



Niềm tin và thịnh vượng

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM
Độc lập - Tự do - Hạnh phúc
THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

Số: 50 /2025/CV-HĐQT

No.: 50 /2025/CV-HĐQT

TP. Hồ Chí Minh, ngày 21 tháng 05 năm 2025

Ho Chi Minh City, May 21, 2025

CÔNG BỐ THÔNG TIN BẤT THƯỜNG
EXTRAORDINARY INFORMATION DISCLOSURE

Kính gửi: Ủy ban Chứng khoán Nhà nước
Sở Giao dịch Chứng khoán thành phố Hồ Chí Minh

To: The State Securities Commission
The Ho Chi Minh Stock Exchange

- Tên tổ chức: NGÂN HÀNG THƯƠNG MẠI CỔ PHẦN PHƯƠNG ĐÔNG
Organization name: ORIENT COMMERCIAL JOINT STOCK BANK
 - Mã chứng khoán: OCB
Stock symbol: OCB
 - Địa chỉ: Tòa nhà The Hallmark, 15 Trần Bạch Đằng, P. Thủ Thiêm, TP. Thủ Đức, TP. Hồ Chí Minh
Address: The Hallmark Building, No. 15 Tran Bach Dang, Thu Thiem Ward, Thu Duc City, Ho Chi Minh City
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- Nội dung thông tin công bố: Ngày 20/05/2025, Hội đồng quản trị OCB đã ban hành Nghị quyết số 38/2025/NQ-HĐQT thông qua việc thực hiện phương án tăng vốn điều lệ năm 2025 thông qua hình thức phát hành cổ phiếu để tăng vốn chủ sở hữu từ nguồn vốn chủ sở hữu.
Contents of disclosure: On May 20, 2025, OCB's Board of Directors issued Resolution No. 38/2025/NQ-HĐQT approving the implement the plan to increase charter capital in 2025 by issuing shares to increase equity capital from equity capital.
- Thông tin này đã được công bố trên trang thông tin điện tử của OCB vào ngày 21/05/2025 tại đường dẫn <https://ocb.com.vn/vi/nha-dau-tu#cong-bo-thong-tin>.
This information was disclosed on OCB's website on May 21, 2025 at <https://ocb.com.vn/vi/nha-dau-tu#cong-bo-thong-tin>.

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố.

We hereby certify that the information provided is true and correct and we bear the full responsibility to the law.

Tài liệu đính kèm/Attached documents:
Nghị quyết 38/2025/NQ-HĐQT Resolution No. 38/2025/NQ-HĐQT.



Người đại diện theo pháp luật
Legal representative



No.: 38/2025/NQ - HĐQT

Ho Chi Minh City, May 20, 2025

RESOLUTION

*Re: Implement the plan to increase charter capital in 2025
by issuing shares to increase equity capital from equity capital*

BOARD OF DIRECTORS OF ORIENT COMMERCIAL JOINT STOCK BANK

Pursuant to the Law on Credit Institutions No. 32/2024/QH15 dated January 18, 2024;

Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;

Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019;

Pursuant to Decree 155/2020/NĐ-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities;

Pursuant to the Charter of Orient Commercial Joint Stock Bank;

Pursuant to Resolution No. 01/2025/NQ-ĐHĐCĐ dated April 22, 2025 of the General Meeting of Shareholders of Orient Commercial Joint Stock Bank;

Pursuant to the Minutes of OCB Board of Directors meeting dated May 20, 2025;

HEREBY RESOLVED THAT

Article 1: To approve the implementation of the first increase in charter capital in 2025 by VND 1,972,631,320,000, from VND 24,657,891,520,000 to VND 26,630,522,840,000 by issuing shares to increase share capital from equity according to Resolution of the General Meeting of Shareholders No. 01/2025/NQ-ĐHĐCĐ dated April 22, 2025 of the General Meeting of Shareholders of Orient Commercial Joint Stock Bank, specifically as follows:

1. Name of share	Orient Commercial Joint Stock Bank shares
2. Type of share	Ordinary shares without transfer restrictions
3. Par value	VND 10,000/share
4. Total number of issued shares	2,465,789,152
5. Total number of outstanding shares	2,465,789,152
6. Number of each type of preference shares	No preference shares
7. Number of treasury shares	No treasury shares

