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BAO MINH SECURITIES COMPANY

SOCIALIST REPUBLIC OF VIET NAM
Independence - Freedom - Happiness

Ho Chi Minh City, April 01 2026

REPORT OF THE BOARD OF DIRECTORS AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Respectfully submitted to: THE GENERAL MEETING OF SHAREHOLDERS

The Board of Directors ("BOD") hereby reports to the General Meeting of Shareholders ("GMS") on the activities of the BOD in 2025 and the strategic orientation for operations in 2026 as follows:

PART I: SUMMARY REPORT ON THE ACTIVITIES OF THE BOD IN 2025

I. GENERAL CONTEXT

1. Macroeconomy in 2025

- In 2025, Vietnam's gross domestic product (GDP) increased by 8.02% compared to 2024, achieving high growth amid continued uncertainty in the global economy. This was a high growth rate during the 2011 - 2025 period, showing that the economy had recovered strongly and moved into a higher growth phase on a stable macroeconomic foundation. Economic growth tended to improve gradually over the year; in particular, Q4/2025 grew by 8.46%, the highest year-on-year increase in the 2011 - 2025 period, reflecting the increasingly clear spread of growth drivers and the balanced recovery of economic sectors.
- Investment continued to be an important driver of economic growth in the context of a stable macroeconomic environment and improved confidence among investment sectors. Total social investment implemented at current prices was estimated at VND 4,150.5 trillion, up 12.1% compared to 2024, indicating a clear expansion in investment scale and a positive contribution to aggregate demand. Investment in the state sector increased sharply in association with accelerated disbursement for key infrastructure projects. Investment in the non-state sector continued to recover along with production and business activities, while disbursed FDI reached USD 27.62 billion, up 9.0%, the highest level in the past 5 years.
- In 2025, Vietnam achieved many positive results with stable macroeconomics, high growth, controlled inflation, major balances ensured, expanded economic scale, a

positively shifting economic structure, and improved labor productivity… These results were achieved thanks to the strong direction of the Party Central Committee, the Government, ministries, and agencies; especially in institutional reform with many policies issued by the Central Committee, gradually creating a more favorable environment for enterprises and people; enhancing transparency, improving competitiveness, attracting investment capital, and implementing important projects, thereby creating momentum for high economic growth in 2025.

2. Securities market in 2025:

- As of 31/12/2025, the VN-Index reached 1,784.49 points, up 40.8% compared to the end of 2024; meanwhile, the HNX-Index reached 248.77 points, up 9.4%. This was a remarkable growth rate in the context where many regional and global markets recorded only modest gains or strong fluctuations. This development not only reflected the recovery after the previous adjustment period but also showed a significant improvement in the profit expectations of listed companies, investor confidence, and macroeconomic prospects.
- Alongside index movements, market scale also grew strongly. As of 31/12/2025, stock market capitalization reached VND 9,975.36 trillion, equivalent to about 77.9% of GDP, approaching the level of many emerging markets in the region. The high market capitalization-to-GDP ratio not only shows the market's increasing scale but also reflects the increasingly important role of the stock market in mobilizing and allocating resources for the economy.
- In addition to the increase in scale, the market structure continued to expand and diversify toward a more balanced and sustainable direction. As of the end of 31/12/2025, HOSE had 681 listed and traded securities codes, including 400 stock codes, 4 closed-end fund certificate codes, 18 ETF fund certificate codes, and 259 covered warrant codes, with total listed securities volume reaching more than 207.24 billion securities. The market capitalization value of stocks on HOSE reached more than VND 8.31 quadrillion, equivalent to 72.18% of 2024 GDP, accounting for 95.1% of the total market capitalization value of listed stocks in the entire market. This shows that the stock market is increasingly becoming an important capital mobilization channel for enterprises, not only for large enterprises but also for small and medium-sized enterprises with development capacity

II. ACTIVITIES OF THE BOD IN 2025

1. Activities of the BOD

1.1. Board of Directors

1.1.1 Members of the BOD

The BOD of BMSC for the IV term (2023-2028) in 2025 comprised the following members:

