

Hanoi, April 22, 2026

**RESOLUTION OF VPBANK ANNUAL GENERAL MEETING
OF SHAREHOLDERS 2026**

- Pursuant to the Law on Credit Institutions No. 32/2024/QH14 and its amendments, supplements, and implementation guiding documents,
- Pursuant to the Law on Enterprises adopted by the National Assembly of Vietnam on June 17, 2020, and its amendments, supplements, and implementation guiding documents,
- Pursuant to the Minutes of the 2026 Annual General Meeting of Shareholders of VPBank dated April 22, 2026;

The General Meeting of Shareholders of VPBank approved the following Resolutions (each Resolution item may be separated for convenience in submission of documentation to regulatory authorities or other relevant parties):

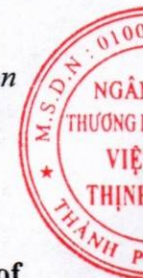
Resolution 01/2026/DHDCD. Approval of the BOM Report (Appendix 01):

Resolution 02/2026/DHDCD. Approval of the full report of VPBank BOD and the full report of the independent board members (Appendix 02)

Summary of some consolidated business results in 2025

No.	Target (Unit: VND billion; %)	Actual 2025	Planned 2025	Actual/planned
1	Total Assets	1,260,150	1,132,800	111%
2	Customer deposits and issued valuable papers	735,165	742,311	99%
3	Credit balance	961,414	887,724	108%
4	Standalone NPL (Circular 31)	2.03%	< 3%	
5	Profit before tax	30,625	25,270	121%
5.a	VPBank	26,364	22,219	119%
5.b	FE Credit	611	1,126	54%
5.c	VPBankS	4,476	2,003	223%
5.d	OPES	638	636	100%

Some of the business targets (consolidated) for 2026 are as follows:



STT	Target (Unit: VND billion; %)	Planned 2026	Actual 2025	% growth
1	Total consolidated assets	1,630,021	1,260,150	29%
2	Consolidated customer deposits and issued valuable papers	1,030,904	735,165	40%
3	Consolidated credit balance	1,291,535	961,414	34%
4	Standalone NPL (under Circular 31)	<2.5%	2.03%	
5	Consolidated profit before tax	41,323	30,625	35%
5.a	<i>VPBank</i>	34,240	26,364	30%
5.b	<i>FE Credit</i>	1,179	611	93%
5.c	<i>VPBankS</i>	6,453	4,476	44%
5.d	<i>OPES</i>	936	638	47%

- The credit growth mentioned above is calculated based on the Bank's needs and capacity. The actual figures will be delivered based on the maximum limits/regulations of the State Bank.
- The above targets are based on assumptions/analysis of the growth scenario of the economy in general and the Bank's actual capacity.

It is proposed that the AGM agree and assign the BOD to proactively make decisions, as well as adjust the above indicators in accordance with the actual situation and the limits/policies of the State Bank of Vietnam.

Resolution 03/2026/DHDCD. Approval of the full report of VPBank BOS (Appendix 03)

Resolution 04/2026/DHDCD. Approval of the Separate and Consolidated Financial Statements of VPBank for the fiscal year ended December 31, 2025, audited by Ernst & Young Vietnam Co., Ltd. The detailed financial statements are published on the website www.vpbank.com.vn.

Resolution 05/2026/DHDCD: Approval of the 2025 profit distribution plan as follows

No.	Indicator	Amount (million VND)
1	Consolidated profit after tax (*)	24,354,596
1.1	Non-controlling shareholder interests (NCI)	(364,666)
1.2 = 1+1.1	Net profit of VPBank shareholders (*)	23,989,930
2 = 2.1+2.2	Total appropriation of funds	4,036,300
2.1	Reserve fund to supplement charter capital (mandatory)	2,136,166
	<i>Of which:</i>	
	<i>Reserve fund to supplement charter capital of VPBank</i>	<i>2,110,563</i>

