



Hanoi, April 21, 2026

MINUTES

**OF THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
PROSPERITY AND DEVELOPMENT JOINT STOCK COMMERCIAL BANK**

Today, at 08:30, Tuesday, April 21, 2026, at Lotus 1 Meeting Room, The Five Residences Hanoi Hotel, No. 345 Doi Can Street, Ngoc Ha Ward, Hanoi, the General Meeting of Shareholders of Prosperity and Growth Commercial Joint Stock Bank convened the 2026 Annual General Meeting of Shareholders, with details as follows:

A. GENERAL INFORMATION

Bank name	: PROSPERITY AND GROWTH COMMERCIAL JOINT STOCK BANK (PGBank)
Head office address	: floors 4, 5, 6, Thanh Cong Building, Land Lot P-D17, Cau Giay Urban Area, Cau Giay Ward, Hanoi City.
Establishment and operation license	: No. 42/GP-NHNN dated June 16, 2021 issued by the State Bank of Vietnam.
Enterprise registration number	: No. 1400116233 under the Enterprise Registration Certificate of a Joint Stock Company issued by the Business Registration Office – Department of Planning and Investment of Hanoi, first registered on November 29, 1993, 25th amendment registered on April 10, 2024.

B. ATTENDEES

1. Shareholders and authorized representatives of shareholders entitled to attend the Meeting;
2. Representatives of the Banking Supervision Agency – State Bank of Vietnam; Representatives of the State Bank of Vietnam – Region I Branch;
3. Members of the Board of Directors, members of the Board of Supervisors, and members of the Executive Board of PGBank.

C. AGENDA, CONTENTS AND PROCEEDINGS OF THE MEETING (THE MEETING)

- I. **Approval of the results of verification of shareholder eligibility by the Shareholder Eligibility Verification Committee at the time of opening of the 2026 Annual General Meeting of Shareholders (the Meeting) (with attached Minutes), as follows:**

Ms. Dinh Thuy Tram – Member of the Board of Supervisors – Head of the Shareholder Eligibility Verification Committee presented the Minutes of verification of shareholder eligibility, specifically as follows:

1. The total number of Shareholders of the Bank entitled to attend the General Meeting according to the Shareholder List finalized as at March 10, 2026 is: **9,748** shareholders, representing a total of **681,587,608** shares, equivalent to **100%** of the total voting rights.
2. The total number of Shareholders and authorized representatives of Shareholders attending the Meeting at this time with valid eligibility is: **33** persons, representing **606,208,880** shares, equivalent to **88,941%¹** of the total voting rights.

(The list of registered Shareholders and their representatives attending the Meeting, together with the corresponding number of shares and voting rights, is attached to these Minutes).

Pursuant to the applicable regulations of law and the Charter of Prosperity and Growth Commercial Joint Stock Bank (PGBank), the 2026 Annual General Meeting of Shareholders of PGBank is duly qualified to proceed.

Ms. Cao Thi Thuy Nga – Chairwoman of the BOD: Delivered the opening remarks and chaired the Meeting.

II. Approval of the Presidium, the Vote Counting Committee, appointment of the Secretariat, and approval of the Regulation on Organization of the 2026 Annual General Meeting of Shareholders, and the Meeting Agenda of the 2026 Annual General Meeting of Shareholders.

1. The General Meeting of Shareholders voted and approved the composition of the Presidium with **100%** approval. The specific members are as follows:
 - Ms. Cao Thi Thuy Nga – Chairwoman of the Board of Directors – Chairperson;
 - Mr. Tran Ngoc Dung – Head of the Board of Supervisors – Member;
 - Mr. Nguyen Van Huong – Member of the Board of Directors cum Chief Executive Officer – Member.
2. The Presidium appointed the Secretariat with the following members:
 - Ms. Pham Bich Lien – Head;
 - Mr. Do Duy Tan – Member;
 - Mr. Nguyen Trung Kien – Member;
 - Ms. Nguyen Thi Thu Nga – Member.
3. The General Meeting of Shareholders voted and approved the composition of the Vote Counting Committee with **100%** approval. The specific members are as follows:
 - Ms. Dinh Thuy Tram – Member of the Board of Supervisors – Head;
 - Ms. Lai Thi Giang – Member;
 - Ms. Nguyen Huyen Trang – Member;
 - Mr. Tran Van Liem – Member;
 - Mr. Nguyen Chau Quang – Member;

¹ The percentages in this Minutes shall be rounded to three decimal places.

- Ms. Ta Quynh Hoa – Member.
- 4. The General Meeting of Shareholders voted and approved the Regulation on Organization of the 2026 Annual General Meeting of Shareholders of PGBank with **100%** approval.
- 5. The General Meeting of Shareholders voted and approved the Meeting Agenda of the 2026 Annual General Meeting of Shareholders of PGBank with **100%** approval..

III. Contents of the General Meeting

1. The Presidium presented the reports and submissions to the General Meeting, specifically as follows:

- 1.1. Ms. Cao Thi Thuy Nga presented the Report of the BOD on the operating results for 2025 and the business orientation for 2026.
- 1.2. Mr. Nguyen Van Huong presented the Report of the Chief Executive Officer on the operating results for 2025 and the business plan for 2026.
- 1.3. Mr. Tran Ngoc Dung presented the Report of the BOS on the operating results for 2025 and the business orientation for 2026.
- 1.4. Mr. Tran Ngoc Dung presented: the Submission on the finalization of the operating budget of the BOD and the BOS for 2025 and the approval of the operating budget of the BOD and the BOS for 2026; the Submission on the selection of an independent auditing firm; and the Submission on the amendments to the Charter and the Regulation on organization and operation of the BOS.
- 1.5. Mr. Nguyen Van Huong presented: the Submission on the approval of the audited financial statements for 2025 and the profit distribution plan and the Submission on the approval of the business plan for 2026.
- 1.6. Mr. Vuong Phuc Chinh presented: the Submission on the approval of the plan to increase PGBank’s charter capital; the Submission on the approval of capital contribution and share acquisition in an entity for such entity to become a subsidiary or an associate of PGBank and the Submission on updating and adjusting the proposed remedial plan in case of early intervention.

(The detailed contents of the reports and submissions are attached to these Minutes).

2. Opinions and discussions at the General Meeting

The General Meeting conducted discussions, and the Presidium addressed questions from Shareholders, specifically as follows:

- 2.1. Ms. Cao Thi Thuy Nga delivered remarks and invited Shareholders to present their opinions and comments.
- 2.2. Shareholders provided questions, comments, and the Presidium responded fully to all questions, specifically as follows:

During the discussion session, Shareholders focused on six key groups of issues, including long-term development strategy, business performance in 2025, adaptability to market volatility, implementation plan for 2026 targets, business performance in Q1/2026, and technology investment orientation. Details are as follows:

2.2.1. Key questions raised by Shareholders focused on the following groups of issues:

i. Long-term development strategy and differentiation orientation

Shareholders requested the Management to clarify PGBank's long-term development strategy, with emphasis on competitive positioning, growth drivers, and differentiating factors compared to peer banks of similar scale. Key areas of interest include the Bank's ability to sustain growth on a digital foundation, expand scale in parallel with risk management, and enhance operational efficiency.

ii. Reasons for not achieving the 2025 profit target

Shareholders acknowledged the positive business growth in 2025; however, they requested the Executive Board to clarify the reasons for not achieving the profit target approved by the GMS. Areas of concern include the impact of market conditions, the Bank's prudent growth policy, and provisioning activities on the full-year profit results.

iii. Response plan in the context of market volatility

Shareholders raised concerns regarding PGBank's adaptability to an increasingly complex global economic, financial, and geopolitical environment, along with pressure on credit growth and intense competition in the banking sector. The key focus is on solutions to maintain growth, control risks, expand the customer base, and ensure operational safety amid multiple uncertainties.

iv. Solutions to achieve the 2026 business targets

Shareholders requested the Management to clarify the basis and roadmap for achieving the significantly higher profit target for 2026 compared to the 2025 performance. Key areas of interest include growth drivers, measures to enhance efficiency, credit strategy, debt resolution, and the role of digital transformation in supporting the achievement of the plan.

v. Business performance in Q1/2026 and full-year outlook

Shareholders requested the Executive Board to provide updates on PGBank's performance in Q1/2026 and a preliminary assessment of the Bank's ability to achieve the 2026 business plan. Areas of interest include asset scale, capital mobilization, profitability, income structure, asset quality, and the safety of operational indicators.

vi. Technology and digital transformation plan of PGBank

Shareholders requested the Management to clarify PGBank's technology investment orientation in the context of accelerated digital transformation and increasing competition in customer experience within the banking sector. Key focus areas include priority technology platforms, investment levels, expected efficiency, and the Bank's ability to enhance competitiveness through technology.

vii. Capital Increase Plan

Shareholders requested the Management Board to clarify the reasons why the Bank's 2025 capital increase plan was not fully implemented as scheduled, and to provide details regarding the capital increase plan for 2026.

viii. Plan for investment and capital contribution to acquire shares in organizations to become subsidiaries or associates of PGBank

Shareholders requested the Management Board to provide further information regarding the investment and capital contribution to acquire shares in organizations for the purpose

of turning them into subsidiaries or associates of PGBank, specifically clarifying the plan to invest in a securities company. Nội dung trả lời của Đoàn Chủ tọa:

2.2.2. Responses of the Presidium:

The Presidium expressed sincere appreciation for the support and trust of the Shareholders toward PGBank. The attention and contributions of Shareholders are highly meaningful to PGBank. The Presidium acknowledged all comments and provided full and satisfactory responses. Key highlights are as follows:

i. Positioning as a digital retail bank and development objectives to 2030

The Management stated that PGBank is oriented to develop under a retail banking model based on digital transformation, with the goal of being among the top 10 private joint stock banks with the highest growth in total operating income by 2030. The Bank focuses on individual customers, households, and small and medium-sized enterprises, expands correspondent banking activities, promotes non-credit income, reduces the proportion of high-risk assets, increases capital scale, seeks strategic shareholders, and adopts higher risk governance standards, aiming toward sustainable growth..

ii. Strong growth in 2025 but below plan due to prudent strategy

The Management stated that in 2025, PGBank's total assets reached VND 88,840 billion, credit outstanding reached VND 47,165 billion, and profit before tax reached VND 727 billion, representing an increase of 70.8% compared to 2024 and achieving over 72% of the planned profit target. The primary reasons were the volatile and risk-prone market environment, along with the Bank's policy of selective credit growth and prudent provisioning to ensure system safety, asset quality, and a solid foundation for long-term development.

iii. Market adaptation through focused growth, digitalization, and strengthening of financial foundation

The Management affirmed that PGBank adopts a prudent yet proactive approach, focusing on individual customers, households, and small and medium-sized enterprises serving production and business activities. At the same time, the Bank promotes digital transformation to enhance efficiency and develop products, alongside controlling non-performing loans, diversifying income sources, strengthening capital capacity, and improving the risk management system to create room for growth in subsequent phases.

iv. Synchronous implementation of solutions to achieve the 2026 profit target

The Management stated that, to realize the profit target of VND 1,438 billion in 2026, PGBank will implement a comprehensive set of solutions integrating growth with risk control and digital transformation. Key focus areas include product personalization; application of Big Data and artificial intelligence (AI) to enhance cross-selling; expansion of partnership ecosystems through correspondent banking services with strategic partners; selective credit growth; strengthening debt resolution through technology; standardizing risk governance; developing human resources; and continued investment in data, Open Banking, operational automation, and information security, safety, and protection.

v. Positive signals recorded in Q1/2026, providing a basis for full-year plan implementation

The Executive Board stated that in Q1/2026, PGBank maintained a stable and safe operational foundation despite ongoing market challenges. As at March 31, 2026, business results showed positive signals, providing a basis for implementing the full-year plan. On that basis, the Executive Board will continue to promote controlled credit growth, develop service segments, and manage costs effectively, and assesses that PGBank is capable of achieving the 2026 plan.

vi. Technology investment with a focused, agile, and value-driven approach

The Management stated that PGBank identifies digital transformation as a critical factor, while adopting a focused investment approach rather than a broad-based one. The Bank has completed its core technology platform, implemented omnichannel banking systems for individual and corporate customers, and developed data and automation platforms to enhance management efficiency. At the same time, it strengthens system security and safety, and aligns technology investments directly with objectives of increasing productivity, reducing costs, and enhancing competitiveness.

vii. Regarding the increase of Charter Capital

Due to market fluctuations and the necessity to follow regulatory procedures as well as comply with legal provisions, the charter capital increase to VND 6,816 billion was only executed in 2025 and officially recorded in Quarter 1/2026. At this year's Annual General Meeting of Shareholders (AGM), PGBank has submitted to the General Meeting and continues to implement the plan to increase charter capital to VND 10,000 billion.

viii. Regarding the investment and capital contribution to acquire shares in organizations to become subsidiaries or associates of PGBank

Given the stock market upgrade and positive domestic macroeconomic signals, the Board of Directors (BOD) has submitted to the General Meeting of Shareholders this year the proposal for investment and capital contribution to acquire a securities company. The BOD commits to conducting a thorough assessment of market conditions and requirements, ensuring full compliance with legal regulations during the selection process, and will report to shareholders at the earliest meeting.

- 2.3. After no further comments were raised, Ms. Cao Thi Thuy Nga, on behalf of the Presidium, expressed appreciation, acknowledged and received the opinions of the Shareholders, and acknowledged the directives from the representative of the State Bank of Vietnam, Region I Branch. Ms. Cao Thi Thuy Nga declared the conclusion of the discussion session.

3. The General Meeting voted to approve the Reports and Submissions presented at the Meeting

The Head of the Vote Counting Committee instructed the General Meeting on the voting procedures for approving the reports and submissions at the Meeting.

The General Meeting proceeded to vote and approve the contents of the reports and submissions presented at the Meeting.

4. Announcement of voting results for approval of reports and submissions at the General Meeting

The Head of the Vote Counting Committee announced the voting results for the approval of the reports and submissions as follows:

The total number of voting ballots issued is: 43 ballots, corresponding to 45 Shareholders and authorized representatives attending the Meeting, representing 664,483,967 shares, accounting for 100.000% of total voting rights.

The total number of voting ballots collected is: 41 ballots, corresponding to 43 Shareholders and authorized representatives attending the Meeting, representing 664,483,955 shares, equivalent to 100.000% of total voting rights.

The total number of voting ballots not collected is: 2 ballots, corresponding to 2 Shareholders and authorized representatives attending the Meeting, representing 2 shares, equivalent to 0.000% of total voting rights.

Voting method: Secret ballot.

Voting results for approval of the reports and submissions are as follows:

4.1. Voting results for the Report of the BOD on the operating results for 2025 and business orientation for 2026 are as follows:

Number of ballots collected	Number of voting shares	Percentage (%)
Valid ballots:	664,481,755 shares	100.000%
• <i>Votes in favor:</i>	630,818,932 shares	94.934%
• <i>Votes against:</i>	44 shares	0.000%
• <i>Abstentions:</i>	33,662,779 shares	5.066%
Invalid ballots:	2,200 shares	0.000%

4.2. Voting results for the Report of the Chief Executive Officer on the business performance in 2025 and business plan for 2026 are as follows:

Number of ballots collected	Number of voting shares	Percentage (%)
Valid ballots:	664,481,755 shares	100.000%
• <i>Votes in favor:</i>	637,343,071 shares	95.915%
• <i>Votes against:</i>	44 shares	0.000%
• <i>Abstentions:</i>	27,138,640 shares	4.084%
Invalid ballots:	2,200 shares	0.000%

4.3. Voting results for the Report of the BOS on the operating results for 2025 and business orientation for 2026 are as follows:

Number of ballots collected	Number of voting shares	Percentage (%)
Valid ballots:	664,481,755 shares	100.000%
• <i>Votes in favor:</i>	637,618,391 shares	95.957%
• <i>Votes against:</i>	44 shares	0.000%

Number of ballots collected	Number of voting shares	Percentage (%)
• <i>Abstentions:</i>	26,863,320 shares	4.043%
Invalid ballots:	2,200 shares	0.000%

4.4. Voting results for the Submission on approval of the audited financial statements for 2025 and the profit distribution plan are as follows:

Number of ballots collected	Number of voting shares	Percentage (%)
Valid ballots:	664,481,755 shares	100.000%
• <i>Votes in favor:</i>	631,906,145 shares	95.097%
• <i>Votes against:</i>	44 shares	0.000%
• <i>Abstentions:</i>	32,575,566 shares	4.902%
Invalid ballots:	2,200 shares	0.000%

4.5. Voting results for the Submission on the finalization of the operating budget of the BOD and the BOS for 2025 and the approval of the operating budget of the BOD and the BOS for 2026 are as follows:

Number of ballots collected	Number of voting shares	Percentage (%)
Valid ballots:	664,481,755 shares	100.000%
• <i>Votes in favor:</i>	637,748,834 shares	95.977%
• <i>Votes against:</i>	44 shares	0.000%
• <i>Abstentions:</i>	26,732,877 shares	4.023%
Invalid ballots:	2,200 shares	0.000%

4.6. Voting results for the Submission on approval of the business plan for 2026 are as follows:

Number of ballots collected	Number of voting shares	Percentage (%)
Valid ballots:	664,481,755 shares	100.000%
• <i>Votes in favor:</i>	630,738,302 shares	94.922%
• <i>Votes against:</i>	44 shares	0.000%
• <i>Abstentions:</i>	33,743,409 shares	5.078%
Invalid ballots:	2,200 shares	0.000%

4.7. Voting results for the Submission on the selection of an independent auditing firm are as follows:

Number of ballots collected	Number of voting shares	Percentage (%)
Valid ballots:	664,481,755 shares	100.000%
• <i>Votes in favor:</i>	638,208,761 shares	96.046%
• <i>Votes against:</i>	44 shares	0.000%
• <i>Abstentions:</i>	26,272,950 shares	3.954%
Invalid ballots:	2,200 shares	0.000%

4.8. Voting results for the Submission on approval of the plan to increase PGBank's charter capital are as follows:

Number of ballots collected	Number of voting shares	Percentage (%)
Valid ballots:	664,481,755 shares	100.000%
• <i>Votes in favor:</i>	634,199,379 shares	95.442%
• <i>Votes against:</i>	44 shares	0.000%
• <i>Abstentions:</i>	30,282,332 shares	4.557%
Invalid ballots:	2,200 shares	0.000%

4.9. Voting results for the Submission on approval of capital contribution and share acquisition in an entity for such entity to become a subsidiary or an associate of PGBank are as follows::

Number of ballots collected	Number of voting shares	Percentage (%)
Valid ballots:	664,481,755 shares	100.000%
• <i>Votes in favor:</i>	632,482,411 shares	95.184%
• <i>Votes against:</i>	44 shares	0.000%
• <i>Abstentions:</i>	31,999,300 shares	4.816%
Invalid ballots:	2,200 shares	0.000%

4.10. Voting results for the Submission on updating and adjusting the proposed remedial plan in case of early intervention are as follows:

Number of ballots collected	Number of voting shares	Percentage (%)
Valid ballots:	664,481,755 shares	100.000%
• <i>Votes in favor:</i>	637,618,391 shares	95.957%

Number of ballots collected	Number of voting shares	Percentage (%)
• <i>Votes against:</i>	44 shares	0.000%
• <i>Abstentions:</i>	26,863,320 shares	4.043%
Invalid ballots:	2,200 shares	0.000%

4.11. Voting results for the Submission on approval of the plan to increase PGBank's charter capital are as follows:

Number of ballots collected	Number of voting shares	Percentage (%)
Valid ballots:	664,481,755 shares	100.000%
• <i>Votes in favor:</i>	632,482,411 shares	95.184%
• <i>Votes against:</i>	44 shares	0.000%
• <i>Abstentions:</i>	31,999,300 shares	4.816%
Invalid ballots:	2,200 shares	0.000%

Based on the comparison of the voting results with applicable legal regulations and the Charter of PGBank, the contents of the above reports and submissions have been duly approved by the General Meeting of Shareholders.

5. Approval of the Minutes of the General Meeting of Shareholders and the Resolution of the General Meeting of Shareholders

- 5.1. Ms. Pham Bich Lien – Head of the Secretariat, presented the draft Minutes and the draft Resolution of the 2026 Annual General Meeting of Shareholders for the General Meeting to review and approve.
- 5.2. The Presidium conducted the voting for approval of the Minutes and the Resolution of the 2026 Annual General Meeting of Shareholders.
- 5.3. The General Meeting of Shareholders approved the full text of the Minutes and the Resolution of the 2026 Annual General Meeting of Shareholders with 100% of the voting shares attending the Meeting voting in favor.

6. Closing of the General Meeting

- 6.1. Ms. Cao Thi Thuy Nga, on behalf of the Presidium, declared the closing of the 2026 Annual General Meeting of Shareholders of Prosperity and Growth Commercial Joint Stock Bank.
- 6.2. The Meeting was concluded at 12 hours 15 minutes on the same day.
- 6.3. These Minutes were prepared at 12 hours 20 minutes on April 21, 2026 immediately after the 2026 Annual General Meeting of Shareholders of Prosperity and Growth Commercial Joint Stock Bank completed its agenda and were approved in full at the Meeting.
- 6.4. This Minutes is prepared in 03 (three) Vietnamese originals and 03 (three) English originals of equal legal validity. In the event of any discrepancy between the Vietnamese and English versions, the Vietnamese version shall prevail. This Minutes shall serve as the basis for the issuance of the Resolution of the General Meeting of Shareholders.

**ON BEHALF OF THE SECRETARIAT
HEAD**

**ON BEHALF OF THE PRESIDIUM
CHAIRPERSON**

PHAM BICH LIEN

CAO THI THUY NGA

Attachments:

- *Agenda of the 2026 Annual General Meeting of Shareholders;*
- *Regulation on organization of the 2026 Annual General Meeting of Shareholders;*
- *Minutes of verification of shareholder eligibility;*
- *Reports and submissions presented to the 2026 Annual General Meeting of Shareholders;*
- *List of registered shareholders and their representatives attending the Meeting, with the corresponding number of shares and voting rights.*

No.:01/2026/NQ-DHDCD



RESOLUTION

**Re: Approval of matters at the Annual General Meeting of Shareholders 2026
of Prosperity and Growth Commercial Joint Stock Bank (PGBank)**

GENERAL MEETING OF SHAREHOLDERS (GMS)

- Pursuant to the Law on Enterprises 2020, as amended and supplemented, and its implementing regulations (“Law on Enterprises”);
- Pursuant to the Law on Credit Institutions 2024, as amended and supplemented, and its implementing regulations;
- Pursuant to the Law on Securities 2019, as amended and supplemented, and its implementing regulations;
- Pursuant to the Charter of Prosperity and Growth Commercial Joint Stock Bank (“PGBank”/the “Bank”);
- Pursuant to the Minutes of the Annual General Meeting of Shareholders 2026 of Prosperity and Growth Commercial Joint Stock Bank No. 01/2026/BB-DHDCD dated April 21, 2026,

RESOLVES:

Article 1. To approve in full the Report of the Board of Directors (BOD) on the business performance in 2025 and business orientations for 2026 in accordance with Report No. 01/2026/BC-HDQT dated April 21, 2026.

Article 2. To approve in full the Report of the Board of Supervisors (BOS) on the performance results in 2025 and orientations for 2026 in accordance with Report No. 01/2026/BC-BKS dated April 21, 2026.

Article 3. To approve in full the Report of the Chief Executive Officer on the business performance in 2025 and the business plan for 2026 in accordance with the Report dated April 21, 2026.

Article 4. To approve in full the audited financial statements for 2025 and the profit distribution plan, specifically as follows:

1. To approve in full the audited financial statements for 2025 of PGBank, audited by Deloitte Vietnam Audit Company Limited, with key indicators as follows:

Unit: VND

No.	Indicators	2025
1	Total assets	88,840,172,085,710

2	Total equity	6,545,253,452,707
	<i>Of which: Charter capital</i>	<i>5,499,964,240,000</i>
3	Total credit outstanding	47,165,325,365,212
4	Total mobilization	81,117,094,057,526
5	Profit before tax	726,663,929,732
6	Profit after tax	580,863,057,920

2. To approve the profit distribution plan and appropriations to funds for 2025 as follows:

Unit: VND

No.	Item	Amount
1	Undistributed retained earnings carried forward from prior years	77,372,373,068
2	Profit before tax for 2025	726,663,929,732
3	Corporate income tax for 2025	145,800,871,812
4	Profit after tax for 2025 [(2)-(3)]	580,863,057,920
5	Appropriation to charter capital reserve fund [(4) × 10%]	58,086,305,792
6	Appropriation to financial reserve fund [(4) × 10%]	58,086,305,792
7	Remaining profit after tax and fund appropriations for 2025 [(4)-(5)-(6)]	464,690,446,336
8	Total undistributed retained earnings after fund appropriations [(1)+(7)]	542,062,819,404
9	Dividend distribution (7.5% of charter capital (*))	511,190,706,000
10	Remaining undistributed retained earnings after dividend payment [(8)-(9)]	30,872,113,404

Article 5. To approve the settlement of the operating budget of the BOD and the BOS for 2025, and to approve the operating budget for 2026, as follows:

1. Settlement of the operating budget of the BOD and BOS for 2025

- a) The finalized remuneration, bonuses, other benefits, and actual operating budget of the BOD for 2025 amounted to VND **15,129,578,325**, of which remuneration amounted to VND **10,551,478,261**. The actual operating expenses for 2025, including remuneration of the BOD, did not exceed the limit approved by the General Meeting of Shareholders (GMS).
- b) The finalized remuneration, bonuses, other benefits, and actual operating budget of the BOS for 2025 amounted to VND **7,761,381,539**, of which remuneration amounted to VND **6,043,478,261**. The actual operating expenses for 2025, including remuneration of the BOS, did not exceed the limit approved by the GMS.