No.	BOD Member	Position
1.	Thieu Huu Chung	Chairman of the BOD
2.	Tran Ngo Phuc Bao	Vice Chairman of the BOD
3.	Nguyen Thy Phuong	Member of the BOD
4.	Phan Tan Thu	Member of the BOD cum General Director
5.	Do Van Ha	Member of the BOD

As of 10/01/2026, the BOD of BMSC had the following change in membership:

No.	BOD Member	Position
1.	Luong Thi Cam Tu	Chairman of the BOD
2.	Thieu Huu Chung	Standing Vice Chairman of the BOD
3.	Tran Ngo Phuc Bao	Vice Chairman of the BOD
4.	Nguyen Thy Phuong	Member of the BOD
5.	Phan Tan Thu	Member of the BOD cum General Director

1.1.2 Summary of BOD meetings and BOD Resolutions in 2025

- The BOD regularly held meetings to promptly resolve matters falling within its authority. In 2025, the BOD held 17 regular meetings to implement the resolutions of the GMS as well as carry out other matters within the authority of the BOD. All meetings fully satisfied the conditions for convening, and all incumbent members attended in full, ensuring proper procedures in accordance with the Charter and the Operating Regulations of the BOD of BMSC.
- The BOD Resolutions were disclosed in Section 5, Part II of the 2025 Corporate Governance Report dated 28/01/2026.

1.1.3. Activities of BOD members

- The BOD members duly performed their functions and duties in accordance with the Charter, internal regulations, and relevant legal regulations.
- The BOD members fully attended meetings, voted on submitted matters, and made recommendations to develop the Company's governance activities.

1.2. Activities of the independent BOD member and the independent member's assessment results regarding the activities of the BOD.

- According to the assessment of the independent BOD member, the BOD and its subcommittees properly performed their rights and obligations in accordance with their authority and the provisions of the Charter, internal regulations, and relevant legal regulations. The BOD ensured the Company's operations were safe, effective, and compliant with the Charter, the law, and other internal regulations; treated all shareholders equally; and respected the interests of persons with rights and interests related to the Company.
- The independent BOD member fully attended meetings, voted on submitted matters, and made recommendations to develop the Company's governance activities.

1.3. Activities of other subcommittees under the BOD

- Currently, the BOD has 02 direct subcommittees, namely the Risk Management Subcommittee and the Internal Audit Subcommittee.
- The subcommittees were established with the function of advising the BOD on assessing the effectiveness of the risk management and compliance system and supporting the BOD in exercising high-level supervision over the internal control system.
- In 2025, the 02 subcommittees operated in an independent, objective, and honest spirit for the purpose of minimizing losses to the Company and customers, ensuring the Company's operations proceeded smoothly, continuously, safely, accurately, and effectively, and enhancing the ability to achieve planned objectives.

1.4. Remuneration, operating expenses, and other benefits of the BOD and each BOD member

- The total operating expenses and remuneration of the BOD and the SB in 2025 were used within the operating budget limit approved by the GMS (5% of profit before tax achieved in 2025 but not less than VND 4.8 billion). The 2025 operating expenses and remuneration applied to executive and non-executive members of the BOD and the SB. A BOD member concurrently holding the position of General Director is entitled to a salary in accordance with current regulations.
- Details of remuneration payments to the BOD and the SB are presented in the audited financial statements for 2025 issued on 26/03/2026.

1.5. Results of supervision over the General Director

- The BOD directed the Board of Management to implement the resolutions of the GMS and the BOD, specifically as follows: Reviewing and implementing the 2025 business plan, preparing the 2026 business plan for submission to the Annual GMS, continuing to update and upgrade the information technology system serving the Company's business products and improving customer service quality, reviewing the system, ensuring safety, proactively preventing risks, implementing stock dividend payment to shareholders, using capital from the issuance during the year in accordance with the GMS Resolution, and performing other tasks to develop business associated with operational safety.
- In addition, based on the Charter, the BOD authorizes the General Director and others to decide on the Company's daily business matters, while regularly reporting on the implementation results of decisions, business plans, and operational orientations assigned by the BOD and the GMS.
- Accordingly, through the mechanism of inspection and supervision by periodic reports on the Company's business results and operational status and ad hoc reports upon request, the BOD assessed that the Board of Management had performed the assigned rights and duties in accordance with current law, the Company Charter, and the resolutions of the GMS and the BOD, while also performing the assigned rights and duties honestly and prudently, ensuring the maximum lawful interests of the Company and its shareholders. The Board of Management proactively improved the Company's management work in accordance with the proper order, authority, and the provisions of the Charter and current law. Collective activities and the development of corporate culture were strengthened, creating an environment of solidarity and cohesion within the Company.
- According to the assessment of the BOD, the Board of Management successfully fulfilled the assigned duties in the administration and management of the Company.

