

Số/No: 94 – 2026/CV/FPTS-FAD

Hà Nội, ngày 31 tháng 3 năm 2026
Hanoi, March 31, 2026

**CÔNG TY CỔ
PHẦN CHỨNG
KHOÁN FPT**

Digitally signed by CÔNG TY CỔ PHẦN CHỨNG
KHOÁN FPT
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CN=CÔNG TY CỔ PHẦN CHỨNG KHOÁN FPT,
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CÔNG BỐ THÔNG TIN
TRÊN CÔNG THÔNG TIN ĐIỆN TỬ CỦA
ỦY BAN CHỨNG KHOÁN NHÀ NƯỚC VÀ SỞ GDCK
DISCLOSURE OF INFORMATION
ON THE STATE SECURITIES COMMISSION'S PORTAL
AND STOCK EXCHANGE'S PORTALS

Kính gửi/Tô: - Ủy ban Chứng khoán Nhà nước/ *State Securities Commission of Vietnam;*
- Sở Giao dịch Chứng khoán Việt Nam/ *Vietnam Exchange;*
- Sở Giao dịch Chứng khoán TP. Hồ Chí Minh/ *HoChiMinh Stock Exchange.*

- Tên tổ chức <i>Name of organization</i>	: Công ty Cổ phần Chứng khoán FPT <i>FPT Securities Joint Stock Company</i>
- Mã chứng khoán/ <i>Stock code</i>	: FTS
- Địa chỉ trụ sở chính <i>Address</i>	: Số 52 đường Lạc Long Quân, P. Tây Hồ, Tp. Hà Nội <i>No. 52 Lac Long Quan, Tay Ho Ward, Hanoi City</i>
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- Chức vụ <i>Position</i>	: Chánh Văn phòng, Người ủy quyền CBTT <i>Chief of Office, Person authorized to disclose information</i>



Loại thông tin công bố : ☒ định kỳ ☐ bất thường ☐ 24h ☐ theo yêu cầu
Information disclosure type: ☒ Periodic ☐ Irregular ☐ 24 hours ☐ On demand

Nội dung thông tin công bố/ *Content of disclosure:*

Biên bản họp và Nghị quyết Đại hội đồng cổ đông thường niên năm 2026 Công ty Cổ phần Chứng khoán FPT ngày 31/3/2026.

The minutes and the resolution of the Annual General Meeting of Shareholders 2026 of FPT Securities Joint Stock Company on March 31, 2026.

Thông tin này đã được công bố trên trang thông tin điện tử của Công ty vào ngày 31/3/2026 tại đường dẫn: <https://www.fpts.com.vn/quan-he-co-dong/cong-bo-thong-tin/>

This information was published on FPT's website on March 31, 2026, as in the link: <https://www.fpts.com.vn/investor-relations/information-disclosure/>

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.

We hereby certify that the information provided is true and correct and we bear the full responsibility to the law.

Tài liệu đính kèm/ Attached documents:

- Biên bản họp ĐHĐCĐ thường niên năm 2026;
The minutes of the Annual General Meeting of Shareholders 2026;
- Nghị quyết ĐHĐCĐ thường niên năm 2026.
The resolution of the Annual General Meeting of Shareholders 2026.

Đại diện tổ chức/ Organization representative
Người ủy quyền Công bố thông tin
Person authorized to disclose information



Trịnh Thanh Hằng



Hanoi, March 31, 2026

RESOLUTION**ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026
FPT SECURITIES JOINT STOCK COMPANY***On the word of:*

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020; the Law No. 03/2022/QH15 dated January 11, 2022, and the Law No. 76/2025/QH15 amending some articles of the Law on Enterprises No. 59/2020/QH14;
- Pursuant to the Securities No. 54/2019/QH14 dated November 26, 2019 and the Law No. 56/2024/QH15 dated November 29, 2024 amending some articles of the Law on Securities No. 54/2019/QH14;
- Pursuant to the Charter of Organization and Operation of FPT Securities Joint Stock Company;
- Minutes of the Annual General Meeting of Shareholders 2026 of FPT Securities Joint Stock Company dated March 31, 2026.

RESOLVES

Article 1: Ratify the reports of the Board of Directors, the Board of Management and the report of the Independent Member of the Board of Directors in the Audit Committee.

Article 2: Ratify the Audited Financial Statements of the fiscal year 2025 and the Profit Distribution Plan for the fiscal year 2025 as follows:

1. Ratify the Audited Financial Statements of the fiscal year 2025 of FPT Securities Joint Stock Company audited by Southern Auditing & Accounting Financial Consulting Services Company Limited (AASCS).
2. Ratify the Profit Distribution Plan for the fiscal year 2025:

Unit: Vietnamese dong

No.	Item	Value
I	Realized profit after tax from the previous years retained as of December 31, 2025	72,650,624,488
II	Realized profit in 2025	
1	Realized profit before tax in 2025	617,304,580,480
2	Corporate income tax in 2025	113,939,306,003
3	Realized profit after tax in 2025	503,365,274,477
III	Distributable profit	576,015,898,965
IV	Profit Distribution Plan	
1	Welfare and reward fund (10% of realized profit after tax in 2025)	50,336,527,447
2	Cash dividend for 2025 (5%), or VND500 per share (*)	At most 173,249,004,500

3	Issue shares to increase capital in 2026 from owner's equity to existing shareholders	At most 346,498,000,000
4	The remaining profit after tax is retained, not yet distributed to the shareholders.	

(*) The General Meeting of Shareholders authorizes the Board of Directors to implement the cash dividend payment for the fiscal year 2025 (5%). Settlement time: Expected in the second quarter of 2026.

Article 3: Ratify the authorization for the Board of Directors to assess and select an auditing company to audit the Financial Statements and Financial Safety Ratio Report of the Company in the fiscal year of 2026.

Article 4: Ratify the remunerations of the Board of Directors in 2026 as follows:

1. For independent members of the Board of Directors: 10,000,000 VND each per month.
2. For non-independent members of the Board of Directors: None.

Article 5: Ratify the amended Charter of FPT Securities Joint Stock Company.

Article 6: Ratify the amended Governance Regulations of FPT Securities Joint Stock Company.

Article 7: Ratify the amended Operational Regulations of the Board of Directors of FPT Securities Joint Stock Company.

Article 8: Ratify the dismissal of a member of the Board of Directors in the 2023 – 2028 term.

Mr. Nguyen Van Dung has been approved by the General Meeting of Shareholders to be dismissed as a member of the Board of Directors in the 2023 - 2028 term.

Article 9: Ratify the additional appointment of a member of the Board of Directors in the 2023 – 2028 term.

Ms. Nguyen Thi Thu Huong is elected by the General Meeting of Shareholders as member of the Board of Directors in the 2023 - 2028 term.

Article 10: Ratify the share issue plan to increase share capital in 2026 from owner's equity to existing shareholders:

- *Name of the share:* Share of FPT Securities Joint Stock Company (Ticker: FTS).
- *Class of share:* Ordinary share.
- *Par value:* 10,000 VND.
- *Estimated volume of shares to be issued:* 34,649,800 shares.
- *Total par value of shares to be issued:* 346,498,000,000 VND (Three hundred forty-six billion four hundred and ninety-eight million Vietnamese dong).
- *Beneficiary:* All shareholders own the shares of FPT Securities Joint Stock Company on the record date for share issue based on the shareholder list to issue shares for share

capital increase from owner's equity to existing shareholders provided by Vietnam Securities Depository and Clearing Corporation.

- *Issue ratio (Estimated number of shares to be issued/number of outstanding shares):* 10%.
- *Exercise of rights ratio:* 10:1 (Shareholders are entitled to receive 01 new share for every 10 shares they hold on the record date).
- *Fractional share settlement plan:* Issued shares will be rounded down to the nearest whole number of shares when fractional shares occur. Fractional parts of a share will be discarded (if any).

For example: At the record date, Shareholder A holds 189 shares. The number of shares in theory is decided by this formula $189 \times 10\% = 18,9$ shares. However, after the shares are rounded down to the nearest whole number, he will thus receive 18 shares. The fractional part of 0.9 shares will be discarded.

- *Source for share issue:*

Undistributed profit after tax as at December 31, 2025 stated in the Audited Financial Statements of the Fiscal Year 2025 of FPT Securities Joint Stock Company: At most 346,498,000,000 VND (Three hundred forty-six billion four hundred and ninety-eight million Vietnamese dong).

- *Transfer restriction conditions:* The shares issued for share capital increase, sourced from the owner's equity, are not subject to any transfer restrictions, except for entitlements to these shares arising from shares issued under the Employee Stock Ownership Program (ESOP) in 2024 and 2025 subject to share transfer restrictions with the predefined rate and time relevant to transfer-restricted ESOP shares).
- *Distribution schedule:* In quarter II-III of 2026, after receiving the official document from the State Securities Commission of Vietnam confirming the receipt of all documents of issuing reports.
- *Custody registration and additional listing:* The number of shares issued to existing shareholders will be registered for custody at Vietnam Securities Depository and Clearing Corporation (VSDC) and listing at the Stock Exchange right after necessary procedures are completed.
- *Authorize the Board of Directors to:*
 - o Carry out the share issue plan, choose the time of issue, carry out necessary procedures with competent authorities to register the issue, the stock, adjust the registered securities information with the Vietnam Securities Depository and Clearing Corporation and register the additional listing of the shares issued to increase share capital from owner's equity on the Stock Exchange.
 - o Carry out procedures to increase the registered capital and amend Appendix 1 of the Company's Charter after completing the share issue to increase share capital from owner's equity in accordance with the law.

Hanoi, March 6, 2026

REPORT

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

Re.: Ratify the reports of the Board of Directors, the Board of Management and the report of the Independent Member of the Board of Directors in the Audit Committee

To all Shareholders at the Meeting,

- Pursuant to the current Laws and instructive Documents on Securities;
- Pursuant to the Charter of Organization and Operation of FPT Securities Joint Stock Company.

The Board of Directors of FPT Securities Joint Stock Company kindly puts forth the following reports for ratification:

- The Report of the Board of Directors;
- The Report of the Board of Management on business performance in 2025 and business plan in 2026;
- The Report of the Independent Member of the Board of Directors in the Audit Committee.

Kindly submit the Reports to the General Meeting of Shareholders for ratification!

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



NGUYEN VAN DUNG

REPORT OF THE BOARD OF DIRECTORS

The Board of Directors (“BOD”) respectfully submits the report on BOD’s activities in 2025 and working plans in 2026 to the General Meeting of Shareholders:

1. REPORT ON BUSINESS PERFORMANCE OF FPTS IN 2025

In 2025, global economic growth slowed with the growth rate reaching approximately 3.2%. The trade protection policies of the United States with new tariff packages disrupted global trade flows and investment capital movements. The world continued to face challenges from high debt pressures and geopolitical instability. Global inflation experienced a downward trend, allowing major central banks to begin reducing interest rates. In 2025, the Federal Reserve (Fed) implemented three rate cuts, totaling 0.75% for the year, bringing the policy rate down to 3.5%-3.75%.

Growth varied across regions and major economies. According to forecasts by the International Monetary Fund (IMF), in 2025 advanced economies including North America and Europe were expected to grow by 1.6%, while the Asia-Pacific region was projected to post relatively strong growth of around 4.5%, higher than the global average.

In Vietnam, GDP growth in 2025 impressively reached at 8.02%, meeting the targets planned by the National Assembly and the Government. GDP per capita rose to USD4,700, up USD377 from 2024. Inflation remained under control. The average Consumer Price Index (CPI) in 2025 increased by 3.31%, lower than the 3.63% rise in 2024, exceeding the target set by the National Assembly. Core inflation rose by 3.21%.

The number of newly registered enterprises in 2025 increased significantly, driven by the effective implementation of Resolution No. 68-NQ/TW. A total of enterprises entered the market reached 297.5 thousand enterprises, up 27.4% year-on-year and 1.3 times the number of enterprises exiting the market. The total additional registered capital injected into the economy in 2025 reached nearly VND6.4 quadrillion, up 77.8% from 2024, of which additional registered capital of existing enterprises increased by 118.3% to over VND4.4 quadrillion.

Disbursed foreign direct investment (FDI) reached USD27.62 billion, up 9.0% at its high level during the 2021-2025 period.

In 2025, FPTS recorded a pre-tax profit of VND617.3 billion, or 123.46% of the target and rising by 20.4% from 2024. As of December 31, 2025, FPTS's total assets reached VND13,919 billion, with owner's equity reaching VND4,420 billion. Additionally, the company successfully increased its registered capital from VND3,059 billion to VND3,465 billion in 2025. These results illustrated the efforts of the Executive Board and employees amid an increasingly competitive market environment.

- Securities trading services: In 2025, FPTTS opened 15,584 new underlying securities trading accounts and 3,779 derivatives securities trading accounts for investors, respectively totaling 244,354 underlying accounts and 37,881 derivatives accounts as of December 31, 2025. In 2025, in terms of market share, FPTTS held 2.56% in brokerage market share of stocks, fund certificates and covered warrants on HOSE (outside the Top 10), 2.92% brokerage market share on HNX (ranked 8th) and 3.62% brokerage market share on the UPCOM (ranked 8th). Additionally, FPTTS ranked 8th in the derivatives brokerage market, with a 2.39% market share.
- Margin loan: FPTTS maintained a strict risk management approach, ensuring safety and preventing bad debts.
- Corporate finance advisory: The Company focused on improving the qualifications of advisors and consultants and expanding more corporate customers. In 2025, this business brought revenue of VND44.93 billion.
- Technology: The Company continued to prioritize research, improvement and development of technologically powered products and ensure stable and secure operation of the technological system for efficient business performance.

In addition to focusing on improving product and service quality and developing customers, the Company paid significant attention to its workforce as well as social responsibility. Remarkable activities included:

- Taking care of physical and mental health of employees with periodic medical checks, health insurance programs, gym practicing and other activities.
- Organizing seminars and workshops to introduce investment opportunities in the Vietnamese stock market and provide investment knowledge for investors, thus helping the sustainable development of the stock market.

2. OVERVIEW OF ACTIVITIES OF THE BOARD OF DIRECTORS IN 2025

2.1. Activities of the Board of Directors

The Board of Directors always upholds its responsibility and obligations of directing and overseeing the Company's activities in compliance with the Law, the Charter, the Regulations on Corporate Governance and Resolutions of the General Meeting of Shareholders. At the same time, it continues to improve the Company's governance capacity in accordance with international practices and standards.

In 2025, the Board of Directors (BOD) held seven meetings in the form of in-person/online sessions or through written consultations. All the members of the BOD attended and gave their opinions at all meetings. The BOD approved eight Resolutions to implement the decisions of the General Meeting of Shareholders and carry out other contents within its authority.

Resolutions of the Board of Directors in 2025 as follows:

No.	Resolution code	Date	Content
1	01-2025/NQ/HDQT/FPTS	February 5, 2025	Ratify the Report on business performance results in 2024 and the business plan for 2025; ratify the contents and agenda of the Annual General Meeting of Shareholders 2025
2	02-2025/NQ/HDQT/FPTS	April 1, 2025	Ratify the implementation of the plan to increase capital from owner's equity, the plan to issue shares according to the Employee Stock Ownership Plan (ESOP), and concurrently authorize the General Director to represent the Company in implementing this content
3	03-2025/NQ/HDQT/FPTS	April 1, 2025	Agree on the implementation of contracts and transactions between FPTS and related persons specified in Clause 1, Article 167 of the Law on Enterprises
4	04-2025/NQ/HDQT/FPTS	April 25, 2025	Ratify the Report on business performance results in the first quarter of 2025 and the Plan on business performance in the second quarter of 2025; Ratify the selection of the auditing company for auditing the financial statements and financial safety ratio report in 2025; Ratify the cash dividend and stock dividend payment for the fiscal year of 2024 to increase the share capital from owner's equity
5	05-2025/NQ/HDQT/FPTS	May 21, 2025	Ratify the termination of the operation of Tran Binh Trong Transaction Office of FPT Securities Joint Stock Company - Ho Chi Minh City Branch due to change in business strategy
6	06-2025/NQ/HDQT/FPTS	June 11, 2025	Ratify the termination of the operation of Ky Dong Transaction Office and Han Thuyen Transaction Office of FPT Securities Joint Stock Company - Ho Chi Minh City Branch due to change in business strategy

7	07-2025/NQ/HDQT/FPTS	July 23, 2025	Ratify the Report on business performance results in the second quarter of 2025 and the Plan on business performance in the third quarter of 2025; Ratify the dismissal of Mr. Nguyen Van Dung from his position as Deputy General Director and the appointment of Ms. Nguyen Thi Hanh as Deputy General Director of FPT Securities Joint Stock Company
8	08-2025/NQ/HDQT/FPTS	October 23, 2025	Ratify the Report on business performance results in the third quarter of 2025 and the Plan on business performance in the fourth quarter of 2025; Ratify the removal of Ms. Tuong Nu Thu Lan from the position of Director of Ho Chi Minh City Branch and the appointment of Mr. Dinh Quang Thuan as Director of Ho Chi Minh City Branch of FPT Securities Joint Stock Company

2.2. Activities of the Board of Directors on the Executive Board

According to the Charter and Corporate Governance Regulations of the Company, the Board of Directors shall oversee the General Director and other executives in execution of resolutions of the General Meeting of Shareholders and the Board of Directors and in day-to-day operations of the Company. The BOD's supervision is conducted regularly and strictly while ensuring that the business operations of the Executive Board remain unobstructed.

The Board of Directors assesses that the General Director and the Executive Board have fully and properly exercised their rights and duties in accordance with applicable laws, the Company's Charter, and the Resolutions of the General Meeting of Shareholders. The General Director and the Executive Board made the necessary decisions to ensure efficient and secure business operations, aiming for the company's sustainable development. BOD members and the Executive Board uphold corporate governance in line with modern governance standards, emphasize professional ethics, and consistently act in the best interests of the company's shareholders. Members of the Board of Directors and the Executive Board ran the Company in accordance with modern governance standards, respected the Code of Conduct, and always acted for the sake of the Company's shareholders.

During the year, the General Director fulfilled his duties of reporting, explaining and disclosing information on business operations in a complete and transparent manner. The General Director

submitted and sought opinions of the Board of Directors on contents decided by the Board at regular and irregular meetings.

Day-to-day business operations were subject to operational and managerial procedures. In 2025, all business activities met with applicable laws.

The General Director and other executives of FPT Securities Joint Stock Company showed a high sense of responsibility in business administration and actively took measures to achieve their tasks. Therefore, the Company's business operations were ensured safe and sound, with revenue and realized profit before tax fulfilling 132% and 123% of the targets stated in the Resolution of the General Meeting of Shareholders 2025.

2.3. Activities of the Audit Committee under the Board of Directors

During the year, the Audit Committee supervised the reports of financial, business performance and financial position of the Company, reviewed and assessed the internal control, anti-money laundering and risk management systems, while overseeing the activities of the Board of Directors, the General Director and other executives.

3. REMUNERATIONS OF THE BOARD OF DIRECTORS IN 2025

In 2025, the total amount of remunerations for the Audit Committee cum the independent member of the Board of Directors was 120,000,000 VND (One hundred and twenty million Vietnamese dong).

4. OPERATING DIRECTIONS

4.1. Long-term operating plan of the Board of Directors

The Board of Directors strictly governs the Company in accordance with regulations on publicly traded companies, and the Charter and Regulations on Corporate Governance of FPT Securities Joint Stock Company. Members of the Board of Directors perform their duties and powers as per the Charter and Regulations on Corporate Governance of the Company as well as tasks assigned by the Board of Directors in an honest manner; comply with conduct standards and professional ethics subject to Board members; and always act in the interests of the Company and its shareholders.

The Board of Directors directs and oversees every activity of the Executive Board by providing best conditions in mechanism, policy, personnel and facilities for the Executive Board to fulfil its tasks.

The Board of Directors continue to maintain effective operations of its affiliated Internal Audit Department.

The Board of Directors, the Internal Audit Department and the Executive Board continue to work closely together with the following principles:

- a. Always act in the interests of the company and shareholders;
- b. Strictly adhere to relevant legal regulations, the Charter and the Regulations on Corporate Governance of the Company;
- c. Work in the principle of centralization, democracy, publicity and transparency;
- d. Work together with the highest sense of responsibility, honesty and cooperation, and actively work with each other to tackle emerging obstacles and hardships.

4.2. Business plan in 2026

Based on business performances in 2025 and market forecasts for 2026, the Board of Directors submitted to the business plan for 2026 to the Annual General Meeting of Shareholders for approval as follows:

Item	Plan in 2026	Result in 2025	% Growth
Operating revenue and financial investment revenue (billion VND)	1,200	1,321.68	-9.21%
Realized profit before tax (billion VND)	550	617,30	-10.90%

5. CONCLUSION

In 2025, the Company achieved a profit of VND510.69 billion, of which realized profit was VND617.30 billion and unrealized profit was minus VND106.61 billion.

The Board of Directors strictly adhered to Corporate Governance regulations applicable to public companies specified in the Decree No. 155/2020/ND-CP of the Government dated December 31, 2020, the Decree No. 245/2025/ND-CP dated September 11, 2025 amending some articles of the Decree No. 155/2020/ND-CP, the Circular 116/2020/TT-BTC of the Ministry of Finance dated December 31, 2020 and the Charter and the Regulation on Corporate Governance of FPT Securities Joint Stock Company. The Board of Directors governed the Company with modern governance standards and practices.

In 2026, the Company will continue to bring its strengths in personnel and technology into full play, anticipate hardships, expand customer base and strive to achieve all planned targets.

FPT Securities Joint Stock Company hopes that the shareholders will support and stick with the Company to overcome all challenges and achieve its long-term goals.

The above is the report of the Board of Directors. Respectfully submit to the General Meeting of Shareholders for review and ratification.

Thank you very much!

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN**



NGUYEN VAN DUNG



REPORT BY THE BOARD OF MANAGEMENT

BUSINESS PERFORMANCE IN 2025 AND BUSINESS PLAN IN 2026

I. Business performance summary in 2025

1. Economic and stock market insights

World economy:

- The world economy slowed and remained at a low level.
- The United States' trade protection policies, including new tariff packages.
- Many central banks of major economies cut policy interest rates as inflation eased. The Federal Reserve (FED) reduced interest rates three times in 2025, totaling 0.75% for the year, bringing the rate down to 3.5%-3.75%.

Domestic economy:

- GDP rose by 8.02% (versus 7.09% in 2024).
- CPI increased by 3.31% (versus 3.63% in 2024).
- Trade surplus of goods and services was US\$20.03 billion (versus US\$24.77 billion in 2024).
- Credit growth by the end of 2025 reached approximately 19.01% (versus 15.08% in 2024).
- State budget surplus was VND246.6 trillion (versus bumper crop of VND206.7 trillion in 2024).
- Newly established companies and resumed companies: 297,500 companies (versus 233,400 companies in 2024).
- Corporate bankruptcies: 227,200 companies (versus 197,900 companies in 2024).

Stock market: Higher liquidity, higher index and mixed markets

- VN-Index gained by 40.87% (from 1,266.78 at the start of the year to 1,784.49 at the end of the year).
- HNX-Index rose by 9.38% (from 227.43 at the start of the year to 248.77 at the end of the year).
- Daily trading value averaged VND29,328 billion compared to VND21,098 billion, up 39%.
- Foreign investors recorded net selling of over VND135,329 billion (versus VND93,000 billion in 2024).
- Derivatives market recorded an average trading volume of 243,418 contracts per session, up 15.2% from 2024.
- Derivative accounts totaled 11,871,933 accounts as of December 31, 2025 (increasing by 2,573,945 accounts (+27.68%) from 9,297,988 accounts as of December 31, 2024).
- Competition for customers and market share was increasingly stiffer among securities companies.

Major events on the Vietnamese stock market in 2025:

- The KRX trading system was officially put into operation in early May 2025.
- On October 8, 2025, FTSE Russell officially announced the roadmap to upgrade Vietnam's stock market from Frontier Market status to the Secondary Emerging Market Watch List (next review in March 2026, effective September 21, 2026).
- On October 10, Vietnam Exchange (VNX) launched the VN100 Futures Contract.
- The USD/VND exchange rate rose significantly (USD-Index up 3.92%).
- IPO wave in the second half of 2025: TCBS (TCX), VPBankS (VPX), VPS (VCK). Many securities companies continued large-scale capital increases.
- 22 newly listed companies (compared to 10 in 2024) and 27 companies transferred listing exchanges.

2. FPTS business performance in 2025**Business performance in 2025:**

Item	Result in 2025 (billion)	Plan in 2025 (billion)	Result in 2024 (billion)	Result/plan (%)	Result/plan in 2024 (%)
Revenue	1,321.68	1,000	1,006	132.17%	+31.4%
Realized profit before tax	617.30	500	513	123.46%	+20.4%

Other issues:

- **Personnel:**

In 2025, the Company maintained structure, scale, organization and personnel. Headcount started the year with 458 persons and ended the year with 415 persons.

- **Technology, products and services:**

- Launched new apps with multiple improvements.
- Connected successfully to the KRX systems of the Stock Exchanges and the Vietnam Securities Depository and Clearing Corporation (VSDC).
- Continued system upgrades and development to enhance utilities for individual and corporate customers.
- Reduced trading fees to zero.
- Prioritized investment in technology infrastructure to strengthen system capacity and ensure safe, stable operations for customers.
- The quality of investment advisory services was raised and praised.

- **Risk management:**

Risks were actively identified, assessed and averted. No bad debt arose in margin lending.



- **Others:**

- Completed the 5% cash dividend payment of the fiscal year of 2025 to shareholders. Completed the share capital increase from owner's equity at rate 10% and the ESOP share issuance for employee as ratified in the Resolution of the General Meeting of Shareholders 2025.
- Conducted complete, timely and transparent information disclosure.
- Completed the process system and process-based operation, performed quality assessment.
- The company always aligned profit goals with environmental protection and social responsibility. The Company also coordinated with the State Securities Commission of Vietnam to organize many seminars to boost knowledge and understanding for investors and companies towards sustainable stock market development. To employees, the Company always cared about their physical and mental health through periodic medical checks, health insurance programs and gym classes.

II. Business plan in 2026

1. Market forecasts in 2026

World economy:

- Global economic growth in 2026 is forecast to slow (around 2.4% - 3.1%).
- Global trade remains affected by U.S. trade protection policies.
- Geopolitical risks continue to pose significant uncertainties.

Vietnamese economy:

- The National Assembly approved a plan 2026 targeting GDP growth of 10% or higher and CPI below 4.5%.
- Interest rates are expected to trend upward.
- The USD/VND exchange rate was expected to be volatile.

Stock market:

- Roadmap to upgrade Vietnam's stock market from Frontier Market status to the Secondary Emerging Market category (review in March 2026, effective September 21, 2026).
- Vietnam Securities Depository and Clearing Corporation (VSDC) is preparing to implement a Central Counterparty (CCP) mechanism for the underlying securities market (expected official launch in the first quarter of 2027).
- Securities companies continue capital increases and strengthen to reduce fees and margin lending rate to attract customers.



2. Business plan in 2026

Given business results in 2025 and market forecasts for 2026, the FPTs Board of Management proposes business plans for 2026 as follows:

ITEM	RESULT 2025	PLAN 2026	+/-
Revenue (billion VND)	1.321,68	1.200	-9,21%
Profit before tax (billion VND)	617,30	550	-10,90%

Other issues:

- **Personnel:**

Maintaining structure, organization and personnel.

- **Technology, products and services:**

- Develop and launch new products and utilities for customers.
- Launch a new Trading Web.
- Apply AI technology to operations.
- Upgrade continuously and enhance the system to ensure safe operation under high trading volumes.
- Ensure the system operates safely and efficiently.

The above is the report by the Board of Management on the business performance in 2025 and the business plan in 2026 of FPTs. We kindly submit the Report to the General Meeting of Shareholders for ratification.

Thank you very much!

ON BEHALF OF THE BOARD OF MANAGEMENT
GENERAL DIRECTOR



NGUYEN DIEP TUNG

REPORT

THE INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS IN THE AUDIT COMMITTEE

The Independent Member of the Board of Directors in the Audit Committee kindly reports on activities to the General Meeting of Shareholders in 2025.

1. Remuneration, operating expenses and other benefits of the Audit Committee

In 2025, the remuneration of the Audit Committee cum the independent member of the Board of Directors was VND120,000,000 (One hundred and twenty million Vietnamese dong).

2. Overview of meetings, conclusions and recommendations of the Audit Committee

In 2025, the Audit Committee held two meetings. The Audit Committee did not find any unusual cases in the operation of FPT Securities Joint Stock Company.

3. Oversight of financial statements, operations and financial performances of the Company

- The Financial Statements of FPT Securities Joint Stock Company were disclosed in accordance with current accounting standards and legal regulations, reasonably and truthfully demonstrating the financial performance of FPT Securities Joint Stock Company. The Finance and Accounting Department of the Company responsibly provided with the monthly, quarterly and annual financial information for the Audit Committee in a timely and complete manner.
- The selected audit company ensured honesty, reliability, independence and objectivity of audited financial statements.
- The financial performance of FPT Securities Joint Stock Company in 2025 was robust. Expense control and assets safety were effective. The Board of Management and executive staff of FPT Securities Joint Stock Company showed high responsibility for their work. As a result, in 2025, FPTTS achieved its realized profit before tax, maintained a very high financial safety ratio and ranked among Top 10 brokerage market share of stocks and fund certificates on the Hanoi Stock Exchange in 2025 and Top 10 on the Hochiminh Stock Exchange in the first quarter of 2025.

4. Assessment on internal control, anti-money laundering and risk management system of the Company

- Internal control was effectively executed to make sure that all professional departments and units strictly follow the provided processes. In 2025, professional departments and units promptly created, updated and revised applicable processes to ensure compliance with the law and internal regulations of the Company.
- Anti-money laundering (AML) activities at FPT Securities complied with the prevailing legal framework. FPT Securities issued AML procedures, established KYC/eKYC processes, implemented customer risk profiling and transaction monitoring, and developed reporting and training systems. The AML system is fully integrated into the corporate internal control framework.
- The Company developed a risk management policy for 2025. The risk management process was periodically reviewed to ensure timely identification and recognition of new risks and propose preventive measures to mitigate consequences and address all risks. The Independent Member of the Board of Directors highly appreciated the prudence of the Board of Management in selecting the list of securities eligible for margin trading and determining margin requirements to make margin trading safe, efficient and not generate bad debts.

5. Remarks on the Board of Directors, the General Director and other executives of the Company

- In 2025, the General Director fully reported, explained and disclosed information on business performances in a complete and transparent manner. The General Director complied with the requirements on submitting and consulting the contents under the authority of the Board of Directors at its meetings.
- The Audit Committee did not find any unusual cases in the activities of the members of the Board of Directors, members of the Board of Management and other executive staff of FPT Securities Joint Stock Company.
- The Audit Committee believes that the executive staff of FPT Securities Joint Stock Company showed high responsibility in administration and proactively worked out suitable business plans for actual domestic and global situations. The management of FPT Securities Joint Stock Company continued to direct ongoing research and development of its information technology systems to provide customers with superior features and ensure stable and secure system operations. In 2025, the Company successfully connected to the KRX system of the Stock Exchanges and the Viet Nam Securities Depository and Clearing Corporation (VSDC). During 2025, the Company launched a new EzTrade mobile trading application featuring scores of improvements.

6. Report on supervision and evaluation of transactions with related parties

Regarding reports on evaluation of transactions with related parties according to the Law on Enterprises, the Audit Committee believes that the Company's transactions with related parties according to Article 167 of the Law on Enterprises were conducted in full compliance with the Charter of the Company and the Regulations on Corporate Governance. Transactions with related parties in 2025 had very small value (less than 0.4% of the Company's total asset value recorded in the latest financial statements); stayed within the scope of the Company's normal business operations; and carried out on a fair and voluntary basis.

7. Evaluation of the coordination between the Audit Committee and the Board of Directors, the General Director and shareholders

The coordination between the Board of Directors and the Executive Board was smooth and effective. The business management of the Executive Board was not hindered, the oversight of the Board of Directors and the Audit Committee was regular and detailed to ensure that the operations of the Company were consistent with the resolutions of the General Meeting of Shareholders and the Board of Directors. Members of the Board of Directors, the Executive Board and the Audit Committee administered the Company with modern governance standards, upheld professional ethics and always acted in the best interests of shareholders of the Company.

Kindly submit the Report to the General Meeting of Shareholders for ratification.

**INDEPENDENT MEMBER
OF THE BOARD OF DIRECTORS**



TRAN THANH TUNG

REPORT

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

*Re.: Ratify the Audited Financial Statements of the fiscal year 2025
and the Profit Distribution Plan for the fiscal year 2025*

To all the Shareholders at the Meeting,

- Pursuant to the Charter of Organization and Operation of FPT Securities Joint Stock Company;
- Based on the Audited Finance Statements of the fiscal year 2025.

The Board of Directors kindly puts forth the Audited Financial Statements of the fiscal year 2025 and the Profit Distribution Plan for the fiscal year 2025 as follows:

1. Ratify the Audited Finance Statements of the fiscal 2025:

Ratify the Audited Financial Statements of the fiscal year 2025 of FPT Securities Joint Stock Company audited by Southern Auditing & Accounting Financial Consulting Services Company Limited (AASCS).

2. Ratify the Profit Distribution Plan for fiscal year 2025:

Unit: Vietnamese dong

No.	Item	Value
I	Realized profit after tax from the previous years retained as of December 31, 2025	72,650,624,488
II	Realized profit in 2025	
1	Realized profit before tax in 2025	617,304,580,480
2	Corporate income tax in 2025	113,939,306,003
3	Realized profit after tax in 2025	503,365,274,477
III	Distributable profit	576,015,898,965
IV	Profit Distribution Plan	
1	Welfare and reward fund (10% of realized profit after tax in 2025)	50,336,527,447
2	Cash dividend for 2025 (5%), or VND500 per share (*)	At most 173,249,004,500
3	Issue shares to increase capital in 2026 from owner's equity to existing shareholders	At most 346,498,000,000
4	The remaining profit after tax is retained, not yet distributed to the shareholders.	

(*) The General Meeting of Shareholders authorizes the Board of Directors to implement the cash dividend payment for the fiscal year 2025 (5%). Settlement time: Expected in the second quarter of 2026.

Kindly submit the Report to the General Meeting of Shareholders for ratification!

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN


NGUYEN VAN DUNG

Hanoi, March 6, 2026

REPORT

TO ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

Re.: Authorize the Board of Directors to assess and select an auditing company to audit the Financial Statements and Financial Safety Ratio Report of the Company in the fiscal year of 2026

To all Shareholders at the Meeting,

- Pursuant to the current Laws and instructive Documents on Securities;
- Pursuant to the Charter of Organization and Operation of FPT Securities Joint Stock Company.

The Board of Directors respectfully requests the General Meeting of Shareholders to ratify the authorization for the Board of Directors to assess and select an auditing company to audit the Financial Statements and Financial Safety Ratio Report of the Company in the fiscal year of 2026.

Kindly submit the Report to the General Meeting of Shareholders for ratification!

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



NGUYEN VAN DUNG

Hanoi, March 6, 2026

REPORT

TO ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

Re.: Ratify the remunerations of the Board of Directors 2026

To all the Shareholders of the Meeting,

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and the Law No. 03/2022/QH15 dated January 11, 2022 amending some articles of the Law on Enterprises No. 59/2020/QH14;
- Pursuant to the Charter of Organization and Operation of FPT Securities Joint Stock Company.

The Board of Directors kindly puts forth to the General Meeting of Shareholders to ratify the remunerations of the Board of Directors in 2026, as follows:

1. For independent members of the Board of Directors: 10,000,000 VND each per month.
2. For non-independent members of the Board of Directors: None.

Kindly submit the Report to the General Meeting of Shareholders for ratification!

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN



NGUYEN VAN DUNG

Hanoi, March 6, 2026

REPORT

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

Re.: Ratify the amended Charter of FPT Securities Joint Stock Company

To all Shareholders at the Meeting,

- Pursuant to the current Laws and operating instruction Documents on Securities;
- Pursuant to the Charter of Organization and Operation of FPT Securities Joint Stock Company.

The Board of Directors kindly submits to the General Meeting of Shareholders for ratification of the amended Charter of FPT Securities Joint Stock Company.

The full text of the draft amended Charter and the comparison document of the amendments and supplements published on the website of FPT Securities Joint Stock Company (www.fpts.com.vn).

The new Charter, approved by the General Meeting of Shareholders, shall take effect from March 31, 2026 and shall replace the current Charter.

Kindly submit the Report to the General Meeting of Shareholders for ratification!

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN



NGUYEN VAN DUNG

Hanoi, March 6, 2026

REPORT

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

Re.: Ratify the amended Governance Regulations of FPT Securities Joint Stock Company

To all Shareholders at the Meeting,

- Pursuant to the current Laws and operating instruction Documents on Securities;
- Pursuant to the Charter of Organization and Operation of FPT Securities Joint Stock Company.

The Board of Directors kindly submits to the General Meeting of Shareholders for ratification the amended Governance Regulations of FPT Securities Joint Stock Company.

The full text of the draft amended Governance Regulations and the comparison document of the amendments and supplements published on the website of FPT Securities Joint Stock Company (www.fpts.com.vn).

The new Governance Regulations, approved by the General Meeting of Shareholders, shall take effect from March 31, 2026 and shall replace the current Governance Regulations.

Kindly submit the Report to the General Meeting of Shareholders for ratification!

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



NGUYEN VAN DUNG

Hanoi, March 6, 2026

REPORT

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

*Re.: Ratify the amended Operational Regulations of the Board of Directors
of FPT Securities Joint Stock Company*

To all Shareholders at the Meeting,

- Pursuant to the current Laws and operating instruction Documents on Securities;
- Pursuant to the Charter of Organization and Operation of FPT Securities Joint Stock Company.

The Board of Directors kindly submits to the General Meeting of Shareholders for ratification the amended Operational Regulations of the Board of Directors of FPT Securities Joint Stock Company.

The full text of the draft amended Operational Regulations of the Board of Directors and the comparison document of the amendments and supplements published on the website of FPT Securities Joint Stock Company (www.fpts.com.vn).

The new Operational Regulations of the Board of Directors, approved by the General Meeting of Shareholders, shall take effect from March 31, 2026 and shall replace the current Operational Regulations of the Board of Directors.

Kindly submit the Report to the General Meeting of Shareholders for ratification!

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN



NGUYEN VAN DUNG

Hanoi, March 6, 2026

REPORT

TO ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

Re.: Ratify the dismissal of a member of the Board of Directors in the 2023 - 2028 term

To all the Shareholders of the Meeting,

- Pursuant to the current Laws and instructive Documents on Securities;
- Pursuant to the Charter of Organization and Operation of FPT Securities Joint Stock Company;
- Pursuant to the Resignation letter from the position of Member of the Board of Directors of FPT Securities Joint Stock Company of Mr. Nguyen Van Dung for the 2023 - 2028 term.

The Board of Directors kindly puts forth to the General Meeting of Shareholders to ratify the dismissal of the Member of the Board of Directors **Mr. Nguyen Van Dung** from the position of Chairman of the Board of Directors of FPT Securities Joint Stock Company for the 2023 - 2028 term.

Kindly submit the Report to the General Meeting of Shareholders for ratification!

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



NGUYEN VAN DUNG

Hanoi, March 6, 2026

REPORT

TO ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

Re.: Ratify the additional election of a Member of the Board of Directors in the 2023 - 2028 term

To all the Shareholders of the Meeting,

- Pursuant to the current Laws and instructive Documents on Securities;
- Pursuant to the Charter of Organization and Operation of FPT Securities Joint Stock Company.

