**VIG: Annual General Mandate 2024**

On April 10, 2024, Viet Nam Financial Investment Securities Corporation announced General Mandate No. 01/2024/NQ/DHDCD-VISC as follows:

‎‎Article 1. The Annual General Meeting 2024 of Viet Nam Financial Investment Securities Corporation approves the following contents:

1. Approve the Report on bussiness results 2023 and 2024 business plan in 2024:

Report on bussiness results 2023

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Target | 2022 Results | 2023 Plan  | 2023 Results | Result/Plan (%)  |
| Total profit before tax  | 2,561,740,917  | 50,005,088,719 | 31,063,215,872 | 61% |
| I. Revenue from activities | 72,073,283,033 | 118,800,000,000 | 48,834,176,123 | 41.1% |
| 1.1 Interest from FVTPL | 55,333,147,422 | 43,000,000,000 | 16,530,000,000 | 38.4% |
| 1.2 Interest from HTM | 1,524,000,000 | 0 | 12,720,000,000 |  |
| 1.3 Interest from loans and receivables | 520,679,882 | 36,400,000,000 | 160,491,305 | 0.4% |
| 1.6 Revenue from securities brokerage operation | 10,002,160,895 | 30,000,000,000 | 4,038,918,969 | 13.5% |
| 1.7 Revenue from guarantee operation and securities issue agent |  | 4,000,000,000 |  | 0.0% |
| 1.9 Revenue from securities depository operation | 243,776,435 | 400,000,000 | 431,601,201 | 107.9% |
| 1.10 Revenue from financial consulting activities |  | 1,000,000,000 | 356,400,000 | 35.6% |
| 1.11 Revenue from other activities | 4,449,518,399 | 4,000,000,000 | 14,596,764,648 | 364.9% |
| II. Operating expense | 12,686,765,530 | 56,733,500,000 | 7,549,366,334 | 13.3% |
| 2.1 Loss from FVTPL | 4,316,447,374 | 0 | 2,610,000,000 |  |
| 2.4 Expenses of provision for financial assets, handling of bad receivables, impairment of financial assets and borrowing expenses |  | 24,000,000,000 |  |  |
| 2.6 Expenses for proprietary trading activities |  | 33,500,000 | 180,000,000 |  |
| 2.7 Expenses for securities brokerage operation | 7,015,987,509 | 27,000,000,000 | 3,946,573,744 | 14.6% |
| 2.8 Expenses for guarantee operation and securities issue agent |  | 900,000,000 |  |  |
| 2.9 Expenses for securities investment consulting operation |  | 3,600,000,000 | 9,730,455 | 0.3% |
| 2.10 Expenses for securities depository operation | 873,775,068 | 400,000,000 | 713,407,384 | 178.4% |
| 2.11 Expenses for financial consulting activities  | 307,996,847 | 800,000,000 |  | 0.0% |
| 2.12 Expenses for other services | 86,279,366 |  | 89,654,751 |  |
| III. Expenses for securities company management | 56,933,939,127 | 12,061,411,281 | 10,228,676,024 | 84.8% |
| IV. Operating results | 2,452,578,376 | 50,005,088,719 | 31,056,133,765 | 62.1% |
| 1 Other income | 577,861,875 |  | 17,220,523 |  |
| 2 Other expenses | 468,699,334 |  | 10,138,416 |  |
| 3. Other profit | 109,162,541 |  | 7,082,107 |  |

