Position: Chief Executive Officer
Ms. **Le Cam Tu**	Position: Chief Accountant

We warrant that the information and data in this Prospectus are accurate and truthful, and we undertake to take responsibility for the truthfulness and accuracy of such information and data. Within the scope of our responsibility and the information known to us, we warrant that there is no erroneous information or data that may affect the information in this Prospectus.

2. The Advisory Organization

TIEN PHONG SECURITIES CORPORATION

Authorized representative: Mr. Nguyen Trong Thanh

Position: Deputy General Director

Under Letter of Authorization No. 21A/2026/TPS-UQ dated 01/10/2026 of the Legal Representative.

This Prospectus forms part of the registration dossier for the public offering of the Bonds, which Tien Phong Securities Corporation ("TPS") participated in preparing on the basis of the Agreement on advisory services for the registration dossier for public offering of bonds and advisory services for registration and listing of the Bonds No. 2409/2026/HĐTV/TPB-TPS dated 24/09/2026 with Tien Phong Commercial Joint Stock Bank. Within the scope of our responsibility and the information known to us, we warrant that the analysis, assessment and choice of wording in this Prospectus have been carried out reasonably and prudently on the basis of the information and data provided by Tien Phong Commercial Joint Stock Bank.

II. RISK FACTORS

Investors should carefully consider the risk factors and the uncertainties/events described below, together with the other information in this Prospectus. The business, financial condition or results of operations of the Issuer could be materially and adversely affected by any of these factors. The risks described below are not the only risks relating to the Issuer or the Bonds. Additional risks and uncertainties of which the Issuer is currently unaware, or which it currently considers immaterial, may also adversely affect an investment in the Bonds.

1. Economic risk

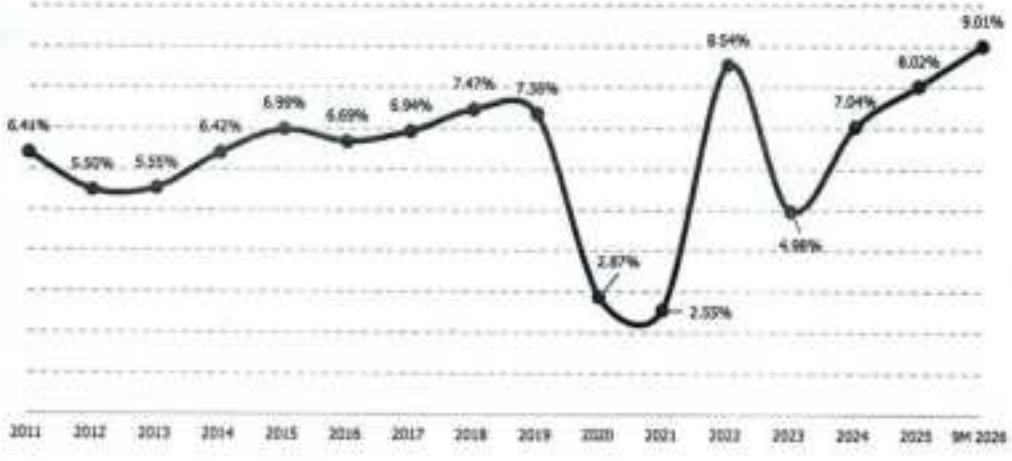
Changes in economic, political, legal and policy conditions in Vietnam may materially and adversely affect the business, financial condition, results of operations and prospects of the Issuer.

Developments in the business environment and the growth rate of the economy play an important role in the development of most industries and sectors. When the economy maintains stable growth momentum and the business environment is favourable, enterprises have more opportunities to expand their operations and improve business performance; conversely, adverse fluctuations in the economy may negatively affect the operations of enterprises.

In 2025, the global economy continued to face numerous uncertainties arising from prolonged geopolitical conflicts in certain regions, a growing trend of trade protectionism, the tariff policies of major economies, and volatility in energy and raw material prices. Against this backdrop, the Vietnamese economy maintained positive growth momentum thanks to a stable macroeconomic foundation, the recovery of exports, accelerated public investment and improved domestic demand. GDP in 2025 increased by approximately 8,02%[1] compared with the previous year, of which the agriculture, forestry and fishery sector grew by 3,78%, the industry and construction sector by 8,95% and the services sector by 8,62%.

[2]For the first 9 months of 2026, GDP increased by 9,01% compared with the same period of the previous year, of which the agriculture, forestry and fishery sector grew by 4,02%, the industry and construction sector by 11,21% and the services sector by 8,69%.

Vietnam's GDP growth rate (%)



(Source: National Statistics Office, Socio-economic reports for 2025 and the first 9 months of 2026. Figures for 9M2026 are compared with the same period of the previous year.)

Although the Vietnamese economy is expected to continue its positive growth momentum, the Issuer cannot give any assurance as to the future development of the Vietnamese economy. Adverse developments in the domestic and international macroeconomic environment may affect credit demand, funding capacity, asset quality, liquidity and the results of operations of the Issuer.

High inflation in Vietnam may adversely affect the financial condition and results of operations of the Issuer.

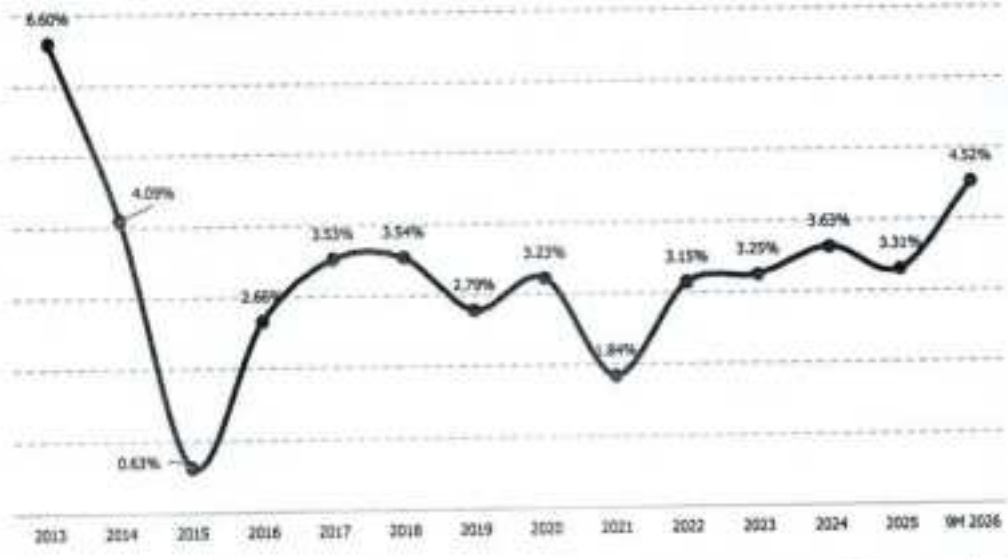
According to the National Statistics Office, the average consumer price index (CPI) for 2025 increased by 3,31% compared with 2024, below the inflation control target.

According to data from the National Statistics Office, the average CPI in the third quarter of 2026 increased by 4,80% compared with the same period of the previous year, reflecting inflationary pressure that remained high amid rising input costs and prices of certain essential goods and services. For the first 9 months of 2026, the average CPI increased by 4,52% compared with the same period of the previous year, while core inflation increased by 4,26%. Inflationary pressure mainly stemmed from price movements in food and catering services; housing, electricity, water,

[1] Source: National Statistics Office at: *https://www.nso.gov.vn/du-lieu-va-so-lieu-thong-ke/2026/01/bao-cao-tinh-hinh-kinh-te-xa-hoi-quy-iv-va-nam-2025/*
[2] *Source: National Statistics Office at: https://www.nso.gov.vn/tin-tuc-thong-ke/2026/10/bao-cao-tinh-hinh-kinh-te-xa-hoi-quy-iii-va-9-thang-nam-2026/*

fuel and construction materials; and transportation, together with the impact of the costs of raw materials, fuel and energy on the world market.

Average CPI growth rate (%)



(Source: National Statistics Office. Annual figures represent the increase in average CPI compared with the previous year; 9M2026 figures are compared with the same period of the previous year.)

In this context, although the regulatory authorities are implementing various measures to control inflation and stabilize the macroeconomy, the Issuer cannot give any assurance that inflationary pressure will not continue to rise in the future. High inflation may lead to adjustments in interest rate levels, affecting funding costs, credit demand and customers' debt repayment capacity. This may adversely affect the asset quality, results of operations, financial condition and profitability of the Issuer.

2. Legal risk

Legal risk is the risk arising from changes in the legal system or state management policies, or from the application, interpretation and enforcement of legal provisions in business practice. For credit institutions in general and TPBank in particular, legal risk may materially affect business operations, profitability, brand reputation and the long-term development strategy of the Bank.

In recent years, along with increasingly extensive international economic integration, Vietnam has continuously improved its legal system to meet the development requirements of the market economy and to approach international standards in the finance and banking sector. Many important legal instruments have been promulgated, amended or supplemented, such as the Law on Credit Institutions, the Law on the State Bank of Vietnam, the Law on Securities, the Law on Enterprises, the Law on Anti-Money Laundering and regulations relating to risk management, capital adequacy, customer data protection and digital transformation in banking operations. Although these changes contribute to a more transparent and safer business environment, the continuous adjustment of the legal framework also increases compliance pressure on credit institutions.

As a commercial bank operating in the finance and banking sector, TPBank is subject to close supervision by the State Bank of Vietnam and other relevant regulatory authorities. TPBank's deposit-taking, lending, investment, payment, foreign exchange trading, digital banking services

and other activities must all comply with prevailing laws. Accordingly, any change in monetary policy, regulations on credit growth limits, capital adequacy ratios, reserve requirements, debt classification and provisioning for risks, or regulations relating to bank governance may directly affect the Bank's operating performance and competitiveness.

In addition, TPBank is one of the pioneers in digital banking in Vietnam. The promotion of technology application, the use of customer data and the development of digital financial products also expose the Bank to increasingly stringent legal requirements relating to information security, data safety, the prevention of high-tech crime, anti-money laundering and the authentication of electronic transactions. If the laws relating to these areas are amended or promulgated in a more stringent direction, TPBank may have to invest additional financial, technological and human resources to meet the new requirements, thereby increasing operating expenses.

At TPBank, legal risk management is carried out as follows:

- TPBank has established an internal control system based on 03 independent lines of defence.
- The Legal and Compliance Division provides legal advice to the Board of Directors, the Executive Board and business units; advises on and appraises contracts and transactions; represents the Bank in legal proceedings to protect its lawful rights and interests; controls the system of internal regulations; and organizes compliance activities, compliance risk management and the control of anti-money laundering, counter-terrorist financing and counter-proliferation financing of weapons of mass destruction across the entire system.
- The Internal Control and Compliance Center develops and implements the internal control framework and compliance policies and regulations across the entire system; supervises and inspects compliance with internal regulations and the law; and detects, warns of and recommends the handling of violations and risks that arise.

Although TPBank has implemented various measures to control and limit legal risk, there is no absolute assurance that changes in legal policies, the management mechanisms of state authorities or disputes arising in the future will not adversely affect the business operations, financial condition, results of operations and development prospects of the Bank.

3. Specific risks

3.1. Credit risk

Credit risk is the risk that a customer fails to perform, or is unable to perform, part or all of its debt repayment obligations under a contract or agreement with TPBank.

Credit risk may arise from subjective factors such as customers providing incomplete information, using loans for improper purposes or experiencing a deterioration in their financial condition. In addition, objective factors such as fluctuations in the economy, the market or the customer's business sector may also affect repayment capacity. These risks may increase TPBank's overdue and non-performing loans and require the Bank to increase its provisions for credit losses, thereby affecting its results of operations.

To manage credit risk, TPBank maintains a credit risk management policy that ensures the following fundamental principles: establishing an appropriate credit risk management environment; operating under a sound credit-granting process; maintaining an appropriate credit administration, measurement and monitoring process; and ensuring adequate control over credit risk. TPBank conducts multi-level credit approval to ensure that each credit facility is reviewed independently; loan approvals are made on the basis of the credit limits delegated to each level of authority, with the participation of the Credit Council. The Credit Monitoring and Debt Allocation

Division monitors compliance with approval conditions, conducts post-disbursement credit inspection and monitoring, provides early warnings and allocates debts across the entire system. The Bank classifies debts in accordance with Circular No. 31/2024/TT-NHNN and makes and uses provisions for risks in accordance with Decree No. 86/2024/NĐ-CP.

3.2. Market risk

Market risk is the risk arising from adverse movements in interest rates, exchange rates, gold prices, securities prices and commodity prices in the market, which may affect the value of TPBank's assets and liabilities, income and results of operations. Market risk comprises:

- Interest rate risk is the risk arising from adverse movements in market interest rates on the value of valuable papers, interest-bearing financial instruments and interest rate derivatives in the Bank's trading book;
- Foreign exchange risk is the risk arising from adverse movements in exchange rates and gold prices in the market when the Bank holds foreign currency positions or gold positions;
- Securities price risk arises from TPBank's available-for-sale equity investment securities and trading equity securities. As at 30/9/2026 and 31/12/2025, the impact of securities price risk on TPBank was immaterial because TPBank held an immaterial portfolio of listed trading equity securities.
- Commodity price risk is the risk arising from adverse movements in commodity prices in the market on the value of the Bank's commodity derivatives and the value of products in spot transactions exposed to commodity price risk.

To manage market risk, TPBank has established a system of limits to manage currency positions. Currency positions are monitored on a daily basis, and hedging strategies are used by TPBank to ensure that currency positions are maintained within the established limits. The Board of Management periodically reviews TPBank's potential risks in the context of the prevailing economic and business conditions, focusing on interest rate risk and market risk, and ensures compliance with the established indicators, limits and regulations.

3.3. Interest rate risk in the banking book

Interest rate risk in the banking book is the risk arising from adverse movements in market interest rates on TPBank's income, asset values, liability values and off-balance sheet commitments. This risk may arise from mismatches in the timing of interest rate repricing between assets and liabilities, changes in the relationship between the interest rates of financial instruments with the same or different maturities, as well as the impact of products with embedded interest rate options.

When market interest rates fluctuate, TPBank's net interest income (NII) and economic value of equity (EVE) may be affected due to mismatches between interest rate-sensitive assets and interest rate-sensitive liabilities. If interest rates rise or fall sharply beyond expectations, the Bank may face a decline in profit or in the economic value of equity.

To control interest rate risk in the banking book, the Asset and Liability Supervisory Committee under the Board of Directors supervises the management and administration of the balance sheet structure in line with the risk management policy; supervises compliance with risk limits, including the limit on interest rate risk in the banking book and total assets weighted for interest rate risk in the banking book; and supervises the development and approval of the deposit and lending interest rate framework, the pricing framework for other products, the funding and capital utilization plan and the internal pricing principles. The Finance Division manages TPBank's capital,

asset and liability structure; the Risk Management Division performs the independent risk management function as the second line of defence and monitors compliance with risk limits.

3.4. Operational risk

Operational risk is the risk of financial loss or negative non-financial impact on TPBank arising from inadequate or erroneous internal processes, human factors, system errors or failures, or external factors.

As TPBank accelerates digital transformation, develops digital banking products and services and expands cooperation with technology partners and third parties, operational risks relating to information technology systems, data security, internal fraud, operational errors or service disruptions may increase. In addition, objective factors such as natural disasters, epidemics, technical infrastructure failures or cyber attacks may also affect the Bank's operations.

In 2025, the Risk Management Committee under the Board of Directors supervised compliance with operational risk indicators, with particular attention to information technology risk, cyber risk, fraud risk and digital banking risk. The Risk Management Division identifies, measures, monitors, provides early warnings on and controls the risks arising in the Bank's operations.

3.5. Liquidity risk

Liquidity risk is the risk that TPBank is unable to meet its debt obligations as they fall due, or is able to meet its debt obligations as they fall due but only at a cost higher than the average market cost.

Liquidity risk may arise from maturity mismatches between assets and liabilities, abnormal fluctuations in the financial market, changes in customers' deposit behaviour or macroeconomic factors affecting the Bank's funding capacity and liquidity. In addition, liquidity risk may also arise from unusual market events or as a consequence of other risks such as credit risk, market risk and operational risk.

TPBank has issued regulations and procedures on liquidity risk management, which set out rules for managing liquidity gaps by maturity bands, liquidity risk measurement indicators, liquidity stress scenarios and a liquidity contingency plan to proactively take measures in the event of market volatility. To mitigate liquidity risk, TPBank diversifies its funding sources; has built a funding balance reporting system to calculate its liquidity position on a daily basis; regularly analyses and forecasts its future liquidity position; and has set its liquidity risk appetite and limits. In addition, TPBank maintains a portfolio of secondary reserve assets consisting of Government bonds, which can be sold or used in repo transactions with the State Bank of Vietnam in the event of liquidity stress. The Risk Management Committee and the Asset and Liability Supervisory Committee under the Board of Directors supervise liquidity risk management and compliance with liquidity risk limits.

3.6. Concentration risk

Concentration risk is the risk arising when TPBank has a significant concentration of exposure to a customer or a group of customers, related customers, an economic sector, a geographical area, a type of collateral or a credit product. When these counterparties or sectors encounter difficulties due to economic fluctuations, policy changes, market downturns or other adverse factors, the Bank's business operations, asset quality and debt recovery capacity may be affected.

As at 30/9/2026, TPBank's total consolidated loans to customers amounted to VND 334.160 billion, distributed across many sectors, of which: activities of households as employers and undifferentiated goods- and services-producing activities of households for own use (44,98%);

real estate business (15,91%); wholesale and retail trade, repair of automobiles, motorcycles, motorbikes and other motor vehicles (9,42%); manufacturing and processing (7,56%); construction (7,31%); transportation and warehousing (4,05%); and other sectors.

To prevent concentration risk, TPBank complies with the credit limits prescribed by law; the Credit Division develops and implements credit management policies and procedures in line with the Bank's business strategy and risk appetite and manages the credit portfolio.

3.7. Risk from off-balance sheet activities

In the course of its business, TPBank conducts various off-balance sheet transactions such as issuing guarantees, letters of credit (L/C), credit commitments, payment commitments and other financial transactions for customers. These transactions create contingent obligations for the Bank and may give rise to credit risk when customers fail to perform, or are unable to fully perform, their committed obligations.

As at 30/9/2026, TPBank's total contingent liabilities and commitments on a consolidated basis (net of margin deposits) amounted to VND 336.247 billion, of which contingent liabilities (including loan guarantees, letter of credit commitments and other guarantees) amounted to VND 140.199 billion (41,7%) and commitments (including foreign exchange commitments and other commitments) amounted to VND 196.048 billion (58,3%).

Risk from off-balance sheet activities arises when TPBank has to perform payment obligations on behalf of customers under guarantees, letters of credit or other credit commitments. In such cases, the off-balance sheet obligations may be converted into receivables or on-balance sheet credit exposures and carry the potential for overdue and non-performing loans if customers do not fully repay the Bank. This may affect asset quality, increase provisions for credit losses and adversely affect TPBank's results of operations.

Bank guarantees and letters of credit are credit-granting activities which are appraised, approved and managed by TPBank in accordance with the Bank's credit policies and procedures; TPBank also applies margin deposit requirements to guarantees and letter of credit commitments.

3.8. Other specific risks

Information technology system risk

Information technology (IT) systems play a fundamental role in all operations of a modern bank, from transaction processing, risk management, accounting and reporting to the direct provision of services to customers. TPBank's operations depend on its IT systems as many transactions and customer services are conducted through digital channels.

IT system risk may arise from various sources, including: technical failures or disruptions of system infrastructure; errors in the operation, upgrade or integration of systems; cyber attacks, unauthorized intrusions or malware targeting banking systems; the risk of leakage, loss of or unauthorized access to customer data; and risks arising from dependence on technology partners and third-party service providers in the development and operation of digital banking products. In addition, objective factors such as natural disasters, fires or telecommunications infrastructure failures may also affect the business continuity of the systems.

In the event of a serious IT system failure or cyber attack, TPBank may face business disruption, financial loss, breaches of its obligations to protect customer data under the law, as well as adverse effects on its reputation and on customers' trust in the Bank.

To manage information technology system risk, TPBank complies with the regulations of the State Bank of Vietnam on information system security in banking operations. The Information

Technology Division controls the security and safety of the systems and ensures information security, cyber security and the continuity of technology systems across the entire system. In 2022, TPBank became the first bank in Vietnam to obtain ISO 22301 certification issued by Bureau Veritas (United Kingdom). In 2025, TPBank successfully deployed the non-stop update solution (EBR) on its core banking system, allowing system updates without disrupting operations; service downtime was reduced by 40%, planned downtime was reduced by 20%, and since 02/2025 there has been no eBank service outage.

Although TPBank has implemented various measures to ensure the safety and security of its IT systems, there is no absolute assurance that the systems will not experience failures or attacks in the future, which may adversely affect the Bank's business operations, reputation and financial results.

Competition risk

The Vietnamese finance and banking market is becoming increasingly competitive, not only among domestic commercial banks and foreign bank branches, but also due to the rapid development of financial technology companies (Fintech), e-wallets and new digital banking models entering the market. The trend of digital transformation in the banking sector, together with changes in customer behaviour and expectations, requires credit institutions to continuously innovate their products, services and customer experience in order to maintain and expand market share.

As one of the pioneers in digital banking in Vietnam, TPBank has built a certain competitive position through products and services applying modern technology. However, TPBank also faces competitive pressure from many sides: (i) large commercial banks with advantages in capital size, network and traditional customer base; (ii) other banks that are also accelerating investment in digital transformation, narrowing the technology gap; and (iii) Fintech companies and payment intermediaries competing directly in certain service segments such as payments, money transfers and consumer lending.

Competitive pressure may affect TPBank's ability to maintain market share, profit margins, funding and lending costs, as well as its growth rate in key business segments. Attracting and retaining customers in a context where switching costs between financial service providers are increasingly low (due to digitalization) also poses a challenge to the Bank's long-term development strategy.

To respond to competition risk, TPBank continues to expand its digital banking platforms; in 2025, eBankX reached 971 features (up 22%) and eBankBiz reached 626 features (up 14%), focusing on standardizing processes, expanding partner connectivity and enhancing customer experience.

Although TPBank has implemented various measures to strengthen its competitive position, there is no assurance that the Bank will be able to maintain its current market share and profitability amid increasing competition, which may adversely affect TPBank's business operations, financial condition and results of operations.

4. Risks relating to the offering

4.1. Risk of the offering

For this public offering of bonds, TPBank does not have an underwriter. Therefore, the Bank may face the risk of not distributing all of the bonds offered as planned due to market conditions or actual investment demand. If the distribution of the entire expected issuance volume is not completed, TPBank will proactively adjust its funding plan and balance alternative funding sources in order to meet its business needs and ensure compliance with the prevailing prudential ratios.

4.2. Risk relating to the use of proceeds from the offering

The proceeds from the offering will be used to supplement Tier 2 capital, improve the capital adequacy ratio and meet lending needs of individual and corporate customers in accordance with the Issuance Plan. Accordingly, the use of these proceeds is associated with the credit risk and interest rate risk described in the section on the Bank's specific risks.

4.3. Risk that the bonds are unsecured and subordinated

The Bonds are direct, unsecured and subordinated debt obligations of TPBank, with the order of payment priority set out in Section 10, Part VI of this Prospectus. TPBank may suspend interest payments and carry accrued interest forward to the following year if the payment of interest would result in a loss in the financial year in which such interest falls due, in accordance with Section 8, Part VI; therefore, Bondholders may not receive interest in the expected period. Early redemption is a right, not an obligation, of TPBank. Except where an Event of Default occurs and the Bonds are declared due and payable in accordance with this Prospectus, Bondholders have no right to require TPBank to redeem or repay the Bonds before the Maturity Date; Bondholders are obliged to sell back the portion of the Bonds redeemed by TPBank when TPBank exercises its periodic redemption right under Section 14, Part VI.

4.4. Liquidity of the bonds on the secondary market

There is no assurance as to the liquidity of the Bonds on the secondary market and no assurance that a trading market for the Bonds will develop. On the secondary market, the Bonds may be traded at prices higher or lower than the initial issue price depending on many factors, including market interest rates at the time of trading, TPBank's operating performance and the market for similar securities.

4.5. Restrictions on the rights of Bondholders in respect of the Bonds

For matters subject to collective decision under the Terms and Conditions of the Bonds, Bondholders shall exercise their rights in accordance with resolutions duly passed.

At the same time, Bondholders shall exercise their rights in respect of the Bonds through the Bondholders' Representative within the scope set out in the Bond Documents, and are deemed to accept the duties and powers exercised by the Bondholders' Representative in accordance with the Bond Documents and the resolutions of the Bondholders duly passed.

5. Corporate governance risk

Corporate governance risk is the risk arising from the ineffective establishment and implementation of governance, control and supervision mechanisms, or from conflicts of interest or a lack of transparency in ensuring the lawful rights and interests of shareholders and other stakeholders, which may affect TPBank's business operations, financial condition and reputation.

TPBank has issued the Internal Regulation on Corporate Governance of the Bank based on the following principles: compliance with the law and TPBank's Charter; ensuring a reasonable and effective governance and management structure; equitable treatment of shareholders; respecting and protecting the lawful rights and interests of shareholders, TPBank and related persons; timely, complete, accurate and transparent information disclosure; and preventing conflicts of interest and related party transactions. The Board of Directors has established 06 committees to advise and assist the Board of Directors. Related party transactions are approved in accordance with regulations and conducted in a manner that ensures conflicts of interest are properly managed.

TPBank's information is disclosed in Vietnamese and English on the Bank's website and on the systems of the regulatory authorities as required. Although various governance and control

measures have been applied, there is no assurance that risks relating to corporate governance will not affect the Bank's operations and business results in the future.

6. Other risks

In addition to the above risks, the Bank's business operations may also be subject to force majeure risks such as natural disasters, earthquakes, epidemics, floods, fires, wars, etc. These risks are unpredictable and rare, but when they occur they may cause great damage to people and property, directly or indirectly affecting the Bank's results of operations. To proactively respond to such events, TPBank has developed and maintains a business continuity plan.

THE LIST OF RISK FACTORS ABOVE IS NOT AN EXHAUSTIVE LIST OR EXPLANATION OF ALL RISKS RELATING TO AN INVESTMENT IN THE BONDS. INVESTORS SHOULD MAKE THEIR OWN OBJECTIVE ASSESSMENT IN ORDER TO FULLY IDENTIFY THE RISK FACTORS THAT MAY AFFECT AN INVESTMENT IN THE BONDS OF THE ISSUER.

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III. DEFINITIONS AND ABBREVIATIONS

The words or abbreviations used in this Prospectus shall be construed as follows:

The Bank or TPBank or the Issuer	:	Tien Phong Commercial Joint Stock Bank
Prospectus	:	This Prospectus
Law on Enterprises	:	Law on Enterprises No. 59/2020/QH14 promulgated on 17/06/2020; Law No. 03/2022/QH15 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment in the form of Public-Private Partnership, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Special Consumption Tax and the Law on Enforcement of Civil Judgments promulgated on 11/01/2022; Law No. 76/2025/QH15 amending and supplementing a number of articles of the Law on Enterprises promulgated on 17/06/2025; the Law on Recovery and Bankruptcy No. 142/2025/QH15 promulgated on 11/12/2025; and amending and supplementing documents (if any).
Law on Securities	:	Law on Securities No. 54/2019/QH14 promulgated on 26/11/2019; Law No. 56/2024/QH15 amending and supplementing a number of articles of the Law on Securities, the Law on Accounting, the Law on Independent Audit, the Law on State Budget, the Law on Management and Use of Public Property, the Law on Tax Administration, the Law on Personal Income Tax, the Law on National Reserves and the Law on Handling of Administrative Violations promulgated on 29/11/2024; the Law on Recovery and Bankruptcy No. 142/2025/QH15 promulgated on 11/12/2025 and amending and supplementing documents (if any).
Law on Credit Institutions	:	Law on Credit Institutions No. 32/2024/QH15 promulgated on 18/01/2024; Law No. 43/2024/QH15 promulgated on 29/6/2024 amending and supplementing a number of articles of the Law on Land No. 31/2024/QH15, the Law on Housing No. 27/2023/QH15, the Law on Real Estate Business No. 29/2023/QH15 and the Law on Credit Institutions No. 32/2024/QH15; Law No. 96/2025/QH15 amending and supplementing a number of articles of the Law on Credit Institutions promulgated on 27/06/2025; the Law on Recovery and Bankruptcy No. 142/2025/QH15 promulgated on 11/12/2025 and amending and supplementing documents (if any).
Advisory Organization	:	Tien Phong Securities Corporation ("TPS")
CI	:	Credit institution
SBV	:	State Bank of Vietnam

GMS	:	General Meeting of Shareholders
BOD	:	Board of Directors
CEO	:	Chief Executive Officer
BOS	:	Board of Supervisors
ER	:	Enterprise registration
FS	:	Financial statements
CC	:	Charter capital
SSC	:	State Securities Commission
HOSE	:	Ho Chi Minh City Stock Exchange
HNX	:	Hanoi Stock Exchange
UPCoM	:	The trading system for unlisted securities organized and operated by the Hanoi Stock Exchange
VSDC	:	Vietnam Securities Depository and Clearing Corporation
JSC	:	Joint stock commercial
LLC	:	Limited liability
VND	:	Vietnamese Dong
EO	:	Economic organization
FA	:	Fixed assets
PBT	:	Profit before tax
PAT	:	Profit after tax
CIT	:	Corporate income tax
NIM	:	Net interest margin
ROA	:	Profit after tax/Average total assets
ROE	:	Profit after tax/Average equity

In addition, other terms (if any) shall be construed as provided in the Law on Enterprises, the Law on Securities, the Law on Credit Institutions and other relevant legal documents.

Capitalized terms relating to the Bonds are defined in Part VI of this Prospectus.

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IV. OVERVIEW AND CHARACTERISTICS OF THE ISSUER

1. General information about the Issuer

Full name	:	**TIEN PHONG COMMERCIAL JOINT STOCK BANK**
Company name in English	:	TIEN PHONG COMMERCIAL JOINT STOCK BANK
Trading name	:	TPBank
Abbreviated name	:	TPBank
Logo	:	TPBank
Establishment and Operation Licence	:	No. 23/GP-NHNN re-issued by the State Bank of Vietnam on 25/05/2026 (as amended and supplemented by Decision No. 49/QĐ-QLGS4 dated 25/06/2026 and Decision No. 2361/QĐ-NHNN dated 27/10/2026 of the State Bank of Vietnam). Pursuant to Clause 2, Article 27 of the Law on Credit Institutions No. 32/2024/QH15, this Licence also serves as the Enterprise Registration Certificate.
Charter capital	:	VND 31.901.348.960.000 (Thirty-one thousand nine hundred and one billion, three hundred and forty-eight million, nine hundred and sixty thousand dong).
Head office address	:	TPBank Building, 57 Ly Thuong Kiet Street, Cua Nam Ward, Hanoi City.
Telephone	:	(84.24) 3768.8998
Fax	:	(84.24) 3768.8979
Website	:	www.tpb.vn
Legal representative	:	Mr. Do Minh Phu – Chairman of the Board of Directors
Stock code	:	TPB
Listing exchange	:	HOSE

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Main business lines :
- Account services;
- Funding services (savings deposits, bonds, promissory notes, certificates of deposit);
- Lending services (short-, medium- and long-term);
- Guarantee services;
- Discounting of documents;
- International payment services;
- Money transfer services;
- Card services;
- Collection services;
- Foreign currency trading services;
- Factoring services; and
- Other services in accordance with the Establishment and Operation Licence, which also serves as TPBank's Enterprise Registration Certificate.

2. Summary of the establishment and development of the Issuer

05/05/2008 marked a milestone in the establishment and development of TPBank when the Bank project received its official Licence from the State Bank of Vietnam with an initial charter capital of VND 1.000 billion. TPBank inherits the strengths in modern technology, market experience and financial capacity of its strategic shareholders, including: DOJI Gold & Gems Group, FPT Corporation, International Finance Corporation (IFC), Vietnam National Reinsurance Corporation (Vinare) and SBI Ven Holding Pte. Ltd., Singapore.

TPBank's key development milestones to date:

Time	Key development milestones of the Issuer
05/2008	• TPBank received its Establishment Licence from the State Bank of Vietnam and, through continuous efforts since its project stage, TPBank completed the implementation of the Flexcube core banking system.
06/2008	• One month after being licensed, TPBank officially commenced operations. To expand its cooperation, TPBank signed a comprehensive strategic cooperation agreement with the Bank for Investment and Development of Vietnam (BIDV) and a general cooperation framework with Citibank.
08/2008	• TPBank opened TPBank Hanoi Branch and officially joined Smartlink, the largest payment network alliance in Vietnam. TPBank launched the MiniBank 24/7 automated banking system.
09/2008	• TPBank officially registered with the SSC to operate as a public company.

Time	Key development milestones of the Issuer
10/2008	• TPBank opened TPBank - Ho Chi Minh City Branch and launched Internet Banking services for individual and corporate customers.
12/2008	• After more than five months of operation, TPBank received ISO 9001:2000 certification for all of its operations, products and services. This was an important milestone that contributed to promoting comprehensive governance and management in accordance with international management standards for banking operations.
2009	• After one year of operation, TPBank's first General Meeting of Shareholders was held in 03/2009, approving important reports and resolutions that set the development direction for TPBank in 2009 and subsequent years. In that year, TPBank opened branches in Can Tho, Hai Phong and Da Nang.
2010	• TPBank was officially interconnected with the network of 1.100 ATMs of DongA Bank (a member of the VNBC card alliance). Through this connection, in addition to transacting at all ATMs of banks in the Smartlink and Banknet card alliances, TPBank ATM cardholders could also transact at 1.100 ATMs of DongA Bank. • In 07/2010, TPBank received the 2009 Award for Straight-Through Processing Rate in International Payments from Wells Fargo Bank (USA). • In 08/2010, TPBank increased its charter capital to VND 2.000 billion. In 2010, the Bank also opened TPBank - Transaction Office in Hanoi and Saigon Branch.
2011	• TPBank opened branches in Dong Nai and An Giang, Kham Thien Savings Fund and Nguyen Trai Savings Fund.
2012	• Opened the Le Ngoc Han, Phu Xuyen and Dinh Tien Hoang Transaction Offices. In 11/2012, TPBank received the 2013 "Trusted and Used" Award for Electronic Banking Services, voted by readers of the Vietnam Economic Times - Consumer Advisory Magazine.
2013	• The Bank officially entered the gold market in 01/2013; received the "Vietnam Strong Brand 2012" award in 03/2013; launched the eCounter - eGold technology solution and the Multi-utility Consumer Card - smart technology solutions introduced for the first time in Vietnam in 07/2013; received the "Typical Innovative Bank" award for 2013 in 11/2013; launched its new brand identity with the abbreviated name TPBank and received a Certificate of Merit from the Prime Minister for outstanding achievements in restructuring in 12/2013. In 2013, TPBank also opened many branches and transaction offices.
2014	• TPBank became the first bank in the country to launch an eBank version based on HTML5 technology integrating both Mobile Banking and Internet Banking in 09/2014, and in 12/2014 TPBank inaugurated its new head office at 57 Ly Thuong Kiet, Hoan Kiem, Hanoi. In 2014, the Bank also opened many branches nationwide.
2015	• In this year, TPBank accelerated the opening of outlets in many locations nationwide.

Time	Key development milestones of the Issuer
2016	• TPBank launched Ebank v.7.0 – free personalization & Ebank Biz – HTML5 for enterprises in 06/2016 and launched the TPBank World MasterCard credit card in 08/2016. The Bank also put into operation more than 10 new transaction points nationwide as approved by the State Bank of Vietnam
2017	• Joined "Club 1000": TPBank became one of the banks with profit exceeding VND 1.000 billion, marking an important step in expanding its scale and improving operating efficiency. • TPBank put LiveBank – 24/7 automated transaction points – into wide-scale operation. • Pioneered the application of Fintech such as Savy, QuickPay and ePIN in banking services.
2018	• Officially listed its shares on the Ho Chi Minh City Stock Exchange (HOSE). • Increased its charter capital to VND 8.566 billion. • Moody's upgraded TPBank's long-term credit rating to B1 with a Stable outlook.
2019	• Completed the settlement of all non-performing loans sold to VAMC. • Cooperated with Sun Life (Canada) in insurance distribution under a 15-year cooperation agreement. • TPBank expanded its network with 114 new transaction points, including branches, transaction offices and LiveBanks. • Reached the milestone of 3 million retail customers. • Completed the implementation of Basel II ahead of the regulatory deadline, becoming the 5th bank in Vietnam to meet this standard.
2020	• Stable outlook maintained by Moody's while the COVID-19 pandemic caused the outlooks of many banks to be downgraded. • Honoured by HR Asia – Asia's leading human resources magazine – in the list of "Best Companies to Work for in Asia 2020". • TPBank became the first bank in Vietnam to deploy AI-based facial recognition technology (Face ID). • TPBank was named by IFC as the Leading Partner in East Asia and the Pacific for financing transactions for women in 2019. • Increased its charter capital to VND 10.717 billion.
2021	• TPBank announced the completion of the implementation of Basel III and IFRS 9. • TPBank was approved by the State Bank of Vietnam to increase its charter capital to VND 15.818 billion through a private placement of shares and an issuance of shares to increase share capital from owners' equity.

Time	Key development milestones of the Issuer
2022	• Moody's announced the upgrade of TPBank's long-term bank deposit and issuer ratings to Ba3. • TPBank became the first bank in Vietnam to obtain ISO 22301 certification issued by Bureau Veritas (United Kingdom), a world-leading certification body. • Launched TPBank LiveBank+, the first and only convenience banking system. • Launched TPBank Biz, a brand-new Digital Banking Platform for enterprises. • Recognized as a Vietnam National Brand by the Vietnam Trade Promotion Agency, Ministry of Industry and Trade.
2023	• Ranked first for the second consecutive year in The Asian Banker's list of "The Strongest Banks in Asia Pacific". • Brand Finance, the world's leading brand valuation firm, valued the TPBank brand at USD 424,8 million, among the Top 5 most valuable private banks in Vietnam. • Comprehensive upgrade of LiveBank 24/7: faster processing and a new interface following the Glassmorphism trend. • Launched the Super Shop product, the first in the market specifically designed for the household business owner segment. • Increased its charter capital to VND 22.016 billion.
2024	• For the first time, TPBank's outstanding loans exceeded VND 250.000 billion. • For the first time, TPBank published a standalone Sustainability Report in accordance with 4 international standards (GRI, TCFD, IFC, SDG), assured by KPMG, affirming its commitment to transparency and responsibility towards the community and the environment. • The Bank increased its charter capital to VND 26.420 billion in 2024. • TPBank officially launched its electronic Bid Guarantee service connected to the National e-Procurement System (e-GP), marking an important step in the digitalization and modernization of bidding processes in Vietnam. • TPBank launched the TPBank Visa Flash 2in1 Nickname card for the first time – issued exclusively at TPBank LiveBank 24/7.

