



Niềm tin và thịnh vượng

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

Số/ No.: 22 /2026/CV-HĐQT

Tp. Hồ Chí Minh, ngày 15 tháng 04 năm 2026

Ho Chi Minh City, April 15, 2026

CÔNG BỐ THÔNG TIN TRÊN CÔNG THÔNG TIN ĐIỆN TỬ
CỦA ỦY BAN CHỨNG KHOÁN NHÀ NƯỚC VÀ SỞ GIAO DỊCH CHỨNG KHOÁN TP.HCM
INFORMATION DISCLOSURE ON THE ELECTRONIC PORTAL OF THE STATE SECURITIES COMMISSION AND THE HO CHI MINH CITY STOCK EXCHANGE

Kính gửi: Ủy ban Chứng khoán Nhà nước
Sở giao dịch Chứng khoán TP.Hồ Chí Minh (HOSE)
To: State Securities Commission
Ho Chi Minh City Stock Exchange (HOSE)

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**

Trụ sở chính: Tòa nhà The Hallmark, 15 Trần Bạch Đằng, P. An Khánh, TP.Hồ Chí Minh.

Head office: The Hallmark Building, No. 15 Tran Bach Dang, An Khanh Ward, Ho Chi Minh City.

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Information disclosing person: Mr. Trinh Van Tuan

Đại diện tổ chức
Người đại diện theo pháp luật
Organization Representative
Legal Representative



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TRỊNH VĂN TUẤN



RESOLUTION
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS HELD ON 15
APRIL 2026
ORIENT COMMERCIAL JOINT STOCK BANK

THE GENERAL MEETING OF SHAREHOLDERS

- Pursuant to the Charter of Orient Commercial Joint Stock Bank ("OCB") and the prevailing provisions of applicable laws;
- Pursuant to the Minutes of the 2026 Annual General Meeting of Shareholders of OCB dated 15 April 2026.

HEREBY RESOLVES:

- I. To approve in full the Report of the Board of Directors No. 01/2026/BC- HDQT/DH. Accordingly, the key business targets for 2026 are as follows:

Unit: Billion VND

No	Indicators	Actual 2025	Plan 2026	Comparison between 2026 Plan and 2025 Actual	
				+/-	%
1	Total assets	322,949	354,214	31,265	10%
2	Total deposits/funding (Market 1)	220,958	251,919	30,960	14%
3	Total outstanding loans (Market 1)	205,065	235,875	30,810	15%
4	Non-performing loan ratio (SBV)	2.30%	< 3.00%		
5	Profit before tax	5,022	6,960	1,938	39%

- II. To approve the Report on Activities No. 02/2026/BC-BKS/DH of the Supervisory Board.
- III. To approve the separate financial statements and consolidated financial statements for the financial year ended 31 December 2025, as audited by KPMG Limited.
- IV. To approve the appropriation to funds and profit distribution plan for 2025 as set out in Proposal No. 03/2026//TTr-HDQT/DH, details of which are as follows:

The General Meeting of Shareholders assigns the Board of Directors and the Supervisory Board, within their respective functions and duties, to organize, direct and supervise the implementation of this Resolution.

Recipients:

- Shareholders;
- Board of Directors;
- Supervisory Board;
- Chief Executive Officer;
- Filed at: Office of the BOD.

ON BEHALF OF THE GENERAL MEETING
OF SHAREHOLDERS
CHAIRMAN OF THE MEETING



TRINH VAN TUAN



**MINUTES OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS
DATED APRIL 15, 2026
ORIENT COMMERCIAL JOINT STOCK BANK (OCB)**

Today, April 15, 2025, at 08:00 AM, at Lotte Saigon Hotel (Level 2), 2A-4A Ton Duc Thang Street, Sai Gon Ward, Ho Chi Minh City,

the Annual General Meeting of Shareholders of Orient Commercial Joint Stock Bank (Head Office address: The Hallmark Tower, 15 Tran Bach Dang Street, An Khanh Ward, Ho Chi Minh City, Enterprise Registration Number: 0300852005) was duly convened.

I. Participants:

1. Attending the meeting were representatives from the State Bank of Vietnam:
 - Mr. Do Xuan Trung – Deputy Director of Regional Supervision 2.
 - Mr. Vu Tuan Thien - Representative of the Department of Credit Institution Management and Supervision, State Bank of Vietnam.
2. The meeting was attended by members of the Board of Directors, the Supervisory Board, and the Executive Board.
3. According to the report on the verification of shareholder eligibility presented by Ms. Dang Thi Thanh Huyen, Head of the Supervisory Board, the shareholder attendance at the meeting is as follows:

The total number of shareholders present and represented by proxy: 225 shareholders, holding 2,210,364,387 shares, accounting for 83% of the total voting shares in circulation (attached is the Shareholder Eligibility Verification Report).

The Shareholder Eligibility Verification Board confirms that the meeting meets the necessary conditions to proceed in accordance with the OCB Charter and the prevailing laws.

II. The organizing committee introduced, and the General Meeting of Shareholders voted and approved the following:

1. The Vote Counting Committee

The meeting unanimously approved the composition of the Vote Counting Committee, which includes the following personnel, by a show of hands during the meeting:

- Ms. Pham Kieu Linh, Chief Internal Auditor - Chairperson of the Vote Counting Committee.
- Ms. Vu Thi Quynh Trang, Deputy Head of Legal Department – Member.
- Mr. Nguyen Huynh Minh Duc, representative of OCBS– Member.

2. Rules of procedure, voting regulations, and election process

The meeting unanimously approved the rules of procedure, voting regulations, and election process for the General Meeting of Shareholders, as presented by the Organizing Committee, through a show of hands during the meeting.

3. The Presidium

In addition to Mr. Trinh Van Tuan, the Chairman of the Board of Directors, who serves as the presiding officer according to the regulations, the meeting unanimously voted to elect two additional members to the Presidium by a show of hands during the meeting. The list of Presidium members is as follows:

- Mr. Trinh Van Tuan : Chairman of the Board of Directors (BOD) of OCB
- Mr. Phan Trung : Member of the Board of Directors (BOD) of OCB
- Mr. Pham Hong Hai : Chief Executive Officer (CEO) of OCB

4. The Secretariat

The Presidium appointed the Secretariat, consisting of:

- Mr. Nguyen Tuan Nghia
- Ms. Nguyen Thi Thu Thuy

5. The Agenda of the General Meeting of Shareholders

After hearing the report on the agenda presented by the Presidium, the General Meeting of Shareholders unanimously approved the agenda through a show of hands during the meeting.

III. Agenda of the General Meeting:

A. The General Meeting of Shareholders listened to the Board of Directors (BOD), the Supervisory Board (BKS), and the Chief Executive Officer (CEO) of OCB presenting the meeting documents (attached).

B. Discussion and shareholder contributions

The General Meeting of Shareholders conducted discussions and addressed the following topics:

- Analysis of 2025 operations, basis for setting the 2026 business plan and plans for the new phase, in addition to updating the Q1 2026 business results;
- Trends in non-performing loans, the Board of Directors' assessment of the causes and solutions;
- OCB's actions in implementing credit in the context of geopolitical conflicts and directions from the State Bank of Vietnam;
- Potential value of OCB shares;
- Discussion of OCB's vision and expectations for breakthroughs in the business model in the next phase;
- Assessment of OCB's operations by strategic shareholder Aozora;
- OCB's plan to acquire OCBS and future cooperation between OCB and OCBS;
- OCB's direction in investing in technology development and CASA growth.

C. The voting results on the reports and proposals presented to the General Meeting:

Following the discussion of the proposals and reports, the General Meeting proceeded to vote on each item under the direction of the Presidium, using a show of hands during the meeting.

The Vote Counting Committee has counted the votes and announced the results of the vote on the documents presented to the General Meeting as follows:

1. Approval of the Report from the Board of Directors, Document No. 01/2026/BC-HDQT/DH.

The orientation on the key targets for the 2025 business plan:

Unit: billion VND, %

No	Indicators	Actual 2025	Plan 2026	Comparison between 2026 Plan and 2025 Actual	
				+/-	%
1	Total assets	322,949	354,214	31,265	10%
2	Total deposits/funding (Market 1)	220,958	251,919	30,960	14%
3	Total outstanding loans (Market 1)	205,065	235,875	30,810	15%
4	Non-performing loan ratio (SBV)	2.30%	< 3.00%		
5	Profit before tax	5,022	6,960	1,938	39%

Voting results:

Agree	100%
Disagree	0%
No opinion	0%

2. Approval of Report No. 02/2026/BC-BKS/DH on the Supervisory Board's Activities Report.

Voting results:

Agree	100%
Disagree	0%
No opinion	0%

3. Approval of the Separate and Consolidated Financial Statements for the fiscal year ending December 31, 2025, audited by KPMG Limited, and the Profit Allocation Plan for 2025 as presented in Proposal No. 03/2026/TTr-HDQT/DH by the Board of Directors, as follows:

Unit: VND

No	Indicator	Amount
D	Profit before tax	5,022,435,152,265
A2	Taxable income for corporate income tax purposes	5,131,389,250,047
B	Corporate income tax	1,012,354,038,240
C	Profit after tax	4,010,081,114,025

Ho Chi Minh City, April 15, 2026

SHAREHOLDER ELIGIBILITY VERIFICATION REPORT FOR THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Today, **April 15, 2026**, at the Annual General Meeting of Shareholders of Orient Commercial Joint Stock Bank (OCB),

1. As of the opening of the AGM (8h25 on April 15, 2026), the Shareholder Eligibility Verification Committee reports the verification results to the AGM as follows:

- Total number of invited shareholders: **26.288** shareholders, owning **100%** of the charter capital of Orient Commercial Joint Stock Bank.

- Total number of shareholders attending in person or by proxy: **159** shareholders.

- Total number of absent shareholders: **26.129** shareholders.

In total, **159** shareholders attending in person or by proxy represent **2.107.416.517** shares, accounting for **79,14%** of the total voting shares.

The Shareholder Eligibility Verification Committee concludes that all **159** shareholders attending in person or by proxy are eligible to represent **2.107.416.517** shares out of **2.663.052.284** total shares, accounting for **79,14%** of the total voting shares. This fully satisfies the conditions to conduct the AGM in accordance with the Charter of Orient Commercial Joint Stock Bank and relevant laws.

2. As of the time prior to voting on the AGM agenda items (9:37 on April 15, 2026), the Committee reports the updated shareholder eligibility verification results as follows:

- Total number of invited shareholders: **26.288** shareholders, owning **100%** of the charter capital of Orient Commercial Joint Stock Bank.

- Total number of shareholders attending in person or by proxy: **225** shareholders.

- Total number of absent shareholders: **26.063** shareholders.

In total, **225** shareholders attending in person or by proxy represent **2.210.364.387** shares out of **2.663.052.284** total shares, accounting for **83,00%** of the total voting shares.

ON BEHALF OF THE
SHAREHOLDER ELIGIBILITY VERIFICATION COMMITTEE



DANG THI THANH HUYEN

Voting Items	Total Voting Shares	Approve		Disapprove		Abstain	
		Voting Shares	Ratio %	Voting Shares	Ratio %	Voting Shares	Ratio %
5. Proposal for approval of the Audited Financial Statements, the Profit Distribution Plan and appropriations to Funds for 2025	2.210.364.387	2.210.364.387	100,000	0	0,000	0	0,000
6. Charter Capital Increase Plan for 2026	2.210.364.387	2.210.364.387	100,000	0	0,000	0	0,000
7. Proposal of the report on Remuneration, Bonuses and Other Expenses of the BOD and the SB in 2025 and the Proposed Remuneration, Bonuses and Other Expenses for 2026	2.210.364.387	2.210.364.387	100,000	0	0,000	0	0,000
8. Proposal on the selection of the Independent Auditing Firm	2.210.364.387	2.209.373.607	99,955	0	0,000	990.780	0,045
9. Proposal on the amendment and supplementation of the Proposed Remedial Plan in case of early intervention	2.210.364.387	2.078.181.125	94,020	0	0,000	132.183.262	5,980
10. Proposal on the decision of certain other matters falling within the Authority of the GMS	2.210.364.387	2.077.188.401	93,975	132.183.262	5,980	992.724	0,045
11. Proposal for the Additional Election of the Independent Board Member (Term 2025-2030)	2.210.364.387	2.210.364.387	100,000	0	0,000	0	0,000
12. Minutes of the 2026 AGM	2.210.364.387	2.210.364.387	100,000	0	0,000		0,000

C. APPROVED MATTERS:

Based on the Charter of Orient Commercial Joint Stock Bank, current legal regulations, and the voting results for items 1 to 12 above, the General Meeting of Shareholders unanimously approved all items submitted by the BOD.

These vote counting minutes were concluded at 11:18 on the same day, unanimously agreed upon, and signed by the members of the Vote Counting Committee.

THE VOTE COUNTING COMMITTEE



PHAM KIEU LINH



VU THI QUYNH TRANG



NGUYEN HUYNH MINH DUC



VOTE COUNTING MINUTES
ADDITIONAL ELECTION OF INDEPENDENT BOARD MEMBER
(TERM 2025-2030)

Today, April 15th 2026, at Lotte Hotel Saigon, 2A-4A Ton Duc Thang Street, Saigon Ward, Ho Chi Minh City, the Annual General Meeting of Shareholders of Orient Commercial Joint Stock Bank (OCB) conducted the additional election of an Independent Board Member for the 2025-2030 term.

A. THE VOTE COUNTING COMMITTEE INCLUDES:

- Ms. Pham Kieu Linh - Head of the Committee
- Ms. Vu Thi Quynh Trang - Member
- Mr. Nguyen Huynh Minh Duc - Member

As of the time of the election, according to the report of the Shareholder Eligibility Verification Committee, the total number of valid and eligible shareholders is **225**, owning **2.210.364.387** voting shares, representing **83,00%** of the total voting shares of Orient Commercial Joint Stock

B. VOTE COUNTING RESULTS FOR THE ADDITIONAL INDEPENDENT BOARD MEMBER ELECTION

- Number of issued ballots: **225** ballots, representing **2.210.364.387** voting shares at the AGM
- Number of collected ballots: **156** ballots, representing **99,97%** of the total issued voting shares.

Of which:

- Number of valid ballots: **156** ballots, representing **2.209.636.484** voting shares at the AGM
- Number of invalid ballots: **0** ballots, representing **0,00%** of the voting shares at the AGM

Voting Results:

No	Candidate Name	Number of Votes
01	MR. LE XUAN NGHIA	2.209.603.142

C. ELECTION RESULTS:


Based on the above voting results and the Election Procedures for the additional Independent Board Member (Term 2025-2030) approved by the General Meeting of Shareholders, the successfully elected candidate for the Independent Board Member is as follows:

No	Full Name	Number of Votes
01	MR. LE XUAN NGHIA	2.209.603.142

These vote counting minutes were concluded at 10:19 on the same day, unanimously agreed upon, and signed by the members of the Vote Counting Committee.

THE VOTE COUNTING COMMITTEE


PHAM KIEU LINH


VU THI QUYNH TRANG


NGUYEN HUYNH MINH DUC



AGENDA
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026
15 April 2026

No	Time	Agenda
1	08:00 – 08:30	Registration of attending shareholders and distribution of voting cards
2	08:30 – 08:35	Opening remarks and introduction of attendees
3	08:35 – 08:40	Report on the verification of eligibility of shareholders attending the Meeting
4	08:40 – 08:50	<ul style="list-style-type: none"> - Introduction and approval of: <ul style="list-style-type: none"> ▪ Vote Counting Committee ▪ Rules of procedure of the Meeting ▪ Presiding Committee - Appointment of the Secretariat by the Presiding Committee - Presentation of the Meeting agenda, voting and election procedures, and approval thereof
5	08:50 – 09:10	<ol style="list-style-type: none"> 1. Report on the governance activities of the Board of Directors. 2. Report on the activities of the Supervisory Board.
6	09:10 – 09:50	<ol style="list-style-type: none"> 3. Proposal for approval of the audited financial statements for 2025, the profit distribution plan, and appropriations to funds for 2025. 4. Charter capital increase plan for 2026. 5. Proposal regarding the report on remuneration, bonuses and other expenses of the Board of Directors and the Supervisory Board in 2025, and the proposed remuneration, bonuses and other expenses for 2026. 6. Proposal on the selection of the independent auditing firm. 7. Proposal on the amendment and supplementation of the proposed remedial plan in case of early intervention 8. Proposal on the decision of certain other matters falling within the authority of the General Meeting of Shareholders.
7	09:50 – 09:55	9. Proposal on the election of an independent member of the Board of Directors for the 2025–2030 term.
8	09:55 – 10:05	The Vote Counting Committee presents the voting and election procedures for the election of the independent member of the BOD for the 2025–2030 term.
9	10:05 – 10:20	Shareholders conduct the election of the independent member of the BOD.
10	10:20 – 11:10	Discussion of the reports and proposals by the Meeting.
11	11:10 – 11:20	Shareholders vote on the reports and proposals.
12	11:20 – 11:35	Break time
13	11:35 – 11:45	The Vote Counting Committee announces the vote-counting results for the matters submitted to the Meeting and the election result of the independent member of the Board of Directors.
14	11:45 – 11:50	Debut of the independent member of the Board of Directors for the 2025–2030 term before the Meeting.
15	11:50 – 11:55	<ul style="list-style-type: none"> - The Meeting Secretariat presents the draft Minutes of the Meeting - The General Meeting of Shareholders approves the Minutes of the 2026 Annual General Meeting of Shareholders.
16	11:55 – 12:00	Closing remarks by the Presiding Committee

General Meeting



RULES OF PROCEDURE

FOR THE ANNUAL GENERAL MEETING OF SHAREHOLDERS HELD ON 15 APRIL 2026

ORIENT COMMERCIAL JOINT STOCK BANK

To ensure that the Annual General Meeting of Shareholders ("GMS") of Orient Commercial Joint Stock Bank ("OCB") held on 15 April 2026 is conducted in due order and successfully, the GMS hereby agrees to adopt and implement the following Rules of Procedure:

1. Participants shall comply with the direction and administration of the Meeting by the Presiding Committee.
2. Participants shall arrive on time, maintain order at the Meeting, minimize movement and changes of seating, switch off mobile phones or place them on silent mode, refrain from smoking, and not bring food into the meeting hall throughout the Meeting.
3. No flammable, explosive or dangerous items may be brought into the meeting hall.
4. When wishing to speak, a shareholder (or proxy holder) shall raise his/her voting card and state his/her shareholder code. The Organizing Committee will arrange for a microphone to be brought to the speaker. Shareholders or proxy holders may also submit written comments to the Secretariat for direct submission to the Presiding Committee.
5. Comments and discussions shall focus on the matters included in the agenda approved by the Meeting. All speeches and comments should be concise, relevant and constructive.
6. The total number and percentage of shareholders attending the Meeting shall be announced during the opening procedures of the Meeting. In the event that a shareholder is unable, for force majeure reasons, to remain in attendance until the voting session, such shareholder may place his/her voting ballot and election ballot into the ballot box arranged by the Organizing Committee at the exit door (with staff available to provide guidance). Where a shareholder leaves the Meeting before the closing of the Meeting without depositing his/her voting ballot into the ballot box of the Meeting, such shareholder shall be deemed to have agreed to the matters presented at the Meeting. A shareholder may grant authorization by written proxy in hard copy or by scanned copy sent via email.
7. Any person who fails to comply with the direction of the Presiding Committee or with these Rules of Procedure may be subject to measures imposed by the Presiding Committee in accordance with Article 146 of the Law on Enterprises 2020.
8. These Rules of Procedure shall be submitted to the Annual General Meeting of Shareholders for approval and shall apply at the Annual General Meeting of Shareholders of OCB held on 15 April 2026.



VOTING PROCEDURES AND ELECTION RULES FOR THE ELECTION OF AN INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS

AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

- Pursuant to the Law on Credit Institutions No. 32/2024/QH15 dated 18 January 2024;
- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated 17 June 2020;
- Pursuant to the Charter of Orient Commercial Joint Stock Bank ("OCB").