	<i>Reserve fund to supplement charter capital of VPBank AMC</i>	708
	<i>Reserve fund to supplement charter capital of OPES</i>	24,895
2.2	Financial Reserve Fund (mandatory) (**)	1,900,134
	of which:	
	<i>Financial reserve fund of VPBank</i>	1,899,507
	<i>Financial reserve fund of VPBank AMC</i>	627
2.3	Bonus and welfare fund	200,000
3=1.1-2	2025 Profit remaining after allocation of mandatory reserves	19,953,630
4	Expected earnings to be used for 5% cash dividend	3,966,962
5=3-4	2025 Retained earnings after allocation of mandatory reserves and dividend distribution	15,786,668

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

- a. Approval of the 2025 consolidated profit distribution and fund appropriation plan as outlined above
- b. Approval of the cash dividend payment plan as follows:
 - Execution time: expected Quarter 2-3 of 2026. The specific time will be decided by the BOD in compliance with the provisions of law and the actual conditions of the Bank.
 - Cash dividend payout ratio: 5%/share (01 share receives 500 VND)
 - The expected amount of cash dividend payment: 3,966,962 million VND.
 - Dividend recipients: Shareholders who are named in the list of shareholders on the last registration date to exercise the right to receive cash dividends.
 - Payment method: cash/bank transfer
 - Source of dividend payment: the Bank's undistributed profit after setting up funds as of December 31, 2025 according to the Bank's 2025 financial statements.
- c. The Board of Directors shall be responsible for: (i) implementing the 2025 profit distribution plan, and the appropriation and use of funds of VPBank and its subsidiaries in accordance with applicable laws and the regulations of the State Bank of Vietnam; (ii) the Board of Directors may delegate to committees, councils, or individuals within VPBank's organizational structure the authority to approve specific usage limits of the funds; (iii) carrying out the necessary procedures with the competent authorities to complete the cash dividend payment.

Resolution 06//2026/DHDCD: Approval of VPBank's 2026 Charter Capital Increase Plan as set out in Appendix 04.

- Approval of the "Plan for Increasing Charter Capital" of VPBank as set out in Appendix No. 04 attached.
- Agreement and approval of the Board of Directors decisions, and the Board of Directors of VPBank is further assigned to decide on and implement the following matters: (i) to implement the share issuance plans, including issuance of shares from equity and private placement of shares to foreign investors, corresponding to the respective charter capital increase phases of VPBank; (ii) to carry out

all necessary procedures with competent state authorities to execute the share purchase transactions with foreign investors; to decide on and implement all matters and contents related to or in connection with the private placement/issuance of shares to foreign investors; and (iii) to decide on all other issues and implement all other tasks related to the share offering phases and the charter capital increases of VPBank, including but not limited to the following tasks:

- Agreement with the decisions of the Board of Directors, and continue to authorize VPBank's Board of Directors to decide on the implementation of the plan to issue shares from equity to increase VPBank's charter capital, including, but not limited to, the following tasks:
 - ✓ Develop, finalize, and amend the "2026 Charter Capital Increase Plan" in the attached appendix 04 to ensure compliance with legal regulations and the requirements of the State Bank of Vietnam and other relevant competent authorities as well as the actual situation at the time of implementation.
 - ✓ Prepare, finalize, amend and supplement related documents and dossiers for the issuance plans, including capital verification reports, capital utilization plans, etc., in accordance with securities laws and the requirements of relevant competent authorities, and based on the actual situation during the implementation of necessary procedures;
 - ✓ Decide the record date for shareholders entitled to rights and other relevant timelines for the implementation and completion of the share issuance(s) for the purpose of increasing charter capital, in accordance with actual conditions and the procedures required under applicable laws.
 - ✓ Decide on the use of fractional shares allocated to the VPBank Head Office Trade Union in accordance with the Bank's practical needs.
 - ✓ Decide on and carry out all necessary matters, documents, actions, and procedures to implement this Resolution and/or in connection with the share offering(s), the execution of transactions with Investors, as well as all other related tasks, matters, and contents (including, without limitation, post-charter capital increase/share issuance activities such as registration, depository, additional listing, amendment of licenses, registration of the new charter capital, updating information in the Charter to reflect the new charter capital and foreign ownership ratio; disclosure of information and other procedures/tasks as required by applicable laws).
 - ✓ Decide on the detailed plan for using proceeds from the share issuance for the purpose of increasing charter capital within the scope approved by the General Meeting of Shareholders, ensuring efficiency and alignment with the Bank's actual business conditions, and decide on any amendments or supplements to such plan where necessary.
 - ✓ Negotiate and decide on specific matters (including detailed content, terms and conditions relating to the share offering price; specific contents, terms and conditions of transaction agreements such as share purchase agreements, strategic cooperation agreements, account management agreements; as well as other documents, papers, instruments, contracts and agreements executed and/or entered into by VPBank for the purpose of implementing and completing the share purchase transaction under the private placement to foreign investors (collectively referred to as the "Transaction Documents"); and any amendments, supplements or replacements to any Transaction Documents); and to execute the Transaction Documents (including any amendments, supplements or