Time	Key development milestones of the Issuer
2025	• TPBank exceeded all targets assigned by the General Meeting of Shareholders (GMS), with total assets and separate profit before tax exceeding VND 497 thousand billion and VND 9,1 thousand billion, respectively. • TPBank successfully arranged a long-term syndicated loan of USD 220 million with the participation of DFC and JICA, strengthening its sustainable growth strategy. • Launched the TPBank GenAI application, marking a new step in the application of artificial intelligence in digital banking services. • ChatPay on the TPBank application was named "The Most Innovative Digital Banking Product in Asia Pacific" by The Asian Banker 2025. • The Bank continued to increase its charter capital in 2025 to VND 27.740 billion.
2026	• The Bank received 03 technology awards from The Asian Banker in 2026. • The Bank continued to increase its charter capital in 2026 to VND 31.901 billion. • TPBank officially launched T'AioX: a Digital Banking Expert on the TPBank App that can support customers 24/7, marking a new step in applying AI to understand customers at every touchpoint. • Moody's upgraded TPBank's outlook from "Stable" to "Positive".

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Awards and achievements

Table: Awards and titles received by TPBank from 2020 to date

No.	Award	Awarding organization	Time of award/recognition
2026			
1	– Top 10 Most Reputable Private Joint Stock Commercial Banks in Vietnam – Top 50 Most Reputable Public Companies in 2026	Vietnam Report	08/2026
2	– Best Enterprise Wide AI Technology Implementation in Vietnam – Best GenAI Application in Vietnam – Best Corporate Mobile Initiative in Vietnam	The Asian Banker	06/2026
3	International Customer Experience Standard 2024 (ICXS2024) certification, achieving the highest rating of "International Excellence" (updated from ICXS2019)	British Standards Institution (BSI)	07/04/2026
4	"Outstanding GTFP Issuing Bank - Gender Finance 2026"	IFC	03/04/2026
5	Global SME Banking Innovation Awards 2026 - "Online Account Opening for Corporate Customers" category	The Digital Banker	03/2026
2025			
1	– The Strongest Banks – Rank #1 in Vietnam – ChatPay – Best Social Banking Initiative in Asia Pacific 2025 – "Best Corporate Banking and Payment Initiative in Vietnam"	The Asian Banker	20/02/2025 27/03/2025 20/11/2025
2	– Micro finance product of the year. – Best credit assessment initiative.	The Digital Banker	20/3/2025
3	– Leading Partner Bank in Vietnam – Leading SME Trade Bank	ADB (Asian Development Bank)	02/09/2025
4	Most Favourite Finance - Consumer Application among Young People - WeYoung category - Z First-Rate Award – WeChoice Awards	Voted on the WeChoice Awards system – VCCorp	12/1/2025

No.	Award	Awarding organization	Time of award/recognition
5	– Top 10 Most Reputable Private Banks in 2025 – Top 50 Most Reputable and Efficient Public Companies	VNR500 / Vietnam Report	01/08/2025
6	Top 10 Outstanding Enterprises in Comprehensive ESG Implementation	Dan Tri Newspaper	22/12/2025
2024			
1	Top 100 Best Places to Work in Vietnam 2024 – Ranked 6th in the banking sector, large enterprise category	Anphabe	12/2024
2	Employer of Choice Award – Top 10 Most Favourite Employers in the Finance – Banking – Securities sector, large enterprise category	CareerViet	12/2024
3	Vietnam National Brand	Vietnam Trade Promotion Agency – Ministry of Industry and Trade	04/11/2024
4	Top 100 Most Valuable Brands in Vietnam 2024 (Top 30)	Brand Finance	11/10/2024
5	Vietnam Digital Awards (VDA) 2024 - Outstanding Digital Transformation Enterprise	Vietnam Digital Communications Association	5/10/2024
6	Leading SME Trade Bank	ADB	3/9/2024
7	– Top 10 Most Reputable Commercial Banks in Vietnam (ranked 10th) – Top 5 Most Reputable Private Banks in Vietnam – Top 50 Most Reputable and Efficient Public Companies (ranked 19th)	VNR500	15/8/2024
8	Best Omnichannel Implementation – Asia Pacific	The Asian Banker	18/7/2024
9	Ranking: Forbes 2024 World's Best Banks List (Top 8 Vietnam)	Forbes	14/6/2024
10	"Best Trade Partner Bank – Gender Finance 2024".	IFC	23/5/2024

No.	Award	Awarding organization	Time of award/recognition
11	Sao Khue Awards: – Digital Banking Application – Online bid guarantee on the TPBank Biz platform – Bio Center - Centralized citizen data warehouse and biometric authentication system	Vietnam Software and IT Services Association	13/4/2024
12	Ranking of the Top 500 Most Valuable Global Banking Brands	Brand Finance	3/2024
13	Top 3 - Brilliant Rising Organization	WeChoice Awards	27/1/2024
2023			
1	The Strongest Banks ranking – 1st place in Vietnam	The Asian Banker	14/12/2023
2	Best Places to Work in Vietnam 2023 – Ranked 01st in the banking sector, medium-sized enterprise category – Ranked 11th in the Top 100 Best Places to Work in Vietnam, medium-sized enterprise category	Anphabe	23/11/2023
3	Innovative Choice Awards - nominated in the Sustainable Brand through Innovation category	VCCorp	29/10/2023
4	ADB's Leading SME Trade Bank Award	ADB	5/9/2023
5	– Top 30 Most Valuable Brands in Vietnam – Brand Finance – Top 5 Private Commercial Banks – Brand Finance	Brand Finance	15/8/2023
6	– Top 50 Most Reputable and Efficient Public Companies – Top 10 Most Reputable Commercial Banks in Vietnam in 2023 (ranked 9th) – Top 10 Most Reputable Private Joint Stock Commercial Banks in 2023 (ranked 4th)	VNR500	4/8/2023

No.	Award	Awarding organization	Time of award/recognition
7	- Top 20 enterprises with the best sustainability index on the stock market (VNSI - Vietnam Sustainability Index) for the period from 07/2023 to 07/2024 - Top 15 Large Cap listed companies meeting the Information Disclosure Standard on the stock market in 2023 under the IR Awards 2023		08/2023
8	Best Companies to Work for in Asia	HR Asia	3/8/2023
9	Sao Khue Awards: - Collection of 5 highly personalized Banking features on the TPBank mobile app	Vietnam Software and IT Services Association	28/4/2023
10	Moody's upgraded TPBank's long-term issuer and local and foreign currency deposit ratings by one notch	Moody's	2023
11	- Best Digital Banking Service and Best Digital Ecosystem Initiative - Best Productivity, Efficiency and Automation Initiative (Global and Vietnam)	The Asian Banker	16/3/2023
2022			
1	The Strongest Banks ranking - Top 1 in Vietnam	The Asian Banker	24/11/2022
2	Ranked 26th in the Top 100 Best Places to Work in Vietnam, including Top 4 in the banking sector	Anphabe	9/11/2022
3	Highest International Standards in Risk Management and Financial Management Vietnam 2022	IBM - International Business Magazine	2022
4	Vietnam National Brand	Vietnam Trade Promotion Agency, Ministry of Industry and Trade	2/11/2022
5	Top 25 Leading Financial Brands	Forbes	27/10/2022
6	Top 50 Vietnamese Enterprises with Excellent Profit	VNR500	25/10/2022
7	Vietnam Strong Brand	Vneconomy	12/10/2022
8	Best Companies to Work for in Asia	HR Asia	11/8/2022

No.	Award	Awarding organization	Time of award/recognition
9	– Best Digital Banking Vietnam 2022 – Most Innovative Mobile Savings App Vietnam 2022 - for Savy	Global Banking and Finance Review	2022
10	– Best Digital Bank for Corporate Vietnam 2022 – Best Mobile Banking Application	Global Brands Magazine	2022
11	Top 50 Best Listed Companies	Forbes	4/8/2022
12	– Top 50 Most Reputable Public Companies – Top 10 Most Reputable Commercial Banks in Vietnam	VNR500	3/8/2022
13	Sao Khue – TPBank Digital Banking Application for Corporates - Digital Corporate Banking (Digital CB) – *5-star award – top of its sector group* – Intelligent Automation Application (Intelligent Automation – applying AI to RPA)	Vietnam Software and IT Services Association	End of April
14	– Outstanding Retail Bank – Outstanding Digital Transformation Bank – Bank with Outstanding Products/Services (Nickname/Shopname)	IDG Vietnam	25/3/2022
15	Best Digital Banking & Customer Ecosystem Initiative	The Asian Banker	24/3/2022
16	Vietnam Enterprise Innovation Awards	AIBP	24/3/2022
17	Best Bank	The Asset	23/3/2022
2021			
1	Top 50 Vietnamese Enterprises with Attractive Employer Brands	Anphabe	22/12/2021
2	Top 100 Best Places to Work in Vietnam	Anphabe	22/12/2021
3	Digital Innovation Enterprise	Vietnam Digital Communications Association	9/12/2021
4	Inspirational Brand Award	APEA	30/11/2021, announced in 02/2022
5	Corporate Excellence Award	APEA	30/11/2021, announced in 02/2022

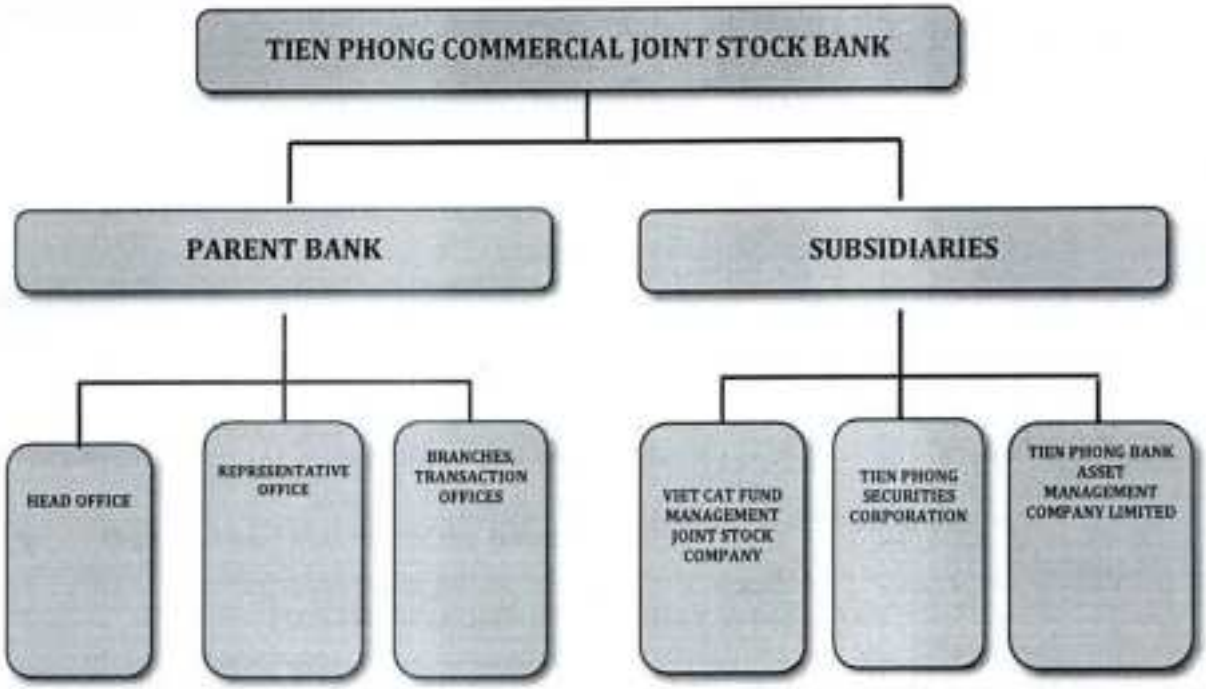
No.	Award	Awarding organization	Time of award/recognition
6	Innovation Leadership Achievement Awards	The Asian Banker	29/7/2021
7	- Best Customer Service Banking Brand - Best Mobile Banking Application	Global Brands Magazine	10/8/2021
8	- Best Bank for Auto Loans Vietnam 2021. - Best Bancassurance Provider Vietnam 2021. - Most Innovative Mobile Savings App Vietnam 2021.	Global Banking and Finance Review	25/7/2021
9	- Top 50 Most Reputable Public Companies - Top 10 Most Reputable Banks	VNR500	10/2021
10	Most Favourite Employer 2020	CareerBuilder Vietnam	21/4/2021
11	- Best Digital Bank in Vietnam - Best Process Automation Implementation in Vietnam	The Asian Banker	8/4/2021
12	Sao Khue Awards: - TPBank Digital Banking Application - Automated Bank – TPBank LiveBank 24/7	Vietnam Software and IT Services Association	2/4/2021
	Moody's upgraded TPBank's outlook to positive		22/03/2021
2020			
1	Emulation Flag	The Government	28/12/2020
2	- Bank with the best growth in debit card transaction volume in the Vietnamese market; - Bank with the best growth in overseas card transaction volume in the market; - The first bank to launch a metal credit card.	Visa International (Visa)	16/12/2020
3	Certificate of Merit for administrative reform awarded to TPBank	Governor of the State Bank of Vietnam	5/12/2020

No.	Award	Awarding organization	Time of award/recognition
4	– Bank leading in transaction volume growth; – Bank with the most active customer base by number of transactions per domestic debit card; – The most active bank in cooperating with and implementing projects with Napas.	Napas	23/11/2020
5	Top 5 Best Retail Banks	The Asian Banker independent ranking	2020
6	– Outstanding Digital Transformation Bank – Bank with Outstanding Product: Super Zero	IDG Vietnam	26/11
7	– The Next 100 Global Awards 2020 – Digital Banking - Top 100 Leading Digital Banks in the world – Best Bank for Auto Loans Vietnam 2020	Global Banking and Finance Review	2020
8	TPBank Mobile ranked No. 1 among the most downloaded finance and banking applications in Vietnam on both the App Store and Google Play		26/10/2020
9	– Top 5 in the banking sector of Best Places to Work in Vietnam – Top 50 Vietnamese Enterprises with Attractive Employer Brands.	Anphabe – a pioneering consultancy in Employer Branding and Workplace solutions	22/10/2020
10	Straight Through Processing Award for excellence in international payments	Bank of New York Mellon (USA)	2020
11	Customer Impact Award	Ripple	2020
12	– Best Digital Banking – Best Customer Service Banking Brand – Best Bank for Corporate Payroll Service and Solutions, Vietnam 2020	Global Brands Magazine	2020
13	– Top 10 Most Reputable Commercial Banks in Vietnam in 2020 – Top 4 Most Reputable Private Joint Stock Commercial Banks in 2020 – Ranked 73/500 in the Top 500 Fastest Growing Enterprises in Vietnam 2020 (FAST500)	VNR500	14/7/2020

No.	Award	Awarding organization	Time of award/recognition
14	Best Companies to Work for in Asia 2020	HR Asia	1/7/2020
15	TPBank was rated B1 by Moody's with a stable outlook		26/6/2020
16	Leading Partner in East Asia and the Pacific for financing transactions for women in 2019	International Finance Corporation (IFC)	6/2020
17	– Best Digital Banking – Best Savings Account – Best Branch Innovation	The Asian Banker	9/4/2020

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3. Organizational structure of the Issuer



Source: TPBank

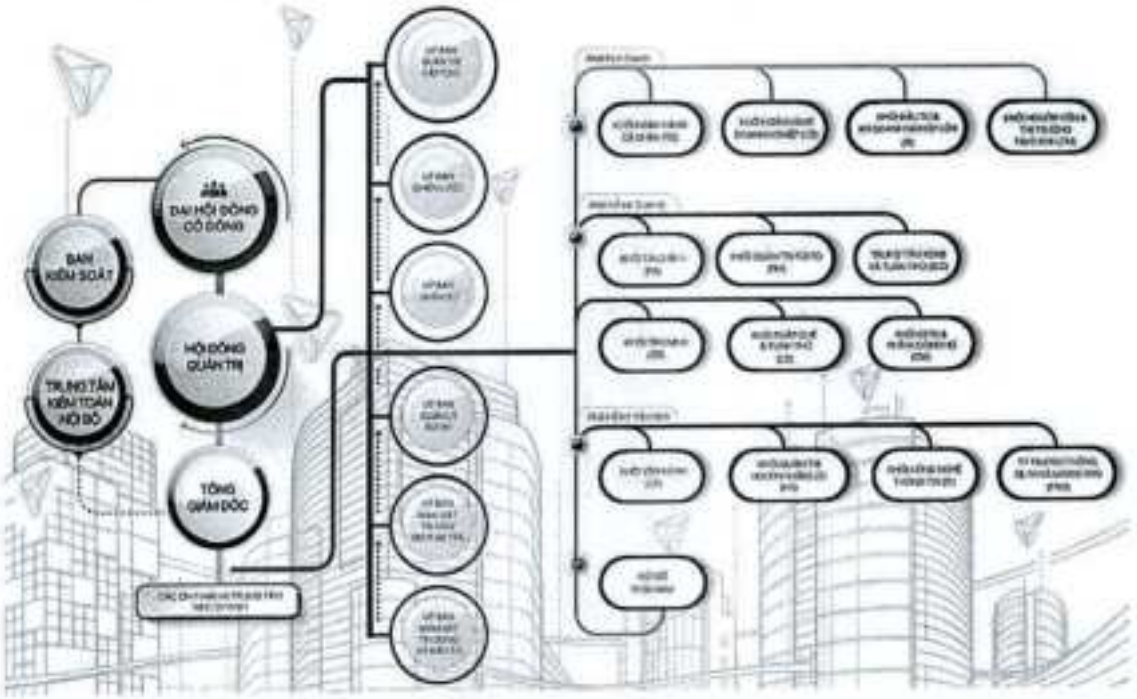
a. The Issuer (Parent bank):

- 01 Head office located at: TPBank Building, No. 57 Ly Thuong Kiet Street, Cua Nam Ward, Hanoi City. In addition to the governance, supervisory and executive bodies of the Bank (such as the Board of Directors, the Board of Supervisors and the Board of Management), the units of TPBank's Head Office comprise 14 Divisions and equivalent professional Centers and other functional units.
- As at 30/9/2026, TPBank had 01 representative office in Ho Chi Minh City, 63 branches and 77 transaction offices in provinces and cities nationwide.

b. Subsidiaries:

No.	Name of subsidiary/subsidiary bank	TPBank's ownership ratio
1	Viet Cat Fund Management Joint Stock Company	99,90%
2	Tien Phong Securities Corporation	51%
3	Tien Phong Bank Asset Management Company Limited	100%

4. Governance structure and management apparatus of the Issuer



Source: TPBank

Level	Body / Unit
Highest authority	General Meeting of Shareholders
Under the General Meeting of Shareholders	Board of Directors Board of Supervisors
Under the Board of Supervisors	Internal Audit Center
Under the Board of Directors	Senior Governance Committee Strategy Committee Human Resources Committee Risk Management Committee Asset and Liability Supervisory Committee Credit and Investment Supervisory Committee
Executive level	Chief Executive Officer
Business Divisions	Retail Banking Division (RB) Corporate Banking Division (CB) Investment & Large Corporate Banking Division (IB) Treasury & Financial Markets Division (FM)
Governance Support Divisions	Finance Division (FA) Risk Management Division (RM) Internal Control and Compliance Center (ICC) Credit Division (CR) Legal & Compliance Division (LC) Credit Monitoring & Debt Allocation Division (CM)

Level	Body / Unit
Operations Support Divisions	Operations Division (OP) Human Resources Management Division (HR) Information Technology Division (IT) Communications, Brand Management and Marketing Center (PRM) Southern Head Office
Business network	Branches / Business Centers

Source: TPBank

4.1. General Meeting of Shareholders

The General Meeting of Shareholders comprises all shareholders with voting rights and is the highest decision-making body of TPBank, operating through annual General Meetings of Shareholders, extraordinary General Meetings of Shareholders and the collection of shareholders' written opinions.

The General Meeting of Shareholders has the rights and duties to approve development orientations, decide on business plans and tasks, decide on amendments and supplements to the Charter, approve plans to change the Bank's charter capital, elect, dismiss and remove members of the Board of Directors and the Board of Supervisors, and other rights and duties as prescribed by law and the Bank's Charter.

4.2. Board of Directors

The Board of Directors is the governing body of TPBank and has full authority, on behalf of TPBank, to decide on and exercise the rights and perform the obligations of TPBank, except for matters within the authority of the General Meeting of Shareholders. The Board of Directors is accountable to the General Meeting of Shareholders for the performance of the duties and powers assigned under the law and TPBank's Charter. The Board of Directors organizes, inspects and supervises the implementation of the resolutions and decisions of the General Meeting of Shareholders and the Board of Directors, and decides on TPBank's strategy, medium-term development plan and annual business plan. The duties and powers of the Board of Directors are performed in accordance with the law, the Charter, TPBank's internal regulations and the authorization of the General Meeting of Shareholders.

TPBank's Board of Directors for the 2023 - 2028 term currently has 06 members as follows:

Full name	Position
Mr. **Do Minh Phu**	Chairman of the BOD
Mr. **Le Quang Tien**	Vice Chairman of the BOD
Mr. **Shuzo Shikata**	Vice Chairman of the BOD
Ms. **Do Quynh Anh**	Member of the BOD
Ms. **Vo Bich Ha**	Independent Member of the BOD
Ms. **Nguyen Thi Huong Trang**	Independent Member of the BOD

The Board of Directors has established units to assist it in performing its duties and powers and to ensure that the Bank develops effectively, safely and sustainably in line with its set objectives, including:

- **Senior Governance Committee**: Advises the Board of Directors on implementing the Board of Directors' operational plan, performs the senior supervisory role and provides timely direction to the CEO and the Executive Board so that they can make sound and timely policy decisions and practical, effective solutions to formulate a reasonable business plan, adopt flexible management solutions, control and improve asset quality and ensure the safety of the entire system.
- **Strategy Committee:** Advises the Board of Directors on continuing to implement the "TPBank Development Strategy for 2023 - 2028 with a vision to 2035", closely following the "Business Development Strategy for 2026 – 2030", and directs timely adjustments to business targets in line with market developments (if necessary); directs the implementation of solutions to maintain the Bank's position in the digital transformation revolution of the banking sector.
- **Human Resources Committee:** Advises the Board of Directors on approving documents on the organizational structure and operations of units; strengthens training and human resource development activities.
- **Risk Management Committee**: Advises the Board of Directors on approving documents relating to risk management within the authority of the Board of Directors; supervises the issuance of documents relating to risk management within the authority of the CEO; supervises the management of liquidity risk and interest rate risk in the banking book to ensure compliance with the prescribed limits, prudential ratios and liquidity ratios.
- **Asset and Liability Supervisory Committee**: Effectively advises the Board of Directors and supervises the management and administration of the balance sheet structure in line with the risk management policy; supervises the control of business activities to ensure compliance with risk limits (liquidity risk limits, interest rate risk in the banking book limits and total assets weighted for interest rate risk in the banking book); supervises the development and approval of the deposit and lending interest rate framework, the pricing framework for other products, the funding and capital utilization plan, the internal pricing principles and other matters relating to the asset and liability management of TPBank.
- **Credit and Investment Supervisory Committee**: Advises the Board of Directors on approving contracts and transactions in credit operations for customers within the authority of the Board of Directors in accordance with the law and TPBank's internal regulations; advises the Board of Directors on approving and issuing certain documents relating to credit activities, collateral and investment in the purchase and sale of valuable papers; closely supervises the approval activities of the Senior Credit and Investment Council and the CEO; supervises the granting and adjustment of the approval authority of the credit approval levels under the CEO; and supervises the CEO in implementing Resolutions/Decisions/directions relating to credit and investment within the authority of the Board of Directors.

4.3. Board of Supervisors

The Board of Supervisors is elected by the General Meeting of Shareholders. The Board of Supervisors supervises TPBank's compliance with the law, TPBank's Charter and the resolutions and decisions of the General Meeting of Shareholders, and is accountable to the General Meeting of Shareholders for the performance of its assigned duties and powers. The Board of Supervisors is responsible for assisting the General Meeting of Shareholders in inspecting and supervising the Bank's operations and coordinating with relevant units to enhance the effectiveness of the internal control system.

TPBank's Board of Supervisors for the 2023 – 2028 term currently has 03 members as follows:

Full name	Position
Ms. **Nguyen Thi Thu Huong**	Head of the Board of Supervisors
Mr. **Thai Duy Nghia**	Member
Ms. **Nguyen Thi Thu Nguyet**	Member

4.4. Board of Management and Chief Accountant

TPBank's Board of Management comprises the Chief Executive Officer and the Deputy Chief Executive Officers. The Chief Executive Officer, the Deputy Chief Executive Officers and the Chief Accountant are appointed by the Board of Directors.

The current structure of the Board of Management and the Chief Accountant is as follows:

Full name	Position
Mr. **Nguyen Hung**	Chief Executive Officer
Mr. **Pham Dong Anh**	Deputy Chief Executive Officer
Mr. **Nguyen Viet Anh**	Deputy Chief Executive Officer
Mr. **Khuc Van Hoa**	Deputy Chief Executive Officer
Mr. **Dinh Van Chien**	Deputy Chief Executive Officer
Mr. **Bui Quang Cuong**	Deputy Chief Executive Officer
Ms. **Le Cam Tu**	Chief Accountant

The Chief Executive Officer manages the day-to-day business operations of the Bank and is accountable to the Board of Directors for the exercise of the rights and performance of the obligations assigned under the law and TPBank's Charter. The Board of Management is subject to the supervision of the Board of Directors and the General Meeting of Shareholders and is responsible for the management and administration of the Bank's operations.

4.5. Functional divisions at the Head Office

- **Retail Banking Division**

Leads the development of strategies, policies, business plans and business models for TPBank's individual customer segment; researches, develops and manages the portfolio of products, services and financial solutions; develops customer policies, pricing policies and sales policies for individual customers.

Organizes the implementation of business activities, customer development, improvement of sales productivity and portfolio efficiency; promotes digital transformation and the application of data and AI in individual customer business across the entire system.

- **Corporate Banking Division**

Leads the development of strategies, business plans and development policies for the corporate customer segment across the entire system.

Develops the portfolio of products, services and financial solutions, standardizes the sales model and customer experience. Develops and manages TPBank's business activities for the corporate customer segment across the entire system. Generates revenue within the permitted risk scope by providing banking products, services and financial solutions tailored to the needs of each corporate customer group.

- **Investment and Large Corporate Banking Division**

  Develops strategies, policies and development orientations for financial investment, corporate bond investment and business activities for the large corporate customer segment.

  Centrally manages and directly conducts corporate bond trading/investment as the unit proposing investments and managing invested capital; develops and provides deposit, credit, trade finance, cash management and capital market solutions for each large corporate customer segment.

- **Treasury and Financial Markets Division**

  Develops and implements strategies for funding management, liquidity and business activities in the financial markets of TPBank.

  Responsible for managing the portfolio of valuable papers, issuing valuable papers, and trading in money, valuable papers, foreign exchange, gold, derivatives and other financial market products; establishes, manages and develops relationships with domestic and foreign financial institutions in order to optimize the efficiency of capital utilization and ensure liquidity safety.

- **Finance Division**

  Develops, implements and supervises TPBank's financial accounting activities: accounting policies and guidelines, accounting entries and accounting reports.

  Manages the preparation of the annual financial plan and monitors the implementation of the financial plan.

  Manages the optimization of TPBank's resources, including the management of TPBank's capital, asset and liability structure.

  Manages accounting, tax and assets and provides financial information for management, governance and decision-making.

  Provides management information and advises the Executive Board on financial strategies and plans for management and decision-making.

- **Risk Management Division**

  Develops and implements risk management policies and frameworks in line with the Bank's business strategy and risk appetite.

  Performs the independent risk management function as the second line of defence.

  Identifies, measures, monitors, provides early warnings on and controls the risks arising in the Bank's operations.

  Monitors compliance with risk limits, internal regulations and the law to ensure safe and effective operations.

- **Internal Control and Compliance Center**

  Develops and implements the internal control framework and compliance policies and regulations across the entire Bank.

Supervises and inspects compliance with internal regulations and the law; detects, warns of and recommends the handling of violations and risks that arise.

Advises the Executive Board on solutions to strengthen internal control and compliance management to ensure safe and effective operations.

- **Credit Division**

Develops and implements credit management policies and procedures in line with the Bank's business strategy and risk appetite.

Conducts credit appraisal and approval within its authority and manages credit quality across the entire system; values collateral within the designated scope; manages, monitors and inspects the appraisal performed by business units and/or outsourced units.

Manages the credit portfolio; manages bancassurance activities between TPBank and insurance companies.

- **Legal and Compliance Division**

Provides legal advice to the Board of Directors, the Executive Board and units; advises on and appraises contracts and transactions; represents the Bank in legal proceedings to protect its lawful rights and interests.

Controls the system of internal regulations; organizes compliance activities, compliance risk management and the control of anti-money laundering, counter-terrorist financing and counter-proliferation financing of weapons of mass destruction across the entire system.

- **Credit Monitoring and Debt Allocation Division**

Monitors compliance with approval conditions and conducts post-disbursement credit inspection and monitoring; provides early warnings and allocates debts across the entire system. Carries out debt group transfers, debt classification and provisioning, and implements solutions for debt handling and recovery, collateral disposal and litigation to improve the Bank's asset quality.

- **Operations Division**

Acts as the focal unit organizing, managing and centrally operating transactions across the entire system, including: domestic and international payments, credit support, card operations, coordination and safety control of vaults, post-transaction control and centralized procurement. Manages 24/7 customer service (Call Center), network development and operation, customer experience, process improvement and quality control of documents and internal services to ensure smooth, safe and efficient operations.

- **Human Resources Management Division**

Plans and implements human resource management strategies and policies; designs and optimizes the organizational structure, operating model and organizational capabilities in line with the Bank's development orientation.

Organizes recruitment, training, talent attraction and development, performance management, compensation and benefits.

Builds and spreads corporate culture; develops the working environment and enhances employee engagement.

- **Information Technology Division**

Develops and implements the Bank's information technology, digital transformation, data strategy, data governance and AI strategies.

Develops and operates technology platforms, core systems and digital solutions for business and management activities.

Controls the security and safety of the systems, ensuring information security, cyber security and the continuity of technology systems across the entire system.

- **Communications, Brand Management and Marketing Center**

Develops and implements communications, brand and marketing strategies to enhance TPBank's image, reputation and brand value.

Develops and implements marketing and digital marketing campaigns to support business.

Manages and develops the Bank's brand identity system, internal communications and public relations; manages press relations, reputation management and communication risk handling.

5. Information on the parent company and subsidiaries of the Issuer, companies holding control or controlling shares in the Issuer, and companies in which the Issuer holds control or controlling shares or capital contributions

5.1. List of TPBank's parent company and companies holding control over or controlling interests in TPBank in the 02 consecutive years immediately preceding the year of registration of the offering and up to the time of registration of the offering

None.

5.2. List of TPBank's subsidiaries and companies in which TPBank holds control or controlling shares in the 02 consecutive years immediately preceding the year of registration of the offering and up to the time of registration of the offering

No.	List of subsidiaries	Ownership ratio and voting ratio as at 31/12/2024	Ownership ratio and voting ratio as at 31/12/2025	Ownership ratio and voting ratio as at 30/06/2026	Ownership ratio and voting ratio as at 30/09/2026
1	Viet Cat Fund Management Joint Stock Company	99,90%	99,90%	99,90%	99,90%
2	Tien Phong Securities Corporation	9,01%	51,00%	51,00%	51,00%
3	Tien Phong Bank Asset Management Company Limited	0%	0%	100%	100%

❖ **Viet Cat Fund Management Joint Stock Company**

Head office : 11th Floor, Doji Tower, No. 5 Le Duan Street, Dien Bien Ward, Ba Dinh District, Hanoi City (now Ba Dinh Ward, Hanoi City)

Date of establishment	: 25/01/2008
Establishment and Operation Licence	: 28/UBCK-GP issued by the State Securities Commission on 25/01/2008, as adjusted by Adjustment Licence No. 103/GPĐC-UBCK dated 30/12/2024
Enterprise Registration Certificate	: 0102636355 first issued by the Hanoi Department of Planning and Investment on 25/01/2008, 9th amendment registered on 18/03/2025
Charter capital	: VND 100.000.000.000
Main business activities	: Management of securities investment funds and securities investment companies; securities portfolio management; securities investment advisory; and other related business activities in accordance with the law
This Company's ownership ratio in TPBank	: 0%

❖ **Tien Phong Securities Corporation**

Head office	: 12th Floor, Doji Building, No. 5 Le Duan Street, Ba Dinh Ward, Hanoi City
Date of establishment	: 29/12/2006
Establishment and Operation Licence	: Securities Business Licence No. 49/UBCK-GPHĐKD first issued by the State Securities Commission on 29/12/2006 and the adjusting and supplementing licences, including Adjustment Licence No. 95/GPĐC-UBCK dated 12/08/2026.
Enterprise Registration Certificate	: 0304814339 first issued by the Ho Chi Minh City Department of Planning and Investment on 29/12/2006, 21st amendment registered on 15/09/2026 at the Hanoi Department of Finance
Charter capital	: VND 6.239.309.040.000
Main business activities	: + Commodity contract and securities brokerage *Details: Securities brokerage* + Other financial service activities not elsewhere classified (except insurance and social insurance) *Details: Proprietary securities trading* + Other professional, scientific and technical activities not elsewhere classified *Details: Financial and securities investment advisory* + Activities auxiliary to financial services not elsewhere classified *Details: Financial and securities investment advisory; securities depository; securities underwriting*
This Company's ownership ratio in TPBank	: 0%

❖ **Tien Phong Bank Asset Management Company Limited**

Head office	: No. 44 Le Ngoc Han Street, Hai Ba Trung Ward, Hanoi City
Date of establishment	: 30/01/2026
Enterprise Registration Certificate	: 0111373448 first issued by the Hanoi Department of Finance on 30/01/2026
Charter capital	: VND 100.000.000.000
Main business activities	: Debt management and asset exploitation as authorized by TPBank; debt purchase and sale; activities relating to the handling of non-performing loans and the disposal of other collateral.
This Company's ownership ratio in TPBank	: 0%

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6. Information on increases and decreases in the charter capital of the Issuer

The initial charter capital at the time of the Bank's establishment was VND 1.000 billion. Over the course of its operations, the Bank's charter capital has changed as follows:

Table 1: Charter capital increases of the Bank

Time of increase	Charter capital before increase *(VND thousand)*	Increase in charter capital *(VND thousand)*	Charter capital after increase *(VND thousand)*	Form of capital increase	Approving authority	Audit opinion
2008	1.000.000.000	0	1.000.000.000	Establishment of the Bank	SBV	None
2009	1.000.000.000	250.000.000	1.250.000.000	Private placement of shares	SBV, SSC	None
2010 (Tranche 1)	1.250.000.000	500.000.000	1.750.000.000	Public offering to existing shareholders	SBV, SSC	None
2010 (Tranche 2)	1.750.000.000	250.000.000	2.000.000.000	Issuance of shares to existing shareholders	SBV, SSC	None
2010 (Tranche 3)	2.000.000.000	1.000.000.000	3.000.000.000	Public offering to existing shareholders	SBV, SSC	None
2012	3.000.000.000	2.550.000.000	5.550.000.000	Private placement of shares	SBV, SSC	None
2016	5.550.000.000	292.105.000	5.842.105.000	Private placement of shares	SBV, SSC	None

Time of increase	Charter capital before increase *(VND thousand)*	Increase in charter capital *(VND thousand)*	Charter capital after increase *(VND thousand)*	Form of capital increase	Approving authority	Audit opinion
2018 (Tranche 1)	5.842.105.000	876.315.750	6.718.420.750	Private placement of shares	SBV, SSC	None
2018 (Tranche 2)	6.718.420.750	1.847.471.310	8.565.892.060	Issuance of shares to pay dividends and issuance of shares to increase share capital from owners' equity	SBV, SSC	None
2020	8.565.892.060	2.150.825.160	10.716.717.220	Issuance of shares to pay dividends, issuance of shares to increase share capital from owners' equity and issuance of shares under the employee stock ownership programme	SBV, SSC	None
2021 (Tranche 1)	10.716.717.220	1.000.000.000	11.716.717.220	Private placement of shares	SBV, SSC	None
2021 (Tranche 2)	11.716.717.220	4.100.837.730	15.817.554.950	Issuance of shares to increase share capital from owners' equity	SBV, SSC	None
2023	15.817.554.950	6.198.795.140	22.016.350.090	Issuance of shares to increase share capital from owners' equity	SBV, SSC	None
2024	22.016.350.090	4.403.211.870	26.419.561.960	Issuance of shares to pay dividends	SBV, SSC	None

Time of increase	Charter capital before increase *(VND thousand)*	Increase in charter capital *(VND thousand)*	Charter capital after increase *(VND thousand)*	Form of capital increase	Approving authority	Audit opinion
2025	26.419.561.960	1.320.906.770	27.740.468.730	Issuance of shares to pay dividends	SBV, SSC	None
2026	27.740.468.730	4.160.880.230	31.901.348.960	Issuance of shares to pay dividends	SBV, SSC	None

Source: TPBank

- Since its establishment, the Bank has not had any reduction of charter capital.

7. Information on outstanding securities

7.1. Ordinary shares

- Number of listed shares: 3.190.134.896 shares;
- Number of outstanding shares: 3.190.134.896 shares;
- Number of treasury shares: 0 shares.

Shareholder structure of the Bank (as at the record date of 05/10/2026):

Table 2: Shareholder structure of the Bank

No.	Type of shareholder	Number of shareholders	Number of shares	Ownership ratio (%)
1	**Institutions**	**192**	**1.391.941.621**	**43,63%**
1.1	Domestic	141	697.995.641	21,88%
1.2	Foreign	51	693.945.980	21,75%
	Of which: economic organizations in which foreign investors hold more than 50% of charter capital	*8*	*510.582.306*	*16,01%*
2	**Individuals**	**74.251**	**1.798.193.275**	**56,37%**
2.1	Domestic	73.919	1.795.345.164	56,28%
2.2	Foreign	332	2.848.111	0,09%
	Total	**74.443**	**3.190.134.896**	**100%**

(Source: List of securities holders as at 05/10/2026 provided by VSDC)

7.2. Preference shares

None.

