CÔNG TY CỔ PHẦN
CHỨNG KHOÁN VIETINBANK
VIETINBANK SECURITIES
JOINT STOCK COMPANY

CỘNG HOÀ XÃ HỘI CHỦ NGHĨA VIỆT NAM
Độc lập – Tự do – Hạnh phúc
THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Số/*No*: 2204.01/2026/CBTT-VBSE07+12

V/v: Công bố thông tin Biên bản họp và Nghị quyết Đại hội đồng cổ đông thường niên 2026

Ref: Information disclosure of Meeting Minutes and Resolution of 2026 Annual General Meeting of Shareholders

Hà Nội, ngày 22 tháng 04 năm 2026
Hanoi, April 22, 2026

CÔNG TY CỔ PHẦN CHỨNG KHOÁN VIETINBANK

Digitally signed by CÔNG TY CỔ PHẦN CHỨNG KHOÁN VIETINBANK
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CÔNG BỐ THÔNG TIN
INFORMATION DISCLOSURE

Kính gửi/*To*:
- **Ủy ban Chứng khoán Nhà nước/ *The State Securities Commission***
- **Sở Giao dịch Chứng khoán Việt Nam/ *Vietnam Stock Exchange***
- **Sở Giao dịch Chứng khoán TP.Hồ Chí Minh/ *HoChiMinh Stock Exchange***
- **Sở Giao dịch Chứng khoán Hà Nội/ *Hanoi Stock Exchange***

1. Tên tổ chức: **Công ty Cổ phần Chứng khoán VietinBank**
   The Organization name: ***VietinBank Securities Joint Stock Company***
2. Mã chứng khoán/ *Securities code*: **CTS**
3. Địa chỉ trụ sở chính: **Tầng 1 đến Tầng 4, Tòa nhà N02-T2 Khu Đoàn Ngoại giao, Phường Xuân Đỉnh, Thành phố Hà Nội.**
   Head office address: 1st to 4th Floor, Building N02-T2 Diplomatic Corps Area, Xuan Dinh Ward, Hanoi.
4. Điện thoại/*Telephone*: **024. 3974 1771** Fax: **024. 3974 1760**
5. Email: congbothongtin@vbse.vn
6. Người thực hiện công bố thông tin/ *Submmited by*:
   - Họ và tên/*Full name*: **Trần Thị Ngọc Tài/ *Tran Thi Ngoc Tai***
   - Chức vụ/*Position*: Phó Tổng Giám đốc/ *Deputy General Director*
   - Địa chỉ: Tầng 1 đến Tầng 4, Tòa nhà N02-T2 Khu Đoàn Ngoại giao, Phường Xuân Đỉnh, Thành phố Hà Nội
     Address: 1st to 4th Floor, Building N02-T2 Diplomatic Corps Area, Xuan Dinh Ward, Hanoi.
   - Điện thoại cơ quan/*Telephone*: 024. 3974 1771 Fax: 024. 3974 1760

Loại thông tin công bố: ☒ **Định kỳ** ☐ Bất thường ☐ Theo yêu cầu

Information disclosure type: ☒ ***Periodic*** ☐ *Irregular* ☐ *On demand*

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

Công ty Cổ phần Chứng khoán VietinBank (Công ty/VBSE) công bố thông tin Biên bản họp và Nghị quyết Đại hội đồng cổ đông thường niên 2026 kèm theo các Báo cáo, Tờ trình ĐHĐCĐ thường niên 2026 của Công ty.

(Chi tiết theo tài liệu đính kèm)

VietinBank Securities Joint Stock Company (the Company/VBSE) announces the Meeting

Minutes and Resolution of 2026 Annual General Meeting of Shareholders along with the Reports, Proposals for the 2026 AGM of Shareholders of the Company.

(Details in the attached document)

Thông tin này đã được công bố trên trang thông tin điện tử của Công ty vào ngày 22/04/2026 tại đường dẫn: https://www.vbse.vn/co-dong/vbse-cbtt-bien-ban-hop-va-nghi-quyet-dhdcd-thuong-nien-2026-vbse-information-disclosure-of-meeting-minus-and-resolution-of-2026-agm/

This information was published on the Company's website on April 22, 2026 as in the link: https://www.vbse.vn/co-dong/vbse-cbtt-bien-ban-hop-va-nghi-quyet-dhdcd-thuong-nien-2026-vbse-information-disclosure-of-meeting-minus-and-resolution-of-2026-agm/

Chúng 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 above information is true and we bear the full responsibility to the law for the contents of published information.

ĐẠI DIỆN TỔ CHỨC
ORGANIZATION REPRESENTATIVE
NGƯỜI ĐƯỢC ỦY QUYỀN CBTT
PERSON AUTHORIZED TO DISCLOSE INFORMATION
PHÓ TỔNG GIÁM ĐỐC
DEPUTY GENERAL DIRECTOR

S.G.P: 133 - C.T.C.P
CÔNG TY CỔ PHẦN CHỨNG KHOÁN VIETINBANK
P. XUÂN ĐỈNH - T.P HÀ NỘI

Trần Thị Ngọc Tài/ *Tran Thi Ngoc Tai*

Nơi nhận/ Recipients:

- Như trên/*As above*;
- Lưu/*Archive*: TCHC, TVTCDN, VP. HĐQT/ *HR & Administration, Corporate Finance Advisory Department, BOD's Office.*

Tài liệu đính kèm/ Attached documents:

- *Biên bản họp ĐHĐCĐ thường niên 2026 số 01/2026/BBH-ĐHĐCĐ-VBSE ngày 21/04/2026 /Meeting Minutes of 2026 Annual General Meeting of Shareholders No. 01/2026/BBH-ĐHĐCĐ-VBSE on April 21, 2026;*
- *Nghị quyết ĐHĐCĐ thường niên 2026 số 01/2026/NQ-ĐHĐCĐ-VBSE ngày 21/04/2026 /Resolution of 2026 Annual General Meeting of Shareholders No. 01/2026/NQ-ĐHĐCĐ-VBSE on April 21, 2026.*
- *Tài liệu họp ĐHĐCĐ thường niên 2026/ 2026 AGM's Materials.*

VIETINBANK SECURITIES JOINT STOCK COMPANY	THE SOCIALIST REPUBLIC OF VIETNAM Independence – Freedom – Happiness
No: 01 /2026/NQ-ĐHĐCĐ-VBSE	*Hanoi, April 21, 2026*

RESOLUTION

2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

GENERAL MEETING OF SHAREHOLDERS
VIETINBANK SECURITIES JOINT STOCK COMPANY

Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its amendments, supplements and guiding documents on implementation;

Pursuant to the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its amendments, supplements and guiding documents on implementation;

*Pursuant to the Charter of Organization and Operation of VietinBank Securities Joint Stock Company ("**The Company**");*

Pursuant to Regulation on Organization of 2026 Annual General Meeting of shareholders of VietinBank Securities Joint Stock Company passed by the General Meeting of Shareholders on April 21, 2026;

Pursuant to Meeting minutes of the 2026 Annual General Meeting of shareholders of VietinBank Securities Joint Stock Company on April 21, 2026.

RESOLVED:

Article 1. To approve the Board of Directors' (BOD) Report on the Company's business management in 2025, the governance and the performance of the BOD and its members in 2025, and the business orientation in 2026 *(Attached documents).*

Article 2. To approve the Board of Supervisors'(BOS) Report on its activities and the results of its assigned duties and powers in 2025, and orientation for 2026 *(Attached documents).*

Article 3. To approve the 2025 Financial Statements of the Company audited by PwC (Vietnam) Limited with the following basic criteria:

Unit: VND

Items		Amount
1.	Total assets	12,410,698,820,601

VBSE

Unit: VND

Items		Amount
2.	Liabilities	9,555,262,431,087
3.	Owners' equity, of which:	2,855,436,389,514
	- Share capital	2,126,934,380,000
	- Share premium	7,415,080,553
	- Revaluation reserve	49,773,892,800
	- Financial risk and operational reserve	7,000,641,200
	- Undistributed profit	664,312,394,961
	+ Realized profit after tax	*631,867,774,163*
	+ Unrealized profit	*32,444,620,798*
4.	Total revenue and other income *(=Total operating income + Financial income + Other income)*	2,099,147,842,062
5.	Total expenses *(=Total operating expenses + Financial expenses + General and Administrative expenses + Other expenses)*	1,384,494,990,127
6.	Total Profit before tax	714,652,851,935
	+ Realized profit	*768,601,967,436*
	+ Unrealized profit	*(53,949,115,501)*
7.	Profit after tax	577,371,584,960

(According to the accounting regime applicable to securities companies issued by the Ministry of Finance together with Circular No. 210/2014/TT-BTC dated December 30, 2014 and Circular No. 334/2016/TT-BTC dated December 27, 2016 amending and supplementing Circular No. 210/2014/TT-BTC).

Article 4. To approve the 2025 Profit Distribution Plan, as follows:

Unit: VND

Items		Amount
1.	Profit after tax in 2025 according to Financial Statements (FS)	577,371,584,960
	In which: Realized profit after tax in 2025 according to FS (*)	*616,832,933,233*
2.	Bonus, Welfare Fund	33,240,470,400
3.	Realized profit after tax in 2025 remaining after appropriation to required fund (**)	583,592,462,833

(*) The appropriation to the required fund is calculated based on the Company's realized profit after tax in 2025.

(**) The Company shall pay stock dividends from the undistributed realized profit after tax accumulated as of the end of 2025

Article 5. To approve the 2026 Business Plan, Profits, and Dividends of the Company with the following basic criteria:

Unit: VND

Items	Amount
1. Profit before tax	454,000,000,000
2. Expected Dividend Yield (%)	9%

The General Meeting of Shareholders authorizes the BOD of VietinBank Securities Joint Stock Company to proactively review, research, and adjust the business plan, profits, and dividends for 2026 of the Company in accordance with the actual situation and to disclose information as required by legal provisions.

Article 6. To approve the List of independent auditing firms and authorize the Company's BOD to decide on the selection of 01 (one) independent auditing firm from the list of auditing firms approved by the State Securities Commission to audit public interest entities in the securities sector in 2026 *(as per the attached list in the 2026 AGM proposal on selection of an independent auditor for 2026)*, updated as of the time of selection, to review/audit the Financial Statements and semi-annual/annual Financial Safety Ratio Report of the Company for 2026, ensuring quality, efficiency at reasonable costs and in accordance with the provisions of law.

Article 7. To approve the total remuneration, bonuses, and other benefits of the Board of Directors, and the salary, remuneration, bonuses, other benefits and operating budget of the Board of Supervisors in 2026 as follows:

- Total remuneration, bonuses and other benefits of the Board of Directors, and the salary, remuneration, bonuses, other benefits and operating budget of the Board of Supervisors of VietinBank Securities Joint Stock Company in 2026: will be capped at a maximum 6% of the Company's profit after tax in 2026.
- The Board of Directors and the Board of Supervisors will determine the specific amounts and allocate them in accordance with the legal provisions and the regulations of the Company.

Article 8. To approve the Plan of increasing charter capital through the issuance of shares for dividend payments of the Company as follows:

8.1. Plan of increasing charter capital through the issuance of shares for dividend payments from undistributed after-tax profits by the end of 2025 of the Company:

❖ **Amount of incremental charter capital:**

- Charter capital at the time of issuance: VND 2,126,934,380,000

VBSE

- Expected additional charter capital: VND 595,541,620,000
- Expected total charter capital after completing all shares issuance for dividend payments: VND 2,722,476,000,000

❖ **Plan of Issuance of Shares for Dividend Payment:**

▪ Name of issued shares	:	Shares of VietinBank Securities Joint Stock Company.
▪ Stock symbol	:	CTS
▪ Type of shares	:	Ordinary shares
▪ Par value	:	VND 10,000/share (Ten thousand dongs per share).
▪ Total issued shares	:	212,693,438 shares.
▪ Number of treasury shares	:	0 share.
▪ Number of outstanding shares	:	212,693,438 shares.
▪ Number of expected issued shares	:	59,554,162 shares.
▪ Expected total number of shares after completing all shares issuance for dividend payments	:	272,247,600 shares.
▪ Estimated Total Issuance Value (at Par Value)	:	595,541,620,000 VND. *(The number of shares to be issued and the total specific issuance value will be determined based on the number of outstanding shares as of the record date for exercising to receive stock dividends of the Company).*
▪ Issuance ratio	:	28%, corresponding to the right exercise ratio of 100 : 28 *(The number of shares to be issued, total issuance value at par value, specific issuance ratio will be implemented in accordance to approval of the competent Authority (if any)).*
▪ Issued to	:	Existing shareholders of VietinBank Securities Joint Stock Company, whose names are on the shareholders list as determined by Vietnam Securities Depository and Clearing Corporation as of the record date to exercise the right

receive stock dividends in accordance with the approved issuance plan and in accordance with the provisions of law.

- Source of fund : Undistributed after-tax profits by the end of 2025 of the Company *(based on data in the audited 2025 financial statements)*

- Issuance period : In 2026.

  The General Meeting of Shareholders (GMS) authorizes the Company's Board of Directors (BOD) to decide on the specific issuance time after receiving approval from the competent authority *(if any)*.

- Completion time : The period for completing the increase in charter capital shall be implemented according to the provisions of the license/approval of the competent authority.

- Solution for dealing with fractional shares : The number of dividends shares to be received by each shareholder will be rounded down to the nearest whole share to ensure that the total number of distributed shares does not exceed the total number of shares to be issued. Any fractional shares (if any) will be canceled and not implemented, and the new charter capital will be registered based on the actual number of shares distributed.

  For example: As of the record date for the stock dividend issuance, shareholder A owning 15 shares of the Company will receive 4.2 the number of newly issued dividends share, however, due to rounding down to the nearest whole share, shareholder A will actually receive 04 new shares and the remaining 0.2 fractional share(s) will be canceled.

- Adjustment of registered securities quantities, supplementary listings, and admission to trading : The additional shares issued shall be subject to adjustments to the registered securities quantity at the Vietnam Securities Depository and Clearing Corporation and additionally listed at the Ho Chi Minh City Stock Exchange in accordance with current laws.

- Other contents : As stated in the Plan of increasing charter capital through shares issuance for dividend payments of the Compnay.

8.2. The General Meeting of Shareholders:

- Approve the *"Plan of increasing charter capital through shares issuance for dividend payments from undistributed after-tax profits by the end of 2025"* of the Compnay.
- Approve the amendment of the Company's Charter on Organization and Operation in accordance with the updated charter capital and the increased number of shares.
- Approve the adjustment of the registered securities quantity at Vietnam Securities Depository and Clearing Corporation (VSDC), registration of additional listing of shares issued according to the above issuance plan at the Ho Chi Minh City Stock Exchange (HOSE).
- Approve the authorization of the General Meeting of Shareholders and assignment to the Company's Board of Directors:
  + Decide, adjust and complete the Company's *"Plan of increasing charter capital through shares issuance for dividend payments from undistributed realized after-tax profits as of the end of 2025"* based on the approval of the competent authority/request of the competent authority *(if any)*.
  + Approve the revised content, consolidate the full text, and promulgate the Charter of Organization and Operation of the Company in accordance with the updated charter capital and the increased number of shares.
  + Decide, approve the contents and implement all necessary tasks and procedures to implement: increase charter capital, issue shares to pay dividends, change the Company's Establishment and Operation License and Business Registration Certificate, adjustments to the registered securities quantity at VSDC, register additional listing of shares at HOSE and other procedures as prescribed by law.
  + Decide on other issues related to increasing the Company's charter capital.

Article 9. To approve the amendments, supplements, and the full consolidated text of the Charter on Organization and Operation and the Board of Directors Operating Regulation of the Company, in accordance with the Proposal and the attached draft documents.

To authorize the competent person(s) to sign and issue the consolidated Charter on Organization and Operation and the Board of Directors Operating Regulation, incorporating all amendments and supplements approved by the General Meeting of Shareholders.

Article 10. To approve the Regulation on procedures and sequences for convening and voting at the Company's General Meeting of Shareholders, in accordance with the Proposal and the attached draft document.

To authorize the competent person(s) to sign and issue the Regulation on procedures and sequences for convening and voting at the Company's General Meeting of Shareholders approved by the General Meeting of Shareholders.

Article 11. Implementation Terms:

11.1. This Resolution was approved in full by the 2026 Annual General Meeting of Shareholders of VietinBank Securities Joint Stock Company and takes effect from April 21, 2026.

11.2. The members of the Board of Directors, Supervisors, and members of the Board of General Directors of the Company are responsible for implementing this Resolution and organizing the implementation of the Resolution in accordance with their functions and powers, based on compliance with the provisions of the Law and the Charter of Organization and Operation of VietinBank Securities Joint Stock Company.

Recipients:
- As per Article 11;
- SSC, VNX, HSX, HNX;
- The Company's Website;
- Archived at: HR & Administration Department, BOD' Office.

ON BEHALF OF GENERAL MEETING OF SHAREHOLDERS

CHAIRPERSON

S.G.P: 133 - C.T.C.P
CÔNG TY CỔ PHẦN CHỨNG KHOÁN VIETINBANK
P. XUÂN ĐỈNH - T.P HÀ NỘI

Tran Phuc Vinh

VIETINBANK SECURITIES JOINT STOCK COMPANY	THE SOCIALIST REPUBLIC OF VIETNAM Independence - Freedom - Happiness
No:01/2026/BBH-ĐHĐCĐ-VBSE	*Hanoi, April 21, 2026*

MEETING MINUTES
2026 ANNUAL GENERAL MEETING OF SHAREHOLDER
VIETINBANK SECURITIES JOINT STOCK COMPANY

The Business name	:	VietinBank Securities Joint Stock Company
License for establishment and operation	:	No. 107/UBCK-GP issued by the State Securities Commission on July 1, 2009 and the amended Establishment and Operation Licenses.
Business Registration Number	:	0101078450
Head office	:	1st to 4th floor, Building N02-T2 Diplomatic Corps Area, Xuan Dinh Ward, Hanoi.
Method of holding the 2026 Annual General Meeting of Shareholders ("GMS"/"AGM")	:	In-person.
Method of voting for each issues at AGM	:	In-person voting.
Meeting venue	:	4th floor, Building N02-T2 Diplomatic Corps Area, Xuan Dinh Ward, Hanoi.
Meeting time	:	From 07:30 A.M, April 21, 2026.
Participants of the AGM	:	- Shareholders of VietinBank Securities Joint Stock Company ("VBSE"/the Company") whose names appear on the list of shareholders as of the record date (March 24, 2026) provided by Vietnam Securities Depository and Clearing Corporation - Invited guests.

Total number of shareholders, shareholder representatives attending the meeting and total number of corresponding votes	:	**14 delegates,** representing **12** shareholders owning **160,937,846** voting shares, corresponding to **160,937,846** voting rights, accounting for **75.666578** % of the total voting shares of the Company

SUMMARY OF THE MEETING PROCEEDINGS:

A. LEGALITY AND VALIDITY OF THE MEETING

AGM was officially opened at 8:18 AM. April 21, 2026

AGM listened to Mr. Vo An Hai – Head of the Shareholder's Eligibility Verification Committee - announce the Report on the results of the shareholder eligibility verification up to 8:18 AM on April 21, 2026 as follows:

- The total number of shares issued by the Company is: **212,693,438** ordinary shares.
- The total number of shares with voting rights is: **212,693,438** shares, corresponding to the total number of: **212,693,438** voting shares of the Company.
- Shareholders invited to attend the AGM include: All shareholders of the VietinBank Securities Joint Stock Company whose names appear on the list of shareholders as of Record date (March 24, 2026) provided by the Vietnam Securities Depository cand Clearing Corporation. Shareholders, or authorized representatives of institutional shareholders, may attend the meeting in person or authorize their representatives to attend.
- The total number of shareholders, authorized representatives of institutional shareholders, and authorized persons (hereinafter collectively referred to as " **delegates**") attending the meeting as of 8:18 AM on April 21, 2026 is: **11 delegates**, representing **09** shareholders owning **160,937,638** Voting shares, corresponding to **160,937,638** voting rights, representing **75,66648%** of the Company's total voting rights.

  In which:

  + Shareholders attending the meeting in person: **05** shareholders ;

  + Authorized representatives of institutional shareholders attending the meeting: **03** people;

  + Authorized person attending the meeting: **03** people

The aforementioned delegates are fully qualified to attend and vote at the AGM.

In accordance with the provisions of the Law on Enterprise No. 59/2020/QH14 and the Charter on Organization and Operation ("**Charter**") of VietinBank Securities Joint Stock Company, the 2026 Annual General Meeting of Shareholders of the VietinBank Securities Joint Stock Company was legal, valid and eligible to be conducted.

The Organizing Committee continued the registration process for late-arriving delegates at the AGM even after the meeting has opened. Delegates have the right to vote immediately at the AGM upon completing their registration.

B. CONTENTS AND AGENDA OF THE MEETING:

I. Instructions on Principles and regulations for voting at the Meeting

The General Meeting listened to Mr. Vo An Hai, Head of the Shareholder's Eligibility Verification Committee, present the Instruction on the principles and regulations for voting at the Meeting.

Voting results: Total number of voting shares of shareholders attending and voting: 160,937,638 votes. The number of valid votes was 160,937,638 votes, representing 100 %; the number of invalid votes was 0 votes, representing 0%. The number of agreed votes was 160,937,638 votes, representing 100%; the number of disagreed votes was 0 votes, representing 0%; votes with no comment was 0% votes, representing 0%

II. Election of the Presiding Committee, appointment of the Secretariat and election of the Vote Counting Committee

To preside over the AGM and carry out the vote counting process, the AGM conducted to elect the Presiding Committee and the Vote Counting Committee.

After hearing the list of prospective personnel introduced by the Organizing Committee, the AGM voted to approve the Presiding Committee consisting of the following three (03) members:

1. Mr. Tran Phuc Vinh - Chairman of the Board of Directors of the Company - Chairperson;
2. Mr. Vu Duc Manh - Member of the Board of Directors, General Director of the Company - Member;
3. Mr. Pham Viet Hung – Independent Member of the Company's Board of Directors – Member

Voting results: Total number of voting shares of shareholders attending and voting: 160,937,638 votes. The number of valid votes was 160,937,638 votes, representing 100%; the number of invalid votes was 0 votes, representing 0%. The number of agreed votes was 160,937,638 votes, representing 100%; the number of disagreed votes was 0 votes, representing 0%; votes with no comment was 0 votes, representing 0%.

The Presiding Committee, on behalf of the AGM, appointed the AGM's Secretariat to record the content and agenda of the AGM, compose the draft of the Minutes and Resolutions of the AGM, consisting of the following members:

1. Ms. Le Mai Khanh – Deputy Head of BOD's office, Person in charge of corporate governance of the Company;
2. Mr. Dao Duc Thinh – Specialist of Risk Management Department.

Next, the Presiding Committee introduced and the AGM voted to elect the AGM's Vote Counting Committee consisting of the following three (03) members:

1. Mr. Vo An Hai – Head of Internal Control and Inspection Department – Head of the Committee;
2. Mr. Le Huy Tue – Head of IT Department – Member;
3. Ms. Nguyen Thi Thuy Linh – Head of Internal Audit Department – Member

Voting results: Total number of voting shares of shareholders attending and voting: 160,937,738 votes. The number of valid votes was 160,937,738 votes, representing 100%; the number of invalid votes was 0 votes, representing 0%. The number of agreed votes was 160,937,738 votes, representing 100%; the number of disagreed votes was 0 votes, representing 0%; votes with no comment was 0 votes, representing 0%.

III. Approval of the Meeting agenda and Regulation on organizing the 2026 AGM

1. The AGM listened to Mr. Tran Phuc Vinh – Chairman of the Board of Directors of the Company and Chairperson– present the draft Meeting agenda.

The AGM voted to approve the Meeting agenda

Voting results: Total number of voting shares of shareholders attending and voting: 160,937,838 votes. The number of valid votes was 160,937,838 votes, representing 100%; the number of invalid votes was 0 votes, representing 0%. The number of agreed votes was 160,937,838 votes, representing 100%; the number of disagreed votes was 0 votes, representing 0%; votes with no comment was 0 votes, representing 0%.

2. The General Meeting listened to Mr. Pham Viet Hung – Independent Member of the Company's Board of Directors and members of the Presiding Committee presented the draft Regulation on organizing of the 2026 Annual General Meeting of Shareholders of the Company.

The General Meeting voted to approve the Regulation on organizing the 2026 Annual General Meeting of Shareholders.

Voting results: Total number of voting shares of shareholders attending and voting: 160,937,838 votes. The number of valid votes was 160,937,838 votes, representing 100%; the number of invalid votes was 0 votes, representing 0%. The number of agreed votes was 160,937,838 votes, representing 100%; the number of disagreed votes was 0 votes, representing 0%; votes with no comment was 0 votes, representing 0%.

IV. Main content of the AGM

1. Proposals submitted to the AGM:

The AGM listened to the presentation of the Reports and Proposals (attached documents):

- Mr. Pham Viet Hung - Independent Member of the Board of Directors of the Company, presented the Board of Directors' (BOD) Report on the Company's business management in 2025, the governance and the performance of the BOD and its members in 2025, and the business orientation in 2026;
- Ms. Phan Thi Thu Hang - Head of the Company's Board of Supervisors, presented the Board of Supervisors (BOS) Report on its activities and the results of its assigned duties and powers in 2025, and orientation for 2026;
- Ms. Nguyen Thi Anh Thu - Chief Accountant of the Company, presented the Proposal of 2025 Audited Financial Statements;
- Mr. Vu Duc Manh - Member of the Board of Directors cum the General Director of the Company, presented The Proposal of the 2025 Profit Distribution Plan and The Proposal of the 2026 Business Plan, Profit and Dividend;
- Ms. Phan Thi Thu Hang - Head of the Company's Board of Supervisors, presented The Proposal on selection of an independent auditor to review/audit the Financial Statements and the semi-annual/annual Financial Safety Ratio Report of the Company for 2026;
- Mr. Vu Duc Manh - Member of the Board of Directors and General Director of the Company, presented The Proposal on the total remuneration, bonuses and other benefits of the Board of Directors, and the salary, remuneration, bonuses, other benefits and operating budget of the Board of Supervisors in 2026; and Proposal on the Plan of increasing charter capital through the issuance of shares for dividend payments of the Company;
- Mr. Pham Viet Hung - Independent Member of the Board of Directors of the Company presented the Proposal for amending and supplementing the Charter on Organization and operation and Regulation on operation of the Board of Directors of the Company; and the Proposal on the issuance of Regulations on procedures and order for convening and voting at the Company's General Meeting of Shareholders.

2. Discussion and approval of Reports and Proposals:

The Meeting discussed the contents of the Reports and Proposals presented at the AGM *(Appendix of the discussion contents at the AGM attached).*

The AGM agreed with the contents presented and explained at the Meeting and had no further comments.

The AGM conducted a vote to approve the contents of the Reports and Proposals to the AGM.

3. **Voting results for approval of the contents of Proposals submitted to the Meeting:**

The AGM listened to Mr. Vo An Hai - Head of the Vote Counting Committee, announce the Minutes of the vote counting for the approval of the Report and Proposal to the AGM:

- Total number of Voting Slips issued: 160,937,846 votes, accounting for 75.666578% of the Company's Voting shares.
- Total number of Voting Slips of shareholders attending and voting ("**the Vote**"): 160,934,739 votes, accounting for 75.665117% of the Company's Voting shares.

Voting results:

a. Approval of the Board of Directors' (BOD) Report on the Company's business management in 2025, the governance and the performance of the BOD and its members in 2025, and the business orientation in 2026:

 - Number of valid votes: 160,934,739 votes, accounting for 100% of shares attending;
 - Number of invalid votes: 0 votes, accounting for 0% of shares attending.

Voting results: *The number of agreed votes was 160,934,739 votes, representing 100%; disagreed votes was 0 votes, accounting for 0%; votes with no comment was 0 votes, representing 0%.*

b. Approval of the Board of Supervisors'(BOS) Report on its activities and the results of its assigned duties and powers in 2025, and orientation for 2026:

 - Number of valid votes: 160,934,739 votes, accounting for 100% of shares attending;
 - Number of invalid votes: 0 votes, accounting for 0% of shares attending.

Voting results: *The number of agreed votes was 160,934,739 votes, representing 100%; disagreed votes was 0 votes, accounting for 0%; votes with no comment was 0 votes, representing 0%..*

c. Approval of 2025 Audited Financial Statements:

 - Number of valid votes: 160,934,739 votes, accounting for 100% of shares attending;
 - Number of invalid votes: 0 votes, accounting for 0 of shares attending.

Voting results: The number of agreed votes was 160,934,739 votes, representing 100%; disagreed votes was 0 votes, accounting for 0%; votes with no comment was 0 votes, representing 0%.

d. Approval of the Proposal for approval of the 2025 Profit Distribution Plan:

- Number of valid votes: 160,934,739 votes, accounting for 100% of shares attending;
- Number of invalid votes: 0 votes, accounting for 0% of shares attending.

Voting results: The number of agreed votes was 160,934,739 votes, representing 100%; disagreed votes was 0 votes, accounting for 0%; votes with no comment was 0 votes, representing 0%.

e. Approval of the Proposal for 2026 Business Plan, Profit and Dividend:

- Number of valid votes: 160,934,739 votes, accounting for 100% of shares attending;
- Number of invalid votes: 0 votes, accounting for 0% of shares attending.

Voting results: The number of agreed votes was 160,934,739 votes, representing 100%; disagreed votes was 0 votes, accounting for 0%; votes with no comment was 0 votes, representing 0%.

f. Approval of The Proposal for selection of an Independent auditor to review/audit the Financial Statements and the semi-annual/annual Financial Safety Ratio Report of the Company for 2026:

- Number of valid votes: 160,934,739 votes, accounting for 100% of shares attending;
- Number of invalid votes: 0 votes, accounting for 0% of shares attending.

Voting results: The number of agreed votes was 160,892,739 votes, representing 99.973902%; disagreed votes was 0 votes, accounting for 0%; votes with no comment was 42.000 votes, representing 0.026098%.

g. Approval of the Proposal on the total remuneration, bonuses and other benefits of the Board of Directors, and the salary, remuneration, bonuses, other benefits and operating budget of the Board of Supervisors in 2026:

- Number of valid votes: 160,934,739 votes, accounting for 100% of shares attending;
- Number of invalid votes: 0 votes, accounting for 0% of shares attending.

Voting results: The number of agreed votes was 160,925,939 votes, representing 99.994532%; disagreed votes was 0 votes, accounting for 0%; votes with no comment was 8,800 votes, representing 0.005468%.

h. Approval of the Proposal on plan of increasing charter capital through the issuance of shares for dividend payments of the Company:

- Number of valid votes: 160,934,739 votes, accounting for 100% of shares attending;

- Number of invalid votes: 0 votes, accounting for 0% of shares attending.

Voting results: The number of agreed votes was 160,892,739 votes, representing 99.973902%; disagreed votes was 42,000 votes, accounting for 0.026098%; votes with no comment was 0 votes, representing 0%.

i. Approval of the Proposal for amending and supplementing Charter on Organization and Operation, and the Regulation on operation of BOD of the Company:

Specifically: Approval of the amendments, supplements, and consolidated full text of the Charter on organization and operation and the Regulations on the Operation of the Board of Directors of the Company as presented in the Proposal and attached draft documents. To authorize the competent person(s) to sign and issue the consolidated Charter on Organization and Operation and the Board of Directors Operating Regulation, incorporating all amendments and supplements approved by the General Meeting of Shareholders.

With the voting results as follows:

(i1). Approval of the amendments and supplements to the Company's Charter on Organization and Operation:

- Number of valid votes: 160,934,739 votes, accounting for 100% of shares attending;
- Number of invalid votes: 0 votes, accounting for 0% of shares attending;

Voting results: The number of agreed votes was 160,892,739 votes, representing 99.973902% disagreed votes was 42,000 votes, accounting for 0.026098%; votes with no comment was 0 votes, representing 0%.

(i2). Approval of the amendments and supplements to the Regulations on the Operation of the Company's Board of Directors:

- Number of valid votes: 160,934,739 votes, accounting for 100% of shares attending;
- Number of invalid votes: 0 votes, accounting for 0% of shares attending;

Voting results: The number of agreed votes was 160,892,739 votes, representing 99.973902%; disagreed votes was 42,000 votes, accounting for 0.026098%; votes with no comment was 0 votes, representing 0%.

j. Approval of the Proposal on the issuance of Regulations on procedures and order for convening and voting at the Company's General Meeting of Shareholders:

Specifically: Approval of the Regulations on procedures and order for convening and voting at the Company's General Meeting of Shareholders as the attached Proposal and the draft document. To authorize the competent person(s) to sign and issue the

Regulation on procedures and sequences for convening and voting at the Company's General Meeting of Shareholders approved by the General Meeting of Shareholders.

With the voting results as follows:

- Number of valid votes: 160,934,739 votes, accounting for 100% of shares attending;
- Number of invalid votes: 0 votes, accounting for 0% of shares attending;

Voting results: The number of agreed votes was 160,892,739 votes, representing 99.973902%; disagreed votes was 42,000 votes, accounting for 0.026098%; votes with no comment was 0 votes, representing 0%.

V. Contents approved by the General Meeting of Shareholders:

1. Approval of the Board of Directors' Report on the Company's business management in 2025, the governance and the performance of the BOD and its members in 2025, and the business orientation in 2026 with an approval rate of **100%** of the total agreed votes by all shareholders attending and voting at the Meeting.
2. Approval of the Board of Supervisors'(BOS) Report on its activities and the results of its assigned duties and powers in 2025, and orientation for 2026 with an approval rate of **100%** of the total agreed votes by all shareholders attending and voting at the Meeting.
3. Approval of 2025 Audited Financial Statements with an approval rate of **100%** of the total agreed votes by all shareholders attending and voting at the Meeting.
4. Approval of the Proposal for approval of the 2025 Profit Distribution Plan with an approval rate of **100%** of the total agreed votes by all shareholders attending and voting at the Meeting.
5. Approval of the Proposal for 2026 Business Plan, Profit and Dividend with an approval rate of **100%** of the total agreed votes by all shareholders attending and voting at the Meeting.
6. Approval of The Proposal for selection of an Independent auditor to review/audit the Financial Statements and the semi-annual/annual Financial Safety Ratio Report of the Company for 2026 with an approval rate of **99.973902%** of the total agreed votes by all shareholders attending and voting at the Meeting.
7. Approval of the Proposal on the total remuneration, bonuses and other benefits of the Board of Directors, and the salary, remuneration, bonuses, other benefits and operating budget of the Board of Supervisors in 2026 with an approval rate of **99.994532%** of the total agreed votes by all shareholders attending and voting at the Meeting.

8. Approval of the Proposal on plan of increasing charter capital through the issuance of shares for dividend payments of the Company with an approval rate of **99.973902%** of the total agreed votes by all shareholders attending and voting at the Meeting.

9. Approval of the proposal for amending and supplementing the Charter on Organization and Operation, and Regulation on Operation of the Board of Directors of the Company, specifically:

   9.1. Approval of the amendments and supplements to the Company's Charter on Organization and Operation with an approval rate of **99.973902%** of the total agreed votes by all shareholders attending and voting at the Meeting.

   9.2. Approval of the amendments and supplements to the Regulations on the Operation of the Company's Board of Directors with an approval rate of **99.973902%** of the total agreed votes by all shareholders attending and voting at the Meeting.

10. Approval of the Proposal on the issuance of Regulations on procedures and order for convening and voting at the Company's General Meeting of Shareholders with an approval rate of **99.973902%** of the total agreed votes by all shareholders attending and voting at the Meeting.

VI. Content arising outside the approved Agenda:

None.

VII. Approval of the Minutes and Resolutions of the AGM:

These Minutes and the Draft Resolution of the 2026 Annual General Meeting of Shareholders were read to the entire AGM and voted for approval.

The AGM voted to approve the Minutes and the Draft Resolution of the 2026 Annual General Meeting of Shareholders.

Voting results to approve the Minutes of the 2026 Annual General Meeting of Shareholders: Total number of voting shares of shareholders attending and voting is: 160,937,846 votes. The number of valid votes is 160,937,846 votes, representing 100%; invalid votes are 0 votes, accounting for 0%. The number of agreed votes is 160,937,846 votes, representing 100%; disagreed votes are 0 votes, accounting for 0%; votes with no comment are 0 votes, representing 0%.

Voting results to approve the Draft Resolution of the 2026 Annual General Meeting of Shareholders: Total number of voting shares of shareholders attending and voting is: 160,937,846 votes. The number of valid votes is 160,937,846 votes, representing 100%; invalid votes are 0 votes, accounting for 0%. The number of agreed votes is 160,937,846 votes, representing 100%; disagreed votes are 0 votes, accounting for 0%; votes with no comment are 0 votes, representing 0%.

This Minutes was prepared at 11:30 A.M on April 21, 2026 immediately after the conclusion of the 2026 Annual General Meeting of Shareholders of VietinBank Securities Joint Stock Company

SECRETARY		ON BEHALF OF GENERAL MEETING OF SHAREHOLDERS CHAIRPERSON
		S.G.P: 133 - C.T.C.P CÔNG TY CỔ PHẦN CHỨNG KHOÁN VIETINBANK P. XUÂN ĐỈNH - T.P HÀ NỘI
Dao Duc Thinh	**Le Mai Khanh**	**Tran Phuc Vinh**

Attached documents:

- Report on the results of the Shareholder eligibility verification;
- Regulations on organizing the 2026 AGM;
- Reports, Proposals for the 2026 AGM and attached documents;
- Minutes of the vote counting;
- Appendix of Discussion Contents at the 2026 Annual GMS;
- Other relevant documents.

APPENDIX

CONTENTS OF DISCUSSION AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

(Attached to the Meeting Minutes of the 2026 Annual General Meeting of Shareholders No. 01/2026/BBH-ĐHĐCĐ-VBSE dated April 21, 2026, of VietinBank Securities Joint Stock Company)

QUESTIONS FROM DELEGATES AND SHAREHOLDERS:

1. **Regarding the Carbon Market:** The carbon market is a nascent field expected to see participation from major financial institutions, including international securities firms and domestic financial organizations. What does VBSE identify as its core competitive advantages to effectively approach and serve the group of key emitting enterprises? Furthermore, how does VBSE expect this business segment to contribute to the Company's revenue structure and profit in the coming period?

2. **Regarding Treasury Activities**: This segment remains a major contributor to VBSE's revenue; however, a significant decline was recorded in 1st Quarter of 2026. Could the Board of Management share the underlying reasons for this drop and the outlook for the upcoming quarters?

3. **Regarding Brokerage and Margin Loan activities:** What is the Company's strategy for these segments given the current environment of intense competition and rising interest rates?

4. **Regarding Market Liquidity:** What is the Board's assessment of market liquidity for the remainder of this year?

5. **Regarding the 2026 Profit Plan:** Following the highly positive results in 2025, why is the 2026 target more conservative, with a Profit Before Tax (PBT) set at VND 454 billion? Looking ahead, what will be the primary growth drivers for VBSE in 2026—Brokerage, Margin Lending, or Proprietary Trading?"

6. **Regarding Charter Capital Scale:** Currently, a charter capital of VND 10,000 billion has become the common benchmark for securities companies in the market. Given VBSE's current capital scale, what "niche markets" or points of differentiation has the Board of Management identified to help VBSE outperform securities companies within the same capital tier?