2. To approve the operating budget of the BOD and the BOS for 2026 as follows:
- a) To approve the operating budget of the BOD for 2026 as follows:
- The total proposed operating budget is approved at **VND 13,900,000,000**, of which remuneration amounts to **VND 10,776,000,000**.
 - To authorize the BOD to: (i) Decide specific remuneration for each member of the BOD. In case of additional appointment of BOD members, the BOD shall decide the additional remuneration based on the remuneration applicable to equivalent positions and responsibilities; (ii) Decide bonuses and other benefits for BOD members in line with: the actual business performance of PGBank; internal regulations on bonuses and benefits; financial management and expenditure regulations of PGBank; and applicable laws.
- b) To approve the operating budget of the BOS for 2026 as follows:
- The total proposed operating budget is approved at **VND 8,980,000,000**, of which remuneration amounts to **VND 6,900,000,000**.
 - To authorize the BOS to: (i) Decide specific remuneration for each member of the BOS; (ii) Decide bonuses and other benefits for BOS members in line with: the actual business performance of PGBank; internal regulations on bonuses and benefits; financial management and expenditure regulations of PGBank; and applicable laws.

Article 6. To approve the business plan for 2026 as follows:

Unit: VND (billion)

No.	Indicators	Actual 2025	Plan 2026	Variance	Change (%)
1	Total assets	88,840	117,419	28,579	32.2%
2	Total credit outstanding	47,165	61,770	14,605	31.0%
3	Total mobilization	81,117	103,593	22,476	27.7%
4	Total net income	2,474	3,504	1,030	41.6%
5	Operating expenses & provisioning expenses	1,748	2,066	318	18.2%
6	Profit before tax	727	1,438	711	97.9%
7	Charter capital (*)	5,500	10,000	4,500	81.8%

() On March 4, 2026, the State Bank of Vietnam issued Decision No. 304/QĐ-NHNN amending PGBank's charter capital in the License to VND 6,815,876,080,000.*

Article 7. To approve the selection of the independent auditor as follows:

1. To appoint an independent auditing firm to perform the review and audit of financial statements for 2027 and assurance services on the internal control system related to financial reporting for 2027:
- a) Auditing firm: Ernst & Young Viet Nam Limited
- b) Scope of services:
- Review and audit of financial statements;

- Provision of assurance services on the internal control system in relation to the preparation and presentation of financial statements.
2. Audit of other matters/activities beyond Clause 1 of this Article:
To approve the authorization for the BOD to decide on the selection of an independent auditing firm from the list of independent auditors approved by competent State authorities to audit public interest entities in the securities sector and meeting all conditions as prescribed by law, for the purpose of performing:
- a) Audit of the semi-annual and annual reports on the use of proceeds from bond issuances for PGBank's outstanding bonds, in accordance with applicable laws, for reporting periods in 2026;
 - b) Performance of independent audit services for other matters and activities as approved by the BOD or as required by applicable laws from time to time.

Article 8. To approve the investment in capital contribution and share acquisition in an entity for such entity to become a subsidiary or an associate of PGBank, specifically as follows:

1. To approve in principle and approve the plans and transactions for PGBank to contribute capital, acquire shares, or establish/acquire a securities company (the "Target Company") to become a subsidiary or an associate of PGBank in order to conduct business activities as permitted by law and relevant regulations, as follows:
 - i. Information on the Target Company: The BOD is authorized to select the Target Company, ensuring the following basic conditions:
 - The Target Company must be a securities company licensed to conduct securities business activities in accordance with securities laws, *including underwriting, brokerage, investment advisory, and proprietary trading*;
 - Satisfy other conditions as prescribed by law and PGBank's prevailing internal regulations at the time of capital contribution or share acquisition.
 - ii. Forms of implementation:
 - Capital contribution, transfer and receipt of capital contributions, share acquisition, transfer of shares, establishment, or acquisition of enterprises in accordance with applicable laws.
 - iii. Source of funds for capital contribution/share acquisition: From PGBank's charter capital and reserve funds, in compliance with applicable laws.
 - iv. Ownership ratio: Acquisition of all or part of the charter capital of the Target Company, depending on agreements with relevant parties and within the limits permitted by law.
 - v. Purchase price: Based on mutual agreement, taking into account the assessment of the Target Company's current status, agreements with relevant parties, and market conditions.
 - vi. Transaction value / investment value: Expected to be equal to or exceeding 20% of the Bank's charter capital as recorded in the most recent audited financial statements, or at another level in compliance with applicable laws and the Charter of PGBank, ensuring that the Target Company becomes a subsidiary or an associate of PGBank.

2. The GMS authorizes and assigns the BOD to have full authority to decide on and organize the implementation of specific tasks for PGBank to carry out capital contribution, share acquisition, establishment, or acquisition of subsidiaries and/or associates, etc., as set out in Clause 1.1 of this Article, in line with PGBank's operational needs, applicable laws, and requirements/guidance of competent authorities, including but not limited to the following:
 - To decide on, organize implementation, and identify suitable Target Companies for PGBank to invest in through capital contribution, share acquisition, establishment, or acquisition of subsidiaries and/or associates;
 - To decide on the implementation timeline, organize the execution of detailed plans, and report to the GMS at the nearest annual meeting;
 - To negotiate with relevant parties; liaise, discuss, and reach agreements with competent State authorities; and authorize the BOD to decide on matters related to transactions, including but not limited to: selection of the Target Company; participation ratio of PGBank; price and related conditions; decision on public tender offer or other methods in accordance with applicable laws; decision on organizational structure and legal form of the Target Company; cooperation and partnership models; decision on transaction contents, documents signed and/or participated in by PGBank for implementation of transactions, as well as all other matters arising during the process of capital contribution, share acquisition, establishment, or acquisition of subsidiaries and/or associates;
 - To decide on amendments, supplements, or adjustments to plans, matters, and transactions in accordance with agreements with competent authorities, sellers, and other relevant parties;
 - During implementation, the BOD is authorized to decide on matters within its assigned scope of duties and may delegate and assign the Chairman of the BOD, the Chief Executive Officer, and other units or individuals within PGBank to carry out the above tasks in compliance with applicable laws and internal regulations of PGBank.

Article 9. To approve the update and adjustment of the Remedial Plan in case of early intervention, specifically as follows:

1. To approve the updated contents of the Remedial Plan in case of early intervention as proposed by the BOD in Submission No. 07/2026/TTr-HDQT dated April 21, 2026.
2. To assign the BOD to finalize the dossier and report to the State Bank of Vietnam in accordance with Clause 4, Article 143 of the Law on Credit Institutions 2024 and its amendments and supplements after the Remedial Plan in case of early intervention has been approved by the GMS.
3. In the event that the Remedial Plan has been approved by the GMS and the State Bank of Vietnam requests amendments or supplements, such adjustments shall be implemented by the BOD in compliance with the Law on Credit Institutions 2024 and its amendments and supplements.

Article 10. To approve the amendments to the Charter and the Regulation on Organization and Operation of the Board of Supervisors, specifically as follows:

1. To approve the amendments to the Charter and the consolidated Charter replacing the current Charter of PGBank as proposed by the BOD in Submission No. 08/2026/TTr-HDQT dated April 21, 2026.
2. To approve the amendments to the Regulation of the Board of Supervisors and the consolidated Regulation replacing the current Regulation of the Board of Supervisors of PGBank as proposed by the BOD in Submission No. 08/2026/TTr-HDQT dated April 21, 2026.
3. To authorize and assign the BOD to decide on related matters in the process of amending and supplementing the Charter of PGBank and to notify/submit the Charter in accordance with the guidance of competent authorities and applicable laws.
4. To authorize and assign the BOS to decide on related matters in the process of amending and supplementing the Regulation of the BOS and to notify/submit such Regulation in accordance with the guidance of competent authorities and applicable laws.

Article 11. This Resolution shall take effect from **April 21, 2026**. Members of the Board of Directors, the Board of Supervisors, the Executive Board, and all relevant units and individuals shall be responsible for the implementation of this Resolution./.

**ON BEHALF OF THE GENERAL
MEETING OF SHAREHOLDERS
CHAIRPERSON**

Recipients:

- As stated in Article 11;
- State Bank of Vietnam (for reporting);
- State Securities Commission of Vietnam; Hanoi Stock Exchange;
- Archived: Administration, Office of the BOD.

CAO THI THUY NGA



Hanoi, April 21, 2026

RESOLUTION

Re: Approval of the Charter Capital Increase Plan of Prosperity and Growth Commercial Joint Stock Bank (PGBank)

GENERAL MEETING OF SHAREHOLDERS (GMS)

- Pursuant to the Law on Enterprises 2020, as amended and supplemented, and its implementing regulations (“Law on Enterprises”);
- Pursuant to the Law on Credit Institutions 2024, as amended and supplemented, and its implementing regulations;
- Pursuant to the Law on Securities 2019, as amended and supplemented, and its implementing regulations;
- Pursuant to the Charter of Prosperity and Growth Commercial Joint Stock Bank (“PGBank”/the “Bank”);
- Pursuant to the Minutes of the Annual General Meeting of Shareholders 2026 of Prosperity and Growth Commercial Joint Stock Bank No. 01/2026/BB-DHDCD dated April 21, 2026,

RESOLVES:

Article 1. To approve the Charter Capital increase plan of PGBank as follows:

1. To approve the Charter Capital increase plan for 2026 attached to Submission No. 05/2025/TTr-HDQT dated April 21, 2026 of the Board of Directors (BOD). The maximum expected Charter Capital after completion of the 2026 increase is VND 10,000,000,000,000 (*In words: Ten trillion Vietnamese Dong*).
2. To approve the amendment and supplementation of Clause 1, Article 17 of the Charter of PGBank regarding the new Charter Capital corresponding to the completion of the Charter Capital increase plan for 2026 in accordance with applicable laws and subject to the approval decision of the State Bank of Vietnam regarding the amendment of Charter Capital stated in the License.
3. To approve the registration and depository at the Vietnam Securities Depository and Clearing Corporation (VSDC) and the additional securities trading registration at the Hanoi Stock Exchange for all newly issued shares.
4. In addition to the matters already assigned/authorized under the 2026 Charter Capital increase plan, the GMS authorizes and assigns the BOD to proactively carry out necessary tasks to implement the plan in line with PGBank’s operational needs, applicable laws, and requirements/guidance of competent authorities, including the following:
 - a) To decide on amendments, supplements, finalization, and explanations of all matters and contents of the 2026 Charter Capital increase plan (including any contents not yet

specified, if any) to ensure compliance with legal regulations and requirements of competent State authorities.

- b) To review and decide on the timing of implementation of capital increase plans, the record date for determining shareholders, and the share distribution timeline.
 - c) To adjust the plan for utilization of proceeds based on efficiency, actual business conditions of PGBank, and compliance with applicable laws.
 - d) To decide on and carry out procedures and execute documents necessary for implementing the Charter Capital increase plan, including but not limited to: (i) Dossiers and procedures for obtaining approval of the Charter Capital increase plan from competent authorities; (ii) Dossiers and procedures for securities registration, depository, and additional trading registration; (iii) Procedures for amendment of the License and other legal documents related to updating the new Charter Capital based on the actual results of implementation.
 - e) To decide on amendments to provisions relating to Charter Capital and shares in the Charter of PGBank after completion of the share offering/issuance and amendment of the License. The Charter shall be signed by the legal representative of PGBank.
 - f) To decide on plans for handling fractional shares arising from dividend share issuance, handling unsubscribed shares in offerings to existing shareholders, and determining the actual number of shares issued.
 - g) To adjust the plan for utilization of proceeds from the issuance, where necessary, to align with actual conditions, investment strategy, and development orientation of PGBank, while ensuring compliance with Clause 2, Article 9 of Decree No. 155/2020/ND-CP; and to only adjust the use of proceeds where the change is less than 50% of total proceeds when authorized by the GMS and in accordance with the Charter. Any such changes shall be reported to the GMS at the nearest meeting.
 - h) To decide on other related matters (if any arise) to complete the Charter Capital increase.
5. During implementation, where necessary, the BOD is authorized to further delegate or sub-authorize the above powers in accordance with internal regulations of PGBank and applicable laws.

Article 2. This Resolution shall take effect from April 21, 2026. Members of the Board of Directors, the Board of Supervisors, the Executive Board, and all relevant units and individuals shall be responsible for the implementation of this Resolution./.

Recipients:

- As stated in Article 2;
- State Bank of Vietnam (for reporting);
- State Securities Commission of Vietnam; Hanoi Stock Exchange;
- Archived: Administration, Office of the BOD.

**ON BEHALF OF THE GENERAL
MEETING OF SHAREHOLDERS
CHAIRPERSON**

CAO THI THUY NGA

REGULATION
ON ORGANIZATION OF THE 2026 ANNUAL GENERAL MEETING OF
SHAREHOLDERS OF
PROSPERITY AND GROWTH COMMERCIAL JOINT STOCK BANK

Article 1. Governing Scope and Applicable Entities

- 1.1. This Regulation shall apply to the organization of the 2026 Annual General Meeting of Shareholders ("GMS") of Prosperity and Growth Commercial Joint Stock Bank ("PGBank").
- 1.2. This Regulation set forth provisions on the rights and obligations of Shareholders, their proxies, attending parties; conditions and procedures for the GMS.
- 1.3. Shareholders, their proxies, and attending parties of the PGBank's GMS shall be responsible for complying with the provisions of this Regulation.

Article 2. Legal Basis

- 2.1. 2020 Law on Enterprises, amendments and supplements (hereinafter referred to as "2020 Law on Enterprises"), and other relevant legislative documents.
- 2.2. 2024 Law on Credit Institutions.
- 2.3. 2019 Law on Securities.
- 2.4. Decree No. 155/2020/ND-CP detailing and guiding the implementation of a number of articles of the Law on Securities by the Government on December 31, 2020.
- 2.5. Circular No. 116/2020/TT-BTC dated December 31, 2020 by the Ministry of Finance on guidance on certain provisions regarding corporate governance applicable to public companies in Decree No.155/2020/ND-CP dated December 31, 2020 by the Government on elaboration of some articles of the Law on Securities.
- 2.6. The PGBank's Charter was approved by PGBank's General Meeting of Shareholders under Resolution No. 05/2024/NQ-ĐHDCĐ dated April 20, 2024 (hereinafter referred to as "Charter").

Article 3. General Principles of the GMS

- 3.1. The GMS shall be held in an open, fair, and democratic manner.
- 3.2. The legitimate rights and interests of shareholders and PGBank shall be guaranteed.
- 3.3. All applicable laws, PGBank requirements and this Regulation shall be followed.

Article 4. Order of the GMS

- 4.1. Shareholders or their proxies shall follow the Organizing Committee's arrangements and locate the correct seat or area when they enter the meeting room.

- 4.2. Smoking in the meeting room, small talks, and use of audio and video recording devices are prohibited; Cell phones must be kept on mute, and order must be maintained during the GMS session.

Article 5. Speaking opinions at the GMS

- 5.1. Shareholders or their proxies can express their opinions and discuss at the GMS by registering their speech with the Secretariat who shall summarize and report to the Presiding Committee.
- 5.2. In the spirit of constructive criticism, shareholders or their proxies should concentrate on the main topics included in the agenda that the GMS has approved.

Article 6. Rights and obligations of shareholders or their proxies with regards to the GMS

6.1. Eligibility:

On the closing date of registration, shareholders named in the list of shareholders with the right to attend the GMS are entitled to attend the GMS in person or authorize another person to do so. The authorization to attend meetings as specified in the 2020 Law on Enterprises, Charter, and other applicable requirements shall all be followed by shareholders.

In case there is more than one proxy attending as prescribed by law, the shareholder must specifically determine the number of shares held by each proxy. In case the number of shares for each proxy is not determined by the shareholders, such number shall be divided equally among all proxies.

6.2. Rights of shareholders or their proxies with regards to the GMS:

- a) 01 Voting Ballot, 01 Voting Card, meeting handouts, and any other materials (if any), following registration to attend the GMS as a shareholder with the Shareholder Eligibility Verification Committee, shall be given, along with instructions on how to vote in accordance with PGBank's rules.
- b) Under the direction of the Presiding Committee, shareholders or their proxies have the right to attend the GMS, speak in person, and/or submit comments to the GMS Organizing Committee (if any).
- c) Any shareholders or their proxies arriving late at the GMS are entitled to register and vote on the matters yet to be voted on after registration. The Chair is not obligated to pause the meeting in such a case. The previously voted matters shall not be affected.
- d) Shareholders or their proxies may discuss and vote on all matters included in the GMS's agenda in accordance with the other legislative documents, Charter, and this Regulation.

6.3. Obligations of Shareholders or their proxies with regards to the GMS:

- a) In accordance with the guidelines set forth by the Organizing Committee, shareholders or their proxies must register to attend the GMS and provide the required documentation, including:
 - i. For individual shareholders:
 - In the case of attending in person the GMS, shareholders shall present:
 - Original valid ID Card/Passport.

- In case the representative authorized by shareholder attends the GMS in person, the following shall be presented:
 - Original valid ID Card/Passport of the proxy; and
 - Original valid Power of Attorney to the GMS.
- ii. For institutional shareholders:
 - In case the legal representative/representative in charge of the shareholder's contributed capital attends the GMS in person, the following shall be presented
 - Certified copy of Business Registration Certificate/Establishment Decision; and
 - Original valid ID Card//Passport of the legal representative/representative in charge of the shareholder's contributed capital; and
 - Copy of the Form designating the representative in charge of the shareholder's contributed capital (should such a representative be designated by shareholders attending at the GMS).
 - In case the legal representative/proxy (in charge of the contributed capital) of a shareholder authorizing another person attends the Meeting, the following shall be presented
 - Certified copy of Business Registration Certificate/Establishment Decision; and
 - Original valid ID Card/Passport of the authorized person attending the GMS; and
 - Copy of the Form designating the representative in charge of the shareholder's contributed capital (should such a representative be designated by shareholders attending at the GMS); and
 - Original valid Power of Attorney to the GMS.
- b) Shareholders and their proxies shall confidentiality, use and preserve documents in accordance with legal requirements and PGBank's periodic regulations, and refrain from copying or sharing information with non-attendees without the Presiding Committee's consent.
- c) The provisions of law, regulations in this Charter and this Regulation shall be followed.
- d) The direction of the GMS Presiding Committee and the GMS Organizing Committee shall be followed.
- e) No actions shall be taken to obstruct, disrupt or disrupt the GMS session.

Article 7. Rights and obligations of the Shareholder Eligibility Verification Committee

The Shareholder Eligibility Verification Committee elected by the PGBank's Board of Directors (the "BoD") shall be responsible for the following tasks:

- 7.1. To check documents provided by shareholders or their proxies to verify their eligibility as per prescribed in Clause 6.3, Article 6 hereof.
- 7.2. To determine the percentage of shareholders and/or their proxies attending the GMS.
- 7.3. To provide shareholders and their proxies with voting cards, ballots, meeting handouts and other

materials (if any).

- 7.4. To report the results of the shareholder eligibility verification to the GMS.

Article 8. Rights and obligations of the Vote Counting Committee

The Vote Counting Committee shall be elected by the GMS as per the nomination by the Chair. Rights and duties of the Vote Counting Committee as follows:

- 8.1. To guide the use of ballots and voting cards for shareholders and their proxies
- 8.2. To count the voting cards, collect the ballots at the end of the voting period in line with the GMS Agenda, and proceed to count the votes.
- 8.3. To prepare Minutes of vote counting and report to the GMS on vote counting results.
- 8.4. To report any concerns regarding vote counting results or violations of voting rules to the Presiding Committee for consideration and resolution.
- 8.5. To take the responsibility to the Presiding Committee and the GMS in performing their duties.

Article 9. Rights and responsibilities of the Chair and the Presiding Committee

The GMS shall be chaired by the Chairman of the BoD. The Chair shall appoint members of the Presiding Committee. The Presiding Committee is approved by the GMS and performs necessary tasks to conduct the meeting. Rights and duties of the Chair and the Presiding Committee as follows:

- 9.1. To conduct the GMS in a way that is both orderly and compliant with the approved agenda and Regulations, while also allowing the meeting to represent the desires of the majority of participating shareholders.
- 9.2. To resolve any issues that arise (if any) during the GMS.
- 9.3. To suggest a change to the meeting's agenda to the GMS; To postpone/suspend the GMS; change the meeting location in accordance with the provisions of the PGBank's Charter and applicable laws.
- 9.4. To decide on the security measures required to uphold law and order, guarantee the GMS's safety, and perform other duties as outlined in the PGBank Charter and applicable laws.

Article 10. Rights and duties of the Secretariat

The Secretariat and the Head of the Secretariat, shall be appointed by the Chair with the following rights and duties:

- 10.1. To fully and honestly record the entire content of the GMS session and all matter that was put to a vote by shareholders and their proxies during the meeting.
- 10.2. To prepare the Minutes of the General Meeting of Shareholders.
- 10.3. To draft the Resolution of the General Meeting of Shareholders on matters approved at the Meeting.
- 10.4. To gather the views expressed at the meeting and forward them to the Presiding Committee via the opinions of shareholders and their proxies.
- 10.5. The Minutes of the General Meeting of Shareholders are signed by the Head of the Secretariat on behalf of the Secretariat.

10.6. To perform other tasks assigned by the Presiding Committee.

Article 11. Conditions for the GMS

The GMS shall proceed when shareholders and proxies present represent more than 50% of the total voting shares.

Article 12. Conduct of the GMS

- 12.2. Vote by raising the Voting Card: This method is used to approve the following: List of members of the Presiding Committee; Vote Counting Committee; Agenda of the General Meeting of Shareholders; Resolution of the General Meeting of Shareholders; Minutes of the General Meeting of Shareholders; Resolutions of the General Meeting of Shareholders and other documents in line with the Agenda beyond the voting scope as specified in the Ballots (if any).
- 12.3. Vote by filling out the Ballot: This method is used to approve the Proposals at the GMS that have been decided upon and clearly stated in the ballot provided to each shareholder and their proxy.
- 12.4. The principles and methods of voting are specifically stipulated in Appendix I issued with this Regulation.

Article 13. Approval of Meeting Decisions

The Resolution of the GMS shall be considered approved if passed by shareholders or their proxies representing more than 50% of the total voting shares attending the Meeting;

Article 14. In the event of failure to conduct the GMS

- 14.1. In case the first 2026 Annual General Meeting of Shareholders is not eligible to be held according to the provisions of Article 11 hereof, the second meeting invitation shall be sent within thirty (30) days from the expected date of the first meeting. The second 2026 Annual General Meeting of Shareholders shall be held if shareholders or their proxies represent at least 33% of the total voting shares present at the meeting
- 14.2. In case the second 2026 Annual General Meeting of Shareholders is not eligible to be held according to the provisions of Article 1 hereof the third meeting invitation shall be sent within thirty (20) days from the expected date of the second meeting. In this case, the third 2026 Annual General Meeting of Shareholders shall be held regardless of the total number of votes of shareholders and proxies of shareholders attending the meeting.

Article 15. Minutes of the Meeting

All matters and contents presented at the Meeting shall be included in the Minutes of the General Meeting of Shareholders by the Secretariat and shall be approved prior to the meeting's end. Resolutions of the General Meeting of Shareholders are issued based on the Minutes of the Meeting. Minutes of the Meeting and Resolutions of the General Meeting of Shareholders are kept at PGBank.

Article 16. Effective Date

- 16.1. This Regulation shall take effect immediately upon being voted and approved by the General Meeting of Shareholders at the Meeting.

16.2. Shareholders, their proxies, and attending parties shall be responsible for complying with the provisions of this Regulation./.

**ON BEHALF OF GENERAL MEETING OF
SHAREHOLDERS
THE CHAIR**

**APPENDIX I
VOTING RULES**

*(Attached to the Regulation on organization of the 2026 Annual General Meeting of Shareholders of
PGBank)*

I. Scope of Application:

This Appendix is used for voting to approve the Proposals and requests at the 2026 Annual General Meeting of Shareholders of PGBank.

