

**VIETCREDIT FINANCE  
JOINT STOCK COMPANY**

Number: 264/2025/VietCredit-TT

**SOCIALIST REPUBLIC OF VIETNAM  
Independence - Freedom - Happiness**

Hanoi, April 18, 2025

**STATEMENT  
ON APPROVAL OF THE PLAN TO ISSUE SHARES UNDER THE  
EMPLOYEE STOCK OPTION PROGRAM (ESOP PROGRAM)**

**Respectfully submitted to: General Meeting of Shareholders (GMS) of  
VietCredit Finance Joint Stock Company**

*Pursuant to:*

- *Law on Credit Institutions No. 32/2024/QH15 dated January 18, 2024;*
- *Enterprise Law No. 59/2020/QH14 dated June 17, 2020 and amended and supplemented documents ;*
- *The Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *Law No. 56/2024/QH15 amending and supplementing a number of articles of the Law on Securities, the Law on Accounting, the Law on Independent Auditing, the Law on State Budget, the Law on Management and Use of Public Assets, the Law on Tax Administration, the Law on Personal Income Tax, the Law on National Reserves, the Law on Handling of Administrative Violations passed by the National Assembly of the Socialist Republic of Vietnam on November 29, 2024;*
- *Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities ;*
- *Circular No. 25/2017/TT-NHNN dated December 29, 2017 of the State Bank regulating the dossier, order and procedures for approving changes of non-bank credit institutions*
- *The Charter of organization and operation of VietCredit Finance Joint Stock Company;*
- *The Regulations on Organization and Operation of the Board of Directors .*

The Board of Directors (BOD) respectfully presents to the General Meeting of Shareholders (GMS) for consideration and approval of the Plan for issuing shares under the Company's Employee Stock Ownership Plan (ESOP). Details are as follows:

## **I. PURPOSE OF RELEASE**

The plan to issue shares under the ESOP program aims to:

- Recognize employees' contributions to the Company ;
- Motivate employees to complete tasks excellently ;
- Encourage, enhance the role, responsibility and rights of workers and employees to strive together and share the Company's successes ;
- Attract and retain key, dedicated, professionally competent and experienced employees.

## **II. ISSUANCE PLAN**

STT	Plan	Content
1	Issuer	VietCredit Finance Joint Stock Company



STT	Plan	Content
2	Name of Shares	Shares of VietCredit Finance Joint Stock Company
3	Ticker Symbol	TIN
4	Listing/Trading Venue	Upcom
5	Type of Shares	Common stock
6	Par Value per Share	10,000 VND/share
7	Current share capital	VND 911,783,310,000 (At the time of submission to the 2025 Annual General Meeting of Shareholders (GMS))
8	Number of Shares Outstanding	91,178,331 shares
9	Number of treasury shares	0 shares
10	Number of Shares to Be Issued	Maximum 911,783 shares (equivalent to 0.1% of outstanding shares)
11	Total Par Value of Shares to Be Issued	Maximum 9,117,830,000 VND
12	Eligible Participants	The Company's officers and employees according to the list approved by the Board of Directors (hereinafter referred to as "Employees"). The General Meeting of Shareholders (GMS) authorizes the Board of Directors to decide and promulgate the Regulations and principles for determining the number of shares distributed to each Employee and the list of Employees eligible to purchase shares issued under the ESOP program.
13	Standards for Employees to participate in the ESOP program	The basis for establishing criteria for evaluating employees of the ESOP program or not includes: <ul style="list-style-type: none"> <li>• Years of experience at the Company ;</li> <li>• Position and title held at the Company ;</li> <li>• Work completion results in the most recent year .</li> <li>• Development potential and ability to contribute to the Company's future operations.</li> </ul>
14	Offering Price	10,000 VND/share
15	Lock-up Period	Issued shares will be restricted from transfer for 01 year from the date of issuance end (which is the date of completion of collection of money to buy shares from employees).
16	Plan for handling unsold shares in case employees do not buy or buy part of the shares ("Shares to be distributed")	The General Meeting of Shareholders (GMS) authorizes the Board of Directors to decide on the allocation of the number of Shares to be distributed to other employees in the initial ESOP list at the same issuance price.
17	Estimated Implementation Timeline	Expected to be implemented in 2025, specific time to be decided by the Board of Directors
18	Plan to ensure that the issuance of shares meets the regulations on foreign ownership limit	The General Meeting of Shareholders (GMS) authorizes the Board of Directors to decide on a plan to ensure that the issuance of shares meets the regulations on foreign ownership limit.