RESPONSES FROM THE AGM'S PRESIDING COMMITTEE:

1. Regarding the Carbon Market:

***Mr. Vu Duc Manh – Member of the Board of Directors cum General Director*:**

- VBSE will be one of the first securities companies to participate in the emission quota and carbon credit market. In the initial phase, the carbon market will prioritize transparency and standardization; based on this, VBSE has clearly defined its role around three key advantages:

+ **Firstly, regarding depository and payment infrastructure:** VBSE approaches emission quota products as financial assets that require strict management. Accordingly, the Company has proactively finalized a depository and payment system that meets standards and ensures accuracy. This will assist enterprises with needs for emission quota trading or carbon credit transactions in minimizing discrepancy risks when reporting to Regulatory Authorities, while creating a stable operating platform from the very first stage. In reality, as this is a relatively new market, participating enterprises will require training and guidance during the initial phase and throughout the asset management process to enhance efficiency, meet State requirements on emissions and quotas, and simultaneously reduce financial costs or increase profits from trading these quotas.

+ **Secondly, regarding the role as an operational bridge:** In practice, the major challenge for enterprises lies not in trading demand but in technical processes and compliance. Consequently, VBSE will support enterprises throughout the journey, from opening accounts at the VSDC to executing transactions on the system.

+ **Thirdly, regarding resource and cost optimization:** Instead of fragmented investment, VBSE will leverage and adjust existing infrastructure specifically to serve emission quota and carbon credit trading. This approach helps VBSE optimize operating costs, thereby providing services at competitive fee levels while still ensuring quality and efficiency.

- **Regarding revenue and profit orientation:** In the initial phase, VBSE prioritizes building the platform and customer database over maximizing short-term profits. As mentioned, this is a new market and profits may not yet be as significant as traditional business segments; however, VBSE as a financial institution and a subsidiary of VietinBank will provide comprehensive services to help customers comply with legal regulations and move toward accessing green, sustainable capital sources. As the market gradually matures in terms of legal framework and liquidity, the carbon segment is expected to become a meaningful supplementary revenue stream and open opportunities for developing green financial services in the long term.

In summary, VBSE aims to become one of the first and most reliable providers of emission quota and carbon credit trading infrastructure, laying the foundation to expand into value-added services as the market enters new development stages.

2. Regarding Treasury Activities:

Mr. Tran Phuc Vinh – Chairman of the Board of Directors:

- In 1st Quarter of 2026, the market faced significant headwinds as the banking system experienced liquidity strains. Rising interbank and lending rates have broadly impacted the economy, particularly credit-dependent enterprises.
- As a prominent market participant with substantial leverage and high credit limits, VBSE is currently partnered with approximately 51 banks and institutions, with a total credit facility up to VND 35,000 billion. Leveraging this large capacity, the Company consistently strives to optimize funding costs, which resulted in the strong performance of our Treasury Activities segment in 2025.
- Since the beginning of 2026, tighter credit controls have restricted capital disbursement, coupled with rapidly rising interest rates. In response, the Company proactively scaled back its treasury operations, prioritizing liquidity as its top mandate,

which consequently impacted this segment's results in 1st Quarter of 2026. However, as liquidity pressures ease and interest rates stabilize, VBSE will deploy optimized products accordingly. We remain confident that Treasury Activities will continue to be a core strength of the Company in the foreseeable future.

3. **Regarding Brokerage and Margin Lending:**

Mr. Tran Phuc Vinh – Chairman of the Board of Directors:

- VBSE offers highly competitive and preferential margin lending rates compared to the market. We aim to aggressively expand our brokerage and margin segments to grow market share and enhance profitability. In 2025, our average margin balance grew robustly, maintaining levels between VND 4,200 and 4,500 billion, occasionally reaching full capacity.
- It can be said, VBSE's brokerage and margin loan activities achieved significant expansion in 2025. We will continue to to sustain this momentum in 2026 based on the following foundation: (1) Consistently offering competitive margin rates; (2) Effectively implementing client development partnerships with attractive collaborator commissions; (3) Continuously elevating the quality of our advisory and research services; and (4) Leveraging our newly upgraded App/Web Trading platforms launched in late 2025, which offer enhanced interactivity and new utilities. Furthermore, our 2026 strategy focuses on integrating more digital products into our brokerage operations to sharpen our competitive edge in the current digital transformation landscape.

4. **Regarding Market Liquidity:**

Mr. Tran Phuc Vinh – Chairman of the Board of Directors:

- In the Board's report on our 2026 business orientation, we assigned a 60% probability to a positive scenario, contingent upon specific conditions. However, the current global geopolitical instability particularly the unpredictable developments surrounding the U.S. - Iran conflict has a comprehensive impact on the economy.
- Market liquidity will be heavily dictated by the outcome of this conflict. In 1st Quarter of 2026, daily trading volume hovered around VND 20-30 trillion per session. Accurate liquidity forecasts will only be possible once there are positive signals regarding these geopolitical tensions. While Vietnam's market has been upgraded, foreign capital inflows typically experience a time lag. Furthermore, the fundamental strength of domestic enterprises is crucial to restoring investor confidence, which will ultimately accelerate the improvement of market liquidity.

5. **Regarding 2026 Profit Plan:**

Mr. Tran Phuc Vinh – Chairman of the Board of Directors

- 2025 was a highly favorable year for the securities industry, with widespread reporting strong financial performance. At VBSE, thanks to accurate market forecasts and strategic orientation from the outset, the Company achieved exceptional growth, marking the highest profit in our 25-year history.

- For 2026, the Board of Directors and Management have adopted a conservative business plan, aligning closely with market dynamics to ensure feasibility. Based on a comprehensive analysis of macroeconomic factors, geopolitical climate, and growth prospects, VBSE has set a profit before tax target of VND 454 billion.This target aims for market stability rather than the extraordinary surge witnessed in 2025.
- Furthermore, the 2026 market and economic landscape present visible challenges. Despite expectations for double-digit economic growth, these difficulties remain palpable. The fulfillment of our 2026 objectives depends heavily on the broader economy. In fact, beyond our core brokerage segment, the stock market in 1st Quarter of 2026 has been characterized by caution, with a more open outlook anticipated for 2nd Quarter and 3rd Quarter. Meanwhile, for advisory services and proprietary trading, our success is contingent upon the fundamental health of businesses across the market. While double-digit growth is targeted, achieving a comprehensive market recovery remains challenging. Therefore, the Company has prudently set the 2026 profit target at VND 454 billion.
- The primary growth drivers for 2026 of the Company, as previously discussed, include brokerage, margin loan activities, and fee-based services, alongside proprietary trading. Regarding proprietary trading, by leveraging the VietinBank ecosystem, the Company can capitalize on an extensive client base and robust appraisal capabilities to enhance investment efficiency, Closely monitor the market and the company's core operations, thereby optimizing profits based on tight and effective risk management..

6. **Regarding Charter Capital Scale:**

Mr. Tran Phuc Vinh – Chairman of the Board of Directors:

- VBSE's current equity is approximately VND 2,900 billion, placing it in the mid-range group of securities companies. Accordingly, the Company faces capital increase pressures similar to other securities firms today, and the need to increase capital is always a top priority for the Company. However, the Company's ownership structure includes a 75.6% stake held by the parent bank- VietinBank; therefore, the Company's capital increase process will follow a roadmap and requires approval of the licensing procedures of VietinBank as well as the State Bank of Vietnam. Specifically, regarding the capital increase roadmap, the Company will submit a proposal to VietinBank to select the appropriate option and will report to and seek opinions from shareholders.
- Regarding the Company's points of differentiation in the market:

+ Despite a modest charter capital base, VBSE maintains quite favorable profitability performance; the average ROE (Return on Equity) ratio in recent years has consistently been among the top securities companies. Specifically in 2025, the Company's ROE ranked second in the market. This result demonstrates the ability to use capital effectively and reflects the Company's capacity to generate profits for shareholders.

+ Operating within the VietinBank ecosystem allows VBSE to capitalize on unparalleled resources, including a massive clients data and excellent macro/microcorporate and market information systems. Furthermore, the network of Vietnam Joint Stock Commercial Bank for Industry and Trade (VietinBank) branches

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spanning from North to South creates favorable conditions and a competitive edge for the Company to reach both corporate and individual customers to offer products and services. The Company also receives specific directional information from the parent bank regarding business activities each year. On that basis, the Company has been leveraging these advantages effectively, implementing plans closely to fulfill the targets assigned by the General Meeting of Shareholders.

7. Regarding Products and Utilities:

Mr. Vu Duc Manh – Member of the Board of Directors cum General Director:

- At VBSE, we are currently promoting the brokerage segment and providing services for investors. When coming to VBSE, customers can not only trade stocks, but the Company has been and will continue to be a distribution agent for many fund certificates from leading investment funds in the market.
- Additionally, VBSE provides a variety of short-term and long-term financial services to meet customer needs. For customers seeking safe, short-term trading with higher returns than traditional savings products, the Company offers products related to listed bond trading and centralized trading on the HNX and/or secondary capital-raising bonds of VietinBank. For corporate clients, VBSE is leading the IB (Investment Banking) market in supporting enterprises with capital mobilization activities through forms such as issuing shares, bonds, and especially convertible bonds, to gradually help businesses reduce dependence on short-term bank loans. Furthermore, the Company is fortifying its role in bond underwriting and distribution, bridging the gap between issuers and investors.
- Regarding the trading system, VBSE is integrating numerous products and services into Application /Web Trading with real-time data so that customers can search for market investment opportunities during sessions, analyze cash flows, monitor investment trends, and extend online money transfer/withdrawal times after hours for investors.

Accordingly, the Company identifies that the two core segments for VBSE in 2026 and subsequent years will remain Brokerage, Margin loan activities and IB services.

REPORT OF
THE BOARD OF DIRECTORS

2026

Submitted to: General Meeting of Shareholders of VietinBank Securities Joint Stock Company

The Board of Directors (BOD) of VietinBank Securities Joint Stock Company (the Company/VBSE) respectfully submit the following report to the Valued shareholders:

- Assessment of the Company's business management activities in 2025;
- Governance and performance of the BOD and BOD members in 2025;
- Business orientation for 2026.

OVERVIEW OF THE STOCK MARKET IN 2025:

2025 continued to be a challenging year for the global economy and stock markets in general, as well as for Vietnam in particular. The market was heavily impacted by domestic and international events, notably the U.S. implementation of reciprocal tariffs on all global economies starting April 5. Additionally, the monetary easing process by the Federal Reserve (FED) and other major central banks (ECB, BoE, BoC, RBA) proceeded slower than anticipated. Persistent inflation, which remained above target levels, dampened consumer demand in Vietnam's kcy export markets. Furthermore, geopolitical conflicts and the relative inefficiency of China's real estate stimulus packages fueled investor concerns regarding global economic growth. The market recorded several positive signs in 2025 such as Vietnam swiftly reached a bilateral agreement with the U.S. regarding reciprocal tariffs and successfully achieved an annual GDP growth target of 8%. Notably, FTSE announced the reclassification of Vietnam to Secondary Emerging Market status, although a criteria re-evaluation is scheduled for March 2026. Conversely, the Victnam Stock Market continued to face downward pressure from macroeconomic volatility such as domestic gold prices repeatedly shattered historical peaks due to global geopolitical instability, prompting the State Bank of Vietnam (SBV) to accelerate the establishment of a gold trading exchange and abolish the monopoly on SJC gold bars. Furthermore, liquidity constraints within the banking system resurfaced, leading commercial banks to collectively hike deposit interest rates starting in November 2025.

Under these influences, the Vietnam stock market in 2025 exhibited highly unpredictable movements. The VN-Index recorded a modest gain of approximately 40 points from late December 2024 to late March 2025, before plunging to 1,073.61 points on April 9 following the U.S. tariff announcement. However, the index maintained a sustained recovery for the remainder of the year, closing at 1,784.49 points—a 40.87% increase compared to the 2024 close (1,266.78 points). As of year-end 2025, the market capitalization of the VN-Index reached VND 8.31 quadrillion, up 59.57% year-over-year. Market liquidity also surged, with an average daily trading volume of 993.69 million shares (+35.7% vs 2024) and an average daily trading value of VND 26,457.96 billion (+42.1% vs 2024).

Regarding newly opened accounts, the number of new trading accounts showed robust growth. In 2025, domestic investors opened nearly 2.6 million new accounts (increase of 28.3% compared to 2024), while foreign investors added nearly 2,400 accounts. This brought the total number of accounts in the Vietnamese market to over 11.87 million as of December 31, 2025 (increase of 27.6% compared to 2024).

Regarding foreign investor trading activities, net foreign selling on HOSE reached a record VND 125,261.09 billion in 2025, significantly higher than the net sell value of VND 90,269.03 billion in 2024. This persistent selling pressure throughout the year was primarily driven by exchange rate volatility, as the USD/VND rate surged to a new historical high of 26,500.

I. ASSESSMENT OF COMPANY BUSINESS MANAGEMENT IN 2025

1. Business Operations

By the end of 2025, the Company's total revenue and other income reached VND 2,099.15 billion, while pre-tax profit amounted to VND 714.65 billion, reflecting a 148.67% increase from 2024, and achieving 240.30% of the pre-tax profit of 2025 assigned by the General Meeting of Shareholders (GMS) (VND 297.4 billion), After-tax profit reached VND 577.37 billion, marking a 149.85% increase from 2024. Specifically :

Unit: VND

No.	Items	Implementation		Implementation rate in 2025 compared to 2024
		2025	2024	
I	**Revenue**	**2,098,458,761,735**	**1,036,052,431,257**	**202.54%**
1.1	Gain from financial assets at fair value through profit/loss (FVTPL)	1,170,380,444,790	391,767,991,951	298.74%
1.2	Gain from available-for-sale (AFS) financial assets	79,861,979,479	64,879,576,528	123.09%
1.3	Gain from loans and receivables	434,202,879,200	319,637,893,115	135.84%
1.4	Gain from held–to–maturity (HTM) investments	179,953,509,828	119,525,223,514	150.56%
1.5	Revenue from securities brokerage services	180,787,476,455	105,190,238,623	171.87%
1.6	Revenue from underwriting and securities issuance agent services	3,202,727,273	1,120,000,000	285.96%
1.7	Revenue from financial advisory services	21,603,874,720	8,865,183,340	243.69%

No.	Items	Implementation		Implementation rate in 2025 compared to 2024
		2025	2024	
1.8	Revenue from securities investment advisory services	290,000,000	-	-
1.9	Revenue from securities depository services	12,793,796,811	12,989,457,983	98.49%
1.10	Other operating income	12,765,257,761	8,271,188,358	154.33%
1.11	Financial income	2,616,815,418	3,805,677,845	68.76%
II	**Other income**	**689,080,327**	**2,791,736,431**	**24.68%**
III	**Expenses**	**1,384,494,990,127**	**751,452,642,910**	**184.24%**
3.1	Operating expenses + General and Administrative expenses	1,009,745,727,382	494,594,610,512	204.16%
3.2	Financial expenses	374,534,256,246	256,343,679,748	146.11%
3.3	Other expenses	215,006,499	514,352,650	41.80%
IV	**Total accounting Profit Before Tax**	**714,652,851,935**	**287,391,524,778**	**248.67%**
4.1	Realized profit	768,601,967,436	301,723,136,270	254.74%
4.2	Unrealized profit	(53,949,115,501)	(14,331,611,492)	376.43%
V	**Accounting Profit After Tax (*)**	**577,371,584,960**	**231,086,774,298**	**249.85%**
5.1	Realized profit	616,832,933,233	242,552,063,493	254.31%
5.2	Unrealized profit	(39,461,348,273)	(11,465,289,195)	344.18%

(Source: The Company's audited financial statements in 2025)

(*) According to the accounting standards applicable to securities companies issued by the Ministry of Finance under Circular No. 210/2014/TT-BTC dated December 30, 2014, and Circular No. 334/2016/TT-BTC dated December 27, 2016, amending and supplementing Circular No. 210/2014/TT-BTC.

2. Evaluation of Main Business Operations

The Company's achievements in 2025 as mentioned above mainly stem from its core business activities: securities investment and treasury activities, brokerage and margin lending activities, corporate finance advisory services and securities agent and underwriting services. Specifically:

2.1. Securities Investment and Treasury Activities

Proprietary Investment Activities: In 2025, the stock market experienced complex fluctuations in different phases. Accordingly, the Company closely followed its business strategy established at the beginning of the year, controlling the reduction in the size of its stock portfolio, strengthening risk management, and investing safely and effectively. Profits from financial assets recognized through profit/loss reached VND 1,170.38 billion, and profits from financial assets available for sale reached VND 79.86 billion. In 2025, the Company continued its corporate bond investment activities with a total par value of newly acquired bond reaching VND 628 billion. The value of the corporate bond portfolio (including listed and unlisted bonds) reached VND 772.26 billion at cost as of December 31, 2025, increase 6.47% compared to the beginning of the period. At the same time, the Company intensified its bond underwriting activities, with the value of bonds underwritten during the year reaching VND 308 billion, collecting underwriting fees of VND 2.61 billion.

Treasury Activities: In 2025, the Company effectively implemented, ensuring liquidity to serve business operations while optimizing capital costs in the context of the financial market continuing to suffer many fluctuations when global interest rates remain high, the VND/USD exchange rate fluctuates greatly, gold prices increase, and the economic environment still has many challenges. By the end of 2025, the Company has established and expanded relationships with more than 50 credit institutions and financial institutions, domestic and foreign enterprises. The total credit limit, loan limit, and guarantee granted by the Company on December 31, 2025, which converted into VND, amounted to over VND 33 billion. In addition, the Company also actively implemented capital business plans to contribute to increasing revenue and profits achieved in the year.

2.2. Brokerage and Securities Margin Lending Activities

In 2025, the Company continued to strengthen its securities brokerage and margin lending activities with relatively positive results. Total revenue from brokerage activities across the Company in 2025 reached VND 180.79 billion, representing a significant increase of 71.87% compared to 2024. Interest income from margin lending amounted to VND 419.3 billion, up 36.59% year-on-year.

The company consistently prioritizes strict risk management in its margin lending activities, ensuring compliance with margin lending limits as stipulated by the State Securities Commission. Through prudent portfolio management, flexible adjustments to market developments, and the application of preferential fee programs and policies, the Company's margin loan balance at the end of 2025 recorded strong growth, rising 53.2% compared to the end of 2024, reaching VND 4,892.466 billion.

2.3. Corporate Financial Advisory and Securities Issuance Agent Services

In 2025, the Company's corporate finance advisory services achieved significant breakthroughs. Revenue from financial advisory and securities issuance agent services across the Company reached nearly VND 22.2 billion, increase 122.3% compared to 2024. Of this, revenue from financial advisory services reached VND 21.6 billion, up 143.69%, while revenue from securities issuance agent services reached VND 0.59 billion.

Corporate financial advisory and securities issuance agent services of the Company recorded exceptional revenue growth in 2025, driven by the completion of several high-value mandates and the development of a high-quality client base. These achievements have not only enhanced sustainable core values but also established significant expansion potential for the coming years.

Furthermore, the Company's unceasing efforts to adapt to market shifts and seize emerging opportunities, coupled with enhanced service execution capabilities and a market rebound in the second half of the year, marked a profound transformation for this segment in 2025.

3. Evaluation of Support Activities and Risk Management

3.1. Research, Analysis, and Product Development Activities

In 2025, the Company's research, analysis, and product development activities continued to deliver valuable market reports and investment recommendations, as well as in-depth analytical reports with strategic orientation, supporting brokerage operations and other internal business units. Furthermore, product development activities were significantly intensified through several key initiatives: (i) The upgrade of the Mobile Trading and Web Trading platforms with enhanced features and user experience; (ii) Compliance testing, system conversion, and official integration and deployment of the KRX system, along with core system upgrades, migrations, and rebranding efforts; (iii) Other strategic activities, such as market research for new products and the implementation of marketing campaigns (notably the 'Double Offer' program celebrating the Company's 25th Anniversary, integrated with VietinBank's retail division to promote the program on the VietinBank iPay application). These effort contributed to enhancing the Company's brand recognition while attracting new customers or encouraging continued account activity.

3.2. Accounting and Financial Management

The Company's financial accounting management activities in 2025 continued to ensure tight coordination among internal units in the monitoring and recording assets, liabilities, investment activities, and overall business performance in a full, timely, accurate, and transparent manner, as well as customer deposit balances related to securities trading in compliance with applicable regulations. All accounting data is centrally updated, stored, and monitored within the Company's operational systems, optimizing internal controls and streamlining periodic data retrieval. Additionally, the financial accounting worked in 2025 closely supported and coordinated with internal units to regulate and balance capital, ensure safe and stable liquidity, and meet financial safety ratios as prescribed by law.

3.3. Information Technology Activities

In 2025, alongside ensuring stable, secure, and uninterrupted IT operations, the Company successfully implemented several pivotal projects. Key milestones included upgrading the Securities Core system to meet the new Core requirements-based on KRX model of the stock exchanges, deploying next-generation web and mobile trading platform for investors, and enhancing the Company's corporate website, as well as implementing the Security Operations Center (SOC), along with comprehensive information security assessments significantly elevated service quality and customer experience. In addition, the Company synchronized multiple infrastructure upgrades to not only fulfill regulatory criteria but also bolster processing capacity and system-wide security. Furthermore, the Company also maintained close collaboration with the Vietnam Joint Stock Commercial Bank for Industry and Trade (VietinBank) in implementing initiatives related to IT infrastructure connectivity, supporting Certificate of Deposit (CD) trading on the iPay platform, as well as enhancing customer data integration and sharing.

3.4. Internal Control Inspection and Risk Management

In 2025, the Company maintained its risk management framework based on the Three Lines of Defense model. We strictly executed every phase of the risk management cycle, including identification, measurement, monitoring, control, mitigation, and reporting of material risks that could impact on the Company's operations and client interests. Risk management is constantly being enhanced and always goes hand in hand with business activities, early detection of many potential risks, and providing risk warnings, thereby helping VBSE proactively prevent and minimize possible losses. The Company's Executive Board and risk control lines regularly assess risks in investment activities, treasury activities margin lending, due/overdue debts, risks in transactions/operations, risks in new products to provide warnings and balanced and effective risk management measures.

3.5. Organization, labor and salary management

In 2025, the Company will continue to prioritize human resource development, focusing on recruiting high-caliber talent while implementing strategic appointments, transfers, and internal rotations. These efforts aimed to streamline the organizational structure and meet the operational and strategic requirements of various units. Training and development initiatives were intensified through both internal programs and specialized external courses, significantly elevating the professional expertise, management skills, and overall productivity of our workforce.

The Company's compensation policy remains performance-driven, based on Key Performance Indicators (KPIs) to ensure equity and transparency while aligning rewards with individual competence and contribution. Furthermore, we consistently review and enhance our remuneration mechanisms to attract and retain top-tier talent, establishing a solid foundation for long-term stability and sustainable growth.

3.6. Administrative Management

In 2025, administrative management activities were organized effectively, ensuring timely support for the Company's business operations. Our facilities, machinery, equipment, and operational tools were invested in, upgraded, and maintained periodically, significantly contributing to enhanced operational efficiency.

The Company consistently maintained high standards of security and safety at its headquarters and subordinate units. Fire prevention and fighting (FPF) measures were fully implemented in strict compliance with legal regulations, guaranteeing a safe and stable working environment for all employees.

4. Social welfare work

In 2025, VBSE continues to affirm its commitment to social responsibility by maintaining and implementing many practical social welfare activities. The Company contributes to social and charitable funds and actively participates in community support programs through the activities of the Trade Union and the Youth Union

In addition, the Company proactively participates in and initiates meaningful charitable programs, aiming for long-term values, contributing to enhancing the brand image and reputation, and promoting sustainable development of the community and society, specifically:

- In collaboration with the Hanoi City Youth Union, the Company organized the "March at the Border" program in Thanh Thuy Commune, Vi Xuyen district, Ha Giang province - a meaningful initiative aimed at supporting border communities.
- Organization of the "Return to the Roots- Journey to Uncle Ho's Homeland" program in Nghe An for Party members and outstanding individuals.
- Recognition of certificates for positive contributions in supporting patients in difficult circumstances and for accompanying the hospital in spreading humanitarian values to the community at the "Ceremony commemorating Vietnam Social Work Day (March 25) - Gratitude to benefactors" organized by the Social Work Department of the National Hospital of Acupuncture.
- Proactive and direct coordination with the National Institute of Hematology and Blood Transfusion to organize a blood donation drive at the Company.
- Collaboration with VietinBank to organize the groundbreaking ceremony for the "VietinBank accompanies you" project at Van Vu Semi-Boarding Ethnic Minority Secondary School (Na Ri district, Bac Kan province - now part of Thai Nguyen province).
- In coordination with the Executive Committee of the Youth Union of the Corporate Customer Sector and VietinBank Branches to organize a flower-laying and incense-offering ceremony at Ngoc Hoi Martyrs' Cemetery, Hanoi, to commemorate the 78th anniversary of the War Invalids and Martyrs' Day (July 27, 1947 - July 27, 2025).
- Donation of VND 100,000,000 to support residents of Da Nang City affected by floods and storms (through the Vietnam Fatherland Front Committee of Da Nang City).

5. Other Contents

- In addition to the activities mentioned above, in 2025 the Company successfully changed its name from Vietnam Bank for Industry and Trade Securities Joint Stock Company to VietinBank Securities Joint Stock Company, launched a new logo and brand identity with the brand name VBSE. This transformation marked a significant milestone in repositioning the Company's brand, reflecting a renewed strategic mindset and the ambition to build a dynamic, professional image aligned with international standards.
- VBSE's achievements in 2025 were also recognized through a Certificate of Merit from the Chairman of the State Securities Commission in recognition of its contributions to the development of Vietnam's stock market in 2025; the title of " Outstanding Unit in Task Fulfillment 2025" awarded by VietinBank; and the Top 500 Fastest Growing Enterprises in Vietnam (FAST500) award announced by Vietnam Report in collaboration with VietnamNet.
- In 2025, the Company did not implement any corporate bond issuance

II. CORPORATE GOVERNANCE AND PERFORMANCE OF THE BOARD OF DIRECTORS AND ITS MEMBERS IN 2025

At VietinBank Securities Joint Stock Company, based on the established business orientations and the overall objectives for 2025, as well as thc business plans and targets assigned by the General Meeting of Shareholders (GMS), and taking into account actual market developments and forecasts, the Board of Directors (BOD), its members, and the Board of Management (BOM) have consistently worked together, actively leveraging their leadership roles to drive the Company's business activities efficiently and safely. Accordingly, in 2025, the BOD has directed the Board of Management and various internal departments to continue strengthening cross-selling of products and services, enhancing the exploitation of VietinBank's ecosystem to develop customer bases, and increasing the Company's revenue and profits. At the same time, core business activities have been further promoted, including maximizing market opportunities for proprietary trading in stocks and bonds while maintaining strict and effective portfolio risk management. Additionally, the Company has continued to expand its brokerage services and margin lending activities (with the average margin loan balance in 2025 increasing sharply by 46.63% compared to the 2024 average, Margin loan balance in 2025 is projected to reach VND 4,892.5 billion (an increase of +53.2% compared to 2024)). Furthermore, under the guidance, leadership, and support of the BOD and its members, as well as the concerted efforts of the Board of Management and internal departments , the Company has continued to expand its relationships with domestic and international financial institutions and enterprises in 2025 to promptly meet capital needs for business activities at a reasonable funding cost despite the upward trend in interest rates in the latter part of the year, the Company's liquidity remained stable and secure throughout 2025. In parallel with promoting business activities, the BOD has also instructed the Board of Management and internal departments to strengthen risk control across all operations, ensuring that no major risks arose during the year. The Company has continued to enhance audit, inspection, and control activities while maintaining and improving the review, amendment, supplementation, and completion of internal policy and regulatory documents. Additionally, the BOD has directed efforts towards human resource development, streamlining, innovation, and improving workforce quality, as well as promoting digital transformation and ensuring the security and safety of the Company's IT systems. Overall, all aspects of the Company's activities in 2025 have received close attention and proactive guidance from the BOD and its members. The tasks assigned by the GMS have been fully implemented by the BOD.

Specifically:

1. Performance of the Board of Directors and Its Members Based on Assigned Functions and Responsibilities:

1.1. The Board of Directors (BOD) is responsible for the overall leadership of all activities in accordance with the functions, duties, and powers prescribed by law and the Company's Charter of Organization and Operations (Company's Charter).

1.2. Based on the Company's 2025 business plan targets approved by the General Meeting of Shareholders (GMS), the BOD has set operational goals, approved the allocation of business targets to different departments, and supervised the implementation to ensure the plan is not only met but exceeded.

1.3. In 2025, BOD held 32 in-person meetings, with 100% attendance from all BOD members. These included at least one regular meeting per quarter and extraordinary meetings as necessary to address arising issues , Through these meetings, the BOD promptly grasped the Company's business operations, corporate governance, and risk management, supervised, and directed the CEO and executives in handling work matters, provided timely solutions for operational challenges, and oversaw risk management, internal control, and internal audit processes. These efforts have contributed to enhancing the Company's business performance. BOD members actively participated in meetings, thoroughly researched and provided input on decision-making processes, and approved resolutions with a strong sense of responsibility.

All BOD meetings were convened and conducted with a specific, legally compliant schedule, adhering to the procedures outlined in the Company Charter, Internal Corporate Governance Regulations, and BOD Operational Regulations. Meeting agendas were actively discussed, and BOD members provided their opinions. For contents requiring deliberation and voting, the BOD Chairman ensured all members were consulted in compliance with the regulations.

In addition to in-person meetings, the Chairman of BOD also sought opinions from BOD members in writing for resolutions, leading to the issuance of 210 resolutions through this method.

In total, the Company's BOD issued 242 resolutions in 2025.

Detailed information regarding BOD meetings, resolutions issued in 2025, and corporate governance contents has been presented in the Company's 2025 Corporate Governance Report and disclosed to all shareholders, investors, and regulatory authorities in accordance with securities market disclosure regulations.

1.4. Activities of the Independent BOD Member and Evaluation of the BOD's Performance by the Independent BOD Member:

At the Company's 2025 Annual General Meeting of Shareholders (AGM) held on April 24, 2025, the GMS approved the dismissal of Ms. Pham Thi Huyen Trang from her position as BOD's independent member, effective from April 24, 2025, and additional election of Mr. Pham Viet Hung as an Independent member of the Company's BOD, accordingly:

- From January 1, 2025, to April 23, 2025, the Independent BOD member was Ms. Pham Thi Huyen Trang.
- From April 24, 2025, to December 31, 2025, the Independent BOD member was Mr. Pham Viet Hung.

Throughout 2025, in addition to fulfilling the general duties and responsibilities of a BOD member, both Ms. Pham Thi Huyen Trang and Mr. Pham Viet Hung, in their capacity as independent BOD members, performed their supervisory roles in accordance with legal regulations, ensuring the protection of shareholders' interests. They fully attended and actively contributed independent opinions at all BOD meetings and written consultations, with a 100% participation rate in voting. The independent BOD members also proactively provided suggestions and recommendations regarding the Company's business operations, risk management, and governance.

According to the independent BOD member's general assessment:

- In 2025, the BOD actively and responsibly executed and supervised the implementation of resolutions and decisions of the GMS and BOD. The BOD fulfilled its rights, obligations, and responsibilities as stipulated by law, the Company's Charter, the Internal Corporate Governance Regulations, and the BOD Operational Regulations. Discussions in BOD meetings were transparent, independent, and constructive, with input from all members being considered.
- The BOD directed and supervised the Board of Management in developing medium-term strategies and business plans, ensuring operational targets were aligned with the objectives approved by the GMS while safeguarding shareholder interests, company benefits, employee rights, and customer rights.
- The BOD focused on enhancing cross-selling efforts to maximize the benefits of the parent bank's ecosystem, strengthening the core product and service offerings aligned with market trends and the Company's strategic direction, such as securities brokerage, margin lending, treasury activities, and corporate financial advisory, etc. It also continued to maintain and optimize operational efficiency and risk management.
- The BOD and the Board of Management held regular and ad-hoc meetings to monitor the Company's performance, ensure the execution of business plans, and address operational challenges in a timely manner. The BOD required the Board of Management to provide periodic and ad-hoc reports on business activities and corporate governance. Based on these reports, the BOD provided timely directives to resolve operational issues, oversee risk management, and ensure the smooth execution of business strategies.
- In 2025, despite continued macroeconomic challenges affecting the securities market both domestically and internationally, the BOD and Executive Board actively monitored market conditions, assessed developments, and made timely decisions to ensure that the Company met the business targets set by the GMS. As a result, through the collective efforts and commitment of the BOD, the Executive Board, and all employees, the Company successfully exceeded its 2025 pre-tax profit target assigned by the GMS.

2. Regarding transactions between the Company its subsidiaries, or companies in which the Company holds a controlling stake of 50% or more of the charter capital and members of the Board of Directors and their related parties; transactions between the Company and companies in which a member of the Board of Directors and their related persons; transactions between the Company and companies in which a member

of the Board of Directors is a founding member or has been an enterprise manager within the past three years before the transaction date:

2.1. *Transactions between the Company and members of the Board of Directors and their related persons:*

In 2025, the Company's Board of Directors issued a total of 10 Resolutions approving transactions with related parties, specifically:

(1) Resolution No. 62/2025/NQ-HĐQT-CKCT dated April 04, 2025, approving the Company's signing of the Securities Trading Order Placement Agreement for investors with custody accounts at custodian banks with Vietnam Joint Stock Commercial Bank for Industry and Trade – Hanoi City Branch.

(2) Resolution No. 73/2025/NQ-HĐQT-CKCT dated April 17, 2025, approving the Company's execution of the Framework Agreement for Trading of Valuable Papers and the performance of purchase/sale transactions of valuable papers with VietinBank Gold and Jewelry Trading Company Ltd.

(3) Resolution No. 96/2025/NQ-HĐQT-CKCT dated May 22, 2025, approving the Company's execution of the Contract Addendum to the Public Offering Advisory Agreement No. 16B/2022/TVCB/CKCT07 - VIETINBANK dated September 29, 2022 with Vietnam Joint Stock Commercial Bank for Industry and Trade (VietinBank) regarding VietinBank's public offering of shares in Saigon Port Joint Stock Company.

(4) Resolution No. 165/2025/NQ-HĐQT-CKCT dated September 29, 2025 approved the Company's signing of the Agreement for Advisory on registration dossiers for offering Bonds, Consulting on the listing of Bonds issued to the public of Vietnam Joint Stock Commercial Bank for Industry and Trade (VietinBank) with VietinBank - Transactions with related parties.

(5) Resolution No. 191/2025/NQ-HĐQT-CKCT dated November 14, 2025 approved the Company's signing of a Framework Contract for the purchase and sale of valuable papers and conducting transactions with Indovina Bank Limited (IVB) - Transactions with related parties.

(6) Resolution No. 213/2025/NQ-HĐQT-CKCT dated December 15, 2025, approving the Company's execution of the Office Lease Agreement with VietinBank Fund Management One Member Company Limited.

(7) Resolution No. 215/2025/NQ-HĐQT-CKCT dated December 18, 2025, approving the Company's execution of the Purchase Agreement with VietinBank Gold and Jewelry Trading Company Ltd. for the procurement of high-end gift packages to express gratitude to partners and customers on the occasion of the 2026 New Year.

(8) Resolution No. 218/2025/NQ-HĐQT-CKCT dated December 23, 2025: Approving the Bond Registration and Payment Agency Agreement for Publicly Issued Bonds of Vietnam Joint Stock Commercial Bank for Industry and Trade (VietinBank) with VietinBank.

(9) Resolution No. 221/2025/NQ-HĐQT-CKCT dated December 24, 2025, approving the Company's execution of a Health Insurance Contract with VietinBank Insurance Joint Stock Corporation.

(10) Resolution No. 230/2025/NQ-HĐQT-CKCT dated December 31, 2025, approving the Company's execution of the Purchase Agreement with VietinBank Gold and Jewelry Trading Company Ltd. for the procurement of standard gift packages to express gratitude to partners and customers on the occasion of the 2026 New Year.

Additionally, Resolution No. 200/2024/NQ-HĐQT-CKCT dated September 26, 2024 of the Board of Directors regarding the approval in principle of entering into contracts and transactions with related parties (including information on the Partner/Related Party, the scope of the Contracts/Transactions, and the maximum aggregate transaction value for the year) remains in effect.

2.2. Transactions between subsidiaries or companies in which the Company holds a controlling stake of 50% or more of the charter capital involving members of the Board of Directors and their related parties:

The Company currently does not have any subsidiaries or companies in which it holds a controlling stake of more than 50% of the charter capital.

2.3. Transactions between the Company and a company where a Board member is a founding member or has been a manager within the last three years before the transaction:

- None.

Detailed information on transactions between the Company and major shareholders; transactions between the Company and members of the Board of Directors and their related persons; transactions between the Company and a company where a Board member is a founding member or has been a manager within the last three years in 2025, as well as the balances with the related parties mentioned above, have been presented in the Company's audited 2025 financial statements and Section VII of the 2025 Corporate Governance Report, which has been disclosed to all shareholders, investors, and regulatory authorities in accordance with information disclosure regulations in the securities market.

3. Regarding the Supervision Results for the General Director and Other Executives of the Company:

In 2025, the Board of Directors (BOD) of the Company supervised the General Director and other executives in carrying out their rights and duties, as well as in achieving the assigned goals and targets according to legal regulations, the Company's Charter, and the Resolutions of the General Meeting of Shareholders (GMS)/BOD. This supervision ensured the legitimate rights and interests of the Company and its shareholders.

The BOD's supervision of the General Director and other executives in managing business operations and daily activities of the Company was conducted through specific resolutions and directives issued by the BOD to the General Director, Deputy General Directors, and other executives during regular or extraordinary BOD meetings whenever necessary. Additionally, supervision was carried out through resolutions approved by the BOD via written consent for specific cases and through various channels such as reports submitted by the General Director to the BOD, the activities of the Internal Audit Department under the BOD, etc.

Approval of the BOD's supervision of the Board of Management, the BOD observed that the Board of Management has implemented the orientations and directives of the BOD and executed assigned tasks based on the provisions of the Company's Charter, internal regulations of the Company, and applicable laws. In 2024, the General Director directed various units to develop business targets for BOD approval. Based on these approved targets, the General Director assigned specific business tasks to each relevant unit for implementation and required them to report on performance results to the BOD as stipulated. At the regular BOD meetings, the General Director reported on the Company's business activities and future business plans. Additionally, the General Director provided progress reports and updates on the implementation of GMS/BOD Resolutions and fulfilled reporting obligations as requested by the BOD.

The Board of Directors also supervises the implementation and compliance of the General Director with the regulations, rules, and decisions/resolutions of the General Meeting of Shareholders/Board of Directors to ensure the safety and efficiency of the Company's operations and compliance with current laws. In 2025, the Company's Board of Directors also approved the issuance of the Regulations on the Supervisory Activities of the Board of Directors with the aim of creating a unified mechanism for the supervisory activities of the Board of Directors to ensure that supervision is transparent and effective.

The BOD acknowledges and highly appreciates the efforts of the General Director and other executives in fulfilling their responsibilities and achieving the business targets assigned by the 2025 Annual GMS, as well as in managing the Company's business operations in 2025.