replacements thereto), related documents with Investors, and to carry out procedures with competent authorities and relevant parties in the course of implementing the private placement/charter capital increase plan and the transaction in general. The General Meeting of Shareholders hereby agrees with and approves the negotiation contents and arrangements with Investors as approved by the Board of Directors.

- ✓ Decide on the selection of consultants to perform tasks related to the above-mentioned share issuance (if necessary).
- In the course of carrying out the above tasks, the Board of Directors shall have the authority to:
 - ✓ Make decisions on matters within the scope and responsibilities set out in this Resolution; and
 - ✓ Organize the implementation and/or direct, assign, delegate, or further delegate tasks to the Chairman of the Board of Directors and relevant individuals and units of VPBank in carrying out necessary work and procedures with competent authorities and other relevant parties; complete, amend, supplement, and execute dossiers and documents in accordance with applicable laws and/or requirements of competent authorities; complete, amend, supplement, and execute the Transaction Documents, as well as any amendments, supplements, or replacements to any Transaction Documents. These Resolutions shall take effect from the date of signing. The Board of Directors, the Executive Board of VPBank, and relevant departments and individuals shall be responsible for implementing this Resolution.

Resolution 07/2026/DHDCD. Approval of remuneration, bonuses, other benefits (*D&O liability insurance, accident and health insurance, health check-ups according to the Bank's general policy*) and the operating budget of the BOD and the BOS of VPBank in 2026, which is equivalent to 0.5% of the Bank's consolidated profit before tax. Detailed calculations of remuneration, bonuses and other benefits of each member shall comply with the provisions of the Charter and relevant internal policies and regulations of the Bank.

Resolution 08/2026/DHDCD. Decision on the selection of an independent audit firm which is KPMG Vietnam LLC, to audit the financial statements and provide assurance services on the operation of the internal control system in the preparation and presentation of financial statements for the Bank in the next fiscal year. The Board of Directors is authorized to negotiate and coordinate to agree on the service terms, execute, and implement the contract, ensuring compliance with legal regulations and the Bank's requirements.

Resolution 09/2026/DHDCD. Approval of the plan for capital contribution, establishment of subsidiaries, cooperation, joint ventures, and other affiliations.

9.1 Approval and adoption of the plan for capital contribution and share acquisition for VPBank to establish and incorporate a subsidiary in the insurance sector as follows:

- **The planned charter capital** is VND 2,000,000,000,000 (two trillion Vietnamese dong). The Board of Directors shall determine the specific amount of charter capital in accordance with agreements with relevant parties/investors.
- **Business lines:** Life insurance. The subsidiary shall offer basic life insurance products, health insurance, universal life insurance, and other insurance operations in accordance with applicable

laws and the license issued by the Ministry of Finance.

- **Ownership ratio:** The ownership ratio of VPBank and relevant parties shall be up to the maximum permitted by law (100%). The specific ownership ratio of VPBank shall depend on agreements with relevant parties and/or partners and applicable regulations, provided that the newly established insurance company becomes a subsidiary of the Bank.