Business plan 2024

|  |  |  |
| --- | --- | --- |
| Target  | 2023 | 2024 Plan |
|  Plan  | Results |
| Total profit before tax | 50,005,088,719 | 31,063,215,872 | 42,236,000,000 |
| I. Revenue from activities | 118,800,000,000 | 48,834,176,123 | 86,050,000,000 |
| 1.1. Interest from FVTPL | 43,000,000,000 | 16,530,000,000 | 16,530,000,000 |
| 1.2. Interest from HTM | 0 | 12,720,000,000 | 12,720,000,000 |
| 1.3. Interest from loans and receivables | 36,400,000,000 | 160,491,305 | 32,500,000,000 |
| 1.6. Revenue from securities brokerage operation | 30,000,000,000 | 4,038,918,969 | 10,000,000,000 |
| 1.7. Revenue from guarantee operation and securities issue agent | 4,000,000,000 |  | 1,000,000,000 |
| 1.9. Revenue from securities depository operation | 400,000,000 | 431,601,201 | 500,000,000 |
| 1.10. Revenue from financial consulting activities | 1,000,000,000 | 356,400,000 | 800,000,000 |
| 1.11. Revenue from other activities | 4,000,000,000 | 14,596,764,648 | 12,000,000,000 |
| II. Operating expenses | 56,733,500,000 | 7,549,366,334 | 32,880,000,000 |
| 2.1. Loss from FVTPL | 0 | 2,610,000,000 | 2,000,000,000 |
| 2.4. Expenses of provision for financial assets, handling of bad receivables, impairment of financial assets and borrowing expenses | 24,000,000,000 |  | 22,500,000,000 |
| 2.6. Expenses for proprietary trading activities | 33,500,000 | 180,000,000 | 200,000,000 |
| 2.7. Expenses for securities brokerage operation | 27,000,000,000 | 3,946,573,744 | 6,500,000,000 |
| 2.8. Expenses for guarantee operation and securities issue agent | 900,000,000 |  | 600,000,000 |
| 2.9. Expenses for securities investment consulting operation | 3,600,000,000 | 9,730,455 | 100,000,000 |
| 2.10. Expenses for securities depository operation | 400,000,000 | 713,407,384 | 500,000,000 |
| 2.11. Expenses for financial consulting activities | 800,000,000 |  | 480,000,000 |
| 2.12. Expenses of other services |  | 89,654,751 | 32,400,000,000 |
| II. Expenses for securities company management | 12,061,411,281 | 10,228,676,024 | 10,934,000,000 |
| 3.1. Salary expenses and salary-based expenses  | 6,806,411,281 | 5,578,502,477 | 6,000,000,000 |
| 3.2. Office expenses | 2,000,000,000 | 1,325,205,106 | 1,500,000,000 |
| 3.3. Expenses for transmission line, network, member management, reception, other... |  | 3,374,978,311 | 3,434,000,000 |
| IV. Operating results | 50,005,088,719 | 31,056,133,765 | 42,236,000,000 |
| 1. Other income |  | 17,220,523 |  |
| 2. Other expenses |  | 10,138,416 |  |
| 3. Other profit |  | 7,082,107 |  |

1. Approve the Audited Financial Statements 2023
2. Approve the Report on activities of the Board of Directors in 2023 and operational plan 2024
3. Approve the Report of the Supervisory Board on the assessment of business results in 2023, the performance of the Board of Directors and Executive Board; Report on the self-assessment on activities of the Supervisory Board and each member in 2023
4. Approve the Proposal on the selection of an audit company for the Financial Statements 2024
5. Approve the Proposal on the remuneration 2023 and the planned remuneration fund in 2024 of the Board of Directors and Supervisory Board
6. Approve the Proposal on profit distribution plan 2023 and profit distribution plan 2024

Profit distribution plan 2023:

|  |  |  |
| --- | --- | --- |
| No. | Target | Value (Billion VND) |
| I | Business results of the Company |  |
| 1 | Total revenue | 48,851,396,646 |
| 2 | Total expenses | 17,788,297,764 |
| 3 | Profit before tax | 31,063,098,882 |
| 4 | Current corporate income tax | 0 |
| 5 | Deferred corporate income tax | 2,784,000,000 |
| 6 | Profit after tax |  |
| II | Profit after tax distribution expected to submit to the General Meeting |  |
| 1 | Total undistributed profit after tax |  |
| 1.1 | Undistributed profit after tax accumulated as of the end of previous period | 0 |
| 1.2 | Undistributed profit after tax in 2023 | 31,063,098,882 |
| 2 | Expected distribution |  |
| 2.1 | Appropriation of 0% profit after tax for bonus and welfare fund | 0 |

Profit distribution plan 2024:

|  |  |  |
| --- | --- | --- |
| No. | Target | Value (Billion VND) |
| I | Business results of the Company |  |
| 1 | Total revenue | 86,050,000,000 |
| 2 | Total expenses | 33,586,000,000 |
| 3 | Profit before tax | 42,236,000,000 |
| 4 | Current corporate income tax | 8,447,200,000 |
| 5 | Deferred corporate income tax |  |
| 6 | Profit after tax  | 33,788,800,000 |
| II | Profit after tax distribution expected to submit to the General Meeting |  |
| 1 | Total undistributed profit after tax |  |
| 1.1 | Undistributed profit after tax accumulated as of the end of previous period | 0 |
| 1.2 | Undistributed profit after tax in 2023 | 33,788,800,000 |
| 2 | Expected distribution |  |
| 2.1 | Appropriation of 0% profit after tax for bonus and welfare fund | 0 |