I. VOTING PROCEDURES:

1. All resolutions and decisions of the General Meeting of Shareholders shall be voted on openly and directly at the Meeting.
2. Each shareholder and/or valid proxy representative of a shareholder (collectively referred to as the "Shareholder") attending the Meeting shall be provided with one (01) voting card. The voting card shall bear OCB's official stamp. The card shall state the Shareholder's name and the total number of voting shares held.
3. The total number of voting shares of each Shareholder shall be equal to the aggregate number of ordinary shares owned and/or validly represented by proxy by such Shareholder.
4. Voting method:
 - Shareholders shall exercise their voting rights by open voting and by raising their voting cards when voting on the matters set out in Section I of these Procedures, as directed by the Presiding Committee.
 - For each voting item, a Shareholder shall select one of the following options: "For", "Against" or "No opinion". A list of Shareholders voting "Against" or "No opinion" on each voting item, bearing the signatures of such Shareholders, shall be prepared and retained in accordance with OCB's regulations.
 - OCB shall not collect signatures from Shareholders voting "For" on the voting matters set out in Section I of these Procedures.
5. Approval thresholds at the General Meeting of Shareholders:

A resolution of the General Meeting of Shareholders shall be passed at the Meeting if it is approved by Shareholders representing more than 50% of the total voting rights of all Shareholders attending the Meeting, except for the following matters, which shall require approval by Shareholders representing more than 65% of the total voting rights of all Shareholders attending the Meeting:

 - Approval of a plan to change the charter capital; approval of a share offering plan, including the class of shares and the number of new shares to be offered;
 - Approval of investment decisions or transactions involving the purchase or sale of fixed assets where the investment amount, expected purchase price or original cost in the

case of sale of fixed assets is equal to or exceeds 20% of the charter capital as recorded in the most recent audited financial statements;

- Decisions on division, separation, consolidation, merger, conversion of legal form, dissolution, or filing a petition with the Court to commence bankruptcy proceedings.
6. Vote counting and announcement of results:
- The vote counting results for each voting item at the Meeting shall be reported immediately after voting is completed
 - Where a Shareholder raises any query regarding the voting results, the Presiding Committee shall review and decide on such matter immediately at the Meeting.
7. These Voting Procedures shall be announced publicly at the Meeting for approval by the General Meeting of Shareholders.

II. ELECTION RULES FOR THE INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS

1. Each Shareholder attending the Meeting shall be provided with one (01) ballot for the election of the independent member of the Board of Directors for the 2025–2030 term. The ballot shall bear OCB's official stamp. The ballot shall state the Shareholder's code, number of shares held, total number of votes, and the list of candidates for election.
2. The election of the independent member of the Board of Directors shall be conducted by cumulative voting, whereby each Shareholder shall have a total number of votes equal to the number of shares held multiplied by the number of members to be elected, and the Shareholder may allocate all of his/her/its votes to one candidate.

3. INSTRUCTIONS FOR COMPLETING THE BALLOT (VALID BALLOT):

- a. Where a Shareholder allocates all of his/her/its votes to one candidate, the Shareholder shall mark "x" in the box under the column "Number of Votes".
- b. Where a Shareholder allocates his/her/its total votes among candidates in different amounts, the Shareholder shall specify the exact number of votes allocated.
- c. Where a Shareholder does not cast any votes for a candidate, the Shareholder must write "0" in the "Number of Votes" box for such candidate.
- d. Where a Shareholder makes an error in recording the number of votes, the Shareholder shall cross out the incorrect figure, insert the correct number of votes, and sign next to the amendment.

4. INVALID BALLOTS:

- Ballots not issued by the Organizing Committee;
- Ballots containing the name of any candidate not approved by the General Meeting of Shareholders;
- Ballots that are torn, have candidates' names crossed out, or are smudged/illegible;
- Ballots in which any row in the column for votes allocated to candidates is left blank, or ballots containing both numbers and words for the votes cast;
- Ballots where the total votes allocated to candidates **exceed the total number of votes printed on the ballot.**



III. All Shareholders attending the Meeting shall be responsible for strictly complying with the direction of the Presiding Committee of the General Meeting of Shareholders and with these Procedures./.



CORPORATE GOVERNANCE REPORT TO THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

I. PERFORMANCE RESULTS IN 2025

1. Economic context and business performance

Economic context in 2025

In 2025, the global economy continued to face multiple uncertainties, with ongoing geopolitical tensions in certain regions and intensifying strategic competition among major economies. In addition, risks stemming from high public debt levels in many countries, volatility in energy and food prices, and extreme weather events continued to exert pressure on global economic growth prospects. However, as inflation in many major economies gradually came under control and monetary policies shifted towards a more accommodative stance, international trade and investment activities showed signs of improvement, supporting the global economic recovery.

Against this backdrop, Vietnam's economy maintained strong growth momentum. In 2025, Vietnam's GDP grew by 8.02% (meeting the Government's target), placing it among the fastest-growing economies in the region. Total import-export turnover reached approximately USD 930 billion, including exports of USD 475.04 billion and imports of USD 455.01 billion, maintaining a trade surplus. Foreign direct investment (FDI) inflows remained positive, with disbursed FDI reaching approximately USD 27.6 billion, up around 9% compared to 2024—the highest level in recent years.

Thanks to flexible fiscal and monetary policies, the macroeconomic environment remained stable; inflation was kept under control, exchange rates fluctuated within a reasonable range, and interest rates remained supportive of business activities. These factors helped strengthen business and investor confidence, creating favorable conditions for credit institutions and enterprises in 2025.

Key financial indicators of OCB in 2025:

Unit: VND billion, %

Indicator	2025 Actual	YoY Change	% of 2025 Plan
Total assets	322,949	17%	102%
Total outstanding loans (Market 1)	205,065	14%	98%
Total deposits (Market 1)	220,958	15%	101%
Profit before tax	5,022	25%	94%

NPL ratio (SBV)	2.30%	< 3%	Achieved
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1.1. Credit activities:

In 2025, OCB continued to expand its credit activities through the implementation of various preferential lending programs for both corporate and individual customers, with a total credit package size of approximately VND 96 trillion. Disbursements under these programs reached nearly VND 23,836 billion, supporting over 22,000 customers in accessing capital at competitive costs.

For corporate customers, OCB launched multiple tailored credit programs aligned with business cash flow characteristics, including USD deposit – VND lending packages, combined medium- and long-term deposit and lending packages, and short-term VND loans with preferential rates for both new and existing customers. These programs helped businesses access flexible funding sources, optimize financial costs, and improve capital efficiency, with preferential interest rates starting from as low as 1.1% per annum for certain secured packages.

For individual customers, OCB simultaneously implemented various preferential lending programs covering business loans, mortgage loans, real estate financing, consumer loans, and auto loans, along with financing schemes for customers purchasing properties from strategic developers. Interest rates ranged from 5.1% to 10.5% per annum, depending on product type and customer segment.

1.2. Mobilization activities

Customer funding (Market 1) increased 14.8% YOY to nearly VND 221 trillion, achieving 101% of the 2025 scale target.

Within this, retail deposits continued to grow steadily at approximately 14%, in line with the industry average, accounting for nearly 70% of total customer deposits. In addition, the issuance of valuable papers and borrowings from international financial institutions rose 42% YOY.

These results were driven by the continuous upgrade and development of deposit products to meet diverse customer needs from savings to investment, enabling OCB to maintain a stable retail funding base, significantly improve the proportion of long-term deposits in its capital structure, and support safe and sustainable business growth.

1.3. Risk management activities:

In 2025, OCB maintained and closely monitored key liquidity prudential ratios, including the Liquidity Reserve Ratio (LRR), Liquidity Coverage Ratio (LCR in both VND and USD), Loan-to-Deposit Ratio (LDR), and the ratio of short-term funding used for medium- and long-term lending. These ratios were consistently kept within the prudential thresholds prescribed by the State Bank of Vietnam ("SBV"). The Bank adopted a proactive and flexible approach to managing its portfolio of high-quality liquid assets (HQLA), comprising cash, reserve deposits, and government bonds.

This approach ensured not only full compliance with regulatory liquidity requirements but also the Bank's continuous ability to meet all financial obligations in a timely manner, even under stressed conditions.

In addition, OCB has been implementing the Internal Liquidity Adequacy Assessment Process (ILAAP) on an annual basis, in conjunction with conducting quarterly liquidity stress testing exercises. These practices enable the Bank to comprehensively assess its liquidity position under various adverse scenarios, strengthen its forward-looking risk management capabilities, and enhance its resilience against potential market disruptions. Collectively, these initiatives not only reaffirm OCB's strong liquidity position and risk management discipline but also ensure that its funding strategy remains robust and well-positioned to support sustainable and stable business growth over the long term.

OCB strictly complied with all regulatory prudential limits throughout 2025, thereby ensuring safe, efficient operations and effective risk control across the Bank.

Key risk indicators in 2025:

Indicator	2025 Actual	SBV Limit	Assessment
CAR (Basel II, consolidated)	12.3%	≥ 8%	Compliant
Short-term funding for MLT loans	28.96%	≤ 30%	Compliant
LDR	73.08%	≤ 85%	Compliant
Liquidity reserve ratio	20.18%	≥ 10%	Compliant
NPL ratio	2.30%	< 3%	Compliant

1.4. Information Technology and Digital Banking Activities

In 2025, OCB's information technology and digital banking activities continued to deliver positive results, playing a critical role in driving business growth, enhancing customer experience, strengthening risk management capabilities, and optimizing operational efficiency. Technology programs and initiatives were implemented in a synchronized manner, closely aligned with the Bank's digital transformation strategy and sustainable development orientation, as detailed below:

(1) Development and Enhancement of Banking Platforms

OCB continued to upgrade the OCB OMNI platform in line with the principles of Simple – Seamless – User-friendly – Personalized, thereby improving feature development capabilities, optimizing transaction processing speed, and enhancing customer experience across digital channels.

At the same time, the Bank strengthened its application of data analytics to better understand customer behavior and needs, enabling proactive recommendations of suitable products, services, and incentives. OCB also completed the integration with the

national electronic identification system (VNeID), establishing a foundation for expanding secure and convenient digital services.

In addition, new digital products such as Flexi Saving and Max Savings were further refined, contributing to the diversification of financial solutions offered to customers.

(2) Development of Digital Products, Utilities, and Customer Journey Digitization

During the year, OCB continued to expand its suite of digital products and services, including fully online credit card issuance, online overdraft facilities for customers with online savings accounts, and a range of personalized features tailored to different customer segments. For corporate clients, the Bank accelerated the digitization of transaction banking and trade finance services on digital platforms, thereby enhancing financial management efficiency and improving customer experience. As a result, the proportion of customers engaging via digital channels reached 88%, an increase of 6% compared to 2024. The share of transactions conducted via the OCB OMNI platform reached 90%, while both transaction volume and value grew by over 90% year-on-year.

(3) Strengthening Information Security and Risk Management

OCB continued to implement solutions to enhance security, transaction safety, and risk management across digital channels. These included the full deployment of customer identification using chip-based ID cards via both the mobile application and at branches, as well as integration with the National Population Data and Citizen Identification Center under the Ministry of Public Security to enhance security and mitigate fraud risks.

The Anti-Money Laundering (AML) system was also officially put into operation, contributing to improved compliance and risk management capabilities. In parallel, the DevSecOps model continued to be applied, ensuring that security is integrated throughout the entire application development and operations lifecycle.

(4) Process Digitization, Operational Efficiency Enhancement, and Technology Infrastructure Investment

OCB further digitized and automated a number of key internal processes, including payment processing, expense accounting control, retail credit processes, and disbursement of credit limits for corporate customers. These initiatives helped reduce processing time, enhance transparency, and improve overall operational efficiency.

At the same time, the Bank continued to make targeted investments in technology infrastructure, notably the deployment of SD-WAN and the initiation of the Basel III project, thereby strengthening risk management capabilities and aligning with international standards.

In addition, OCB's digital ecosystem was further expanded through its Open API platform, which connected with more than 300 partners and offered over 200 APIs, handling nearly 10 million transactions per month. This ecosystem supports customers—particularly corporate clients—in optimizing cash flow management, payments, and the integration of banking services into their broader business ecosystems.

1.5. Brand Development Activities

In 2025, the Communication and Marketing activities of Orient Commercial Joint Stock Bank maintained steady momentum through consistent multi-channel communication across Social Media and PR, along with key campaigns such as the Lunar New Year, OCB's 29th Anniversary, etc. These efforts ensured consistent brand presence and maintained a competitive position amidst market volatility. Specifically, leveraging a strong brand foundation, in 2025, the Bank continued to rank among the Top 8 leading banks in Brand Health and the Top banks with extensive media coverage. Notably, the Brand Favorability Index recorded a significant improvement in ranking compared to 2024 (up by 5 ranks), reflecting enhanced customer sentiment and engagement.

The Bank's brand footprint covers the entire country with nearly 200 business units across 34 key economic provinces and cities, providing customers with convenient and easy access to modern financial services. Furthermore, Orient Commercial Joint Stock Bank focused on enhancing brand experience at every touchpoint, from digital interfaces to physical transaction spaces. This allowed customers to clearly perceive the Bank's value and differentiation while easily accessing information, products, and services, thereby maximizing benefits through promotions and lucky draw opportunities.

With stronger Communications and Marketing activities, Orient Commercial Joint Stock Bank received prestigious awards in 2025:

- (1) Vietnam National Brand
- (2) Top 50 Best Performing Companies in Vietnam 2025
- (3) Green and Sustainable Private Bank in Vietnam
- (4) Outstanding Sustainable Bank 2025
- (5) Fastest Growing Digital Bank in Vietnam 2025
- (6) Top 500 Largest Enterprises in Southeast Asia
- (7) Top Largest Budget Contributors in Vietnam 2025
- (8) Top 50 Outstanding Sustainable Development Enterprises in Vietnam 2025

In 2025, the Bank's Communication and Marketing activities centered on the message "Era of Transformation", emphasizing the strategy of comprehensive digital transformation, sustainable development (ESG), and customer experience enhancement. This aligns with the goal of becoming one of the Top 5 Joint Stock Commercial Banks in terms of efficiency and ESG by 2030, projecting a dynamic and trustworthy brand image.

Beyond business focus, the Bank actively accompanied social security and community support activities, such as: supporting people affected by storms and floods; partnering with the Kien Giang Study Promotion Fund; joining the banking industry in programs to eliminate temporary and dilapidated housing; and participating in the 2025 National Achievement Exhibition (A80) along with various other prominent programs.

1.6. Network Development Activities

As of 31 December 2025, Orient Commercial Joint Stock Bank operated 01 Head Office, 62 Branches, and 113 Transaction Offices across 29 out of 34 provinces and cities nationwide (according to the new administrative boundaries).

1.7. Human Resources and Training Management

As of 31 December 2025, the total headcount of Orient Commercial Joint Stock Bank stood at 6,901 employees, ensuring sufficient human resources for all business operations and functions across the entire system.

Human resource development activities at the Bank are always guided and directed closely by the Board of Directors (BOD) and the Management Board (BOM) to meet short-term and long-term requirements in both quantity and quality. These activities involve the direct coordination of Divisions, Head Office Departments, and Business Units, from management levels to professional staff. In 2025, human resource development focused on:

- **Succession Planning:** The successor pool was strengthened through potential assessment and talent mapping based on key development programs such as: Potential Specialized Center Director, Relationship Manager, Potential Credit Director, and Potential Customer Service Supervisor. With renovated methods—from selection criteria and assessment processes to training models—the Bank added 207 high-quality personnel to its succession force in 2025.
- **Capacity Development:** Training programs for employees and managers were implemented consistently, such as OCB Management 1 (entry-level management) and OCB Management 2 (mid-level management). Concurrently, training focused on new Branch Managers (BMs), enhancing sales capabilities and optimizing customer experience for sales and customer service teams.
- **Specialized Training:** Courses on Green Credit, ESG, and digital capacity enhancement were provided system-wide. The Bank also promoted a Learning Culture through diverse formats: Learn & Share series, Team Active Learning, "Learning Champion" competitions, and on-the-job coaching/mentoring.

1.8. Environmental, Social, and Governance (ESG) Activities

In 2025, Orient Commercial Joint Stock Bank focused on reinforcing its ESG governance framework and perfecting Green Credit policies, with the proportion of green credit outstanding in the bank's total outstanding loans reaching 11%. The Bank continued to research and develop policies and products, expanding its portfolio into renewable energy, green buildings, water infrastructure, and sustainable agriculture. Steps were taken to integrate ESG, climate, and emission risk measurement into portfolio management. The Bank also enhanced the efficiency of its Environmental and Social Risk Management System (ESMS) in credit activities, ensuring that screening, assessment, and monitoring are conducted throughout the loan lifecycle. Simultaneously, the Bank promoted Green Operations through resource conservation, process digitalization, and internal ESG training, while actively implementing social security and

environmental protection programs and improving the quality of Sustainability Reports toward international standards.

2. General Assessment of Corporate Governance

2.1. Governance Performance

During the 2020–2025 term, the BOD operated with a total of 9 members, including 2 independent members. For the 2025–2030 term, starting from 20 April 2025, the BOD operates with 7 members, including 1 independent member. Each BOD member has exercised governance based on the principles of openness, transparency, and a clear segregation between governance and executive management roles.

In 2025, the BOD convened 30 sessions, including 06 in-person meetings and 24 sessions via written opinions, to implement GMS Resolutions, assign mandates to the BOM, and monitor performance targets. The BOD discussed and approved 98 Resolutions and Decisions covering various operational and business areas. The BOD also issued and amended several internal regulations, such as: Organizational Structure Regulations; Regulations on the Organization and Operation of the Risk Management Committee; Credit Risk-related Decision-making Hierarchy; Information System Security Management; and Market Risk Management.

2.2. Activities of the Committees

To assist the Board of Directors (the "Board") in fulfilling its governance responsibilities, the Board has established a number of specialized committees and sub-committees to support the implementation of its duties. These include the Human Resources Committee, Risk Management Committee, Risk Handling Committee, Strategic Alliance Committee (SAC), Strategy Committee, and Sustainability Committee.

The activities of these committees are detailed as follows:

Human Resources Committee (HRC): In 2025, the HRC provided advisory support in reviewing and restructuring the organizational framework, as well as in the appointment of senior management personnel. The Committee also focused on evaluating workforce productivity and enhancing operational efficiency, thereby developing specific action plans to establish appropriate performance-based remuneration mechanisms, promote internal training and development, strengthen workforce capabilities, and build a robust succession pipeline. In addition, the HRC provided strategic direction for the continued development of corporate culture and standardized working practices, contributing to improved employee engagement and overall organizational effectiveness.

Risk Management Committee (RMC):

In 2025, the RMC held four (04) periodic meetings and conducted four (04) additional consultations via email to discuss and reach consensus on key matters, including:

- (i) Monitoring the Bank's risk appetite, risk limits, overall risk profile, capital adequacy disclosure, and annual Internal Capital Adequacy Assessment Process (ICAAP);
- (ii) Reviewing and directing the implementation of action plans and risk control measures to respond to adverse market developments and their potential impact on business operations;

(iii) Approving proposals for the issuance of policies and regulations in compliance with legal requirements and business practices;

(iv) Reviewing and approving proposals in a timely manner to ensure alignment with newly issued or amended regulatory requirements.

Risk Handling Committee (RHC): In 2025, the RHC conducted 48 meetings and processed 56 consultation dossiers via email. In total, the Committee reviewed and resolved 1,208 credit risk cases and 3 operational risk cases.

The RHC is responsible for:

(i) Managing provisioning policies;

(ii) Deciding on or approving debt recovery measures for exposures already provisioned for risk handling across the system, including the disposal of collateral;

(iii) Determining appropriate measures for overdue debts and performing loans with potential risk;

(iv) Deciding on and approving remediation measures for operational risk events resulting in financial losses where recovery is not feasible, either partially or in full, in accordance with the Bank's risk appetite from time to time.

Strategic Alliance Committee (SAC): The SAC advises the Board on strategic cooperation between OCB and Aozora Bank ("AOZ"), as well as on business cooperation and development initiatives. In 2025, the SAC held four (04) meetings to discuss and align on strategic directions, including: enhancing funding mobilization and CASA growth, expanding foreign exchange business, developing credit products for Japanese corporate and individual customers, launching lending programs for startups funded by Aozora Bank, and introducing preferential programs for Japanese retail clients.

Strategy Committee: The Strategy Committee serves as the focal point for formulating strategic directions and driving the implementation of key initiatives in line with the Bank's overall strategy. It also promotes the adoption of Agile methodologies across the Bank to enhance execution speed and cross-functional collaboration, ensuring alignment between strategic objectives and action plans at all levels. In addition, the Committee is responsible for consolidating, standardizing, and finalizing strategic reports submitted to the State Bank of Vietnam and relevant regulatory authorities, ensuring comprehensive reflection of strategy execution and regulatory compliance.