The Board of Directors kindly puts forth to the General Meeting of Shareholders to ratify the additional election of the Member of the Board of Directors of FPT Securities Joint Stock Company for the 2023 - 2028 term.

The Board of Directors nominates **Ms. Nguyen Thi Thu Huong**, whose curriculum vitae summary is attached hereto, as a candidate for election to the Board of Directors of FPT Securities Joint Stock Company for the 2023 - 2028 term.

Kindly submit the Report to the General Meeting of Shareholders for ratification!

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN



NGUYEN VAN DUNG

LÝ LỊCH ỨNG VIÊN CURRICULUM VITAE



THÔNG TIN CÁ NHÂN/ PERSONAL INFORMATION

Họ và tên/ Full name: Nguyễn Thị Thu Hương	Ngày sinh/ Date of birth: 26/10/1974 Nơi sinh/ Place of birth: Hưng Yên Giới tính/ Gender: ☐ Nam/ Male ☒ Nữ/ Female
Quốc tịch/ Nationality: Việt Nam Dân tộc/ Ethnicity: Kinh	CCCD/Hộ chiếu số/ ID Card/Passport No.: 341740101901 Ngày cấp/ Date of issue: Nơi cấp/ Place of issue:
Địa chỉ thường trú/ Permanent address:	
Địa chỉ liên lạc/ Contact address:	

TRÌNH ĐỘ HỌC VẤN/ EDUCATIONAL BACKGROUND

Bằng cấp Qualification	Chuyên ngành Major	Tên trường đào tạo Name of institution
Cử nhân/ Bachelor's Degree	Kế toán/ Accounting	Trường Đại học Tài chính Kế toán Hà Nội/ Hanoi University of Finance and Accounting

QUÁ TRÌNH CÔNG TÁC/ WORK HISTORY

Thời gian Time	Nơi công tác Employer	Chức vụ Position
08/1994 – 06/2003	Công ty Phát triển Đầu tư Công nghệ FPT/ The Corporation for Financing and Promoting Technology	Kế toán/ Accountant
07/2003 – 12/2003	Công ty TNHH Phân phối FPT/ FPT Distribution Company Limited	Kế toán tổng hợp/ General Accountant
01/2004 – 12/2006	Công ty TNHH Giải pháp Phần mềm FPT/ FPT Software Company Limited	Kế toán trưởng/ Chief Accountant
01/2007 – 06/2007	Công ty Phát triển Đầu tư Công nghệ FPT/ The Corporation for Financing and Promoting Technology	Kế toán/ Accountant

07/2007 – 01/2026	Công ty Cổ phần Chứng khoán FPT/ <i>FPT Securities Joint Stock Company</i>	Kế toán trưởng/ Chief Accountant Trưởng ban Kế toán Tài chính/ Head of <i>Finance and Accounting</i>
04/2019 – nay/ now	Công ty Cổ phần Chứng khoán FPT/ <i>FPT Securities Joint Stock Company</i>	Phó Tổng giám đốc/ Deputy General <i>Director</i>

CÁC CHỨC DANH QUẢN LÝ KHÁC/ OTHER MANAGEMENT POSITIONS

☐ Có/ Yes

☒ Không/ No

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.....
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LỢI ÍCH CÓ LIÊN QUAN TỚI CÔNG TY VÀ CÁC BÊN CÓ LIÊN QUAN CỦA CÔNG TY **INTERESTS RELATED TO THE COMPANY AND ITS RELATED PARTIES**

☐ Có/ Yes

☒ Không/ No

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.....
.....
.....

CÁC THÔNG TIN KHÁC/ OTHER INFORMATION

Tôi cam đoan những điều khai trong bản này là đúng sự thật và hoàn toàn chịu trách nhiệm về việc cung cấp những thông tin trên. Tôi đồng ý cho Công ty Cổ phần Chứng khoán FPT xác minh và sử dụng các thông tin trên.

I hereby certify that the information provided herein is true and accurate, and I accept full responsibility for the accuracy of such information. I authorize FPT Securities Joint Stock Company (FPTS) to verify and use the information for its intended purposes.

Hà Nội, ngày/ dated 06/3/2026

ỨNG VIÊN/ CANDIDATE

(Ký, ghi rõ họ tên/ Signature and full name)



NGUYỄN THỊ THU HƯƠNG

Hanoi, March 6, 2026

REPORT

TO ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

*Re.: Ratify the share issue plan to increase share capital in 2026
from owner's equity to existing shareholders*

To all Shareholders at the Meeting,

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020; the Law No. 03/2022/QH15 dated January 11, 2022, and the Law No. 76/2025/QH15 amending some articles of the Law on Enterprises No. 59/2020/QH14;
- Pursuant to the Securities No. 54/2019/QH14 dated November 26, 2019 and the Law No. 56/2024/QH15 dated November 29, 2024 amending some articles of the Law on Securities No. 54/2019/QH14;
- Pursuant to the Law on Investment No. 143/2025/QH15 dated December 11, 2025;
- Pursuant to the Decree No. 155/2020/ND-CP of the Government dated December 31, 2020 on detailed instructions for implementation of some articles of the Law on Securities;
- Pursuant to the Decree No. 245/2025/ND-CP dated September 11, 2025 of the Government on amending and supplementing some articles of the Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government on detailed instructions for implementation of some articles of the Law on Securities;
- Pursuant to the Circular No. 114/2021/TT-BTC dated December 17, 2021 of the Ministry of Finance; the Circular No. 118/2020/TT-BTC dated December 31, 2020 and the Circular No. 115/2025/TT-BTC dated December 15, 2025;
- Pursuant to the Charter of Organization and Operation of FPT Securities Joint Stock Company;
- Based on the Report of Audited Financial Statements in the fiscal year of 2025;
- Based on the business plan of the Company.

The Board of Directors of FPT Securities Joint Stock Company respectfully submits to the General Meeting of Shareholders to ratify the share issue plan to increase share capital in 2026 from owner's equity to existing shareholders of the Company as follows:

- Name of the share: Share of FPT Securities Joint Stock Company (Ticker: FTS).

- *Class of share:* Ordinary share.
- *Par value:* 10,000 VND.
- *Estimated volume of shares to be issued:* 34,649,800 shares.
- *Total par value of shares to be issued:* 346,498,000,000 VND (Three hundred forty-six billion four hundred and ninety-eight million Vietnamese dong).
- *Beneficiary:* All shareholders own the shares of FPT Securities Joint Stock Company on the record date for share issue based on the shareholder list to issue shares for share capital increase from owner's equity to existing shareholders provided by Vietnam Securities Depository and Clearing Corporation.
- *Issue ratio (Estimated number of shares to be issued/number of outstanding shares):* 10%.
- *Exercise of rights ratio:* 10:1 (Shareholders are entitled to receive 01 new share for every 10 shares they hold on the record date).
- *Fractional share settlement plan:* Issued shares will be rounded down to the nearest whole number of shares when fractional shares occur. Fractional parts of a share will be discarded if any.

For example: At the record date, Shareholder A holds 189 shares. The number of shares in theory is decided by this formula $189 \times 10\% = 18,9$ shares. However, after the shares are rounded down to the nearest whole number, he will thus receive 18 shares. The fractional part of 0.9 shares will be discarded.

- *Source for share issue:*

Undistributed profit after tax as at December 31, 2025 stated in the Audited Financial Statements of the Fiscal Year 2025 of FPT Securities Joint Stock Company: At most 346,498,000,000 VND (Three hundred forty-six billion four hundred and ninety-eight million Vietnamese dong).

- *Transfer restriction conditions:* The shares issued for share capital increase, sourced from the owner's equity, are not subject to any transfer restrictions, except for entitlements to these shares arising from shares issued under the Employee Stock Ownership Program (ESOP) in 2024 and 2025 subject to share transfer restrictions with the predefined rate and time relevant to transfer-restricted ESOP shares.
- *Distribution schedule:* In quarter II-III of 2026, after receiving the official document from the State Securities Commission of Vietnam confirming the receipt of all documents of issuing reports.
- *Custody registration and additional listing:* The number of shares issued to existing shareholders will be registered for custody at Vietnam Securities Depository and Clearing Corporation (VSDC) and listing at the Stock Exchange right after necessary procedures are completed.

- *Authorize the Board of Directors to:*

- Carry out the share issue plan, choose the time of issue, carry out necessary procedures with competent authorities to register the issue, the stock, adjust the registered securities information with the Vietnam Securities Depository and Clearing Corporation and register the additional listing of the shares issued to increase share capital from owner's equity on the Stock Exchange.
- Carry out procedures to increase the registered capital and amend Appendix 1 of the Company's Charter after completing the share issue to increase share capital from owner's equity in accordance with the law.
- Carry out procedures to amend the Certificate of Establishment and Operation and the Certificate of Business Registration (if any) of the Company after completing the share issue in accordance with the law.

Kindly submit the Report to the General Meeting of Shareholders for ratification!

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



NGUYEN VAN DUNG

THE CHARTER ON ORGANIZATION AND OPERATION

*(Amended as per Resolution of the General Meeting of Shareholders dated March 31, 2026
of FPT Securities Joint Stock Company)*

Hanoi, March 2026

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PREAMBLE

This Corporate Charter of FPT Securities Joint Stock Company (hereinafter referred to as “Company”) shall be a corporate statutory document serving for Company’s business operation in accordance with the Law on Enterprises No. 59/2020/QH14 passed by the 14th National Assembly on June 17, 2020 and its amending and supplementing documents; and the Securities Law No. 54/2019/QH14 passed by the 14th National Assembly on November 26, 2019 and its amending and supplementing documents.

This Charter, other internal regulations of the Company, resolutions of the General Meeting of Shareholders, and the Board of Directors that have been properly adopted in accordance with relevant laws, shall be bound to business operation of the Company.

This Charter is approved by the Shareholders of the Company under Resolution of General Meeting of Shareholders dated March 31, 2026.

I. DEFINITIONS OF TERMS IN THE CHARTER

Article 1. Definitions

1. In this Charter, the following terms shall be construed as follows:

- a. “Company” refers to the FPT Securities Joint Stock Company.
- b. “Founding Shareholder” refers to any shareholder holding at least one unit of share and signing his/her name on the first Charter.
- c. “Authorized capital” refers to the authorized share capital fully contributed by all Shareholders and stated in the Charter.
- d. “Law on Enterprises” refers to the Law on Enterprises No.59/2020/QH14 passed by the National Assembly of Socialist Republic of Vietnam on June 17, 2020 and its amending and supplementing documents.
- e. “Law on Securities” refers to the Law on Securities No. 54/2019/QH14 ratified by the National Assembly of Socialist Republic of Vietnam on November 26, 2019 and its amending and supplementing documents.
- f. “Date of establishment” refers to the date when the Company was granted the Business Registration Certificate.
- g. “Executive personnel” refers to the General Director, the Deputy General Director, Financial Director, the Chief Accountant, and other employees as appointed or approved by the Board of Directors or the Chairperson of the Board of Directors of the FPT Securities Joint Stock Company as the executive personnel of the FPT Securities Joint Stock Company.
- h. “Management personnel” is the Chairperson of the Board of Directors, the Member of the Board of Directors and the General Director.
- i. “Related person” refers to any individual or organization as stated in the Law on Enterprises.
- j. “Shareholder” refers to any individual or organization that holds at least one unit of share.

- k. "Major shareholder" refers to the shareholders with an ownership ratio of from five percent (5%) upwards of voting shares of the issuing organization.
 - l. "Duration of operation" refers to the duration of operation of the Company stated in Article 2 of this Charter and the extended duration of operation (if any) as approved by the General Meeting of Shareholders in a resolution.
 - m. "Vietnam" refers to the Socialist Republic of Vietnam.
 - n. "Business locations" refers to the territories of Vietnam and foreign countries.
 - o. "SSC" refers to the State Securities Commission of Vietnam.
 - p. "Personal legal documents" means one of the following types of documents: Identity card, Citizen Identity Card, Passport, or other legal personal authentication documents.
 - q. "Legal documents of an organization" means one of the following types of documents: Establishment Decision, Enterprise Registration Certificate, or other equivalent documents.
2. In this Charter, any reference to one or more provisions or documents shall include amendments and replacements in place of such provisions or documents.
 3. The headings (chapters, articles in the Charter) are inserted for convenience only and shall not affect the contents of this Charter.
 4. Any words or expressions as defined in the Law on Enterprises shall (if not contrary to the subject or context) have the same meaning in this Charter.

II. NAME, FORM, HEAD OFFICE, BRANCH, REPRESENTATIVE OFFICE, DURATION OF OPERATION AND LEGAL REPRESENTATIVE OF THE COMPANY

Article 2. Name, form, head office, branch, representative office and duration of operation of the Company

1. Registered name of the Company
 - o Name in Vietnamese: CÔNG TY CỔ PHẦN CHỨNG KHOÁN FPT
 - o Name in English: FPT SECURITIES JOINT STOCK COMPANY
 - o Trade name: FPT SECURITIES JOINT STOCK COMPANY
 - o Abbreviation: FPTS
2. The Company is a joint stock company having legal entity status in compliance with the current law of the Socialist Republic of Vietnam.
3. The registered head office of the Company shall be at:
 - o Address: No. 52 Lac Long Quan Street, Tay Ho Ward, Hanoi City
 - o Telephone: 1900 6446
 - o Fax: 84-24-37739058
 - o Website: www.fpts.com.vn
4. Legal representative:
 - a. The Company has one (01) legal representative: Chairperson of the Board of Directors.
 - b. Legal representative shall represent the Company to exercise the rights and fulfil any obligations arising from the Company's transaction, represent the Company as the plaintiff, defendant, and person with relevant interests and duties before the arbitral tribunal, the court,

exercises other rights and fulfil other obligations according to the Article 13 of the Law on Enterprises and other relevant laws.

- c. In the event that the Chairperson of the Board of Directors works on a full-time basis at the Company as assigned by the Board of Directors, he/she may enter into an employment contract with the Company and shall be entitled to the rights, obligations, salary, and other benefits of an employee in accordance with applicable laws and the Company's internal regulations and policies.

5. Business network

The Company may establish branches and representative offices in the business places to support the objectives of the Company in accordance with resolutions of the Board of Directors and to the extent permitted by law.

6. The Company may establish joint ventures with organizations and individuals in Vietnam and foreign countries at the ratification of the General Meeting of Shareholders of the FPT Securities Joint Stock Company and at the approval of competent State organs.

7. Certificate for Establishment and Securities Business Operation:

The Company shall be operated as per Establishment and Operation Certificate No. 59/UBCK-GP dated July 13, 2007 and revised certificates issued by the State Securities Commission of Vietnam.

8. Unless early terminated in accordance with Article 69 of this Charter, the duration of operation of the Company shall commence from the date of establishment and shall be indefinite.

III. SCOPE AND PRINCIPLE OF OPERATIONS, RIGHTS AND OBLIGATIONS OF THE COMPANY

Article 3. Scope of business and operation

1. Scope of business:
 - o Securities brokerage;
 - o Securities trading;
 - o Securities investment consultancy, financial consultancy and other financial services;
 - o Securities custody;
 - o Securities underwriting;
 - o Other operations in accordance with the law.
2. The Company is only allowed to operate in the other fields permitted by the Law and ratified by the General Shareholder Meeting.

Article 4. Operational principle

The operational principles of the Company are compliant with the Law on Securities, laws on securities market and relevant laws.

Article 5. Rights and obligations of the Company

The Company has the rights and obligations according to the Law on Enterprises, the Law on Securities, and relevant laws. The Company has all the rights specified by the Law on Enterprises if they are not contrary to the Law on Securities.

Article 6. Prohibitions and restrictions

1. Mandatory to the Company: Complying with all regulations on prohibitions and restrictions as per the current law.
2. Mandatory to securities practitioners: Complying with all regulations on prohibitions and restrictions as per the current law.
3. Mandatory to members of the Board of Directors, members of the Board of Management: Complying with all regulations on prohibitions and restrictions as per the current law.

IV. AUTHORIZED CAPITAL, SHARE, BOND

Article 7. Authorized capital, share

1. Authorized capital and its revision is decided by the General Meeting of Shareholders at a given time, recorded in the Certificate of Establishment and Operation and disclosed in accordance with the law.

The current authorized capital of the Company is governed in the Appendix 01 of this Charter. The regulations on authorized capital in the Appendix 01 will be automatically altered on the date of issuing new shares at the approval of the Resolution of the General Meeting of Shareholders.

2. Name, address, number of shares and other information about founding shareholders are specified in the Appendix 01 affixed to this Charter.

The Company may change the authorized capital under the approval of the General Meeting of Shareholders and in accordance with the law.

3. Shares of the Company as at the date of adoption of this Charter comprise ordinary shares only. The rights and obligations attached the ordinary shares shall be stipulated in Article 15 and Article 16 of this Charter.

4. Existing shareholders shall be given priority to be offered ordinary shares for sale in the ratio corresponding to their ownership percentage of ordinary shares in the Company, unless otherwise stipulated by the General Meeting of Shareholders. The shares for which shareholders may not subscribe to purchase shall be determined by the Board of Directors of the Company. The Board of Directors may allocate such shares to entities in accordance with the conditions and manner which the Board of Directors considers appropriate, but shall not be permitted to sell such shares on conditions more favorable than the conditions offered to existing shareholders, unless otherwise agreed by the General Meeting of Shareholders or unless shares are sold in the form of auction at the Stock Exchanges.

5. The Company shall be permitted to purchase its own shares (including redeemable preference shares) in the manner stipulated in this Charter and the current law. Ordinary shares redeemed by the Company shall be treasury shares which may be offered for sale by the Board of Directors in a manner complying with this Charter, the Securities Law and relevant guidelines.

6. Preferred shares

- The Company may issue shares to its employees if the plan is approved the General Meeting of Shareholders in line with the law.
- The Company may issue preferred shares upon approval of the General Meeting of Shareholders and in compliance with the Law on Securities.

7. The Company may issue other classes of securities after the General Meeting of Shareholders provides unanimous approval in writing in accordance with the Law on Securities.

8. The decrease of the authorized capital of the Company shall be determined by the General Meeting of Shareholders but guaranteed legal capital conditions as stipulated by the current law.

Article 8. Register of shareholders - Share certificate

1. The Company shall establish and maintain a register of shareholders from the date of issuance of its License of Establishment and Operation. The register of shareholders may be in the form of a physical document, an electronic data set recording information on share ownership of the Company's shareholders, or both. The register of shareholders shall be kept at the Company's head office or other organizations with the function of maintaining shareholder registers.
2. In the event that a shareholder has a change in their contact address, they must promptly notify the Company for updating into the register of shareholders. The Company shall not be held responsible for any failure to contact the shareholder resulting from the lack of notification regarding the change of the shareholder's address.
3. Shareholders of the Company are issued with share certificates corresponding to the number and class of shares that they hold. Share certificate must contain the seal of the Company and signature of Company's legal representative or authorized person.
4. The certificate of other securities such as bonds and preferred shares must contain the seal of the Company and signature of Company's legal representative except for otherwise provide by other regulations.

Article 9. Share transfer

1. All ordinary shares may be transferred freely unless otherwise stipulated by this Charter and the law. Shares listed on the Stock Exchange shall be transferred in accordance with the laws on securities and securities market.
2. Restricted preference shares shall be transferred only when all restricted conditions expire.
3. No partly paid shares may be transferred, nor entitled to any rights attaching to these shares, including the right to receive dividends, the right to receive split shares, the right to buy shares in the secondary offering and other rights and interests by law.

Article 10. Forfeiture of shares

1. Where a shareholder fails to pay in full and on time the amount payable to purchase shares, the Board of Directors shall notify and have the right to request such shareholder to pay the unpaid amount together with interest on such sum, plus costs arising from failure to pay in full to the Company in accordance with regulations.
2. A notice requiring the aforesaid payment must specify the new time-limit for payment (at least 07 days from the date on which the announcement is sent) and place for payment, and state that on failure to make payment as required then the number of shares which have not yet been fully paid for shall be forfeited.
3. If the requirements of any such notice as aforesaid are not complied with, the Board of Directors shall have the right, before payment of any installments, interest or expenses due in respect thereof have been fully made, to forfeit such shares. The Board of Directors may accept a surrender of any share to be forfeited in accordance with Clause 4, 5 and 6 of this Article and other circumstances as stated in this Charter.

4. A forfeited share shall be deemed to be the property of the Company. The Board of Directors may directly sell or authorize to sell or re-allot such shares to, or dispose them in favor of, the individuals who owned such withdrawn shares or to other entities, on conditions and in the manner the Board of Directors considers appropriate.

5. Shareholders holding forfeited shares shall be required to waive their shareholder status with respect to such shares, but shall still be required to pay all relevant amounts plus proportional lending interest at the highest rate for one-year term announced by banks in Vietnam with which the Company have transactions at the time of withdrawal, from the date of withdrawal up to the date of payment, in accordance with a decision of the Board of Directors. The Board of Directors shall have full power to make a decision on enforcement of payment of amounts payable as at the time of withdrawal, or may make a decision on remission of part or all of such amounts.

6. An announcement on withdrawal shall be sent to the holders of the shares which are to be withdrawn prior to the time of withdrawal. The withdrawal shall remain valid even if there is a mistake or carelessness during the course of sending the announcement.

Article 11. Repurchase of shares at the request of shareholders

1. A shareholder vote against a resolution with respect to the restructure of the Company or alteration of the rights and obligations of shareholders as provided in this Charter, such shareholder shall be entitled to request the Company to purchase his/her own shares. The request shall be made in writing, in which specifies the name, the address of such shareholder and the number of shares held under each class of such shareholder, the proposed price, and the reason(s) for such request. The request shall be sent to the Company within ten (10) business days from the date of resolution of the General Meeting of Shareholders on issues mentioned in this clause.

2. The Company shall buy back from the shareholder, in accordance with his/her request as stipulated in the Clause 1 of this Article, his/her shares at a market price or a price determined by regulations in this Charter within ninety (90) days from the date of receipt of such request. Where such price fails to be agreed, the parties may request professional valuers. The Company shall introduce at least three (03) professional valuers for shareholders to make a choice and such choice is the final decision.

Article 12. Repurchase as resolution by the Company

1. The Company is entitled to repurchase no more than thirty percent (30%) of the issued ordinary shares. The Board of Directors is entitled to repurchase less than ten per cent (10%) of the shares of each class sold in each twelve (12) months. Other cases of redemption shall be determined by the General Meeting of Shareholders.

2. The Board of Directors shall determine the price for the repurchase. With respect to ordinary shares, the determined price shall not exceed their market price at the time of repurchase except for cases specified in Clause 3 of this Article. With respect to other classes of securities, if there is no definition in the Company Charter or the Company and related shareholders have no other agreement, the price of the repurchase shall not lower than the market price.

3. The Company may repurchase shares of a shareholder in proportion to his/her shares in the Company in the following order and procedures:

- a. The decision on the repurchase of shares of the Company must be notified by a method that is guaranteed to reach all shareholders within 30 days from the date of approval of such decision. The notice must include the full name, address of the Head Office of the Company, the total number of shares and class of shares to be repurchased, the

repurchasing price or principles of repurchase valuation, the payment procedure and term and the procedure and deadline for the shareholders to complete the sale of their shares to the Company.

- b. Shareholders who agree to sell back their shares must send a written consent with respect of selling their shares by a method that is guaranteed to reach the Company within 30 days from the date of notification. The written consent to this effect must contain the full name of the shareholders, contact address and legal identity records (applied to individual shareholders); the name, corporate code or legal identity documents and head office address (applied to institutional shareholders); number of shares owned and number of shares agreed to sell; payment methods; signature of the shareholder or the shareholder's legal representative. The Company only repurchases shares within the given time limit.
4. In case the Company repurchases the shares held by employees in accordance with the Company's regulations on share offering to employees, the total number of shares bought back from employees must be reported at the Annual General Meeting of Shareholders. The Company is not required to carry out procedures for reducing its registered capital in respect of shares repurchased by the Company.
5. The repurchase is only permitted in the event that it has no effect on settlement of liabilities of the Company. After having settled the payment for the shares repurchased, if the total assets in the accounting books of the Company decrease more than ten percent (10%), the Company must disclose this information to all creditors and conduct a mandatory information disclosure within fifteen (15) days from which the payment for redeemed shares is completed.
6. The Company may sell the repurchased shares immediately after the repurchase is completed in the following cases:
 - a. The Company buys back its own shares to correct trading errors or buys back shares in odd lot;
 - b. The Company repurchases its shares in odd lot according to the dividend share issuing plan or the share split plan;
 - c. The Company repurchases shares in odd lot at the request of shareholders.

Article 13. Bond issue

The Company holds the rights to issue bonds, convertible bonds and other bonds according to the Law on Enterprises, the Law on Securities and other relevant regulations.

V. STRUCTURE OF ORGANIZATION AND MANAGEMENT

Article 14. Structure of organization and management

Including:

- a. General Meeting of Shareholders;
- b. Board of Directors; Audit Committee under the Board of Directors;
- c. General Director.

VI. SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 15. Rights of shareholders

1. Shareholders are owners of the Company and entitled to their respective rights and subjected to their respective obligations in accordance with the number of shares and classes of shares they owned. The liability of each shareholder is limited to the capital contributed into the Company.
2. Ordinary shareholders shall have the following rights
 - a. Attend and speak at the General Meeting of Shareholders and exercise their voting right directly or through their authorized representatives according to the law and the Charter of the Company; each ordinary share has one voting right;
 - b. Receive dividends according to the decision of the General Meeting of Shareholders;
 - c. Freely transfer fully paid shares in accordance with this Charter and the current law except for the cases specified in Clause 3, Article 120, Clause 1, Article 127 of the Law on Enterprises;
 - d. Have priority to purchase new shares offered for sale in proportion to the total number of ordinary shares they hold;
 - e. Inspect information relating to the shareholders included in the list of shareholders who are qualified to attend the General Meeting of Shareholders, and to request amendment of incorrect information;
 - f. Examine, look up and make an extract or copy from the Charter of the Company, the book of minutes of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders;
 - g. In the event that the Company is dissolved or bankrupt, to receive a part of the remaining assets in proportion to the number of shares contributed as capital to the Company after the Company has paid out its creditors and shareholders of other classes in accordance with the law;
 - h. Require the Company to redeem their shares in the circumstances as provided in the Article 132 of the Law on Enterprises;
 - i. Other rights as stipulated in this Charter and the law.
3. A shareholder or a group of shareholders holding more than five percent (05%) of total ordinary shares shall have the following additional rights:
 - a. Request the Board of Directors to convene a General Meeting of Shareholders as specified in Article 115 and Article 140 of the Law on Enterprises;
 - b. Examine and receive a copy or an extract of minutes and resolutions of the Board of Directors, and semi-annual and annual financial statements, contracts, transactions that must be approved by the Board of Directors and other documents except for documents classified as commercial secret business secret of the Company;
 - c. Request the Board of Directors to inspect each and every particular issue relating to the management and administration of the operation of the Company when considered necessary. This request shall be made in writing, contain the full name, contact address, nationality, personal legal documents of a shareholder being an individual; or the name, number of enterprise registration or organization's legal documents and head office address of a shareholder being an organization; the number of shares and time of registration of shares of each shareholder, total number of shares of the group of

shareholders and the percentage of ownership of the total number of shares of the Company; and issues to be inspected and purpose of the inspection. In this case, the inspection shall be conducted and reported by the Audit Committee;

d. Other rights under the law and this Charter.

4. A shareholder or a group of shareholders holding more than ten percent (10%) of total ordinary shares shall have the right to nominate members to the Board of Directors. The nomination shall be carried out as follows:

- a. Shareholders with ordinary shares constituting a group of shareholders to nominate persons to the Board of Directors must notify the gathering to all shareholders who attend the General Meeting of Shareholders before the Meeting starts;
- b. Based on the number of members of the Board of Directors, a shareholder or a group of shareholders specified in this Clause is entitled to nominate one or several candidates to the Board of Directors according to the decision of the General Meeting of Shareholders. In case the number of candidates nominated by such shareholder or group of shareholders is fewer than the number of candidates they are entitled to nominate according to the decision of the General Meeting of Shareholders, the number of short candidates shall be nominated by the Board of Directors and other shareholders.

5. Domestic and foreign shareholders have the same rights and obligations. No ownership restriction is imposed on foreign shareholders unless otherwise provided by the law.

Article 16. Obligations of shareholder

Shareholders shall have the following obligations:

1. To pay in full and on time for shares for which the shareholder has committed to subscribe and be responsible for debts and other asset obligations of the Company to the extent of the capital contributed to the Company. Not to be permitted to withdraw from the Company the capital contributed in any form, except for cases where such shares are redeemed by the Company or others in accordance with laws. In case a shareholder withdraws a part of or all of the share capital contributed against this Clause, such shareholder and related person in the Company are jointly responsible for the debts and other liabilities of the Company up to the value of withdrawn shares and the damage caused;
2. To comply with the Company's Charter, Internal Rules and Regulations; and Resolutions of the General Shareholder Meeting and the Board of Directors;
3. To provide accurate address at the time of registering share purchase;
4. To perform other obligations as regulated by the law;
5. In case a shareholder owns from 10% of the registered capital onwards, he/she may not abuse his/her advantage to harm the rights and interests of the Company and other shareholders;
6. A shareholder who owns 10% or more of the Company's registered capital must make a full notice to the Company within twenty-four (24) hours after receiving the information, applied to the cases below:
 - a. The number of shares or contributed capital blocked, mortgaged or handled under a verdict from the court;
 - b. The shareholder who is institutional decides to change their name or split, separate, dissolve or go bankrupt.

7. Information confidentiality is provided by the Company as per the Charter and by law. The information provided is only used to exercise and protect his/her legitimate rights and interests. It is strictly forbidden to distribute, copy or send information provided by the Company to other organizations and individuals;
8. Attend the General Meeting of Shareholders and exercise the right to vote through the forms below:
 - a. Attend and vote in person at the Meeting;
 - b. Authorize other individuals or organizations to attend and vote at the Meeting;
 - c. Attend and vote through videoconferences, electronic voting or other electronic means;
 - d. Send votes to the Meeting via mail, fax and email.
9. Take personal responsibility for any action on behalf of the Company in any form to perform one of the following acts:
 - a. Break the law;
 - b. Conduct other business and transactions for self-interest or for interests of other organizations and individuals;
 - c. Pay undue debts in the event that financial risks are exposed to the Company.
10. Fulfill other obligations as prescribed by current law.

Article 17. General Meeting of Shareholders

1. The General Meeting of Shareholders is the highest decision-making body of the Company. The Annual General Meeting of Shareholders shall be organized once per year. The General Meeting of Shareholders must hold an annual meeting within a time-limit of four (04) months from the end of a fiscal year.

In the event that the General Meeting of Shareholders cannot take place within the given time limit, the Company must report in writing to the State Securities Commission, clearly stating the reason for the failure and must hold the Annual General Meeting of Shareholders within the time limit of next two months.

The Company must report the outcomes of the General Meeting of Shareholders together with its resolution and related documents to the State Securities Commission within five (05) working days from the closing date of the General Meeting of Shareholders.

2. The Board of Directors shall organize and convene the annual General Meeting of Shareholders and shall choose an appropriate venue. The annual General Meeting of Shareholders shall make decisions on issues in accordance with the law and this Charter, and in particular shall approve the annual financial reports and the financial budget for the next fiscal year. In the event that the Company's audited annual financial statement contains material exceptions and/or is rejected by or contradicted with the auditor, the Company must invite a representative of the approved auditor that audited the Company's financial statement to attend the Annual General Meeting of Shareholders and such representative is responsible for being present at the Company's Annual General Meeting of Shareholders.

3. The Board must convene an Extraordinary General Meeting of Shareholders in the following circumstances:

- a. The Board of Directors considers it necessary for the interests of the Company;

- b. When the number of members of the Board of Directors is fewer than the number required by law or is reduced by more than a third of the number approved by the General Meeting of Shareholders and currently in effect; or when the number of independent members of the Board of Directors falls below the required ratio as prescribed by law;
 - c. A shareholder or a group of shareholders as stipulated in Clause 3, Article 15 of this Charter may request to convene a General Meeting of Shareholders by a written requisition. The written requisition must clearly state the reason and purpose of the meeting, and must be signed by the relevant shareholders;
 - d. Other cases as stipulated by the law and the Charter of the Company.
4. Convening an Extraordinary General Meeting of Shareholders
- a. The Board of Directors must convene a General Meeting of Shareholders within a time-limit of thirty (30) days from the date on which the number of members of the Board of Directors is less than the number as stipulated by the law or is reduced by more than a third of the members stipulated in Point c, Clause 3 of this Article. The Board of Directors must convene a General Meeting of Shareholders within a time-limit of sixty (60) days from the date on which the number of members of the Board of Directors is reduced by more than a third of the number approved by the General Meeting of Shareholders and currently in effect.
 - b. Where the Board of Directors fails to convene a meeting of the General Meeting of Shareholders in accordance with Point a, Clause 4 of this Article, then within the following thirty (30) days the shareholder or a group of shareholders specified in Clause 3, Article 15 of this Charter shall have the right to replace the Board of Directors to convene the General Meeting of Shareholders in accordance with Clause 4 of Article 140 of the Law on Enterprises.
- In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the business registration office to supervise the convening and conduct the meeting if necessary.
- c. All expenses for convening and conducting a meeting of the General Meeting of Shareholders shall be reimbursed by the Company as specified in Point a and Point b, Clause 4 of this Article. Such expenses shall not include costs, including travel and accommodation costs, incurred by the shareholders when they attend the General Meeting of Shareholders.

Article 18. Rights and duties of the Meeting of Shareholders

- 1. The Meeting of Shareholders has the rights and duties hereinafter:
 - a. Ratify development orientations of the Company;
 - b. Decide on the classes of share and the total number of shares of each class which are entitled to offer for sale; decide on dividend rate of each class of share every year;
 - c. Elect, dismiss and discharge members of the Board of Directors;
 - d. Decide on investment in and sale of assets valued at thirty-five percent (35%) of the total value of assets recorded in the latest financial statement of the Company;
 - e. Decide on amendment and supplement to the Company Charter;
 - f. Ratify financial statements every year;
 - g. Decide on buyback of more than 10% of the total number of shares sold in a class;

- h. Consider and handle violations by members of the Board of Directors which cause damage to the Company and its shareholders;
 - i. Decide on the reorganization or dissolution of the Company;
 - j. Decide the budget or total remuneration, bonus and other benefits for the Board of Directors;
 - k. Ratify the Internal Governance Regulations; Statute of the Board of Directors;
 - l. Ratify the list of candidate audit firms; choose an audit firm to audit the Company's operations, dismiss the chosen audit firm when it deems necessary;
 - m. Exercise other rights and obligations as prescribed by law.
2. The Meeting of Shareholders shall discuss and ratify the following matters:
- a. Annual business plan of the Company;
 - b. Annual financial statements every year;
 - c. Reports submitted by the Board of Directors;
 - d. Reports by independent members of the Board of Directors in the Audit Committee;
 - e. Yearly dividend payment for each class of share in accordance with the Law on Enterprises and the rights attached to that class of share;
 - f. Number of members of the Board of Directors;
 - g. Election, dismissal, and replacement of members of the Board of Directors;
 - h. Budget or total remuneration, bonus and other benefits entitled to members of the Board of Directors;
 - i. Ratification of the list of audit firms approved to audit financial statements and financial adequacy ratio reports; decision enabling such audit firm to audit the Company's operations when it is deemed necessary. In the same financial year, the Company cannot change the approved audit firm except otherwise it is suspended from operations or revoked auditor status;
 - j. Addition and amendments to the Charter;
 - k. Classes of shares and number of new shares to be issued for each class;
 - l. Demerger, spin-off, merger or transformation of the Company;
 - m. Reorganization and dissolution (liquidation) of the Company and appointment of the liquidators;
 - n. Decision on investment or sale of assets valued at 35% or more of the total value of assets recorded in the latest financial statements of the Company;
 - o. Decision on repurchase of more than ten percent (10%) of the total number of shares sold of each class;
 - p. Inspection and settlement of violations committed by the Board of Directors that caused damage to the Company and its shareholders;
 - q. Ratification on contracts, borrowings, loans or asset sales valued at greater than 10% of the total value of the Company's assets recorded in the latest financial statements between the Company and shareholders owning 51% or more of total voting shares or related persons of such shareholders;

- r. Any transaction conducted by the Company or its Branches that is valued 35% or more of the total assets recorded in the latest financial statements or any transaction that results in a total transaction value arising within 12 months from the date of making the first transaction, valued at 35% or more of the total assets recorded in the latest financial statements between the Company and one of the following entities:

- Members of the Board of Directors, members of the Supervisory Board, the General Director (Director), other executive managers and related persons of these persons;
- Shareholders, authorized representatives of shareholders owning more than 10% of the total ordinary shares of the Company and their related persons;
- The Company has relation with entities specified in Clause 2, Article 164 of the Law on Enterprises;

The Securities Company is not allowed to provide a loan in any form to major shareholders, members of the Board of Directors, members of the Board of Management, Chief Accountant and other executive managers appointed by the Board of Directors and related persons of the persons hereof.

- s. Ratification of Internal Regulations on Corporate Governance, Statute of the Board of Directors;

- t. Other issues as stipulated by law and this Charter.

3. A shareholder is not allowed to vote in the following cases:

- a. Contracts specified in Clause 2 of this Article when such shareholder or a person related to such shareholder is a party to the contracts;
- b. The purchase of shares of such shareholder or of a person related to such shareholder except where the repurchase of shares is made in proportion with the percentage of ownership of all shareholders or the purchase is made through order matching or public offering on the Stock Exchanges.

4. All resolutions and issues included in the Meeting Agenda shall be discussed and voted at the General Meeting of Shareholders.

Article 19. Authorization to attend the General Meeting of Shareholders

1. Shareholders entitled to attend the General Meeting of Shareholders in accordance with the law shall directly attend or grant the power of attorney to attend in place. An institutional shareholder owning at least 10% can authorize at most three (03) attorneys-in-fact and an individual shareholder can appoint an attorney-in-fact. In case where more than one attorney-in-fact is appointed, then the specific number of shares and the specific number of votes represented by each attorney-in-fact must be specified. In case where the shareholders do not specify the number of shares authorized to each attorney-in-fact, the number of shares will be divided equally among them.

2. The authorization for an attorney-in-fact to attend the General Meeting of Shareholders must be made in writing in accordance with the provisions of civil law or the Company's form, which must clearly state the name of the authorizing shareholder, the name of the authorized individual or organization, the number of authorized shares, the content of authorization, the scope of authorization, the duration of authorization, and must bear signatures in accordance with the following provisions:

- a. Appointment by a shareholder being an individual must bear the signatures of both that shareholder and the attorney-in-fact;

- b. In case the authorized representative of a shareholder being an organization is a grantor, there should be signatures of the grantor, the legal representative of the shareholder, and the attorney-in-fact;
 - c. In other cases, the authorization must be signed by the legal representative of the shareholder and the attorney-in-fact who is authorized to attend the meeting. The persons authorized to attend the General Meeting of Shareholders must present the power of attorney before entering the meeting hall.
3. The voting slip of the attorney-in-fact entitled to attend a meeting within the scope of his/her appointment shall remain effective in any one of the following cases:
- a. The grantor is dead, or his/her capacity of civil acts is lost or is restricted;
 - b. The grantor has rescinded the power of attorney;
 - c. The grantor has rescinded the authority of person(s) executing the appointment.

This clause shall not apply in the case where the Company receives a notice informing one of the above circumstances prior to the time of opening of the General Meeting of Shareholders or prior to the time of the reassembled meeting.

