

ISSUER REPRESENTATIONS AND UNDERTAKINGS TO INVESTORS

I. THE ISSUER

1. **Issuer Name:** Vietnam Bank for Agriculture and Rural Development
 - *English Name:* Vietnam Bank for Agriculture and Rural Development
 - *Abbreviation:* Agribank
2. **Charter Capital:** VND 51,638,603 million (*Fifty-one thousand six hundred thirty-eight billion six hundred three million Vietnamese Dong*) (As of March 31, 2026, pursuant to the Q1/2026 Consolidated Financial Statements).
3. **Head Office Address:** No. 02 Lang Ha, Giang Vo Ward, Ba Dinh District, Hanoi, Vietnam.
4. **Contact Details:** Tel: 024 3772 2773 / Fax: 024 3831 4069 / Website: www.agribank.com.vn.
5. **Legal Basis for Business Operations:**
 - Commercial Bank Establishment and Operation License No. 24/GP-NHNN issued by the Governor of the State Bank of Vietnam (SBV) dated May 26, 2021; as amended by Decision No. 651/QĐ-TTGSNH1 dated October 4, 2024, and Decision No. 1756/QĐ-QLGS2 dated July 25, 2025, governing amendments to the Establishment and Operation License of the Vietnam Bank for Agriculture and Rural Development.
 - Enterprise Registration Certificate No. 010068174 initially issued by the Hanoi Department of Planning and Investment on February 26, 2004, and as amended for the 15th time on January 11, 2024.

II. REPRESENTATIONS AND UNDERTAKINGS

The Vietnam Bank for Agriculture and Rural Development (the "**Issuer**") intends to conduct a public offering of non-convertible, unsecured, and non-warrant bonds, satisfying all regulatory requirements for eligibility for inclusion in the **Tier 2 Capital** of the Issuer according to prevailing laws. The offering features a total aggregate par value of VND 15,000,000,000,000 (*Fifteen trillion Vietnamese Dong*) (the "**Bonds**"), subject to the terms and conditions explicitly set forth in the 2026 Issuer Public Bond Offering Prospectus (the "**Prospectus**").

By this instrument, the Issuer **represents** to the Investors that it shall strictly and fully comply with and execute all obligations in connection with the Bonds pursuant to the Law on Securities, its official guidances, and prevailing regulations, including without limitation the following undertakings:



1. Undertakings Executed by the Issuer to Investors Regarding Issuance Conditions, Settlement Mechanics, and the Safeguarding of Investors' Lawful Rights and Interests

- **Contributed charter capital** is maintained at an amount exceeding VND 30 billion based on accounting book value at the time of offering registration.
- **Profitability** was achieved in the financial year immediately preceding the registration year, zero accumulated losses are recorded as of the offering registration year, and no financial obligations are held overdue for more than one (1) year.
- **The issuance plan**, along with the plan for the utilization and repayment of proceeds generated from the offering, has been formally approved/adopted by the Issuer's Board of Directors.
- **Undertakings** governing issuance conditions, settlement procedures, and the protection of the lawful rights and interests of Investors are fully executed/maintained.
- **A qualified securities firm** has been retained to advise on the public bond offering registration dossier.
- **The Issuer represents** that it is not currently subject to criminal prosecution and holds no unexpunged convictions for offenses infringing upon the economic management order.
- **A bondholders' agent** has been formally appointed in strict compliance with prevailing laws.
- **A designated escrow account** has been established/opened for the isolated receipt of bond subscription proceeds pursuant to prevailing regulatory requirements.

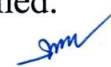
2. Undertakings Regarding the Listing of Bonds Following the Conclusion of the Offering

- A formal **representation** has been executed by the Chairman of the Board of Directors regarding the listing of the Bonds on the securities trading system upon the conclusion of the offering.
- **Finalize** the listing registration dossier within thirty (30) days from the offering closing date pursuant to prevailing laws.
- A qualified **securities firm** has been retained to advise on the bond listing dossier pursuant to prevailing laws.

3. Other undertakings related to the offering

In addition to the aforementioned undertakings, the following obligations regarding other conditions are undertaken by Agribank to Investors:

- Proceeds generated from the public offering of the Bonds shall be utilized strictly in accordance with the purpose and the Plan for the utilization and repayment of proceeds set forth in the Prospectus;
- Information disclosure obligations of the Issuer shall be complied with pursuant to statutory regulations;
- Other obligations and conditions specified under the Terms and Conditions of the Bonds set forth in the Prospectus shall be fully performed.



III. EFFECTIVENESS

These undertakings shall remain effective from the issue date until the maturity date of the Bonds or such other due date on which all principal and interest under the Bonds are repaid in full to Investors.

Distribution:

- As above;
- Board of Directors (for reporting);
- General Director (for reporting);
- Supervisory Board;
- Archives: Office Administration, Treasury Centre.

**p.p. LEGAL REPRESENTATIVE
DEPUTY GENERAL DIRECTOR**

(Signed and sealed)

DOAN NGOC LUU