Sustainability Committee: The Sustainability Committee advises the Board on strategic direction and matters related to sustainable development. In 2025, the Committee held three (03) periodic meetings to review and provide guidance on the implementation of the Bank's Sustainability Strategy; matters relating to sustainable finance and green finance; environmental and social risk management in credit activities; monitoring results of environmental and social indicators in internal operations; and evaluating the effectiveness of partnerships, advisory programs, and projects related to sustainability.



2.3. Activities of the Independent Member of the Board of Directors and the Independent Member's Assessment of the Board's Activities

2025 marked the first year of the Board's 2025–2030 term. The Board has one (01) independent member, Mr. Duong Ky Hiep, who also serves as a member of the Risk Management Committee.

- The Independent Board Member attended all Board meetings during the year and fulfilled assigned responsibilities.
- The Independent Board Member reviewed and provided input on the Bank's strategies, business plans, and key documents within the Board's authority, while also supervising and monitoring the Management's implementation of business plans.
- The Independent Board Member made positive contributions to the Bank's governance, ensuring independence and objectivity in the Board's decision-making process.

Evaluation of the Board's performance:

- The Board operated in accordance with its responsibilities as stipulated in the Charter, internal regulations, and applicable laws;
- Board members performed their duties diligently and effectively, with prudence, transparency, and accountability;
- The Board effectively fulfilled its role in strategic planning and supported the Management in executing the 2025 business plan.

(Refer to Appendix 01 for details.)

2.4. Supervision of the Management Board

- The Board's supervision of the Chief Executive Officer and other executives was conducted in accordance with the Bank's Charter, internal regulations, and applicable laws, and was aligned with OCB's business operations.
- On a quarterly basis, the Board held periodic meetings to review business performance and assess the Management's action plans, ensuring alignment with resolutions of the General Meeting of Shareholders (GMS), and approving Management proposals.
- The Board also provided direction and oversight of executive activities through the issuance of Board Resolutions throughout 2025.

2.5. Implementation of GMS Resolutions in 2025

In addition to the business-related resolutions presented in this Report, OCB completed the following GMS resolutions in 2025:

- Completion of fund appropriations for 2024;
- Successful increase of charter capital to VND 26,630,522,840,000 through share issuance from equity sources;
- Appointment of KPMG Limited as the external auditor for the 2026 financial statements;



- Completion of the remediation plan in the event of early intervention;
- Completion of the election of Board and Supervisory Board members for the 2025–2030 term;
- Compliance with the approved budget, remuneration, bonuses, and other benefits for the Board and Supervisory Board in 2025;
- Compliance with decisions on matters under the authority of the GMS.

3. Other Matters Required to be Reported by the Board to the General Meeting of Shareholders in Accordance with Regulations

- Report on transactions between the Bank, its subsidiaries, and companies in which the Bank holds more than 50% of the charter capital, and members of the Board of Directors (BOD) and their related persons: Such transactions did occur (details are provided in the 2025 Corporate Governance Report).
- Report on transactions between the Bank and companies in which BOD members are founding shareholders or have served as managers within the last three (03) years prior to the transaction date: None.
- Disclosure of Borrowers:

In accordance with Article 135 of the Law on Credit Institutions 2024, OCB reports to the General Meeting of Shareholders the lending activities to restricted credit subjects as of December 31, 2025, as follows:

- a) Audit firms and auditors currently auditing OCB; individuals issuing inspection decisions; members of inspection teams; and supervisors of inspection teams conducting inspections at OCB: None
- b) Chief Accountant of OCB: None
- c) Major shareholders and founding shareholders of OCB: None
- d) Enterprises in which persons specified under Clause 1, Article 134 of the Law on Credit Institutions 2024 hold more than 10% of charter capital: None
- e) Credit appraisers and approvers at OCB (excluding credit granted in the form of credit card issuance to individuals): 24 employees
- f) Subsidiaries and associates of OCB: None

The total outstanding credit balance granted to the subjects specified in items (a), (b), (c), (d), and (đ) amounts to VND 311 billion, equivalent to 0.90% of OCB's equity, ensuring compliance with the regulatory cap of not exceeding 5% of OCB's equity.

All lending activities to the above-mentioned subjects have been conducted in full compliance with applicable laws and OCB's internal regulations.

- Information Disclosure:

In accordance with Article 49 of the Law on Credit Institutions 2024, OCB discloses to the General Meeting of Shareholders information relating to shareholders owning 1% or more of OCB's charter capital and their related persons, including enterprises associated with

members of the BOD, the Supervisory Board, and the Management Board, as detailed in Appendix 02.

- Information regarding shareholders owning 1% or more of the charter capital of Orient Commercial Joint Stock Bank and their related persons: Detailed in the attached Appendix 03.
- Report on debt classification, off-balance sheet commitments, risk provisioning, and the use of provisions for risk settlement:

Pursuant to Circular No. 31/2024/TT-NHNN dated 30 June 2024 and Decree No. 86/2024/NĐ-CP dated 11 July 2024, Orient Commercial Joint Stock Bank hereby reports to the General Meeting of Shareholders (GMS) on the results of debt classification, off-balance sheet commitments, risk provisioning, and the use of provisions for risk settlement as of 31 December 2025 as follows:

- Debt Classification Results (as of 31 December 2025): Total on-balance sheet debt (Total Assets) stood at 293,366 billion VND; Total Non-Performing Loans (NPLs) amounted to 6,746 billion VND; The NPL ratio was strictly maintained below the 3% regulatory limit.
- Total Off-balance Sheet Commitments: 13,978 billion VND.
- Risk Provisioning Results (as of 31 December 2025): 3,621 billion VND.
- Provisions used for risk settlement in 2025: 1,129 billion VND.
- Remuneration, operating expenses, and other benefits of the Board of Directors, individual BOD members, and the Chief Executive Officer: Detailed in Note 41 "Related Party Transactions" of the 2025 Consolidated Financial Statements.

II. 2026 OPERATIONAL ORIENTATIONS OF THE BOARD OF DIRECTORS

As 2026 marks the 30th Anniversary of Orient Commercial Joint Stock Bank—a pivotal milestone signifying a powerful transformation—the Bank has established ambitious strategic objectives focused on effective governance and operational optimization. On this basis, the Board of Directors directs focus toward the following key pillars:

- Continuously improving operational efficiency, aiming for a Return on Equity (ROE) exceeding 15%.
- Driving credit growth in tandem with quality control, while comprehensively upgrading credit risk management and debt settlement across the entire system.
- Restructuring the credit portfolio toward a higher proportion of short-term loans, focusing on Corporate Customers by expanding into manufacturing and import-export sectors.
- Accelerating the mobilization of medium and long-term funding, with a focus on enhancing coordination between the Retail Division and Treasury to ensure funding stability commensurate with the loan portfolio structure.

- Empowering the Risk Management Division to oversee credit quality and support the launch of new credit products through upgraded risk models, automated approvals, and advanced technology applications.
- Expanding bond trading activities and Transaction Banking services to broaden fee-based income streams and drive CASA (Current Account Savings Account) growth.
- Accelerating digital transformation and automation system-wide in accordance with the roadmap for digitalization and Artificial Intelligence (AI) integration to enhance labor productivity and cost-efficiency.
- Transforming the IT infrastructure and perfecting the Bank's Data Platform to accommodate transaction scale growth, enhance data analytics capabilities, and effectively support business operations system-wide.

Key 2026 Financial Targets:

Unit: Billion VND, %

No	Indicator	2025 Actual	2026 Plan	Comparison 2026 Plan & 2025 Actual	
				+/-	%
1	Total Assets	322,949	354,214	31,265	10%
2	Total deposits/funding (Market 1)	220,958	251,919	30,960	14%
3	Total deposits/funding (Market 1)	205,065	235,875	30,810	15%
4	NPL Ratio (per SBV)	2.30%	< 3.00%		
5	Profit Before Tax (PBT)	5,022	6,960	1,938	39%

Despite market challenges, with the unity of the BOD, the tireless efforts of the BOM and all employees, and the support of Shareholders and Regulatory Authorities, Orient Commercial Joint Stock Bank is committed to achieving its 2026 mandates.

Respectfully Submitted./.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN *nk*

Recipients:

- Shareholders;
- Board of Directors;
- Supervisory Board (SB);
- Chief Executive Officer;
- Filed at: BOD Office *nk*



TRINH VAN TUAN





APPENDIX 01

ASSESSMENT REPORT OF THE INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS

ON THE ACTIVITIES OF THE BOARD OF DIRECTORS IN 2025

(Issued together with Report No. 01/2026/BC-HDQT/DH)

The Independent Member of the Board of Directors (BOD) of Orient Commercial Joint Stock Bank (OCB) hereby submits the performance assessment of the BOD for the fiscal year 2025 as follows:

1. Regarding the organizational structure of the BOD:

The total number of Board of Directors members at the time of this report is 7. In order to comply with legal regulations regarding the structure of independent Board members, OCB is submitting to the 2026 Annual General Meeting of Shareholders for approval the election of additional independent Board members.

2. Organization of BOD Meetings:

The BOD members have exercised their governance functions based on the principles of openness, transparency, and a clear segregation between governance and executive management roles.

In 2025, in addition to holding 4 BOD meetings, the Board of Directors held more than 26 written consultations to implement resolutions of the General Meeting of Shareholders and address emerging issues. These meetings were attended by all members, and the BOD issued resolutions and decisions for the Executive Board to implement.

To assist the Board of Directors in governance, it established subordinate bodies to carry out its duties, including: the Human Resources Committee, the Risk Management Committee, the Risk Handling Committee, the Strategy Committee, the Strategic Cooperation Committee, and the Sustainable Development Committee. In 2025, these committees effectively fulfilled their roles and made positive contributions to the Bank's overall performance.

3. Supervision of the Management Board:

During 2025, the BOD maintained regular engagement with the Management Board to facilitate information exchange and ensure the effective execution of the business plan:

- Compliance: Operations were conducted in accordance with OCB's Charter and internal regulations.
- Supervision Mechanism: The BOD ensured rigorous oversight of executive activities through the management board's periodic reporting at BOD meetings and the formal approval process for the management board's proposals.

4. General Assessment of BOD Performance:

The BOD has operated in strict compliance with the mandates defined in OCB's Charter, the Internal Regulations on Corporate Governance, and applicable laws.

The BOD members have demonstrated a high level of diligence and effectiveness, working with a spirit of prudence, transparency, and accountability.

Furthermore, the BOD successfully performed its strategic planning role and provided steadfast support to the Management Board in achieving the 2025 business plan, while actively deploying solutions to support businesses in overcoming difficulties, recovering, and developing sustainably.



Respectfully submitted,

INDEPENDENT MEMBER OF THE BOARD
OF DIRECTORS



DUONG KY HIEP





Niềm tin và thịnh vượng

Ngân hàng Thương mại Cổ phần Phương Đông

APPENDIX 02

PUBLIC DISCLOSURE OF RELATED INTERESTS OF THE MEMBERS OF THE BOARD OF DIRECTORS, BOARD OF SUPERVISION, CHIEF EXECUTIVE OFFICER, AND DEPUTY CHIEF EXECUTIVE OFFICERS

(As of 16 March 2026)

(Issued together with Report No. 01/2026/BC--HDQT/DH)

Pursuant to Clause 1 and Clause 4, Article 49 of the Law on Credit Institutions 2024:

No	Name of Executives and Related Persons	Business Registration No. / Enterprise Registration Certificate (ERC) No. or equivalent legal documents	Head Office Address	Legal Representative	Relationship between the enterprise/organization and the Executive
I	Board of directors				
1	TRINH VAN TUAN – Chairman of the Board				
1.1	TQA Investment Company Limited	0313834130 issued by Ho Chi Minh City Department of Planning and Investment (DPI) on 30/05/2016	31A Le Van Mien, Quarter 9, An Khanh Ward, Ho Chi Minh City	Cao Thi Que Anh	Entity in which the spouse contributes capital
1.2	Century Synthetic Fiber Joint Stock Company	0302018927 issued by Ho Chi Minh City DPI on 04/11/2005	B1-1 Northwest Cu Chi Industrial Zone, Cu Chi District, Ho Chi Minh City	Dang Trieu Hoa	Entity where the spouse is a Board Member
1.3	Green Food Joint Stock Company	3700151313 issued by Binh Duong DPI on 13/05/2008	No. 63/3, Group 15, Binh Giao Quarter, Thuan Giao Ward, Thuan An City, Binh Duong Province, Vietnam	Cao Thi Que Anh	Entity where the spouse is a major shareholder

1.4	SKT Ha Noi Co.,Ltd	0314139066 issued by Ho Chi Minh City DPI on 01/12/2016	11B Floor, SGR Building, 167-169 Dien Bien Phu, Da Kao Ward, Dist. 1, HCMC	Truong Karl Duy	Entity where the son-in-law is the Director and Legal Representative
2	NGO HA BAC – Member of the BOD				
2.1	SNB World of Childhood Joint Stock Company	0102527451 issued by Hanoi DPI on 16/11/2007	No. 9 Nguyen Vinh Bao, Yen Hoa Ward, Cau Giay District, Hanoi City, Vietnam	Nguyen Phuong Dung	Sister-in-law is a shareholder holding over 5% of charter capital
2.2	Vietnam Cuisine Alternative Joint Stock Company	0315385522 issued by Ho Chi Minh City DPI on 12/11/2018	No. 37-39 Dong Khoi, Ben Nghe Ward, District 1, Ho Chi Minh City	Nguyen Phuong Dung	Sister-in-law is a shareholder holding over 5% of charter capital
2.3	Global Kids Vietnam Company Limited	0108373663 issued by Hanoi DPI on 25/07/2018	2nd Floor, Hancorn Building, 603 Lac Long Quan St, Xuan La Ward, Tay Ho District, Hanoi City, Vietnam	Nguyen Bach Thuy Linh / Sugo Tatsuya	Sister-in-law is a member holding over 5% of charter capital and Co-Legal Representative
2.4	SHoldings One Member Company Limited	0108732129 issued by Hanoi DPI on 14/05/2019	1st Floor, No. 3, Plot 4D, Trung Yen 10A St, Trung Yen Urban Area, Trung Hoa Ward, Cau Giay Dist, Hanoi City, Vietnam	Nguyen Phuong Dung	Sister-in-law is the owner of the Single-Member Limited Liability Company
2.5	SNS Education Joint Stock Company	0108760052 issued by Hanoi DPI on 28/05/2019	2nd Floor, No. 3, Plot 4D, Trung Yen 10A St, Trung Yen	Nguyen Bach Thuy Linh	Sister-in-law is the Legal Representative

				Urban Area, Trung Hoa Ward, Cau Giay Dist, Hanoi			
2.6	Giang San Investment Company Limited	0108470265 issued by Hanoi DPI on 11/10/2018		B2, Plot 17, Dinh Cong Urban Area, Dinh Cong Ward, Hoang Mai District, Hanoi City, Vietnam	Ngo Me Giang	Younger brother is the owner and Legal Representative	
2.7	GSR Real Estate Investment Joint Stock Company	0109512944 issued by Hanoi DPI on 28/01/2021		16th Floor, Thang Long Metal Building, No. 1 Luong Yen, Bach Dang Ward, Hai Ba Trung District, Hanoi City, Vietnam	Ngo Me Giang	Younger brother is a shareholder holding over 5% of charter capital and Legal Representative	
2.8	GBG Investment Joint Stock Company	0109516586 issued by Hanoi DPI on 01/02/2021		16th Floor, Thang Long Metal Building, No. 1 Luong Yen, Bach Dang Ward, Hai Ba Trung District, Hanoi City, Vietnam	Ngo Me Giang	Younger brother is a shareholder holding over 5% of charter capital and Legal Representative	
2.9	Golden Phoenix Investment Joint Stock Company	0109815201 issued by Hanoi DPI on 12/11/2021		1st Floor, Hancorn Building, No. 8 Vo Chi Cong, Xuan La Ward, Tay Ho District, Hanoi City, Vietnam	Ngo Me Giang	Younger brother is a shareholder holding over 5% of charter capital and Legal Representative	
3	TRINH THI MAI ANH – Member of the BOD						
3.1	TQA Investment Company Limited	0313834130 issued by the Ho Chi Minh City DPI on 30/05/2016		31A Le Van Mien, Quarter 9, An Khanh Ward, Ho Chi Minh City	Cao Thi Que Anh	Entity in which the mother contributes capital	
3.2	Century Synthetic Fiber Joint Stock Company	0302018927 issued by the Ho Chi Minh City DPI		B1-1 Northwest Cu Chi Industrial Zone, Cu Chi	Dang Trieu Hoa	Entity where the mother is a Board Member and	

		on 04/11/2005	District, Ho Chi Minh City		major shareholder
3.3	Green Food Joint Stock Company	3700151313 issued by the Binh Duong DPI on 13/05/2008	No. 63/3, Group 15, Binh Giao Quarter, Thuan Giao Ward, Thuan An City, Binh Duong Province	Cao Thi Que Anh	Entity where the mother is a major shareholder
3.4	SKT Law Company Limited	0314139066 issued by the Ho Chi Minh City DPI on 01/12/2016	11B Floor, SGR Building, 167-169 Dien Bien Phu, Da Kao Ward, District 1, Ho Chi Minh City	Truong Karl Duy	Entity where the husband is the Director and Legal Representative
4	YOSHIZAWA TOSHIKI – Board Member				
4.1	AOZORA BANK, LIMITED	0100-01-016861 issued by Tokyo, Japan on 01/04/1957	6-1-1 Kojimachi, Chiyoda-ku, Tokyo, Japan	Omi Hideto	The internal person is the authorized representative for the capital contribution of AOZORA BANK, LIMITED
5	SEGAWA MITSUHIRO – Board Member				

5.1	AOZORA BANK, LIMITED	0100-01-016861 issued by Tokyo, Japan on 01/04/1957	6-1-1 Kojimachi, Chiyoda-ku, Tokyo, Japan	Omi Hideto	The internal person is the authorized representative for the capital contribution of AOZORA BANK, LIMITED at OCB
6	PHAN TRUNG – Board Member				
6.1	An Huy Trading and Service Company Limited	0301483015 issued by the Ho Chi Minh City DPI on 25/11/1998	57-59 Ngo Thi Thu Minh, Ward 2, Tan Binh District, Ho Chi Minh City	Phan Dang Anh Huy	Spouse owns 80%; Son owns 20% of the company
6.2	ROMANA Trading Service Joint Stock Company	3400485379 issued by the Binh Thuan DPI on 17/05/2007	Quarter 5, Phu Hai Ward, Phan Thiet City, Binh Thuan Province	Nguyen Ngoc Phuong	The internal person is a major shareholder
7	DUONG KY HIEP – Independent Member				
7.1	Creative Agricultural Startup Joint Stock Company	1201668783 issued by the Tien Giang DPI on 19/01/2023	Vinh Phuoc Hamlet, Dang Hung Phuoc Ward, Cho Gao District, Tien Giang Province	Nguyen Hoang Duy	Entity in which the internal person owns 5.71% of charter capital
7.2	Dawu Truong Thinh Company Limited	3901265864 issued by the Tay Ninh DPI on 12/07/2018	Group 7, Hamlet 1, Suoi Ngo Ward, Tan Chau District, Tay Ninh Province	Vu Hoang Long	Entity in which the internal person owns 10% of charter capital
III	Supervisory Board				

1	DANG THI THANH HUYEN – Head of the Supervisory Board						
1.1	Mancom Company Limited	0313236204 issued by the Ho Chi Minh City DPI on 06/05/2015	68 Nguyen Hue, Ben Nghe Ward, District 1, Ho Chi Minh City	Ngo Gia Phuoc	Spouse is a Member of the Members' Council		
2	DANG THI QUY – Supervisory Board Member	None					
3	PHAM QUANG VINH – Supervisory Board Member						
3.1	Business Media Joint Stock Company	0105626330 issued by the Hanoi DPI on 10/11/2011	No. 6 Duong Dinh Nghe Street, Cau Giay District, Hanoi City	Pham Thi Ha	Spouse is a shareholder contributing 30% of charter capital		
4	NGUYEN TRONG HAI – Supervisory Board Member						
4.1	Hai Nam Long International Production and Distribution Joint Stock Company	2400949445 issued by the Bac Giang DPI on 15/11/2022	Plot CN1.2, CN02-Thanh Van Industrial Cluster, Hiep Hoa District, Bac Giang Province	Pham Thu Ngan	Spouse is the Director		

