SOCIALIST REPUBLIC OF VIET NAM

Independence - Freedom - Happiness

No.: 10/2026/TTr-HĐQT.NCB

Ha Noi, 17/08/2026

SUBMISSION TO THE GENERAL MEETING OF SHAREHOLDERS

(Re: Report on the results of the 2026 private placement of shares and the Plan for private placement of shares to increase Charter Capital in 2027)

To: The General Meeting of Shareholders of National Citizen Commercial Joint Stock Bank (NCB)

- *Pursuant to the Law on Credit Institutions 2024 (as amended and supplemented);*
- *Pursuant to the Law on Securities 2019 (as amended and supplemented);*
- *Pursuant to the Law on Enterprises 2020 (as amended and supplemented);*
- *Pursuant to the Decree No. 155/2020/TT-BTC implementing a number of articles of the Law on Securities (as amended and supplemented);*
- *Pursuant to the Circular No. 50/2025/TT-NHNN providing for dossiers, and procedures for approval of certain changes of commercial banks and foreign bank branches;*
- *Pursuant to the Charter of National Citizen Commercial Joint Stock Bank,*

The Board of Directors (BOD) respectfully submits to the General Meeting of Shareholders (GMS) the results of implementation of the Private Placement of Shares Plan approved under Resolution No. 1620/2025/NQ-ĐHĐCĐ dated 24/12/2025 and Resolution No. 362/2026/NQ-ĐHĐCĐ.NCB dated 02/4/2026; and submits for consideration and approval the Plan for private placement of shares to increase Charter Capital in 2027, with the following specific contents:

I. RESULTS OF IMPLEMENTATION OF THE PRIVATE PLACEMENT OF SHARES PLAN TO INCREASE CHARTER CAPITAL APPROVED UNDER RESOLUTION NO. 1620/2025/NQ-ĐHĐCĐ AND RESOLUTION NO. 362/2026/NQ-ĐHĐCĐ.NCB

In implementation of Resolution No. 1620/2025/NQ-ĐHĐCĐ dated 24/12/2025 and Resolution No. 362/2026/NQ-ĐHĐCĐ.NCB dated 2 April 2026 of the GMS, and based on the approval of the State Bank of Vietnam (SBV) under Official Correspondence No. 560/NHNN-QLGS dated 22/01/2026, National Citizen Commercial Joint Stock Bank (NCB) carried out the procedures and prepared the dossier for the private placement in accordance with regulations. Under Official Correspondence No. 5969/UBCK-QLCB dated 29/6/2026, the SSC confirmed that it had received NCB's report on the results of the private placement of shares. Accordingly, NCB distributed 1,000,000,000 shares (representing 100% of the total number of shares registered for offering) to 22 domestic Professional Securities Investors. Thus, NCB has completed the Private Placement of Shares Plan for Charter Capital increase approved under Resolution No. 1620/2025/NQ-ĐHĐCĐ dated 24/12/2025 and Resolution No. 362/2026/NQ-ĐHĐCĐ.NCB dated 02/4/2026, specifically as follows:

- Total number of shares offered: 1,000,000,000 shares.
- Total number of shares successfully distributed**:** 1,000,000,000 shares, representing 100% of the total number of shares offered. Of which:
  + Domestic investors: 1,000,000,000 shares;
  + Foreign investors and economic organizations in which foreign investors hold more than 50% of Charter Capital: 0 shares.
- Total proceeds from the Offering: VND 10,000,000,000,000.
- Charter Capital prior to the Offering: VND 19,279,847,510,000 *(Nineteen trillion two hundred seventy-nine billion eight hundred forty-seven million five hundred ten thousand dong)*, corresponding to 1,927,984,751 shares.
- Charter Capital after the Offering: VND 29,279,847,510,000 *(Twenty-nine trillion two hundred seventy-nine billion eight hundred forty-seven million five hundred ten thousand dong)*, corresponding to 2,927,984,751 shares.

The SBV issued the Decision No.1690/QĐ-NHNN dated 22/7/2026 amending the Establishment and Operation License to reflect the new Charter Capital amount.