The salaries of the Company's executives in 2025 including **salaries** of executives concurrently serving as BOD members) amounted to **VND 13,361,277,709**. Specifically:

No.	Description	Amount (VND)
1	Mr. Vu Duc Manh – Member of Board of Directors and General Director	2,666,160,000
2	Mr. Dang Anh Hao – Member of Board of Directors and Deputy General Director	1,859,652,785
3	Mr. Pham Ngoc Hiep – Deputy General Director	1,790,949,971
4	Mr. Nguyen Tuan Anh – Deputy General Director	1,701,710,073
5	Ms. Tran Thi Ngoc Tai – Deputy General Director	1,701,710,073
6	Ms. Nguyen Thi Anh Thu – Chief Accountant	1,398,294,422
7	Mr. Ha Ngoc Hung – Director of Ho Chi Minh City Branch	1,239,900,463
8	Ms. Le Dieu Thuy – Director of Da Nang Branch	997,889,496
	TOTAL	**13,361,277,709**

4. Implementation of Certain Contents According to the GMS Resolutions:

❖ **Resolution of 2025 Annual General Meeting of Shareholders:**

(1) Regarding the implementation of the Profit Distribution Plan:

Pursuant to GMS Resolution No. 01/2025/NQ-ĐHĐCĐ-CKCT dated April 24, 2025, the 2025 Annual GMS approved the 2024 Profit distribution plan, accordingly, the Company has allocated funds for the Financial Reserve and Operational Risk Fund, as well as the Reward and Welfare Funds from the after-tax profits of 2024 in compliance with the approved GMS contents.

(2) Regarding implementation of Business Plan Targets, Profits, and Dividends for 2025 as Assigned by the 2025 Annual GMS:

- Business and profit results: In 2025, the Company recorded profit before tax of VND 714.65 Billion, achieving 240.30% of the profit before tax target of VND 297.4 billion approved by the GMS.
- Dividend rate: The planned dividend rate, as approved by the Company's 2025 Annual General Meeting was 9%. The Company has prepared a plan to increase its charter capital through the issuance of shares to pay dividends from undistributed after-tax profits by the end of 2025, with an issuance ratio of 28%, to be submitted to the 2026 Annual General Meeting of Shareholders.

(3) Regarding the content of the 2025 Annual General Meeting of Shareholders, the Board of Directors is authorized to decide on the selection of an independent auditing firm to conduct a review/audit of the Company's semi-annual/annual financial statements and financial safety ratio report for 2025

- On June 19, 2025, the Company's BOD issued Resolution No. 112/2025/NQ-HĐQT-CKCT approving the selection of PwC (Vietnam) Limited - as the audit firm to review the interim financial statements, the financial safety ratio report as of June 30, 2025 and to audit the financial statements for the fiscal year ending December 31, 2025, as well as the financial safety ratio report as of December 31, 2025 of the Company.
- On June 30, 2025, the Company signed a contract with PwC (Vietnam) Limited. to perform the aforementioned audit tasks and has disclosed this information in accordance with regulations.

(4) Regarding the total amount of remuneration, bonuses and other benefits of the Board of Directors and the salary, remuneration, bonuses, other benefits and operating budget of the Board of Supervisors in 2025; and the situation of remuneration, operating expenses and other benefits of the Company's Board of Directors and each member of the Board of Directors in 2025: implemented by the Company on the basis of the Resolution of the Annual General Meeting of Shareholders 2025 and the Company's internal regulations. Specifically:

- The total planned remuneration, bonuses, and other benefits of the Board of Directors, as well as salaries, remuneration, bonuses, other benefits, and operational budget of the Board of Supervisors for 2025 as approved by the 2025 AGM, *is set at a maximum of 6% of the Company's after-tax profit for 2025.*

- **The total salaries, remuneration, bonuses, and other benefits of the Board of Directors, as well as the salaries, remuneration, bonuses, and other benefits of the Board of Supervisors for 2025 amount to VND 11,727,682,350**, equivalent to 2,03% of the Company's profit after-tax for 2025.

  Specifically, the total salary, remuneration, bonuses, and other benefits for the Board of Directors members in 2025 are: **VND 8,646,864,901** (including remuneration for non-executive and independent members of the Board of Directors; salary, bonuses, and other benefits according to the regulations on salary payment and internal regulations of the Company for full-time or part-time members of the Board of Directors holding positions in the Company's executive structure such as Chairman of the Board of Directors, Board Member also serving as General Director, Board Member also serving as Deputy General Director of the Company).

  Details as follows:

No.	**Content**	**Amount (VND)**
1	**Salaries, remuneration, bonuses, and other benefits of the Board of Directors in 2025**	**8,646,864,901**
-	*Mr. Tran Phuc Vinh – Chairman of the Board of Directors*	3,003,736,905
-	*Mr. Vu Duc Manh – Member of Board of Directors and General Director*	2,999,965,000
-	*Mr. Dang Anh Hao – Member of Board of Directors and Deputy General Director (from January 01, 2025 to April 23, 2025)*	784,981,200
-	*Ms. Ho Thi Thu Hien – Member of the Board of Directors*	444,701,145
-	*Ms. Bui Thi Thanh Thuy - Member of the Board of Directors (from April 24, 2025 to November 17, 2025)*	245,025,135
-	*Ms. Tran Thu Trang - Member of the Board of Directors (from November 18, 2025 to December 31, 2025)*	72,517,420
-	*Ms. Pham Thi Huyen Trang – Independent Member of the Board of Directors (from January 01, 2025 to April 23, 2025)*	292,314,286
-	Mr. Pham Viet Hung - *Independent Member of the Board of Directors (April 24, 2025 to December 31, 2025)*	803,623,810
2	**Salaries, remuneration, bonuses, and other benefits of the Board of Supervisors in 2025**	**3,080,817,449**
-	*Ms. Phan Thi Thu Hang – Head of the Board of Supervisors*	1,441,320,643
-	*Ms. Lam Thi Thu Huong – Supervisor*	780,280,644

No.	Content	Amount (VND)
-	*Ms. Tran Thi Kim Oanh – Supervisor*	859,216,162
	TOTAL	**11,727,682,350**

(5) *Regarding the implementation of the plan to increase charter capital through the issuance of shares for dividend payments of the Company, which was approved by the 2025 Annual General Meeting of Shareholders.*

The Company has completed increase its charter capital through the issuance of shares to pay dividends from undistributed after-tax profits by the end of 2024, with an issuance ratio of 43%. Specifically:

- On June 19, 2025, the Company's Board of Directors issued Resolution No. 111/2025/NQ-HĐQT-CKCT approving the results of the share issuance for dividend payments from undistributed after-tax profits by the end of 2024, in which: Total number of shares distributed: 63,955,127 shares; Total number of outstanding shares after the issuance: 212,693,438 shares; Charter capital after issuance is **VND 2,126,934,380,000.**
- On June 27, 2025, the State Securities Commission (SSC) issued official dispatch No. 2918/UBCK-QLKD regarding the report on the results of the Company's share issuance for dividend payments.
- On July 16, 2025, the Company was granted an amended License for the Establishment and operation of securities business No. 50/GPDC-UBCK by the State Securities Commission, and on September 4, 2025, the Business Registration and Corporate Finance Department – Hanoi Department of Finance issued the Certificate of Business Registration for the 13th amendment, in which the Company's charter capital is **VND 2,126,934,380,000.**
- The additional charter capital is **VND 639,551,270,000** from the share issuance for dividend payments in accordance with Resolution No. 01/2025/NQ-ĐHĐCĐ-CKCT of the 2025 Annual General Meeting of Shareholders dated April 24, 2025. The source of fund for issuing shares to pay dividends from the undistributed after-tax profits by the end of 2024 of the Company, which has been recorded under the "Owner's Equity" in the Company's audited financial statements for the fiscal year ending December 31, 2025, by PwC (Vietnam) Co., Ltd., and have been utilized to support the Company's business activities in compliance with applicable laws.

(6) *Regarding the personnel of the Board of Directors and Board of Supervisors as per the 2025 AGM Resolution:*

Pursuant to Resolution No. 01/2025/NQ-ĐHĐCĐ-CKCT dated April 24, 2025, the Board of Directors members elected at the 2025 Annual General Meeting of Shareholders, namely Ms. Bui Thi Thanh Thuy – Board Member and Mr. Pham Viet Hung – Independent Board Member, have taken over the duties and responsibilities of the Company's Board Members effective from April 24, 2025.

❖ **<u>Resolution of 2025 Extraordinary General Meeting of Shareholders:</u>**

(1) *Regarding the Extraordinary General Meeting of Shareholders in 2025 to approve the amendments, supplements and the full consolidated Articles of Organization and Operation, and the Operating Regulations of the Board of Directors of the Company; assigning the competent person to sign and issue the consolidated Articles of Organization and Operation, and Operating Regulations of the Board of Directors of the Company containing the amendments and supplements approved by the General Meeting of Shareholders.*

On November 18, 2025, following the conclusion of the 2025 Extraordinary General Meeting of Shareholders, the Chairman of the Board of Directors of the Company signed and promulgated the Company's Charter on Organization and Operation, the Regulations on the Operation of the Board of Directors of the Company, and these documents have been disclosed in accordance with the law.

(2) *Regarding the Change of Company Name according to the Extraordinary General Meeting of Shareholders in 2025*

- On December 10, 2025, the Company was granted an amended License for the Establishment and operation of securities business No. 133/GPDC-UBCK by the State Securities Commission, which amends the company name as follows
  + Comapny Full name in Vietnamese: **Công ty Cổ phần Chứng khoán VietinBank**
  + Company Full name in English: **VietinBank Securities Joint Stock Company**
  + Abbreviated name: **VBSE**
- On December 25, 2025, the Company was granted the 15th amended Business Registration Certificate by the Business Registration and Corporate Finance Department - Hanoi Department of Finance, reflecting the change of the Company's name as mentioned above.
- On December 30, 2025, the Company published information on the amended Charter on Organization and Operation, Internal Regulations on Corporate Governance, Regulations on the Operation of the Board of Directors, and Regulations on the Organization and Operation of the Supervisory Board, based on the Company's new name as VietinBank Securities Joint Stock Company, in accordance with the Extraordinary General Meeting Resolution No. 02/2025/NQ-ĐHĐCĐ-CKCT dated November 18, 2025, Resolution No. 229/2025/NQ-HĐQT-CKCT dated December 29, 2025 of the Board of Directors, and Minutes of Meeting No. 05.2025/BB.BKS.CKCT dated December 29, 2025 of the Board of Supervisors.

(3) *Regarding the personnel of the Company's Board of Directors according to the Extraordinary General Meeting Resolution of 2025:*

Pursuant to Resolution No. 02/2025/NQ-ĐHĐCĐ-CKCT dated November 18, 2025, Ms. Tran Thu Trang - Member of the Board of Directors elected at the Extraordinary General Meeting of Shareholders in 2025 - has taken over the duties and responsibilities of a Member of the Board of Directors of the Company from November 18, 2025.

III. BUSINESS ORIENTATION FOR 2026:

1. Market Outlook for 2026

According to our assessment, several pivotal factors will drive and shape the trends of the Vietnam stock market throughout 2026. These include a stable interest rate environment coupled with the State Bank of Vietnam's (SBV) flexible monetary policies. Furthermore, the continued surge of Foreign Direct Investment (FDI) into Vietnam and the Government's robust promotion of public investment are considered favorable signals, exerting a positive impact on various key sectors. In the long term, the Vietnamese stock market maintains several bright spots, such as a stable political environment and the firm commitment of ministries and regulatory bodies toward official market reclassification (upgrading). Additionally, the introduction of new financial products following the operational launch of the KRX system is expected to be a significant factor in attracting foreign capital inflows. However, close attention must be paid to potential risk factors, including USD/VND exchange rate fluctuations, inflation, and U.S. tariffs resulting from the aggressive and abrupt policies during President Donald Trump's second term. Global geopolitical tensions also pose a threat, particularly in the Middle East. Notably, following coordinated airstrikes by the U.S. and Israel against Iran in late February 2026 and Iran's subsequent retaliatory actions, global Brent crude prices surged. This triggered a spike in fuel prices across Asian nations by over 30% within a single week and a more than 60% increase in natural gas prices in Europe. In response to these developments, global and Asian stock markets witnessed a sharp synchronized decline. This downturn was especially pronounced in oil-importing nations due to heightened inflation concerns, which directly impede the ability of central banks to implement interest rate cuts aimed at supporting economic growth.

Accordingly, with the positive scenario (60% probability), the VN-Index is expected to remain sideways for a long time in the 1,600 – 1,775 point range, with the following conditions for this scenario to occur: (1) The Fed's loose monetary policy is maintained, with no major geopolitical or financial shocks; (2) The US-Israel-Iran war will not last long, energy prices will stabilize, preventing strong fluctuations in the global macroeconomy, creating room for global central banks to implement economic stimulus measures; (3) Favorable domestic monetary policy with high but not distorted credit growth, money flowing into production, consumption, infrastructure, and capital markets, helping to control inflation well and achieve the GDP growth target of 10% in 2026; (4) Vietnam meets FTSE's upgrade criteria in the March 2026 review and is officially upgraded to Emerging Market, attracting net foreign capital inflows of 10-15 billion USD (ETF + Active Funds); (5) Average market liquidity reaches 40,000-50,000 billion VND/session

2. Company's Objectives for 2026

Based on the aforementioned assessments of the stock market, the Company has set its 2026 objective to maintain growth momentum, promote development solutions for potential and core business segments in alignment with market trends and assessments, and optimize operational management efficiency and risk management. **Accordingly, the Company has developed a plan**

to achieve a profit before-tax of VND 454 billion in 2026 which will be submitted for approval at the 2026 Annual General Meeting of Shareholders.

3. Specific Directions

3.1. Effective Utilization of the VietinBank Ecosystem:

Leveraging its position as a subsidiary of Vietnam Joint Stock Commercial Bank for Industry and Trade (VietinBank) – one of the largest state-owned commercial banks in Vietnam – the Company has strongly pursued and implemented a cross-selling strategy to maximize the value of the VietinBank ecosystem. Accordingly, the Company focuses on: (i) Actively promoting cross-selling of products and services in securities brokerage, corporate finance advisory, and capital business; (ii) Developing incentive programs aligned with the Company's strategic direction over time; and (iii) Promoting the application of digital transformation in cross-selling activities. Through these efforts, the Company contributes to the formation and development of a comprehensive, optimized, and efficient VietinBank ecosystem

3.2. Securities brokerage and margin lending activities

With the consistent orientation of prioritizing the promotion of brokerage activities and increasing the market share of securities brokerage, while continuing to grow the margin lending portfolio, in 2026, the Company will continue to research, develop and implement solutions: (i) Promote increased customer transactions through improving securities trading software with many utilities and superior features to attract investors; Increase the quality of recommendations, the quality of newsletters/reports, and be flexible with market developments; deploy product packages and incentive programs to attract customers; research policies to attract domestic/foreign investment funds, institutional/corporate customers to open securities trading accounts at the Company; (ii) Promote margin lending activities towards maximizing the margin limit on the Company's entire equity on the basis of ensuring strict lending risk management (iii) Develop flexible mechanisms and policies to develop the network of collaborators and motivate brokerage staff.

3.3. Proprietary trading and underwriting activities

In 2026, the Company aims to further strengthen strategic risk management with a focus on monitoring equity exposure relative to total shareholders' equity, maintain a flexible approach, closely follow macro factors and market developments, combined with strict portfolio risk management to make optimal, effective and safe investment decisions for the stock portfolio; Continue to expand new investment in the corporate bond portfolio, Leveraging the potential client base within the VietinBank ecosystem to foster collaboration and share investment opportunities; search for and select bonds issued to the public, bonds of large enterprises with good financial status/cash flow, valuable collateral and must meet the issuance conditions as prescribed by law; Promote bond issuance underwriting services to increase service fees.

3.4. Treasury Activities

In 2026, the Company shall continue to aim to ensure stable and solid liquidity, maintain a liquidity buffer to meet the Company's capital needs at all times, and at the same time orientate to develop in-depth relationships with credit institutions, in order to exploit loan sources with the best interest rates. In addition, the Company will continue to strengthen liquidity management, proactively respond to all challenges and unpredictable fluctuations from the domestic and international financial markets; balance borrowing in the domestic and foreign markets, based on forecasts of interest rate trends, to optimize the Company's entire capital costs. In addition, the Company will also continue to promote securities trading to increase profits, diversify the asset portfolio on the Balance Sheet, and bring the dynamic image of the Industrial and Commercial Securities Company to a wide presence in the domestic and international financial markets.

3.5. Corporate finance advisory services

In 2026, the Company plans to elevate the quality and depth of its services by standardizing advisory workflows, documentation, and reporting; while progressively developing end-to-end advisory solutions linked to specific goals and deliverables. Furthermore, we prioritize risk management and sustainability through a rigorous selection of partners and mandates, maintaining tight control over contractual terms and acceptance milestones to mitigate credit risks and reduce revenue recognition lead times. To further drive cross-selling synergies, the Company will implement integrated organizational, communication, and internal training solutions. Priority will be given to services that combine investment, underwriting, and issuance agent activities to create a closed-loop value chain. Additionally, we remain focused on developing high revenue advisory segments, particularly in Financial Restructuring, Bond Issuance, and Mergers & Acquisitions (M&A), etc.

3.6. Other activities

In 2026, in addition to the above business orientation, the Company continues to adhere to key themes including: (i) Enhance the implementation of digital transformation programs/initiatives and business initiatives; (ii) Strengthen training and human resource development, thereby improving the efficiency of resource utilization and increasing labor productivity; (iii) Enhancing risk management and internal inspection and control activities, (iv) implementing high security measures, preventing and effectively responding to cyber security incidents.

Respectfully reported!.

Ha Noi, April 20 , 2026

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

CÔNG TY CỔ PHẦN CHỨNG KHOÁN VIETINBANK

Tran Phuc Vinh

VIETINBANK SECURITIES JOINT STOCK COMPANY

THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Hanoi, March 27, 2026

REPORT ON THE ACTIVITIES OF INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS AND EVALUATION BY INDEPENDENT MEMBER ON THE BOARD OF DIRECTORS' PERFORMANCE

Pursuant to Clause 4, Article 280 of Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities and Clause 80, Article 1 of Decree No. 245/2025/NĐ-CP dated September 11, 2025 of the Government on the amendment and supplementation of a number of articles of Decree No. 155/2020/ND-CP dated December 31, 2020, I, as an Independent Member of the Board of Directors (BOD), hereby submit the report on my activities and my evaluation of the performance of the BOD of VietinBank Securities Joint Stock Company (the "Company") as follows:

I. Activities of the Independent Board Member:

I was elected by the General Meeting of Shareholders (GMS) as an Independent Board Member during the 2025 Annual General Meeting held on April 24, 2025, for a term from April 24, 2025, to April 09, 2029.

Since assuming the position of Independent Member of the BOD of the Company, I have exercised the rights, obligations, and responsibilities of a Board member and an Independent Board member in accordance with current laws and regulations, as well as the internal policies and regulations of VietinBank Securities Joint Stock Company. I have fully participated in the activities of the Company's BOD, complied with the law, the regulations of the Company's Charter of Organization and Operation (Company Charter), the internal regulations on corporate governance, the operating regulations of the BOD, and the work assignments of the Chairman of the BOD. Specifically:

- Fully performing the responsibilities of a Company manager, a member of the BOD, and an independent member of the BOD as stipulated by law and the Company's Charter, and to perform the role of supervising the Company's operations to ensure the interests of shareholders.

- Exercising my rights and duties in good faith and with prudence to maximize the Company's legitimate interests, while acting in the best interests of shareholders and the Company.

- Remaining loyal to the interests of the Company and its shareholders, refrain from using the Company's information, business opportunities, or proprietary knowledge, and have not abused my position or the Company's assets for personal gain or to serve the interests of other organizations or individuals.

- Attending all BOD meetings, actively contributing independent opinions on matters discussed and reviewed during these meetings, as well as providing input on all resolutions adopted via written consultation; I reviewed all documents submitted to the Board and provided independent opinions/votes on decisions, ensuring compliance with legal regulations, the Company's Charter, and internal regulations. Accordingly, in 2025, from the date I began as an Independent member of the Company's BOD (April 24, 2025) until December 31, 2025, I attended 100% (22/22) of the BOD meetings and voted to approve the issuance of 100% (156/156) of the Company's BOD resolutions, through both Board meetings and written opinions of Board members.

- I have also conducted independent and responsible reviews and provided feedback, regularly and closely monitoring and ensuring compliance with the law regarding matters related to the BOD' operations. In addition, I have proactively offered suggestions and recommendations regarding the Company's business operations, risk management, and overall management.

II. Assessment by an Independent Board Member on the Board's performance:

1. Regarding the organizational structure of BOD:

During my tenure as an Independent member of the BOD of VietinBank Securities Joint Stock Company until now, the organizational structure of the BOD has consisted of 05 (five) members, meeting the standards and conditions for membership in the BOD as stipulated by law and the Company's Charter. The structure of the BOD meets the requirement: *"At least 01 non-executive member if the Board of Directors has 03 – 05 members"*, in which the non-executive members of the BOD include Mr. Tran Phuc Vinh – Chairman of the BOD and Ms. Ho Thi Thu Hien – Member of the BOD and includes 1 independent member of the BOD.

2. Operational Mechanism of the Board of Directors:

- The BOD convenes meetings at least once per quarter and holds extraordinary meetings when necessary. In addition to in-person meetings, the Chairman of the Board also seeks written opinions from Board members to approve resolutions in accordance with the Company's Charter, internal corporate governance regulations, and the Board's operating regulations.

- Board meetings were convened and conducted according to proper schedules and procedures in compliance with the law, the Company's Charter, and internal corporate governance regulations and the Board's operating regulations. Board members actively discuss, exchange opinions, and provide feedback on the matters presented. The Chairman ensures that all required discussions and decisions are carried out in accordance with governance protocols.

- The process of soliciting opinions from Board members in writing is carried out in accordance with the Company's Charter, the Internal Regulations on Corporate Governance, and the Boards' operating regulations. Accordingly, in cases where issues necessary for the Company's operations cannot be resolved through a meeting, and to promptly address issues within the BOD' authority that do not require a meeting, the Chairman conducts written opinion of BOD, with 100% participation from all the Board members. This process guarantees compliance with legal requirements and adherence to Company's Charter, internal corporate governance rules, and the Board's operating regulations. As a result, the Board's Resolutions and Decisions are issued following the proper procedures as outlined.

- In cases where resolutions and decisions of the BOD require information disclosure, the Company has disclosed the information in accordance with the law.

3. Regarding the results of the BOD' governance and supervision:

3.1. Activities of the Board and Its Members According to Assigned Functions and Responsibilities

- The BOD is responsible for overall corporate leadership in accordance with legal regulations and the Company's Charter.

- Based on the Company's 2025 business plan targets assigned by the General Meeting of Shareholders, the BOD has determined operational objectives, approved the allocation of business targets to the Units, and supervised the implementation to achieve the assigned plan.

- During the period from April 24, 2025, to December 31, 2025, the BOD held twenty-two (22) in-person meetings; in total, during 2025, the Board convened thirty-two (32) in-person meetings with full participation from 100% of its members. These meetings provided the Board with the opportunity to closely monitor the Company's business performance, corporate governance, and risk management. The Board provided timely guidance to the General Director and other executives, resolving operational challenges, overseeing risk management, and strengthening internal controls and audits to enhance business efficiency. Board members actively participated in meetings, reviewed proposals, and made decisions with a high sense of responsibility. In addition to the in-person meetings, the Chairman conducted written consultations to facilitate decision-making. A total of 156 (one hundred and fifty-six) Board resolutions were promulgated during the period from April 24, 2025, to December 31, 2025, the Company's BOD issued 242 (two hundred and forty-two) resolutions in 2025.

- Board members provided input and votes on 100% of the matters presented to the Board, actively guiding the Company's strategic direction and business plans. The Board has closely overseen the Executive Management to ensure optimal business performance. Additionally, the Board has undertaken multiple corporate governance initiatives, strengthened risk management practices, refined internal policies ... and ensured strict compliance with regulations.

3.2. Supervision Activities of the BOD over the Board of Management:

- The Company's BOD has overseen the Board of Management in exercising its assigned rights and duties in accordance with the law, the Company's Charter, and resolutions of the General Meeting of Shareholders, in order to ensure the legitimate interests of the Company and its shareholders.

- The BOD has also regularly monitored and provided timely guidance to the Board of Management in implementing the Company's business objectives and targets. It has supervised business management and operations based on the Company's Charter, the Law on Enterprise, the Law on Securities, and related amendments, supplements, and implementation guidelines, as well as regulations and instructions from competent authorities. The BOD has required the Board of Management to report periodically and on an ad-hoc basis regarding business operations and management activities. Based on these reports, the BOD has issued timely directives to address issues in corporate governance, risk management, and business execution.

- The BOD has promulgated, amended, and supplemented regulations, rules, and decisions related to internal governance in accordance with the law and the Company's Charter; and has supervised the implementation and compliance with the regulations and rules of the General Director's Board to ensure the safety of the Company's operations and compliance with current laws.

3.3. Activities of the BOD' subcommittees:

The BOD does not establish any subcommittees under its direct supervision. However, to fulfill its functions and responsibilities, the BOD/Chairman of the BOD has:

- Maintain the operational structure of the Company's Board of Directors (in which at least 01 Board members are non-executive members and at least 01 Board member is an independent member) to ensure the independence and objectivity of the Board's operations and compliance with the law.

- Assigned tasks to members of the BOD in charge of specific operational areas to execute the duties and powers of the Board comprehensively and fully, in accordance with the provision of the law, the Company's Charter, and internal regulations of the Company.

- Continue to maintain and strengthen the role of the Internal Audit Department under the BOD. The Internal Audit Department at the Company performs its functions and duties in accordance with the regulations in Government Decree 05/2019/ND-CP dated January 22, 2019 on Internal Auditing and Circular No. 121/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance regulating the operation of securities companies and the Company's Internal Audit Regulations, while also performing specific tasks assigned by the BOD. Currently, the Internal Audit Department, reporting directly to the Company's BOD, has one staff member who serves as the Head of Department.

4. Conclusion:

Results of the Independent Board Member's assessment of the Board's performance:

- In 2025, the Company's BOD actively and responsibly implemented and monitored the resolutions and decisions of the General Meeting of Shareholders and the BOD; fulfilling the rights, obligations, and responsibilities of the BOD as stipulated by law and the Company's Charter, internal regulations on corporate governance, and the operating regulations of the Board of Directors. Discussions in BOD meetings were conducted transparently, independently, and constructively, incorporating feedback from members.

- The BOD has implemented, supervised, and provided input to the General Director in developing the Company's medium-term strategy and business plan, determining operational objectives for the Units based on the objectives and plans approved by the General Meeting of Shareholders, ensuring the interests of shareholders, the interests of the Company, and the rights of employees and clients.

- The BOD also focused on directing efforts to promote cross-selling of products to effectively leverage the ecosystem of the parent bank, strengthening the provision of core products and services in line with market trends and developments as well as the Company's orientation, such as securities brokerage and margin lending; capital trading; corporate financial advisory; ... and continuing to maintain and optimize the effectiveness of governance, operation, and risk management at the Company.

- The BOD and the Board of Management have held regular meetings and meetings as needed to monitor the situation, operational results, and to supervise and inspect the implementation of the Company's business plan. The BOD requires the Board of

Management to report periodically and on an ad hoc basis on the implementation of business operations and company management. Based on General Director's reports, the BOD has promptly addressed any difficulties in the Board of Management 's operational management, implementation of business tasks, and risk management.

- In 2025, the BOD and the General Management Board proactively monitored, assessed, and made timely decisions and directives to ensure the Company achieved the business plan targets set by the General Meeting of Shareholders. As a result, with the concerted efforts of the BOD, the Board of Management, and all employees, the pre-tax profit of the Company amounted to VND 714.65 billion, and achieving 240.30% of the pre-tax profit of 2025 assigned by the General Meeting of Shareholders.

Respectfully report!.

INDEPENDENT MEMBER OF BOD

(Signed)

Pham Viet Hung

VIETNAM BANK FOR INDUSTRY AND TRADE SECURITIES JOINT STOCK COMPANY

THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom - Happiness

Ha Noi, April 23, 2025

REPORT ON THE ACTIVITIES OF INDEPENDENT MEMBER OF THE BOARD OF DIRECTORS AND EVALUATION BY INDEPENDENT MEMBER ON THE BOARD OF DIRECTORS' PERFORMANCE

(Period from January 1, 2025 – April 23, 2025)

Pursuant to Clause 4, Article 280 of Decree No. 155/2020/NĐ-CP dated December 31, 2020, by the Government detailing the implementation of a number of articles of the Law on Securities, I hereby report on my activities as an Independent member of the Board of Directors of Vietnam Bank for Industry and Trade Securities Joint Stock Company (the Company) in 2025 (from January 01, 2025, to April 23, 2025) and provide an evaluation of the Board of Directors' performance during this period as follows:

I. Activities as an Independent Member of the BOD:

From January 01, 2025, to April 23, 2025, I have exercised my rights, obligations, and responsibilities as a member of the BOD and an Independent member of the BOD under the provisions of law and the Company's policies, internal regulations, and governance framework. I have fully participated in all activities of the BOD, complying with the law, the Charter on Organization and Operation of the Company (Company's Charter), the internal corporate governance regulations, the BOD's operating regulations, and the assignments made by the Chairman of the BOD. Specifically:

- Fully performing the responsibilities of a Company manager, as a Board member, and an Independent member of the BOD as stipulated by law and the Company's Charter, and to perform the role of supervising the Company's operations to ensure the interests of shareholders.
- Exercising my rights and duties in good faith and with prudence to maximize the Company's legitimate interests, while acting in the best interests of shareholders and the Company.
- Remaining loyal to the interests of the Company and its shareholders, refrain from using the Company's information, business opportunities, or proprietary knowledge, and

have not abused my position or the Company's assets for personal gain or to serve the interests of other organizations or individuals.

- Attending all meetings of the BOD, actively contributing independent opinions on matters discussed and reviewed during these meetings, as well as providing input on all resolutions adopted via written consultation; I reviewed all documents submitted to the Board and provided independent opinions/votes on decisions, ensuring compliance with legal regulations, the Company's Charter, and internal regulations. Accordingly, during the period from January 01, 2025 to April 23, 2025, I attended 100% (10/10) of the Board meetings and voted to approve 100% (86/86) of the Company's BOD resolutions, through both Board meetings and written opinions from Board Members.

- I have conducted independent reviews, provided responsible and independent opinions, and regularly, continuously and closely monitored the Board's activities to ensure compliance with applicable laws. I am responsible for specific areas of the Board's work, including internal audits; developed and updated the Company's policy roadmap; and directly oversaw the Internal Audit Department under BOD as assigned by the BOD Chairman. Furthermore, I have proactively provided recommendations on business operations, risk management and corporate governance.

II. Evaluation of the BOD's Performance (Period from January 01, 2025 to April 23, 2025):

1. Regarding the organizational structure of BOD:

The BOD of Vietnam Bank for Industry and Trade Securities Joint Stock Company for the period from January 01, 2025, to April 23, 2025, consists of five (05) members, including two (02) non-executive members (excluding the independent Board member) and one (01) independent Board member. This composition complies with legal regulations and the Company's Charter regarding the number, qualifications, and conditions for Board members/independent Board members.

2. Regarding the Operational Mechanism of the BOD:

- The BOD convenes meetings at least once per quarter and holds extraordinary meetings when necessary. In addition to in-person meetings, the Chairman of the Board also seeks written opinions from Board members to approve resolutions in accordance with the Company's Charter, internal corporate governance regulations, and the Board's operating regulations.

- Board meetings are convened and conducted according to proper schedules and procedures in compliance with the law, the Company's Charter, and internal corporate governance regulations. Board members actively discuss, exchange opinions, and provide feedback on the matters presented. The Chairman ensures that all required discussions and decisions are carried out in accordance with governance protocols.

- The process of obtaining written opinions from Board members is implemented in accordance with the Company's Charter, internal corporate governance regulations, and Board operating procedures. When urgent matters arise that require Board decisions but do not necessitate a physical meeting, the Chairman conducts written consultations, with 100% participation from all the Board members. This process guarantees compliance with legal requirements and adherence to the Company's Charter, internal corporate governance rules, and the Board's operating regulations. As a result, the Board's Resolutions and Decisions are issued following the proper procedures as outlined.

- In cases where resolutions and decisions of the BOD require information disclosure, the Company has disclosed the information in accordance with the law.

3. Regarding the results of the BOD's governance and supervision:

3.1. Activities of the Board and its members according to assigned functions and responsibilities

- The BOD is responsible for overall corporate leadership in accordance with legal regulations and the Company's Charter.

- During the period from January 01, 2025 to April 23, 2025, the BOD held 10 (ten) in-person meetings with full participation from 100% of its members. These meetings provided the Board with the opportunity to closely monitor the Company's business performance, corporate governance, and risk management. The Board provided timely guidance to the General Director and other executives, resolving operational challenges, overseeing risk management, and strengthening internal controls and audits to enhance business efficiency. Board members actively participated in meetings, reviewed proposals, and made decisions with a high sense of responsibility. In addition to the in-person meetings, the Chairman conducted written consultations to facilitate decision-making. A total of 86 (eighty-six) Board resolutions were promulgated during the period from January 01, 2025 to April 23, 2025, under my tenure as an Independent Board member.

- Board members provided input and votes on 100% of the matters presented to the Board, actively guiding the Company's strategic direction, business plans. The Board has closely overseen the Executive Management to ensure optimal business performance. Additionally, the Board has undertaken multiple corporate governance initiatives, strengthened risk management practices, refined internal policies... and ensured strict compliance with regulations.

3.2. Supervision Activities of the Board of Directors (BOD) over the Board of Management:

- The Company's BOD has overseen the Board of Management in exercising its assigned rights and duties in accordance with the law, the Company's Charter, and resolutions of the General Meeting of Shareholders (GMS), in order to ensure the legitimate interests of the Company and its shareholders.

- The BOD has also regularly monitored and provided timely guidance to the Board of Management in implementing the Company's business objectives and targets. It has supervised business management and operations based on the Company's Charter, the Law on Enterprise, the Law on Securities, and related amendments, supplements, and implementation guidelines, as well as regulations and instructions from competent authorities. The BOD has required the Board of Management to report periodically and on an ad-hoc basis regarding business operations and management activities. Based on these reports, the BOD has issued timely directives to address issues in corporate governance, risk management, and business execution.

- The Board of Directors has promulgated, amended, and supplemented regulations, rules, and decisions related to internal governance in accordance with the law and the Company's Charter; and has supervised the implementation and compliance with the regulations and rules of the General Director's Board to ensure the safety of the Company's operations and compliance with current laws.

3.3. Activities of the BOD's subcommittees:

The BOD does not establish any subcommittees under its direct supervision. However, to fulfill its functions and responsibilities, the BOD/Chairman of the BOD has:

- Maintain the operational structure of the Company's BOD (in which at least 1/3 of the total number of Board members are non-executive members and at least 01 (one) Board member is an independent member) to ensure the independence and objectivity of the Board's operations and compliance with the law.

- Assigned tasks to members of the BOD in charge of specific operational areas to execute the duties and powers of the Board comprehensively and fully, in accordance with the provision of the law, the Company's Charter, and internal regulations of the Company.

- Continue to maintain and strengthen the role of the Internal Audit Department under the BOD. The Internal Audit Department at the Company performs its functions and duties in accordance with the regulations in Government Decree 05/2019/ND-CP dated January 22, 2019 on Internal Auditing and Circular No. 121/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance regulating the operation of securities companies and the Company's Internal Audit Regulations, while also performing specific tasks assigned by the BOD. Currently, the Internal Audit Department, reporting directly to the Company's BOD, has one staff member who serves as the Head of Department.

4. Conclusion:

Results of the Independent Board Member's assessment of the Board's performance during the period from January 01, 2025 to April 23, 2025 as follows:

- During the period from January 01, 2025 to April 23, 2025 , the Company's Board of Directors actively and responsibly implemented and monitored the resolutions and decisions of the GMS and the BOD; fulfilling the rights, obligations, and responsibilities of the BOD as stipulated by law and the Company's Charter, internal regulations on corporate governance, and the operating regulations of the BOD. Discussions in BOD meetings were conducted transparently, independently, and constructively, incorporating feedback from members.

- The BOD has implemented, supervised, and provided input to the Board of Management in developing the Company's medium-term strategy and business plan, determining operational objectives for the Units based on the objectives and plans, ensuring the interests of shareholders, the interests of the Company, and the rights of employees and clients;

- The BOD will also continue to focus on directing and promoting the development of the Company's core product and service segments, and continue to maintain and optimize the effectiveness of governance, management, and risk management within the Company;

- The BOD and the Board of Management have held regular meetings and meetings as needed to monitor the situation, operational results, and to supervise and inspect the implementation of the Company's business plan. The BOD requires the Board of Management to report periodically and on an ad hoc basis on the implementation of business operations and company management. Based on General Director's reports, the Board of Directors has promptly addressed any difficulties in the Board of Management 's operational management, implementation of business tasks, and risk management.

- Driven by the close guidance and decisive leadership of the BOD and the Board of Management, the Company concluded Q1/2025 with an impressive profit before tax of VND 132.58 billion, up 6.59% compared to the same period in Q1/2024, achieving 44.58% of the 2025 profit before tax target assigned by the General Meeting of Shareholders.

Respectfully report!.

REPORTING PERSON

(Singed)

Pham Thi Huyen Trang

REPORT ON ACTIVITIES OF BOARD OF SUPERVISORS

2026

Submitted to: General Meeting of Shareholders of VietinBank Securities Joint Stock Company

Pursuant to:

- *Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 (**"Law on Enterprises"**) and its amendments and supplements;*
- *Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 (**"Law on Securities 2019"**) and its amendments, supplements, and guiding documents;*
- *Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government, detailing and guiding the implementation of certain provisions of the Law on Securities (**"Decree 155"**);*
- *Circular No. 116/2020/TT-BTC dated December 31, 2020, of the Minister of Finance, guiding certain corporate governance regulations applicable to public companies under Decree 155;*
- *Charter on Organization and Operation of VietinBank Securities Joint Stock Company (Company's Charter);*
- *Regulation on Organization and Operation of the Board of Supervisors as approved by the General Meeting of Shareholders;*
- *2025 Financial statements of VietinBank Securities Joint Stock Company audited by PwC (Vietnam) Limited.*

The Board of Supervisors (BOS) hereby reports to the General Meeting of Shareholders (GMS) of VietinBank Securities Joint Stock Company (VBSE) on its activities, performance of assigned tasks and powers in 2025, and its operational orientation for 2026 as follows :

I. Board of Supervisors' activity situations

1. Meetings of the Board of Supervisors

For the period from January 01, 2025, to December 31, 2025, the Board of Supervisors of the Company consisted of three members: Ms. Phan Thi Thu Hang (Head of BOS), Ms. Lam Thi Thu Huong (BOS Member), and Ms. Tran Thi Kim Oanh (BOS Member). In 2025, the BOS performed its functions and duties as stipulated in the Law on Securities, the Law on Enterprises, the Company's Charter, and the Regulations on Organization and Operation of the BOS.

In 2025, the BOS held **06** regular meetings to implement tasks, discuss, and provide opinions on matters within the BOS's scope, responsibilities, and powers. The meeting attendance rate was 100%, specifically:

No	Supervisor	Meetings Attended	Attendance Rate	Voting Rate
1	Ms Phan Thi Thu Hang	06/06	100%	100%
2	Ms Lam Thi Thu Huong	06/06	100%	100%
3	Ms Tran Thi Kim Oanh	06/06	100%	100%

At the meetings, the BOS reviewed and evaluated the implemented tasks, set specific directions for future activities, and discussed issues related to business operations, corporate governance, risk management, and other matters within the BOS's responsibilities and powers. The meetings were convened by the Head of the BOS, with full participation of all BOS members. Meeting minutes were prepared and stored in accordance with regulations.