II. Voting method by Voting Cards

1. This method is used to approve the following: List of members of the Presiding Committee; Vote Counting Committee; Agenda of the General Meeting of Shareholders; Resolution of the General Meeting of Shareholders; Minutes of the General Meeting of Shareholders; Resolutions of the General Meeting of Shareholders; other documents in line with the Agenda beyond the voting scope as specified in the Ballots (if any). These contents shall be voted on by raising Voting Cards directly at the Meeting and approved if passed by shareholders or their proxies representing more than 50 of the total voting shares attending the Meeting.
2. Voting at the GMS shall be conducted by the Chair in line with the agenda approved by the GMS.
3. At the Chair's request, the shareholders and their proxies who favor the proposal raise their voting cards first, followed by those who against it and, lastly, At the Chairman's request, the shareholders and their proxies who favor the proposal raise their voting cards first, followed by those who against it and, lastly, those who abstain.
4. The voting on a matter shall be deemed invalid if a shareholder or their proxy does not raise the Voting Card in all three votes of "Favor," "Against," or "Abstention" on the matter being consulted, or if they raise the Voting Card more than once in the three votes of "Favor," "Against," or "Abstention" on the matter being consulted.
5. When shareholders or their proxies submit their votes, the Vote Counting Committee shall tally the votes directly. The Chair shall then make public the voting results prior to the General Meeting for each topic on which the General Meeting is asked to provide input.

III. Voting method by Ballots

1. This method is used to approve Proposals at the GMS.
2. Voting method
 - 2.1. Secret ballots are used for ballot voting.

- 2.2. Shareholders and their proxies choose one of three options: "Favor," "Against," or "Abstention" by marking (X) or (✓) checking the applicable box. Before the ballot is sent to the Vote Counting Committee, shareholders and their proxies must sign it and provide their full names. The shareholder and their proxy wants to change the selected option; it is required to circle the selected box and select the correct option again. If shareholder and their proxy wants to re-select the circled option, highlight it in black and sign next to the edited options.
- 2.3. Following the presentation of all items for voting by the Presiding Committee in accordance with the approved Meeting Agenda, the GMS shall cast its vote and, per the Vote Counting Committee's instructions, forward the Ballots to the sealed ballot box at the GMS.

3. Ballot/Voting items

- 3.1. Ballots are pre-printed ballots issued by the Organizing Committee. When a shareholder or proxy registers for shareholder eligibility verification and satisfies the requirements to attend the GMS, they are issued voting ballots, which are used to cast their votes at the Meeting. The ballot clearly lists the shareholder's name, the proxy's name, the number of shares they own, and the corresponding number of voting ballots.
- 3.2. The ballots listed below are deemed invalid:
 - The ballot is not issued by the Organizing Committee.
 - The ballot is torn, contains additional text and characters written on it, and has pre-printed material that is not in line with the requirements in Point 2.2, Clause 2, Section III above that has been removed or amended.
 - The ballot chooses more than one of the three choices—"Favor," "Against," or "Abstention"—or none of the three options are marked with an X or a () on the ballot: "Favor"/"Against"/"Abstention".
 - Neither a signature nor the valid name of the signatory are clearly visible on the ballot.
 - Neither a signature nor the valid name of the signatory are clearly visible on the ballot.
 - Following the conclusion of voting and the sealing of the ballot box, the ballot shall be given to the Vote Counting Committee.

4. Vote counting

- The Vote Counting Committee is required to count the votes at the counting room as soon as the voting is finished. The Vote Counting Committee is not allowed to erase or change any information or content on the Ballots.
- Invalid ballots shall not be counted in the vote count.

5. Announcement of vote counting results

- 5.1. The Vote Counting Committee shall prepare the vote counting minutes, and the Head shall read the vote counting results report to the GMS.
- 5.2. According to PGBank's rules, the vote counting minutes must be given to the Secretariat and retained with the GMS's paperwork.

No.: 01 / 2026 /BC-HDQT

Hanoi, April 21st, 2026

**REPORT OF THE BOARD OF DIRECTORS
 ON THE RESULTS OF OPERATIONS IN 2025 AND OPERATIONAL
 ORIENTATION FOR 2026**

**To: The General Meeting of Prosperity and Growth Commercial Joint Stock Bank
 (PGBank),**

The Board of Directors (BOD) respectfully submits to the General Meeting of Shareholders (GMS) the results of operations in 2025 and the operational orientation for 2026, as follows:

**A. REPORT ON THE ACTIVITIES OF THE BOARD OF DIRECTORS AND
 RESULTS OF OPERATIONS IN 2025**

In 2025, the global economy continued to experience complex developments, with numerous risks arising from geopolitical conflicts, trade tensions, and increasing protectionist trends, which adversely affected global growth prospects. Domestically, Vietnam maintained political and social stability as well as macroeconomic stability, thereby reinforcing investor confidence. GDP growth exceeded 8%, placing Vietnam among the fastest-growing economies in the world. The Government introduced a range of coordinated measures to establish a solid foundation for stable and long-term economic development. The banking sector recorded a recovery, with credit growth estimated at approximately 19% and improved business performance. Nevertheless, it continued to face pressures from interest rates, non-performing loan control, and intensifying competition. In this context, closely adhering to the directions of the General Meeting of Shareholders, the Board of Directors directed the implementation of appropriate solutions, enabling PGBank to overcome challenges, capitalize on opportunities, and achieve significant results in line with its objectives of safe and sustainable growth.

I. Implementation Results of Resolutions of the General Meeting of Shareholders

1. Business Performance

The business performance in 2025 is summarized as follows:

Table 01: Key Financial Results for 2025

Unit: VND billion

No.	Indicator (VND billion)	Actual 2025	Plan 2025	Change vs. 2024	Compared to 2025 Plan	
					(Actual - Plan)	(Actual / Plan)
1	Total Assets	88,840	91,226	21.7%	(2,386)	97.4%
2	Outstanding Loans	47,165	48,653	13.6%	(1,488)	96.9%
3	Total Deposits	81,117	78,449	21.6%	2,668	103.4%
4	Net Operating Income	2,474	2,657	35.1%	(183)	93.1%
5	Operating Expenses & Provisions	1,748	1,656	24.3%	92	105.5%
6	Profit Before Tax	727	1,001	70.8%	(274)	72.6%

No.	Indicator (VND billion)	Actual 2025	Plan 2025	Change vs. 2024	Compared to 2025 Plan	
					(Actual - Plan)	(Actual / Plan)
7	Charter Capital (*)	5,500	10,000	31.0%	4,500	55,0%
8	ROE	9.93%	9,75%	46.5%	0.2%	101.8%
9	CAR	10.60%	10.00%	5.89%	0.60%	106%

Note (): The charter capital increase plan for 2025 continued to be implemented in accordance with prescribed procedures and formalities. The new charter capital of VND 6,816 billion was officially recognized in Q1 2026, achieving 68.2% of the planned target.*

As of December 31, 2025, total assets reached VND 88,840 billion, achieving 97.4% of the plan and increasing by 21.7%, equivalent to VND 15,825 billion compared to the end of 2024. Total mobilized funds amounted to VND 81,117 billion, achieving 107% of the plan and increasing by 21.6%, equivalent to VND 14,432 billion compared to the end of 2024. Outstanding loans as of December 31, 2025 reached VND 47,165 billion, achieving 96.9% of the plan and growing by 13.6%, equivalent to VND 5,632 billion compared to the end of 2024. Profit before tax for 2025 reached VND 727 billion, achieving 70.8% of the plan. Key safety and efficiency indicators such as the capital adequacy ratio (CAR) and return on equity (ROE) both exceeded the assigned targets. Overall, most key indicators met the planned targets; however, profit performance fell short of expectations due to challenging market conditions and intense competition.

(The 2025 business performance results are presented in the Chief Executive Officer's Report on 2025 performance, and the 2026 business plan will be presented at the General Meeting.)

2. Selection of Independent Auditing Firm

Pursuant to the mandate and authorization granted by the 2024 Annual General Meeting of Shareholders, the Board of Directors approved the appointment of an independent auditing firm to: conduct the review of interim financial statements, audit the 2025 annual financial statements, and provide assurance services in relation to the effectiveness of the internal control system over financial reporting, as well as to perform other necessary activities in compliance with applicable laws and regulations from time to time. Accordingly, in 2025, PGBank appointed Deloitte Vietnam Audit Company Limited to perform the interim financial statement review, the annual financial statement audit, and to provide assurance services regarding the operation of the Bank's internal control system in the preparation and presentation of financial statements.

Subsequently, at the 2025 Annual General Meeting of Shareholders, the GMS approved the selection of Deloitte Vietnam Audit Company Limited as the independent auditor to conduct the review of financial statements for 2026 and to provide assurance services relating to the internal control system over financial reporting for 2026. At the same time, the GMS assigned and authorized the Board of Directors to decide on the selection of an independent auditing firm from the list of auditing firms approved by competent state authorities to audit public interest entities in the securities sector, and meeting all conditions as prescribed by law, in order to

perform other necessary activities in accordance with legal requirements. Accordingly, the Board of Directors has continued to implement the Resolution of the GMS in full compliance.

3. Restructuring of Personnel and Remuneration of the Board of Directors and the Board of Supervisors

In 2025, PGBank implemented changes in its senior management structure to further strengthen its governance framework, in alignment with the Bank's business strategy and in compliance with applicable laws and internal regulations. Members of the Board of Directors elected during the year possess extensive experience in finance, banking, and corporate governance, thereby enhancing governance capacity in line with PGBank's development objectives. As of present, the Board of Directors of PGBank comprises six (06) members, including two (02) independent members. The current composition of the Board of Directors for the 2025–2030 term is as follows:

No	Member of the BOD	Position
1	Mrs. Cao Thi Thuy Nga	Chairwoman of the BOD
2	Mr. Nguyen Van Huong	Member of the BOD
3	Mr. Vuong Phuc Chinh	Member of the BOD
4	Mr. Dinh Thanh Nghiep	Member of the BOD
5	Mr. Nguyen Van Ty	Independent Member of the BOD
6	Mr. Bui Vuong Anh	Independent Member of the BOD

In 2025, at both the Annual General Meeting of Shareholders and the Extraordinary General Meeting of Shareholders, the Board of Supervisors for the 2025–2030 term was elected as follows:

No	Member of the Board of Supervisors	Position
1	Mr. Tran Ngoc Dung	Head of the BOS
2	Mr. Trinh Manh Hoan	Member of the BOS
3	Mrs. Ha Hong Mai	Member of the BOS
4	Mrs. Dinh Thuy Tram	Member of the BOS
5	Mrs. Chu Thi Huong	Member of the BOS

Remuneration and Operating Budget of the BOD and BOS: Members of the BOD and BOS are entitled to remuneration, bonuses, and other benefits, as well as operating budgets, based on their performance and PGBank's business plan. The utilization of the operating budgets of the BOD and BOS, including the remuneration fund, is ensured to remain within the limits approved by the GMS for 2025, in compliance with the Charter and relevant prevailing internal regulations of PGBank. *(Details are provided in Submission No. ... on the finalization of remuneration, bonuses, other benefits, and operating budgets of the Board of Directors and the Board of Supervisors for 2025, and the approval of the operating budgets of the BOD and BOS for 2026, to be presented at the 2026 Annual General Meeting of Shareholders.)*

4. Proposed Remedial Plan in Case of Early Intervention

In order to comply with legal regulations, PGBank has developed a proposed remedial plan in the event of early intervention in accordance with the Law on Credit Institutions 2024.

On April 24, 2025, at the 2025 Annual General Meeting of Shareholders, the Board of Directors submitted and obtained approval for the proposed remedial plan in case of early intervention. Subsequently, PGBank reported to the State Bank of Vietnam (“SBV”) in accordance with regulatory requirements.

PGBank has continuously reviewed and supplemented the plan to further detail remedial measures with specific action plans and clear implementation roadmaps. Accordingly, PGBank will continue to present the proposed remedial plan in case of early intervention at the 2026 General Meeting of Shareholders and will submit the report to the SBV after obtaining approval from the GMS.

5. Implementation of the Charter Capital Increase Plan

In accordance with the Resolutions of the General Meeting of Shareholders, PGBank has implemented the increase of its charter capital to VND 6,816 billion, including:

- Charter capital increase through issuance of shares to existing shareholders under the Resolution of the 2024 Annual General Meeting of Shareholders:

PGBank completed the increase of its charter capital from VND 4,200 billion to VND 5,000 billion in Q2/2025 through a public offering of shares to existing shareholders. Regarding the progress and utilization of proceeds from the issuance, PGBank has disclosed information in compliance with applicable legal regulations.

- Charter capital increase in 2025:

On July 22, 2025, the General Meeting of Shareholders of PGBank issued Resolution No. 04/2025/NQ-DHDCD approving the plan to increase charter capital to VND 10,000 billion through two methods: issuance of shares for dividend payment at a ratio of 10%, and issuance of shares to existing shareholders. Based on the Resolution of the GMS, the Board of Directors issued Resolution No. 155/2025/NQ-HDQT dated July 24, 2025 to implement the charter capital increase plan. The implementation status is as follows:

a. Share Issuance for Dividend Payment for 2024:

Upon approval by the State Bank of Vietnam, the State Securities Commission, and relevant regulatory authorities, PGBank implemented dividend payment in the form of shares at a rate of 10%, thereby increasing its charter capital to approximately VND 5,500 billion. The issuance was funded from undistributed after-tax profits for 2024, following the appropriation of statutory reserves in accordance with applicable regulations.

b. Public Offering of Shares to Existing Shareholders:

PGBank completed the share issuance to existing shareholders in Q1/2026, thereby increasing its charter capital from approximately VND 5,500 billion to VND 6,816 billion. Although the Bank actively implemented the capital increase plan and obtained approvals from regulatory authorities for the 2025 charter capital increase, unfavorable market conditions toward the end of 2025 prevented the full achievement of the targeted increase to VND 10,000 billion. Changes in shareholding ratios, the list of shareholders and related persons, as well as

the utilization of proceeds from the issuance, have been duly disclosed by PGBank in accordance with applicable legal regulations.

To continue implementing the charter capital increase target as set out in the Resolution of the 2025 General Meeting of Shareholders, the Board of Directors intends to submit to the 2026 Annual General Meeting of Shareholders for consideration and approval a plan to further increase charter capital, with the aim of strengthening financial capacity, expanding operational scale, and meeting prudential requirements as prescribed by the State Bank of Vietnam.

6. Supervision and Direction of the Implementation of the Restructuring Plan Associated with Non-Performing Loan Resolution at PGBank for the 2021–2025 Period

In line with the restructuring plan associated with non-performing loan resolution at PGBank, which was approved by the State Bank of Vietnam under Official Letter No. 796/TTGSH2 dated February 23, 2024, the Board of Directors has provided strong direction to the Executive Management in implementing comprehensive measures to execute the approved plan.

7. Investment in Capital Contribution and Share Acquisition for Subsidiaries and Associates

Pursuant to the Resolutions of the General Meeting of Shareholders approving investment through capital contribution and share acquisition in other entities for such entities to become subsidiaries or associates of PGBank, in 2025, the Board of Directors directed the implementation of related activities and the identification of potential partners. The Bank also plans to continue these activities in 2026, in alignment with its business objectives.

II. Governance Activities of the Board of Directors

1. Summary of Meetings and Resolutions of the Board of Directors

In compliance with applicable laws and regulations from time to time, particularly the Law on Credit Institutions, the Charter of PGBank, the Regulation on Organization and Operation of the Board of Directors, and the Internal Governance Regulations of the Bank, the Board of Directors of PGBank has implemented the Resolutions of the General Meeting of Shareholders through regular monthly meetings as well as through written resolutions. Accordingly, the Board of Directors has made key decisions on policies and strategic directions, serving as the basis for the Executive Management to implement specific action plans.

In 2025, the Board of Directors held 20 in-person meetings and conducted written voting to approve matters within its authority. On that basis, the Board of Directors issued 308 Resolutions, addressing key matters as follows:

- **General Meeting of Shareholders:** Organized the Annual General Meeting of Shareholders and Extraordinary General Meetings of Shareholders to address matters within the authority of the GMS, including: strengthening the senior leadership structure of the BOD and the BOS, and approving the charter capital increase plan;
- **Information Technology:** Supervised and directed the development and upgrading of key information technology systems supporting banking operations, including: successful implementation of the Bank-wide Core Banking system; upgrading technology systems

serving appraisal, approval, risk management, business operations, treasury, operations, and financial management;

- **Governance and Administration:** Issued new regulations and amended/supplemented existing ones to enhance PGBank's governance framework, including: Risk Appetite Statement for the 2026–2030 period; Regulation on the organization and operation of the Executive Management; Regulation on the operation of the Risk Management Committee and the Risk Handling Council; Regulation on the operation of Head Office units; Internal Control System Regulation; Internal Credit Rating Criteria; regulations on information classification and data security, etc.;
- **Human Resources:** To strengthen workforce quality and align with the development orientation set by the GMS, the BOD issued more than 90 Resolutions in 2025 on personnel restructuring and the improvement of grading systems, HR policies, remuneration and benefits schemes, incentive and reward mechanisms, as well as performance evaluation for individuals and teams. At the same time, the BOD approved adjustments to PGBank's organizational structure, completed the core competency and leadership competency frameworks, thereby laying the foundation for enhancing governance quality in 2026 and achieving strategic objectives through 2030;
- **Credit and Investment Activities:** Approved credit facilities for customers within the authority of the BOD in accordance with legal regulations and PGBank's internal policies; approved plans for the resolution and recovery of certain large outstanding loan exposures under the authority of the BOD, etc.

2. Activities of Members of the Board of Directors

The governance and supervisory activities of the BOD over the Executive Management have been carried out in accordance with applicable laws, the Charter of PGBank, the Regulation on the Organization and Operation of the BOD, and the Bank's prevailing internal governance regulations

The BOD issued decisions on the assignment of duties and authorities to its members, clearly defining responsibilities and powers of each member by functional area. The BOD and the Chairperson of the BOD conducted performance evaluations of each member, under which all members have duly fulfilled their roles, responsibilities, and authorities in compliance with the Charter, internal regulations of PGBank, and applicable laws, thereby ensuring the overall effectiveness of the BOD's operations.

Members of the BOD actively contributed to formulating the Bank's annual operational objectives, strategic orientations, and business plans for the entire system, as well as mobilizing resources for implementation by the Executive Management. They also participated in discussions and voting on matters within the authority of the BOD and assumed responsibility for their decisions. At many key meetings of the Executive Management, the Chairperson of the BOD and/or relevant BOD members were present to provide direction and strategic guidance.

3. Activities of Independent Members of the Board of Directors

Independent members of the BOD have performed their rights and obligations in accordance with PGBank's internal regulations and the assignments made by the

BOD/Chairperson of the BOD in a prudent and honest manner, contributing to the Bank's annual business performance. In 2025, independent BOD members attended meetings of the BOD, participated in the Risk Management Committee and the Human Resources Committee, and provided comprehensive opinions on matters discussed at meetings as well as those approved through written resolutions.

Assessment by independent BOD members of the performance of the BOD of PGBank: The BOD has duly and fully performed its duties and powers in accordance with applicable laws, the Charter, and internal regulations of PGBank, while continuing to demonstrate innovation and strong determination in governance and in supervising the Executive Management in implementing the business plan approved by the GMS.

4. Activities of Committees Assisting the Board of Directors in Accordance with Regulations

The Human Resources Committee and the Risk Management Committee were established in compliance with legal regulations and play an important role in advising the BOD in performing its governance and high-level supervisory functions over PGBank's operations.

Human Resources Committee: Comprising four (04) members, including the Chairperson of the BOD as Head of the Committee, along with an Independent BOD member, a BOD member concurrently holding the position of Chief Executive Officer, and one additional member in compliance with legal requirements. In 2025, the Human Resources Committee held both regular and ad hoc meetings to provide timely advice and recommendations on personnel and organizational matters, enabling the BOD to make informed decisions. Key matters included remuneration and benefits policies for 2025, incentive mechanisms to drive business performance, and adjustments and enhancements to the functions and responsibilities of Head Office units.

Risk Management Committee: Comprising five (05) members, including one BOD member as Head of the Committee, one Independent member as Deputy Head, two members of the Executive Management, and one additional member in compliance with legal requirements. In 2025, the Risk Management Committee held both regular and ad hoc meetings to advise the BOD on risk governance matters. Key activities included reviewing the risk management strategic framework; evaluating and advising the BOD on the approval of the risk appetite for the 2026–2030 period; recommending that the Executive Management develop a plan to study and implement Basel III during 2025–2026; and proactively advising the BOD on managing key risks across the Bank, thereby contributing to maintaining PGBank's safe and stable operations amid challenging economic conditions.

5. Business Orientation and Supervision of Strategy Implementation

Building on and promoting the achievements attained, and in close alignment with the directions approved by the GMS, the BOD implemented its action plan to ensure safe and sustainable development objectives for 2025. With the orientation, supervision, and support of the BOD, the Executive Management proactively implemented strategies to drive business growth, restructure operations, and mitigate risks at PGBank. The implementation of key strategic objectives set by the BOD for 2025 is summarized as follows:

i. Strategy Development and Operationalization: The BOD developed strategies and detailed solutions for the 2025–2030 period in a flexible manner, aligned with market developments, and deployed them across the Bank. At the same time, it promoted and supervised the Executive Management in translating these strategies into concrete action plans.

ii. Charter Capital Increase: Although the target of increasing charter capital to the level approved by the GMS was not fully achieved, the BOD made strong efforts in directing, supervising, and ensuring that the capital increase was implemented efficiently, promptly, and in compliance with applicable legal regulations, thereby enhancing charter capital to meet PGBank’s operational requirements.

iii. Organizational Model and Human Resource Governance: Through adjustments to PGBank’s organizational structure, the BOD restructured the organizational model toward streamlining Head Office functional units and consolidating departments with similar functions. In addition, the BOD reviewed and planned the branch and transaction office network to improve operational efficiency; enhanced workforce quality; and developed a team of professionals with both competence and integrity, ready for innovation and breakthrough in pursuit of PGBank’s development objectives.

iv. Institutional Framework Enhancement: The BOD strengthened the regulatory framework governing the organization and operation of councils and committees assisting the BOD, while directing periodic reviews of regulations and procedures to ensure compliance with legal requirements and alignment with market conditions, with a customer-centric approach and enhanced competitiveness.

v. Information Technology: In line with the BOD’s direction for 2025, several key information technology projects, particularly the Core Banking system, were completed on schedule. At the same time, the BOD actively promoted and facilitated the development and upgrading of software systems to support banking operations and management activities.

vi. Risk Management: In response to macroeconomic volatility and competitive pressures within the banking sector, the BOD prioritized resource allocation for risk management and enhanced risk identification capabilities at PGBank. In 2025, the BOD issued the Risk Management Framework and the Risk Appetite Statement, while consistently upholding compliance with applicable laws and PGBank’s internal regulations as a top priority.

III. Assessment of the Board of Directors on the Performance of the Chief Executive Officer and the Executive Management

1. Supervisory Activities of the BOD over the Chief Executive Officer and the Executive Management

The BOD has performed its supervisory and directive role over the Chief Executive Officer in carrying out assigned duties in accordance with the Charter of PGBank, with particular focus on supervising and directing the implementation of business plans/strategies and activities assessed by the BOD as having significant risk exposure to the Bank.

The BOD and its members have proactively exercised supervisory functions through both direct and indirect methods, conducting ex-ante and ex-post supervision of the Chief Executive

Officer and the Executive Management in accordance with applicable laws and PGBank's internal regulations. Accordingly, in 2025, the BOD has:

- Participated in key meetings of the Executive Management and specialized meetings in areas requiring supervision;
- Directed the development, approval, and issuance of policies on internal supervision, risk management, and internal capital adequacy assessment at PGBank;
- Conducted supervision through the system of periodic business performance reports and ad hoc reports/proposals submitted by the Chief Executive Officer; reviewed, directed implementation, and required reporting on the execution results of recommendations and proposals from the BOS and Internal Audit for the Bank's units;
- Additionally, the BOD utilized its supporting committees in organizing and implementing supervisory activities over the operations of the Chief Executive Officer.

2. Assessment of the BOD on the Performance of the Chief Executive Officer and the Executive Management in 2025

Assessment of the BOD on the Performance of the Chief Executive Officer and the Executive Management in 2025:

- The Chief Executive Officer and the Executive Management have fully fulfilled their roles in managing and operating the Bank, effectively implementing the assigned business targets and operational directions;
- The Chief Executive Officer and the Executive Management have provided complete, accurate, and timely information, reports, and explanations on the Bank's operations at BOD meetings and on specific matters upon request of the BOD;

Under the direction and guidance of the BOD, PGBank has achieved positive results, reflecting the continuous efforts of all employees and the trust of shareholders and customers (business performance results have been reported in Section I.1).

Amid the challenging global and domestic economic environment in 2025, the BOD acknowledges the efforts of the Chief Executive Officer and the Executive Management in achieving steady progress in enhancing business efficiency and risk management, while focusing on developing breakthrough human resource policies to motivate employees and attract talent.