Article 20. Changes in the rights

- 1. A change or cancellation of special rights attached to a class of preferred shares shall take effect when approved by shareholders representing 65% or more of the total votes of all attending shareholders. A resolution of the General Meeting of Shareholders on a content that adversely changes the rights and obligations of shareholders owning preferred shares may only be passed if the number of preferred shareholders of the same class at the Meeting owns at least 75% or more of total preferred shares of that class or approved by shareholders owning 75% or more of preferred shares of the same class in case the resolution is passed in the form of postal voting.
- 2. The organization of a meeting of shareholders holding a class of preferred share for the above change is only valid when there are at least two (02) shareholders (or their attorneys-in-fact) who hold at least one third of the par value of the issued shares of that class. In case there are not enough persons mentioned herein, the meeting shall be re-organized within the next thirty (30) days and such shareholders (regardless of how many they are and how many shares they hold) being present in person or through proxies shall be deemed to be sufficient for the meeting. At the meeting of shareholders owning preferred shares of such class, such shareholders or their proxies may request secret ballots. Each share of the same class has equal voting rights at such a meeting.
- 3. Procedures of such separate meetings are conducted as per Articles 22, 23 and 24 of this Charter.
- 4. Except otherwise differently specified for share issue, special rights attached to classes of shares to some or all matters relating to distribution of profits or assets of the Company shall not be changed when the Company issues additional shares of the same class.

Article 21. Convention, Agenda and Announcement of General Meeting of Shareholders

- 1. The General Meeting of Shareholders shall be convened by the Board of Directors or under circumstances specified in Point b, Clause 4, Article 17 of this Article.
- 2. The person(s) convening the General Meeting of Shareholders shall carry out the following duties:

- a. Prepare a list of shareholders qualified to attend and vote at the General Meeting of Shareholders. The Company shall make an official announcement on the record of the list of shareholders eligible to attend the General Meeting of Shareholders at least twenty (20) days prior to the record date. The list must be made not more than ten (10) days before the date on which the Invitation to the General Meeting of Shareholders is delivered;
 - b. Prepare the agenda and contents for the Meeting;
 - c. Prepare the documents for the Meeting;
 - d. Determine the time and venue for holding the Meeting;
 - e. Inform and send a notice of the Meeting to all shareholders entitled to attend the meeting.
 - f. Provide information and settle complaints in connection with the shareholder list;
 - g. Draft the resolution for the Meeting based on its purpose; make a detailed list of candidates to the Board of Directors for election and voting if any;
 - h. Provide login name and password created specifically for each shareholder and attorney-in-fact (if any) to access the online Meeting, attend and exercise voting rights in case of online voting and electronic voting;
 - i. Other activities for the Meeting.
3. The notice of the General Meeting of Shareholders may be sent to all shareholders in the way that the notice is successfully delivered to all contact addresses that the shareholders registered, and at the same time announced on the information network of the Stock Exchange (applicable to the listed company) and on the website of the Company. The notice of the General Meeting of Shareholders must be sent at least twenty-one (21) days before the date of the Meeting (such period to be calculated from the date the notice is validly sent or delivered, the date the fees for delivery of the notice are paid, or the date the notice is put in a post-box). The Meeting Agenda, related documents relating to issues to be discussed and voted on at the General Meeting of Shareholders shall be sent to all shareholders and/or publicized on the Company's website. In case the Meeting documents are not included in the mail of notice, such notice must clearly notify the hyperlink to the address where the Meeting documents are contained for shareholders to access. Such documents include:
 - a. Meeting Agenda and documents used in the Meeting;
 - b. List and details of candidates for election to the Board of Directors if any;
 - c. Ballot;
 - d. Draft resolution for each issue in the Meeting Agenda.
4. A shareholder or a group of shareholders referred to in Clause 3, Article 15 of this Charter shall have the right to propose issues to be included in the Meeting Agenda. The proposal must be made in writing and must be sent to the Company at least three (03) business days before the time of opening of the General Meeting of Shareholders. The proposal must contain the full names of the shareholders, contact address, nationality, number of personal legal document applicable to individual shareholders; name, number of enterprise registration or number of organization's legal document, address of the head office applicable to institutional shareholders, the number and class of shares owned by them, the total number of shares held by the group of shareholders and the ownership ratio in the total shares of the Company and the items proposed to be included on the Meeting Agenda.
5. The convener of the General Meeting of Shareholders shall have the right to reject a proposal mentioned in Clause 4 of this Article in the following cases:

- a. The proposal is not sent on time, insufficient, or irrelevant as per Clause 4 of this Article;
- b. At the time of the proposal, the shareholder or a group of shareholders had not held at least five percent (5%) of the ordinary shares;
- c. The items proposed do not fall within the authority of the General Meeting of Shareholders for discussion and approval.

In case the convener of the General Meeting of Shareholders rejects the proposal specified in Clause 4 of this Article, he/she shall make a written statement clearly stating the reason for it at least 02 working days prior to the opening date of the Meeting.

6. The convener of the General Meeting of Shareholders must accept and include the proposal stated in Clause 4 of this Article in the tentative agenda and contents of the Meeting, except otherwise specified in Clause 5 hereof. Proposed items are officially added to the agenda and contents of the Meeting if approved by the General Meeting of Shareholders.

7. The person who summons the General Meeting of Shareholders shall prepare a draft resolution on each of the items on the Meeting Agenda.

Article 22. Conditions for conducting General Meeting of Shareholders

1. The General Meeting of Shareholders shall be conducted when the number of attending shareholders represents at least fifty percent (50%) of the voting shares.
2. Where the quorum is insufficient within thirty (30) minutes from the time scheduled to open the meeting, the convener may cancel the Meeting. The Meeting shall be reconvened within a period of thirty (30) days from the date appointed for the first General Meeting of Shareholders. The General Meeting of Shareholders which is convened for a second time shall be conducted when the number of attending shareholders and authorized representatives represents at least thirty-three percent (33%) of the voting shares.
3. Where the second General Meeting of Shareholders cannot take place because the quorum is not sufficient within thirty (30) minutes from the time appointed for the Meeting, the convener shall cancel it. The Invitation to the third Meeting shall be delivered within twenty (20) days from the date appointed for the second General Meeting of Shareholders. In such a case, the General Meeting of Shareholders shall be conducted irrespective of the number of attending shareholders or authorized representatives and their shares with voting rights.
4. A shareholder is considered to have attended and voted at the General Meeting of Shareholders in the following cases:
 - a. Attended and voted the Meeting in person;
 - b. Sent votes to the Meeting by post, fax, or electronic mail;
 - c. Attended and cast votes through online meeting, electronic voting, or using another electronic medium;
 - d. Authorized another person to attend and cast votes at the Meeting.

Article 23. Proceedings for conducting and voting at General Meeting of Shareholders

1. On the date of holding the General Meeting of Shareholders, the Company must carry out procedures to register its shareholders and such registration shall continue until all shareholders entitled to attend the Meeting have been registered.

2. At the registration, the Company shall grant each shareholder or attorney-in-fact entitled to vote a voting card and/or a voting ballot and election card (if any) or login information for the electronic voting system (where applicable) which states the number of registration and the number of votes of such shareholder or attorney-in-fact. The overall number of votes which agree, which do not agree, and abstentions shall be announced by the Chairperson immediately after the voting result is made.
3. A shareholder who is late for the General Meeting of Shareholders shall be registered and shall have the right to immediately participate in voting at the Meeting. The Chairperson shall not delay the Meeting so that late shareholders may register, and the effectiveness of any voting which has already been conducted before the late shareholders attended shall not be affected.
4. Chairperson, Secretary and Vote Counting Board of the General Meeting of Shareholders are stipulated in Clause 2, Article 146 of the Law on Enterprises.
5. The agenda and contents of the General Meeting of Shareholders must be ratified by the General Meeting of Shareholders during the opening session. The agenda must specify the time for each issue on the agenda.
6. The Chairperson of the General Meeting of Shareholders may conduct activities which he/she considers proper in order to direct the General Meeting of Shareholders in a valid and orderly manner and so that it reflects the wishes of the majority of attendees.
7. The person who summons the General Meeting of Shareholders has the rights:
 - a. Request attendees to be checked or subject to other security measures;
 - b. Request competent authorities to keep the order of the Meeting; expel any person who refuses to comply with rule on checking or the security measures mentioned above or act against the chairperson's direction, cause disruption, obstruct the normal progress of the Meeting.
8. The Chairperson may adjourn or suspend the General Meeting of Shareholders in case the quorum is sufficient to choose another time or change to another location in the following cases:
 - a. The current location does not have enough suitable seating for all participants;
 - b. There is any participant that disrupts the order and threatens to obstruct the fair and legal progress of the Meeting;
 - c. Information and communication instruments at the Meeting venue fail to guarantee all present shareholders to work, discuss and vote.

The delay duration cannot exceed three (03) business days from the date on which the Meeting is scheduled for opening.
9. In case where the Chairperson adjourns or suspends the General Meeting of Shareholders against Clause 8 of this Article, the Meeting shall elect another person from the participants to replace the Chairperson to conduct the Meeting until its completion, and the effectiveness of voting conducted at such meeting may not be affected.
10. In case where the Company applies modern technology to organize an online General Meeting of Shareholders, the Company is responsible for ensuring that shareholders attend and vote in the form of electronic voting or other electronic voting forms as stipulated in Article 144 of the Law on Enterprises and Clause 3, Article 273 of the Government's Decree No. 155/ND-CP dated December 31, 2020 on detailed instructions for implementation of a number of articles of the Law on Securities.

Article 24. Conditions for adoption of resolutions/decisions of General Meeting of Shareholders

1. Except for the cases specified in Clause 3 of this Article, resolutions and decisions on the following contents shall be passed if they are approved by a number of shareholders representing at least sixty-five percent (65%) of the total votes of all shareholders participating and voting at the meeting, or over fifty percent (50%) of the total votes of all shareholders with voting rights (in the case of collecting shareholders' written opinions), except for the cases specified in Clauses 3, 4, and 6, Article 148 of the Law on Enterprises.

- a. Amendments to the Corporate Charter;
- b. Classes of securities and number of securities of each class;
- c. Restructuring of the Company;
- d. Any investment or sale of assets with a value equal to 35% or more of the total assets value recorded in the latest audited financial statement of the Company;
- e. Changes to business fields;
- f. Reorganization and dissolution of the company.

2. Other resolutions shall be passed if they are approved by a number of shareholders representing more than fifty percent (50%) of the total votes of all shareholders participating and voting at the meeting (in case a meeting is held), or more than fifty percent (50%) of the total votes of all shareholders with voting rights (in the case of collecting shareholders' written opinions), except for the cases specified in Clause 1 of this Article and Clauses 3, 4, and 6, Article 148 of the Law on Enterprises.

3. Election of the Board of Directors shall be conducted by the means of cumulative voting. Persons elected to the Board of Directors shall be determined according to the number of votes calculated in the descending order, from the person with the highest votes to the person with the lowest votes until the number of persons elected reach is sufficient according to this Charter. In case two (02) or more candidates to the Board of Directors have the same votes, such candidates shall be re-elected or chosen according to the Election Regime.

4. Resolutions of the General Meeting of Shareholders passed by 100% of the total number of voting shares are legal and effective even if the order and procedures for convening the Meeting and approving such resolutions breaches the Law on Enterprises and this Charter.

Article 25. Authority and procedures for collecting written ballot for the adoption of resolutions of the General Meeting of Shareholders

The authority and procedures for collecting a written ballot in order to pass a resolution of the General Meeting of Shareholders shall be implemented in accordance with the following provisions:

1. The Board of Directors shall have the right to conduct a written ballot on any matter within the jurisdiction of the General Meeting of Shareholders at any time deemed necessary for the interest of the Company.
2. The Board of Directors must prepare a written ballot form, a draft of the resolution of the General Meeting of Shareholders and other documents explaining the draft resolution and send them to all shareholders with voting right at least ten (10) days prior to the date on which the written ballot is conducted. The request and method of sending the written ballot form and enclosed documents shall be compliant with Clause 3, Article 21 of this Charter.
3. The written ballot form must contain the main items as follows:

- a. Name, head office address, number and effective date of the business registration license, and place of business registration of the Company;
 - b. Purpose of collecting the written ballot;
 - c. Full name, contact address, nationality, and number of person legal document of the shareholder being an individual; name, number of business registration or number of organization's legal document and head office address for the shareholder being an institution; or full name, contact address, nationality, and number legal document of the representative authorized by a shareholder being an institution; number of shares of each class and number of votes of the shareholder;
 - d. Issue on which it is necessary to obtain opinions in order to pass a resolution;
 - e. Voting options comprising agreement on, objection to, or abstention of each item that is voted;
 - f. Time-limit within which the completed written ballot form must be returned to the Company;
 - g. Full name and signature of the Chairperson of the Board of Directors.
4. Any completed written ballot form must be sent to the Company in one of the following forms:
- a. By post. Any completed written ballot form must bear the signature of a shareholder being an individual, of the authorized representative or the legal representative of a shareholder being an organization. A written ballot form which is delivered to the Company must be placed in a sealed envelope and no one shall be permitted to open the envelope prior to counting of the votes;
 - b. By fax or electronic mail. Any completed written ballot form sent to the Company by fax or via electronic mail must be kept confidential until the moment of counting the votes.

Ballots sent to the Company after the deadline specified in the written ballot form or opened in the case of mailing or disclosed in the case of fax or emailing are invalid. The ballot which cannot be sent is considered non-voting ballot.

5. The Board of Directors shall conduct counting of the votes and shall prepare minutes of the counting of the votes in the presence of the person in charge of the corporate governance of the Company or of a shareholder who does not hold a managerial position in the Company. The minutes of counting of votes shall contain the following main contents:

- a. Name, head office address, number and date of the business registration license; and place of business registration of the Company;
- b. Purpose and issues in respect of which the written ballot needs to be approved;
- c. Number of shareholders with total numbers of votes who have participated in the voting, of which the valid and invalid votes, annexed with a list of the shareholders who participated in the voting;
- d. Total number of votes in favor of, against and abstentions on each matter voted upon;
- e. Issues adopted and corresponding percentages of votes in favor;
- f. Full names and signatures of the Chairperson of the Board of Directors, vote-counting supervisors and vote counters.

The members of the Board of Directors, vote counters and supervisor(s) of the counting of votes shall be jointly liable for the truthfulness and accuracy of the minutes of counting of votes, and shall be jointly liable for any loss arising from a resolution which is passed due to an untruthful or inaccurate counting of votes.

6. The minutes of results of the counting of votes must be published on the Company's website within twenty-four (24) hours and sent to the shareholders within fifteen (15) days as from the closing date the counting of votes. In case the company has the website/electronic information portal, the delivery of vote-counting minutes may be made in the form of publishing on the website/electronic information portal instead of sending them to the shareholders.

7. The written ballot form which is responded, the minutes of the counting of votes, the full text of the resolution which was passed and related documents enclosed to the written ballot form must be archived at the head office of the Company.

8. A resolution is passed by the form of collecting the written ballot of shareholders when more than fifty percent (50%) of the total votes with voting rights approve and shall be as valid and effective as resolutions passed at a General Meeting of Shareholders.

Article 26. Resolution, Minutes of General Meeting of Shareholders

1. The General Meeting of Shareholders must be documented and recorded or captured and stored in other electronic means. The minutes must be prepared in Vietnamese and must bear the signatures of the Chairperson of the General Meeting of Shareholders and the Secretary in accordance with the Law on Enterprises and this Charter. All records, minutes, books of signatures of attending shareholders and written power of attorney to attend the General Meeting of Shareholders must be archived at the head office of the Company.

2. The minutes of the General Meeting of Shareholders must be completed and ratified before the end of the meeting. The Chairperson and the Secretary or other persons who sign in the meeting minutes are jointly responsible for the truthfulness and accuracy of the minutes. Where the Chairperson or the Secretary refuses to sign the meeting minutes, the minutes shall take effect if signed by all other members of the Board of Directors present at the Meeting and contain all the contents as stipulated by the Law on Enterprises and this Charter. In this case, the minutes clearly state that the reason for which the Chairperson and the Secretary refuse to place their signatures on.

3. The Chairperson of the General Meeting of Shareholders shall be responsible to archive minutes of the General Meeting of Shareholders, enclosed shareholder list, adopted resolution and related documents sent with the Meeting Invitation at the head office of the Company. The minutes of the General Meeting of Shareholders shall be disclosed on the Company's website within twenty-four (24) hours sent to all shareholders within fifteen (15) days from the closing date of the General Meeting of Shareholders. The delivery of the minutes may be made in the form of publishing on the website/electronic information portal.

Article 27. Request for invalidation of resolutions of General Meeting of Shareholders

Shareholders and a group of shareholders as stated in Clause 3, Article 15 of this Charter shall have the right to request a court or an arbitrator to consider and cancel a part of entirety of resolution of the General Meeting of Shareholders within ninety (90) days from the date of receipt of minutes of the General Meeting of Shareholders or minutes of counting of votes of resolutions in writing of the General Meeting of Shareholders, in the following cases:

1. The order and procedures for convening the General Meeting of Shareholders or collecting a written ballot and the adoption of decision of the General Meeting of Shareholders did not comply with the Law on Enterprises and this Charter except otherwise stated in Clause 4, Article 24 of this Charter.
2. Resolution contents in breach of the law or this Charter.

Article 28. Effectiveness of resolutions of the General Meeting of Shareholders

1. Resolutions of the General Meeting of Shareholders shall be effective from the date on which it is adopted or from the moment stated in such resolution.
2. Resolutions of the General Meeting of Shareholders approved by 100% of the total voting shares are legal and effective even if the order and procedures for adopting such resolutions are not properly conducted as specified by the law and this Charter.
3. Where shareholders or groups of shareholders request the court or the arbitration to revoke any resolution of the General Meeting of Shareholders as per the Article 27 of this Charter, such resolution must continue to be effective until otherwise determined by the court or arbitration, except the case of application of a provisional urgent measure under a decision of a competent authority.

VII. BOARD OF DIRECTORS

Article 29. Nominations and candidacy to the Board of Directors

1. Where candidates to the Board of Directors have been named in advance, candidate information shall be included in the documents of the General Meeting of Shareholders and announced at least ten (10) days prior to the opening date of the Meeting on the Company's website where shareholders can learn about these candidates before they cast vote. The candidates must have a written commitment to the truthfulness, accuracy and reasonableness of their personal information disclosed and to the honest performance of their duties if elected as members of the Board of Directors. Candidate information disclosed must include at least the contents below:
 - a. Full name, date, month and year of birth;
 - b. Qualification;
 - c. Work experience;
 - d. Other management titles (including the titles in the Board of Directors in other companies);
 - e. Interests in connection with the Company and its related parties;
 - f. Other information (if any);
 - g. The Company is responsible for disclosing information about the companies where candidates are members of the Board of Directors, other management positions and interests in connection with the companies of the candidates (if any).
2. A shareholder or a group of shareholders who hold from 10% to less than 20% of shares with voting rights shall have the right to aggregate the number of voting rights of each such shareholder to nominate at most one (01) candidate to the Board of Directors; from 20% to less than 30% of shares with voting rights entitled to nominate at most two (02) candidates; from 30% to less than 40% entitled to nominate at most three (03) candidates, from 40% to less than 50% entitled to nominate at most four (04) candidates; from 50% to less than 60% entitled to nominate at most five (05) candidates; from 60% to less than 70% entitled to nominate at most six (06) candidates;

from 70% to less than 80% entitled to nominate at most seven (07) candidates; and from 80% to less than 90% entitled to nominate at most eight (08) candidates.

3. In case the number of nominated or self-nominated candidates to the Board of Directors is still insufficient, the incumbent Board of Directors may nominate additional candidates or hold a nomination in accordance with the Charter and the Statute of Governance of the Company. The rules for nomination or the manner used by the incumbent Board of Directors to nominate candidates to the Board of Directors must be clearly announced and must receive approval from the General Meeting of Shareholders before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the law.

Article 30. Composition and term of office of members of the Board of Directors

1. The Board of Directors shall have at least five (05) members and at most eleven (11) members.

2. The term of office of a member of the Board of Directors shall not exceed five (05) years and a member of the Board of Directors may be re-elected for an unlimited number of terms. An individual may only be elected independent member of the Board of Directors for up to two (02) continuous terms. In case the term of office of all members of the Board of Directors ends at the same time, they shall remain members of the Board of Directors until new members are elected and take over their jobs.

3. The composition of the Board of Directors must ensure a balance among members with knowledge and experience in law, finance, and securities; and ensure a balance between executive members and non-executive members.

The number of non-executive members of the Board of Directors must comply with the following regulations:

- Have at least 01 non-executive member in the event that the Board of Directors has from 03 to 05 members;
- Have at least 02 non-executive members in the event that the Board of Directors has from 06 to 08 members;
- Have at least 03 non-executive members in the event that the Board of Directors has from 09 to 11 members.

The total number of independent members of the Board of Directors must comply with the following regulations:

- Have at least 01 independent members in the event that the Company has between 03 and 05 members of the Board of Directors;
- Have at least 02 independent members in the event that the Company has between 06 and 08 members of the Board of Directors;
- Have at least 03 independent members in the event that the Company has between 09 and 11 members of the Board of Directors.

4. A member of the Board of Directors shall be no longer the member of the Board of Directors in the event that he/she is dismissed, removed or replaced by the General Meeting of Shareholders as stipulated in Article 160 of the Law on Enterprises.

5. The appointment of a member of the Board of Directors must be announced in accordance with the law on information disclosure on the securities market.

6. Members of the Board of Directors are not necessarily shareholders of the Company.

Article 31. Criteria and conditions for being members of the Board of Directors

1. Members of the Board of Directors are required to satisfy the criteria and conditions hereinafter:
 - a. Have sufficient capacity of civil conduct and falling outside the scopes of subjects prohibited from business management stipulated by the Law on Enterprises;
 - b. Not be a director (general director), a member of the Board of Directors, a member of the Board of Members in another securities company at the same time; not be simultaneously a member of the Board of Directors or a member of the Board of Members of more than five (05) other companies;
 - c. Not previously be a member of the Board of Directors or a legal representative of a company which went bankrupt or was prohibited from operations owing to serious law violations;
 - d. Upon taking office, all members of the Board of Directors must meet all conditions as stipulated by the law, the Charter of the Company, the Statute of Corporate Governance and other regulations of the Company. During their term of office, they must inform any change to the Chairperson of the Board of Directors.
2. A non-executive member of the Board of Directors does not hold an executive position in the Company, that is, not concurrently being a member of the Board of Management, chief accountant or other executive appointed by the Board of Directors.
3. Independent members of the Board of Directors must satisfy criteria and conditions stipulated by current law.
4. An independent member of the Board of Directors shall notify the Board of Directors if he/she no longer satisfies the requirements specified in Clause 2 of this Article and is obviously no longer an independent member from the day on which a condition is not satisfied. The Board of Directors shall inform such disqualification of this member at the nearest General Meeting of Shareholders or convene a General Meeting of Shareholders to elect a new independent member within six (06) months from the day on which the notification is received from the member.
5. In addition to the powers and tasks as other members of the Board of Directors, independent members of the Board of Directors have the extra powers and tasks as follows:
 - a. Propose to the Board of Directors to convene an Extraordinary Shareholders Meeting;
 - b. Hire consultants or auditors to perform their tasks;
 - c. Give independent opinions on issues related to remuneration schemes for members of the Board of Directors and managerial personnel of the Company;
 - d. Give independent opinions on major related transactions and reporting to the regulatory authority when deemed necessary.
6. A member of the Board of Directors shall be disqualified from his/her office in the following cases:
 - a. Such member is ineligible to be a member of the Board of Directors as per Article 31 of this Article or is prohibited from being a member of a Board of Directors by the law;
 - b. Such member resigns his office by notice in writing delivered to the head office of the Company and such resignation is approved;
 - c. Such member suffers a mental disorder and the other members of the Board of Directors have expert proof of such loss of capacity for civil conduct;

- d. Such member is absent from meetings of the Board of Directors for a consecutive period of six (06) months, and the Board did not permit the member to be absent within such period and makes a decision that the position of such member is vacated;
 - e. Such member is removed from the Board of Directors by a decision of the General Meeting of Shareholders.
7. The Board of Directors shall convene a General Meeting of Shareholders within sixty (60) days from the date the number of members of the Board of Directors is reduced by more than one-third (1/3) compared to the number of members of the Board of Directors effectively approved by the General Meeting of Shareholders;
8. The appointment of a member of the Board of Directors must be announced in accordance with the law on information disclosure on the securities market.

Article 32. Powers and duties of the Board of Directors

1. Business activities and work of the Company shall be subject to management or direction for implementation by the Board of Directors. The Board of Directors is the body with full power to exercise all rights on behalf of the Company, excluding authority which belongs to the General Meeting of Shareholders.
2. Powers and obligations of the Board of Directors shall be as stipulated by the law, this Charter, and resolutions of the General Meeting of Shareholders. Specifically, the Board of Directors shall have the following powers and duties:
 - a. Decide the Company's medium-term development strategies and annual business plans;
 - b. Propose the class of authorized shares and quantity of each class;
 - c. Decide sale of certain classes of unsold authorized shares; decide other methods of raising capital;
 - d. Decide selling prices for the Company's shares and bonds;
 - e. Decide the repurchase of shares as prescribed in Clause 1 and Clause 2 Article 133 of the Law on Enterprises;
 - f. Decide the investment plan and investment projects within its jurisdictions and limitations prescribed by law;
 - g. Decide solutions for market development, marketing and technology;
 - h. Approve sale contracts, purchase contracts, borrowing contracts, lending contracts, other contracts and transactions that are worth at least thirty-five percent (35%) of the total assets recorded in the latest financial statement unless contracts and transactions within the jurisdiction of the General Meeting of Shareholders as prescribed in Point d Clause 2 Article 138, Clause 1 and Clause 3 Article 167 of the Law on Enterprises;
 - i. Elect, dismiss, or remove the Chairperson of the Board of Directors; appoint, dismiss, discharge, sign contracts, or terminate contracts with the General Director; appoint authorized representatives to participate in the Board of Members or the General Meeting of Shareholders in other companies, and decide on the remuneration and other benefits of such persons;
 - j. Supervise and instruct the General Director and other executive personnel to administer regular business activities of the Company;

- k. Make a decision on the organizational structure and bylaws of the Company, make decision the establishment of subsidiary companies, branches, representative offices, and capital contribution and acquisition in other companies;
- l. Approve the agenda and documents of the General Meeting of Shareholders; convene the Meeting or carry out surveys for the Meeting to ratify its resolutions;
- m. Submit audited annual financial statements to the General Meeting of Shareholders;
- n. Propose the dividends; decide the time and procedures for paying dividends or settling business losses;
- o. Propose reorganization or dissolution of the Company; file corporate bankruptcy;
- p. Decide to issue the Statute of the Board of Directors, the Internal Regulations on Corporate Governance after being approved by the General Meeting of Shareholders; decide on promulgation of Operating Regulation of the Audit Committee affiliated with the Board of Directors, the Regulation on Information Disclosure of the Company;
- q. Decide on investment in and sale of assets valued at thirty-five percent (35%) of the total value of assets recorded in the latest financial statement of the Company;
- r. Decide on the Company's purchase or retrieval of not more than ten percent (10%) of the total number of shares of a class offered for sale within twelve (12) months;
- s. Determine the price to buy back or retrieve shares of the Company;
- t. Decide business matters or transactions within the jurisdiction of the Board of Directors;
- u. Approve business plans, including annual budget plans and personnel plans;
- v. Determine operational objectives based on strategic goals ratified by the General Meeting of Shareholders;
- w. Resolve the Company's complaints against executives as well as decide on the selection of a company representative to settle legal proceedings against such executives;
- x. Propose the issuance of bonds, bonds convertible into shares and securities warrants which entitle the owner to purchase shares at a pre-determined price;
- y. Report on the appointment of the General Director to the General Meeting of Shareholders;
- z. The Chairperson of the Board of Directors is responsible for building regulations on convening the meeting and casting votes at the meeting of the Board of Directors; order and procedures for nomination, self-nomination, election, removal and dismissal of members of the Board of Directors; establish regulations on order and procedures for selection, appointment and dismissal of executive personnel and procedures for coordination of activities between the Board of Directors with the Board of Management; establishing the regime of performance assessment, commendation/reward and discipline for members of the Board of Directors, the Board of Management and other executive personnel;
- aa. Establish units or assign personnel to perform internal audit and internal risk control;
- bb. Resolve internal conflicts; Prevent and resolve conflicts that may arise between the shareholders and the Company. The Board of Directors may appoint personnel to deploy necessary systems or establish specialized units to deal with internal conflicts or serve for this purpose;
- cc. Other rights and obligations prescribed by this Charter and the law.

3. The Board of Directors must report to the General Meeting of Shareholders on operation results of the Board of Directors as per Article 280 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government on detailed instructions for implementation of a number of articles of the Law on Securities.
4. The Board of Directors may authorize the Chairperson of the Board of Directors to exercise a part of its powers and functions during the time it does not hold a meeting. The content of authorization must be clearly defined. For vital matters concerning the existence or termination of the Company, the Chairperson of the Board of Directors shall not be authorized to decide.
5. Unless otherwise stipulated by the law and this Charter, the Board of Directors may authorize subordinate officers or executive personnel to deal with work on behalf of the Company.

Article 33. Remunerations, bonuses and other benefits of members of the Board of Directors

1. Members of the Board of Directors are entitled to remuneration and bonuses. The total remuneration for the Board of Directors shall be determined by the General Meeting of Shareholders and allocated among the members of the Board of Directors in accordance with the Board's agreement or equally in the absence of such agreement.
2. The remuneration of each member of the Board of Directors shall be recorded as a business expense of the Company in accordance with corporate income tax regulations, separately disclosed in the Company's annual financial statements, and reported to the General Meeting of Shareholders at its annual meeting.
3. A member of the Board of Directors holding an executive position, serving on Board committees, or performing duties beyond normal responsibilities may receive additional remuneration in the form of a lump-sum fee, salary, commission, profit percentage, or other forms as decided by the Board of Directors. Where the Chairperson of the Board of Directors works on a full-time basis at the Company as assigned by the Board of Directors, he/she shall be entitled to salary and other employee benefits in accordance with the laws and the Company's internal regulations and policies.
4. Members of the Board of Directors are entitled to reimbursement of all travel, accommodation, meal, and other reasonable expenses incurred in the performance of their duties including expenses related to attending meetings of the General Meeting of Shareholders, the Board of Directors or its committees.
5. Members of the Board of Directors may be covered by directors' liability insurance upon approval by the General Meeting of Shareholders. Such insurance shall not cover liabilities arising from violations of law or the Company's Charter.

Article 34. Chairperson of the Board of Directors

1. The Board of Directors shall elect one of its members Chairperson; dismiss such Chairperson.
2. The Chairperson must not concurrently hold the position of Director/General.
3. The Chairperson of the Board of Directors has the following powers and obligations:
 - a. Set up agendas and operating plans of the Board of Directors;
 - b. Prepare meeting agendas, contents and materials; convene and preside over meetings of the Board of Directors;
 - c. Organize the ratification of resolutions and decisions of the Board of Directors;

- d. Supervise the implementation of resolutions and decisions of the Board of Directors;
 - e. Preside over the General Meeting of Shareholders;
 - f. Ensure timely, accurate, clear and sufficient exchange of information with members of the Board of Directors;
 - g. Ensure effective communications and liaisons with shareholders;
 - h. Facilitate non-executive, independent members of the Board of Directors to work effectively and establish a constructive relationship between executive members and non-executive members in the Board of Directors;
 - i. Other powers and obligations in accordance with the Law on Enterprises, this Charter and Internal Regulations of the Company.
4. In case the Chairperson of the Board of Directors is not present or not able to perform his/her tasks, he/she shall authorize another member in writing to perform the powers and obligations of the Chairperson of the Board of Directors in accordance with the Company Charter. In case no member is authorized or the Chairperson is dead, missing, detained, imposed an imprisonment sentence, imposed an administrative penalty in a correctional institution or rehabilitation center, making a getaway; has limited legal capacity or is incapacitated, has difficulty controlling his/her behavior, is prohibited by the court from holding certain positions or doing certain works, one of the Board of Directors shall convene a meeting with the remaining members to elect one of them as the interim Chairperson under the majority rule until a new decision is issued by the Board of Directors.
5. The Chairperson of the Board of Directors must be responsible for ensuring that the Board of Directors will send annual financial statements, audited reports and reports on activities of the Board of Directors to the General Meeting of Shareholders.
6. When the Chairperson of the Board of Directors resigns or is removed from his/her position with or without cause, the Board of Directors must elect another person to replace him/her within ten (10) days.

Article 35. Meetings of the Board of Directors

1. The first meeting that the Board of Directors elects the Chairperson and passes other resolutions within its authority must be conducted within a time-limit of seven (07) business days from the date of completion of the election of the Board of Directors for that term. This meeting shall be convened by the member who gains the highest number of votes. If two or more members gain the same highest number of votes, the elected members shall elect by a majority vote a person amongst them to convene the meeting.
2. Regular meetings: The Chairperson of the Board of Directors shall convene a regular meeting of the Board of Directors, prepare the agenda of the meeting and determine the time and location of the meeting within a period of at least three (03) business days before the proposed date of the meeting. The Chairperson may convene a regular meeting of the Board of Directors at any time as he/she consider appropriate, but there must be at least one meeting every quarter.
3. The Chairperson convenes an extraordinary meeting of the Board of Directors when he deems necessary for the interests of the Company. Besides, the Chairperson must convene a meeting of the Board of Directors without unreasonable delay where any of the following persons submits a written request stating purposes for the meeting and matters to be discussed and decided within the jurisdiction of the Board of Directors:
 - a. The General Director or at least five (05) executive managers;

- b. At least two (02) members of the Board of Directors;
 - c. Independent member(s) of the Board of Directors.
4. The Chairperson of the Board of Directors shall convene the meeting within 07 working days from the day on which the request mentioned in Clause 3 of this Article is received. Otherwise, he/she shall be responsible for the damage to the company and the requesting person is entitled to convene the meeting of the Board of Directors in the Chairperson.
5. Where there is a request of the audit firm approved for auditing the Company's financial statements, the Chairperson of the Board of Directors must call for a meeting of the Board of Directors to discuss the audited reports and the situation of the Company.
6. Venue of meeting. Meetings of the Board of Directors shall be held at the registered address of the Company or at other locations in Vietnam or abroad as may be decided by the Chairperson of the Board of Directors and approved by the Board of Directors.
7. Notice and Agenda: The Chairperson of the Board of Directors or the person that convenes the meeting shall send the invitations at least three (03) working days before the meeting day unless otherwise prescribed by the Company Charter. The invitation shall specify the meeting time, location, agenda, issues to be discussed and decided. The invitation shall be enclosed with meeting documents and votes.

The invitations can be sent physically, by phone, fax, electronically or by other methods to the registered contact address of each member of the Board of Directors.

8. A meeting of the Board of Directors shall be conducted when it is participated in by at least three fourths (3/4) of the members. In case a meeting cannot be conducted due to inadequate number of participants, the second meeting shall be convened within seven (07) days from the first meeting date. The second meeting shall be conducted when it is participated in by more than 50% of the members.

9. A member of the Board of Directors is considered to have attended and cast votes at a meeting if such member:

- a. Attend and cast vote in person at the meeting;
- b. Authorize another person to attend and cast vote at the meeting as per Clause 10 of this Article;
- c. Attend and cast vote via an online meeting, electronic voting or similar electronic forms;
- d. Send votes to the meeting by post, fax, or email;
- e. Votes sent to the meeting by post must be contained in sealed envelopes and given to the Chairperson of the Board of Directors at least one hour before the opening time. Votes shall be open before all attendants.

10. The members shall participate in all meetings of the Board of Directors and may authorize other persons to participate in and vote at the meeting if accepted by the majority of the Board of Directors.

11. A meeting of the Board of Directors may be held by means of tele-conference between members of the Board of Directors when some or all of them are in different places provided that each member of the Board of Directors who participates in the meeting is able to:

- a. Listen to discussions by other participating members of the Board of Directors;
- b. Address his/her opinion to all of other participants simultaneously. Discussions among members can be made whether directly, by telephone or similar communication equipment or by a combination of above methods. Attending members of the Board of Directors in a

meeting shall constitute presence in person at such meeting. A meeting held hereof is deemed to take place at the place of the largest group of participating Board members, or if there is no such group, at the place of the Chairperson.

Resolutions passed in the form of telephone meeting and online meeting and conducted in a legal manner shall take effect immediately at the end of the meeting but must be validated by signatures of all members of the Board of Directors on in the meeting minutes or the meeting minutes must be confirmed by all members of the Board of Directors via the email address registered with the Company.

12. Voting

- a. Except for provisions as provided in Clause b of this Article, each member of the Board of Directors or each authorized representative specified in Clause 10 of this Article present at the meeting of the Board of Directors shall have one (01) vote;
- b. A member of the Board of Directors shall not be permitted to vote on a contract, transaction or proposal in which such member or his/her related person has an interest which is contrary to is likely to be contrary to the interests of the Company. A member of the Board of Directors shall not be included in the minimum ratio of attending members required to hold a meeting of the Board of Directors in respect of resolutions on which such member does not have the right to vote;
- c. When an issue arises at a meeting of the Board of Directors pursuant to Clause d of this Article regarding the level of interest of a member of the Board of Directors or regarding the voting right of a member which is not resolved by such member voluntarily waiving his/her voting right, such issue shall be submitted to the Chairperson of the meeting whose decision in relation to other members of the Board of Directors shall be final and conclusive, unless the nature or scope of the interest of the relevant members of the Board of Directors has not been properly announced;
- d. Any member of the Board of Directors who benefits from one of the contracts stipulated in Point a and Point b of Article 51 of this Charter shall be considered to have a material interest in such contract.

13. Declaration of interest: A member of the Board of Directors who has, in any way, whether directly or indirectly, interests in a contract or transaction or proposed contract or transaction with the Company and is aware of such interests shall declare his/her interest at the first meeting of the Board of Directors at which the Board of Directors considers the possibility of entering into the contract or transaction. Where a member of the Board of Directors does not know that he/she and his/her related person have interests at the time of entering into a contract or transaction with the Company, he/she must disclose related interests at the first meeting of the Board of Directors after he/she knows that he/she has an interest or will have an interest in the above contract or transaction.

14. Resolutions and decisions of the Board of Directors shall be passed by a majority of votes in favor thereof of the members present at the meeting (more than 50%). In case of an equality of votes, the Chairperson shall have a casting vote.

15. Resolutions conducted in the form of collecting written ballot are adopted by a majority vote of the Board of Directors. The resolutions shall be effective and valid as other resolutions adopted at the meeting of the Board of Directors.

16. Meetings of the Board of Directors must be documented and may be recorded and captured and stored in other electronic means. The minutes must be prepared in Vietnamese and include the primary contents as prescribed in Article 158 of the Law on Enterprises. In the event that the chairperson or the person recording the minutes refuses to sign the meeting minutes, such minutes shall be valid if they are signed by all other members of the Board of Directors who attended and

agreed to pass the meeting minutes and contain all contents as prescribed in Points a, b, c, d, dd, e, g, and h, Clause 1, Article 158 of the Law on Enterprises. The meeting minutes must clearly state the refusal of the chairperson or the minute-taker to sign. The persons signing the meeting minutes shall be jointly liable for the accuracy and truthfulness of the contents of the Board of Directors' meeting minutes. The chairperson and the minute-taker shall be personally liable for any damage caused to the enterprise resulting from their refusal to sign the meeting minutes in accordance with the Law on Enterprises, the Company's Charter, and relevant laws.