1.6. Report on transactions between related parties

- These transactions were disclosed by the Company in the 2025 Corporate Governance Report dated 28/01/2026. The transaction content was the provision of securities services permitted for BMS in accordance with legal regulations. The transactions were fully disclosed and approved in accordance with the Charter and current law.

1.7. Report on the results of BMS's securities issuance in 2025

1.7.1. Private bond issuance

- On the basis of performing the duties and powers of the Board of Directors as stipulated in the Company Charter and the Law on Enterprises, in 2025, the Board of Directors approved the offering and issuance of 01 (one) private bond code to restructure the Company's debts. In Resolution No. 37/2025-BMSC/NQ-HĐQT dated 05/09/2025, the BOD approved the private bond issuance in 2025. The Company has implemented the procedures and formalities for the private placement and issuance of BMS bonds in accordance with current regulations. The bonds were successfully issued with a total value of VND 200 billion, with a fixed interest rate applicable for the entire bond term of 8.5%/year.

1.7.2. Share issuance:

- In 2025, the Company successfully issued shares from equity capital and conducted a private placement of shares to increase its charter capital from VND 711 billion to VND 2,039 billion.

No.	Form of issuance	Successfully issued quantity	End date of the issuance	Date of registration change for additional trading
1	Share issuance to increase share capital from equity capital	7,821,227	30/05/2025	03/07/2025
2	Private placement of shares	125,000,000	09/12/2025	28/01/2026
Total		**132,821,227**		

- On 16/03/2026, the Company approved the audited report on the use of proceeds from the private placement of shares for charter capital increase, audited by Deloitte Vietnam Auditing Company Branch. (the full text of the audited report on the use of proceeds is attached to this report and disclosed in accordance with current regulations).

1.8. Report on the listing of BMS shares

- Pursuant to the 2025 Annual General Meeting of Shareholders Resolution No. 15/2025-BMSC/NQ-ĐHĐCĐ dated April 28, 2025; the 2025 Extraordinary General Meeting of Shareholders Resolution No. 02/2026-BMSC/NQ-ĐHĐCĐ dated January 10, 2026; and the contents of Submission No. 09/2025-BMSC/TT-HĐQT dated April 4, 2025 regarding the listing of the Company's shares on the Ho Chi Minh City Stock Exchange, as well as Submission No. 52/2025-BMSC/TT-HĐQT dated December 12, 2025 regarding the continued implementation of the share listing on the Ho Chi Minh City Stock Exchange in accordance with Submission No. 09/2025-BMSC/TT-HĐQT dated April 4, 2025, the Board of Directors has been and is implementing the necessary procedures in compliance with regulations to register the listing of the Company's shares on the Ho Chi Minh City Stock Exchange (HOSE).
- On March 10, 2026, the Board of Directors approved Resolution No. 19/2026-BMSC/NQ-HĐQT regarding the implementation of the listing of shares of Bao Minh Securities Joint Stock Company on the Ho Chi Minh City Stock Exchange. The Company has submitted the listing registration dossier to the Exchange and is continuing to complete the required documents for HOSE's appraisal and review, and will report at subsequent General Meeting of Shareholders' meetings as well as disclose information in accordance with current regulations

1.9. Report on the relocation of the head office:

In 2025, the Board of Directors planned to relocate the Company's head office to align with its business strategy as well as its operational expansion needs. Due to certain

obstacles during the implementation process, the Board of Directors did not proceed with the head office relocation and instead replaced it with a plan to expand the area of the current head office. At this meeting, the Board of Directors also submits for approval the amendment of the head office address due to the addition of operating area through the submission on amendment of the charter on organization and operation.