However, certain limitations remain and require stronger improvements to enhance competitiveness, including: expanding specialized products and customer development, improving business efficiency, and strengthening debt recovery effectiveness.

IV. Shareholder Affairs and Investor Relations

PGBank has strictly complied with current regulations on information disclosure, ensuring that all disclosed information is complete, accurate, and truthful, and submitted to regulatory authorities through the Bank's website, the information disclosure portal of the Hanoi Stock Exchange, and the State Securities Commission. All disclosures are made in a transparent manner, enabling shareholders and investors to access timely information about PGBank. Specifically:

1. Report on transactions between PGBank and members of the BOD and their related persons in 2025: As disclosed in the Corporate Governance Report for 2025 No. 05/2026/BC-PGB dated January 22, 2026 of PGBank.

2. Transactions between PGBank and companies in which BOD members are founding members or have served as managers within the three (03) years preceding the transaction: As disclosed in the Corporate Governance Report for 2025 No. 05/2026/BC-PGB dated January 22, 2026 of PGBank.

3. Report on the list of insiders and their related persons (organizational entities), and the list of shareholders holding 1% or more of PGBank's charter capital and their related persons, as set out in Appendix 01 and Appendix 02 attached to this Report.

B. OPERATIONAL ORIENTATION OF THE BOD FOR 2026

In 2026, the global economy is expected to remain uncertain, with inflation risks and rising transportation costs driven by geopolitical tensions, while digital transformation and the green economy continue to accelerate worldwide. In Vietnam, 2026 marks the first year of the 2026–2030 Socio-Economic Development Plan, with the Government targeting an average GDP growth rate of 10% or higher, and prioritizing institutional reforms, administrative procedure improvements, and enhanced efficiency of both the state-owned enterprise sector and the private sector. On that basis, the State Bank of Vietnam has set out a flexible monetary policy orientation with proactive management, close coordination with fiscal policy, inflation control at around 4.5%, and a credit growth target of approximately 15%, while ensuring system safety and improving credit quality.

As a key driver of economic growth, the banking sector in general, and PGBank in particular, will focus on enhancing analytical, forecasting, and management capabilities; directing credit toward priority areas; ensuring timely compliance with new legal regulations; strengthening risk management and non-performing loan resolution; and accelerating digital transformation in conjunction with information security. On that foundation, in 2026, PGBank will implement five strategic pillars, aiming at safe, efficient, and sustainable growth, and delivering long-term value to shareholders.

1. Technology & Digital Transformation

- Modernize IT infrastructure and implement comprehensive digital transformation based on a retail banking model built on digital platforms;
- Leverage data to enhance customer experience and develop customer-centric products.
- Strengthen cybersecurity and proactively monitor and manage technology-related risks.

2. Risk Management & Sustainable Development

- Improve regulatory rating scores in accordance with SBV standards; control credit growth in alignment with system safety;
- Enhance credit rating models, early warning systems, and credit risk management processes.
- Review and improve internal regulations and policies in line with the new organizational model.

- Implement ESG initiatives and strengthen legal compliance, while closely monitoring the remediation of recommendations from supervisory authorities.

3. People & Operations

- Strengthen key personnel and provide specialized training in business, risk management, digital transformation, and professional ethics;
- Improve productivity and service quality; refine operational processes in accordance with the new organizational model;
- Enhance credit ratings and strengthen compliance monitoring across the system.

4. Customers & Business Development

- Implement the PGBank Strategy for 2025–2030, focusing on the development of SME and retail segments, and expanding strategic partnerships;
- Prioritize credit allocation to production and business sectors, ensuring capital efficiency and optimizing interest rate management.

5. Brand & Corporate Culture

- Build a unified corporate culture through a corporate culture handbook and code of conduct;
- Standardize facilities, align brand identity, and strengthen communication and brand promotion for PGBank.

6. Financial Targets for 2026

The BOD sets out the key financial targets for 2026 as follows:

Table 02: Financial Indicators for 2026

No.	Indicator	2026 Target
1	Total Assets	Growth \geq 20%
2	Outstanding Loans	Growth \sim 30% (<i>subject to credit limit approved by the SBV</i>)
3	Market 1 Deposits	Growth \sim 25%
4	CASA Ratio	18%
5	Non-Interest Income Ratio	\geq 21%
6	Non-Performing Loan Ratio	$<$ 2,5%
7	Charter Capital	VND 10,000 billion
8	ROE	\geq 12%
9	CAR	\geq 11%

- **Financial Plan for 2026:** The BOD has established specific targets and detailed business indicators for 2026, as set out in Submission No. ... on the approval of the 2026 business plan submitted to the GMS for approval.
- Accordingly, the BOD of PGBank has developed the operational orientation for 2026 in close alignment with the Government's direction on socio-economic development and the SBV's guidance on implementing key tasks of the banking sector, as well as PGBank's

business development objectives. With the five core values of “Trust – Innovation – Efficiency – Partnership – Compliance”, PGBank will continue to build upon and promote achievements attained over the years, decisively implement its business objectives on the basis of unity and consensus across the entire system, overcome challenges, and drive comprehensive innovation across all areas of operation to achieve strong, efficient, and sustainable growth.

This concludes the full report of the BOD of PGBank. We would like to express our sincere gratitude to all Shareholders, State regulatory authorities, Customers, the Executive Management, and all employees of PGBank for their trust and support throughout the implementation process. The BOD will continue to make every effort in 2026 to deliver greater value to customers, shareholders, and the community, thereby contributing to the prosperity of the country.

We respectfully submit this report to the GMS for approval.

Recipients:

- *As addressed above;*
- *Archived at: Administration Division, Office of the BOD.*

**ON BEHALF OF THE BOARD OF
DIRECTORS
CHAIRMAN**

CAO THI THUY NGA (Signed)



PROSPERITY AND GROWTH COMMERCIAL JOINT STOCK BANK
 Land Plot P-D17, Cau Giay Urban Area, Cau Giay Ward, Ha Noi City
 Tel: +84 24 6281 1298 | Fax: +84 24 6281 1299 | www.pgbank.com.vn |

APPENDIX 01:

LIST OF INSIDERS AND RELATED ORGANIZATIONS

No.	Full Name	Position at the Company	Related organization	Relationship with the Company/Insider	Type of ID Document	ID Number	Date of Issue	Place of Issue	Registered Address / Contact Address
1	Cao Thi Thuy Nga	Chairwoman of the BOD	Vietnam		Citizen ID Card			Police Department for Administrative Management of Social Order	
2	Nguyen Van Huong	Member of the BOD, Chief Executive Officer	Vietnam		Citizen ID Card			Police Department for Administrative Management of Social Order	
3	Vuong Phuc Chinh	Member of the BOD	Vietnam		Citizen ID Card			Police Department for	

No.	Full Name	Position at the Company	Related organization	Relationship with the Company/Insider	Type of ID Document	ID Number	Date of Issue	Place of Issue	Registered Address / Contact Address
3.1	Tan Son Nhat Cargo Services and Forwarding Co., Ltd Behalf of BOD: Dang Hoa Binh	N/A		Related organization	Business Registration Certificate			Department of Planning and Investment of Ho Chi Minh City	No. 6 Thang Long, Ward 4, Tan Binh District, Ho Chi Minh City
4	Dinh Thanh Nghiep	Member of the BOD	Vietnam		Citizen ID Card			Police Department for Administrative Management of Social Order	
5	Nguyen Van Ty	Independent Member of the BOD	Vietnam		Citizen ID Card			Police Department	

No.	Full Name	Position at the Company	Related organization	Relationship with the Company/Insider	Type of ID Document	ID Number	Date of Issue	Place of Issue	Registered Address / Contact Address
6	Bui Vuong Anh	Independent Member of the BOD			Citizen ID Card			Police Department for Administrative Management of Social Order	
7	Tran Ngoc Dung	Head of the BOS	Vietnam		Citizen ID Card			Police Department for Administrative Management of Social Order	
7.1	Tay Ninh Food Supply Chain One	N/A		Related organization	Business Registration Certificate			Department of Planning and	Group 10, Phuoc Hiep Quarter,

No.	Full Name	Position at the Company	Related organization	Relationship with the Company/Insider	Type of ID Document	ID Number	Date of Issue	Place of Issue	Registered Address / Contact Address
	Member Limited Liability Company Behalf of BOD: Trần Phương Thảo							Investment of Tay Ninh	Gia Binh Ward, Trang Bang Town, Tay Ninh Province
8	Trinh Manh Hoan	Member of the BOS	Vietnam		Citizen ID Card			Police Department for Administrative Management of Social Order	
9	Ha Hong Mai	Member of the BOS	Vietnam		Citizen ID Card			Police Department for Administrative Management of Social Order	

No.	Full Name	Position at the Company	Related organization	Relationship with the Company/Insider	Type of ID Document	ID Number	Date of Issue	Place of Issue	Registered Address / Contact Address
13	Phuong Tien Dung	Deputy Chief Executive Officer	Việt Nam		Citizen ID Card			Police Department for Administrative Management of Social Order	
14	Vo Hang Phuong	Standing Deputy Chief Executive Officer			Citizen ID Card			Police Department for Administrative Management of Social Order	
14.1	R&K Trading Vietnam Company Limited Đặng Đức Quang	N/A		Related organization	Business Registration Certificate				



PROSPERITY AND GROWTH COMMERCIAL JOINT STOCK BANK
 Land Plot P-D17, Cau Giay Urban Area, Cau Giay Ward, Ha Noi City
 Tel: +84 24 6281 1298 | Fax: +84 24 6281 1299 | www.pgbank.com.vn |

No.	Full Name	Position at the Company	Related organization	Relationship with the Company/Insider	Type of ID Document	ID Number	Date of Issue	Place of Issue	Registered Address / Contact Address
14.2	Duy Quang Industrial and Commercial Company Limited Trần Thị Ngọc Tú	N/A		Related organization	Business Registration Certificate				
15	Nguyễn Thị Thu Hà	Chief Accountant			Citizen ID Card				
16	Phạm Bích Liên	Person in Charge of Corporate Governance			Citizen ID Card			Police Department for Administrative Management of Social Order	



PROSPERITY AND GROWTH COMMERCIAL JOINT STOCK BANK
Land Plot P-D17, Cau Giay Urban Area, Cau Giay Ward, Ha Noi City
Tel: +84 24 6281 1298 | Fax: +84 24 6281 1299 | www.pgbank.com.vn |

APPENDIX 02

LIST OF SHAREHOLDERS HOLDING MORE THAN 1% AND THE OWNERSHIP RATIO OF RELATED PERSONS

No.	Full Name	Ownership Ratio (%)
1	Cuong Phat International Joint Stock Company	11.37%
	Related person	0.01%
2	Vu Anh Duc Trading Joint Stock Company	11.22%
	Related person	0.00%
3	Gia Linh Trading Development and Import Export Company Limited	11.00%
	Related person	0.00%
4	Nguyen Thi Thu Ha	4.94%
	Related person	0.00%
5	Do Thi Nu	4.93%
	Related person	0.00%
6	Le Quang Huy	4.92%
	Related person	4.67%
7	Trinh Binh Long	4.88%
	Related person	0.00%
8	Bui Viet Bao	4.87%
	Related person	0.00%
9	Bui Chinh Huu	4.86%



PROSPERITY AND GROWTH COMMERCIAL JOINT STOCK BANK
Land Plot P-D17, Cau Giay Urban Area, Cau Giay Ward, Ha Noi City
Tel: +84 24 6281 1298 | Fax: +84 24 6281 1299 | www.pgbank.com.vn |

No.	Full Name	Ownership Ratio (%)
	Related person	0.00%
10	Trinh Quang Nghia	4.85%
	Related person	0.00%
11	Tran Thi Thu Nga	4.79%
	Related person	0.00%
12	Van Le Hang	4.78%
	Related person	4.67%
13	Nguyen Thi Thuy	4.64%
	Related person	0.00%
14	Ta Van Manh	4.94%
	Related person	0.00%
15	Vu Thi An Ninh	4.99%
	Related person	0.00%
16	Dinh Thanh Nghiep	1.03%
	Related person	0.03%
17	Le Hong Nhung	4.67%
	Related person	9.70%

PROSPERITY AND GROWTH COMMERCIAL JOINT STOCK BANK



**REPORT OF THE GENERAL DIRECTOR
ON THE BUSINESS PERFORMANCE IN 2025
AND THE BUSINESS PLAN FOR 2026**

Hanoi, April 21, 2026

TABLE OF CONTENTS

PART I: BUSINESS ENVIRONMENT	3
1. Macroeconomic Conditions	3
2. Monetary Market	4
PART II: BUSINESS PERFORMANCE IN 2025.....	5
1. Fund Mobilization	5
2. Credit Activities	5
3. Debt Resolution Results	6
4. Financial Results.....	6
5. Governance and Management.....	8
PART III: BUSINESS PLAN FOR 2026.....	11
1. Business Environment in 2026.....	11
2. Financial Targets for 2026	12
3. Key Solutions and Strategic Actions for 2026	14

**REPORT OF THE GENERAL DIRECTOR
ON THE BUSINESS PERFORMANCE IN 2025 AND
THE BUSINESS PLAN FOR 2026**

To: THE GENERAL MEETING OF SHAREHOLDERS

The General Director respectfully reports to the General Meeting of Shareholders on the business performance in 2025 and the business plan for 2026 as follows:

PART I: BUSINESS ENVIRONMENT

1. Macroeconomic Conditions

Economic growth in 2025 reached 8.02%, making Vietnam the fastest-growing economy in the ASEAN region and placing it among the leading growth performers globally. The size of the economy in 2025 reached USD 514 billion, moving up five places to rank 32nd in the world. GDP per capita in 2025 reached USD 5,026, 1.4 times higher than in 2020, placing Vietnam in the upper-middle-income group globally. Nationwide, 20 out of 34 localities recorded growth rates of 8% or higher, including six provinces and centrally governed cities achieving double-digit growth.

Vietnam's FDI inflows in 2025 exceeded USD 38.4 billion, increasing by 0.5% compared to 2024 (of which newly registered FDI reached over USD 17.3 billion, down 12.2%; adjusted FDI reached nearly USD 14.07 billion, up 0.8%; capital contributions and share purchases reached nearly USD 7.03 billion, up 54.8%). Disbursed FDI reached USD 27.62 billion, up 9% despite a contraction in global FDI flows, placing Vietnam among the top 15 developing countries attracting the largest FDI inflows worldwide.

Total import–export turnover in 2025 reached USD 930.07 billion, up 18.2% (equivalent to an increase of USD 143.14 billion) compared to 2024. Of which, exports reached USD 475.06 billion, up 17% (equivalent to an increase of USD 69.12 billion), and imports reached USD 455.01 billion, up 19.4% (equivalent to an increase of USD 74.02 billion) compared to 2024. Vietnam's trade balance in goods recorded a surplus of USD 20.05 billion in 2025, down 19.6% compared to the surplus of USD 24.95 billion in the previous year.

State budget revenue accumulated over 12 months was estimated at approximately VND 2,635.4 trillion, equivalent to 134% of the estimate (an increase of nearly VND 669 trillion, of which the central budget increased by approximately VND 212 trillion and local budgets increased by approximately VND 457 trillion compared to the estimate), up 29% compared to the 2024 actual figure.

The average Consumer Price Index (CPI) in 2025 increased by 3.31%. Overall, for the 2021–2025 period, CPI remained below 4%, indicating that inflationary pressures were well controlled.

Regarding industry and consumption: The Index of Industrial Production (IIP) in 2025 increased by approximately 9.2%, indicating that manufacturing activities maintained strong

momentum. Total retail sales of goods and consumer service revenues in 2025 increased by over 9% compared to 2024. Tourism recovered with international arrivals reaching approximately 21.17 million, up about 20.4% compared to 2024.

Social impact and employment: The economic recovery generated additional employment in 2025, with approximately 52.4 million employed persons (an increase of 578.3 thousand compared to 2024), and improved income levels, with an average monthly income of VND 8.4 million per person (up 8.9%).

The unemployment rate of the working-age population was approximately 2.22% (slightly decreasing compared to 2024), while the underemployment rate of the working-age population was 1.65% (down by 0.2 percentage points compared to 2024). Labor productivity growth in 2025 reached 6.8%, exceeding the target (5.3%–5.4%). The proportion of trained workers holding diplomas and certificates in 2025 was estimated at 29.2%, approximately 0.8 percentage points higher than in 2024.

2. Monetary Market

Vietnam's monetary market in 2025 recorded strong macroeconomic stability, with inflation controlled below 3.5% and the size of the economy (GDP) exceeding USD 500 billion. However, exchange rate pressure from the US dollar, potential non-performing loans, and heavy reliance on exports remained key constraints and challenges for monetary policy management.

Positive Highlights in 2025:

Macroeconomic Stability & Inflation: Proactive and flexible monetary policy helped keep the average CPI increase in 2025 at 3.31%, with core inflation rising by 3.21%, providing a stable foundation. Scale and Growth: GDP in 2025 was estimated at USD 514 billion, reflecting solid recovery and growth.

Credit & Liquidity: The banking system maintained abundant liquidity, with credit growth effectively supporting major infrastructure projects and production and business activities. Digital Transformation: Cashless payment systems developed rapidly, enhancing security and convenience.

Limitations & Challenges in 2025:

Exchange Rate Pressure: Fluctuations in the US dollar and global monetary policies exerted significant pressure, requiring the Central Bank to manage exchange rates flexibly.

Potential Non-performing Loans: Rising risks of non-performing loans from the real estate sector and small and medium-sized enterprises threaten the sustainability of the banking system.

Credit Structure: Credit remained highly concentrated in several high-risk sectors, while access to long-term capital for enterprises remained limited.

Source: General Statistics Office and thitruongtaichinhthiente

PART II: BUSINESS PERFORMANCE IN 2025

Amid fluctuations in the macroeconomic business environment and the banking sector conditions in 2025, PGBank remained steadfast in its strategic objectives, continued to implement and successfully accomplish many key tasks, and achieved encouraging results for 2025.

1. Fund Mobilization

Total fund mobilization as at December 31, 2025 reached VND 81,117 billion, achieving 107% of the plan and increasing by 21.6% (equivalent to an increase of VND 14,432 billion) compared to the end of 2024.

Unit: VND billion

Indicators	Actual 2024	Actual 2025	Plan 2025	Variance vs. 2024		Variance vs. Plan 2025	
				+ -	%	Actual – Plan	Actual/ Plan
Total Fund Mobilization	66,685	81,117	78,449	14,432	21.6%	2,668	103.4%
I. Customer Deposits	43,326	48,460	51,649	5,135	11.9%	(3,189)	93.8%
Corporate Customer Deposits	13,049	14,737	15,437	1,689	12.9%	(700)	95.5%
Retail Customer Deposits	30,277	33,723	36,212	3,446	11.4%	(2,489)	93.1%
II. Deposits and Borrowings from SBV and Other Credit Institutions	21,080	29,457	24,520	8,377	39.7%	4,936	120.1%
III. Issuance of Valuable Papers	2,280	3,200	2,280	920	40.4%	920	140.4%

Customer deposits continued to account for the major proportion of total funding. As at year-end 2025, customer deposits reached VND 48,460 billion, increasing by VND 5,135 billion compared to the end of 2024 and achieving 93.8% of the plan. In terms of funding structure in Market 1, the ratio of corporate customers to retail customers remained at 30%/70%, unchanged from 2024.

2. Credit Activities

Outstanding credit as at December 31, 2025 reached VND 47,165 billion, equivalent to 99.3% of the approved credit growth limit and achieving 96.9% of the plan. Compared to the end of 2024, outstanding credit increased by 13.6% (equivalent to an increase of VND 5,632 billion. Of which: Retail lending increased by VND 238 billion, achieving 86% of the plan; Corporate lending increased by VND 5,197 billion, achieving 105% of the plan; Corporate bond outstanding reached VND 196 billion.

Unit: VND billion

Indicators	Actual 2024	Actual 2025	Plan 2025	Variance vs. 2024		Variance vs. Plan 2025	
				+/-	%	Actual – Plan	Actual/ Plan
TOTAL OUTSTANDING CREDIT	41,533	47,165	48,653	5,632	13.6%	(1,488)	96.9%
I. Loans Outstanding	41,236	46,341	48,025	5,105	12.4%	(1,684)	96.5%
Corporate Lending	23,494	28,361	27,108	4,867	20.7%	1,253	104.6%
Retail Lending	17,742	17,980	20,917	238	1.3%	(2,937)	86.0%
II. Debt purchase	297	628	628	331	111.4%	-	100.0%
III. Corporate Bonds	-	196		196		196	

3. Debt Resolution Results

As at December 31, 2025, the results of recovery of non-performing loans and problematic debts were as follows: Recovered VND 1,116 billion of non-performing loans, achieving 279% of the plan; Recovered VND 300 billion of written-off debts (utilized provisions), achieving 67% of the plan; Recovered VND 41 billion of debts sold to VAMC & Tien An, achieving 6% of the plan. KẾT The low recovery performance of debts sold to VAMC was one of the key factors leading to the Bank's overall business results not fully meeting the plan.

4. Financial Results

Unit: VND billion

No.	Indicators (VND billion)	Actual 2024	Actual 2025	Plan 2025	Variance vs. 2024		Variance vs. Plan 2025	
					+/-	%	Actual – Plan	Actual/ Plan
1	Total Assets	73.015	88.840	91.226	15.825	21,7%	(2.386)	97,4%

No.	Indicators (VND billion)	Actual 2024	Actual 2025	Plan 2025	Variance vs. 2024		Variance vs. Plan 2025	
					+-	%	Actual – Plan	Actual/ Plan
2	Outstanding Credit	41.533	47.165	48.653	5.632	13,6%	(1.488)	96,9%
	- Corporate Customers	23.792	29.185	27.736	5.394	22,7%	1.449	105,2%
	- Retail Customers	17.742	17.980	20.917	238	1,3%	(2.937)	86,0%
3	Financial Investments	3,537	8,948	5,939	5,411	153.0%	3,009	150.7%
4	Deposits/Loans to Other Credit Institutions	23,802	28,352	25,125	4,550	19.1%	3,227	112.8%
5	Total Fund Mobilization	66.685	81.117	78.449	14.432	21,6%	2.668	103,4%
5.1	Market 1 Mobilization	43.326	48.460	51.649	5.135	11,9%	(3.189)	93,8%
	- Corporate Customers	13.049	14.737	15.437	1.688	12,9%	(700)	95,5%
	- Retail Customers	30.277	33.723	36.212	3.446	11,4%	(2.489)	93,1%
5.2	Deposits and Borrowings from SBV & Other Credit Institutions	21.080	29.457	24.520	8.377	39,7%	4.936	120,1%
5.3	Issuance of Valuable Papers	2.280	3.200	2.280	920	40,4%	920	140,4%
6	Total Net Income	1.831	2.474	2.657	643	35,1%	(183)	93,1%
	Net Interest Income	1.557	1.579	1.943	21	1,4%	(364)	81,3%
	Income from Investment Activities	101	299	176	198	194,8%	123	170,3%
	Net Fee Income	(27)	297	188	324	1.281,5%	108	157,5%
	Income from Provision Utilization	200	300	350	100	49,9%	(50)	85,7%

No.	Indicators (VND billion)	Actual 2024	Actual 2025	Plan 2025	Variance vs. 2024		Variance vs. Plan 2025	
					+/-	%	Actual – Plan	Actual/ Plan
7	Operating Expenses & Provisions	1.406	1.748	1.656	342	24,3%	92	105,5%
	Operating Expenses	974	1.127	1.326	153	15,7%	(199)	85,0%
	Risk Provisions	432	621	330	189	43,7%	291	188,1%
8	Profit Before Tax	425	727	1.001	301	70,8%	(274)	72,6%

5. Governance and Management

5.1. Organizational Restructuring and Human Resource Development

- In 2025, PGBank continued to implement comprehensive restructuring, consolidating its senior leadership structure.
- Optimized existing resources and enhanced labor productivity through the application of end-to-end technology and performance evaluation based on individual employee results. The Bank also completed its core competency and leadership framework, serving as a foundation for recruitment, selection, and attraction of high-quality human resources aligned with PGBank's corporate culture.
- Training programs were implemented in a timely manner, directly supporting business operations, compliance, and system operations. As a result, a strong learning culture has been fostered, and workforce quality has become increasingly standardized and aligned across the system.
- Received the "HR Asia Best Companies to Work for in Asia 2025" award and the "Enterprise of Choice (EOC) 2025" award organized by CareerViet. These recognitions further affirm PGBank's reputation and employer brand in both the Vietnamese and international labor markets.

5.2. Brand Development and Network Expansion

- In 2025, PGBank implemented and completed the relocation of 08 transaction offices in accordance with approvals from the State Bank of Vietnam, while also upgrading and renovating transaction spaces at multiple branches and transaction offices across the system to enhance customer experience and the working environment for employees.
- Prestigious awards granted to PGBank in 2025 included: FAST500, HR Asia Best Companies to Work for in Asia 2025, Top 10 Leading Reputable Brands & Trademarks, and Top 10 Trusted and High-Quality Gold Products & Services in Vietnam 2025, further affirming PGBank's outstanding efforts in brand development and market expansion in line with the Bank's strategic direction.

