

NGÂN HÀNG TMCP PHÁT TRIỂN TP.HCM

HCMC DEVELOPMENT J. S COMMERCIAL BANK

Số: 42/2025/CV-HDBank

V/v: Công bố Biên bản họp và Nghị quyết Đại hội
đồng cổ đông bất thường năm 2025

Announcement of 2025 EGM Minutes and Resolution

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM

THE SOCIALIST REPUBLIC OF VIETNAM

Độc lập - Tự do - Hạnh phúc

Independence – Freedom - Happiness

Tp. Hồ Chí Minh, ngày 8 tháng 01 năm 2025

Ho Chi Minh City, January 8, 2025

**CÔNG BỐ THÔNG TIN TRÊN CÔNG THÔNG TIN ĐIỆN TỬ
CỦA ỦY BAN CHỨNG KHOÁN NHÀ NƯỚC VÀ SGDK TP.HCM**

**DISCLOSURE OF INFORMATION ON WEB PORTALS OF
THE STATE SECURITIES COMMISSION AND HO CHI MINH CITY STOCK EXCHANGE**

Kính gửi: - Ủy ban Chứng khoán Nhà Nước

To: *State Securities Commission*

- Sở Giao dịch Chứng khoán TP.HCM

Ho Chi Minh City Stock Exchange

- | | |
|--|---|
| - Tên tổ chức | : NGÂN HÀNG TMCP PHÁT TRIỂN TP.HCM (HDBANK) |
| - <i>Name of organization</i> | : <i>Ho Chi Minh City Development Joint Stock Commercial Bank</i> |
| - Mã chứng khoán | : HDB |
| - <i>Securities code</i> | : <i>HDB</i> |
| - Địa chỉ trụ sở chính | : 25 bis Nguyễn Thị Minh Khai, P. Bến Nghé, Q. 1, Tp.HCM |
| - <i>Head office address</i> | : <i>25 Bis Nguyen Thi Minh Khai, Ben Nghe Ward, District 1, HCMC</i> |
| - Điện thoại | : (028) 62 915 916 |
| - <i>Telephone</i> | : <i>(028) 62 915 916</i> |
| - Người được ủy quyền công bố thông tin | : Phạm Văn Đầu – Giám đốc Tài chính |
| - <i>Authorized person to disclose information</i> | : <i>Pham Van Dau – Chief Financial Officer</i> |
| - Loại thông tin công bố | : (X) 24 tiếng |
| - <i>Type of disclosed information</i> | : <i>(X) 24 hours</i> |

Nội dung công bố thông tin:

Contents of disclosed information:

Thực hiện nghĩa vụ báo cáo, công bố thông tin của công ty niêm yết theo Thông tư số 96/2020/TT-BTC ngày 16/11/2020 của Bộ Tài chính, Ngân hàng Thương mại Cổ phần Phát triển Thành phố Hồ Chí Minh (HDBank) công bố Biên bản họp và Nghị quyết Đại hội đồng cổ đông bất thường năm 2025.

In compliance with the obligation of reporting and information disclosure of listed companies in accordance with Circular No. 96/2020/TT-BTC dated 16/11/2020 of the Ministry of Finance, Hochiminh City Development Joint Stock Commercial Bank (HDBank) issued the 2025 EGM Minutes and Resolution.

Thông tin này đã được công bố trên trang thông tin điện tử của HDBank tại đường dẫn:

This information has been posted on HDBank's website at:

Đường dẫn tiếng Việt: <https://hdbank.com.vn/vi/investor/thong-tin-nha-dau-tu/quan-he-co-dong/cong-bo-thong-tin-thong-tin-khac>

English Link: <https://hdbank.com.vn/en/investor/thong-tin-nha-dau-tu/quan-he-co-dong/cong-bo-thong-tin-thong-tin-khac>



HDBank đính kèm Biên bản họp, Nghị quyết và cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố.

HDBank attaches herewith the Minutes, Resolution and commits that the information stated above is true and takes full responsibilities legally for the contents of the information disclosed.