2. Self-assessment of the Board of Supervisors' Performance and Individual Supervisors

The BOS's supervisory activities were carried out through the following key tasks:

- ✓ Monitoring the Company' business and financial performance.
- ✓ Reviewing, inspecting, and evaluating the effectiveness of the internal control and inspection (ICI), internal audit (IA), risk management (RM), and early warning system of the Company.
- ✓ Supervising transactions with Related Parties/affiliates.
- ✓ Supervising the Board of Directors (BOD), General Director (GD), and other executives of the Company.

The conclusions, recommendations, and opinions of the BOS were conveyed to the BOD and Executive Board (EB) through periodic supervisory reports, written recommendations for post-inspection implementation, direct feedback at BOD meetings, executive briefings at EB meeting, and written/email recommendations.

Each BOS member executed their tasks in accordance with their assigned responsibilities, fulfilling their duties and exercising their rights as prescribed by law, the Company's Charter, and the BOS's Regulations.

Remuneration, Operating Costs, and Other Benefits of the Board of Supervisors and Its Members: The total salary, remuneration, bonuses, and other benefits of the BOS in 2025 amounted to **VND 3,080,817,449**.

No	Supervisor	Total Salary, Remuneration, Bonuses, and Other Benefits (VND)
1	Ms Phan Thi Thu Hang	1,441,320,643
2	Ms Lam Thi Thu Huong	780,280,644

No	Supervisor	Total Salary, Remuneration, Bonuses, and Other Benefits (VND)
3	Ms Tran Thi Kim Oanh	859,216,162
	TOTAL	**3,080,817,449**

II. Results of the Implementation of Specific Tasks

1. Supervision of the Company's Business and Financial Activities

a) Monitoring the Implementation of Targets/Plans According to the Resolutions of the General Meeting of Shareholders (GMS)

BOS monitors the implementation of the GMS Resolutions by regularly updating itself on the Company's business activities. The BOS actively participates in and provides opinions at regular BOD meetings and executive meetings. During these meetings of BOD and EB, the BOS presents independent perspectives on key matters, identifies risks and operational issues, and recommends solutions to address limitations. Additionally, for areas requiring special attention and enhanced control, the BOS provides specific recommendations to improve operational efficiency and ensure sustainable growth.

In 2025, under the direction of the BOD and EB, the Company successfully met or exceeded the targets set by the GMS, as follows:

No	Content	GMS Resolution assigned	Implementation	Completion Rate
1	Profit Distribution Plan in 2024			
-	Reward and Welfare Fund	VND 24,604,000,000	The allocation of the Reward Fund and Welfare Fund has been completed (*according to BOD Resolution No. 93/2025/NQ-HĐQT-CKCT dated May 15, 2025 and Resolution 222/2025/NQ-HĐQT-CKCT dated December 24, 2025*), in which: + Reward Fund: VND 22,222,800,000 + Welfare Fund: VND 2,381,200,000	100%
-	Realized Profit after tax remaining in 2024 after appropiation	VND 217,948,063,493	The Company issued shares for dividend payments from its undistributed after-tax profits by the end of 2024	100%

No	Content	GMS Resolution assigned	Implementation	Completion Rate
	(The Company plans to increase it charter capital through the issuance of shares for dividend payment and will seek shareholder approval after obtaining consent from competent authorities)			
2	2025 Business Plan, Profit, and Dividend	Profit before tax VND 297,400,000,000	VND 714,652,851,935	240.3%
3	Authorization for BOD to select an Independent Auditing firm for Financial Statements and Financial Safety Ratio Reports Semi-Annual/Annual for 2025 of the Company	Select 01 in 04 auditing firms: *- Deloitte Vietnam Audit CO., LTD* *- Ernst & Young Vietnam CO., LTD* *- KPMG CO., LTD* *- Pwc (Vietnam) Limited*	- On June 19, 2024, the Company's Board of Directors issued Resolution No. 112/2025/NQ-HĐQT-CKCT approving the selection of PwC (Vietnam) Limited as the auditor to review the interim financial statements, the financial safety ratio report as of June 30, 2025, and to audit the financial statements for the fiscal year ending December 31, 2025, and the financial safety ratio report as of December 31, 2025. - On June 30, 2025, the Company signed an audit contract with PwC (Vietnam) limited and implemented information disclosure in accordance with regulations.	100%
4	Total Remuneration, Bonuses, and Other Benefits for BOD and BOS, and Budget for BOS Operations	Maximum 6% of 2025 Realized Profit after tax	Total remuneration/salaries, bonuses, and other benefits for BOD and BOS in 2025 is **VND 11,727,682,350,** corresponding of **2.03%** 2025 Realized Profit after tax.	Compliant

No	Content	GMS Resolution assigned	Implementation	Completion Rate
5	The plan to increase the charter capital through the issuance of shares for dividend payments from the Company's undistributed after-tax profits by the end of 2024	Authorized and assigned to the Company's Board of Directors the implementation of matters related to the plan to increase charter capital; amend the charter; accordingly, and register, depository, and listing of the additional securities.	- Completed tasks related to increasing charter capital through the issuance of shares to pay dividends from undistributed after-tax profits by the end of 2024. The charter capital after the issuance is **VND 2,126,934,380,000.**	Completed
7	Dismissal and additional election of members to the Company's Board of Directors	Dismissal and additional election as Board Member/Independent Board Member positions	The information disclosure of the Personnel change announcement No. 47/TB-CKCT01 dated April 24, 2025 has been disclosed as required.	Completed
EXTRAORDINARY GMS IN 2025				
8	Amendment of the Charter on organization and operation, and Regulation on operation of the Board of Directors of the Company	- Assigning the Authority person to sign and promulgate the consolidated amendments and supplements approved by the GMS	The Chairman of the BOD signed and promulgated the Company's Charter and the Regulations on the Operation of the Board of Directors on November 18, 2025, and these documents have been disclosed in accordance with regulations.	Completed
9	Change the name of the Company	- Authorized and assigned to the Board of Directors/Supervisory Board of the Company to perform related tasks	- The Company has obtained from the relevant authorities the licenses for establishment and securities business, the numeric seal, and the Business Registration Certificate under the new Company name. - On December 29, 2025, the BOD of the Company approved and issued the Charter of Organization and Operation, the Internal Regulations on Corporate	Completed

No	Content	GMS Resolution assigned	Implementation	Completion Rate
			Governance, and the Regulations on the Operation of the Board of Directors of the Company under the new name of VietinBank Securities Joint Stock Company (according to BOD Resolution No. 229/2025/NQ-HĐQT-CKCT dated December 29, 2025) and implemented information disclosure in accordance with regulations. - On December 29, 2025, the Company's BOS approved and promulgated the Regulations on the Organization and Operation of the Company's Supervisory Board (according to the Minutes of the Supervisory Board Meeting No. 05.2025/BB.BKS.CKCT dated December 29, 2025) under the Company's new name, VietinBank Securities Joint Stock Company, and implemented information disclosure in accordance with regulations.	
9	Dismissal and additional election of members to the Company's BOD	- Dismissal/additional election as member of the Company's Board of Directors	- The information disclosure of the personnel change announcement No. 118/TB-CKCT01 dated November 18, 2025, has been disclosed as required.	Completed

b) Review of 2025 Financial Statements

In 2025, as part of its responsibilities, the BOS review the financial statements (FS) for the fiscal year ending December 31, 2024 audited by Deloitte Vietnam Audit Co., Ltd and the interim financial statements for the six-month period ending June 30, 2025 audited by Pwc (Vietnam) Limited. According to the audit, the Board of Supervisors assessed the reasonableness, legality, honesty, completeness, and degree of prudence in the accounting, statistics, and financial statement preparation.

Some key financial indicators from the Company's 2025 audited financial statements are as follows:

No	Items	December 31, 2025 *(VND Billion))*
1	**Total Assets**	**12.410,7**
+	*Financial Assets at Fair Value through Profit or Loss (FVTPL)*	*2.067,6*
+	*Held-to-maturity Financial Assets (HTM)*	*3.562,6*
+	*Available-for-sale Financial Assets (AFS)*	*817,2*
+	*Loan to Customers*	*4.964,2*
2	**Liabilities**	**9.555,3**
3	**Owners' Equity**	**2.855,4**
4	**Total Acounting Profit Before Tax**	**714,7**
5	**Profit after tax**	**577,4**

(Source: The Company's 2025 Audited Financial Statements)

c) Review and Evaluation of ICI, IA, RM, and Early Warning Systems

In 2025, the BOS conducted periodic reviews and monitoring while also establishing direct inspection teams for certain activities of the Company. Through this process, BOS assessed and identified potential issues and risks while also recommending that the BOD and EB direct units rectify, amend, and address existing shortcomings based on the recommendations of internal and external audit and inspection teams.

Additionally, based on the results of supervision and inspection, BOS also assessed the effectiveness and efficiency of the company's ICI, IA, RM, and early warning systems to provide recommendations and suggestions aimed at improving these activities.

2. Supervision of Transactions with Related Parties/Persons

a) Review of contracts and transactions with related parties under the approval authority of the BOD or the GMS

In 2025, BOS reviewed contracts and transactions between the company and related parties (RP) based on the records submitted to BOS (10 records). Additionally, Resolution No. 200/2024/NQ-HĐQT-CKCT approving the policy for signing contracts and transactions with RP remains in effect.

The review indicated that the approval and authorization of contracts/transactions had a legal basis, complied with the authority of the BOD, and adhered to disclosure regulations.

b) Transactions between the Company, subsidiaries, and other companies controlled by the Company with fifty percent (50%) or more of charter capital, and members of the BOD, the GD, other executives, and their related parties

The Company has no subsidiaries or other companies in which it controls over 50% or more of the charter capital.

In 2025, the Company did not rising any transactions with members of the BOD, the GD, other executives of the Company, and related parties of these individuals,

c) Transactions between the Company and Companies where members of the BOD, the GD, or other executives of VietinBank Securities were founding members or held management positions within the last 03 years before the transaction

In 2025, the Company engaged in transactions with VietinBank Fund Management One-Member Limited Liability Company (in which Ms. Tran Thi Ngoc Tai – Deputy GD of the Company – served as Deputy GD of VietinBank Fund Management until March 30, 2022). *(Details are presented in the audited financial statements for 2025).*

3. Supervision Results for the BOD, GD, and other executives of the Company

BOS regularly monitored the BOD, GD, and other executives of the Company based on legal regulations and the Company's charter. The monitoring results indicated that the BOD and GD managed and directed the Company's business activities in line with objectives and in compliance with legal regulations and the Company's charter.

Implementation of Rights and Responsibilities of the BOD, GD, and Other Executives:

In 2025, the BOD held periodic meetings to evaluate business performance, set directions, issue business operation guidance, and discuss corporate governance matters. During these meetings, the GD provided comprehensive reports on the Company's business areas, progress updates, and implementation results of resolutions from the GMS/BOD. Meetings attended by the BOS were conducted in compliance with procedural and regulatory requirements..

The supervision results indicate that in 2025, the BOD fulfilled its duties and powers in accordance with legal regulations and internal regulations of the Company.

Based on the strategic direction set by the BOD, the GD assigned specific responsibilities to each Executive Board member and designated tasks for each department during monthly management meetings, reporting execution results to the BOD.

The supervision results show that in 2025, the GD and other executives of VBSE complied with the rights and obligations of executives as stipulated by law and the Company's charter.

Risk Management (RM):

Alongside business development efforts, enhancing risk management (RM) efficiency has been identified as one of VBSE's strategic priorities. This ensures operational safety and aligns business growth with risk control. Therefore, strict compliance with legal and internal company regulations and professional ethics remains a key focus of the BOD and the Executive Board.

Supervision by BOD, GD of ICI, RM:

The supervision of the internal control and inspection and risk management system is reflected through policy documents, executive directives issued by the BOD and the GD, periodic and ad-hoc reporting mechanisms, and directives for rectifying deficiencies as recommended by internal and external audit inspections. Control and risk management activities are emphasized and strengthened, while compliance culture, adherence to regulations and procedures, legal requirements, and professional ethics are reinforced.

III. Coordination Between the BOS and the BOD, GD, and Shareholders

The Board of Supervisors (BOS) regularly participates in periodic meetings of the BOD and the monthly briefings of the EB. Generally, documents, reports, and proposals from the EB submitted for the BOD's approval are also sent to the BOS.

BOS has closely coordinated with the BOD and the EB to fulfill its functions and duties, exchanging and providing information based on legal compliance and internal company regulations.

Based on monitoring and inspection results, the BOS has provided specific recommendations and observations as advisory input for corporate governance and risk control. The BOD and EB have reviewed and directed individuals and units to implement the BOS's recommendations and observations.

In 2025, the BOS received requests from the major shareholder, Vietnam Joint Stock Commercial Bank for Industry and Trade (VietinBank), to conduct inspections, reviews, and prepare *periodic/ad-hoc supervisory reports* on the Company's activities.

IV. BOS's Activity Orientation for 2026

In 2025, the BOS has fully and properly performed its functions and duties in accordance with the law, the Company's Charter, and the BOS's organizational and operational regulations .

For 2026, the BOS determines to focus on the following key tasks:

- Continue performing its functions, duties, and powers as stipulated by law, the Company's Charter, and the BOS's operational regulations.
- Supervise the Company's operational and financial status, the implementation of GMS resolutions, and compliance with legal regulations, the Company's Charter, and internal governance rules by the BOD, GD, and other executives.
- Strengthen ongoing supervision through the reporting system and implement the annual/ad-hoc inspection plan to promptly identify and control critical issues affecting VBSE's operations, providing timely recommendations and appropriate response measures. Enhance coordination and information exchange with the BOD and EB to stay updated on information for effective supervision, ensuring full execution of functions and maximizing the BOS's responsibilities.

- Through the IA and ICI Departments, oversee the implementation of corrective measures for identified deficiencies according to recommendations from internal and external audit inspections.
- Strengthen training programs and continually improve personnel quality to meet job requirements and ensure operational efficiency.

Respectfully submitting to the GMS for approval of the report of BOS.

Hanoi, April 20, 2026

ON BEHALF OF THE BOARD OF SUPERVISORS

HEAD OF THE BOARD

Phan Thi Thu Hang

PROPOSAL ON
2025 AUDITED FINANCIAL STATEMENTS

2026

Submit to: General Meeting of Shareholders of VietinBank Securities Joint Stock Company

The Board of Directors respectfully submits to the General Meeting of Shareholders to approve the 2025 Financial Statements (for the fiscal year ending December 31, 2025) of VietinBank Securities Joint Stock Company (the Company/VBSE) which have been audited, including:

- The Statement of Financial Position
- Income Statement
- Cash Flow Statements
- Statement of Changes in Equity
- Notes to the financial statements

PwC (Vietnam) Company Limited has audited the 2025 Financial Statements of the Company in accordance with Vietnamese accounting standards, accounting regimes and legal regulations related to the preparation and presentation of financial statements. With the following basic indicators:

Unit: VND

	Items	Amount
1.	Total assets	12,410,698,820,601
2.	Liabilities	9,555,262,431,087
3.	Owners' equity, of which:	2,855,436,389,514
	- Share capital	2,126,934,380,000
	- Share premium	7,415,080,553
	- Revaluation reserve	49,773,892,800
	- Financial risk and operational reserve	7,000,641,200
	- Undistributed profit	664,312,394,961
	+ Realized profit after tax	*631,867,774,163*
	+ Unrealized profit	*32,444,620,798*
4.	Total revenue and other income *(=Total operating income + Financial income + Other income)*	2,099,147,842,062
5.	Total expenses *(=Total operating expenses + Financial expenses + General and Administrative expenses + Other expenses)*	1,384,494,990,127
6.	Total Profit before tax	714,652,851,935
	Realized profit	*768,601,967,436*
	Unrealized loss	*(53,949,115,501)*
7.	Profit after tax	577,371,584,960

(According to the accounting regime applicable to securities companies issued by the Ministry of Finance together with Circular No. 210/2014/TT-BTC dated December 30, 2014 and Circular No. 334/2016/TT-BTC dated December 27, 2016 amending and supplementing Circular No. 210/2014/TT-BTC).

Respectfully submitting to the General Meeting of Shareholders for approval.

Hanoi, April 20 , 2026

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

S.G.P: 133-C.T.C.P
CÔNG TY CỔ PHẦN CHỨNG KHOÁN VIETINBANK
P. XUÂN ĐỈNH - T.P HÀ NỘI

Tran Phuc Vinh

PROPOSAL ON
2025 PROFIT DISTRIBUTION PLAN

2026

Submit to: General Meeting of Shareholders of Vietinbank Securities Joint Stock Company

According to Article 4 of the 2022 AGM Resolution No. 02/2022/NQ/ĐHĐCĐ-CKCT dated March 21, 2022, of the Vietinbank Securities Joint Stock Company ("the Company"): *The Company will continue to appropriate the Financial Reserve and Operational Risk Fund from the Realized Profit after tax in 2021 and subsequent years, at a rate of 1% of the Realized Profit after tax.* Considering that current laws do not stipulate that securities companies are no longer required the provision of financial and operational risk reserve, furthermore, based on the actual situation at the Company, the balance of the Financial Reserve and Operational Risk Fund as at December 31, 2025 according to the Company's audited Financial Statements for 2025, is VND 7,000,641,200. During the course of operations over the past years, the Company has not utilized this fund. Accordingly, the Board of Directors of the Company proposes not to appropriate the Financial Reserve and Operational Risk Fund from the realized profit after tax in 2025.

Therefore, regarding the above-mentioned contents, the Board of Directors respectfully submits the Proposal on the 2025 Profit Distribution Plan to the General Meeting of Shareholders for approval as follows:

Unit: VND

	Items	Amount
1.	Profit after tax in 2025 according to the Financial Statements (FS)	577,371,584,960
	In which: Realized profit after tax in 2025 according to the FS (*)	*616,832,933,233*
2.	Bonus, Wellfare Fund	33,240,470,400
3.	Realized profit after tax in 2025 remaining after appropriation to required fund (**)	583,592,462,833

(*) The appropriation to the required fund is calculated based on the Company's Realized profit after tax in 2025.

(**) The Company shall pay stock dividends from the undistributed realized profit after tax accumulated as of the end of 2025.

Respectfully submitting to the General Meeting of Shareholders for approval.

Hanoi, April 20,2026

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

CÔNG TY CỔ PHẦN CHỨNG KHOÁN VIETINBANK

Tran Phuc Vinh

VBSE

PROPOSAL ON THE 2026 BUSINESS PLAN, PROFITS, AND DIVIDENDS

2026

Submit to: General Meeting of Shareholders of Vietinbank Securities Joint Stock Company

Pursuant to the 2025 business operation results and the forecast for the Vietnamese stock market in 2026, the Board of Directors (BOD) respectfully submits the Business Plan, Profit, and Dividend for 2026 of the Company for approval by the General Meeting of Shareholders as follows:

1. Business plan, profit and dividend targets for 2026:

Unit: VND

Items	Amount
1. Profit before tax	454,000,000,000
2. Expected Dividend Ratio (%)	9%

2. Proposal of the Board of Directors:

The BOD of Vietinbank Securities Joint Stock Company respectfully submits to the General Meeting of Shareholders a request to authorize the BOD to proactively review, research, and adjust the business plan, profits, and dividends for 2026 of the Company according to the actual situation and to disclose information as required by legal provisions.

Respectfully submitting to the General Meeting of Shareholders for approval./.

Hanoi, April 20, 2026

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

S.G.P: 133 - C.T.C.P
CÔNG TY CỔ PHẦN CHỨNG KHOÁN VIETINBANK
P. XUÂN ĐỈNH - T.P HÀ NỘI

Tran Phuc Vinh

PROPOSAL ON SELECTION OF AN INDEPENDENT AUDITOR FOR 2026

2026

Submit to: General Meeting of Shareholders of Vietinbank Securities Joint Stock Company

Pursuant to:

- *Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its amendments and supplements;*
- *Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its amendments, supplements and guidings;*
- *Charter of Organization and Operation of Vietinbank Securities Joint Stock Company (“**The Company**”).*

The Company's Board of Supervisors respectfully submits to the General Meeting of Shareholders for consideration and approval to authorize the Board of Directors to select one (01) independent auditing firm from the list of auditing firms approved by the State Securities Commission to audit public interest entities in the securities sector in 2026 (as per the attached list), updated as of the time of selection, to review/audit the Company's semi-annual/annual Financial Statements and Financial Safety Ratio Report 2026, ensuring quality, efficiency at reasonable costs and in accordance with the provisions of law.

Respectfully submitting to the General Meeting of Shareholders for approval.

Hanoi, April 20 , 2026

ON BEHALF OF THE BOARD OF SUPERVISORS

HEAD OF BOARD

Phan Thi Thu Hang

VBSE

LIST OF AUDITING COMPANIES APPROVED TO AUDITS PUBLIC INTEREST UNITS IN THE SECURITIES SECTOR YEAR 2026

(In accordance with Decision No. 902/QD-UBCK dated November 19, 2025, issued by the Chairperson of the State Securities Commission)

(Attached to the 2026 AGM proposal on selection of an independent auditor for 2026)

NO.	Company name
1	KPMG Limited (KPMG)
2	AASC Auditing Firm Company Limited (AASC)
3	A&C Auditing and Consulting Company Limited (A&C)
4	Moore AISC Auditing and Information Services Company Limited (Moore AISC)
5	PwC (Vietnam) Limited (PwC)
6	Grant Thornton (Vietnam) Limited (GT)
7	AAC Audit And Accounting Company Limited (AAC)
8	Southern Auditing & Accounting Financial Consulting Services Company Limited (AASCS)
9	PKF-TTG Auditing and Consulting Company Limited (PKF-TTG)
10	RSM Vietnam Auditing and Consulting Company Limited (RSM)
11	Vietnam Auditing and Evaluation Company Limited (VAE)
12	BDO Audit Company Limited (BDO)
13	Deloitte Vietnam Audit Company Limited (Deloitte)
14	Viet Values Audit and Consulting Company Limited (VIETVALUES)
15	International Audit Company Limited (ICPA)
16	Ernst & Young Vietnam Limited (E&Y)
17	UHY Auditing and Consulting Company Limited (UHY)
18	Nhan Tam Viet Auditing Company Limited (NTV)
19	AFC Vietnam Auditing Company Limited (AFC)
20	VACO Auditing Company Limited (VACO)
21	ECOVIS AFA VIETNAM Auditing - Appraisal and Consulting Company Limited (ECOVIS AFA)
22	ASCO Firrm Auditing and Valuation Company Limited (ASCO)
23	NVA Auditing Company Limited (NVA)
24	An Viet Auditing Company Limited (AN VIET)
25	International Auditing and Valuation Company Limited (IAV)
26	Vietnam Audit And Appraisal Company Limited (AVA)
27	CPA VIETNAM Auditing Company Limited (CPA VN)
28	FAC Auditing Company Limited (FAC)

PROPOSAL ON THE TOTAL REMUNERATION, BONUSES AND OTHER BENEFITS OF THE BOARD OF DIRECTORS, AND THE SALARY, REMUNERATION, BONUSES, OTHER BENEFITS AND OPERATING BUDGET OF THE BOARD OF SUPERVISORS IN 2026

2026

Submit to: General Meeting of Shareholders of Vietinbank Securities Joint Stock Company

According to the provisions of the Charter on the Organization and Operation of Vietinbank Securities Joint Stock Company and based on the Company's business plan and profit in 2026, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the following contents:

1. Total remuneration, bonuses and other benefits of the Board of Directors, and the salary, remuneration, bonuses, other benefits and operating budget of the Board of Supervisors of Vietinbank Securities Joint Stock Company in 2026, will be capped at a maximum of 6% of the Company's profit after tax in 2026.

2. The Board of Directors and the Board of Supervisors will determine the specific amounts and allocate them in accordance with the legal provisions and the regulations of the Company.

Respectfully submitting to the General Meeting of Shareholders for approval.

Hanoi, April 20 , 2026

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

S.G.P: 133 - C.T.C.P
CÔNG TY CỔ PHẦN CHỨNG KHOÁN VIETINBANK
P. XUÂN ĐỈNH - T.P HÀ NỘI

Tran Phuc Vinh

PROPOSAL ON PLAN OF INCREASING CHARTER CAPITAL THROUGH THE ISSUANCE OF SHARES FOR DIVIDEND PAYMENT

2026

Submit to: General Meeting of Shareholders of VietinBank Securities Joint Stock Company

The Board of Directors of VietinBank Securities Joint Stock Company (the "Company" / "VBSE") respectfully submits to the General Meeting of Shareholders for approval the Plan to increase charter capital through the issuance of shares for dividend payment from the Company's undistributed after-tax profits as of the end of 2025 (the **"Plan to increase charter capital through the issuance of shares for dividend payment"**), specifically as follows:

1. Demand and Necessity of Charter Capital Increase

Charter capital and owners' equity are crucial factors that play a decisive role in determining financial safety indicators and operational limits for securities companies in general and for the Company in particular. These factors include the debt limit for increasing capital resources (not exceeding 05 times owners' equity), the outstanding margin trading loan limit for the entire Company (not exceeding 200% of owners' equity), the margin trading loan limit for a single client (not exceeding 03% of owners' equity), the margin trading loan limit for a specific type of securities (not exceeding 10% of owners' equity), and the investment limits in corporate bonds, shares, capital contributions, and business projects, as well as the underwriting limits of the Company.

At VBSE, the Company aims to continue promoting the development of both potential and core business activities in alignment with market trends, thereby increasing revenue from key business segments with the following goals: increasing brokerage market share, increasing outstanding loans for margin trading, expanding loan limits to be flexible in sourcing funds, optimizing input costs for business activities, while continuing to develop consulting, agency, securities underwriting, capital arrangement and increasing profits from proprietary trading activities.

Accordingly, the increase in charter capital for VBSE serves as a foundation for future capital raises, aiming to strengthen the Company's charter capital and owners' equity. This is essential and timely for expanding operational limits, meeting capital demands for upcoming development plans and objectives, and aligning with prevailing market trends. Large charter capital and owners' equity will also create conditions for the Company to optimize capital costs, increase competitiveness, improve trading market share and enhance the Company's image and position in both domestic and international markets. In addition, with this increase in charter capital, the Company seek to reinvest capital effectively and for the right purpose to bring new increases in long-term benefits to shareholders as well as expect to increase the value of the entire Company and the value of the Company's shares for investors.

2. Legal basis of the Plan

- Law on Enterprises No. 59/2020/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its amendments, supplements and guiding documents on implementation;
- Law on Securities No. 54/2019/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its amendments, supplements and guiding documents on implementation;
- Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Securities Law;
- Decree No.245/2025/NĐ-CP dated September 11, 2025 of the Government on amending and supplementing several articles of Decree No. 155/2020/NĐ-CP dated December 31, 2020, of the Government detailing the implementation of several articles of the Law on Securities;
- Circular No. 118/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance guiding a number of contents on offering, issuing securities, public offering, repurchasing shares, registering public companies and canceling public company status and its amendments and supplements;
- Regulations on listing and trading of listed securities issued along with Decision No. 22/QĐ-HĐTV dated April 18, 2026 of the Board of Members of the Vietnam Stock Exchange;
- Regulation on registration and transfer of ownership of securities at the Vietnam Securities Depository and Clearing Corporation was issued along with Decision No. 07/QĐ-HĐTV dated February 03, 2026 of the Board of Members of the Vietnam Securities Depository and Clearing Corporation;
- Regulation on exercising rights for shareholders at the Vietnam Securities Depository and Clearing Corporation was issued along with Decision No. 38/QĐ-HĐTV dated April 29, 2025 of the Board of Members of the Vietnam Securities Depository and Clearing Corporation;
- Charter on Organization and Operation of VietinBank Securities Joint Stock Company;
- Relevant legal documents.

3. Plan to increase charter capital through the issuance of shares for dividend payments

3.1. Amount of incremental charter capital:

- Charter capital at the time of issuance: VND 2,126,934,380,000.
- Expected additional charter capital: VND 595,541,620,000.
- Expected total charter capital after completing all shares issuance for dividend payments: VND 2,722,476,000,000.

3.2. Plan to increase charter capital through the issuance of shares for dividend payments:

▪ Name of issued shares	:	Shares of VietinBank Securities Joint Stock Company.
▪ Stock symbol	:	CTS
▪ Type of shares	:	Ordinary shares
▪ Par value	:	VND 10,000/share (Ten thousand dongs per share).
▪ Total issued shares	:	212,693,438 shares.
▪ Number of treasury shares	:	0 share.
▪ Number of outstanding shares	:	212,693,438 shares.
▪ Number of expected issued shares	:	59,554,162 shares.
▪ Expected total number of shares after completing all shares issuance for dividend payments	:	272,247,600 shares.
▪ Estimated Total Issuance Value (at Par Value)	:	595,541,620,000 VND. *(The number of shares to be issued and the total specific issuance value will be determined based on the number of outstanding shares as of the record date for exercising to receive stock dividends of the Company).*
▪ Issuance ratio	:	28%, corresponding to the right exercise ratio of 100 : 28 *(The number of shares to be issued, total issuance value at par value, specific issuance ratio will be implemented in accordance to approval of the competent Authority (if any)).*

▪ Issued to	:	Existing shareholders of VietinBank Securities Joint Stock Company, whose names are on the shareholders list as determined by Vietnam Securities Depository and Clearing Corporation as of the Record date to exercise the right receive stock dividends in accordance with the approved issuance plan and in accordance with the provisions of law.
▪ Source of fund	:	Undistributed after-tax profits by the end of 2025 of the Company *(based on data in the audited 2025 financial statements) (Details in Appendix 01 attached).*
▪ Issuance period	:	In 2026. The General Meeting of Shareholders (GMS) authorizes the Company's Board of Directors (BOD) to decide on the specific issuance time after receiving approval from the competent authority *(if any).*
▪ Completion time	:	The period for completing the increase in charter capital shall be implemented according to the provisions of the license/approval of the competent authority.
▪ Solution for dealing with fractional shares	:	The number of dividends shares to be received by each shareholder will be rounded down to the nearest whole share to ensure that the total number of distributed shares does not exceed the total number of shares to be issued. Any fractional shares (if any) will be canceled and not implemented, and the new charter capital will be registered based on the actual number of shares distributed. *For example: As of the record date for the stock dividend issuance, shareholder A owning 15 shares of the Company will receive 4.2 the number of newly issued dividends share, however, due to rounding down to the nearest whole share, shareholder A will actually receive 04 new shares*

▪ Adjust the registered securities quantities, Supplementary Listings, and Admission to Trading	:	The additional issued shares shall be subject to adjustments to the registered securities quantity at the Vietnam Securities Depository and Clearing Corporation and additionally listed at the Ho Chi Minh City Stock Exchange in accordance with current laws.

4. Rights and obligations of investors receiving additional issued shares:

- Organizations and individuals receiving shares of the Company's charter capital increase are responsible for complying with the provisions of law, the Company's Charter and the Plan of increasing charter capital through issuance of shares for dividend payments in this Proposal.

- Organizations and individuals receiving shares of the Company's charter capital increase are treated equally and enjoy all the rights of the Company's shareholders in accordance with the provisions of law.

5. Current and expected shareholder structure after increasing charter capital through issuing shares to pay dividends:

- Details according to the attached Appendix 02.

6. Content submitted to the Company's General Meeting of Shareholders for approval:

The Board of Directors of VietinBank Securities Joint Stock Company respectfully submits to the General Meeting of Shareholders for consideration and approval:

6.1. Approve the *"Plan of increasing charter capital through the issuance of shares for dividend payments from undistributed after-tax profits by the end of 2025"* of the Company.

6.2. Approve the amendment of the Company's Charter on Organization and Operation in accordance with the updated charter capital and the increased number of shares.

6.3. Approve the Adjustment of the registered securities quantity at Vietnam Securities Depository and Clearing Corporation (VSDC), registration of additional listing of shares issued according to the above issuance plan at the Ho Chi Minh City Stock Exchange (HOSE).

6.4. Approve the authorization of the General Meeting of Shareholders and assignment to the Company's Board of Directors:

- Decide, adjust and complete the Company's *"Plan of increasing charter capital through the issuance of shares for dividend payments from undistributed after-tax profits by the end of 2025"* based on the approval of the competent authority/request of the competent authority *(if any)*.

- Approve the revised content, consolidate the full text, and promulgate the Charter of Organization and Operation of the Company in accordance with the updated charter capital and the increased number of shares.
- Decide, approve the contents and implement all necessary tasks and procedures to implement: increase charter capital, issue shares to pay dividends, change the Company's Establishment and Operation License and Business Registration Certificate, adjust the information on the quantity of securities registered at VSDC, register additional listing of shares at HOSE and other procedures as prescribed by law.
- Decide on other issues related to increasing the Company's charter capital.

Respectfully submitting to the General Meeting of Shareholders for approval.

Hanoi, April 20 , 2026

ON BEHALF OF BOARD OF DIRECTOR

CHAIRMAN

CÔNG TY CỔ PHẦN CHỨNG KHOÁN VIETINBANK

Tran Phuc Vinh

APPENDIX 01

CAPITAL SOURCE TO INCREASE THE COMPANY'S CHARTER CAPITAL THROUGH ISSUING SHARES TO PAY DIVIDENDS

(Attached to Proposal on Plan of increasing charter capital through the issuance of shares for dividend payments submitted to the 2026 AGM of the Company)

Unit: VND

No	Items	Amount	Note
1	Undistributed realized profit after tax until the end of 2025 (according to data in audited 2025 financial statements)	631,867,774,163	(1)
2	Profit after tax in 2025 (according to data in audited financial statements in 2025)	577,371,584,960	(2)
3	Realized profit after tax in 2025 (calculated according to audited financial statements in 2025)	616,832,933,233	(3)
4	Appropriation of the Bonus Fund and Welfare Fund from the realized profit after tax in 2025	33,240,470,400	(4)
5	Undistributed after-tax profits by the end of 2025 can be utilized for dividend payments	598,627,303,763	(5) = (1)-(4)
6	Ratio of shares issued for dividend payments from undistributed after-tax profits by the end of 2025	28%	(6)
7	Source of capital to pay expected stock dividends (from Undistributed after-tax profits by the end of 2025) (i)	**595,541,620,000**	(7)
8	Undistributed after-tax profits by the end of 2025 remaining after appropriation and dividend payment (ii)	3,085,683,763	(8) = (5)-(7)

(i), (ii): According to the Plan for handling fractional shares, the number of shares issued to pay dividends to each shareholder will be rounded down to the nearest unit to ensure that the total number of shares distributed does not exceed the total number of shares issued, and the decimal number of fractional shares (if any) will be canceled and not implemented. The final figures in items (i) and (ii) will be recalculated based on the actual share issuance results of the Company.

APPENDIX 02

EXPECTED SHAREHOLDER STRUCTURE BEFORE AND AFTER INCREASING CHARTER CAPITAL THROUGH THE ISSUANCE OF SHARES FOR DIVIDEND PAYMENTS OF THE COMPANY (*)

(Attached to Proposal on Plan of increasing charter capital through the issuance of shares for dividend payments submitted to the 2026 AGM of the Company)

No	Name of Shareholder	Business code	Current number of shares owned (shares)	Current ownership ratio	Number of shares expected to be issued for dividend payments (shares)	Value of additional shares issued to pay expected dividends (VND)	Number of shares expected to be owned after the Company increases its charter capital (shares)	Expected charter capital after the Company issues shares to pay dividends (VND)	Expected ownership ratio after the Company increases charter capital
I	**Shareholders holding 5% or more of the Company's equity**								
1	Vietnam Joint Stock Commercial Bank for Industry and Trade	0100111948	160,873,331	75.636%	45,044,532	450,445,320,000	205,917,863	2,059,178,630,000	75.636%
II	**Other shareholder**								
1	Other shareholder	-	51,820,107	24.364%	14,509,629	145,096,290,000	66,329,736	663,297,360,000	24.364%
III	**Treasury shares**								
1	Treasury shares	-	0	0%	0	0	0	0	0%
	TOTAL (**)		**212.693.438**	**100%**	**59.554.162**	**595.541.620.000**	**272.247.600**	**2.722.476.000.000**	**100%**

(*) Provisional calculation based on data as of March 24, 2026, the Company's latest record date. The final data will be based on the actual shareholder structure before issuance and the results after issuing shares to pay dividends of the Company.

(**) As the number of newly issued shares received by each shareholder will be rounded down to the nearest whole unit, the total number of additional shares expected to be issued for stock dividends based on the shareholder structure calculated in the table above will be 01 share less than the result of multiplying the total 212,693,438 outstanding shares before issuance by the 28% issuance rate (equivalent to 59,554,162 shares as shown in the TOTAL figures above).

PROPOSAL FOR AMENDING AND SUPPLEMENTING THE CHARTER ON ORGANIZATION AND OPERATION, AND REGULATION ON OPERATION OF THE BOARD OF DIRECTORS OF THE COMPANY

2026

Submit to: The General Meeting of Shareholders of VietinBank Securities Joint Stock Company

Pursuant to:

- *Law on Enterprises No. 59/2020/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 ("**Law on Enterprise**"), and its amendments, supplements and guiding documents on implementation;*
- *Law on Securities No. 54/2019/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 ("**Law on Securities**"), and its amendments, supplements and guiding documents on implementation;*
- *Decree No. 155/2020/NĐ-CP on December 31, 2020 of the Government detailing the implementation of a number of Articles of the Law on Securities ("**Decree 155**");*
- *Decree No. 245/2025/NĐ-CP dated September 11, 2025 of the Government amending and supplementing certain articles of Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of certain articles of the Law on Securities ("**Decree 245**");*
- *Circular No. 121/2020/TT-BTC on December 31, 2020 of the Ministry of Finance on the operation of securities companies ("**Circular 121**")*
- *Circular No. 116/2020/TT-BTC on December 31, 2020 of the Ministry of Finance guiding a number of articles on corporate governance applicable to public companies in Decree No. 155/2020/ND-CP on December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.*

The Board of Directors of VietinBank Securities Joint Stock Company ("**the Company**") respectfully submits to the General Meeting of Shareholders ("GMS") for consideration and approval the Amendments and supplements of the Company's Charter on organization and operation ("**Company's Charter**"), and Regulation on operation of the Board of Directors of the Company, as follows:

The current Company's Charter and the Regulation on Operation of the Board of Directors were originally developed based on the Law on Enterprises, the Law on Securities, and other relevant legal documents. Relying on these foundational instruments and the Company's internal policy framework, VietinBank Securities Joint Stock Company has operated safely and effectively over the past period. Accordingly, in order to further improve these documents as a foundation for the Company's governance and operational management, ensure consistency with actual circumstances, and update certain provisions in line with new legal regulations, the Company has prepared draft amendments and supplements to several relevant contents of its Charter and Regulation on Operation of the Board of Directors.

Therefore, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the amendments, supplements, and the fully consolidated version of the Company's Charter on Organization and Operation and the Regulation on Operation of the Board of Directors of the Company (*as presented in the draft consolidated versions of the Charter and the Regulation on Operation of the Board of Directors attached hereto*). Concurrently, the Board of Directors proposes to authorize the competent person to sign and promulgate the Company's Charter on Organization and Operation and the Regulation on Operation of the Board of Directors, incorporating all amendments and supplements after approval by the General Meeting of Shareholders.

