

RESOLUTION

***On the Approval for the implementation of share issuance procedures to increase charter capital from owner's equity for existing shareholders of
Kien Long Commercial Joint Stock Bank***

BOARD OF DIRECTORS

KIEN LONG COMMERCIAL JOINT STOCK BANK

- Pursuant to the Law on Credit Institutions No. 32/2024/QH15 dated January 18, 2024, and the Law No. 96/2025/QH15 dated June 27, 2025 on amending and supplementing a number of articles of the Law on Credit Institutions;

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and the Law No. 03/2022/QH15 dated January 11, 2022 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment under Public-Private Partnership Method, the Law on Investment, the Housing Law, the Law on Bidding, the Electricity Law, the Law on Enterprises, the Law on Special Consumption Tax, and the Law on Enforcement of Civil Judgments;

- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and the Law No. 56/2024/QH15 dated November 29, 2024 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;

- Pursuant to Circular No. 50/2025/TT-NHNN dated December 24, 2025 of the State Bank of Vietnam, providing regulations on the dossiers and procedures for approval of changes to commercial banks and foreign bank branches;

- Pursuant to Circular No. 22/2019/TT-NHNN dated November 15, 2019 providing for limits and prudential ratios in operations of banks and foreign bank branches, and Circular No. 41/2016/TT-NHNN dated December 30, 2016 providing for capital adequacy ratios for banks and foreign bank branches, and their amending and supplementing documents;

- Pursuant to Circular No. 118/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance guiding a number of contents on offering and issuance of securities, public tender offers, stock repurchases, registration of public companies, and cancellation of public company status;

- Pursuant to the Charter of Kienlong Commercial Joint Stock Bank;

- Pursuant to the current Regulation on Organization and Operation of the Board of Directors;

- Pursuant to the Minutes of the Board of Directors' Meeting dated May 18, 2026.

RESOLVED:

Article 1. To approve the Plan for share issuance to increase charter capital from owner's equity to existing shareholders, which was approved by the General Meeting of Shareholders on April 23, 2026, specified in the attached Appendix 01 and Appendix 02.

Article 2. The Board of Directors (BOD) agrees to authorize/assign Mr. Tran Ngoc Minh – Chairman of the BOD and the Legal Representative, to implement the following tasks:

- Carry out licensing procedures with competent State management agencies in accordance with the provisions of law to increase the charter capital through share issuance for dividend payment of KienlongBank via the stock dividend method;
- Review, amend, and decide on the Issuance Plan and the timing of the share issuance to align with practical situations and guidelines of competent State management agencies;
- Perform necessary procedures to register the share issuance with the State Securities Commission (SSC) and provide explanations (if any);
- Decide on the amendment and supplementation of dossiers for additional registration of depository and trading of securities in accordance with guidelines of competent State management agencies;
- Handle fractional shares arising from rounding;
- Supplement or amend the Charter Capital Increase Plan and the Issuance Plan at the request of the State Bank of Vietnam, the State Securities Commission, or for the purpose of complying with relevant legal regulations (if any);
- Select an appropriate time to finalize the list of shareholders exercising rights and implement the share distribution;
- Proceed with the necessary procedures for the depository registration of all shares after issuance;
- Amend, update provisions related to charter capital, shares, and stock in KienlongBank's Charter upon completion of the issuance based on the actual results of the issuance;
- Carry out procedures to register the adjustment of the Operating License and the Business Registration Certificate upon completion of the issuance;
- Perform information disclosure procedures in accordance with legal regulations;
- Select an Issuance Advisory unit (if any);
- Other relevant tasks.

The Chairman of the BOD is entitled to sub-authorize other relevant organizations and individuals to perform the above-authorized tasks.

Article 3. Members of the Board of Directors, the Board of Management, the Chief Accountant, Division Directors, Regional Directors, Representative Office Directors, Directors of Departments/Divisions/Centers at the Head Office, Directors of Branches and Transaction Offices under KienlongBank, all KienlongBank officers and employees, the individual named in Article 2, and relevant units and individuals shall be responsible for executing this Resolution.

Article 4. This resolution takes effect from the date of signing.