2. Assessment by the Board of Directors of the Company's business performance in 2025

Against the backdrop of many fluctuations in the macro market and the stock market, the Board of Directors, the Executive Board, and all BMS employees made efforts and achieved a number of positive results in 2025, specifically:

- *Total revenue* was VND 532 billion, up 80% compared to 2024 and reaching 166% of the plan.
- *Total expenses* were VND 401 billion, up 106% compared to 2024 and reaching 189% of the plan.
- *Profit before tax* was VND 131 billion. Of which, realized profit was VND 152 billion and unrealized profit was VND -21 billion. up 29% compared to 2024 and reaching 121% of the plan.
- *Profit after tax* was VND 105.7 billion and reached 122% of the business plan
- *Equity at the end of the period* reached VND 2.211 billion, up 156% compared to 2024
- *Total assets reached* VND 2.575 billion, up 46% compared to 2024
- Strictly controlled the margin lending and investment securities portfolio with a bad debt ratio = 0, making adjustments when market conditions fluctuated sharply to ensure the Company's safety.
- Maintained good relationships with credit institutions to ensure capital sources for business operations.
- Focused on implementing business activities in a prudent, safe direction, limiting risks and complying with current legal regulations

Accordingly, all contents assigned by the 2025 Annual General Meeting of Shareholders were well completed and exceeded by the Company in 2025.

PART II: OPERATION PLAN OF THE BOARD OF DIRECTORS IN 2026

1. Macroeconomic and stock market forecast for 2026

1.1. Macroeconomy in 2026

- In the latest assessment of the global and Vietnamese economic outlook, UOB Bank experts believe that 2026 is likely to continue to be volatile as the global economy faces prolonged uncertainties. The unpredictable economic policies of US President Donald Trump, together with geopolitical tensions in the Middle East, especially the conflict between the US - Israel and Iran, are adding pressure to commodity markets and the global growth outlook.

- In Vietnam, after growth of 8.02% in 2025, UOB assesses that the economy in 2026 may continue to maintain stable growth momentum thanks to the Government's commitment to promoting growth, infrastructure investment, and momentum from exports and FDI. However, in the context of continued international volatility, businesses and investors are recommended to closely monitor the market and proactively manage risks.
- In the context of rising crude oil prices due to Middle East tensions, combined with solid domestic growth prospects and depreciation pressure on the VND, UOB expects the State Bank of Vietnam to continue maintaining the refinancing rate at 4.50%. However, developments in the military conflict in the Middle East and the trajectory of oil prices still contain many uncertainties. UOB's base scenario assumes Brent oil prices will rise to 90 USD/barrel in Q2/2026 before falling back to around 80 USD/barrel by the end of 2026.
- For GDP, the impact would reduce growth by about 0.6-0.9 percentage points, with a lag of 2-4 quarters. Given the complexity and unpredictability of the geopolitical situation, the State Bank of Vietnam will most likely maintain a cautious stance, waiting for clearer signals from economic data.

1.2. Stock market in 2026

- The stock market in 2026 is forecast to maintain a positive trend thanks to a stable macroeconomic foundation, corporate profit growth of about 15%, and expectations of market upgrade. However, the increase will be more selective, and risks from geopolitics and global monetary policy still need to be monitored.
- The main drivers supporting the market in 2026 include (1) a positive macroeconomy with GDP growth expected to reach double digits, core inflation being well controlled, and fiscal policy continuing to support growth through large-scale public investment; (2) strong corporate earnings projections with expected EPS growth for the whole market of about 15%, concentrated in banking, retail, materials, and enterprises benefiting from infrastructure investment; and (3) structural factors, including the effect of market upgrade, improved market transparency, product expansion, and trading infrastructure upgrades, thereby attracting additional long-term capital flows from international investment funds.

2. Operational orientation of the Board of Directors in 2026

Based on the above assessments, the Board of Directors sets out the following key strategic directions during the term:

2.1. Regarding organization – governance:

Improve the quality of the governance and executive apparatus of the Board of Directors – Executive Board, strengthen the role of the Board of Directors and the Supervisory Board in the new term, promote the role of subcommittees supporting the Board of Directors, and assign specific duties to each member of the Board of Directors and the Executive Board.