The amendments and supplements of the Company's Charter on Organization and Operation are as follows:

No.	Amended Article/ Clause/Point	Current Charter Provisions	Amended and Supplemented Charter Provisions	Reason for amendment and supplement
1	Point c, Clause 3, Article 25. General Meeting of Shareholders	c. In case the Board of Supervisors fails to convene a meeting of the General Meeting of Shareholders as prescribed in Point b, Clause 3 of this Article, the shareholder or group of shareholders specified in Point l, Clause 2, Article 20 of this Charter shall have the right to represent the Company to convene a meeting of the General Meeting of Shareholders in accordance with the provisions of the **Law on Enterprises and this Charter. In this case, the shareholder or group of shareholders convening the meeting of the General Meeting of Shareholders may request the Business Registration Authority to supervise the procedures for convening, conducting the meeting and making decisions of the General Meeting of Shareholders.**	c. In case the Board of Supervisors fails to convene a meeting of the General Meeting of Shareholders as prescribed in Point b, Clause 3 of this Article, the shareholder or group of shareholders specified in Point l, Clause 2, Article 20 of this Charter shall have the right to represent the Company to convene a meeting of the General Meeting of Shareholders in accordance **with this Charter and the provisions of law.**	Amended to ensure consistency with the provisions of prevailing laws from time to time.

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No.	Amended Article/ Clause/Point	Current Charter Provisions	Amended and Supplemented Charter Provisions	Reason for amendment and supplement
2	Clause 3, Article 26. Agenda and Content of the General Meeting of Shareholders	3. Shareholders or groups of shareholders specified in Point 1, Clause 2, Article 20 of this Charter have the right to propose issues to be included in the agenda of the meeting of the General Meeting of Shareholders. The proposal must be in writing and sent to the Company at least three (03) working days before the opening date of the meeting of the General Meeting of Shareholders. The proposal must specify the full name of the shareholder, permanent address, nationality, **Citizen Identification Card number, Identity Card**, Passport or other legal personal identification for individual shareholders; name, business code or establishment decision number, head office address for organizational shareholders; number of shares for each class of shares owned by the shareholder or equivalent information, and the proposed issues to be included in the agenda.	3. Shareholders or groups of shareholders specified in Point 1, Clause 2, Article 20 of this Charter have the right to propose issues to be included in the agenda of the meeting of the General Meeting of Shareholders. The proposal must be in writing and sent to the Company at least three (03) working days before the opening date of the meeting of the General Meeting of Shareholders. The proposal must specify the full name of the shareholder, permanent address, nationality, **Personal Identification number**, Passport or other legal personal identification for individual shareholders; name, business code or establishment decision number, head office address for organizational shareholders; number of shares for each class of shares owned by the shareholder or equivalent information, and the proposed issues to be included in the agenda.	Amended the phrase **"Citizen Identification Card number, Identity Card"** to **"Personal Identification number"** in accordance with Clause 2, Article 2 of Decree No. 245/2025/NĐ-CP dated September 11, 2025.
3	Clause 2, Article 27. Exercising the right to attend the General	2. The authorization for an individual or organization to attend the meeting of the General Meeting of Shareholders as prescribed in Clause 1 of this Article must be made in writing	2. The authorization for an individual or organization to attend the meeting of the General Meeting of Shareholders as prescribed in Clause 1 of this Article must be	Amended and supplemented for clarity and consistency with the definitions in accordance with

No.	Amended Article/ Clause/Point	Current Charter Provisions	Amended and Supplemented Charter Provisions	Reason for amendment and supplement
	Meeting of Shareholders	("Letter cf authorization"). The letter is made in accordance with the provisions of civil law and must contain the following main contents: name, contact address, legal document number of the authorizing shareholder and the authorized party; number of authorized voting shares; content and scope of authorization; authorization period; signature and title of the legal representative (in case the shareholder is an organization authorizing and/or the authorized party is an organization) of the authorizing party and the authorized party. The authorized party attending the meeting of the General Meeting of Shareholders must submit the initial Letter of authorization (in case of re-authorization, the meeting attendee must also present the initial letter of the shareholder, the authorized representative of the organizational shareholder (if not previously registered with the Company along with the re-authorization document) along with a certified copy of his/her legal documents and other relevant documents (if any as required by the Company) when registering to attend the meeting. The Letter of authorization of a foreign individual or organizational	made in writing. ("Letter of authorization"). The letter is made in accordance with the provisions of civil law and must contain the following main contents: name, contact address, legal document number of the authorizing shareholder and the authorized party; number of authorized voting shares; content and scope of authorization; authorization period; signature and title of the legal representative (in case the shareholder is an organization authorizing and/or the authorized party is an organization) of the authorizing party and the authorized party. The authorized party attending the meeting of the General Meeting of Shareholders must submit the initial Letter of authorization (in case of re-authorization, the meeting attendee must also present the initial letter of the shareholder, the authorized representative of the organizational shareholder (if not previously registered with the Company along with the re-authorization document) along with a certified copy of his/her legal documents and other relevant documents (if any as	Clause 2, Article 2 of the Government's Decree No. 111/2011/NĐ-CP dated December 05, 2011 on consular certification and legalization.

No.	Amended Article/ Clause/Point	Current Charter Provisions	Amended and Supplemented Charter Provisions	Reason for amendment and supplement
		shareholder must be **legalized** and/or translated and notarized in accordance with the provisions of Vietnamese law.	required by the Company) when registering to attend the meeting. The Letter of authorization of a foreign individual or organizational shareholder must be **consularly legalized** and/or translated and notarized in accordance with the provisions of Vietnamese law.	
4	Clause 2, Article 36. Rights and obligations of the Board of Directors	y. To organize training and coaching on corporate governance and necessary skills for the member of **Board of Directors, General Director and other managers of the Company.**	y. To organize training and coaching on corporate governance and necessary skills for the member of Board of Directors, General Director, **Person in Charge of Corporate Governance** and other managers of the Company.	Supplemented with the phrase **"Person in charge of Corporate Governance"** in accordance with Point a, Clause 81, Article 1 of Decree No. 245/2025/NĐ-CP dated September 11, 2025
		No specific regulations.	**Adding Point dd after Point cc, Clause 2, Article 36 and reordering the current Point dd in the existing Charter to Point ee in the amended and supplemented Charter.** dd. To execute the dividend payment to shareholders in accordance with the provisions of law after approval by the Annual General Meeting of Shareholders	Supplemented in accordance with Clause 81, Article 1 of Decree No. 245/2025/NĐ-CP dated September 11, 2025.

No.	Amended Article/ Clause/Point	Current Charter Provisions	Amended and Supplemented Charter Provisions	Reason for amendment and supplement
5	Point b Clause 7, Article 36. Rights and obligations of the Board of Directors	No specific regulations.	**Adding Item ix, Point b, Clause 7 after Item viii, Point b, Clause 7, Article 36 and reordering the current Item ix in the existing Charter to Item x in the amended and supplemented Charter.** (ix) Each Independent Member of the Company's Board of Directors must prepare an evaluation report on the Board of Directors' performance in accordance with the Law on Securities and relevant regulations	Supplementing for clarity in accordance with Clause 80, Article 1 of Decree No. 245/2025/NĐ-CP dated September 11, 2025.
6	Point c, Clause 2, Article 38. Self-nomination, nomination of members of the Board of Directors and, conditions and criteria for becoming a member of the Board of Directors	c. The Board of Directors' member may only concurrently be a **member of the Board of Directors at a maximum of five (05) other companies** and may not be a member of the Board of Directors, member of the Board of Members, or General Director (Director) of another securities company.	c. The Board of Directors' member may only concurrently be a **member of the Board of Directors or the Members' Council at a maximum of five (05) other companies** and may not be a member of the Board of Directors, member of the Board of Members, or General Director (Director) of another securities company.	Supplemented with the phrase **"or the Members Council"** in accordance with Clause 78, Article 1 of Decree No. 245/2025/NĐ-CP dated September 11, 2025.
The detailed amendments and supplements are specified in the attached Draft of the Company's Charter on Organization and Operation.				

- Amendments and supplements to the Regulation on Operation of the Board of Directors of the Company (the "**Regulation**"):

No.	Amended Article/ Clause/Point	Current regulations	Amended and supplemented Regulation	Reason for Amendment/ Supplement
1	Clause 2.1 Article 2. Reference Documents	No specific regulations.	**Adding Point d after Point c, Clause 2.1, Article 2 and reordering the current Points d, e, f in the existing Regulations to Points e, f, g in the amended and supplemented Regulations:** d. Decree No. 245/2025/NĐ-CP dated September 11, 2025 of the Government amending and supplementing certain articles of Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of certain articles of the Law on Securities;	Supplemented relevant legal regulations
2	Clause 5.3, Article 5. Rights and Obligations of members of the Board of Directors	5.3. **Independent members of the Company's Board of Directors** must prepare evaluation reports on the Board of Directors' performance in accordance with the Law on Securities and other relevant regulations	5.3. **Each Independent members of the Company's Board of Directors** must prepare evaluation reports on the Board of Directors' performance in accordance with the Law on Securities and other relevant regulations	Amended in accordance with Clause 80, Article 1 of Decree No. 245/2025/NĐ-CP dated September 11, 2025.
3	Point c, Clause 8.1, Article 8. Standard and Conditions for members of the Board of Directors	c. The Board of Dircctors' member may only concurrently be a **member of the Board of Directors at a maximum of five (05) other companies** and may not be a member of the Board of Directors, member of the	c. The Board of Directors' member may only concurrently be a **member of the Board of Directors or the Members' Council at a maximum of five (05) other companies** and may not be a member of the Board of	Supplemented with the phrase **"or the Members Council"** in accordance with Clause 78, Article 1 of Decree No. 245/2025/NĐ-CP

No.	Amended Article/ Clause/Point	Current regulations	Amended and supplemented Regulation	Reason for Amendment/ Supplement
		Board of Members, or General Director (Director) of another securities company.	Directors, member of the Board of Members, or General Director (Director) of another securities company.	dated September 11, 2025, and in line with the amended contents of the Company's Charter.
4	Clause 13.2, Article 13. Rights and Obligations of the Board of Directors	To organize training and coaching on corporate governance and necessary skills for the member of **Board of Directors, General Director and other managers of the Company.**	To organize training and coaching on corporate governance and necessary skills for the member of Board of Directors, General Director, **Person in Charge of Corporate Governance** and other managers of the Company.	Supplemented with the phrase **"Person in charge of Corporate Governance"** in accordance with Point a, Clause 81, Article 1 of Decree No. 245/2025/NĐ-CP dated September 11, 2025 and in line with the amended contents of the Company's Charter.
		No specific regulations.	**Adding Point dd after Point cc, Clause 2, Article 36 and reordering the current Point dd in the existing Charter to Point ee in the amended and supplemented Charter.** dd. To execute the dividend payment to shareholders in accordance with the provisions of law after approval by the Annual	Supplementing in accordance with Clause 81, Article 1 of Decree No. 245/2025/NĐ-CP dated September 11, 2025.

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No.	Amended Article/ Clause/Point	Current regulations	Amended and supplemented Regulation	Reason for Amendment/ Supplement
			General Meeting of Shareholders	
The detailed amendments and supplements are provided in the attached Draft Regulation on Operation of the Company's Board of Directors.				

Respectfully submitting to the General Meeting of Shareholders for approval.

Hanoi, April 20, 2026

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

S.G.P: 133-C.T.C.P
CÔNG TY CỔ PHẦN CHỨNG KHOÁN VIETINBANK
P. XUÂN ĐỈNH - T.P HÀ NỘI

Tran Phuc Vinh

SOCIALIST REPUBLIC OF VIETNAM
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DRAFT

CHARTER

ON THE ORGANIZATION AND OPERATION
OF VIETINBANK SECURITIES JOINT STOCK COMPANY
(Amended in April, 2026)

Hanoi, April 2026

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LEGAL BASIS

- *Law on Enterprises No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 ("**Law on Enterprise**"), and its amendments, supplements and guiding documents on implementation;*

- *Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 ("**Law on Securities**"), and its amendments, supplements and guiding documents on implementation;*

- *Circular No. 121/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance on prescribing operation of securities company;*

- *Other relevant legal documents and amendments, supplements and replacements from time to time (if any);*

- *Resolution of the 2026 Annual General Meeting of Shareholders No. ..../2026/NQ-ĐHĐCĐ-VBSE dated April 21, 2026 of VietinBank Securities Joint Stock Company.*

Chapter I

GENERAL PROVISIONS

Article 1. Definitions

1. As used herein, the terms below are construed as follows:

a. **"The Company"** means VietinBank Securities Joint Stock Company;

b. **"Head Office"** means the Head Office of the Company specified at point a, Clause 3, Article 2 of this Charter;

c. **"Branch, transaction office, and representative office"** are units affiliated with the Company;

d. **"Business area"** means the territory of Vietnam and foreign countries where the Company is permitted to conduct legal business activities;

e. **"Charter Capital"** means the total par value of shares sold and is recorded in Article 10 of this Charter;

f. **"Law on Securities"** means Law on Securities No. 54/2019/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on 26th November 2019;

g. **"Law on Enterprises"** means Law on Enterprises No. 59/2020/QH14 adopted by the National Assembly of the Socialist Republic of Vietnam on 17th June 2020;

h. **"Establishment Date"** means the date on which the Establishment and Operation License was first granted to the Company;

i. **"Company Managers"** include the Chairman of the Board of Directors, Members of the Board of Directors, the General Director, the Deputy General Director;

j. **"Company Executives"** include the General Director, Deputy General Director, Chief Accountant, and Directors of Branches of the Company;

k. "**Member of the Board of Management**" includes the General Director and Deputy General Director;

l. **"Related person"** means any individual or organization that has a relationship with each other according to the provision of Clause 46, Article 4 of the Law on Securities;

m. **"Family-related person"** includes: wife, husband, father, mother, adoptive father, adoptive mother, father-in-law, mother-in-law, biological child, adopted child, son-in-law, daughter-in-law, older biological brother, older biological sister, younger biological sibling, older brother-in-law, younger brother-in-law, older sister-in-law, younger sister-in-law, older biological brother of wife, older biological brother of husband, older biological sister of wife, older biological sister of husband, younger biological sibling of wife, younger biological sibling of husband;

n. **"Shareholder"** means an organization or individual who owns at least one (01) share of the Company;

o. **"Major shareholder"** means the shareholder owning five percent (05%) or more of the Company's voting shares;

p. **"Investors"** means individuals or organizations participating in investment in the securities market;

q. **"Issuer"** means the organization performing the offering and issuing of securities;

r. **"Securities services"** is the Company's performance of securities business operations prescribed in Article 72 of the Law on Securities and provision of securities services as prescribed in Article 86 of the Law on Securities;

s. **"Securities brokerage"** means intermediary jobs in purchasing or selling securities for clients;

t. **"Securities proprietary trading"** means the Company's purchase or sale of securities for itself;

u. **"Securities underwriting"** means a commitment to the issuer to purchase part or all of the securities of the issuer for resale or to purchase the remaining undistributed securities or to make maximum efforts to distribute the securities that need to be issued by the issuer;

v. **"Securities investment advisory"** means providing clients with analysis results, analysis reports, and recommendations related to buying, selling, and holding securities;

w. **"Depository"** means receiving securities for deposit, storing, and transferring securities for clients, helping clients to perform rights related to deposited securities;

x. **"Covered warrants"** means collateralized securities issued by the Company, allowing the owner the right to buy (call warrant) or sell (put warrant) the underlying securities with the Company at a predetermined price, at or before a specified time, or to receive the difference between the strike price and the price of the underlying securities at the time of striking;

y. **"Term of operation"** means the term of operation of the Company as stipulated in Clause 5, Article 2 of this Charter;

z. **"Vietnam"** refers to the Socialist Republic of Vietnam;

aa. **"SSC"** means the State Securities Commission of Vietnam.

2. In this Charter, any reference to one or some statutory provisions or other documents shall include any amendments, modifications, or replacements thereof.

3. The headings (chapters, articles of this Charter) are inserted for convenience only and do not affect the meaning, contents of this Charter.

4. Words or terms defined in the Law on Enterprises and the Law on Securities shall have the same meaning in this Charter if not inconsistent with the subject or context.

Article 2. Name, legal forms, head office, operating network and term of operation of the Company

1. Company name:

a. Company Full name in Vietnamese: **Công ty Cổ phần Chứng khoán VietinBank**

b. Company Full name in English: VietinBank Securities Joint Stock Company

c. Abbreviated name: VBSE

d. Stock symbol: CTS

2. Legal form of the Company:

VietinBank Securities Joint Stock Company is a joint stock company licensed to establish and operate under the provisions of the Law on Securities and the Law on Enterprises.

The Company was established and operated under License No. 107/UBCK-GP issued by the State Securities Commission for the first time on 01 July 2009 and adjustments times.

3. Registered office of the Company:

a. Head office address: 1st to 4th Floor, Building N02-T2, Diplomatic Corps Area, Xuan Dinh Ward, Hanoi.

b. Telephone number: +84.24.3974 1771 Fax: +84.24.3974 1760

c. Email: vanphong@vbse.vn

d. The Company's Official Website: www.vbse.vn

4. Operation network of the Company:

a. The Company may establish branches, transaction offices and representative offices in business area to conduct the Company's operational objectives under this Charter and in accordance with the decision of the Board of Directors to the extent permitted by laws.

b. Branches, transaction offices, and representative offices are units of the Company and the Company is fully responsible for the operations of the Company's branches, transaction offices, and representative offices;

c. The Company only conducts securities business and provides securities services at the locations of its head office, branches, and transaction offices approved by the State Securities Commission;

d. The name of the branch, transaction office, or representative office must conclude the name of the Company, followed by the branch, transaction office, representative office, and a proper name phase for distinction.

5. Term of operation:

The term of operation of the Company shall commence from the Date of Establishment and shall be indefinite, except in the case of early termination of operation as prescribed in Article 75 of this Charter.

Article 3. The Company's Legal representative

1. The Legal representative of the Company is the individual who exercises the rights and fulfills the obligations arising out of the Company's transactions on behalf of the Company, represents the Company as requester to resolve civil matters, the plaintiff, defendant, and person with relevant interests and duties before the Arbitral Tribunal, the Court and other rights and obligations as prescribed by laws.

2. The Company has one (01) legal representative. The Company's Legal representative is the **Chairman of the Board of Directors**. In case there is no Chairman of the Board of Directors, the General Director shall be the Legal representative until the Company has a Chairman of the Board of Directors.

3. Rights, obligations and responsibilities of the Legal representative:

a. Represent the Company in exercising the rights and obligations arising from the Company's transactions in accordance with the provisions of law and this Charter;

b. Exercise the assigned rights and obligations honestly, carefully, and to the best of his/her ability to ensure the legitimate interests of the Company;

c. Be loyal to the interests of the Company; do not abuse the position, title, or use information, know-how, business opportunities, or other assets of the Company for personal gain or to serve the interests of other organizations or individuals;

d. Notify the Company promptly, fully, and accurately about the enterprises in which the Legal representative or related person of the Legal representative owns or has shares, capital contributions in accordance with the provisions of the Law on Enterprises and the Law on Securities;

e. The Legal representative of the Company shall be personally liable according to provision of the law for damages to the Company due to violations of the responsibilities specified in Points b, c, d, Clause 3 of this Article;

f. Exercise other rights, obligations, and responsibilities as prescribed by law and the Company Charter.

4. The Legal representative of the Company as prescribed in this Charter must reside in Vietnam. In case the Legal representative is absent in Vietnam, he must authorize in writing another person residing in Vietnam to exercise the rights and fulfill the obligations of the Legal representative. In this case, the Legal representative is still responsible for the performance of authorized rights and obligations.

5. In case the authorization term under Clause 4 of this Article expires without any other authorization and the Legal representative of the Company has not returned to Vietnam, the authorized person shall continue exercising the rights and fulfilling the obligations of the Company's Legal representative until the Legal representative of the Company returns to work at the Company or until the Board of Directors decides to appoint another person as Legal representative of the Company.

6. If the Legal representative is not present in Vietnam for more than thirty (30) days without authorizing another person to exercise the rights and fulfill the obligations of the Legal representative, or such person is dead, missing, being prosecuted for criminal liability, detained, sentenced to imprisonment, serving an administrative measure at a compulsory drug rehabilitation facility, compulsory education facility, having limited or lost civil capacity, having difficulty in cognition, controlling behavior, being prohibited by the Court from holding a position, practicing a profession or doing certain work, then the Board of Directors shall designate another person as the Legal representative.

Article 4. Scope of business and operation of the Company

1. The Company's scope of business includes:

a. Securities brokerage;

b. Securities proprietary trading;

c. Securities underwriting;

d. Securities investment advisory;

2. The Company is entitled to provide the following services as prescribed by law:

a. Receive entrustment to manage securities trading accounts of individual investors; distribute or act as a securities distribution agent; manage securities trading accounts; provide securities owner list management services to other enterprises;

b. Provide online securities trading services; provide or coordinate with credit institutions to provide services for clients to borrow money to buy securities or provide securities lending services; provide or coordinate with credit institutions to provide services of advancing payment for securities sales; securities depository; securities clearing and settlement; services on the derivative securities market;

c. The Company is allowed to trade securities on its proprietary trading account and to invest, contribute capital, issue and offer financial products;

d. The Company is permitted to provide consulting services on securities offering dossiers, perform procedures before securities offering; act as a depository, payment, and transfer agent for securities; advise on restructuring, consolidation, merger, reorganization, and acquisitions of enterprises; provide management consulting, and business strategy consulting; advise on securities offering, listing, and registration for trading; advise on equitization of enterprises;

e. The Company is allowed to sign agreements to provide services to clients with analysis results, analysis reports and make recommendations related to buying, selling and holding securities.

3. In addition to the services specified in Clause 2 of this Article, the Company is only allowed to provide other financial services by the provisions of law after reporting to the SSC in writing.

4. The Company may add or withdraw one or more of the business operations specified in Clause 1 of this Article after receiving approval from the SSC.

5. The Company is only allowed to plan and conduct all business activities that have been licensed and/or approved by competent State agencies in accordance with relevant legal provisions and to take appropriate measures to achieve the Company's objectives.

Article 5. Operating objectives of the Company

The Company's operating objectives are as follows:

1. The main operating objectives of the Company are to develop the Company into a leading company in the Vietnamese securities market; increase profits, increase dividends for shareholders and contribute to the State Budget; improve the lives of workers; accumulate investment for development;
2. Maximize the Company's operational efficiency;
3. Business is consistent with operating strategy and shareholders' interests.

Article 6. Operating principles of the Company

1. Comply with the laws on securities and securities market and relevant laws;

2. Conduct business activities fairly and honestly;

3. Promulgate and apply the operating procedures for operations, internal control and risk management procedures, and codes of professional ethics appropriate to the Company's business operations and activities, in accordance with the provisions of the Law on Securities and related legal documents;

4. Ensure human resources, capital and facilities necessary to serve securities business activities, complying with legal regulations;

5. Separate offices, personnel, data systems, and reports between professional departments to ensure avoiding conflicts of interest between the Company and clients, and between clients. The Company must notify clients in advance of conflicts of interest that may arise between the Company, practitioners, and clients;

6. Price forecasts or trading recommendations relating to a particular type of securities in the media must clearly state the basis of analysis and source of information.

Article 7. Rights of the Company

1. Have full rights as prescribed by Law on Enterprises, Law on Securities and other regulations of relevant legislation;

2. Supply securities services and financial services within the scope permitted by law;

3. Proactively apply modern science and technology to improve business efficiency and competitiveness.

4. Collect fees and charges in accordance with regulations of the Ministry of Finance and other competent authorities;

5. Recruit, hire and employ workers according to business requirements. Prioritize the use of domestic workers, ensure the rights and interests of workers according to the provisions of law, and respect the right to organize trade unions according to the provisions of law.

Article 8. Obligations of the Company

1. General principles:

a. Comply with and fully perform obligations as prescribed by the Law on Securities, the Law on Enterprises, the Company's Charter, and applicable laws;

b. Set up the internal control system, risk management and surveillance, prevent the conflict of benefits within the Company and in the transactions with related person;

c. Comply with corporate governance principles as prescribed by law and the Company's Charter;

d. Comply with regulations on financial safety, conduct securities business operations according to provisions of the Ministry of Finance and other relevant legal regulations;

e. Maintain the conditions for granting a License to establish and operate a securities business

f. Update and fully maintain client's information records and documents that specifically and accurately reflect transactions of clients and the Company;

g. Comply with legal provisions on prohibited acts in securities and securities market activities;

h. Perform the accounting, auditing, statistic policies and financial obligations as prescribed by the laws;

i. Conduct disclosure information and report promptly, fully, accurately as prescribed by the laws;

j. Develop IT and provisional database system to ensure safe and continuous operation;

k. Conduct securities transaction monitoring as prescribed by the Ministry of Finance;

l. Ensure that employees working in the professional department must have a securities practice certificate appropriate to the professional activities performed in accordance with the provisions of the law on securities and the securities market;

m. To contribute to the payment support fund as prescribed.

2. Obligations with shareholders:

a. Clarify the responsibilities among the General Meeting of Shareholders, the Board of Directors, the Board of Supervisors, and the Board of Management in accordance with the Law on Securities, the Law on Enterprises, and other relevant legal provisions;

b. Establish a communication system with shareholders to ensure full information provision and fair treatment among shareholders, ensure the legitimate rights and interests of shareholders;

c. The following acts must not be performed:

(i) Committing on income and profits for shareholders (except for shareholders owning fixed dividend preference shares);

(ii) Illegally holding benefits and income from shares of shareholders;

(iii) Lending in any form to major shareholders, Supervisors, members of the Board of Directors, members of the Board of Management, Chief Accountant, other management positions appointed by the Board of Directors of the Company and related person of the above subjects;

(iv) Generating income for shareholders by repurchasing shares of shareholders in

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forms inconsistent with the provisions of law;

(v) Infringing upon shareholders' rights such as: ownership rights, option rights, fair dealing rights, right to information provision, other legitimate rights and interests.

3. Obligations with clients:

a. Be honest with clients, do not infringe on the assets, rights and other legitimate interests of clients. Manage each client's assets separately, separate client assets from the Company's assets;

b. Do not abuse client money in any form. Transactions related to client money are only allowed to be carried out in accordance with the provisions of the law;

c. Sign a written contract with clients when providing services to clients; provide fully and honest information to clients when performing the services that the Company provides;

d. When advising clients on securities transactions, securities companies must collect information about clients and cannot guarantee the value of securities they recommend for investment;

e. Update client's information changes when requested by the clients;

f. Announce the securities transaction fees on the Company's website;

g. Prioritize execution of client orders before Company orders;

h. Establish a specialized department responsible for communicating with clients and resolving clients' inquiries and complaints.

i. Complete our obligations to clients in the best possible way;

j. Confidentiality of Client's information;

The Company is responsible for keeping confidential information related to client ownership; refusing to blockade, detain, transfer assets, extract, or copy client securities ownership information without the client's consent, except in the following cases:

(i) Provide the Auditor to conduct the audit of the Company's financial statements;

(ii) Provide information as required by competent state agencies.

4. Other obligations as prescribed by Law on Securities and other relevant legal provisions.

Article 9. Prohibitions and restrictions

1. Regulations for the Company:

a. Not to make any recommendation or guarantees to clients about the level of income or profit achieved on their investments or to guarantee that clients will not suffer losses, except for investments in fixed income securities;

b. Not to agree or offer specific interest rates or share profits or losses with clients or give opinions on the increase or decrease of securities prices without basis to entice clients to participate in transactions;

c. Not to directly or indirectly establish locations other than the transaction locations approved by the State Securities Commission to sign contracts to open trading accounts with clients, receive orders, execute securities trading orders, or pay for securities transactions with clients, except in the case of conducting online securities transactions;

d. Do not receive orders or make transactions with people other than the account holder without written authorization from the account holder;

e. Do not use the client's name or account to register or trade securities;

f. Not to appropriate securities, money or temporarily hold securities of clients in the form of depository under the Company's name;

g. Do not disclose client information unless agreed by the client or requested by a competent authority; do not disclose the contents of client transaction orders or other confidential information obtained when performing transactions for clients without having to disclose information or an inspection request or examination request as prescribed by law;

h. Do not take any actions that cause clients and investors to misunderstand securities prices;

i. Not to infringe upon the property, rights and other interests of clients;

j. The Company must conduct business and provide securities services in its own name; it must not use the name of another organization or individual or allow another organization or individual to use its name to conduct business or provide securities services;

k. The Company is not allowed to contribute capital to establish, purchase shares or capital contributions of another (01) securities company in Vietnam, except in the following cases:

(i) Purchase to implement mergers and acquisitions;

(ii) Purchase to own or together with related person (if any) own no more than five percent (05%) of the outstanding voting shares of a listed securities company registered for trading

l. The contract for opening a securities trading account must not contain the following agreements: agreements to evade the Company's legal obligations without justifiable reasons, agreements to limit the scope of the Company's compensation without justifiable reasons or to transfer risks from the Company to the client; agreements to unfairly force the client to perform compensation obligations and agreements that unfairly disadvantage the client;

m. The Company and its employees are not allowed to make investments on behalf of clients, except in cases of entrusting the management of securities trading accounts of individual investors in accordance with the provisions of the Law on Securities and relevant laws;

n. The Company shall not perform other prohibited/not-permitted acts as prescribed by the Law on Securities and other relevant legal provisions;

o. The maximum ownership ratio of foreign investors and related persons at the Company is forty-nine percent (49%) of the Company's charter capital;

2. Regulations for securities practitioners of the Company:

a. Securities practitioners of the Company are not allowed to perform the acts specified in Clause 2, Article 98 of the Law on Securities.

b. The Company's securities practitioners must attend training courses on securities laws and securities market, trading systems, and new types of securities organized by the SSC, the Vietnam Stock Exchange and its subsidiaries, and the Vietnam Securities Depository and Clearing Corporation.

c. Securities practitioners of the Company must practice securities in accordance with the principles of securities practice in accordance with the securities practice certificate to which the securities practitioner is granted.

d. Should report to the SSC within five (05) working days from the date of signing the labor contract or terminating the labor contract with the Company.

e. Correctly and fully implement other securities practitioner content according to the Law on Securities' provisions and other relevant legal documents.

f. Comply and implement other contents related to securities practitioners correctly and properly in accordance with the provisions of law and the Company's internal regulations.

3. Provisions for members of the Board of Directors, Head of the Board of Supervisors, members of the Board of Management:

a. A member of the Board of Directors of the Company must not concurrently be a member of the Board of Directors, member of the Board of Members, or General Director (Director) of another securities company;

b. The Head of the Company's Board of Supervisors must not concurrently be a member of the Board of Supervisors (Supervisor) or manager of another securities company;

c. Members of the Company's Board of Management may not concurrently work for a securities company, fund management company or other enterprise; the Company's General Director may not be a member of the Board of Directors or a member of the Board of Members of another securities company.

d. Members of the Board of Management in charge of business operations must meet the standards specified in Clause 5, Article 74 of the Law on Securities.

Chapter II
CHARTER CAPITAL, SHARES, SHAREHOLDERS

Section 1
CHARTER CAPITAL, SHARES

Article 1C. Charter capital

The charter capital of the Company is **VND 2.126.934.380.000** *(Two trillion, one hundred twenty-six billion, nine hundred thirty-four million, three hundred eighty thousand dongs).*

Article 11. Classes of shares

1. Total charter capital is divided into **212,693,438** *(Two hundred and twelve million, six hundred ninety-three thousand, four hundred thirty-eight)* **shares**. The par value is VND 10,000/share.

2. Classes of shares: At the time of approval of this Charter, the Company only has ordinary shares with the quantity of **212,693,438** *(Two hundred twelve million six hundred ninety-three thousand four hundred thirty-eight)* **shares**. The Company may have preferred shares including voting preference shares, dividend preference shares, and redeemable preference shares according to the Resolution of the General Meeting of Shareholders. The person entitled to purchase dividend preference shares, redeemable preference shares, and other preference shares shall be decided by the General Meeting of Shareholders. The contents corresponding to each class of preference share must not be contrary to the provisions of this Charter and relevant laws.

3. The Company has the right to issue shares of all kinds to raise capital in accordance with the provisions of law;

4. Each share of the same class gives the owner of that share equal rights, obligations and benefits.

5. Ordinary shares can not be converted into preferred shares. Preferred shares can be converted into ordinary shares by the decision of the General Meeting of Shareholders. The method and conversion rate approved by the General Meeting of Shareholders shall be in accordance with the provisions of law.

6. Characteristics of classes of shares:

a. Ordinary shares: The company must have ordinary shares. The owners of ordinary shares are ordinary shareholders. Each ordinary share has one (01) vote;

b. Voting preference shares mean ordinary shares with more votes than other ordinary shares; the number of votes of a voting preference share is decided by the General Meeting of Shareholders. Only organizations authorized by the Government are entitled to hold voting preference shares. The voting rights and voting privilege period for voting preference shares held by organizations authorized by the Government are decided by the General Meeting of Shareholders. After the voting privilege period, voting preference shares are converted into ordinary shares. Shareholders owning voting preference shares are not allowed to transfer such shares to others, except in cases of transfer according to a court judgment or decision that has come into legal effect or inheritance;

c. Dividend preference shares mean shares paid dividends at a higher rate than the dividend rate of ordinary shares or at a stable annual rate. Annual dividends include fixed dividends and bonus dividends. Fixed dividends do not depend on the Company's business results. The specific fixed dividend rate and the method of determining bonus dividends are clearly stated in the dividend preference shares;

d. Redeemable preference shares refer to shares whose capital contribution is refunded by the Company upon request of the owner or according to the conditions stated in the redeemable preference shares and the Company Charter.

7. The Company may issue other classes of securities as prescribed in the Company Charter, regulations of the Law on Securities and the securities market and other relevant laws.

Article 12. Shareholder register

1. The Company must establish and maintain a shareholder register from the time it is granted a License for establishment and operation in accordance with the provisions of law.
2. The shareholder register must contain the main contents as prescribed by the Law on Enterprises.
3. Form of the shareholder register: electronic data file.
4. The shareholder register is kept at the Vietnam Securities Depository and Clearing Corporation.

Article 13. Share certificate

1. Shares are a type of securities certifying the lawful rights and interests of the owner to a portion of the Company's equity capital.
2. The share certificate issued by the Company must fully include the contents specified in Clause 1, Article 121 of the Law on Enterprises. In case of any errors in the content and form of the shares issued by the Company, the rights and interests of the owners shall not be affected. The Legal representative of the Company shall be responsible for the damages caused by such errors.
3. In case a share certificate is lost, damaged, or otherwise destroyed, the shareholder may be re-issued with another share certificate at the shareholder's request according to provisions of the Law on Enterprises.

Article 14. Covered warrant and other Securities Certificates

1. Covered warrant

The issuance of covered warrants by the Company is carried out in accordance with the provisions of law.

In accordance with the provisions of law, the covered warrant holder has the following rights:

a. The right to be paid in cash or to transfer the underlying securities in accordance with the provisions of law and the Company's regulations upon issuance;

b. The right to be paid in cash when a covered warrant is delisted in accordance with the law;

c. The right to transfer, donate, bequeath, pledge, and mortgage in civil economic relations according to the provisions of law;

d. The right to priority payment when the Company is dissolved or bankrupt according to the provisions of law;

e. Other rights as prescribed by the law.

2. Bond certificates or other securities certificates of the Company will be issued with the signature of the Legal representative and the seal of the Company.

Article 15. Share transfer

1. The Company's shares may be transferred freely except otherwise restricted transfer as prescribed by the Law on Enterprises, Law on Securities and relevant law and provisions of this Charter.

2. The transfer of shares must be performed in accordance with the provisions of the Law on Securities and the securities market, provisions of the SSC, the Stock Exchange and relevant legal provisions.

3. Shares that have not yet been fully paid for may not be transferable nor entitled to any related interests, such as the right to receive dividends, issued shares to increase the equity from the owner's equity source, the right to buy newly offered shares and other benefits as prescribed by the laws.

Article 16. Share repurchase

1. The company is only entitled to repurchase shares when fully meeting the repurchase conditions and ratio as prescribed by law.

2. Cases of share repurchase:

a. Share repurchase at the shareholder's request:

The Shareholders have the right to request the Company to repurchase their shares if such shareholder has voted against the resolution on the reorganization of the Company or the change of the rights and obligations of shareholders as stipulated in the Company's Charter. The request for the repurchase of shares must be made in writing, specify the name and address of the shareholder, the quantity of shares of each class, the offered price, and the reason for requesting the Company to repurchase. This request shall be sent to the Company within ten (10) days from the date the General Meeting of Shareholders passes the Resolution on the above issues. The Company must repurchase shares at the request of shareholders within ninety (90) days from the date of receipt of the request; the repurchase price is determined in accordance with relevant legal provisions.

b. Shares repurchase at the discretion of the Company:

The Company has the right to repurchase ordinary shares sold, part or all of the preferred dividend shares sold. The ratio, method and procedures for repurchasing shares are implemented according to the provisions of law.

Except for the case of buying odd-lot shares at the request of clients, buying to correct transaction errors according to the regulations of the Vietnam Securities Depository and Clearing Corporation, buying back shares at the request of shareholders according to the provisions of Point a, Clause 2 of this Article and other relevant legal provisions (if any), the Company has the right to buy back no more than thirty percent (30%) of the total number of ordinary shares sold, part or all of the dividend preference shares sold according to the provisions of the Law on Enterprises, the Law on Securities and implementing documents, the Board of Directors has the right to decide to buy back no more than ten percent (10%) of the total number of shares of each class sold within twelve (12) months, in other cases, the repurchase of shares is decided by the General Meeting of Shareholders.

3. Terms of payment and settlement of repurchased shares:

Conditions for payment and handling of shares repurchased under Clause 2 of this Article shall be implemented in accordance with the provisions of the Law on Enterprises, the Law on Securities and other relevant legal provisions.

Article 17. Methods of increasing and decreasing the charter capital

1. The Company may increase or decrease its charter capital according to the Resolution/Decision of the General Meeting of Shareholders if it complies with the provisions of current law, in which the Vietnam Joint Stock Commercial Bank for Industry and Trade must always ensure that it holds at least fifty-one percent (51%) of the Company's charter capital.

2. Methods of increasing thc charter capital of the Company:

In accordance with and in compliance with the provisions of law, the Company may increase its charter capital in one of the following methods:

a. Public offering or private placement of securities.

b. Convert convertible bonds into shares in accordance with the law.

c. Issue shares to pay dividends, issue shares to increase share capital from equity, and issue bonus shares to employees according to the provisions of law.

d. Carry over-retained profits and other valid sources to increase charter capital in accordance with the provisions of law.

e. Convert debt into equity according to agreement between the Company and creditors in accordance with the provisions of law.

f. Other methods according to and in accordance with relevant legal provisions.

3. Methods of decreasing the charter capital of the Company:

The Company may decrease its charter capital in accordance with the provisions of the Law on Enterprises and the Law on Securities and must ensure satisfying with the conditions when decreasing the Company's charter capital as prescribed by the Law on Securities, the Law on Enterprises, and relevant legal documents.

Article 18. Bond issuance

1. The Company has the right to issue bonds in accordance with the provisions of the Law on Enterprises, the Law on Securities and other relevant legal provisions.

2. The dossier, order, procedures and conditions for issuance of each type of bond shall be implemented in accordance with the provisions of the Law on Securities, the Law on Enterprises and other relevant legal provisions.

3. The Company decides to offer privately-placed bonds according to the following provisions:

a. The General Meeting of Shareholders decides on the type, total value of bonds, and the time of offering for convertible bonds and bonds with warrants; voting to pass the resolution of the General Meeting of Shareholders on bond offering is implemented in accordance with the provisions of Article 30 of this Charter; the order and procedures are carried out in accordance with the provisions of the Law on Enterprises, the Law on Securities and other relevant legal provisions.

b. Except for the case specified in Point a of this Clause, the Board of Directors has the right to decide on the type of bonds, the total value of bonds and the time of offering, but must report to the General Meeting of Shareholders at the nearest meeting. The report must be accompanied by documents and records on the bond offering.