7.3. Other securities

As at the end of 26/10/2026, TPBank had 80 outstanding privately placed bond codes with a total outstanding par value of VND 21.073,7 billion. TPBank has no outstanding publicly offered bonds. The detailed list is as follows:

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List of outstanding bonds as at 26/10/2026

No.	Bond code	Par value (VND million)	Number of outstanding bonds	Total outstanding par value (VND million)	Interest rate (% per annum)	Issue date	Tenor (years)	Characteristics, type of bonds (*)
Privately placed bonds								
1	TPBANKBOND_A2_28112019_07	100	22	2.200	7,2	28/11/2019	7	Tier 2 capital bonds
2	TPBANKBOND_A2_19122019_07	100	171	17.100	7,2	19/12/2019	7	Tier 2 capital bonds
3	TPBANKBOND_A2_26122019_07	100	327	32.700	7,2	26/12/2019	7	Tier 2 capital bonds
4	TPBANKBOND_A2_16012020_07	100	886	88.600	7,2	16/01/2020	7	Tier 2 capital bonds
5	TPBANKBOND_A2_13022020_07	100	703	70.300	7,8	13/02/2020	7	Tier 2 capital bonds
6	TPBANKBOND_A2_05032020_07	100	352	35.200	7,8	05/03/2020	7	Tier 2 capital bonds
7	TPBANKBOND_A2_12032020_07	100	93	9.300	7,8	12/03/2020	7	Tier 2 capital bonds
8	TPBANKBOND_A2_26032020_07	100	128	12.800	7,8	26/03/2020	7	Tier 2 capital bonds
9	TPBANKBOND_A2_09042020_07	100	77	7.700	8,5	09/04/2020	7	Tier 2 capital bonds
10	TPBANKBOND_A2_23042020_07	100	137	13.700	8,5	23/04/2020	7	Tier 2 capital bonds
11	TPBANKBOND_A2_07052020_07	100	459	45.900	8,5	07/05/2020	7	Tier 2 capital bonds
12	TPBANKBOND_A2_21052020_07	100	89	8.900	7,9	21/05/2020	7	Tier 2 capital bonds

No.	Bond code	Par value (VND million)	Number of outstanding bonds	Total outstanding par value (VND million)	Interest rate (% per annum)	Issue date	Tenor (years)	Characteristics, type of bonds (*)
13	TPBANKBOND_A2_18062020_07	100	95	9.500	7,9	18/06/2020	7	Tier 2 capital bonds
14	TPBANKBOND_A2_02072020_07	100	49	4.900	7,9	02/07/2020	7	Tier 2 capital bonds
15	TPBANKBOND_A2_16072020_07	100	137	13.700	7,9	16/07/2020	7	Tier 2 capital bonds
16	TPBH2027013	100	680	68.000	7,9	27/08/2020	7	Tier 2 capital bonds
17	TPBH2027014	100	134	13.400	7,9	10/09/2020	7	Tier 2 capital bonds
18	TPBH2027015	100	60	6.000	7,9	24/09/2020	7	Tier 2 capital bonds
19	TPBH2027016	100	166	16.600	7,9	08/10/2020	7	Tier 2 capital bonds
20	TPBH2027017	100	11	1.100	7,9	22/10/2020	7	Tier 2 capital bonds
21	TPBH2027020	100	82	8.200	6,7	05/11/2020	7	Tier 2 capital bonds
22	TPBH2027021	100	275	27.500	6,7	12/11/2020	7	Tier 2 capital bonds
23	TPBH2027022	100	1.500	150.000	6,7	16/11/2020	7	Tier 2 capital bonds
24	TPBH2027023	100	27	2.700	6,6	19/11/2020	7	Tier 2 capital bonds
25	TPBH2030023	100	100	10.000	6,7	19/11/2020	10	Tier 2 capital bonds

No.	Bond code	Par value (VND million)	Number of outstanding bonds	Total outstanding par value (VND million)	Interest rate (% per annum)	Issue date	Tenor (years)	Characteristics, type of bonds (*)
26	TPBH2027024	100	290	29.000	7,5	23/11/2020	7	Tier 2 capital bonds
27	TPBL2333005	100	10	1.000	6,48	17/11/2023	10	Tier 2 capital bonds
28	TPBL2333010	100	180	18.000	6,48	24/11/2023	10	Tier 2 capital bonds
29	TPBL2333017	100	22	2.200	6,48	05/12/2023	10	Tier 2 capital bonds
30	TPBL2333020	100	12	1.200	6,48	08/12/2023	10	Tier 2 capital bonds
31	TPBL2333024	100	70	7.000	6,48	15/12/2023	10	Tier 2 capital bonds
32	TPBL2434009	100	76	7.600	7,9	23/08/2024	10	Tier 2 capital bonds
33	TPBL2434023	100	45	4.500	6,88	01/11/2024	10	Tier 2 capital bonds
34	TPBL2427024	100	10.000	1.000.000	5,3	11/11/2024	3	Ordinary bonds
35	TPBL2427028	100	10.000	1.000.000	5,3	04/12/2024	3	Ordinary bonds
36	TPBL2434030	100	5	500	7,08	10/12/2024	10	Tier 2 capital bonds
37	TPBL2434033	100	1.095	109.500	7	18/12/2024	10	Tier 2 capital bonds
38	TPBL2427035	100	20.000	2.000.000	5,8	20/12/2024	3	Ordinary bonds

No.	Bond code	Par value (VND million)	Number of outstanding bonds	Total outstanding par value (VND million)	Interest rate (% per annum)	Issue date	Tenor (years)	Characteristics, type of bonds (*)
39	TPB12501	100	30	3.000	8,5	23/05/2025	10	Tier 2 capital bonds
40	TPB12506	100	165	16.500	8,5	04/06/2025	10	Tier 2 capital bonds
41	TPB12507	100	65	6.500	8,5	10/06/2025	10	Tier 2 capital bonds
42	TPB12508	100	10.000	1.000.000	8,5	12/06/2025	10	Tier 2 capital bonds
43	TPB12511	100	265	26.500	8,5	17/06/2025	10	Tier 2 capital bonds
44	TPB12513	100	10	1.000	8,5	20/06/2025	10	Tier 2 capital bonds
45	TPB12515	100	62	6.200	8,5	24/06/2025	10	Tier 2 capital bonds
46	TPB12519	100	100	10.000	8,5	27/06/2025	10	Tier 2 capital bonds
47	TPB12521	100	23	2.300	8,5	30/06/2025	10	Tier 2 capital bonds
48	TPB12523	100	74	7.400	8,5	19/08/2025	10	Tier 2 capital bonds
49	TPB12528	100	105	10.500	8,5	26/08/2025	10	Tier 2 capital bonds
50	TPB12532	100	6	600	8,5	09/09/2025	10	Tier 2 capital bonds
51	TPB12535	100	6	600	8,5	30/09/2025	10	Tier 2 capital bonds

No.	Bond code	Par value (VND million)	Number of outstanding bonds	Total outstanding par value (VND million)	Interest rate (% per annum)	Issue date	Tenor (years)	Characteristics, type of bonds (*)
52	TPB12537	100	20.000	2.000.000	7,9	16/10/2025	7	Tier 2 capital bonds
53	TPB12538	100	1.200	120.000	8	22/10/2025	10	Tier 2 capital bonds
54	TPB12539	100	20	2.000	8,5	23/10/2025	10	Tier 2 capital bonds
55	TPB12540	100	4.083	408.300	7,28	03/11/2025	10	Tier 2 capital bonds
56	TPB12541	100	591	59.100	7,38	11/11/2025	10	Tier 2 capital bonds
57	TPB12542	100	1.800	180.000	6,78	12/11/2025	10	Tier 2 capital bonds
58	TPB12543	100	5.000	500.000	6,68	14/11/2025	7	Tier 2 capital bonds
59	TPB12544	100	165	16.500	7,98	21/11/2025	10	Tier 2 capital bonds
60	TPB12545	100	1.500	150.000	7,68	28/11/2025	10	Tier 2 capital bonds
61	TPB12546	100	465	46.500	7,98	02/12/2025	10	Tier 2 capital bonds
62	TPB12547	100	157	15.700	8,18	10/12/2025	10	Tier 2 capital bonds
63	TPB12548	100	3.000	300.000	7,68	19/12/2025	10	Tier 2 capital bonds
64	TPB12549	100	14.580	1.458.000	8,18	23/12/2025	10	Tier 2 capital bonds

No.	Bond code	Par value (VND million)	Number of outstanding bonds	Total outstanding par value (VND million)	Interest rate (% per annum)	Issue date	Tenor (years)	Characteristics, type of bonds (*)
65	TPB12601	100	2.000	200.000	9	17/06/2026	10	Tier 2 capital bonds
66	TPB12602	100	3.200	320.000	9,3	18/06/2026	10	Tier 2 capital bonds
67	TPB12603	100	3.500	350.000	9,4	29/06/2026	10	Tier 2 capital bonds
68	TPB12604	100	500	50.000	9	30/06/2026	10	Tier 2 capital bonds
69	TPB12605	100	2.000	200.000	8,85	21/07/2026	10	Tier 2 capital bonds
70	TPB12606	100	10.000	1.000.000	9,1	30/07/2026	3	Ordinary bonds
71	TPB12607	100	20.000	2.000.000	9,1	03/08/2026	3	Ordinary bonds
72	TPBL12608	100	20.000	2.000.000	9,1	24/08/2026	3	Ordinary bonds
73	TPBL12609	100	5.000	500.000	9,7	24/08/2026	10	Tier 2 capital bonds
74	TPBL12610	100	5.000	500.000	9,7	26/08/2026	10	Tier 2 capital bonds
75	TPBL12612	100	4.500	450.000	9,1	15/09/2026	3	Ordinary bonds
76	TPBL12613	100	3.500	350.000	9,7	16/09/2026	10	Tier 2 capital bonds
77	TPBL12614	100	5.500	550.000	9	18/09/2026	3	Ordinary bonds

No.	Bond code	Par value (VND million)	Number of outstanding bonds	Total outstanding par value (VND million)	Interest rate (% per annum)	Issue date	Tenor (years)	Characteristics, type of bonds (*)
78	TPBL12615	100	10.000	1.000.000	9,1	18/09/2026	3	Ordinary bonds
79	TPBL12616	100	1.000	100.000	9,5	23/09/2026	10	Tier 2 capital bonds
80	TPBL12617	100	3.000	300.000	9,9	23/10/2026	10	Tier 2 capital bonds
	Total		**210.737**	**21.073.700**				

Source: TPBank

(*) The above bonds are non-convertible, without warrants and unsecured.

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8. Business operations

8.1. Characteristics of business operations

8.1.1. Types of products and services

TPBank is a joint stock commercial bank established and operating under the laws of Vietnam and subject to the management and supervision of the State Bank of Vietnam. TPBank provides a wide range of banking products and services to individual customers, corporate customers and economic organizations, including deposit-taking, credit granting, payment services, foreign exchange trading, investment, card services, electronic banking and other banking services as permitted by law. Specifically:

a. Products and services for individual customers

a1. Digital banking

Digital banking is one of TPBank's key areas of operation, developed on a technology platform to provide individual customers with convenient, safe and continuous financial products and services. Through the digital banking ecosystem, customers can access and use many banking products and services online regardless of the time and place of transaction.

TPBank's digital banking services are provided through platforms such as TPBank Mobile, the TPBank Savy financial management and savings application, the LiveBank 24/7 automated banking system and other technology solutions developed by the Bank from time to time. Customers can carry out many transactions and use banking products and services such as opening accounts by electronic identification (eKYC), managing payment accounts, online savings deposits, money transfers, bill payments, online payments, registering for and using card and credit products, and many other financial utilities through the Bank's digital channels.

In addition to digitalizing traditional banking products and services, TPBank has also developed the LiveBank 24/7 automated banking model, allowing customers to carry out many banking transactions outside business hours. The application of digital technology contributes to improving service quality, optimizing transaction processes, enhancing customer experience and expanding access to the Bank's financial services.

a2. Cards

Debit cards: Card products linked to the customer's payment account at TPBank, allowing customers to pay for goods and services, withdraw cash, transfer money and carry out other financial transactions through ATMs, POS terminals, online payment channels and TPBank's digital banking platforms. The products are designed to meet customers' daily payment and financial management needs.

Credit cards: Card products allowing customers to spend and pay for goods and services within the credit limit granted by TPBank. Customers can use the cards at domestic and international card-accepting merchants, for online payments and payments via the digital banking application, and benefit from the utilities and promotional programmes offered by TPBank from time to time. TPBank currently offers various credit card lines suited to the needs and financial capacity of each customer group.

Multi-function cards: Card products integrating multiple payment features and banking services on a single transaction instrument, enabling customers to conveniently carry out financial transactions through TPBank's transaction system. Depending on the specific product, customers

can use the card to make payments, withdraw cash, transfer money and access other banking utilities in accordance with TPBank's regulations from time to time.

a3. Accounts

TPBank App account: A payment account opened and managed through TPBank's digital banking platforms, allowing customers to carry out banking transactions and use the products and services provided by TPBank in accordance with its regulations from time to time.

Nice-number account: A payment account product allowing customers to choose their account number according to their preferences and in accordance with the programmes and policies offered by TPBank from time to time.

Household business account: A payment account product for household businesses to serve their needs for cash flow management and for receiving and making payments in the course of their business through TPBank's transaction network and digital banking channels.

Con Yeu account: A payment account product for children under the management of their parents or guardians in accordance with TPBank's regulations and prevailing laws, supporting financial transactions appropriate to each customer group.

a4. Credit

Secured loans: TPBank offers secured loan products to meet customers' needs for consumption, purchase, construction and repair of houses, car purchases, production and business, overseas study and other lawful capital needs. Collateral may include real estate, vehicles, deposits, valuable papers and other assets in accordance with TPBank's regulations and prevailing laws.

Unsecured loans: TPBank offers unsecured loan products to individual customers who need additional financing for consumption, education, living expenses and other lawful needs. Credit is granted on the basis of an assessment of financial capacity, repayment capacity, credit history and other conditions in accordance with TPBank's regulations from time to time.

a5. Deposits

Savings: Deposit products for customers to meet their needs for accumulation and returns on idle funds. Customers may choose the form of deposit, term, interest payment method and other utilities in accordance with TPBank's regulations from time to time.

Term deposits: Deposits with a fixed term, under which customers receive interest rates corresponding to the deposit term according to the interest rate schedule announced by TPBank from time to time. The product is offered in Vietnamese Dong and foreign currencies in accordance with the law.

Electronic savings: Term deposits made by customers through TPBank's digital banking channels. Customers can open, manage and settle deposits in accordance with TPBank's regulations through electronic transaction platforms and receive the interest rate applicable to electronic savings products from time to time.

a6. Insurance

TPBank offers insurance products through cooperation with insurance companies to meet individual customers' needs for health, life and property protection and financial accumulation. The main insurance products include life insurance, health insurance, motor insurance, home insurance and other insurance products from time to time.

TPBank distributes insurance through its network of transaction points and the Bank's digital banking channels, helping customers access insurance solutions suited to their financial and personal protection needs.

a7. Payment/Money transfer services

TPBank offers a wide range of payment products and services to individual and corporate customers to meet their domestic and international payment, money transfer and cash flow management needs. The main services include payment account services, money transfers, bill payments, online payments, collection and payment on behalf, card payment services and other payment services as permitted by law.

Customers can carry out transactions through TPBank's network of transaction points and the electronic transaction channels provided by the Bank such as TPBank Mobile, Internet Banking, ATMs, LiveBank and other electronic payment channels. In addition, TPBank continuously expands its payment ecosystem through connections with payment service providers, technology partners, providers of goods and services and digital platforms in order to enhance customer experience and promote cashless payments.

TPBank provides domestic and international money transfer services to individual customers to meet their needs for payments, financial support and money transfers to relatives and partners. Customers can carry out transactions through TPBank's network of transaction points or digital banking channels such as TPBank Mobile, Internet Banking, LiveBank 24/7 and other transaction channels deployed by the Bank from time to time.

b. Products and services for institutional customers

b1. Digital banking

TPBank provides digital banking solutions to corporate customers through the TPBank Biz platform and other digital connectivity solutions developed by the Bank from time to time. Through these platforms, enterprises can comprehensively manage their finances and carry out financial transactions, account management, money transfers, payments, cash flow management, deposits, disbursements, loan requests, loan repayments, L/C opening, foreign currency trading, international money transfers and many other products and utility services online.

In addition, TPBank has deployed the TPBank Biz Connex connectivity solution suite based on the Open Banking model through API and Host-to-Host connections. The solution supports direct two-way connections between enterprises' management systems, accounting software and sales software and TPBank's banking system, helping to automate the entire transaction process, exchange financial data in real time and automate reconciliation and accounting. Going forward, TPBank expects to continue to pioneer by embedding financial solutions into the ecosystems of partners and enterprises under the Embedded Banking model, contributing to a comprehensive and sustainable digital banking ecosystem for the corporate customer segment.

b2. Accounts

TPBank offers a wide range of account products for corporate customers to meet their needs for capital management, transactions and production and business activities. The main products include payment accounts, premium accounts, escrow accounts, co-owned accounts, specialized capital accounts and other types of accounts in accordance with TPBank's regulations from time to time.

Through these account products, corporate customers can carry out receipts, disbursements, payments and cash flow management for their business activities. In addition, TPBank provides cash management solutions that help enterprises centrally manage their receipts and disbursements and use their funds in line with their operational needs.

Account products and services and cash management solutions are provided through TPBank's transaction network and digital banking platforms, enabling customers to carry out transactions and manage their finances according to their needs from time to time.

b3. Guarantees

TPBank offers guarantee products to corporate customers to support them in performing their financial and contractual obligations and enhancing their credibility in transactions with partners. The main products include the issuance of bid guarantees, performance guarantees, advance payment guarantees, warranty guarantees, payment guarantees, loan guarantees and other types of guarantees in accordance with TPBank's regulations from time to time; TPBank also provides various forms of issuance such as paper guarantee letters, electronic guarantees and other suitable forms depending on the customer's transaction needs and the requirements of the beneficiary.

Guarantee products are offered through TPBank's transaction network and digital platforms, helping enterprises access guarantee services conveniently, safely and efficiently.

Through appropriate guarantee products and service delivery methods, TPBank supports enterprises in meeting their partners' security requirements, proactively carrying out transactions and contracts and enhancing their credibility in business relationships, while facilitating their production, business, trade and investment activities at each stage of development.

b4. Deposits

TPBank offers deposit products to corporate customers to meet their needs for managing idle funds. The main products include term deposits with various interest payment methods, Truong An Loc deposits, electronic term deposits with interest paid at maturity and other deposit products in accordance with TPBank's regulations from time to time.

Deposit products are designed with options as to term, interest payment method and form of transaction, suited to the capital utilization and cash flow management needs of corporate customers. Customers can carry out transactions through the network of transaction points or TPBank's digital banking platforms.

Interest rates and conditions relating to deposit products are applied in accordance with TPBank's regulations from time to time.

b5. International payments and Trade finance

TPBank offers a wide range of international payment and trade finance products and services to support corporate customers in import-export activities, international trade and cash flow management. The main products and services include import letters of credit (L/C), UPAS L/C, import collections, export collections, international money transfers and other international payment products and services in accordance with TPBank's regulations from time to time.

In addition to international payment services, TPBank also provides trade finance solutions to meet enterprises' capital needs and improve their capital efficiency. Trade finance products include the discounting of export documents under international payment methods such as L/C, D/P, CAD and TTR, and other forms of financing suited to customers' needs and TPBank's regulations from time to time.

To enhance its automated transaction processing capacity, TPBank has deployed International Payment via API solutions, supporting enterprises in carrying out online international money transfers, automating the flow of document submission and looking up foreign exchange rates in real time directly on the enterprise's management system.

International payment and trade finance products and services are offered through TPBank's transaction network combined with digital banking platforms for enterprises such as TPBank Biz and Biz Connex, allowing customers to carry out transactions, look up letter of credit information, manage documents and monitor financial transactions online. The provision of international payment and trade finance solutions helps enterprises expand their business, enhance their competitiveness and meet their domestic and international trade needs.

b6. Cards

TPBank offers a wide range of card products for corporate customers to meet their needs for payments, expense management and support for production and business activities. The products currently issued include corporate international credit cards, corporate international debit cards, corporate international multi-function cards and other card products in accordance with TPBank's regulations from time to time.

Card products allow enterprises to pay for goods and services, withdraw cash, make online payments and carry out other financial transactions through ATMs, POS terminals and electronic payment channels in Vietnam and abroad. In addition, card products help enterprises improve the efficiency of expense management, optimize payment processes, control costs and meet other financial transaction needs through TPBank's Digital Banking platform.

Card products are designed with features and security solutions suited to the needs of each corporate customer group and are integrated with TPBank's ecosystem of banking products and services to provide convenience in the use and management of corporate finances.

b7. Lending and financing

TPBank offers a wide range of credit products to corporate customers. The main product portfolio includes working capital loans, fixed asset investment loans, trade finance, import-export finance, supply chain finance and other loan products in accordance with TPBank's regulations from time to time.

In addition to credit products serving working capital and investment needs, TPBank offers specialized financing programmes and products by sector, field and operational needs of enterprises, tailored to the characteristics of projects, implementation schedules and cash flow cycles. These solutions help meet the capital needs of corporate customers in their production, business, investment and trading activities.

The products are offered with various credit-granting methods, credit terms and disbursement methods to meet the needs and operational characteristics of enterprises. Thereby, TPBank supports corporate customers in securing funding, investing in machinery and equipment in a timely manner, expanding production and business, carrying out domestic and international trade transactions and improving capital efficiency and competitiveness at each stage of development.

b8. Other products

In addition to traditional banking products and services, TPBank provides specialized financial solutions for each corporate customer group in line with its development orientation from time to time. The solutions are designed to meet enterprises' diverse needs for access to funding, financial management and support for production and business activities.

In particular, TPBank has deployed a comprehensive suite of Automatic collection and debt reconciliation solutions, including collection via QR codes (Biz QR, Universal QR), the Virtual Account/Sub-account service (Biz Virtual) and the collection solution via Excel files (ezCollect). These solutions help enterprises closely control incoming cash flows, automate reconciliation and instant accounting, and enable end customers to make payments quickly and conveniently. In parallel, TPBank also provides a variety of Payment Acceptance solutions, helping enterprises expand their collection channels and optimize the transaction experience at points of sale.

At the same time, TPBank has expanded its connectivity and customer support through third-party platforms, including accounting software, sales management software and voice-based balance notification devices (Loa Ting Ting). Through two-way synchronization of transaction data between TPBank and third parties, enterprises can manage their finances directly on the software they use while ensuring accuracy, streamlining operating processes, minimizing data entry errors and saving human resources.

In addition, TPBank provides the Automated Cash Flow Allocation and Centralized Account Management solution (Cash Management) specifically for large corporate customers with complex operating models. The solution allows automatic transfer and allocation of cash flows between the accounts of the parent company and its subsidiaries/branches according to pre-set rules, ensuring safety and transparency and optimizing the efficiency of capital utilization across the entire group.

In addition, TPBank continues to maintain its WSMEs product for women-owned enterprises. The product is designed to help enterprises improve their access to financial solutions and secure funding for their production and business activities, contributing to the sustainable development of enterprises at each stage of their operations.

c. Products and services for premier customers (TPBank Premier)

TPBank provides specialized products, services and financial solutions for the premier customer segment under the TPBank Premier brand, including:

- Cash flow and deposit management: deposit packages, flexible savings, nice-number accounts and preferential foreign exchange rate policies;
- Credit and cards: financing solutions, overdraft limits, pre-approved credit and the TPBank Visa Signature credit card;
- Investment and wealth management: in cooperation with partners in the financial ecosystem (TPS, DOJI...), offering fund certificates, bonds and structured products;
- Financial protection: life and non-life insurance solutions.

TPBank Premier customers are served in priority transaction spaces by a team of Premier Relationship Managers and through the TPBank Premier App. In 2025, total operating income (TOI) from the premier customer segment reached VND 1.864 billion, up 114% compared with 2024, accounting for 23% of the TOI of the Retail Banking Division.

d. Structure of operating income in TPBank's revenue and profit in the 02 consecutive years immediately preceding the year of registration of the offering and up to the present time:

Due to the specific nature of the business of a credit institution, TPBank's revenue and profit structure is presented by revenue structure and net income structure by activity as follows:

TPBank's revenue structure – Consolidated

Unit: VND billion

Item	2024		2025		First 6 months of 2026		First 9 months of 2026	
	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
Interest and similar income	25.949	74,03%	30.751	77,15%	19.965	80,07%	31.697	79,58%
Fee and commission income	4.386	12,51%	5.519	13,85%	3.392	13,60%	5.635	14,15%
Income from foreign exchange trading	1.812	5,17%	1.590	3,99%	755	3,03%	1.206	3,03%
Income from trading securities	1	0,00%	5	0,01%	99	0,40%	206	0,52%
Income from investment securities	1.676	4,78%	729	1,83%	73	0,29%	84	0,21%
Other income	1.229	3,51%	1.139	2,86%	650	2,61%	1.001	2,51%
Income from capital contributions and share investments	0	0,00%	128	0,32%	0	0,00%	1	0,00%
Total	**35.053**	**100%**	**39.861**	**100%**	**24.934**	**100%**	**39.830**	**100%**

Source: Audited consolidated FS for 2024 and 2025, reviewed interim consolidated FS for 2026 and consolidated FS for Q3/2026

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TPBank's revenue structure – Separate

Unit: VND billion

Item	2024		2025		First 6 months of 2026		First 9 months of 2026	
	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
Interest and similar income	25.945	74,03%	30.748	77,41%	19.783	80,91%	31.241	80,52%
Fee and commission income	4.383	12,51%	5.517	13,89%	3.189	13,04%	5.264	13,57%
Income from foreign exchange trading	1.812	5,17%	1.589	4,00%	755	3,09%	1.206	3,11%
Income from trading securities	0	0,00%	0	0,00%	0	0,00%	0	0,00%
Income from investment securities	1.676	4,78%	729	1,84%	73	0,30%	84	0,22%
Other income	1.229	3,51%	1.139	2,87%	650	2,66%	1.001	2,58%
Income from capital contributions and share investments	0	0,00%	0	0,00%	0	0,00%	0	0,00%
Total	**35.045**	**100%**	**39.722**	**100%**	**24.450**	**100%**	**38.796**	**100%**

Source: Audited separate FS for 2024 and 2025, reviewed interim separate FS for 2026 and separate FS for Q3/2026

TPBank's income structure in 2024–2025 remained mainly focused on core banking activities. In 2025, total consolidated revenue reached VND 39.861 billion, up 13,7% from VND 35.053 billion in 2024. Of which, interest and similar income continued to be the main source of revenue at VND 30.751 billion, accounting for 77,1% of total revenue, up from 74,0% in the previous year.

In 2025, fee and commission income reached VND 5.519 billion, up 25,8% compared with 2024 and accounting for 13,85% of total consolidated revenue.

Other sources of income such as foreign exchange trading, investment securities trading and other activities continued to contribute to the Bank's business results. Although income from foreign exchange trading and investment securities trading decreased compared with the previous year, these items still maintained a reasonable proportion in the income structure. Notably, in 2025 TPBank recorded an

additional VND 128 billion of income from capital contributions and share investments, contributing an additional source of income for the Bank. This is the revaluation difference of the investment in Tien Phong Securities Corporation.

On a separate basis, the income structure followed a similar trend to the consolidated statements. Total revenue in 2025 reached VND 39.722 billion, up 13,3% compared with 2024. Interest and similar income continued to account for the largest proportion at 77,4% of total revenue, while fee and commission income accounted for 13,9%. This shows that TPBank's business results are mainly generated from core banking activities, while the contribution of service income is gradually increasing to enhance the sustainability of its business.

TPBank's net income structure – Consolidated

Unit: VND billion

Item	2024		2025		First 6 months of 2026		First 9 months of 2026	
	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
Net interest income	12.907	71,55%	13.371	70,39%	7.094	70,27%	11.518	72,90%
Net fee and commission income	3.363	18,65%	4.158	21,89%	2.384	23,62%	3.559	22,53%
Net gain from foreign exchange trading	319	1,77%	694	3,65%	221	2,18%	213	1,35%
Net gain from trading securities	0	0,00%	3	0,02%	(209)	(2,07%)	(226)	(1,43%)
Net gain from investment securities	1.095	6,07%	179	0,94%	151	1,50%	113	0,71%
Net gain from other activities	354	1,96%	462	2,43%	454	4,50%	621	3,93%
Income from capital contributions and share investments	0	0,00%	128	0,67%	0	0,00%	1	0,01%
Total	**18.038**	**100%**	**18.995**	**100%**	**10.095**	**100%**	**15.799**	**100%**

Source: Audited consolidated FS for 2024 and 2025, reviewed interim consolidated FS for 2026 and consolidated FS for Q3/2026

TPBank's net income structure – Separate

Unit: VND billion

Item	2024		2025		First 6 months of 2026		First 9 months of 2026	
	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
Net interest income	12.903	71,55%	13.368	70,88%	7.155	70,38%	11.425	73,32%
Net fee and commission income	3.362	18,64%	4.158	22,05%	2.180	21,44%	3.201	20,54%
Net gain from foreign exchange trading	319	1,77%	694	3,68%	221	2,17%	213	1,37%
Net gain from trading securities	0	0,00%	0	0,00%	0	0,00%	0	0,00%
Net gain from investment securities	1.095	6,07%	179	0,95%	151	1,49%	116	0,74%
Net gain from other activities	354	1,96%	462	2,45%	460	4,53%	627	4,02%
Income from capital contributions and share investments	0	0,00%	0	0,00%	0	0,00%	0	0,00%
Total	**18.033**	**100%**	**18.861**	**100%**	**10.167**	**100%**	**15.582**	**100%**

Source: Audited separate FS for 2024 and 2025, reviewed interim separate FS for 2026 and separate FS for Q3/2026

8.1.2. Funding activities

Funding is carried out to generate funds for the Bank's credit-granting, investment and other business activities. TPBank mobilizes funds in compliance with the law and the policy direction of the State Bank of Vietnam from time to time, while diversifying its funding sources to ensure liquidity balance, optimize the cost of funds and meet its funding needs for business operations.

TPBank's funding is sourced from various channels, including customer deposits, deposits and borrowings from other credit institutions, valuable papers issued, amounts due to the Government and the State Bank of Vietnam, grants, entrusted investment funds and other lawful sources of funds.

On a consolidated basis, TPBank's total funding reached VND 451.736 billion as at 31/12/2025, up 20,7% compared with the end of 2024. As at 30/6/2026, total funding continued to increase to VND 486.288 billion, up 7,6% from the beginning of the year, and reached VND 529.504 billion as at 30/9/2026, up 17,2% from the beginning of the year. On a separate basis, total funding reached VND 447.173 billion as at 31/12/2025, increasing to VND 481.666 billion as at 30/6/2026 and VND 523.423 billion as at 30/9/2026.

TPBank's funding – Consolidated

Unit: VND billion

Item	31/12/2024		31/12/2025		30/06/2026		30/09/2026	
	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
Amounts due to the Government and the SBV	238	0,06%	1.642	0,36%	148	0,03%	136	0,03%
Deposits and borrowings from other CIs	94.514	25,25%	112.055	24,81%	143.344	29,48%	170.611	32,22%
Deposits from customers	242.806	64,87%	279.050	61,77%	288.478	59,32%	301.634	56,97%
Grants, entrusted funds and loans where the CI bears the risk	94	0,03%	141	0,03%	161	0,03%	170	0,03%
Valuable papers issued	36.632	9,79%	58.848	13,03%	54.157	11,14%	56.953	10,76%
Total funding	**374.284**	**100%**	**451.736**	**100%**	**486.288**	**100%**	**529.504**	**100%**

Source: Audited consolidated FS for 2024 and 2025, reviewed interim consolidated FS for 2026 and consolidated FS for Q3/2026. Consolidated figures as at 31/12/2025 are the figures restated in the reviewed interim consolidated FS for 2026.

TPBank's funding – Separate

Unit: VND billion

Item	31/12/2024		31/12/2025		30/06/2026		30/09/2026	
	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
Amounts due to the Government and the SBV	238	0,06%	1.642	0,37%	148	0,03%	136	0,03%
Deposits and borrowings from other CIs	94.514	25,25%	110.141	24,63%	141.154	29,31%	167.027	31,91%

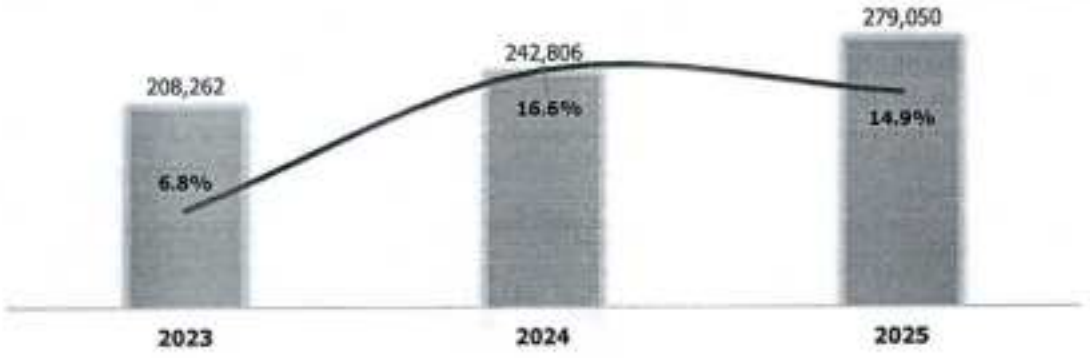
Item	31/12/2024		31/12/2025		30/06/2026		30/09/2026	
	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
Deposits from customers	242.808	64,87%	280.752	62,78%	289.378	60,08%	302.301	57,75%
Grants, entrusted funds and loans where the CI bears the risk	94	0,03%	141	0,03%	162	0,03%	170	0,03%
Valuable papers issued	36.632	9,79%	54.497	12,19%	50.824	10,55%	53.789	10,28%
Total funding	**374.286**	**100%**	**447.173**	**100%**	**481.666**	**100%**	**523.423**	**100%**

Source: Audited separate FS for 2024 and 2025, reviewed interim separate FS for 2026 and separate FS for Q3/2026

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Customer deposits at TPBank over the years – Consolidated

Unit: VND billion



Source: Audited consolidated FS for 2024 and 2025

Customer deposits continued to be TPBank's main source of funding and maintained a stable growth trend over the years. As at 31/12/2025, customer deposits reached VND 279.050 billion, up 14,9% compared with the end of 2024; previously, 2024 recorded growth of 16,6% compared with 2023. As at 30/6/2026, the balance of customer deposits continued to increase to VND 288.478 billion and reached VND 301.634 billion as at 30/9/2026.

Although the volume of customer deposits continued to increase, the proportion of this item in total funding tended to decrease, from 64,9% as at 31/12/2024 to 61,8% as at 31/12/2025, 59,3% as at 30/6/2026 and 57,0% as at 30/9/2026. However, customer deposits remained the largest source of funding, playing a fundamental role in TPBank's funding structure.

Structure of customer deposits – Consolidated

Unit: VND billion

No.	Item	31/12/2024		31/12/2025		30/06/2026		30/09/2026	
		Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
1	**By term**								
	Demand deposits	50.724	20,89%	55.598	19,92%	52.849	18,32%	49.323	16,35%
	Term deposits	188.873	77,79%	216.124	77,45%	227.954	79,02%	241.051	79,91%
	Deposits for specific purposes	27	0,01%	13	0,00%	26	0,01%	28	0,01%
	Margin deposits	3.182	1,31%	7.315	2,62%	7.649	2,65%	11.232	3,72%
2	**By currency**								
	VND	232.655	95,82%	267.517	95,87%	280.174	97,12%	293.995	97,47%

No.	Item	31/12/2024		31/12/2025		30/06/2026		30/09/2026	
		Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
	Foreign currencies	10.151	4,18%	11.533	4,13%	8.304	2,88%	7.639	2,53%
Total customer deposits		**242.806**	**100%**	**279.050**	**100%**	**288.478**	**100%**	**301.634**	**100%**

Source: Audited consolidated FS for 2024 and 2025, reviewed interim consolidated FS for 2026 and consolidated FS for Q3/2026

By term, term deposits continued to account for a large proportion of the customer deposit structure. As at 31/12/2025, term deposits reached VND 216.124 billion, accounting for 77,4% of total customer deposits, and increased to VND 227.954 billion as at 30/6/2026 (79,0% of total deposits) and VND 241.051 billion as at 30/9/2026, equivalent to 79,9% of total deposits. Meanwhile, demand deposits (CASA) reached VND 55.598 billion at the end of 2025, accounting for 19,9%, before decreasing to 18,3% as at 30/6/2026 and 16,4% as at 30/9/2026. In addition, margin deposits reached VND 7.315 billion at the end of 2025 and continued to increase to VND 7.649 billion at the end of Q2/2026 and VND 11.232 billion at the end of Q3/2026, accounting for approximately 3,72% of total customer deposits.

By currency, deposits in Vietnamese Dong (VND) continued to account for the majority of the customer deposit structure. As at 31/12/2025, VND deposits reached VND 267.517 billion, accounting for 95,87% of total customer deposits, and increased to VND 280.174 billion as at 30/6/2026 (97,12%) and VND 293.995 billion as at 30/9/2026, equivalent to 97,47%. Meanwhile, foreign currency deposits remained at a low proportion, amounting to VND 11.533 billion at the end of 2025, VND 8.304 billion as at 30/6/2026 and VND 7.639 billion as at 30/9/2026, accounting for 4,13%, 2,88% and 2,53% of total customer deposits, respectively.

Structure of domestic and foreign funding – Consolidated

Unit: VND billion

Item	31/12/2024		31/12/2025		30/06/2026	
	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
Domestic	358.049	95,66%	422.312	93,49%	456.697	93,91%
Foreign	16.235	4,34%	29.424	6,51%	29.591	6,09%
Total	**374.284**	**100%**	**451.736**	**100%**	**486.288**	**100%**

Source: Audited consolidated FS for 2024 and 2025, reviewed interim consolidated FS for 2026 and information provided by TPBank. Consolidated figures as at 31/12/2025 are the figures restated in the reviewed interim consolidated FS for 2026.

TPBank's funding is mainly sourced from the domestic market. As at 31/12/2025, domestic funding reached VND 422.312 billion, accounting for 93,49% of total funding, and increased to VND 456.697 billion as at 30/06/2026, equivalent to 93,91%. Foreign funding at these two dates amounted to VND 29.424 billion and VND 29.591 billion, respectively, accounting for 6,51% and 6,09% of total funding.

Foreign funding in the table includes deposits and borrowings from the foreign sector as presented in the notes to the financial statements.

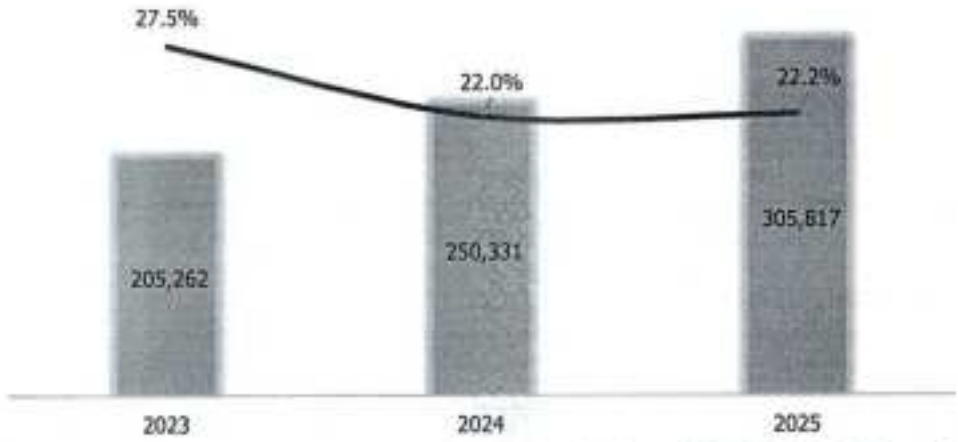
8.1.3. Credit activities

a. Lending to customers

Credit granting is TPBank's core business, carried out in line with a growth orientation linked to asset quality control and diversification of the credit portfolio. The Bank focuses on developing loans to individual customers, household businesses and small and medium-sized enterprises (SMEs), while prioritizing credit for efficient production and business sectors in line with the policy direction of the State Bank of Vietnam from time to time. In addition, TPBank continues to promote green credit programmes, finance sustainable development projects and offer specialized credit packages for each customer group in order to diversify its loan portfolio and improve capital efficiency.