17. Legal effect of actions: Actions taken to implement resolutions of the Board of Directors, of the sub-committees under the Board of Directors, or of a person with membership on a sub-committee under the Board of Directors shall be deemed to be legally effective even when there may have been an error in the election and appointment of a member to the subcommittee or to the Board of Directors.

Article 36. Subcommittees of the Board of Directors

The Board of Directors may establish one or more affiliated subcommittees. The specific number of members of each subcommittee shall be decided by the Board of Directors but may not have fewer than three (03) persons, which must consist members of the Board of Directors and external persons. Each subcommittee must have at least one (01) independent member of the Board of Directors or one (01) nonexecutive member of the Board of Directors, and one (01) of these members will be appointed the head of the subcommittee by the Board of Directors under the decision of the Board of Directors. The subcommittee works in line the regulations of the Board of Directors. The resolution of the subcommittee will take effect only when the majority of attending members of the subcommittee vote to pass it at the meeting.

VIII. AUDIT COMMITTEE UNDER THE BOARD OF DIRECTORS

Article 37. Nomination to the Audit Committee

1. The Chairperson of the Audit Committee and other members of the Audit Committee shall be nominated by the Board of Directors and must satisfy all the criteria specified in Article 37 of this Charter.
2. The appointment of the Chairperson of the Audit Committee and other members of the Audit Committee must be approved by the Board of Directors at the meeting of the Board of Directors.

Article 38. Composition of the Audit Committee

1. Committee must be an independent member of the Board of Directors. Other members of the Audit Committee must be nonexecutive members of the Board of Directors.
2. Members of the Audit Committee are required to have knowledge of accounting and auditing, have a general understanding of the law and the Company's operations and cannot fall into the following cases:
 - a. Work in the accounting and finance department of the Company.
 - b. Be a member or employee of an auditing company approved to audit the Company's financial statements in the last three (03) years.
3. The Chairperson of the Audit Committee is required to have a university degree or higher in one of the majors of economics, finance, accounting, auditing, law, or business administration unless otherwise higher criteria specified in the Company Charter.

Article 39. Powers and duties of the Audit Committee

The Audit Committee has the powers and obligations prescribed in Article 161 of the Enterprise Law and the following powers and obligations:

1. Have the right to access documents relating to the Company's operations, exchange with other members of the Board of Directors, the General Director, the Chief Accountant and other executive managers to collect information for the work of the Audit Committee.
2. Have the right to request the representative of an approved audit firm to attend and answer issues concerning audited financial statements at the meetings of the Audit Committee.
3. Use legal, accounting or other external consulting services when necessary.
4. Make and submit policies on risk identification and management to the Board of Directors; propose solutions on settlement of risks arising in the Company's operations to the Board of Directors.
5. Make and send a report in writing to the Board of Directors when it finds that members of the Board of Directors, the General Director and other executive managers have not fully performed their responsibilities as stipulated in the Law on Enterprises and the Company Charter.
6. Make and submit internal audit regulations to the Board of Directors for approval.
7. Establish, manage and supervise the operation of the Internal Audit Board of the Company.

Article 40. Meetings of the Audit Committee

1. The Audit Committee shall convene at least two (02) meetings a year. The meeting minutes of the Audit Committee shall be made detailed and clear. The person taking the minutes and attending members of the Audit Committee shall sign the minutes. The meeting minutes shall be archived in full.
2. The Audit Committee shall adopt its decision by voting in situ, written ballot or by other means prescribed by the Regulation on operation of the Audit Committee. Each member of the Audit Committee has one vote. Unless otherwise a higher percentage specified in the Regulation on the operation of the Audit Committee, the decision of the Audit Committee shall be adopted if it is approved by a majority of the attending members. In case votes for and against are equal, the Chairperson of the Audit Committee shall have a casting vote.

Article 41. Report on activities of independent members of the Board of Directors in the Audit Committee at the Annual General Meeting of Shareholders

1. Independent members of the Board of Directors in the Audit Committee are responsible for reporting on activities at the Annual General Meeting of Shareholders.
2. A report on activities of independent members of the Board of Directors in the Audit Committee at the Annual General Meeting of Shareholders must contain the following contents:
 - a. Salaries, operating expenses and other benefits of the Audit Committee and each member of the Audit Committee under the Law on Enterprises and the Company Charter;
 - b. Summaries of meetings of the Audit Committee and conclusions and recommendations of the Audit Committee;
 - c. Supervisory reports on financial matters, operations, and financial position of the Company;

- d. Report on assessment of transactions between the Company, its subsidiaries and other companies in which the Company holds controlling 50% or more of the registered capital with members of the Board of Directors, the General Director, other executives of the Company and their related persons; transactions between the Company with companies in which members of the Board of Directors, the General Director or other executive managers of the Company are founding members or managers of such company in the last three years as of transaction date;
- e. Assessment results of the Company's internal control and risk management system;
- f. Supervisory results on the Board of Directors, the General Director and other executive managers of the Company;
- g. Assessment results of coordination between the Audit Committee and the Board of Directors, the General Director and shareholders;
- h. Other contents (if any).

IX. GENERAL DIRECTOR, EXECUTIVE PERSONNEL, INTERNAL CONTROL, RISK MANAGEMENT, SECRETARY AND CORPORATE GOVERNANCE OFFICER OF THE COMPANY

Article 42. Organization of management system

The management system of the Company must ensure that the management system is responsible to the Board of Directors and is supervised by the Board of Directors in the daily operation of the Company. The Company comprises a General Director, one or more Deputy General Directors, a Chief Accountant and other executive titles as required for management and operations from time to time.

Article 43. Executive personnel

1. The Board of Directors shall appoint one of its members or hire another individual to serve as the General Director. The General Director shall manage the Company's day-to-day business operations, be subject to the supervision of the Board of Directors, and be accountable to the Board of Directors and to the law for the performance of the assigned rights and duties. The General Director shall be entitled to salary, bonuses and other related benefits. The salary, bonuses and other related benefits of the General Director shall be determined by the Chairperson of the Board of Directors.
2. Upon the proposal of the General Director, the Chairperson of the Board of Directors shall appoint, dismiss, or remove Deputy General Directors, heads of branches, representative offices, and other dependent units in accordance with the law and the Company's Charter.
3. The Chief Accountant shall be appointed, dismissed, or removed by the Company's legal representative in accordance with laws on accounting and the Company's Charter.
4. Upon the proposal of the General Director and with the approval of the Chairperson of the Board of Directors, the Company may recruit other executive personnel with a quantity and qualifications consistent with the Company's structure and governance regulations as issued by the Chairperson of the Board of Directors from time to time. Executive personnel are responsible for supporting the Company in achieving its stated operational and organizational objectives.
5. The salaries of executive personnel shall be recorded as business expenses of the Company in accordance with the law on corporate income tax. The salary of the General Director must be

presented as a separate item in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at its annual meeting.

Article 44. Board of Management, duties, and powers, criteria and conditions of the General Director

1. The composition of the Board of Management comprises the General Director and Deputy General Director(s).
2. The Board of Management must establish and maintain a risk control system which is constituted by procedures, apparatus and personnel to make sure that risks that may affect the interests of the Company and customers are minimized; establish and maintain an internal control system which is constituted by organizational structure, independent and specialized personnel, procedures and internal regulations applicable to all positions, units, divisions and operations of the Company to make sure that the Company is operated in line with the law.
3. The Board of Management must develop working regulations in accordance with the Law on Enterprises, the Law on Securities and other relevant laws.
4. The General Director of the Company shall satisfy the following criteria and conditions:
 - a. Be a person with full capacity of civil act, not be a person prohibited by the law from holding the position in accordance with the Clause 2, Article 17 of the Law on Enterprises;
 - b. Hold certified financial analysis credentials or fund management certificate;
 - c. Have at least three-year work experience in finance and banking industries;
 - d. Not be a person with his/her securities practice certification revoked by the State Securities Commission as stipulated in Point b, Clause 1, Article 97 of the Securities Law;
 - e. Not work for other securities company, fund management company or else; not be member of the Board of Directors, member of the Board of Members of other securities company;
 - f. Not be an owner of private enterprise, a member of partnership company, Director or General Director, Chairperson or member of the Board of Directors, or a member of the Board of Members of the company that is declared to go bankrupt within three (03) years dating from the liquidation date of such company except for bankruptcy caused by unavoidable reasons.
5. Term of office: The period for which the General Director is to hold office is five (05) years without any limit to the number of terms of office.
6. Powers and duties: The General Director shall have the following powers and responsibilities:
 - a. Make decisions relating to day-to-day business operations of the Company which do not fall into the scope of jurisdiction of the Board of Directors;
 - b. Implement resolutions and decisions of the Board of Directors and the General Meeting of Shareholders of the Company;
 - c. Implement business and investment plans of the Company approved by the Board of Directors and the General Meeting of Shareholders;
 - d. Propose plans for the organizational structure, internal control regulations of the Company;
 - e. Appoint and dismiss management titles in the Company, except for titles within the jurisdiction of the Board of Directors;
 - f. Sign contracts in the name of the Company, except for contracts within the jurisdiction of the Board of Directors;

- g. Report annual financial statements to the Board of Directors;
 - h. Propose plans for distribution of profits or settlement of losses in business operations;
 - i. Decide salary and other benefits for employees in the Company, including executive personnel appointed by the General Director;
 - j. Employ employees;
 - k. Other powers and obligations under the regulations of this Tourism and the employment contract that the General Director signs with the Company under the decision of the Board of Directors;
 - l. Every year, the General Director must submit to the Board of Directors for its approval a detailed business plan for the following fiscal year;
 - m. Make proposal on measures to improve the operation and management of the Company;
 - n. Perform all other activities in accordance with provisions of this Charter and regulations of the Company, resolutions of the Board of Directors, the employment contract of the General Director and the law;
 - o. The General Director is answerable to the Board of Directors and the General Meeting of Shareholders for the performance of his/her assigned duties and powers and must report on this upon request of the Board of Directors and the General Meeting of Shareholders.
7. Removal: The General Director may be removed from office in the following cases:
- a. Be disqualified for requirements and conditions to hold the General Director position as stipulated in Clause 5 of this Article;
 - b. Submit a resignation application;
 - c. The Board of Directors may remove the General Director when a majority of the members of the Board of Directors vote in favor and appoint a new General Director for replacement.

Article 45. Internal Control Department under the Board of Management

1. The Internal Control Department operates independently from professional divisions of the Company and is subject to the management and operation of the General Director of the Company.
2. The Company must establish an internal control system consisting of organizational structure, internal processes and regulations applicable to all positions, units, divisions and activities of the Company in order to ensure the goals below:
 - a. The securities company's operations comply with the Law on Securities and related documents;
 - b. Guarantee the interests of customers;
 - c. The securities company's operations are safe and efficient; assets and resources are protected, managed, and used safely and effectively.
 - d. Financial information and management information system is honest, reasonable, complete and timely; truthfulness in preparation of the company's financial statements is required.
3. Internal control must be conducted regularly and continuously so as to proactively assess compliance with the law, regulations, procedures and processes of the Company.
4. Internal control is performed on regular and irregular basis.
5. The Internal Control Department has the following tasks:

- a. Oversee the observance of the law, regulations of the Company across the Company; report to the Board of Management on compliance with the law and the Company's regulations at all divisions and units;
 - b. Propose amendments and additions to internal control regulations of the Company;
 - c. Make reports and recommendations to the Board of Management on amendment and supplements to regulations and procedures to fulfil internal control requirements;
 - d. Propose settlement of violations;
 - e. Perform other contents as assigned by the General Director.
6. Personnel requirements:
- a. Head of the Internal Control Department must be highly qualified of law, accounting and auditing; have sufficient experience, prestige and jurisdiction to execute his/her tasks;
 - b. Not be a person in connection with heads of professional divisions, the General Director, the Deputy General Director, Branch Director of the Company;
 - c. Not concurrently hold other positions in the Company;
 - d. Other requirements according to the law.

Article 46. Risk Management Department

1. The Risk Management Department is responsible for advising and assisting the Board of Directors and the Board of Management to detect, manage, control and prevent risks arising from business operations of the Company and ensuring that the Company is operated according to the law.
2. Tasks of the Risk Management Department:
 - a. Report to the Board of Directors and the Board of Management on observance and compliance with the law and the Company's regulations on risk management across the Company;
 - b. Review applicable regulations and procedures to make sure that risk prevention, mitigation and remedy is performed under the law and the Company's regulations on risk management; provide reports and recommendations to the Board of Directors and the Board of Management on amendments and supplements to risk control regulations and procedures if necessary;
 - c. Engage to deal with risks in case risks occur;
 - d. Monitor market developments, update policies and legal documents to identify new risks in a timely manner and propose measures to prevent and mitigate risk consequences and address risks in the Company;
 - e. Propose risk management regulations, procedures and measures in the course of developing and deploying new products and services;
 - f. Other tasks in accordance with the law.

Article 47. Company Secretary

Considering it necessary, the Board of Directors will appoint one person as Secretary of the Company with a term of office and other terms as decided by the Board of Directors. The Board of Directors may remove or dismiss the Secretary of the Company when considered necessary but

not contrary to the applicable law on labor. The Board of Directors may also appoint from time to time one or more assistants to the Secretary of the Company. Roles and duties of the Secretary include:

1. Prepare meetings of the Board of Directors and the General Meeting of Shareholders in accordance with instructions from the Chairperson of the Board of Directors;
2. Provide advice on procedures for meetings;
3. Attend meetings;
4. Ensure that resolutions of the Board of Directors are in line with the law;
5. The Secretary of the Company shall be responsible to keep information confidential in accordance with the law and this Charter.

Article 48. Corporate Governance Officer

1. In case the company lists the stock on the stock market, the Board of Directors appoints at least one (01) person as the Corporate Governance Officer to assist the effective corporate governance of the Company. The term of a Corporate Governance Officer is decided by the Board of Directors. The term is five (05) years and the Corporate Governance Office can be reelected for unlimited number of terms.
2. The Corporate Governance Officer must have the following qualifications:
 - a. Have legal knowledge;
 - b. Not simultaneously work for any independent auditing company that performs contracted auditing of the Company's financial statements;
 - c. Other qualifications as stipulated by the law, this Charter and decisions of the Board of Directors.
3. The Board of Directors holds the right to dismiss the Corporate Governance Officer if it deems necessary but cannot be against the current law on employment. The Board of Directors can appoint assistant(s) to the Corporate Governance Officer if it deems necessary.
4. The Corporate Governance Officer has the following powers and obligations:
 - a. Advise the Board of Directors on organization of the General Meeting of Shareholders according to the law and on other issues in connection with the relations between the Company and the Shareholders;
 - b. Prepare meetings of the Board of Directors and the General Meeting of Shareholders upon the request of the Board of Directors;
 - c. Consult on meeting procedures;
 - d. Attend these meetings;
 - e. Advise on procedures on formation of resolutions of the Board of Directors in accordance with the law;
 - f. Provide financial information, copies of meeting minutes of Board of Directors, and other information for the members of the Board of Directors;
 - g. Oversee and report on the Company's information disclosure to the Board of Directors;
 - h. Secure information according to the law and this Charter;
 - i. Other rights and obligations according to the law and this Charter.

X. RESPONSIBILITIES AND DUTIES OF MEMBERS OF THE BOARD OF DIRECTORS, GENERAL DIRECTOR AND EXECUTIVE PERSONNEL

Article 49. Contracts, transactions between the Company and related persons

1. Contracts and transactions between the Company and the following subjects shall be approved by the General Meeting of Shareholders or the Board of Directors:

- a. Shareholders, attorneys-in-fact of institutional shareholders holding more than ten percent (10%) of the ordinary shares of the Company and their related persons;
- b. Members of the Board of Directors and the General Director, and their related persons;
- c. Enterprises stipulated in Clause 2, Article 164 of the Law on Enterprises.

2. The Board of Directors shall approve the contracts and transactions that are mentioned in Clause 1 of this Article and are worth less than thirty-five percent (35%) of the Company's total assets recorded in the latest financial statement. In this case, the person that signs the contract or conducts the transaction on behalf of the company shall send a notification to the members of the Board of Directors and Controllers of the related persons together with the draft contract or transaction summary. The Board of Directors shall decide whether to approve the contract or transaction within fifteen (15) days from the day on which the notification is received unless a different deadline is specified in the company's charter. Members of the Board of Directors that are related to the parties to the contract or transaction must not vote.

3. The General Meeting of Shareholders shall ratify contracts and transactions below:

- a. Contracts and transactions beyond Clause 2 of this Article; transactions that result in the aggregate transaction value arising within twelve (12) months from the date of the first transaction with an entity as specified in Clause 1 of this Article being valued at thirty-five percent (35%) or more of the total assets as recorded in the most recent financial statements;
- b. Borrowing and lending contracts and transactions and asset sale that are worth greater than 10% of the Company's assets value recorded in the latest financial statement between the Company and a shareholder owning from 51% of the total number of voting shares or more or related persons of such shareholder.

If this contract or transaction is approved, the legal representative must send the draft contract or notify the main content of the transaction to the members of the Board of Directors. The Board of Directors shall submit the draft contract, transaction or explanation on the main content of the contract or transaction at the General Meeting of Shareholders or collect shareholders' opinions in writing. In this case, shareholders with interests related to the parties in the contract or transaction will not have the right to vote; the contract and transaction is approved as per Clause 1, Article 24 and Clause 8, Article 25 of this Charter.

4. A contract or transaction is invalidated by court and handled by law when it is signed in contravention of this Article. Contract or transaction signatory, shareholder, member of the Board of Directors or the General Director in connect with such contract or transaction must jointly compensate for any damage incurred, return to the company the profit earned from the performance of such contract or transaction.

Article 50. Duty of care

Members of the Board of Directors, the General Director and other executive personnel have fiduciary duties to perform their duties, including that of members of sub-committees of the Board

of Directors, in good faith and in a manner that they reasonably believe to be in the best interest of the Company, and with the degree of care that ordinarily prudent persons would reasonably be expected to exercise in similar positions and under similar circumstances.

Article 51. Duty of honesty and avoidance of conflict of interest

1. Members of the Board of Directors, the General Director, and other executive personnel must not take advantage of a business opportunity in which the Company may have interests and shall not use information obtained by their positions for their own benefits or for the benefits of any other economic organizations or individuals.
2. Members of the Board of Directors, the General Director, and other executive personnel shall be obliged to disclose to the Board of Directors any potentially conflict of interest they may have through any other economic entity, transaction or individual.
3. The Company shall not be permitted to provide loans, guarantees or credit to members of the Board of Directors, the General Director, other executive personnel and their related persons or to legal entities in which the above-mentioned persons have a financial interest, unless otherwise ratified by the General Meeting of Shareholders or the Board of Directors.
4. Members of the Board of Directors, the General Director and other executive personnel are obliged to notify in writing the Board of Directors of transactions between the Company, its subsidiaries and other companies where the Company holds controlling share of more than fifty percent (50%) of the registered capital with such subject or with its related persons in line with the law. As for transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about these resolutions in line with regulations on information disclosure in the securities industry.
5. A member of the Board of Directors may not vote transactions that bring interests to such member or his/her related person in accordance with the Law on Enterprises and the Company Charter.
6. Members of the Board of Directors, the General Director, other executive managers and their related persons may not use or disclose any inside information to others to carry out transactions in connection with them.
7. Transactions between the Company with one or more members of the Board of Directors, members of the Supervisory Board, the General Director, other executive managers and their related individuals and organizations shall not be invalidated in the following cases:
 - a. For a transaction that is worth of less than thirty-five percent (35%) of the total assets value recorded in the latest financial statement, important contents of the contract or transaction as well as relationships and interests of members of the Board of Directors, the General Director and other executive personnel were already reported to the Board of Directors and approved with a majority vote in favor by the Board of Directors who do not have interests in connection with such contract or transaction;
 - b. For a transaction that is worth from thirty-five percent (35%) or more or a transaction that results in a transaction value arising within twelve (12) months from the date of the first transaction with a value of three fifty-five percent (35%) or more of the total assets value recorded in the latest financial statement, important contents of this transaction as well as relationship and interests of members of the Board of Directors, the General Director, other executive personnel were already announced to the shareholders and voted in favor by

shareholders at the General Meeting of Shareholders who do not have interests in connection with such transaction.

Article 52. Liability for loss and compensation

1. Liability for loss: Any member of the Board of Directors, the General Director and other executive personnel who breaches the obligation to act honestly or who fails to fulfil his/her obligations carefully, diligently and professionally shall be liable for any loss caused by such breach.

2. The Company shall pay compensation to a person who has been, is or is likely to become a party involved in a claim, suit or legal proceeding (which has been, is or is likely to be conducted, whether or not it is a civil or administrative case but excluding a lawsuit conducted by the Company or initiated by the Company within its powers) where such person was or is a member of the Board of Directors, executive personnel, an employee or a representative authorized by the Company has acted honestly, carefully, diligently and professionally in a manner which such person believed was in the interests or not contrary to the best interests of the Company, and on the basis of compliance with law and on condition that there is no discovery or confirmation that such person breached his/her obligations. When performing functions and tasks or performing works assigned by the Company, a member of the Board of Directors, executive personnel, an employee or authorized representative of the Company is compensated by the Company when he/she becomes a party involved in lawsuit, complaint and legal action (except for lawsuits filed by the Company) in the following cases:

- a. Have acted honestly, carefully, diligently and professionally in the interests or not contrary to the best interests of the Company;
- b. Comply with law and have no discovery or confirmation that such person breached his/her obligations.

3. Costs to be paid as compensation shall comprise all costs arising (including costs to hire a lawyer), costs of the judgment, penalties, amounts payable and actually arising or amounts deemed reasonable during the resolution of the case within the framework permitted by law. The Company shall be entitled to purchase insurance for the above-mentioned persons in order to avoid having to pay such compensation itself.

XI. RIGHT TO RESPECT BOOKS AND RECORDS OF THE COMPANY

Article 53. Right to inspect books and records

1. Common shareholders have the right to look up books and records, specifically defined hereinafter:

- a. Common shareholders have the right to review, look up and extract information about names and contact addresses in the list of shareholders with voting rights; request correction made to his incorrect information; review, look up, extract or copy the Company Charter, minutes of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders during working hours and at the head office of the Company;
- b. A shareholder or a group of shareholders owning five percent (05%) or more of the total number of ordinary shares have the right to review, look up and make extracts of minutes, resolutions and decisions of the Board of Directors, bi-annual and annual financial statements, contracts and transactions that must be approved by the Board of Directors and

other documents, except for documents relating to trade secrets and business secrets of the Company during working hours and at the head office of the Company.

2. In case authorized representatives of a shareholder and a group of shareholders request for examination of books and records, authorization letter of such shareholder and group of shareholders or publicly notarized copy of such authorization letter is required for this purpose.
3. Members of the Board of Directors, the General Director and executive personnel shall be entitled to inspect the register of shareholders of the Company, the list of shareholders and other books and records of the Company for purposes in relation to their positions in the Company, provided that such information is kept confidential.
4. The Company shall be required to archive the Company Charter, amendments of and additions to this Charter, the Business Registration Certificate, any rules, documents proving ownership of assets, minutes of meetings of the General Meeting of Shareholders and of the Board of Directors, annual financial statements, accounting books and any other documents in accordance with law at the head office or other location, provided that the shareholders and the business registration body have been notified of locations where such documents are archived.
5. This Charter is announced on the website of the Company.

XII. EMPLOYEES AND TRADE UNION

Article 54. Employees and trade union

1. The General Director must make a plan for the Board of Directors to approve issues related to recruitment, dismissal of employees, salaries, social insurance, welfare, rewards and discipline for employees with workers and company executives.
2. The General Director must make a plan for the Board of Directors to approve issues related to the relations of the Company with trade unions according to the best management standards, practices and policies stipulated in this Charter, the Company's regulations and current legal regulations.

XIII. DISTRIBUTION OF PROFIT

Article 55. Distribution of profit

1. In accordance with a decision of the General Meeting of Shareholders and provisions of law, dividends shall be announced and paid from profit retained by the Company.
2. The Board of Directors may decide, in accordance with the Law on Enterprises, a mid-term payment of dividends when such payment is considered to conform to the profitability of the Company.
3. The Company will not distribute profit in form of dividend or other money in relation with stock if shareholders do not exercise their right within the time announced by the Company.
4. The Board of Directors may request the General Meeting of Shareholders to approve payment of cash dividend, stock dividend or both.
5. When payment of dividends or other sums paid on any class of shares is made in cash, the Company must make payment in Vietnamese dong. Payment shall be made to shareholders in person or via banks based on banking details provided by shareholders. If the Company makes a bank transfer based on the exact banking details provided by a shareholder but such shareholder does not receive the money, the Company shall not be liable for the amount which it so transferred

to the shareholder. Payment of dividends on shares listed on the Stock Exchanges may be made via securities companies at the service of the shareholders or the Vietnam Securities Depository.

6. According to the Law on Enterprises and the Law on Securities, the Board of Directors may approve a resolution which stipulates a specific date to be the closing date of the business operational register of the Company. On such date, shareholders shall be entitled to receive their shareholder rights under the law.

Article 56. Provision for funds

Funds are appropriated in accordance with the provisions of the current Law and the Resolution of the General Meeting of Shareholders of the Company after the Company fulfills financial obligations to the State.

Article 57. Other matters in connection with distribution of profit

Other matters in connection with distribution of profit shall be settled by provisions of the law.

XIV. BANK ACCOUNT, FISCAL YEAR, ACCOUNTING AND AUDITING SYSTEM

Article 58. Bank account

1. The Company opens accounts at Vietnamese banks or at foreign bank branches licensed to operate in Vietnam.
2. Upon prior approval of competent authorities, the Company may open bank accounts in foreign countries by law in case of necessity.
3. The Company conducts all payments and accounting transactions through its Vietnamese currency or foreign currency accounts at banks where the Company opened.

Article 59. Fiscal year

The fiscal year of the Company shall commence on the first day of January each year and end on the thirty-first day of December of such year. On the first year of operation, the fiscal year starts on the date of inauguration and ends on the thirty-first day of December of such year.

Article 60. Accounting system

1. The financial accounting system used by the Company is the Vietnamese Accounting System (VAS) or any other system approved by the Ministry of Finance, conforms to all accounting regulations applied to securities companies and other enclosed documents issued by the Ministry of Finance. The Company shall be subject to the examination of authorities responsible for implementing accounting and statistical mechanism.
2. The Company shall keep its books of accounts in the Vietnamese language. The Company shall keep its accounting records relating to the line of business operations involved. Such records must be accurate, up-to-date and systematic and shall be sufficient to show and explain the Company's transactions.
3. The Company shall use Vietnamese dong as currency unit for accounting purposes. In case the Company has business operations mainly in a foreign currency, it may choose such foreign

currency as an accounting currency and hold responsible for that choice to the law and notify tax authorities where it is subject to administration.

Article 61. Auditing

1. Independent audit firm and their staff performing the audit for the Company must be first approved by the State Securities Commission. The General Meeting of Shareholders shall designate an independent audit firm or approve the list of the independent audit firm and authorize the Board of Directors to select one of these for conducting audit of the Company for the next fiscal year based on the Terms and Conditions agreed with the Board of Directors. Securities companies may not change the approved auditor within the fiscal year, unless the approved auditor is suspended or disqualified.
2. Audited reports are attached to annual financial statements of the Company.
3. Independent auditors at the service of the Company shall be permitted to attend the General Meetings of Shareholders and shall be entitled to receive other notices and information which the shareholders are entitled to receive and relating to the General Meetings of Shareholders, and shall be entitled to express their opinions about issues relating to the audit of the Company's financial statements.

XV. FINANCIAL STATEMENT, ANNUAL REPORT AND INFORMATION DISCLOSURE RESPONSIBILITY

Article 62. Annual, semi-annual and quarterly financial statements

1. The Company shall make annual financial statements which must be audited by law. The Company shall publish its audited annual financial statements by law on information disclosure on the stock market and submit such financial statements to competent authorities.
2. Annual financial statements must include all reports, appendices and explanatory notes in line with the law on corporate accounting. Annual financial statements must honestly and objectively reflect the Company's operations.
3. The Company must make and disclose reviewed semi-annual financial statements and quarterly financial statements in line with the law on information disclosure on the stock market and submit them to competent authorities.

Article 63. Annual report

The Company must make and publish the annual report in line with the law on securities and securities market.

Article 64. Information disclosure obligations and contents

1. Information disclosure obligations
 - a. The Company must follow the information disclosure regime, regular and ad hoc reporting in accordance with the law on securities and securities market or at the request of competent authorities in an adequate and timely manner.
 - b. The Company shall disclose information on the following means:
 - The website of the Company: www.fpts.com.vn;

- Information disclosure systems of the State Securities Commission, Stock Exchanges and the Vietnam Securities Depository and Clearing Corporation;
- Other public mass media by law.

2. Information disclosure contents

- a. The Company shall disclose information concerning its performance, including:
 - Disclose financial statements, reports on financial safety ratios and other reports on a regular basis by law;
 - Disclose extraordinary information subject to obligatory information disclosure by law;
 - Disclose information upon request of competent authorities.
- b. The Company must disclose information about the corporate governance and annual reports.

3. Concerned organizations and individuals shall be entitled to inspect or copy the audited annual financial statements and the six-month and quarterly statements during business hours of the Company at its head office, and shall be required to pay a reasonable copying expense.

Article 65. Information disclosure officer

The information disclosure must be done by legal representatives of the Company or a person authorized to disclose information. The Company's legal representative shall be liable for the content of information disclosed by the authorized person.

XVI. CORPORATE SEAL

Article 66. Corporate seal

1. The seal refers to the seal made by at a seal making facility or the digital seal in the form of digital signature as stipulated in the law on electronic transactions.
2. The Board of Directors shall decide on the type, number, form and content of the seal of the Company, its branches and representative offices (if any).
3. The Board of Directors and General Director shall use and manage the seal by law.

XVII. DISPUTE SETTLEMENT, REORGANIZATION, TERMINATION OF OPERATION, AND LIQUIDATION

Article 67. Internal dispute settlement arising from the Charter

1. Where a dispute or a complaint relating to the operation of the Company or to the rights and obligations of shareholders arises from this Charter or from any rights or obligations stipulated in the Law on Enterprises, in other laws or administrative regulations between
 - a. Shareholders with the Company; or
 - b. Shareholders with the Board of Directors, the General Director or other executive personnel.

Then, concerned parties shall attempt to resolve such dispute by way of negotiation and conciliation. Unless such dispute involves the Board of Directors or the Chairperson of the Board

of Directors, the Chairperson of the Board of Directors shall preside over resolution of the dispute and shall require each party to present the real issues in the dispute within a period of fifteen (15) business days from the date of the dispute arising. If the dispute involves the Board of Directors or the Chairperson of the Board of Directors, any party may require to appoint an independent specialist who shall act as arbitrator during the course of resolution of the dispute.

2. If a decision on reconciliation is not made within a time-limit of six (06) weeks from the beginning of the reconciliation process or if the decision of the intermediary is not accepted by the parties, then any party may take such dispute to economic arbitration or to the economic court.

3. The parties shall bear their own costs relating to procedures for negotiation and conciliation. The court shall decide which party is to bear the costs of the court.

4. In cases of deadlock between members of the Board of Directors and shareholders resulting in a halt in the Company's operations, shareholders holding half of the currently outstanding shares with rights to vote in the election of members to the Board of Directors shall have the right to lodge a petition with a court requesting dissolution on one or more of the following grounds:

- a. Members of the Board of Directors fail to agree on the work of the Company, resulting in failure to obtain the number of votes required for the running of the Board of Directors.
- b. Shareholders do not come to consent, so that the number of votes required cannot be obtained for election of members to the Board of Directors.
- c. There is internal disagreement within the Company and two or more factions of shareholders are divided so that dissolution is the option in the best interests of all shareholders.

Article 68. Reorganization of the Company

1. The Company shall merge and transform in accordance with the law and with the approval of the State Securities Commission.

2. Order and procedures of merger and transformation are conducted according to the Law on Enterprises, the Law on Securities and relevant regulations.

Article 69. Termination of operation

1. The Company may be dissolved or terminated in the following cases:

- a. The operating period specified in the Company Charter expires, even after it is renewed;
- b. The Company is prematurely dissolved under a resolution or decision of the General Meeting of Shareholders. In case the Company is dissolved before the end of the operating period, it must be approved by the State Securities Commission;
- c. The Company has its Business Registration License revoked unless otherwise prescribed by the Law on Tax administration;
- d. The Company fails to maintain the adequate number of shareholders under the Law on Enterprises for six (06) consecutive months without converting into another type of business;
- e. The Company has its Securities Business Certificate revoked by the State Securities Commission;
- f. Other cases as stipulated by the law.

2. The Company can be dissolved only when it is able to settle all liabilities and other asset obligations and is not in the course of dispute settlement at the tribunal or arbitration. Relevant executives and the Company specified at Point d, Clause 1 of this Article are jointly responsible for the debts of the Company.

Article 70. Liquidation

1. In a time-limit period of six (06) months from the date of the decision on dissolution of the Company is made, the Board of Directors shall set up the Liquidation Board which shall be subject to supervision of the State Securities Commission. The Liquidation Board consists of three (03) members: One (01) shall be nominated by the Board of Directors from an independent auditing company and two (02) members shall be nominated by the General Meeting of Shareholders. The Liquidation Board shall prepare its procedures of operation. The members of the Liquidation Board may be selected among the staff of the Company or experts outside the Company. All expenses arising from the liquidation are payable by the Company with priority of payment over other liabilities of the Company.

2. The Liquidation Board shall be liable to report to the business registration office the date of establishment and the date of starting operation. From this time on, the Liquidation Board shall represent the Company in all business related to the liquidation process before the court and administrative offices.

3. The amount of money received from the liquidation shall be paid according to the following order:

- a. Liquidation expenses;
- b. Salaries and insurance premiums for employees;
- c. Taxes and expenses in the nature of tax which the Company is liable to pay to the State;
- d. Borrowings (if any);
- e. Other liabilities of the Company;
- f. The remaining assets after all the liabilities referred to from paragraphs (a) to (e) hereof shall be distributed to shareholders. Ordinary shareholders shall be paid after other preferred shareholders have been paid.

Article 71. Bankruptcy

The bankruptcy of the Company shall be implemented in accordance with regulations of law on bankruptcy of enterprises operating in financial and banking industries.

XVIII. ADDITION TO AND AMENDMENT OF THE CHARTER

Article 72. Addition and amendment to this Charter

1. Any addition and amendment to this Charter must be considered and decided by the General Meeting of Shareholders.

2. Where any legal regulations relating to the operation of the Company have not been mentioned in this Charter or where new regulations of law are different from the content of this Charter, such legal regulations shall be automatically applied to, and shall regulate the operation of the Company.

XIX. EFFECTIVE DATE

Article 73. Effective date

1. This Charter comprises nineteen (XIX) chapters and seventy-three (73) articles, and was passed by the General Meeting of Shareholders of FPT Securities Joint Stock Company on March 31, 2026 in Ha Noi and takes effect from March 31, 2026.
2. This Charter is made in ten (10) originals of the same validity
3. This Charter shall be the sole and official Charter of the Company.
4. Copies or extracts of the Charter of the Company shall be valid when they bear the signature of the Chairperson of the Board of Directors or the signatures of at least a half of all members of the Board of Directors.

Signature of the Legal Representative



*Chairman of the Board of Directors
Nguyen Diep Tung*

APPENDIX 01

DETAILS OF REGISTERED CAPITAL OF THE COMPANY FROM THE DATE OF ESTABLISHMENT TO PRESENT AND OWNERSHIP RATIO OF FOUNDING SHAREHOLDERS AT THE DATE OF ESTABLISHMENT

1. Details of the registered capital of the Company

No.	Date	Registered capital	Note
1	July 13, 2007	VND200,000,000,000	The Company was founded
2	November 2007	VND440,000,000,000	Increasing the registered capital by offering shares to existing shareholders at a ratio of 1-to-1 and offering shares to employees.
3	April 2011	VND550,000,000,000	Increasing the registered capital by offering 11,000,000 shares in private placement to SBI Securities
4	June 2012	VND733,323,900,000	Increasing the registered capital by offering shares to existing shareholders at a ratio of 3-to-1
5	June 2015	VND806,648,700,000	Increasing the registered capital by offering shares to existing shareholders at a ratio of 10-to-1
6	June 2016	VND903,437,270,000	Issuing shares for dividend payment to shareholders, rate 12%
7	June 2017	VND993,769,520,000	Issuing shares for dividend payment to shareholders, rate 10%
8	June 2018	VND1,093,136,880,000	Issuing shares for dividend payment to shareholders, rate 10%
9	June 2019	VND1,202,440,510,000	Issuing shares for dividend payment to shareholders, rate 10%
10	July 2020	VND1,322,673,490,000	Issuing shares to increase the capital from owner's equity to existing shareholders, rate 10%

11	June 2021	VND1,454,930,970,000	Issuing shares to increase the capital from owner's equity to existing shareholders, rate 10%
12	July 2021	VND1,475,672,970,000	Issuing shares to employees under ESOP Plan in 2021
13	September 2022	VND1,950,599,510,000	- Issuing shares according to the Employee Stock Ownership Program (ESOP) in 2022 - Issuing shares to increase charter capital from owner equity to existing shareholders, rate 20% - Publish offering shares to existing shareholders to increase charter capital in 2022, rate 10%
14	June 2023	VND2,145,649,870,000	Issuing shares to increase capital from owner's equity to existing shareholders, rate 10%
15	June 2024	VND3,003,894,160,000	Issuing shares to increase capital from owner's equity to existing shareholders, rate 40%
16	June 2024	VND3,059,193,660,000	Issuing shares to employees under ESOP Plan in 2024
17	June 2025	VND3,365,096,090,000	Issuing shares to increase capital from owner's equity to existing shareholders, rate 10%
18	July 2025	VND3,464,980,090,000	Issuing shares according to the Employee Stock Ownership Program (ESOP) in 2025

2. Ownership ratios of Founding Shareholders on the Date of Establishment of the Company

No.	Name of organization/individual	Address	Identity card/Passport No. - Certificate of Business Registration No.	Contributed owned (1,000VND)	Holding ratio (date of establishment of the Company)
1	The Corporation for Financing and Promoting Technology - FPT Representative: Mr. Truong Gia Binh			50,000,000	25.0%

No.	Name of organization/individual	Address	Identity card/Passport No. - Certificate of Business Registration No.	Contributed owned (1,000VND)	Holding ratio (date of establishment of the Company)
2	Mr. Le Quang Tien			8,000,000	4.0%
3	Mr. Bui Quang Ngoc			5,000,000	2.5%
4	Mr. Hoang Minh Chau			4,000,000	2.0%
5	Mr. Phan Ngo Tong Hung			4,000,000	2.0%
6	Ms. Truong Thi Thanh Thanh			4,000,000	2.0%
7	Mr. Do Cao Bao			4,000,000	2.0%
8	Mr. Nguyen Thanh Nam			4,000,000	2.0%
9	Mr. Nguyen Diep Tung			8,000,000	4.0%
10	Mr. Truong Dinh Anh			4,000,000	2.0%
11	Mr. Hoang Nam Tien			4,000,000	2.0%
			TOTAL	99,000,000	49.5%



GOVERNANCE REGULATIONS

FPT SECURITIES JOINT STOCK COMPANY

*(Appended to the Resolution of the General Meeting of Shareholders dated March 31, 2026 of
FPT Securities Joint Stock Company)*

Ha Noi, March 2026

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ACCORDING TO:

- Laws on Enterprises, Laws on Securities and instructive legal documents.
- Decree No. 155/2020/ND-CP of the Government dated December 31, 2020 on corporate governance of public companies and amending and supplementing documents.
- Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance on instructions to a number of articles of Decree No. 155/2020/ND-CP of the Government on corporate governance of public companies.
- Circular No. 121/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance on corporate governance of securities companies.
- Charter of Organization and Operation of FPT Securities Joint Stock Company.