Section 2
FOUNDING SHAREHOLDERS, PARENT COMPANY, RIGHTS AND OBLIGATIONS OF SHAREHOLDERS

Article 19. Information about founding shareholders and Parent company

1. VietinBank Securities Joint Stock Company has no founding shareholders because it was equitized from Vietnam Bank for Industry and Trade Securities Company Limited.

2. Vietnam Joint Stock Commercial Bank for Industry and Trade is the Parent company of VietinBank Securities Joint Stock Company.

Article 20. Rights of Shareholders of the Company

1. Shareholders are the owners of the Company, with rights and obligations corresponding to the number of shares and classes of shares which they own. Shareholders are only responsible for the debts and other financial obligations of the Company within the scope of the capital contributed to the Company.

2. Rights of ordinary shareholders:

a. Attend and express opinion at meetings of the General Meeting of Shareholders and exercise voting rights directly or through an authorized representative, or in other forms as prescribed by the Company Charter and the law. Each ordinary share has one (01) vote;

b. Receive dividends at the level decided by the General Meeting of Shareholders;

c. Review, look up and make an extract of information about names and contact addresses in the list of shareholders with voting rights; request correction of incorrect information about them;

d. Review, look up and make an extract or copy the Company Charter, minutes of the meetings of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders;

e. Freely transfer their shares to other persons, except in cases prescribed in the Law on Enterprises, the Company Charter and other relevant legal provisions;

f. Priority to purchase new shares corresponding to the ratio of ordinary shares owned by each shareholder in the Company;

g. When the Company is dissolved or bankrupt, receive a portion of the remaining assets corresponding to the percentage of shares owned in the Company according to the provisions of law;

h. Request the Company to repurchase shares in the cases specified in Point a, Clause 2, Article 16 of this Charter, the Law on Enterprises and other relevant legal provisions;

i. Be equally treated. Each share of the same class entitles the shareholder the same rights, obligations and interests. In case the Company has preferred shares, the rights and obligations attached to the preferred shares shall be approved by the General Meeting of Shareholders and fully disclosed to the shareholders;

j. Have full access to periodical and irregular information published by the Company in accordance with the law;

k. Protect their legitimate rights and interests; request the suspension or cancellation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors in accordance with the provisions of the Law on Enterprises;

l. A shareholder or group of shareholders owning five percent (05%) or more of the total number of ordinary shares has the following rights:

(i) Review, look up, and make an extract of the book of minutes, resolutions, and decisions of the Board of Directors, mid-year and annual financial reports, reports of the Board of Supervisors, contracts, transactions that must be approved by the Board of Directors, and other documents, except for documents related to the company's trade secrets and business secrets;

(ii) Request to convene a meeting of the General Meeting of Shareholders in the cases specified in Point m, Clause 2 of this Article;

(iii) Request the Board of Supervisors to inspect each specific issue related to the management and operation of the Company when deemed necessary. The request must be in writing and must include the following contents: full name, contact address, nationality, legal document number of the individual for individual shareholders; name, business code or legal document number of the organization, head office address for organizational shareholders; number of shares and time of share registration of each shareholder, total number of shares of the entire group of shareholders and ownership ratio in the total number of shares of the Company; issues to be inspected, purpose of inspection;

(iv) Propose issues to be included in the agenda of a meeting of the General Meeting of Shareholders. Proposals must be in writing and sent to the Company at least three (03) working days before the opening date of the meeting. Proposals must specify the names of shareholder(s), the number of shares of each class of the shareholder(s), and the issues proposed to be included in the agenda;

(v) Other rights as prescribed by the Law on Enterprises, the Law on Securities, the Company Charter and other relevant legal provisions.

m. A shareholder or group of shareholders specified in Point l, Clause 2 of this Article has the right to request the convening of a meeting of the General Meeting of Shareholders in the following cases:

(i) The Board of Directors materially violates the rights of shareholders, the obligations of managers or makes decisions beyond its assigned authority;

(ii) Other cases as prescribed in the Company's Charter.

The request to convene a meeting of the General Meeting of Shareholders as prescribed in Point m, Clause 2 of this Article must be in writing and must include the following contents: full name, contact address, nationality, legal document number of the individual shareholders; name, business code or legal document number of the organization, head office address for organizational shareholders; number of shares and time of share registration of each shareholder, total number of shares of the group of shareholders and ownership ratio in the total number of shares of the Company, basis and reason for requesting to convene a meeting of the General Meeting of Shareholders. Attached to the request to convene a meeting must be documents and evidence of violations of the Board of Directors, the level of violation or decisions made beyond its authority. Shareholders or groups of shareholders are fully responsible before the law for the accuracy and honesty of documents and evidence provided to competent authorities when requesting to convene a General Meeting of Shareholders.

n. Shareholders or groups of shareholders owning ten percent (10%) or more of the total number of ordinary shares have the right to nominate candidates to the Board of Directors and the Board of Supervisors. The nomination of people to the Board of Directors and the Board of Supervisors is carried out as follows:

(i) Ordinary shareholders forming a group to nominate candidates for the Board of Directors and the Board of Supervisors must notify the attending shareholders of the group formation before the opening of the General Meeting of Shareholders;

(ii) Based on the number of members of the Board of Directors and the Board of Supervisors, the shareholder or group of shareholders specified in this Clause has the right to nominate one or several candidates as decided by the General Meeting of Shareholders as candidates for the Board of Directors and the Board of Supervisors. In case the number of candidates nominated by the shareholder or group of shareholders is lower than the number of candidates they are entitled to nominate as decided by the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors, the Board of Supervisors and other shareholders.

o. Shareholders or groups of shareholders owning at least one percent (01%) of the total number of ordinary shares have the right, on their own behalf or on behalf of the Company, to initiate a lawsuit for personal liability or joint liability against members of the Board of Directors or the General Director to request the return of benefits or payment of compensation for damages to the Company or others in cases prescribed by law; The order and procedures for initiating a lawsuit shall be implemented in accordance with the provisions of the law on civil proceedings;

Shareholders and groups of shareholders as prescribed in this point have the right to review, look up and make an extract of necessary information as prescribed by the Court and Arbitration before or during the lawsuit process.

p. Other rights as prescribed by law and the Company Charter.

3. Rights of shareholders owning voting preference shares:

a. Voting on matters within the authority of the General Meeting of Shareholders with the number of votes as prescribed in Point b, Clause 6, Article 11 of this Charter;

b. Other rights as ordinary shareholders, except for the right to transfer voting preference shares to others as prescribed in Article 11 of this Charter.

4. Rights of shareholders owning dividend preference shares:

a. Receive dividends as prescribed in Point c, Clause 6, Article 11 of this Charter;

b. Receive a part of the remaining assets corresponding to the percentage of shares owned in the Company, after the Company has paid all debts and redeemable preferred shares when the Company is dissolved or bankrupt;

c. Other rights as ordinary shareholders except for the right to vote, attend meetings of the General Meeting of Shareholders, and nominate people to the Board of Directors and the Board of Supervisors (unless otherwise provided by the Charter and the law).

5. Rights of shareholders owning redeemable preference shares:

a. Be refunded the contributed capital by the Company as prescribed in Point d, Clause 6, Article 11 of this Charter;.

b. Other rights as ordinary shareholders except for the right to vote, attend meetings of the General Meeting of Shareholders, and nominate people to the Board of Directors and the Board of Supervisors (unless otherwise provided by the Charter and the law).

Article 21. Obligations of shareholders

1. Pay in full and in due the number of shares committed to be purchased; be responsible for the debts and other property obligations of the Company within the scope of the capital contributed to the Company. The capital contributed in the form of ordinary shares shall not be withdrawn from the Company in any form, except in the case the Company or another person repurchases the shares. In case a shareholder withdraws part or all of the contributed share capital contrary to the provisions of this Clause, that shareholder and the person with related interests in the Company shall be jointly responsible for the debts and other property obligations of the Company within the scope of the value of the withdrawn shares and any damages incurred.

2. Comply with the Company's Charter and internal management regulations of the Company.

3. Attend meetings of the General Meeting of Shareholders and exercise voting rights through the forms prescribed in Article 27 of this Charter.

4. Comply with resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.

5. Keep confidential the information provided by the Company according to the provisions of the Company Charter and the law; only use the provided information to exercise and protect his/her legitimate rights and interests; be strictly prohibited from the dissemination or copying or sending of information provided by the Company to other organizations and individuals.

6. A shareholder owning ten percent (10%) or more of the Company's charter capital and a related person of that shareholder (if any) may not own more than five percent (05%) of the charter capital of another securities company; A shareholder who is a foreign investor must satisfy the conditions prescribed by the Law on Securities;

7. Shareholders owning ten percent (10%) or more of the Company's charter capital must not abuse their advantages to harm the rights and interests of the Company and other shareholders; and must fully notify the Company within twenty-four (24) hours of receiving information, in the following cases:

a. Number of shares blockaded, pledged or disposed of by court decision;

b. Organizational shareholders decide to change their name or divide, split, dissolve, or go bankrupt.

8. Be personally responsible when performing one of the following acts on behalf of the Company in any form:

a. Violation of the law;

b. Conduct business and other transactions for personal gain or to serve the interests of other organizations or individuals;

c. Pay off the debts that are not due before financial risks to the Company.

9. Perform other obligations as prescribed by law, the Charter and internal regulations of the Company.

Article 22. The authorized representative of the organizational shareholder

1. The authorized representative of an organizational shareholder must be an individual who meets the standards and conditions prescribed by the Law on Enterprises and other relevant laws and is authorized in writing to exercise the rights and have the obligations in accordance with the law, the Company Charter and the Company's internal regulations on behalf of that shareholder.

2. An organizational shareholder of the Company owns at least ten percent (10%) of the total number of ordinary shares is entitled to authorize a maximum of three (03) authorized representatives; and:

a. In case of appointing multiple authorized representatives, the organizational shareholder must specifically determine the number of shares for each authorized representative;

b. In case that organizational shareholder does not specify the corresponding number of shares for each authorized representative, the quantity of shares of that organizational shareholder will be divided equally among all authorized representatives.

3. The document appointing an authorized representative must be notified to the Company and is only effective for the Company from the date the Company receives the document. The document appointing an authorized representative must include the following main contents:

a. Name, business registration code, head office address of shareholder;

b. Number of authorized representatives and the corresponding shareholding ratio of each authorized representative;

c. Full name, contact address, nationality, and legal document number of each authorized representative;

d. The respective term of authorization of each authorized representative; clearly stating the date of commencement of representation;

e. Full name and signature of the shareholder's legal representative and of the authorized representative.

4. Responsibilities of the authorized representative of an organizational shareholder:

a. The authorized representative shall, on behalf of the shareholder, exercise the rights and obligations of the shareholder at the General Meeting of Shareholders in accordance with the provisions of the Law on Enterprises. Any restrictions by the shareholder on the authorized representative in exercising the rights and obligations of the corresponding Company shareholder at the General Meeting of Shareholders shall not be effective against third parties.

b. The authorized representative is responsible for fully attending the General Meeting of Shareholders; exercising the authorized rights and obligations honestly, carefully, and to the best of his/her ability, and protecting the legitimate interests of the shareholders appointing the representative.

c. The authorized representative shall be responsible to the shareholder appointing the representative for any violation of the responsibilities prescribed in this Clause. The shareholder appointing the representative shall be responsible to the third party for any responsibilities arising in relation to the rights and obligations exercised through the authorized representative.

Chapter III
THE COMPANY'S ADMINISTRATION AND OPERATION

Article 23. The Company's administration and operation structure

The administration and operation structure (organization of management, administration and control structure of the Company) follows the model of a joint stock company, including:

1. General Meeting of Shareholders.
2. Board of Directors.
3. Board of Supervisors.
4. General Director.

I. General Meeting of Shareholders

Article 24. Authority of the General Meeting of Shareholders

1. The General Meeting of Shareholders, comprising all shareholders with voting

rights, is the highest decision-making body of the Company.

2. Rights and obligations of the General Meeting of Shareholders:

a. To approve the Company's development orientation;

b. To decide on the classes of shares and the total number of shares of each class to be offered for sale; Decide on the annual dividend rate of each class of shares in accordance with the Law on Enterprises and the rights attached to those classes of shares.

c. To approve the number of members of the Board of Directors and the Board of Supervisors; Electing, discharging, and removing members of the Board of Directors and the Board of Supervisors;

d. To decide to invest or sell assets valued at thirty-five percent (35%) or more of the total asset value recorded in the Company's most recent financial statement;

e. To decide to amend and supplement the Company's Charter;

f. To approve the audited annual financial statements; In case the Company's annual financial statement audit report contains material exceptions, contrary audit opinions or rejections, the Company must invite a representative of the auditing organization conducting the audit of the Company's annual financial statements to attend the Annual General Meeting of Shareholders;

g. To decide the repurchase of shares in cases not under the authority of the Board of Directors as prescribed in Point f, Clause 2, Article 36 of this Charter (except for the case of buying odd-lot shares at the request of clients, buying to correct transaction errors as prescribed by the Vietnam Securities Depository and Clearing Corporation, repurchasing shares at the request of shareholders as prescribed in Point a, Clause 2, Article 16 of this Charter and other relevant legal provisions (if any));

h. To review and handle violations by members of the Board of Directors and Supervisors that cause damage to the Company and its shareholders;

i. To decide to reorganize and dissolve (liquidate) the Company and appoint a liquidator;

j. To decide on the budget or total remuneration, bonuses and other benefits for the Board of Directors and the Board of Supervisors;

k. To approve the internal regulations on corporate governance; Regulations on the operation of the Board of Directors; Regulations on the operation of the Board of Supervisors;

l. To approve the list of independent auditing companies; decide on the independent auditing company to conduct an audit of the Company's operations; dismiss the approved independent auditor when deemed necessary;

m. To decide to divide, separate, merge, consolidate or convert the Company;

n. To approve contracts and transactions as prescribed in Clause 3, Article 59 of this Charter;

o. To decide the number of votes of a voting preference share (if any);

p. To decide on the type, total value of bonds and offering time for convertible bonds and bonds with warrants of the Company;

q. Other rights and obligations as prescribed by law and the Company Charter.

3. All issues included in the agenda must be discussed and voted on at the meeting of General Meeting of Shareholders.

4. The Board of Directors must report to the General Meeting of Shareholders at the closest annual meeting the contents approved in previous resolutions of the General Meeting of Shareholders that have not been implemented. In case of any changes in the contents within the authority of the General Meeting of Shareholders, the Board of Directors must submit them to the General Meeting of Shareholders at the closest meeting for approval before implementation.

Article 25. The meeting of the General Meeting of Shareholders

1. Quantity, time of meetings

a. The General Meeting of Shareholders shall convene annual meetings once a year. In addition to the annual meeting, the General Meeting of Shareholders may convene an extraordinary meeting. The location of the meeting of the General Meeting of Shareholders shall be determined as the venue where the chairperson attends the meeting and must be within the territory of Vietnam. Members of the Board of Directors and Supervisors must attend the Annual meeting of the General Meeting of Shareholders to answer questions from shareholders at the meeting (if any); in case of force majeure, members of the Board of Directors and Supervisors must report in writing to the Board of Directors and the Board of Supervisors. In case the Audit Report of the Company's annual financial statements contains material exceptions, contrary audit opinions or refusals, the Company must invite a representative of the approved auditing organization to audit the Company's financial statements to attend the Annual meeting of the General Meeting of Shareholders and the representative of the approved auditing organization mentioned above shall be responsible for attending the Annual meeting of the General Meeting of Shareholders of the Company.

b. The Company must hold the Annual meeting of the General Meeting of Shareholders within four (04) months from the end of the fiscal year. In case it cannot hold the meeting within the above-mentioned time limit, the Company must report to the SSC in writing, stating the reasons, and must hold the Annual meeting of the General Meeting of Shareholders within the next two (02) months.

c. The Company may apply modern information technology for shareholders to attend and express their opinions at the meeting of the General Meeting of Shareholders through online meetings, electronic voting or other electronic forms as prescribed by the Law on Enterprises.

2. Authority to convene the meeting of General Meeting of Shareholders:

The Board of Directors is responsible for convening the annual and extraordinary meetings of the General Meeting of Shareholders. The Board of Directors must convene an extraordinary meeting of the General Meeting of Shareholders in the following cases:

a. The Board of Directors deems it necessary for the benefit of the Company;

b. The quantity of remaining members of the Board of Directors or the Board of Supervisors is less than the minimum number of members as prescribed by law;

c. At the request of a shareholder or group of shareholders as prescribed in Point l, Clause 2, Article 20 of this Charter. The request to convene a meeting of the General Meeting of Shareholders must be made in writing, containing the contents prescribed in Point m, Clause 2, Article 20 of this Charter and must have full signatures of the relevant shareholders or the request must be made in multiple copies and must have full signatures of the relevant shareholders;

d. At the request of the Board of Supervisors;

e. Other cases as prescribed by law and the Company Charter.

3. Convening an extraordinary meeting of the General Meeting of Shareholders:

a. The Board of Directors must convene a meeting of the General Meeting of Shareholders within thirty (30) days from the date of occurrence of the case specified in Point b, Clause 2 of this Article or receipt of a request to convene a meeting specified in Point c and Point d, Clause 2 of this Article. In case the Board of Directors fails to convene a meeting of the General Meeting of Shareholders as prescribed, the Chairman of the Board of Directors and members of the Board of Directors must compensate the Company for any damages arising.

b. In case the Board of Directors fails to convene the meeting of the General Meeting of Shareholders as prescribed in Point a, Clause 3 of this Article, within the next thirty (30) days, the Boards of Supervisors shall replace the Board of Directors in convening the meeting of the General Meeting of Shareholders as prescribed in this Charter. In case the Board of Supervisors fails to convene the meeting of the General Meeting of Shareholders as prescribed, the Boards of Supervisory shall compensate the Company for any damages arising.

c. In case the Board of Supervisors fails to convene a meeting of the General Meeting of Shareholders as prescribed in Point b, Clause 3 of this Article, the shareholder or group of shareholders specified in Point l, Clause 2, Article 20 of this Charter shall have the right to represent the Company to convene a meeting of the General Meeting of Shareholders in accordance with this Charter and the provisions of law.

d. All costs of convening and conducting the meeting of the General Meeting of Shareholders according to points a, b and c, Clause 3 of this Article shall be reimbursed by the Company. These costs exclude expenses incurred by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.

4. The person convening the meeting of the General Meeting of Shareholders must perform the following tasks:

a. Prepare the list of shareholders eligible to attend the meeting of the General Meeting of Shareholders. The list of shareholders eligible to attend the General Meeting of Shareholders shall be prepared not sooner than ten (10) days before the day on which the invitation to the meeting of the General Meeting of Shareholders is sent.

The list of shareholders entitled to attend the meeting of the General Meeting of Shareholders must include the full name, contact address, nationality, and legal identification number for individual shareholders; name, business code or legal document number of the organization, head office address for organizational shareholders; quantity of shares of each class, number and date of shareholder registration of each shareholder;

b. Provide information and resolve complaints related to the shareholder list;

c. Prepare meeting agenda and content, and prepare relevant materials in accordance with Company's regulations and applicable laws;

d. Draft the resolutions of the General Meeting of Shareholders in accordance with the proposed content of the meeting; list and detailed information of candidates in case of elections of members of the Board of Directors or Board of Supervisors;

e. Determine the time and venue of the meeting;

f. Send meeting invitations to each eligible shareholder to attend the meeting according to the following provisions:

The notice of invitation to the meeting of the General Meeting of Shareholders shall be sent to all shareholders on the list of shareholders eligible to attend the meeting by a method that ensures it reaches the shareholders' contact addresses and is posted on the Company's website, and shall be announced in accordance with the provisions of law. The person convening the meeting of the General Meeting of Shareholders must send the notice of invitation to the meeting to all shareholders on the list of shareholders eligible to attend the meeting at least twenty-one (21) days before the opening date of the meeting of the General Meeting of Shareholders (calculated from the date the notice is validly sent or transmitted). The notice of invitation to the meeting must include the name, head office address, enterprise code/license number for establishment and operation; the name and contact address of the shareholder as recorded by the Vietnam Securities Depository and Clearing Corporation, time, venue of the meeting and other requirements for meeting attendees. The agenda of the meeting of the General Meeting of Shareholders, documents used in the meeting, draft Resolutions for each issue in the agenda, and Voting Slips shall be sent to shareholders together with the notice of invitation to the meeting, or may be replaced by posting on the Company's website. In the event the documents are not sent together with the notice of invitation to the meeting of the General Meeting of Shareholders, the notice of invitation to the meeting must specify the link to all meeting documents for shareholders to access, including:

(i) Meeting agenda and issued-related documents used in the meeting;

(ii) List and detailed information of candidates in case of election of members of the Board of Directors or Supervisors (if any);

(iii) Voting Slips;

(iv) Drafted resolutions for each issue on the meeting agenda.

g. Perform other tasks in support of the General Meeting of Shareholders.

Article 26. Agenda and content of the meeting of the General Meeting of Shareholders

1. The annual meeting of the General Meeting of Shareholders discusses and approves the following issues:

a. The Company's annual business plan;

b. Audited annual financial statements;

c. Report of the Board of Directors on the management and performance of the Board of Directors and each member of the Board of Directors;

d. Report of the Board of Supervisors on: (i) the Company's income statement; (ii) performance results of the Board of Directors and General Director; (iii) self-assessment of performance results of the Board of Supervisors and Supervisors;

e. Dividend level for each share of each class;

f. Other issues under the authority prescribed by the Law on Enterprises, current legal documents and the Company Charter.

2. The person convening the meeting of the General Meeting of Shareholders must prepare the agenda and content of the meeting.

3. Shareholders or groups of shareholders specified in Point l, Clause 2, Article 20 of this Charter have the right to propose issues to be included in the agenda of the meeting of the General Meeting of Shareholders. The proposal must be in writing and sent to the Company at least three (03) working days before the opening date of the meeting of the General Meeting of Shareholders. The proposal must specify the full name of the shareholder, permanent address, nationality, Personal Identification number, Passport or other legal personal identification for individual shareholders; name, business code or establishment decision number, head office address for organizational shareholders; number of shares for each class of shares owned by the shareholder or equivalent information, and the proposed issues to be included in the agenda.

4. In case the person convening the meeting of the General Meeting of Shareholders refuses the proposal specified in Clause 3 of this Article, he/she must respond in writing and state the reasons no later than two (02) working days before the opening date of the meeting of the General Meeting of Shareholders. The person convening the meeting of the General Meeting of Shareholders may only refuse the proposal if it falls under one of the following cases:

a. The proposal was sent not in accordance with the provisions of Clause 3 of this Article;

b. The proposed issue is not within the decision-making authority of the General Meeting of Shareholders;

c. At the time of the proposal, the shareholder or group of shareholders does not hold five percent (05%) or more of the total number of ordinary shares as prescribed in Point 1, Clause 2, Article 20 of this Charter; or

d. Other cases as prescribed by the Company Charter and substantive law.

5. The convener of the meeting of the General Meeting of Shareholders must accept and include the proposal specified in Clause 3 of this Article in the proposed agenda and content of the meeting, except for the case specified in Clause 4 of this Article; the proposal shall be officially added to the agenda and content of the meeting if approved by the General Meeting of Shareholders.

Article 27. Exercising the right to attend the meeting of the General Meeting of Shareholders

1. Shareholders and authorized representatives of organizational shareholders may directly attend the meeting or authorize in writing one or more other individuals or organizations to attend the meeting or attend the meeting through one of the forms specified in Clause 3 of this Article. The Company has the right to refuse the authorized party to attend the meeting of the General Meeting of Shareholders in case the authorization document is not implemented in accordance with the provisions of law and this Charter, or the content and scope of authorization are unclear or not specific.

2. The authorization for an individual or organization to attend the meeting of the General Meeting of Shareholders as prescribed in Clause 1 of this Article must be made in writing ("Letter of authorization"). The letter is made in accordance with the provisions of civil law and must contain the following main contents: name, contact address, legal document number of the authorizing shareholder and the authorized party; number of authorized voting shares; content and scope of authorization; authorization period; signature and title of the legal representative (in case the shareholder is an organization authorizing and/or the authorized party is an organization) of the authorizing party and the authorized party.

The authorized party attending the meeting of the General Meeting of Shareholders must submit the initial Letter of authorization (in case of re-authorization, the meeting attendee must also present the initial letter of the shareholder, the authorized representative of the organizational shareholder (if not previously registered with the Company along with the re-authorization document) along with a certified copy of his/her legal documents and other relevant documents (if any as required by the Company) when registering to attend the meeting. The Letter of authorization of a foreign individual or organizational shareholder must be consularly legalized and/or translated and notarized in accordance with the provisions of Vietnamese law.

3. Shareholders are considered to attend and vote at the meeting of the General Meeting of Shareholders in the following cases:

a. Attend and vote directly at the meeting;

b. Authorize other individuals or organizations to attend and vote at the meeting;

c. Attend and vote via online conference, electronic voting, or other electronic form;

d. Send the voting slips to the meeting via mail, fax, or email.

4. The voting slips of the authorized person within the scope of authorization remain valid when one of the following cases occurs:

a. The authorizing person has died, has limited civil act capacity or has lost civil act capacity;

b. The authorizing person has revoked the appointment of the authorization;

c. The authorizing person has revoked the authority of the authorized person.

This Article shall not apply in the event that the Company receives notice of one of the above events before the opening of the meeting of the General Meeting of Shareholders or before the meeting is reconvened.

Article 28. Conditions for conducting a meeting of the General Meeting of Shareholders

1. The meeting of the General Meeting of Shareholders is conducted when the number of shareholders attending the meeting represents more than fifty percent (50%) of the total number of votes.

2. In case the first meeting does not meet the conditions to be held as prescribed in Clause 1 of this Article within thirty (30) minutes from the scheduled opening time of the meeting, the convener shall cancel the meeting. The notice of invitation to the second meeting shall be sent within thirty (30) days from the scheduled date of the first meeting. The second meeting of the General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents thirty-three percent (33%) or more of the total number of votes.

3. In case the second meeting does not meet the conditions to be held according to the provisions of Clause 2 of this Article within thirty (30) minutes from the time of the scheduled

opening of the meeting, the convener shall cancel the meeting. The notice of invitation to the third meeting must be sent within twenty (20) days from the date of the scheduled second meeting. The third meeting of the General Meeting of Shareholders shall be held regardless of the total number of votes of the shareholders attending the meeting.

4. Only the General Meeting of Shareholders has the right to decide to change the meeting agenda sent with the meeting invitation as prescribed in Point f, Clause 4, Article 25 of this Charter.

Article 29. Procedures for conducting meetings and voting at the meeting of the General Meeting of Shareholders

1. Before the opening of the meeting, the Company must carry out the procedure of registering shareholders to attend the meeting of the General Meeting of Shareholders and must carry out the registration until all shareholders entitled to attend the meeting are present and registered. When registering shareholders, the Company shall issue to each shareholder or authorized representative with voting rights a Voting Card and/or Voting Slip with registration number, full name of the shareholder, full name of the authorized representative and the number of votes of that shareholder.

2. The election of the Chairman, Secretary and Vote Counting Committee of the meeting of the General Meeting of Shareholders is regulated as follows:

a. The Chairman of the Board of Directors acts as the chairman of the meeting or authorizes the member of the Board as the chairman of the meeting of the General Meeting of Shareholders convened by the Board of Directors. In the event that the Chairman is absent or temporarily loses their working capacity, the remaining members of the Board shall elect one of them as the chairman of the meeting in accordance with the majority principles. Where the chairman of the meeting cannot be elected, the Head of the Board of Supervisors shall control the General Meeting of Shareholders so that the chairman of the meeting may be elected from the participants and the person having the highest number of votes shall be the chairman of the meeting;

b. Except for the case specified in Point a of this Clause, the person who signs the convening of the meeting of the General Meeting of Shareholders shall arrange the General Meeting of Shareholders to elect the Chairman of the meeting and the person with the highest number of votes shall be the Chairman of the meeting;

c. The Chairman appoints one (01) or several people to act as meeting Secretary;

d. The General Meeting of Shareholders elects one (01) or several people to the Vote Counting Committee at the request of the Chairman of the meeting.

3. The agenda and content of the meeting must be approved by the General Meeting of Shareholders at the opening session. The agenda must clearly and specifically specify the time for each issue in the agenda.

4. The chairman is entitled to take necessary and proper measures to control the meeting in a valid, orderly manner, in accordance with the approved agenda and reflecting the expectations of the majority meeting attendees, including but not limited to the following contents:

a. Arrange the seat at the venue of the meeting of the General Meeting of Shareholders;

b. Secure everyone presenting at meeting locations;

c. Facilitate shareholders to attend (or continue to attend) the meeting.

The person convening the meeting of the General Meeting of Shareholders may, at his sole discretion, change the aforesaid measures and take all necessary measures. The applicable measures may include the issuance of access cards or the use of other optional forms.

d. The rights specified in Clause 7 of this Article.

5. The General Meeting of Shareholders shall discuss and vote on each issue on the agenda. The voting shall be carried out by collecting agreed votes, disagreed votes, and no opinion votes. The vote-checking results are announced by the Chairman right before closing the meeting.

6. Shareholders or authorized persons attending the meeting arriving after opening are still registered and have the right to vote immediately upon registration. The chairman is not obliged to suspense the meeting for late attendees to register. In this case, the effectiveness of any previously voted issues remain unchanged.

7. The person convening the meeting or Chairman of the meeting of the General Meeting of Shareholders has the following rights:

a. Require all meeting attendees to submit to checking or other reasonable, lawful security measures;

b. Request the competent authorities to maintain the meeting order; expel any person from the meeting of the General Meeting of Shareholders who refuse to act against the chair's direction, cause disruption, obstruct the normal progress of the meeting or refuse to comply with rule on checking or the security measures.

8. The Chairman may adjourn the meeting of the General Meeting of Shareholders which the adequate number of participants are available to another time not exceeding three (03) working days since the intended opening date of the meeting and only adjourn the meeting or change the meeting venue in the following circumstances:

a. The location for the meeting does not have sufficient suitable seating for all of the attendees;

b. Communication devices at the current location are not sufficient for attending shareholders to discuss and vote;

c. There is a participant that obstructs or disrupts the order and threatens the fair and legal procedures of the meeting.

9. In case the chairman adjourns or suspends the meeting of the General Meeting of Shareholders against Clause 8 of this Article, the General Meeting of Shareholders shall elect another person from the attendees to replace the chairman in conducting the meeting until its completion; all resolutions approved at that meeting shall be effective.

10. In the event that modern technology is applied to organize the online meeting of the General Meeting of Shareholders, the Company is obligated to ensure that the shareholders may participate and vote with electronic voting forms or other electronic forms as specified in this Charter and other relevant legal provisions.

Article 30. Approval of resolutions of the General Meeting of Shareholders

1. The General Meeting of Shareholders shall approve resolutions within its competence by voting at the meeting or by obtaining written opinions. The Chairman of the meeting of the General Meeting of Shareholders shall have the right to decide to apply the voting method by using Voting Cards and/or Voting Slips or other forms as prescribed in this Charter and other relevant legal provisions.

2. The Company may widely use information technology in voting, including absentee voting through a secured electronic system, voting via the Internet or by telephone to facilitate shareholders' participation in the meeting of the General Meeting of Shareholders

3. Resolutions of the General Meeting of Shareholders on the following matters must be approved by voting at the meeting of the General Meeting of Shareholders:

a. Company development orientation;

b. To elect, discharge, remove members of the Board of Directors or Supervisors;

c. Decision on investing or selling assets valued at thirty-five percent (35%) or more of the total asset value recorded in the Company's most recent financial statement;

d. To approve the audited annual financial statements;

e. To change the industry, profession and business sectors;

f. To change the Company's management structure according to Article 137 of the Law on Enterprises;

g. Reorganization, dissolution of the Company.

4. Resolutions on the following contents are passed when the consent is obtained from the shareholders representing for sixty-five percent (65%) or more of the total number of voting slips of all shareholders attending and voting at the meeting, except for the cases specified in

Clauses 6 and 7 of this Article and Clause 1, Article 32 herein:

a. Amend and supplement the contents of the Company Charter;

b. Classes of shares and the total number of shares of each class;

c. Change the industry, profession and business sectors;

d. Change the Company's management structure according to Article 137 of the Law on Enterprises;

e. Investment project or sale of assets with a value of thirty-five percent (35%) or more of the total asset value recorded in the Company's most recent financial statement;

f. Reorganize, dissolve the Company.

5. Resolutions are passed when approved by shareholders owning more than fifty percent (50%) of the total number of voting slips of all shareholders attending and voting at the meeting, except for the cases specified in Clauses 4, 6, 7 of this Article and Clause 1, Article 32 of this Charter.

6. Voting to elect members of the Board of Directors and Supervisors shall be implemented by the method of cumulative voting. Accordingly, each shareholder has total voting slips corresponding to the total number of shares they own multiplied by the number of members to be elected to the Board of Directors or Board of Supervisors and Shareholders may accumulate all or a part of their votes to one or some candidates. The person who is elected to be a member of the Board of Directors or a Supervisor is determined in accordance with the top-to-bottom vote quantity, starting with the candidate having the highest number of votes till sufficient members are available as prescribed by the Company Charter. In the event that there are more than 02 candidates having the same votes for the final member of the Board, re-voting shall be held among the candidates having the same vote quantity or such final member shall be selected according to the criteria specified in the election regulations.

7. In case the resolution is passed in the form of written opinion, the resolution of the General Meeting of Shareholders shall be passed when consent is obtained from the shareholders owning more than fifty percent (50%) of the total number of voting slips of all shareholders with voting rights. In case of obtaining written opinion related to the content specified in Point b, Clause 4 of this Article, the resolution shall be passed when consent is obtained from the shareholders owning more than sixty-five percent (65%) of the total number of voting slips of all shareholders with voting rights.

8. The resolution of the General Meeting of Shareholders must be notified to shareholders entitled to attend the meeting of the General Meeting of Shareholders within fifteen (15) days from the date of adoption. The sending of the resolution can be replaced by posting it on the Company's website within twenty-four (24) hours from the end of the meeting.

Article 31. The authority and procedures for obtaining shareholders' written opinions to adopt resolutions of the General Meeting of Shareholders

The authority and procedures for obtaining shareholders' written opinions to adopt resolutions of the General Meeting of Shareholders shall be implemented according to the following provisions:

1. The Board of Directors has the right to obtain written opinions from shareholders to pass resolutions of the General Meeting of Shareholders when deemed necessary for the benefit of the Company, except for the case specified in Clause 3, Article 30 of this Charter.

2. The Board of Directors must prepare written opinion forms, the draft resolution of the General Meeting of Shareholders and other documents explaining the draft resolution and deliver it to the voting shareholders not later than ten (10) days before the expiry date of the period of time to return written opinion form. The preparation of the list of shareholders to be sent the opinion forms shall be carried out in accordance with the provisions in Point a, Clause 4, Article 25 of this Charter. Requirements and formalities to deliver the written opinion form and attachments are complied with Point f, Clause 4 of Article 25 herein.

3. The written opinion form must contain the following principal particular:

a. Name, Head office address, License number and date of issuance, place of issuance of the License for establishment and operation, business registration number (if any);

b. Purposes of collection of written opinions;

c. Full name, address, nationality, the number of lawful personal identification in respect of a shareholder that is an individual; name, number of business registration or legal document number, head office address of an organizational shareholder or full name, address, nationality, number of lawful personal identification of authorized representative in respect of a shareholder that is an organization; number of shares of each class and number of voting slips of the shareholder;

d. The issues that need voting;

e. Voting options including affirmative votes, negative votes, and abstentions on each issue;

f. Deadline for submitting the completed written opinion form to the Company;

g. Full name and signature of the Chairman of the Board of Directors.

4. Shareholders may send completed written opinion forms to the Company by mail delivery, fax or email in accordance with the provisions as follows:

a. By post: The completed written opinion form must bear the signature of the shareholder if the shareholder is an individual, or the signature of the authorized representative or legal representative if the shareholder is an organization. Every written opinion form sent to the Company must be put into sealed envelopes. Envelopes must not be opened before counting;

b. By fax or email. Written opinion forms sent by fax or email must be kept confidential until the vote counting time;

c. Written opinion forms sent to the Company after the deadline written therein, written opinion forms sent by post in envelopes that are opened, and written opinion forms sent by fax or email that are revealed are all invalid. If a written opinion form is not submitted, it will be excluded from voting.

5. The Board of Directors shall count the votes and record a vote counting minutes under the witness and supervision of the Board of Supervisors or the shareholders that do not hold managerial positions in the Company. The vote counting minutes must contain the following information:

a. Name, Head office address, License number and date of issuance, place of issuance of the License for establishment and operation, business registration number (if any);

b. Purposes and issues that need voting;

c. The number of shareholders with total number of voting slips that attended in voting, in which, distinguishing between the numbers of valid and invalid votes and method of sending votes, enclosed with the list of voting shareholders;

d. Total number of affirmative votes, negative votes, and abstentions on each issue;

e. The issues that have been passed and the corresponding voting rate;

f. Full name and signature of the Chairman of the Board of Directors, vote counting supervisors, and vote counters.

Members of the Board of Directors, vote counters, and vote counting supervisors are jointly responsible for the truthfulness, and accuracy of the vote counting minutes; jointly responsible for damage caused by the decisions passed because of untruthful, incorrect counts of votes;

6. The vote counting minutes and the resolution shall be sent to all shareholders within fifteen (15) days from the completion date of vote counting. The delivery of the minutes of vote counting minutes and the resolutions may be rcplaced by posting them on the Company's website within twenty-four (24) hours since the vote counting has ended.

7. Completed written opinion forms, the vote counting minutes, passed resolutions, and relevant documents enclosed with written opinion forms shall be kept at the Company's head office.

8. Resolutions passed by the method of obtaining written opinions from shareholders have the same value as resolutions passed at the meeting of the General Meeting of Shareholders.

Article 32. Change of rights

1. The change or cancellation of special rights attached to a class of preferred shares

shall be effective when approved by shareholders representing sixty-five percent (65%) or more of the total number of votes of all shareholders attending the meeting. A resolution of the General Meeting of Shareholders on the content of an adverse change in the rights and obligations of shareholders owning preferred shares class can only be approved if approved by the number of preferred shareholders of the same class attending the meeting owning seventy-five percent (75%) or more of the total number of preferred shares of that class or approved by the preferred shareholders of the same class owning seventy-five percent (75%) or more of the total number of preferred shares of that class in the case of a resolution being approved by the method of written opinion.

2. Organizing a meeting of shareholders holding preferred shares class to approve the above-mentioned change of rights is only valid when there are at least two (02) shareholders (or their authorized representatives) and holding at least one-third (1/3) of the par value of the issued shares of that class. In case there is not enough quorum as stated above, the meeting shall be re-organized within the next thirty (30) days and the holders of shares of that class (regardless of the number of people and shares) present in person or through authorized representatives shall be considered to have sufficient number of required delegates. At the meetings of shareholders holding the above-mentioned preferred shares, the holders of shares of that class present in person or through representatives may request a secret card. Each share of the same class shall have equal voting rights at the above-mentioned meetings.

3. The procedures for conducting such separate meetings are similar to the provisions in Articles 28, 29 and 30 of this Charter.

4. Unless otherwise provided in the terms of the issue of shares, the special rights attached to the classes of shares with preferential rights in respect of some or all matters relating to the distribution of the Company's profits or assets shall not be changed when the Company issues additional shares of the same class.

Article 33. Validity of resolutions of the General Meeting of Shareholders

1. Resolutions of the General Meeting of Shareholders take effect from the date of approval or from the effective date stated in such resolutions.

2. Any resolution of the General Meeting of Shareholders which is passed by one hundred percent (100%) of the total voting shares is lawful and effective even when the sequence and procedures for convening the meeting and passing such resolution breach the provisions of the Law on Enterprises and the Company Charter.