9.2 Approval and adoption of the plan for VPBank to contribute capital, acquire transferred capital contributions and/or purchase shares for a fund management company to become a subsidiary of VPBank, as follows:

- **The planned charter capital** shall comply with the minimum charter capital requirements prescribed by law. The specific charter capital of the fund management company shall be determined based on the actual status of the target enterprise and in accordance with agreements with relevant parties/investors.
- **Business lines:** The fund management company shall be established and operate in accordance with the sectors permitted under the laws of Vietnam.
- **Ownership ratio:** The participation ratio of VPBank and relevant parties shall be up to the maximum permitted by law (100%). The specific ownership ratio of VPBank shall depend on agreements with relevant parties and/or partners and applicable regulations, provided that the fund management company becomes a subsidiary of the Bank in compliance with applicable laws.
- **Purchase price/transaction value:** To be determined based on agreements with relevant parties, the status of the target enterprise, market conditions, and applicable legal requirements.

9.3. Agreement on orientations and plans for joint ventures, affiliations, and cooperation: To identify, pursue, and implement opportunities and arrangements for joint ventures, affiliations, and cooperative investments, including capital contributions, share acquisitions, and the restructuring/reorganization of enterprises and other credit institutions, in sectors in which VPBank is permitted to invest or acquire shares, or in other sectors as permitted by law, on the basis of alignment with VPBank's business development needs and ecosystem, the policies of competent authorities, and the balanced interests of shareholders.

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

During the implementation of the above activities, the BOD is entitled to decide on issues within the scope of assigned tasks and to assign, authorize and delegate its power to the BOD Chairman, CEO, units and individuals (in accordance with the Bank's regulations) to perform those tasks.

Resolution 10/2026/DHDCD. Approval of contracts with the subsidiaries:

Approval of (framework) contracts for lending, deposits, term transactions of securities, trade finance, foreign exchange/derivatives, between VPBank and its subsidiaries, including VPB SMBC Finance Company Limited (VPB SMBC FC) and GPBank, to ensure coordinated business operations between VPBank and its subsidiaries. Approval also includes transaction values, transaction limits, and prepayment/payment risk limits for each subsidiary, VPB SMBC FC and GPBank, up to a maximum of 35% of the charter capital as reported in VPBank’s most recent audited financial statements at each period. The Board of Directors is authorized to discuss, coordinate, and decide on other detailed terms and contents of these contracts and organize their implementation, including: (i) determining specific limits/values allocated to VPB SMBC FC and GPBank, as well as the value of contracts executed with the subsidiaries within the limits/values approved by the General Meeting of Shareholders; (ii) approving specific conditions for the execution and implementation of the contracts; (iii) approving, adjusting, and updating contract terms and finalizing contracts based on actual operations, including signing contract annexes or amendments (if necessary). The Board of Directors shall oversee and decide on all other related matters arising during the implementation of these contracts. The Board of Directors may assign, delegate, or authorize the Chairman, CEO, units, or individuals (in accordance with the Bank’s regulations) to carry out the tasks mentioned above.

Resolution 11/2026/DHDCD. Approval of the tentative remedial plan in case of early intervention (in accordance with the requirements of the Law on Credit Institutions) as per the attached appendix 05.

Resolution 12/2026/DHDCD: Agreement on the assignment of the following tasks to the BOD:

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

Resolution 13/2026/DHDCD. Approval of the application for additional business lines of VPBank as follows:

To apply for the addition of the following business activities within the scope permitted by law and in accordance with the guidance of the State Bank of Vietnam.