TPBank's loans to customers recorded positive growth in 2023–2025. As at 31/12/2025, loans to customers reached VND 305.817 billion, up 22,2% compared with the end of 2024. During this period, credit growth remained high at 27,5% in 2023, 22,0% in 2024 and 22,2% in 2025, reflecting the Bank's ability to expand its credit activities as the economy's demand for capital gradually recovered.

TPBank's loans to customers over the years – Consolidated



Source: Audited consolidated FS for 2024 and 2025

Details of the structure of loans to customers by term are as follows:

TPBank's loans by term – Consolidated

Unit: VND billion

Item	31/12/2024		31/12/2025		30/06/2026		30/09/2026	
	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
Short-term loans	100.728	40,24%	116.845	38,21%	117.840	34,85%	110.075	32,94%

Item	31/12/2024		31/12/2025		30/06/2026		30/09/2026	
Medium-term loans	42.581	17,01%	61.106	19,98%	76.033	22,49%	78.164	23,39%
Long-term loans	107.022	42,75%	126.406	41,33%	142.390	42,11%	143.131	42,83%
Margin lending and advances to customers for securities sold	0	0,00%	1.460	0,48%	1.885	0,56%	2.790	0,83%
Total	**250.331**	**100%**	**305.817**	**100%**	**338.148**	**100%**	**334.160**	**100%**

Source: Audited consolidated FS for 2024 and 2025, reviewed interim consolidated FS for 2026 and consolidated FS for Q3/2026

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TPBank's loans by term – Separate

Unit: VND billion

Item	31/12/2024		31/12/2025		30/06/2026		30/09/2026	
	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
Short-term loans	100.728	40,24%	116.845	38,39%	117.840	35,04%	110.075	33,22%
Medium-term loans	42.581	17,01%	61.106	20,08%	76.033	22,61%	78.164	23,59%
Long-term loans	107.022	42,75%	126.406	41,53%	142.391	42,34%	143.131	43,19%
Margin lending and advances to customers for securities sold	0	0,00%	0	0,00%	0	0,00%	0	0,00%
Total	**250.331**	**100%**	**304.357**	**100%**	**336.264**	**100%**	**331.370**	**100%**

Source: Audited separate FS for 2024 and 2025, reviewed interim separate FS for 2026 and separate FS for Q3/2026

As at 31/12/2025, consolidated loans to customers reached VND 305.817 billion, up 22,2% compared with the end of 2024. Of which, short-term loans amounted to VND 116.845 billion, accounting for 38,2% of total loans; medium-term loans amounted to VND 61.106 billion, accounting for 20,0%; and long-term loans amounted to VND 126.406 billion, accounting for 41,3%. In addition, margin lending and advances to customers for securities sold amounted to VND 1.460 billion, accounting for approximately 0,5% of total loans.

As at 30/6/2026, total consolidated loans to customers continued to increase to VND 338.148 billion, up approximately 10,6% compared with the end of 2025. Of which, short-term loans amounted to VND 117.840 billion (34,8%), medium-term loans amounted to VND 76.033 billion (22,5%) and long-term loans amounted to VND 142.390 billion (42,1%). Compared with the end of 2025, the proportion of medium-term loans increased from 20,0% to 22,5%, while the proportion of short-term loans decreased from 38,2% to 34,8%; the proportion of long-term loans increased from 41,3% to 42,1% of total loans. As at 30/9/2026, total consolidated loans to customers amounted to VND 334.160 billion, up approximately 9,3% compared with the end of 2025; short-term, medium-term and long-term loans accounted for 32,9%, 23,4% and 42,8% of total loans, respectively. This structure shows that TPBank's credit portfolio continues to be relatively balanced across terms, meeting the diverse funding needs of customers.

On a separate basis, loans to customers as at 31/12/2025 reached VND 304.357 billion, up 21,6% compared with the end of 2024. As at 30/6/2026, loans continued to increase to VND 336.264 billion; as at 30/9/2026, they reached VND 331.370 billion. The structure of loans by term on a separate basis followed a similar trend to the consolidated statements, with short-term, medium-term and long-term loans accounting for 35,0%, 22,6% and 42,3% of total loans, respectively, as at 30/6/2026; and 33,2%, 23,6% and 43,2% as at 30/9/2026.

As at 30/06/2026 and 30/09/2026, medium- and long-term loans accounted for approximately 64,6% and 66,2% of total consolidated loans to customers, respectively, compared with 61,3% as at 31/12/2025.

b. Credit quality and non-performing loan ratio

TPBank aims to keep its non-performing loan ratio below the 3% threshold in line with the direction of the State Bank of Vietnam.

TPBank's credit quality – Consolidated

Unit: VND billion

Item	31/12/2024		31/12/2025		30/06/2026		30/09/2026	
	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
Group 1 - Standard debts	242.098	96,71%	295.385	96,59%	323.595	95,70%	315.581	94,44%
Group 2 - Special mention debts	4.430	1,77%	5.034	1,65%	6.390	1,89%	8.760	2,62%
Group 3 - Substandard debts	1.503	0,60%	1.158	0,38%	2.119	0,63%	2.609	0,78%
Group 4 - Doubtful debts	1.188	0,47%	1.406	0,46%	1.800	0,53%	1.936	0,58%
Group 5 - Loss debts	1.112	0,44%	1.374	0,45%	2.359	0,70%	2.484	0,74%
Margin lending and advances to customers for securities sold	0	0,00%	1.460	0,48%	1.885	0,56%	2.790	0,83%
Total	**250.331**	**100%**	**305.817**	**100%**	**338.148**	**100%**	**334.160**	**100%**

Source: Audited consolidated FS for 2024 and 2025, reviewed interim consolidated FS for 2026 and consolidated FS for Q3/2026

As at 31/12/2025, TPBank's total consolidated loans reached VND 305.817 billion, up 22,2% compared with the end of 2024. In the loan structure, standard debts (Group 1) amounted to VND 295.385 billion, accounting for 96,6% of total loans, nearly equivalent to 96,7% at the end of 2024. Special mention debts (Group 2) accounted for 1,6%, while total non-performing loans (Groups 3, 4 and 5) amounted to VND 3.938 billion, equivalent to 1,29% of total loans, down from 1,52% as at 31/12/2024.

As at 30/6/2026, total consolidated loans increased to VND 338.148 billion. Of which, standard debts amounted to VND 323.595 billion, accounting for 95,7% of total loans; special mention debts accounted for 1,9%; total non-performing loans (Groups 3, 4 and 5) amounted to VND 6.278 billion, equivalent to approximately 1,86% of total loans. As at 30/9/2026, total consolidated loans amounted to VND 334.160 billion; standard debts amounted to VND 315.581 billion, accounting for 94,4% of total loans; special mention debts accounted for 2,6%; total non-performing loans amounted to VND 7.029 billion, equivalent to approximately 2,10% of total loans.

The item "Margin lending and advances to customers for securities sold" amounted to VND 1.460 billion as at 31/12/2025, VND 1.885 billion as at 30/6/2026 and VND 2.790 billion as at 30/9/2026. These are loans arising at a subsidiary operating in the securities sector and are reflected in the consolidated financial statements. These items are classified and provisioned in accordance with the laws applicable to securities companies and are not subject to the 05-group debt classification prescribed in Circular No. 31/2024/TT-NHNN. The consolidated non-performing loan ratio in this Prospectus is calculated on total consolidated loans to customers, including margin lending and advances to customers for securities sold.

TPBank's credit quality – Separate

Unit: VND billion

Item	31/12/2024		31/12/2025		30/06/2026		30/09/2026	
	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
Group 1 - Standard debts	242.098	96,71%	295.385	97,05%	323.595	96,23%	315.581	95,24%
Group 2 - Special mention debts	4.430	1,77%	5.034	1,65%	6.390	1,90%	8.760	2,64%
Group 3 - Substandard debts	1.503	0,60%	1.158	0,38%	2.119	0,63%	2.609	0,79%
Group 4 - Doubtful debts	1.188	0,47%	1.406	0,46%	1.800	0,54%	1.936	0,58%
Group 5 - Loss debts	1.112	0,44%	1.374	0,45%	2.360	0,70%	2.484	0,75%
Margin lending and advances to customers for securities sold	0	0,00%	0	0,00%	0	0,00%	0	0,00%
Total	**250.331**	**100%**	**304.357**	**100%**	**336.264**	**100%**	**331.370**	**100%**

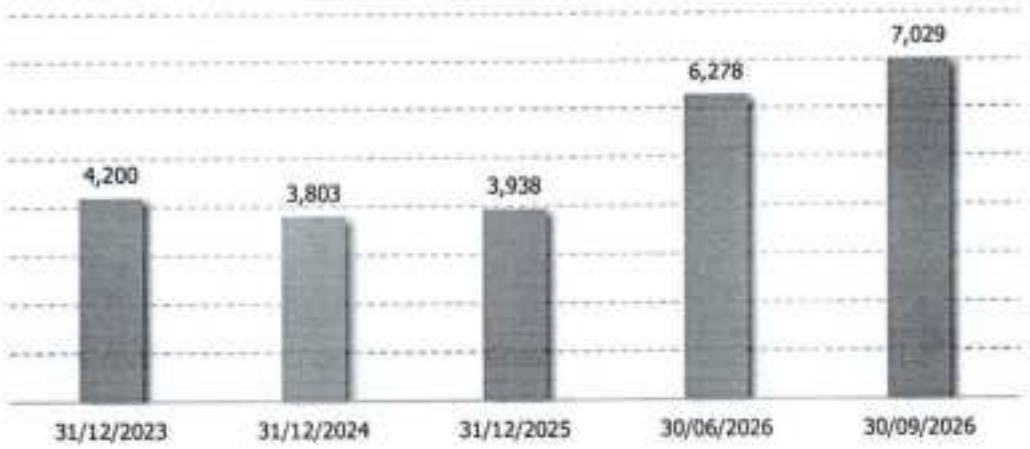
Source: Audited separate FS for 2024 and 2025, reviewed interim separate FS for 2026 and separate FS for Q3/2026

On a separate basis, the credit quality structure followed a similar trend to the consolidated statements. As at 31/12/2025, standard debts accounted for 97,1% of total loans, while the total proportion of debts in Groups 3 to 5 was 1,29%. As at 30/6/2026, standard debts accounted for 96,2% of total loans and the total proportion of non-performing loans was approximately 1,87%; as at 30/9/2026, the corresponding ratios were 95,2% and 2,12%. This structure reflects that the majority of loans on a separate basis remain concentrated in the standard debt group.

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TPBank's non-performing loans over the years – Consolidated

Unit: VND billion



Source: Audited consolidated FS for 2024 and 2025, reviewed interim consolidated FS for 2026 and consolidated FS for Q3/2026

In absolute terms, TPBank's non-performing loans fluctuated during the period from 2023 to 30/9/2026. Total consolidated non-performing loans decreased from VND 4.200 billion as at 31/12/2023 to VND 3.803 billion as at 31/12/2024, then increased slightly to VND 3.938 billion as at 31/12/2025, reaching VND 6.278 billion as at 30/6/2026 and VND 7.029 billion as at 30/9/2026.

Although non-performing loans increased in the first 9 months of 2026, TPBank's total loans also continued to expand, reaching VND 334.160 billion as at 30/9/2026 compared with VND 305.817 billion as at 31/12/2025. Accordingly, the non-performing loan ratio as at 30/9/2026 was approximately 2,10% (30/6/2026: 1,86%).

Group 1 loans (standard debts) still accounted for approximately 94,4% of total loans as at 30/9/2026, showing that the majority of TPBank's credit portfolio remains concentrated in loans classified as good quality under prevailing regulations.

c. Interest rate risk

Interest rate risk in credit activities arises when there are mismatches in the timing of interest rate repricing between loans and funding. TPBank controls this risk through the deposit and lending interest rate framework, the funding and capital utilization plan, the internal pricing principles and the interest rate risk in the banking book limits supervised by the Asset and Liability Supervisory Committee under the Board of Directors. Details are presented in Part II of this Prospectus.

d. Debt classification and provisioning for credit losses

TPBank classifies debts in accordance with Circular No. 31/2024/TT-NHNN dated 30/6/2024 and makes provisions for credit losses in accordance with Decree No. 86/2024/NĐ-CP dated 11/7/2024 and other relevant legal documents.

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TPBank's balance of provisions for credit losses on loans to customers – Consolidated

Unit: VND billion

Item	31/12/2024	31/12/2025	30/06/2026	30/09/2026
Specific provision	1.224	1.358	1.674	1.541
General provision	1.869	2.272	2.504	2.467
Provision for credit losses on loans to customers	**3.093**	**3.630**	**4.178**	**4.008**

Source: Audited consolidated FS for 2024 and 2025, reviewed interim consolidated FS for 2026 and consolidated FS for Q3/2026

TPBank's balance of provisions for credit losses increased in line with the growth of the loan portfolio. As at 31/12/2025, total provisions for credit losses on loans to customers reached VND 3.630 billion, up 17,4% compared with the end of 2024. Of which, specific provisions amounted to VND 1.358 billion, up 11,0%, and general provisions amounted to VND 2.272 billion, up 21,6% compared with the end of 2024.

As at 30/6/2026, total provisions for credit losses on loans to customers continued to increase to VND 4.178 billion, up 15,1% compared with the end of 2025. Of which, specific provisions amounted to VND 1.674 billion and general provisions amounted to VND 2.504 billion. As at 30/9/2026, total provisions for credit losses on loans to customers amounted to VND 4.008 billion, up 10,4% compared with the end of 2025, comprising specific provisions of VND 1.541 billion and general provisions of VND 2.467 billion.

In terms of structure, general provisions continued to account for a large proportion of total provisions for credit losses, at approximately 60,4% as at 31/12/2024, 62,6% as at 31/12/2025, 59,9% as at 30/6/2026 and 61,5% as at 30/9/2026.

As at 31/12/2025, the non-performing loan coverage ratio (provisions for credit losses over total non-performing loans) was approximately 92,2%; as at 30/6/2026 and 30/9/2026, this ratio was approximately 66,5% and 57,0%, respectively.

e. Capital adequacy ratio (CAR)

TPBank's capital adequacy ratio

Item (VND billion)	31/12/2024		31/12/2025		30/06/2026		30/09/2026	
	Separate	Consolidated	Separate	Consolidated	Separate	Consolidated	Separate	Consolidated
Total risk-weighted assets	336.218	336.301	382.984	392.592	423.886	435.432	449.872	463.414
Own capital	44.124	44.225	49.066	56.342	51.477	58.019	52.555	59.165
Capital adequacy ratio (CAR)	13,12%	13,15%	12,81%	14,35%	12,14%	13,32%	11,68%	12,77%

Source: TPBank. CAR as at 31/12/2024 was determined in accordance with Circular No. 41/2016/TT-NHNN; from 15/9/2025, CAR is determined in accordance with Circular No. 14/2025/TT-NHNN.

From 15/9/2025, TPBank has applied the standardized approach to determine its capital adequacy ratio in accordance with Circular No. 14/2025/TT-NHNN. As at 31/12/2025, total risk-weighted assets amounted to VND 382.984 billion on a separate basis and VND 392.592 billion on a consolidated basis. Own capital amounted to VND 49.066 billion and VND 56.342 billion, respectively.

On that basis, the separate CAR as at 31/12/2025 was 12,81%, while the consolidated CAR was 14,35%.

On a consolidated basis, CAR as at 31/12/2025 was higher than that recorded as at 31/12/2024; while on a separate basis, CAR decreased from 13,12% to 12,81%. However, the figures at the two dates are not entirely comparable in terms of calculation basis, since CAR for 2024 was determined in accordance with Circular No. 41/2016/TT-NHNN, while CAR as at 31/12/2025 was determined in accordance with Circular No. 14/2025/TT-NHNN with new regulations on own capital, risk-weighted assets and capital requirements for different types of risk. Therefore, any comparison of CAR movements between the two periods should be considered in the context of the changes in the legal framework and calculation methodology.

As at 31/12/2024, TPBank's capital adequacy ratio was determined in accordance with Circular No. 41/2016/TT-NHNN. Total risk-weighted assets amounted to VND 336.218 billion on a separate basis and VND 336.301 billion on a consolidated basis; own capital amounted to VND 44.124 billion and VND 44.225 billion, respectively. Accordingly, the separate CAR was 13,12% and the consolidated CAR was 13,15%. The Tier 1 capital ratios were 11,19% and 11,18%, respectively.

As at 30/6/2026, TPBank's separate and consolidated capital adequacy ratios were 12,14% and 13,32%, respectively; as at 30/9/2026, they were 11,68% and 12,77%, respectively.

8.1.4. Foreign currency trading and payment activities

a. Foreign currency trading activities

Foreign exchange trading is one of TPBank's service activities, carried out to meet the needs of individual and corporate customers for foreign currency trading, international payments and hedging against exchange rate risk. The Bank offers a wide range of foreign exchange products

and services, including spot, forward and swap transactions and other foreign exchange products as permitted by law.

In 2025, consolidated net gain from foreign exchange trading reached VND 694 billion, up 117,6% compared with 2024 (VND 319 billion), accounting for 3,65% of total operating income (2024: 1,77%). In the first 6 months of 2026, net gain from this activity reached VND 221 billion, down 37,3% compared with the same period of 2025 (VND 351 billion), accounting for 2,18% of total operating income. In the first 9 months of 2026, net gain from foreign exchange trading reached VND 213 billion, down 30,3% compared with the same period of 2025 (VND 306 billion), accounting for 1,35% of total operating income.

b. Payment activities

TPBank's payment services include domestic payments, international payments, money transfers, collection and payment on behalf, bill payments, QR code payments, electronic banking services and payment services for corporate customers.

TPBank's payment services – Consolidated

Unit: VND billion

Item	2024	2025	First 6 months of 2026	First 9 months of 2026
Income from payment services	1.656	1.720	278	434
Expenses for payment services	651	788	399	613
Net gain/(loss) from payment services	**1.005**	**932**	**(121)**	**(179)**

Source: Audited consolidated FS for 2024 and 2025, reviewed interim consolidated FS for 2026 and consolidated FS for Q3/2026

In 2025, income from payment services reached VND 1.720 billion, up 3,9% compared with 2024, while payment service expenses amounted to VND 788 billion, up 21,0% compared with 2024. Accordingly, net gain from payment services reached VND 932 billion, down 7,3% compared with 2024.

In the first 6 months of 2026, income from payment services reached VND 278 billion (same period of 2025: VND 553 billion) and payment service expenses amounted to VND 399 billion (same period of 2025: VND 379 billion), resulting in a net loss of VND 121 billion (same period of 2025: net gain of VND 174 billion). In the first 9 months of 2026, income from payment services reached VND 434 billion and payment service expenses amounted to VND 613 billion, resulting in a net loss of VND 179 billion.

(i) Domestic payment activities

TPBank provides domestic payment services through its digital banking system, LiveBank 24/7 network, branches and transaction offices nationwide. The services include money transfers, bill payments, state budget payments, QR code payments, collection and payment on behalf and other electronic payment services for individual and corporate customers.

For corporate customers, TPBank develops payment and cash management solutions on its digital banking platform to meet enterprises' needs for payments, collection and payment on behalf and account management. At the same time, the Bank deploys electronic transaction authentication solutions in accordance with the regulations of the State Bank of Vietnam to enhance safety and security in payment activities.

By the end of 2025, TPBank had approximately 16 million customers, with approximately 99% of transactions carried out through digital channels.

(ii) International payment and trade finance activities

TPBank provides international payment and trade finance services to meet the payment, import-export and cash management needs of corporate customers. The products and services include the issuance and settlement of letters of credit (L/C), usance payable at sight letters of credit (UPAS L/C), international money transfers, collections, issuance of guarantees and other trade finance products as permitted by law.

The Bank provides these services through its digital banking platform for corporate customers (TPBank Biz), allowing customers to carry out many international payment and trade finance transactions online. TPBank applies the SWIFT GPI service (the international money transfer tracking service of the Society for Worldwide Interbank Financial Telecommunication – SWIFT) to help customers check the status of and track international money transfers in real time.

8.1.5. International cooperation and correspondent banking activities

TPBank maintains cooperative relationships with a network of nearly 300 correspondent banks in more than 115 countries and territories, including many of the world's leading international financial institutions such as JPMorgan Chase, Citibank, MUFG Bank, Mizuho Bank, Standard Chartered Bank, United Overseas Bank (UOB) and other banks. Domestically, TPBank has also established correspondent relationships with many commercial banks to support payments, money transfers and banking transactions.

The correspondent banking network forms the basis for TPBank to provide international payment, trade finance, cross-border money transfer, foreign exchange trading and other banking services to customers engaged in international trade and investment.

In addition, TPBank is a member of international organizations in the finance and banking sector, including SWIFT and the Asian Bankers Association (ABA). At the same time, the Bank cooperates with international financial institutions in implementing trade finance programmes and accessing funding for its business activities as permitted by law.

8.1.6. Investment activities

a. Securities investment activities

In addition to credit activities, TPBank invests in securities to manage its funds, meet liquidity requirements and optimize capital efficiency in accordance with the law and the Bank's asset management orientation from time to time. TPBank's investment portfolio mainly comprises investments in debt securities, including Government bonds, State Treasury bills, State Bank of Vietnam bills and debt instruments issued by credit institutions and economic organizations.

TPBank's investment securities portfolio – Consolidated

Unit: VND billion

Item	31/12/2024		31/12/2025		30/06/2026		30/09/2026	
	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
Available-for-sale investment securities	**59.549**	**99,9%**	**52.051**	**100,0%**	**59.589**	**100,0%**	**64.726**	**100,0%**
Debt securities	59.279		52.051		59.589		64.726	
Government bonds, Treasury bills, SBV bills	*15.574*		*21.361*		*25.834*		*25.783*	
Issued by other CIs	*33.395*		*26.041*		*31.405*		*34.469*	
Issued by EOs	*10.310*		*4.649*		*2.350*		*4.474*	
Equity securities	270		0		0		0	
Issued by other CIs	*0*		*0*		*0*		*0*	
Issued by EOs	*270*		*0*		*0*		*0*	
Held-to-maturity investment securities	**45**	**0,1%**	**0**	**0,0%**	0	**0,0%**	0	**0,0%**
Issued by EOs	*45*		*0*		*0*		*0*	
Total	**59.594**	**100,0%**	**52.051**	**100,0%**	**59.589**	**100,0%**	**64.726**	**100,0%**
Provision for investment securities	***122***		***438***		*307*		*343*	

Item	31/12/2024		31/12/2025		30/06/2026		30/09/2026	
	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
For available-for-sale investment securities	*77*		*438*		*307*		*343*	
For held-to-maturity investment securities	*45*		*0*		*0*		*0*	

Source: Audited consolidated FS for 2024 and 2025, reviewed interim consolidated FS for 2026 and consolidated FS for Q3/2026

As at 31/12/2025, the total value of TPBank's securities investment portfolio reached VND 52.051 billion, down 12,7% from VND 59.594 billion as at 31/12/2024. The entire investment portfolio at the end of 2025 consisted of available-for-sale investment securities, while the Bank no longer recorded any held-to-maturity investments or equity securities.

In the 2025 investment portfolio structure, debt securities accounted for the entire portfolio, including VND 21.361 billion of Government bonds, Treasury bills and State Bank of Vietnam bills; VND 26.041 billion of debt instruments issued by credit institutions; and VND 4.649 billion of debt instruments issued by economic organizations.

As at 30/6/2026, the total value of the investment portfolio increased to VND 59.589 billion, equivalent to the level at the end of 2024. This increase mainly came from the increase in investments in Government bonds, Treasury bills and State Bank of Vietnam bills, from VND 21.361 billion at the end of 2025 to VND 25.834 billion, while investments in debt instruments issued by credit institutions also increased from VND 26.041 billion to VND 31.405 billion. Conversely, investments in debt instruments issued by economic organizations decreased to VND 2.350 billion. As at 30/9/2026, the total value of the investment portfolio reached VND 64.726 billion, of which Government bonds, Treasury bills and State Bank of Vietnam bills amounted to VND 25.783 billion, debt instruments issued by credit institutions amounted to VND 34.469 billion and debt instruments issued by economic organizations amounted to VND 4.474 billion.

b. Capital contributions and long-term investments

TPBank makes capital contributions to and investments in subsidiaries to develop and expand the scope of its financial services and to support the Bank's business activities in accordance with the law and its development strategy from time to time.

TPBank's investments in subsidiaries – Separate

Unit: VND billion

Subsidiary	31/12/2024		31/12/2025		30/06/2026		30/09/2026	
	Amount	Ownership ratio	Amount	Ownership ratio	Amount	Ownership ratio	Amount	Ownership ratio
Viet Cat Fund Management Joint Stock Company	122	99,90%	122	99,90%	122	99,90%	122	99,90%
Tien Phong Securities Corporation	-	-	3.870	51,00%	3.870	51,00%	3.870	51,00%
Tien Phong Bank Asset Management Company Limited	-	-	-	-	100	100,00%	100	100,00%
Total	**122**		**3.992**		**4.092**		**4.092**	

Source: Audited separate FS for 2024 and 2025, reviewed interim separate FS for 2026 and separate FS for Q3/2026

As at 31/12/2024, the total value of TPBank's investments in subsidiaries was VND 122 billion, comprising the investment in Viet Cat Fund Management Joint Stock Company with an ownership ratio of 99,90%. As at 31/12/2024, the investment in Tien Phong Securities Corporation had not yet been classified as an investment in a subsidiary.

As at 31/12/2025, the total value of investments in subsidiaries increased to VND 3.992 billion, mainly because TPBank increased its ownership ratio in Tien Phong Securities Corporation (TPS) to 51,00%, whereby TPS became a subsidiary of the Bank. The value of the investment in TPS was recorded at VND 3.870 billion, while the investment in Viet Cat Fund Management Joint Stock Company was maintained at VND 122 billion, corresponding to an ownership ratio of 99,90%.

As at 30/6/2026 and 30/9/2026, the total value of investments in subsidiaries amounted to VND 4.092 billion. In addition to the investments in Viet Cat Fund Management Joint Stock Company and Tien Phong Securities Corporation, TPBank recorded an investment of VND 100 billion in Tien Phong Bank Asset Management Company Limited (TPBank AMC), corresponding to 100% of its charter capital.

Tien Phong Securities Corporation (TPS)

On the basis of the approvals of the State Bank of Vietnam and the State Securities Commission and the plan approved by the General Meeting of Shareholders, on 31/12/2025 TPBank purchased an additional 287.931.161 shares in the private placement of TPS, increasing its ownership ratio from 9,01% to 51,00%, with an investment cost of VND 3.870 billion. From 31/12/2025, TPS has been a subsidiary and has been consolidated into TPBank's financial statements.

Tien Phong Bank Asset Management Company Limited (TPBank AMC)

On 20/10/2025, the State Bank of Vietnam issued Document No. 2802/QLGS4 approving TPBank's capital contribution to establish Tien Phong Bank Asset Management Company Limited with a maximum capital of VND 100 billion, equivalent to 100% of its charter capital. On 25/02/2026, TPBank transferred the capital contribution of VND 100 billion to this company.

In summary, during the period from 2025 to 30/9/2026, TPBank's long-term investment portfolio increased significantly in size, mainly due to the increase in its ownership ratio in Tien Phong Securities Corporation and the establishment of Tien Phong Bank Asset Management Company Limited. These investments help complete TPBank's operating ecosystem in the fields of securities, fund management and debt resolution, while expanding the scope of the Bank's financial services.

8.2. Assets

TPBank's fixed assets mainly consist of machinery, equipment and computer software; TPBank does not record any fixed assets in the form of buildings, structures or land use rights. Details of fixed assets as at 30/6/2026 and 30/9/2026 are as follows:

Details of TPBank's fixed assets as at 30/06/2026 – Consolidated

Unit: VND billion

Item	Historical cost	Accumulated depreciation/ amortization	Net book value	Remaining ratio (%)
1. Tangible fixed assets	**2.274**	**1.597**	**677**	**29,77%**
Machinery and equipment	1.436	890	546	38,03%
Office equipment and tools	716	624	92	12,79%
Means of transportation and transmission equipment	110	72	38	34,74%
Other tangible fixed assets	12	11	1	9,68%
2. Intangible fixed assets	**1.692**	**795**	**897**	**53,01%**
Computer software	1.230	788	442	35,92%
Securities business licence	365	0	365	100,00%
Customer base	97	7	90	92,86%
Total	**3.966**	**2.392**	**1.574**	**39,69%**

Source: Reviewed interim consolidated FS for 2026

Details of TPBank's fixed assets as at 30/09/2026 – Consolidated

Unit: VND billion

Item	Historical cost	Accumulated depreciation/ amortization	Net book value	Remaining ratio (%)
1. Tangible fixed assets	**2.244**	**1.620**	**624**	**27,80%**
Machinery and equipment	1.413	909	504	35,64%
Office equipment and tools	706	626	80	11,38%
Means of transportation and transmission equipment	113	74	39	34,54%
Other tangible fixed assets	12	11	1	7,67%
2. Intangible fixed assets	**1.781**	**823**	**958**	**53,80%**
Computer software	1.319	813	506	38,40%
Securities business licence	365	0	365	100,00%
Customer base	97	10	87	89,29%
Total	**4.025**	**2.443**	**1.582**	**39,31%**

Source: Consolidated FS for Q3/2026

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Details of TPBank's fixed assets as at 30/06/2026 – Separate

Unit: VND billion

Item	Historical cost	Accumulated depreciation/ amortization	Net book value	Remaining ratio (%)
1. Tangible fixed assets	**2.252**	**1.579**	**673**	**29,89%**
Machinery and equipment	1.417	875	542	38,27%
Office equipment and tools	714	622	92	12,83%
Means of transportation and transmission equipment	109	71	38	35,04%
Other tangible fixed assets	12	11	1	9,68%
2. Intangible fixed assets	**1.177**	**752**	**425**	**36,09%**
Computer software	1.177	752	425	36,09%
Total	**3.429**	**2.331**	**1.098**	**32,02%**

Source: Reviewed interim separate FS for 2026

Details of TPBank's fixed assets as at 30/09/2026 – Separate

Unit: VND billion

Item	Historical cost	Accumulated depreciation/ amortization	Net book value	Remaining ratio (%)
1. Tangible fixed assets	**2.222**	**1.601**	**621**	**27,93%**
Machinery and equipment	1.394	894	500	35,89%
Office equipment and tools	704	623	81	11,42%
Means of transportation and transmission equipment	112	73	39	34,83%
Other tangible fixed assets	12	11	1	7,67%
2. Intangible fixed assets	**1.259**	**775**	**484**	**38,47%**
Computer software	1.259	775	484	38,47%
Total	**3.481**	**2.376**	**1.105**	**31,74%**

Source: Separate FS for Q3/2026

8.3. Risk management and capital preservation

8.3.1 Risk management policies currently applied

TPBank has established an internal control system based on 03 independent lines of defence; set its risk appetite and announced its risk management policy with a clear risk management framework and structure, in compliance with the law. The Risk Management Committee under the Board of Directors advises the Board of Directors on approving documents relating to risk management within the authority of the Board of Directors; supervises compliance with operational risk indicators; supervises, from a market risk management perspective, products, risk limits, investments and related transactions; and supervises the management of liquidity risk and interest rate risk in the banking book to ensure compliance with the prescribed limits and liquidity ratios. TPBank's policies and measures for managing credit risk, market risk, interest rate risk in the banking book, operational risk, liquidity risk and information technology system risk are presented in Section 3, Part II of this Prospectus.

TPBank has early complied with the capital adequacy regulations under Circular No. 14/2025/TT-NHNN, applying Basel III standards under the standardized approach, and is implementing a roadmap towards the advanced approach. The Risk Management Committee advises on the issuance of documents on own capital and the capital adequacy ratio under the standardized approach prescribed in Circular No. 14/2025/TT-NHNN, and supervises the calculation, control and disclosure of information on capital and the capital adequacy ratio. TPBank's capital adequacy ratio figures are presented in Section 8.1, Part IV of this Prospectus.

8.3.2 Assessment of implementation and solutions to address shortcomings and limitations

Implementation: TPBank's consolidated non-performing loan ratio as at 31/12/2024, 31/12/2025, 30/6/2026 and 30/9/2026 was 1,52%, 1,29%, 1,86% and 2,10%, respectively; the non-performing loan coverage ratio as at 31/12/2025, 30/6/2026 and 30/9/2026 was 92,2%, 66,5% and 57,0%, respectively. The consolidated capital adequacy ratio at the corresponding dates was 13,15%, 14,35%, 13,32% and 12,77%, respectively; from 15/9/2025, the capital adequacy ratio has been determined in accordance with Circular No. 14/2025/TT-NHNN. Details are presented in Section 8.1, Part IV of this Prospectus.

Solutions: In 2026, TPBank continues to enhance its governance capacity in accordance with Basel III standards, improve its early warning and credit portfolio monitoring capacity and develop risk measurement models.

8.4. Operating market

8.4.1. Network of branches, transaction offices and representative office

As at 30/9/2026, TPBank's network comprised 01 Head Office, 01 Representative Office in Ho Chi Minh City, 63 branches and 77 transaction offices in provinces and cities nationwide; as at 30/6/2026, TPBank had more than 551 ATM+ points in 26 provinces/cities nationwide.

8.4.2. Customer network and types of services for customers

As at 30/6/2026, the Bank served more than 17 million customers nationwide, including individual customers (of which premier customers – Premier Banking), corporate customers and financial institution customers.

Individual customers

Individual customers are the Bank's key segment, including customers who use products and services such as deposits, credit, cards, payments, electronic banking, insurance and investment. Through its system of branches, transaction offices, LiveBanks, ATM+ and digital banking platforms, the Bank continuously expands its customer reach nationwide.

As at 30/06/2026, the number of individual customers reached approximately 17 million, accounting for approximately 99,2% of the Bank's total customers.

Products and services for individual customers include: Digital banking, Cards, Accounts, Credit, Deposits, Insurance and Payments/Transfers.

Corporate customers

The Bank develops its corporate customer base across various economic sectors, focusing on small and medium-sized enterprises (SMEs), private enterprises, enterprises engaged in import-export activities and enterprises that need digital financial solutions. The products and services provided include credit, deposits, cash management, domestic and international payments, trade finance, foreign exchange and electronic banking for enterprises.

As at 30/06/2026, the number of corporate customers reached nearly 131 thousand.

Products and services for corporate customers include: Digital banking, Accounts, Guarantees, Deposits, Payments, Cards, Lending and financing and other products.

Premier customers (Premier Banking)

The Bank continues to develop the premier customer segment through specialized financial solutions, personalized advisory services and an exclusive ecosystem of privileges for priority customers.

As at 30/06/2026, the number of premier customers reached approximately 111 thousand.

Products and services for premier customers include: Accounts, Savings, Debit cards, Credit, Insurance, Investment, Money transfers and Credit cards.

Financial institution customers

The Bank maintains cooperative relationships with domestic and international credit institutions and financial institutions to support international payments, trade finance, foreign exchange trading and other banking activities.

As at 30/06/2026, the number of international banks and financial institutions cooperating with TPBank reached nearly 300.

8.4.3. Position of the Issuer in the industry

a. TPBank brand

By the end of 2025, 99% of TPBank customers' transactions were carried out on digital platforms, equivalent to more than 2 billion transactions per year; TPBank had issued more than 200.000 credit cards and nearly 10 million accounts and debit cards online.

In addition to digital transformation, TPBank focuses on developing its business in line with environmental, social and governance (ESG) criteria. Since 08/2023, the Bank has implemented a comprehensive ESG Project, including the preparation of a Sustainability Report, an ESG Governance Framework and a Green Credit Framework and Strategy.

TPBank also maintains cooperative relationships with many large and leading international financial institutions such as the Asian Development Bank (ADB), the International Finance Corporation (IFC, a member of the World Bank Group), the German Investment and Development Company (Deutsche Investitions- und Entwicklungsgesellschaft – DEG), the Japan International Cooperation Agency (JICA, Japan) and the U.S. International Development Finance Corporation (DFC, United States). In 12/2024, the Bank signed a long-term loan agreement of USD 220 million with DFC and JICA, of which USD 100 million from DFC and USD 120 million from JICA, to provide funding for small, medium and micro enterprises, women-owned enterprises and low-income customers. Through the "Banking on Women" programme, the Bank has mobilized nearly USD 300 million for trade finance activities, leveraging guarantee and support mechanisms from IFC to expand access to finance for women-owned enterprises.

b. Scale and operating efficiency

As at 30/6/2026, TPBank's consolidated loans to customers reached VND 338.148 billion, up 10,6% compared with the end of 2025; consolidated profit before tax for the first 6 months of 2026 reached VND 4.483 billion. Asset quality continued to be controlled, with a consolidated non-performing loan ratio of approximately 1,86%.

As at 30/9/2026, TPBank's consolidated loans to customers reached VND 334.160 billion, up 9,3% compared with the end of 2025; consolidated profit before tax for the first 9 months of 2026 reached VND 7.464 billion. Asset quality continued to be controlled, with a consolidated non-performing loan ratio of approximately 2,10%.