### III. PLAN FOR UTILIZATION OF PROCEEDS FROM THE ISSUANCE

The total amount of money raised from the issuance is expected to be VND 9,117,830,000 and will be used to supplement working capital for the Company's lending activities. The specific capital usage plan will be decided by the Board of Directors on the basis of ensuring the Company's interests and ensuring compliance with relevant legal regulations.

### IV. VIA ADDITIONAL TRADING REGISTRATION

Through registration of additional depository at the Vietnam Securities Depository and Clearing Corporation and registration of additional trading at the Hanoi Stock Exchange for all actual shares issued under the ESOP share issuance plan.

### V. APPROVAL OF THE INCREASE IN SHARE CAPITAL AND AMENDMENT OF CHARTER CAPITAL, NUMBER OF SHARE IN CIRCULATION AND OTHER RELATED CONTENTS IN THE COMPANY'S CHARTER ACCORDING TO THE ACTUAL CAPITAL INCREASE FROM THE ISSUANCE

Through increasing the share capital and amending the share capital, number of outstanding shares and other related contents in the Company's charter to correspond to the aggregate par value of shares actually issued according to the above issuance plan.

### VI. AUTHORIZATION

The General Meeting of Shareholders (GMS) assigns and authorizes the Board of Directors to decide and implement the following tasks, including but not limited to:

- Issue regulations on issuance of shares under the Employee Stock Ownership Plan (ESOP) ;
- During the restricted transfer period, if an employee resigns, the shares issued to that employee will be handled according to the Regulations on the employee stock issuance program issued by the Board of Directors ;
- Decide on the principles for determining the number of shares distributed to each employee and the list of employees eligible to participate in the ESOP program;
- Calculate the detailed issuance ratio at the time of implementing the Issuance Plan based on the maximum number of issued shares approved by the General Meeting of Shareholders (GMS) above ;
- Decide in detail on the capital usage plan in accordance with the purposes approved by the General Meeting of Shareholders (GMS) above ;
- Decide on a plan to ensure that the issuance of shares meets the regulations on foreign ownership limit ;
- Decide on the issuance time, prepare, edit and explain all necessary documents and procedures to report the issuance of shares to the State Securities Commission, decide in detail and edit and supplement the issuance plan depending on the actual situation at the time of issuance or upon request of the competent authority and perform the work in accordance with legal regulations to complete the issuance of shares;
- Carry out necessary procedures to report issuance results to the State Securities Commission;

- Register and deposit additional shares at the Vietnam Securities Depository and Clearing Corporation and register additional transactions at the Hanoi Stock Exchange for the actual number of shares issued within the time prescribed by current law ;
- Decide and carry out procedures to change the contents of business registration (including carrying out procedures to register for an increase in Charter Capital after the end of the issuance) and sign necessary documents related to the adjustment of the increase in Charter Capital on the Certificate of Business Registration/License for Establishment and Operation at the competent state agency; amend the Charter Capital level, number of outstanding shares and other related contents in the Company's Charter and other procedures/work related to the above increase in Charter Capital with competent State agencies and related units;
- Decide on all matters, carry out all procedures and other necessary work to successfully implement the above issuance plan ;
- The Board of Directors is authorized to the Chairman of the Board of Directors or the General Director to perform one or more of the above tasks.

Respectfully submit to the General Meeting of Shareholders (GMS) for approval of the Plan to issue shares under the Employee Stock Ownership Plan (ESOP) for the company .

**BOARD OF DIRECTORS**



Chairman

**Nguyen Duc Phuong**