2.2. Regarding business orientation:

- Business targets: Revenue of over VND 797 billion, profit before tax reaching VND 260 billion.
- Accelerate the implementation of solutions to promote brokerage activities and deploy securities account identification to provide customers with additional trading methods.
- Implement solutions to increase the ratio of active customers and maximize the customer base of organizations having business relationships;
- Seize market opportunities for proprietary trading activities as soon as market conditions are favorable.
- Deeply exploit the existing customer list and develop new customers, prioritizing groups of potential customers and those less affected by tariff policies from the US and vulnerable to external policies.

2.3. Issuance of shares to increase charter capital in 2026:

No.	Form of issuance	Expected number of shares to be issued (shares)
1	Share issuance for dividend payment	11,216,295
2	Additional public offering of shares to existing shareholders	101,966,326
Total		**113,182,621**

It is expected to increase the Company's charter capital from VND 2,039 billion to more than VND 3,171 billion through the issuance of dividend shares and a public offering to existing shareholders.

2.4. Listing BMS shares on HOSE

The Board of Directors shall continue to implement and complete the procedures for registering the listing of the Company's shares on the Ho Chi Minh City Stock Exchange in 2026

2.5. Capital Mobilization

The total maximum credit borrowing limit of the Company at credit institutions is proposed to be VND 10,000 billion.

Accordingly, the General Meeting of Shareholders resolves as follows:

- To authorize the Board of Directors and/or persons authorized by the Board of Directors to decide on the total credit borrowing limit of the Company at each credit institution, including transactions with a value equal to or exceeding 35% of the Company's total assets as stated in the most recent financial statements.
- To further authorize the Board of Directors and/or persons authorized by the Board of Directors, on behalf of the Company, to decide, negotiate, and execute loan agreements,

arrangements, borrowing dossiers, security/collateral documents, and other relevant documents; and to carry out all necessary procedures for the implementation of the aforementioned transactions.

- The implementation of such transactions must comply with applicable laws and regulations, including the Law on Enterprises, the Law on Securities, and regulations on financial safety and borrowing limits applicable to securities companies; and must also be aligned with the Company's business needs, repayment capacity, and risk management framework.

2.6. Focus on technology investment:

- Continue investing in the IT system to improve service quality for customers.
- Enhance the security of the online securities trading system to ensure the safe, stable, and smooth operation of the market

2.7. Focus on resource development:

- Consolidate and arrange resource management at BMSC to meet the requirements of the new economic context in a standardized, transparent manner, with the right people in the right jobs.
- Build an organizational structure suitable to the new scale and development orientation.
- Focus on organizing internal training to build standards and ethics for BMSC employees to ensure that the staff thoroughly understand and proactively implement the established core culture. Organize internal movements and activities such as the Youth Union, Trade Union, Women's Union, etc.to promote and improve employee productivity and morale.
- Develop plans and implement income improvements for employees toward parity with or higher than the industry's average income. Complete and standardize, make transparent and specify the KPI set to link employees' salary and bonus regimes to business results in order to improve labor productivity and business efficiency.

2.8. Develop the brand and enhance reputation:

- Implement solutions to enhance BMSC's credibility and promote its brand through competent authorities and media channels, combined with educational institutions to promote the brand in the long term.
- Leverage ecosystem exploitation activities when entering into joint ventures and affiliations with banks for advertising and brand enhancement.
- Prioritize improving communications through selective and controllable digital channels and social platforms to bring the BMSC brand closer to the market and customers.

2.9. Improve the quality of products and services:

- Build the existing product development team and improve customer care services. Innovate processes and forms, shorten transaction time to serve customers as quickly and as well as possible.
- Prioritize digital transformation to serve customers in the most optimal manner and improve business efficiency

- Promote joint venture and cooperation activities with commercial banks, investment funds, etc. in order to exploit the customer ecosystem toward providing customers with a full package of securities products and services.