3. In case a shareholder or group of shareholders requests the Court or Arbitration to annul a resolution of the General Meeting of Shareholders as prescribed in Article 35 of this Charter, such resolution shall remain in effect until the Court or Arbitration's decision to annul such resolution takes effect, except in cases where temporary emergency measures are applied according to the decision of a competent authority.

Article 34. Minutes of the General Meeting of Shareholders

1. Minutes of the meeting of the General Meeting of Shareholders must be recorded and may be audio-recorded or recorded and stored in other electronic forms. Minutes must be prepared in Vietnamese, may be prepared in a foreign language, and must include the following main contents:

a. Name, head office address, establishment and operation license number or business registration code (if any);

b. Time and venue of the General Meeting of Shareholders;

c. Meeting agenda and content;

d. Full name of Chairman and Secretary;

e. Summarize the meeting proceedings and opinions expressed at the meeting of the General Meeting of Shareholders on each issue in the meeting agenda;

f. Number of shareholders and the total number of votes of shareholders attending the meeting, the appendix of the list of shareholders registered, shareholder representatives attending the meeting with the corresponding number of shares and votes;

g. Total number of votes for each voting issue, specify the voting method, total number of valid, invalid, approving, disapproving and abstaining votes; corresponding ratio to the total number of votes of shareholders attending the meeting;

h. Issues passed and corresponding voting rate passed;

i. Full name and signature of the Chairman and Secretary. In case the Chairman and Secretary refuse to sign the meeting minutes, the minutes shall be valid if signed by all other members of the Board of Directors attending the meeting and contain all the contents as prescribed in this Clause. The meeting minutes shall specify the refusal of the Chairman and Secretary to sign the meeting minutes.

2. Minutes of the meeting of the General Meeting of Shareholders must be completed and approved before the end of the meeting. The Chairman and Secretary of the meeting or other person signing the minutes of the meeting must be jointly responsible for the truthfulness and accuracy of the contents of the minutes.

3. Minutes stated in Vietnamese and foreign languages have the same legal effect. In case of any difference in content between the minutes in Vietnamese and in foreign languages, the content in the minutes in Vietnamese shall prevail.

4. Minutes of the meeting of the General Meeting of Shareholders must be sent to all

shareholders within fifteen (15) days from the end of the meeting. The sending of minutes of the meeting of the General Meeting of Shareholders may be replaced by posting on the Company's website within twenty-four (24) hours from the end of the meeting.

5. Resolutions, minutes of the meeting of the General Meeting of Shareholders, appendix of list of shareholders registered to attend the meeting with shareholders' signatures, letter of authorization to attend the meeting, all documents attached to the Minutes (if any) and related documents attached to the meeting invitation must be disclosed in accordance with the law on information disclosure on the securities market and must be kept at the Company's head office.

Article 35. Request for annulment of resolution of General Meeting of Shareholders

Within ninety (90) days from the date of receipt of the resolution or minutes of the meeting of the General Meeting of Shareholders or the minutes of the results of the vote counting for the General Meeting of Shareholders in writing, the shareholder or group of shareholders specified in Point l, Clause 2, Article 20 of this Charter may request a court or arbitral tribunal to consider annulling the Resolution or part of the resolution of the General Meeting of Shareholders in the following cases:

1. Sequences and procedures on meeting convention a meeting and decision-making of the General Meeting of Shareholders seriously violate the regulations of the Law on Enterprises and the Company's Charter, except for cases specified in Clause 2 of Article 33 herein.

2. Contents of the resolution violate the laws or this Charter.

II. Board of Directors

Article 36. Rights and obligations of the Board of Directors

1. The Board of Directors is the Company's management authority, having full authority to act on behalf of the Company to decide and fulfill the rights and obligations of the Company, except for the rights and obligations under the authority of the General Meeting of Shareholders.

2. The rights and obligations of the Board of Directors shall be governed by the law, Charter, internal rules of the Company, and the resolutions of the General Meeting of Shareholders. Specifically, the Board of Directors shall have the following rights and obligations:

a. To decide on the Company's strategy, mid-term development plan and annual business plan;

b. To propose the classes of shares and the total number of shares for each class which may be offered;

c. To decide to sell unsold shares within the number of offered shares of each class;

to decide to raise additional capital in other forms;

d. To decide on the type of bonds, total value of bonds and timing of private bonds offering by the Company, except for the case specified in Point p, Clause 2, Article 24 herein;

e. To decide the offered price of shares and bonds of the Company;

f. To decide to on the Company's repurchase of no more than ten percent (10%) of the total number of each class of shares sold within a twelve (12) month period as prescribed in Article 133 of the Law on Enterprises (except for the case of buying odd-lot shares at the request of customers, buying to correct transaction errors as prescribed by the Vietnam Securities Depository and Clearing Corporation, repurchasing shares at the request of shareholders as prescribed in Point a, Clause 2, Article 16 of this Charter and other relevant legal provisions (if any));

g. To decide on investment plans and investment projects within the authority and limitation as prescribed by the law and the Company's Charter;

h. To decide the market development, marketing and technology solutions;

i. To approve purchase, sale, loan, lending contracts, and other contracts or transactions with a value equal to or exceeding thirty-five percent (35%) of the total assets recorded in the latest financial statements of the Company; except for the contracts and transactions within the decision-making authority of the General Meeting of Shareholders as prescribed at point d, clause 2, Article 24 and clauses 2 & 3, Article 59 of this Charter. Approve contracts and transactions as prescribed in Clause 4, Article 59 herein;

j. To elect, dismiss, discharge the Chairman of the Board of Directors;

k. To appoint, re-appoint, dismiss, discharge, reward, discipline, decide to sign and terminate labor contract with General Director; decide salary and other benefits of General Director;

l. To appoint authorized representatives to participate in the Members' Councils or General Meeting of Shareholders at other enterprises, decide on the remuneration and other benefits of those people;

m. To appoint, re-appoint, discharge, remove, rotate, dismiss, reward, discipline, decide to sign and terminate labor contracts with Deputy General Directors, Chief Accountants, Branch Directors, Heads of departments at Head Office/Branch, Head of Internal Audit Department, Person in charge of corporate governance, the Company Secretary (if any) upon the proposal of the General Director; decide on salaries and other benefits of those people;

n. To decide on remuneration, bonuses and other benefits of each member of the Board of Directors and Supervisors within the total remuneration, bonuses and other benefits and budget approved by the General Meeting of Shareholders;

o. To decide on the quantity of employees based on the Company's annual business plan;

p. To supervise and direct the General Director and other managers in the daily business operations of the Company; require the Company's Executives to report, explain, and submit to the Board of Directors the contents of the assigned fields of responsibility and tasks (if necessary);

q. To decide the organizational structure (number, name, functions, main tasks of: (i) Branches, Transaction Offices, Representative Offices; (ii) Functional Departments/Boards at the Head Office). Decide on the internal management regulations of the Company (except for regulations under the authority of the General Meeting of Shareholders). Decide on the establishment, termination of operations, temporary suspension of operations or reorganization of: Subsidiaries, Branches, Transaction Offices, Representative Offices of the Company and decide on capital contribution, purchase of shares of other enterprises in accordance with the provisions of law, the Charter and internal regulations of the Company;

r. To approve the agenda and content of documents for the General Meeting of Shareholders, convene the General Meeting of Shareholders, or collect opinions for the General Meeting of Shareholders to adopt resolutions;

s. To submit audited annual financial statements to the General Meeting of Shareholders;

t. To propose the level of dividends to be paid; decide on the time limit and procedures for paying dividends or handling losses arising during the business process;

u. To propose the reorganization and dissolution of the Company; request the bankruptcy of the Company;

v. To develop the Regulations on the Operation of the Board of Directors, the Internal Regulations on Corporate Governance to submit to the General Meeting of Shareholders in accordance with the law; and to decide on the issuance of these Regulations after they have been adopted by the General Meeting of Shareholders and disclosed on the Company's website;

w. To decide to promulgate the Company's Financial Regulations, Information Disclosure Regulations and other regulations and rules in accordance with the authority and provisions of law and the Company's Charter;

x. To supervise and prevent the conflict of benefits among the members of Board of Directors, Supervisors, General Director and other managers, including misuse of the Company's assets and abuse of transactions with related parties;

y. To organize training and coaching on corporate governance and necessary skills for the member of Board of Directors, General Director, Person in Charge of Corporate Governance and other managers of the Company;

z. To appoint the person in charge of corporate governance of the Company;

aa. To treat all shareholders equally and respect the legitimate interests of Company's stakeholders;

bb. To ensure that the Company's operations comply with the provisions of law, the Company's Charter and internal regulations of the Company;

cc. Be responsible to shareholders for the Company's operations;

dd. To execute the dividend payment to shareholders in accordance with the provisions of law after approval by the Annual General Meeting of Shareholders;

ee. Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities and relevant legal provisions, this Charter and the Company's internal regulations.

3. The Board of Directors shall adopt resolutions and decisions by voting at meetings, by written opinions or by using electronic telecommunications devices and information technology. Each member of the Board of Directors shall have one (01) vote.

4. In case a resolution or decision approved by the Board of Directors is contrary to the provisions of law, resolutions of the General Meeting of Shareholders, or the Company's Charter, causing damage to the Company, the members who approved the resolution or decision shall jointly and severally bear personal responsibility for such resolution or decision and shall compensate the Company for the damage; members who oppose the passing of the above resolution or decision shall be exempted from liability. In this case, the Company's shareholders have the right to request the Court to suspend the implementation of or annul the above resolution or decision.

5. The Board of Directors must report to the General Meeting of Shareholders on the Board of Directors' performance in accordance with the provisions of the Law on Enterprises, the Law on Securities and other relevant legal provisions.

6. The Board of Directors may assign/divide tasks to subordinates and Company's managers to perform the duties and powers of the Board of Directors on the basis of ensuring compliance with the Company's internal regulations and compliance with the provisions of the Law.

7. In the performance of their tasks, members of the Board of Directors have the following rights, obligations and responsibilities:

a. Rights of members of the Board of Directors:

(i) Right to information:

(i.1) Members of the Board of Directors have the right to request members of the Board of Management and other managers to provide information and documents on the financial situation and business activities of the Company and of the units within the Company;

(i.2) The manager is required to promptly, fully and accurately provide information and documents as requested by the Board of Directors members;

(i.3) Procedures for requesting and providing information according to the Company's regulations.

(ii) Right to receive remuneration, bonuses and other benefits:

The members of the Board of Directors are entitled to remuneration, bonuses and other benefits based on the Company's business results and performance.

(ii.1) The remuneration for work is calculated based on the number of working days required to complete the tasks of the members of the Board of Directors and the daily remuneration. The Board of Directors estimates the remuneration for each member based on the principle of consensus. The total remuneration, bonuses and other benefits of the Board of Directors are decided by the General Meeting of Shareholders at the annual meeting;

(ii.2) The remuneration of each member of the Board of Directors is calculated into the Company's business expenses according to the provisions of the law on corporate income tax, presented as a separate item in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting;

(ii.3) The Board of Directors' member holding the manager title or the Board of Directors' member working at subcommittees of the Board of Directors or performing other tasks out of the normal scope of work of a member of the Board of Directors may be additionally paid with remuneration in the form of lump-sum one-time wage, salary, commission, profit based on percentage or other forms as decided by the Board of Directors in accordance with the provisions of law and the internal regulations of the Company.

(ii.4) The Board of Directors' members are entitled to bc rcimbursed for all payment of travel, accommodation, meals, and other reasonable expenses they have incurred in performing their responsibilities, rights, and obligations as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors or subcommittees of the Board of Directors.

(ii.5) The Company may purchase liability insurance for members of the Board of Directors upon approval by the General Meeting of Shareholders. This insurance does not include insurance for the responsibilities of members of the Board of Directors related to violations of the law and the Company's Charter.

b. Responsibilities and obligations of the members of the Board of Directors:

(i) Perform the responsibilities of the Company's manager in accordance with the provisions of law and this Charter;

(ii) Exercise assigned rights and obligations honestly and carefully to ensure maximum legitimate interests of the Company and for the highest interests of shareholders and the Company;

(iii) Be loyal to the interests of the Company and shareholders; do not use the

Company's information, trade secrets, or business opportunities, do not use information obtained through his/her position and do not abuse position, title and assets of the Company for personal gain or to serve the interests of other organizations or individuals;

(iv) Attend all Board of Directors meetings and provide clear opinions on issues discussed at the meeting;

(v) Promptly, fully and accurately notify the Company of any enterprises in which members of the Board of Directors or their related persons are the owner or own capital contributions or shares in accordance with the provisions of the Law on Enterprises and the Law on Securities. Publicly disclose related interests and update the list of related persons in accordance with the Law on Enterprises and other relevant legal provisions;

(vi) Report promptly and fully to the Board of Directors on the remuneration they receive from subsidiaries, affiliates and other organizations;

(vii) Report and disclose information when conducting transactions in the Company's shares in accordance with the provisions of law;

(viii) Report to the Board of Directors at the most recent meeting on the following transactions:

(viii.1) Transactions between the Company, its subsidiaries, or companies in which the Company holds more than fifty percent (50%) of charter capital with members of the Board of Directors and related person of those members; as well as transactions between the Company and a company in which a member of the Board of Directors is a founder or a manager within the last three (03) years prior to the transaction;

(viii.2) Transactions between the Company and enterprises in which a related person of a member of the Board of Directors is a member of the Board of Directors, General Director (Director) or major shareholder;

(ix) Each Independent Member of the Company's Board of Directors must prepare an evaluation report on the Board of Directors' performance in accordance with the Law on Securities and relevant regulations;

(x) Other responsibilities and obligations as prescribed by law and the Company Charter.

8. The Board of Directors must establish departments or assign people to perform risk management tasks, and must build a risk management system in accordance with the provisions of law applicable to securities companies and other relevant legal provisions (if any).

Article 37. Number, composition and term of office of members of the Board of Directors

1. Number and composition of Board of Directors members:

a. The Company's Board of Directors has five (05) members.

b. The composition of the Company's Board of Directors must ensure a balance between executive and non-executive members of the Board of Directors and the number of independent members of the Board of Directors to ensure the independence of the Board of Directors.

The number of non-executive members and/or independent members of the Company's Board of Directors must comply with the provisions of law at each point in time.

2. The term of office of a member of the Board of Directors shall not exceed five (05) years and may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the Company's Board of Directors for no more than two (02) consecutive terms. In the event that all members of the Board of Directors end their terms at the same time, such members shall continue to be members of the Board of Directors until a new member is elected to replace them and take over the work.

3. A member of the Board of Directors shall no longer be eligible to be a member of the Board of Directors in the event that he/she is discharged, removed or replaced by the General Meeting of Shareholders in accordance with the provisions of Article 160 of the Law on Enterprises and this Charter.

Article 38. Self-nomination, nomination of members of the Board of Directors and, conditions and criteria for becoming a member of the Board of Directors

1. Nominate, candidate for the member of the Board of Directors:

a. The Board of Directors is elected by the General Meeting of Shareholders on the principle of cumulative voting as prescribed in Clause 6, Article 30 herein.

b. The self-nomination and nomination of candidates for the Board of Directors shall be carried out according to the following mechanism:

(i) In case the Board of Directors candidates have been identified, the Company must disclose information related to the candidates at least ten (10) days before the opening date of the General Meeting of Shareholders on the Company's website for shareholders to review about these candidates before voting. The Board of Directors candidates must have a written commitment to the honesty and accuracy of the disclosed personal information and must commit to performing their duties honestly, carefully and for the best interests of the Company if elected as a member of the Board of Directors. Information related to the Board of Directors candidates to be disclosed includes:

(i.1) Full name, date of birth;

(i.2) Professional qualifications;

(i.3) Work history;

(i.4) Other management positions (including positions of the Board of Directors of other companies);

(i.5) Interests related to the Company and its related parties;

(i.6) Other information (if any).

The Company must be responsible for disclosing information about the companies in which the candidate is holding the title of Board of Directors' member, other management positions and the interests related to the Company of the candidate for the Board of Directors (if any).

(ii) Shareholders or groups of shareholders owning ten percent (10%) or more of the total number of ordinary shares have the right to nominate candidates for the Board of Directors in accordance with the provisions of the Law on Enterprises and the provisions of Point n, Clause 2, Article 20 of this Charter.

(iii) In case the number of candidates for the Board of Directors through nomination and self-nomination is still not enough as required in the Charter and item (ii) point b of this Clause, the incumbent Board of Directors shall introduce additional candidates or organize nominations according to the provisions of the Internal Regulations on Corporate Governance and the Regulations on the Operation of the Board of Directors. The introduction of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the provisions of law.

c. The appointment of members of the Board of Directors must be disclosed in accordance with the law on information disclosure on the stock market.

d. Candidates for the Board of Directors must satisfy the standards and conditions specified in Clause 2 of this Article.

2. Standards and conditions for the members of the Board of Directors:

a. Not fall into the category of persons prescribed in the provisions of Clause 2, Article 17 of the Law on Enterprises.

b. Have professional qualifications and experience in business administration or in the Company's business field, industry or profession and do not necessarily have to be a shareholder of the Company.

c. The Board of Directors' member may only concurrently be a member of the Board of Directors or the Members' Council at a maximum of five (05) other companies and may not be a member of the Board of Directors, member of the Board of Members, or General Director (Director) of another securities company.

d. A member of the Board of Directors must not be a family member of the General Director and other managers of the Company; of the manager or person with the authority to appoint the manager of the parent company.

e. Other standards and conditions as prescribed by the Law on Securities, the Law on

Enterprises and relevant laws.

Article 39. Independent members of the Board of Directors

An independent member of the Board of Directors is a member meeting the standards and conditions as prescribed in the Law on Securities and relevant legal documents

1. An independent member of the Board of Directors must notify the Board of Directors when he/she no longer meets the conditions specified in Clause 1 of this Article and shall automatically cease to be an independent member of the Board of Directors from the date such conditions are no longer met. The Board of Directors must report the case where an independent member of the Board of Directors no longer meets the conditions at the next General Meeting of Shareholders or convene a General Meeting of Shareholders to elect an additional or replacement independent member of the Board of Directors within six (06) months from the date of receiving the notice from the relevant independent member of the Board of Directors.

2. The method of organizing and coordinating the activities of independent members of the Board of Directors is prescribed in the Company's internal regulations.

Article 40. Chairman of the Board of Directors

1. The Chairman of the Board of Directors shall be elected, discharged, or removed by the Board of Directors from among its members.

2. The Chairman of the Board of Directors shall not concurrently hold the title of General Director.

3. The Chairman of the Board of Directors shall have the following rights and duties:

a. To prepare working plans and programs of the Board of Directors;

b. To prepare the agenda, contents and materials for meetings; convene, chair, and preside over the meetings of the Board of Directors;

c. To organize the adoption of the Board of Directors' resolutions and decisions;

d. On behalf of the Board of Directors, sign resolutions and decisions of the Board of Directors, sign other documents to handle work within the duties and powers of the Board of Directors;

e. To supervise the implementation of the Board of Directors' resolutions and decisions;

f. To assign tasks and supervise the performance of assigned tasks by members of the Board of Directors to manage the Company's operations. The assignment must be in writing;

g. To convene and chair meetings of the General Meeting of Shareholders convened by the Board of Directors;

h. To lead and ensure the efficient operation of the Board of Directors;

i. To develop, implement and review procedures related to the organization and operation of the Board of Directors;

j. To ensure the exchange of full, timely, accurate and clear information between the members and the Chairman of the Board of Director;

k. To ensure the efficient communication and contact with the shareholders;

l. To organize the periodical assessment of the works done by the Board of Directors, its divisions and each member;

m. To facilitate the effective operating of independent members of the Board of Directors and establish a constructive relationship between executive and non-executive members of the Board of Directors;

n. To exercise other duties and responsibilities as required by the General Meeting of Shareholders and the Board of Directors based on the actual demand and situation;

o. Other rights and obligations as prescribed by law, the Company's Charter, Internal Regulations on Corporate Governance, Regulations on the Operation of the Board of Directors and other internal regulations of the Company.

4. In case the Chairman of the Board of Directors submits a letter of resignation or he is removed or discharged, the Board of Directors must elect a substitute within ten (10) days since the letter of resignation is received or the Chairman is removed or discharged.

5. In case the Chairman of the Board of Directors is absent or unable to perform their duties, the Chairman shall authorize another member in writing to exercise the rights and fulfill the responsibilities of the Chairman in accordance with the principles prescribed herein, the Company's internal regulations (if any) and relevant laws, while notifying the remaining members of the Board of Directors and the General Director of such authorization. In case the authorized person is not found or the Chairman dies, goes missing or is detained, serves a prison sentence, administrative measures at a compulsory detoxification facilities or education facilities, escapes from the residing place, has restricted or lost civil act capacity or has difficulties in judgment or self-control, or he/she is prohibited by the Court to undertake the title, practice or do a certain works, then the remaining members shall elect one of them as the Chairman of Board of Directors in accordance with the majority principles till a new decision is made by the Board of Directors.

6. When it is deemed necessary, the Board of Directors shall decide to appoint a Company Secretary. The rights and obligations of the Company Secretary shall be implemented in accordance with the provisions of the Regulations on the Operation of the Board of Directors and the law.

Article 41. Board of Directors' meetings and meeting minutes

1. The Chairman of the Board of Directors shall be elected in the first meeting of the Board of Directors within seven (07) working days since the date of ending the election of Board of Directors. This meeting is convened and chaired by the members with the highest number of votes or rates. In the event of having more than one member with the highest and equal number of votes or rates, the members shall vote in accordance with the majority principle to elect one (01) of them to convene the Board of Directors' meeting.

2. The Board of Directors shall hold meetings at least once every quarter and may hold extraordinary meetings. The meeting order and procedures are carried out according to the provisions herein.

3. The Chairman of the Board of Directors convenes a meeting of the Board of Directors in the following cases:

a. At the request of the Board of Supervisors or an independent member of the Board of Directors;

b. At the request of the General Director or at least five (05) other managers;

c. At the request of at least two (02) members of the Board of Directors.

4. The request specified in Clause 3 of this Article must be made in writing, specify the purpose, issues to be discussed and decided within the authority of the Board of Directors.

5. The meeting of the Board of Directors shall be convened by the Chairman within seven (07) working days since the date of receiving the request as prescribed in Clause 3 of this Article. In case the Board of Directors' meeting is not convened as requested, the Chairman of the Board of Directors shall be responsible for any damages caused to the Company; the requesting person shall have the right to convene the meeting of the Board of Directors in lieu of the Chairman.

6. The Chairman of the Board of Directors or the person convening the meeting of the Board of Directors must send the meeting invitation at the latest three (03) working days before the meeting date. The invitation must define specifically the time and venue of the meeting, agenda, issues to be discussed and decided. The invitation must include the meeting materials and the voting slips for members.

The invitation of Board of Directors' meeting may be sent by invitation letter, telephone, fax, electronic means or other means and is ensured to reach the contact address of each member of the Board of Directors registered with the Company.

7. The Chairman of the Board of Directors or the convener shall send the meeting invitation and accompanying documents to the Supervisors as to the members of the Board of Directors. Supervisors have the right to attend meetings of the Board of Directors, and to discuss but not to vote.

8. The meeting of the Board of Directors shall be conducted when at least three-fourths (3/4) of the total number of members are present. In case the meeting convened

according to this Clause is not conducted because the number of attendees is less than the quorum, it will be convened for the second time within seven (07) days from the intended date of the first meeting. In this case, the meeting shall be conducted if more than half (1/2) of the total members of the Board of Directors are present.

9. A member of the Board of Directors is considered to attend and vote at the meeting in the following cases:

a. Attend and vote directly at the meeting;

b. Authorize another person to attend the meeting and vote as prescribed in Clause 10 of this Article;

c. Attend and vote via online conference, electronic voting or other electronic form;

d. Send the voting slips to the meeting via mail, fax, or email.

In case of sending the voting slips to the meeting by mail, the voting slips must be contained in a sealed envelope and must be delivered to the Chairman of the Board of Directors at least one (01) hour before the opening of the meeting. The voting slips may only be opened in the presence of all attendees.

10. Members shall attend full meetings of the Board of Directors. Members may authorize another person to attend meetings and vote if such authorization is approved by a majority of Board of Directors' members.

11. The meeting of the Board of Directors may be conducted via online conference among the members of the Board of Directors when all or some members are present in different places provided that each member attending the meeting can:

a. Hear each other Board of Directors' members speaks at the meeting;

b. Speak to all other attendees simultaneously.

The discussion among the members can be conducted directly through the phone or by other means of telecommunications or the combination of all those means of communication. Any member of the Board of Directors attending such meeting shall be acknowledged as "present" in such meeting. The venue of the meeting conducted according to this provision shall be the location where the majority of members of the Board of Directors gather together, or the location where the Chairperson of the meeting shall be present.

Resolutions of the Board of Directors passed in a meeting by telephone and/or by other means of communication properly organized and conducted shall take effect immediately upon the end of the meeting but must be recorded in minutes as prescribed in Clause 14 of this Article.

12. Resolutions and decisions of the Board of Directors shall be adopted by a majority (over fifty percent (50%)) of the members of the Board of Directors attending the meeting with voting rights; in case the number of agree votes and disagree votes are equal, the final decision

shall belong to the side with the opinion of the Chairman of the Board of Directors or the Chairperson of the meeting (in case the Chairman of the Board of Directors does not preside the Board of Directors' meeting).

13. Resolutions in the form of written opinions are passed on the basis of the approval of the majority of members of the Board of Directors with voting rights. In case the number of agree votes and disagree votes are equal, the final decision will belong to the side with the opinion of the Chairman of the Board of Directors. This resolution has the same effect and value as the resolution passed at the meeting.

14. Minutes of the meeting of the Board of Directors:

a. Meetings of the Board of Directors must be noted in the minutes of the meeting and can be recorded, saved and kept under any other electronic forms. The minutes of the meeting shall be made in Vietnamese and can be additionally made in a foreign language with full and main contents as follows:

(i) Name, head office address, establishment and operation license number, business registration code (if any);

(ii) Time and venue of meeting;

(iii) Purpose, agenda and content of the meeting;

(iv) Full name of each member attending the meeting or authorized person attending the meeting and method of attending the meeting; full name of members not attending the meeting and reason;

(v) Matters discussed and voted on at the meeting;

(vi) Summarize the opinions of each attending member in chronological order of the meeting;

(vii) Voting results, which specify the members agree, disagree and no comment;

(viii) The issues passed and the corresponding percentage of votes for passing;

(ix) Full name and signature of the Chairperson of the meeting and the person taking the minutes, except for the case specified in Point b of this Clause. In addition, the Minutes of the meeting of the Board of Directors may have the signatures of the members of the Board of Directors/authorized representatives attending the meeting at the request of the Chairperson of the meeting.

b. In case the Chairperson of the meeting or the person recording the minutes refuses to sign the meeting minutes, but if all other members of the Board of Directors attending and approving to pass the minutes sign the meeting minutes and the minutes have full contents as prescribed in items (i), (ii), (iii), (iv), (v), (vi), (vii) and (viii) of Point a of this Clause, then these minutes shall be valid. The meeting minutes shall specify that the Chairperson of the meeting or the person recording the minutes refuses to sign the meeting minutes. The person signing the meeting minutes shall be jointly responsible for the accuracy and truthfulness of the content of the Board of Directors' meeting minutes. The Chairperson of the meeting or the person recording the minutes shall be personally responsible for damages incurred to the enterprise due to refusal to sign the meeting minutes in accordance with the provisions of law and the Company's Charter.

c. The Chairperson of the meeting, the minute recorder and the signatories of the minutes shall be responsible for the truthfulness and accuracy of the content of the meeting minutes of the Board of Directors.

d. Meeting minutes of Board of Directors and documents used in the meetings must be kept at the Company's head office. The Chairman of the Board of Directors is responsible for forwarding the meeting minutes of the Board of Directors to the members and such minutes shall be considered as authentic evidence of the work conducted in such meetings.

e. Minutes prepared in Vietnamese and foreign languages shall have the same legal validity. For any discrepancy in the contents of the minutes of the meeting, the contents of the Vietnamese minutes of the meeting shall prevail.

15. Sub-committees of the Board of Directors:

a. The Board of Directors may establish a subcommittee to be in charge of development policies, human resource, remuneration, internal auditing, and risk management. The number of members of the subcommittee is decided by the Board of Directors, with a minimum of three (03) members including members of the Board of Directors and external members. Independent members of the Board of Directors/non-executive members of the Board of Directors should make up the majority of the subcommittee and one of these members shall be appointed as Head of the subcommittee according to the decision of the Board of Directors. The activities of the subcommittee must comply with the regulations of the Board of Directors. Resolutions of the subcommittee shall only be effective when a majority of members attend and vote for approval at the subcommittee's meeting;

h. The implementation of resolutions of the Board of Directors, or its subcommittees must comply with current legal regulations and the Company's Charter, Internal Regulations on Corporate Governance and internal regulations of the Company.

Article 42. Discharge, removal, replacement and addition of members of the Board of Directors

1. The General Meeting of Shareholders may discharge a member of the Board of Directors in the following cases:

a. A member of the Board of Directors no longer satisfies the standards and conditions prescribed in Clause 2, Article 38 and/or Clause 1, Article 39 herein;

b. Have a resignation letter and it was accepted;

c. Other cases as prescribed by law and the Company Charter.

2. The General Meeting of Shareholders may remove a member of the Board of Directors in the following cases:

a. Not participating in the activities of the Board of Directors for six (06) consecutive months, except for cases of force majeure;

b. Other cases as prescribed by law and the Company Charter.

3. When it is deemed necessary, the General Meeting of Shareholders may decide to replace members of the Board of Directors; discharge or remove members of the Board of Directors, except for the cases specified in Clause 1 and Clause 2 of this Article.

4. The Board of Directors must convene a meeting of the General Meeting of Shareholders to elect additional members of the Board of Directors in the following cases:

a. The number of members of the Board of Directors is reduced by more than one-third (1/3) of the number specified in the Company's Charter. In this case, the Board of Directors must convene a General Meeting of Shareholders within sixty (60) days from the date the number of members is reduced by more than one-third (1/3);

b. The number of independent members of the Board of Directors has decreased and does not ensure the ratio as prescribed by the Company Charter and relevant laws.

Except for the cases specified in Point a and Point b of this Clause, the General Meeting of Shareholders shall elect new members to replace the discharged or removed members of the Board of Directors at the nearest meeting.

Article 43. Internal Audit Committee under the Board of Directors

1. The Company must conduct internal audits. The Board of Directors shall decide on the issuance of Internal Audit Regulations in accordance with the specific operations of the Company in accordance with the provisions of law applicable to securities companies and other relevant legal provisions.

2. The internal audit department performs its functions on the principles of independence, objectivity, honesty and confidentiality. The specific functions and tasks of the internal audit department are as follows:

a. To independently assess the compliance with legal policies, the Company's Charter, resolutions/decisions of the General Meeting of Shareholders and the Board of Directors;

b. To examine, review and evaluate the adequacy, effectiveness and efficiency of the internal control system under the Board of Directors to improve this system;

c. To assess compliance of business activities with internal policies and procedures;

d. To advise on establishing internal policies and procedures;

e. To assess compliance with legal regulations, the control of measures to ensure asset safety;

f. To assess internal audit through financial information and business processes;

g. To evaluate the process of identifying, assessing and managing business risks;

h. To evaluate the effectiveness of activities;

i. To assess compliance with contractual commitments;

j. To implement information technology system control;

k. To investigatc violations within the Company;

l. To conduct internal audits of the Company and its subsidiaries (if any).

3. Internal audit department personnel must satisfy the following standards:

a. Not a person who has ever been punished with a fine or higher for violations in the fields of securities, banking, and insurance within the last five (05) years up to the year of appointment;

b. The head of the internal audit department must be a person with professional qualifications in law, accounting, and auditing; have sufficient experience, prestige, and authority to effectively perform assigned tasks;

c. Not a person related to the heads of specialized departments, practitioners, members of the Board of Management, or Branch Directors in the Company;

d. Have a professional certificate in Basic issues of securities and securities market or a Certificate of practice in securities, and a professional certificate in Law on securities and securities market;

e. Not be concurrently in charge of other jobs in the Company;

f. Other standards and conditions as prescribed by law.

Article 44. Corporate Governance Officer

1. The Board of Directors must appoint at least one (01) Corporate Governance Officer to support corporate governance duties at the Company. The Corporate Governance Officer may concurrently hold the position of Company Secretary as prescribed in Clause 6, Article 40 herein.

2. The Corporate Governance Officer shall not concurrently work for an approved audit organization who is being involved in auditing the Company's financial statements.

3. The Corporate Governance Officer has the following rights and obligations:

a. To advise the Board of Directors to organize the General Meeting of Shareholders in accordance with regulations and related work between the Company and shareholders;

b. To prepare meetings of the Board of Directors, the Board of Supervisors and the General Meeting of Shareholders at the request of the Board of Directors or the Board of Supervisors;

c. To advise the meeting procedures;

d. To attend meetings;

e. To advise procedures to prepare resolutions of the Board of Directors in accordance with legal regulations;

f. To provide financial information, copies of meeting minutes of the Board of Directors and other information to members of the Board of Directors and the Supervisors;

g. To monitor and report to the Board of Directors on the Company's information disclosure activities;

h. To act as a point of contact with stakeholders;

i. To keep information confidential according to the provisions of law and the Company Charter;

j. Other rights and obligations as prescribed by law, the Company Charter and the Company's internal regulation.

III. The General Director and Other Executives

Article 45. Organization of the Company's internal management apparatus

The Company's internal management system must ensure that the management apparatus is responsible to the Board of Directors and is subject to the supervision and direction of the Board of Directors in the Company's daily business operations. The Company has one (01) General Director, Deputy General Directors, one (01) Chief Accountant and other management positions appointed by the Board of Directors. The appointment, dismissal and removal of the above positions must be approved by resolution or decision of the Board of Directors. A member of the Board of Directors may concurrently be a member of the Company's Board of Directors.

Article 46. Board of Management and Company Executives

1. Board of Management and Board of Management membership standards:

a. The Company's Board of Management consists of: the General Director and Deputy General Directors.

b. The Board of Directors appoints one (01) member of the Board of Directors or hires another person to be the General Director of the Company. The term of the General Director shall not exceed five (05) years and may be reappointed for an unlimited number of terms. The term of other members of the Board of Directors shall not exceed five (05) years and may also be reappointed for an unlimited number of terms.

c. The General Director of the Company must satisfy the following prescribed standards:

(i) Not being prosecuted for criminal liability or serving a prison sentence or being banned from practicing securities according to the provisions of law; not being another subject specified in Clause 2, Article 17 of the Law on Enterprises;

(ii) Having at least two (02) years of working experience in the operational department of organizations in the fields of finance, securities, banking, insurance or in the finance, accounting, investment departments of other enterprises;

(iii) Having a certificate of practice in financial analysis or a certificate of practice in fund management;

(iv) Not being sanctioned for administrative violations in the field of securities and securities market within the last six (06) months up to the time of appointment;

(v) Not to be a family member of the Company's manager, the Company's Supervisors and the parent company; the representative of the state capital, the representative of enterprise capital at the Company and the parent company;

(vi) Other standards and conditions as prescribed in the Law on Securities, the Law on Enterprises and relevant laws.

d. Deputy General Directors in charge of professional activities must meet the standards specified in items (i), (ii), (iv) and (vi) point c, Clause 1 of this Article and have a securities practice certificate appropriate to the professional activities in charge.

e. The Company must develop working regulations for the Board of Management, which must be approved by the Company's Board of Directors. The working regulations shall have at least the following basic contents:

(i) Specific responsibilities and duties of members of the Board of Directors;

(ii) Regulations on the process and procedures for organizing and participating in meetings;

(iii) Reporting responsibility of the Board of Directors to the Board of Directors and the Board of Supervisors.

2. Company Executives:

a. Upon the proposal of the General Director and approved by the Board of Directors, the Company is entitled to recruit and appoint other Company Executives with the number and standards that are align with the Company's structure and management regulations as prescribed by the Board of Directors. A Company Executive must be responsible for supporting the

Company in achieving the targets set forth in the operational and organizational activities.

b. The rights, responsibilities and obligations of the Company Executive shall comply with the provisions of the Law on Enterprises, the Law on Securities and other relevant laws, the Company's Charter and the Company's internal regulations.

3. The salary, bonus and other benefits of the General Director are decided by the Board of Directors; the salary and other benefits of other executives are decided by the Board of Directors after consulting the General Director on the basis in accordance with the provisions of law, the Company's Charter and the Company's internal regulations.

4. The salary of the Company Executive is included in the Company's business expenses according to the provisions of the law on corporate income tax, shown as a separate item in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.

Article 47. Duties and rights of the General Director, discharge and removal of the General Director

1. The General Director is the person who executes the daily business of the Company, under the supervision of the Board of Directors; responsible to the Board of Directors and before the law for the implementation of assigned rights and obligations. Assisting the General Director are Deputy General Directors, Chief Accountant, Branch Directors, other management staff and professional and technical staff.

2. The General Director must conduct the work specified in this Article in accordance with the provisions of law, the Company's Charter, the labor contract signed with the Company and the resolutions and decisions of the General Meeting of Shareholders and the Board of Directors. If the management is contrary to the provisions of this Clause and causes damage to the Company, the General Director must be responsible before the law and must compensate the Company for the damage.

3. Rights and obligations of the General Director:

a. To organize the implementation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors;

b. To decide on issues related to the Company's daily business operations and other activities of the Company that are not under the authority of the Board of Directors;

c. To organize the implementation of the Company's business plan and investment plan;

d. To organize, manage and operate the internal control system to ensure the Company's operations are safe, efficient, and in and compliance with legal regulations.

e. To propose the number of and propose officers holding management positions under the decision-making authority of the Board of Directors as prescribed in Point m, Clause 2, Article 36 of this Charter for the Board of Directors to appoint, discharge or remove in accordance with the Company's internal regulations; propose salaries and other benefits of those officers;

f. To appoint, re-appoint, discharge, remove, rotate, dismiss, reward, discipline, sign labor contracts, terminate labor contracts for management positions in the Company according to the Company's internal regulations, except for positions under the decision-making authority of the Board of Directors as prescribed in Point m, Clause 2, Article 36 herein;

g. To decide on salaries and other benefits for employees in the Company, including management positions under the appointment authority of the General Director according to the Company's internal regulations;

h. To recruit employees and sign labor contracts according to the Company's internal regulations based on the total number of employees approved by the Board of Directors. Consult with the Board of Directors to decide on their appointment, dismissal, salary, allowances, benefits and other terms related to their labor contracts if deemed necessary;

i. To submit to the Board of Directors for approval of the business plan for the next fiscal year in accordance with the Company's development strategy and orientation;

j. To recommend to the Board of Directors on the Company's organizational structure plan, internal management regulations and propose measures to improve the Company's operations and management;

k. To organize, arrange and use personnel in Departments/Divisions/Sections under the Board of Directors, at Branches, Transaction Offices, Representative Offices to carry out the Company's daily business operations;

l. To promulgate business processes, regulations, and guidance documents to serve business activities and administrative management at the Company;

m. To propose dividend payment plans or handle business losses;

n. To submit annual financial statements to the Board of Directors;

o. Other rights and obligations as prescribed by law, this Charter, resolutions, and decisions of the General Meeting of Shareholders, Board of Directors, and signed Labor Contract.