4.2	Youngster Studio Joint Stock Company	0110677228 issued by the Hanoi DPI on 09/04/2024	B24, TT11, Van Quan – Yen Phuc Urban Area, Van Quan Ward, Ha Dong District, Hanoi City	Pham Vu Long	Brother-in-law (spouse's brother) is the Director
4.3	Hanalink Creative Media, Technology Transfer, and Training Consultancy Joint Stock Company	0110483014 issued by the Hanoi DPI on 21/09/2023	B24, TT11, Van Quan – Yen Phuc Urban Area, Van Quan Ward, Ha Dong District, Hanoi City	Truong Thi Thanh Binh	Sister-in-law (spouse's sister) is the Chairperson of the Board of Directors
4.4	Auracare Distribution and Import-Export Company Limited	0110862340 issued by the Hanoi DPI on 15/10/2024	B24, TT11, Van Quan – Yen Phuc Urban Area, Van Quan Ward, Ha Dong District, Hanoi City	Truong Thi Thanh Binh	Spouse owns 99% of charter capital
5	NGUYEN VAN HAI – Supervisory Board Member	None			
IV	EXECUTIVE MANAGEMENT BOARD	None			
1	PHAM HONG HAI – Chief Executive Officer	None			
2	NGUYEN BA NGOC – Deputy Chief Executive Officer in charge of CIB	None			



Niềm tin và thịnh vượng

APPENDIX 03

PUBLIC DISCLOSURE OF RELATED INTERESTS OF SHAREHOLDERS HOLDING 1% OR MORE OF THE CHARTER CAPITAL

(As of 16 March 2026)

(Issued together with Report No. 01/2026/BC-HDQT/DH)

Pursuant to Clause 2 and Clause 4, Article 49 of the Law on Credit Institutions 2024:

No.	Name of Shareholder	Personal Identification No. / Passport No. / Enterprise Registration Certificate No. or equivalent legal documents			Nationality (for foreigners)	Shareholding of the Shareholder		Shareholding of Related Persons of the Shareholder	
		Number	Date of issue	Place of issue		Number of shares	Ownership ratio	Number of shares	Ownership ratio
1	AOZORA BANK, LTD	CB3243	01/12/2017	VSDC	-	399,457,863	15.000	0	0
2	BINH AN HOUSE INVESTMENT JOINT STOCK COMPANY	3702306026	09/10/2014	Binh Duong Department of Planning and Investment	-	132,208,073	4.965	21,224	0.001
3	BENTHANH GROUP	0301151147	18/08/2010	HCM City Department of Planning and Investment	-	132,183,262	4.964	0	0
4	GREENWAVE CAPITAL JOINT STOCK COMPANY	0318227764	22/12/2023	HCM City Department of Planning and Investment	-	131,429,668	4.935	0	0

5	TRINH VAN TUAN	017065000047	03/10/2025	Ministry of Public Security		118,088,047	4.434	274,671,913	10.314
6	NO. 8 BINH THUAN ELECTRIC CONSTRUCTION AND INVESTMENT JOINT STOCK COMPANY	3401153425	30/12/2024	Binh Thuan Department of Planning and Investment	-	113,057,434	4.245	0	0
7	TAY NINH INDUSTRIAL PARK INFRASTRUCTURE DEVELOPMENT JSC (INDECO)	3900249517	29/12/2006	Tay Ninh Department of Planning and Investment	-	112,639,173	4.230	2,386,206	0.090
8	HVE RENEWABLE ENERGY JOINT STOCK COMPANY (HVE)	0316662578	29/12/2020	HCM City Department of Planning and Investment	-	110,097,306	4.134	0	0
9	NGUYEN DUC TOAN	037072001087	27/04/2021	Police Department	-	107,609,314	4.041	124,952,589	4.692
10	PYN ELITE FUND (NON-UCITS)	CA5604	15/12/2011	VSDC	-	106,080,593	3.983	0	0
11	NEXT GREEN CAPITAL JOINT STOCK COMPANY	0318532905	25/06/2024	HCM City Department of Planning and Investment	-	98,837,109	3.711	133,724,794	5.021
12	THE CITY PEOPLE'S COMMITTEE	05/NQ-TU	20/02/1981	Thành Ủy HCM	-	97,197,194	3.650	0	0
13	CAO THI QUE ANH	017065000047	19/04/2021	Police Department	-	85,558,317	3.213	303,581,308	11.400

14	TRINH THI MAI ANH	118192000001	10/05/2021	Police Department	-	78,309,588	2.941	310,368,832	11.655
15	INDEX CAPITAL JOINT STOCK COMPANY (became a shareholder owning 4.403% from 17/03/2026).	0319424652	03/03/2026	HCM City Department of Planning and Investment	-	69,356,100	2.604	1,000	0.000
16	PHAN TRUNG	049064025459	10/04/2024	Police Department	-	68,071,446	2.556	13,928,638	0.523
17	TRINH MAI LINH	118196000003	19/04/2021	Police Department	-	48,938,872	1.838	339,739,548	12.758
18	HVR INVESTMENT JOINT STOCK COMPANY (The shares have been transferred and the shareholder no longer owns 1% as of 17/03/2026).	0315411148	27/11/2018	HCM City Department of Planning and Investment	-	47,902,848	1.799	15,294,045	0.574
19	TQA INVESTMENT COMPANY LIMITED	0313834130	30/05/2016	HCM City Department of Planning and Investment	-	30,158,535	1.132	358,981,090	13.480
20	TRINH MAI VAN	118303000009	29/04/2021	Police Department	-	26,836,030	1.008	361,842,390	13.588

REPORT ON THE ACTIVITIES OF THE SUPERVISORY BOARD TO THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

- Pursuant to the Law on Credit Institutions No. 32/2024/QH15 dated 18 January 2024 and its guiding documents;
- Pursuant to the prevailing Charter of Orient Commercial Joint Stock Bank;
- Pursuant to the Regulation on the Organization and Operation of the Supervisory Board of Orient Commercial Joint Stock Bank;
- Pursuant to the Report of the Board of Directors, and the audited separate and consolidated financial statements of OCB for 2025.

The Supervisory Board ("SB") hereby reports to the General Meeting of Shareholders ("GMS") on its activities and the performance of its assigned duties and powers in 2025, together with its key priorities for 2026, as follows:

I. MEETINGS OF THE SUPERVISORY BOARD

1. Organizational structure and composition of the Supervisory:

- The Supervisory Board for the 2025–2030 term comprises five full-time members, in compliance with Article 51 of the Law on Credit Institutions 2024. The Supervisory Board has allocated responsibilities among its members for the discharge of the duties and powers of the Supervisory Board in accordance with applicable laws and the Charter of OCB.
- The Internal Audit Department ("IAD"), which is subordinate to and directly directed by the Supervisory Board, serves as its supporting unit, in compliance with Article 51 and Article 58 of the Law on Credit Institutions 2024 and Circular No. 13/2018/TT-NHNN on the internal control system of commercial banks and foreign bank branches.

2. Summary of meetings of the Supervisory Board:

- In 2025, the Supervisory Board held six regular meetings on 13 January 2025, 12 March 2025, 22 April 2025, 13 May 2025, 15 July 2025 and 13 October 2025 and adopted four written resolutions by way of written opinion collection (promulgation of the Regulation on Internal Audit Supervision Activities, the Internal Audit Charter, approval of the Internal Audit Plan, and adjustments to the audit timeline under the 2026 Internal Audit Plan).

These meetings were convened by the Head of the Supervisory Board with the full participation of all Supervisory Board members (100% attendance and voting rate). Minutes of the meetings were duly prepared and retained in accordance with regulations.

- In addition, the Supervisory Board participated in:

- + Regular meetings of the Board of Directors to update on business performance and provide recommendations based on internal audit results to prevent risks and maintain the safety of business operations;
- + Regular meetings of the Management Board to discuss recommendations arising from internal audit results, as well as to discuss and assess the activities of Internal Audit for the Supervisory Board's oversight purposes;
- + Periodic meetings relating to internal audit activities.

3. Performance of Supervisory Board members; remuneration, expenses and other benefits of the Supervisory BoardS

- In 2025, the Supervisory Board duly performed all of its functions and duties in accordance with applicable laws, the Charter of OCB and the Regulation on the Organization and Operation of the Supervisory Board of OCB. All members of the Supervisory Board fulfilled their assigned duties and powers.
- The remuneration, operating expenses and other benefits of the Supervisory Board remained within the operating budget for the Board of Directors and the Supervisory Board as approved by the 2025 General Meeting of Shareholders.

4. Assessment of coordination between the Supervisory Board, the Board of Directors, the Chief Executive Officer and shareholders

- The coordination between the Supervisory Board, the Board of Directors, the Chief Executive Officer and OCB shareholders was carried out in compliance with applicable laws and OCB's internal regulations, and for the overall interests of OCB.
- The Supervisory Board attended all meetings of the Board of Directors. At such meetings, the Supervisory Board reported on its activities, participated in discussions and provided comments on agenda items. The Supervisory Board also attended meetings of the Risk Management Committee and business deployment conferences of the Bank.
- The Supervisory Board regularly attended meetings of the Management Board and requested the Management Board to provide information, reports and relevant data required for the Supervisory Board to perform its duties.
- The Board of Directors and the Management Board instructed relevant departments to implement the recommendations of the Supervisory Board and Internal Audit.
- The Supervisory Board received requests from, and directed Internal Audit to conduct audits and inspections on matters as requested by, the Board of Directors, the Management Board and the State Bank of Vietnam (if any).

Based on the results of its supervision and internal audit activities, the Supervisory Board provided recommendations to the Board of Directors and the Management Board on strengthening control measures to prevent and mitigate risks, ensure compliance with applicable laws, the Charter and OCB's internal regulations, and thereby contribute to enhancing the quality, efficiency, safety and sustainability of OCB's operations; tightening control over asset quality; implementing decisive and effective non-performing loan resolution

measures to improve business performance; and continuing to manage funding balances in a flexible, efficient and prudent manner.

II. SUPERVISION OF OPERATIONS AND FINANCIAL POSITION IN 2025

1. Assessment of the implementation of the 2025 GMS Resolutions

a. Results of implementation of certain key business targets assigned by the 2025 GMS

In general, the Board of Directors and the Management Board substantially achieved the business targets assigned by the 2025 GMS, as follows:

Unit: VND billion, %

No.	Business performance targets	Actual as of December 31, 2025	2025 Plan Assigned by the AGM	Completion Rate
1	Total assets	322,949	316,779	102%
2	Total Market 1 Outstanding Debt	205,065	208,472	98%
3	Total Market 1 Mobilization	220,958	218,842	101%
4	Profit Before Tax	5,022	5,338	94%
5	Bad debt ratio (SBV)	2.3%	< 3%	Achieved

Risk management ratios were also managed and maintained in full compliance with the requirements of the regulatory authorities.

b. Results of implementation of other resolutions assigned by the 2025 GMS

In addition to the Resolution on business operations, OCB completed the following resolutions adopted by the 2025 GMS during 2025:

- Completion of appropriations to funds for 2024;
- Completion of the charter capital increase to VND 26,630,522,840,000 through the issuance of shares from owners' equity;
- Appointment of KPMG Limited to audit the financial statements for 2026;
- Completion of the proposed remedial plan in the event of early intervention;
- Completion of the election of members of the Board of Directors and the Supervisory Board for the 2025–2030 term;
- Compliance with the total operating budget, remuneration, bonuses and other benefits of the Board of Directors and the Supervisory Board for 2025;
- Compliance with resolutions on certain matters falling within the authority of the GMS.

2. Supervision of governance and management activities:

- In 2025, the Supervisory Board supervised the Board of Directors, the Chief Executive Officer and senior management in relation to governance and management activities through the results of internal audit, with focus on the following areas:
 - + Supervision of governance and management activities with respect to compliance with laws, internal regulations, the Charter, and resolutions and decisions of the GMS and the Board of Directors;
 - Supervision of the implementation of the internal control and risk management system through internal audit activities;
 - Review of compliance with legal requirements in the development and issuance of internal rules and regulations by the Board of Directors and the Chief Executive Officer
 - + Supervision of OCB's financial condition, review of the 2024 financial statements of OCB and reporting thereon to the 2025 Annual General Meeting of Shareholders, and review of the financial statements for the first six months of 2025;
 - + Supervision of the approval and implementation of investment projects, acquisition and disposal of fixed assets, and other contracts and transactions falling within the decision-making authority of the GMS and the Board of Directors;
 - + Supervision of the management of prudential ratios and operational limits in accordance with regulations;
 - + Supervision of the implementation of directives of the State Bank of Vietnam relating to the duties of the Supervisory Board and Internal Audit;
 - + Performance of other duties and powers of the Supervisory Board in accordance with applicable laws and the Charter of OCB

Based on its supervision activities, the Supervisory Board assessed that governance and management activities had been conducted in accordance with applicable laws and OCB's internal regulations.

3. Internal Audit activities:

In 2025, the Supervisory Board supervised and directed Internal Audit to perform its functions and duties as follows:

- Completed 100% of the audit program in accordance with the 2025 Internal Audit Plan approved by the Supervisory Board and reported to the State Bank of Vietnam in accordance with regulations;
- Prepared the 2026 Internal Audit Plan on a risk-based basis and in accordance with Circular No. 13/2018/TT-NHNN dated 18 May 2018 of the Governor of the State Bank of Vietnam on the internal control system of commercial banks and foreign bank branches;
- Finalized internal regulations for submission to the Supervisory Board for issuance, including the Internal Audit Charter and the Regulation on Internal Audit Supervision Activities at OCB;

- Performed periodic reporting to the State Bank of Vietnam and the Supervisory Board;
- Enhanced internal audit activities through the development of audit documentation/working papers/audit guidelines/data analysis based on key risk areas to support early warning and risk identification;
- Closely followed and strictly implemented directives, recommendations and warnings issued by the State Bank of Vietnam and the Supervisory Board with a view to improving the quality and effectiveness of supervision and internal audit activities;
- Reviewed and assessed the effectiveness of Internal Audit and the performance of the Head of Internal Audit;
- Addressed and remediated shortcomings and limitations of Internal Audit in accordance with requests and recommendations of the State Bank of Vietnam, the independent auditor and other competent authorities.

Based on the audit results, significant findings and recommendations were discussed by Internal Audit with the relevant competent levels in order to provide timely direction to relevant units/departments for implementation.

4. Results of review of the financial statements:

Based on the reviewed financial statements for the first six months of 2025 and the audited financial statements for 2025, as reviewed and audited by KPMG Limited and disclosed on OCB's website in accordance with applicable regulations, the Supervisory Board concurs with the opinions set out in KPMG Limited's audit report, namely that the separate financial statements and consolidated financial statements present fairly, in all material respects, the financial position of OCB as at 31 December 2025, and its financial performance and cash flows for the financial year then ended, in accordance with Vietnamese Accounting Standards, the Accounting System applicable to Vietnamese credit institutions, and relevant legal requirements relating to the preparation and presentation of financial statements.

5. Results of supervision over the approval and implementation of investment projects, acquisition/disposal of fixed assets, contracts and other transactions in 2025 within the authority of the GMS and the Board of Directors

In performing its duties and powers as prescribed in Clause 5, Article 52 of the Law on Credit Institutions 2024, the Supervisory Board organized supervision over the approval and implementation of investment projects, acquisition and disposal of fixed assets, contracts and other transactions in 2025. The results are as follows:

- Matters falling within the authority of the GMS: none;
- Matters falling within the authority of the Board of Directors: during 2025, the Board of Directors of OCB approved 17 resolutions/decisions relating to investment projects, acquisition and disposal of fixed assets, contracts and other transactions within its approval authority.

The resolutions/decisions falling within the scope of supervision were approved by the Board of Directors in accordance with its authority and were duly implemented by the relevant business units in compliance with applicable requirements.

III. ORIENTATION AND KEY PRIORITIES FOR 2026:

For 2026, the Supervisory Board will continue to maintain and build upon the results achieved as set out above, with the following key priorities:

- Supervising governance and management activities to ensure compliance with laws, internal regulations, the Charter, and resolutions and decisions of the GMS and the Board of Directors;
- Supervising the financial position, reviewing the semi-annual and annual financial statements, and assessing the reasonableness, legality, truthfulness and prudence of accounting, statistical and financial reporting work;
- Supervising the approval and implementation of investment projects, acquisition and disposal of fixed assets, contracts and other transactions of OCB falling within the decision-making authority of the GMS and the Board of Directors;
- Supervising compliance with the provisions of the Law on Credit Institutions 2024 regarding limits and restrictions to ensure operational safety of the Bank;
- Monitoring and updating the list of major shareholders and related persons of members of the Board of Directors, the Chief Executive Officer and major shareholders in accordance with regulations;
- Reviewing, updating and supplementing internal regulations of the Supervisory Board and Internal Audit in line with prevailing legal requirements;
- Directing Internal Audit to develop and improve internal audit procedures, enhance off-site supervision processes to improve audit efficiency, reduce on-site audit time and related costs, apply information technology in internal audit activities to improve productivity, and complete and put into operation the Internal Audit software system;
- Enhancing the quality of auditors through training programs aligned with international standards and raising recruitment requirements for new internal auditors;
- Performing, and directing the performance of, requirements of the State Bank of Vietnam and competent authorities in accordance with applicable laws;
- Performing other functions and duties of the Supervisory Board in accordance with applicable laws and the Charter of OCB.

Respectfully submitted.

ON BEHALF OF THE SUPERVISORY BOARD

HEAD OF THE SUPERVISORY BOARD

Recipients:

Shareholders;
Board of Directors;
Supervisory Board;
Chief Executive Officer;
Filed at: Office of the BOD, Supervisory Board.



DANG THI THANH HUYEN



PROPOSAL**TO THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Re: Approval of the 2025 Financial Statements and Profit Distribution Plan for 2025

- Pursuant to the Credit Institutions Law 2024;
- Pursuant to the Charter of Orient Commercial Joint Stock Bank (OCB);
- Pursuant to Decree No. 135/2025/ND-CP dated June 12, 2025, on the on the financial regime applicable to credit institutions and foreign bank branches;
- Pursuant to the audited financial statements (both consolidated and individual) for the year ending December 31, 2025, audited by KPMG Vietnam.

The Board of Directors (BOD) respectfully submits to the Annual General Meeting of Shareholders (AGM) for approval of the following items:

I. Audited Financial Statements for 2025

Based on the list of auditing firms approved by the AGM, the Board of Directors has selected KPMG Vietnam Limited to audit the financial statements for the fiscal year 2025. The audit results have been published on the Bank's website (<https://www.ocb.com.vn/>).

Based on the independent audit results and the financial statement assessment, the BOD proposes that the AGM approves the audited consolidated and separate financial statements for the year ending December 31, 2025 (*attached consolidated and separate financial statements*)

II. Appropriation to Funds and Profit Distribution Plan for 2025

Unit: VND

No	Indicator	Amount
D	Profit before tax	5,022,435,152,265
A2	Taxable income for corporate income tax purposes	5,131,389,250,047
B	Corporate income tax	1,012,354,038,240
C	Profit after tax	4,010,081,114,025

No	Indicator	Amount
D	Appropriation to funds in accordance with regulations	761,918,483,220
1	Reserve for supplementing charter capital	401,009,728,011
2	Financial reserve fund	360,908,755,209
E	Remaining profit after statutory provisions	3,248,162,630,805
1	Provision for welfare fund	24,241,616,569
2	Provision for bonus fund	16,241,616,569
F	Remaining profit for shareholders in 2025	3,207,679,397,667
G	Retained earnings from previous years before 2025	722,936,010,867
H	Total remaining profit after provisions	3,930,615,408,534
I	Profit distribution plan	
1	Current charter capital	26,630,522,840,000
2	Issuance of shares to increase capital from equity sources for existing shareholders (15% ratio), of which:	3,994,578,420,000
2.1	From the reserve for supplementing charter capital	400,886,654,887
2.2	From remaining profit after provisions	3,593,691,765,113
J	Total remaining profit after appropriation to funds and issuance of shares to increase capital from equity sources for existing shareholders	336,923,643,421

The BOD respectfully submits this Proposal to the GMS for approval.



ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN OF THE MEETING



TRINH VAN TUAN

Recipients:

- Shareholders;
- Board of Directors;
- Supervisory Board;
- Chief Executive Officer;
- Filed at: BOD Office





Orient Commercial Joint Stock Bank

Consolidated Financial Statements
for the year ended 31 December 2025



Orient Commercial Joint Stock Bank
Bank Information

Establishment and Operation
License/Decision No.