CHAPTER I: GENERAL PROVISIONS

Article 1. Significance and scope of regulations

1. The Statute of Corporate Governance defines basic principles of corporate governance aimed to protect legitimate rights and interests of shareholders and to set standards of conduct and ethics of members of the Board of Directors and its subordinated subcommittees, the Board of Management, and Executive personnel to make sure that the Company's operations are stabilized and developed as the wish of shareholders.
2. This Statute shall be applied to all shareholders and/or non-shareholder members who are involved in the management and operations of the Company.

Article 2. Definitions

1. In this Statute, the following terms shall be construed as follows:
 - a. "Corporate Governance" is a system of rules that ensures that the Company is led and controlled effectively for the sake of its shareholders and stakeholders. Corporate governance principles include:
 - Reasonable structure of governance;
 - Effective operations of the Board of Directors and responsibility of the Board of Directors to the Company and shareholders;
 - Rights and interests of shareholders and related persons;
 - Fair treatment among shareholders;
 - Roles of investors, stock market and intermediaries in supporting corporate governance activities;
 - Legitimate rights and interests of stakeholders in corporate governance;
 - Timely, complete, accurate and transparent information disclosure of all activities of the Company; Fair access to information of shareholders.

- b. "Company" refers to the FPT Securities Joint Stock Company.
 - c. "Major shareholder" is the shareholder owing 5% or more of the voting shares of the issuer.
 - d. "Related person" refers to any individual or organization as stated in Clause 23, Article 4 of the Law on Enterprises and Clause 46, Article 4 of the Law on Securities.
 - e. "Company director" is a person who manages the Company, including the Chairperson of the Board of Directors, members of the Board of Directors and the General Director.
 - f. "Executive personnel" is the member who holds any executive position in the Company such as the General Director, the Deputy General Director, the Chief Accountant and other executive officers appointed by the Board of Directors or the Chairperson of the Board of Directors of FPT Securities Joint Stock Company.
 - g. "Non-executive member of the Board of Directors" is the member of the Board of Directors who does not hold any executive position in the Company. In other words, he/she is not concurrently the General Director, the Deputy General Director, the Chief Financial Officer, the Chief Accountant and other executive personnel appointed or approved by the Board of Directors and the Chairperson of the Board of Directors.
 - h. "Independent member of the Board of Directors" is the member of the Board of Directors who is qualified for following criteria and conditions:
 - Not work for the Company or any subsidiary of the Company; not used to work for the Company or any subsidiary of the Company at least three (03) consecutive years earlier;
 - Not receive salary or remunerations from the Company except for allowances statutorily payable to members of the Board of Directors;
 - Not be the spouse, birth parent, adoptive parent, biological children, adopted children or sibling who are majority shareholders of the Company; executive personnel of the Company or any subsidiary of the Company;
 - Not directly or indirectly own at least one percent (1%) of the total number of voting shares of the Company;
 - Not be a member of the Board of Directors or the Supervisory Board of the Company within five (05) straight years.
2. In this Statute, references to one or more clauses or legal texts shall include amendments or supersessions to such clauses or texts.

Article 3. Internal regulations on Corporate Governance

The Statute of Corporate Governance is drafted by the Board of Directors and adopted by the General Meeting of Shareholders. The Statute must not be contrary to the law and the Charter of the Company. The Statute shall be announced on the website of the Company. The Statute includes the following contents:

- a. Sequential order and procedures of convening and voting at the General Meeting of Shareholders;
- b. Sequential order and procedures of nominating, self-nominating, electing and dismissing members of the Board of Directors;
- c. Sequential order and procedures of organizing a meeting of the Board of Directors;
- d. Sequential order and procedures of selecting, appointing and dismissing Executive personnel;
- e. Sequential order and procedures of selecting, appointing and dismissing the Corporate Governance Officer;
- f. Procedures and processes for coordination between the Board of Directors and the General Director;
- g. Procedures and processes for the establishment and operation of sub-committees affiliated to the Board of Directors;
- h. Procedures of regulations on annual assessment of commending and disciplining activities of members of the Board of Directors, the General Director and other executive personnel;

In addition, the Statute of the Corporate Governance refers to some provisions of the Charter of the Company; internal regulations and management procedures: Internal Audit Regulation, Risk Management Regulation, Internal Control Procedures, Decision on Decentralization of Financial Authority, and Regulation on Member Unit Management.

CHAPTER II: SHAREHOLDER AND GENERAL MEETING OF SHAREHOLDERS

Article 4. Rights of shareholders

1. Shareholders have full rights and obligations specified in the Law on Enterprises, relevant legal documents and the Charter of the Company:
 - a. The right to freely transfer fully paid shares and have the shares recorded on the Stock Certificate except for cases imposed to restricted transfer in accordance with the law, the Charter of the Company and resolutions of the General Meeting of Shareholders;
 - b. The right to be treated fairly. Each share of the same type gives the shareholder equal rights, obligations and interests. Where the Company has preferred shares, the rights and obligations associated with such preferred shares must be fully disclosed to shareholders and approved by the General Assembly of Shareholders;
 - c. The right to be fully informed of periodical information and extraordinary information about the Company's activities;
 - d. The right and responsibility to attend meetings of the General Meeting of Shareholders and exercise the right to vote in person or through proxy or remote vote;

- e. The right of priority to buy new shares offered for sale corresponding to the proportion of share ownership in the company.
2. Shareholders shall have the right to protect their legal rights and interests. In the event a decision of the General Meeting of Shareholders violates the law or the Charter of the Company, a decision of the Board of Directors against the law or the Charter of the Company infringes on underlying rights and interests of shareholders, shareholders have the right to request the cancellation or suspension of such decision in accordance with the sequences and procedures as prescribed by the law. In case law-breaking decisions are detrimental to the Company, the Board of Directors, and the General Director shall make compensation to the Company in proportion to their responsibilities. Shareholders have the right to request the Company to compensate for loss by law.

Article 5. Responsibility of principal shareholders

1. Principal shareholders shall not take their own advantages to harm the rights and interests of the Company and other shareholders.
2. Principal shareholders are obliged to disclose information and other obligations in accordance with the law.

Article 6. Annual and Extraordinary General Meetings of Shareholders

1. General Meeting of Shareholders
 - a. The Board of Directors shall convene the Annual General Meeting of Shareholders and the Extraordinary General Meeting of Shareholders in accordance with the Law on Enterprises and the Charter of the Company. The Annual General Shareholders Meeting shall be organized once per year within a time-limit of four (04) months from the end of a fiscal year.

In case where the General Shareholders Meeting is not organized in the above time, the Board of Directors shall seek permission for extension from the business registration body but the deadline cannot be more than two (02) months from the end of the previous fiscal year.

The Board must convene extraordinary General Shareholders Meetings in accordance with the Law on Enterprises and the Charter of the Company within a time-limit of five (05) days from the end of the Annual General Shareholders Meeting.

- b. Procedures of convening an Extraordinary General Shareholders Meeting shall follow the provisions as per the Clause 4, Article 17 of the Charter of the Company.
 - c. The convener of the General Meeting of Shareholders shall carry out the work specified in Clause 2, article 21 of the Charter of the Company.
 - d. The Annual General Meeting of Shareholders shall not be held in the form of collecting written opinions of shareholders.

2. Procedures of meeting and voting at the General Meeting of Shareholders

The convener of the General Meeting of Shareholders shall prepare a list of shareholders qualified to attend and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders is compiled using the shareholder registration number of the Company and must be prepared within a time-limit of ten (10) days before the date of the first General Meeting of Shareholders.

The list of shareholders entitled to attend the General Meeting of Shareholders shall include the full name, address, nationality and number of legal papers of the individual for individual shareholders and name of the organization, enterprise number or number of legal papers of the organization and head office address for organization shareholders and the number and date of shareholder registration of each shareholder (if any).

3. Notice on the recorded list of shareholders entitled to attend the General Meeting of Shareholders.

The Company shall make an official announcement on the record of the list of shareholders eligible to attend the General Meeting of Shareholders at least twenty (20) days prior to the record date.

4. Notice of convening the General Meeting of Shareholders

The notice of convening the General Meeting of Shareholders shall carry out with the provisions of the Laws on Enterprises and Clause 3, Article 21 of the Charter of the Company. In case of the General Meeting of Shareholders is held in the form of online conference and/or e-voting, the notice of invitation shall clearly specify how to register and attend the online Meeting, provide username and corresponding access password for shareholders and authorized representatives (if any) to access the online General Meeting of Shareholders system and shall clearly state the link to all meeting documents for shareholders to access. Documents of the General Meeting of Shareholders shall be posted and updated with amendments and supplements (if any) until the end of the General Meeting of Shareholders.

5. Content and Agenda of the General Meeting of Shareholders

- a. The Board of Directors or the person who convenes the General Meeting of Shareholders shall be responsible for arranging the agenda, reasonable venue and time to discuss and vote on each issue contained in the agenda of the General Meeting of Shareholders.
- b. Proposing issues to be included in the agenda of the meeting of shareholders shall comply with the provisions of Clauses 4, 5 and 6, Article 21 of the Charter of the Company.

6. Methods to register for the General Meeting of Shareholders

- a. Methods of registering for the General Meeting of Shareholders are stated in the Announcement on General Meeting of Shareholders. Shareholders may authorize a third party to attend the Meeting in accordance with the Law and the Charter of the Company.

- b. The case of the General Meeting of Shareholders ratify the Resolution in an online conference, Shareholders or their authorized representatives (if any) attend the meeting via the online conference shall vote electronically and access the online General Meeting of Shareholders system to register to attend the meeting. The Company shall provide each shareholder with one (01) username and password to access this system. Specific instructions will be included in the Notice of the General Meeting of Shareholders and the Regulation of the General Meeting of Shareholders.
- c. In case of the General Meeting of Shareholders ratify the Resolution in a direct conference combined with an online one, the method of registration to attend the General Meeting of Shareholders shall be combined the provisions of points a and b of this Clause.

7. Conditions of conducting the General Meeting of Shareholders

The General Meeting of Shareholders shall be conducted when it is met requirements of the provisions of Article 22 of the Charter of the Company.

8. Procedures of conducting the Meeting and voting at the General Meeting of Shareholders

- a. The method of conducting the Meeting and voting at the General Meeting of Shareholders is followed in Article 23 of the Charter of the Company.

- b. Voting methods:

Shareholders can choose to place ballots or cast a vote directly into the ballot box at the venue of the General Meeting of Shareholders, or conduct remote voting and online voting via the Online Shareholder Meeting; or combine of both methods in case of the General Meeting of Shareholders ratifies the resolution in the form of a combined in-person and online meeting. The voting method will be specified in detail in the Regulations on organizing the General Meeting of Shareholders of each meeting.

- c. Vote counting methods:

- When voting by raising ballots at the Meeting, the number of "Aye", "Nay" and "Abstention" are counted separately. The total number of each card "Aye", "Nay" and "Abstention" are counted by the Chairperson or the Head of the Vote counting Committee right after the vote counting results are completed.
- Present shareholders vote for by ticking on ballots delivered at the General Meeting of Shareholders and place such ballots into the ballot box at the meeting venue. Valid ballots undersigned by shareholder are affirmative evidences to their choices presented in the ballots.
- When shareholders conduct online voting, the number of votes for each candidate will be recorded on the system by the number of yes votes, no votes and abstention votes. In case of arising the contents outside the meeting agenda sent to shareholders, shareholders may vote on these additional contents. If shareholders do not vote these contents, their actions are counted as abstention votes.

- In case of General Meeting of Shareholders ratifies the Resolution in the both direct and online conference, the results will be collected from the online system of the General Meeting of Shareholders and the results of the General Meeting of Shareholders.

Shareholders can change the voting and election results and vote additional contents, the online system counts only the final voting and election results at the end of the voting and election.

For sensitive issues and if required by the shareholders, the General Meeting of Shareholders shall appoint one or more shareholders with interests linked to the contents to be voted or elected to perform supervision and count the votes.

d. Notifications of vote counting results

The vote counting results shall be announced at the General Meeting of Shareholders after the vote counting is completed.

9. Procedures of meeting the General Meeting of Shareholders to approve the Resolution by collecting written opinions.
 - a. Cases in which written opinions are and cannot be obtained: The Board of Directors has the rights to collect written opinions of shareholders on all issues within the competence of the General Meeting of Shareholders to ratify decisions of the General Meeting of Shareholders at any time if the benefit of the Company is considered to be necessary.
 - b. Procedures of the General Meeting of Shareholders to ratify the Resolution by collecting written opinions are specified in the Article 25 of the Charter of the Company.

10. Conditions for the Resolution to be ratified at the General Meeting of Shareholders

Conditions for the Resolution to be ratified at the General Meeting of Shareholders are specified in the Article 24 of the Charter of the Company.

11. Methods to object to the Resolutions and Minutes of the General Meeting of Shareholders

- a. Shareholders who have voted not to pass the resolution on the reorganization of the company or changes in the rights and obligations of shareholders specified in the Charter of the company have the right to request the company to repurchase their shares. The request must be in writing, clearly stating the name and address of the shareholder, the number of shares of each class, the intended selling price, and the reason for requesting the company to repurchase. The request must be sent to the company within ten (10) days from the date the General Meeting of Shareholders passes the resolution on the issues specified in this Clause.
- b. The company must repurchase shares at the request of shareholders specified in Point a of this Article at the market price or the price calculated according to the principles specified in the Charter of the company within ninety (90) days from the date of receiving request. If the price cannot be accepted, the parties may request a valuation organization to determine the price. The company introduces at least three (03) valuation organizations for shareholders to choose and that is the final decision.

12. Cancel the Resolution of the General Meeting of Shareholders specified in Article 27 of the Charter of the Company.
13. Make the Minutes of the General Meeting of Shareholders specified in Article 26 of the Charter of the Company.
14. Announcement of the Meeting Minutes and the Resolutions of the General Meeting of Shareholders.

The announcement of the Meeting Minutes and the Resolutions of the General Meetings of Shareholders complies with the Regulations on information disclosure of the Enterprise Law, the Securities Law and other relevant legal documents.

15. The Company fully complies with the order and procedures for convening the General Meeting of Shareholders in accordance with the Law, the Charter and the internal Regulations of the Company. The Company does not restrict shareholders to attend the General Meeting of Shareholders, creating conditions for shareholders to authorize representatives to attend the General Meeting of Shareholders or to vote remotely, to vote via the General Meeting of Shareholders online. The Company tries its best in applying modern information technology so that shareholders can participate in the General Meeting of Shareholders in the best way, including guiding shareholders to vote remotely, decided to approve the online meeting of the General Meeting of Shareholders.
16. The Company specifies in the Charter of the Company, the principles, the contents, the order and the procedures for collecting written opinions of shareholders in order to pass decisions of the General Meeting of Shareholders. In case of collecting opinions in writing, the company shall ensure to send and fully disclose documents and ensure a reasonable time for shareholders to review the documents before sending votes like the General Meeting of Shareholders.

Article 7. Independent auditors at the General Meeting of Shareholders

Auditors or representatives from auditing firms are invited to attend the Annual General Meeting of Shareholders to express their opinions on matters relating to the Annual Financial Statements in case the Audited Financial Statements contain material exceptions.

Article 8. Report of the Board of Directors and report of the independent member of the Board of Directors in the Audit Committee at Annual General Meetings of Shareholders

1. The Performance Report of the Board of Directors submitted to the Annual General Meeting of Shareholders

The Performance Report of the Board of Directors submitted to the Annual General Meeting of Shareholders according to the provisions of Point c, Clause 3, Article 139 of the Law on Enterprises and the Charter of the Company shall contain at least the following contents:

- a. Remunerations, operating expenses and other benefits of the Board of Directors and each member of the Board of Directors specified in Clause 3, Article 163 of the Law on Enterprises and the Charter of the Company.
 - b. Review of meetings of the Board of Directors and decisions of the Board of Directors; review of meetings of the Board of Directors.
 - c. Report on transactions among companies, subsidiaries and companies in which the public company holds control over fifty percent (50%) or more of the charter capital with members of the Board of Directors and related persons of such members; transactions among companies in which a member of the Board of Directors is a founder or a manager of the Enterprise during the last three (03) years before the transaction time.
 - d. Review of independent members of the Board of Directors and results of each independent member on activities of the Board of Directors;
 - e. Review of Audit Committee of the Board of Directors;
 - f. Review of other departments of the Board of Directors (if any);
 - g. Result of supervising the General Director;
 - h. Result of supervising executive personnel;
 - i. Future development plans.
2. The Performance Report of Independent Members of the Board of Directors in the Audit Committee at the Annual General Meeting of Shareholders.

The Performance report of Independent Member of the Board of Directors in the Audit Committee at the Annual General Meeting of Shareholders included:

- a. Remunerations, operating expenses and other benefits of the Audit Committee and each member of the Audit Committee specified in the Law on Enterprises and the Charter of the Company.
- b. Summarize the meetings of the Audit Committee and the conclusions and recommendations of the Audit Committee.
- c. Results of monitoring for financial statements, operations and financial position of the Company.
- d. Report on evaluation of transactions among companies, subsidiaries, companies in which the public company holds control over fifty percent (50%) or more of the charter capital with members of the Board of Directors, General Director and related persons of such members; transactions among companies in which a member of the Board of Directors is a founder or a manager of the Enterprise during the last three (03) years before the transaction time.
- e. Results of the assessment of the internal control and risk management systems of the Company.
- f. Results of monitoring for the Board of Directors, General Director and other executive personnel.

- g. Results of evaluation of the coordination between the Audit Committee and the Board of Directors and the General Directors and shareholders.
- h. Other contents (if any).

CHAPTER III: BOARD OF DIRECTORS

Article 9. Composition and terms of office of the Board of Directors

1. The composition and term of office of the Board of Directors is stipulated as per Article 30 of the Charter of the Company.
2. The composition of the Board of Directors must ensure a balance among members with knowledge and experience in law, finance, and securities; and ensure a balance between executive members and non-executive members. The number of non-executive members of the Board of Directors must comply with the following regulations:
 - Have at least 01 non-executive member in the event that the Board of Directors has from 03 to 05 members;
 - Have at least 02 non-executive members in the event that the Board of Directors has from 06 to 08 members;
 - Have at least 03 non-executive members in the event that the Board of Directors has from 09 to 11 members.

The total number of independent members of the Board of Directors must ensure the following provisions:

- At least one independent member in case of there are between three and five members of the Board of Directors in the Company;
- At least two independent members in case of there are between six to eight members of the Board of Directors in the Company;
- At least three independent members in case of there are between nine to eleven members of the Board of Directors in the Company.

Article 10. Membership of the Board of Directors

1. Member of the Board of Directors shall not be prohibited to be a member of the Board of Directors by the law and the Charter of the Company. Members of the Board of Directors may not necessarily be the shareholders of the Company.
2. The Company necessarily restricts members of the Board of Directors from concurrently holding executive titles of the Company to ensure the neutrality of the Board of Directors.
3. Criteria of members of the Board of Directors are stipulated in the Article 31 of the Charter of the Company.

Article 11. Nomination, self-nomination, election, dismissal or removal of members of the Board of Directors

1. The nomination and election for members of the Board of Directors shall comply with Article 29 of the Company's Charter. Shareholders holding common shares have the right to combine the number of voting rights to nominate candidates for the Board of Directors according to the provisions of Clause 4, Article 15 of the Company's Charter. Specifically, a shareholder or group of shareholders owning ten percent (10%) of the total number of ordinary shares or more has the right to nominate people to the Board of Directors. The nomination of people to the Board of Directors as follows:
 - a. The ordinary shareholders forming a group to nominate people to the Board of Directors must notify the group meeting to the attending shareholders before the opening of the General Meeting of Shareholders;
 - a. Based on the number of members of the Board of Directors, a shareholder or group of shareholders specified in this Clause is entitled to nominate one or several people according to the decision of the General Meeting of Shareholders as a candidate for the Board of Directors. In case the number of candidates nominated by a shareholder or group of shareholders is lower than the number of candidates they are entitled to nominate according to the decision of the General Meeting of Shareholders, the remaining number of candidates shall be determined by the Board of Directors and other candidates nominated by other shareholders.
2. Methods to introduce more candidates to the Board of Directors

In case the number of nominated or self-nominated candidates to the Board of Directors is still insufficient, the incumbent Board of Directors may nominate additional candidates or hold a nomination in accordance with the Charter and the Statute of Governance of the Company. Candidates recommended by the Board of Directors shall be approved by the majority of the member of the Board of Directors. The mechanism by which the incumbent Board of Directors nominate candidates for the Board of Directors is clearly announced and approved by the General Meeting of Shareholders before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the law.
3. Voting to elect members of the Board of Directors by the method of cumulative voting shall comply with the provisions of the Enterprise Law and the Charter of the Company.
4. Cases of dismissal of members of the Board of Directors are specified in Clause 6, Article 31 of the Charter of the Company.
5. The Board of Directors shall convene the General Meeting of Shareholders to elect additional members of the Board of Directors as follows:
 - a. The number of remaining members of the Board of Directors is less than the minimum number of members specified by the Law. In this case, the Board of Directors shall convene the General Meeting of Shareholders within thirty (30) days from the date on which the number of members of the Board of Directors is not guaranteed as specified.

- b. The number of members of the Board of Directors is reduced by more than one-third (1/3) compared to the number of members of the Board of Directors effectively approved by the General Meeting of Shareholders. In this case, the Board of Directors shall convene a General Meeting of Shareholders within sixty (60) days from the date the number of members of the Board of Directors is reduced by more than one-third (1/3);
- c. The number of independent members of the Board of Directors is reduced, not ensuring the ratio specified at point b, Clause 1, Article 137 of the Law on Enterprises.

Except for the above cases, the General Meeting of Shareholders elects a new member to replace the member of the Board of Directors who is removed or dismissed at the most recent meeting.

6. Notice of election, dismissal and removal of members of the Board of Directors

The election, appointment, dismissal and removal of members of the Board of Directors shall be closed in accordance with the provisions of the Law on securities and the stock exchange.

The Company shall disclose unusual information within twenty-four (24) hours on the Company's website, the State Securities Commission and the Stock Exchange where the Company is listed from the date of issuing the changes, new appointment, reappointment, dismissal and removal of members of the Board of Directors.

7. Election, removal and dismissal the Chairperson of the Board of Directors

- a. The Chairperson of the Board of Directors is elected at the first meeting of the Board of Directors within seven (07) working days from the end of electing that Board of Directors. This meeting is convened and chaired by the member with the highest number of votes or the highest percentage of votes. In case more than one member has the highest and equal number of votes, the members elect according to the majority rule to choose one (01) of them to convene the meeting of the Board of Directors.
- b. The Chairperson of the Board of Directors may be dismissed or removed according to the decision of the Board of Directors. In case the Chairperson of the Board of Directors resigns or is dismissed, the Board of Directors shall elect a replaced person within ten (10) days.

Article 12. Power of the Board of Directors

- 1. The Board of Director shall have full rights as stipulated in the Law on Enterprises, relevant laws and the Charter of the Company, including but not limited to the right to be provided with information and documents on financial situations and business operations of the Company and its units;
- 2. The Board of Directors shall make a decision on investment and/or sale of assets of the Company or the Branch or purchase of assets with the value from twenty percent (20%) to less than 35% of the assets value of the Company and Branches stated in the latest financial statements;

3. The Board of Directors shall make a decision on purchase, sale, borrowing, lending or other contracts with the value from thirty-five percent (35%) of the value of total assets recorded in the latest financial statements of the Company, except for contracts and transactions as stipulated in the Point d, Clause 2, Article 138 of the Law on Enterprises.
4. The Board of Directors shall have the right to ratify decisions on purchase, sale, borrowing, lending or other contracts with the value under thirty-five percent (35%) of the value of total assets recorded in the latest financial statements of the Company in case contracts are made with persons/entities stipulated in the Clause 1, Article 167 of the Law on Enterprises. Where the value of contracts is equal to or greater than thirty-five percent (35%) of the value of total assets recorded in the latest financial statements of the Company in case contracts are made with persons/entities stipulated in the Clause 1, Article 167 of the Law on Enterprises, such contracts shall be decided by the General Meeting of Shareholders.
5. The Board of Directors shall approve contracts, transactions of borrowing, lending and selling assets with a value equal to or less than ten percent (10%) of the total value of assets of the total assets recorded in the latest audited financial statements of the Company and shareholders owning fifty-one percent (51%) of the total number of voting shares or related person of such shareholders.

Article 13. Responsibilities and obligations of the Board of Directors

1. The Board of Directors shall fully perform responsibilities and obligations stipulated by the Law on Enterprises and relevant legal documents.
2. The Board of Directors shall be responsible to the shareholders for the operations of the Company.
3. The Board of Directors responsibly makes sure that the Company's operations are compliant with the law, the Charter of the Company and the Internal Regulations of the Company. It shall equally treat all shareholders and respect the interests of persons whose rights and interests relate to the Company.
4. The Board of Directors is responsible for building regulations on sequential the order and procedures for nomination, self-nomination, election, removal and dismissal of members of the Board of Directors; and building regulations on the order and procedures of organizing the meeting of the Board of Directors.
5. The Board of Directors is responsible for establish the regime of performance assessment, commendation/reward and discipline for members of the Board of Directors, the General Director and other managerial personnel.
6. The Board of Directors is responsible for reporting activities of the Board of Directors at the General Meeting of Shareholders as per Article 8 hereof.
7. The Board of Directors is responsible for monitoring and preventing conflicts of interests of members of the Board of Directors, General Directors and other managers, including misuse of Company assets and abuse of transactions with related parties.

8. The Board of Directors is responsible for appointing a person in charge of corporate governance.
9. The Board of Directors is responsible for organizing training courses on corporate governance and necessary skills for members of the Board of Directors, General Directors and other managers of the Company.

Article 14. Tasks and powers of the Chairperson of the Board of Directors

The Chairperson of the Board of Directors has the powers and tasks specified in the Article 156 of the Law on Enterprises and Clause 3, Article 43 of the Charter of the Company. Besides, the Chairperson of the Board of Directors has the powers and tasks as follows:

1. The Chairperson of the Board of Directors is responsible for managing every affair of the Board of Directors; moderate the Annual and Extraordinary General Meetings of Shareholders in accordance with the Charter of the Company, assign tasks and duties to members of the Board of Directors to perform powers, responsibilities and obligations of the Board of Directors in line with the Charter of the Company and the Law on Enterprises, and stand responsible to the General Meeting of Shareholders and the law for his/her work.
2. The Chairperson of the Board of Directors signs resolutions, decisions and documents or approves documents within the authority of the Board of Directors; his/her authorization of other members of the Board of Directors to act on behalf of him/her must be made in writing.
3. The Chairperson of the Board of Directors shall convene and preside over meetings of the Board of Directors and assigns members of the Board of Directors to prepare meetings of the Board of Directors and the General Meeting of Shareholders; announce meeting contents and request the General Director and other executive personnel (if found necessary) to prepare documents and reports.
4. The Chairperson of the Board of Directors assigns tasks to members of the Board of Directors; assignment contents specific to every member must be expressed in writing and signed by the Chairperson of the Board of Directors.
5. The Chairperson of the Board of Directors shall monitor and press on the execution of resolutions of the Board of Directors.
6. The Chairperson of the Board of Directors shall make a decision on asset investment and sale transactions with the value of from five percent (5%) to less than twenty percent (20%) of the value of total assets of the Company and its branches recorded in the latest financial statements.
7. The Chairperson of the Board of Directors shall make a decision to ratify purchase, sale, borrowing, lending or other contracts with the value of under thirty-five percent (35%) of the value of total assets recorded in the latest financial statements of the Company, except for contracts and transactions falling within the decision-making authority of the General Meeting of Shareholders and the Board of Directors as stipulated in Clause 4, Article 12 of this Statute.

8. Other rights and obligations as prescribed by law.

Article 15. Person authorized by the Chairperson of the Board of Directors

1. In case being absent, the Chairperson of the Board of Directors shall authorize another member in writing to exercise the rights and duties of the Chairperson of the Board of Directors stipulated in the Charter of the Company.
2. Person authorized by the Chairperson of the Board of Directors shall perform the following rights and duties:
 - a. To act on behalf of the Chairperson of the Board of Directors when he/she is absent.
 - b. To sign documents authorized by the Chairperson of the Board of Directors.
 - c. To be directly responsible for specific tasks assigned and authorized by the Chairperson of the Board of Directors.
 - d. To have the right to reject authorization in case it is deemed to be contrary to the law and the Charter of the Company.

Article 16. Powers and obligations of members of the Board of Directors

1. Members of the Board of Directors shall administer the Company in accordance with the law, the Charter of the Company and this Statute.
2. To perform powers and obligations assigned to a member of the Board of Directors in accordance with the Charter of the Company and duties assigned by the Chairperson of the Board of Directors in an honest manner for best benefits of the Company.
3. To review the financial statements prepared by independent auditors, give opinions or request executive personnel, independent auditors and internal auditors to give explanations to matters relating to such financial statements.
4. To elect, dismiss and remove the Chairperson of the Board of Directors.
5. To request the Chairperson of the Board of Directors to convene an extraordinary meeting of the Board of Directors in accordance with the Charter of the Company.
6. To request the convention of an Extraordinary General Meeting of Shareholders in accordance with the Charter of the Company.
7. To attend meetings of the Board of Directors, discuss and vote on all matters within the tasks and powers of the Board of Directors defined in the Charter of the Company except for cases members are not allowed to cast vote on account of conflict of interest. Members of the Board of Directors take personal responsibility to the law, the General Meeting of Shareholders and the Board of Directors for their decisions.
8. To execute decisions of the General Meeting of Shareholders and resolutions of the Board of Directors.

9. To responsibly explain their task performance as requested by the General Meeting of Shareholders and the Board of Directors.
10. Other powers and obligations stipulated by the law and the Charter of the Company.
11. To be provided with information and documents on the financial situation and business activities of the company and its units in accordance with Article 159 of the Law on Enterprises.
12. To report timely and fully to the Board of Directors the remuneration received from subsidiaries, affiliated companies and other organizations.
13. To disclosure information when trading shares of the company in accordance with the law.
14. To report to the Board of Directors at the latest meeting on transactions among companies, subsidiaries and companies in which the company holds controlling rights of more than fifty percent (50%) or more of the charter capital with members of the Board of Directors and related persons of such members; transactions between the company and the company in which a member of the Board of Directors is a founder or a manager of the enterprise during the last three (03) years prior to the transaction time; transactions between the company and the company in which the related person of the above members is a member of the Board of Directors, the General Director or a major shareholder.
15. Each independent member of the Board of Directors shall make the evaluation report on the operation of the Board of Directors.
16. Members of the Board of Directors and their related persons shall not use the information obtained through their positions for personal gain or to serve the interests of other organizations or individuals.

Article 17. Order and procedures of organizing the meeting of the Board of Directors

1. The Board of Directors shall organize the meeting in the right order stipulated in the Charter of the Company. Meeting, agenda and related documents of the Board of Directors shall be notified in advance to all members of the Board of Directors within the time limit prescribed by the law and the Charter of the company.
2. Member of the Board of Directors may cast a vote in such cases as:
 - a. Be present at the meeting.
 - b. A member of the Board of Directors can authorize his/her vote at a meeting of the Board of Directors to another person if such authorization is approved by a majority of the members of the Board of Directors.
 - c. Attend and vote by online conference, telephone or other means of communication.
 - d. In case of being absent, members of the Board of Directors shall send the voted ballot in a sealed envelope which must be delivered to the Chairperson of the Board of Directors at least one hour before the opening time and the sealed envelope with the voted ballot inside must be opened in the presence of all meeting attendants.

3. Record the Minutes of the Board of Directors

- a. The Meetings of the Board of Directors shall be recorded in the Minutes and stored in other electronic forms. The Minutes shall be made in Vietnamese, including the following main contents:
 - Name, address of Head Office and Company code;
 - Time and place of the meeting;
 - Purpose, agenda and content of the meeting;
 - Full name of each member attending the meeting or the person authorized to attend the meeting and methods of attending the meeting and full name of members not attending the meeting and reasons;
 - Issues discussed and voted at the meeting;
 - Summarize the opinions of each member attending the meeting according to the order of developments of the meeting;
 - Voting results in which clearly stating the members "Aye", "Nay" and "Abstention";
 - The issue is ratified and the ratio of being ratified votes;
 - Full name and signature of the Chairperson and the person recording the Minutes, except for the case specified in Clause 4 of this Article.
 - b. The Chairperson, the person recording the Minutes and the people signing in the Minutes shall be responsible for the truthfulness and accuracy of the content of the Minutes of the meeting of the Board of Directors.
 - c. The Minutes of the Board of Directors and documents used in the meeting shall be archived at the head office of the Company.
4. In case the Chairperson or the person recording the Minutes refuses to sign the meeting minutes, but if all other members of the Board of Directors attend the meeting to sign and have all the contents specified at Point a, Clause 3 in this Article, then this document will take effect. In this case, the Minutes of the meeting of the Board of Directors shall clearly state the refusal of the chairperson and the person recording the Minutes to sign the Minutes of the meeting. The content approved by the majority of members attending the meeting in the Minutes of the meeting of the Board of Directors shall be made into the Resolution for approval.
5. Announcement of the Resolutions of the Board of Directors shall comply with the provisions of law and the Charter of the Company.

Article 18. Remuneration and other benefits of members of the Board of Directors

Members of the Board of Directors are entitled to salary, remuneration, bonus and other benefits specified in Article 33 of the Charter of the Company.

Article 19. Audit Committee of the Board of Directors

1. Rights and obligations of the Audit Committee of the Board of Directors

The Audit Committee is the specified agency of the Board of Directors, having the rights and obligations specified in the Law on Enterprises and Article 39 of the Charter of the Company.

2. Structure, composition, membership standards of the Audit Committee

The number, structure and standards of the Audit Committee of the Board of Directors comply with the Law on Enterprises and Article 38 of the Charter of the Company.

3. Nomination, election, dismissal and removal members of the Audit Committee of the Board of Directors

- a. The members of the Audit Committee are chosen by the Board of Directors and are not the executive personnel of the Company.
- b. The Board of Directors dismisses a member of the Audit Committee in the following cases:
 - Failing to meet the criteria and conditions specified in Clause 2, Article 38 of the Charter of the Company;
 - Having a resignation letter and being approved;
 - Having a mental disorder and other members of the Board of Directors having professional evidence that such person no longer has behavioral capacity;
 - Other cases in the Charter of the Company.
- c. The Board of Directors dismisses a member of the Audit Committee in the following cases:
 - Not participating in activities of the Audit Committee for six consecutive months, except for force majeure cases;
 - Other cases in the Charter of the Company.
4. The meeting and the method of ratification of the decision of the Audit Committee shall comply with the provisions of Article 40 of the Charter of the Company.
5. The report on activities of independent members of the Board of Directors in the Audit Committee at the Annual General Meeting of Shareholders shall comply with Clause 2, Article 8 of this Statute and the Regulation on Internal Audit.

Article 20. Audit Subcommittee

1. The Board of Directors may establish subcommittees to support the operation of the Board of Directors and other special subcommittees according to the Resolution of the General Meeting of Shareholders.
2. The Board of Directors shall detail the establishment, responsibilities of the subcommittees and responsibilities of each member.

Article 21. Establishment and operation of Internal Audit Department

1. Standards of Internal Audit Department:

- a. The person working in this department is not a person who has been sanctioned with a fine or more for violations in the fields of securities, banking and insurance within the last five (05) years to the end of the year of appointment;
- b. The Head of Internal Audit Department shall have professional qualifications in law, accounting and auditing; having enough experience, reputation and authority to effectively perform assigned tasks;
- c. Not being related to the Head of specialized departments, professional performers, General Director, Deputy General Director and Branch Director in the Company;
- d. Having a professional certificate in basics of securities and the stock market or a Securities Practicing Certificate and a Professional Certificate in Law on Securities and Stock Market;
- e. Not holding other jobs in the Company;
- f. Other requirements specified by current law.

2. Structure and members of the Internal Audit Department:

- a. Number of members of the Internal Audit Department is decided and considered periodically by the Audit Committee of the Board of Directors, but ensure that there are at least three (03) members who can be rented from outside;
- b. Head of the Internal Audit Department appointed by the Audit Committee;
- c. Members of the Internal Audit Department may be assigned to be in charge of one or several specific parts. The Head of the Internal Audit Department assigns tasks to the members based on the capacity, professional experience of each member and the operation plan of the Department.

3. Task, responsibilities and powers of the Internal Audit Committee:

3.1. Tasks of the Internal Audit Committee:

- a. Develop regulations and procedures for internal audit at the unit to submit to the Board of Directors for consideration and approval;
- b. Prepare an annual internal audit plan and submit to the Board of Directors for approval and conduct internal audit activities according to the approved plan;
- c. Independently evaluate the suitability and compliance with legal policies, charters and decisions of the General Meeting of Shareholders and the Board of Directors of the Company;
- d. Evaluate internal control activities of the Board of Directors;
- e. Evaluate the risk management activities of the Company;
- f. Notify and send promptly internal audit results as specified;

- g. Carry out other tasks assigned by the Audit Committee and the Board of Directors or as specified by law.

3.2. Responsibilities of the Internal Audit Committee:

- a. Keep safely documents and information in accordance with current laws and regulations of the Company;
- b. Be responsible prior to the Audit Committee for the internal auditing results, the assessments, conclusions, recommendations and proposals in the internal audit reports;
- c. Monitor timely and check the results of the implementation of recommendations after internal audit of the departments;
- d. Organize continuous training to improve and ensure professional capacity for internal audit employees;
- e. Other responsibilities specified by law and the Internal Audit Regulations of the Company.

3.3. Powers of the Internal Audit Committee:

- a. Equipped with necessary resources, fully and timely provided with all necessary information, documents and records for internal audit activities;
- b. Access and consider to all business processes and assets when carrying out internal audit; approach and interview all officers and employees of the unit on issues related to auditing;
- c. Receive documents, meeting minutes of the Board of Directors and other departments related to the internal audit;
- d. Attend internal meetings specified by law or in the Charter of the Company;
- e. Supervise, evaluate and monitor the repair, correction and improvement activities of the managers for the issues that the internal audit recognized and recommended;
- f. Be safe prior to uncooperative actions of the audited department;
- g. Trained to improve the capacity of personnel in the internal audit department;
- h. Carry out tasks actively according to the approved audit plan;
- i. Other powers specified by law.

4. Underlying principles of internal auditing:

- a. Independence: The internal audit department is independent from other parts of the securities company, including the executive board; internal audit activities independent of the operating and professional activities of the securities company; employees in charge of internal audit shall not undertake tasks of internal audit, shall not concurrently work in professional departments such as brokerage, proprietary trading, investment analysis and consulting, underwriting and risk management;

- b. Objectivity: The internal audit department and employees shall ensure objectivity, fairness and no prejudice in exercising their duties. The securities company shall ensure that the internal audit is not interfered when exercising their duties;
- c. Internal auditors shall demonstrate objectivity in collecting, evaluating and communicating information about the activities, processes or systems that have been or are being audited. Internal auditors need to make a fair assessment on all relevant issues and not be influenced by their own interests or by anyone else when making their comments and assessments;
- d. Integrity: The internal auditors shall do their work honestly, carefully and responsibly; comply with the law and do public works in accordance with the law and profession;
- e. Confidentiality: The internal auditors should respect the value and ownership of the information received, and should not disclose it without proper authorization unless it is under an obligation to disclose the information regulations and internal regulations of the Company.