Nơi nhận:

Recipients:

- Ủy ban Chứng khoán Nhà nước
- State Securities Commission
- Sở Giao dịch Chứng khoán Tp.HCM
- Ho Chi Minh City Stock Exchange
- Lưu: Văn thư
- Filed: BOD's Secretary

NGÂN HÀNG TMCP PHÁT TRIỂN TP.HCM
HCMC DEVELOPMENT J.S.COMMERCIAL BANK



PHẠM VĂN ĐÀU





**GENERAL MEETING OF
SHAREHOLDERS**

THE SOCIALIST REPUBLIC OF VIETNAM

Independence – Freedom - Happiness

No.: 01/2025/BB-DHDCD

Ho Chi Minh City, January 08, 2025

**MEETING MINUTES
OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
IN 2025 OF HO CHI MINH CITY DEVELOPMENT JOINT STOCK
COMMERCIAL BANK (HDBANK)**

Today, at 08:30, January 08, 2025, the Extraordinary General Meeting of Shareholders in 2025 (hereinafter “the General Meeting” or “the EGM”) of Ho Chi Minh City Development Joint Stock Commercial Bank (hereinafter “HDBank”) was held virtually, applying e-voting method.

PART A

**PARTICIPANTS AND THE LEGITIMACY, VALIDITY
OF THE GENERAL MEETING**

I. GENERAL INFORMATION:

- Company: Ho Chi Minh City Development Joint Stock Commercial Bank (herein after “HDBank”).
- Head Office address: 25 Bis Nguyen Thi Minh Khai, District 1, Ho Chi Minh City.
- Business registration certificate No. 0300608092, 1st issuance dated August 11, 1992 by the Department of Planning and Investment of Ho Chi Minh City, 33rd amendment dated September 05, 2023.

II. PARTICIPANTS:

- Shareholders of Ho Chi Minh City Development Joint Stock Commercial Bank.
- HDBank’s Board of Directors (the BOD):
 - (1) Mr. Kim Byounggho - Chairman, Independent Member
 - (2) Ms. Nguyen Thi Phuong Thao - Vice Permanent Chairwoman – joined the virtual meeting
 - (3) Mr. Nguyen Huu Dang - Vice Chairman – joined the virtual meeting
 - (4) Mr. Nguyen Thanh Do - Vice Chairman
 - (5) Mr. Luu Duc Khanh - Vice Chairman – joined the virtual meeting
 - (6) Mr. Le Manh Dung - Independent Member – joined the virtual meeting
 - (7) Mr. Pham Quoc Thanh - Member cum Chief Executive Officer

- HDBank’s Board of Supervisors (the BOS):
 - (1) Mr. Dao Duy Tuong - Chief of the BOS
 - (2) Ms. Duong Thi Thu - Member – joined the virtual meeting
 - (3) Ms. Bui Thi Kieu Oanh - Member – joined the virtual meeting
 - (4) Mr. Nguyen Le Hieu - Member
- Members of HDBank’s Board of Management.

III. THE LIGITIMACY, VALIDITY OF THE GENERAL MEETING:

1. The examination of shareholder quorum:

Mr. Dao Duy Tuong – Head of the BOS reported the quorum of shareholders attending the AGM as follows:

- As of December 12, 2024 (The Record date for establishing the list of shareholders entitled to attend the EGM), HDBank had **19,235** (*nineteen thousand two hundred and thirty five*) shareholders, owning and representing the number of voting shares as **2,912,550,610** (*two billion night hundred and twelve billion five hundred and fifty thousand six hundred and ten*) shares, in which:
 - + 242 institutional shareholders including 118 foreign institutions and 124 domestic institutions;
 - + 18,993 individual shareholders, including 588 foreign individuals and 18.405 domestic individuals.
- At the time of opening the General Meeting, at **08:33, January 08, 2025**, the number of shares of shareholders successfully logging in to attend the Extraordinary General Meeting of Shareholders reached **2,428,855,656** shares, corresponding to the percentage of **83.39%** of HDBank's voting shares.

2. Declaration of eligibility to conduct the General Meeting:

Pursuant to the Law on Enterprises, HDBank's 2025 Extraordinary General Meeting of Shareholders was eligible to conduct.