II. PLAN FOR PRIVATE PLACEMENT OF SHARES TO INCREASE CHARTER CAPITAL IN 2027

The Plan for private placement of shares to increase Charter Capital in 2027 is attached to this Submission.

1. Proposed Charter Capital increase:

- NCB's current Charter Capital: VND 29,279,847,510,000 *(Twenty-nine trillion two hundred seventy-nine billion eight hundred forty-seven million five hundred ten thousand dong)*
- Proposed increase in Charter Capital: VND 33,000,000,000,000 *(Thirty-three trillion dong)*
- NCB's proposed Charter Capital upon completion of the Charter Capital increase: VND 62,279,847,510,000 *(Sixty-two trillion two hundred seventy-nine billion eight hundred forty-seven million five hundred ten thousand dong)*

2. Necessity of the Charter Capital increase

- Charter Capital is one of the important indicators determining the safety level of operations as well as the Bank's capacity for sustainable development. Increasing Charter Capital will enhance the Bank's financial capacity and resilience against risks, thereby ensuring the capital adequacy ratio prescribed by the SBV.
- The Charter Capital increase constitutes an important basis for NCB to enhance its financial capacity, expand the scale of its operations, supplement its business capital, better meet the economy's credit capital demand, while strengthening its competitive position and laying the foundation for implementation of the Bank's strategic objectives in the coming period.

3. Offering Price is determined at VND 10,000 per share.

Basis for determination of the Offering Price: Based on the book value and market trading price:

- Book value as at 31 July 2026: VND 8,405 per share[1];
- Average closing price over the latest 30 trading sessions: VND 12,673 per share (based on data from the Hanoi Stock Exchange website as of 07/8/2026);
- Determining the Offering Price at VND 10,000 per share is appropriate to the Bank's financial position and is not lower than the Par Value in accordance with prevailing regulations.

III. THE BOARD OF DIRECTORS RESPECTFULLY SUBMITS TO THE GENERAL MEETING OF SHAREHOLDERS FOR:

(i) Approval of the report on the results of the private placement of shares to increase Charter Capital under Resolution No. 1620/2025/NQ-ĐHĐCĐ dated 24/12/2025 and Resolution No. 362/2026/NQ-ĐHĐCĐ.NCB dated 02/4/2026, as set out in Section I of this Submission.

(ii) Approval of the Plan for private placement of shares to increase Charter Capital in 2027, as set out in Section II of this Submission.

Respectfully submitted./.

[1] Book value per share (BVPS) = Equity / Total number of outstanding shares

Recipients:

- *As above;*
- *SB (for reporting);*
- *Archived: BOD office, Administration*

FOR THE BOARD OF DIRECTORS
CHAIRPERSON

BÙI THỊ THANH HƯƠNG

DETAILED PLAN FOR THE PRIVATE PLACEMENT OF SHARES TO INCREASE CHARTER CAPITAL IN 2027

(Attached hereto is Resolution No. 10/2026/NQ-HĐQT.NCB dated 17/08/2026)

I. NECESSITY OF THE CHARTER CAPITAL INCREASE

1. Charter capital is one of the key indicators determining the Bank's operational safety as well as its capacity for sustainable development. Increasing charter capital enhances financial strength and resilience to risks, ensuring compliance with capital adequacy ratios as prescribed by the SBV.
2. The increase in charter capital serves as an important foundation for NCB to strengthen its financial capacity, expand its operational scale, supplement business capital, better meet the credit funding needs of the economy, enhance competitive positioning, and create the necessary conditions to achieve the Bank's strategic objectives in the coming period.

II. PURPOSE OF THE PRIVATE PLACEMENT OF SHARES

The plan for issuance of shares to increase Charter Capital aims to provide additional funding for NCB's business operations.

