

Mẫu CBTT/SGDHCM-02

(Ban hành kèm theo Quyết định số 340/QĐ-SGDHCM ngày 19 tháng 08 năm 2016 của
TGD SGDCK TPHCM về Quy chế Công bố thông tin tại SGDCK TPHCM)

**NGÂN HÀNG TMCP
KỸ THƯƠNG VIỆT NAM**

CỘNG HOÀ XÃ HỘI CHỦ NGHĨA VIỆT NAM

Độc lập - Tự do - Hạnh phúc

Số: 1800-03/2025.../TCKH-TCB

Hà Nội, ngày 24 tháng 4 năm 2025

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

Kính gửi: - Ủy ban Chứng khoán Nhà nước
 - Sở Giao dịch chứng khoán TP.HCM

- Tên tổ chức: NGÂN HÀNG TMCP KỸ THƯƠNG VIỆT NAM
 - Mã chứng khoán: TCB
 - Địa chỉ trụ sở chính: Techcombank Tower, 06 Quang Trung, Phường Trần Hưng Đạo, Quận Hoàn Kiếm, Thành phố Hà Nội, Việt Nam
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 - Người thực hiện công bố thông tin: Bà Thái Hà Linh
Chức vụ: Giám đốc Kế toán, Chính sách Tài chính và Thuế
- Loại thông tin công bố: ☐ định kỳ ☐ bất thường ☐ 24h ☐ theo yêu cầu

Nội dung thông tin công bố:

*...ĐIỀU SỐ 0261 / 2025 / NGÀY 24/4/2025 VÀ PHỤ LỤC BỔ SUNG NỘI DUNG VÀ
...CHƯƠNG TRÌNH HỢP ĐỒNG THƯƠNG MẠI ĐƯỢC NGÀY 26/4/2025 VÀ TÀI LIỆU BỔ SUNG THUẬT SỐ ĐÍNH KÈM*
Thông tin này đã được công bố trên trang thông tin điện tử của Ngân hàng vào ngày 24/ 4 /2025 tại đường
dẫn: <https://www.techcombank.com.vn/nha-dau-tu>

Tôi 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./

Tài liệu đính kèm/

- Tài liệu liên quan đến việc CBTT

Đại diện tổ chức

Người đại diện theo pháp luật/Người UQ CBTT
(Ký, ghi rõ họ tên, chức vụ, đóng dấu)



**GIÁM ĐỐC KẾ TOÁN
CHÍNH SÁCH TÀI CHÍNH VÀ THUẾ
THÁI HÀ LINH**

Số: 0261/2025/NQ-HĐQT-TCB

Hà Nội, ngày 24 tháng 4 năm 2025

**NGHỊ QUYẾT HỘI ĐỒNG QUẢN TRỊ
NGÂN HÀNG TMCP KỸ THƯƠNG VIỆT NAM**

- Căn cứ Luật Doanh nghiệp số 59/2020/QH14 đã được Quốc hội nước Cộng hòa xã hội chủ nghĩa Việt Nam thông qua ngày 17/6/2020;
- Căn cứ Luật Chứng khoán số 54/2019/QH14 đã được Quốc hội nước Cộng hòa xã hội chủ nghĩa Việt Nam thông qua ngày 26/11/2019;
- Căn cứ Luật Các tổ chức tín dụng số 32/2024/QH15 đã được Quốc hội nước Cộng hòa xã hội chủ nghĩa Việt Nam thông qua ngày 18/01/2024;
- Căn cứ Điều lệ Ngân hàng TMCP Kỹ thương Việt Nam (Techcombank);
- Căn cứ Quy chế về tổ chức và hoạt động của Hội đồng quản trị Techcombank;
- Căn cứ Biên bản kiểm phiếu về việc lấy ý kiến Hội đồng quản trị Techcombank tại văn bản số 0251/HĐQT-TCB ngày 22/4/2025,

**HỘI ĐỒNG QUẢN TRỊ NGÂN HÀNG TMCP KỸ THƯƠNG VIỆT NAM
QUYẾT NGHỊ**

1. Hội đồng quản trị thông qua việc phê duyệt bổ sung nội dung vào Chương trình nghị sự họp ĐHĐCĐ thường niên ngày 26/4/2025 và tài liệu bổ sung trình ĐHĐCĐ thường niên ngày 26/4/2025, cụ thể: Trình bổ sung việc chia cổ tức và tài liệu trình ĐHĐCĐ đính kèm.
2. Chủ tịch HĐQT giao Tổng giám đốc và các bộ phận liên quan tổ chức triển khai trình Đại hội đồng cổ đông theo quy định của pháp luật và Điều lệ Techcombank.

Nơi nhận:

- Các Thành viên HĐQT;
- Tổng giám đốc;
- Các Khối có liên quan;
- Lưu VP HĐQT.