Recipients:

- State Bank of Vietnam (for reporting);
- SSC, HNX, HSX (for reporting);
- BOD, BOS (for reporting);
- As per Article 3 (for execution);
- Archived at BOD Office.

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



Tran Ngoc Minh



**APPENDIX 01 - PLAN FOR CHARTER CAPITAL INCREASE THROUGH
SHARE ISSUANCE TO INCREASE EQUITY CAPITAL FROM OWNER'S
EQUITY FOR EXISTING SHAREHOLDERS**

(Attached to Resolution No. 07 /NQ-HDQT dated May 19, 2026 of the Board of Directors)



I. THE NECESSITY TO INCREASE CHARTERED CAPITAL:

- To improve financial capacity, operational capacity and increase competitiveness of KienlongBank.
- To improve risk management capacity, compliance and meet safety standards in KienlongBank's operations.
- To supplement capital for profitable business operations for KienlongBank, meeting customers' borrowing needs.
- To supplement capital for investment in fixed assets, information technology systems, equipment of facilities, improvement and development of KienlongBank's operating network.

II. CHARTERED CAPITAL INCREASE PLAN:

1. Overview of chartered capital increase plan:

a. a. Chartered capital at the time of preparing the chartered capital increase plan is VND 5,821,705,260,000, equivalent to 582,170,526 common shares with a par value of VND 10,000 per share.

- Stock name : Kien Long Commercial Joint Stock Bank shares
- Stock code : KLB
- Stock type : Common stock
- Par value : 10,000 VND/share
- Chartered capital as of December 31, 2025 : VND 5,821,705,260,000
- Chartered capital at the time of preparing the chartered capital increase plan : VND 5,821,705,260,000
- Number of issued shares : 582,170,526 shares
- In which:
- Number of treasury shares : 3,800,000 shares
- Number of outstanding shares : 578,370,526 shares

b. b. The total projected increase in charter capital is a maximum of VND 1,706,193,050,000, equivalent to 170,619,305 common shares with a par value of VND 10,000 per share. The sources of funds to be used for the 2026 charter capital increase are:

Sources for capital increase	Amount as reported in the financial statements (VND)
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- Capital reserve fund (*)	209,229,214,482
- Undistributed after-tax profit (**)	1,496,963,835,518
Total	1,706,193,050,000

Note:

(*) According to the audited separate financial statements for the year 2025.

(**) Undistributed profit after tax according to the audited consolidated financial statements for the year 2025, after appropriation to funds.

c. Projected charter capital after completion of the charter capital increase plan in 2026: Maximum of VND 7,527,898,310,000 (Seven trillion five hundred twenty-seven billion eight hundred ninety-eight million three hundred ten thousand dong), equivalent to 752,789,831 common shares with a par value of VND 10,000/share.

2. Details of the capital increase plan:

a. Issuing organization: Kien Long Commercial Joint Stock Bank.

b. Stock code: KLB.

c. Type of shares issued: Common shares.

d. Par value of shares: VND 10,000/share.

e. Number of outstanding shares: 578,370,526 shares.

f. Number of shares to be issued: Maximum 170,619,305 shares.

g. Total issuance value at par value: Maximum VND 1,706,193,050,000.

h. Expected timing of issuance and expected timing for completion of the charter capital increase from the share issuance for dividend payment to existing shareholders: To be decided by the Board of Directors after being approved by the General Meeting of Shareholders and upon receiving approvals from competent State management agencies. Estimated completion schedule: within the third quarter of 2026.

i. Form of capital increase: Issuing shares to existing shareholders from owner's equity.

j. Issuance ratio: 29.50%.

k. Eligible recipients: Existing shareholders whose names are on the list as of the record date for exercising the right to receive dividends (Treasury shares are not eligible for dividend rights).

l. Source of funds: Undistributed after-tax profits and the Capital Reserve Fund as of December 31, 2025, according to the audited 2025 financial statements, after deducting funds as stipulated by the State Bank of Vietnam and applicable laws.

m. Exercising ratio for existing shareholders: A ratio of 100:29.50 on the record date for exercising the rights; shareholders owning 100 shares will receive an additional 29.50 new shares.

n. Handling of fractional shares: Shares issued as dividends to existing shareholders will be rounded down to the nearest whole number; any fractional shares resulting from rounding (if any) will be canceled.