CHAPTER IV: EXECUTIVE BOARD

Article 22. Composition of the Executive Board

1. The Executive Board consists of the General Director, the Deputy General Directors and the Chief Accountant.
2. Criteria and conditions of the General Director of the Company are stipulated in Article 44 of the Charter of the Company.
3. The Deputy General Director (Deputy Director) must satisfy the following criteria and conditions:
 - Have sufficient capacity of civil conduct and falling outside the scopes of subjects prohibited from business management stipulated by the Clause 2, Article 17 of the Law on Enterprises;
 - Have professional qualifications and experience in business administration of the Company;
 - Other criteria and conditions as prescribed by the law.
4. The Chief Accountant must satisfy the following criteria and conditions:
 - Have professional virtues, be honest and incorruptible, have sense of law observance;
 - Have professional qualifications in accounting;
 - Have at least two years' work experience in accounting in case he/she graduated in accounting from university degree or higher.

Article 23. Powers of the Executive Board

1. The General Director is the highest executive officer for the day-to-day business operations of the Company; has the full power to decide and exercise all rights and obligations of the Company except for issues within under the authority of the General Meeting of

Shareholders, and the Board of Directors and the Chairperson of the Board of Directors; is subject to the supervision of the Board of Directors; is responsible to the General Meeting of Shareholders, the Board of Directors and the law for administering the Company's operations and exercise his/her assigned rights and duties.

2. The General Directors is authorized to ratify the decisions, contracts and transactions as follows:
 - a. The General Director is authorized to make decisions on investment and sale of assets of the Company or its branches or on purchase of assets valued under five percent (5%) of the total asset value of the Company and its branches recorded in the latest audited financial statements;
 - b. The General Director is authorized to make a decision to ratify purchase, sale, borrowing, lending or other contracts with the value of less than ten percent (10%) of the value of total assets recorded in the latest financial statements of the Company except for contracts and transactions falling within the decision-making authority of the General Meeting of Shareholders and the Board of Directors as stipulated in Clause 4, Article 12 of this Statute.
3. The Deputy General Director is an assistant to the General Director, responsible for performing and managing tasks assigned and authorized by the General Director, reports and assumes responsibility to the General Director and to the law for his/her tasks assigned and authorized by the General Director.
4. The Chief Accountant assists the General Director in directing accounting and financial affairs of the Company and is assigned powers and duties as stipulated by the law.

Article 24. Formation, appointment and dismissal of the Executive Board

1. The Board of Directors selects and decides the appointment or dismissal of the General Director of the Company.
2. The Chairperson of the Board of Directors selects and decides the appointment, dismissal or removal of the Deputy General Director upon the nomination of the General Director. The Chief Accountant shall be appointed, dismissed or removed by the legal representative of the Company in accordance with the laws on accounting and the Company's Charter.
3. Upon the proposal of the General Director and with the approval of the Chairperson of the Board of Directors, the Company may recruit other executive personnel with a quantity and qualifications consistent with the Company's structure and governance regulations as issued by the Chairperson of the Board of Directors from time to time. Executive personnel are responsible for supporting the Company in achieving its stated operational and organizational objectives.
4. The appointment, dismissal or removal of executive personnel shall be notified and announced in line with the Charter of the Company and laws on securities and securities market.

Article 25. Internal control

1. The Company establishes the Internal Control Department working independently from professional divisions subject to the administration of the General Director.
2. Functions, tasks and activities of the Internal Control Department are governed by the Company's Charter and internal control procedures.
3. Internal control procedures are signed for application by the General Director.

Article 26. Risk management

1. The Company establishes the Risk Management Department responsible for advising and assisting the Board of Directors and the Board of Management to detect, manage, control and avert any risks arising from the Company's business operations and ensure that the Company is operated according to the law.
2. Functions, duties and activities of the Risk Management Department are governed by the Company's Charter and FPTC Risk Management Regulation.
3. The FPTC Risk Management Regulation is signed for application by the Chairperson of the Board of Directors. Any amendment and supplement to this Regulation must be proposed in writing by the General Director and agreed by all members of the Board of Management.

Article 27. Secretary of the Company

1. To effective support the company administration, the Board of Directors may appoint one person as Secretary of the Company. with a term of office and other terms as decided by the Board of Directors. The Secretary of the Company must have good knowledge of law. He/she may not concurrently work for an auditing firm which is auditing the Company's financial statements.
2. Roles and duties of the Secretary of the Company are governed by the Charter of the Company.

Article 28. Corporate Governance Officer

1. In case the company lists the stock on the stock market, the Board of Directors appoints at least one person as the Corporate Governance Officer to assist the effective corporate governance of the Company. The tenure of a Corporate Governance Officer is decided by the Board of Directors but it cannot exceed five years.
2. Criteria, conditions, appointment, dismissal, roles and duties of the Corporate Governance Officer are stipulated as per Article 48 of the Charter of the Company.

CHAPTER V: WORKING COORDINATION BETWEEN THE BOARD OF DIRECTORS, AND THE EXECUTIVE BOARD

Article 29. Principle of coordination

The Board of Directors and the Executive Board coordinate with each other in their working relations in the following principles:

- a. Always act for interests of the Company;
- b. Strictly comply with the law, the Company's Charter and by laws;
- c. Adhere to the principle of centralization, democracy, publicity and transparency;
- d. Coordinate work with the highest sense of responsibility, honesty, cooperation and regularly take the initiative in coordinating and removing obstacles against the Company.

Article 30. Working coordination between the Board of Directors and the Executive Board

1. The Board of Directors leads and oversees all activities of the Board of Management in the way that it provides best regime, policies, human resources and facilities for the Board of Management to fulfill its assigned duties.
2. Every quarter and every year, the General Director sends quarterly and annual reports on business performances and future business plans to the Board of Directors.
3. The General Director who is also the member of the Board of Directors shall report to the Board of Directors all issues in connection with the Company's operations. The General Director who is not concurrently a member of the Board of Directors is invited to attend the meetings of the Board of Directors with no voting rights.
4. The Company's researches, surveys, negotiations and contracting programs involving in functions and tasks of the Board of Directors shall be reported to the Chairperson of the Board of Directors by the General Director to delegate members of the Board of Directors to attend.

CHAPTER VI: PERFORMANCE ASSESSMENT, COMMENDATION AND DISCIPLINE

Article 31. Performance assessment

1. Annually, basing on their assigned functions and tasks, the Board of Directors shall assess the performance of each member of the Board of Directors and the General Director.
2. The Chairperson of the Board of Directors shall assess the fulfilment of tasks assigned by executive personnel.

Article 32. Commendation and rewards

1. Annually, based on performance assessment results of the Board of Directors, and the Chairperson of the Board of Directors, the General Director shall submit to the Board of Directors the proposal on performance reward levels for employee.
2. The total remuneration and bonuses of the Board of Directors shall be determined by the General Meeting of Shareholders at its annual meeting. Bonuses for each member of the Board of Directors and other executive personnel shall be decided by the Chairperson of the Board of Directors.
3. Commendation and reward regimes:
 - a. In cash;
 - b. In stock, using employee stock ownership plan (if any).
4. Budgets for commendations and rewards shall be taken from the Company Reward Fund and other lawful sources.
5. Commendation and reward levels: Specific commendation and reward levels are decided by the Company's actual annual performance.

Article 33. Violation settlement and discipline

1. The Board of Directors shall develop a discipline system based on the nature and extent of violation.
2. Members of the Board of Directors, and other executive personnel who fail to fulfill their duties, infringe the Company's regulations or break the law shall be disciplined based on their nature, imposed administrative fines or prosecuted for criminal liability in accordance with the Company's regulations and the law. If causing damage to the Company, they must bear personal responsibility for such damage.

CHAPTER VII: AVOIDANCE OF CONFLICT OF INTEREST

Article 34. Duty of honesty and avoidance of conflict of interest of members of the Board of Directors, General Director and other executive personnel

Members of the Board of Directors, General Director and other executive personnel have the responsibility to be honest and avoid conflicts of interests according to Article 51 of the Charter of the Company and the following responsibilities:

1. Members of the Board of Directors, the General Director, and other executive personnel shall be obliged to disclose their related interests as stipulated by the Law on Enterprises and relevant laws.
2. Members of the Board of Directors, the General Director, other executive personnel and affiliated persons to these persons shall not use information obtained by their positions for their own benefits or for the benefits of any other economic organizations or individuals.

3. Members of the Board of Directors, the General Director, and other executive personnel are obliged to notify the Board of Directors in writing of their own transactions or transactions of persons/entities affiliated to them with the Company, member companies and subsidiary companies where FPTIS holds more than fifty percent (50%) of the registered capital with such persons or their affiliated persons in accordance with the law. Where transactions performed by above-mentioned persons are approved by the General Meeting of Shareholders or the Board of Directors, the Company shall disclose information on resolutions relating to these transactions within 24 hours on the Company's website and report them to the State Securities Commission.
4. The Company shall not provide a loan or guarantee to members of the Board of Directors, the General Director, other executive personnel and affiliated persons to such persons unless otherwise decided by the Board of Directors/General Meeting of Shareholders.
5. Members of the Board of Directors shall not be entitled to vote on any transaction beneficial to them or their affiliated persons, including transactions where material or nonmaterial interests of such members of the Board of Directors are not determined. These transactions must be stated on the Company's Annual Report.
6. Members of the Board of Directors, the General Director, other executive personnel and affiliated persons to such persons shall not use the Company's information that has not been announced or disclose it to other parties to perform related transactions.

Article 35. Transaction with affiliated persons

1. The competence of approving the signing of transaction contracts with affiliated persons is stipulated in the Company's Charter and detailed in the Regulation on decentralization of financial authority of the Company.
2. When conducting transactions with affiliated persons, the Company must sign written contracts on the fair and voluntary principle. The contract content must be clear, specific and disclosed to shareholders upon official request.
3. The Company shall apply necessary measures to prevent affiliated persons from interfering in the Company's activities and harming the Company's interests.
4. The Company shall apply necessary measures to prevent shareholders and affiliated persons from performing transactions that result in loss of capital, assets or other resources of the Company.

Article 36. Protection of lawful rights of persons with related interests

1. The Company must respect legitimate interests of all shareholders, including banks, creditors, employees, customers, suppliers, the community and others with interests related to the Company.
2. The Company needs to actively cooperate with persons with interests related to the Company by:

- a) Provide sufficient information for banks and creditors to enable them to perform assessments of the Company's financial and operating performances and make decisions;
 - b) Encourage them to express their opinions on business and financial situations and important decisions in connection with their interests by directly contacting the Board of Directors, and the General Director.
3. The Company must adhere to regulations on labor, environment and responsibility to the community and society.

CHAPTER VIII: REPORTING AND INFORMATION DISCLOSURE

Article 37. Obligation of information disclosure

1. The Company shall fully, accurately and promptly disclose regular and irregular information on business activities, financial situations and corporate governance to the shareholders and the public. Information and information disclosure methods are specified by law and the Charter of the Company. The Company shall disclose fully, accurately and promptly other information if such information may affect the Company's stock price and influence decisions of the shareholders and investors.
2. Information disclosure is made in a way that the shareholders and the public have fair access. Language in use must be clear, easy to understand to avoid misleading and confusing shareholders and investors.

Article 38. Information disclosure on corporate governance

1. The Company must disclose information on corporate governance at the Annual General Meeting of Shareholders and in the Annual Report of the Company in accordance with the law on securities and securities market.
2. The Company is obliged to disclose the report on corporate governance every six (06) months and to disclose information on corporate governance in accordance with the law on securities and securities market.

Article 39. Responsibility of reporting and information disclosure of members of the Board of Directors, and the General Director

In addition to the responsibilities defined in Article 33 hereof, members of the Board of Directors and the General Director shall make a report and disclose information in the following cases:

1. Transactions between the Company with companies in which persons mentioned in this Article are founding members or members of the Board of Directors or the General Director within the three (03) most recent years prior to the time of the transaction

2. Transactions between the Company and companies in which persons affiliated to persons mentioned in this Article are members of the Board of Directors, the Managers and principal shareholders.
3. Transactions may result in material or nonmaterial interests to the members mentioned in this Article.

CHAPTER IX: ENFORCEMENT

Article 40. Modification

1. The modification and supplement to this Statute shall be drafted and elaborated by the Board of Directors and submitted to the General Meeting of Shareholders for approval.
2. In case there are provisions of law related to the operation of the company not mentioned in this Statute or new provisions of law different from those in the regulations, that provisions of law will naturally apply and modify in the company's operations.

Article 41. Effectiveness

1. This Statute, which consists of 09 chapters and 41 articles, and the full text of this Statute are adopted by the General Meeting of Shareholders of FPT Securities Joint Stock Company on March 31, 2026.
2. Copies or extracts of the Statute of Corporate Governance of the Company shall be valid when they bear the signature of the Chairperson of the Board of Directors or the authorized person.

**FPT SECURITIES JOINT STOCK COMPANY
CHAIRPERSON OF THE BOARD OF DIRECTORS**



NGUYEN DIEP TUNG

Hanoi, March 31, 2026

OPERATIONAL REGULATIONS OF THE BOARD OF DIRECTORS

According to:

- *Law on Securities No. 54/2019/QH14 passed by the National Assembly on November 26, 2019, and its amending and supplementing documents;*
- *Law on Enterprises No. 59/2020/QH14 passed by the National Assembly on June 17, 2020, and its amending and supplementing documents;*
- *Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities and its amending and supplementing documents;*
- *Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance guiding a number of articles on corporate governance applicable to public companies in Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;*
- *Charter of FPT Securities Joint Stock Company;*
- *Resolution of the General Meeting of Shareholders No. 01 - 2026/NQ/DHDCD/FPTS dated March 31, 2026.*

The Board of Directors issues the Operational Regulations of the Board of Directors of FPT Securities Joint Stock Company.

The Operational Regulations of the Board of Directors of FPT Securities Joint Stock Company comprises of the following contents:

Chapter I

GENERAL PROVISIONS

Article 1. Scope and subjects of application

1. Scope of regulation: The Operational Regulations of the Board of Directors stipulate the organizational structure, operational principles, powers, and obligations of the Board of Directors and its members to operate in accordance with the Law on Enterprises, the Charter of the Company, and other relevant legal regulations.
2. Subjects of application: The Regulations apply to the Board of Directors and all its members.

Article 2. Operational principles of the Board of Directors

1. The Board of Directors works on the principle of collectivism. The members of the Board of Directors are personally responsible for their assigned tasks and jointly responsible to the General Meeting of Shareholders and the law for the resolutions and decisions of the Board of Directors regarding the Company's development.
2. The Board of Directors delegates responsibility to the General Director to organize and administer the implementation of the resolutions and decisions of the Board of Directors.

Chapter II

MEMBERS OF THE BOARD OF DIRECTORS

Article 3. Rights and obligations of Members of the Board of Directors

1. Together with other members of the Board of Directors (BOD), perform corporate governance in accordance with the law, the Company Charter, and these Regulations.
2. Perform the duties and powers of a BOD member in accordance with the Company's regulations and the assignment of the Chairperson of the BOD in an honest manner for the benefit of the Company.
3. Review financial statements prepared by independent auditors, provide opinions or request executive personnel, independent auditors, and internal auditors to explain matters with respect to such reports.
4. Elect, dismiss, and remove the Chairperson of the BOD.
5. Request the Chairperson of the BOD to convene extraordinary BOD meetings in accordance with the Charter of the Company.
6. Request to convene extraordinary General Meetings of Shareholders in accordance with the Charter of the Company.
7. Attend BOD meetings, discuss, and vote on all matters within the duties and powers of the BOD as stipulated by the Charter of the Company, except where voting is prohibited due to a conflict of interest. Be personally liable before the law, the General Meeting of Shareholders, and the BOD for one's own decisions.
8. Implement the decisions of the General Meeting of Shareholders and the resolutions of the BOD.
9. Be responsible for explaining the performance of assigned tasks to the General Meeting of Shareholders and the BOD upon request.
10. Perform other duties and powers in accordance with the law, the Charter of the Company, and the Internal Regulations of the Company.
11. Be provided with information and documents regarding the financial situation and business operations of the company and its units in accordance with Article 159 of the Law on Enterprises.
12. Report promptly and fully to the Board of Directors on all remuneration received from subsidiaries, affiliates, and other organizations.
13. Report and disclose information when conducting transactions of the Company's shares in accordance with the law.
14. Report to the Board of Directors at the nearest meeting regarding:

15. Report to the Board of Directors at the nearest meeting regarding transactions between the company, its subsidiaries, or companies in which the company controls fifty percent (50%) or more of the registered capital with a BOD member or their related persons; transactions between the company and companies in which a BOD member is a founding member or a company director during the three (03) most recent years prior to the transaction date; transactions between the company and companies in which related persons of the aforementioned members are BOD members, the General Director, or major shareholders.
16. Each independent BOD member must prepare an evaluation report on the activities of the Board of Directors.
17. BOD members and their related persons must not use information obtained through their positions for personal gain or to serve the interests of other organizations or individuals.

Article 4. Right to be provided with information of Members of the Board of Directors

1. BOD members have the right to request the General Director, Deputy General Directors, and other executive personnel in the Company to provide information and documents regarding the financial situation and business operations of the Company and its units.
2. The requested executive personnel must provide information and documents promptly, fully, and accurately as requested by the BOD members. The order and procedures for requesting and providing information shall be stipulated in the Charter of the Company.

Article 5. Term of office and number of Members of the Board of Directors

1. The Board of Directors shall consist of five (05) to eleven (11) members. The specific number of BOD members shall be stipulated in the Charter of the Company.
2. The term of office of a BOD member shall not exceed five (05) years, and they may be re-elected for an unlimited number of terms. An individual may only be elected as an independent BOD member of a company for no more than two (02) consecutive terms.
3. In the event that all BOD members end their terms at the same time, such members shall continue to serve as BOD members until new members are elected to replace them and take over the work, unless otherwise prescribed by the Charter of the Company.

Article 6. Criteria and conditions for Members of the Board of Directors

1. A BOD member must satisfy the following criteria and conditions:
 - a. Possess full civil act capacity and not be prohibited from enterprise management under the provisions of the Law on Enterprises;
 - b. Not concurrently serve as the General Director, a BOD member, or a member of the Council of Members of another securities company; and not concurrently serve as a BOD member or a member of the Council of Members of more than five (05) other companies;
 - c. Not have been a BOD member or the legal representative of a company that went bankrupt or was prohibited from operation due to serious violations of the law;
 - d. At the beginning of the term, all BOD members must fully meet the conditions required by Law, the Charter of the Company, the Statute of Corporate Governance, and the Company's internal regulations. During their term, BOD members must notify the Chairperson of any changes.

2. A non-executive BOD member is a member who does not hold any executive position in the Company, meaning he/she does not concurrently serve as the General Director, Deputy General Director, Chief Financial Officer, Chief Accountant, or other executive position appointed or approved by the Board of Directors and the Chairperson.
3. Independent BOD members must satisfy the criteria and conditions as prescribed by current laws.
4. Independent BOD members must notify the Board of Directors if they no longer meet the criteria and conditions specified in Clause 2 of this Article and shall automatically cease to be an independent member from the date they fail to meet such criteria. The Board of Directors must report such cases at the nearest General Meeting of Shareholders or convene a General Meeting of Shareholders to elect a supplement or replacement within six (06) months from the date of receiving the notice from the relevant independent member.

Article 7. Chairperson of the Board of Directors

1. The Chairperson of the Board of Directors shall be elected, dismissed, or removed by the Board of Directors from among its members.
2. The Chairperson of the Board of Directors may not concurrently serve as the General Director.
3. The Chairperson of the Board of Directors has the following rights and obligations:
 - a. Establish the programs and operational plans of the Board of Directors;
 - b. Prepare the agenda, content, and documents for meetings; convene, preside over, and chair meetings of the Board of Directors;
 - c. Organize the adoption of resolutions and decisions of the Board of Directors;
 - d. Oversee the implementation of resolutions and decisions of the Board of Directors;
 - e. Chair the General Meetings of Shareholders;
 - f. Ensure the full, timely, accurate, and clear exchange of information among BOD members;
 - g. Ensure effective communication and contact with shareholders;
 - h. Facilitate the effective operation of non-executive and independent BOD members and establish constructive relationships between executive and non-executive BOD members;
 - i. Other rights and duties in accordance with the Law on Enterprises, the Charter of the Company, and the internal Regulations of the Company.
4. In the event that the Chairperson of the Board of Directors is absent or unable to perform his/her duties, he/she must authorize another member in writing to exercise the rights and obligations of the Chairperson in accordance with the principles specified in the Charter of the Company. If no person is authorized or if the Chairperson is deceased, missing, detained, serving an imprisonment sentence, subject to administrative handling measures at a compulsory detoxification or educational establishment, absconding from his/her residence, restricted or loses civil act capacity, has difficulty in perceiving or controlling his/her behavior, or is prohibited by a Court from holding positions or practicing certain jobs, the remaining members shall elect one person among him/her to hold the position of Chairperson under the principle of majority vote until a new decision is made by the Board of Directors.

5. The Chairperson of the Board of Directors is responsible for ensuring that the Board of Directors sends the annual financial statements, audit reports, and the Board's operational reports to shareholders at the General Meeting of Shareholders.
6. In the event that the Chairperson of the Board of Directors resigns or is removed/dismissed, the Board of Directors must elect a replacement within ten (10) days from the date of receiving the resignation letter or the date of dismissal/removal.

Article 8. Dismissal, removal, replacement, and supplement of Members of the Board of Directors

1. The General Meeting of Shareholders shall dismiss a member of the Board of Directors in the following cases:
 - a. The member no longer satisfies the criteria and conditions to be a BOD member as stipulated in Article 31 of the Charter of the Company or is prohibited by law from being a BOD member;
 - b. The member submits a written resignation letter to the Company's Head Office and it is approved;
 - c. The member suffers from a mental disorder and other BOD members have professional evidence proving that the person no longer has civil act capacity;
 - d. Other cases as prescribed in the Charter of the Company.
2. The General Meeting of Shareholders shall remove a member of the Board of Directors in the following cases:
 - a. The member does not participate in BOD meetings for six (06) consecutive months without the BOD's approval, and the BOD decides that the person's position is vacant;
 - b. Other cases as prescribed in the Charter of the Company.
3. When deemed necessary, the General Meeting of Shareholders may decide to replace a BOD member or dismiss/remove a BOD member in cases other than those specified in Clauses 1 and 2 of this Article.
4. The Board of Directors must convene a General Meeting of Shareholders to elect supplementary BOD members in the following cases:
 - a. The number of remaining members is less than the minimum number required by law. In this case, the BOD must convene a General Meeting of Shareholders within thirty (30) days from the date the number of members fails to meet the requirement;
 - b. The number of members is reduced by more than one-third (1/3) of the number approved by the General Meeting of Shareholders. In this case, the BOD must convene a General Meeting of Shareholders within sixty (60) days from the date the number of members is so reduced;
 - c. The number of independent BOD members decreases and fails to ensure the ratio prescribed in Point b, Clause 1, Article 137 of the Law on Enterprises.

Except for the above cases, the General Meeting of Shareholders shall elect new members to replace those who have been dismissed or removed at the nearest meeting.

Article 9. Methods of electing, dismissing, and removing Members of the Board of Directors

1. The nomination and candidacy of members of the Board of Directors (BOD) shall be carried out in accordance with Article 29 of the Charter of the Company. Shareholders holding ordinary shares have the right to aggregate their voting rights to nominate candidates for the BOD as prescribed in Clause 4, Article 15 of the Charter of the Company. Specifically, a shareholder or a group of shareholders owning 10% or more of the total ordinary shares has the right to nominate candidates to the BOD. The nomination of candidates to the BOD is conducted as follows:
 - a. Ordinary shareholders forming a group to nominate candidates to the BOD must notify the attending shareholders of the group meeting before the opening of the General Meeting of Shareholders;
 - b. Based on the number of BOD members, the shareholder or a group of shareholders specified in this Clause is entitled to nominate one or several individuals as candidates for the BOD, as decided by the General Meeting of Shareholders. In the event that the number of candidates nominated by the shareholder or a group of shareholders is lower than the number of candidates they are entitled to nominate under the decision of the General Meeting of Shareholders, the remaining candidates shall be nominated by the current BOD and other shareholders.
2. In the event that the number of BOD candidates through nomination and candidacy is still insufficient as required by Clause 5, Article 115 of the Law on Enterprises, the incumbent BOD shall introduce additional candidates or organize nominations in accordance with the Charter of the Company, Internal Regulations on Corporate Governance, and these Operational Regulations of the Board of Directors. The introduction of additional candidates by the incumbent BOD must be clearly announced before the General Meeting of Shareholders votes to elect BOD members in accordance with the law.
3. The voting to elect BOD members must be conducted by the cumulative voting method, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of members to be elected to the BOD, and the shareholder has the right to accumulate all or part of their total votes for one or several candidates. The persons elected as BOD members shall be determined by the number of votes from high to low, starting from the candidate with the highest number of votes until the required number of members as prescribed in the Charter of the Company is reached. In the event that two (02) or more candidates receive the same number of votes for the last position in the BOD, a re-election shall be held among the candidates with equal votes or a selection shall be made according to the election regulation criteria or the Charter of the Company.
4. The election, dismissal, and removal of BOD members shall be decided by the General Meeting of Shareholders based on the voting principle.

Article 10. Notification of election, dismissal, and removal of Members of the Board of Directors

1. In case candidates have been identified in advance, information related to the BOD candidates shall be included in the documents for the General Meeting of Shareholders and published at least ten (10) days before the opening date of the meeting on the Company's website so that shareholders can learn about these candidates before voting. BOD candidates must provide a written commitment regarding the truthfulness, accuracy, and reasonableness of the published personal information and must commit to performing their duties honestly if elected as a BOD member. Information related to BOD candidates to be published includes at least the following:

- a. Full name, date of birth;
 - b. Professional qualifications;
 - c. Work history;
 - d. Other management positions (including BOD positions in other companies);
 - e. Interests related to the Company and its related parties;
 - f. Other information (if any).
 - g. The Company is responsible for disclosing information about the companies in which the candidate holds a position as a BOD member, other management positions, and the interests of the BOD candidate related to the company (if any).
2. The election, appointment, dismissal, and removal of BOD members must be disclosed in accordance with the provisions of the law on securities and the securities market.

The Company must disclose extraordinary information within twenty-four (24) hours on the Company's website, and to the State Securities Commission and the Stock Exchange where the company is listed, starting from the time there is a change, new appointment, re-appointment, dismissal, or removal of a BOD member.

Chapter III

BOARD OF DIRECTORS

Article 11. Rights and obligations of the Board of Directors

1. The business activities and affairs of the Company shall be subject to the supervision and direction of the Board of Directors (BOD). The BOD is the body with full authority to exercise all rights in the name of the Company, except for those powers that fall under the authority of the General Meeting of Shareholders.
2. The rights and obligations of the Board of Directors are prescribed by law, the Charter of the Company, and the General Meeting of Shareholders. Specifically, the BOD has the following powers and obligations:
 - a. Decide on the strategy, medium-term development plans, and annual business plans of the Company;
 - b. Recommend the types of shares and the total number of authorized shares of each type;
 - c. Decide on the sale of unsold shares within the limit of authorized shares of each type; decide on raising additional capital in other forms;
 - d. Decide on the selling prices of shares and bonds of the Company;
 - e. Decide on the redemption of shares as prescribed in Clause 1 and Clause 2, Article 133 of the Law on Enterprises;
 - f. Decide on investment plans and investment projects within its authority and limits as prescribed by law;
 - g. Decide on market development, marketing, and technology solutions;
 - h. Approve contracts for purchase, sale, borrowing, lending, and other contracts valued at thirty-five percent (35%) or more of the total asset value recorded in the Company's most recent financial statements, except for contracts and transactions within the

deciding authority of the General Meeting of Shareholders as prescribed in Point d, Clause 2, Article 138, and Clauses 1 and 3, Article 167 of the Law on Enterprises;

- i. Elect, dismiss, and remove the Chairperson of the Board of Directors; appoint, dismiss, remove, sign contracts with, and terminate contracts with the General Director; appoint authorized representatives to participate in the Council of Members or the General Meeting of Shareholders of other companies, and decide on the remuneration and other benefits of such persons;
- j. Oversee and direct the General Director and other executive personnel in managing the day-to-day business operations of the Company;
- k. Decide on the organizational structure and internal management regulations of the Company; decide on the establishment of subsidiaries, branches, and representative offices, and the contribution of capital or purchase of shares in other enterprises;
- l. Approve the agenda and documents for the General Meeting of Shareholders; convene the General Meeting of Shareholders or collect written opinions for the General Meeting of Shareholders to pass resolutions;
- m. Submit audited annual financial statements to the General Meeting of Shareholders;
- n. Recommend the dividend rate to be paid; decide on the timeline and procedures for dividend payment or the handling of losses incurred during business operations;
- o. Recommend the reorganization or dissolution of the company; request the bankruptcy of the company;
- p. Decide on the issuance of the Operational Regulations of the BOD and Internal Regulations on Corporate Governance after they are approved by the General Meeting of Shareholders; decide on the issuance of the Operational Regulations of the Audit Committee under the BOD and the Company's Regulations on Information Disclosure;
- q. Decide on the investment in or sale of assets of the Company or its branches valued at less than thirty-five percent (35%) of the total asset value recorded in the most recent financial statements;
- r. Decide on the purchase or recovery by the Company of no more than ten percent (10%) of the total number of shares of each type already offered within a twelve (12) month period;
- s. Decide on the price for share redemption or recovery by the Company;
- t. Business matters or transactions that the Board decides require approval within its scope of authority and responsibility;
- u. Approve production and business plans, including annual budget and personnel plans;
- v. Determine operational objectives based on the strategic objectives approved by the General Meeting of Shareholders;
- w. Resolve the Company's complaints against executive personnel and to decide on the selection of the Company's representative to handle legal procedures related to such executive personnel;
- x. Propose the issuance of bonds, convertible bonds, and warrants that allow holders to purchase shares at a predetermined price;
- y. Report to the General Meeting of Shareholders on the appointment of the General Director by the BOD;
- z. The Chairperson of the BOD is responsible for establishing regulations on convening, voting, and decision-making at BOD meetings; the order and procedures for

nomination, candidacy, election, dismissal, and removal of BOD members; establishing regulations on the sequence and procedures for selection, appointment, and dismissal of executive personnel and the coordination procedures between the BOD and the Management Board; and establishing mechanisms for performance evaluation, rewards, and discipline for BOD members, the Management Board, and other executive personnel;

- aa. Establish departments or appoint persons to perform internal audit and risk control;
 - bb. Conflict resolution within the Company: Prevent and resolve potential conflicts between shareholders and the Company. The BOD may appoint officers to implement necessary systems or establish specialized departments for conflict resolution or for this purpose;
 - cc. Other rights and obligations in accordance with the Charter of the Company, Internal Regulations on Corporate Governance, and the law.
- 3. The Board of Directors shall report to the General Meeting of Shareholders on its performance results in accordance with Article 280 of Decree No. 155/2020/ND-CP dated December 31, 2020.
 - 4. The Board of Directors may authorize the Chairperson to perform part of its powers and functions during the periods when the BOD is not holding meetings. The content of authorization must be clearly and specifically defined. Significant matters related to the existence or termination of the Company's operations shall not be authorized to the Chairperson for decision.
 - 5. Unless otherwise provided by law and the Charter, the Board of Directors may authorize subordinate staff and managers to represent and handle affairs on behalf of the Company.
 - 6. The Board of Directors shall pass resolutions and decisions by voting at meetings, collecting written opinions, or other forms stipulated by the Charter of the Company. Each BOD member has one vote.
 - 7. In the event that a resolution or decision passed by the BOD is contrary to the law, the resolution of the Board of Directors, or the Charter of the Company, causing damage to the Company, the members who voted to pass such resolution or decision shall be jointly and personally liable and must compensate the Company; members who opposed the passing of such resolution or decision shall be exempt from liability. In this case, shareholders have the right to request the Court to suspend or cancel the aforementioned resolution or decision.

Article 12. Duties and powers of the Board of Directors in approving and signing contracts and transactions

- 1. Decide on investment projects, transactions to sell assets of the Company or its branches, or transactions to purchase assets valued from twenty percent (20%) to less than thirty-five percent (35%) of the total asset value of the Company and its branches as recorded in the most recent audited financial statements.
- 2. Approve contracts for purchase, sale, borrowing, lending, and other contracts or transactions valued at thirty-five percent (35%) or more of the total asset value recorded in the Company's most recent financial statements, except for those within the authority of the General Meeting of Shareholders as prescribed in Point d, Clause 2, Article 138, and Clauses 1 and 3, Article 167 of the Law on Enterprises.
- 3. The Board of Directors (BOD) has the authority to approve contracts for purchase, sale, borrowing, lending, and other contracts valued at less than thirty-five percent (35%) of the total asset value recorded in the Company's most recent financial statements in cases of

signing contracts with persons specified in Clause 1, Article 167 of the Law on Enterprises. For contracts valued at thirty-five percent (35%) or more, or transactions resulting in a transaction value arising within twelve (12) months from the date of the first transaction valued at thirty-five percent (35%) or more of the total asset value recorded in the Company's most recent financial statements signed with persons specified in Clause 1, Article 167 of the Law on Enterprises, approval from the General Meeting of Shareholders is required.

4. Approve contracts or transactions for borrowing, lending, or selling assets valued at or below ten percent (10%) of the total asset value of the enterprise recorded in the most recent audited financial statements between the Company and shareholders owning fifty-one percent (51%) or more of the total voting shares or their related persons.
5. The Company's representative signing the contract or transaction must notify the BOD members of the related parties regarding such contract or transaction, accompanied by the draft contract or the main contents of the transaction. The BOD shall decide on the approval of the contract or transaction within fifteen (15) days from the date of receipt of the notice, unless the Charter of the Company stipulates another time limit; BOD members with related interests to the parties in the contract or transaction shall not have the right to vote.

Article 13. Responsibilities of the Board of Directors in convening extraordinary general meetings of shareholders

1. The Board of Directors must convene an extraordinary General Meeting of Shareholders in the following cases:
 - a. The BOD deems it necessary for the interests of the Company;
 - b. The number of BOD members is less than the number required by law or is reduced by more than one-third (1/3) of the valid number of members approved by the General Meeting of Shareholders;
 - c. A shareholder or group of shareholders as specified in Clause 3, Article 15 of this Charter requests in writing to convene a General Meeting of Shareholders. The request must clearly state the reasons and purpose of the meeting, and bear sufficient signatures of the relevant shareholders;
 - d. Other cases as prescribed by law and the Charter of the Company.
2. Convene an extraordinary General Meeting of Shareholders

The BOD must convene the meeting within thirty (30) days from the date the remaining BOD members are fewer than the minimum required by law or upon receiving a request as specified in Point c, Clause 1 of this Article. The BOD must convene the General Meeting of Shareholders within sixty (60) days from the date the number of BOD members is reduced by more than one-third (1/3) of the valid number approved by the General Meeting of Shareholders.

3. The person convening the General Meeting of Shareholders must perform the following tasks:
 - a. Prepare a list of shareholders eligible to participate and vote. The Company must disclose information about the preparation of the list at least twenty (20) days before the final registration date. This list shall be prepared no more than ten (10) days before the date of sending the meeting notice;

- b. Prepare the agenda and content of the meeting;
- c. Prepare documents for the meeting;
- d. Determine the time and location of the meeting;
- e. Notify and send the meeting notice to all shareholders entitled to attend;
- f. Provide information and resolve complaints related to the shareholder list;
- g. Draft the resolution of the General Meeting of Shareholders based on the expected content of the meeting; provide the list and detailed information of candidates in case of electing BOD members;
- h. Provide login names and passwords for shareholders and authorized representatives (if any) to access the online system of the General Meeting of Shareholders, attend, and exercise voting/election rights if the Company organizes an online meeting and electronic voting;
- i. Other tasks serving the meeting.

Article 14: Sub-committees assisting the Board of Directors

The Board of Directors may establish one or more sub-committees. The specific number of members for each sub-committee is decided by the BOD but must ensure a minimum of three (03) persons, including BOD members and external members. Each sub-committee must have at least one (01) independent BOD member or one (01) non-executive BOD member, and one of these members shall be appointed as the Head of the sub-committee by decision of the BOD. The activities of the sub-committee must comply with the BOD's regulations. A resolution of a sub-committee is only valid when approved by a majority of members attending and voting at the sub-committee meeting.

Chapter IV

MEETINGS OF THE BOARD OF DIRECTORS

Article 15. Meetings of the Board of Directors

1. The first meeting of the Board of Directors' (BOD) term to elect the Chairperson and make other decisions within its authority must be conducted within seven (07) working days from the date the election of the BOD for that term concludes. This meeting shall be convened by the member who received the highest number of votes. In the event that more than one (01) member receives the same highest number of votes, such members shall elect one among them to convene the BOD meeting on the principle of majority.
2. Regular meetings: The Chairperson of the BOD must convene regular BOD meetings, establish the agenda, time, and location at least three (03) working days before the expected meeting date. The Chairperson may convene a meeting whenever deemed necessary, but must meet at least once per quarter.
3. The Chairperson of the BOD shall convene extraordinary meetings when deemed necessary for the interests of the Company. Additionally, the Chairperson must convene a BOD meeting without unjustifiable delay when one of the following subjects makes a written request stating the purpose and issues to be discussed and decided within the BOD's authority:
 - a. The General Director or at least five (05) other executive persons;

- b. At least two (02) BOD members;
 - c. An independent BOD member.
4. The Chairperson must convene the BOD meeting within seven (07) working days from the date of receiving the request mentioned in Clause 3 of this Article. If the Chairperson fails to convene the meeting as requested, they shall be liable for any damages incurred by the Company; the requester(s) mentioned in Clause 3 shall have the right to replace the Chairperson in convening the BOD meeting.
 5. In case of a request from the approved auditing organization performing the audit of the Company's financial statements, the Chairperson must convene a BOD meeting to discuss the audit report and the Company's situation.
 6. Meeting location: BOD meetings shall be conducted at the Company's Head Office or at another location in Vietnam or abroad as decided by the Chairperson and with the consensus of the BOD.
 7. Notice and Agenda: The Chairperson or the person convening the meeting must send the meeting notice at least three (03) working days before the meeting date. The notice must specify the time, location, agenda, and issues for discussion and decision. The notice must be accompanied by meeting materials and voting ballots for members.

The meeting notice may be sent via invitation letter, telephone, fax, email, electronic means, or other methods, provided it reaches the registered contact address of each BOD member.

8. A BOD meeting shall be conducted when three-quarters (3/4) or more of the total members are present. If a meeting convened under this Clause does not have sufficient members, it shall be convened for a second time within seven (07) days from the first intended date. In this case, the meeting shall proceed if more than one-half (1/2) of the BOD members are present.
9. A BOD member is considered attending and voting at a meeting in the following cases:
 - a. Attending and voting in person at the meeting;
 - b. Authorizing another person to attend and vote as prescribed in Clause 10 of this Article;
 - c. Attending and voting via online conference, electronic voting, telephone, or other means of communication;
 - d. Being absent but sending a voting ballot to the meeting via mail, fax, or email.

In case of sending a ballot via mail, it must be in a sealed envelope delivered to the Chairperson at least one (01) hour before the opening, and the envelope shall be opened in the presence of all attendees.

