

PLAN FOR CHARTER CAPITAL INCREASE

(Issued in accordance with the Shareholders Resolution dated /09/2025)

I. NECESSITY TO INCREASE CHARTER CAPITAL

With ABBANK's strategic development orientation, to enhance competitiveness; best meet the requirements on capital adequacy according to domestic and international standards, increasing ABBANK's charter capital is very necessary, stemming from the development needs of the Bank and an objective requirement at present as well as in the coming years. It is expected that the charter capital of the Bank will be increased, which will also help improve the credit rating and enhance the Bank's reputation in the market.

1. Enhancing ABBANK's competitiveness.

In the context of intense competition within the banking sector, increasing ABBANK's charter capital is essential to improve its financial position, provide additional funding for business activities, ensure compliance with internal capital adequacy requirements as regulated by the State Bank of Vietnam (SBV), and enhance its credit capacity, service development, risk management capabilities, and resilience to market fluctuations.

The charter capital increase also supports ABBANK's competitiveness by improving its Capital Adequacy Ratio (CAR); at the same time, helps harmonize and optimize the balance between Return on Equity (ROE) and Return on Assets (ROA), aligning with the Bank's sustainable development strategy.

Given ABBANK's consistently stable ROE growth in recent years and its recent breakthrough performance, the Bank is well-positioned to absorb new capital effectively and efficiently.

Moreover, combining the issuance of shares under the Employee Stock Ownership Plan (ESOP) with the share offering to existing Shareholders at the same time will generate added value for both the Bank and its employees. This approach strengthens the alignment of employee and Bank interests, fosters a competitive and attractive working environment, and encourages continued dedication from staff toward the Bank's growth.

2. Proactively preparing to meet compliance requirements and improve credit rating.

ABBANK needs to increase its charter capital to proactively meet and improve compliance with Capital Adequacy Ratio (CAR) requirements over time, especially in light of the anticipated cash dividend distributions in the coming years. This is based on the newly issued Circular No. 14/2025/TT-NHNN by the State Bank of Vietnam (SBV), dated June 30, 2025, which takes effect from September 15, 2025 and becomes mandatory from January 1, 2030.

Indicator	As of 30/6/2025	CAR maintained according to Circular 14 regulations (*)			
		Year 1	Year 2	Year 3	Year 4
CAR Tier 1	9.37	6.625	7.250	7.875	8.50
CAR	9.82	8.625	9.250	9.875	10.50

(*) The required ratios must be maintained in case of cash dividend distribution. If no cash dividends are distributed, the minimum required Tier 1 CAR and overall CAR are 6% and 8%, respectively.

(**) Year 1 is defined as the year ABBANK registers to apply the capital adequacy ratio calculation under Circular 14, or the mandatory application date of January 1, 2030.

In addition, increasing ABBANK's charter capital will help improve its credit rating by independent rating agencies. According to Moody's, a reputable international credit rating agency, capital accounts for the largest weight (25%) among five key evaluation criteria. This is measured by the TCE/RWA ratio (Tangible Common Equity / Risk-Weighted Assets), in which TCE is primarily composed of charter capital. Therefore, increasing ABBANK's charter capital will improve its TCE/RWA ratio, serving as a basis for potential credit rating upgrades, and enhancing ABBANK's reputation, brand, and market image.

3. Attracting additional capital from favorable stock market conditions.

The stock market in 2025 and beyond is projected to have strong growth potential, serving as an attractive investment channel that is drawing significant interest from both domestic and foreign investors. Favorable market conditions, high liquidity and positive investor sentiment present a promising opportunity and provide a solid foundation for the feasibility and success of increasing charter capital through additional share issuance.

ABBANK's Plan for charter capital increase is developed based on an analysis of its current financial situation, actual capital needs, and feasible capital mobilization options, ensuring effectiveness, transparency, and compliance with applicable legal regulations.

II. PLAN FOR CHARTER CAPITAL INCREASE

1. Current total charter capital and expected increase:

- 1.1.** Current charter capital **VND 10,350,367,620,000** (In words: *Ten thousand three hundred fifty billion, three hundred sixty-seven million, six hundred twenty thousand dong*) divided into **1,035,036,762 shares**, par value VND 10,000/share. All of these shares are common shares currently in circulation, ABBANK has no preferred shares and treasury shares.
- 1.2.** Total expected additional charter capital: **VND 3,622,628,660,000** (In words: *Three thousand six hundred twenty-two billion, six hundred twenty-eight million, six hundred sixty thousand dong*) corresponding to the expected number of additional shares to be issued: **362,262,866 common shares**, par value VND 10,000/share.
- 1.3.** Total par value of issued shares: **VND 3,622,628,660,000** (In words: *Three thousand six hundred twenty-two billion, six hundred twenty-eight million, six hundred sixty thousand dong*).
- 1.4.** Type of shares issued: Common shares
- 1.5.** Total expected charter capital after increase: **VND 13,972,996,280,000** (In words: *Thirteen thousand nine hundred seventy-two billion, nine hundred ninety-six million, two hundred eighty thousand dong*).
- 1.6.** Issuance target: Existing shareholders and ABBANK's staff.
- 1.7.** Content of charter capital increase:

Expected issuances	Total maximum charter capital after increase (VND)	Maximum additional charter capital (VND)	Maximum shares issued (shares)	Ratio (%)	Issue price/1 share
Issuance of share purchase rights to existing Shareholders	13,972,996,280,000	3,105,110,280,000	310,511,028	30%	10,000
Issuance of shares under the Employee Stock Ownership Plan (ESOP)		517,518,380,000	51,751,838	5%	10,000

2. Specific plan for charter capital increase:

2.1. Issuance of share purchase rights to existing Shareholders

- a) Type of share issued: Common shares
- b) Share par value: VND 10,000/share
- c) Total expected additional charter capital from additional offering to existing Shareholders (maximum): **VND 3,105,110,280,000**
- d) Expected number of shares to be issued (maximum): **310,511,028 shares**
- e) Expected total par value issuance: **VND 3,105,110,280,000.**
- f) Share issue price: **VND 10,000/share.**
- g) Estimated total value from the issuance: **VND 3,105,110,280,000.**
- h) Issuance method: Public offering through issuance of share purchase rights to the existing Shareholders.
- i) Issuance target: The existing Shareholders whose names are in the Shareholder List recorded on the Closing Date to exercise the right to purchase additional issued shares.
- j) Rights allocation ratio 100:30. Accordingly, Shareholders owning every 100 shares at the time of shareholder list recording will receive 30 purchase rights. With each purchase right, Shareholders can buy 01 share.

Shareholders, Shareholders and related persons owning shares exceeding the ownership ratio specified in Article 63 of the Law on Credit Institutions are not allowed to purchase additional shares until they comply with regulations on share ownership ratio as prescribed.

- k) Rights transfer: Purchase rights are allowed to be transferred once to existing Shareholders or other organizations/individuals (the transferee is not allowed to transfer to others). The transferor and transferee negotiate the transfer price, payment and are responsible for fulfilling obligations according to regulations related to the transfer. Organizations and individuals receiving rights to purchase shares must be responsible for complying with the Law on Credit Institutions regarding limits on share ownership of Shareholders, Shareholders and related persons, foreign investor ownership ratio.

The General Meeting of Shareholders authorizes the Board of Directors to approve plans to ensure share issuance meets regulations on foreign ownership ratio.

- l) Rounding principle and handling of odd rights: The number of purchase rights allocated to each existing shareholder is rounded down to the unit (decimal fractions if any will be rounded down to 0). *For example: Based on the*

Shareholder List recorded on the Closing Date to exercise purchase rights, shareholder A owns 109 shares, according to the rights allocation ratio will be $(109 \times 30)/100 = 32.7$. Accordingly, purchase rights are rounded down according to the above principle and shareholder A will receive 32 purchase rights to buy 32 additional issued shares.

- m) Handling unsold shares and shares formed from fractional rights: In case Shareholders or rights transferees do not purchase all, the remaining offered shares and shares formed from fractional rights will be offered by the Board of Directors to other investors (including other existing Shareholders) at an offering price not lower than the offering price to existing Shareholders and ensuring compliance with regulations on share ownership limits of Shareholder, Shareholder and related persons, foreign ownership ratio according to the Law on Credit Institutions and ABBANK's Charter or terminate the offering round according to the Board of Directors' decision.

The General Meeting of Shareholders authorizes the Board of Directors to determine criteria and decide to select investors with purchase needs to offer undistributed shares.

- n) Expected issuance time: After receiving written approval from the State Bank of Vietnam to increase charter capital and being granted a Certificate of registration for securities public offering by the State Securities Commission.
- o) Expected completion time for issuance: as prescribed in the Certificate of public offering of securities/Approval document of the competent State Management Agency, expected to be completed in Q1/2026.
- p) Transfer restrictions: Shares offered to existing Shareholders corresponding to the rights exercise ratio allocated to existing Shareholders are not restricted from transfer, except when Shareholders are restricted from transferring shares according to Article 64 of the Law on Credit Institutions.

Remaining shares not fully distributed to existing Shareholders according to the rights exercise ratio that the Board of Directors offers to other investors will be restricted from transfer for 01 (one) year from the end date of the offering round as prescribed.

The rights offering to existing Shareholders of ABBANK meets the conditions specified in Clause 2, Article 15 of the Securities Law 2019 and other related documents.