For example: On the date of closing the shareholder list to exercise rights, shareholder A owns 1,820 shares on the date of closing the shareholder list. With the ratio of rights exercise 100:29.50, shareholder A will receive an additional $1,820 \times 29.5\% = 536,90$ new shares.

o. According to the above principle, shareholder A will receive an additional 536 new shares, the fractional shares under 01 unit will be cancelled (0.90 shares).

p. The right to receive dividends in shares is not transferable.

q. Shares issued to pay dividends are not subject to transfer restrictions.

3. Information on the chartered capital supplementary reserve fund, capital surplus, undistributed profit after tax and other funds are determined according to the Consolidated Financial Statements audited by an independent auditor:

- KienlongBank's audited separate financial statements for 2025:

Unit: million VND

No	Indicator	As of December 31, 2025	Fund allocation, dividend distribution from 2025 profit	After making fund allocations
1	Chartered Capital	5,821,705		5,821,705
2	Treasury shares	(34,200)	-	(34,200)
3	Funds of credit institutions	726,382	351,002	1,077,384
3.1	<i>Reserve for supplementary charter capital</i>	209,230	184,738	393,968
3.2	<i>Financial reserve fund</i>	517,149	166,264	683,413
3.3	<i>Other funds</i>	3	-	3
	<i>Rewarding fund</i>			
4	Undistributed profit	1,868,860		1,517,858
	Total	8,382,747		8,382,747

- KienlongBank's audited consolidated financial statements for 2025:

Unit: million VND

No	Indicator	As of December 31, 2025	Fund allocation, dividend distribution from 2025 profit	After making fund allocations
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1	Chartered Capital	5,821,705		5,821,705
2	Treasury shares	(34,200)		(34,200)
3	Funds of credit institutions	751,338	352,674	1,104,012
3.1	<i>Reserve for supplementary charter capital</i>	217,720	185,618	403,338
3.2	<i>Financial reserve fund</i>	533,615	167,056	700,671
3.3	<i>Other funds</i>	3	-	3
4	Undistributed profit	1,877,660		1,524,986
	Total	8,416,503		8,416,503

According to KienlongBank's audited separate financial statements for 2025, the Bank's capital reserve fund is VND 209,230 million.

According to KienlongBank's audited consolidated financial statements for 2025, undistributed profits as of December 31, 2025, amounted to VND 1,877,660 million. After allocating VND 352,674 million (VND 185,618 million for the capital reserve fund and VND 167,056 million for the financial contingency fund), the remaining amount is VND 1,524,986 million.

Therefore, KienlongBank has sufficient equity capital from undistributed profits to carry out the issuance of shares to increase charter capital from equity capital as outlined in Section 2 of this Capital Increase Plan.

4. Bond-to-share conversion plan: KienlongBank has no plan to convert bonds into shares.

5. List of shareholders and ownership ratios of those holding 5% or more of voting shares and chartered capital at the current and projected post-capital-increase times: Refer to the attached Appendix 02.

6. List of shareholders and related persons with a shareholding ratio of 15% or more compared to the current and expected chartered capital after the capital increase: Refer to the attached Appendix 02.

7. Information on the total share ownership ratio of foreign investors at the current and projected post-capital-increase times: Refer to the attached Appendix 02..

8. Registration for depository and trading of additional issued shares:

KienlongBank will register the entire quantity of newly issued shares with the Viet Nam Securities Depository and Clearing Corporation and register the entire quantity of newly issued shares for trading with the Ho Chi Minh City Stock Exchange (HOSE).

9. Information disclosure

KienlongBank shall disclose information in accordance with the provisions of law and instructions of competent authorities (if any).

III. PLAN FOR UTILIZATION OF INCREASED CHARTERED CAPITAL:

The additional charter capital in 2026 is VND 1,706,193,050,000 (One trillion seven hundred and six billion one hundred and ninety-three million fifty thousand dong).