PART B

CONTENTS AND PROGRESS OF THE GENERAL MEETING

I. THE PROGRESS OF THE GENERAL MEETING:

The Organizing Committee of the General Meeting submitted to the AGM for votes to approve the composition of the Presidium, the Vote Counting Committee and the Agenda of the Meeting.

At **08:42**, the number of shareholders successfully logged in to attend the Meeting: **189** shareholders, owning and presenting **2,434,742,147** voting shares.

The vote counting results were as follows:

1. The Presidium, consisting of:

- (1) Mr. Kim ByoungHo - BOD Chairman, Independent BOD Member
- (2) Mr. Nguyen Thanh Do - Vice Chairman of the BOD
- (3) Mr. Pham Quoc Thanh - Chief Executive Officer

The General Meeting of Shareholders (the GMS) voted to approve as follows:

▪ Approved	2,273,871,603 shares, equivalent to 93.39% of the total number of voting shares of shareholders attending the meeting
▪ Disapproved	0 shares, equivalent to 0% of the total number of voting shares of shareholders attending the meeting
▪ Abstained	11,475 shares, equivalent to 0.00% of the total number of voting shares of shareholders attending the meeting
▪ Failed to cast the vote	160,859,069 shares, equivalent to 6.61% of the total number of voting shares of shareholders attending the meeting

2. The Vote Counting Minutes, consisting of:

- (1) Mr. Dao Duy Tuong - Chief of the BOS - Chairman
- (2) Ms. Nguyen Thi Truc Dao - Head of Compliance Control Department - Vice Chairwoman
- (3) Ms. Vu Ha Van - Head of Internal Audit in Ho Chi Minh City area - Member

The GMS voted to approve as follows:

▪ Approved	2,273,871,603 shares, equivalent to 93.39% of the total number of voting shares of shareholders attending the meeting
▪ Disapproved	0 shares, equivalent to 0% of the total number of voting shares of shareholders attending the meeting
▪ Abstained	11,475 shares, equivalent to 0.00% of the total number of voting shares of shareholders attending the meeting
▪ Failed to cast the vote	160,859,069 shares, equivalent to 6.61% of the total number of voting shares of shareholders attending the meeting

3. The Agenda of the General Meeting, including:

- (1) Proposal on the dismissal of Mr. Nguyen Huu Dang from the position of the Board Member (according to his personal wishes).

The GMS voted to approve as follows:

▪ Approved	2,273,871,603 shares, equivalent to 93.39% of the total number of voting shares of shareholders attending the meeting
▪ Disapproved	0 shares, equivalent to 0% of the total number of voting shares of shareholders attending the meeting
▪ Abstained	11,475 shares, equivalent to 0.00% of the total number of voting shares of shareholders attending the meeting
▪ Failed to cast the vote	160,859,069 shares, equivalent to 6.61% of the total number of voting shares of shareholders attending the meeting

4. The Presidium appointed members of the Secretariat to record the meeting minutes, including:

- (1) Ms. Le Thi Khuyen - Deputy Chief of the BOD Office
- (2) Mr. Hoang Thanh Tung - Director of Investor Relations Department – the BOD Office
- (3) Ms. Nguyen Thi Thu Hien - Deputy Head of Legal Department

II. MAJOR CONTENTS OF THE GENERAL MEETING

1. The BOD’s Proposals submitted to the GMS for approval at the AGM:

Mr. Nguyen Thanh Do – Vice Chairman of the BOD presented the Proposal No. 436/2024/TT-HDQT on the dismissal of Mr. Nguyen Huu Dang from the position of the Board Member (according to personal wishes)

2. Results of counting votes:

At **08:50**, the number of shareholders successfully logged in to attend the Meeting: **196** shareholders, owning and presenting **2,449,855,407** voting shares.

The vote counting results were as follows:

2.1. The dismissal of Mr. Nguyen Huu Dang from the position of the Board Member (according to personal wishes):

▪ Approved	2,334,590,943 shares, equivalent to 95.30% of the total number of voting shares of shareholders attending the meeting
▪ Disapproved	0 shares, equivalent to 0% of the total number of voting shares of shareholders attending the meeting
▪ Abstained	17,437 shares, equivalent to 0.00% of the total number of voting shares of shareholders attending the meeting
▪ Failed to cast the vote	115,247,027 shares, equivalent to 4.70% of the total number of voting shares of shareholders attending the meeting

3. Discussion: There were some questions from shareholders that have been recorded. HDBank’s Investor Relations Department has noted and will soon respond fully to shareholders.