8. Number of shares expected to be issued	197,263,132 shares
9. Total issue value at par value	VND 1,972,631,320,000
10. Issuance rate (number of shares expected to be issued / number of outstanding shares)	8%
11. Right exchange ratio	100:8 (each shareholder will have 01 right for every single share held, and will get 08 extra shares for every 100 rights)
12. Issuer	Existing shareholders according to the List of Shareholders finalized by Vietnam Securities Depository and Clearing Corporation (VSDC) on the last registration date to receive shares.
13. Source of funding to be used	Equity as of December 31, 2025, determined according to audited separate and consolidated financial statements of 2022, after appropriating funds as prescribed.
14. Implementation time	To be implemented in 2025 based on the approval of the State Bank and State Securities Commission.
15. Plan of handling fractional shares	<p>Issued shares shall be rounded down to the nearest whole number. The accumulated odd number of shares (if any) shall be allotted to the Human Resources Development Fund under the name of OCB Labor Union.</p> <p>For example, on the closing date of the shareholder list, a shareholder named "A" owns 105 shares, then A will get $105 \times 8 / 100 = 8.4$ shares, respectively. According to the above-mentioned rounding principle, the number of extra shares that A will actually receive is 8 shares. The odd number of shares (0,4 shares) will be allotted to the Human Resource Development Fund under the name of OCB Labor Union.</p>

- Plan for using increased charter capital:

The increased charter capital will be used as follows:

Unit: VND

a. Procurement and construction of facilities	714,381,176,379
<u>Including:</u>	
- Investment in information technology	171,155,444,808
- Asset upgrades and construction	463,839,000,000
- Acquisition of fixed assets, labor tools	79,386,731,571

b. Supplementing capital for business, investment and lending	1,258,250,143,621
TOTAL	1,972,631,320,000

- Calculation of financial indicators for 2025 after the capital increase:

Unit: billion VND, %

No.	Indicator	FY2024 Actual	FY2025 Plan	Comparison	
				Plan 2025 vs Actual 2024	
				+/-	%
1	Total Assets	280,712	316,779	36,067	13%
2	Total Mobilization in Primary Market	192,413	218,842	26,429	14%
3	Total Outstanding Loans in Primary Market	180,311	208,472	28,161	16%
4	Profit before tax	4,006	5,338	1,332	33%
5	NPL ratio (SBV)	2.38%	< 3.00%		

- Details of the Capital used to increase capital are as follows:

Information on the reserve fund for charter capital, capital surplus, undistributed accumulated profits and other funds will be determined according to the independent audit results as of December 31, 2024.

Unit: VND

No.	Indicators	Separate FS	Consolidated FS
1	Capital surplus	53,271,987,348	53,271,987,348
2	Reserve fund for charter capital	662,488,211,467	662,488,211,467
3	Other funds	374,056,888	374,056,888
4	Financial reserve fund	2,560,763,862,811	2,560,763,862,811
5	Undistributed retained earnings (after reserve allocation)	3,705,692,738,963	3,705,859,538,452
	Total	6,982,590,857,477	6,982,757,656,966

Information on the amount from the reserve fund for additional charter capital, capital surplus, undistributed accumulated profits and other funds expected to be used to increase charter capital:

Unit: VND

No.	Indicator	Projected Amount to be used for Charter Capital Increase
1	Capital surplus	53,271,987,348
2	Reserve fund for charter capital	662,488,211,467
3	Undistributed retained earnings (after reserve allocation)	1,256,871,121,185
	Total	1,972,631,320,000

- List of shareholders and their ownership percentages of shares from 5% or more of voting shares and charter capital as of the current date and projected after the capital increase, as well as a list of shareholders and related persons owning 15% or more of the charter capital currently and post-increase, including foreign investor shareholdings currently and projected, as per Appendices 1 and 2.
- Register and deposit all issued shares at the Vietnam Securities Depository and list them on the Ho Chi Minh Stock Exchange.

Article 2: Approving the authorization for the Chairman of the Board of Directors to be entitled to conduct the following works related to the charter capital increase:

- Supplementing or amending the share issuance plan at the request of state agencies following applicable laws.
- Selecting an appropriate time and executing the necessary procedures to close the list of shareholders exercising their rights and the first trading date for the number of newly listed shares in accordance with the law.
- Endorsing the issuance results and carrying out the relevant procedures to report the issuance results to the competent state agencies.
- Registering for additional depository of all issued shares at the Securities Depository Center and additionally listing all these shares at the Ho Chi Minh City Stock Exchange.
- Conducting the required procedures to amend the Operation License, Business Registration Certificate according to the new charter capital.
- Amending the articles related to the charter capital, stocks and shares in the charter capital of the Bank after completing the offering following the issuance results.
- Other works to complete the procedures related to the offering.

Article 3: The Resolution takes effect from the date of signing. Members of the Board of Directors, the Board of General Directors and relevant departments are responsible for implementing this Resolution.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

Recipients:

- Member of the Board of Directors;
- Member of the Supervisory Board;
- As in Article 3;
- Filed.



TRINH VAN TUAN