0061/NH-GP	13 April 1996
1810/QD-QLGS5	31 July 2025
3151/QD-NHNN	16 September 2025

The Bank was established and operating under Banking License No. 0061/NH-GP issued by the State Bank of Vietnam and is valid for 99 years from on 13 April 1996. Establishment and Operation License has been amended and the most recent of which is Decision No. 3151/QD-NHNN issued by the State Bank of Vietnam.

Business/Enterprise
Registration Certificate No.

0300852005	10 May 1996
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The Business Registration Certificate has been amended several times and the most recent of which is Enterprise Registration Certificate No. 0300852005 dated 8 December 2023. The initial Business Registration Certificate and its amendments were issued by the Department of Planning and Investment of Ho Chi Minh City.

Board of Directors

Mr. Trinh Van Tuan	Chairman
Mr. Yoshizawa Toshiki	Member
Ms. Trinh Thi Mai Anh	Member
Mr. Ngo Ha Bac	Member
Mr. Phan Trung	Member
Mr. Segawa Mitsuhiro	Member (from 22 April 2025)
Mr. Duong Ky Hiep	Independent Member (from 22 April 2025)
Mr. Kato Shin	Member (until 22 April 2025)
Mr. Nguyen Dinh Tung	Member (until 22 April 2025)
Mr. Pham Tri Nguyen	Independent Member (until 22 April 2025)
Mr. Bui Minh Duc	Independent Member (until 22 April 2025)

Board of Supervision

Ms. Dang Thi Thanh Huyen	Head of Board (from 22 April 2025)
Ms. Nguyen Thi Thuy Minh	Head of Board (until 22 April 2025)
Ms. Dang Thi Quy	Member
Mr. Pham Quang Vinh	Member
Mr. Nguyen Van Hai	Member (from 22 April 2025)
Mr. Nguyen Trong Hai	Member (from 22 April 2025)

Orient Commercial Joint Stock Bank
Bank Information (continued)

Board of Management	Mr. Pham Hong Hai Mr. Nguyen Ba Ngoc Ms. Huynh Le Mai Mr. Truong Dinh Long	General Director Deputy General Director (from 1 February 2026) Deputy General Director (until 1 July 2025) Deputy General Director (until 9 January 2025)
Chief Accountant	Ms. Nguyen Van Anh	Chief Accountant
Legal Representative	Mr. Trinh Van Tuan	Chairman
Registered Office	The Hallmark 15 Tran Bach Dang, An Khanh Ward Ho Chi Minh City Vietnam	
Auditor	KPMG Limited Vietnam	

Orient Commercial Joint Stock Bank Statement of the Board of Management

The Board of Management of Orient Commercial Joint Stock Bank (“the Bank”) presents this statement and the accompanying consolidated financial statements of the Bank and its subsidiaries (collectively referred to as “OCB”) for the year ended 31 December 2025.

The Board of Management is responsible for the preparation and true and fair presentation of the consolidated financial statements in accordance with Vietnamese Accounting Standards, the Vietnamese Accounting System for Credit Institutions stipulated by the State Bank of Vietnam and the relevant statutory requirements applicable to financial reporting. In the opinion of the Board of Management:

- (a) the consolidated financial statements set out on pages from 6 to 101 give a true and fair view of the consolidated financial position of OCB as at 31 December 2025, and of their consolidated results of operations and their consolidated cash flows for the year then ended in accordance with Vietnamese Accounting Standards, the Vietnamese Accounting System for Credit Institutions stipulated by the State Bank of Vietnam and the relevant statutory requirements applicable to financial reporting; and
- (b) at the date of this statement, there are no reasons for the Board of Management to believe that OCB will not be able to pay its debts as and when they fall due.

The Board of Management has, on the date of this statement, authorised the accompanying consolidated financial statements for issue.

On behalf of the Board of Management



Phạm Hồng Hải
General Director

Ho Chi Minh City, 17 March 2026



KPMG Limited Branch
No. 115 Nguyen Hue Street,
Sai Gon Ward, Ho Chi Minh City, Vietnam
+84 (28) 3821 9266 | kpmg.com.vn

INDEPENDENT AUDITOR'S REPORT

To the Shareholders Orient Commercial Joint Stock Bank

We have audited the accompanying consolidated financial statements of Orient Commercial Joint Stock Bank ("the Bank") and its subsidiaries (collectively referred to as "OCB"), which comprise the consolidated statement of financial position as at 31 December 2025, the consolidated statements of income and cash flows for the year then ended and the explanatory notes thereto which were authorised for issue by the Bank's Board of Management on 17 March 2026, as set out on pages 6 to 101.

The Board of Management's Responsibility

The Bank's Board of Management is responsible for the preparation and true and fair presentation of these consolidated financial statements in accordance with Vietnamese Accounting Standards, the Vietnamese Accounting System for Credit Institutions stipulated by the State Bank of Vietnam and the relevant statutory requirements applicable to financial reporting, and for such internal control as the Board of Management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with Vietnamese Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Bank's preparation and true and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Bank's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Bank's Board of Management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.



Auditor's Opinion

In our opinion, the consolidated financial statements give a true and fair view, in all material respects, of the consolidated financial position of Orient Commercial Joint Stock Bank and its subsidiaries as at 31 December 2025 and of their consolidated results of operations and their consolidated cash flows for the year then ended in accordance with Vietnamese Accounting Standards, the Vietnamese Accounting System for credit institutions stipulated by the State Bank of Vietnam and the relevant statutory requirements applicable to financial reporting.

Other Matter

The consolidated financial statements of the Bank and its subsidiaries for the year ended 31 December 2024 were audited and reviewed by another firm of auditors whose audit report dated 17 March 2025 expressed an unqualified opinion and an unqualified conclusion on those consolidated financial statements.

KPMG Limited Branch

Vietnam

Audit Report No.: 25-01-00488-26-2




Phạm Huy Cuong
Practicing Auditor Registration
Certificate No. 2675-2024-007-1
Deputy General Director

Ho Chi Minh City, 17 March 2026

Nguyen Thi Thu Ha
Practicing Auditor Registration
Certificate No. 2236-2023-007-1

Orient Commercial Joint Stock Bank
The Hallmark, 15 Tran Bach Dang
An Khanh Ward, Ho Chi Minh City, Vietnam
Consolidated statement of financial position as at 31 December 2025

Form B02/TCTD-HN
(Issued in accordance with
Circular No. 49/2014/TT-NHNN
dated 31 December 2014
of the State Bank of Vietnam)


	Note	31/12/2025 VND	31/12/2024 VND (restated)
A ASSETS			
I Cash on hand and gold	4	1,160,353,537,112	787,773,771,826
II Balances with the State Bank of Vietnam	5	2,883,240,107,112	2,377,473,012,237
III Deposits with and loans to other credit institutions	6	53,061,333,717,576	39,126,199,257,631
1 Deposits with other credit institutions		52,951,606,717,576	38,922,550,757,631
2 Loans to other credit institutions		109,727,000,000	203,648,500,000
IV Held-for-trading securities	7	50,765,500,000	-
V Derivatives and other financial assets	18	88,476,577,033	-
VI Loans and advances to customers		195,190,887,725,518	168,295,145,827,686
1 Loans and advances to customers	8	198,764,945,826,810	170,844,469,638,663
2 Allowance for loans and advances to customers	9	(3,574,058,101,292)	(2,549,323,810,977)
VII Purchased debts	10	4,205,191,220,572	5,041,128,156,935
1 Purchased debts		4,236,968,484,204	5,079,222,324,368
2 Allowance for purchased debts		(31,777,263,632)	(38,094,167,433)
VIII Investment securities	11	58,355,283,948,524	52,589,033,787,156
1 Available-for-sale securities		57,068,503,060,644	52,635,610,527,457
2 Held-to-maturity securities		1,313,209,000,824	-
3 Allowance for losses on investment securities		(26,428,112,944)	(46,576,740,301)
X Fixed assets		694,141,350,833	630,506,628,479
1 Tangible fixed assets	12	298,311,967,113	341,299,885,196
a Cost		935,691,076,302	897,989,633,453
b Accumulated depreciation		(637,379,109,189)	(556,689,748,257)
3 Intangible fixed assets	13	395,829,383,720	289,206,743,283
a Cost		793,982,357,622	637,354,945,135
b Accumulated amortisation		(398,152,973,902)	(348,148,201,852)
XII Other assets		7,259,805,882,833	7,639,594,084,311
1 Receivables	14(a)	2,723,578,580,007	2,867,322,167,606
2 Accrued interest and fees receivable	14(b)	3,346,030,161,632	2,778,453,061,157
3 Deferred tax assets		9,154,773,987	-
4 Other assets	14(c)	1,210,455,383,434	1,998,618,855,548
5 Allowance for losses on other assets	14(d)	(29,413,016,227)	(4,800,000,000)
TOTAL ASSETS		322,949,479,567,113	276,486,854,526,261

The accompanying notes are an integral part of these consolidated financial statements

	Note	31/12/2025 VND	31/12/2024 VND
OFF-BALANCE SHEET ITEMS			
1	Credit guarantees	37 281,839,818,425	89,245,268,842
2	Foreign exchange commitments	37 182,797,611,540,637	138,719,544,097,903
	<i>In which:</i>		
	▪ Commitments on purchase foreign exchange	2,893,757,692,890	662,365,672,412
	▪ Commitments on sales of foreign exchange	2,895,639,800,000	663,446,975,491
	▪ Commitments on currency swap transactions	177,008,214,047,747	137,393,731,450,000
4	Letters of credit	37 601,509,002,070	669,334,223,912
5	Other guarantees	37 12,810,654,631,107	6,161,163,020,259
6	Other commitments	37 4,672,128,793,102	2,498,925,000,000
7	Uncollected interest and receivable fees	38 2,241,743,467,942	1,854,843,084,325
8	Written-off bad debts	39 16,960,469,937,084	14,880,784,832,530
9	Other assets and documents	40 87,732,304,489,273	68,135,411,858,929

17 March 2026


Preparer


 Nguyen Minh Thanh
 Deputy Head of Accounting
 Department

Reviewer


 Nguyen Van Anh
 Chief Accountant

Approver


 Pham Hong Hai
 General Director



Orient Commercial Joint Stock Bank
The Hallmark, 15 Tran Bach Dang
An Khanh Ward, Ho Chi Minh City, Vietnam
Consolidated statement of income for the year
ended 31 December 2025

Form B03/TCTD-HN
(Issued in accordance with
Circular No. 49/2014/TT-NHNN
dated 31 December 2014
of the State Bank of Vietnam)


	Note	2025 VND	2024 VND (restated)	
1	Interest and similar income	24	21,118,345,862,134	17,954,213,013,236
2	Interest and similar expenses	24	(11,869,499,472,499)	(9,347,544,341,743)
I	Net interest income	24	9,248,846,389,635	8,606,668,671,493
3	Fee and commission income	25	1,235,727,193,452	1,073,464,718,082
4	Fee and commission expenses	25	(225,127,319,676)	(142,483,258,293)
II	Net fee and commission income	25	1,010,599,873,776	930,981,459,789
III	Net gain from trading of foreign currencies	26	216,276,066,595	310,954,000,786
IV	Net (loss)/gain from trading of held-for-trading securities	27	(45,400,040,000)	2,250,030,000
V	Net loss from sale of investment securities	28	(228,916,152,847)	(188,421,795,033)
5	Other operating income	29	1,627,447,027,490	520,751,863,305
6	Other operating expenses	29	(239,486,586,187)	(114,101,318,222)
VI	Net gain from other operating activities	29	1,387,960,441,303	406,650,545,083
VII	Income from investments in other entities		372,600,000	-
VIII	Operating expenses	30	(4,202,555,569,391)	(3,803,760,652,156)
IX	Net operating profit before allowance expenses for credit losses		7,387,183,609,071	6,265,322,259,962
X	Allowance expenses for credit losses	31	(2,364,748,456,806)	(2,259,026,320,781)
XI	Profit before tax (carried forward to the next page)		5,022,435,152,265	4,006,295,939,181

The accompanying notes are an integral part of these consolidated financial statements


	Note	2025 VND	2024 VND
XI Profit before tax (brought forward from the previous page)		5,022,435,152,265	4,006,295,939,181
7 Corporate income tax expense – current		(1,021,508,812,227)	(832,872,712,413)
8 Corporate income tax benefit – deferred		9,154,773,987	-
XII Corporate income tax expense	32	(1,012,354,038,240)	(832,872,712,413)
XIII Profit after tax		4,010,081,114,025	3,173,423,226,768
			(restated)
XV Earnings per share (VND/share)	33	1,494	1,180

17 March 2026


Preparer


 Nguyen Minh Thanh
 Deputy Head of Accounting
 Department

Reviewer


 Nguyen Van Anh
 Chief Accountant

Approver


 Pham Hong Hai
 General Director




	2025	2024	
	VND	VND	
		(restated)	
CASH FLOWS FROM OPERATING ACTIVITIES			
01	Interest and similar income received	20,753,432,453,701	17,695,416,911,444
02	Interest and similar expenses paid	(11,109,529,678,325)	(11,394,131,834,973)
03	Net fee and commission income received	808,772,656,816	937,622,856,884
04	Net receipts from trading securities and foreign currencies	(78,188,753,609)	131,716,277,329
05	Other income	242,889,616,203	196,007,091,051
06	Collection of bad debts previously written-off	1,138,210,516,431	211,356,985,356
07	Salaries and operating expenses paid	(4,079,491,499,188)	(3,728,914,483,970)
08	Corporate income tax paid	(700,602,138,351)	(852,812,443,202)
	Net cash flows from operating activities before changes in operating assets and liabilities	6,975,493,173,678	3,196,261,359,919
Changes in operating assets			
09	Decrease in deposits with and loans to other credit institutions ("CIs")	93,921,500,000	1,392,653,034,449
10	Increase in trading securities	(4,483,658,033,187)	(12,304,212,806,941)
11	(Increase)/decrease in derivatives and other financial assets	(88,476,577,033)	41,473,565,365
12	Increase in loans to customers	(28,391,431,348,807)	(28,166,325,747,460)
13	Utilisation of allowance for credit losses	(1,347,325,581,584)	(2,176,894,900,043)
14	Decrease in other operating assets	1,248,492,846,696	460,127,452,031
Changes in operating liabilities			
15	Increase in borrowings from the Government and the State Bank of Vietnam	4,433,082,488,759	3,375,141,098,577
16	Increase in deposits and borrowings from other CIs	9,801,346,546,177	13,968,416,009,731
17	Increase in deposits from customers	7,569,880,895,215	16,513,831,069,353
18	Increase in valuable papers issued	20,659,787,500,000	6,202,387,500,000
19	Increase in grants and entrusted funds received	316,195,945,445	1,583,888,255,582
20	(Decrease)/increase in derivatives and other financial assets	(356,262,657,844)	356,262,657,844
21	Increase/(decrease) in other operating liabilities	686,176,676,091	(2,149,528,487,028)
22	Utilisation of reserves	(5,543,000,000)	(10,462,000,000)
I	NET CASH FLOWS FROM OPERATING ACTIVITIES	17,111,680,373,606	2,283,018,061,379

The accompanying notes are an integral part of these consolidated financial statements

	2025 VND	2024 VND
CASH FLOWS FROM INVESTING ACTIVITIES		
01	(532,727,159,322)	(278,200,437,406)
02	42,126,099,818	33,994,594,858
09	372,600,000	-
II	(490,228,459,504)	(244,205,842,548)
CASH FLOWS FROM FINANCING ACTIVITIES		
04	(1,714,049,093,996)	(28,225,069)
III	(1,714,049,093,996)	(28,225,069)
IV	14,907,402,820,106	2,038,783,993,762
V	42,087,797,541,694	40,049,013,547,932
VII	56,995,200,361,800	42,087,797,541,694

17 March 2026


Preparer


 Nguyen Minh Thanh
 Deputy Head of Accounting
 Department

Reviewer


 Nguyen Van Anh
 Chief Accountant

Approver


 Pham Hong Hai
 General Director



PROPOSAL

2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Re: Plan for Charter Capital Increase in 2026

I. REPORT ON 2025 CAPITAL INCREASE RESULTS

In 2025, Orient Commercial Joint Stock Bank successfully completed the charter capital increase in accordance with the Annual General Meeting of Shareholders (GMS) Resolution No. 01/2025/NQ-ĐHĐCĐ dated 22 April 2025. This was executed through the issuance of shares to increase share capital from equity for existing shareholders. Consequently, the Bank's charter capital increased from 24,657,891,520,000 VND to 26,630,522,840,000 VND.

II. NECESSITY OF THE 2026 CHARTER CAPITAL INCREASE

Consistent with the annual business scale growth strategy, increasing charter capital is essential to enhance financial capacity and ensure the Capital Adequacy Ratio (CAR) complies with regulatory requirements, specifically:

- Growing the scale, increasing the Bank's competitiveness, and meeting the network expansion plan of Orient Commercial Joint Stock Bank.
- Continuing to invest in information technology systems for modernization, supporting new product development, and enhancing customer service experience.
- Strengthening credit activities and capital business efficiency.

III. 2026 CHARTER CAPITAL INCREASE PLAN

1. Amount of additional charter capital in 2026: 3,994,578,420,000 VND

Unit: VND

Current Charter Capital	26,630,522,840,000
Expected additional charter capital in 2026 (via share issuance to increase share capital from equity)	3,994,578,420,000
Charter Capital after increase	30,625,101,260,000

2. Eligible participants: Issuance of shares to increase share capital from equity for existing shareholders (3,994,578,420,000 VND).
3. Expected timing of issuance and completion: During the year 2026.

IV. DETAILS OF THE 2026 CHARTER CAPITAL INCREASE

Issuance of shares to increase share capital from equity for existing shareholders

1. Name of shares	Shares of Orient Commercial Joint Stock Bank
2. Type of shares	Common shares, freely transferable
3. Par value	10,000 VND per share
4. Total issued shares	2,663,052,284 common shares
5. Total outstanding shares	2,663,052,284 common shares
6. Number of preferred shares	No preferred shares
7. Number of treasury shares	No treasury shares
8. Expected number of shares to be issued	399,457,842 shares
9. Total issuance value at par value	3,994,578,420,000 VND
10. Issuance ratio (Expected number of shares to be issued / Number of outstanding shares)	15%
11. Source of capital	Equity as of 31 December 2025, determined according to the audited 2025 Separate and Consolidated Financial Statements, after statutory fund allocations.
12. Execution timeline	Immediately upon approval by State authorities.
13. Handling of fractional shares and unissued shares	Fractional shares will be rounded down to the nearest whole unit. The total of fractional shares and any unissued shares will be decided by the Board of Directors.

- Information on the charter capital supplement reserve, share premium, retained earnings, and other funds determined by the 2025 audited Separate and Consolidated Financial Statements:

No.	Indicator	Separate Financial Statements	Consolidated Financial Statements
1	Share premium	0	0
2	Charter capital supplement reserve	400,886,654,887	401,009,728,011
3	Other funds	374,056,888	374,056,888
4	Financial reserve fund	2,921,561,852,209	2,921,672,618,020
5	Retained earnings after fund allocations	3,929,479,296,915	3,930,615,408,534
	Total	7,252,301,860,899	7,253,671,811,453

- Information on the amount from the charter capital supplement reserve, share premium, retained earnings, and other funds used to increase charter capital:

ĐVT: đồng

No.	Indicator	Amount used for capital increase
1	Charter capital supplement reserve	400,886,654,887
2	Retained earnings after fund allocations	3,593,691,765,113
	Total	3,994,578,420,000

- The list of shareholders with an ownership ratio of 5% or more compared to voting share capital and charter capital at the time of approving the Plan and expected after the capital increase is attached in Appendix 1.
- Additional depository registration for the entire additional shares with the Vietnam Securities Depository and Clearing Corporation and additional listing of these shares on the Ho Chi Minh City Stock Exchange.