5.3. Information Technology and Digital Transformation

- Core Banking System: On September 2, 2025, PGBank successfully implemented the next-generation Core Banking platform (T24) within more than 4 months (compared to the typical implementation period of 18–24 months), meeting the Bank’s long-term business strategy for the 2025–2035 period. The system is designed to support cloud-native architecture, hybrid cloud, and microservices, with 24/7/365 operation capability, achieving a service uptime commitment of 99.9% and the ability to process hundreds of thousands of concurrent transactions. It supports both vertical and horizontal scalability, high availability with proactive disaster recovery capability, and complies with ISO 27001 information security standards.
- At the Temenos Connect Vietnam event on October 30, 2025, PGBank was honored with the award “Fastest Core Banking Implementation in the Region” presented by Temenos, a leading global technology group headquartered in Switzerland.
- Omni Channel: PGBank deployed two banking platforms for corporate and retail customers to replace legacy systems, aiming to deliver a unified customer experience across all channels, including both digital and offline channels:
 - + Retail Omni (Retail Customers): Currently in pilot testing with 20 project team members. The new Mobile Banking application features a redesigned interface, enhanced functionalities, and faster transaction processing. The backend system also enables more efficient system management and allows business units to flexibly configure products and customize system interfaces (e.g., images, icons)
 - + Corporate Omni (Corporate Customers): Currently completing procedures for launching the Mobile Banking application on Google Play and App Store, and preparing for pilot deployment with 15–17 corporate clients. This marks a significant milestone, as corporate customers previously did not have access to a Mobile Banking application. Upon official launch, the application is expected to provide enhanced user experience, enabling faster, more convenient, and efficient transactions.
- Enterprise Service Bus (ESB) Integration Project: Completed analysis and development of 118 APIs, including: 46 shared APIs (Group A) for cross-system usage; 41 APIs for card and Omni systems; and 32 APIs for new Omni systems, reconciliation, and payment services. On November 28, 2025, the system was successfully go-live, completing integration with both Retail and Corporate Omni systems, ensuring consistent and seamless data synchronization across platforms.
- Card API Project: Completed investment and development of card APIs to support integration with the Retail Omni platform.
- Completed digitalization of internal operations, including the E-Office Project and Digital Signature Project.
- ISO 27001 Project: Implemented the international standard specifying requirements for establishing, implementing, maintaining, and continuously improving an Information Security Management System (ISMS).

- SIEM System Deployment (Security Information and Event Management) Implemented with the core objective of serving as the “central intelligence system” to monitor the entire IT infrastructure.

In addition, numerous key technology infrastructure investment projects were implemented on schedule, establishing a flexible, integrated, and scalable infrastructure. These initiatives enhance data integrity and enable effective system interaction across the Bank, forming the backbone of the Bank’s overall architecture.

5.4. Risk Management and Compliance

- Key objectives relating to capital adequacy and financial capacity, credit risk control, liquidity stability and funding structure, as well as market risk, interest rate risk, and operational risk have all been maintained within acceptable safety thresholds and in compliance with applicable laws and regulations.
- International-standard credit rating models have been implemented and put into operation, including the launch of the Early Warning System (EWS) and credit rating assessment in accordance with Circular No. 52/2018/TT-NHNN.
- The system of governance and compliance documents has been fully implemented in accordance with regulations of the State Bank of Vietnam applicable to credit institutions, ensuring proper procedures and adherence.

5.5. Non-performing Loan (NPL) Control

- The NPL ratio has been maintained within permissible limits, with full provisioning in compliance with regulatory requirements.
- Application of technology in debt management: A debt management reporting system has been developed for each Business Unit (BU), with regular updates on overdue loans and non-performing loans, enabling timely preventive measures and effective debt recovery.
- Enhancement of debt resolution mechanisms and policies: Amended and supplemented the regulations on debt management and resolution, as well as relevant provisions on approval authority for debt resolution plans to align with practical implementation. At the same time, new regulations on centralized early-stage debt reminders via telephone were issued, and the collateral repossession process was updated in accordance with the Law on Credit Institutions 2024, as amended and supplemented in 2025 (effective from October 15, 2025), thereby establishing a legal basis for faster debt recovery.
- Enhancing debt resolution capacity at Business Units and the Debt Resolution Center: Organized specialized training programs (debt management, litigation, collateral handling, etc.) and soft skills training (debt collection, negotiation, auto loan recovery, etc.) for branch staff and debt resolution officers. The objective is to build a team at Business Units with strong expertise in debt resolution, capable of proactively implementing on-site debt recovery measures.

5.6. Finance and Accounting

- Controlled and monitored the Bank's overall expense budget to ensure efficient utilization.
- Actively participated in key projects of PGBank, including the Core Banking Project, General Ledger (GL) module, and E-Office Project.
- Issued and amended internal regulations to ensure compliance with legal requirements and alignment with PGBank's operational practices.

PART III: BUSINESS PLAN FOR 2026

I. Business Environment in 2026

a) *Key advantages for Vietnam's economy in 2026:*

Breakthrough growth target: The 14th National Congress has set a target of achieving average GDP growth of 10% or higher per year for the 2026–2030 period. This represents a strong signal of commitment to expanding market size and stimulating investment demand.

Institutional reform – “3 reductions – 30%”: The Government is committed to reducing at least 30% of administrative processing time, 30% of business costs (especially customs and compliance costs), and eliminating 30% of unnecessary business conditions.

New Economic Directions:

- Operation of a domestic carbon credit trading exchange.
- Study on the establishment of a gold exchange to enhance transparency in the financial market.
- Strong support for small and medium-sized enterprises (SMEs) through legal amendments and the promotion of lending based on future-formed assets.
- Acceleration of major infrastructure projects such as Gia Binh International Airport and key expressways to reduce logistics costs.

Completion of the digital transformation legal framework: The Government is accelerating the implementation of the amended Law on Credit Institutions, with more flexible regulations for digital banking, cashless payments, and financial technology (Fintech). The introduction of a regulatory sandbox mechanism enables the official deployment of new financial services.

Promotion of “Green Finance”: The Government prioritizes credit allocation to low-emission projects. Banks with a higher proportion of green credit will be prioritized in terms of credit growth limits (credit room) and refinancing support mechanisms.

Enhancing transparency in the gold and foreign exchange markets: With the policy direction of eliminating monopoly in gold bar trading and establishing a gold exchange, commercial banks will have opportunities to expand gold trading services and derivative instruments, thereby mobilizing substantial idle capital from the public into production and business activities.

Improvement in national credit rating: As Vietnam moves closer to upgrading its stock market classification from “frontier market” to “emerging market” by 2026, banks will gain easier access to international capital at lower costs.

b) Key challenges facing Vietnam’s economy in 2026:

“Dual pressure” in policy execution: The economy must simultaneously sustain high growth while maintaining macroeconomic stability amid ongoing global geopolitical tensions (particularly conflicts in the Middle East posing risks to energy security).

Green technical barriers: The Government requires large enterprises to strictly report and control emissions. Failure to transition promptly to green production may result in exclusion from global supply chains.

Administrative capacity: Despite efforts to promote decentralization and delegation, issues such as “avoidance of responsibility” and stricter administrative discipline remain a test of the actual openness and efficiency of the business environment.

Risks from the real estate and gold markets: Changes in the legal framework governing real estate and gold markets require enterprises to quickly adapt to new market-oriented regulatory mechanisms.

Control of non-performing loans and system safety: Although the economy is recovering, potential non-performing loans from previous periods (particularly from real estate and corporate bonds) remain a significant pressure. The State Bank of Vietnam is expected to tighten Basel III standards to ensure system safety.

Cybersecurity and data protection pressures: As 100% of public services and the majority of financial transactions shift to digital platforms, large-scale cyberattacks become a critical threat. Investment costs for data security infrastructure are expected to increase significantly.

Competition from non-bank players: The rapid rise of BigTech firms and e-wallets integrating financial services (such as peer-to-peer lending and buy-now-pay-later models) is forcing traditional banks to transform their business models to maintain market share.

Source: 14th National Congress; Government Portal

2. Financial Targets for 2026

2.1. Key Business, Budget and Workforce Targets for the Bank

Unit: VND billion

No.	Indicators	Actual 2025	Plan 2026	Comparison with 2025 Actual Results	
				+-	%
1	Total Assets	88,840	117,419	28,579	32.2%
2	Outstanding Credit	47,165	61,770	14,605	31.0%

No.	Indicators	Actual 2025	Plan 2026	Comparison with 2025 Actual Results	
				+ -	%
	- CIB		3,000	3,000	
	- SME	29,186	33,770	4,585	15.7%
	- Retail Customers	17,980	25,000	7,020	39.0%
3	Financial Investments	8,948	20,000	11,052	123.5%
4	Deposits/Loans to Other Credit Institutions	28,352	31,715	3,364	11.9%
5	Total Fund Mobilization	81.117	103.593	22.476	27.7%
5.1	Market 1 Mobilization	48.460	61.770	13.310	27,5%
	-CIB		1.000		
	- Corporate Customers	14.737	17.239	2.502	17,0%
	- Retail Customers	33.723	43.530	9.807	29,1%
5.2	Deposits and Borrowings from SBV & Other Credit Institutions	29.457	33.823	4.366	14,8%
5.3	Issuance of Valuable Papers	3.200	8.000	4.800	150,0%
6	Total Net Income	2.474	3.504	1.030	41,6%
	Net Interest Income	1.579	1.670	91	5,8%
	Income from Investment Activities	299	926	627	209,8%
	Net Fee Income	297	530	233	78,6%
	Income from Provision Utilization	300	378	78	26,1%
7	Operating Expenses & Provisions	1.748	2.066	318	18,2%
	Operating Expenses	1.127	1.382	255	22,7%
	Risk Provisions	621	684	63	10,1%
8	Profit Before Tax (PBT)	727	1,438	711	97,9%

- Budget Plan:

Unit: VND billion

No.	Budget Indicatorss	Plan
1	IT Investment Budget (excluding VAT)	379

No.	Budget Indicatorss	Plan
2	Network Development Budget (excluding VAT)	136
3	Operating Expense Plan for 2026	1,382

- Human Resource Plan:

Unit: Headcount

No.	Unit	Plan
1	Head Office	894
2	Branches	1,275
	Total	2.169

3. Key Solutions and Strategic Actions for 2026

3.1. Business Development Activities

- Enhancing cross-selling and product personalization: Leverage Big Data and AI to analyze customer behavior, thereby designing tailored product bundles and integrated offerings (credit, insurance, investment, and payment services). Increase the cross-selling ratio per customer, particularly in the segments of individual customers with stable income and small and medium-sized enterprises (SMEs).
- Enhance mobile and web banking applications to deliver a seamless user experience, integrating eKYC, digital signature, and online lending capabilities. For corporate customers, develop platforms for cash flow management, e-invoicing, and ERP integration to strengthen customer retention and expand the corporate customer base.
- Selective credit growth with risk control: Focus on priority sectors such as sustainable manufacturing and import–export, as well as customers with strong credit histories. Develop automated credit scoring models to shorten approval timelines while ensuring asset quality.
- Developing strategic partnerships: Collaborate with reputable projects, fintech companies, e-commerce platforms, and large enterprises to provide embedded finance solutions. Leverage ecosystems to access new customer segments and increase service usage frequency.
- Increase interbank credit limits granted to PGBank by credit institutions by VND 20,000 billion.
- Increase the number of international banks granting unsecured credit lines to PGBank to four (04).
- Ensure payment and liquidity indicators under the Treasury Division are maintained at the highest rating in accordance with Circular No. 52/2018/TT-NHNN, contributing to PGBank achieving Grade A classification under the same Circular.
- Complete the proposal for obtaining an unsecured credit facility from International Finance Corporation (IFC).

- Enhancing service quality and sales force capability: Provide specialized training for advisory teams by customer segments (high-net-worth individuals, SMEs, and large corporates). Standardize omni-channel customer service processes to enhance customer experience, thereby increasing satisfaction and loyalty.

3.2. Debt Recovery Activities

- Promote the application of technology and move towards full digitalization from credit origination to debt management and recovery, thereby enhancing operational efficiency and risk control.
- Develop a Loan Management System (LMS) integrated with early warning functionalities.
- Integrate non-performing loan management into the T24 Core Banking system to enable proactive risk management, and develop a Debt Collection System integrated with T24 and other systems (e.g., vehicle management systems)...
- Strengthen the workforce by recruiting personnel with expertise in legal affairs and asset recovery to complete team structure. The target for 2026 is to reduce employee turnover and ensure that 100% of new staff are fully proficient in debt resolution processes after six (06) months.

3.3. Human Resource Development

- Develop a Competency Framework and Learning Roadmap for key positions, with priority given to business-critical roles.
- Recruit to meet operational and business needs through internship programs, talent pipeline initiatives, and diversified recruitment channels, with a focus on Head Office specialists and front-line business teams.
- Finalize job grading structures, salary schemes, bonus policies, and employee benefits aligned with organizational and individual performance.
- Strengthen professional training for Head Office units and provide training for key project implementation, with priority given to technology capability, risk management, and compliance.
- Build a continuous – modern – flexible – effective learning culture.

3.4. Risk Management and Compliance

- Adjust the risk management focus from ex-post control to proactive, data-driven risk management and forecasting.
- Supplement early warning indicators (EWS) and risk scenarios in addition to traditional outcome-based metrics (such as NPLs and provisions).
- Link risk with capital and performance in all growth proposals, credit limit approvals, and risk appetite adjustments; requiring mandatory assessment of impacts on capital adequacy, provisioning costs, and risk-adjusted performance.
- Gradually adopt a risk-adjusted profit approach instead of purely growth-based evaluation.

- Strengthen control of credit risk and concentration risk by managing concentration across industry – region – product clusters, rather than relying solely on static limits.
- Establish early warning thresholds before reaching the defined risk appetite limits.
- Reframe the role of NPLs and provisions as tools for portfolio reflection and restructuring, rather than solely performance indicators.
- Maintain a prudent provisioning approach to safeguard capital adequacy, and shift compliance towards a risk-based compliance framework, focusing resources on high-risk sectors and products.

3.5. Operations Support

- Migrate accounting data processing to the Loan Origination System (LOS) and develop synchronization of collateral valuation results from T-Collate into the LOS.
- Complete accounting product configurations on the T24 system, including purchase/sale of debts with credit institutions and other specialized accounting products arising from business development needs.
- Upgrade to Napas 2.0 standards; replace EP 4.0 (Edit Package, Release 4.0) with VCX 1.0 (Visa Clearing Exchange) for processing transaction files exchanged with VisaNet.
- Implement compliance requirements related to PCI PIN, e-commerce (ECOM), loan classification groups, and Visa Click to Pay functionality.
- Manage treasury and vault operations across the system to ensure safety and compliance with regulations of the State Bank of Vietnam and PGBank; provide centralized vault services for Business Units in Hanoi and Ho Chi Minh City.
- Implement automatic key approval for the CITAD channel; develop automated reconciliation for Nostro accounts and General Ledger (GL).
- Deploy an intelligent contact center and chatbot to provide 24/7 customer support.

3.6. Marketing and Brand Development

- Restructure the network distribution of large-scale branches to ensure optimal coverage and presence in high-potential areas, enhance brand recognition, and improve customer development and service through modern facilities and superior customer experience.
- Apply standardized brand identity guidelines and detailed design standards across the entire PGBank system.
- Issue procedures and regulations on network development and management.
- Develop digital assets, including website and fanpage, as core platforms for brand building and business growth.
- Expand Zalo Official Account (OA), strengthen Brand SMS and Brand Email campaigns, and invest in SEO and SEM.

3.7. Finance and Accounting

- Control revenues and expenses in compliance with accounting regulations.
- Prepare monthly business performance forecasts, closely aligned with actual conditions, to support timely and effective decision-making by management.

- Strictly control procurement budgets and operating expenses across units, ensuring adherence to approved budgets and CIR targets.
- Develop internal reporting systems to support fast, accurate, and comprehensive reporting, serving cost management and business performance monitoring of the Bank.

3.8. Driving Digital Transformation and Enhancing Operational Efficiency

- Strengthening technology capabilities and digital transformation to support product development and business growth: Focus on upgrading core business systems such as Cards, Credit, T-Collate, and T-Scoring. AI-driven solutions will help shorten time-to-market, ensuring timely response to new business requirements and market standards.
- Developing data platforms and risk management capabilities: Implement a comprehensive Data Platform and risk management systems such as EWS, ORMS/LDC, AML, and Basel III. These initiatives aim to standardize data and enhance early warning capabilities. AI applications will support anomaly detection, risk forecasting, and automated management reporting, thereby enabling timely, accurate decision-making and ensuring compliance with the State Bank of Vietnam's requirements.
- Advancing Digital Banking and Open Banking: Build API Gateway, API Security, and open integration platforms to enable connectivity with partner ecosystems for Agent Banking and new business models. At the same time, gradually apply AI in customer behavior analytics, product recommendations, and digital customer support, thereby expanding services, enhancing competitiveness, improving customer experience, and reinforcing PGBank's image as a modern, professional digital bank.
- Accelerating digitalization and automation of operational processes: Through the implementation of projects such as ERP, BPM, RPA, ECM, KPI systems, and the upgrade/replacement of LOS, combined with AI integration into internal processes, the IT Division aims to standardize and digitalize key business processes. The objective is to minimize manual operations, shorten processing time, and enhance operational transparency, thereby improving labor productivity and internal management efficiency.
- Enhancing information security and compliance: Establish a comprehensive information security framework focusing on SOC, DLP, API security, databases, backup and recovery systems, and database firewalls. AI will support 24/7 monitoring, detection, and incident response, minimizing risks of data leakage and system disruptions, while ensuring full compliance with regulations of the State Bank of Vietnam and PGBank.
- Modernizing IT infrastructure to ensure high availability and resilience: Upgrade data centers, virtualization infrastructure, and load balancing systems, while progressively adopting cloud computing. The objective is to replace legacy, high-risk infrastructure, enhance system performance, ensure stability, improve system resilience, enable scalable expansion, and optimize operating costs.

The above constitutes the Report of the General Director on the business performance in 2025 and the business plan for 2026 of PGBank, respectfully submitted to the General Meeting of Shareholders for consideration and approval!

Recipients:

- General Meeting of Shareholders;
- For filing: Archives, Office of the CEO, Office of the BOD.

GENERAL DIRECTOR

NGUYEN VAN HUONG

No.: 01/2026/BC-BKS

Hanoi, April 21th, 2026

REPORT OF THE BOARD OF SUPERVISORS ON THE OPERATIONAL RESULTS FOR 2025 AND ORIENTATION FOR FY2026

To: The General Meeting of Shareholders of Prosperity and Growth Commercial Joint Stock Bank (PGBank)

- Pursuant to the Law on Credit Institutions No. 32/2024/QH15 dated January 18, 2024 and its amendments and supplements (“Law on Credit Institutions 2024”);
- Pursuant to the Charter of Prosperity and Growth Commercial Joint Stock Bank (“PGBank”);
- Pursuant to the Regulation on Organization and Operation of the Board of Supervisors, Code QC.BM.016, issued for the third time on June 28, 2024 by the Board of Supervisors (“Regulation on Organization and Operation of the Board of Supervisors”);
- Based on the operational situation of PGBank and the performance results of the Board of Supervisors in 2025,

The Board of Supervisors (“BOS”) of Prosperity and Growth Commercial Joint Stock Bank hereby reports to the General Meeting of Shareholders (“GMS”) on its operational results for 2025 and its operational orientation for FY2026 as follows:

I. REPORT ON THE ACTIVITIES OF THE BOARD OF SUPERVISORS FOR 2025

In 2025, the BOS has fully performed its functions and duties in accordance with the Charter, the Regulation on Organization and Operation of the BOS, applicable laws, and PGBank’s internal regulations, thereby contributing to the overall system of PGBank in fulfilling the tasks approved by the GMS for 2025. Specifically:

1. Organizational structure and operations of the Board of Supervisors

The BOS currently comprises 05 members elected by the GMS, including 01 Head and 04 members, meeting the requirements on structure, standards, and conditions in accordance with the Charter of PGBank and the Law on Credit Institutions 2024.

The unit under and directly reporting to the BOS is the Internal Audit Division (“Internal Audit”).

The Head of the BOS has assigned responsibilities within the BOS to implement its duties in accordance with applicable laws, the Charter of PGBank, and the Regulation on Organization and Operation of the Board of Supervisors.

2. Performance of duties of the Board of Supervisors

In 2025, the BOS held 40 meetings, including regular monthly meetings and ad hoc meetings (as necessary) to discuss, review, and approve matters within its functions, duties, and authority. The activities of the BOS were carried out regularly throughout the year, including:

- Supervision of PGBank's governance and management activities to ensure compliance with applicable laws, internal regulations, the Charter, and resolutions and decisions of the GMS and the Board of Directors ("BOD").
- Supervision of compliance with regulations of the State Bank of Vietnam ("SBV") relating to prudential limits to ensure safety in PGBank's operations, and supervision of the Bank's key business activities.
- Supervision of the implementation of resolutions and decisions of the GMS and the BOD.
- Supervision of the implementation of recommendations from SBV inspections.
- Organization of internal audit activities; supervision of the Internal Audit in implementing the 2025 audit plan; supervision of audit quality; and supervision of the remediation and rectification of recommendations made by the BOS and Internal Audit to the BOD and the Chief Executive Officer ("CEO").
- Supervision of the approval and implementation of investment projects, acquisition and disposal of fixed assets, contracts, and other transactions of the Bank falling under the decision-making authority of the GMS and the BOD.
- Supervision of the Bank's financial condition; review of the semi-annual financial statements for the first six months of 2025 and the annual financial statements for 2025 of PGBank; and assessment of the reasonableness, legality, accuracy, and prudence in accounting, statistics, and financial reporting.
- Preparation of the list of major shareholders, shareholders holding 1% or more of the charter capital, and related persons of members of the BOD, members of the BOS, the CEO, and shareholders holding 1% or more of the charter capital; maintaining and updating changes to these lists in accordance with applicable laws and PGBank's regulations.
- Issuance of internal regulations of the BOS and Internal Audit; periodic review of the BOS's internal regulations and PGBank's internal regulations on accounting and reporting.
- Decision on matters related to the organizational structure and operations, and determination of salary and other benefits for positions under Internal Audit.

In 2025, all members of the BOS attended BOS meetings in full, actively participated in discussions, and voted on matters within their functions and duties. The assessment results indicate that the members have generally fulfilled their assigned duties in accordance with applicable laws, the Charter of PGBank, and the Regulation on Organization and Operation of the Board of Supervisors.

3. Assessment of the implementation of GMS Resolutions in 2025

In 2025, PGBank held the Annual General Meeting of Shareholders on April 24, 2025 and an Extraordinary General Meeting of Shareholders on July 22, 2025, and issued 06 resolutions under the authority of the GMS. The BOS supervised the implementation of the GMS Resolutions in 2025, with the results as follows:

No.	Resolution No. of the GMS	Date of issuance	Content	Implementation status
1	01/2025/NQ-ĐHĐCĐ	April 24, 2025	Approval of matters at the 2025 Annual General Meeting of Shareholders of Prosperity and Growth Commercial Joint Stock Bank	Completed
2	02/2025/NQ-ĐHĐCĐ	April 24, 2025	Approval of the charter capital increase plan of Prosperity and Growth Commercial Joint Stock Bank	Replaced by Resolution No. 04/2025/NQ-GMS dated July 22, 2025
3	03/2025/NQ-ĐHĐCĐ	July 22, 2025	Approval of amendments and supplements to the Charter of Prosperity and Growth Commercial Joint Stock Bank	Completed
4	04/2025/NQ-ĐHĐCĐ	July 22, 2025	Adjustment of the charter capital increase plan of Prosperity and Growth Commercial Joint Stock Bank	Not yet completed
5	05/2025/NQ-ĐHĐCĐ	July 22, 2025	Approval of capital contribution and share acquisition in an entity for such entity to become a subsidiary or an associate of Prosperity and Growth Commercial Joint Stock Bank	In progress
6	06/2025/NQ-ĐHĐCĐ	July 22, 2025	Approval of the list of elected additional independent members of the BOD and members of the BOS for the term 2025–2030	Completed

With respect to Resolution No. 04/2025/NQ-ĐHĐCĐ dated July 22, 2025 on the adjustment of the charter capital increase plan of Prosperity and Growth Commercial Joint Stock Bank: Following its approval by the GMS, PGBank implemented the necessary procedures to execute the capital increase plan. However, the charter capital increase has not achieved the targeted objective due to unfavorable market conditions in 2025 and the fact that the capital increase procedures remain subject to the implementation process in accordance with applicable laws. In Q1/2026, PGBank completed the distribution of 131,591,184 shares and finalized the relevant procedures to increase its charter capital to VND 6,815,867,080,000. Accordingly, PGBank has not yet completed the increase of charter capital to VND 10,000 billion as approved by the GMS under Resolution No. 04/2025/NQ-ĐHĐCĐ dated July 22, 2025.