Comparison of certain indicators of TPBank with certain listed joint stock commercial banks as at 30/06/2026:

Unit: VND billion

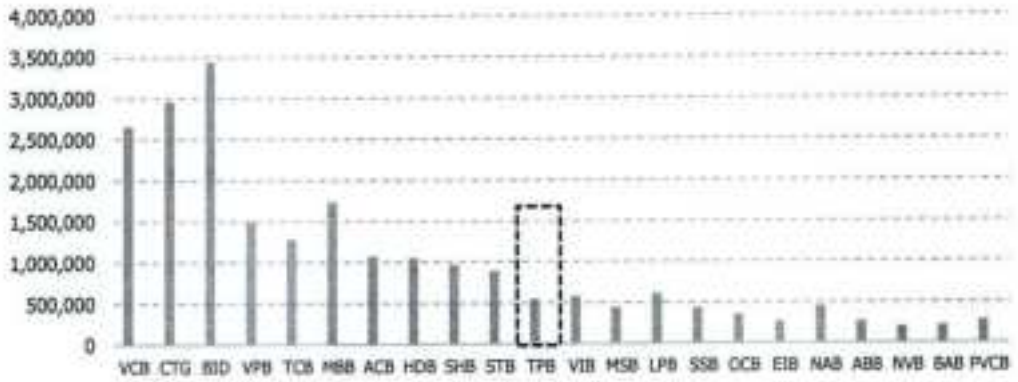
Item	TPBank	VIB	OCB	MSB	SeABank	LPBank
Total assets	547.664	580.998	351.741	440.999	427.108	615.502
Owners' equity	49.566	47.838	35.822	45.247	42.195	43.030
Loans	338.148	397.083	220.345	230.420	253.860	429.465
Customer deposits	288.478	317.452	159.695	204.674	199.777	353.513
PBT	4.483	2.383	1.246	1.532	1.237	3.147
PAT	3.573	1.905	973	1.251	991	2.521
NIM	2,83%	3,04%	3,00%	3,17%	2,40%	2,92%
ROA	1,33%(*)	1,32%	1,34%	1,46%	0,74%	1,93%
ROE	14,64%(*)	15,69%	12,97%	13,68%	7,27%	24,66%
Non-performing loan ratio	1,86%	2,93%	3,49%	2,53%	2,25%	1,85%

Source: Interim consolidated FS for 2026 of certain listed banks

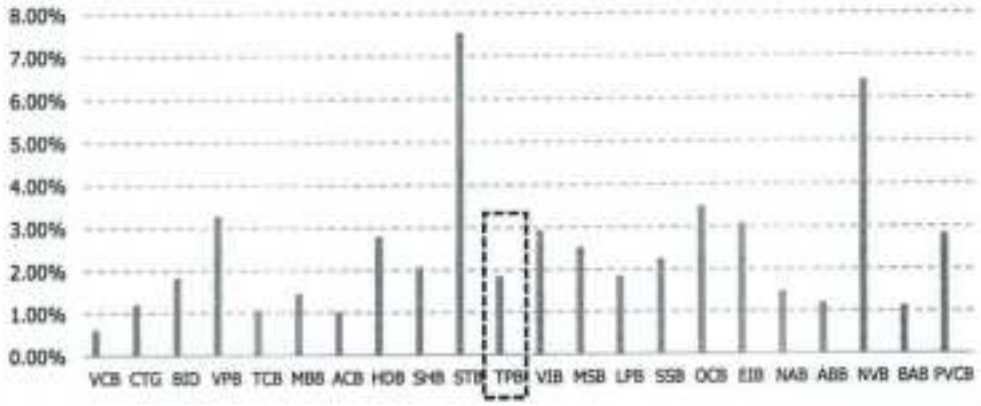
(*) TPBank's NIM, ROA and ROE as at 30/06/2026 are updated based on TPBank's data. The ratios of the banks in the table may differ in period, scope and calculation method; any comparison should be made on the same basis.

As at 30/6/2026, TPBank's consolidated total assets reached VND 547.664 billion; owners' equity reached VND 49.566 billion, the highest among the 06 banks in the table above; the consolidated non-performing loan ratio was 1,86%.

Consolidated total assets as at 30/06/2026 (VND billion)



Consolidated NPL ratio as at 30/06/2026



Source: Interim consolidated FS for 2026 of the banks

c. Market share and competitiveness

- Comparison of TPBank's consolidated indicators with the group of listed/registered-for-trading banks surveyed as at 30/06/2026:

Item	Surveyed bank group (VND billion)	TPBank (VND billion)	Share of the group (%)
Total assets	22.906.562	547.664	2,39%
Loans	15.580.385	338.148	2,17%
Customer deposits	13.702.850	288.478	2,11%

Source: Figures compiled from the interim consolidated FS for 2026 of commercial banks listed/registered for trading on HOSE, HNX and UPCoM; loans are stated before provisions for credit losses.

As at 30/06/2026, TPBank accounted for approximately 2,39% of total assets, 2,17% of loans and 2,11% of customer deposits of the surveyed bank group.

d. TPBank's scale of operations – Consolidated

Item	31/12/2024	31/12/2025	30/06/2026	30/09/2026
Total assets (VND billion)	418.028	505.927	547.664	596.512
Owners' equity (VND billion)	37.594	45.958	49.566	52.133
Charter capital (VND billion) (*)	26.420	27.740	27.740	27.740
Loans to customers (VND billion)	250.331	305.817	338.148	334.160
Customer deposits (VND billion)	242.806	279.050	288.478	301.634

Source: TPBank's consolidated FS (figures as at 30/09/2026 are from the consolidated FS for Q3/2026); figures as at 31/12/2025 are the figures restated in the reviewed interim consolidated FS for 2026.

(*) As at 30/9/2026, TPBank's charter capital was VND 27.740.468.730.000. On 05/10/2026, TPBank completed the issuance of shares to pay dividends under Resolution No. 28/2026/NQ-TPB.HĐQT dated 12/8/2026; TPBank's charter capital increased to VND 31.901.348.960.000.

- Compared with the end of 2025, TPBank's consolidated total assets as at 30/9/2026 increased by 17,9% and customer deposits increased by 8,1%.

8.5. Business development projects

Major projects implemented by TPBank in 2024, 2025 and up to the present time are as follows:

- 2024: completed the core banking system upgrade project, reducing transaction response time by 67% and increasing processing capacity to more than 100 million transactions per month; completed the connection and integration of services with the VNeID application of the Ministry of Public Security.
- 2025: deployed the non-stop update solution (EBR) on the core banking system, allowing system updates without disrupting operations; upgraded the enterprise service bus (ESB) and the Open API; completed the conversion of services to a microservice architecture meeting Napas's technical standard 2.0; implemented artificial intelligence application projects and completed phase 1 of the generative artificial intelligence platform (GenAI Platform). In 2025, service downtime was reduced by 40% and planned downtime was reduced by 20%.
- 2025–2026: purchased additional privately placed shares of Tien Phong Securities Corporation, increasing the ownership ratio to 51,00% (on 31/12/2025); contributed VND 100 billion to establish Tien Phong Bank Asset Management Company Limited (on 25/02/2026). Details are presented in the section on Investment activities.

In 02/2026, the Vietnam International Financial Centre in Ho Chi Minh City (VIFC-HCMC) was officially launched, with TPBank as one of its founding members. Going forward, TPBank intends to establish a subsidiary bank with 100% of its capital owned by TPBank at VIFC-HCMC.

8.6. Business strategy

TPBank is implementing its Development Strategy for 2023–2028 with a vision to 2035, closely following the Business Development Strategy for 2026–2030. In 2026, TPBank focuses on promoting sustainable growth by expanding revenue sources and improving operating efficiency; prioritizing the improvement of net interest margin by optimizing the cost of funds and directing credit to key sectors, while strictly controlling asset quality and reducing non-performing loans and provisioning costs; boosting non-interest income from services and optimizing operating costs through digital transformation and organizational streamlining.

The sources of funds for implementing the plan include owners' equity, customer deposits, valuable papers issued, and deposits and borrowings from other credit institutions, including the proceeds from the offering of bonds under this Prospectus (details in Part VII). The 2026 business plan targets and the solutions relating to risk management, human resources, digital banking, network, subsidiary ecosystem and cost optimization for implementing the plan are presented in Section 5, Part V of this Prospectus.

9. Information on major shareholders holding 10% or more of the charter capital of the Issuer

None.

10. Information on members of the Board of Directors, the Board of Supervisors, the Board of Management and the Chief Accountant

No.	Full name	Position
Board of Directors		

No.	Full name	Position
1	Mr. Do Minh Phu	Chairman of the BOD
2	Mr. Le Quang Tien	Vice Chairman of the BOD
3	Mr. Shuzo Shikata	Vice Chairman of the BOD
4	Ms. Do Quynh Anh	Member of the BOD
5	Ms. Vo Bich Ha	Independent Member of the BOD
6	Ms. Nguyen Thi Huong Trang	Independent Member of the BOD
Board of Supervisors		
1	Ms. Nguyen Thi Thu Huong	Head of the Board of Supervisors
2	Mr. Thai Duy Nghia	Member of the Board of Supervisors
3	Ms. Nguyen Thi Thu Nguyet	Member of the Board of Supervisors
Board of Management, Chief Accountant		
1	Mr. Nguyen Hung	Chief Executive Officer
2	Mr. Pham Dong Anh	Deputy Chief Executive Officer
3	Mr. Nguyen Viet Anh	Deputy Chief Executive Officer
4	Mr. Khuc Van Hoa	Deputy Chief Executive Officer
5	Mr. Dinh Van Chien	Deputy Chief Executive Officer
6	Mr. Bui Quang Cuong	Deputy Chief Executive Officer
7	Ms. Le Cam Tu	Chief Accountant

10.1. Board of Directors

a. Mr. DO MINH PHU - Chairman of the Board of Directors

- Year of birth : 1953
- Nationality : Vietnamese
- Educational background and professional qualifications : Bachelor of Radio Engineering, Hanoi University of Science and Technology.

- Work experience :

Period	Positions held	
	At TPBank	At other organizations
From 04/2012 to present	Chairman of the BOD of Tien Phong Commercial Joint Stock Bank	Chairman of the Founding Council of DOJI Gold & Gems Group Joint Stock Company (converted from TTD Technology Development and Trading Company Limited)
From 12/2007 to 04/2012	None	Chairman of the Founding Council of DOJI Gold & Gems Group Joint Stock Company (converted from TTD Technology Development and Trading Company Limited)
From 07/1994 to 12/2007	None	General Director of TTD Technology Development and Trading Company Limited
From 04/1992 to 07/1994	None	General Director of VIGEMTEC Gemstone Joint Venture Company

- Number and ratio of securities held by the individual in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital

- Number and ratio of securities held as authorized representative in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital

- Number and ratio of securities held by related persons in the Issuer as at 05/10/2026 : 381.369.399 shares, equivalent to 11,95% of share capital, including:

  (i) Do Minh Duc (Son): 35.480.883 shares, equivalent to 1,11% of share capital;

  (ii) Do Vu Phuong Anh (Daughter): 35.480.883 shares, equivalent to 1,11% of share capital;

  (iii) Bui Quang Tuyen (Son-in-law): 58.487 shares, equivalent to 0,002% of share capital;

  (iv) Nguyen Thi Nguyet Nga (Sister-in-law): 93 shares, equivalent to 0,000003% of share capital;

  (v) Do Anh Tu (Younger brother): 118.269.634 shares, equivalent to 3,71% of share capital;

  (vi) Trung Thi Lam Ngoc (Sister-in-law): 2.847.999 shares, equivalent to 0,09% of share capital;

  (vii) DOJI Gold & Gems Group Joint Stock Company (Related organization): 189.231.420 shares, equivalent to 5,93% of share capital.

- Related interests in the Issuer :

Remuneration			Other benefits
2024	2025	First 6 months of 2026	Dividends
VND 6.408 million	VND 6.862 million	VND 3.584 million	None

- Debts owed to the Issuer : No debts other than personal products and services, namely a credit card with a credit limit in accordance with the product regulations.

b. Mr. LE QUANG TIEN - Vice Chairman of the Board of Directors

- Year of birth : 1958
- Nationality : Vietnamese
- Educational background and professional qualifications : Bachelor of Physics, V.I. Lenin Kishinev State University

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- Work experience :

Period	Positions held	
	At TPBank	At other organizations
From 07/2019 to present	Vice Chairman of the BOD of Tien Phong Commercial Joint Stock Bank	Chairman of Quy Nhon Artificial Intelligence Company Limited; Chairman of the BOD of FPT Da Nang Urban Joint Stock Company; Chairman cum General Director of FPT Investment Company Limited
From 06/2017 to 07/2019	Vice Chairman of the BOD of Tien Phong Commercial Joint Stock Bank	Chairman of the BOD of FPT Da Nang Urban Joint Stock Company; Chairman cum General Director of FPT Investment Company Limited
From 04/2012 to 06/2017	Vice Chairman of the BOD of Tien Phong Commercial Joint Stock Bank	Chairman cum General Director of FPT Investment Company Limited
From 01/2011 to 04/2012	Chairman of the BOD of Tien Phong Commercial Joint Stock Bank	Chairman cum General Director of FPT Investment Company Limited
From 05/2008 to 01/2011	Chairman of the BOD of Tien Phong Commercial Joint Stock Bank	None

- Number and ratio of securities held by the individual in the Issuer as at 05/10/2026 : 115.073.158 shares, equivalent to 3,61% of share capital
- Number and ratio of securities held as authorized representative in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital
- Number and ratio of securities held by related persons in the Issuer as at 05/10/2026 : 3.711 shares, equivalent to 0,0001% of share capital, including:

  (i) Nguyen Ngoc Huong (Brother-in-law): 3.711 shares, equivalent to 0,0001% of share capital.

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- Related interests in the Issuer :

Remuneration			Other benefits
2024	2025	First 6 months of 2026	Dividends
VND 5.813 million	VND 6.230 million	VND 3.240 million	Dividends received at the Bank's dividend payout ratio corresponding to the number of shares held

- Debts owed to the Issuer : No debts other than personal products and services, namely a credit card with a credit limit in accordance with the product regulations.

c. Mr. SHUZO SHIKATA – Vice Chairman of the Board of Directors

- Year of birth : 1980
- Nationality : Japanese
- Educational background and professional qualifications : Bachelor of Economics, Ritsumeikan University

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- Work experience :

Period	Positions held	
	At TPBank	At other organizations
From 03/2023 to present	Vice Chairman of the BOD of Tien Phong Commercial Joint Stock Bank	Representative of the capital contribution of SBI Ven Holdings Pte. Ltd; Chairman of the BOD of SBI LY HOUR Bank PLC.; Member of the Board of Directors of UTOP Technology Joint Stock Company
From 12/2020 to 03/2023	Vice Chairman of the BOD of Tien Phong Commercial Joint Stock Bank	Representative of the capital contribution of SBI Ven Holdings Pte. Ltd; Chairman of the BOD of SBI LY HOUR Bank PLC.; Member of the Board of Directors of UTOP Technology Joint Stock Company; Member of the Board of Directors of FPT Capital Management Joint Stock Company
From 03/2020 to 12/2020	Vice Chairman of the BOD of Tien Phong Commercial Joint Stock Bank	Chairman of the BOD of SBI LY HOUR Bank PLC.; Member of the Board of Directors of UTOP Technology Joint Stock Company; Member of the Board of Directors of FPT Capital Management Joint Stock Company
From 11/2019 to 03/2020	Vice Chairman of the BOD of Tien Phong Commercial Joint Stock Bank	Member of the Board of Directors of UTOP Technology Joint Stock Company; Member of the Board of Directors of FPT Capital Management Joint Stock Company
From 04/2016 to 11/2019	Vice Chairman of the BOD of Tien Phong Commercial Joint Stock Bank	Member of the Board of Directors of FPT Capital Management Joint Stock Company
From 10/2015 to 04/2016	None	Member of the Board of Directors of FPT Capital Management Joint Stock Company

- Number and ratio of securities held by the individual in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital

- Number and ratio of securities held as authorized representative in the Issuer as at 05/10/2026 : 143.922.761 shares, equivalent to 4,51% of share capital (representing the capital contribution of SBI Ven Holdings Pte. Ltd)

- Number and ratio of securities held by related persons in the Issuer as at 05/10/2026 : 143.922.761 shares, equivalent to 4,51% of share capital, including:

  (i) SBI Ven Holdings Pte. Ltd (Related organization): 143.922.761 shares, equivalent to 4,51% of share capital (being the shares that Mr. Shuzo Shikata represents as authorized representative as stated above).

- Related interests in the Issuer :

Remuneration			Other benefits
2024	2025	First 6 months of 2026	Dividends
VND 1.279 million	VND 1.366 million	VND 723 million	None

- Debts owed to the Issuer : None

d. Ms. DO QUYNH ANH - Member of the Board of Directors

- Year of birth : 1995
- Nationality : Vietnamese
- Educational background and professional qualifications : Bachelor's degree, Vassar College
- Work experience :

Period	Positions held	
	At TPBank	At other organizations
From 04/2026 to present	Member of the BOD of Tien Phong Commercial Joint Stock Bank	None
From 09/2021 to 05/2025	None	Associate, PwC (Vietnam) Limited - Hanoi Branch

- Number and ratio of securities held by the individual in the Issuer as at 05/10/2026 : 97.921.145 shares, equivalent to 3,07% of share capital
- Number and ratio of securities held as authorized representative in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital

- Number and ratio of securities held by related persons in the Issuer as at 05/10/2026 : 227.666.855 shares, equivalent to 7,14% of share capital, including:

  (i) Do Anh Tu (Father): 118.269.634 shares, equivalent to 3,71% of share capital;

  (ii) Trung Thi Lam Ngoc (Mother): 2.847.999 shares, equivalent to 0,09% of share capital;

  (iii) Do Minh Quan (Sibling): 106.549.222 shares, equivalent to 3,34% of share capital.

- Related interests in the Issuer :

Remuneration			Other benefits
2024	2025	First 6 months of 2026	Dividends
Not applicable	Not applicable	VND 150 million	Dividends received at the Bank's dividend payout ratio corresponding to the number of shares held

(elected as Member of the BOD from 24/04/2026)

- Debts owed to the Issuer : No debts other than personal products and services, namely a credit card with a credit limit in accordance with the product regulations.

e. Ms. VO BICH HA - Independent Member of the Board of Directors

- Year of birth : 1967
- Nationality : Vietnamese
- Educational background and professional qualifications : Bachelor of Economics, National Economics University

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- Work experience :

Period	Positions held	
	At TPBank	At other organizations
From 04/2023 to present	Independent Member of the BOD of Tien Phong Commercial Joint Stock Bank	None
From 04/2015 to 11/2022	None	Head of the Board of Supervisors – Joint Stock Commercial Bank for Investment and Development of Vietnam
From 10/2006 to 04/2015	None	Director of the Investment Management Department – Joint Stock Commercial Bank for Investment and Development of Vietnam
From 05/2002 to 09/2006	None	Head of the Capital Contribution Management Department – Joint Stock Commercial Bank for Investment and Development of Vietnam

- Number and ratio of securities held by the individual in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital

- Number and ratio of securities held as authorized representative in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital

- Number and ratio of securities held by related persons in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital

- Related interests in the Issuer :

Remuneration			Other benefits
2024	2025	First 6 months of 2026	Dividends
VND 840 million	VND 1.297 million	VND 907 million	None

- Debts owed to the Issuer : No debts other than personal products and services, namely a credit card with a credit limit in accordance with the product regulations.

f. Ms. NGUYEN THI HUONG TRANG - Independent Member of the Board of Directors

- Year of birth : 1978
- Nationality : Vietnamese
- Educational background and professional qualifications : Master's degree, Academy of Finance
- Work experience :

Period	Positions held	
	At TPBank	At other organizations
From 04/2026 to present	Independent Member of the BOD of Tien Phong Commercial Joint Stock Bank	Head of Department - Chief Financial Officer cum Chief Accountant of Diana Unicharm Joint Stock Company
From 07/2023 to 04/2026	None	Head of Department - Chief Financial Officer cum Chief Accountant of Diana Unicharm Joint Stock Company
From 01/2019 to 06/2023	None	Head of Department cum Chief Accountant of Diana Unicharm Joint Stock Company
From 10/2018 to 12/2018	None	Acting Head of the Accounting Department of Diana Unicharm Joint Stock Company

- Number and ratio of securities held by the individual in the Issuer as at 05/10/2026 : 851.143 shares, equivalent to 0,03% of share capital
- Number and ratio of securities held as authorized representative in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital
- Number and ratio of securities held by related persons in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital

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- Related interests in the Issuer :

Remuneration			Other benefits
2024	2025	First 6 months of 2026	Dividends
Not applicable	Not applicable	VND 150 million	Dividends received at the Bank's dividend payout ratio corresponding to the number of shares held

(elected as Member of the BOD from 24/04/2026)

- Debts owed to the Issuer : No debts other than personal products and services, namely a credit card with a credit limit in accordance with the product regulations.

10.2. Board of Supervisors

a. Ms. NGUYEN THI THU HUONG - Head of the Board of Supervisors

- Year of birth : 1967
- Nationality : Vietnamese
- Educational background and professional qualifications : Bachelor of Economics, Banking Academy.

- Work experience :

Period	Positions held	
	At TPBank	At other organizations
From 04/2023 to present	Head of the Board of Supervisors of Tien Phong Commercial Joint Stock Bank	None
From 04/2019 to 10/2022	None	Member of the BOD, representative of 30% of the State capital at the Joint Stock Commercial Bank for Investment and Development of Vietnam
From 05/2011 to 04/2019	None	Director General of the Department of Inspection and Supervision of Foreign Credit Institutions - Banking Inspection and Supervision Agency - State Bank of Vietnam
From 06/2010 to 04/2011	None	Acting Director General of the Department of Inspection and Supervision of Foreign Credit Institutions - Banking Inspection and Supervision Agency - State Bank of Vietnam

- Number and ratio of securities held by the individual in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital
- Number and ratio of securities held as authorized representative in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital
- Number and ratio of securities held by related persons in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital
- Related interests in the Issuer :

Remuneration			Other benefits
2024	2025	First 6 months of 2026	Dividends
VND 1.589 million	VND 1.928 million	VND 1.119 million	None

- Debts owed to the Issuer : No debts other than personal products and services, namely a credit card with a credit limit in accordance with the product regulations.

b. Mr. THAI DUY NGHIA - Member of the Board of Supervisors

- Year of birth : 1964
- Nationality : Vietnamese
- Educational background and professional qualifications : Bachelor of Economics, Banking Academy.
- Work experience :

Period	Positions held	
	At TPBank	At other organizations
From 04/2013 to present	Member of the Board of Supervisors of Tien Phong Commercial Joint Stock Bank	None
From 01/2013 to 03/2013	Deputy Head of the Internal Audit Department of Tien Phong Commercial Joint Stock Bank	None
From 06/2012 to 12/2012	Deputy Head of the Internal Audit Board of Tien Phong Commercial Joint Stock Bank	None
From 02/2011 to 05/2012	Head of Department, Tien Phong Commercial Joint Stock Bank	None

- Number and ratio of securities held by the individual in the Issuer as at 05/10/2026 : 48.701 shares, equivalent to 0,002% of share capital
- Number and ratio of securities held as authorized representative in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital
- Number and ratio of securities held by related persons in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital

- Related interests in the Issuer :

Remuneration			Other benefits
2024	2025	First 6 months of 2026	Dividends
VND 820 million	VND 938 million	VND 532 million	Dividends received at the Bank's dividend payout ratio corresponding to the number of shares held

- Debts owed to the Issuer : None

c. Ms. NGUYEN THI THU NGUYET - Member of the Board of Supervisors

- Year of birth : 1984
- Nationality : Vietnamese
- Educational background and professional qualifications : Master of International Economic Law, Hanoi Law University.

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- Work experience :

Period	Positions held	
	At TPBank	At other organizations
From 04/2018 to present	Member of the Board of Supervisors of Tien Phong Commercial Joint Stock Bank	Chairwoman of VG Company Limited; Chairwoman of FD Company Limited; Chairwoman of SP Company Limited; Chairwoman of JB Company Limited; General Director of FPT Capital Management Joint Stock Company
From 01/2018 to 04/2018	None	Chairwoman of VG Company Limited; Chairwoman of FD Company Limited; Chairwoman of SP Company Limited; Chairwoman of JB Company Limited; General Director of FPT Capital Management Joint Stock Company
From 05/2008 to 01/2018	None	General Director of FPT Capital Management Joint Stock Company

- Number and ratio of securities held by the individual in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital

- Number and ratio of securities held as authorized representative in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital

- Number and ratio of securities held by related persons in the Issuer as at 05/10/2026 : 494.108.017 shares, equivalent to 15,49% of share capital, including:

  (i) VG Company Limited (Related organization): 122.409.064 shares, equivalent to 3,84% of share capital;

  (ii) FD Company Limited (Related organization): 111.280.157 shares, equivalent to 3,49% of share capital;

  (iii) JB Company Limited (Related organization): 130.178.740 shares, equivalent to 4,08% of share capital;

  (iv) SP Company Limited (Related organization): 130.240.056 shares, equivalent to 4,08% of share capital.

- Related interests in the Issuer :

Remuneration			Other benefits
2024	2025	First 6 months of 2026	Dividends
VND 455 million	VND 501 million	VND 271 million	None

- Debts owed to the Issuer : No debts other than personal products and services, namely a credit card with a credit limit in accordance with the product regulations.

10.3. Board of Management and Chief Accountant

The total salaries of the Chief Executive Officer, the Chief Accountant and other managers in 2024, 2025 and the first 6 months of 2026 were VND 55.533 million, VND 47.320 million and VND 21.110 million, respectively (Source: TPBank).

a. Mr. NGUYEN HUNG - Chief Executive Officer

- Year of birth : 1966
- Nationality : Vietnamese
- Educational background and professional qualifications : Graduate of the Banking Academy; Master of Business Administration in E-commerce, North Central University (USA)
- Work experience :

Period	Positions held	
	At TPBank	At other organizations
From 06/2012 to present	Chief Executive Officer of Tien Phong Commercial Joint Stock Bank	None
From 04/2009 to 06/2012	None	Chief Executive Officer of Vietnam Prosperity Joint Stock Commercial Bank
From 2003 to 2009	None	Director of Techcombank Dong Da Branch (now Dong Do)
From 2001 to 2003	None	Deputy Director of Techcombank Thang Long Branch
From 2000 to 2001	None	Chief of Head Office, Techcombank
From 06/1997 to 1999	None	Deputy Chief Executive Officer of Vietnam Prosperity Joint Stock Commercial Bank
From 04/1997 to 06/1997	None	Acting Chief Executive Officer, Vietnam Prosperity Joint Stock Commercial Bank; Deputy Chief Executive Officer of Vietnam Prosperity Joint Stock Commercial Bank
From 1996 to 04/1997	None	Deputy Chief Executive Officer of Vietnam Prosperity Joint Stock Commercial Bank
From 01/1994 to 01/1996	None	Head of the Financial Accounting Department, Vietnam Prosperity Joint Stock Commercial Bank
From 01/1993 to 01/1994	None	Head of the Transaction Accounting and Treasury Department, Vietnam Prosperity Joint Stock Commercial Bank
From 01/1991 to 01/1993	None	Officer of the Accounting Department, Vietnam Bank for Industry and Trade
From 01/1988 to 01/1990	None	Accountant, Finance Department, Special Forces High Command

- Number and ratio of securities held by the individual in the Issuer as at 05/10/2026 : 1.633.657 shares, equivalent to 0,05% of share capital
- Number and ratio of securities held as authorized representative in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital
- Number and ratio of securities held by related persons in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital
- Related interests in the Issuer : Salary, bonuses and other benefits in accordance with TPBank's internal regulations; dividends received at the Bank's dividend payout ratio corresponding to the number of shares held.
- Debts owed to the Issuer : None

b. Mr. PHAM DONG ANH - Deputy Chief Executive Officer cum Director of the Operations Division

- Year of birth : 1971
- Nationality : Vietnamese
- Educational background and professional qualifications : Bachelor of Finance - Banking - National Economics University
  Bachelor of English - Hanoi University

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- Work experience :

Period	Positions held	
	At TPBank	At other organizations
From 08/2012 to present	Deputy Chief Executive Officer cum Director of the Operations Division of Tien Phong Commercial Joint Stock Bank	None
From 04/2011 to 08/2012	Deputy Chief Executive Officer cum Senior Director of the Operations Division, Tien Phong Commercial Joint Stock Bank	None
From 09/2010 to 04/2011	Senior Director in charge of Operations, Tien Phong Bank	None
From 2007 to 09/2010	Director of the Payment Center, Tien Phong Bank	None
From 2004 to 2007	None	Deputy Director, Director of the Transaction Office of VID Public Bank, Hanoi Transaction Office
From 2001 to 2002	None	Director of VID Public Bank Hai Phong Branch
From 1997 to 2001	None	Head of the International Payment, Correspondent Banking, Funding and SWIFT Department - VID Public Bank Head Office Hanoi
From 1993 to 1997	None	International Payment Officer, VID Public Bank Hanoi

- Number and ratio of securities held by the individual in the Issuer as at 05/10/2026 : 493.626 shares, equivalent to 0,02% of share capital
- Number and ratio of securities held as authorized representative in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital
- Number and ratio of securities held by related persons in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital
- Related interests in the Issuer : Salary, bonuses and other benefits in accordance with TPBank's internal regulations; dividends received at the Bank's dividend payout ratio corresponding to the number of shares held.
- Debts owed to the Issuer : None

c. Mr. NGUYEN VIET ANH - Deputy Chief Executive Officer in charge of Strategy and Bank Governance

- Year of birth : 1977
- Nationality : Vietnamese
- Educational background and professional qualifications : Master of Business Administration - Washington State University - USA
  - Bachelor of International Relations - Diplomatic Academy
  - Bachelor of International Economics - Vietnam National University, Hanoi
- Work experience :

Period	Positions held	
	At TPBank	At other organizations
From 11/2025 to present	Deputy Chief Executive Officer in charge of Strategy and Bank Governance	Chairman of the BOD of Viet Cat Fund Management Joint Stock Company (from 04/2024)
From 03/2011 to 11/2025	Deputy Chief Executive Officer cum Director of the Treasury and Financial Markets Division, Tien Phong Commercial Joint Stock Bank	From 04/2024: Chairman of the BOD of Viet Cat Fund Management Joint Stock Company
From 08/2000 to 02/2011	None	Vietnam Technological and Commercial Joint Stock Bank (Techcombank): Acting Director of the Treasury and Financial Markets Trading Division; Director of the Foreign Exchange and Derivatives Center; Director of the Commodity Trading and Exchange Management Center; Head of the Money and Foreign Exchange Management and Trading Department

- Number and ratio of securities held by the individual in the Issuer as at 05/10/2026 : 680.689 shares, equivalent to 0,02% of share capital
- Number and ratio of securities held as authorized representative in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital
- Number and ratio of securities held by related persons in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital

- Related interests in the Issuer : Salary, bonuses and other benefits in accordance with TPBank's internal regulations; dividends received at the Bank's dividend payout ratio corresponding to the number of shares held.
- Debts owed to the Issuer : No debts other than personal products and services, namely a credit card with a credit limit in accordance with the product regulations.

d. Mr. KHUC VAN HOA - Deputy Chief Executive Officer cum Director of the Investment & Large Corporate Banking Division

- Year of birth : 1973
- Nationality : Vietnamese
- Educational background and professional qualifications : Master of Business Administration - National Economics University - French-Vietnamese Center for Management Education (CFVG)

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- Work experience :

Period	Positions held	
	At TPBank	At other organizations
From 26/06/2025 to present	Deputy Chief Executive Officer cum Director of the Investment & Large Corporate Banking Division of Tien Phong Commercial Joint Stock Bank	None
From 04/2015 to 06/2025	Deputy Chief Executive Officer cum Director of the Corporate Banking Division of Tien Phong Commercial Joint Stock Bank	None
From 04/2013 to 04/2015	Deputy Chief Executive Officer cum Director of the Sales and Distribution Channels Division of Tien Phong Commercial Joint Stock Bank	None
From 15/09/2012 to 04/2013	Deputy Chief Executive Officer cum Director of the Credit Division of Tien Phong Commercial Joint Stock Bank	None
From 04/2012 to 09/2012	None	Deputy Director of the Large Corporate Banking Division, Military Commercial Joint Stock Bank (MB)
From 05/2010 to 03/2012	None	Regional Director, Vietnam Technological and Commercial Joint Stock Bank (Techcombank)
From 01/2010 to 05/2010	None	Director of the SME Credit Center, Techcombank
From 07/2009 to 01/2010	None	Deputy Director of the Risk Management Division, Techcombank
From 01/2003 to 07/2009	None	Director of Tan Binh Branch, Techcombank
From 10/1996 to 01/2003	None	Officer at the Head Office, Techcombank

- Number and ratio of securities held by the individual in the Issuer as at 05/10/2026 : 567.675 shares, equivalent to 0,02% of share capital

- Number and ratio of securities held as authorized representative in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital

- Number and ratio of securities held by related persons in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital
- Related interests in the Issuer : Salary, bonuses and other benefits in accordance with TPBank's internal regulations; dividends received at the Bank's dividend payout ratio corresponding to the number of shares held.
- Debts owed to the Issuer : No debts other than personal products and services, namely a credit card with a credit limit in accordance with the product regulations.

e. Mr. DINH VAN CHIEN - Deputy Chief Executive Officer – Director of the Retail Banking Division

- Year of birth : 1973
- Nationality : Vietnamese
- Educational background and professional qualifications : Bachelor's degree, Foreign Trade University, Hanoi

  Master of Finance and Banking, University of Notre Dame, Indiana, USA
- Work experience :

Period	Positions held	
	At TPBank	At other organizations
From 04/2016 to present	Deputy Chief Executive Officer – Director of the Retail Banking Division of Tien Phong Commercial Joint Stock Bank	None
From 12/2013 to 04/2016	Director of the Retail Banking Division, Tien Phong Commercial Joint Stock Bank	None
From 09/2011 to 11/2012	None	Director of the Retail Division, Vietnam Prosperity Joint Stock Commercial Bank (VPBank)
From 08/2010 to 08/2011	Deputy Director of the Product Development Division, Tien Phong Commercial Joint Stock Bank	None
From 06/2004 to 09/2007	None	Deputy Director, Johnson & Johnson Medical S.A. Inc (Vietnam)
From 01/1995 to 01/2002	None	Deputy Director, Joint Stock Commercial Bank for Foreign Trade of Vietnam (Vietcombank)

- Number and ratio of securities held by the individual in the Issuer as at 05/10/2026 : 544.551 shares, equivalent to 0,02% of share capital
- Number and ratio of securities held as authorized representative in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital
- Number and ratio of securities held by related persons in the Issuer as at 05/10/2026 : 21.252 shares, equivalent to 0,001% of share capital, including:
  (i) Le Thi Tau (Mother-in-law): 21.252 shares, equivalent to 0,001% of share capital.
- Related interests in the Issuer : Salary, bonuses and other benefits in accordance with TPBank's internal regulations; dividends received at the Bank's dividend payout ratio corresponding to the number of shares held.
- Debts owed to the Issuer : No debts other than personal products and services, namely a credit card with a credit limit in accordance with the product regulations.

f. Mr. BUI QUANG CUONG - Deputy Chief Executive Officer cum Group Chief Information Officer

- Year of birth : 1967
- Nationality : Vietnamese
- Educational background and professional qualifications : Bachelor of Science, Hanoi University

- Work experience :

Period	Positions held	
	At TPBank	At other organizations
From 09/2026 to present	Deputy Chief Executive Officer cum Group Chief Information Officer, Tien Phong Commercial Joint Stock Bank	None
From 11/2021 to 08/2026	Deputy Chief Executive Officer cum Director of the Information Technology Division of Tien Phong Commercial Joint Stock Bank	None
From 05/2011 to 11/2021	Director of the Information Technology Division of Tien Phong Commercial Joint Stock Bank	None
From 05/2007 to 04/2011	Director of the Information Technology Center of Tien Phong Commercial Joint Stock Bank	None
From 01/1997 to 01/2007	None	Head of the Information Technology Department, VID Public Bank
From 01/1992 to 01/1997	None	Director of 3C Software Center

- Number and ratio of securities held by the individual in the Issuer as at 05/10/2026 : 272.275 shares, equivalent to 0,01% of share capital
- Number and ratio of securities held as authorized representative in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital
- Number and ratio of securities held by related persons in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital
- Related interests in the Issuer : Salary, bonuses and other benefits in accordance with TPBank's internal regulations; dividends received at the Bank's dividend payout ratio corresponding to the number of shares held.
- Debts owed to the Issuer : None

g. Ms. LE CAM TU - Chief Accountant cum Member of the Finance Division Management Board

- Year of birth : 1975

- Nationality : Vietnamese
- Educational background and professional qualifications : Bachelor's degree in Finance – Banking, National Economics University

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- Work experience :

Period	Positions held	
	At TPBank	At other organizations
From 11/2025 to present	Chief Accountant cum Member of the Finance Division Management Board of Tien Phong Commercial Joint Stock Bank	None
From 06/2016 to 11/2025	Deputy Director of the Finance Division cum Chief Accountant of Tien Phong Commercial Joint Stock Bank	None
From 26/04/2013 to 06/2016	Chief Accountant of Tien Phong Commercial Joint Stock Bank	None
From 08/2012 to 04/2013	None	Deputy Head of Financial Accounting Department 2 - Financial Accounting Board, Saigon - Hanoi Commercial Joint Stock Bank (SHB)
From 05/2011 to 08/2012	None	Deputy Director of the Financial Accounting Division cum Head of the Financial Accounting Department, Hanoi Building Commercial Joint Stock Bank (Habubank)
From 04/2001 to 05/2011	None	Head of the Financial Accounting Department, Hanoi Building Commercial Joint Stock Bank (Habubank)
From 10/1996 to 04/2001	None	Officer of the Accounting Department, Hanoi Building Commercial Joint Stock Bank (Habubank)

- Number and ratio of securities held by the individual in the Issuer as at 05/10/2026 : 476.482 shares, equivalent to 0,01% of share capital

- Number and ratio of securities held as authorized representative in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital
- Number and ratio of securities held by related persons in the Issuer as at 05/10/2026 : 0 shares, equivalent to 0% of share capital
- Related interests in the Issuer : Salary, bonuses and other benefits in accordance with TPBank's internal regulations; dividends received at the Bank's dividend payout ratio corresponding to the number of shares held.
- Debts owed to the Issuer : None

11. Dividend policy

Under TPBank's Charter, the Board of Directors proposes the profit distribution plan and the dividend amount to be paid and decides on the time limit and procedures for dividend payment; the General Meeting of Shareholders approves the profit distribution plan after the Bank has fulfilled its tax obligations and other financial obligations. TPBank only pays dividends when the conditions prescribed in Clause 2, Article 135 of the Law on Enterprises are satisfied; dividends are paid in cash or in shares.

TPBank's dividend payments from 2024 to the present time are as follows:

Year of payment	Cash dividends	Stock dividends
2024 (GMS Resolution No. 01/2024/NQ-TPB.ĐHĐCĐ dated 23/04/2024; from undistributed profit up to 31/12/2023)	Rate of 5% of par value (VND 500/share); total amount of VND 1.100.818 million; payment date 11/07/2024	- Rate of 20% (shareholders holding 100 shares receive 20 new shares); 440.321.187 shares, equivalent to VND 4.403.212 million at par value
2025 (GMS Resolution No. 01/2025/NQ-TPB.ĐHĐCĐ dated 24/04/2025)	Rate of 10% of par value (VND 1.000/share); total amount of VND 2.641.956 million; payment date 23/05/2025	- Rate of 5% (shareholders holding 100 shares receive 5 new shares), from undistributed profit after appropriation to funds up to 31/12/2024; 132.090.677 shares, equivalent to VND 1.320.907 million at par value
2026 (GMS Resolution No. 01/2026/NQ-TPB.ĐHĐCĐ dated 24/04/2026)	Rate of 5% of par value (VND 500/share); total amount of VND 1.387.023 million; payment date 14/10/2026	- Rate of 15% (shareholders holding 100 shares receive 15 new shares), from undistributed profit up to 31/12/2025; 416.088.023 shares, equivalent to VND 4.160.880 million at par value

Source: Audited consolidated FS for 2024 and 2025; TPBank (for 2026)

12. Payment of principal and interest on bonds issued in the 03 (three) consecutive years immediately preceding the year of registration of the offering and up to the present time

All bonds issued by TPBank in the 03 consecutive years immediately preceding the year of registration of the offering (from 2023 to 2025) and up to the present time have had their principal and interest paid by TPBank in full and on time in accordance with the terms and conditions of the bonds.