No.	BUSINESS LINE
1	Conducting foreign currency swap transactions with foreign financial institutions in the international market for the purpose of supporting foreign currency liquidity, hedging risks on the Bank’s books, and other foreign exchange transactions of VPBank

2	Providing services and execute structured product transactions with customers, such as option-linked deposits and dual currency deposits
3	Conducting FX call and sell option transactions with foreign financial institutions on the international market for the purpose of preventing and limiting risks for transactions VPBank has concluded and performed with licensed domestic customers and credit institutions.
4	Conducting proprietary indirect investment abroad and receiving entrusted indirect overseas investments
5	Representation of bondholders to the extent permitted by law
6	Fund certificate distribution agent to the extent permitted by law
7	Securities distribution agent to the extent permitted by law
8	Providing clearing and settlement services for securities transactions in accordance with the law on securities.
9	Conducting business activities related to banking activities and other business lines on the basis of conformity with law and guidance, approval and permission of competent state agencies.

- Approval of the amendment/supplementation/update of the Charter, Establishment and Operation License, Enterprise Registration Certificate... to record business lines, content, scope of operation and other changes (if any) in accordance with law.
- The BOD is responsible for performing the following tasks:
 - ✓ Decide on relevant issues when supplementing and adjusting the contents of the Establishment and Operation License according to the above-mentioned list of business lines, including supplementing, clarifying and amending the contents in accordance with the provisions of law and requirements of the SBV, state regulators and the actual situation.
 - ✓ Decide and register/submit applications to the SBV and state regulators for the supplementation and adjustment of the content listed in the table above to the Establishment and Operation License
 - ✓ Decide on and submit to the competent authority for Business Registration (if necessary) any additions or adjustments to the above matters when changes arise in VPBank's Business Registration Certificate, in accordance with legal regulations.
 - ✓ Decide on the registration of amendments and supplements of business lines on the Establishment and Operation License other than the content mentioned in the table above if required by law, competent state agencies and/or the actual situation.
 - ✓ Update and record business lines in the Bank's Charter, the Establishment and Operation License, Business Registration Certificate, etc. upon approval/agreement of the Competent Authorities.

Resolution 14/2026/DHDCD. Approval and agreement on removal of debts for which risk provisions have been used from the accounting book when they meet the following conditions: after at least 5 years from the date of use of provisions for risk handling and after all possible measures have been taken to recover those debts but unsuccessfully. After charging off these debts, they must be monitored further more on the management system for at least 10 years, except for debts of institutional customers that have gone bankrupt or dissolved in accordance with the provisions of law and upon liquidation and handling of all collateral, or debts of individual customers who are deceased, declared missing according to the Court's decision and the handling of their inheritance and obligations has been completed in accordance with law. The list of debts to be removed from the off-balance sheet commitment will be decided by the BOD in compliance with legal regulations.

Resolution 15/2026/DHDCD. Approval of the amended Charter of VPBank and the assignment of tasks to the BOD

1. Approving the amendment and supplementation of the Charter of VPBank (amendments and the full text of the Charter) according to the attached **Appendix 06**.
2. Assigning the BOD to decide on relevant issues when amending and supplementing VPBank Charter as mentioned above, including supplementing, clarifying and amending the content, adjusting the order of articles, clauses and points in line with legal provisions and the actual situation.
3. Assigning the BOD to decide on relevant issues regarding the registration/submission to the State Bank of Vietnam and relevant agencies on the amendment, supplementation and adjustment of the content of the Charter as mentioned above.

Resolution 16/2026/DHDCD. Approval of the amendments to the Regulation on Organization and Operation of the Board of Directors and the full text of the Regulation as set out in Appendix 07.

Resolution 17/2026/DHDCD. Approval of the amendments to the Regulation on Internal Governance and the full text of the Regulation as set out in Appendix 08.

Resolution 18/2026/DHDCD. Approval of the amendments to the Regulation on Organization and Operation of the Board of Supervisors and the full text of the Regulation as set out in Appendix 09.

This Resolution shall take effect from the date of signing. The Board of Directors, the Board of Management of VPBank, and relevant units and individuals shall be responsible for the implementation of this Resolution.

PP. THE GENERAL MEETING OF SHAREHOLDERS

CHAIRMAN OF THE BOARD OF DIRECTORS


NGÔ CHÍ DŨNG