With respect to Resolution No. 05/2025/NQ-ĐHĐCĐ dated July 22, 2025 on the approval of capital contribution and share acquisition in an entity for such entity to become a subsidiary or an associate of Prosperity and Growth Commercial Joint Stock Bank:

Following the in-principle approval by the GMS, the BOD has directed the implementation and the search for suitable partners, and it is expected that the plan will continue to be implemented in 2026 in alignment with the Bank’s business objectives.

In 2025, the BOD directed the Executive Management to actively implement comprehensive and coordinated measures to execute the restructuring plan associated with the resolution of non-performing loans of PGBank for the period 2021–2025, developed under Resolution No. 07/2023/NQ-ĐHDCĐ dated October 23, 2023 and approved by the State Bank of Vietnam under Official Letter No. 796/TTGSNH2 dated February 23, 2024.

4. Results of the review of the Financial Statements for 2025

The BOS has reviewed the interim financial statements and the annual financial statements for 2025. Accordingly, the financial statements of PGBank have been prepared in accordance with the accounting principles and accounting regime applicable to credit institutions and Vietnamese Accounting Standards. The BOS concurs with the opinion of Deloitte Vietnam Company Limited as follows: the financial statements for 2025 of PGBank fairly present, in all material respects, the financial position of PGBank as at December 31, 2025, as well as its operating results and cash flows for the financial year then ended, in accordance with the accounting standards, the accounting regime applicable to credit institutions in Vietnam, and the relevant legal regulations on the preparation and presentation of financial statements.

Accordingly, the results of implementation of the business targets for 2025 assigned by the GMS are as follows:

Unit: VND billion / %

No.	Item	Actual 2025	Plan 2025	Actual/Plan (%)	Variance (Actual – Plan)	Variance (%)
1	Total Assets	88,840	91,226	97.4%	-2,386	(2.6%)
2	Total Outstanding Loans	47,165	48,653	96.9%	-1,488	(3.1%)
3	Total Deposits	81,117	78,449	103.4%	2,668	3.4%
4	Net Operating Income	2,474	2,657	93.1%	-183	(6.9%)
5	Operating Expenses & Provisions	1,748	1,656	105.5%	92	5.5%
6	Profit Before Tax	727	1,001	72.6%	-274	(27.4%)
7	Charter Capital	5,500	10,000	55.0%	-4,500	(45.0%)

The BOD and the CEO have implemented business operations in accordance with the plan approved by the GMS at the 2025 Annual General Meeting, and have taken decisive measures to promote business activities in the context of ongoing economic challenges and increasingly intense competition among banks.

In 2025, PGBank achieved results in terms of deposit growth; however, it did not meet the targets for other key indicators, including total assets, total outstanding loans, net operating income, operating expenses and provisions, profit before tax, and charter capital.

The reasons for PGBank's failure to achieve the targets assigned by the GMS for 2025 are as follows:

- Credit growth was uneven throughout the financial year, with average outstanding loans below the planned level, resulting in net operating income not meeting the target;
- Recovery of non-performing loans did not meet the plan;
- Increase in risk provisioning expenses;
- Increase in operating expenses due to higher investments in information technology, expansion of the network, and increased personnel costs to ensure retention and attraction of talent;
- The charter capital increase did not achieve the target due to unfavorable market conditions in 2025 and the fact that capital increase procedures remain subject to the implementation process in accordance with applicable laws.

5. Supervision of the approval and implementation of investment projects, acquisition and disposal of fixed assets, contracts, and other transactions under the authority of the GMS and the BOD

In 2025, the BOS received information and conducted supervision over the approval and implementation of investment projects, acquisition and disposal of fixed assets, contracts, and other transactions under the authority of the GMS and the BOD. The supervision results indicate that, in general, such contracts and transactions have complied with applicable laws and PGBank's internal regulations in terms of authority, transaction purposes, and implementation procedures.

6. Updating the list of major shareholders, shareholders holding 1% or more of charter capital, and related persons of members of the BOD, members of the BOS, the CEO, and shareholders holding 1% or more of charter capital

The preparation of the list of major shareholders, shareholders holding 1% or more of charter capital, and related persons of members of the BOD, members of the BOS, the CEO, and shareholders holding 1% or more of charter capital of PGBank has been carried out periodically by the BOS on the basis of coordination and information exchange with the Office of the BOD. In practice, these lists are updated upon any changes and are duly maintained.

7. High-level supervision of the Board of Supervisors over Internal Audit

The BOS has provided direction, guidance, and ongoing supervision over Internal Audit in implementing the approved audit plan. In 2025, Internal Audit fully carried out audit engagements in accordance with the approved plan and the requirements of the BOS and the State Bank of Vietnam.

Internal audit activities continued to be conducted under a risk-based audit approach, prioritizing resources to audit units and processes assessed as having higher risk levels. Audit

quality assurance has been prioritized by the BOS in order to promptly identify potential risks, provide timely warnings, mitigate risks, and minimize potential losses for PGBank. The results of audits and reviews identified deficiencies and violations at audited units, as well as shortcomings in policies and internal regulations, thereby enabling recommendations for remediation and corrective actions, including addressing responsibilities of individuals in breach. These efforts have contributed to improving quality and ensuring the safety of PGBank's operations. The BOS also directed Internal Audit to monitor and follow up on the implementation of recommendations issued by the BOS and Internal Audit, thereby enhancing the effectiveness and efficiency of audit activities.

In addition, the BOS has promoted information exchange, consultation, and feedback on issues, risks, violations, and post-audit remediation between the BOS and the BOD, the CEO, and management levels across the system.

8. Supervision of the governance and management activities of the BOD and the CEO

In 2025, the BOD of PGBank underwent changes in its composition to align with the Bank's development orientation and comply with the provisions of the Law on Credit Institutions. As of the end of 2025, the BOD comprised 06 members, including 01 Chairman, 03 members, and 02 independent members. The Chairman of the BOD assigned responsibilities to BOD members in accordance with applicable laws and the Charter of the Bank.

In 2025, the BOD held 20 in-person meetings and conducted written consultations to discuss and decide on matters within its authority, as well as to direct the management activities of the CEO. Such meetings and written consultations for the approval of BOD decisions were conducted in compliance with applicable laws, the Charter of the Bank, and the Regulation on Organization and Operation of the BOD.

In 2025, the BOD of PGBank issued 308 resolutions on matters within its authority, including business planning, organizational structure, policies, internal regulations, credit activities, risk management, debt resolution, and personnel matters, in order to ensure compliance with applicable laws, operational safety, risk control, and the achievement of business objectives for 2025.

The BOD implemented governance and supervision of the CEO's management activities through its advisory and supporting structure, including committees under the BOD. However, based on the assessment of the BOS, in 2025, the direction of the BOD toward the CEO in managing and implementing the business targets assigned by the GMS was not sufficiently decisive, resulting in business performance not meeting expectations.

The CEO has actively organized and managed PGBank's operations in order to implement the business plan and to enhance the internal control and risk management systems in accordance with the direction of the BOD and the resolutions of the GMS. The councils under the CEO have been organized and operated in compliance with applicable laws, acting as advisory bodies to the CEO in management, internal control, risk management, and internal capital adequacy assessment. In addition to the positive aspects mentioned above, in 2025, the CEO's management has not been sufficiently decisive in addressing underperforming business units, and has not fully utilized resources in handling, and recovering non-performing loans in order to meet the targets assigned by the GMS and the BOD for 2025.

The BOS's supervision of governance and management activities has been carried out through the activities of the BOS and Internal Audit. Based on such supervision, the BOS considers that, in general, governance and management activities have been implemented in compliance with applicable laws and the Charter of PGBank. The BOD and the CEO have timely issued resolutions,

decisions, and directives to implement legal regulations on banking management and supervision, ensuring compliance with prudential ratios and effective risk control in banking operations.

9. Coordination between the Board of Supervisors, the BOD, and the CEO

The BOS attended all meetings of the BOD and Executive Management meetings chaired by the CEO, and performed supervision over the BOD and the CEO in the execution of governance and management activities to orient business objectives and implement business activities for 2025.

The BOS closely coordinated with the BOD and the CEO in supervising senior management, ensuring that PGBank's operations complied with applicable laws and internal regulations, and were aligned with the objective of sustainable development. Such coordination between the BOS, the BOD, and the CEO has been carried out in compliance with applicable laws and internal regulations, and in the best interests of the Bank, thereby contributing to the continued enhancement of the effectiveness of the internal control system.

The BOD and the CEO have facilitated favorable conditions for the BOS to perform its functions and duties. Recommendations made by the BOS and Internal Audit have been considered by the BOD and the CEO, who have directed relevant units to implement them in a serious and timely manner.

10. Remuneration, operating expenses, and other benefits of the Board of Supervisors

The operating budget and remuneration of the BOS for 2025 were implemented in accordance with the approval of the GMS under Resolution No. 01/2025/NQ-ĐHĐCĐ dated April 24, 2025 and are submitted for finalization at the 2026 Annual General Meeting of Shareholders. Accordingly, the remuneration, operating expenses, and other benefits of the BOS were paid in compliance with applicable laws and PGBank's internal regulations and did not exceed the 2025 budget approved by the GMS.

II. OPERATIONAL ORIENTATION OF THE BOARD OF SUPERVISORS FOR FY2026

Based on the functions and duties of the BOS, the operational strategy of PGBank for the period 2025–2030, the directions of the Government and the State Bank of Vietnam on monetary policy objectives and tasks, and measures to ensure operational safety, as well as the actual operational situation, the BOS will continue to fully perform its duties and powers in accordance with applicable laws and PGBank's internal regulations, focusing on the following key orientations:

- Supervision of compliance with applicable laws and the Charter of PGBank in the governance and management activities of the BOD and the CEO; supervision of the implementation of resolutions of the GMS and the BOD and directives of competent State authorities; supervision of compliance with prudential limits and safety ratios;
- Supervision of the Bank's financial condition; review of interim financial statements and annual financial statements of PGBank;
- Continue to strengthen supervisory and internal audit activities, ensuring full performance of functions and duties in accordance with applicable regulations and completion of the approved annual internal audit plan; supervise compliance with professional ethics standards of BOS members and Internal Audit; enhance the quality of internal audit activities to promptly identify risks, provide timely warnings, and mitigate risks for PGBank; focus audit efforts on high-risk areas to assess systemic risks and potential risks. Strengthen supervision through information systems and reporting mechanisms, ensuring timely identification and control of issues with

material impact on the Bank's operations, thereby enabling appropriate recommendations and response measures.

- Perform high-level supervision over Internal Audit; enhance and restructure the Internal Audit organizational model to align with actual operational conditions, the strategic orientation and operating model of PGBank for the period 2025–2030, and the Law on Credit Institutions. Promote the application of information technology in audit and supervision activities to optimize operational efficiency, while ensuring strict compliance with applicable laws. Emphasize training and capacity building for Internal Audit personnel to meet increasingly demanding requirements for supervision and risk control in a dynamic and evolving banking environment.
- Conduct annual reviews of the BOS's internal regulations; issue and maintain a complete set of internal regulations of the BOS and Internal Audit in compliance with applicable laws, internal documents, guidance of the State Bank of Vietnam, and operational requirements.
- Prepare and update the list of shareholders holding 1% or more of charter capital, and related persons of members of the BOD, members of the BOS, the CEO, and shareholders holding 1% or more of charter capital of PGBank; maintain and update changes to such lists.
- Strengthen coordination mechanisms between the BOS, the BOD, the CEO, and the Management; enhance effective coordination among the lines of defense within the internal control framework to ensure systematic and efficient information sharing and utilization of results.
- Strictly implement directives of the State Bank of Vietnam applicable to the BOS and Internal Audit.

This report summarizes the operational results of the Board of Supervisors for 2025 and its operational orientation for FY2026, submitted to the 2026 Annual General Meeting of Shareholders.

The BOS respectfully submits to the GMS for consideration and approval.

Recipients:

- GMS;
- BOD, CEO;
- For filing: Archives, BOS, Office of the BOD.

**ON BEHALF OF THE
BOARD OF SUPERVISORS
HEAD OF THE
BOARD OF SUPERVISORS**

TRAN NGOC DUNG

No.: 01/2026/TT-HDQT

Hanoi, April 21st, 2026

PROPOSAL NO. 01

Re: Approval of the audited Financial Statements for FY2025 and the profit distribution plan

To: The General Meeting of Shareholders of Prosperity and Growth Commercial Joint Stock Bank (PGBank)

- Pursuant to the Law on Credit Institutions No. 32/2024/QH15 dated January 18, 2024 (“Law on Credit Institutions 2024”);
- Pursuant to the regulations of law on finance, accounting, and appropriation of funds;
- Pursuant to the Charter of Prosperity and Growth Commercial Joint Stock Bank;
- Pursuant to the Financial Statements for FY2025 of Prosperity and Growth Commercial Joint Stock Bank, audited by Deloitte Vietnam Company Limited;
- Pursuant to the business performance results for FY2025 of Prosperity and Growth Commercial Joint Stock Bank,

The Board of Directors of Prosperity and Growth Commercial Joint Stock Bank (“BOD”) respectfully submits to the General Meeting of Shareholders (“GMS”) for consideration and approval the following matters:

1. The Financial Statements for FY2025 of Prosperity and Growth Commercial Joint Stock Bank (“PGBank”) have been independently audited by Deloitte Vietnam Company Limited and reviewed by the Board of Supervisors of PGBank. The audited Financial Statements for FY2025 have been duly disclosed and published on PGBank’s website in accordance with the law. Key indicators are as follows:

Unit: VND

No.	Item	FY2025
1	Total Assets	88,840,172,085,710
2	Total Equity	6,545,253,452,707
	<i>Of which: Charter Capital</i>	5,499,064,240,000
3	Total Outstanding Loans	47,165,325,365,212
4	Total Deposits	81,117,094,057,526
5	Profit Before Tax	726,663,929,732
6	Profit After Tax	580,863,057,920

2. Profit Distribution Plan as follows:

Unit: VND

No.	Item	Amount
1	Undistributed profit carried forward from previous years prior to 2025	77,372,373,068
2	Profit before tax for FY2025	726,663,929,732
3	Corporate income tax for FY2025	145,800,871,812
4	Profit after tax for FY2025 [(2)-(3)]	580,863,057,920
5	Appropriation to the Supplementary Charter Capital Fund [(4) × 10%]	58,086,305,792
6	Appropriation to the Financial Reserve Fund [(4) × 10%]	58,086,305,792
7	Remaining profit after tax and fund appropriations for FY2025 [(4)-(5)-(6)]	464,690,446,336
8	Total undistributed profit after fund appropriations [(1)+(7)]	542,062,819,404
9	Dividend distribution (7.5% of charter capital (**))	511,190,706,000
10	Remaining undistributed profit after dividend distribution [(8)-(9)]	30,872,113,404

(*) Decision No. 304/QĐ-NHNN dated April 3, 2026 amending the charter capital of PGBank under its License to VND 6,815,876,080,000.

The BOD respectfully submits to the GMS for consideration and approval./.

Recipients:

- As submitted;
- For filing: Archives, BOS, Office of the BOD.

**ON BEHALF OF THE BOD
 CHAIRMAN**

Cao Thi Thuy Nga

No:02/2026/TTr-HDQT

Hanoi, April 21st, 2026

PROPOSAL NO. 02

Re: Finalization of the operating budget of the BOD and BOS for FY2025 and approval of the operating budget of the BOD and BOS for FY2026

To: The General Meeting of Shareholders of Prosperity and Growth Commercial Joint Stock Bank (PGBank),

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and its amendments and supplements ("Law on Enterprises");
- Pursuant to the Law on Credit Institutions No. 32/2025/QH15 dated January 18, 2025 ("Law on Credit Institutions 2025") and its amendments and supplements;
- Pursuant to Resolution No. 01/2025/NQ-GMS dated April 24, 2026 regarding the approval of matters at the 2025 Annual General Meeting of Shareholders of Prosperity and Growth Commercial Joint Stock Bank;
- Pursuant to the Charter of Prosperity and Growth Commercial Joint Stock Bank (PGBank);
- Pursuant to the business performance results for FY2025 and the business plan for FY2026 of PGBank,

The Board of Directors reports and submits to the General Meeting of Shareholders ("GMS") the finalization of remuneration, bonuses, other benefits, and the operating budget of the Board of Directors ("BOD") and the Board of Supervisors ("BOS") for FY2025, and the approval of the operating budget and remuneration of the BOD and BOS for FY2026 as follows:

I. Finalization of the operating budget of the BOD and BOS for FY2025

Based on the business performance results for FY2025 and the operating budget of the BOD and BOS approved by the GMS at the 2025 Annual General Meeting under Resolution No. 01/2025/NQ-GMS, the BOD respectfully submits to the GMS for approval the finalization of remuneration, bonuses, other benefits, and the actual operating budget of the BOD and BOS for FY2025 as follows:

1. The finalization of remuneration, bonuses, other benefits, and the actual operating budget of the BOD for FY2025 amounts to VND **15.129.578.325**, of which remuneration is VND **10,551,478,261**.
2. The finalization of remuneration, bonuses, other benefits, and the actual operating budget of the BOS for FY2025 amounts to VND **7.761.381.539** of which remuneration is VND **6.043.478.261**.

II. Approval of the operating budget of the BOD and BOS for FY2026

Based on the operational plan for FY2026, the BOD proposes that the GMS approve the operating budget of the BOD and BOS for FY2026 as follows:

1. Approval of the operating budget of the BOD for FY2026 as follows:

- The proposed operating budget is: **13.900.000.000 VND**, of which remuneration is: **10.776.000.000 VND**;

- Authorization is granted to the BOD to: (i) Decide the specific remuneration for each member of the BOD. In the event of the addition of new BOD members, the GMS authorizes the BOD of PGBank to determine the additional remuneration arising for such member on the basis of the remuneration applicable to members holding similar positions and performing comparable duties; (ii) Decide the bonuses and other benefits of BOD members in accordance with: the actual business performance of PGBank; regulations on bonus and other benefits payment; regulations on financial management and revenues and expenditures of PGBank; and in compliance with applicable laws.

2. *Approval of the operating budget of the BOS for FY2026 as follows:*

- The proposed operating budget is: **8.980.000.000 VND**, of which remuneration is: **6.900.000.000 VND**.

- Authorization is granted to the BOS to: (i) Decide the specific remuneration for each member of the BOS; (ii) Decide the bonuses and other benefits of BOS members in accordance with: the actual business performance of PGBank; regulations on bonus and other benefits payment; regulations on financial management and revenues and expenditures of PGBank; and in compliance with applicable laws.

The BOD respectfully submits to the GMS for consideration and approval./.

Recipients:

- As submitted;
- For filing: Archives, BOS, Office of the BOD.

**ON BEHALF OF THE BOD
CHAIRMAN
(Signed)**

Cao Thi Thuy Nga

10
AN
GM
NH
PH.
P

No.: 03/2026/TTr-HDQT

Hanoi, April 21st 2026

PROPOSAL NO. 03

Re: Approval of the Business Plan for FY2026

To: The General Meeting of Shareholders of Prosperity and Growth Commercial Joint Stock Bank (PGBank)

Based on the economic outlook for 2026, the Board of Directors of Prosperity and Growth Commercial Joint Stock Bank (the “Bank”/“PGBank”) has developed the business plan for FY2026 under the principle of striving for safe and efficient operations, aiming at achieving high and sustainable profit growth.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the business plan of PGBank for FY2026 as follows:

Unit: VND billion

No.	Item	Actual 2025	Plan 2026	Increase/Decrease (+/-)	Increase/Decrease (%)
1	Total Assets	88,84	117,419	28,579	32.2%
2	Total Outstanding Loans	47,165	61,77	14,605	31.0%
3	Total Deposits	81,117	103,593	22,476	27.7%
4	Net Operating Income	2,474	3,504	1,03	41.6%
5	Operating Expenses & Provisions	1,748	2,066	318	18.2%
6	Profit Before Tax	727	1,438	711	97.9%
7	Charter Capital	5,500	10,000	4,500	81.8%

The BOD respectfully submits to the GMS for consideration and approval.

Recipients:

- As above;
- For filing: Accounting Department, Office of the BOD.

**ON BEHALF OF THE BOD
CHAIRMAN**

Cao Thi Thuy Nga

No.: 04/2026/TT-*HDQT*

Hanoi, April 21st, 2026

PROPOSAL NO. 04

Re: Selection of an Independent Auditing Firm

To: The General Meeting of Shareholders of Prosperity and Growth Commercial Joint Stock Bank (PGBank)

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and its amendments and supplements ("Law on Enterprises");
- Pursuant to the Law on Credit Institutions No. 32/2024/QH15 dated January 18, 2024 and its amendments and supplements ("Law on Credit Institutions 2024");
- Pursuant to the Law on Independent Audit No. 67/2011/QH12 dated March 29, 2011 and its amendments and supplements ("Law on Independent Audit");
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities and its amendments and supplements;
- Pursuant to Decree No. 153/2020/ND-CP dated December 31, 2020 on private placement and trading of corporate bonds in the domestic market and offering of corporate bonds in the international market, and its amendments and supplements;
- Pursuant to Circular No. 51/2024/TT-NHNN dated November 29, 2024 on independent audit applicable to commercial banks, non-bank credit institutions, microfinance institutions, and foreign bank branches ("Circular 51");
- Pursuant to Circular No. 183/2013/TT-BTC dated December 4, 2013 on independent audit applicable to public interest entities ("Circular 183");
- Pursuant to the Charter of Prosperity and Growth Commercial Joint Stock Bank (PGBank),

The Board of Supervisors respectfully submits to the General Meeting of Shareholders for consideration and approval of the following:

1. Selection of an independent auditing firm to perform the review and audit of the Financial Statements for FY2027 and provide assurance services on the effectiveness of the internal control system in the preparation and presentation of the Financial Statements for FY2027:

1.1. Auditing firm: E&Y Vietnam

1.2. Scope of services:

- Review and audit of the Financial Statements;
- Provision of assurance services on the effectiveness of the internal control system in the preparation and presentation of the Financial Statements.

2. Selection of an auditing firm for other matters/work beyond Section 1 of this Proposal:

Approval of the authorization for the BOD to decide on the selection of an independent auditing firm from the list of auditing firms approved by the competent State authority to perform audits for public interest entities in the securities sector and fully meeting the conditions as prescribed by law to perform the following:

- 2.1. Audit of semi-annual and annual reports on the use of proceeds from bond issuance for outstanding bonds of PGBank in accordance with applicable laws for the reporting periods of FY2026;
- 2.2. Performance of independent audit services for other matters and activities as approved by the BOD or as required by law from time to time.

The BOS respectfully submits to the GMS for consideration and approval.

Recipients:

- As submitted;
- For filing: BOS, Office of the BOD.

**ON BEHALF OF THE BOARD OF
DIRECTOR
CHAIRMAN**

CAO THI THUY NGA

No.: 05/2026/TTr-HDQT

Hanoi, April 21st 2026

SUBMISSION

(Re: Approval of the Charter Capital Increase Plan of PGBank)

To: The General Meeting of Shareholders of Prosperity and Growth Commercial Joint Stock Bank,

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020, and its amendments and supplements;
- Pursuant to the Law on Credit Institutions No. 32/2024/QH15 and its amendments, supplements and guiding documents;
- Pursuant to the Law on Securities No. 54/2019/QH14 and its amendments, supplements and guiding documents;
- Pursuant to the Charter of Prosperity and Growth Commercial Joint Stock Bank (“PGBank”/the “Bank”);
- Pursuant to the results of the charter capital increase implemented in accordance with the charter capital increase plan approved under the Resolution of the Extraordinary General Meeting of Shareholders in 2025 No. 04/2025/NQ-DHDCD dated July 22, 2025;
- Based on the actual situation,

The Board of Directors of PGBank respectfully submits to the General Meeting of Shareholders (“GMS”) for approval the charter capital increase plan of PGBank from VND 6,815,876,080,000 to VND 10,000,000,000,000, including: (i) an increase of VND 511,190,700,000 through the issuance of shares for dividend payment; and (ii) an increase of VND 2,672,933,220,000 through a public offering of shares to existing shareholders (to be conducted in two offering phases) (in accordance with the Capital Increase Plan attached to this Submission).