1. Approve the Proposal on private placement plan

I. Private placement plan

1. Offering plan

* Share name: Shares of Viet Nam Financial Investment Securities Corporation
* Share type: Common share
* Share code: VIG
* Par value: VND 10,000/share
* Number of shares expected to be offered: 50,000,000 shares
* Total value of shares offered at par value (expected): VND 500,000,000,000
* Offering price: VND 10,000/share
* Subject of the offering: according to regulations of the law
* Selection criteria: Organizations and individuals that meet the condition of being professional securities investors in accordance with the regulations of the law.
* Number of investors: Under 100 professional securities investors.
* List of subject of the offering: The General Meeting authorizes the Board of Directors to seek, select, determine the status of professional securities investors; and approve the list of professional securities investors who are eligible to participate in purchasing shares from the private placement and the number of shares offered for each investor, ensuring that the number of investors who can purchase shares from the private placement is not more than 100 investors.
* Transfer restriction: Shares from the private placement to professional securities investors according to the plan are restricted from transfer within 01 year from the date of completing the offering, except in the case of transfer between professional securities investors or conducting pursuant to the judgment or decision of the Court that has taken legal effect, the decision of the Arbitrator or the inheritance under applicable laws.
* Expected time of issue for investors: In Q3/2024; or the General Meeting authorizes the Board of Directors to choose an appropriate time to implement the offering after receiving written approval from the State Securities Commission under applicable laws.
* Approval of the plan on handling shares that are not fully distributed:

In the event that investors on the list of investors who are 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 authorizes the Board of Directors to continue to seek and determine the status of professional securities investors and select professional securities investors to purchase shares at the price of VND 10,000/share. In case of expiration of share distribution as prescribed by law (including extensions, if any), the number of shares that are not fully distributed will be canceled and the Board of Directors shall make a decision on completing the offering.

* Approval of the plan to ensure that the share issue meets the foreign ownership rate:

In order to ensure that foreign ownership rate is met at the time of offering, the General Meeting approves not distributing shares to foreign investors in this issue.

1. Issue purpose:
* Supplement working capital for the Company's business activities;
* Share premium obtained from the issue is used to write off part of the Company's accumulated losses.
1. Approval of the plan on using the capital obtained from the offering:

Capital source after successful issue to increase capital to implement securities trading activities according to regulations, specifically as follows:

|  |  |  |
| --- | --- | --- |
| No. | Capital use purpose | Amount (VND) |
| 1 | Securities margin lending | From 400,000,000,000 to 450,000,000,000 |
| 2 | Securities proprietary dealing | From 50,000,000,000 to 100,000,000,000 |

(\*) Depending on actual conditions and fluctuations of the securities market, the disbursement value for operations recorded in the detailed capital use plan may change. The General Meeting authorizes the Board of Directors to proactively adjust the plan on using capital after a successful issue to implement securities trading activities to minimize risks and maximize benefits for shareholders.

1. Additional securities registration and trading registration

All successfully offered shares will be registered for additional securities at Vietnam Securities Depository and Clearing Corporation and registered for additional listing on the Hanoi Stock Exchange after completing the offering.

The General Meeting authorizes the Board of Directors to carry out necessary procedures to register for additional securities and register for additional listing of additional issued shares according to the above plan at VSDC and HNX and complying with applicable laws.

1. Approve the Report on extending the time for submitting dossiers and documents related to debt sales and responsibilities of the former Executive Board
2. Approve the Proposal on supplementing underwriting operations

Article 2.

The General Meeting of Viet Nam Financial Investment Securities Corporation assigns the Board of Directors, based on the above contents, to implement in accordance with the Company's regulations and applicable laws.

‎‎Article 3.

The Board of Directors, Supervisory Board, Executive Board, Heads of units, and relevant units and individuals are responsible for implementing this General Mandate.

‎‎Article 4.

This General Mandate is approved in full by the Annual General Meeting 2024 of Viet Nam Financial Investment Securities Corporation at the meeting on April 10, 2024 with an approval rate of 100% of the total number of voting shares at the General Meeting.