

No.: 10/2025/TTr-HDQT

Hanoi, 15/03/2025

## PROPOSAL

(Regarding: Approval of plan on private offering of shares)

**To: The 2025 Annual General Meeting of Shareholders**

- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 17/06/2020 and effective from 01/01/2021 and related implementing documents;
- Pursuant to the Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 26/11/2019 and effective from 01/01/2021 and related implementing documents;
- Pursuant to the current Charter of Viet Nam Financial Investment Securities Corporation (VISC) (“the Company”);
- Considering the actual situation.

During the 2024 Annual General Meeting of Shareholders, the plan for issuing private shares was approved. However, due to unfavorable conditions in the stock market throughout 2024, the Board of Directors and the Board of Management have not yet implemented this issuance plan. To ensure that the Company has sufficient capital for its business operations in 2025, the Board of Directors respectfully submits a revised Plan for Offering Individual Shares for approval at the 2025 Annual General Meeting of Shareholders. The details of the plan are as follows:

### I. Legal basis

- Pursuant to the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 17/06/2020 and its implementing documents;
- Pursuant to the Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on 26/11/2019 and its implementing documents;
- Pursuant to Decree No. 155/2020/ND-CP of the Government detailing a number of articles of the Securities Law dated 31/12/2020;
- Pursuant to the Company’s Charter.

## II. Private offering plan

### 1. Offering plan

- Stock name: Shares of Viet Nam Financial Investment Securities Corporation
- Stock type: Common stock
- Stock code: VIG
- Par value: 10,000 VND /share (Ten thousand dongs/share)
- Expected number of shares offered: 50,000,000 shares (Fifty million shares)
- Total value of shares offered at expected par value: 500,000,000,000 VND (Five hundred billion dongs)
- Offering price: 10,000 VND/share
- Offering subject: Professional securities investors according to the provisions of law
  - ✓ Selection criteria: Organizations and individuals who meet the conditions of being Professional Securities Investors according to the provisions of law.
  - ✓ Number of Investors: Less than 100 professional securities investors
  - ✓ List of offering subjects: The General Meeting of Shareholders authorizes the Board of Directors to search, select, determine the qualifications of professional securities investors and approve the List of professional securities investors who are allowed to participate in purchasing shares offered individually, the number of shares offered for each investor, but still ensuring that the number of investors allowed to purchase shares offered individually does not exceed 100 investors.
- Transfer restriction: Shares offered privately to professional investors under this plan will be subject to transfer restriction for 01 year from the end date of the offering, except for transfers between professional securities investors or in accordance with a legally effective court judgment or decision, an arbitration decision or inheritance in accordance with the provisions of law.
- Expected time of issuance to Investors: The third quarter of 2025 or the General Meeting of Shareholders authorizes the Board of Directors to select an appropriate time to carry out the offering after receiving written approval from the State Securities Commission in accordance with the provisions of law.
- Approval of the plan to handle the undistributed shares:

In case the investors on the List of investors eligible to purchase shares approved by the Board of Directors do not register to purchase/do not pay to purchase part or all of the expected number of shares, the General Meeting of Shareholders authorizes the Board of Directors to





continue searching, determining the qualifications of professional securities investors and selecting professional securities investors to purchase shares at a price of 10,000 VND/share. In case the deadline for distributing shares expires according to the provisions of the Law (including the extension period, if any), if there are still undistributed shares, the number of undistributed shares will be canceled and the Board of Directors will decide to end the offering.

- Approval of the plan to ensure the issuance of shares meets the foreign ownership ratio:

In order to ensure the foreign ownership ratio at the time of offering, the General Meeting of Shareholders approves not to distribute shares to foreign investors in this issuance.

## 2. Purpose of release:

- Additional capital for the Company's business operations;

## 3. Approval of the plan for using capital from the offering:

Capital after successful capital increase to implement securities business activities according to regulations. Specifically as follows:

Ord.	Purpose of using capital	Amount (VND)
1	Lending for securities margin trading	From 400,000,000,000 to 450,000,000,000
2	Securities trading	From 50,000,000,000 to 100,000,000,000

(\*) Depending on actual conditions and fluctuations in the stock market, the disbursement value for the transactions stated in the detailed capital use plan may change. The General Meeting of Shareholders authorizes the Board of Directors to proactively adjust the capital use plan after successful issuance to implement securities business activities to minimize risks and maximize benefits for shareholders.

## 4. Securities Registration and Additional Transaction Registration

All successfully offered shares will be registered for additional securities at the Viet Nam Securities Depository and Clearing Corporation (VSDC) and registered for additional listing on the Hanoi Stock Exchange (HNX) after completing the offering.

The General Meeting of Shareholders authorizes the Board of Directors to carry out the necessary procedures to register additional securities and register for additional listing of the additional shares issued under the above plan at VSDC and HNX in accordance with the provisions of law.

## 5. Authorization

The General Meeting of Shareholders authorizes the Board of Directors to deal with the following matters:

- Develop a detailed Offering Plan;

- Approve the amendment of the Company Charter with content related to the new charter capital after completing the offering;
- Approve the full authorization for the Board of Directors to direct the functional departments to carry out procedures to change the company's operating license after completing the offering;
- The General Meeting of Shareholders authorizes the Board of Directors to amend, supplement, and complete a part or the entire Offering Plan according to the actual situation of the Company or according to the request of the state management agency so that the Company's capital mobilization is successful and in accordance with the provisions of the Law, ensuring the rights of shareholders.

**Yours sincerely,**

**Cc:**

- As above;
- Archived: Documents, Board of Directors.

**ON BEHALF OF BOARD OF DIRECTORS**

**CHAIRMAN**



**Nguyễn Phúc Long**