13. Information on commitments of the Issuer not yet performed

13.1. Bonds issued but not yet matured

As at the end of 26/10/2026, the total outstanding balance of bonds issued by TPBank but not yet matured was VND 21.073.700.000.000 (at par value). Of which:

- Privately placed bonds: VND 21.073.700.000.000, accounting for 100% of the total outstanding bonds issued but not yet matured.
- Publicly offered bonds: VND 0, accounting for 0% of the total outstanding bonds issued but not yet matured.

For these bonds not yet matured, TPBank fully performs its obligations to investors, ensuring full and timely payment of principal, interest and other related amounts (if any) in accordance with the terms and conditions of the bonds.

13.2. Information on land lease and land use contracts and operating lease commitments

As at 30/6/2026, TPBank had no land use rights and did not record any fixed assets in the form of buildings or structures. The minimum lease payments under TPBank's non-cancellable operating leases (consolidated) are as follows:

No.	Item	Amount (VND million)
1	Within one year	347.938
2	Over one year to five years	574.606
3	Over five years	6.841
	Total	**929.385**

Source: TPBank's reviewed interim consolidated FS for 2026 (Note 51)

13.3. Other commitments not yet performed

TPBank's contingent liabilities and commitments as at 30/6/2026 and 30/9/2026 are as follows:

No.	Item	As at 30/06/2026 (VND billion)	As at 30/09/2026 (VND billion)
I	Contingent liabilities	114.481	140.199
1	Loan guarantees	8.977	12.422

No.	Item	As at 30/06/2026 (VND billion)	As at 30/09/2026 (VND billion)
2	Letter of credit commitments	21.054	28.164
3	Other guarantees	84.450	99.613
II	Commitments	120.644	196.048
4	Foreign exchange commitments	97.924	180.772
5	Other commitments	22.720	15.276
	Total	235.125	336.247

Source: TPBank's reviewed interim consolidated FS for 2026 (Note 41) and TPBank's consolidated FS for Q3/2026; net of margin deposits of VND 6.910 billion and VND 6.464 billion, respectively.

TPBank has no preference shares; accordingly, there are no unexercised rights of holders of preference shares.

14. Information, contingent liabilities, disputes and litigation relating to the Issuer that may affect the business operations and financial condition of the Issuer, the offering and the project using the proceeds from the offering

Other than the information on contingent liabilities set out in Section 13, Part IV above, to the best of its assessment and belief at the time of issuance of this Prospectus, the Issuer has no dispute or litigation that may affect the business operations and financial condition of the Issuer, the offering and the project using the proceeds from the offering.

15. Information on the Issuer's undertaking that it is not currently subject to criminal prosecution and has not been convicted of any crime infringing upon the order of economic management without the conviction having been expunged

The Issuer undertakes that it is not currently subject to criminal prosecution and has not been convicted of any crime infringing upon the order of economic management without the conviction having been expunged.

V. RESULTS OF OPERATIONS, FINANCIAL CONDITION AND PLANS

1. Results of operations

1.1. Summary of certain indicators of TPBank's business operations in the 02 most recent years and cumulatively to the most recent quarter

1.1.1. Indicators of results of operations

Certain key business indicators – Consolidated

Unit: VND billion

Item	2024	2025	% change 2025/2024	First 6 months of 2026	First 9 months of 2026
Total assets	418.028	505.927	21,0%	547.664	596.512
Net interest income	12.907	13.371	3,6%	7.094	11.518
Total operating income	18.038	18.995	5,3%	10.095	15.799
Net operating profit before provisions for credit losses	11.759	12.421	5,6%	5.805	9.691
Profit before tax	7.600	9.231	21,5%	4.483	7.464
Profit after tax	6.072	7.402	21,9%	3.573	5.924
Profit sharing or dividend payout ratio	25% (*)	15% (**)	-	- (***)	- (***)

Source: Audited consolidated FS for 2024 and 2025, reviewed interim consolidated FS for 2026 and consolidated FS for Q3/2026. Consolidated total assets as at 31/12/2025 are the figures restated in the reviewed interim consolidated FS for 2026.

(*) The dividend rate paid in 2024 comprises 5% in cash and 20% in shares, from undistributed profit up to 31/12/2023.

(**) The dividend rate paid in 2025 comprises 10% in cash and 5% in shares, from undistributed profit up to 31/12/2024.

(***) On 24/4/2026, the 2026 Annual General Meeting of Shareholders approved the plan to pay cash dividends at a rate of 5% and to issue shares to pay dividends at a rate of 15% (Resolution No. 01/2026/NQ-TPB.ĐHĐCĐ); in the first 9 months of 2026, TPBank had not yet paid dividends. On 05/10/2026, TPBank completed the issuance of shares to pay dividends at a rate of 15%; on 14/10/2026, TPBank paid cash dividends at a rate of 5%.

Certain key business indicators – Separate

Unit: VND billion

Item	2024	2025	% change 2025/2024	First 6 months of 2026	First 9 months of 2026
Total assets	418.051	497.055	18,9%	537.357	583.939
Net interest income	12.903	13.368	3,6%	7.155	11.425
Total operating income	18.033	18.861	4,6%	10.167	15.582
Net operating profit before provisions for credit losses	11.759	12.293	4,5%	5.989	9.646
Profit before tax	7.599	9.102	19,8%	4.668	7.418
Profit after tax	6.071	7.273	19,8%	3.732	5.895

Source: Audited separate FS for 2024 and 2025, reviewed interim separate FS for 2026 and separate FS for Q3/2026

On a consolidated basis, total assets as at 31/12/2025 reached VND 505.927 billion (restated figures), up 21,0% compared with the end of 2024. Net interest income reached VND 13.371 billion, up 3,6%; total operating income reached VND 18.995 billion, up 5,3% compared with 2024.

Net operating profit before provisions for credit losses reached VND 12.421 billion, up 5,6% compared with 2024. Profit before tax reached VND 9.231 billion, up 21,5%, and profit after tax reached VND 7.402 billion, up 21,9% compared with the previous year.

On a separate basis, TPBank's total assets as at 31/12/2025 reached VND 497.055 billion, up 18,9% compared with the end of 2024. Net interest income reached VND 13.368 billion, up 3,6%; total operating income reached VND 18.861 billion, up 4,6%; and net operating profit before provisions for credit losses reached VND 12.293 billion, up 4,5% compared with 2024. Profit before tax and profit after tax reached VND 9.102 billion and VND 7.273 billion, respectively, both up 19,8% compared with the previous year.

On a consolidated basis, total assets as at 30/6/2026 reached VND 547.664 billion, up 8,2% compared with 31/12/2025 (restated figures). In the first 6 months of 2026, net interest income reached VND 7.094 billion, up 8,6% compared with the same period of 2025 (VND 6.535 billion); total operating income reached VND 10.095 billion, up 11,0% (same period: VND 9.098 billion); net operating profit before provisions for credit losses reached VND 5.805 billion, up 6,3% (same period: VND 5.461 billion). Profit before tax and profit after tax reached VND 4.483 billion and VND 3.573 billion, respectively, up 8,1% and 7,7% compared with the same period of 2025 (VND 4.146 billion and VND 3.316 billion).

On a consolidated basis, as at 30/9/2026, total assets reached VND 596.512 billion, up 17,9% compared with 31/12/2025 (restated figures). In the first 9 months of 2026, net interest income reached VND 11.518 billion, up 17,9% compared with the same period of 2025 (VND 9.773 billion); total operating income reached VND 15.799 billion, up 16,0% (same period: VND 13.623 billion);

net operating profit before provisions for credit losses reached VND 9.691 billion, up 17,2% (same period: VND 8.272 billion). Profit before tax and profit after tax reached VND 7.464 billion and VND 5.924 billion, respectively, up 23,4% and 22,5% compared with the same period of 2025 (VND 6.048 billion and VND 4.837 billion).

On a separate basis, as at 30/6/2026, TPBank's total assets reached VND 537.357 billion, up 8,1% compared with 31/12/2025. In the first 6 months of 2026, net interest income reached VND 7.155 billion, up 9,5% compared with the same period of 2025 (VND 6.533 billion); total operating income reached VND 10.167 billion, up 11,8% (same period: VND 9.097 billion); net operating profit before provisions for credit losses reached VND 5.989 billion, up 9,7% (same period: VND 5.462 billion). Profit before tax and profit after tax reached VND 4.668 billion and VND 3.732 billion, respectively, up 12,6% and 12,5% compared with the same period of 2025 (VND 4.148 billion and VND 3.318 billion).

On a separate basis, as at 30/9/2026, TPBank's total assets reached VND 583.939 billion, up 17,5% compared with 31/12/2025. In the first 9 months of 2026, net interest income reached VND 11.425 billion, up 16,9% compared with the same period of 2025 (VND 9.770 billion); total operating income reached VND 15.582 billion, up 14,4% (same period: VND 13.621 billion); net operating profit before provisions for credit losses reached VND 9.646 billion, up 16,6% (same period: VND 8.273 billion). Profit before tax and profit after tax reached VND 7.418 billion and VND 5.895 billion, respectively, up 22,6% and 21,8% compared with the same period of 2025 (VND 6.049 billion and VND 4.838 billion).

1.1.2. Other indicators

a. Structure of interest and similar income

TPBank's interest and similar income – Consolidated

Unit: VND billion

Item	2024		2025		First 6 months of 2026		First 9 months of 2026	
	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
Interest income from loans	20.426	78,72%	24.473	79,59%	15.949	79,89%	25.187	79,46%
Interest income from deposits	286	1,10%	1.067	3,47%	1.393	6,97%	2.034	6,42%
Interest income from investments in debt securities	3.202	12,34%	2.829	9,20%	1.482	7,42%	2.530	7,98%
Interest income from debt purchase and sale	53	0,20%	64	0,21%	41	0,21%	94	0,30%
Income from guarantee services	893	3,44%	1.068	3,47%	638	3,20%	1.106	3,49%

Item	2024		2025		First 6 months of 2026		First 9 months of 2026	
	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
Other income from credit activities	1.089	4,20%	1.250	4,07%	462	2,31%	746	2,35%
Total	**25.949**	**100%**	**30.751**	**100%**	**19.965**	**100%**	**31.697**	**100%**

Source: Audited consolidated FS for 2024 and 2025, reviewed interim consolidated FS for 2026 and consolidated FS for Q3/2026

TPBank's interest and similar income – Separate

Unit: VND billion

Item	2024		2025		First 6 months of 2026		First 9 months of 2026	
	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
Interest income from loans	20.426	78,73%	24.473	79,59%	15.860	80,17%	25.032	80,13%
Interest income from deposits	284	1,10%	1.064	3,46%	1.350	6,82%	1.945	6,23%
Interest income from investments in debt securities	3.200	12,33%	2.829	9,20%	1.432	7,24%	2.318	7,42%
Interest income from debt purchase and sale	53	0,20%	64	0,21%	41	0,21%	94	0,30%
Income from guarantee services	893	3,44%	1.068	3,47%	638	3,22%	1.106	3,54%
Other income from credit activities	1.089	4,20%	1.250	4,07%	462	2,34%	746	2,39%
Total	**25.945**	**100%**	**30.748**	**100%**	**19.783**	**100%**	**31.241**	**100%**

Source: Audited separate FS for 2024 and 2025, reviewed interim separate FS for 2026 and separate FS for Q3/2026

b. Structure of total operating income

TPBank's total operating income – Consolidated

Unit: VND billion

Item	2024		2025		First 6 months of 2026		First 9 months of 2026	
	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
Net interest income	12.907	71,55%	13.371	70,39%	7.094	70,27%	11.518	72,90%
Net fee and commission income	3.363	18,65%	4.158	21,89%	2.384	23,62%	3.559	22,53%
Net gain from foreign exchange trading	319	1,77%	694	3,65%	221	2,18%	213	1,35%
Net gain from trading securities	0	0,00%	3	0,02%	(209)	(2,07%)	(226)	(1,43%)
Net gain from investment securities	1.095	6,07%	179	0,94%	151	1,50%	113	0,71%
Net gain from other activities	354	1,96%	462	2,43%	454	4,50%	621	3,93%
Income from capital contributions and share investments	0	0,00%	128	0,67%	0	0,00%	1	0,01%
Total	**18.038**	**100%**	**18.995**	**100%**	**10.095**	**100%**	**15.799**	**100%**

Source: Audited consolidated FS for 2024 and 2025, reviewed interim consolidated FS for 2026 and consolidated FS for Q3/2026

TPBank's total operating income – Separate

Unit: VND billion

Item	2024		2025		First 6 months of 2026		First 9 months of 2026	
	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
Net interest income	12.903	71,55%	13.368	70,88%	7.155	70,38%	11.425	73,32%
Net fee and commission income	3.362	18,64%	4.158	22,05%	2.180	21,44%	3.201	20,54%
Net gain from foreign exchange trading	319	1,77%	694	3,68%	221	2,17%	213	1,37%
Net gain from trading securities	0	0,00%	0	0,00%	0	0,00%	0	0,00%
Net gain from investment securities	1.095	6,07%	179	0,95%	151	1,49%	116	0,74%
Net gain from other activities	354	1,96%	462	2,45%	460	4,53%	627	4,02%
Income from capital contributions and share investments	0	0,00%	0	0,00%	0	0,00%	0	0,00%
Total	**18.033**	**100%**	**18.861**	**100%**	**10.167**	**100%**	**15.582**	**100%**

Source: Audited separate FS for 2024 and 2025, reviewed interim separate FS for 2026 and separate FS for Q3/2026

c. Structure of operating expenses

TPBank's total operating expenses – Consolidated

Unit: VND billion

Item	2024		2025		First 6 months of 2026		First 9 months of 2026	
	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
Taxes, fees and charges	1	0,02%	3	0,05%	0	0,00%	3	0,05%
Personnel expenses	3.507	55,85%	3.669	55,81%	2.814	65,59%	3.902	63,88%
Premises and equipment expenses	1.159	18,46%	1.236	18,79%	619	14,42%	959	15,70%
Administrative expenses	1.439	22,91%	1.458	22,17%	731	17,04%	1.071	17,53%
Deposit insurance premiums for customer deposits	173	2,75%	208	3,17%	112	2,62%	173	2,84%
Amortization of goodwill	0	0,00%	0	0,00%	14	0,33%	(*)	(*)
Total	**6.279**	**100%**	**6.574**	**100%**	**4.290**	**100%**	**6.108**	**100%**

Source: Audited consolidated FS for 2024 and 2025, reviewed interim consolidated FS for 2026 and consolidated FS for Q3/2026

(*) Amortization of goodwill for the first 9 months of 2026 was VND 21 billion and is presented within the above operating expense items.

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TPBank's total operating expenses – Separate

Unit: VND billion

Item	2024		2025		First 6 months of 2026		First 9 months of 2026	
	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
Taxes, fees and charges	1	0,02%	3	0,05%	0	0,00%	3	0,05%
Personnel expenses	3.504	55,85%	3.665	55,80%	2.752	65,87%	3.808	64,15%
Premises and equipment expenses	1.159	18,47%	1.235	18,80%	598	14,30%	926	15,60%
Administrative expenses	1.437	22,91%	1.457	22,18%	716	17,13%	1.026	17,28%
Deposit insurance premiums for customer deposits	173	2,75%	208	3,17%	112	2,69%	173	2,92%
Total	**6.274**	**100%**	**6.568**	**100%**	**4.178**	**100%**	**5.936**	**100%**

Source: Audited separate FS for 2024 and 2025, reviewed interim separate FS for 2026 and separate FS for Q3/2026

d. Statement of changes in owners' equity

Changes in owners' equity – Consolidated

Unit: VND billion

Item	31/12/2024		31/12/2025		30/06/2026		30/09/2026	
	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
Capital of the CI	26.420	70,28%	27.740	60,36%	27.740	55,97%	27.740	53,21%
- Charter capital	*26.420*	*70,28%*	*27.740*	*60,36%*	*27.740*	*55,97%*	*27.740*	*53,21%*
Reserves of the CI	3.722	9,90%	4.936	10,74%	6.318	12,75%	6.318	12,12%
Foreign exchange differences	0	0,00%	0	0,00%	0	0,00%	161	0,31%
Undistributed profit after tax	7.452	19,83%	9.630	20,95%	11.756	23,72%	14.093	27,03%

Item	31/12/2024		31/12/2025		30/06/2026		30/09/2026	
	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
Non-controlling interests	0	0,00%	3.652	7,95%	3.752	7,57%	3.821	7,33%
Total	**37.594**	**100%**	**45.958**	**100%**	**49.566**	**100%**	**52.133**	**100%**

Source: Audited consolidated FS for 2024 and 2025, reviewed interim consolidated FS for 2026 and consolidated FS for Q3/2026. Consolidated figures as at 31/12/2025 are the figures restated in the reviewed interim consolidated FS for 2026.

Changes in owners' equity – Separate

Unit: VND billion

Item	31/12/2024		31/12/2025		30/06/2026		30/09/2026	
	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)	Amount	Proportion (%)
Capital of the CI	26.420	70,24%	27.740	65,74%	27.740	60,40%	27.740	57,49%
- Charter capital	*26.420*	*70,24%*	*27.740*	*65,74%*	*27.740*	*60,40%*	*27.740*	*57,49%*
Reserves of the CI	3.722	9,89%	4.936	11,70%	6.318	13,76%	6.318	13,09%
Foreign exchange differences	0	0,00%	0	0,00%	0	0,00%	161	0,33%
Undistributed profit after tax	7.474	19,87%	9.523	22,57%	11.868	25,84%	14.031	29,08%
Total	**37.616**	**100%**	**42.199**	**100%**	**45.926**	**100%**	**48.250**	**100%**

Source: Audited separate FS for 2024 and 2025, reviewed interim separate FS for 2026 and separate FS for Q3/2026

1.1.3. Opinion of the independent auditor on the results of operations

The audit opinions on TPBank's financial statements for 2024 and 2025 and the review conclusion on TPBank's interim financial statements for 2026 are presented in Section 3, Part V of this Prospectus.

1.2. Factors affecting the business operations of the Issuer

1.2.1. Factors affecting the business operations of the Issuer in the 02 consecutive years immediately preceding the year of registration of the offering

- In 2024, the global situation continued to evolve in a complex manner, with geopolitical tensions, escalating military conflicts in certain countries, natural disasters and extreme weather.

Domestically, economic growth reached 7,09% and the average consumer price index increased by 3,63% compared with 2023; developments in the real estate, corporate bond and gold markets affected the money market and banking activities. In this context, TPBank's consolidated profit before tax in 2024 reached VND 7.600 billion, equal to 101,33% of the plan assigned by the General Meeting of Shareholders.

- In 2025, the global economy continued to face many risks and uncertainties due to geopolitical tensions, rising tariff policies and strategic competition among major economies. Domestically, GDP grew by 8,02% and the average consumer price index increased by approximately 3,31%; interest rate levels decreased slightly compared with 2024, and system-wide credit grew by approximately 19,01%; the financial market recorded fluctuations in gold prices and tightened management of the real estate and corporate bond sectors. In this context, TPBank's consolidated profit before tax in 2025 reached VND 9.231 billion, up 21,5% compared with 2024 and equal to 102,57% of the plan assigned by the General Meeting of Shareholders; of which net operating profit before provisions for credit losses increased by VND 662 billion (5,6%) and provisions for credit losses decreased by VND 969 billion (23,3%), from VND 4.159 billion to VND 3.190 billion. On 31/12/2025, TPBank increased its ownership ratio in Tien Phong Securities Corporation from 9,01% to 51,00%; from this date, Tien Phong Securities Corporation has been consolidated into TPBank's financial statements.

1.2.2. Major changes that may affect the results of operations of the Issuer since the end of the most recent financial year.

From 31/12/2025, Tien Phong Securities Corporation has been a subsidiary and has been consolidated into TPBank's financial statements; accordingly, the consolidated results of operations from 2026 include the results of operations of this company. Other than the above, from 31/12/2025 to the date of preparation of this Prospectus, TPBank has had no other major changes that may affect its results of operations.

2. Financial condition

2.1. Basic indicators

2.1.1. Receivables and payables

TPBank's receivables and payables are presented under the items Other assets and Other liabilities in the statement of financial position as follows:

Receivables and Payables – Consolidated

Unit: VND billion

Item	31/12/2024	31/12/2025	% change 2025/2024	30/06/2026	30/09/2026
Receivables	7.034	12.055	71,4%	21.574	28.060
Interest and fees receivable	3.285	4.021	22,4%	5.828	6.710
Deferred CIT assets	0	139	—	196	165

Item	31/12/2024	31/12/2025	% change 2025/2024	30/06/2026	30/09/2026
Other assets	4.518	5.781	28,0%	6.359	6.496
Provisions for other on-balance sheet assets	(30)	(18)	-39,5%	(18)	(18)
Total receivables (Other assets)	**14.807**	**21.978**	**48,4%**	**33.939**	**41.413**
Interest and fees payable	3.520	5.113	45,3%	7.226	8.637
Deferred CIT liabilities	0	97	—	98	98
Other payables and liabilities	2.499	3.023	21,0%	4.486	6.140
Total payables (Other liabilities)	**6.019**	**8.233**	**36,8%**	**11.810**	**14.875**

Source: Audited consolidated FS for 2024 and 2025, reviewed interim consolidated FS for 2026 and consolidated FS for Q3/2026. Consolidated figures as at 31/12/2025 are the figures restated in the reviewed interim consolidated FS for 2026.

Receivables and Payables – Separate

Unit: VND billion

Item	31/12/2024	31/12/2025	% change 2025/2024	30/06/2026	30/09/2026
Receivables	7.033	8.630	22,7%	16.429	23.075
Interest and fees receivable	3.283	3.961	20,7%	5.769	6.577
Deferred CIT assets	0	0	—	0	0

Item	31/12/2024	31/12/2025	% change 2025/2024	30/06/2026	30/09/2026
Other assets	4.518	5.578	23,5%	6.169	6.312
Provisions for other on-balance sheet assets	(30)	0	-100,0%	0	0
Total receivables (Other assets)	**14.804**	**18.169**	**22,7%**	**28.367**	**35.964**
Interest and fees payable	3.520	5.080	44,3%	7.186	8.596
Deferred CIT liabilities	0	0	—	0	0
Other payables and liabilities	2.498	2.603	4,2%	2.579	3.669
Total payables (Other liabilities)	**6.018**	**7.683**	**27,7%**	**9.765**	**12.265**

Source: Audited separate FS for 2024 and 2025, reviewed interim separate FS for 2026 and separate FS for Q3/2026

2.1.2. Bonds not yet matured

Information on TPBank's bonds not yet matured (value, interest rate, issue date, tenor, characteristics and type of bonds) is presented in Section 7.3, Part IV of this Prospectus.

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2.1.3. Statutory payments

TPBank declares and pays in full all taxes and obligations to the State Budget in accordance with the law. The balances of taxes and amounts payable to the State Budget at the relevant dates are as follows:

Taxes and amounts payable to the State – Consolidated

Unit: VND billion

Item	31/12/2024	31/12/2025	Change 2025/2024	30/06/2026
Value added tax	34	54	61,2%	49
Corporate income tax payable	1.309	1.599	22,1%	1.087
Other taxes	49	56	15,6%	115
Total	**1.392**	**1.709**	**22,8%**	**1.251**

Source: Audited consolidated FS for 2024 and 2025 and reviewed interim consolidated FS for 2026

Taxes and amounts payable to the State – Separate

Unit: VND billion

Item	31/12/2024	31/12/2025	Change 2025/2024	30/06/2026
Value added tax	34	53	57,0%	45
Corporate income tax payable	1.309	1.587	21,2%	1.059
Other taxes	48	44	-7,9%	106
Total	**1.391**	**1.684**	**21,0%**	**1.210**

Source: Audited separate FS for 2024 and 2025 and reviewed interim separate FS for 2026

2.1.4. Appropriation to funds

TPBank appropriates to the Supplementary charter capital reserve, the Financial reserve and the Bonus and welfare fund from the previous year's undistributed profit after tax in accordance with the Resolutions of the Annual General Meeting of Shareholders, specifically: in 2024 from 2023 profit under Resolution No. 01/2024/NQ-TPB.ĐHĐCĐ dated 23/4/2024; in 2025 from 2024 profit under Resolution No. 01/2025/NQ-TPB.ĐHĐCĐ dated 24/4/2025; in the first 6 months of 2026 and the first 9 months of 2026 from 2025 profit under Resolution No. 01/2026/NQ-TPB.ĐHĐCĐ dated 24/4/2026.

Appropriation to funds – Separate

Unit: VND billion

Item	2024	2025	% change 2025/2024	First 6 months of 2026	First 9 months of 2026
Supplementary charter capital reserve	223	607	172,0%	727	727
Financial reserve	446	607	36,0%	655	655
Bonus and welfare fund	5	5	0,0%	5	5

Source: Audited separate FS for 2024 and 2025, reviewed interim separate FS for 2026 and separate FS for Q3/2026

The appropriation to funds is made by TPBank in accordance with the law on the financial regime applicable to credit institutions and TPBank's Charter. From 01/8/2025, TPBank appropriates to the Supplementary charter capital reserve 10% of profit after tax (with a maximum balance equal to charter capital) and to the Financial reserve 10% of profit after tax after deducting the appropriation to the Supplementary charter capital reserve.

2.1.5. Major changes that may affect the financial condition of the Issuer since the end of the most recent financial year

On 24/4/2026, the 2026 Annual General Meeting of Shareholders approved the plan to pay cash dividends at a rate of 5% and the plan to increase charter capital in 2026 through the issuance of shares to pay dividends at a rate of 15%. On 12/8/2026, TPBank's Board of Directors issued Resolution No. 28/2026/NQ-TPB.HĐQT implementing the plan to issue shares to pay dividends. On 10/9/2026, the State Bank of Vietnam issued Official Letter No. 8301/NHNN-QLGS approving the increase in TPBank's charter capital; on 18/9/2026, the State Securities Commission issued Official Letter No. 9274/UBCK-QLCB on the receipt of the complete report documents on the issuance of shares to pay dividends of TPBank. According to Notice No. 1958/TB-SGDHCM dated 28/9/2026 of the Ho Chi Minh City Stock Exchange, the record date for the exercise of rights was 05/10/2026. On 05/10/2026, TPBank completed the issuance of 416.088.023 shares to pay dividends, increasing TPBank's charter capital to VND 31.901.348.960.000 (Report on the results of the issuance of shares to pay dividends No. 111/2026/TPB.HĐQT dated 08/10/2026); on 12/10/2026, the State Securities Commission issued Official Letter No. 10121/UBCK-QLCB regarding the report documents on the results of the issuance of shares to pay dividends of TPBank. On 14/10/2026, TPBank paid cash dividends at a rate of 5%. Other than the above, from 31/12/2025 to the date of preparation of this Prospectus, TPBank has had no other major changes that may affect its financial condition.

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2.2. Key financial indicators

Item	Unit	Consolidated				Separate			
		2024	2025	First 6 months of 2026	First 9 months of 2026	2024	2025	First 6 months of 2026	First 9 months of 2026
1. Capital indicators									
Charter capital (*****)	*VND billion*	26.420	27.740	27.740	27.740	26.420	27.740	27.740	27.740
Own capital	*VND billion*	44.225	56.342	58.019	59.165	44.124	49.066	51.477	52.555
Capital adequacy ratio	%	13,15%	14,35%	13,32%	12,77%	13,12%	12,81%	12,14%	11,68%
2. Asset quality									
Overdue loan ratio	%	3,29%	2,93%	3,75%	4,73%	3,29%	2,95%	3,77%	4,76%
Non-performing loan ratio	%	1,52%	1,29%	1,86%	2,10%	1,52%	1,29%	1,87%	2,12%
(Loans and advances to customers + loans to other credit institutions)/Total assets	%	61,88%	62,13%	64,55%	57,91%	61,88%	62,95%	65,44%	58,68%
Interest-earning assets/Total on-balance sheet assets	%	96,2%	95,5%	93,5%	92,8%	96,2%	96,1%	94,5%	93,3%
3. Liquidity									
Average high-quality liquid assets/Average total assets (*)	%	n/a	n/a	n/a	n/a	16,3%	17,6%	20,7%	22,3%
Ratio of short-term funds used for medium- and long-term lending (**)	%	n/a	n/a	n/a	n/a	19,0%	18,9%	26,8%	24,6%
Loan-to-deposit ratio (**)	%	n/a	n/a	n/a	n/a	67,64%	68,80%	70,76%	65,34%

Item	Unit	Consolidated				Separate			
		2024	2025	First 6 months of 2026	First 9 months of 2026	2024	2025	First 6 months of 2026	First 9 months of 2026
4. Results of operations									
Profit before tax/Average owners' equity (***)	%	21,16%	22,55%	18,37%	19,94%	21,14%	22,76%	20,67%	21,41%
Profit before tax/Average total assets (***)	%	2,00%	2,08%	1,67%	1,79%	2,00%	2,06%	1,77%	1,81%
Net interest margin (NIM) (***)	%	3,58%	3,12%	2,83%	2,96%	3,58%	3,13%	2,87%	2,96%
Return on assets (ROA): Profit after tax/Average total assets (***)	%	1,60%	1,67%	1,33%	1,42%	1,60%	1,65%	1,41%	1,44%
Return on equity (ROE): Profit after tax/Average owners' equity (***)	%	16,90%	18,08%	14,64%	15,83%	16,89%	18,19%	16,52%	17,01%
Earnings per share (EPS)	*VND/share*	2.187	2.668	1.259	2.092	n/a	n/a	n/a	n/a
Service income/Total income (****)	%	24,32%	29,06%	33,61%	35,67%	24,31%	29,25%	31,36%	33,78%
Net fee and commission income/Profit before tax (****)	%	44,26%	45,04%	53,17%	47,68%	44,24%	45,68%	46,71%	43,15%

(*) Indicator calculated by TPBank in accordance with the guidance of the State Bank of Vietnam on the rating of credit institutions, on the basis of separate financial data.

(**) Indicators calculated by TPBank in accordance with Circular No. 22/2019/TT-NHNN dated 15/11/2019 of the State Bank of Vietnam prescribing prudential limits and ratios in the operations of banks and foreign bank branches (as amended and supplemented), on the basis of separate financial data.

(***) The indicators for 2024, 2025, the first 6 months of 2026 and the first 9 months of 2026 are calculated by TPBank consistently using the method prescribed in Circular No. 21/2025/TT-NHNN dated 31/7/2025 of the State Bank of Vietnam on the rating of credit institutions and foreign bank branches; the indicators for the first 6 months of 2026 and the first 9 months of 2026 have been annualized.

(****) Service income is fee and commission income (before deducting fee and commission expenses); total income is total operating income; net income from services is net fee and commission income.

(*****) As at 30/9/2026, TPBank's charter capital was VND 27.740.468.730.000. On 05/10/2026, TPBank completed the issuance of shares to pay dividends under Resolution No. 28/2026/NQ-TPB.HĐQT dated 12/8/2026; TPBank's charter capital increased to VND 31.901.348.960.000.

n/a: Not applicable.

Opinion of the independent auditor on the financial indicators: *None.*

3. Opinion of the auditor on the financial statements of the Issuer

KPMG Limited is the auditor that audited TPBank's separate and consolidated financial statements for 2024 and 2025 and reviewed TPBank's interim separate and consolidated financial statements for 2026. The audit opinions and review conclusions on these financial statements are all unqualified.

Audited financial statements for 2024:

Separate financial statements: According to Audit Report No. 24-02-00185-25-1 dated 27/3/2025 of KPMG Limited: "In our opinion, the separate financial statements give a true and fair view, in all material respects, of the unconsolidated financial position of Tien Phong Commercial Joint Stock Bank as at 31 December 2024 and of its unconsolidated results of operations and its unconsolidated cash flows for the year then ended in accordance with the Vietnamese Accounting Standards, the Vietnamese Accounting System for Credit Institutions issued by the State Bank of Vietnam and the relevant statutory requirements applicable to financial reporting".

Consolidated financial statements: According to Audit Report No. 24-02-00185-25-2 dated 27/3/2025 of KPMG Limited: "In our opinion, the consolidated financial statements give a true and fair view, in all material respects, of the consolidated financial position of Tien Phong Commercial Joint Stock Bank and its subsidiary as at 31 December 2024 and of their consolidated results of operations and their consolidated cash flows for the year then ended in accordance with the Vietnamese Accounting Standards, the Vietnamese Accounting System for Credit Institutions issued by the State Bank of Vietnam and the relevant statutory requirements applicable to financial reporting".

Audited financial statements for 2025:

Separate financial statements: According to Audit Report No. 25-02-00094-26-1 dated 30/3/2026 of KPMG Limited: "In our opinion, the separate financial statements give a true and fair view, in all material respects, of the unconsolidated financial position of Tien Phong Commercial Joint Stock Bank as at 31 December 2025 and of its unconsolidated results of operations and its unconsolidated cash flows for the year then ended in accordance with the Vietnamese Accounting Standards, the Vietnamese Accounting System for Credit Institutions issued by the State Bank of Vietnam and the relevant statutory requirements applicable to financial reporting".

Consolidated financial statements: According to Audit Report No. 25-02-00094-26-2 dated 30/3/2026 of KPMG Limited: "In our opinion, the consolidated financial statements give a true and fair view, in all material respects, of the consolidated financial position of Tien Phong Commercial Joint Stock Bank and its subsidiaries as at 31 December 2025 and of their consolidated results of operations and their consolidated cash flows for the year then ended in accordance with the Vietnamese Accounting Standards, the Vietnamese Accounting System for Credit Institutions issued by the State Bank of Vietnam and the relevant statutory requirements applicable to financial reporting".

Reviewed interim financial statements for 2026:

Interim separate financial statements: According to Review Report No. 25-02-00110-26-1 dated 14/08/2026 of KPMG Limited: "Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim separate financial statements do not give a true and fair view, in all material respects, of the unconsolidated financial position of Tien Phong Commercial Joint Stock Bank as at 30 June 2026 and of its unconsolidated results of operations and its unconsolidated cash flows for the six-month period then ended in accordance with the Vietnamese Accounting Standards, the Vietnamese

Accounting System for Credit Institutions issued by the State Bank of Vietnam and the relevant statutory requirements applicable to interim financial reporting."

Interim consolidated financial statements: According to Review Report No. 25-02-00110-26-2 dated 14/08/2026 of KPMG Limited: "Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim consolidated financial statements do not give a true and fair view, in all material respects, of the consolidated financial position of Tien Phong Commercial Joint Stock Bank and its subsidiaries as at 30 June 2026 and of their consolidated results of operations and their consolidated cash flows for the six-month period then ended in accordance with the Vietnamese Accounting Standards, the Vietnamese Accounting System for Credit Institutions issued by the State Bank of Vietnam and the relevant statutory requirements applicable to interim financial reporting."

4. Credit rating results

❖ Credit rating results of the Issuer

- [3]According to the Credit Rating Report dated 22/05/2026 of Vietnam Investors Service and Credit Rating Joint Stock Company (VIS Rating), the credit rating results of TPBank are as follows:
  - + Long-term Issuer Credit Rating: AA-.
  - + Rating Outlook: Stable.
- Credit rating agency: VIS Rating.
- Rating date: 22/05/2026.
- VIS Rating is not a related person of the Issuer.

❖ Credit rating results of the Bonds

None.

Pursuant to Clause 2, Article 19 of Decree No. 155/2020/NĐ-CP dated 31/12/2020 of the Government, as amended and supplemented by Point a, Clause 8, Article 1 of Decree No. 245/2025/NĐ-CP dated 11/9/2025 of the Government, bonds issued by credit institutions are not required to be credit rated.

The above rating result is the credit rating result of the Issuer, not the credit rating result of the Bonds.

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[3] *https://visrating.com/ket-qua-xep-hang-tin-nhiem/bao-cao/202605_tpb_rating_announcement_vn.137.html*

5. Revenue and profit plan

Unit: VND billion

Item	Separate - 2026	
	Plan	Increase/decrease compared with 2025 (*)
Net interest income	16.589	24,09%
Profit before tax	10.000	9,86%
Profit after tax	8.000	10,00%
Profit after tax/Net interest income ratio	48,23%	-6,18%
Profit after tax/Average owners' equity ratio	17%	-1,2%
Dividend payout ratio	20%	5%

Unit: VND billion

Item	Consolidated - 2026	
	Plan	Increase/decrease compared with 2025 (*)
Net interest income (**)	-	-
Profit before tax	10.300	11,58%
Profit after tax	8.240	11,32%
Profit after tax/Net interest income ratio (**)	-	-
Profit after tax/Average owners' equity ratio	16,65%	-1,43%
Dividend payout ratio	20%	5%

Source: TPBank. Net interest income and profit actually achieved in 2025 used for comparison are based on the audited separate and consolidated FS for 2025.

(*) Monetary indicators are compared by percentage increase/decrease; ratio indicators are compared by the difference between the 2026 planned ratio and the 2025 actual ratio.

(**) The 2026 plan on a consolidated basis is prepared for the profit indicators; the net interest income indicator is prepared on a separate basis.

❖ **Competent authority approving the plan:**

The 2026 Annual General Meeting of Shareholders approved the 2026 business plan targets under Resolution No. 01/2026/NQ-TPB.ĐHĐCĐ dated 24/04/2026, including: consolidated total assets of VND 600.000 billion; customer deposits and valuable papers issued of VND 391.000 billion; loans and debt securities issued by domestic economic organizations of VND 360.000 billion; a non-

performing loan ratio below 2,5%; consolidated profit before tax of VND 10.300 billion and separate profit before tax of VND 10.000 billion.

The 2026 plan targets may be adjusted in line with market developments and the policy direction of the State Bank of Vietnam.

❖ **Basis for achieving the above revenue and profit plan and profit sharing/dividend ratio:**

- **Basis for preparing the plan:**

TPBank's revenue and profit plan is prepared on the basis of forecasts that the macroeconomy will continue to maintain its growth momentum and that enterprises' production and business activities and the economy's credit demand will continue to improve, while closely following the policy direction of the Government and the State Bank of Vietnam on macroeconomic stability, inflation control, support for economic growth and ensuring the safety of the credit institution system.

The Bank's business plan is based on the following main drivers: credit growth in line with the limit assigned by the State Bank of Vietnam; optimizing the structure of liabilities and assets to maintain the efficiency of net interest margin (NIM); increasing non-interest income from services, payments, guarantees, trade finance, foreign exchange trading and financial products; and effectively controlling operating expenses and provisioning costs to improve business performance.

- **Business plan**

+ **For the individual customer segment**, TPBank continues to expand its customer base in strategic segments and strengthen customer segmentation to develop suitable products and solutions, focusing on young customers, household businesses and customers acquired through digital platforms, partners and ecosystems.

The Bank continues to upgrade its lending products towards simplifying processes, shortening approval times and enhancing integration on digital channels; gradually expanding the scope of automatic approval for standardized customer groups with appropriate databases. Card activities continue to be developed by expanding the online issuance of credit cards and debit cards and integrating promotional programmes and utilities with partners in the ecosystem.

For retail funding, TPBank aims to grow demand deposits (CASA) by expanding its base of payroll customers, SME customers using payroll services and good-quality customers, combined with product packages and policies suited to each segment.