V. CAPITAL UTILIZATION PLAN

1. Plan for utilization of increased charter capital

The additional charter capital will be utilized as follows:

Item	Amount
Procurement and construction of facilities	868,420,895,883
- Information technology investment	168,868,883,333
- Asset upgrade and basic construction	654,620,000,000
- Procurement of fixed assets and tools	44,932,012,550
Supplementing business, investment, and lending capital	3,126,157,524,117
TOTAL	3,994,578,420,000

2. Calculation of 2026 financial targets after capital increase:

Unit: Billion VND, %

No	Financial Indicators	2025 Actual	2026 Plan	Comparison	
				2026 Plan & 2025 Actual	
				+/-	%
1	Total Assets	322,949	354,214	31,265	10%
2	Total Mobilization (Market 1)	220,958	251,919	30,960	14%
3	Total Credit Exposure (Market 1)	205,065	235,875	30,810	15%
4	Profit Before Tax (PBT)	5,022	6,960	1,938	39%
5	NPL Ratio (per SBV regulations)	2.30%	< 3.00%		

3. Governance, management, and supervision capacity of Orient Commercial Joint Stock Bank (OCB)

With current capacity, the Bank is fully capable of governance, management, and supervision suitable for the new capital scale as follows:

- The Board of Directors consists of members with extensive experience in business and corporate governance; the Board of Management is stable and highly professional, meeting the development requirements of the Bank.
- The Bank focuses on training and developing high-quality human resources to enhance competitiveness for future integration.

- The risk management system has been completed with three lines of defense: compliance control, risk management, and internal audit, operated by experienced personnel with high compliance awareness.
- The Bank's financial health is sound, meeting all requirements of the State Bank of Vietnam, ensuring stable and sustainable development.

Driven by these core strengths, Orient Commercial Joint Stock Bank is fully equipped with the requisite governance and operational capabilities to manage the Bank in alignment with its increased capital scale.

VI. MATTERS FOR GENERAL MEETING OF SHAREHOLDERS APPROVAL

1. To approve OCB's 2026 charter capital increase plan with the contents set out above, and to authorize the Board of Directors to:
 - Elaborate on the detailed issuance and utilization plans.
 - Decide on any supplements, amendments, or the finalization of all matters and contents within the Charter Capital Increase Plan (including decisions on matters not yet detailed in this Plan) and to complete all necessary dossiers as required by competent authorities to ensure full legal compliance during the capital increase process; to approve the scheme for handling fractional shares or any unallocated/unissued shares arising during the implementation of the Plan.
 - Determine and adjust the specific amount of charter capital to be increased; to decide on the specific funding amounts and sources from equity; to determine the exact issuance volume and ratio, ensuring that the total does not exceed the maximum shares approved by the General Meeting of Shareholders; and to approve measures ensuring the share issuance complies with the Foreign Ownership Limit (FOL).
 - Select the appropriate timing and execute all necessary procedures to finalize the list of shareholders entitled to exercise their rights (Record Date) and to determine the first trading day for the newly listed shares in accordance with prevailing laws.
 - Approve the issuance results and perform all necessary procedures to report the results to the competent State authorities.
 - Execute additional depository registration for the entire volume of issued shares with the Vietnam Securities Depository and Clearing Corporation (VSDC) and finalize the additional listing of these shares on the Ho Chi Minh City Stock Exchange (HOSE).
 - Authorize the aforementioned mandates to the Chairman of the Board of Directors for implementation.
2. Approve the amendments to the articles regarding charter capital, shares, and stock in the Charter of Orient Commercial Joint Stock Bank, reflecting the actual charter capital upon completion of the Charter Capital Increase Plan; and to authorize the Chairman of the Board of Directors to sign and issue the amended Charter, as well as to update the charter capital increase based on actual issuance results in the Banking Operation Licence in compliance with legal regulations."

Respectfully submitted./.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

Recipients:

- Shareholders;
- Board of Directors;
- Supervisory Board (SB);
- Chief Executive Officer;
- Filed at: BOD Office



TRINH VAN TUAN





Ngân hàng và thành viên

Appendix 01

List of shareholders and ownership percentages of shareholders holding 5% or more

compared to voting shares capital and charter capital at the time the plan was approved and projected after the capital increase

No.	Shareholder name	Business registration number / Ownership registration number	Headquarters address	Legal representative	Current ownership percentage		Projected ownership percentage after capital increase	
					Percentage of Ownership / Voting Shares (%)	Percentage of Ownership / Charter Capital (%)	Percentage of Ownership / Voting Shares (%)	Percentage of Ownership / Charter Capital (%)
1	Aozora Bank, Ltd	0100-01-016861	6-1-1, Kojimachi, Chiyoda-ku, Tokyo 102-8660, Japan	Omi Hideto, Passport No. TS4967436, Date of issue: December 16, 2019, Place of issue: Tokyo, Japan, Nationality: Japanese	15%	15%	15%	15%
	Aozora Bank, Ltd.'s related parties holding shares in OCB: None							

PROPOSAL**TO THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Re: Report on remuneration, bonuses and other expenses in 2025 and proposal for remuneration, bonuses and other expenses in 2026 of the Board of Directors and the Supervisory Board

- Pursuant to the applicable laws and the Charter of Orient Commercial Joint Stock Bank governing the remuneration, bonuses and other expenses of the Board of Directors ("BOD") and the Supervisory Board ("SB");
- Pursuant to the actual operating conditions and operational requirements of Orient Commercial Joint Stock Bank ("OCB") in recent years and for 2026.

I. Report on remuneration, bonuses and other expenses in:

- Resolution No. 01/2025/NQ-GMS of the 2025 Annual General Meeting of Shareholders approved the total operating budget of the BOD and the SB for 2025 at VND 48 billion.
- As at 31 December 2025, the actual remuneration, bonuses and other expenses paid to members of the BOD and members of the SB were as follows:

Unit: VND

Beneficiaries	Remuneration and bonuses	Other expenses	Total
Board of Directors	30,942,516,060	612,059,998	31,554,576,058
Supervisory Board	4,745,123,021	320,382,256	5,065,505,277
Total	35,687,639,081	932,442,254	36,620,081,335

- The BOD respectfully submits to the GMS for approval the actual remuneration, bonuses and other expenses paid in 2025 to members of the BOD and members of the SB as set out above.

II. Matters submitted by the BOD to the General Meeting of Shareholders

The BOD proposes the remuneration, bonuses and other expenses of the BOD and the SB for 2026 as follows:

1. To accrue a total operating budget, including remuneration, bonuses and other expenses, for the BOD and the SB for 2026 of up to VND 48 billion.
2. To authorize the BOD to decide on the allocation of remuneration, bonuses and other expenses between the BOD and the SB within the total operating budget approved by the GMS for 2026 and during the period between the 2026 and 2027 Annual General Meetings of Shareholders.

Respectfully submitted.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

Recipients:

- Shareholders;
- Board of Directors;
- Supervisory Board;
- Chief Executive Officer;
- Filed at: Office of the BOD.



TRINH VAN TUAN



PROPOSAL

TO THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Re: Selection of an Independent Audit Firm for Orient Commercial Joint Stock Bank

Pursuant to the Law on Credit Institutions dated 18 January 2024;

Pursuant to Circular No. 51/2024/TT-NHNN dated 29 November 2024 of the State Bank of Vietnam on regulations on independent audits for commercial banks, non-bank credit institutions, microfinance institutions, and foreign bank branches;

Pursuant to the Charter of Orient Commercial Joint Stock Bank;

Pursuant to the prevailing legal regulations regarding the selection of independent audit firms.

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the following matter:

To appoint KPMG Limited as the independent auditing firm to provide audit and review services for the financial statements, and assurance services in respect of the operation of the internal control system in the preparation and presentation of financial statements of OCB for 2027, and to audit other matters as required by law.

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



PROPOSAL

TO THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Re: Amendments and Supplements to the Contingent Remediation Plan for Early Intervention of Orient Commercial Joint Stock Bank (OCB)

The Board of Directors (BOD) hereby submits to the General Meeting of Shareholders for approval the amendments and supplements to the Contingent Remediation Plan for Early Intervention of Orient Commercial Joint Stock Bank (OCB), with the following details:

I. RATIONALE AND LEGAL BASIS

- Pursuant to the Law on Credit Institutions No. 32/2024/QH15, issued on January 18, 2024, effective from July 1, 2024 (hereinafter referred to as the "Law on CIs"). Under Articles 143, 157, 158, 159, 160, and 161, commercial banks are mandated to formulate a contingent remediation plan for early intervention scenarios, detailing proposed remedial measures and implementation procedures.
- Pursuant to the requirements of the Department of Banking Inspection and Supervision as stipulated in Clause 8, Section I of Official Dispatch No. 2130/QLGS5 dated August 27, 2025.

II. PROPOSED CONTENT

OCB previously developed the Contingent Remediation Plan for Early Intervention (the "Plan"), which was approved by the General Meeting of Shareholders via Resolution No. 01/2025/NQ-ĐHĐCĐ dated April 22, 2025, and subsequently submitted to the State Bank of Vietnam (SBV) via Official Dispatch No. 1703.01/2025/TB-OCB dated April 25, 2025.

On August 27, 2025, the Department of Banking Inspection and Supervision issued Official Dispatch No. 2130/QLGS5. Clause 8, Section I of this dispatch recommended that: "OCB shall review and supplement a specific roadmap for each remedial measure to enhance practical applicability and ensure timely response during early intervention. Furthermore, the bank must incorporate provisions regarding the inspection, supervision, and evaluation of the implementation of such remedial measures."



Following a comprehensive review, OCB has restructured the Plan with the following key components:

1. Introduction: Presentation of the rationale, objectives, applicable entities, and scope of the Plan; Regulations on the formulation, approval, and periodic updates of the Plan; Protocols for plan execution upon the occurrence of early intervention triggers and implementation of remedial actions upon early warning signals.
2. Section 1: Detailed legal framework and basis, encompassing statutory regulations and OCB's internal policies.
3. Section 2: Report on OCB's operational status and risk management as of December 31, 2025, including:
 - Corporate overview, organizational structure, financial health, and operational performance.
 - Proposed remedial measures for each early intervention scenario as defined in Article 143 of the Law on CIs; the roadmap and timeline for execution; and the designated responsibilities of relevant units within OCB.
 - Detailed breakdown of remedial measures in accordance with Article 157 of the Law on CIs, including support mechanisms for institutions under early intervention as per Article 159.
 - Implementation workflows for the Remediation Plan, aligned with Articles 158 and 160 of the Law on CIs.
 - Conditions and criteria for the termination of early intervention as per Article 161 of the Law on CIs.

III. SUBMISSION FOR APPROVAL

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of the revised and supplemented **Contingent Remediation Plan for Early Intervention of Orient Commercial Joint Stock Bank (OCB)**, as attached to this Proposal.

Respectfully submitted.



Recipients:

- Shareholders;
- Members of the BOD;
- Members of the Supervisory Board;
- Chief Executive Officer;
- Archived at BOD Office

ON BEHALF OF THE BOARD OF DIRECTORS



CHAIRMAN

TRINH VAN TUAN





Niềm tin và thịnh vượng

**EXPECTED REMEDIAL PLAN
IN CASE OF EARLY INTERVENTION**
(Pursuant to the Law on Credit Institutions 2024)

Orient Commercial Joint Stock Bank (OCB)

2026

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DEFINITIONS AND ABBREVIATIONS

1. DEFINITIONS

- a) **Expected remedial plan** refers to the expected remedial plan in case of early intervention by Orient Commercial Bank (OCB) in this document.
- b) **Remedial plan** refers to the remedial plan in case of early intervention by OCB, approved by the Board by Directors (BOD) in accordance with the Law on Credit Institutions.
- c) **The Law on Credit Institutions** refers to the Law on Credit Institutions No. 32/2024/QH15 promulgated by the National Assembly of Vietnam on 18/01/2024, and any amending, supplementing and implementation guiding documents.
- d) **Circular 22** refers to Circular No. 22/2019/TT-NHNN issued by the SBV on 15/11/2019 on "Limits and prudential ratios of banks and foreign bank branches" and any amending, supplementing, or replacing documents.
- e) **Circular 13** refers to Circular No. 13/2018/TT-NHNN issued by the State Bank of Vietnam (SBV) on 18/05/2018 on "Internal control systems of commercial banks and foreign bank branches", and any amending and supplementing documents (effective until 30/06/2026).
- f) **Circular 83** refers to Circular No. 83/2025/TT-NHNN issued by the SBV on 31/12/2025 on "Internal control systems of credit institutions and foreign bank branches" (effective from 01/07/2026), and any amending and supplementing documents.
- g) **Circular 41** refers to Circular No. 41/2016/TT-NHNN issued by the SBV on 30/12/2016 on "Capital adequacy ratios for operations of banks and foreign bank branches", and any amending and supplementing documents.
- h) **Circular 14** refers to Circular No. 14/2025/TT-NHNN issued by the SBV on 30/06/2025 on "Capital adequacy ratios for operations of commercial banks and foreign bank branches", and any amending and supplementing documents.
- i) **Early intervention** refers to the SBV's applying requirements and restrictions to credit institutions and foreign bank branches and requiring them to implement a remedial plan under the SBV's supervision in order to overcome the situation as regulated in Clause 1, Article 156 of the Law on Credit Institutions (detailed in Scope of regulation – Introduction Section of this Expected Remedial Plan).
- j) **Mass withdrawal** refers to when OCB experiences simultaneous withdrawals by several depositors leading to OCB being in a state of "risk of insolvency" or "insolvency".
- k) **Risk of insolvency** refers to when OCB experiences a shortfall of 20% or more of highly liquid assets at the time of calculating solvency ratios, resulting in the inability to maintain one of the solvency ratios for 30 consecutive days.
- l) **Insolvency** refers to when OCB is unable to fulfill its debt obligations within 01 month of the due date.
- m) **Highly liquid assets** are defined according to the SBV's regulations on managing limits and prudent ratios in banking operations, including the following types of assets: cash, gold; demand deposits (including required reserves), overnight deposits and escrow deposits at the SBV; valuable papers used in SBV's transactions; balances in payment accounts, overnight deposits at correspondent banks (excluding amounts committed for specific payment purposes); demand deposits, overnight deposits at other credit

- institutions or foreign bank branches both domestically and abroad (excluding amounts committed or agreed for specific purposes); bonds and treasury bills issued or guaranteed by governments or central banks with a rating of AA or higher; corporate bonds rated AA- or higher (excluding bonds issued by credit institutions, foreign bank branches in Vietnam, or subsidiaries/ affiliated companies of credit institutions) and listed on the stock market; other assets classified as highly liquid assets according to the SBV's regulations.
- n) **Capital Adequacy Ratio (CAR)** is determined in accordance with OCB's regulations on managing capital adequacy ratios, and Circular 41 or Circular 14, depending on the decision of the BOD and the approval of the SBV regarding the method that OCB applies to calculate and manage capital adequacy ratios from time to time.
- o) **Solvency ratios** include the liquidity reserve ratio (LRR), the 30-day liquidity coverage ratio for VND, and the 30-day liquidity coverage ratio for foreign currencies (including USD and other foreign currencies converted into USD). These ratios are determined in accordance with SBV's regulations and OCB's internal regulations on managing limits and prudent ratios in operations.
- p) **Units** refers to Divisions, Centers, Departments at the Head Office, as well as Branches, Transaction Offices, Business Centers across the entire OCB system according to OCB's regulations regarding the organizational structure and functions and responsibilities of its organizational apparatus.
- q) **Competent authority** refers to the GMS, the BOD, the CEO, or other competent authorities at OCB as stipulated by the Law on Credit Institutions, OCB's Charter, and other relevant regulations of the SBV and OCB.

2. ABBREVIATIONS

- ALCO : Asset - Liability Management Council
- CAR : Capital Adequacy Ratio
- CEO : General Director
- BOD : Board of Directors
- BOM : Board of Management
- BOS : Board of Supervisors
- GSM : General Meeting of Shareholders
- NPL : Non-performing loans
- OCB : Orient Commercial Joint Stock Bank
- SBV : State Bank of Vietnam
- USD : United States Dollars
- VND : Vietnam Dong

INTRODUCTION

1. LEGAL BASIS AND REASON FOR THE PLAN

The Expected Remedial Plan in case of Early Intervention at OCB is formulated in accordance with Article 143 of the Law on Credit Institutions 2024.

2. SCOPE OF REGULATION OF THE PLAN

The Expected Remedial Plan in case of Early Intervention at OCB (*hereinafter referred to as the "Expected Remedial Plan"*) is a set of remedial measures that OCB intends to implement in accordance with the roadmap set out therein, in the event that OCB falls into one or more of the following circumstances:

- a) The accumulated loss of OCB exceeds 15% of its charter capital and reserve funds (based on the most recent audited financial statements or conclusions of inspections/ audits by competent state authorities) and it violates the minimum CAR prescribed by the SBV.
- b) Achieve the rate below the average according to the SBV's regulations on the rating of credit institutions and foreign bank branches.
- c) Breach solvency ratios prescribed by the SBV for 30 consecutive days.
- d) Breach the minimum CAR prescribed by the SBV for 06 consecutive months.
- e) Experience a mass withdrawal of deposits and has reported such situation to the SBV.

3. SCOPE OF APPLICATION OF THE PLAN

The Expected Remedial Plan applies solely to OCB and does not extend to its subsidiaries.

4. OBJECTIVES OF THE PLAN

The Expected Remedial Plan is formulated with a view to achieving the following objectives:

- a) To ensure compliance with the requirement that commercial banks formulate an expected remedial plan in the event of early intervention, as prescribed in Article 143 of the Law on Credit Institutions.
- b) To set out remedial measures to be implemented at an early stage (prior to the occurrence of circumstances requiring early intervention) in order to restore prudent ratios in compliance with the Law on Credit Institutions, relevant regulations of the SBV, and the risk appetite of OCB.
- c) To ensure preparedness of specific measures and actions, together with an appropriate implementation roadmap and plan, for immediate execution upon the occurrence of one or more circumstances requiring early intervention (as specified in Section 2 of this Introduction), thereby ensuring the continuity of OCB's operations and safeguarding the interests of its shareholders as well as the legitimate rights of its customers and partners.
- d) To clearly prescribe the procedures and processes to be followed upon the occurrence of early intervention (as set out in Section 5 of this Part and Chapter 2, Part II of this Expected Remedial Plan), in order to ensure the timely and effective implementation of remedial measures in accordance with applicable regulations.

5. FORMULATION, APPROVAL, AND PERIODIC UPDATE OF THE PLAN

The Expected Remedial Plan in case of Early Intervention at OCB is approved by the GMS and shall be subject to periodic review at least once every 02 years for the purpose of amending and supplementing the plan in accordance with applicable laws, the business environment and OCB's operations.

The BOD shall direct and supervise the CEO in organizing the review, reassessment, and updating of this Expected Remedial Plan in accordance with the above schedule and the relevant provisions of the Law on Credit Institutions. Any amendments and supplements of this Expected Remedial Plan shall be submitted to the GMS for approval.

The Expected Remedial Plan and its amendments or supplements shall be sent to the SBV in accordance with the Law on Credit Institutions within a maximum period of 10 days from the date of its approval by the GMS.

6. IMPLEMENTATION OF THE EXPECTED REMEDIAL PLAN UPON THE OCCURRENCE OF EARLY INTERVENTION

Upon the occurrence of one or more circumstances requiring early intervention (as specified in Section 2 of this Part) and upon receipt of a written request from the SBV requiring OCB to update and promptly implement the remedial plan, the CEO shall organize the review, determine the causes leading to such early intervention, and update this Expected Remedial Plan in accordance with the SBV's requirements for submission to the BOD for approval. The Remedial Plan, as updated in accordance with the SBV's requirements, shall be sent to the SBV within 10 days from the date of its approval by the BOD. In the event that the SBV provides comments on the Remedial Plan, the CEO shall organize the review and revision thereof in accordance with such comments, submit the revised plan to the BOD for approval, and resend the revised Remedial Plan to the SBV within the timeline required by the SBV.

The CEO shall organize the implementation of remedial measures in accordance with the Remedial Plan as approved by the BOD, or report to the GMS and/or the BOD for the approval of the implementation of measures falling within the decision-making authority of the GMS and/or the BOD in accordance with the Law on Credit Institutions and OCB's Charter. Where the Remedial Plan includes proposals for support measures applicable to credit institutions subject to early intervention (as set out in Chapter 2, Part II of this Expected Remedial Plan), such support measures (including any amendments or supplements thereto) shall only be implemented upon obtaining prior written approval from the SBV.

During the implementation of the Remedial Plan, the CEO shall be responsible for reporting on the progress and results of implementation to the BOD and the SBV in accordance with their requirements.

In the event that an extension of the implementation timeline of the Remedial Plan is required, the CEO shall submit such proposal to the BOD for approval and send the adjusted Remedial Plan, including the revised implementation schedule and timeline, to the SBV within 10 days from the date of approval by the BOD. Where the SBV provides comments on such extension plan, the CEO shall organize the revision of the plan in accordance with the SBV's comments and resend the revised Remedial Plan to the SBV within the timeline required by the SBV.