10. BOD members must attend all BOD meetings. A member may authorize another person to attend and vote if approved by a majority of BOD members.
11. BOD meetings may be organized as online conferences where all or some members are at different locations, provided that each participating member can:
 - a. Hear every other participating BOD member speaking in the meeting;
 - b. Speak to all other participating members simultaneously. The discussion among members may be conducted directly via telephone or other means of communication, or a combination of these methods. A member of the Board of Directors participating

in the meeting in this manner is deemed to be present at such meeting. The location of a meeting held under this provision shall be the place where the largest group of Board members is gathered, or the location where the Chairperson of the meeting is present.

Resolutions passed via telephone or online conference which are properly organized shall take effect immediately upon conclusion, but must be confirmed by signatures in the minutes of all attending members or confirmed via the email registered with the Company.

12. Voting.

- a. Except as provided in point (b) of this Clause, each BOD member or an authorized person as prescribed in Clause 10 of this Article attending in person at a BOD meeting shall have one (01) vote.
 - b. A BOD member shall not vote on contracts, transactions, or proposals in which such member or their related persons have an interest that conflicts or may conflict with the interests of the Company. Such member shall not be counted toward the quorum required to hold a BOD meeting regarding decisions for which that member is not entitled to vote.
 - c. Per point (d) of this Clause, if any issue arises during a BOD meeting concerning the extent of a member's interest or a member's right to vote, and such issue is not resolved by the voluntary waiver of the voting right by the relevant member, the issue shall be referred to the Chairperson of the meeting. The Chairperson's ruling on this matter shall be final, except where the nature or scope of the interest of the relevant Board member has not been fully disclosed.
 - d. A member of the Board of Directors who benefits from a contract specified in points (a) and (b), Clause 7, Article 51 of the Charter of the Company shall be deemed to have a significant interest in such contract.
13. Disclosure of interests: A BOD member who directly or indirectly benefits from a contract or transaction that has been signed or is intended to be signed with the Company, and is aware of such interest, is responsible for disclosing this interest at the first BOD meeting where the signing of said contract or transaction is discussed. In the event that a BOD member is unaware that they or their related persons have an interest at the time the contract or transaction is signed with the Company, such member must disclose the relevant interests at the first BOD meeting held after they become aware of their current or future interest in the aforementioned transaction or contract.
14. The BOD passes decisions and resolutions on the basis of approval by a majority of the attending BOD members (over 50%). In the event of an equality of votes (a tie), the Chairperson of the BOD shall have the casting vote.
15. Resolutions by way of written opinions are passed based on the approval of a majority of BOD members entitled to vote. Such resolutions shall have the same effect and validity as resolutions passed at a BOD meeting.
16. Legal validity of actions: Actions taken to implement decisions of the BOD, its sub-committees, or any person acting as a member of a sub-committee, shall be deemed legally valid even if there were errors in the election or appointment of such members of the sub-committee or the BOD.

Article 16. Minutes of Board of Directors Meetings

1. Meetings of the Board of Directors must be recorded in minutes and may be audio-recorded, recorded, and stored in other electronic forms. Minutes must be prepared in Vietnamese and may additionally be prepared in a foreign language, including the following primary contents:
 - a. Name, head office address, and enterprise registration number;
 - b. Time and location of the meeting;
 - c. Purpose, agenda, and content of the meeting;
 - d. Full names of each attending member or their authorized representative and the method of attendance; full names of absent members and the reasons for their absence;
 - e. Issues discussed and voted on at the meeting;
 - f. Summary of the opinions expressed by each attending member in the chronological order of the meeting;
 - g. Voting results, clearly specifying members who voted in favor, against, or had no opinion;
 - h. Matters approved and the corresponding voting ratio;
 - i. Full names and signatures of the Chairperson and the minute-taker, except as provided in Clause 2 of this Article.
2. In the event that the Chairperson or the minute-taker refuses to sign the minutes, if such minutes are signed by all other attending BOD members who agree to approve them and contain all the contents required under Points a, b, c, d, dd, e, g, and h, Clause 1, Article 158 of the Law on Enterprises, then these minutes shall be valid. The minutes must clearly state the refusal of the Chairperson or the minute-taker to sign. Those who sign the minutes shall be jointly liable for the accuracy and truthfulness of the contents of the BOD meeting minutes. The Chairperson and the minute-taker shall be personally liable for any damages caused to the enterprise due to their refusal to sign the minutes in accordance with the Law on Enterprises, the Charter of the Company, and relevant laws. Contents approved by a majority of attending members in the BOD meeting minutes must be issued as an approved Resolution.
3. The Chairperson, the minute-taker, and those who sign the minutes shall be responsible for the truthfulness and accuracy of the contents of the BOD meeting minutes.
4. Minutes of BOD meetings and documents used during the meetings must be archived at the Company's Head Office.

Chapter V

REPORTING AND DISCLOSURE OF INTERESTS

Article 17. Submission of annual reports

The report on the operations of the Board of Directors submitted to the Annual General Meeting of Shareholders in accordance with Point c, Clause 3, Article 139 of the Law on Enterprises and the Charter of the Company must ensure the following contents:

1. Remuneration, operating expenses, and other benefits of the BOD and each BOD member as prescribed in Clause 3, Article 163 of the Law on Enterprises and the Charter of the Company.

2. Summary of BOD meetings and decisions made by the Board of Directors.
3. Report on transactions between the company, its subsidiaries, or companies in which the public company controls fifty-one percent (51%) or more of the registered capital and BOD members and their related persons; transactions between the company and companies in which a BOD member is a founding member or an enterprise manager during the three (03) most recent years prior to the transaction date.
4. Activities of independent BOD members and the results of the independent BOD members' evaluation regarding BOD's operations.
5. Activities of the Audit Committee under the Board of Directors in cases where the public company operates under the model specified in Point b, Clause 1, Article 137 of the Law on Enterprises.
6. Activities of other sub-committees under the Board of Directors (if any).
7. Results of the supervision of the General Director.
8. Results of the supervision of other managers.
9. Future plans.

Article 18. Remuneration, bonuses, and other benefits of Members of the Board of Directors

1. BOD Members are entitled to receive remuneration for their work and bonuses. The total remuneration for the BOD shall be decided by the General Meeting of Shareholders. This total amount shall be distributed among the BOD members as agreed upon by the BOD, or shared equally if no agreement can be reached.
2. The remuneration of each BOD member shall be recorded as an operating expense of the Company in accordance with the law on corporate income tax, presented as a separate item in the Company's annual financial statements, and must be reported to the Annual General Meeting of Shareholders.
3. BOD members holding executive positions, or working in BOD sub-committees, or performing other tasks beyond the scope of the normal duties of a BOD member, may be paid additional remuneration in the form of a lump-sum fee, salary, commission, percentage of profits, or in other forms as decided by the Board of Directors. In the event that the Chairperson of the Board of Directors works on a full-time basis at the Company as assigned by the Board of Directors, the Chairperson is entitled to receive a salary and other employee benefits in accordance with relevant laws and the Company's internal regulations and policies.
4. BOD members have the right to be reimbursed for all travel, accommodation, and other reasonable expenses incurred while performing their duties as BOD members, including expenses arising from attending meetings of the General Meeting of Shareholders, the Board of Directors, or BOD sub-committees.
5. BOD members may be provided with liability insurance by the Company upon approval by the General Meeting of Shareholders. This insurance does not cover the liabilities of BOD members related to violations of the law or the Charter of the Company.

Article 19. Disclosure of related interests

Unless the Charter of the Company provides otherwise with stricter regulations, the disclosure of interests and related persons of the Company shall be carried out in accordance with the following provisions:

1. BOD members must disclose their related interests to the Company, including:
 - a. Name, enterprise registration number, head office address, and business lines of the enterprises in which they own contributed capital or shares; the ratio and timing of owning such contributed capital or shares;
 - b. Name, enterprise registration number, head office address, and business lines of the enterprises in which their related persons collectively or individually own contributed capital or shares exceeding ten percent (10%) of the registered capital.
2. The disclosure prescribed in Clause 1 of this Article must be performed within seven (07) working days from the date the related interest arises; any amendments or supplements must be notified to the Company within seven (07) working days from the date of the corresponding amendment or supplement.
3. BOD members who, in their own name or in the name of others, perform work in any form within the scope of the Company's business must explain the nature and content of such work to the BOD and may only proceed upon approval by a majority of the remaining BOD members. If such work is performed without disclosure or approval from the BOD, all income derived from such activities shall belong to the Company.

Chapter VI

RELATIONSHIPS OF THE BOARD OF DIRECTORS

Article 20. Relationships among Members of the Board of Directors

1. The relationship among BOD members is a cooperative relationship; BOD members are responsible for informing each other about relevant issues during the process of handling their assigned tasks.
2. During the work process, the BOD member assigned with primary responsibility must proactively coordinate the handling of issues related to fields managed by other BOD members. In the event of differing opinions among BOD members, the member with primary responsibility shall report to the Chairperson of the BOD for consideration and decision within their authority, or to organize a meeting or collect opinions from BOD members in accordance with the law, the Charter of the Company, and these Regulations.
3. In the event of a reassignment among BOD members, the members must hand over the work, records, and related documents. Such handover must be made in writing and reported to the Chairperson of the BOD.

Article 21. Relationship with the Executive Board

In its governance role, the Board of Directors issues resolutions for the General Director and the executive apparatus to implement. Simultaneously, the Board of Directors inspects and supervises the implementation of such resolutions.

Article 22. Relationship with the Audit Committee

1. The relationship between the Board of Directors and the Audit Committee is a cooperative relationship. The working relationship between the Board of Directors and the Audit Committee follows the principles of equality and independence, while maintaining close coordination and mutual support during the performance of their duties.

2. Upon receiving inspection minutes or summary reports from the Audit Committee, the Board of Directors is responsible for reviewing and directing relevant departments to develop plans and implement timely corrective actions.

Chapter VII

IMPLEMENTATION PROVISIONS

Article 23. Effect

The Operational Regulations of the Board of Directors of FPT Securities Joint Stock Company consist of 7 chapters and 23 articles, prepared in two (02) original copies of equal validity, and shall take effect from March 31, 2026.

P.P. BOARD OF DIRECTORS

CHAIRPERSON



NGUYEN DIEP TUNG

MINUTES

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026 FPT SECURITIES JOINT STOCK COMPANY

Company name:	FPT Securities Joint Stock Company
Address:	No. 52 Lac Long Quan Street, Tay Ho Ward, Hanoi City
License for Establishment and Operation:	No. 59/UBCK-GP Date of issue: July 13, 2007 Issued by: State Securities Commission of Vietnam
Business registration number:	0102324187
Time of meeting:	Opened at 14:06 , March 31, 2026. Finished at 16:15 , March 31, 2026.
Venue of meeting:	Head Office of FPT Securities Joint Stock Company – Meeting Hall of Floor 11, No. 52 Lac Long Quan Street, Tay Ho Ward, Hanoi City; and online at: https://ezgsm.fpts.com.vn .
Content and agenda of meeting:	Ratified by the Board of Directors in the Annual General Meeting of Shareholders 2026 (detailed documents enclosed).
Meeting Chairperson:	Mr. Nguyen Diep Tung – Member of the Board of Directors, General Director.
Vote Counting Board:	Mr. Le Minh Viet, Mr. Tran Anh Ngoc and Mr. Le Hai Nam.
Secretary to the Meeting:	Ms. Do Nhat Anh.
Turnout:	19,766 shareholders/authorized persons attend the Meeting, representing 346,498,009 shares, or 346,498,009 ballots (Each ordinary share has one vote), accounting for 100% of total number of voting shares (according to the report of Vietnam Securities Depository and Clearing Corporation as of February 24, 2026).
Meeting format:	Physical meeting combined with online meeting and electronic voting.
Method of voting:	Electronic voting.

The Company successfully held the Annual General Meeting of Shareholders 2026, with the progression and contents as follows:

PART I. MEETING OPENING

I. INTRODUCTION ON PARTICIPANTS

- Mr. Tran Anh Ngoc, on behalf of the Organizing Board, introduced the participants of the Meeting, consisting of:
 - **Members of the Board of Directors of the Company:**
 - Mr. Nguyen Diep Tung – Member of the Board of Directors
 - Mr. Do Son Giang – Member of the Board of Directors
 - Mr. Kenji Nakanishi – Member of the Board of Directors
 - Mr. Tran Thanh Tung – Independent member of the Board of Directors
 - **Members of the Board of Management of the Company:**
 - Mr. Nguyen Diep Tung – General Director
 - Ms. Nguyen Thi Thu Huong – Deputy General Director
 - Shareholders and authorized attorneys of shareholders of the Company
 - All the guests invited to attend the Meeting Report

II. REPORT ON PARTICIPANT ELIGIBILITY

- Mr. Le Minh Viet, representative of the Participant Eligibility Board, read the Report on the result of eligibility of participants attending the Annual General Meeting of the Shareholders 2026 of FPT Securities Joint Stock Company.

As at **14:06** March 31, 2026, the turnout was comprised of: **82 participants**, including:

- In person: **13 participants**
- Online: **69 participants**

Number of authorized participants: **10 participants**, including:

- ✓ **02** shareholders authorized **01** existing shareholders to represent them.
- ✓ **08** shareholders authorized **08** existing shareholders to represent them.

Representing: **232,642,415** shares, or **232,642,415** ballots, accounting for: **67.1411%** of the total number of voting rights of shareholders, including:

- In person: **80,825,964** ballots, accounting for: **23.3265%** of the total number of ballots of shareholders.
- Online: **151,816,451** ballots, accounting for: **43.8145%** of the number of ballots of shareholders.

Pursuant to the Law on Enterprises and the Charter of FPT Securities Joint Stock Company, the Annual General Meeting of Shareholders 2026 of FPT Securities Joint Stock Company is eligible to open.

III. OPENING PROCEDURES

1. Mr. Tran Anh Ngoc, on behalf of the Organizing Board, declares the salutation with national anthem and declares the opening of the Meeting.
2. Mr. Tran Anh Ngoc presents to the Meeting that Mr. Nguyen Van Dung, Chairman of the Board of Directors in the 2023 - 2028 term, had authorized Mr. Nguyen Diep Tung, Member of the Board of Directors cum General Director of FPT Securities Joint Stock Company, to act as the Chairperson of the Meeting.
3. Mr. Nguyen Diep Tung nominated the Presidium, including:
 - Mr. Nguyen Diep Tung – Chairperson of the Meeting
 - Mr. Do Son Giang – Member of the Board of Directors
 - Mr. Kenji Nakanishi – Member of the Board of Directors
 - Mr. Tran Thanh Tung – Independent Member of the Board of Directors
4. Mr. Nguyen Diep Tung – Chairperson of the Meeting, nominates Ms. Do Nhat Anh as the Secretary of the Meeting.
5. Mr. Nguyen Diep Tung – Chairperson of the Meeting, nominates members of the Vote Counting Board, which consists of:
 - Mr. Le Minh Viet – Head
 - Mr. Tran Anh Ngoc – Member
 - Mr. Le Hai Nam – Member
6. Mr. Nguyen Diep Tung, on behalf of the Organizing Board, represents the Contents and Agenda of the Annual General Meeting of Shareholders 2026 of FPT Securities Joint Stock Company.
7. Mr. Nguyen Diep Tung, on behalf of the Organizing Board, represents the Regulations on organization of the Annual General Meeting of Shareholders 2026 of FPT Securities Joint Stock Company.
8. The Meeting of Shareholders votes in favor of the Presidium, the Counting Board, the Contents and Agenda, the Regulation on organization by means of electronic voting. Mr. Le Minh Viet, on behalf of the Vote Counting Board, announces the voting results as follows:

As of 14:25 March 31, 2026:

- Number of the participants attending the Meeting: **91** participants
- Number of the authorized participants: **10** participants, in which:
 - ✓ **02** shareholders authorized **01** existing shareholders to represent them.

✓ **08** shareholders authorized **08** non-shareholder proxies.

Representing: **233,064,155** ballots, accounting for: **67.2628%** of the total number of ballots of shareholders, in which:

*Total ballots: **91**, representing **233,064,155** ballots, accounting for **100.0000%** of the total number of ballots of shareholders.*

*Total votes: **74**, representing **232,982,425** ballots, accounting for **99.9649%** of the total number of ballots of shareholders.*

*Total no-votes: **17**, representing **81,730** ballots, accounting for **0.0351%** of the total number of ballots of shareholders.*

The detailed election results as follows:

Content 1: Ratify the Presidium

*Total valid votes: **74**, representing: **232,982,425** ballots, accounting for: **99.9649%** of the total number of ballots of shareholders, in which:*

- *Total aye votes: **73**, representing: **232,978,625** ballots, accounting for: **99.9633%** of the total number of ballots of shareholders.*
- *Total nay votes: **01**, representing: **3,800** ballots, accounting for: **0.0016%** of the total number of ballots of shareholders.*
- *Total abstention votes: **0**, representing: **0** ballots, accounting for: **0.0000%** of the total number of ballots of shareholders.*

*Total invalid votes: **0**, representing: **0** ballots, accounting for: **0.0000%** of the total number of ballots of shareholders.*

As a result: The Presidium is passed at an approval rate of 99.9633%.

Content 2: Ratify the Vote Counting Board

*Total valid votes: **74**, representing: **232,982,425** ballots, accounting for: **99.9649 %** of the total number of ballots of shareholders, in which:*

- *Total aye votes: **73**, representing: **232,978,625** ballots, accounting for: **99.9633%** of the total number of ballots of shareholders.*
- *Total nay votes: **01**, representing: **3,800** ballots, accounting for: **0.0016%** of the total number of ballots of shareholders.*
- *Total abstention votes: **0**, representing: **0** ballots, accounting for: **0.0000%** of the total number of ballots of shareholders.*

*Total invalid votes: **0**, representing: **0** ballots, accounting for: **0.0000%** of the total number of ballots of shareholders.*

As a result: The Vote Counting Board is passed at an approval rate of 99.9633%.

Content 3: Ratify the Contents and Agenda of the Meeting

Total valid votes: 74, representing: 232,982,425 ballots, accounting for: 99.9649 % of the total number of ballots of shareholders, in which:

- *Total aye votes: 73, representing: 232,978,625 ballots, accounting for: 99.9633% of the total number of ballots of shareholders.*
- *Total nay votes: 01, representing: 3,800 ballots, accounting for: 0.0016% of the total number of ballots of shareholders.*
- *Total abstention votes: 0, representing: 0 ballots, accounting for: 0.0000% of the total number of ballots of shareholders.*

Total invalid votes: 0, representing: 0 ballots, accounting for: 0.0000% of the total number of ballots of shareholders.

As a result: *The Contents and Agenda is passed at an approval rate of 99.9633%.*

Content 4: Ratify the Regulations on organization of the Meeting

Total valid votes: 74, representing: 232,982,425 ballots, accounting for: 99.9649 % of the total number of ballots of shareholders, in which:

- *Total aye votes: 73, representing: 232,978,625 ballots, accounting for: 99.9633% of the total number of ballots of shareholders.*
- *Total nay votes: 01, representing: 3,800 ballots, accounting for: 0.0016% of the total number of ballots of shareholders.*
- *Total abstention votes: 0, representing: 0 ballots, accounting for: 0.0000% of the total number of ballots of shareholders.*

Total invalid votes: 0, representing: 0 ballots, accounting for: 0.0000% of the total number of ballots of shareholders.

As a result: *The Regulations on organization of the Meeting is passed at an approval rate of 99.9633%.*

9. After the opening procedures, the General Meeting of Shareholders starts according to the Contents and Agenda approved.

PART II. MEETING PROCEEDINGS

I. CONTENTS OF REPORTS PRESENTED AT THE MEETING

- Mr. Nguyen Diep Tung represents the Board of Directors and the Board of Management to present:
 - Report of the Board of Directors.

- Report of the Board of Management: The business results in 2025 and business plans of the Company in 2026.
- Mr. Tran Thanh Tung represents the Audit Committee of FPT Securities Joint Stock Company to read the report on activities of the Independent Member of the Board of Directors in the Audit Committee.
- Mr. Do Son Giang, Member of the Board of Directors, presents contents needed to be voted by the shareholders as follows:

Content 1: Ratify the reports of the Board of Directors, the Board of Management and the report of the Independent Member of the Board of Directors in the Audit Committee.

Content 2: Ratify the Audited Financial Statements of the fiscal year 2025 and the Profit Distribution Plan for the fiscal year 2025 as follows:

1. Ratify the Audited Financial Statements of the fiscal year 2025:

Ratify the Audited Financial Statements of the fiscal year 2025 of FPT Securities Joint Stock Company audited by Southern Auditing & Accounting Financial Consulting Services Company Limited (AASCS).

2. Ratify the Profit Distribution Plan for the fiscal year 2025:

Unit: Vietnamese dong

No.	Item	Value
I	Realized profit after tax from the previous years retained as of December 31, 2025	72,650,624,488
II	Realized profit in 2025	
1	Realized profit before tax in 2025	617,304,580,480
2	Corporate income tax in 2025	113,939,306,003
3	Realized profit after tax in 2025	503,365,274,477
III	Distributable profit	576,015,898,965
IV	Profit Distribution Plan	
1	Welfare and reward fund (10% of realized profit after tax in 2025)	50,336,527,447
2	Cash dividend for 2025 (5%), or VND500 per share (*)	At most 173,249,004,500
3	Issue shares to increase capital in 2026 from owner's equity to existing shareholders	At most 346,498,000,000
4	The remaining profit after tax is retained, not yet distributed to the shareholders.	

(*) The General Meeting of Shareholders authorizes the Board of Directors to implement the cash dividend payment for the fiscal year 2025 (5%). Settlement time: Expected in the second quarter of 2026.

Content 3: Ratify the authorization for the Board of Directors to assess and select an auditing company to audit the Financial Statements and Financial Safety Ratio Report of the Company in the fiscal year of 2026.

Content 4: Ratify the remunerations of the Board of Directors in 2026 as follows:

1. For independent members of the Board of Directors: 10,000,000 VND each per month.
2. For non-independent members of the Board of Directors: None.

Content 5: Ratify the amended Charter of FPT Securities Joint Stock Company.

Content 6: Ratify the amended Statute of Governance of FPT Securities Joint Stock Company.

Content 7: Ratify the amended Operational Regulations of the Board of Directors of FPT Securities Joint Stock Company.

Content 8: Ratify the dismissal of a member of the Board of Directors in the 2023 – 2028 term (Mr. Nguyen Van Dung).

Content 9: Ratify the additional appointment of a member of the Board of Directors in the 2023 – 2028 term.

The Board of Directors of FPT Securities Joint Stock Company nominates one (01) candidate for member of the Board of Directors in the 2023–2028 term. Apart from the nomination by the Board of Directors, no shareholder or group of shareholders submit any candidacy or nomination.

List of candidates nominated for member of the Board of Directors in the 2023 - 2028 term as follows:

- Ms. Nguyen Thi Thu Huong.

Content 10: Ratify the share issue plan to increase share capital in 2026 from owner's equity to existing shareholders:

- *Name of the share:* Share of FPT Securities Joint Stock Company (Ticker: FTS).
- *Class of share:* Ordinary share.
- *Par value:* 10,000 VND.
- *Estimated volume of shares to be issued:* 34,649,800 shares.

- *Total par value of shares to be issued:* 346,498,000,000 VND (Three hundred forty-six billion four hundred and ninety-eight million Vietnamese dong).
- *Beneficiary:* All shareholders own the shares of FPT Securities Joint Stock Company on the record date for share issue based on the shareholder list to issue shares for share capital increase from owner's equity to existing shareholders provided by Vietnam Securities Depository and Clearing Corporation.
- *Issue ratio (Estimated number of shares to be issued/number of outstanding shares):* 10%.
- *Exercise of rights ratio:* 10:1 (Shareholders are entitled to receive 01 new share for every 10 shares they hold on the record date).
- *Fractional share settlement plan:* Issued shares will be rounded down to the nearest whole number of shares when fractional shares occur. Fractional parts of a share will be discarded (if any).

For example: At the record date, Shareholder A holds 189 shares. The number of shares in theory is decided by this formula $189 \times 10\% = 18,9$ shares. However, after the shares are rounded down to the nearest whole number, he will thus receive 18 shares. The fractional part of 0.9 shares will be discarded.

- *Source for share issue:*

Undistributed profit after tax as at December 31, 2025 stated in the Audited Financial Statements of the Fiscal Year 2025 of FPT Securities Joint Stock Company: At most 346,498,000,000 VND (Three hundred forty-six billion four hundred and ninety-eight million Vietnamese dong).

- *Transfer restriction conditions:* The shares issued for share capital increase, sourced from the owner's equity, are not subject to any transfer restrictions, except for entitlements to these shares arising from shares issued under the Employee Stock Ownership Program (ESOP) in 2024 and 2025 subject to share transfer restrictions with the predefined rate and time relevant to transfer-restricted ESOP shares).
- *Distribution schedule:* In quarter II-III of 2026, after receiving the official document from the State Securities Commission of Vietnam confirming the receipt of all documents of issuing reports.
- *Custody registration and additional listing:* The number of shares issued to existing shareholders will be registered for custody at Vietnam Securities Depository and Clearing Corporation (VSDC) and listing at the Stock Exchange right after necessary procedures are completed.
- *Authorize the Board of Directors to:*

- Carry out the share issue plan, choose the time of issue, carry out necessary procedures with competent authorities to register the issue, the stock, adjust the registered securities information with the Vietnam Securities Depository and Clearing Corporation and register the additional listing of the shares issued to increase share capital from owner's equity on the Stock Exchange.
- Carry out procedures to increase the registered capital and amend Appendix 1 of the Company's Charter after completing the share issue to increase share capital from owner's equity in accordance with the law.
- Carry out procedures to amend the Certificate of Establishment and Operation and the Certificate of Business Registration (if any) of the Company after completing the share issue in accordance with the law.

II. DISCUSSION ON THE ISSUES PRESENTED

Content 1: Some questions by shareholders:

I have just two questions for you.

First, I have learned that Vietnam Securities Depository and Clearing Corporation (VSDC) will soon adopt the Central Counterparty (CCP) clearing mechanism. What are major differences between the CCP mechanism with the current one?

Second, does FPTS have any plans for a capital increase through the issuance of additional shares to existing shareholders? This will allow the company to enhance its competitive edge in margin lending activities against its rivals, many of which strongly raised their registered capital last year.

Mr. Nguyen Diep Tung's response:

Thank you very much for your questions. I will address your questions as follows:

First, CCP does not directly affect the trading mechanism of investors on the market. It is a central counterparty clearing mechanism, essentially a settlement and clearing system operated by VSDC. This mechanism serves as a prerequisite for future operations such as securities lending and borrowing or short-selling and day-trading. However, for now, it does not immediately impact the day-to-day trading activities of investors.

Second, as of now, FPTS has no plans to mobilize additional capital from shareholders. While it is true that many securities firms have significantly increased their capital, the majority of them are bank-affiliated firms that enjoy the advantage of capital transfers from their parent banks. For that reason, we do not necessarily run after this tendency to stay competitive. Even if we attempted to raise more funds from shareholders, it remains uncertain that we could outpace bank-backed securities companies in terms of raw capital.

Therefore, we must rely on our own core competencies and strengths to compete more intelligently, rather than simply following the path taken by others.

Content 2: Some questions by shareholders:

I have some questions regarding the Company's business plan for 2026.

First, according to the reports and proposals of the Board of Management, the securities industry in 2025 recorded growth in both the number of newly opened accounts and market liquidity that, if I remember correctly, grew by over 30%. However, the Company's brokerage revenue declined. Why did this happen?

Second, I see that in the asset structure, cash and cash equivalents at the end of the reporting period remained at over VND30 billion, meaning that the Company is maintaining a relatively large cash balance. What is the Company's strategy to utilize this source of funds effectively?

In addition, in the context where securities companies, especially those backed by banks, have significantly increased their capital in 2025 to expand margin lending and enhance competitiveness, so what are the core competitive advantages of the Company? And what solutions will the Company implement to optimize shareholder benefits in 2026?

Thank you.

Mr. Nguyen Diep Tung's response:

Regarding your first question. Although market indices and average daily trading value increased, the Company's revenue declined due to intensified competition. Many securities companies, including both medium and large ones, have slashed fees for self-directed customers. If we stay out of this trend, we risk losing market share, which would negatively impact long-term prospects.

As a result, with fee reductions, brokerage revenue could not grow in line with the market trading value growth. This is a necessary trade-off in the current competitive environment. Maintaining higher fees may preserve short-term benefits, but would be detrimental in the long term. Moreover, it is not easy to change fees. Once reduced, it is difficult to raise them again even if market share grows. Hence, the Company chose to prioritize long-term goals.

Second, regarding the cash balance on the balance sheet: This figure represents a snapshot at a specific point in time and does not imply that funds remain idle throughout the entire operating period. The year-end date (December 31) is a special time for banks and financial institutions, which may result in a higher-than-usual cash balance. However, this does not imply that the fund is not utilized for income-generating activities at other times.

More importantly, the Company must ensure liquidity, meaning it is always ready to meet the withdrawal demands of investors at any time. Since its establishment, the Company has never delayed any payment obligations. Fully deploying cash to maximize returns could create liquidity risks, which are far more critical for a financial institution. Therefore, the Company must balance profitability with liquidity safety.

I am eager to hear your new questions if you are not clear about any point of my answer.

Content 3: Some questions by shareholders:

I have one question for the Board of Management. Could you provide a more detailed update on the proprietary trading portfolio for now? Which asset classes or specific tickers have been in focus? How has the portfolio been performed in the year to date? Are we currently in a profit or loss position? Thank you.

Mr. Nguyen Diep Tung's response:

You are probably a new shareholder as those who have been with FTS for a long time all know that the Company does not engage in listed stock trading.

The Company's proprietary portfolio consists primarily of our long-term holding in Song Hong Garment Joint Stock Company (MSH) and odd-lot shares purchased from investors. The MSH investment was initiated over 10 years ago, not a recent acquisition.

Therefore, providing a "portfolio update" does essentially make sense in this context. If you wish to see the details of odd-lot shares, the list could be very long. In fact, this is a technical handling of odd lots rather than "proprietary trading" in its true sense. I hope you are already clear about this.

Content 4: Shareholder with shareholder code 3393 has some questions:

Good afternoon. I would like to propose three recommendations for FPTS as follows:

First, regarding "whale hunting" and attracting foreign capital inflows. The objective is to actively capitalize on the much-expected market upgrade by FTSE in 2026 to diversify our revenue streams. The target outcome is to achieve a 15-20% revenue contribution from foreign clients and to secure partnerships with two major foreign funds. The proposed solution involves establishing a specialized sales force and institutional division, alongside the standardization of English-language equity research reports. The deadline for organizational completion is before the third quarter of 2026, led by the Head of Research. There is also a dedicated budget for Bloomberg and Reuters data terminals.

Second, regarding Gen Z and the digitalization of investment experiences. The objective is to rejuvenate the client base to secure long-term growth in the digital era. The expected outcomes are 40% of accounts opened by investors under the age of 30 and a 25% increase in mobile app users. The solution is to develop an integrated app featuring a robo-advisor and to launch online financial literacy programs. The new version is slated for release in the second quarter of 2026, coordinated by the Head of Product and Marketing and financed by the IT Development Fund.

Third, regarding operational governance to optimize transaction costs. The objective is to maintain and enhance efficiency amid declining brokerage fees, with an aim of reducing the general and administrative (G&A) expense-to-revenue ratio by 5% and automate approximately 80% of back-office operations. The proposed solution is the introduction of RPA (Robotic Process Automation) technology for risk control and automated document approval. The deadline for completion of the transition to a paperless workflow is the fourth quarter of 2026, chaired by the Chief Operating Officer with a one-time capital expenditure for the automation system.

Thank you.

Mr. Nguyen Diep Tung's response:

Thank you very much for your specific suggestions. The Board of Management will conduct a thorough review and assessment of them. Any feasible and appropriate initiatives will be implemented by the Company.

As for tasks such as efficiency optimization, cost reduction, and new product development, these are ongoing and routine mandates for us. However, the scale of implementation and our ability to meet these specific demands will depend on the evolution of technology as well as the Company's investment capacity.

I sincerely appreciate your valuable contributions.

PART III. VOTING AND ELECTION

- Mr. Tran Anh Ngoc – Member of the Vote Counting Board, on behalf of the Board, presides over the voting session.
- The Meeting casts votes by electronic voting to ratify the contents needed to be voted and elections at “Part I. Contents of reports” and Part II. Discussion on the issues presented”.
- The Meeting has a break and the Vote Counting Board consolidates the electronic voting results.
- Mr. Le Minh Viet, representative of the Vote Counting Board declares the result of votes counted at the voting time and the additional election of one member of the Board of Directors in the 2023 - 2028 term as follows:

I. VOTING RESULT

Calculated as of **15:21** March 31, 2026:

- Number of the participants attending the Meeting: **97** participants.
- Number of the authorized participants: **12** participants, in which:
 - ✓ **02** shareholders authorized **01** existing shareholders to represent them.
 - ✓ **10** shareholders authorized **10** non-shareholder proxies.

Representing: **233,613,969** ballots, accounting for: **67.4214%** of the total number of ballots of shareholders, in which:

- Total ballots: **97**, representing **233,613,969** ballots, accounting for **100.0000%** of the total number of ballots of shareholders.
- Total votes: **76**, representing **232,912,364** ballots, accounting for **99.6997%** of the total number of ballots of shareholders.
- Total no-votes: **21**, representing **701,605** ballots, accounting for **0.3003%** of the total number of ballots of shareholders.

The Vote Counting Board declares the result of votes counted for specific contents as follows:

1. Content 1: Ratify the report of the Board of Directors, the report of the Board of Management and the report of the independent member of the Board of Directors in the Audit Committee.

Total valid votes: 76, representing: 232,912,364 ballots, accounting for: 99.6997% of the total number of ballots of shareholders, in which:

- *Total aye votes: 72, representing: 232,905,563 ballots, accounting for: 99.6968% of the total number of ballots of shareholders.*
- *Total nay votes: 01, representing: 3,800 ballots, accounting for: 0.0016% of the total number of ballots of shareholders.*
- *Total abstention votes: 03, representing: 3,001 ballots, accounting for: 0.0013% of the total number of ballots of shareholders.*

Total invalid votes: 0, representing: 0 accounting for: 0.0000% of the total number of ballots of shareholders.

As a result: Content 1 is passed at an approval rate of 99.6968%.

2. Content 2: Ratify the Audited Financial Statement of the fiscal year 2025 and the Profit Distribution Plan for fiscal year 2025.

Total valid votes: 76, representing: 232,912,364 ballots, accounting for: 99.6997% of the total number of ballots of shareholders, in which:

- *Total aye votes: 72, representing: 232,905,563 ballots, accounting for: 99.6968% of the total number of ballots of shareholders.*
- *Total nay votes: 01, representing: 3,800 ballots, accounting for: 0.0016% of the total number of ballots of shareholders.*
- *Total abstention votes: 03, representing: 3,001 ballots, accounting for: 0.0013% of the total number of ballots of shareholders.*

Total invalid votes: 0, representing: 0 accounting for: 0.0000% of the total number of ballots of shareholders.

As a result: Content 2 is passed at an approval rate of 99.6968%.

3. Content 3: Ratify the authorization for the Board of Directors to assess and select an auditing company to audit the Financial Statements and Financial Safety Ratio Report of the Company in the fiscal year 2026.

Total valid votes: 76, representing: 232,912,364 ballots, accounting for: 99.6997% of the total number of ballots of shareholders, in which:

- *Total aye votes: 71, representing: 232,829,113 ballots, accounting for: 99.6640% of the total number of ballots of shareholders.*

- Total nay votes: 02, representing: 80,250 ballots, accounting for: 0.0344% of the total number of ballots of shareholders.
- Total abstention votes: 03, representing: 3,001 ballots, accounting for: 0.0013% of the total number of ballots of shareholders.

Total invalid votes: 0, representing: 0 accounting for: 0.0000% of the total number of ballots of shareholders.

As a result: Content 3 is passed at an approval rate of 99.6640%.

4. Content 4: Ratify the remunerations of the Board of Directors in 2026.

Total valid votes: 76, representing: 232,912,364 ballots, accounting for: 99.6997% of the total number of ballots of shareholders, in which:

- Total aye votes: 71, representing: 232,901,363 ballots, accounting for: 99.6950% of the total number of ballots of shareholders.
- Total nay votes: 01, representing: 3,800 ballots, accounting for: 0.0016% of the total number of ballots of shareholders.
- Total abstention votes: 04, representing: 7,201 ballots, accounting for: 0.0031% of the total number of ballots of shareholders.

Total invalid votes: 0, representing: 0 accounting for: 0.0000% of the total number of ballots of shareholders.

As a result: Content 4 is passed at an approval rate of 99.6950%.

5. Content 5: Ratify the amended Charter of FPT Securities Joint Stock Company.

Total valid votes: 76, representing: 232,912,364 ballots, accounting for: 99.6997% of the total number of ballots of shareholders, in which:

- Total aye votes: 72, representing: 232,905,563 ballots, accounting for: 99.6968% of the total number of ballots of shareholders.
- Total nay votes: 01, representing: 3,800 ballots, accounting for: 0.0016% of the total number of ballots of shareholders.
- Total abstention votes: 03, representing: 3,001 ballots, accounting for: 0.0013% of the total number of ballots of shareholders.

Total invalid votes: 0, representing: 0 accounting for: 0.0000% of the total number of ballots of shareholders.

As a result: Content 5 is passed at an approval rate of 99.6968%.

6. Content 6: Ratify the amended Statute of Governance of FPT Securities Joint Stock Company.

Total valid votes: 76, representing: 232,912,364 ballots, accounting for: 99.6997% of the total number of ballots of shareholders, in which:

- Total aye votes: 72, representing: 232,905,563 ballots, accounting for: 99.6968% of the total number of ballots of shareholders.
- Total nay votes: 01, representing: 3,800 ballots, accounting for: 0.0016% of the total number of ballots of shareholders.
- Total abstention votes: 03, representing: 3,001 ballots, accounting for: 0.0013% of the total number of ballots of shareholders.

Total invalid votes: 0, representing: 0 accounting for: 0.0000% of the total number of ballots of shareholders.

As a result: Content 6 is passed at an approval rate of 99.6968%.

7. Content 7: Ratify the amended Operational Regulations of the Board of Directors of FPT Securities Joint Stock Company.

Total valid votes: 76, representing: 232,912,364 ballots, accounting for: 99.6997% of the total number of ballots of shareholders, in which:

- Total aye votes: 72, representing: 232,905,563 ballots, accounting for: 99.6968% of the total number of ballots of shareholders.
- Total nay votes: 01, representing: 3,800 ballots, accounting for: 0.0016% of the total number of ballots of shareholders.
- Total abstention votes: 03, representing: 3,001 ballots, accounting for: 0.0013% of the total number of ballots of shareholders.

Total invalid votes: 0, representing: 0 accounting for: 0.0000% of the total number of ballots of shareholders.

As a result: Content 7 is passed at an approval rate of 99.6968%.

8. Content 8: Ratify the dismissal of a member of the Board of Directors in the 2023 – 2028 term (Mr. Nguyen Van Dung).

Total valid votes: 76, representing: 232,912,364 ballots, accounting for: 99.6997% of the total number of ballots of shareholders, in which:

- Total aye votes: 70, representing: 232,896,663 ballots, accounting for: 99.6930% of the total number of ballots of shareholders.
- Total nay votes: 01, representing: 3,800 ballots, accounting for: 0.0016% of the total number of ballots of shareholders.
- Total abstention votes: 05, representing: 11,901 ballots, accounting for: 0.0051% of the total number of ballots of shareholders.

Total invalid votes: 0, representing: 0 accounting for: 0.0000% of the total number of ballots of shareholders.

As a result: Content 8 is passed at an approval rate of 99.6930%.