Of this amount, the proceeds from the additional share offering to existing shareholders are expected to be used as follows:

Purpose of Capital Utilization	Estimated amount (VND)	Estimated Disbursement Period
Supplement business operating capital to generate profit for KienlongBank and meet customers' lending needs	1,656,193,050,000	2026-2027
Supplement capital for investment in fixed assets, IT systems, infrastructure, and expansion of KienlongBank's operational network	50,000,000,000	
Total	1,706,193,050,000	

The General Meeting of Shareholders authorizes the Board of Directors to proactively adjust and allocate capital for the above activities based on actual conditions and market opportunities to ensure alignment with the Bank's overall development strategy.

IV. BUSINESS PERFORMANCE BASED ON THE NEW CHARTERED CAPITAL:

Unit: Billion VND

Indicator	Actual 2025	Plan 2026		
		Balance	Increase/Decrease (+/-) compared to 2025 performance	
			Amount	Ratio (%)
1. Chartered capital	5,822	7,528	1,706	29.31
2. Total consolidated assets	103,303	117,125	13,822	13.38
3. Total consolidated mobilized capital	91,361	102,498	11,137	12.19
4. Credit outstanding	71,588	80,178 (*)	8,590	12.00
5. Non-performing loan (NPL) ratio (%)	1.57	< 3.00		
6. Consolidated profit before tax	2,323	2,600	277	11.94
7. Percentage of shares issued to increase charter capital from equity capital (%)	60.00	29.50 (**)		
8. Corporate income tax	467	520	53	11.46
9. Profit after tax	1,856	2,080	304	12.06



Indicator	Actual 2025	Plan 2026		
		Balance	Increase/Decrease (+/-) compared to 2025 performance	
			Amount	Ratio (%)
10. Return on average equity (ROE) (%)	24.71	22.02		
11. Return on average assets (ROA) (%)	1.90	1.89		

() Credit growth plan: To be implemented in accordance with the limit approved by the State Bank of Vietnam.*

*(**) Share issuance plan: To be implemented in accordance with the rate approved by the competent State authority.*

After the capital increase, KienlongBank will continue to strictly comply with all safety limits and ratios as prescribed by the State Bank of Vietnam.



APPENDIX 02

(Attached to Resolution No. 07 /NQ-HĐQT dated May 19, 2026 of the Board of Directors)

1. List of shareholders holding 5% or more of the voting shares and charter capital at present and projected after capital increase:

No	Name of Shareholder	National ID/Citizen ID/Business Registration Certificate Number	Date of issue	Place of issue	Address	Legal Representative				Current situation (As of April 29, 2026)			After Capital Increase		
						Name	ID/Passport number	Date of issue	Place of issue	Number of shares owned	Ownership ratio in voting shares (%)	Ownership ratio in chartered capital (%)	Number of shares owned	Ownership ratio in voting shares (%)	Ownership ratio in chartered capital (%)
1	None														

2. List of shareholders and related persons holding 15% or more of the chartered capital at present and projected after capital increase:

No	Shareholder / Related Individual / Related Organization	National ID/Citizen ID/Business Registration Certificate Number	Date of issue	Place of issue	Address	Legal Representative				Current situation (As of April 29, 2026)			After Capital Increase		
						Name	ID/Passport number	Date of issue	Place of issue	Number of shares owned	Ownership ratio in voting shares (%)	Ownership ratio in chartered capital (%)	Number of shares owned	Ownership ratio in voting shares (%)	Ownership ratio in chartered capital (%)
1	None														

3. Information on the total foreign investor ownership at present and projected after capital increase

No	Shareholder's Name	Current situation (As of April 29, 2026)			After Capital Increase		
		Number of shares owned	Ownership ratio in voting shares (%)	Ownership ratio in chartered capital (%)	Number of shares owned	Ownership ratio in voting shares (%)	Ownership ratio in chartered capital (%)
1	Foreign shareholder	10,338,028	1.79	1.78	13,387,746	1.79	1.78

Note:

- Total number of current outstanding shares : 582,170,526 shares.
- Number of current voting shares : 578,370,526 shares.
- Total number of projected shares after capital increase : 752,789,831 shares.
- Number of projected voting shares after capital increase : 748,989,831 shares.