The Board of Directors (“BOD”) respectfully submits to the General Meeting of Shareholders for authorization to the BOD to:

- 1.1. Approve amendments and supplements to the Charter of PGBank regarding the new charter capital corresponding to the completion of the capital increase in accordance with the Capital Increase Plan and applicable laws, upon PGBank obtaining approval from the State Bank of Vietnam for the amendment of the charter capital stated in the License.
- 1.2. Approve the registration and depository at the Vietnam Securities Depository and Clearing Corporation (VSDC) and the additional securities trading registration at the Hanoi Stock Exchange for all newly offered and issued shares.
- 1.3. In addition to the specific contents assigned/authorized under the Capital Increase Plan, the General Meeting of Shareholders authorizes and assigns the BOD to proactively implement necessary tasks to execute the Capital Increase Plan within the scope that does not change the total approved issuance volume, in line with the actual operational needs of PGBank, applicable

laws, and the requirements/instructions of competent authorities, including the following matters:

- a) Decide on the amendment, supplementation, completion and explanation of all matters and contents of the Capital Increase Plan (including any contents not yet presented in the charter capital increase plan, if any) to ensure the capital increase is implemented in compliance with applicable laws and the requirements of competent state authorities.
- b) Review and decide on the specific timing for implementation of the charter capital increase plans, the sequence of issuance phases, the record date for determining shareholders entitled to rights, and the timing for share distribution.
- c) Decide on adjustments to the issuance ratio and the exercise ratio of rights for each issuance phase as appropriate, ensuring that the total number of shares to be issued does not exceed the maximum planned issuance volume.
- d) Decide on the detailed plan for the use of proceeds from the share offerings to existing shareholders, on the basis of efficiency, in line with PGBank's actual business operations and in compliance with applicable laws.
- e) Decide on and carry out procedures, and sign dossiers and documents for the implementation of the charter capital increase plan, including but not limited to: (i) dossiers and procedures for obtaining approval of the charter capital increase plan of PGBank in accordance with regulations and the requirements/guidelines of competent authorities; (ii) dossiers and procedures for registration, depository and additional securities trading registration; (iii) procedures for amendment and supplementation of the License, and other legal procedures, dossiers and documents related to updating the new charter capital based on the actual results of the implementation of the charter capital increase plan of PGBank.
- f) Decide on amendments to contents related to charter capital and shares in the Charter of PGBank after completion of the share offering and issuance, and implementation of procedures for amendment of the License of PGBank. The Charter shall be signed by the legal representative of PGBank.
- g) Decide on the plan for handling any unsubscribed shares remaining after the issuance of shares to existing shareholders, and decide on the recognition of the actual number of shares issued.
- h) Adjust the plan for use of proceeds from the offering to existing shareholders after completion of the offering, if necessary, to align with the actual situation, investment strategy and development orientation of PGBank, and ensure compliance with Clause 2, Article 9 of Decree No. 155/2020/ND-CP, provided that any adjustment to the use of proceeds or total proceeds shall be less than 50% of the total capital or proceeds from the offering/issuance. In case of any change in the use of proceeds, the BOD shall report to the General Meeting of Shareholders at the nearest meeting.
- i) Decide on all other matters (if any arise) to complete the charter capital increase..

1.4. During the implementation process, where necessary, the BOD is entitled to further assign/delegate the above-mentioned assigned/authorized contents in accordance with the Bank's internal regulations and applicable laws.

Respectfully submitted to the General Meeting of Shareholders for consideration and approval./.

Recipients:

- As stated above;
- Archived at: Administration Department,
Office of the BOD.

**ON BEHALF OF THE BOARD OF
DIRECTORS
CHAIRMAN**

Cao Thi Thuy Nga

16
H
V
T
16

Hanoi, April 21st 2026

CHARTER CAPITAL INCREASE PLAN OF PGBANK

*(Attached to Submission No 05/2026/TTr-HDQT April 21st /2026 of the BOD of Prosperity
and Growth Commercial Joint Stock Bank)*

I. INFORMATION ON THE ISSUING ORGANIZATION

- Name of the issuing organization: **Ngan hang TMCP Thinh vuong và Phat trien**
- English name: Prosperity and Growth Commercial Joint Stock Bank
- Abbreviation: PGBank
- Establishment and Operation License: License No. 42/GP-NHNN dated June 16, 2021 for joint stock commercial banks issued to Prosperity and Growth Commercial Joint Stock Bank, and its amendments, supplements and replacements from time to time.
- Head office address: Floors 4, 5, 6, Thanh Cong Building, Plot P-D17, Cau Giay Urban Area, Cau Giay Ward, Hanoi City.
- Telephone: (84.24) 6281 1298
- Website: <https://www.pgbank.com.vn/>

II. LEGAL BASIS

- The Law on Credit Institutions No. 32/2024/QH15 dated January 18, 2024 and its amendments and supplements (“Law on Credit Institutions 2024”);
- The Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and its amendments and supplements (“Law on Enterprises 2020”);
- The Law on Securities No. 54/2019/QH14 dated November 26, 2019; the Law 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 Assets, the Law on Tax Administration, the Law on Personal Income Tax, the Law on National Reserves, and the Law on Handling of Administrative Violations No. 56/2024/QH15 dated November 29, 2024, and their guiding documents;
- Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities;
- Decree No. 245/2025/ND-CP dated September 11, 2025 amending and supplementing a number of articles of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on

Securities;

- Circular No. 118/2020/TT-BTC dated December 31, 2020 guiding a number of contents on securities offering and issuance, public tender offers, share repurchase, registration of public companies and cancellation of public company status;
- Circular No. 115/2025/TT-BTC dated December 15, 2025 amending and supplementing a number of articles of Circular No. 118/2020/TT-BTC dated December 31, 2020 of the Minister of Finance guiding a number of contents on securities offering and issuance, public tender offers, share repurchase, registration of public companies and cancellation of public company status;
- Circular No. 22/2019/TT-NHNN dated November 15, 2019 stipulating prudential limits and ratios in operations of banks and foreign bank branches, and its amendments and supplements;
- Circular No. 50/2025/TT-NHNN dated December 24, 2025 stipulating dossiers and procedures for approval of certain changes of commercial banks and foreign bank branches, and its amendments and supplements;
- Other relevant legal normative documents;
- The Charter on organization and operation of PGBank.

III. NECESSITY OF CHARTER CAPITAL INCREASE

The increase of PGBank's charter capital is necessary and of significant importance in order to enhance its financial capacity, operational capability and competitiveness in the context of economic integration, as well as to meet the requirements of state authorities, specifically:

1. To meet the requirements of the State Bank of Vietnam regarding the strengthening of financial capacity of joint stock commercial banks, thereby creating a foundation for network development, market expansion and business scale growth, as well as diversification of banking products and services;
2. To enhance financial capacity for investment, upgrading infrastructure systems, developing headquarters, and modernizing information technology systems to support business operations, bank governance and the provision of new banking products and services;
3. To ensure compliance with prudential ratios and improve risk management capacity in the Bank's operations;
4. To supplement capital for business activities.

IV. CHARTER CAPITAL INCREASE PLAN

1. Charter capital increase amount

1.1. Information on current charter capital:

- Current charter capital: **VND 6,815,876,080,000** (*In words: Six trillion eight hundred fifteen billion eight hundred seventy-six million eight hundred thousand dong*).
- Number of issued ordinary shares: **681,587,608** (*Six hundred eighty-one million five hundred eighty-seven thousand six hundred eight*) shares.
- Number of outstanding ordinary shares: **681,587,608** (*Six hundred eighty-one million five hundred eighty-seven thousand six hundred eight*) shares.

1.2. Information on the proposed increase in charter capital:

- Vốn điều lệ dự kiến tăng thêm tối đa: **3.184.123.920.000** đồng (*Bằng chữ: Ba nghìn một trăm tám mươi tư tỷ một trăm hai mươi ba triệu chín trăm hai mươi đồng*).
- Maximum proposed increase in charter capital: **VND 3,184,123,920,000** (*In words: Three trillion one hundred eighty-four billion one hundred twenty-three million nine hundred twenty dong*)
- Number of additional shares to be issued: **318,412,392** (*Three hundred eighteen million four hundred twelve thousand three hundred ninety-two*) shares.

1.3. Information on charter capital after completion of the increase:

- Projected charter capital after completion of the increase: **VND 10,000,000,000,000** (*In words: Ten trillion dong*).
- Projected number of outstanding ordinary shares after completion of the increase: **1,000,000,000** (*One billion*) shares.
- Total par value of shares after completion of the increase: **VND 10,000,000,000,000** (*In words: Ten trillion dong*).

2. Forms of capital increase

- Issuance of shares for dividend payment; and
- Public offering of additional shares to existing shareholders (expected to be conducted in two issuance phases), to be implemented after PGBank completes the issuance of shares for dividend payment

3. Detailed share issuance plan for charter capital increase (“Issuance Plan”)

3.1. Charter capital increase through issuance of shares for dividend payment

Share name	: Shares of Prosperity and Growth Commercial Joint Stock Bank
Type of shares	: Ordinary shares
Par value	: VND 10,000/share (<i>In words: Ten thousand dong per share</i>)
Stock code	: PGB
Number of shares to be issued	: Up to 51,119,070 (<i>Fifty-one million one hundred nineteen thousand seventy</i>) shares

Total value of : VND 511,190,700,000 (*Five hundred eleven billion one hundred shares to be issued ninety million seven hundred thousand dong*)
(at par value)

Target investors : Existing shareholders whose names appear on the shareholder list of PGBank as of the record date for determining shareholders entitled to receive shares (“List”).
The record date shall be determined by the BOD as authorized by the General Meeting of Shareholders.

Issuance method : Issuance of shares for dividend payment through rights offering.

Proposed issuance ratio : 7.5% (number of shares to be issued / number of outstanding shares).

Proposed rights exercise ratio : 1,000:75, whereby at the record date for exercising rights, each shareholder owning 01 share will receive 01 right, and for every 1,000 rights, the shareholder will be entitled to receive 75 newly issued shares, rounded down to the nearest whole number.

Source of issuance : Retained earnings after tax based on the audited financial statements for the year 2025 of PGBank, after fulfilling all tax obligations and appropriating funds in accordance with regulations. Details are as follows:

Unit: VND

No.	Item	Amount as of 31/12/2025 (audited)	Amount used for charter capital increase
1	Accumulated undistributed profits	658,235,430,988	511,190,700,000
2	Reserve fund for charter capital supplementation	75,576,302,857	-
3	Development investment fund	650,000,000	-
4	Financial reserve fund	311,990,443,863	-

Transfer restrictions : The additional shares to be issued shall not be subject to transfer restrictions, except as provided in Clause 1, Article 64 of the Law on Credit Institutions 2024 and its amendments and supplements.

Expected issuance and completion : Within 2026. The specific timing shall be decided by the BOD in accordance with the approval of the State Bank of Vietnam (“SBV”)

timeline	and the notification from the State Securities Commission (“SSC”) confirming receipt of complete documentation for the share dividend issuance of PGBank.
Share distribution period	: After receiving the notification from the SSC confirming receipt of complete documentation for the share dividend issuance of PGBank and within the distribution period as prescribed by law.
Purpose of issuance	: Issuance of shares for dividend payment.
Rounding principle and treatment of fractional shares	: The number of shares distributed to each shareholder based on the rights allocation ratio shall be rounded down to the nearest whole number; any fractional shares (resulting from rounding down, if any) shall be cancelled.
Additional registration, depository and trading registration	: The additional shares to be issued shall be additionally registered and deposited at the Vietnam Securities Depository and Clearing Corporation (“VSDC”) and additionally registered for trading on the Hanoi Stock Exchange (“HNX”) in accordance with applicable laws upon completion of the issuance.

3.2. Charter capital increase through public offering of additional shares to existing shareholders

Share name	: Shares of Prosperity and Growth Commercial Joint Stock Bank
Type of shares	: Ordinary shares
Par value	: VND 10,000/share (<i>In words: Ten thousand dong per share</i>)
Stock code	: PGB
Number of offering phases	: 02 phases (“Issuance Phases”)
Number of shares to be offered, expected to be divided into 02 Issuance Phases as follows:	: Up to 267,293,322 (<i>Two hundred sixty-seven million two hundred ninety-three thousand three hundred twenty-two</i>) shares
- <i>Value of shares in Phase 1</i>	: 150,000,000 shares
- <i>Value of shares in Phase 2</i>	: 117,293,322 shares + <i>The number of unsubscribed shares from Phase 1 (if any)</i>
Total value of shares to be offered (at par value),	Up to VND 2,672,933,220,000 (<i>Two trillion six hundred seventy-two billion nine hundred thirty-three million two</i>)

expected to be divided *hundred twenty thousand dong*
into 02 Issuance Phases
as follows:

- *Value of shares in* : VND 1.500.000.000.000

Phase 1

- *Value of shares in* : VND 1.172.933.220.000 + *The total par value of unsubscribed shares from Phase 1 (if any)*

Offering price : VND 10,000/share

(applicable to both Phase
1 and Phase 2)

Offering method : Offering of shares to existing shareholders under the offering eligibility criteria

Target investors : Existing shareholders whose names appear on the shareholder list at the record date for determining shareholders entitled to exercise the right to purchase shares in each Issuance Phase (“List”).

The record date shall be determined by the BOD as authorized by the General Meeting of Shareholders.

Proposed issuance ratio for each phase : Issuance ratio for Phase 1 = Number of shares to be offered in Issuance Phase 1 / Number of outstanding shares at the expected time of the offering

- Proposed issuance ratio for Phase 1: 13.278%

Issuance ratio for Phase 2 = (Number of shares to be offered in Phase 2 + Number of unsubscribed shares from Phase 1) / Number of outstanding shares at the expected time of the offering

- Proposed issuance ratio for Phase 2: 20.481% (being the estimated ratio in the case where all shares in Phase 1 are fully subscribed)

The General Meeting of Shareholders authorizes the BOD of PGBank, based on the actual number of outstanding shares prior to each issuance phase, to adjust the issuance ratio of each phase accordingly, ensuring that the total number of shares to be issued in both phases does not exceed the maximum planned issuance volume.

- Proposed rights exercise ratio for each phase : **Proposed rights exercise ratio for Phase 1: 100,000:13,278**, whereby at the record date for exercising rights, each shareholder owning 01 share will receive 01 right to purchase additional shares. For every 100,000 rights, the shareholder will be entitled to purchase 13,278 newly issued shares.
- Proposed rights exercise ratio for Phase 2: 100,000:20,481** (being the estimated ratio in the case where all shares in Phase 1 are fully subscribed), whereby at the record date for exercising rights, each shareholder owning 01 share will receive 01 right to purchase additional shares. For every 100,000 rights, the shareholder will be entitled to purchase 20,481 newly issued shares.
- The General Meeting of Shareholders authorizes the BOD of PGBank to adjust the rights exercise ratio of each Issuance Phase in line with the issuance ratio of each phase.
- Expected issuance and completion timeline : **Phase 1:** Expected in 2026. The specific timing shall be decided by the BOD in accordance with the approval of the SBV and the SSC.
- Phase 2:** Expected in 2027. The specific timing shall be decided by the BOD in accordance with the approval of the SBV and the SSC.
- Share distribution period : After obtaining approval from the SSC and within the distribution period as prescribed by law.
- Phase 2 shall only be implemented after completion of Phase 1, and the interval between Phase 2 and Phase 1 shall not exceed 12 months.
- Purpose of issuance : Lending to meet customers' capital needs.
- Transfer of subscription rights (applicable to each Issuance Phase) : Existing shareholders whose names appear on the list of securities holders entitled to subscription rights provided by the VSDC shall have the right to transfer their subscription rights to others (one or more transferees) within the time limit of each Issuance Phase.
- Subscription rights may only be transferred once (*the transferee is not permitted to transfer such rights to a third party*). The transferor and transferee shall mutually agree on the transfer

price, payment, and shall be responsible for fulfilling obligations in accordance with regulations relating to such transfer.

Example: On the record date, Shareholder A owns 200 shares and is entitled to 200 subscription rights. Shareholder A may transfer 100 subscription rights to Investor B and 100 subscription rights to Investor C. Investors B and C are not permitted to further transfer such rights to a third party.

Rounding principle and treatment of fractional shares (applicable to each Issuance Phase) :

For fractional shares (if any) arising from the exercise of rights, to ensure that the number of shares offered in each Issuance Phase is not exceeded, the number of additional shares that shareholders are entitled to purchase shall be rounded down to the nearest whole number.

Example: On the record date for exercising rights in Phase I, Shareholder A owns 1,000 shares and is entitled to 1,000 subscription rights. The number of additional shares that Shareholder A is entitled to purchase is calculated as follows: $(1,000 \times 13.278) / 100,000 = 132.78$ shares. After rounding down to the nearest whole number, Shareholder A is entitled to purchase 132 shares.

Minimum successful offering ratio (applicable to each Issuance Phase) :

Not applicable.

Use of proceeds

: The proceeds from the share issuance are expected to be allocated to the Bank's operations in accordance with the use of proceeds plan set out in Section V of this Plan

Plan for handling unsubscribed shares (applicable to each Issuance Phase)

: The remaining shares not fully distributed to existing shareholders in each Issuance Phase (including fractional shares arising from rounding, shares not subscribed due to shareholders not exercising their rights, shares not issued due to other reasons, and the difference between the number of shares registered for offering and the actual number of shares subscribed by shareholders) shall be offered by the BOD to other investors (including other existing shareholders) at a price not lower than the offering price for existing shareholders

exercising their rights, and in compliance with applicable laws, including but not limited to regulations on foreign ownership limits in the Bank, or the offering may be terminated as decided by the BOD.

The General Meeting of Shareholders assigns/authorizes the BOD to decide on the offering and to identify, select and arrange for other investors to purchase the remaining unsubscribed shares of each Issuance Phase.

Criteria for selecting investors for unsubscribed shares are as follows:

- Domestic organizations and individuals expressing interest, willingness and having sufficient financial capacity to invest in PGBank shares;
- Investors capable of contributing to the development of PGBank;
- Investors whose business activities do not adversely affect the interests of PGBank.

In case, upon expiry of the distribution period in accordance with law for each Issuance Phase, the shares remain unsubscribed, such remaining shares shall (i) be further allocated to Phase 2, or (ii) be cancelled, and the BOD shall decide on the termination of such offering.

Assessment of expected share dilution after issuance : In the offering of shares to existing shareholders, potential dilution risks may arise after the issuance, including:
(i) Dilution of basic earnings per share (EPS);
(ii) Dilution of book value per share;
(iii) Dilution of ownership ratio and voting rights;
(iv) Dilution of the reference price on the ex-rights trading date for the additional share purchase.

The General Meeting of Shareholders assigns the BOD, based on actual conditions at the time of implementation, to provide a specific assessment of the expected share dilution after the issuance.

Transfer restrictions (applicable to each : The remaining shares not fully distributed in each Issuance Phase, when offered to other investors as decided by the Board

Issuance Phase)

of Directors, shall be subject to transfer restrictions for a period of 01 year from the completion date of the offering in accordance with applicable laws, except as provided in Clause 1, Article 64 of the Law on Credit Institutions 2024 and its amendments and supplements.

The distribution of unsubscribed shares to other investors must comply with the provisions of the Law on Enterprises 2020, the Law on Securities 2019, Decree No. 155/2020/ND-CP and other relevant legal regulations, including but not limited to the following condition:

- (i) Compliance with Clause 2, Article 195 of the Law on Enterprises 2020: “A subsidiary shall not invest in purchasing shares or contributing capital to its parent company. Subsidiaries of the same parent company shall not simultaneously contribute capital or purchase shares to establish cross-ownership among themselves.”.
- (ii) Compliance with the offering conditions as prescribed in Article 42 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.

Foreign ownership ratio (applicable to each Issuance Phase) : The General Meeting of Shareholders authorizes the BOD to develop a plan to ensure that the share offering complies with the maximum foreign ownership limit at PGBank.

Additional registration, depository and trading registration (applicable to each Issuance Phase) : The additional shares issued in each Issuance Phase shall be additionally registered and deposited at the VSDC and additionally registered for trading on the HNX in accordance with applicable laws immediately after completion of each Issuance Phase.

Obligations of Shareholders/Transferees of subscription rights (applicable to each Issuance Phase) : - Shareholders/Transferees of subscription rights must fully perform the obligations of shareholders in accordance with the applicable Law on Credit Institutions and its amendments, supplements and relevant guiding documents.
- Be responsible before the law for the legality of the source

of funds used to purchase shares and provide all dossiers and documents relating to such source of funds as required by PGBank and competent state authorities (if requested).

- Not use funds financed by credit institutions or foreign bank branches to pay for the purchase of shares in PGBank.
- Not purchase shares of PGBank in the name of other individuals or organizations in any form, except in cases of entrusted investment as permitted by law.
- In case of receiving entrusted investment from other individuals or organizations, the Shareholder/Transferee must provide PGBank with information on the ultimate beneficial owner of the shares held under such entrusted investment. PGBank shall have the right to suspend shareholder status and rights if the Shareholder/Transferee fails to provide accurate information on the ultimate beneficial owner of such shares.
- Be responsible for complying with the applicable Law on Credit Institutions regarding limits on share ownership by shareholders and their related persons, as well as regulations on major shareholders and related persons of major shareholders.
- Fully comply with information disclosure obligations in accordance with applicable laws (if subject to disclosure requirements under Circular No. 96/2020/TT-BTC and its amendments and supplements), and bear full responsibility for such disclosure obligations.

4. List of shareholders and shareholding ratio of shareholders holding 5% or more of voting shares and charter capital as of March 31, 2026 and as expected after the capital increase

Details are provided in Appendix I attached to this Plan.

5. List of shareholders and related persons holding 15% or more of charter capital as of March 31, 2026 and as expected after the capital increase: None.

6. Information on total shareholding of foreign investors before and after the capital increase

a) Total shareholding of foreign investors in PGBank before and after the capital

increase:

- According to the shareholder list as of March 31, 2026 provided by the VSDC to PGBank, the total shareholding of foreign investors in PGBank prior to the capital increase is: 6,101 shares (equivalent to 0.001%).
 - The total shareholding of foreign investors in PGBank after the capital increase is expected to be: 8,877 shares (equivalent to 0.001%).
- b) In case of handling unsubscribed shares in accordance with the plan for distribution to other investors (including existing shareholders), including foreign investors (if any), PGBank shall ensure compliance with regulations on foreign ownership limits in the Bank.
- c) PGBank undertakes to ensure full compliance with applicable laws on foreign ownership ratios before, during and after the share issuance under the above plans, and shall be responsible for any violation of this commitment. To ensure compliance with foreign ownership limits, accordingly:
- Existing shareholders may only transfer their subscription rights to domestic organizations and individuals.
 - Any remaining shares (if further distributed) shall only be allocated to domestic organizations and individuals.

7. Information disclosure

PGBank shall carry out information disclosure in accordance with its internal regulations, applicable laws and guidance of competent authorities (if any).

V. USE OF PROCEEDS

The total proceeds expected to be raised from the public offering of additional shares to existing shareholders for the purpose of increasing charter capital is VND 2,672,933,220,000 (*In words: Two trillion six hundred seventy-two billion nine hundred thirty-three million two hundred twenty thousand dong*). The use of proceeds shall be implemented as follows:

Unit: VND

Phase	Item	Proposed use of proceeds	Expected timeline
Phase 1	Lending to meet customers' capital needs	972,933,220,000	2026–2028
Phase 2	Lending to meet customers' capital needs	1,700,000,000,000	2026–2028
	Total	2,672,933,220,000	

The General Meeting of Shareholders assigns the BOD to proactively adjust, balance and allocate the proceeds from the capital increase for appropriate use of funds, depending on actual conditions, ensuring efficiency and benefits for the Bank and its shareholders, and in compliance with applicable laws and the provisions of this Plan.

In the event that the proceeds from the offering are insufficient to fully meet the intended purposes, the Bank may use lawful borrowings, ensuring compliance with regulations on capital adequacy ratios of the Bank and relevant laws.

VI. PROJECTED BUSINESS PLAN AFTER THE CHARTER CAPITAL INCREASE

PGBank projects certain business targets for the period 2026–2028 after completion of the charter capital increase as follow:

Unit: VND (million)

Item	Estimated 2026	Estimated 2027	Estimated 2028
Total assets	117.419	139.915	167.943
Total outstanding loans	61.770	77.213	96.516
Total mobilization	103.593	124.334	149.637
Total income	3.504	4.529	5.682
Operating expenses & provisions	2.066	2.479	2.833
Profit before tax	1.438	2.050	2.849
Charter capital	10.000	10.000	10.000
Non-performing loan ratio	Below 2%		
Capital adequacy ratio (CAR)	In compliance with regulations of the SBV		

VII. FEASIBILITY OF THE PLAN

1. Feasibility of the charter capital increase

- In order to enhance the financial capacity, competitiveness of PGBank and ensure benefits for shareholders, the increase of charter capital is an inevitable trend. After the capital increase, PGBank will improve its investment capability, develop infrastructure, expand its network, and achieve synchronized and modern development in line with market trends, thereby ensuring shareholders' interests.
- Based on the audited financial statements for 2025, the accumulated undistributed profits and the reserve fund for charter capital supplementation, after appropriations to funds, are sufficient to implement the charter capital increase of VND 511,190,700,000 through issuance of shares for dividend payment.
- Given the current development of the stock market and the reputation of PGBank, the

increase of charter capital by VND 2,672,933,220,000 through a public offering of additional shares to existing shareholders at an offering price lower than the market price is feasible.