9. Content 9: Ratify the additional appointment of a member of the Board of Directors in the 2023 – 2028 term.

Total valid votes: 76, representing: 232,912,364 ballots, accounting for: 99.6997% of the total number of ballots of shareholders, in which:

- *Total aye votes: 71, representing: 232,901,963 ballots, accounting for: 99.6952% of the total number of ballots of shareholders.*
- *Total nay votes: 01, representing: 3,800 ballots, accounting for: 0.0016% of the total number of ballots of shareholders.*
- *Total abstention votes: 04, representing: 6,601 ballots, accounting for: 0.0028% of the total number of ballots of shareholders.*

Total invalid votes: 0, representing: 0 accounting for: 0.0000% of the total number of ballots of shareholders.

As a result: Content 9 is passed at an approval rate of 99.6952%.

10. Content 10: Ratify the share issue plan to increase share capital in 2026 from owner's equity to existing shareholders.

Total valid votes: 76, representing: 232,912,364 ballots, accounting for: 99.6997% of the total number of ballots of shareholders, in which:

- *Total aye votes: 73, representing: 232,905,564 ballots, accounting for: 99.6968% of the total number of ballots of shareholders.*
- *Total nay votes: 01, representing: 3,800 ballots, accounting for: 0.0016% of the total number of ballots of shareholders.*
- *Total abstention votes: 02, representing: 3,000 ballots, accounting for: 0.0013% of the total number of ballots of shareholders.*

Total invalid votes: 0, representing: 0 accounting for: 0.0000% of the total number of ballots of shareholders.

As a result: Content 10 is passed at an approval rate of 99.6968%.

II. RESULTS OF THE ADDITIONAL ELECTION OF ONE (01) MEMBER OF THE BOARD OF DIRECTORS IN THE 2023–2028 TERM

Total ballots: 97, representing 233,613,969 ballots, accounting for 100.0000% of the total number of ballots of shareholders.

Total votes: 60, representing 232,991,265 ballots, accounting for 99.7334% of the total number of ballots of shareholders.

Total no-votes: 37, representing 622,704 ballots, accounting for 0.2666% of the total number of ballots of shareholders.

Total valid votes: 60, representing: 232,991,265 ballots, accounting for 99.7334% of the total number of ballots of shareholders.

Total invalid votes: 0, representing: 0 ballots, accounting for 0.0000% of the total number of ballots of shareholders.

The detailed election results as follows:

Full name of the candidate: Nguyen Thi Thu Huong

Total aye votes: 60, representing 232,991,265 ballots, accounting for 99.7334% of the total number of ballots of shareholders.

Accordingly, the elected member of the Board of Directors in the 2023–2028 term is: Ms. Nguyen Thi Thu Huong.

PART IV. CLOSING PROCEDURES

1. Ms. Do Nhat Anh, Secretary of the Meeting, reads the Draft Minutes of the General Meeting for approval.
2. Mr. Nguyen Diep Tung, Chairperson of the Meeting, reads the Draft Resolutions of the General Meeting for approval.

Mr. Le Minh Viet, Head of the Vote Counting Board, announces the voting results for approval of the Draft Minutes and the Draft Resolutions of the Annual General Meeting of Shareholders 2026 of FPT Securities Joint Stock Company via electronic voting with the following results:

Calculated as of 16:10 March 31, 2026:

- Number of the participants attending the Meeting: 98 participants.
- Number of the authorized participants: 12 participants, in which:
 - ✓ 02 shareholders authorized 01 existing shareholders to represent them.
 - ✓ 10 shareholders authorized 10 non-shareholder proxies.

Representing: 233,619,269 ballots, accounting for: 67.4230% of the total number of ballots of shareholders, in which:

Total ballots: 98, representing 233,619,269 ballots, accounting for 100.0000% of the total number of ballots of shareholders.

Total votes: 78, representing 233,471,949 ballots, accounting for 99.9369% of the total number of ballots of shareholders.

Total no-votes: 20, representing 147,320 ballots, accounting for 0.0631% of the total number of ballots of shareholders.

The detailed election results as follows:

Content 1: Ratify the Minutes of the Annual General Meeting of Shareholders 2026

Total valid votes: 78, representing: 233,471,949 ballots, accounting for: 99.9369% of the

total number of ballots of shareholders, in which:

- *Total aye votes: 74, representing: 233,465,144 ballots, accounting for: 99.9340% of the total number of ballots of shareholders.*
- *Total nay votes: 01, representing: 3,800 ballots, accounting for: 0.0016% of the total number of ballots of shareholders.*
- *Total abstention votes: 03, representing: 3,005 ballots, accounting for: 0.0013% of the total number of ballots of shareholders.*

Total invalid votes: 0, representing: 0 accounting for: 0.0000% of the total number of ballots of shareholders.

As a result: *The Minutes of the Annual General Meeting of Shareholders 2026 is passed at an approval rate of 99.9340%.*

Content 2: Ratify the Resolutions of the Annual General Meeting of Shareholders 2026

Total valid votes: 78, representing: 233,471,949 ballots, accounting for: 99.9369% of the total number of ballots of shareholders, in which:

- *Total aye votes: 74, representing: 233,465,144 ballots, accounting for: 99.9340% of the total number of ballots of shareholders.*
- *Total nay votes: 01, representing: 3,800 ballots, accounting for: 0.0016% of the total number of ballots of shareholders.*
- *Total abstention votes: 03, representing: 3,005 ballots, accounting for: 0.0013% of the total number of ballots of shareholders.*

Total invalid votes: 0, representing: 0 accounting for: 0.0000% of the total number of ballots of shareholders.

As a result: *The Resolutions of the Annual General Meeting of Shareholders 2026 is passed at an approval rate of 99.9340%.*

3. The Annual General Meeting of the Shareholders 2026 of FPT Securities Joint Stock Company is conducted in compliance with the legal procedures and regulations. The General Meeting votes and approves the contents listed in the meeting agenda as follows:

No.	Approved contents	Approval rate
1	Content 1: Ratify the reports of the Board of Directors, the Board of Management and the report of the Independent Member of the Board of Directors in the Audit Committee	99.6968%
2	Content 2: Ratify the Audited Financial Statements of the fiscal year 2025 and the Profit Distribution Plan for the fiscal year 2025	99.6968%

No.	Approved contents	Approval rate
3	Content 3: Ratify the authorization for the Board of Directors to assess and select an auditing company to audit the Financial Statements and Financial Safety Ratio Report of the Company in the fiscal year of 2026	99.6640%
4	Content 4: Ratify the remunerations of the Board of Directors in 2026	99.6950%
5	Content 5: Ratify the amended Charter of FPT Securities Joint Stock Company	99.6968%
6	Content 6: Ratify the amended Statute of Governance of FPT Securities Joint Stock Company	99.6968%
7	Content 7: Ratify the amended Operational Regulations of the Board of Directors of FPT Securities Joint Stock Company	99.6968%
8	Content 8: Ratify the dismissal of a member of the Board of Directors in the 2023 – 2028 term (Mr. Nguyen Van Dung)	99.6930%
9	Content 9: Ratify the additional appointment of a member of the Board of Directors in the 2023 – 2028 term <u>Election results:</u> <i>Full name of the candidate: Nguyen Thi Thu Huong</i> <i>Total aye votes: 60, representing 232,991,265 ballots, accounting for: 99.7334% of the total number of ballots of shareholders.</i>	99.6952%
10	Content 10: Ratify the share issue plan to increase share capital in 2026 from owner's equity to existing shareholders	99.6968%

4. Mr. Nguyen Diep Tung, Chairperson of the Meeting, declares to wrap up the Meeting.
5. The Meeting finishes at 16:15 March 31, 2026.
6. Appended documents:
 - Meeting Agenda approved by the Annual General Meeting of Shareholders 2026;
 - Vote Counting Report released by the Vote Counting Board at the Meeting.
 - List of shareholders/authorized representatives of shareholders attending the General Meeting.

SECRETARY



DO NHAT ANH

ON BEHALF OF
THE GENERAL MEETING OF SHAREHOLDERS
CHAIRPERSON OF THE MEETING



NGUYEN DIEP TUNG



FPT SECURITIES JOINT STOCK COMPANY

Head Office: No. 52 Lac Long Quan Street, Tay Ho Ward, Ha Noi City

Tel: 19006446 – Fax: (84-24) 3773 9058 – Website: www.fpts.com.vn

CONTENTS AND AGENDA ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

Time: 14:00, March 31, 2026

Avenue: No. 52 Lac Long Quan Street, Tay Ho Ward, Ha Noi City

No.	Timeline	Content	Moderator
1	14:00	Attendance registration	Organizing Board
2	14:20	Report on eligibility of attendants	Representative of Attendant Eligibility Board
		National Anthem, Opening Speech, Introduction about the Presidium, Secretary appointment, Vote-counting Board election and ratification of Meeting Contents and Agenda	Meeting Chairperson
3	14:30	Report of the Board of Directors (BOD), Report of the Board of Management (BOM)	Meeting Chairperson
4	14:45	Report of the Independent member of the Board of Directors in the Audit Committee (AC)	Independent member of the Board of Directors in the Audit Committee
5	14:50	Representations: 1. Ratify the Report of the Board of Directors, the Report of the Board of Management and the Report of the Independent Member of the Board of Directors in the Audit Committee; 2. Ratify the Audited Financial Statements of the fiscal year 2025 and the Profit Distribution Plan for the fiscal year 2025; 3. Ratify authorization for the Board of Directors to access and select an auditing company to audit the Financial Statements and Financial Safety Ratio Report of the Company in 2026; 4. Ratify the remunerations of the Board of Directors 2026; 5. Ratify the amended Charter of FPT Securities Joint Stock Company;	Representative of the Board of Directors



FPT SECURITIES JOINT STOCK COMPANY

Head Office: No. 52 Lac Long Quan Street, Tay Ho Ward, Ha Noi City

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		6. Ratify the amended Corporate Governance Regulations of FPT Securities Joint Stock Company; 7. Ratify the amended Operational Regulations of the Board of Directors of FPT Securities Joint Stock Company; 8. Ratify the dismissal of the Member of the Board of Directors from the position of Chairman of the Board of Directors of FPT Securities Joint Stock Company for the 2023 - 2028 term (Mr. Nguyen Van Dung); 9. Ratify the additional election of the Member of the Board of Directors of FPT Securities Joint Stock Company for the 2023 - 2028 term; 10. Ratify the plan for share issuance to increase registered capital from owner’s equity to existing shareholders in 2026.	
6	15:10	Discussion on the issues presented	Meeting Chairperson
7	15:30	Instructions on voting	Representative of Vote Counting Board
		Voting	
8	15:40	Break time	
9	16:00	Declare of voting results	Representative of Vote Counting Board
10	16:10	Ratify the Minutes and Resolution of the Annual General Meeting of Shareholders	Meeting Chairperson Secretary to the Meeting
11	16:30	Closing	Meeting Chairperson

REPORT OF THE PARTICIPANT ELIGIBLY VERIFICATION
Annual General Meeting of Shareholders 2026
FPT Securities Joint Stock Company

At 14:06 on March 31, 2026 at Floor 11 Meeting Hall, FPT Securities Joint Stock Company, No. 52 Lac Long Quan, Tay Ho Ward, Ha Noi City, the Participant Eligibility Board includes

Mr. Le Minh Viet	Position: Head of the Participant Eligibility Board
Mr. Le Hai Nam	Position: Member of the Participant Eligibility Board
Mr. Tran Anh Ngoc	Position: Member of the Participant Eligibility Board

In accordance with applicable laws, the Participant Eligibility Board conducts the verification of participants attending the Annual General Meeting of Shareholders 2026 with the following results

Number of the participants attending the Meeting: **82**, including:

- In person: **13**
- Online: **69**

Number of authorized participants: **10**

Representing: **232,642,415** voting shares, accounting for: **67.1411%** of the total number of voting shares of shareholders, in which:

- In person: **80,825,964** voting shares, accounting for: **23.3265%** of the total number of voting shares of shareholders,
- Online: **151,816,451** voting shares, accounting for: **43.8145%** of the total number of voting shares of shareholders.

According to current laws and the Company's Charter, the Annual General Meeting of Shareholders 2026 of FPT Securities Joint Stock Company, with the participants stated herein, is valid and meets required conditions to conduct the Meeting

The report of the participant eligibility verification is made at 14:06 on March 31, 2026 and publicly presented to the Meeting.

Dated March 31, 2026
THE PARTICIPANT ELIGIBILITY BOARD
HEAD OF THE BOARD


Le Hai Nam


Le Minh Viet

MEMBER

Tran Anh Ngoc

March 31, 2026

VOTE COUNTING REPORT
Annual General Meeting of Shareholders 2026 of FPT Securities Joint Stock Company

At 14:25 on March 31, 2026 at Floor 11 Meeting Hall, FPT Securities Joint Stock Company, No. 52 Lac Long Quan, Tay Ho Ward, Ha Noi City, the Vote Counting Board, which includes:

Mr. Le Minh Viet	Position: Head of the Vote Counting
Mr. Le Hai Nam	Position: Member of the Vote Counting
Mr. Tran Anh Ngoc	Position: Member of the Vote Counting

Conducted the vote counting for the contents to be voted by the Annual General Meeting of Shareholders 2026 of FPT Securities Joint Stock Company

Number of participants: 91

Number of authorized participants: 10

Representing: **233,064,155** ballots

Accounting for: **67.2628%** of ballots of all shareholders with voting rights

Voting results:

Total number of ballot sheets issued: **91** representing **233,064,155** ballots, accounting for **100.0000%** of the total number of ballots of shareholders attending the Meeting.

Total number of ballot sheets collected: **74** representing **232,982,425** ballots, accounting for **99.9649%** of the total number of ballots of shareholders attending the Meeting.

Total number of ballot sheets not collected: **17** representing **81,730** ballots, accounting for **0.0351%** of the total number of ballots of shareholders attending the Meeting.

The results of voting counting are detailed as follows:

Content 01: Ratify the Presidium

Total valid ballot sheets: **74** representing: **232,982,425** ballots, accounting for: **99.9649%** of the total number of ballots of shareholders attending the Meeting, in which:

- Total aye ballot sheets: **73** representing: **232,978,625** ballots, accounting for: **99.9633%** of the total number of ballots of shareholders attending the Meeting.
- Total nay ballot sheets: **1** representing: **3,800** ballots, accounting for: **0.0016%**

of the total number of ballots of shareholders attending the Meeting.

- Total abstention ballot sheets: 0 representing: 0 ballots, accounting for: 0.0000% of the total number of ballots of shareholders attending the Meeting.

Total number of invalid ballot sheets: 0 representing: 0 ballots, accounting for: 0.0000% of the total number of ballots of shareholders attending the Meeting.

As a result, Content 01 is passed at an approval rate of 99.9633%.

Content 02: Ratify the Voting Counting Board

Total valid ballot sheets: 74 representing: 232,982,425 ballots, accounting for: 99.9649% of the total number of ballots of shareholders attending the Meeting, in which:

- Total aye ballot sheets: 73 representing: 232,978,625 ballots, accounting for: 99.9633% of the total number of ballots of shareholders attending the Meeting.
- Total nay ballot sheets: 1 representing: 3,800 ballots, accounting for: 0.0016% of the total number of ballots of shareholders attending the Meeting.
- Total abstention ballot sheets: 0 representing: 0 ballots, accounting for: 0.0000% of the total number of ballots of shareholders attending the Meeting.

Total number of invalid ballot sheets: 0 representing: 0 ballots, accounting for: 0.0000% of the total number of ballots of shareholders attending the Meeting.

As a result, Content 02 is passed at an approval rate of 99.9633%.

Content 03: Ratify the Agenda of the Meeting

Total valid ballot sheets: 74 representing: 232,982,425 ballots, accounting for: 99.9649% of the total number of ballots of shareholders attending the Meeting, in which:

- Total aye ballot sheets: 73 representing: 232,978,625 ballots, accounting for: 99.9633% of the total number of ballots of shareholders attending the Meeting.
- Total aye ballot sheets: 1 representing: 3,800 ballots, accounting for: 0.0016% of the total number of ballots of shareholders attending the Meeting.
- Total nay ballot sheets: 0 representing: 0 ballots, accounting for: 0.0000% of the total number of ballots of shareholders attending the Meeting.

Total number of invalid ballot sheets: 0 representing: 0 ballots, accounting for: 0.0000% of the total number of ballots of shareholders attending the Meeting.

As a result, Content 03 is passed at an approval rate of 99.9633%.

Content 04: Ratify the Regulations on organization of the Meeting

Total valid ballot sheets: 74 representing: 232,982,425 ballots, accounting for: 99.9649% of the total number of ballots of shareholders attending the Meeting, in which:

- Total aye ballot sheets: 73 representing: 232,978,625 ballots, accounting for: 99.9633% of the total number of ballots of shareholders attending the Meeting.
- Total nay ballot sheets: 1 representing: 3,800 ballots, accounting for: 0.0016% of the total number of ballots of shareholders attending the Meeting.
- Total abstention ballot sheets: 0 representing: 0 ballots, accounting for: 0.0000% of the total number of ballots of shareholders attending the Meeting.

Total number of invalid ballot sheets: 0 representing: 0 ballots, accounting for: 0.0000% of the total number of ballots of shareholders attending the Meeting.

As a result, Content 04 is passed at an approval rate of 99.9633%.

Report is made at 14:10 on March 31, 2026 and approved by the Annual General Meeting of Shareholders 2026 of FPT Securities Joint Stock Company.

March 31, 2026

**MEMBER OF VOTE COUNTING
BOARD**



Le Hai Nam

HEAD OF VOTE COUNTING BOARD



Le Minh Viet

**MEMBER OF VOTE COUNTING
BOARD**



Tran Anh Ngoc

March 31, 2026

VOTE COUNTING REPORT
Annual General Meeting of Shareholders 2026 of FPT Securities Joint Stock Company

At 15:21 on March 31, 2026 at Floor 11 Meeting Hall, FPT Securities Joint Stock Company, No. 52 Lac Long Quan, Tay Ho Ward, Ha Noi City, the Vote Counting Board, which includes:

Mr. Le Minh Viet	Position: Head of the Vote Counting Board
Mr. Le Hai Nam	Position: Member of the Vote Counting Board
Mr. Tran Anh Ngoc	Position: Member of the Vote Counting Board

Conducted the vote counting for the contents to be voted by the 2026 Annual General Meeting of Shareholders of FPT Securities Joint Stock Company.

Number of participants: 97

Number of authorized participants: 12

Representing: 233,613,969 ballots

Accounting for: 67.4214% of ballots of all shareholders with voting rights

Voting results:

Total number of ballot sheets issued: 97 representing 233,613,969 ballots, accounting for 100.0000% of the total number of ballots of shareholders attending the Meeting.

Total number of ballot sheets collected: 76 representing 232,912,364 ballots, accounting for 99.6997% the total number of ballots of shareholders attending the Meeting.

Total number of ballot sheets not collected: 21 representing 701,605 ballots, accounting for 0.3003% the total number of ballots of shareholders attending the Meeting.

The results of voting counting are detailed as follows:

Content 01: Ratify the reports of the Board of Directors, the Board of Management and the report of the Independent Member of the Board of Directors in the Audit Committee

Total valid ballot sheets: 76 representing: 232,912,364 ballots, accounting for: 99.6997% of the total number of ballots of shareholders attending the Meeting, in which:

- Total aye ballot sheets: 72 representing: 232,905,563 ballots, accounting for: 99.6968% of the total number of ballots of shareholders attending the Meeting.

- Total nay ballot sheets: **1** representing: **3,800** ballots, accounting for: **0.0016%** of the total number of ballots of shareholders attending the Meeting.
- Total abstention ballot sheets: **3** representing: **3,001** ballots, accounting for: **0.0013%** of the total number of ballots of shareholders attending the Meeting.

Total invalid ballot sheets: **0** representing: **0** ballots, accounting for: **0.0000%** of the total number of ballots of shareholders attending the Meeting.

As a result, Content 01 is passed at an approval rate of 99.6968%.

Content 02: Ratify the Audited Financial Statements of the fiscal year 2025 and the Profit Distribution Plan for the fiscal year 2025

Total valid ballot sheets: **76** representing: **232,912,364** ballots, accounting for: **99.6997%** of the total number of ballots of shareholders attending the Meeting, in which:

- Total aye ballot sheets: **72** representing: **232,905,563** ballots, accounting for: **99.6968%** of the total number of ballots of shareholders attending the Meeting.
- Total nay ballot sheets: **1** representing: **3,800** ballots, accounting for: **0.0016%** of the total number of ballots of shareholders attending the Meeting.
- Total abstention ballot sheets: **3** representing: **3,001** ballots, accounting for: **0.0013%** of the total number of ballots of shareholders attending the Meeting.

Total invalid ballot sheets: **0** representing: **0** ballots, accounting for: **0.0000%** of the total number of ballots of shareholders attending the Meeting.

As a result, Content 02 is passed at an approval rate of 99.6968%.

Content 03: Ratify the authorization for the Board of Directors to assess and select an auditing company to audit the Financial Statements and Financial Safety Ratio Report of the Company in the fiscal year of 2026

Total valid ballot sheets: **76** representing: **232,912,364** ballots, accounting for: **99.6997%** of the total number of ballots of shareholders attending the Meeting, in which:

- Total aye ballot sheets: **71** representing: **232,829,113** ballots, accounting for: **99.6640%** of the total number of ballots of shareholders attending the Meeting.
- Total nay ballot sheets: **2** representing: **80,250** ballots, accounting for: **0.0344%** of the total number of ballots of shareholders attending the Meeting.

- Total abstention ballot sheets: **3** representing: **3,001** ballots, accounting for: **0.0013%** of the total number of ballots of shareholders attending the Meeting.

Total invalid ballot sheets: **0** representing: **0** ballots, accounting for: **0.0000%** of the total number of ballots of shareholders attending the Meeting.

As a result, Content 03 is passed at an approval rate of 99.6640%.

Content 04: Ratify the remunerations of the Board of Directors in 2026

Total valid ballot sheets: **76** representing: **232,912,364** ballots, accounting for: **99.6997%** of the total number of ballots of shareholders attending the Meeting, in which:

- Total aye ballot sheets: **71** representing: **232,901,363** ballots, accounting for: **99.6950%** of the total number of ballots of shareholders attending the Meeting.

- Total nay ballot sheets: **1** representing: **3,800** ballots, accounting for: **0.0016%** of the total number of ballots of shareholders attending the Meeting.

- Total abstention ballot sheets: **4** representing: **7,201** ballots, accounting for: **0.0031%** of the total number of ballots of shareholders attending the Meeting.

Total invalid ballot sheets: **0** representing: **0** ballots, accounting for: **0.0000%** of the total number of ballots of shareholders attending the Meeting.

As a result, Content 01 is passed at an approval rate of 99.6950%.

Content 05: Ratify the amended Charter of FPT Securities Joint Stock Company

Total valid ballot sheets: **76** representing: **232,912,364** ballots, accounting for: **99.6997%** of the total number of ballots of shareholders attending the Meeting, in which:

- Total aye ballot sheets: **72** representing: **232,905,563** ballots, accounting for: **99.6968%** of the total number of ballots of shareholders attending the Meeting.

- Total nay ballot sheets: **1** representing: **3,800** ballots, accounting for: **0.0016%** of the total number of ballots of shareholders attending the Meeting.

- Total abstention ballot sheets: **3** representing: **3,001** ballots, accounting for: **0.0013%** of the total number of ballots of shareholders attending the Meeting.

Total invalid ballot sheets: 0 representing: 0 ballots, accounting for: 0.0000% of the total number of ballots of shareholders attending the Meeting.

As a result, Content 05 is passed at an approval rate of 99.6968%.

Content 06: Ratify the amended Statute of Governance of FPT Securities Joint Stock Company

Total valid ballot sheets: 76 representing: 232,912,364 ballots, accounting for: 99.6997% of the total number of ballots of shareholders attending the Meeting, in which:

- Total aye ballot sheets: 72 representing: 232,905,563 ballots, accounting for: 99.6968% of the total number of ballots of shareholders attending the Meeting.
- Total nay ballot sheets: 1 representing: 3,800 ballots, accounting for: 0.0016% of the total number of ballots of shareholders attending the Meeting.
- Total abstention ballot sheets: 3 representing: 3,001 ballots, accounting for: 0.0013% of the total number of ballots of shareholders attending the Meeting.

Total invalid ballot sheets: 0 representing: 0 ballots, accounting for: 0.0000% of the total number of ballots of shareholders attending the Meeting.

As a result, Content 06 is passed at an approval rate of 99.6968%.

Content 07: Ratify the amended Operational Regulations of the Board of Directors of FPT Securities Joint Stock Company

Total valid ballot sheets: 76 representing: 232,912,364 ballots, accounting for: 99.6997% of the total number of ballots of shareholders attending the Meeting, in which:

- Total aye ballot sheets: 72 representing: 232,905,563 ballots, accounting for: 99.6968% of the total number of ballots of shareholders attending the Meeting.
- Total nay ballot sheets: 1 representing: 3,800 ballots, accounting for: 0.0016% of the total number of ballots of shareholders attending the Meeting.
- Total abstention ballot sheets: 3 representing: 3,001 ballots, accounting for: 0.0013% of the total number of ballots of shareholders attending the Meeting.

Total invalid ballot sheets: 0 representing: 0 ballots, accounting for: 0.0000% of the total number of ballots of shareholders attending the Meeting.

As a result, Content 07 is passed at an approval rate of 99.6968%.

Content 08: Ratify the dismissal of a member of the Board of Directors in the 2023 – 2028 term

Total valid ballot sheets: **76** representing: **232,912,364** ballots, accounting for: **99.6997%** of the total number of ballots of shareholders attending the Meeting, in which:

- Total aye ballot sheets: **70** representing: **232,896,663** ballots, accounting for: **99.6930** of the total number of ballots of shareholders attending the Meeting.
- Total nay ballot sheets: **1** representing: **3,800** ballots, accounting for: **0.0016%** of the total number of ballots of shareholders attending the Meeting.
- Total abstention ballot sheets: **5** representing: **11,901** ballots, accounting for: **0.0051%** of the total number of ballots of shareholders attending the Meeting.

Total invalid ballot sheets: **0** representing: **0** ballots, accounting for: **0.0000%** of the total number of ballots of shareholders attending the Meeting.

As a result, Content 08 is passed at an approval rate of 99.6930%.

Content 09: Ratify the additional appointment of a member of the Board of Directors in the 2023 – 2028 term

Total valid ballot sheets: **76** representing: **232,912,364** ballots, accounting for: **99.6997%** of the total number of ballots of shareholders attending the Meeting, in which:

- Total aye ballot sheets: **71** representing: **232,901,963** ballots, accounting for: **99.6952%** of the total number of ballots of shareholders attending the Meeting.
- Total nay ballot sheets: **1** representing: **3,800** ballots, accounting for: **0.0016%** of the total number of ballots of shareholders attending the Meeting.
- Total abstention ballot sheets: **4** representing: **6,601** ballots, accounting for: **0.0028%** of the total number of ballots of shareholders attending the Meeting.

Total invalid ballot sheets: **0** representing: **0** ballots, accounting for: **0.0000%** of the total number of ballots of shareholders attending the Meeting.

As a result, Content 09 is passed at an approval rate of 99.6952%.

Content 10: Ratify the share issue plan to increase share capital in 2026 from owner's equity to existing shareholders

Total valid ballot sheets: 76 representing: 232,912,364 ballots, accounting for: 99.6997% of the total number of ballots of shareholders attending the Meeting, in which:

- Total aye ballot sheets: 73 representing: 232,905,564 ballots, accounting for: 99.6968% of the total number of ballots of shareholders attending the Meeting.
- Total nay ballot sheets: 1 representing: 3,800 ballots, accounting for: 0.0016% of the total number of ballots of shareholders attending the Meeting.
- Total abstention ballot sheets: 2 representing: 3,000 ballots, accounting for: 0.0013% of the total number of ballots of shareholders attending the Meeting.

Total invalid ballot sheets: 0 representing: 0 ballots, accounting for: 0.0000% of the total number of ballots of shareholders attending the Meeting.

As a result, Content 10 is passed at an approval rate of 99.6968%.

Report is made at 15:21 on March 31, 2026 and approved by the Annual General Meeting of Shareholders of FPT Securities Joint Stock Company in 2026.

March 31, 2026

**MEMBER OF THE VOTE
COUNTING BOARD**



Le Hai Nam

**MEMBER OF THE VOTE
COUNTING BOARD**



Tran Anh Ngoc

**HEAD OF THE VOTE COUNTING
BOARD**



Le Minh Viet

Ngày 31 tháng 3 năm 2026

REPORT ON VOTE COUNTING OF ELECTION OF THE BOARD OF DIRECTORS
Annual General Meeting of Shareholders 2026 of FPT Securities Joint Stock Company

At 15:22 on March 31, 2026 at Floor 11 Meeting Hall, FPT Securities Joint Stock Company, No. 52 Lac Long Quan, Tay Ho Ward, Ha Noi City, the Vote Counting Board, which includes:

Mr. Le Minh Viet	Position: Head of the Vote Counting
Mr. Le Hai Nam	Position: Member of the Vote Counting
Mr. Tran Anh Ngoc	Position: Member of the Vote

Conducted the vote counting for the contents regarding the election of the member of the Board of Directors at the 2026 Annual General Meeting of Shareholders of FPT Securities Joint Stock Company.

Number of participants: 97

Number of authorized participants: 12

Representing: **233,613,969** ballots

Accounting for: **67.4214%** of ballots of all shareholders with voting rights

Elect 01 member of the Board of Directors for the remaining time of the 2023-2028 term

Total number of ballot sheets issued: **97** representing: **233,613,969** ballots, accounting for: **100.0000%** of the total number of ballots of shareholders attending the Meeting.

Total number of ballot sheets collected: **60** representing: **232,991,265** ballots, accounting for: **99.7334%** of the total number of ballots of shareholders attending the Meeting.

Total number of ballot sheets not collected: **37** representing: **622,704** ballots, accounting for: **0.2666%** of the total number of ballots of shareholders attending the Meeting

Number of valid ballot sheets: **60** representing: **232,991,265** ballots, accounting for: **99.7334%** of the total number of ballots of shareholders attending the Meeting

Number of valid ballot sheets: 0 representing: 0 ballots, accounting for: 0.0000% of the total number of ballots of shareholders attending the Meeting

Detailed result:

Full name of the candidate: Nguyen Thi Thu Huong

Number of aye ballot sheets: 60 representing: 232,991,265 ballots, accounting for: 99.7334% of the total number of ballots of shareholders attending the Meeting.

Conclusion: The elected member of the Board of Directors is:

Full name of the candidate: Nguyen Thi Thu Huong

Number of aye ballot sheets: 60 representing: 232,991,265 ballots, accounting for: 99.7334% of the total number of ballots of shareholders attending the Meeting.

Report is made at 15:22 on March 31, 2026 and approved by the Annual General Meeting of Shareholders 2026 of FPT Securities Joint Stock Company.

March 31, 2026

MEMBER OF VOTE COUNTING BOARD



Le Hai Nam

HEAD OF VOTE COUNTING BOARD



Le Minh Viet

MEMBER OF VOTE COUNTING BOARD



Tran Anh Ngoc

VOTE COUNTING REPORT
Annual General Meeting of Shareholders 2026 of FPT Securities Joint Stock Company

At 16:10 on March 31, 2026 at Floor 11 Meeting Hall, FPT Securities Joint Stock Company, No. 52 Lac Long Quan, Tay Ho Ward, Ha Noi City, the Vote Counting Board, which includes:

Mr. Le Minh Viet	Position: Head of the Vote Counting Board
Mr. Le Hai Nam	Position: Member of the Vote Counting Board
Mr. Tran Anh Ngoc	Position: Member of the Vote Counting Board

Conducted the vote counting for the contents to be voted by the Annual General Meeting of Shareholders 2026 of FPT Securities Joint Stock Company.

Number of participants: 98

Number of authorized participants: 12

Representing: 233.619.269 ballots

Accounting for: 67,4230% of ballots of all shareholders with voting rights

Voting results:

Total number of ballot sheets issued: 98 representing 233,619,269 ballots, accounting for 100.0000% of the total number of ballots of shareholders attending the Meeting.

Total number of ballot sheets collected: 78 representing 233,471,949 ballots, accounting for 99.9369% of the total number of ballots of shareholders attending the Meeting.

Total number of ballot sheets not collected: 20 representing 147,320 ballots, accounting for 0.0631% of the total number of ballots of shareholders attending the Meeting.

The results of voting counting are detailed as follows:

Content 01: Ratify the Minutes of the Annual General Meeting of Shareholders 2026

Total valid ballot sheets: 78 representing: 233.471.949 ballots, accounting for: 99,9369% of the total number of ballots of shareholders attending the Meeting, in which:

- Total aye ballot sheets: 74 representing: 233.465.144 ballots, accounting for: 99,9340% of the total number of ballots of shareholders attending the Meeting.

- Total nay ballot sheets: 1 representing: 3.800 ballots, accounting for: 0,0016%

of the total number of ballots of shareholders attending the Meeting.

- Total abstention ballot sheets: **3** representing: **3,005** ballots, accounting for: **0,0013%** of the total number of ballots of shareholders attending the Meeting.

Total invalid ballot sheets: **0** representing: **0** ballots, accounting for: **0.0000%** of the total number of ballots of shareholders attending the Meeting.

As a result, Content 01 is passed at an approval rate of 99.9340%.

Content 02: Ratify the Resolutions of the Annual General Meeting of Shareholders 2026

Total valid ballot sheets: **78** representing: **233,471,949** ballots, accounting for: **99.9369%** of the total number of ballots of shareholders attending the Meeting, in which:

- Total aye ballot sheets: **74** representing: **233,465,144** ballots, accounting for: **99.9340%** of the total number of ballots of shareholders attending the Meeting.

- Total nay ballot sheets: **1** representing: **3,800** ballots, accounting for: **0.0016%** of the total number of ballots of shareholders attending the Meeting.

- Total abstention ballot sheets: **3** representing: **3,005** ballots, accounting for: **0.0013%** of the total number of ballots of shareholders attending the Meeting.

Total invalid ballot sheets: **0** representing: **0** ballots, accounting for: **0.0000%** of the total number of ballots of shareholders attending the Meeting.

As a result, Content 02 is passed at an approval rate of 99.9340%.

Report is made at 16:11 on March 31, 2026 and approved by the Annual General Meeting of Shareholders of FPT Securities Joint Stock Company in 2026.

March 31, 2026

**MEMBER OF THE VOTE
COUNTING BOARD**



Le Hai Nam

**HEAD OF THE VOTE
COUNTING BOARD**



Le Minh Viet

**MEMBER OF THE VOTE
COUNTING BOARD**



Tran Anh Ngoc



**LIST OF SHAREHOLDERS ATTENDING THE ANNUAL GENERAL MEETING OF
SHAREHOLDERS 2026**

Report print time: 16:15, March 31, 2026

No.	VOTE ID CODE	TOTAL NUMBER OF REPRESENTED VOTING SHARES	RATE
1	FTS.004655	128.700	0,0371%
2	FTS.011947	190.480	0,0550%
3	FTS.009936	310.050	0,0895%
4	FTS.002107	803.980	0,2320%
5	FTS.005715	30.000	0,0087%
6	FTS.003025	227.040	0,0655%
7	FTS.007818	384.970	0,1111%
8	FTS.006937	1.000	0,0003%
9	FTS.009755	31.300	0,0090%
10	FTS.009574	330.940	0,0955%
11	FTS.019715	59.156.178	17,0726%
12	FTS.019732	4.323.000	1,2476%
13	FTS.012583	633.355	0,1828%
14	FTS.019727	606.679	0,1751%
15	FTS.004877	232.460	0,0671%
16	FTS.007002	77.077	0,0222%
17	FTS.019725	7.923.328	2,2867%
18	FTS.010313	338.475	0,0977%
19	FTS.006285	400	0,0001%
20	FTS.007332	5.541.754	1,5994%
21	FTS.005469	16.738.409	4,8307%
22	FTS.012994	16.438.841	4,7443%
23	FTS.009573	15.730.165	4,5398%
24	FTS.011703	15.821.552	4,5661%
25	FTS.007392	273.215	0,0789%
26	FTS.010987	15.000	0,0043%
27	FTS.018095	100	0,0000%
28	FTS.003909	400	0,0001%
29	FTS.000436	50	0,0000%
30	FTS.012448	151.700	0,0438%
31	FTS.016430	60.000	0,0173%
32	FTS.011442	713.323	0,2059%
33	FTS.018884	288.715	0,0833%
34	FTS.012727	21.600	0,0062%
35	FTS.015867	300	0,0001%
36	FTS.003564	400	0,0001%
37	FTS.010597	1.513.723	0,4369%
38	FTS.017562	2	0,0000%
39	FTS.004951	88	0,0000%
40	FTS.012318	271.762	0,0784%

No.	VOTE ID CODE	TOTAL NUMBER OF REPRESENTED VOTING SHARES	RATE
41	FTS.017089	2.000	0,0006%
42	FTS.011068	318.750	0,0920%
43	FTS.015945	202.910	0,0586%
44	FTS.010082	386.697	0,1116%
45	FTS.016197	364.253	0,1051%
46	FTS.002516	93.040	0,0269%
47	FTS.019752	14.550	0,0042%
48	FTS.019765	76.450	0,0221%
49	FTS.013604	465.016	0,1342%
50	FTS.009155	1.000	0,0003%
51	FTS.012333	1.000	0,0003%
52	FTS.011838	385.057	0,1111%
53	FTS.003393	100	0,0000%
54	FTS.008811	4.200	0,0012%
55	FTS.009810	1.000	0,0003%
56	FTS.006101	7.700	0,0022%
57	FTS.007449	1.700	0,0005%
58	FTS.019742	25	0,0000%
59	FTS.012422	5.300	0,0015%
60	FTS.006266	900	0,0003%
61	FTS.019768	1.700	0,0005%
62	FTS.009435	3.800	0,0011%
63	FTS.019769	8.200	0,0024%
64	FTS.019770	28.700	0,0083%
65	FTS.001785	200	0,0001%
66	FTS.013171	6.100	0,0018%
67	FTS.011795	17.600	0,0051%
68	FTS.012556	14.000	0,0040%
69	FTS.000037	9.529	0,0028%
70	FTS.012975	1	0,0000%
71	FTS.019771	1	0,0000%
72	FTS.019767	80.745.872	23,3034%
73	FTS.005573	1.000	0,0003%
74	FTS.011680	3	0,0000%
75	FTS.000110	11.990	0,0035%
76	FTS.019772	500	0,0001%
77	FTS.003277	500	0,0001%
78	FTS.001022	3.600	0,0010%
79	FTS.017178	136.660	0,0394%
80	FTS.019774	5.000	0,0014%
81	FTS.019775	5.200	0,0015%
82	FTS.013186	100	0,0000%
83	FTS.012651	1	0,0000%
84	FTS.013673	430	0,0001%
85	FTS.008503	48.300	0,0139%
86	FTS.001979	1	0,0000%
87	FTS.005264	69.900	0,0202%
88	FTS.011954	275.388	0,0795%

No.	VOTE ID CODE	TOTAL NUMBER OF REPRESENTED VOTING SHARES	RATE
89	FTS.010668	3.500	0,0010%
90	FTS.000908	24.020	0,0069%
91	FTS.011550	200	0,0001%
92	FTS.009495	5	0,0000%
93	FTS.008701	5	0,0000%
94	FTS.019776	200	0,0001%
95	FTS.019777	2	0,0000%
96	FTS.012958	250.942	0,0724%
97	FTS.002858	298.660	0,0862%
98	FTS.000341	5.300	0,0015%
		233.619.269	67,4230%