Hồ Hùng Anh

LIST OF DOCUMENTS

2025 ANNUAL GENERAL SHAREHOLDERS' MEETING

1. Report on Techcombank's 2024 Business Performance and 2025 Business Plan;
2. Report of the Board of Directors on its activities and individual performance of Board members in 2024;
3. Report of the Supervisory Board on its performance in 2024 and operation plan for 2025;
4. Proposal for the approval of the independently audited separate and consolidated financial statements of Techcombank and its subsidiaries (*For detailed reports, please see Techcombank website*); and the approval of appropriation of reserves and distribution of profits in 2024.
5. Proposal on the selection of an international audit to conduct the audit/review of financial statements and provide assurance services for internal control system during the 2026-2027 fiscal year;
6. Proposal on share issuance under the Employee Stock Options Plan (ESOP), the plan for increasing charter capital in 2025 and other relevant issues;
7. Proposal on the amendment and supplement of the Charter of Techcombank + the draft Charter and the amendment and supplement of the Statute on organization and operation of Techcombank's Board of Directors + the draft Statute;
8. Proposal on the amendment and supplement of the Statute on organization and operation of Techcombank's Supervisory Board + the draft Statute;
9. Proposal on Techcombank's remedial plan in the event of SBV's early intervention;
10. Proposal the Dividend Payment Plan in 2024;
11. Draft of the 2025 AGM Resolutions.

PROPOSAL

Regarding approval of Dividend Payment Plan in 2024

To: GENERAL MEETING OF SHAREHOLDERS

- Pursuant to Enterprise Law No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Pursuant to the Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;
- Pursuant to the Law on Credit Institutions No. 32/2024/QH15 approved by the National Assembly of the Socialist Republic of Vietnam on January 18, 2014;
- Pursuant to the Government's Decree No.155/2020/NĐ-CP dated on December 31, 2020 on guidelines for the Law on Securities 2019;
- Pursuant to the Charter of Vietnam Technological and Commercial Joint Stock Bank - Techcombank (“Bank”);
- Pursuant to Vietnam Technological and Commercial Joint Stock Bank’s audited financial statement of 2024;
- Pursuant to Proposal by a group of shareholders that owns more than 05% of Techcombank’s outstanding shares;
- Pursuant to Techcombank’s business performance in 2024,

The Board of Directors of Vietnam Technological and Commercial Joint Stock Bank (“Techcombank”) would like to submit to the General Meeting of Shareholders (“GMS”) for approval of the Cash Dividend Payment Plan in 2024, with details as follows:

CASH DIVIDEND PAYMENT IN 2024

1. Plan

- **Payment ratio:** 10%/ share (01 share receives VND1,000), the calculation is based on the total number of outstanding shares at the time of finalizing the list of shareholders to obtain the right to receive cash dividend.
- **Expected cash dividend payment amount:** VND 7,064,851,739,000

- **Dividend recipient:** the shareholder whose name is on the list of shareholders on the last registration day.
- **Payment method:** in cash
- **Funding source for dividend payment:** the Bank's undistributed profit after deduction for funds as at December 31, 2024 according to the Bank's audited separate and consolidated financial statements of 2024.
- **Time:** before December 31, 2025. The specific time and execution will be decided by the Board of Directors, ensuring compliance with the applicable laws and the actual conditions of the Bank.
- **Time to finalise the shareholder list, i.e., ex-right date:** The specific date will be decided by the Board of Directors, ensuring compliance with the applicable laws and the actual conditions of the Bank.

(Detailed plan in attached Appendix)

2. Assign and delegate the Board of Directors to perform the following tasks

- Decide when to finalize the list of shareholders to exercise their rights, time and execution progress;
- Perform necessary legal procedures to comply with the applicable laws, the Bank's charter, and the rights and interests of Techcombank's shareholders; proactively handle relevant issues arising to complete the payment of dividends in cash.

The Board of Directors respectfully submits to the AGM for review and approval.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

(Signed)

Ho Hung Anh

APPENDIX
CASH DIVIDEND PAYMENT PLAN IN 2024 FOR
EXISTING SHAREHOLDERS

(Enclosed with the proposal No: 0262/HĐQT-TCB dated 24/4/2025)

I. Legal

- *Pursuant to Enterprise Law No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;*
- *Pursuant to the Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019;*
- *Pursuant to the Law on Credit Institutions No. 32/2024/QH15 approved by the National Assembly of the Socialist Republic of Vietnam on January 18, 2014;*
- *Pursuant to the Charter of Vietnam Technological and Commercial Joint Stock Bank - Techcombank (“Bank”);*
- *Pursuant to Vietnam Technological and Commercial Joint Stock Bank’s audited financial statement of 2024;*
- *Pursuant to Techcombank’s business performance in 2024,*

II. Purpose

Given the positive financial performance of the Bank, the Bank believes that it is feasible to pay dividends from its retained profits, while maintaining business growth above the industry’s average, and ensuring a Tier 1 capital adequacy ratio of 14-15%.

Dividend policy is the Bank’s commitment to delivering outstanding value and shareholder engagement. By investing in Techcombank, shareholders enjoy both cash dividends and direct dividend income while optimizing for the bank’s leading financial position in Vietnam and the region.

