

VietCredit✓	RESOLUTION	No.: 334/2026/VietCredit-NQ Date: March 26, 2026
	Approving the implementation of the plan for increasing charter capital under the ESOP of the year 2025	

**BOARD OF DIRECTORS
TIN VIET GENERAL FINANCE JOINT STOCK COMPANY**

- Pursuant to the Law on Credit Institutions No. 32/2024/QH15 dated January 18, 2024 ;
- Pursuant to the Enterprise Law No. 59/2020/QH14 dated June 17, 2020 and its amendments and supplements;
- Pursuant to the Securities Law No. 54/2019/QH14 dated November 26, 2019 and its amendments and supplements;
- Pursuant to the Charter of VietCredit General Finance Joint Stock Company (Company/VietCredit);
- Pursuant to the Regulations on the Organization and Operation of the Board of Directors ;
- Pursuant to Resolution No. 296/2025/VietCredit-NQ dated April 25, 2025, of the Annual General Meeting of Shareholders 2025 of Tin Viet Joint Stock Financial Company (now Tin Viet General Financial Company);
- Pursuant to Proposal No. 316/2026/VietCredit-TT dated March 24, 2026, from the General Director regarding the implementation of the ESOP Program in 2025;
- Pursuant to the Minutes summarizing the opinions of the Board of Directors members regarding the approval of Proposal No. 316/2026/VietCredit-TT dated March 26, 2026, from the General Director.

RESOLUTION

- Article 1.** The implementation of the ESOP in 2025 is hereby approved according to the implementation plan presented in **Appendix No. 01** attached to this Resolution.
- Article 2:** Through the Share Issuance Plan under the ESOP in 2025 as detailed in **Appendix No. 02** attached to this Resolution.
- Article 3:** The General Director is authorized to carry out the following tasks:
- Complete the necessary procedures to submit the dossier of increase in charter capital to the State Bank of Vietnam for approval. Proactively adjust the issuance plan and related documents as required by the State Bank of Vietnam;
 - Selecting an issuance advisory firm ensures compliance with legal regulations and the Company's internal regulations;
 - After receiving approval from the State Bank of Vietnam for the increase in charter capital, the Company directs its relevant units to prepare the registration dossier for the issuance with the State Securities Commission according to the approved plan, to be submitted to the Board of Directors for approval in accordance with its authority;
 - Inform employees, shareholders, and investors about their rights and obligations as stipulated in the Law on Credit Institutions, including the obligation to be legally responsible for the legality of the source of funds used to purchase or acquire shares in VietCredit; do not use funds provided by credit institutions or branches of foreign banks to purchase or acquire shares of VietCredit; do not purchase shares of VietCredit under the name of another individual or legal entity in any form, except in cases of entrustment as prescribed by law.
 - Perform other related tasks to complete the assigned work objectives.

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Article 4. This Resolution shall take effect from the date of signing. Members of the Board of Directors, members of the Executive Board, and relevant units of the Company are responsible for implementing this Resolution .

**On behalf of the BOARD OF DIRECTORS
CHAIRPERSON**

Recipient :

- As per Article 4;
- Supervisory Board (for reporting);
- Filed at the Document Management Department and the Board of Directors' Office.



Nguyen Duc Phuong

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APPENDIX NO. 01 - IMPLEMENTATION PLAN FOR THE ESOP PROGRAM IN 2025

TT	Content	Execution time
I	VietCredit submits a request to the State Bank of Vietnam for approval to increase its charter capital.	
1	The Board of Directors issued a Resolution approving the Implementation of the ESOP Program in 2025 / Submitting to the State Bank of Vietnam for approval the application to increase VietCredit's charter capital.	T0
2	Received approval from the State Bank of Vietnam for increasing charter capital.	T0 + 30 days
II	Submit VietCredit's capital increase application to the Securities Commission for approval and proceed with additional registration for trading and custody.	
1	The Board of Directors approved the implementation of the 2025 ESOP issuance plan and documentation, and submitted the issuance report to the Securities Commission.	T0 + 35 days
2	The State Securities Commission issued a notice stating that it had received all the necessary documents for the share issuance report of VietCredit.	T0 + 55 days
3	Distribute shares to employees, distribute any unsold shares (if any), collect payment for shares, and complete the share issuance.	T0 + 75 days
4	The Board of Directors approves the issuance results and submits the results report to the State Securities Commission, receiving approval of the issuance results from the State Securities Commission.	T0 + 85 days
5	Complete the registration for trading and deposit of additional securities with the Hanoi Stock Exchange (HNX) and the Vietnam Securities Depository and Clearing Corporation (VSDC).	T0 + 115 days
III	Submitting to the State Bank of Vietnam for amendment of VietCredit's establishment and operation license regarding charter capital.	
1	Submit the report on the issuance results and receive the decision to amend VietCredit's Establishment and Operation License (Complete ESOP 2025).	T0 + 105 days (Expected date: July 15, 2026)

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APPENDIX NO. 02
SHARE ISSUANCE PLAN UNDER THE ESOP PROGRAM 2025

I. Reasons and necessity

The share issuance plan under the ESOP Program in 2025 is implemented to enable members of the Board of Directors, Supervisory Board, Executive Board, and employees (who meet the eligibility criteria to participate in the program) to share in the development and success of VietCredit General Finance Joint Stock Company ("Company/VietCredit") by having the opportunity to own Company shares at a preferential price compared to the market price.

In addition, the issuance of stock under an employee stock option program aims to:

- Acknowledging the contributions of employees to the Company;
- Motivate employees to excel in their tasks;
- To encourage and enhance the roles, responsibilities, and rights of workers and employees to strive together and share in the company's successes;
- Attract and retain key employees who are dedicated, highly skilled, and experienced.