7. IMPLEMENTATION OF REMEDIAL MEASURES UPON EARLY WARNING SIGNS

In the event that, based on the results of capital stress testing or in the course of monitoring prudent ratios in OCB's operations, any indicator is found to be in breach (exceeding the maximum

limit or falling below the minimum limit as prescribed by the Law on Credit Institutions and/or SBV's regulations on prudent limits and ratios in banking operations), but such breach does not fall within the circumstances requiring early intervention as specified in Section 2 of this Part, and the SBV has not issued any written request requiring OCB to implement a remedial plan, the relevant units (being units assigned as focal points responsible for the management, monitoring and reporting of each prudent ratios in accordance with OCB's internal regulations on the management of prudent limits and ratios) shall propose and advise the CEO for submission to the competent authority for consideration and decision on the implementation of remedial measures during the early warning stage as set out in Chapter 2, Part II of this Expected Remedial Plan.

PART I: LEGAL BASIS

1. APPLICABLE LEGAL INSTRUMENTS

- a) The Law on Credit Institutions No. 32/2024/QH15, promulgated by the National Assembly on 18/01/2024, and its amending and supplementing legal documents.
- b) Circular No. 41/2016/TT-NHNN issued by the SBV on 30/12/2016 regarding "The capital adequacy ratio for operations of banks and foreign bank branches", and any amending and supplementing legal documents.
- c) Circular No. 13/2018/TT-NHNN issued by the SBV on 18/05/2018 regarding "Internal control systems of commercial banks and foreign bank branches" (effective until 30/06/2026), and any amending and supplementing legal documents.
- d) Circular No. 22/2019/TT-NHNN issued by the SBV on 15/11/2019 regarding "Limits and prudent ratios of banks and foreign bank branches" and any amending and supplementing legal documents.
- e) Circular No. 14/2025/TT-NHNN issued by the SBV on 30/06/2025 regarding "Capital adequacy ratios for operations of commercial banks and foreign bank branches".
- f) Circular No. 83/2025/TT-NHNN issued by the SBV on 31/12/2025 regarding "Internal control systems of credit institutions and foreign bank branches" (effective from 01/07/2026), and any amending and supplementing legal documents.

2. APPLICABLE INTERNAL REGULATIONS OF OCB

- a) The Charter of OCB, effective from 01/07/2024.
- b) Decision No. 33/2026/QĐ-HĐQT dated 11/03/2026 of the BOD regarding "Regulation on the Organization Structure of OCB".
- c) Decision No. 47/2025/QĐ-HĐQT dated 12/06/2025 of the BOD regarding "Regulation on the Risk Management Strategy Framework of OCB".
- d) Decision No. 39/2026/QĐ-HĐQT dated 19/03/2026 of the BOD regarding "Regulation on Management of Prudent Limits and Ratios in the Operations of OCB".
- e) Disclosure on the capital adequacy ratio of OCB as at 30/06/2025.
- f) Audited consolidated financial statement of OCB for the fiscal year 2024.
- g) Audited consolidated financial statement of OCB for the fiscal year 2025.

PART II: THE EXPECTED REMEDIAL PLAN IN CASE OF EARLY INTERVENTION AT OCB

GENERAL INFORMATION

Full name in Vietnamese	NGÂN HÀNG THƯƠNG MẠI CỔ PHẦN PHƯƠNG ĐÔNG
Full name in English	Orient Commercial Joint Stock Bank
Abbreviated name	OCB
Stock symbol	OCB
Tax code	0300852005
Operating License	0061/NH-GP issued by the SBV on 13/04/1996 and most recently amended by Decision No. 3151/QĐ-NHNN dated 16/09/2025
Term of operation	99 years from 13/04/1996
Business sectors	Business activities in monetary, credit, financial, and banking services are regulated in the Operating License and the Charter
Head office	The Hallmark Tower, 15 Tran Bach Dang Street, An Khanh Ward, Ho Chi Minh City
Legal representative	Mr. Trinh Van Tuan Title: Chairman
Website	www.ocb.com.vn
Telephone	(+84 28) 3822 0960

CHAPTER 1. THE CURRENT STATUS OF OCB'S PERFORMANCE

1.1. OVERVIEW OF OCB'S PERFORMANCE

- a) As at 31/12/2025, the OCB system comprises 01 head office, 62 branches and 113 transaction offices nationwide, along with 02 wholly-owned subsidiaries of OCB.
- b) The consolidated total assets of OCB as of 31/12/2025 amounted to 322,975,324,557,435 VND, an increase of 16.81% compared to 31/12/2024. Of which, the asset size (on balance sheet) from credit activities in Market 1 reached 205,064,838,818,974 VND, accounting for 63.49% of total assets and recording a growth rate of 13.73%.
- c) In 2025, OCB established a subsidiary, namely Orient Commercial Bank Assets Exploitation and Debt Management One Member Limited Company, bringing the total number of subsidiaries to 02, with total contributed capital by OCB in its subsidiaries amounting to 525,000,000,000 VND.

Table 1 : List of OCB's subsidiaries as of 31/12/2025

TT	Company Name	Establishment Date	Operating License	Charter Capital (VND million)	% Equity Owned by OCB
1.	Orient Commercial Bank International Money Transfer One Member Limited Company	03/04/2017	0314327542	25,000	100%
2.	Orient Commercial Bank Asset Exploitation and Debt Management One Member Limited Company	28/04/2025	0318933777	500,000	100%

- d) With respect to personnel scale, the total number of employees across the OCB system as at 31/12/2025 was 6,909, representing a decrease of 117 employees, equivalent to a decrease of 1.67% compared to the end of 2024.

1.2. THE CURRENT ORGANIZATIONAL STRUCTURE OF OCB

1.2.1. Overview of OCB's organizational structure

- a) The governance structure is established in accordance with OCB's Charter, comprising the GMS, the BOD, the BOS, and the CEO. The GMS, consisting of all voting shareholders, is the highest decision-making body in OCB's governance structure, in compliance with the organizational model applicable to credit institutions in the form of joint stock companies as prescribed by the Law on Credit Institutions.
- b) The OCB organization structure is organized in accordance with Decision No. 33/2026/QĐ-HĐQT of the BOD, comprising the head office, branches, transaction offices, representative offices (if any), non-business units (if any), and affiliated companies.

1.2.2. The internal control system at OCB

- a) OCB implements its internal control system in accordance with the 03 lines of defense model, as prescribed in Decision No. 47/2025/QĐ-HĐQT of the BOD regarding the Risk

Management Strategy Framework of OCB, in compliance with the SBV's regulations on the internal control system of commercial banks.

- (i) The first line of defense comprises all units across the OCB system (excluding units belonging to the second and third lines of defense), and is responsible for risk identification and implementing risk control, monitor and mitigation measures.
 - (ii) The second line of defense is responsible for developing risk management policies and internal regulations on risk management of OCB, as well as for measuring, monitoring and controlling risks across the OCB system and ensuring compliance with applicable laws. This line comprises the following units:
 - Units under the Risk Management Division, including:
 - Enterprise Risk Management Department
 - Credit Risk Management Department
 - Market and Liquidity Risk Management Department
 - Operational Risk Management Department
 - Model Risk Management and Advanced Analytics Department
 - Units under the Legal and Compliance Center, including:
 - Legal Department
 - Compliance Control Department
 - (iii) The third line of defense is the Internal Audit Department, which performs internal audit functions in accordance with the Law on Credit Institutions and the SBV's regulations on the internal control system of commercial banks.
- b) The organizational structure of the internal control system at OCB comprises the BOD, the BOS, the CEO, and all units and individuals across the OCB system, according to their functions and duties as prescribed in the Law on Credit Institutions, the OCB's Charter, the SBV's regulations on the internal control system of commercial banks, the OCB's regulations on organizational structure, and other relevant regulations.

1.2.3. The governance, supervision, and execution apparatus at OCB

- a) The governance apparatus of OCB consists of the BOD and assisting bodies established by the BOD, including but not limited to: the BOD's Office, the Human Resources Committee, the Risk Management Committee, the Risk Settlement Committee, the Strategic Cooperation Board, the Strategy Board, the Sustainable Development Board, and other assisting bodies established by the BOD in accordance with relevant laws (if any).
- b) The supervision apparatus of OCB consists of the BOS and its subordinate units, such as internal audit and other units established in accordance with relevant laws (if any).
- c) The executive apparatus of OCB consists of the BOM and assisting bodies of the CEO:
 - (i) The BOM comprises the CEO, Executive Director (if any), Deputy CEOs, Division Directors, Chief Financial Officer, Chief Accountant, Directors/ Acting Directors of Centers reporting directly to the CEO, and other executive positions (if any).
 - (ii) The assisting apparatus of the CEO includes all Divisions, Centers, Departments within OCB's organizational structure, as well as assisting bodies established by the CEO, such as: the Risk Council, the Capital Management Council, the Asset / Liability Management Council, Credit Council, Green Credit Council, Debt Restructuring

Council, Debt Purchase Council, Human Resource Council, and other bodies established by the CEO in accordance with relevant laws.

1.3. THE CURRENT FINANCIAL POSITION AND OPERATING RESULT OF OCB

1.3.1. Moody's Credit Rating for OCB

On 09/09/2024, Moody's announced the credit rating results for OCB as follows:

- Long-term Deposit Rating : Ba3
- Long-term Issuer Rating : Ba3
- Baseline Credit Assessment (BCA) : B1
- Rating Outlook : Stable

1.3.2. The financial position and operating results of OCB in 2024 and 2025

a) Consolidated financial position

Table 2 : OCB's Consolidated Financial Position as at 31/12/2024 and 31/12/2025

Item (VND million)	31/12/2024	31/12/2025
A. Assets		
I Cash and gold	787,774	1,160,354
II Balances at the SBV	2,377,473	2,883,240
III Deposits at and loans to other credit institutions	39,126,199	53,061,334
IV Held-for-trading securities	-	50,766
V Derivatives and other financial assets	-	88,477
VI Loans and advances to customers	168,295,145	195,190,888
VII Purchased debts	5,041,128	4,205,191
VIII Investment securities	52,589,034	58,355,284
X Fixed assets	630,507	694,141
XII Other assets	7,639,594	7,259,806
Total assets	276,486,855	322,949,480
B. Liabilities and owner's equity		
I Amounts due to the Government and the SBV	3,469,536	7,902,618
II Deposits and borrowings from other CIs	45,008,281	54,809,628
III Deposits from customers	142,459,763	150,029,644
IV Derivatives and other financial liabilities	356,263	-
V Grants, entrusted funds exposed to risks	5,942,084	6,258,279
VI Valuable papers issued	44,010,713	64,670,500
VII Other liabilities	3,569,170	5,354,132
Total liabilities	244,815,809	289,024,802
VIII Owner's equity	31,671,045	33,924,678
1 Capital	24,711,164	26,630,523
a) Charter capital	24,657,892	26,630,523

Item (VND million)	31/12/2024	31/12/2025
b) Share premium	53,272	-
2 Reserves	3,223,626	3,323,056
5 Retained earnings	3,736,256	3,971,099
Total owner's equity	31,671,045	33,924,678
Total liabilities and owner's equity	276,486,855	322,949,480

Source: OCB Consolidated Financial Statements for the year 2025

b) Consolidated statement of income

Table 3 : OCB's Consolidated Income Statement for the year ended 31/12/2024 and 31/12/2025

Item (VND million)	2024	2025
I Net interest income	8,606,669	9,248,846
II Net fee and commission income	930,981	1,010,600
III Net loss/gain from trading of foreign currencies	310,954	216,276
IV Net loss/gain from trading of held-for-trading securities	2,250	(45,400)
V Net loss/gain from sale of investment securities	(188,422)	(228,916)
VI Net loss/gain from other operating activities	406,651	1,387,960
VII Income from investments in other entities	-	372
VIII Operating expenses	(3,803,761)	(4,202,556)
IX Net operating profit	6,265,322	7,387,184
X Expenses for credit losses	(2,259,026)	(2,364,748)
XI Profit before tax	4,006,296	5,022,435
XII Corporate income tax expense	(832,873)	(1,012,354)
XIII Profit after tax	3,173,423	4,010,081

Source: OCB Consolidated Financial Statements for the year 2025

c) Consolidated own capital

The consolidated own capital of OCB as at 31/12/2024 and 31/12/2025, calculated based on the Consolidated Financial Statements (audited) for the fiscal year 2024 and 2025, is as follows:

Table 4 : OCB's Consolidated Owner's Capital as at 31/12/2024 and 31/12/2025

Component (VND million)	31/12/2024	31/12/2025
Tier 1 own capital	31,670,671	33,924,304
Tier 2 own capital	1,057,736	1,205,363
Deductions from own capital	-	-
Total consolidated own capital	32,728,407	35,129,667

d) Operational efficiency indicators

The business performance of OCB in 2024 and 2025 (based on the audited consolidated financial statements) is reflected through the following profitability ratios:

Table 5 : OCB's performance results for the years 2024 and 2025

Indicators ^(*)	2024	2025
Return on Average Assets (ROA)	1.55%	1.68%
Return on Average Equity (ROE)	15.33%	15.31%

^(*) Profitability ratios are calculated on a pre-tax profit basis.

1.3.3. Key activities and key risks at OCB

a) Key activities

OCB identifies key activities based on the scale and income generated from such activities, in alignment with the criteria for determining key activities prescribed in Circular 13, Circular 83.

Accordingly, OCB's key activity is identified as credit granting (including items such as loans to customers, debt purchases, corporate bond investments, loans to credit institutions, and credit institution bonds). This activity accounted for over 20% of OCB's separate total assets as of 31/12/2025, and contributed over 20% of OCB's total net income for the year 2025, according to the 2025 separate income statement of OCB.

b) Key risks

Key risks inherent in OCB's operations include:

- Credit risk (comprising customer credit risk and counterparty credit risk)
- Liquidity risk
- Operational risk
- Market risk (comprising interest rate risk and foreign exchange risk)
- Concentration risk (comprising credit concentration risk and proprietary trading concentration risk)
- Interest rate risk in the banking book (IRRBB).

OCB identifies, measures, and controls these key risks in accordance with OCB's internal regulations on the Risk Management Strategy Framework and other regulations on risk management of each specific key risk, ensuring compliance with the SBV's regulations on the internal control systems of commercial banks.

1.3.4. Asset quality and prudent ratios at OCB

Table 6 : Asset quality and prudent ratios at OCB as of 31/12/2024 and 31/12/2025

Ratio	Regulatory limit	31/12/2024	31/12/2025
Non-Performing Loan Ratio (NPL)	-	2.38%	2.30%
Liquidity Reserve Ratio (LRR)	≥ 10.00%	16.69%	20.14%
30-day Liquidity Coverage Ratio (LCR) in VND	≥ 50.00%	56.37%	61.57%
30-day Liquidity Coverage Ratio (LCR) in USD	≥ 10.00%	Nil	Nil
Loan-to-Deposit Ratio (LDR)	≤ 85.00%	73.60%	73.08%
Ratio of Short-term Funds used for Medium and Long-term Loans	≤ 30.00%	27.56%	28.61%

Ratio	Regulatory limit	31/12/2024	31/12/2025
Ratio of Purchase, Holding, Investment in Government Bonds and Government-Guaranteed Bonds	≤ 30.00%	8.43%	5.79%
Capital Adequacy Ratio (CAR)	≥ 8.00%	12.47%	12.32%

1.4. SUMMARY AND REMARKS

1.4.1. Regarding the organizational structure and internal control system

- a) OCB's organizational structure and internal control system have been established with a comprehensive apparatus for governance, supervision, and executive management, in compliance with the Law on Credit Institutions and the SBV's regulations on the internal control systems of commercial banks.
- b) OCB's internal control system is operated effectively under senior management oversight from the BOD, the BOS, and CEO; the supervision from the Internal Audit Department under the BOS; and the advisory and supervisory roles of the assisting bodies to the BOD and the CEO such as the Risk Management Committee, Human Resources Committee, Risk Council, Capital Management Council, ALCO....
- c) The structure, functions, and duties of the units within OCB's organizational structure are clearly defined in the Regulations on Organizational Structure of OCB and Regulations on the Functions and Duties of Units under OCB system, and other internal regulations and operational procedures.

1.4.2. Regarding the business performance and prudent ratios

Total assets, key activities, operational efficiency indicators, and prudent ratios of OCB in 2025 all demonstrated growth and improvement compared to 2024, ensuring OCB's sustainable growth and operational safety.

CHAPTER 2. THE EXPECTED REMEDIAL PLAN IN CASE OF EARLY INTERVENTION AT OCB

1.1. EXPECTED REMEDIAL MEASURES

1.1.1. Measures to enhance equity capacity

- a) Restrict or abstain from cash dividend payments to preserve the scale of owner's equity.
- b) Issuance of additional private shares to strategic shareholders to increase charter capital.
- c) Issue bonds that satisfy the conditions for inclusion in Tier 2 own capital. In accordance with SBV's regulations on capital adequacy ratios for commercial banks, these conditions include:
 - (i) Bond maturity must be 05 years or longer.
 - (ii) Bonds shall not be secured by OCB's assets.
 - (iii) OCB shall retain the right to redeem the bonds prior to the maturity date.
 - (iv) OCB shall be entitled to defer interest payments and carry forward accumulated interest to the following year if such interest payments would result in an operational loss for the current fiscal year.
 - (v) In the event of OCB's liquidation (bankruptcy or dissolution), bondholders shall only be subordinated and paid after OCB has fulfilled all obligations to secured and other unsecured creditors.
 - (vi) The bond interest rate shall be fixed or determined by a pre-defined formula explicitly stated in the bond agreements or issuance documents:
 - For fixed interest rates, an upward adjustment may only be implemented after 05 years from the date of issuance or contract signing, and may only be modified once throughout the term of the bond (subordinated debt)
 - For formula-based interest rates, the formula itself shall remain unchanged; only the margin (if any) within the formula may be adjusted once after 05 years from the date of issuance or contract signing

1.1.2. Measures to improve liquidity capacity

- a) Adjust the balance sheet structure by increasing the investment proportion and maintaining holdings of high-liquidity, yield-generating assets, such as: settlement deposits at the SBV; demand deposits at other credit institutions and foreign bank branches; Government bonds; corporate bonds rated AA- or higher and listed on the stock exchange.
- b) Borrow from the SBV, other credit institutions, foreign bank branches, and offshore financial institutions; or execute irrevocable term deposit agreements, irrevocable loan commitments, and other irrevocable measures with credit institutions, foreign bank branches, and offshore financial institutions.
- c) Restructure financial investments and sell financial instruments to bolster liquidity. Conduct reviews and evaluations of the efficiency of capital contributions and investments to divest from high-risk or low-yield holdings.
- d) Review outstanding receivables, formulate recovery plans, and accelerate the settlement and collection of overdue receivables. Proactively recover maturing debts to minimize instances where customers delay loan repayments for up to 09 days.

- e) Review and liquidate fixed assets that are no longer in regular use. Sell or liquidate fixed assets with low utilization rates or poor performance efficiency.
- f) Strengthen communication on OCB's financial capacity and brand prestige by leveraging internal resources - including all employees, existing customers, and partners - alongside mass media channels such as television, press, and social media.
- g) Enhance controls to prevent, detect, and mitigate the spread of negative information concerning OCB.

1.1.3. Measures to improve asset quality and operational efficiency

- a) Review credit and investment portfolios, restrict investments and credit extensions with high-risk weights, such as loans for securities trading; loans where repayment is sourced primarily from collateral; credit extensions to enterprises established for less than 01 year; and margin trading loans for securities firms....
- b) Review and dispose of high-risk or potentially risky debts, conduct the sale of such debts (in accordance with legal regulations on debt purchasing) to restructure the credit portfolio, prioritizing credit growth on low-risk credit categories.
- c) Conduct a comprehensive review and assessment of NPLs and debt recovery potential, develop feasible and effective recovery plans or sell NPLs to the Vietnam Asset Management Company (VAMC). Expedite the disposal of collateral to recover outstanding debts.
- d) Comprehensively review credit extension regulations and processes; strengthen controls throughout the appraisal, approval, disbursement, and post-lending supervision phases to mitigate overdue debts and NPLs.
- e) Review business plan allocation methodologies; ensure a balance between asset growth targets, profitability indicators, and key risk management objectives.
- f) Enhance operating cost controls; review personnel quotas and adjust operating expense limits and staffing levels appropriately to ensure cost-efficiency and prevent waste.
- g) Restrict the development of new business activities or network expansion; conduct rigorous appraisals of efficiency and risk profiles prior to any decision regarding business or network expansion.