III. Detailed plan

1. Plan

- **Payment ratio:** 10%/share (one share receives VND1,000), the calculation is based on the total number of outstanding shares on the ex-right date.
- **Expected cash dividend payment amount:** VND 7,064,851,739,000

- **Dividend recipient:** the shareholders whose name is on the list of shareholders on the last registration day
- **Payment method:** in cash
- **Funding source for dividend payment:** the Bank's undistributed profit after deduction for regulatory funds as of December 31, 2024 according to the Bank's audited separate and consolidated financial statement of 2024.
- **Time:** before December 31, 2025. The specific time and execution will be decided by the Board of Directors, ensuring compliance with the applicable laws and the actual conditions of the Bank.
- **Time to finalise the shareholder list:** The specific time will be decided by the Board of Directors, ensuring compliance with the applicable laws and the actual conditions of the Bank.

2. Assign and delegate the Board of Directors to perform the following tasks

- Decide when to finalize the list of shareholders to exercise their rights, time and execution progress;
- Perform necessary legal procedures to comply with the applicable laws, the Bank's charter, and the rights and interests of Techcombank's shareholders; proactively handle relevant issues arising to complete the payment of cash dividend.

IV. Implementation

The Board of Directors will be responsible for carrying out procedures in accordance with the applicable laws to pay cash dividend with the above plan.

Hanoi, , 2025

DRAFT

RESOLUTION
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025
OF VIETNAM TECHNOLOGICAL AND COMMERCIAL JOINT-STOCK BANK

- Pursuant to the Law on Enterprises of 2020 and the Law Amending and Supplementing a Number of Articles of the Law on Enterprises;
- Pursuant to the Law on Securities of 2019;
- Pursuant to the Law on Credit Institutions of 2024;
- Pursuant to the Charter of Vietnam Technological and Commercial Joint-stock Bank (Techcombank);
- Pursuant to the Minutes of the Annual General Meeting of Shareholders of , April 2025 of Vietnam Technological and Commercial Joint-stock Bank (Techcombank);

Article 1: The Annual General Meeting of Shareholders of Vietnam Technological and Commercial Joint-stock Bank (Techcombank) on April, 2025 considers, and decides to approve, the following:

1. Approve the 2024 business performance report and the 2025 business plan and budget, including the remuneration budget of the Board of Directors and the Supervisory Board in 2025; the Board of Directors is responsible for reviewing and deciding the implementation of the 2025 business plan and budget according to the report of the Board of Directors set forth in Document No. .../2025/HĐQT-TCB dated .../.../2025.
2. Approve the Report of the Board of Directors on the operation of the Board of Directors and performance of each Board member in 2024 according to the report of the Board of Directors in Document No. .../2025/HĐQT-TCB dated .../.../2025.
3. Approve the report of the Supervisory Board's performance in 2024 and operation direction in 2025 according to the report of the Supervisory Board in Document No. .../2025/BC-BKS dated .../.../2025.
4. Approve the 2024 separate and consolidated financial statements of Techcombank and its subsidiaries, which have been independently audited, as per the request of the Board of Directors under Proposal No. .../2025/HĐQT-TCB dated .../.../2025.
5. Approve the appropriation of reserves and distribution of profits in 2024 as per the request of the Board of Directors under Proposal No. .../2025/HĐQT-TCB dated .../.../2025.

6. Approve the selection of an international audit to conduct the audit/review of financial statements and provide assurance services for internal control system during the 2026-2027 fiscal year as per the request of the Board of Directors under Proposal No. .../2025/HĐQT-TCB dated .../.../2025.
7. Approve the increase of charter capital in 2025 to implement the Share Issuance Program for Selected Employees (ESOP) and the plan to increase charter capital in 2025 and other relevant issues as per the request of the Board of Directors under Proposal No. .../2025/HĐQT-TCB dated .../.../2025.
8. Approve the amendment and supplementation to Techcombank's Charter as per the request of the Board of Directors under Proposal No. .../2025/HĐQT-TCB dated .../.../2025. The Charter takes effect from the date of its approval from the General Meeting of Shareholders.
9. Approve the amendment and supplementation of the Statute on organization and operation of the Board of Directors of Techcombank as per the request of the Board of Directors under Proposal No. .../2025/HĐQT-TCB dated .../.../2025. The Statute takes effect from the date of its approval from the General Meeting of Shareholders.
10. Approve the amendment and supplementation of the Statute on organization and operation of the Board of Supervisors Techcombank under Proposal No. .../2025/BKS-TCB dated .../.../2025. The Statute takes effect from the date of its approval from the General Meeting of Shareholders.
11. Approve the Expected remedial plan in case of early intervention as per the request by the Board of Directors under Proposal No. .../2025/HĐQT-TCB dated .../.../2025. The recovery plan takes effect on the date of receiving the SBV's early intervention decision.
12. Approve the Dividend Payment Plan in 2024 as per the request of the Board of Directors under Proposal No. .../2025/HĐQT-TCB dated .../.../2025.

Article 2: This Resolution takes effect from the date of its approval by the Annual General Meeting of Shareholders of 2025, which convenes on the aforementioned date.

Article 3: The Board of Directors of Vietnam Technological and Commercial Joint-Stock Bank and relevant units and individuals take responsibility for implementing the Resolution of the Annual General Meeting of Shareholders of 2025.

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

Ho Hung Anh