2. Governance capability, management and supervision capacity of PGBank in relation to increased capital and operational scale

- Members of the BOD and the BOS possess strong reputation, qualifications and experience in banking governance, and demonstrate high commitment and responsibility toward the Bank's development.
- In addition, members of the Bank's Board of Management are well-qualified, professionally trained, maintain a professional working style, and demonstrate strong ethics and dedication to the Bank's development.
- Furthermore, PGBank has established a comprehensive internal control system, including policies, regulations, procedures and operational guidelines, along with functional departments responsible for audit and risk control across all business activities.
- With a unified governance and management mechanism, and effective and regular coordination between the BOD and the Board of Management in operating business activities, PGBank is well-positioned for efficient and sustainable development.

VIII. ROADMAP FOR CHARTER CAPITAL INCREASE

To ensure the smooth implementation of share distribution, the BOD respectfully submits to the General Meeting of Shareholders for approval/consent to authorize the BOD to determine the proposed roadmap for implementing the charter capital increase for 2026–2027, the sequence of implementation of issuance plans, ensuring that:

1. The issuance of shares for dividend payment shall be implemented first in 2026, followed by the public offering of additional shares to existing shareholders (expected to be conducted in two issuance phases during 2026–2027);
2. The procedures for issuance and share distribution are carried out smoothly, in accordance with the contents registered with the SSC and relevant legal regulations; and the specific timeline milestones shall be decided based on the actual implementation progress of the capital increase and the requirements of the SSC.

IX. IMPLEMENTATION

The BOD shall be responsible for carrying out procedures to implement the share issuance for charter capital increase in accordance with the authorizations set out in this Plan and the Submission to the General Meeting of Shareholders No. .../2026/TTr-HDQT dated .../.../2026 regarding the approval of the charter capital increase plan of PGBank.

2026/TT-HDQT

Appendix I:

List of shareholders and shareholding ratios of shareholders holding 5% or more of voting shares and charter capital as of March 31, 2026 and as expected after the capital increase

No.	Shareholder name	Enterprise Registration No.	Head office address	Legal representative	ID/Passport No., date of issue, place of issue	Nationality	As of March 31, 2026 ¹		Expected after capital increase	
							% of voting shares (%)	% of shareholding in charter capital (%)	% of voting shares (%)	% of shareholding in charter capital (%)
1	Cuong Phat International Joint Stock Company	010677 2542	Kinh No Hamlet, Uy No Commune, Dong Anh District, Hanoi City, Vietnam	Nguyen Van Manh		Vietnam	9.18%	9.18%	9.18%	9.18%
1.2	Lê Độ						0,1%	0,1%	0,1%	0,1%
2	Vu Anh Duc Trading Joint Stock Company	080083 9877	Linh Dong Residential Area, Pham	Nguyen Van Dat		Vietnam	9.06%	9.06%	9.06%	9.06%

¹ Số liệu xác định theo Danh sách cổ đông tại thời điểm gần nhất của PGBank nhận được từ VSDC là ngày 31/03/2026.

No.: 06/2026/Tr-HDQT

Hanoi, April 21st 2026

PROPOSAL

Re: Approval of capital contribution and share acquisition in an entity for such entity to become a subsidiary or an associate of PGBank

To: The General Meeting of Shareholders of Prosperity and Growth Commercial Joint Stock Bank (PGBank)

- Pursuant to the Law on Enterprises No. 59/2020/QH14 adopted by the National Assembly on June 17, 2020 and its guiding documents;
- Pursuant to the Law on Credit Institutions No. 32/2024/QH15 dated January 18, 2024 and its guiding, amending, and supplementing documents ("Law on Credit Institutions 2024");
- Pursuant to the Charter of Prosperity and Growth Commercial Joint Stock Bank;
- Based on the actual operational situation of Prosperity and Growth Commercial Joint Stock Bank ("PGBank"/the "Bank"),

In order to implement the 5-year strategic objectives for the period 2025–2030 of PGBank, promote growth, expand business operations, and enhance competitiveness, the Board of Directors ("BOD") respectfully submits to the General Meeting of Shareholders ("GMS") for consideration and approval the investment by PGBank in capital contribution and share acquisition in an entity for such entity to become a subsidiary or an associate of PGBank as follows:

1. Basis for proposal

At the Extraordinary General Meeting of Shareholders in 2025, the BOD of Prosperity and Growth Commercial Joint Stock Bank submitted, and the GMS approved, the policy on capital contribution and share acquisition in an entity for such entity to become a subsidiary or an associate of PGBank. However, as of the present time, the market context still contains many volatile factors that are not favorable for investment activities; therefore, the above plan has not yet been implemented. The BOD respectfully reports to the GMS for consideration and will continue to study and assess an appropriate timing for implementation in the coming period, ensuring compliance with applicable laws and optimization of the Bank's capital utilization efficiency.

2. Matters submitted to the General Meeting of Shareholders

The BOD respectfully submits to the GMS for consideration and approval the investment by PGBank in capital contribution and share acquisition in an entity for such entity to become a subsidiary or an associate of PGBank as follows:

2.1. In-principle approval and approval of plans and transactions whereby PGBank makes capital contributions, acquires shares, or establishes or acquires securities companies, insurance companies, or fund management companies (the "Target Company") to become subsidiaries or associates of PGBank in order to conduct business activities permitted under applicable laws and relevant guiding documents:

a) Information on the Target Company: The BOD shall be authorized to select the Target Company, ensuring that it satisfies the following basic conditions:

- The Target Company is a securities company licensed to conduct securities business activities in accordance with securities laws, including *underwriting, brokerage, investment advisory, and proprietary trading*;

- The Target Company is a fund management company licensed to conduct fund management business operations in accordance with securities laws;

- The Target Company is an insurance company licensed to conduct insurance business in accordance with the Law on Insurance Business;

- The Target Company satisfies the minimum charter capital requirement in accordance with statutory capital requirements under applicable laws;

- The Target Company satisfies other conditions as prescribed by law and the prevailing regulations of PGBank at the time of capital contribution or share acquisition.

b) Form of implementation:

- Capital contribution; acquisition of capital contributions; share purchase; acquisition of shares; establishment or acquisition of enterprises in accordance with applicable laws.

c) Source of funds for capital contribution/share acquisition: From the charter capital and reserve funds of PGBank, in compliance with applicable laws.

d) Ownership ratio for capital contribution/share acquisition: Up to all or a portion of the charter capital of the Target Company in which PGBank will participate through capital contribution or share acquisition, depending on agreements with relevant parties and within the maximum limits permitted by law;

e) Purchase price: Based on mutual agreement, taking into account the assessment of the Target Company's current condition, agreements with relevant parties, and market conditions;

f) Transaction value and proposed investment/capital contribution value: Equal to or exceeding 20% of the Bank's charter capital as recorded in the most recent audited financial statements, or at another level in accordance with applicable laws and the Charter of PGBank, ensuring that the Target Company becomes a subsidiary or an associate of PGBank.

2.2. The General Meeting of Shareholders authorizes and delegates to the BOD full authority to decide and organize the implementation of specific tasks for PGBank to make capital contributions, acquire shares, establish or acquire subsidiaries and associates, etc., in accordance with the contents set out in Section 2.1 of this Proposal, in line with PGBank's operational needs, applicable laws, and requirements/guidance of competent authorities, including but not limited to the following matters:

a) Decide on and organize the implementation of, and identify suitable Target Companies for PGBank to invest in through capital contribution, share acquisition, establishment, or acquisition of subsidiaries and associates;

b) Decide on the timing of implementation, organize the execution of detailed plans, and report to the GMS at the nearest Annual General Meeting;

c) Negotiate with relevant parties; work with, discuss, and reach agreement with competent State authorities, and authorize the BOD to decide on matters related to the transactions, including but not limited to: selection of the Target Company; the level/ownership ratio of PGBank's participation; price and related conditions; decision on conducting a public tender offer or other

methods in accordance with applicable laws; decision on the organizational structure and legal form of the Target Company; models/methods of cooperation and affiliation; decision on transaction terms and documents to be signed and/or participated in by PGBank to implement the transactions, as well as all other matters arising during the process of PGBank's capital contribution, share acquisition, establishment, or acquisition of subsidiaries and associates;

d) Decide on any amendments, supplements, or adjustments to the plans, matters, and transactions as agreed with competent authorities, the sellers, and other relevant parties;

e) During the implementation process, the BOD is authorized to decide on matters within the scope of its assigned duties and may delegate and assign such tasks to the Chairman of the BOD, the Chief Executive Officer, and other units or individuals within the PGBank system to carry out the above tasks in accordance with applicable laws and PGBank's internal regulations.

The BOD respectfully submits to the GMS for consideration and approval./.

Recipients:

- As submitted;
- For filing: Archives, Office of the BOD.

**ON BEHALF OF THE BOD
CHAIRMAN**

Cao Thi Thuy Nga

Số: .../2026/TTr-HĐQT

Hà Nội, ngày tháng năm 2026

DỰ THẢO

TỜ TRÌNH

V/v: Cập nhật, điều chỉnh Phương án khắc phục dự kiến trong trường hợp được can thiệp sớm

Kính gửi: Đại hội đồng cổ đông Ngân hàng TMCP Thịnh Vượng và Phát triển,

- Căn cứ Luật Các tổ chức tín dụng số 32/2024/QH15 ngày 18/01/2024 và văn bản sửa đổi, bổ sung (“Luật Các TCTD năm 2024”);
- Căn cứ tình hình thực tế hoạt động tại Ngân hàng TMCP Thịnh Vượng và Phát triển (“PGBank”),

Hội đồng Quản trị (HĐQT) kính trình Đại hội đồng cổ đông (ĐHĐCĐ) xem xét, thông qua các nội dung cập nhật, điều chỉnh Phương án khắc phục dự kiến trong trường hợp được can thiệp sớm (Sau đây gọi tắt là “Phương án khắc phục dự kiến”), cụ thể như sau:

1. Cơ sở đề xuất

- Theo quy định tại Điều 143 Luật Các TCTD năm 2024:
 - + Ngân hàng thương mại phải xây dựng phương án khắc phục dự kiến trong trường hợp được can thiệp sớm (Khoản 1).
 - + Phương án khắc phục phải được Đại hội đồng cổ đông thông qua và gửi Ngân hàng Nhà nước trong thời hạn 10 ngày kể từ ngày được thông qua (Khoản 4).
 - + Phương án khắc phục phải được xây dựng, thông qua trước ngày 01 tháng 07 năm 2025 (Điều 7).
 - + Định kỳ ít nhất 02 năm, phương án khắc phục phải được cập nhật, điều chỉnh. Phương án sau cập nhật, điều chỉnh phải được ĐHCĐ thông qua và gửi Ngân hàng Nhà nước trong thời hạn 10 ngày kể từ ngày được thông qua (Khoản 5).
- Năm 2025, PGBank đã xây dựng Phương án khắc phục dự kiến trong trường hợp được can thiệp sớm và được ĐHCĐ thông qua tại kỳ họp ĐHCĐ thường niên ngày 24/04/2025, đồng thời PGBank đã thực hiện báo cáo Ngân hàng Nhà nước theo quy định. Phương án khắc phục dự kiến đã đáp ứng yêu cầu cơ bản theo yêu cầu quy định của pháp luật.
- Trong quá trình thực tiễn triển khai, cập nhật quy định mới của pháp luật, hướng dẫn của Cơ quan có thẩm quyền và thông lệ quản trị, PGBank tiếp tục rà soát, cập nhật hoàn thiện Phương án khắc phục dự kiến bằng cách cụ thể hóa các biện pháp, hành động để đảm bảo tính chủ động, sẵn sàng trong việc triển khai các tình huống phát sinh và không làm thay đổi bản chất, phạm vi, định hướng của Phương án đã được ĐHCĐ thông qua năm 2025.

2. Nội dung Phương án khắc phục dự kiến sau khi cập nhật, điều chỉnh

- Nội dung phương án khắc phục dự kiến được xây dựng theo quy định tại Khoản 2 Điều 143 Luật Các TCTD năm 2024.
- Các nội dung của Phương án khắc phục dự kiến được cập nhật, điều chỉnh theo hướng:

- + Cập nhật các nội dung, giải pháp cụ thể đối với từng trường hợp trong Phương án khắc phục dự kiến;
 - + Bổ sung chi tiết lộ trình, thời hạn dự kiến đối tương ứng cho từng giải pháp;
 - + Nâng cao tính khả thi, chủ động trong tổ chức triển Phương án khắc phục dự kiến.
- Chi tiết nội dung của Phương án khắc phục dự kiến theo *Phụ lục đính kèm Tờ trình* này.

3. Nội dung trình

HĐQT kính trình ĐHĐCĐ xem xét và thông qua:

- Thông qua các nội dung cập nhật Phương án khắc phục dự kiến trong trường hợp được can thiệp sớm tại Phụ lục đính kèm Tờ trình này.
- Giao HĐQT hoàn thiện hồ sơ, báo cáo Ngân hàng Nhà nước theo quy định tại Khoản 4 Điều 143 Luật Các TCTD năm 2024 sau khi Phương án khắc phục dự kiến được ĐHĐCĐ thông qua.
- Trong trường hợp Phương án khắc phục đã được ĐHĐCĐ thông qua và NHNN có ý kiến điều chỉnh (sửa đổi, bổ sung) thì việc điều chỉnh Phương án khắc phục theo yêu cầu của NHNN sẽ do HĐQT thực hiện trên cơ sở phù hợp quy định của Luật Các TCTD.

Kính trình ĐHĐCĐ xem xét, thông qua!

TM HỘI ĐỒNG QUẢN TRỊ

CHỦ TỊCH

Nơi nhận:

- Đại hội đồng cổ đông;
- HĐQT, BKS (để báo cáo);
- Ban TGD;
- Lưu: VT, VP.HĐQT.

CAO THỊ THÚY NGÀ

No. 07/2026/TTr-HDQT

Hanoi, April 21st 2026

SUBMISSION

Re: Update and amendment of the Plan for remedial measures in the event of early intervention

To: General Meeting of Shareholders of Prosperity and Growth Commercial Joint Stock Bank,

- Pursuant to the Law on Credit Institutions No. 32/2024/QH15 dated January 18, 2024 and its amendments and supplements (“Law on Credit Institutions 2024”);
- Based on the actual operational situation of Prosperity and Growth Commercial Joint Stock Bank (“PGBank”),

The Board of Directors (BOD) respectfully submits to the General Meeting of Shareholders (GMS) for consideration and approval the updates and amendments to the Plan for remedial measures in the event of early intervention (hereinafter referred to as the “Plan”), as follows:

1. Basis for proposal

- Pursuant to Article 143 of the Law on Credit Institutions 2024:
 - + Commercial banks are required to develop a plan for remedial measures in the event of early intervention (Clause 1);
 - + The plan must be approved by the GMS and submitted to the SBV within 10 days from the date of approval (Clause 4);
 - + The plan must be developed and approved before July 1, 2025 (Article 7);
 - + At least every two (02) years, the plan must be updated and amended. The updated and amended plan must be approved by the GMS and submitted to the SBV within 10 days from the date of approval (Clause 5).
- In 2025, PGBank developed the plan for remedial measures in the event of early intervention and obtained approval from the GMS at the Annual General Meeting held on April 24, 2025. PGBank has also reported to the SBV in accordance with regulations. The plan has met the basic requirements under applicable laws.
- During the course of practical implementation and in line with updates to legal regulations, guidance from competent authorities and governance practices, PGBank continues to review, update and refine the plan by specifying measures and actions to ensure proactiveness and readiness in handling arising situations, without altering the nature, scope or orientation of the plan approved by the GMS in 2025.

2. Contents of the Plan for remedial measures in the event of early intervention after update and amendment

- The contents of the Plan are developed in accordance with Clause 2, Article 143 of the Law on Credit Institutions 2024.
- The contents of the Plan are updated and amended in the following directions:

- + Updating specific contents and solutions for each case under the Plan;
 - + Supplementing detailed roadmap and expected timelines corresponding to each solution;
 - + Enhancing feasibility and proactiveness in the implementation of the Plan.
- Detailed contents of the Plan are provided in the *Appendix attached to this Submission*.

3. Matters submitted for approval

The BOD respectfully submits to the GMS for consideration and approval of the following:

- Approval of the updated contents of the Plan for remedial measures in the event of early intervention as set out in the Appendix attached to this Submission;
- Assignment to the BOD to finalize the dossier and report to the SBV in accordance with Clause 4, Article 143 of the Law on Credit Institutions 2024 after the Plan has been approved by the GMS;
- In the event that the Plan has been approved by the GMS and the SBV requires adjustments (amendments and/or supplements), such adjustments to the Plan as requested by the SBV shall be implemented by the BOD in accordance with the provisions of the Law on Credit Institutions.

The BOD respectfully submits to the GMS for consideration and approval!

**ON BEHALF OF THE BOARD OF
DIRECTORS
CHAIRPERSON**

Recipients:

- General Meeting of Shareholders;
- BOD, BOS (for reporting);
- Board of Management;
- Filing: Administration Office, Office of the BOD.

CAO THI THUY NGA



No.: 08/2026/TTr-HDQT

Hanoi, April 21st, 2026

SUBMISSION

Re: Amendment to the Charter and the Regulation on Organization and Operation of the Board of Supervisors

Respectfully submitted to: The General Meeting of Shareholders of Prosperity and Growth Commercial Joint Stock Bank

- Pursuant to the Law on Credit Institutions No. 32/2024/QH15 and its amendments and implementing regulations ("Law on Credit Institutions");
- Pursuant to the Law on Enterprises No. 59/2020/QH14, as amended and supplemented in 2022 and 2025, and its implementing regulations ("Law on Enterprises");
- Pursuant to the Charter of Prosperity and Growth Commercial Joint Stock Bank and its amendments and supplements ("Charter");
- Based on the actual situation of Prosperity and Growth Commercial Joint Stock Bank;

The Board of Directors (BOD) hereby respectfully submits to the General Meeting of Shareholders (GMS) for approval the amendment to the current Charter and the Regulation on Organization and Operation of the Board of Supervisors ("Regulation of the Board of Supervisors") of PGBank at the 2026 Annual General Meeting of Shareholders, with details as follows:

I. Amendment to the Charter

1. Rationale for the amendment to the Charter

a) Amendment to Clause 14, Article 69 of the Charter

- Clause 14, Article 69 of the current Charter stipulates the duties and powers of the Board of Supervisors as follows: "14. To propose and recommend to the General Meeting of Shareholders for approval the list of approved audit firms to audit the Bank's financial statements; and approved audit firms to conduct inspections of the Bank's operations when deemed necessary."

This provision was developed based on the principle of legal application under Clause 14, Article 52 of the Law on Credit Institutions regarding other duties and powers of the Board of Supervisors as prescribed by law, and Clause 1, Article 288 of Decree No. 155/2020/NĐ-CP guiding the Law on Securities, which stipulates the rights and obligations of the Board of Supervisors.

- Clause 2, Article 55 of the current Charter stipulates the duties and powers of the Board of Directors as follows: "2. To submit to the General Meeting of Shareholders for decision and approval matters within the authority of the General Meeting of Shareholders as stipulated in Article 33 of this Charter "; and pursuant to Clause 19, Article 33 regarding

the duties and powers of the General Meeting of Shareholders: *“19. To decide on the selection of an independent auditing firm in accordance with Article 92 of this Charter.”*

Accordingly, the submission to the General Meeting of Shareholders for selection of the auditing firm is currently assigned simultaneously to both the Board of Supervisors (Clause 14, Article 69) and the Board of Directors (Clause 2, Article 55) under the Charter. In order to designate the Board of Directors as the sole body responsible for submitting to the General Meeting of Shareholders for approval the list of approved audit firms to audit PGBank’s financial statements, it is proposed to remove the provision under Clause 14, Article 69 of the current Charter.

b) Amendment to Clause 3, Article 101 of the Charter

- Clause 3, Article 101 of the current Charter stipulates different effective dates for specific provisions. To date, all such provisions have already taken effect in practice. Maintaining these timelines no longer serves management purposes and creates difficulties in reference and consistent application of provisions. Therefore, it is proposed to consolidate and standardize the effectiveness provision as follows: *“3. This Charter shall take effect from the date of signing.”*

c) Correction of technical errors in the numbering of clauses and sub-clauses in Article 33 and related cross-references to Article 33 of the Charter.

2. Proposed amendments to the Charter

a) Content

No.	Current Charter provisions	Amended Charter provisions	Rationale for amendment
1	<p>Clause 14, Article 69 – Duties and powers of the Board of Supervisors:</p> <p><i>“14. To propose and recommend to the General Meeting of Shareholders for approval the list of approved audit firms to audit the Bank’s financial statements; and approved audit firms to conduct inspections of the Bank’s operations when deemed necessary.”</i></p>	Not stipulated	To designate the BOD as the sole body responsible for submitting to the GMS for approval the list of approved audit firms to audit PGBank’s financial statements.
2	Clause 3, Article 101 – General provisions:	<i>“3. This Charter shall</i>	To standardize the effective

No.	Current Charter provisions	Amended Charter provisions	Rationale for amendment
	<p><i>"3. Clause 3, Article 2 of this Charter shall take effect from the effective date of the Decision on amending the Head Office location in the Establishment and Operation License of PGBank issued by the State Bank of Vietnam, replacing Clause 3, Article 2 of the Charter approved by the General Meeting of Shareholders at the meeting held on April 20, 2024; Clause 1, Article 17 of this Charter shall take effect from March 4, 2026, replacing Clause 1, Article 17 of the Charter approved by the General Meeting of Shareholders under Resolution No. 246/2025/NQ-HĐQT dated November 20, 2025; the remaining provisions of this Charter shall take effect from July 22, 2025, replacing the corresponding provisions of the Charter approved by the General Meeting of Shareholders at the meeting held on April 20, 2024. The Bank shall implement the new provisions of this Charter immediately upon its effectiveness in accordance with the applicable regulations on effective dates and the transitional provisions under Article 210 of the Law on Credit Institutions."</i></p>	<p><i>take effect from the date of signing."</i></p>	<p>date of the Charter for ease of application.</p>
3	<p><i>To revise the numbering of clauses and sub-clauses in Article 33 and amend related cross-references to Article 33 following such renumbering, for ease of reference and application.</i></p>		

b) Implementation method: The Charter shall be amended on a consolidated basis, incorporating revised and supplemented provisions together with unchanged provisions to replace the current Charter of PGBank.

II. Amendment to the Regulation on Organization and Operation of the Board of Supervisors

1. Rationale for amendment

To ensure consistency with the provisions of the Charter following its amendment in accordance with this Submission.

H. S. P. O. U. T. 13.2

2. **Proposed amendments to the Regulation of the Board of Supervisors**

a) Content:

No.	Current Regulation of the Board of Supervisors	Amended Regulation of the Board of Supervisors	Rationale for amendment
1	The fourth bullet point under the legal basis section is as follows: <i>"- Pursuant to Circular No. 13/2018/TT-NHNN dated May 18, 2018 of the State Bank of Vietnam on the internal control system of commercial banks and foreign bank branches, and its amendments and supplements;"</i>	<i>"- Pursuant to the regulations of the State Bank of Vietnam on the internal control system of commercial banks and foreign bank branches;"</i>	To ensure the rigor of the legal basis for the issuance of the Regulation.
2	Clause 12, Article 8 of the Regulation on Organization and Operation of the Board of Supervisors: <i>"12. To propose and recommend to the General Meeting of Shareholders for approval the list of approved audit firms to audit the Bank's annual financial statements; and audit firms approved in accordance with applicable laws to conduct inspections of the Bank's operations when deemed necessary".</i>	Not stipulated	To ensure consistency with the amended Charter.

b) Implementation method: The Regulation on Organization and Operation of the Board of Supervisors shall be amended on a consolidated basis, incorporating revised and supplemented provisions together with unchanged provisions to replace the current Regulation.

III. Matters submitted to the General Meeting of Shareholders

The BOD respectfully submits to the GMS for consideration and approval the following matters:

1. To approve the amendments to the Charter and the consolidated Charter replacing the current Charter of PGBank in accordance with the draft submitted to the General Meeting of Shareholders.

2. To approve the amendments to the Regulation on Organization and Operation of the Board of Supervisors and the consolidated Regulation replacing the current Regulation of PGBank in accordance with the draft submitted to the General Meeting of Shareholders.
3. To authorize and assign the Board of Directors to decide on matters related to the amendment and supplementation of the Charter of PGBank and to notify/submit the Charter in accordance with the guidance of competent authorities and applicable laws.
4. To authorize and assign the Board of Supervisors to decide on matters related to the amendment and supplementation of the Regulation on Organization and Operation of the Board of Supervisors and to notify/submit the Regulation in accordance with the guidance of competent authorities and applicable laws.

Respectfully submitted to the General Meeting of Shareholders for consideration and approval!

**ON BEHALF OF THE BOARD OF
DIRECTORS**

CHAIRPERSON

Recipients:

- *As above;*
- *Filed at: Administration Office, Office of the BOD.*

Cao Thi Thuy Nga

11/11/2018 10:00:00 AM