III. PLAN FOR THE PRIVATE PLACEMENT OF SHARES TO INCREASE CHARTER CAPITAL

1. Types of shares to be issued: common shares.
2. Ticker symbol: NVB
3. Par value of shares: VND 10,000 per share.
4. Charter capital prior to the issuance: VND 29,279,847,510,000.
5. Number of common shares issued: 2,927,984,751 shares.
6. Number of outstanding common shares: 2,924,632,751 shares.
7. Number of treasury shares: 3.352.000 shares.
8. Proposed number of shares to be issued: 3,300,000,000 shares.
9. Total issuance value (at par value): VND 33,000,000,000,000.
10. Proposed increase in charter capital: VND 33,000,000,000,000 (equivalent to approximately 112.7% of NCB's charter capital at the time of the offering).
11. Charter capital after the issuance (expected): VND 62,279,847,510,000.
12. Number of offering tranches: One (01) tranche;
13. Offering price: VND 10,000 per share.

14. Investor selection criteria: Professional securities investors as defined under the Law on Securities, possessing adequate financial capacity and committing to long-term partnership and alignment with the Bank's strategic vision.
15. Selection of investors and allocation of shares: The Board of Directors assigns the Chairman of the Board of Directors to organize the process of identifying, and selecting professional securities investors ensuring compliance with applicable laws and the investor selection criteria approved by the General Meeting of Shareholders, and for the best interests of NCB and its shareholders.
16. Method of offering: Private placement of shares.
17. Number of investors: No limitation on the number of professional securities investors in accordance with the Law on Securities.
18. Number of shares to be offered to each investor: The General Meeting of Shareholders authorizes the Board of Directors to determine the number of shares to be offered to each investor.
19. Transfer restriction: All privately placed shares shall be subject to a transfer restriction of one (01) year from the completion date of the offering, except for transactions and transfers between professional securities investors, or transfers made pursuant to a legally effective court judgment or decision, an arbitral award, or inheritance in accordance with applicable laws.
20. Expected issuance period and completion timeline of the share issuance:
    - The offering is expected to take place in Quarter 1, 2027 (after obtaining approval for the capital increase from the State Bank of Vietnam and confirmation from the State Securities Commission of receipt of the private placement registration dossier);
    - The completion of the additional share issuance is expected in Quarter 1 – Quarter 3/2027;

    The above timelines may be adjusted depending on approvals from regulatory authorities.
21. Treatment of unsubscribed shares: The Board of Directors shall decide on the allocation of any remaining shares resulting from investors who have registered but failed to pay for their subscribed shares (if any), or may decide to conclude the distribution to complete the offering in accordance with applicable laws.

22. Plan to ensure compliance with foreign ownership limits: The GMS authorizes the BOD to approve the method of offering, to ensure compliance with applicable laws and NCB's charter regarding foreign ownership ratio.
23. List of shareholders expected to hold 5% or more of the voting share capital and 5% or more of the Charter Capital at the time of approval of the Plan and after completion of the Charter Capital increase:
    - At the time of approval of the Plan: None
    - Expected after the Charter Capital increase: Not yet determined. The list of shareholders expected to hold 5% or more of the voting share capital and 5% or more of the Charter Capital after the Charter Capital increase (if any) will be determined based on the actual outcome of the investor search

IV. PURPOSE OF THE OFFERING AND USE OF PROCEEDS

The total proceeds expected to be raised from the private placement, amounting to VND 33,000,000,000,000, shall be used to supplement capital for business operations, with allocation priority as follows:

No.	Use of proceed	Value (VND billions)	Proposed timeline for the use of proceeds
	Supplemental capital for NCB's business operations	**33.000**	in 2027 – 2028
1	Credit extension for key national infrastructure projects in accordance with the Government's policies and the SBV's directives.	20.000	
2	Credit extension for production and business activities of enterprises engaged in construction and supply of goods and services.	5.000	
3	Credit extension for production and business activities of enterprises engaged in tourism and entertainment	5.000	
4	Extension of retail credit for personal and	3.000	

	consumer purposes		
5	**Total**	**33.000**	

V. SUPPLEMENTAL REGISTRATION FOR TRADING OF PRIVATELY OFFERED SHARES

The General Meeting of Shareholders approves the supplemental registration for depository with the Vietnam Securities Depository and Clearing Corporation and the supplemental registration for trading on the Hanoi Stock Exchange of all shares actually offered under this private placement of shares.