2.10. Change the brand identity set

- Bao Minh Securities Company is oriented to implement a restructuring of its brand identity set in a modern, professional manner and in line with its development strategy in the new phase. The change in the brand identity is not limited to visual elements such as the logo, colors, and fonts, but is also developed consistently across the entire brand ecosystem, including communication materials, digital platforms, transaction spaces, and customer touchpoints. Through this, the Company aims to clearly convey the message of a dynamic, transparent, customer-centric financial institution that continuously innovates to adapt to market trends.
- Alongside refreshing its image, the Company identifies the standardization and unification of brand identity as a core factor in enhancing its prestige and recognizability in the securities market. The new brand identity will be closely aligned with the long-term development strategy, reflecting the vision of becoming a reputable, efficient securities company with a solid position. The implementation will be carried out according to an appropriate roadmap, ensuring consistency throughout the system, while being combined with communication, marketing, and corporate culture activities to spread brand values, strengthen internal cohesion, and reinforce the trust of customers, partners, and shareholders.

2.11. Network expansion

To serve the goal of sustainable development and enhance competitiveness, the Company plans to expand its operational network through the establishment of two branches in Hanoi and Ho Chi Minh City – the country's two largest economic and financial centers. The presence in these two strategic locations will help the Company directly access a diverse customer base, including domestic and foreign individual and institutional investors, while increasing its ability to provide financial and securities products and services quickly and effectively. In addition, the new branches will serve as focal points for business development, expanding brokerage market share, investment advisory services, as well as enhancing the Company's brand recognition in the market. The Company will implement the network expansion according to an appropriate roadmap, ensuring full compliance with legal regulations, in association with improving human resource quality, technology infrastructure, and the risk management system, in order to optimize operational efficiency and bring sustainable value to shareholders

With that spirit, the Board of Directors respectfully submits this report to the General Meeting for discussion, comments, and approval of its contents, while authorizing the Board of Directors to organize and implement them. BMSC wishes to continue receiving the trust and companionship of Shareholders. The management and all staff members

will make every effort to overcome all challenges, continue developing BMSC, innovate, and increase value for Shareholders, customers, and society.

Wishing the General Meeting every success.

Respectfully,

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



LUONG THI CAM TU

REPORT ON THE EVALUATION BY MR. THIEU HUU CHUNG – INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS ON THE PERFORMANCE OF THE BOARD OF DIRECTORS IN 2025

(Attached to the Board of Directors' Report at the 2026 Annual General Meeting of Shareholders)

Respectfully submitted to: Shareholders of Bao Minh Securities Joint Stock Company

Pursuant to the duties and powers as prescribed by law and the Company's Charter, I hereby report to the General Meeting of Shareholders (GMS) on the results of supervision and evaluation of the Board of Directors' performance in the fiscal year 2025 as follows:

The Board of Directors consisted of 05 members, including 02 independent members, ensuring compliance with legal requirements and governance practices applicable to listed companies. The structure of the Board ensured independence and appropriateness in composition, with diversity in professional expertise, experience, gender, and necessary skills to meet the Company's operational needs. Members of the Board complied with regulations on the prevention of conflicts of interest.

During the year, the Board convened and held 17 meetings and adopted 22 Resolutions/Decisions. All meetings were conducted in strict compliance with legal regulations, the Company's Charter, and internal regulations. Meeting materials were provided fully and in a timely manner to enable members to review and provide input. The Resolutions/Decisions issued by the Board were aligned with market developments, closely followed the Company's strategic objectives, and fulfilled the mandates assigned by the General Meeting of Shareholders.

In 2025, the Board effectively carried out its supervisory role over the Executive Management in implementing the Resolutions of the GMS and the Board. By maximizing the role of its subcommittees, the Board ensured that all Company activities strictly complied with legal regulations, the Company's Charter, and decisions of the GMS and the Board. The coordination between the Board and the Executive Management was maintained in an effective and transparent manner, ensuring the prevention of conflicts of interest.

The Board's operations ensured that the Company strictly complied with current corporate governance regulations applicable to public companies. Members of the Board maintained high ethical standards, protected shareholders' interests, and considered the interests of all stakeholders in the decision-making process.

In general, the Board members have diligently performed their governance duties in accordance with the Company's Charter and internal regulations. They have fulfilled their roles and responsibilities in directing, supporting, and supervising the Executive Management in implementing the matters approved by the GMS and the Board, ensuring compliance with legal regulations and safeguarding the lawful rights and interests of shareholders.

Respectfully submitted,

Mr. Thieu Huu Chung

Independent Member of the Board of Directors

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