+ **For the corporate customer segment**, the Bank focuses on developing credit products suited to enterprises' needs, prioritizing customers with a sound financial foundation and sectors with growth potential in line with the Government's economic development orientation, such as infrastructure construction, telecommunications and technology, manufacturing, exports, logistics, energy and priority sectors under the policy direction; while expanding its base of import-export customers, FDI enterprises and enterprises participating in global value chains.

The corporate customer policy is implemented through in-depth segmentation by industry, geographical area and value chain. TPBank continues to develop integrated solution packages combining credit, cash management, guarantees, international payments and trade finance to comprehensively meet customers' financial needs. In addition, the Bank strengthens non-interest income-generating activities and accelerates the digitalization and automation of service delivery processes to enhance customer experience and operational efficiency.

+ **For the large corporate customer segment**, TPBank aims to focus on target customer groups, including state-owned enterprises operating in the telecommunications, oil and gas – petroleum, electricity and mining sectors; financial institutions such as insurance companies and securities companies; enterprises operating in energy, digital technology infrastructure and transport infrastructure, and real estate enterprises whose developers and projects meet the Bank's criteria; while expanding to corporate groups, large customer groups and large-scale manufacturing enterprises.

  On that basis, the Bank develops financial solutions suited to the needs of each customer, including credit, bonds, trade finance and financial market products, and provides appropriate derivative instruments to help customers manage interest rate risk, exchange rate risk and other financial risks.

+ **For funding and investment activities,** TPBank continues to expand its relationships with domestic and foreign banks and financial institutions, while strengthening its analysis and forecasting of monetary policy and market developments to support the management of funding, liquidity and investment activities.

  The Bank continues to develop individual and corporate customers for foreign exchange products, structured products and money transfers, while researching and developing payment channels, international payment solutions and trade finance suited to the needs of customers and financial institutions.

- **Risk management:**

+ TPBank continues to improve its risk management system in accordance with Basel standards and the requirements of the State Bank of Vietnam, focusing on implementing the requirements of Circular No. 14/2025/TT-NHNN, while calculating and monitoring liquidity indicators such as the liquidity coverage ratio (LCR), the net stable funding ratio (NSFR) and other prudential indicators in accordance with regulations and the application roadmap.

+ The Bank aims to build a proactive and consistent risk management system across the entire system, strengthening information connectivity and coordination between risk management units and business units to enhance the ability to identify, provide early warnings of and handle risks. Credit portfolio monitoring is carried out by customer, industry and sector, combined with stress testing, environmental and social risk management and green credit development. TPBank also continues to improve its credit risk measurement models, scorecard systems and model validation for credit granting and portfolio management.

- **Human resources policy:**

TPBank continues to ensure human resources in line with its business development needs, improve recruitment quality and review its organizational structure towards a lean and efficient model, prioritizing resources for the direct sales force and optimizing staff in support functions.

The Bank continues to implement succession planning, training and development programmes for pipeline and high-potential staff, while focusing on training in corporate culture, data, artificial intelligence (AI), Agile management methods and capabilities supporting the transformation process. Training focuses on developing successor managers, enhancing sales and sales management capabilities, building competency frameworks and training roadmaps for core operations, and increasing the application of technology to improve training effectiveness and experience.

- **Maintaining the digital banking orientation:** TPBank continues to regard technology and digital transformation as one of the foundations for its business activities and for improving operational efficiency.
  - For technology infrastructure and security, TPBank continues to modernize its infrastructure towards cloud readiness, upgrade its network architecture and expand wide-area connectivity; and strengthen monitoring, detection and handling of cyber security incidents, application programming interface (API) security and identity and access management.
  - At the application layer, the Bank continues to automate system development and operation processes and apply data to reduce manual operations and enhance early warning and risk control capabilities.

- **Network development:**

TPBank continues to review and assess the performance of its network, transaction points and business models at each unit in order to make appropriate adjustments. In parallel with its traditional network of branches and transaction offices, the Bank continues to leverage its LiveBank system to expand its customer service capacity and optimize operating costs.

In 2026, TPBank expects to continue reviewing and planning its LiveBank system in line with market demand and the performance of each location, targeting approximately 460–470 LiveBank points.

- **Optimizing the ecosystem – subsidiaries:**

TPBank continues to strengthen its governance model and coordination mechanisms with its subsidiaries and associates in order to effectively leverage the Bank's financial ecosystem. Coordination between the Bank and the entities in the ecosystem is guided by the principle of leveraging the strengths of each entity, expanding business opportunities and providing diverse financial solutions to customers, while ensuring risk management and compliance with the law.

- **Strengthening capital and optimizing operating costs:**

TPBank continues to enforce budget discipline across the entire system and regularly reviews its cost structure and the efficiency of resource utilization in order to implement savings and cost optimization measures in line with its business objectives.

In addition, the Bank accelerates the application of technology, digitalization and process automation to improve labour productivity, reduce manual work and optimize resources. TPBank also strengthens the assessment of the effectiveness of digital transformation programmes and improves its databases and analytical capabilities to support management, identify inefficient expenses or investments and improve the quality of decision-making.

❖ **Assessment of the Advisory Organization on the revenue and profit plan:**

As the advisory organization for the offering, Tien Phong Securities Corporation ("**TPS**") has collected information and carefully and reasonably researched, analysed and assessed the information relating to TPBank's operations on the basis of the dossiers and documents provided by TPBank and the information disclosed in accordance with regulations.

On the basis of the audited or reviewed financial statements, the results of operations in recent years, governance and management capacity, market position, risk management and development orientation of TPBank, TPS notes that the Bank has maintained growth in its scale of operations,

business performance and capital base. TPBank's business plans and development orientation have been prepared on the basis of the Bank's current operations and development orientation.

Based on the information collected and the results of its analysis and assessment, TPS is of the view that TPBank's business plan, development strategy and profit-generating capacity have a basis for implementation, provided that there are no significant adverse developments in the macroeconomic environment, the financial and monetary market, regulatory policies or force majeure factors that materially affect the Bank's operations.

The above comments are made from the perspective of the advisory organization, on the basis of the information and documents provided and disclosed at the time of preparation of this Prospectus and conventional financial analysis methods. These comments do not constitute a guarantee by TPS of TPBank's future results of operations, the ability to repay the Bonds or the value of the Bonds. The opinion of the Advisory Organization on the offering is presented in Part IX of this Prospectus. Investors should independently consider and assess the information in this Prospectus and the relevant risk factors before making an investment decision.

6. Bond offering plan for the next 03 (three) years

TPBank expects to publicly offer the Bonds in a maximum of 05 (five) tranches during 2026–2027 with a maximum total par value of VND 15.000 billion and a tenor of 10 years; the Bonds are non-convertible, without warrants, not secured by assets and without payment guarantees, and are subordinated debt designed to satisfy the conditions for inclusion in Tier 2 capital under Circular No. 14/2025/TT-NHNN; details are presented in Section 4, Part VI of this Prospectus. Other than the above offering programme, TPBank has no plan to publicly offer bonds in the next 03 years; specific bond offerings in each subsequent year will be considered and approved by TPBank's Board of Directors based on the Bank's funding balance and market conditions.

VI. INFORMATION ON THE OFFERING

Set out below is detailed information on the Bonds publicly offered by the Issuer and the terms and conditions of the Bonds offered. The Bonds are governed by the terms and conditions set out in this Part VI (hereinafter collectively referred to as the "Terms and Conditions of the Bonds").

By subscribing for the Bonds and/or receiving a Bond Ownership Transfer and becoming an owner of the Bonds, a Bondholder is deemed to have understood and agreed to all the contents and provisions of the Terms and Conditions of the Bonds and to be bound by the relevant provisions of this document.

The Bonds are offered in multiple tranches. The convening of Bondholders' Meetings, the collection of written opinions and the determination of voting results are carried out jointly on the total number of Outstanding Bonds of all Offering Tranches; resolutions and decisions passed are effective for all Outstanding Bonds.

Capitalized terms and/or phrases used and presented in this Prospectus and these Terms and Conditions of the Bonds shall have the following meanings:

- **"Issuer"**: means Tien Phong Commercial Joint Stock Bank, abbreviated as **"TPBank"**.
- **"Bonds"**: means the Tier 2 capital bonds publicly offered by TPBank under the Issuance Plan Resolution and this Prospectus, which are non-convertible, without warrants, unsecured, unguaranteed and have characteristics satisfying the Terms and Conditions of the Bonds.
- **"Outstanding Bonds"**: means the Tier 2 capital bonds publicly issued by TPBank under the Issuance Plan Resolution and this Prospectus which have not been redeemed, fully repaid as to

principal and interest or cancelled by the Issuer in accordance with the Terms and Conditions of the Bonds and the law.

- **"Issuance Plan Resolution":** means Resolution No. 35/2026/NQ-TPB.HĐQT dated 23/09/2026 of TPBank's Board of Directors approving the Issuance Plan, the Plan for the use and repayment of the proceeds from the offering and the listing of the publicly offered Bonds, and the amending and supplementing documents.
- **"Bondholders' Representative Agreement":** means the agreement for the provision of bondholders' representative services entered into between the Issuer and the Bondholders' Representative, setting out the rights, obligations and scope of representation of the Bondholders' Representative in respect of the Bondholders of all Offering Tranches under this Prospectus, and all agreements and appendices amending, supplementing or replacing it from time to time.
- **"Bond Ownership Transfer":** means purchase and sale, gift, donation, inheritance, exchange or other forms as prescribed by law that change the ownership of the Bonds.
- **"Bondholder":** means an organization or individual lawfully owning one or more Bonds whose name is recorded in the Register (before the Bonds are registered with VSDC) or in the list of bondholders managed by VSDC (after the Bonds are registered with VSDC).
- **"Investor":** means a domestic or foreign organization or individual permitted to purchase the Bonds in accordance with the law.
- **"Bondholders":** means all Bondholders, considered collectively when exercising voting rights or passing resolutions in respect of the Bonds.
- **"Register":** means the register recording information on Bondholders, the number of Bonds held and other related information, prepared and maintained by the Issuer before the Bonds are centrally registered with VSDC.
- **"Offering Tranche":** means a specific tranche of the offering of the Bonds under the Issuer's plan for the public offering of bonds in multiple tranches for 2026–2027, as detailed in the corresponding Issuance Notice.
- **"Issuance Notice"** or **"Offering Notice":** means the notice of the public offering of bonds for each Offering Tranche, published by the Issuer in accordance with Clause 3, Article 25 of the Law on Securities, specifying the volume, interest rate, tenor and offering conditions of that tranche, consistent with the principles and conditions disclosed in this Prospectus.
- **"Offering Registration Certificate":** means the Certificate of Registration for Public Offering of Bonds issued by the State Securities Commission to the Issuer for the public offering of the Bonds under this Prospectus.
- **"Bondholders' Meeting":** means a meeting of the Bondholders whose names are on the list of Bondholders as at the corresponding Record Date.
- **"Business Day":** means any day other than Saturdays, Sundays, public holidays and Tet holidays in Vietnam, including compensatory days off, and any day on which banks in Vietnam are permitted or required to close under the regulations of competent State authorities.
- **"Issue Date":** in respect of each bond code, means the date on which the collection of subscription monies for the Bonds of the offering tranche of that code ends.
- **"Maturity Date":** in respect of each bond code, means the date falling 10 (ten) full years from the Issue Date of that code.

- **"Record Date"** or **"List Closing Date"** means:

i. Where the Bonds have not been registered with VSDC: (i) the 07th (seventh) Business Day before the Interest Payment Date and/or the Maturity Date and/or the Redemption Date and/or the redemption date or other due date (if any); or (ii) the Business Day notified by the Issuer to determine the list of Bondholders entitled to attend a Bondholders' Meeting or to give written opinions, or in other cases where the list of Bondholders needs to be determined.

ii. Where the Bonds have been registered with VSDC: the Business Day fixed by the Issuer in accordance with the law and the regulations of VSDC to close the list of Bondholders entitled to receive payment on the relevant payment due date or to exercise other rights and obligations relating to the Bonds.

iii. The Business Day determined in accordance with the regulations of VSDC to close the list of Bondholders where the Issuer has no right to fix such List Closing Date.

- **"Interest Rate Determination Date":** for the first Interest Period, means the date on which TPBank issues the Issuance Notice of the corresponding offering tranche; for subsequent Interest Periods, means the 07th (seventh) Business Day before the first day of such Interest Period.
- **"Interest Payment Date":** in respect of each bond code, means each anniversary of the Issue Date up to the Maturity Date of that code.
- **"Redemption Date":** means the date on which the Issuer redeems the Bonds before maturity under Section 14, Part VI of this Prospectus, as determined in the Offer to Purchase Notice.
- **"Bond Documents":** include this Prospectus and the updates to this Prospectus; the Issuance Plan Resolution; the Bondholders' Representative Agreement; the Issuance Notice of each offering tranche; and documents amending, supplementing or replacing the above documents approved in accordance with the authority and procedures applicable to each document.
- **"Blocked Account for Receipt of Bond Subscription Monies":** means the blocked account for receipt of subscription monies for the Bonds of each Offering Tranche set out in Section 18, Part VI of this Prospectus.

In addition, certain other words and terms (if any) shall be construed as provided in the Law on Securities, the Law on Enterprises, the Law on Credit Institutions (and the Laws amending and supplementing the above Laws) and other relevant legal documents and guiding documents (if any).

1. Name of the Bonds:

TPBank's bonds publicly offered to supplement Tier 2 capital for 2026–2027.

The pre-listing Bond codes of each offering tranche are as follows:

Offering tranche	Pre-listing Bond code
Tranche 1	TPBC12601
Tranche 2	TPBC12602
Tranche 3	TPBC12701
Tranche 4	TPBC12702
Tranche 5	TPBC12703

The above Bond codes are used by the Issuer to identify the Bonds of each offering tranche and are stated in the Issuance Notice of the corresponding tranche. After the Bonds are registered with VSDC, the securities code assigned by VSDC is the official code of the Bonds.

2. Type of Bonds

2.1 Type of Bonds

The Bonds are non-convertible, have no warrants attached, are not secured by assets, have no payment guarantee and constitute direct repayment obligations of TPBank. The Bonds are subordinated debt designed to satisfy the conditions for inclusion in Tier 2 capital under Circular No. 14/2025/TT-NHNN.

All 150.000.000 Bonds offered under the Issuance Plan Resolution are of one type of Bonds; the number of each tranche and each code is merely an allocation within the total number of this type of Bonds.

The Bonds are issued and paid in Vietnamese Dong in book-entry form.

2.2 Other features of the Bonds

(i) In the event of bankruptcy, dissolution or liquidation of TPBank, Bondholders shall only be paid after TPBank has paid all other creditors.

(ii) The Issuer may suspend interest payments when interest on the Bonds falls due and carry accrued interest forward to the following year if the payment of interest would result in a loss in the Issuer's business results for the financial year in which such interest falls due.

(iii) Bondholders may not use their right to claim payment under the Bonds to set off their own financial obligations to TPBank.

3. Par value: The par value of the Bonds is VND 100.000/Bond (one hundred thousand dong per Bond).

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4. Total number of bonds offered: The Bonds are offered in a maximum of 05 (five) offering tranches with a maximum total number of 150.000.000 (One hundred and fifty million) Bonds, as follows:

Offering tranche	Initial indicative number of Bonds offered (Bonds)	Initial indicative aggregate par value offered (VND billion)	Tenor	Expected offering commencement
Tranche 1	30.000.000	3.000	10 years	Q4/2026
Tranche 2	30.000.000	3.000	10 years	Q4/2026
Tranche 3	30.000.000	3.000	10 years	Q1 – Q2/2027
Tranche 4	30.000.000	3.000	10 years	Q2 – Q3/2027
Tranche 5	30.000.000	3.000	10 years	Q3/2027
Total	**150.000.000**	**15.000**		

Principle for carrying forward undistributed Bonds: the number of 30.000.000 Bonds and the aggregate par value of VND 3.000.000.000.000 in each row of the above Table represent the initial indicative offering plan of each tranche. If a tranche is not fully distributed, the undistributed portion may be carried forward to the immediately following offering tranche and added to the initial indicative offering plan of that tranche, provided that conditions (i) to (iv) below are all satisfied; any portion that does not satisfy the carry-forward conditions shall not be automatically carried forward to another offering tranche. Each subsequent offering tranche may only be carried out after the immediately preceding offering tranche has ended.

The carrying forward of undistributed Bonds must simultaneously ensure that: (i) the number of Bonds offered in each tranche does not exceed the unissued portion of the total of 150.000.000 Bonds registered for offering; (ii) the total par value of the Bonds expected to be offered in each tranche, after adding the Bonds carried forward, does not exceed the owners' equity determined according to TPBank's consolidated financial statements, excluding non-controlling interests; (iii) the offering period of each tranche does not exceed 90 days, unless extended by the State Securities Commission in accordance with the law, and the interval between two consecutive offering tranches does not exceed 12 months; and (iv) the total number of offering tranches does not exceed 05 tranches; Bonds not fully distributed after the end of Tranche 5 shall not be carried forward to another offering tranche under the Issuance Plan Resolution.

5. Total par value of bonds offered: The maximum total par value of the Bonds offered is VND 15.000.000.000.000 (Fifteen trillion dong), as detailed in Section 4 of this Part VI.

Under the initial indicative offering plan, the par value of the Bonds offered in each offering tranche from Tranche 1 to Tranche 5 is VND 3.000 billion, equivalent to 6,21% of TPBank's consolidated owners' equity excluding non-controlling interests as at 30/09/2026 (VND 48.312,467 billion), according to the consolidated FS for Q3/2026. The above ratio is determined on the basis of the

initial indicative offering value of each tranche of VND 3.000 billion and does not include the value of undistributed Bonds carried forward from the immediately preceding offering tranche (if any).

6. Tenor of the Bonds:

The Bonds have a tenor of 10 years from the Issue Date of the corresponding bond code.

7. Interest rate:

7.1 The Bonds bear a floating interest rate (the "Interest Rate"), as follows:

Interest Rate = Reference Rate + Margin

Where:

+ **"Reference Rate"** for determining the Interest Rate is the average of the regular 12 (twelve)-month individual savings deposit interest rates in Vietnamese Dong, with interest paid at maturity, of Vietnam Joint Stock Commercial Bank for Industry and Trade, Joint Stock Commercial Bank for Investment and Development of Vietnam, Joint Stock Commercial Bank for Foreign Trade of Vietnam and Vietnam Bank for Agriculture and Rural Development, as published on the official websites of these four banks on the Interest Rate Determination Date. For the avoidance of doubt, the Reference Rate, if not a whole number, shall be rounded to two decimal places.

  If any of the above banks publishes multiple interest rates for the same 12-month term, the rate used shall be the lowest published rate.

  If, on the Interest Rate Determination Date, the published rate of one or some (but not all) of the above banks cannot be obtained, the Reference Rate shall be the average of the regular 12-month individual savings deposit interest rates in Vietnamese Dong, with interest paid at maturity, of the remaining banks; if the rates of none of the above banks can be obtained, the Reference Rate shall be the regular 12-month individual savings deposit interest rate in Vietnamese Dong, with interest paid at maturity, published by TPBank on the Interest Rate Determination Date.

  The Reference Rate is redetermined for each Interest Period of each Bond code.

+ **"Margin"** is determined on the basis of market conditions, market acceptance and TPBank's funding needs at the time of issuance, in compliance with the interest rate regulations of the State Bank of Vietnam from time to time. The maximum interest rate Margin under the Issuance Plan is 4,1% per annum. The specific Margin of each Bond code in each Offering Tranche shall be decided by the Chief Executive Officer before the launch of that Offering Tranche and published in the Issuance Notice of the corresponding Offering Tranche, provided that it does not exceed the maximum interest rate margin under the Issuance Plan approved by the Board of Directors.

  The specific interest rate and the principles for determining the interest rate of the Bonds for each offering tranche are published in the Issuance Notice of each offering tranche.

7.2 If the law provides for an interest rate cap applicable to the Bonds:

(i) if such interest rate cap is not effective or not mandatorily applicable to the Interest Rate set out in point 7.1 of this Section, the Interest Rate shall continue to apply as set out in point 7.1 of this Section;

(ii) if such interest rate cap is effective and applicable to the Interest Rate and the Interest Rate set out in point 7.1 of this Section exceeds the interest rate cap prescribed by law, the Interest Rate shall be the maximum interest rate cap permitted by law; and

(iii) If such interest rate cap is effective and applicable to the Interest Rate but the Interest Rate set out in point 7.1 of this Section does not exceed the interest rate cap prescribed by law, the Interest Rate shall be the interest rate determined as set out in point 7.1 of this Section.

7.3 On each Interest Rate Determination Date, the Issuer shall determine the Interest Rate applicable to the corresponding Interest Period in accordance with the principles set out in point 7.1, Section 7, Part VI.

The Issuer shall notify VSDC and the Bondholders' Representative of the result of the determination of the Interest Rate within the time limit and by the method and procedures in accordance with the law, the regulations of VSDC and the Terms and Conditions of the Bonds from time to time. The Issuer shall also publish the Interest Rate applicable to the next Interest Period on the Issuer's official website no later than 02 (two) Business Days before the first day of such Interest Period.

For the first Interest Period, the Interest Rate is determined and published in accordance with the Issuance Notice of the corresponding Offering Tranche. The result of the Issuer's determination of the Interest Rate applies to all Bonds of the corresponding code, except in the case of a manifest error in the calculation or determination of the Interest Rate.

8. Interest and principal payment terms:

a. Interest payment term of the Bonds:

"Interest Period": means the period for determining the interest on the Bonds, with interest paid periodically every 12 months from the Issue Date. Specifically:

(i) for the first Interest Period: the period from (and including) the Issue Date to (but excluding) the first Interest Payment Date;

(ii) for subsequent Interest Periods: the period from (and including) the immediately preceding Interest Payment Date to (but excluding) the next Interest Payment Date; and

(iii) for the last Interest Period: the period from (and including) the immediately preceding Interest Payment Date to (but excluding) the Maturity Date or the date on which the Bonds are redeemed before maturity, as the case may be.

b. Principal repayment term of the Bonds: The principal of the Bonds is repaid in a single payment on the Maturity Date or on the early redemption date for the portion of the Bonds redeemed by the Issuer under Section 14, Part VI of this Prospectus. For the portion of the Bonds redeemed by the Issuer before maturity under Section 14, Part VI of this Prospectus, the interest for the last Interest Period is paid on the Redemption Date and is included in the redemption price set out in Section 14.1, Part VI of this Prospectus.

For the avoidance of doubt, if an Interest Payment Date, the Maturity Date, an early redemption date or any other payment due date is not a Business Day, the payment of interest and/or principal of the Bonds shall be made on the immediately following Business Day. Except as provided in the paragraph below, Bondholders shall not be entitled to interest or any other benefit on the amount paid late because the payment due date is not a Business Day.

If the Maturity Date, the Redemption Date or any other principal payment due date is not a Business Day, then for each Bond held by a Bondholder whose principal falls due, the Bondholder shall continue to be entitled to interest on the principal of such Bond at the Interest Rate applicable to the Interest Period in which the Issuer is required to pay such principal, for the period from and including such due date to but excluding the actual payment date, calculated on the basis of a 365 (three hundred and sixty-five)-day year.

c. Method of payment of principal and interest on the Bonds: Interest and principal of the Bonds shall be paid by transfer to the registered account of the Bondholder or by other methods in accordance with the regulations of VSDC (for Bonds deposited with VSDC).

d. Interest:

(i) Interest on the Bonds is calculated on the actual number of days in the Interest Period, on the basis of a 365-day year, according to the following formula:

$$\text{Bond interest} = \text{Total par value of Bonds held on the Record Date} \times \text{Interest Rate applicable to such Interest Period} \times \frac{\text{Actual number of days in the Interest Period}}{365}$$

(ii) If the principal of the Bonds is not paid in full or payment is refused other than in accordance with the Terms and Conditions of the Bonds, the overdue principal of the Bonds shall continue to bear interest at the Interest Rate applicable to the Interest Period in which the Issuer is required to pay such principal, calculated on the basis of a 365-day year, from (and including) the Maturity Date, the Redemption Date or the date on which the Bonds are declared due and payable under Section 11, Part VI of this Prospectus, as the case may be, to (but excluding) the date on which such overdue principal is paid in full to the Bondholders.

(iii) If the interest on the Bonds is not paid in full or payment is refused (except in the case set out in point e, Section 8 of this Part VI) other than in accordance with the Terms and Conditions of the Bonds, the overdue interest on the Bonds shall continue to bear interest at the Interest Rate of the Interest Period in which such interest arose, calculated on the basis of a 365-day year, from (and including) the date on which such interest falls due to (but excluding) the date on which such overdue interest is paid in full to the Bondholders.

(iv) If the Issuer has transferred the payment of interest and/or principal of the Bonds in accordance with the Terms and Conditions of the Bonds but the Bondholder does not receive it for reasons not attributable to the Issuer, the Issuer shall separately monitor such amount and pay it to the Bondholder no later than the next Business Day after the error has been resolved; such amount shall not bear interest for the period during which it remains unpaid.

(v) For Bondholders who have not deposited their Bonds with a depository member of VSDC, the principal and interest of the Bonds shall be transferred to the Bondholder's account; the transfer fee shall be borne by the Issuer if the receiving account is opened at the Issuer, and by the Bondholder if the receiving account is opened at another credit institution, in which case it shall be deducted from the amount receivable by the Bondholder before the transfer. Where the Bonds have been deposited with VSDC, the payment of principal and interest of the Bonds shall be made in accordance with the regulations of VSDC.

(vi) Payments of principal and interest of the Bonds to Bondholders are the amounts remaining after deduction of taxes in accordance with the law (if any), as set out in Section 19, Part VI of this Prospectus. The Issuer is not required to pay any additional amount to compensate for the taxes deducted.

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e. Suspension of interest payments

(i) The Issuer has the right to suspend the payment of interest on the Bonds when due and to carry accrued interest forward to the following year if the payment of interest would result in a loss in the Issuer's business results for the financial year in which such interest falls due (the "**Deferred Interest Amount**"). The suspension of interest payments by the Issuer in accordance with the preceding sentence shall not be deemed a breach of any provision of the Terms and Conditions of the Bonds for any purpose. The Interest Period in respect of which the Issuer suspends the payment of interest is the "**Deferral Period**" for such interest payment. The exercise by TPBank of the right to suspend interest payments and carry accrued interest forward to the following year does not change the Interest Payment Dates determined on the basis of the Issue Date of the corresponding Bond code.

(ii) The Deferred Interest Amount shall not be added to the principal of the Bonds and shall bear interest from (and including) the Interest Payment Date of the Deferral Period to (but excluding) the actual date of payment to the Bondholders (being the date on which the Issuer pays the Bondholders the Deferred Interest Amount and the interest accrued on the Deferred Interest Amount).

(iii) The Deferred Interest Amount and the interest accrued on the Deferred Interest Amount shall be paid by the Issuer to the Bondholders on the first Interest Payment Date after the Deferral Period on which such payment would not result in a loss in the Issuer's business results for the financial year in which that Interest Payment Date falls.

(iv) The Interest Rate applicable to the Deferred Interest Amount is the Interest Rate of the relevant Deferral Period (this interest rate remains unchanged throughout the period of suspension of interest payments), calculated on the basis of a 365 (three hundred and sixty-five)-day year.

9. Offering price: Equal to the par value of the Bonds, being VND 100.000/Bond (one hundred thousand dong per Bond).

10. Order of payment priority in the event the Issuer becomes insolvent/ceases operations:

At any time after issuance, the Bonds constitute direct repayment obligations of the Issuer. In the event of bankruptcy, dissolution or liquidation of TPBank, Bondholders shall only be paid after TPBank has paid all other creditors. Bonds issued in the same Offering Tranche rank equally in priority of payment at all times, and no Bond has priority of payment over any other Bond.

11. Rights and obligations of Bondholders

11.1. Rights of Bondholders:

Unless otherwise provided by law, each Bondholder whose name is recorded in the Register maintained by the Issuer (before the Bonds are registered with VSDC) or in the list of Bondholders managed by VSDC (after the Bonds are registered with VSDC) shall be the sole owner of the Bonds in all respects and shall be entitled to receive all payments, notices and reports and to enjoy other rights relating to such Bonds.

Bondholders have the following basic rights:

a. To receive payments of principal and interest of the Bonds in accordance with the Terms and Conditions of the Bonds and the relevant Bond Documents;

b. To transfer, give, donate, bequeath and carry out other forms of transfer of ownership in accordance with the law and the regulations of VSDC.

For the avoidance of doubt:

- The Bonds may only be transferred after the Bonds have been centrally registered with VSDC and admitted to trading on HNX. During the period from the end of each Offering Tranche until the Bonds of that tranche are admitted to trading on HNX, the Bonds may not be transferred, except for transfers of ownership in accordance with the law and the regulations of VSDC. For the avoidance of doubt, before the Bonds are registered with VSDC, the Bonds may not be transferred or have their ownership transferred; after the Bonds are registered with VSDC and before they are admitted to trading on HNX, transfers of ownership may only be carried out through VSDC in accordance with the law and the regulations of VSDC. The delivery of Bond Ownership Certificates to purchasers shall be carried out by the Issuer within 30 (thirty) days from the end of the Offering Tranche in accordance with Clause 6, Article 26 of the Law on Securities.
- After the Bonds are registered with VSDC and/or listed on HNX, the transfer and recording of ownership of the Bonds shall be in accordance with the regulations of VSDC, the regulations of HNX and the relevant laws.

c. Before the Bonds are registered with VSDC, a Bondholder whose name is recorded in the Register is entitled to request the Issuer to issue a Bond Ownership Certificate, unless the Bondholder has authorized the Issuer to carry out the procedures for central depository. After the Bonds are registered with VSDC, the issuance of Bond Ownership Certificates only applies to undeposited Bonds or in other cases in accordance with the relevant laws and the regulations of VSDC and HNX (if applicable). The re-issuance of Bond Ownership Certificates and changes of information for Bonds not deposited with VSDC shall be carried out in accordance with the Issuer's regulations;

d. Rights upon the occurrence of Events of Default of the Issuer:

Upon the occurrence of any of the following events, each such event being referred to as an **"Event of Default":**

(i) Non-payment: The Issuer fails to pay the principal and/or interest of the Bonds when due in accordance with the Terms and Conditions of the Bonds and such non-payment has not been remedied within 30 (thirty) Business Days from the payment due date, except where the Issuer is entitled to suspend interest payments in accordance with point e, Section 8, Part VI of this Prospectus; or

(ii) Insolvency: The Issuer becomes insolvent or falls into another situation giving rise to the right to request the opening of bankruptcy proceedings against the Issuer in accordance with the law on recovery and bankruptcy, and such situation does not cease or is not remedied within 30 (thirty) Business Days; or

(iii) Bankruptcy, dissolution: a court decision or a resolution/decision of a competent authority is passed on the bankruptcy or dissolution of the Issuer, and such decision or resolution is not withdrawn/annulled within 30 (thirty) Business Days from the date on which it is made.

Accordingly:

- Upon the occurrence of the Event of Default referred to in Point (i) above, the Bondholders, through the Bondholders' Representative and on the basis of a valid resolution of the Bondholders, have the right to initiate a lawsuit at a competent Court of Vietnam to require the Issuer to comply with its obligation to pay the principal and/or interest of the Bonds that has fallen due, in accordance with the prevailing law on civil procedure.

- Upon the occurrence of the Event of Default referred to in Point (ii) above, the Bondholders, through the Bondholders' Representative and on the basis of a valid resolution of the Bondholders, have the right to request a competent Court of Vietnam to open bankruptcy proceedings against the Issuer, if permitted by the relevant law on recovery and bankruptcy.

Upon the occurrence of the Event of Default referred to in Point (iii) above (whether or not an Event of Default referred to in Point (i) or Point (ii) has occurred and is continuing), any Bondholder may send a written notice, deemed effective on the date of receipt, to the Bondholders' Representative requesting the Bondholders' Representative to declare the Bonds due and payable. Immediately after receiving the Bondholder's notice under this point and verifying the information that the above event has occurred, the Bondholders' Representative shall send a notice to the Issuer, the other Bondholders and other relevant parties (if any) declaring the Bonds due and payable. In this case, all principal, accrued interest and other amounts (if any) under the Bonds shall be deemed immediately due and payable, and the Issuer shall redeem all Outstanding Bonds at a redemption price equal to the par value of the Bonds plus accrued and unpaid interest and other amounts (if any) under the Bonds up to the redemption date, calculated using the formula in point d, Section 8, Part VI of this Prospectus.

For the avoidance of doubt, in all cases, payments in respect of the Bonds must comply with their subordinated nature and the order of payment priority set out in Section 10, Part VI of this Prospectus.

e. To attend and vote at Bondholders' Meetings and to be consulted and vote on matters relating to the Bonds in accordance with the Terms and Conditions of the Bonds and the Bond Documents.

The order and procedures for convening Bondholders' Meetings and collecting the written opinions of Bondholders are set out in the Regulations on the organization of meetings and collection of opinions of Bondholders (Appendix 01 to the Bondholders' Representative Agreement in Appendix 6 to this Prospectus) (the "Meeting Regulations").

Under the Meeting Regulations: (i) one or more Bondholders representing 10% or more of the total number of Outstanding Bonds with voting rights are entitled to request the convening of a Bondholders' Meeting, request the collection of the written opinions of Bondholders and propose additional items for the meeting agenda (the chairperson must accept and add valid proposals to the meeting agenda, unless the proposal violates the law, is contrary to the Issuer's Charter or does not fall within the decision-making authority of the Bondholders' Meeting); (ii) each Outstanding Bond with voting rights carries 01 (one) vote; (iii) a Bondholders' Meeting may be held when Bondholders representing 65% or more of the total number of Outstanding Bonds with voting rights are in attendance; resolutions and decisions at a Bondholders' Meeting or by way of collection of opinions are passed when approved by Bondholders representing 65% of the total number of Outstanding Bonds with voting rights, unless the Terms and Conditions of the Bonds provide for a higher threshold; (iv) Bondholders are entitled to receive copies of the minutes of the Bondholders' Meeting or the vote counting minutes and the summary of decisions within 05 (five) Business Days from the end of the Bondholders' Meeting or the end of the period for receiving opinions; (v) where a Bondholders' Meeting is convened as a result of a breach by the Issuer and the resolutions and decisions of the Bondholders' Meeting are validly passed, all reasonable costs of organizing the Bondholders' Meeting shall be paid by the Issuer or reimbursed to the convener.

f. To request the Issuer to keep confidential the information relating to the Bond balances and transactions of the Bondholder, unless the Issuer is required to disclose such information in accordance with the law;

g. Other rights in accordance with the prevailing law, the Terms and Conditions of the Bonds and the relevant Bond Documents.

11.2. Obligations of Bondholders:

a. To fully access the information disclosed by the Issuer; to independently assess and take responsibility for their investment decisions and bear the risks arising from investing in and trading the Bonds; to understand and comply with the regulations on investment and trading on the securities market;

b. To be responsible for performing tax obligations arising from taxable income or any payment received by the Bondholder in relation to the Bonds in accordance with the law;

c. To cooperate in carrying out the procedures and tasks required by law or by the Issuer to complete the registration, central depository and listing of the Bonds;

d. To immediately notify the Issuer if a Bond Ownership Certificate is stolen or lost or is found to contain errors or mistakes. The Bondholder shall be fully responsible for any damage or loss caused by failure to immediately notify in accordance with this point;

e. To comply with the resolutions and decisions of the Bondholders validly passed in accordance with the Terms and Conditions of the Bonds and the Meeting Regulations, including where the Bondholder did not attend the Bondholders' Meeting, did not submit a ballot or voted against;

f. Where a request is made to convene a Bondholders' Meeting or to collect the opinions of Bondholders, the bearing of organizational costs shall be determined in accordance with the Meeting Regulations; a request to collect the opinions of Bondholders must be accompanied by security for the organizational costs as reasonably requested by the Issuer; to bear and advance fees and legal costs when the Bondholders' Representative, on behalf of the Bondholders, initiates a lawsuit or requests the opening of bankruptcy proceedings against the Issuer pursuant to a valid resolution of the Bondholders; the bearing of court fees and legal costs (if any) by the losing party shall be in accordance with the effective judgment or decision of the court and the law;

g. Other obligations in accordance with the Terms and Conditions of the Bonds, the Bond Documents and the law.

11.3. Changes to the rights of Bondholders:

For Bonds already issued, except for the condition relating to the Bondholders' Representative under Clause 4, Article 24 of Decree No. 155/2020/NĐ-CP, the terms and conditions of the Bonds may only be changed when all of the following conditions are satisfied in accordance with Clause 6, Article 7 of Decree No. 155/2020/NĐ-CP: (i) approved by the competent authority of the Issuer; (ii) approved by Bondholders representing 65% or more of the total number of Outstanding Bonds, except for the terms of the Bonds that may be changed under the Issuance Plan disclosed in this Prospectus; (iii) the information on the change is disclosed on the websites of the Issuer and the Stock Exchange.

12. Bondholders' Representative

12.1. Name of the Bondholders' Representative:

UP SECURITIES JOINT STOCK COMPANY ("UPSC")

Address: 8th Floor, Hapro Building, No. 11B Cat Linh Street, O Cho Dua Ward, Hanoi City

Telephone: (024) 3944 6666 Fax: (024) 3944 8071

12.2. Basic responsibilities of the Bondholders' Representative under Bondholders' Representative Agreement No. 01/2026/HĐĐDNSHTP/TPB-UPSC dated 24/09/2026 with the Issuer:

- To supervise the Issuer's compliance with its commitments in the registration dossier for the offering of the Bonds;
- To act as an intermediary between the Bondholders, TPBank and relevant organizations; to receive and forward accurately, fully and promptly official information, requests, feedback or complaints within the scope of representation;
- To report to the State Securities Commission if it discovers that the Issuer has committed violations affecting the interests of the Bondholders;
- To coordinate in organizing meetings or collecting the opinions of Bondholders when required by law or the Bond Documents and to perform the tasks within the responsibility of the Bondholders' Representative pursuant to valid resolutions;
- To verify information on Events of Default, send notices declaring the Bonds due and payable and, on behalf of the Bondholders, exercise the right to initiate lawsuits or request the opening of bankruptcy proceedings in accordance with point d, Section 11.1, Part VI of this Prospectus;
- Other tasks and duties of the Bondholders' Representative in accordance with the law and/or the Bond Documents.
- The Bondholders' Representative may be changed with the approval of Bondholders representing 65% or more of the total number of Outstanding Bonds in accordance with Clause 4, Article 24 of Decree No. 155/2020/NĐ-CP. Any change to other terms of the Bondholders' Representative Agreement must also be approved by the competent authority of the Issuer.