VI. INCREASE IN CHARTER CAPITAL AND AMENDMENT OF CHARTER CAPITAL, NUMBER OF OUTSTANDING SHARES AND OTHER RELEVANT CONTENTS OF THE CHARTER FOLLOWING THE INCREASE IN CHARTER CAPITAL FROM THE PRIVATE PLACEMENT OF SHARES

The GMS approves the increase in Charter Capital and the amendment of the Charter Capital, number of outstanding shares and other relevant contents of NCB's Charter corresponding to the aggregate par value of shares actually offered under the above Offering Plan.

VII. AUTHORIZATION TO THE BOARD OF DIRECTORS

The General Meeting of Shareholders assigns and authorizes the Board of Directors to decide on and implement the following matters, including but not limited to:

1. Supplement or amend the Private Placement of Shares Plan, where necessary depending on the actual circumstances at the time of the Offering or at the request of the competent State authorities, in order to implement the private placement of shares;
2. Approve the detailed Offering Plan and select the specific time for implementation of this Private Placement of Shares Plan in order to obtain approval/registration from the competent State authorities for implementation of the private placement of shares in accordance with applicable laws;
3. Approve the detailed Offering Plan and select the specific time for implementation of this Private Placement of Shares Plan in order to obtain approval/registration from the competent State authorities for implementation of the private placement of shares in accordance with applicable laws;
4. Decide on and determine the eligibility of Professional Securities Investors and approve the list of Professional Securities Investors entitled to purchase shares and the

number of shares to be purchased by each investor based on compliance with applicable laws; decide on the allocation of any remaining shares resulting from investors who have registered but failed to pay for their subscribed shares within the prescribed period (if any), or decide to conclude the distribution in order to complete the Offering in accordance with applicable laws, ensuring that the Charter Capital increase is completed successfully and delivers optimal value to NCB and its shareholders;

5. Select an appropriate time to implement the Offering Plan after obtaining approval from the State Bank of Vietnam and the State Securities Commission, ensuring compliance with applicable laws;
6. Develop and approve the plan to ensure that the offering of shares complies with the provisions of law and NCB's Charter regarding the foreign ownership ratio;
7. Decide on changes to the plan for use of proceeds from the Offering depending on NCB's actual operational circumstances at the time of the Offering, ensuring compliance with applicable laws. In the event of any change to the plan for use of proceeds from the issuance, the BOD shall report such change to the GMS at its nearest meeting;
8. Implement the plan for use of proceeds from the Offering in accordance with the stated purpose of the Offering, ensuring the interests of shareholders and the Bank and compliance with applicable laws; report to the GMS at its nearest meeting and carry out procedures for reporting the use of proceeds in accordance with applicable laws;
9. Decide on the contents of documents, contracts, agreements and other necessary documents requiring approval and execution for implementation of the Private Placement of Shares Plan;
10. Carry out all necessary procedures to report the Offering results to the State Securities Commission in accordance with applicable laws;
11. Carry out supplemental registration and depository procedures with the Vietnam Securities Depository and Clearing Corporation and supplemental registration for trading on the Hanoi Stock Exchange for the shares offered within the period prescribed by law;
12. Decide on and carry out procedures for amendment of the enterprise registration contents (including procedures for increasing Charter Capital after completion of the Offering), and approve/execute the necessary dossiers relating to adjustment of the Charter Capital stated in the Enterprise Registration Certificate/Establishment and

Operation License with the competent State authorities; amend the Charter Capital amount, number of outstanding shares and other relevant contents of NCB's Charter, and carry out other procedures/work relating to the above Charter Capital increase with the competent State authorities;

13. Decide on all matters and carry out all other necessary procedures and work to successfully implement the above Private Placement of Shares Plan;
14. Decide on the contents of dossiers and documents to be submitted to the competent State authorities; approve/execute necessary documents and materials; and/or carry out other necessary procedures to obtain approval from the competent State authorities for the implementation and completion of the above Private Placement of Shares Plan;
15. In the course of implementing the matters authorized above, the Board of Directors is authorized to further authorize the Chairperson of the Board of Directors or the CEO to carry out specific tasks in accordance with regulations.