2.2. Share issuance plan for staff under the Employee Stock Ownership Plan (ESOP):

- a) Type of share issued: Common shares
- b) Share par value: **VND 10,000/share**
- c) Total expected additional charter capital from ESOP share issuance for staff (maximum): **VND 517,518,380,000**

- d) Expected number of shares to be issued (maximum): **51,751,838 shares**
- e) Expected total par value issuance: **VND 517,518,380,000**
- f) Issue price: **VND 10,000/share**
- g) Estimated total value from the issuance: **VND 517,518,380,000**
- h) Issuance method: Issuance of shares under the Employee Stock Ownership Plan (ESOP)
- i) Issuance target: ABBANK staff in accordance with the ESOP Regulation, ensuring compliance with ownership limits for Shareholders, related parties, and foreign investors as stipulated by the Law on Credit Institutions and ABBANK's Charter
- j) Rights transfer: Staff are not allowed to transfer purchase rights to others if they do not purchase
- k) Handling unsold ESOP shares: In case employees do not purchase all, the remaining shares will be offered by the Board of Directors to other employees at an offering price not lower than the ESOP share issue price (VND 10,000/share) and ensuring compliance with regulations on share ownership limits of Shareholder, Shareholder and related persons, foreign ownership ratio according to the Law on Credit Institutions and ABBANK's Charter or terminate the issuance according to the Board of Directors' decision.
- l) Expected issuance time: After receiving written approval from the State Bank of Vietnam to increase charter capital and receiving written notification from the State Securities Commission on receipt of full issuance report documents.
- m) Expected completion time for issuance: as prescribed in the License/Confirmation/Approval document of the competent State Management Agency, expected to be completed in Q1/2026
- q) Transfer restrictions: ESOP shares are restricted from transfer for 01 (one) year from the end date of the issuance round

The General Meeting of Shareholders authorizes the Board of Directors to approve criteria and list of staff participating in the ESOP Plan, principles for determining the number of shares allocated to each subject and specific regulations in the ESOP Regulation issued by the Board of Directors.

ABBANK's ESOP share issuance meets the conditions according to Article 64 of Decree 155/2020/ND-CP and other related legal regulations.

III. PLAN FOR USING CAPITAL RAISED FROM THE ISSUANCE

All proceeds from the offering and issuance under this charter capital increase plan will be added to ABBANK's capital resources and used to provide credit to Customers.

IV. ASSESSMENT OF POTENTIAL SHARE DILUTION

During the share issuance to increase charter capital, dilution risks may occur, including:

- Dilution of reference price on the ex-rights trading date
- Dilution of basic earnings per share (EPS)
- Dilution of book value per share (BVPS)
- Dilution of ownership ratio and voting rights .

The ownership ratio and voting rights of existing Shareholders will be reduced by a ratio corresponding to the ratio that Shareholders refuse/do not exercise purchase rights or are not allowed to exercise purchase rights in this issuance due to Shareholders, Shareholders and related persons currently owning shares exceeding the ownership limit as prescribed.

The General Meeting of Shareholders authorizes the Board of Directors to base on actual conditions at the time of issuance implementation to provide specific assessments of expected share dilution after issuance when necessary.

V. SECURITIES REGISTRATION AND ADDITIONAL TRADING REGISTRATION

Immediately after completing the issuance, ABBANK commits to and implements additional securities custody registration at Vietnam Securities Depository and Clearing Corporation and additional share trading registration on Hanoi Stock Exchange for the entire number of shares issued in accordance with legal regulation.

VI. COMPLIANCE WITH REGULATIONS ON RIGHTS AND OBLIGATIONS OF SHAREHOLDERS FOR ORGANIZATIONS AND INDIVIDUALS PURCHASING SHARES

Organizations and individuals purchasing shares issued to increase ABBANK's charter capital must be responsible for complying with regulations on Shareholders' rights and obligations as prescribed in the Law on Credit Institutions, other related legal regulations, regulations of the State Bank of Vietnam and ABBANK's Charter. Including:

- Being responsible before the law for the legality of capital sources used to purchase and receive share transfers.
- Not using capital provided by credit institutions, foreign bank branches for credit, capital from corporate bond issuance to purchase and receive share transfers.
- Not purchasing shares under the names of other individuals or legal entities in any form, except for entrustment cases as prescribed by law.

- Ensuring and being responsible for complying with the Law on Credit Institutions regarding share ownership limits of Shareholders, Shareholders and related persons, foreign investor ownership ratio. Shareholders, Shareholders and related persons owning shares exceeding the ownership ratio specified in Article 63 of the Law on Credit Institutions are not allowed to purchase additional shares until they comply with regulations on share ownership ratio as prescribed.
- Complying with regulations on major Shareholders, major Shareholders and related persons, Shareholders owning 1% or more of charter capital (for major Shareholders, related persons of major Shareholders, Shareholders owning 1% or more of charter capital).
- Purchasing and receiving share transfers leading to becoming a major shareholder must be approved in writing by the State Bank of Vietnam before implementation.
- Complying with the regulations of An Binh Commercial Joint Stock Bank's Charter and related legal regulations.

Organizations and individuals purchasing shares issued to increase ABBANK's charter capital are treated equally and enjoy full rights as ABBANK Shareholders after completing the share offering and issuance according to this Plan for charter capital increase./.