Furthermore, the plan to issue shares under the ESOP Program in 2025 will also contribute to the process of increasing VietCredit's charter capital to ensure the company's business needs and plans.

II. Plan for issuing shares under the ESOP Program in 2025

1. Overview of the issuance plan

- Stock name: Shares of Tin Viet General Finance Joint Stock Company
- Stock ticker: TIN
- Listing/Trading Platform: Upcom
- Type of security: Common stock
- Denomination: 10,000 VND
- Current charter capital: **VND 911,783,310,000**
- Number of shares outstanding: 91,178,331 shares
- Expected increase in charter capital: 9,110,000,000 VND
- Total number of shares expected to be issued: 911,000 shares
- **Expected charter capital after capital increase : 920,893,310,000 VND**
- Expected number of outstanding shares after issuance: 92,089,331 shares
- Estimated completion time: Within 2026.

2. Details of the release plan

No.	Option	Content
1	Type of stock	Common stock

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No.	Option	Content
2	Par value of shares	10,000 VND/share
3	Current charter capital	911,783,310,000 VND
4	Number of outstanding shares	91,178,331 shares
5	Number of treasury shares	0 shares
6	Number of shares expected to be issued	Maximum 911,000 shares
7	Total value of expected issuance at par value	Maximum amount: 9,110,000,000 VND
8	The buyer of the shares	The Company's employees, as listed and approved by the Board of Directors (hereinafter referred to as "Employees"), are those authorized by the General Meeting of Shareholders to decide and issue regulations and principles for determining the number of shares to be distributed to each Employee and the list of Employees eligible to purchase shares issued under the ESOP program.
9	Criteria for Employees Eligible to Participate in the ESOP Program	The basis for establishing employee performance evaluation standards for the ESOP program includes: <ul style="list-style-type: none"> • Years of service at the company; • Position or title held within the company; • Results of work completed in the most recent year. • Potential for growth and ability to contribute to the Company's operations in the future.
10	Issue price	10,000 VND/share
11	Transfer restrictions	The issued shares will be subject to a one-year transfer restriction from the date the issuance ends (which is the date the collection of payment for the shares from employees ends).
12	Procedure for handling unsold shares in cases where employees do not purchase or only purchase a portion of the shares. ("Shares to be distributed")	The General Meeting of Shareholders authorizes the Board of Directors to decide on the allocation of the shares to be distributed to other employees on the original ESOP list at the same issue price.
13	Estimated time of implementation	To be implemented in 2026
14	The plan ensures that the share issuance complies with regulations on foreign ownership ratios.	The General Meeting of Shareholders authorizes the Board of Directors to decide on a plan to ensure that the share issuance complies with regulations on foreign ownership ratios.

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III. Proposed Business Plan after Change in Registered Capital

1. Expected business performance after changing the registered capital level.

a. Plan for using capital raised from the issuances.

The additional capital from the two aforementioned issuances, estimated at a maximum of VND 9,110,000,000, will be used to supplement working capital for the Company's lending activities.

b. Expected balance sheet and income statement for the year immediately following the increase in charter capital.

Balance Sheet (Unit: Million VND)

Target	2026	2027
ASSET		
Deposits at the State Bank of Vietnam	354	1,000
Deposits and loans to other credit institutions	2,532,079	3,500,000
Lending to customers	30,635,253	61,194,487
Remaining Assets	(286,686)	1,158,953
TOTAL ASSETS	32,881,000	65,854,440
Liabilities		
Deposits and loans from other credit institutions	11,808,189	22,792,443
Customer deposits	11,310,013	21,830,852
Issuing securities	4,598,797	8,876,706
Other debts	1,232,018	1,622,458
Total liabilities	28,949,018	55,122,458
Equity		
Registered capital	1,768,595	1,768,595
Funds of credit institutions	243,387	608,187
Undistributed profits	1,920,000	8,355,200
Total equity	3,931,982	10,731,982
TOTAL LIABILITIES AND EQUITY	32,881,000	65,854,440

Business Performance Report (Unit: Million VND)

Target	2026	2027
Operating revenue	6,269,816	15,492,427
Operating expenses	(570,208)	(785,281)
Credit risk provisioning costs	(3,299,608)	(6,207,146)
Profit before tax	2,400,000	8,500,000
Net profit after tax	1,920,000	6,800,000

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2. **Assess the governance, management, and control capabilities of the Board of Directors, Supervisory Board, Executive Board, and internal control system with respect to the capital size and operational scale after the change in charter capital.**
- The members of the Board of Directors, the Supervisory Board, and the Executive Board of the Company are individuals with professional ethics and expertise, always highly aware of the need to comply with the law, and always properly perform their duties and responsibilities in management, control, and operation. All members fully meet the required conditions, have many years of experience in the finance and banking sector, and are fully capable of effectively managing, operating, and supervising all activities of the Company.
 - Risk management is a top priority for the company, and it applies the latest standards for risk quantification. Internal documentation is scientifically structured, logical, and comprehensive to ensure quick and accurate understanding for timely decision-making.
 - The company continues to invest in a synchronized and modern information technology system, combined with investment in high-quality human resources with management capabilities to improve operational efficiency through the application of modern technology in business operations.
 - The company has been and continues to accelerate its digital transformation efforts, modernizing its information technology systems and upgrading its core banking systems to meet the requirements of management, operation, and financial service provision.
 - Based on historical data and development in the consumer finance sector, the company has analyzed, evaluated, and selected the most suitable customer segment and the best products with the lowest credit risk, generating the highest profit margin in its development strategy for the coming years.