13. Security: The Bonds have no payment guarantee and are not secured by assets.

14. Early redemption of the Bonds

14.1. Early redemption of the Bonds at the Issuer's decision:

Unless otherwise provided by law, the Issuer may redeem part or all of the Bonds before the Maturity Date provided that, after such redemption, the prudential ratios and limits prescribed by law are still ensured and the requirements of the relevant laws (if any) are met. The Issuer shall report to the State Bank of Vietnam for supervision in accordance with Circular No. 14/2025/TT-NHNN.

a. The Issuer has the right (but not the obligation) to redeem before maturity part or all of the Outstanding Bonds by either of the following methods:

(i) Periodic redemption: On each Interest Payment Date, from (and including) the first Interest Payment Date (01 full year from the Issue Date), the Issuer may redeem part or all of the Bonds before maturity. Accordingly, Bondholders are obliged to sell back the portion of the Bonds redeemed by the Issuer at the Issuer's request.

Where the Issuer offers to redeem part of the Outstanding Bonds of all Bondholders at a specific ratio, each Bondholder is obliged to sell back to the Issuer part of its Bonds corresponding to that ratio in accordance with the Offer to Purchase Notice;

(ii) Redemption by agreement: The Issuer has the right to offer to redeem before maturity part or all of the Outstanding Bonds at any time after the Issue Date. Bondholders have the right to accept or reject the Issuer's redemption offer.

b. Redemption price:

(i) For periodic redemption, the redemption price is equal to 100% of the par value plus interest payable up to the Redemption Date, calculated using the formula in point d, Section 8, Part VI of this Prospectus, plus any unpaid Deferred Interest Amount and interest accrued on the Deferred Interest Amount (if any) under point e, Section 8, Part VI of this Prospectus, and is stated in the Offer to Purchase Notice;

(ii) For redemption by agreement, the price or the principles for determining the price shall be approved by the Board of Directors in the redemption plan and accepted by the participating Bondholders, in accordance with this Prospectus and applicable law.

c. Order and procedures for early redemption:

(i) To carry out the above early redemption of the Bonds, on the basis of the redemption plan approved by the Board of Directors, the Issuer shall issue and publish a notice of the offer to purchase the Bonds before maturity (the "Offer to Purchase Notice") to the Bondholders and carry out the procedures for closing the list of Bondholders within the time limits and in accordance with the procedures prescribed by law and the regulations of VSDC. The Offer to Purchase Notice shall state the number of Bonds to be redeemed, the redemption price, the redemption method, the principles for determining the number of Bonds to be redeemed from each Bondholder and the Redemption Date.

(ii) In the case of periodic early redemption, Bondholders are obliged to sell back the portion of the Bonds redeemed by the Issuer in accordance with the Offer to Purchase Notice.

(iii) In the case of early redemption by agreement, Bondholders shall carry out the procedures to register to sell back part or all of their Bonds to the Issuer in accordance with the Offer to Purchase Notice, as follows:

If the total number of Bonds that Bondholders register to sell back is equal to or less than the total number of Bonds that the Issuer offers to redeem under the Offer to Purchase Notice, the Issuer shall redeem all of the Bonds registered for sale by the Bondholders according to the number of Bonds that each such Bondholder registers to sell back.

If the total number of Bonds that Bondholders register to sell back exceeds the total number of Bonds that the Issuer offers to redeem under the Offer to Purchase Notice, the Issuer shall redeem the Bonds from all Bondholder(s) registering to sell back Bonds on a pro rata basis, as follows:

Number of Bonds redeemed by the Issuer from each Bondholder = (Number of Bonds that the Bondholder registers to sell back x Total number of Bonds that the Issuer offers to redeem) / Total number of Bonds that all Bondholders register to sell back

(iv) For the avoidance of doubt, where the Issuer redeems part of the Bonds before maturity, the number of Bonds actually redeemed by the Issuer from each Bondholder shall be rounded down to the nearest unit (if any fraction arises) to ensure that the total number of Bonds redeemed by the Issuer from all Bondholders does not exceed the total number of Bonds that the Issuer offers to redeem as stated in the Offer to Purchase Notice.

(v) Any Bonds redeemed by the Issuer under this Section shall not be counted in the votes entitled to be cast at a Bondholders' Meeting or in a Written Consultation of Bondholders convened to decide on matters relating to the Bonds in accordance with these Terms and Conditions of the Bonds.

(vi) Bonds redeemed by the Issuer before maturity under Section 14, Part VI of this Prospectus or at the Maturity Date shall only be cancelled after the Issuer has fully paid the Bondholders the principal and interest (including the Deferred Interest Amount and the interest accrued on the Deferred Interest Amount, if any) of such Bonds; cancelled Bonds may not be reissued or resold. The deregistration of the corresponding Bonds at VSDC shall be carried out in accordance with the law and the regulations of VSDC. In the case of early redemption of part of the listed Bonds, the Issuer shall change the listing registration in accordance with Article 118a of Decree No. 155/2020/NĐ-CP, as supplemented by Clause 45, Article 1 of Decree No. 245/2025/NĐ-CP; the Bonds that are not redeemed shall remain outstanding in accordance with the Terms and Conditions of the Bonds. Bond Ownership Certificates (if any) shall automatically cease to be valid from the time the Issuer fulfils its payment obligations in respect of the corresponding Bonds.

14.2. Early redemption of the Bonds in other cases: In accordance with the Terms and Conditions of the Bonds.

Except where an Event of Default specified in this Prospectus occurs and the Bonds are declared due and payable in accordance with the procedures set out in this Prospectus, Bondholders have no right to require TPBank to redeem or repay the Bonds before the Maturity Date. TPBank's non-exercise of its right of early redemption by way of periodic redemption or redemption by agreement does not constitute a breach of TPBank's obligations under the Bonds.

15. Distribution method

The Issuer shall distribute the Bonds directly to Investors at TPBank's head office and branches/transaction offices nationwide and/or through TPBank's electronic transaction channels in accordance with the information published in the Issuance Notice of the corresponding Offering Tranche.

The distribution of the Bonds may only be carried out after the Issuer has received the Offering Registration Certificate and published the Issuance Notice and the official Prospectus in accordance with Clause 5, Article 41 of Decree No. 155/2020/NĐ-CP, as amended and supplemented by Point b, Clause 19, Article 1 of Decree No. 245/2025/NĐ-CP.

The Issuer shall distribute the Bonds publicly and fairly and ensure the subscription period for Investors in accordance with the law. The subscription period for the Bonds of each Offering Tranche shall be at least 20 (twenty) days from the subscription commencement date published in the Issuance Notice of that tranche. The distribution period of the Bonds shall be in accordance with Clause 4, Article 26 of the Law on Securities and Clause 2, Article 28 of Decree No. 155/2020/NĐ-CP.

If, at the end of the subscription period, the total number of Bonds subscribed exceeds the number of Bonds permitted to be offered in the Offering Tranche, the Issuer must distribute all of the Bonds permitted to be offered to Investors in proportion to the subscription ratio of each Investor. In this case, if the number of Bonds distributed to an Investor is less than the minimum subscription amount set out in point c, Section 16, Part VI of this Prospectus, such Investor shall still be deemed to have successfully subscribed for the number of Bonds distributed.

If the total number of Bonds subscribed is equal to or less than the number of Bonds permitted to be offered in the Offering Tranche, the Issuer shall distribute to each Investor a number of Bonds equal to 100% of the number of Bonds subscribed by such Investor.

The offering of the Bonds under this Prospectus has no underwriting and no distribution agent.

16. Subscription for the Bonds

a. Subscription period: in accordance with Section 15, Part VI of this Prospectus. The specific subscription period and payment period for the Bonds of each Offering Tranche shall be published by the Issuer in the Issuance Notice of that Offering Tranche.

b. Persons eligible to subscribe for the Bonds: Vietnamese organizations and individuals and foreign organizations and individuals in accordance with the law.

c. Minimum subscription amount:

(i) The minimum number of Bonds that each Investor must subscribe for in each Offering Tranche shall be decided by the Chief Executive Officer before the launch of that Offering Tranche and published in the Issuance Notice of the corresponding Offering Tranche.

(ii) If an Investor subscribes for a number of Bonds below the above minimum subscription amount, such Investor's subscription form is invalid and such Investor shall not be allocated any Bonds; the amount paid by the Investor shall be refunded in full, without interest, in accordance with point g of this Section.

d. Subscription and payment method: Investors shall subscribe for the Bonds and transfer the subscription monies to the Blocked Account for Receipt of Bond Subscription Monies in accordance with the Issuer's regulations set out in the Issuance Notice. A subscription for the Bonds is only deemed complete when the Investor has subscribed and paid the subscription monies in full within the time limit prescribed by the Issuer. If an Investor has subscribed for the Bonds but has not completed the payment of the subscription monies within the time limit prescribed by the Issuer, the subscription shall be deemed invalid and the Investor shall be deemed not to have subscribed for the Bonds and/or to have unsuccessfully subscribed.

e. Time limit for delivery of Bond Ownership Certificates: The issuance of Bond Ownership Certificates shall be in accordance with point 11.1, Section 11, Part VI of this Prospectus. The Issuer shall deliver the Bond Ownership Certificates to Investors within 30 (thirty) days from the end of the Offering Tranche, in accordance with the form of registration and depository of the Bonds.

f. Rights of Investors: Investors who have subscribed and paid for the Bonds in accordance with the above provisions shall be recorded in the Register as Bondholders from the Issue Date, shall receive Bond Ownership Certificates from the Issuer in accordance with the above provisions and shall enjoy the rights and benefits of Bondholders from the Issue Date in accordance with the Bond Documents.

g. Time limit and method of refund of subscription monies: The Issuer shall refund to Investors the difference between the subscription monies paid by the Investor into the Blocked Account for Receipt of Bond Subscription Monies and the subscription monies corresponding to the number of Bonds allocated to the Investor in the Offering Tranche:

(i) Refund period: within 05 (five) Business Days from the date on which the Blocked Account for Receipt of Bond Subscription Monies of the corresponding Offering Tranche is released. The blocked account may only be released after the end of the Offering Tranche, after the Issuer has reported the results of the Offering Tranche and the State Securities Commission has issued a notice of receipt of the report on the results of the Offering Tranche in accordance with Clause 5, Article 8 and Clause 9, Article 41 of Decree No. 155/2020/NĐ-CP.

(ii) Refund method: The Issuer shall transfer the refund to the Investor's bank account stated in the Bond subscription form in the template published by the Issuer for the corresponding Offering Tranche.

17. Expected distribution schedule of the Bonds

The specific distribution schedule of each Offering Tranche shall be published by the Issuer in the Issuance Notice of that Offering Tranche according to the actual circumstances of each Offering Tranche, ensuring a minimum subscription period of 20 (twenty) days and an offering period for each Offering Tranche not exceeding 90 (ninety) days in accordance with Clauses 2 and 4, Article 26 of the Law on Securities and Clause 2, Article 28 of Decree No. 155/2020/NĐ-CP.

On the basis of the above subscription and distribution periods, the Issuer's expected distribution schedule for the Bonds of each offering tranche is as follows:

17.1. Expected distribution schedule of the Tranche 1 Bonds:

No.	Item	Expected time
1	The Issuer receives the effective Offering Registration Certificate	T1
2	The Issuer publishes the Tranche 1 Issuance Notice and the Prospectus	T1 to T1+7 Business Days ("**T1'**")
3	The Issuer distributes the Tranche 1 Bonds	T1' to T1' + 20
3.1	Commencement of receipt of subscriptions and payment of subscription monies for the Bonds	T1'
3.2	Deadline for receipt of subscriptions and subscription monies for the Bonds	T1' + 20
4	Issue Date (the date on which the collection of subscription monies for the Tranche 1 Bonds ends)	T1' + 20
5	The Issuer reports the results of Offering Tranche 1 to the SSC and discloses information on the results of the Offering Tranche	Within 10 days from the end of the Offering Tranche
6	Delivery of Bond Ownership Certificates to Investors, in accordance with the form of registration and depository of the Bonds	Within 30 (thirty) days from the end of the Offering Tranche

Note: If Tranche 1 is not fully distributed, the undistributed portion may be carried forward to the immediately following offering tranche in accordance with the carry-forward principles and conditions set out in Section 4, Part VI of this Prospectus.

For each Offering Tranche from Tranche 2 to Tranche 5, after the end of the immediately preceding Offering Tranche, the Issuer shall send to the SSC the supplementary documents in accordance with Clause 2, Article 29 of Decree No. 155/2020/NĐ-CP, including: (i) documents on the situation of the Issuer (if there are changes); and (ii) the Prospectus Update updating the changed information (if any) (collectively, the "Implementation Documents"). The interval between a subsequent Offering Tranche and the immediately preceding Offering Tranche shall not exceed 12 (twelve) months. A subsequent Offering Tranche may only be carried out after the Issuer has

received the SSC's written confirmation of receipt of the Implementation Documents and has disclosed the Implementation Documents and the Issuance Notice of that Offering Tranche.

17.2. Expected distribution schedule of the Tranche 2 Bonds:

No.	Item	Expected time
1	Date on which the SSC issues its written confirmation of receipt of the Implementation Documents for Tranche 2	T2
2	The Issuer discloses the Implementation Documents and the Tranche 2 Issuance Notice	T2 to T2+7 Business Days ("**T2'**")
3	The Issuer distributes the Tranche 2 Bonds	T2' to T2' + 20
3.1	Commencement of receipt of subscriptions and payment of subscription monies for the Bonds	T2'
3.2	Deadline for receipt of subscriptions and subscription monies for the Bonds	T2' + 20
4	Issue Date (the date on which the collection of subscription monies for the Tranche 2 Bonds ends)	T2' + 20
5	The Issuer reports the results of Offering Tranche 2 to the SSC and discloses information on the results of the Offering Tranche	Within 10 days from the end of the Offering Tranche
6	Delivery of Bond Ownership Certificates to Investors, in accordance with the form of registration and depository of the Bonds	Within 30 (thirty) days from the end of the Offering Tranche

Note: If Tranche 2 is not fully distributed, the undistributed portion may be carried forward to the immediately following offering tranche in accordance with the carry-forward principles and conditions set out in Section 4, Part VI of this Prospectus.

17.3. Expected distribution schedule of the Tranche 3 Bonds:

No.	Item	Expected time
1	Date on which the SSC issues its written confirmation of receipt of the Implementation Documents for Tranche 3	T3
2	The Issuer discloses the Implementation Documents and the Tranche 3 Issuance Notice	T3 to T3+7 Business Days ("**T3'**")
3	The Issuer distributes the Tranche 3 Bonds	T3' to T3' + 20
3.1	Commencement of receipt of subscriptions and payment of subscription monies for the Bonds	T3'
3.2	Deadline for receipt of subscriptions and subscription monies for the Bonds	T3' + 20
4	Issue Date (the date on which the collection of subscription monies for the Tranche 3 Bonds ends)	T3' + 20
5	The Issuer reports the results of Offering Tranche 3 to the SSC and discloses information on the results of the Offering Tranche	Within 10 days from the end of the Offering Tranche

No.	Item	Expected time
6	Delivery of Bond Ownership Certificates to Investors, in accordance with the form of registration and depository of the Bonds	Within 30 (thirty) days from the end of the Offering Tranche

Note: If Tranche 3 is not fully distributed, the undistributed portion may be carried forward to the immediately following offering tranche in accordance with the carry-forward principles and conditions set out in Section 4, Part VI of this Prospectus.

17.4. Expected distribution schedule of the Tranche 4 Bonds:

No.	Item	Expected time
1	Date on which the SSC issues its written confirmation of receipt of the Implementation Documents for Tranche 4	T4
2	The Issuer discloses the Implementation Documents and the Tranche 4 Issuance Notice	T4 to T4+7 Business Days ("**T4'**")
3	The Issuer distributes the Tranche 4 Bonds	T4' to T4' + 20
3.1	Commencement of receipt of subscriptions and payment of subscription monies for the Bonds	T4'
3.2	Deadline for receipt of subscriptions and subscription monies for the Bonds	T4' + 20
4	Issue Date (the date on which the collection of subscription monies for the Tranche 4 Bonds ends)	T4' + 20
5	The Issuer reports the results of Offering Tranche 4 to the SSC and discloses information on the results of the Offering Tranche	Within 10 days from the end of the Offering Tranche
6	Delivery of Bond Ownership Certificates to Investors, in accordance with the form of registration and depository of the Bonds	Within 30 (thirty) days from the end of the Offering Tranche

Note: If Tranche 4 is not fully distributed, the undistributed portion may be carried forward to the immediately following offering tranche in accordance with the carry-forward principles and conditions set out in Section 4, Part VI of this Prospectus.

17.5. Expected distribution schedule of the Tranche 5 Bonds:

No.	Item	Expected time
1	Date on which the SSC issues its written confirmation of receipt of the Implementation Documents for Tranche 5	T5
2	The Issuer discloses the Implementation Documents and the Tranche 5 Issuance Notice	T5 to T5+7 Business Days ("**T5'**")
3	The Issuer distributes the Tranche 5 Bonds	T5' to T5' + 20
3.1	Commencement of receipt of subscriptions and payment of subscription monies for the Bonds	T5'
3.2	Deadline for receipt of subscriptions and subscription monies for the Bonds	T5' + 20
4	Issue Date (the date on which the collection of subscription monies for the Tranche 5 Bonds ends)	T5' + 20

No.	Item	Expected time
5	The Issuer reports the results of Offering Tranche 5 to the SSC and discloses information on the results of the Offering Tranche	Within 10 days from the end of the Offering Tranche
6	Delivery of Bond Ownership Certificates to Investors, in accordance with the form of registration and depository of the Bonds	Within 30 (thirty) days from the end of the Offering Tranche

18. Blocked account for receipt of Bond subscription monies

The subscription monies for the Bonds of each Offering Tranche shall be transferred to the blocked account below (the "Blocked Account for Receipt of Bond Subscription Monies") in accordance with Clause 3, Article 26 of the Law on Securities. This account is opened at another bank or foreign bank branch that is not a related person of the Issuer and is not the Issuer's payment account, in accordance with Clauses 3 and 4, Article 8 of Decree No. 155/2020/NĐ-CP.

Account holder	:	Tien Phong Commercial Joint Stock Bank
Account number	:	80003951905
Bank where the account is opened	:	Vietnam Maritime Commercial Joint Stock Bank

19. Applicable taxes

The taxes relating to the Bonds are determined on the basis of the laws in effect at the time the transactions relating to the Bonds arise. The summary below is an analysis based on the laws in effect at the time of preparation of this Prospectus; it is not a comprehensive analysis of the tax considerations that may affect a decision to purchase, hold or sell the Bonds and is not intended to address the tax issues of all Investors. Certain Investors may be subject to specific regulations. Accordingly, Investors should consult tax professionals and the relevant tax laws on the holding and transfer of the Bonds applicable to their specific circumstances.

Personal income tax

For income received from Bonds issued by domestic organizations: Pursuant to Clause 3, Article 3, Clause 1, Article 12 and Article 22 of the Law on Personal Income Tax No. 109/2025/QH15 dated 10/12/2025, effective from 01/07/2026, as amended and supplemented by Law No. 09/2026/QH16 dated 24/4/2026, and Point b, Clause 3, Article 9, Clause 1, Article 55 and Article 67 of Decree No. 253/2026/NĐ-CP dated 30/6/2026, income from Bond interest is income from capital investment; individual investors holding the Bonds are subject to a tax rate of 5% (five percent) on the interest received, applicable to both individuals resident in Vietnam and individuals non-resident in Vietnam.

For income from the transfer of Bonds: Pursuant to Point b, Clause 4, Article 3, Clause 2, Article 13 and Clause 2, Article 23 of the Law on Personal Income Tax No. 109/2025/QH15 and Clause 2, Article 10 and Article 54 of Decree No. 253/2026/NĐ-CP, income from the transfer of Bonds is income from the transfer of securities and is subject to a tax rate of 0,1% (zero point one percent) on the transfer price for each transfer, applicable to both individuals resident in Vietnam and individuals non-resident in Vietnam.

For income from inheritances and gifts in the form of Bonds: Pursuant to Clause 9, Article 3, Article 18 and Article 26 of the Law on Personal Income Tax No. 109/2025/QH15, income from inheritances and gifts in the form of securities is subject to personal income tax at a rate of 10% on the value in excess of VND 20.000.000 (twenty million dong) for each occurrence; for non-resident individuals, this applies to income from inheritances and gifts in Vietnam in accordance with the law.

Corporate income tax

For Investors that are Vietnamese enterprises, income from Bond interest and income from the transfer of Bonds shall be determined and taxed in accordance with the Law on Corporate Income Tax No. 67/2025/QH15 and its amending, supplementing and guiding documents. The tax rates, tax exemptions and tax incentives shall apply in accordance with the corresponding regulations for each enterprise.

For Investors that are foreign enterprises subject to corporate income tax calculated as a percentage of revenue, the tax obligations on Bond interest and the transfer of Bonds shall be in accordance with Points e and g, Clause 3, Article 12 of Decree No. 320/2025/NĐ-CP and Points k and l, Clause 4, Article 7 of Circular No. 20/2026/TT-BTC, specifically:

Corporate income tax on income from Bond interest is determined at a rate of 5% (five percent) of the taxable revenue from Bond interest.

Corporate income tax on income from the transfer of Bonds is determined at a rate of 0,1% (zero point one percent) of the taxable revenue from the transfer of Bonds.

Value added tax

Bond interest and the transfer of Bonds are not subject to value added tax in accordance with Clause 9, Article 5 of the Law on Value Added Tax No. 48/2024/QH15 and the relevant amending, supplementing and guiding documents.

Withholding of personal income tax

For Bond interest: The Issuer, as the income payer, shall withhold personal income tax before paying interest to Bondholders who are individuals in accordance with Clause 1, Article 55 and Article 67 of Decree No. 253/2026/NĐ-CP.

For income from the transfer of Bonds, the withholding of personal income tax at the rate of 0,1% on the transfer price shall be carried out in accordance with Clauses 2 and 4, Article 56 of Decree No. 253/2026/NĐ-CP as follows: (i) Bonds traded through the trading system of the Stock Exchange: the securities company or commercial bank where the individual opens a depository account, or the fund management company to which the individual entrusts its investment portfolio, shall withhold and pay the tax; (ii) Bonds centrally registered with VSDC but not traded through the Stock Exchange: the securities company or commercial bank where the individual opens a depository account shall withhold and pay the tax; (iii) Bonds not centrally registered with VSDC: the individual making the transfer shall declare the tax directly with the tax authority.

20. Information on commitments

At the time of submission of the registration dossier for the public offering of the Bonds, the Issuer undertakes:

a. Undertaking to perform the Issuer's obligations to investors regarding the issuance conditions, payment and the protection of the lawful rights and interests of investors

- The Issuer fully satisfies the legal requirements on the conditions for the issuance of the Bonds.
- To strictly and fully perform the Issuer's obligations relating to the Bonds, including but not limited to the undertakings regarding (i) the conditions for the public offering and issuance of the Bonds in accordance with the law, (ii) the payment of principal and interest of the Bonds in accordance with the terms and conditions of the Bonds in this Prospectus, (iii) the protection of the lawful rights and interests of Investors in relation to the Bonds and (iv) other conditions specified in this Prospectus and the documents in the registration dossier for the public offering of the Bonds.
- The Issuer has no liabilities overdue for more than 01 (one) year.
- The Issuer is not currently subject to criminal prosecution and has not been convicted of any crime infringing upon the order of economic management without the conviction having been expunged.

b. Undertaking to list the bonds on the Stock Exchange

The Issuer undertakes to register the Bonds with VSDC and list all successfully distributed Bonds of each Offering Tranche on the trading system of the Hanoi Stock Exchange, and to complete the listing registration dossier within 30 (thirty) days from the end of the Offering Tranche in accordance with Clause 2, Article 29 of the Law on Securities.

VII. PURPOSE OF THE OFFERING

All proceeds actually received from the offering of the Bonds will be used to supplement Tier 2 capital, improve the capital adequacy ratio in accordance with the regulations of the State Bank of Vietnam and meet TPBank's customer lending needs, specifically for individual customers and corporate customers, in compliance with the law on credit institutions and TPBank's internal regulations.

The Issuer does not offer the Bonds for the purpose of raising capital to implement an investment project of which the Issuer is the investor.

VIII. PLAN FOR THE USE AND REPAYMENT OF THE PROCEEDS FROM THE OFFERING

1. Plan for the use of proceeds from the bond offering

The amount actually used is the amount received from the Bonds successfully distributed and released in accordance with the law, but not exceeding VND 15.000.000.000.000 in total. All proceeds actually received from the offering tranches will be used to supplement Tier 2 capital, improve the capital adequacy ratio and meet TPBank's lending needs for individual customers and corporate customers according to the plan for each tranche as follows:

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Tranche	Tenor	Initial indicative offering amount (VND)	Purpose of use	Expected period of use
1	10 years	3.000.000.000.000	Lending to individual customers and corporate customers	Within 01 year from the date on which the proceeds of the corresponding offering tranche are released in accordance with the law
2	10 years	3.000.000.000.000	Lending to individual customers and corporate customers	Within 01 year from the date on which the proceeds of the corresponding offering tranche are released in accordance with the law
3	10 years	3.000.000.000.000	Lending to individual customers and corporate customers	Within 01 year from the date on which the proceeds of the corresponding offering tranche are released in accordance with the law
4	10 years	3.000.000.000.000	Lending to individual customers and corporate customers	Within 01 year from the date on which the proceeds of the corresponding offering tranche are released in accordance with the law
5	10 years	3.000.000.000.000	Lending to individual customers and corporate customers	Within 01 year from the date on which the proceeds of the corresponding offering tranche are released in accordance with the law

The amount of VND 3.000.000.000.000 in each row is the initial indicative offering amount of each tranche.

The allocation of proceeds between lending to individual customers and lending to corporate customers is made according to actual disbursement needs from time to time, without establishing a fixed order of priority between the two customer groups; this principle applies both where the full expected amount is raised and where the amount actually raised is lower than expected. The above allocation does not change the purpose of use of proceeds approved by the Board of Directors.

If the amount actually received from an Offering Tranche is lower than the initial indicative offering amount, the Issuer shall use other lawful funding sources of TPBank to meet the lending needs of

individual customers and corporate customers, in accordance with the law and TPBank's internal regulations.

The fees and expenses relating to the Offering Tranche (advisory fees for the offering registration dossier and listing advisory, bondholders' representative fees, registration, depository and listing fees, blocked account fees and other expenses) shall be paid by the Issuer and not deducted from the proceeds of the Offering Tranche.

Pending disbursement and within the period of use of proceeds set out in the Table above, the temporarily unused amount may be deposited at the State Bank of Vietnam, deposited at commercial banks or foreign bank branches, or used to purchase certificates of deposit issued by commercial banks or foreign bank branches, ensuring safety and efficiency and consistency with the contents disclosed in this Prospectus. Such temporary arrangement does not change the ultimate purpose of lending to individual customers and corporate customers.

2. Plan for the repayment of the proceeds from the Offering Tranche

The sources for payment of principal and interest of the Bonds include cash flows from business activities, collection of principal and interest of loans and other lawful funding sources of TPBank.

Interest on the Bonds is paid periodically every 12 months in accordance with the terms of the Bonds in Part VI of this Prospectus, except in the case of suspension of interest payments as set out in Section 8, Part VI. The principal of the Outstanding Bonds is repaid 100% on the Maturity Date of each Bond code. For Bonds redeemed before maturity, payment is made in accordance with the redemption plan approved by the Board of Directors.

The projected income from the loan portfolio funded by the proceeds from the offering of the Bonds to be used to pay the principal and interest of the Bonds is expected as follows:

Tranche 1:

Unit: VND billion

Year	Expected lending rate (% per annum)	Expected average loan balance funded by the Bonds	Expected interest income from the loan portfolio
Year 1	10,0%	3.000	300
Year 2	10,0%	3.000	300
Year 3	10,0%	3.000	300
Year 4	10,0%	3.000	300
Year 5	10,0%	3.000	300
Year 6	10,0%	3.000	300

Year	Expected lending rate (% per annum)	Expected average loan balance funded by the Bonds	Expected interest income from the loan portfolio
Year 7	10,0%	3.000	300
Year 8	10,0%	3.000	300
Year 9	10,0%	3.000	300
Year 10	10,0%	3.000	300

Tranche 2:

Unit: VND billion

Year	Expected lending rate (% per annum)	Expected average loan balance funded by the Bonds	Expected interest income from the loan portfolio
Year 1	10,0%	3.000	300
Year 2	10,0%	3.000	300
Year 3	10,0%	3.000	300
Year 4	10,0%	3.000	300
Year 5	10,0%	3.000	300
Year 6	10,0%	3.000	300
Year 7	10,0%	3.000	300
Year 8	10,0%	3.000	300
Year 9	10,0%	3.000	300
Year 10	10,0%	3.000	300

Tranche 3:

Unit: VND billion

Year	Expected lending rate (% per annum)	Expected average loan balance funded by the Bonds	Expected interest income from the loan portfolio
Year 1	10,0%	3.000	300
Year 2	10,0%	3.000	300
Year 3	10,0%	3.000	300
Year 4	10,0%	3.000	300
Year 5	10,0%	3.000	300
Year 6	10,0%	3.000	300
Year 7	10,0%	3.000	300
Year 8	10,0%	3.000	300
Year 9	10,0%	3.000	300
Year 10	10,0%	3.000	300

Tranche 4:

Unit: VND billion

Year	Expected lending rate (% per annum)	Expected average loan balance funded by the Bonds	Expected interest income from the loan portfolio
Year 1	10,0%	3.000	300
Year 2	10,0%	3.000	300
Year 3	10,0%	3.000	300
Year 4	10,0%	3.000	300

Year	Expected lending rate (% per annum)	Expected average loan balance funded by the Bonds	Expected interest income from the loan portfolio
Year 5	10,0%	3.000	300
Year 6	10,0%	3.000	300
Year 7	10,0%	3.000	300
Year 8	10,0%	3.000	300
Year 9	10,0%	3.000	300
Year 10	10,0%	3.000	300

Tranche 5:

Unit: VND billion

Year	Expected lending rate (% per annum)	Expected average loan balance funded by the Bonds	Expected interest income from the loan portfolio
Year 1	10,0%	3.000	300
Year 2	10,0%	3.000	300
Year 3	10,0%	3.000	300
Year 4	10,0%	3.000	300
Year 5	10,0%	3.000	300
Year 6	10,0%	3.000	300
Year 7	10,0%	3.000	300
Year 8	10,0%	3.000	300
Year 9	10,0%	3.000	300
Year 10	10,0%	3.000	300

(If a tranche is not fully distributed, the undistributed portion shall be handled in accordance with the carry-forward principles and conditions set out in Section 4, Part VI of this Prospectus. Accordingly, the loan balance of each tranche may vary according to the value of the Bonds actually issued in that tranche.)

The assumptions are as follows:

- Years are counted from the Issue Date of the Bonds of each tranche;
- The proceeds from each Offering Tranche are disbursed as loans to individual customers and corporate customers in a portfolio comprising multiple loans with different terms. Principal collected from maturing loans continues to be disbursed as new loans in accordance with the purpose of use of proceeds set out in this Prospectus, so that the loan balance funded by the Bonds is maintained in line with the value of the Outstanding Bonds of that tranche. On the Maturity Date, the Issuer uses the principal collected from the above loan portfolio and other lawful funding sources to repay the principal of the Bonds;
- The assumed lending rate is 10,0% per annum and remains unchanged throughout the tenor of the Bonds. This assumption is determined on a prudent basis and is lower than the ratio of interest income from loans to TPBank's average loans to customers in Q2/2026 on an annualized basis, of approximately 10,5% per annum, based on the separate financial statements for Q1/2026 and the reviewed interim separate financial statements for 2026. The actual lending rate is determined in accordance with TPBank's lending policy from time to time and in compliance with the law;
- The Bonds are not redeemed before maturity and remain outstanding until the Maturity Date.

TPBank's expected debt repayment plan is as follows:

Unit: VND billion

Year	Item	Tranche 1	Tranche 2	Tranche 3	Tranche 4	Tranche 5
Expected issuance time		Q4/2026	Q4/2026	Q1 – Q2/2027	Q2 – Q3/2027	Q3/2027
Expected value of Bonds successfully issued		3.000	3.000	3.000	3.000	3.000
2027	Expected Bond interest	285	285	0	0	0
2028	Expected Bond interest	285	285	285	285	285
2029	Expected Bond interest	285	285	285	285	285
2030	Expected Bond interest	285	285	285	285	285
2031	Expected Bond interest	285	285	285	285	285
2032	Expected Bond interest	285	285	285	285	285
2033	Expected Bond interest	285	285	285	285	285

Year	Item	Tranche 1	Tranche 2	Tranche 3	Tranche 4	Tranche 5
2034	Expected Bond interest	285	285	285	285	285
2035	Expected Bond interest	285	285	285	285	285
2036	Expected Bond interest	285	285	285	285	285
	Bond principal	3.000	3.000	0	0	0
2037	Expected Bond interest	0	0	285	285	285
	Bond principal	0	0	3.000	3.000	3.000

The assumptions are as follows:

- The Bonds are not redeemed before maturity and remain outstanding until the Maturity Date;
- The Reference Rate is assumed to be 5,4% per annum and to remain unchanged throughout the tenor of the Bonds; the Margin is assumed to be 4,1% per annum; the corresponding interest rate of the Bonds is 9,5% per annum. The Margin of 4,1% per annum is the maximum Margin under the Issuance Plan; the Issuer uses this level to prepare the debt repayment plan on a prudent basis. The actual Margin of each Offering Tranche may be lower than the maximum level, depending on market conditions at the time of the offering.

IX. PARTIES RELATED TO THE OFFERING

1. Parties related to the offering

UNDERWRITER, DISTRIBUTION AGENT: None.

BONDHOLDERS' REPRESENTATIVE

UP SECURITIES JOINT STOCK COMPANY

Head office: 8th Floor, Hapro Building, No. 11B Cat Linh Street, O Cho Dua Ward, Hanoi City

Telephone: (024) 3944 6666 Fax: (024) 3944 8071

AUDITOR

KPMG LIMITED

Head office: 46th Floor, Keangnam Landmark 72, Pham Hung Street, Yen Hoa Ward, Hanoi City

Telephone: (024) 3946 1600 Fax: (024) 3946 1601

ADVISORY ORGANIZATION

TIEN PHONG SECURITIES CORPORATION

Head office: 12th Floor, Doji Building, No. 5 Le Duan Street, Ba Dinh Ward, Hanoi City

Telephone: (028) 3911 8014 Fax: (028) 3911 8015

CREDIT RATING AGENCY

VIETNAM INVESTORS SERVICE AND CREDIT RATING JOINT STOCK COMPANY

Head office: Room 2709, 27th Floor - West Tower, Lotte Center Hanoi, No. 54 Lieu Giai Street, Giang Vo Ward, Hanoi City

Telephone: (024) 3388 6000

2. Opinion of the Advisory Organization on the offering

Tien Phong Securities Corporation ("**TPS**"), as the Advisory Organization for the public offering of the Bonds of Tien Phong Commercial Joint Stock Bank (the "Issuer"), gives the following opinion:

The review was carried out on the basis of the documents, information and data provided and confirmed by the Issuer and appropriate public sources of information at the time of preparation of this Prospectus.

The total value of the Bonds expected to be publicly offered by the Issuer is VND 15.000 billion at par value, divided into 05 tranches, equivalent to approximately 47,0% of the Issuer's charter capital as at 27/10/2026. The proceeds from the offering tranches will be used by the Issuer for the purposes and according to the plans set out in Part VII and Part VIII of this Prospectus.

On the basis of the information on the Issuer, the Bond offering plan and the plan for the use and repayment of the proceeds from the offering tranches, together with the information on the macroeconomic situation, the financial and monetary market and the securities market at the time of preparation of this Prospectus, TPS is of the view that the Issuer's plan for the public offering of the Bonds is feasible, on the assumption that no unusual or force majeure events beyond the Issuer's control occur that materially affect the implementation of the offering.

At the time of preparation of this Prospectus, the Issuer owns 51% of the charter capital of TPS.

This opinion does not constitute any assurance or guarantee by TPS as to the value of the Bonds, the ability of the Issuer to pay principal, interest and other obligations under the Bonds, or the success of the offering.

3. Opinions of experts on the Offering Tranche

None.

X. OTHER MATERIAL INFORMATION THAT MAY AFFECT INVESTORS' DECISIONS

At the time of preparation of this Prospectus, the Issuer has no material information other than the information presented in this Prospectus that the Issuer considers may materially affect the decisions of Investors.

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XI. DATE, SIGNATURES AND SEALS OF THE REPRESENTATIVES OF THE ISSUER AND THE ADVISORY ORGANIZATION

Hanoi, 03/11/2026

Representatives of the Issuer

TIEN PHONG COMMERCIAL JOINT STOCK BANK

CHAIRMAN OF THE BOARD OF DIRECTORS

DO MINH PHU

CHIEF EXECUTIVE OFFICER	CHIEF ACCOUNTANT
NGUYEN HUNG	LE CAM TU

Representative of the Advisory Organization

TIEN PHONG SECURITIES CORPORATION

DEPUTY GENERAL DIRECTOR

NGUYEN TRONG THANH

XII. APPENDICES

Appendix 1: Establishment and Operation Licence (which also serves as the Enterprise Registration Certificate) and Decisions amending and supplementing the Establishment and Operation Licence of Tien Phong Commercial Joint Stock Bank.

Appendix 2:

(i) Resolution No. 35/2026/NQ-TPB.HĐQT dated 23/09/2026 of TPBank's Board of Directors approving the Issuance Plan, the Plan for the use and repayment of the proceeds from the offering and the listing of the publicly offered Bonds, together with Appendix I and Appendix II;

(ii) Resolution No. 38/2026/NQ-TPB.HĐQT dated 29/09/2026 of TPBank's Board of Directors approving amendments and supplements to certain contents of the public offering of TPBank Bonds;

(iii) Resolution No. 39/2026/NQ-TPB.HĐQT dated 29/09/2026 of TPBank's Board of Directors approving the registration dossier for the public offering of TPBank Bonds.

Appendix 3: Charter of Tien Phong Commercial Joint Stock Bank approved by the General Meeting of Shareholders on 24/04/2026.

Appendix 4:

- Audited separate and consolidated financial statements for 2024, together with the Letter of Authorization dated 01/01/2025 of KPMG Limited;
- Audited separate and consolidated financial statements for 2025, together with the Letter of Authorization dated 01/01/2026 of KPMG Limited;
- Reviewed interim separate and consolidated financial statements for 2026;
- Separate and consolidated financial statements for Q3/2026.

Appendix 5: Letter of Undertaking No. 4561/2026/TPB.TGĐ dated 24/09/2026 on the performance of the Issuer's obligations to investors regarding the issuance conditions, payment, the protection of the lawful rights and interests of investors and other conditions.

Appendix 6: Bondholders' Representative Agreement No. 01/2026/HĐĐDNSHTP/TPB-UPSC dated 24/09/2026 between Tien Phong Commercial Joint Stock Bank and UP Securities Joint Stock Company, applicable to the Programme of TPBank bonds publicly offered to supplement Tier 2 capital for 2026–2027.

Appendix 7: Letter of Authorization No. 21A/2026/TPS-UQ dated 01/10/2026 of Tien Phong Securities Corporation.

Signature Not Verified
Ký bởi: NGÂN HÀNG THƯƠNG MẠI CỔ PHẦN TIÊN PHONG
Ký ngày: 13/11/2026 16:03:50