4. Issues arising beyond the approved agenda: None.

PART C

**THE SUBMISSION OF THE MEETING MINUTES OF HDBANK’S 2025 EGM
TO THE GMS FOR APPROVAL**

Mr. Nguyen Thanh Do – Vice Chairman of the BOD presented the meeting minutes of HDBank’s 2025 EGM.

The meeting minutes of HDBank’s 2024 EGM was voted by e-voting to be approved.

At **09:01**, the number of shareholders successfully logged in to attend the General Meeting: **208** shareholders, owning and presenting **2,450,075,462** voting shares.

According to the vote counting results, the GMS approved the meeting minutes, details are as follows:

▪ Approved	2,343,096,471 shares, equivalent to 95.63% of the total number of voting shares of shareholders attending the meeting
▪ Disapproved	0 shares, equivalent to 0% of the total number of voting shares of shareholders attending the meeting
▪ Abstained	78,004,402 shares, equivalent to 3.18% of the total number of voting shares of shareholders attending the meeting
▪ Failed to cast the vote	28,974,589 shares, equivalent to 1.18% of the total number of voting shares of shareholders attending the meeting

The General Meeting ended at 09:05 on the same day.

ON BEHALF OF THE PRESIDIUM

Mr. Kim Byoung-ho – BOD Chairman

(Signed)

SECRETARIAT

Ms. Le Thi Khuyen

(Signed)

Mr. Hoang Thanh Tung

(Signed)

Ms. Nguyen Thi Thu Hien

(Signed)

Attachments:

1. Report on the examination of eligibility and quorum of shareholders attending HDBank's 2025 EGM.
2. Appendix on the list of shareholders and shareholders' representatives attending the meeting with the corresponding number of shares and votes.
3. Proposals:
 - (1) Proposal No. 436/2024/TT-HDQT on the dismissal of Mr. Nguyen Huu Dang from the position of the Board Member (according to personal wishes).
4. Minutes of counting votes on issues submitted to the GMS at the EGM.

No.: 01/2025/NQ-DHDCD

Ho Chi Minh City, January 8, 2025

RESOLUTION

Ref: the dismissal of Mr. Nguyen Huu Dang from the position of the Board Member

**THE GENERAL MEETING OF SHAREHOLDERS
OF HO CHI MINH CITY DEVELOPMENT JOINT STOCK COMMERCIAL BANK**

- Pursuant to the Law on Credit Institutions No. 32/2024/QH15 dated January 18, 2024;
- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and amending, supplementing, guiding documents;
- Pursuant to the Charter of Ho Chi Minh City Development Joint Stock Commercial Bank (HDBank);
- Pursuant to the Proposal No. 436/2024/TT-HDQT dated December 12, 2024 on the dismissal of Mr. Nguyen Huu Dang from the position of the Board Member (according to personal wishes);
- Pursuant to the Minutes of HDBank's Extraordinary General Shareholders' Meeting in 2024 dated January 08, 2025,

HEREBY RESOLVES:

Article 1. To dismiss Mr. Nguyen Huu Dang from the position of Member of HDBank's Board of Directors for the term 2022 – 2027.

Article 2. To assign and authorize HDBank's Board of Directors to direct and carry out necessary procedures in accordance with the laws and internal regulations of HDBank to complete the dismissal mentioned in Article 1.

Article 3. This Resolution takes effect from the signing date.

Member of Board of Directors, Board of Supervisors, Board of Management and Mr. Nguyen Huu Dang are responsible for implementing this Resolution.

**FOR AND ON BEHALF OF
THE GENERAL MEETING OF SHAREHOLDERS
CHAIRMAN OF THE BOARD OF DIRECTORS**

Recipients:

- As Article 3;
- Website of HDBank – Investors Section;
- Filed at the BOD Office.

(Signed and sealed)

KIM BYOUNGHO