1.1.4. Measures to enhance governance and executive capacity

- a) Strengthen the risk supervision and advisory roles of the specialized bodies assisting the BOD and the CEO, such as the Risk Management Committee, the Debt Settlement Committee, the Risk Council, ALCO....
- b) Increase the frequency of internal audits for key activities and business transactions related to key activities.
- c) Review personnel, professional standards, and codes of ethics to improve the quality of human resources, thereby mitigating human-related operational risks.
- d) Review and upgrade information technology systems to meet advanced risk management requirements and to control and mitigate system-related operational risks.
- e) Implement projects to enhance risk management capacity in alignment with international standards, such as the Internal Ratings-Based (IRB) approach under Basel III and International Financial Reporting Standards (IFRS).

1.1.5. Support measures for credit institutions subject to early intervention

The following support measures for credit institutions subject to early intervention shall only be implemented upon the prior written approval of the SBV:

- a) In case of early intervention due to non-compliance with the minimum CAR as prescribed by the SBV for 06 consecutive months: Implement measures to improve owner's equity and asset quality to restore the CAR to the required level within a maximum period of 24 months.
- b) In the event of early intervention due to non-compliance with solvency ratios as prescribed by the SBV for 30 consecutive days: Implement liquidity improvement measures to restore solvency ratios to the required levels within a maximum period of 06 months.
- c) In case the own capital declines, leading to violations of credit extension limits (including the credit limit for a single customer, the credit limit for a customer and related persons, and the aggregate credit extensions exceeding the limits stipulated by the Prime Minister's decision): measures shall be taken to reduce outstanding loans (such as selling debts to debt purchasing companies, debt management and asset exploitation companies, or negotiating with customers to reduce outstanding loans) and to strengthen equity capital capacity so as to bring these limits back to compliance within a maximum of 24 months.
- d) Issuance of additional private placement shares to one or several existing shareholders exceeding the shareholding limits stipulated by the Law on Credit Institutions (such as: an individual shareholder holding more than 5% of OCB's charter capital; an institutional shareholder holding more than 10% of OCB's charter capital; a shareholder and related persons holding more than 15% of OCB's charter capital; a major shareholder of another credit institution and related persons of such shareholder holding more than 5% of OCB's charter capital). Existing shareholders whose shareholding exceeds the prescribed limits shall carry out procedures to transfer part of their shares to other shareholders so as to bring their shareholding ratio back within the statutory limits within a maximum of 24 months.
- e) During the implementation of the remedial plan, if OCB incurs accumulated losses exceeding 50% of the value of its charter capital and reserve funds as stated in its most recent audited financial statements or according to the inspection/ audit findings of competent agencies, the following additional support measures shall be applied upon written approval by the SBV:
 - (i) In the event that the amount required for risk provision exceeds the difference between annual business revenues and expenses, excluding the provisional risk provision already made during the year: the risk provision shall be made in an amount equal to the revenue-expense difference.
 - (ii) In the event that OCB has accrued interest to be written off: the allocation of such accrued interest to be written off shall be based on OCB's financial capacity, on the principle that the total amount of accrued interest to be written off and the amount required for risk provision shall equal the difference between annual business revenues and expenses of OCB; the allocation period for accrued interest to be written off shall not exceed 05 years from the date of approval by the SBV and shall only apply to receivables arising up to the time when the SBV issues a written request for OCB to implement the early intervention remedial plan.

1.2. THE IMPLEMENTATION ROADMAP OF THE EXPECTED REMEDIAL PLAN

The proposed implementation roadmap for the remedial plan in case of early intervention is expected to span **36 months**, divided into 03 phases as follows:

1.2.1. Phase 1 (06 months)

- a) Implementation period: 06 months from the date the BOD approves the Remedial Plan as specified in Section 5 of the Introduction to this Remedial Plan.
- b) Implementation tasks:
 - (i) Conduct a comprehensive review of the organizational structure, internal control system, financial capacity, and operational continuing capability of OCB to specifically identify the root causes leading to early intervention; assess existing weaknesses and analyze potential risks.
 - (ii) Immediately deploy liquidity improvement measures (the measures specified in Section 1.1.2 of this Chapter, excluding those pertaining to fixed assets).
 - (iii) Submit to the competent authority (in accordance with OCB's Charter) for approval of the plan to increase charter capital (the measures specified in Section 1.1.1 of this Chapter) under the Remedial Plan approved by the BOD and the support measures for the credit institution under early intervention as approved by the SBV (if any). Temporarily suspend the distribution of cash dividends (if any).

1.2.2. Phase 2 (24 months)

- a) Implementation period: 24 months following the conclusion of Phase 1.
- b) Implementation tasks:
 - (i) Execute procedures to increase charter capital and/or issue bonds eligible for inclusion in Tier 2 own capital in accordance with the plan approved by the competent authorities (under the measures specified in Section 1.1.1 of this Chapter).
 - (ii) Focus on the resolutions of NPLs and measures to improve the asset quality and operational efficiency (under the measures specified in Section 1.1.3 of this Chapter).
 - (iii) Conduct a review of fixed assets and execute the sale, transfer, or liquidation thereof to enhance liquidity (under the measures specified in Section 1.1.2 of this Chapter).
 - (iv) Implement measures to enhance corporate governance and management capacity (under the measures specified in Section 1.1.4 of this Chapter).
 - (v) In the event that the SBV approves support measures for credit institutions under early intervention (under the measures specified in Section 1.1.5 of this Chapter): Implement the measures in accordance with the timeline approved by the SBV.

1.2.3. Phase 3 (06 months)

- a) Implementation period: 06 months following the conclusion of Phase 2.
- b) Implementation tasks:
 - (i) Analyze and evaluate the effectiveness achieved following the implementation of remedial measures; and identify and assess residual risks and potential risks.
 - (ii) In the event that OCB's prudent ratios have not been fully restored in accordance with the Law on Credit Institutions and the SBV's regulations on the management of limits and prudent ratios in banking operations, carry out the procedures to extend the Remedial Plan pursuant to the provisions of Section 5 of the Introduction Part to this Expected Remedial Plan.

1.3. REMEDIAL MEASURES PER EARLY INTERVENTION CASE AND THE ESTIMATED IMPLEMENTATION PERIOD FOR EACH REMEDIAL MEASURE

1.3.1. In the case of early intervention due to the accumulated loss exceeding 15% of charter capital and reserve funds of OCB, while simultaneously violating the minimum capital adequacy ratio

Remedial measure	Expected time
Capital strengthening measures	
- Restriction on cash dividend for capital preservation purposes	Immediately
- Issuance of additional shares to increase charter capital; or	24 months
- Issuance of bonds eligible for inclusion in Tier 2 own capital	
Measures to improve asset quality and operational efficiency	
- Restrict investments and/or credit extensions with high-risk weights	24 months
- Comprehensively assess NPLs and debt recovery prospects	03 months
- Divest high-risk or potentially high-risk debts	18 months
- Expedite the resolution of NPLs (sell debts to VAMC, realize collateral)	12 months
- Review and adjust the methodology for allocating business targets	13 months
- Control operating expenses and curtail non-essential expenditures	24 months
- Adjust personnel headcount and operating expense quotas	12 months
Governance and management capacity enhancement measures	
- Strengthen risk supervision and the role of the assisting apparatus	Frequently
- Increase the frequency and the quality of internal audits for key activities	24 months
- Implement projects to enhance risk management capacity (IRB, IFRS)	30 months
- Upgrade IT systems to meet risk management requirements	24 months

1.3.2. In the case of early intervention due to due to OCB achieving a rating below the average rate in according to the SBV's regulation

Remedial measures	Expected time
Qualitative score improvement measures	
- Review and identify the root causes of the rating downgrade	03 months
- Adjust supervision and control measures to remedy limitations	06 months
- Complete the internal regulation system in compliance with the law	12 months
- Rectify outstanding findings of the inspection authorities and internal audit	24 months
Capacity enhancement measures (Quantitative score improvement)	
- Measures to enhance capital capacity in Section 1.3.1	By Section 1.3.1
- Measures to improve asset quality and efficiency specified in Section 1.3.1	By Section 1.3.1
- Measures to enhance governance and management capacity as specified in Section 1.3.1	By Section 1.3.1
Liquidity improvement measures	
- Increase the investment and holding of high-liquidity assets	06 months
- Proactively recover maturing debts to minimize loan extensions	Frequently

Remedial measures	Expected time
- Develop a plan for recovery and collection of outstanding receivables	18 months

1.3.3. In the case of early intervention due to the violation of solvency ratios for 30 consecutive days

Remedial measure	Expected time
Liquidity improvement measures	
- Increase the investment and holding proportion of high-liquidity assets	06 months
- Restructure financial investments and divest financial instruments	06 months
- Borrow from the SBV, other credit institutions, foreign bank branches	Immediately
- Proactively recover maturing debts to minimize loan extensions	Frequently
- Strengthen communication on OCB's financial capacity and prestige	12 months
- Control, prevent, and mitigate the spread of negative information	Frequently
- Develop and actively execute recovery plans for long-standing receivables	24 months
- Review and liquidate fixed assets that are no longer in regular use	24 months
- Sell or transfer fixed assets with low utilization efficiency	30 months
- Transfer capital contributions and investments with low efficiency	30 months
Governance and management capacity enhancement measures	
- Measures pursuant to Section 1.3.1 of this Chapter	By Section 1.3.1

1.3.4. In the case of early intervention due to a violation of CAR for 06 consecutive months
 Implement similar remedial measures in accordance with Section 1.3.1 of this Chapter.

1.3.5. In the case of early intervention due to a mass withdrawal of deposits and where a report has been submitted to the SBV

Remedial measure	Expected time
Liquidity improvement measures	
- Determine the root causes of the mass withdrawal of deposits	Immediately
- Implement measures to improve solvency ratios in Section 1.3.3	Pursuant to Section 1.3.1
- Adjust cash-on-hand limits at branches and transaction offices	06 months
- Ensure the stability and continuous operation of ATM, mobile banking, and internet banking systems	Frequently
- Strengthen communication and customer care activities	12 months
Capital capacity and governance enhancement measures	
- Capital capacity enhancement measures in Section 1.3.1	By Section 1.3.1
- Governance and management capacity enhancement measures pursuant to Section 1.3.1	By Section 1.3.1

1.4. REMEDIAL MEASURES DURING THE EARLY WARNING PHASE

1.4.1. Early warning signs

Early warning signs	Early warning tools
The projected CARs under capital stress testing scenarios meet the minimum requirements prescribed by the SBV for commercial banks but fall below the target CAR defined in OCB's risk appetite.	Capital stress testing (Internal capital adequacy assessment process)
Stress testing results for key risks and the monitoring of risk appetite and risk limit execution indicate that prudent limits or ratios have reached or exceeded the warning thresholds or limits defined in OCB's risk appetite and risk limit framework.	Stress testing for key risks and monitoring of risk appetite and risk limits
Recommendations, findings, or requirements issued by the Inspectorate, Internal Audit, independent audit firms, or other competent state authorities.	Internal Audit, Independent Audit, Inspection Authorities

1.4.2. Procedures upon the occurrence of early warning signs

- a) Upon the occurrence of early warning signs:
- (i) The Risk Management Division and relevant units shall coordinate to analyze the root causes and assess the impact of such early warning signs on OCB's operational safety.
 - (ii) The Risk Management Division shall report relevant matters to the CEO (via the Risk Council). Within the CEO's authority under the Law on Credit Institutions and OCB's internal regulations, the CEO shall direct emergency measures to remediate risks and ensure OCB's operational safety.
 - (iii) In the event that an early warning sign is severe (presenting a risk of leading to cases requiring early intervention as specified in Section 2 of the Introduction to this Expected Remedial Plan), the CEO shall report to the BOD (via the Risk Management Committee) and propose feasible and effective measures to remediate risks and ensure OCB's operational safety.
 - (iv) The CEO shall organize the implementation of remedial measures in accordance with the BOD's decisions, and shall monitor and report the results of such implementation to the BOD.
- b) Upon the occurrence of early warning signs, the Risk Management Division must enhance supervision and provide regular reports to the CEO regarding the compliance with limits and prudent ratios in OCB's operations to ensure timely directives and risk mitigation.

1.4.3. Measures to be implemented during the early warning phase

Early warning signs	Remedial measures
The CAR, as per capital stress testing results, fails to meet the target CAR defined in the OCB's Risk Appetite.	The CEO shall submit to the competent authority (pursuant to OCB's Charter) a decision on capital strengthening measures, such as: restricting cash dividend payments to preserve capital; issuing eligible bonds to increase Tier 2 own capital
Solvency ratios reach or exceed the warning thresholds specified in the risk appetite or risk limit frameworks	The CEO (or a person duly assigned or authorized by the CEO under OCB's internal regulations) shall decide on the implementation of liquidity improvement measures, such as increasing interbank borrowing limits, increasing investment proportion and maintaining holdings of high-liquidity assets.

Owner's equity decreases, leading to a violation of credit extension limits prescribed by law.	The Risk Management Division shall issue an urgent notice to relevant units to negotiate a credit balance reduction roadmap with customers, or consider submitting to the competent authority (pursuant to OCB's internal regulations) a debt sale plans in alignment with the law on debt purchase.
Other prudent ratios reach or exceed the warning thresholds or limits defined in the risk appetite or risk limit frameworks.	The CEO (or a person duly assigned or authorized by the CEO under OCB's internal regulations) shall decide on an appropriate business adjustment plan to restore the breached prudent ratios.

1.5. PRINCIPLES FOR THE IMPLEMENTATION OF THE REMEDIAL PLAN UPON THE OCCURRENCE OF EARLY INTERVENTION AND THE MECHANISM OF SUPERVISION AND REPORTING

1.5.1. Principles for the implementation of the Remedial Plan

- a) Upon the occurrence of one or more circumstances requiring early intervention (as specified in Section 2 of the Introduction to this Expected Remedial Plan) and/or upon receipt of a written request from the SBV to update or immediately implement the Remedial Plan:
 - (i) The Risk Management Division and relevant units at the Head Office shall coordinate to evaluate OCB's operations, identify the root causes leading to early intervention, report to the CEO (via the Risk Council), and update this Expected Remedial Plan in accordance with the SBV's requirements.
 - (ii) The CEO shall report and submit the Remedial Plan (updated as per SBV's requirements) to the BOD for approval, and shall organize the execution of remedial measures pursuant to the BOD-approved Remedial Plan.
- b) The implementation of the Remedial Plan must ensure compliance with the requirements of the SBV, the Law on Credit Institutions, relevant SBV's regulations, and the detailed provisions specified in Section 5 of the Introduction to this Remedial Plan.

1.5.2. Supervision and reporting during the Remedial Plan implementation period

During the implementation of the Remedial Plan, the progress and results of remedial measures shall be supervised and reported in accordance with the following mechanism:

- Relevant Units shall report to the CEO on a daily basis (via the Risk Council)
- The CEO shall report to the BOD on a weekly basis (via the Risk Management Committee).
- The CEO shall preside over the reporting process to the SBV, ensuring strict compliance with the SBV's requirements.

PROPOSAL
TO THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS
Re: Resolution on Certain Other Matters Falling within the Authority of the General Meeting of Shareholders

For the purpose of ensuring that the governance and management of Orient Commercial Joint Stock Bank ("OCB") are conducted in a timely, convenient and effective manner, the Board of Directors respectfully submits to the General Meeting of Shareholders ("GMS") for approval the authorization of the Board of Directors to decide on the following matters falling within the authority of the GMS:

1. To decide on OCB's organizational structure and management and executive apparatus.
2. To decide on solutions to address significant financial fluctuations of OCB.
3. To decide on the implementation of procedures for re-issuance/replacement of OCB's Banking Operation Licence in accordance with the licence form prescribed by the State Bank of Vietnam.
4. To consider and decide on changes to and supplementation of business lines in accordance with applicable laws; and to promulgate financial regulations and other rules and regulations falling within the authority of the GMS.
5. To decide on the maximum foreign ownership ratio in OCB, provided that such ratio does not exceed 30% of OCB's charter capital or such other maximum ratio as may be permitted by law from time to time, and to amend OCB's Charter accordingly in respect of the maximum foreign ownership ratio in OCB.
6. To decide on matters relating to the purchase and sale of treasury shares (including, without limitation, promulgating, determining and amending any necessary capital utilization plans).
7. To approve the write-off of risk-resolved debts from off-balance sheet accounts in accordance with applicable laws.

The above authorization shall remain valid until the next Annual General Meeting of Shareholders.

Respectfully submitted./.



Recipients::

- Shareholders;
- Board of Directors;
- Supervisory Board;
- Chief Executive Officer;
- Filed at: BOD Office.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN



[Signature]
TRINH VAN TUAN



PROPOSAL TO THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

*Re: Election of an Additional Independent Member of the Board of Directors
for the 2025–2030 Term*

At the 2025 Annual General Meeting of Shareholders, the General Meeting of Shareholders elected the Board of Directors and the Supervisory Board for the 2025–2030 term, including one (01) independent member of the Board of Directors. Pursuant to Article 69 of the Law on Credit Institutions 2024, the Board of Directors of a joint stock credit institution must comprise at least two (02) independent members. Accordingly, OCB is required to elect one (01) additional independent member of the Board of Directors.

In order to carry out the election of an independent member of the Board of Directors for the 2025–2030 term in compliance with applicable laws, OCB issued a notice to shareholders regarding the conditions, criteria and procedures for nomination and self-nomination for the position of independent member of the Board of Directors, as well as the deadline for submission of nomination and self-nomination dossiers to OCB for consolidation of the list of candidates for submission to the State Bank of Vietnam.

Based on the personnel requirements of the Board of Directors for the 2025–2030 term, the Board of Directors of OCB approved the proposed candidate list for election as independent member of the Board of Directors for the 2025–2030 term, submitted such list to the State Bank of Vietnam, and obtained the State Bank of Vietnam's approval of the proposed candidate list for election as independent member of the Board of Directors for the 2025–2030 term as follows (summary curriculum vitae attached in the Appendix):

No	Full name	Proposed position
1	Le Xuan Nghia	Independent Member of the Board of Directors

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

- The number of members of the Board of Directors for the 2025–2030 term shall be eight (08), including two (02) independent members.
Number of additional Board of Directors members to be elected for the 2025-2030 term:
01 Independent Board Member.
- To proceed with the election of Mr. Le Xuan Nghia as an Independent Member of the Board of Directors for the 2025–2030 term, based on the proposed candidate list already approved by the State Bank of Vietnam.

Respectfully submitted./.



Recipients:

- Shareholders;
- Board of Directors;
- Supervisory Board;
- Chief Executive Officer;
- Filed at: BOD Office.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN



TRINH VAN TUAN





Nhiệm kỳ và thành tựu

APPENDIX

APPENDIX INFORMATION OF THE CANDIDATE PROPOSED FOR ELECTION AS AN INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS FOR THE 2025-2030 TERM

(Attached to Proposal No. 09/2026/TTr – HDQT/DH)



No	Full Name	Date of Birth	Nationality	Professional qualifications	Career history and related interests
I	Candidate proposed for election as a member of the Board of Directors				
1	Mr. LE XUAN NGHIA	02 Feb 1952	Vietnamese	PhD, Merseburg University	<ul style="list-style-type: none"> - 01/1976–09/1982: Civil servant at the State Committee for Prices. - 09/1982–09/1986: Doctoral candidate at Merseburg University (German Democratic Republic). - 09/1986–01/1989: Civil servant at the Institute for Market and Price Research, State Committee for Prices. - 01/1989–08/1993: Deputy Director of the Institute for Market and Price Research, Government Pricing Board (formerly the State Committee for Prices). - 09/1993–11/1996: Director of the Institute for Market and Price Research, Government Pricing Board. - 12/1996–12/1997: Civil servant at the Institute for Market and Price Research, Government Pricing Board. - 01/1998–09/1998: Editor-in-Chief of the Market and Prices Journal, Institute for Market and Price Research (Government Pricing Board). - 10/1998–10/2008: Director General of the Banking Development Strategy Department, State Bank of Vietnam. - 11/2008–02/2012: Vice Chairman of the National Financial Supervisory Commission. - 02/2012–present: President of the Institute for Business Development Research. - 04/2015–06/2020: Member of the Board of Directors of National Citizen Commercial Joint Stock Bank (NCB) for the 2015–2020 term. - 06/2020–06/2021: Senior Advisor to the Board of Directors – Office of the Board of Directors, NCB. - 04 August 2025–present: Member of the Prime Minister's Policy Advisory Council.