4. Cases of discharge and removal of General Director:

a. The General Director no longer meets the conditions and criteria as prescribed in

Point c, Clause 1, Article 46 of this Charter.

b. Having written resignation sent to the Company's Head Office.

c. The Board of Directors may discharge the General Director when the majority of the members of the Board of Directors with affirmative voting rights are present at the meeting and appoint a new General Director to replace him/her in accordance with the provisions of law and the Company's Charter.

Article 48. Internal Control department under the Board of Management

1. The Company must establish an internal control department under the Board of Management. The internal control system includes an apparatus, independent and specialized personnel, and procedures.

2. The internal control department under the Board of Management is responsible for controlling compliance:

a. To inspect and supervise compliance with legal regulations, the Company's Charter, resolutions and decisions of the General Meeting of Shareholders, resolutions and decisions of the Board of Directors, regulations, professional processes, risk management processes of the Company, of relevant departments and of securities practitioners in the Company;

b. To supervise the implementation of internal regulations and activities that potentially conflict with interest within the Company, especially for the Company's own business activities and personal transactions of its employees; supervise the implementation of responsibilities of officers and employees within the Company, and the implementation of partners' responsibilities for authorized activities;

c. To inspect the content and monitor the implementation of professional ethics rules;

d. To supervise the calculations and compliance with financial security regulations;

e. To separate the client's assets;

f. To preserve and keep client's assets;

g. To control compliance with the provisions of the law on prevention and combat laundering laws;

h. Other contents as assigned by the General Director.

3. Personnel requirements of the Internal Control Department:

a. To assign at least one (01) employee to do compliance control;

b. The head of the internal control department must be a person with professional qualifications in law, accounting, and auditing; have sufficient experience, prestige, and authority to effectively perform assigned tasks;

c. Not being related to the heads of specialized departments, practitioners, members of the Board of Management, Branch Directors in the Company;

d. Have a professional certificate in Basic issues of securities and securities market or a certificate of practice in securities, and a professional certificate in Law on securities and securities market;

e. Not concurrently hold other jobs in the Company.

IV. Board of Supervisors

Article 49. Composition of the Board of Supervisors, number and term of office of Supervisors

1. The Company's Board of Supervisors has three (03) Supervisors. Supervisors do not necessarily have to be shareholders of the Company.

2. The term of office of a Controller shall not exceed five (05) years. The Supervisor may be re-elected for an unlimited number of terms. In the event that the term of the Supervisor expires at the same time and the new Supervisor has not been elected, the Supervisor whose term has expired shall continue to exercise his/her rights and perform his/her duties until the new Supervisor is elected and assumes his/her duties.

3. The Board of Supervisors must have more than half of its members permanently residing in Vietnam. Supervisors must meet the standards and conditions prescribed in Article 55 of this Charter and relevant laws.

4. Nomination, candidacy of Supervisors:

a. The Supervisor is elected by the General Meeting of Shareholders on the principle of cumulative voting as prescribed in Clause 6, Article 30 of this Charter. The nomination and candidacy of the Supervisor is carried out similarly to the provisions in Clause 1, Article 38 of this Charter.

b. In case the number of candidates for the Board of Supervisors through nomination and candidacy is not sufficient, the incumbent Board of Supervisors may nominate additional candidates or organize nominations in accordance with the provisions of this Charter, the Internal Regulations on Corporate Governance and the Operating Regulations of the Board of Supervisors. The nomination of additional candidates by the incumbent Board of Supervisors must be clearly announced before the General Meeting of Shareholders votes to elect the Supervisors in accordance with the provisions of law.

5. The Supervisors shall elect one of them as the Head of the Board of Supervisors by majority rule. The Head of the Board of Supervisors must have a university degree or higher in one of the following majors: economics, finance, accounting, auditing, law, business

administration, or a major related to the Company's business activities, and must not concurrently be a member of the Board of Supervisors (Supervisor) or a manager of another securities company. In addition to the rights, obligations and responsibilities of a Supervisor, the Head of the Board of Supervisors shall also have the following rights, obligations and responsibilities:

a. To convene the meeting of the Board of Supervisors;

b. To request the Board of Directors, the members of the Board of Directors, the General Director and other executives to provide relevant information to report to the Board of Supervisors;

c. To prepare and sign the report of the Board of Supervisors after consulting with the Board of Directors to submit to the General Meeting of Shareholders;

d. Other rights and duties as prescribed by law and the Company Charter.

Article 50. Rights and obligations of the Board of Supervisors

The Board of Supervisors has the following rights and obligations:

1. The Board of Supervisors supervises the Board of Directors and the General Director in the management and operation of the Company.

2. To inspect the rationality, legality, honesty and level of prudence in the management and operation of business activities; the systematicity, consistency and appropriateness of accounting, statistics and financial reporting.

3. To appraise the completeness, legality and honesty of the Company's business performance report, annual and six (06) month financial report, and the Board of Directors' management assessment report; submit the appraisal report to the General Meeting of Shareholders at the annual meeting; Review contracts and transactions with related parties under the approval authority of the Board of Directors or the General Meeting of Shareholders and make recommendations on contracts and transactions requiring approval by the Board of Directors or the General Meeting of Shareholders.

4. To review, inspect and evaluate the effectiveness and efficiency of the Company's internal control, internal audit, risk management and early warning systems.

5. To review the accounting books, accounting records and other documents of the Company, the management and operation of the Company when deemed necessary or according to the resolution of the General Meeting of Shareholders or at the request of shareholders or group of shareholders as prescribed in Point 1, Clause 2, Article 20 of this Charter.

6. When there is a request for inspection by a shareholder or group of shareholders as prescribed in Point 1, Clause 2, Article 20 of this Charter, the Board of Supervisors shall conduct

the inspection within seven (07) working days from receipt of the request. Within fifteen (15) days from the inspection's completion date, the Board of Supervisors must report on the issues requested for inspection to the Board of Directors and the requesting shareholder or group of shareholders. The inspection by the Board of Supervisors as prescribed in this Clause must not hinder the normal operations of the Board of Directors and must not disrupt the business operations of the Company.

7. To propose to the Board of Directors or the General Meeting of Shareholders measures to amend, supplement, improve the Company's management structure, the Company's internal organizational structure, and supervise and operate the Company's business activities.

8. When detecting a member of the Board of Directors or the General Director violates the provisions of Article 165 of the Law on Enterprises, it is necessary to immediately notify the Board of Directors in writing, request the violator to suspend the violation and take measures to remedy the consequences.

9. In case of detecting any violation of the law or violation of the Company's Charter by a member of the Board of Directors, the General Director and other executives of the Company, the Board of Supervisors must notify the Board of Directors in writing within forty-eight (48) hours, requesting the violator to stop the violation and take measures to remedy the consequences.

10. In case a member of the Board of Directors or a member of the Board of Management is detected to have violated the law or the Company's Charter, resulting in an infringement of the rights and interests of the Company, shareholders or clients, the Board of Supervisors shall be responsible for requesting the violator to explain within a certain period or requesting the convening of the General Meeting of Shareholders to resolve the matter. In case of violations of the law, the Board of Supervisors shall report in writing to the SSC within seven (07) working days from the date of detection of the violation.

11. To propose and recommend the General Meeting of Shareholders to approve the list of approved auditing organizations to audit the Company's Financial Statements; decide on the approved auditing organization to inspect the Company's operations, and dismiss the approved auditor when deemed necessary.

12. To be responsible to shareholders for its supervision activities.

13. To supervise the Company's financial situation, compliance with the law in the activities of Board of Directors members, General Director, and other managers.

14. To ensure coordination of activities with the Board of Directors, General Director and shareholders.

15. To report at the General Meeting of Shareholders according to the provisions of the Law on Enterprises and relevant laws.

16. To develop the operating regulations of the Board of Supervisors and submit them

to the General Meeting of Shareholders for approval.

17. To attend and participate in discussions at meetings of the General Meeting of Shareholders, Board of Directors and other meetings of the Company.

18. To use independent consultants, the Internal Audit Committee and other Company resources to perform assigned tasks.

19. May be consulted by the Board of Directors before submitting reports, conclusions and recommendations to the General Meeting of Shareholders.

20. Other rights and obligations as prescribed by law, the Company Charter and Resolution of the General Meeting of Shareholders.

Article 51. The Board of Supervisors' right to be provided with information

1. Documents and information must be sent to the Supervisors at the same time and in the same manner as for members of the Board of Directors, including:

a. Meeting invitation, opinion form for the Board of Directors members and enclosed documents;

b. Resolutions, decisions and minutes of meetings of the General Meeting of Shareholders and the Board of Directors;

c. Report of the General Director to the Board of Directors or other documents issued by the Company.

2. The Supervisor has the right to access the Company's files and documents kept at the Head Office, branches and other locations; has the right to visit the workplaces of the Company's managers and employees during working hours.

3. The Board of Directors, members of the Board of Directors, the General Director and other managers must fully, accurately and promptly provide information and documents on the management, operation and business activities of the Company upon request of the Supervisor or the Board of Supervisors. The Corporate Governance Officer must ensure that all copies of resolutions, minutes of meetings of the General Meeting of Shareholders and the Board of Directors, financial information, other information and documents provided to shareholders and members of the Board of Directors must be provided to the Supervisors at the same time and in the same manner as for shareholders and members of the Board of Directors

Article 52. Salary, remuneration, bonus and other benefits of Supervisors

1. Supervisors are paid salaries, remuneration, bonuses and other benefits according to the decision of the General Meeting of Shareholders. The General Meeting of Shareholders decides on the total salary, remuneration, bonuses, other benefits and the annual operating budget of the Board of Supervisors.

2. Supervisors shall be reimbursed for their meals, accommodation, travel, expenses

for of using independent consulting services and other reasonable expenses incurred when they attend meetings of the Board of Supervisors or perform other activities of the Board of Supervisors, or related to the business activities of the Company. The total remuneration and expenses shall not exceed the total annual operating budget of the Board of Supervisors approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders.

3. Salaries and operating expenses of the Board of Supervisors are included in the Company's business expenses according to the provisions of the law on corporate income tax and relevant laws and must be made in as a separate section in the Company's annual financial statements.

Article 53. Responsibilities of Supervisors

1. Comply with the law, the Company Charter, resolutions of the General Meeting of Shareholders and professional ethics in performing assigned rights and duties.

2. Perform assigned rights and duties honestly, carefully and to the best of our ability to ensure the maximum legitimate interests of the Company.

3. Be loyal to the interests of the Company and shareholders; do not use information, secrets, business opportunities, assets of the Company, position or title for personal gain or to serve the interests of other organizations or individuals.

4. Other obligations as prescribed by law and this Charter.

5. In case the Supervisor violates the obligations specified in Clauses 1, 2, 3 and 4 of this Article, resulting in damage to the Company or others, the Supervisors shall be personally or jointly liable for compensating for such damage. Any income and other benefits that the Supervisor obtains due to the violation must be returned to the Company.

6. In case a Supervisor is detected to have committed a violation while performing assigned rights and duties, the Board of Directors must notify the Board of Supervisors in writing, requesting the violating Supervisor to cease the violation and take measures to remedy the consequences.

Article 54. Meeting of the Board of Supervisors

1. The Board of Supervisors must promulgate regulations on the operation method and the processes, procedures and methods of organizing meetings of the Board of Supervisors for approval by the General Meeting of Shareholders

2. The Board of Supervisors must meet at least two (02) times a year, with at least two-thirds (2/3) of the Board of Supervisors attending the meeting. The minutes of the Board of Supervisors' meetings must be prepared in detail and clearly. The person taking the minutes and the Supervisors attending the meeting must sign the minutes of the meeting. The minutes of the Board of Supervisors' meetings must be kept to determine the responsibilities of each

Supervisor.

3. The Board of Supervisors has the right to request members of the Board of Directors, the General Director and representatives of approved auditing organizations to attend and answer clarification questions.

Article 55. Conditions and criteria of Supervisor

1. Not subject to the provisions of Clause 2, Article 17 of the Law on Enterprises.

2. Be trained in one of the following majors: economics, finance, accounting, auditing, law, business administration or majors suitable for the Company's business activities;

3. Not be a person with a family relationship with members of the Board of Directors, General Director and other managers.

4. Not be a family member of the Company's business manager and parent company; representative of the enterprise's capital and state capital at the parent company and the Company.

5. Not be a company manager; not necessarily be a shareholder or employee of the Company.

6. Not work in the accounting or finance department of the Company.

7. Not be a member or employee of an auditing organization approved to audit the Company's financial statements in the previous three (03) consecutive years.

8. The Head of the Board of Supervisors must have a university degree or higher in one of the following majors: economics, finance, accounting, auditing, law, business administration or a major related to the Company's business activities.

9. The Head of the Company's Board of Supervisors must not concurrently be a member of the Board of Supervisors (Supervisor) or manager of another securities company.

Article 56. Discharge and removal of Supervisors

1. The Supervisor shall be discharged in the following cases:

a. Not longer satisfy the criteria and conditions to be a Supervisor as prescribed in Article 55 of this Charter and the Law on Enterprises;

b. Have a resignation letter and it is accepted;

2. The supervisor shall be removed in the following cases:

a. Fail to comply with and/or fail to properly perform or complete the duties and work of the Supervisor as assigned by the Board of Supervisors;

b. Fail to exercise rights and obligations for 06 consecutive months, except in cases of force majeure;

c. Seriously or repeatedly violate the obligations of the Supervisor as prescribed by law, internal regulations and the Company's Charter and other violations affecting the legitimate rights and interests of the Company's shareholders;

d. According to the resolution of the General Meeting of Shareholders;

e. Other cases as prescribed by provisions of law and this Charter.

V. Responsibilities of the Board of Directors, Supervisors, General Director and other executives

Members of the Board of Directors, Supervisors, General Director and other executives are responsible for performing their duties and assigned rights and obligations (including duties as members of subcommittees of the Board of Directors) in accordance with the provisions of the Law on Enterprises, the Law on Securities and other relevant laws, the Company Charter, resolutions and decisions of the General Meeting of Shareholders, and must perform the assigned rights and obligations as prescribed in Section V of this Article honestly, carefully and to the best of their ability for the interests of the Company.

Article 57. Responsibility to be honest and avoid conflicts of interest

1. Members of the Board of Directors, Supervisors, General Director and other managers must disclose related interests in accordance with the provisions of the Law on Enterprises, the Law on Securities and relevant legal documents, the Company Charter and the Company's internal regulations.

2. Members of the Board of Directors, Supervisors, General Director, other managers and their related persons are only allowed to use information obtained through their positions to serve the interests of the Company.

3. Members of the Board of Directors, Supervisors, General Director and other managers are obliged to notify in writing the Board of Directors and Supervisors of transactions between the Company, its subsidiaries, other companies in which the Company controls more than fifty percent (50%) of the charter capital with that entity or with related person of that entity according to the provisions of law. For the above transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about these resolutions according to the provisions of the Law on Securities on information disclosure.

4. A member of the Board of Directors is not allowed to vote on transactions that benefit that member or a related person of that member according to the provisions of the Law on Enterprises, the Law on Securities and the Company Charter.

5. Members of the Board of Directors, Supervisors, General Director, other managers and related persons of these subjects are not allowed to use or disclose to others internal information to perform related transactions.

6. Transactions between the Company and one (01) or more members of the Board of Directors, Supervisors, General Director, other executives and individuals and organizations related to these subjects are not invalid in the following cases:

a. Regarding transactions with a value of less than or equal to thirty-five percent (35%) of the total asset value recorded in the Company's most recent financial report; and at the same time leading to the total transaction value arising within twelve (12) months from the date of the first transaction having a value of less than thirty-five percent (35%) of the total asset value recorded in the Company's most recent financial report; the important contents of the contract or transaction as well as the relationships and interests of the members of the Board of Directors, Supervisors, General Director, and other executives have been reported to the Board of Directors and approved by the Board of Directors by a majority vote of members of the Board of Directors without related interests;

b. Regarding transactions with a value greater than thirty-five percent (35%) of the total value of assets recorded in the Company's most recent financial statements; or the transaction resulting in a transaction value arising within twelve (12) months from the date of the first transaction with a value of thirty-five percent (35%) or more of the total value of assets recorded in the Company's most recent financial statements; the important contents of this transaction as well as the relationships and interests of the members of the Board of Directors, Supervisors, General Director, and other executives announced to shareholders and approved by the General Meeting of Shareholders by votes of shareholders who have no relevant interests.

Article 58. Responsibilities for damage and compensation

1. Members of the Board of Directors, Supervisors, General Director and other executives who violate their obligations and responsibilities of honesty and prudence, and fail to fulfill their obligations with diligence and professional capacity, shall be responsible for damages caused by their own violations acts.

2. The Company indemnifies those who have been, are or may become a related party to complaints, lawsuits or prosecutions (including civil and administrative cases and not lawsuits initiated by the Company) if such person has been or is a member of the Board of Directors, Supervisor, General Director and other executives, employees or authorized representatives authorized of the Company who has or is currently performing authorized duties of the Company, acting honestly and prudently for the interests of the Company on the basis of compliance with the law and without verifiable evidence that such person has violated his or her responsibilities.

3. Compensation costs include judgment costs, fines, and actual payments (including attorneys' fees) incurred in resolving these cases within the framework of the law. The Company may purchase insurance for these people to avoid the above compensation responsibilities.

Article 59. Contracts, transactions between the Company and related person

1. When conducting transactions with related persons, the Company must sign written contracts on the principles of equality and voluntariness.

2. The General Meeting of Shareholders or the Board of Directors approves contracts and transactions between the Company and the following related persons:

a. Shareholders, authorized representatives of shareholders owning more than ten percent (10%) of the total number of ordinary shares of the Company and their related persons;

b. Members of the Board of Directors, Supervisors, General Director, other managers and their related parties;

c. Enterprises whose members of the Board of Directors, Supervisors, General Director and other managers of the Company must declare according to the provisions of Clause 2, Article 164 of the Law on Enterprises and other relevant legal provisions.

3. The General Meeting of Shareholders approves the following contracts and transactions:

a. Contracts and transactions between the Company and one of the entities specified in Clause 2 of this Article have a value of thirty-five percent (35%) or more of the total asset value recorded in the Company's most recent financial statement, or contracts and transactions resulting in the total transaction value arising within twelve (12) months from the date of the first transaction having a value of thirty-five percent (35%) or more of the total asset value recorded in the Company's most recent financial statement.

In case of approving a contract or transaction as prescribed in this Clause, the Company's representative signing the contract or transaction must notify the Board of Directors and the Supervisor of the entities related to the contract or transaction and enclose with a draft contract or a notice of the main content of the transaction. The Board of Directors shall submit a draft contract or transaction or explain the main content of the contract or transaction at the General Meeting of Shareholders or obtain written opinions from shareholders. In this case, shareholders with interests related to the parties to the contract or transaction shall not have the right to vote; the contract or transaction shall be approved as prescribed in Clause 4 and Clause 7, Article 30 herein.

b. Contracts for and transactions of loan or sale of assets with a value greater than ten percent (10%) of the total value of the Company's assets recorded in the most recent financial report between the Company and shareholders owning fifty-one percent (51%) or more of the total number of voting shares or related person of such shareholders.

4. The Board of Directors approves the following contracts and transactions:

a. Contracts and transactions between the Company and one of the subjects specified in Clause 2 of this Article, in addition to the contracts and transactions specified in Point a, Clause 3 of this Article. In this case, the representative of the Company signing the contract or transaction must notify the members of the Board of Directors and the Board of Supervisors of the subjects related to that contract or transaction and enclose a draft contract or the main content of the transaction. The Board of Directors shall decide on the approval of the contract or transaction within fifteen (15) days from the date of receipt of the notice; members of the Board of Directors who have interests related to the parties in the contract or transaction shall not have the right to vote.

b. Other contracts, transactions in accordance with provisions of law (if any).

5. Contracts and transactions shall be invalidated under Court decision and handled in accordance with the provisions of law when signed in contravention of the provisions of this Article; the person signing the contract or transaction, the shareholder, member of the Board of Directors or the General Director involved must jointly compensate for any damages incurred and return to the Company the profits gained from the performance of such contract or transaction.

6. The Company must disclose related contracts, transactions in accordance with provisions of relevant law.

VI. Resolution of internal disputes

Article 60. Resolution of internal disputes

1. In case of disputes or complaints related to the Company's operations, the rights and obligations of shareholders as prescribed in the Law on Enterprises, the Company Charter, other legal provisions or agreements between:

a. Shareholders with the Company;

b. Shareholders with the Board of Directors, Board of Supervisors, General Director or other executives;

The related parties shall attempt to resolve such dispute through negotiation and conciliation. Except in the case of a dispute involving the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over the resolution of the dispute and shall request each party to present information relating to the dispute within thirty (30) working days from the date the dispute arises. In the case of a dispute involving the Board of Directors or the Chairman of the Board of Directors, any party may request the Board of Supervisors to appoint an independent expert to act as a mediator for the dispute resolution process.

2. In case no conciliation decision is reached within six (06) weeks from the start of the conciliation process or if the conciliator's decision is not accepted by the parties, a party

may bring the dispute to Arbitration or Court.

3. The parties shall bear their own costs related to the negotiation and conciliation procedures. Payment of court costs shall be made according to the Court's judgment.

Chapter IV
RIGHT TO INSPECT THE COMPANY'S BOOKS AND DOSSIERS

Article 61. Right to inspect books and dossiers

1. Ordinary shareholders have the right to inspect books and dossiers, specifically as follows:

a. Ordinary shareholders have the right to review, look up and make an extract information about their names and contact addresses in the list of shareholders with voting rights; request correction of their inaccurate information; review, look up, make an extract of or copy the Company Charter, minutes of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders;

b. Shareholders or groups of shareholders owning five percent (05%) or more of the total number of ordinary shares have the right to review, look up, and make an extract of the minutes, resolutions and decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Board of Supervisors, contracts, transactions that must be approved by the Board of Directors and other documents, except for documents related to trade secrets and business secrets of the Company.

2. In case an authorized representative of a shareholder or group of shareholders requests to look up the books and dossiers, a power of attorney from the shareholder or group of shareholders that he/she represents or a notarized or certified copy of this power of attorney must be attached.

3. Members of the Board of Directors, Supervisors, General Director and other executives have the right to look up the Company's shareholder register, list of shareholders, books and other records of the Company for purposes related to their positions, provided that such information must be kept confidential.

4. The Company must keep this Charter and its amendments and supplements, the Establishment and Operation License (and the Adjusted Licenses)/Enterprise Registration Certificate, regulations, documents proving ownership of assets, resolutions of the General Meeting of Shareholders and the Board of Directors, minutes of the General Meeting of Shareholders and the Board of Directors, reports of the Board of Directors, reports of the Board of Supervisors, annual financial statements, accounting books and other documents as prescribed by law at the head office or another place provided that the shareholders and the

Business Registration Authority are notified of the storage location of these documents. At the same time, the Company Charter must be disclosed on the Company's website.

Chapter V
EMPLOYEES AND TRADE UNION

Article 62. Employees and trade union

1. The General Director must make a plan for recruitment, dismissal, salary, social insurance, welfare, reward and discipline for employees and Business Executives and the plan must be approved by the Board of Directors.

2. The General Director must make a plan for the Company's relations with employees and trade unions in accordance with best management standards, practices and policies, the practices and policies stipulated in this Charter, the Company's regulations and provisions of current law and the plan must be approved by the Board of Directors.

Chapter VI
FINANCIAL STATEMENTS, ANNUAL REPORTS, REPORTING AND INFORMATION DISCLOSURE REGIME

Article 63. Reporting and information disclosure regime

1. The Company must fully and promptly implement the regime of information disclosure and periodical and irregular reporting in accordance with the provisions of the law on securities and the securities market or at the request of competent State agencies. The Company is responsible for the accuracy and truthfulness of the information and data disclosed and reported.

2. Information disclosure is performed with the methods to ensure the shareholders and investors have equal access to it simultaneously. The language used in the disclosure must be clear and easy to understand, avoid confusion for shareholders and investors.

Article 64. Annual, semi-annual and quarterly financial statements

1. The Company must prepare Annual Financial Statements and the annual financial statements must be audited in accordance with the provisions of law. The Company must submit the audited Annual Financial Reports to the competent authority or organization in accordance with the provisions of law and disclose it in accordance with the provisions of law on securities and the securities market and other relevant provisions of law.

2. The Annual Financial Statements must include all reports, appendices, and explanations as prescribed by law on corporate accounting. The annual financial statements must honestly and objectively reflect the Company's operations as prescribed by law.

3. The Company must prepare and disclose the reviewed semi-annual financial statements and quarterly financial statements in accordance with the provisions of law on securities and the securities market and submit them to competent state agencies in accordance with the provisions of law.

4. The Company's audited annual financial statements (including the auditor's opinion), reviewed semi-annual financial statements and quarterly financial statements must be disclosed on the Company's website.

Article 65. Annual report

The Company must prepare and disclose the Annual Report in accordance with the provisions of the law on securities and securities market.

Chapter VII
FINANCIAL MANAGEMENT AND ACCOUNTING REGIME

Article 66. Bank accounts

1. The Company opens accounts at Vietnamese banks or at foreign banks authorized to operate in Vietnam.

2. According to the prior approval of the competent authority, if necessary, the Company may open a bank account abroad in accordance with the provisions of law.

3. The Company conducts all payments and accounting transactions through Vietnamese or foreign currency accounts at banks where the Company opens accounts.

Article 67. Fiscal year

1. The Company's fiscal year begins on January 1 of each year and ends on December 31 of the calendar year.

2. The Company's first fiscal year shall begin on the Date of Incorporation and end on December 31 of that year.

Article 68. Accounting regime

1. The Company uses the Vietnamese Accounting System (VAS) or an accounting system approved by the Ministry of Finance, and complies with the accounting systems for securities companies issued by the Ministry of Finance and accompanying guidance documents. The Company is subject to inspection by State Agencies regarding the implementation of the accounting-statistical regime.

2. The Company shall prepare accounting books in Vietnamese and keep records and accounting books in accordance with the provisions of the law on accounting and related laws. These records must be accurate, up-to-date, systematic and sufficient to demonstrate and explain the Company's transactions.

3. The Company uses the Vietnamese Dong as its accounting currency. In case the Company has economic transactions arising mainly in a foreign currency, it may freely choose that foreign currency as its accounting currency, be responsible for that selection before the law and notify the direct tax authority.

Article 69. Auditing

1. The Company's annual financial statements, financial safety ratio reports as of December 31, semi-annual financial statements, and financial safety ratio reports as of June 30 must be audited/reviewed by an independent auditing organization in accordance with regulations.

2. The independent auditing organization and its staff conducting the audit for the Company must be on the list of auditing organizations approved by the State Securities Commission in accordance with the provisions of the Law on Securities and the law on independent auditing. The annual meeting of the General Meeting of Shareholders shall appoint an independent auditing company or approve a list of independent auditing companies and authorize the Board of Directors to decide on the selection of one of these units to conduct the audit of the Company's financial statements for the following fiscal year based on the terms and conditions agreed with the Board of Directors. During the same fiscal year, the Company shall not change the approved auditing organization, except in the case where the parent company changes the approved auditing organization or the approved auditing organization is suspended or revoked its approved auditing status.

3. The audit/review report is attached to the Company's annual financial statement/semi-annual financial statements.

4. The independent auditor performing the audit of the Company shall be entitled to attend all meetings of the General Meeting of Shareholders and shall be entitled to receive notices and other information related to the meeting of the General Meeting of Shareholders that the shareholders are entitled to receive and to express their opinions at the General Meeting on issues related to the audit of the Company's financial statements.

Article 70. Profit distribution

1. The General Meeting of Shareholders decides on the level of dividend payment and the form of annual payment from the Company's retained earnings in accordance with current legal regulations.

2. The Company does not pay interest on dividends or payments relating to a class of shares.

3. The Board of Directors may propose to the General Meeting of Shareholders to approve the payment of all or part of dividends in shares and the Board of Directors is the body implementing this resolution.

4. In case dividends or other amounts related to a class of shares are paid in cash, the Company must pay in Vietnamese Dong. The payments may be made directly or through banks based on the bank account details provided by the shareholder. In case the Company has transferred money according to the bank details provided by the shareholder but the shareholder does not receive the money, the Company shall not be responsible for the amount transferred to the shareholder. Payments of dividends may be made through the Vietnam Securities Depository and Clearing Corporation, in accordance with the provisions of the Law on Securities and the securities market.

5. Record date and dividend payment date:

a. Pursuant to the Law on Enterprises, the Law on Securities and other relevant legal provisions, the Board of Directors shall adopt a resolution to determine a specific date to close the list of shareholders. Pursuant to that date, those registered as shareholders or holders of other securities are entitled to receive dividends in cash or shares, receive notices or other documents.

b. Dividends must be fully paid within six (06) months from the date of closing of the Annual meeting of General Meeting of Shareholders.

6. Other issues related to profit distribution are carried out in accordance with the provisions of the law.

Article 71. Handling of business losses

The loss of the previous year will be handled in the following year when the Company makes a profit in that following year.

Article 72. Provision of reserve funds according to regulations

1. Every year, the Company deducts after-tax profits to establish the following funds:

a. Financial and operational risk reserve fund;

b. Bonus and welfare fund;

c. Other funds as prescribed by law.

2. The rate of provision, provision limit and management and use of funds specified in Clause 1 of this Article shall comply with current laws.

Chapter VIII
SEAL OF THE COMPANY

Article 73. Seal of the Company

1. Seals include seals made at seal engraving establishments or seals in the form of digital signatures according to the provisions of law on electronic transactions.

2. The Board of Directors decides on the type, quantity, form and content of the seal of the Company, its Branches and Representative Offices of the Company (if any) .

3. The Board of Directors and General Director shall use and manage the Company's seal in accordance with the provisions of law, the Company's Charter and the Company's Internal Regulations.

Chapter IX
COMPANY REORGANIZATION, LIQUIDATION, DISSOLUTION AND BANKRUPTCY

Article 74. Company reorganization

1. The company performs merger, consolidation, division, separation, and transformation of company types after obtaining approval of the State Securities Commission.

2. The order and procedures for consolidation, merger, division, separation and transformation shall comply with the provisions of the Law on Enterprises, the Law on Securities and relevant laws.

Article 75. Termination and dissolution

1. The company dissolves or terminates operations in the following cases:

a. The General Meeting of Shareholders decided to dissolve the Company and this decision was approved by the State Securities Commission;

b. The State Securities Commission withdraws the Establishment and Operation License of the Company or the Company is declared bankrupt by the Court in accordance with current law;

c. Other cases as prescribed by law.

2. The Company may only be dissolved when it guarantees the payment of all debts and other financial obligations and the Company is not in the process of resolving disputes at the Court or arbitration agency.

3. The order, procedures, and documents for dissolution and liquidation of the Company's property shall comply with the provisions of the Law on Enterprises, the Law on Securities, and implementing guidelines.

Article 76. Bankruptcy

The bankruptcy of the Company shall be carried out in accordance with the provisions of the law on bankruptcy and/or other relevant laws.

Chapter X
SUPPLEMENTS AND AMENDMENTS TO THE CHARTER

Article 77. Supplement and amendment of the charter

1. Amendments and supplements to this Charter must be considered and decided by the Company's General Meeting of Shareholders.

2. In case the law has provisions related to the Company's operations that are not mentioned in this Charter or in case there are new legal provisions that are different from the provisions in this Charter, those legal provisions shall be applied to govern the Company's operations.

Chapter XI
EFFECTIVE DATE

Article 78. Effective date

1. This Charter consists of 11 Chapters and 78 Articles, was unanimously approved by the General Meeting of Shareholders of VietinBank Securities Joint Stock Company in accordance with the Resolution of the 2026 Annual General Meeting of Shareholders No. ____/2026/NQ-ĐHĐCĐ-VBSE dated April 21, 2026 of VietinBank Securities Joint Stock Company in Hanoi. The General Meeting of Shareholders has ratified the full text of this Charter, which shall take full effect from the date of approval.

2. This Charter is made in two (02) originals of equal value and must be kept at the Company's Head Office.

3. This charter is the sole and official charter of the Company.

4. Copies or extracts of the Company Charter are valid when signed by the Chairman of the Board of Directors or at least one-half (1/2) of the total number of members of the Board of Directors.

5. This Charter takes effect from April 21, 2026, replacing all Charters of the Company previously approved by the General Meeting of Shareholders. The organization and operation of VietinBank Securities Joint Stock Company shall be carried out in accordance with the provisions of relevant current laws and this Charter.

LEGAL REPRESENTATIVE
CHAIRMAN OF THE BOARD OF DIRECTORS

Tran Phuc Vinh

VIETINBANK SECURITIES JOINT STOCK COMPANY

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CÔNG TY CỔ PHẦN CHỨNG KHOÁN VIETINBANK

DRAFT

REGULATIONS ON THE OPERATION OF THE BOARD OF DIRECTORS OF VIETINBANK SECURITIES JOINT STOCK COMPANY

Code QC.00.02.V

(Approved for issuance under Resolution No. ___/2026/NQ-ĐHĐCĐ-VBSE dated April 21, 2026 of the 2026 Annual General Meeting of Shareholders of VietinBank Securities Joint Stock Company)

HANOI – April 2026

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REGULATIONS ON THE OPERATION OF THE BOARD OF DIRECTORS OF VIETINBANK SECURITIES JOINT STOCK COMPANY

Code: QC.00.02.IV

(Approved for issuance under Resolution No. …./2026/NQ-ĐHĐCĐ-VBSE dated April 21, 2026 of the 2026 Annual General Meeting of Shareholders of VietinBank Securities Joint Stock Company)

Chapter I

GENERAL PROVISIONS

Article 1. Governing Scope and Subjects of Application

1.1. Governing Scope

The Regulations on the Operation of the Board of Directors of the VietinBank Securities Joint Stock Company specify the organizational structure of personnel, operating principles, rights, and obligations of the Board of Directors and its members, ensuring compliance with the provisions of the Law on Enterprises, the Law on Securities, the Company's Charter, and other relevant laws.

1.2. Subjects of application

These Regulations apply to the Board of Directors of the VietinBank Securities Joint Stock Company and its members.

Article 2. Reference Documents

2.1. Legal Documents

a. The Law on Enterprises No. 59/2020/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 (“**Law on Enterprise**”) and its amendments, supplements and guiding documents on implementation.

b. The Law on Securities No. 54/2019/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 (**"Law on Securities"**) and its amendments, supplements and guiding documents on implementation;

c. Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of certain articles of the Law on Securities (**"Decree 155"**);

d. Decree No. 245/2025/NĐ-CP dated September 11, 2025 of the Government amending and supplementing certain articles of Decree No. 155/2020/NĐ-CP dated

December 31, 2020 of the Government detailing the implementation of certain articles of the Law on Securities ("**Decree 245**");

e. Circular No. 116/2020/TT-BTC dated December 31, 2020 issued by the Ministry of Finance, guiding a number of articles on corporate governance applicable to Public Companies under Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities ("**Circular 116**");

f. Circular No. 121/2020/TT-BTC dated December 31, 2020 issued by the Ministry of Finance governing the operations of securities companies ("**Circular 121**").

g. Other relevant legal documents.

2.2. Internal Company Documents

a. The Charter of organization and operation of VietinBank Securities Joint Stock Company has been approved by the General Meeting of Shareholders;

b. Other relevant internal documents of the Company.

Article 3. Explanation of Terms and Abbreviations

3.1. Explanation of Terms

a. The terms used in these Regulations shall have the same meanings as defined in the Company's Charter.

b. Other Terms:

- Company: Refers to the VietinBank Securities Joint Stock Company, abbreviated as "VietinBank Securities".
- Charter/Company's Charter: The Charter of Organization and Operation of the VietinBank Securities Joint Stock Company, and its amendments and supplements approved by the General Meeting of Shareholders.
- Units: Departments, Divisions, and other operational entities at the Company's headquarters, Branches, Transaction Offices, and Representative Offices of the Company.
- Executive Board: Includes the General Director, Deputy General Directors, Chief Accountant.
- Company Executives: Include the General Director, Deputy General Directors, Chief Accountant and Directors of Branches of the Company.
- Company Managers: Include the Chairman of the Board of Directors, members of the Board of Directors, the General Director, and Deputy General Directors of the Company.

3.2. Abbreviations

- GMS: General Meeting of Shareholders.
- BOD: Board of Directors.
- BOS: Board of Supervisors.

Article 4. Operating Principles of the Board of Directors

4.1. The Board of Directors operates under a collective regime, assigning individual responsibilities while ensuring the principles of centralization, democracy, and transparency. Each member is individually responsible for the tasks assigned, authorized, or delegated to them, and collectively responsible before the GMS and the law for resolutions and decisions of the Board of Directors regarding the Company's development.

4.2. All activities of the Board of Directors must ensure the supervision of the GMS and comply with the Charter and relevant laws.

4.3. Members of the Board of Directors participate in the leadership, management and supervision of the Company's activities as assigned by the Board of Directors and the Chairman of the Board of Directors.

4.4. The Board of Directors assigns the General Director responsibility for organizing and administering the implementation of its resolutions and decisions.

4.5. The Board of Directors utilizes the Company's resources and seal to perform its governance functions and must appoint at least one (01) Corporate Governance Officer as per the law, the Company's Charter, and the Internal Regulations on Corporate Governance to support effective corporate governance within the Company.

Chapter II

MEMBERS OF THE BOARD OF DIRECTORS

Article 5. Rights and Obligations of the members of the Board of Directors

5.1. BOD members shall have full rights as prescribed by the Law on Securities, the Law on Enterprises, relevant laws, and the Company's Charter, including the right to be provided information and documents on the financial situation and business activities of the Company and of the units within the Company.

5.2. BOD members have responsibilities and obligations as prescribed by law, the Company's Charter, and the following specific obligations:

a. Perform the responsibilities of a Company's manager in accordance with the provisions of law and the Company's Charter;

b. Exercise assigned rights and obligations and assigned tasks honestly and carefully to ensure maximum legitimate interests of the Company and for the highest interests of shareholders and the Company;

c. Be loyal to the interests of the Company and shareholders; do not use the Company's information, trade secrets, or business opportunities, do not use information obtained through his/her position and do not abuse the position, title and assets of the Company for personal gain or to serve the interests of other organizations or individuals;

d. Attend all Board of Directors meetings and provide clear opinions on issues discussed at the meeting;

e. Promptly, fully and accurately notify the Company of any enterprises in which members of BOD and their related persons are the owner or own capital contribution or shares in accordance with the provisions of the Law on Enterprises and the Law on Securities. Publicly disclose related interests and update the list of related persons in accordance with the Law on Enterprises and other relevant legal provisions;

f. Report promptly and fully to the BOD on the remunerations they receive from subsidiaries, affiliates and other organizations;

g. Report to the Board of Directors at the most recent meeting on the following transactions:

(i) Transactions between the Company, its subsidiaries, or companies in which the Company holds more than fifty percent (50%) of charter capital with members of the Board of Directors and related person of those members; as well as transactions between the Company and a company where a member of the Board of Directors is a founder or a manager within the last three (03) years prior to the transaction;

(ii) Transactions between the Company and enterprises in which a related person of a member of the Board of Directors is a member of the Board of Directors, General Director (Director) or major shareholder.

h. Report and disclose information when conducting transactions in the Company's shares in accordance with the provisions of law.

5.3. Each Independent members of the Company's Board of Directors must prepare evaluation reports on the Board of Directors' performance in accordance with the Law on Securities and other relevant regulations.

5.4. In performing assigned tasks, the members of the Board of Directors have the right to request any Company Executive, Company's Representative at invested Units, other individuals holding managerial positions, employees, or relevant Units to work directly with them in order to understand the operational situations and ensure the implementation of the resolutions and regulations of the Board of Directors.

5.5. The members of the Board of Directors shall perform their duties and tasks as assigned by the Board of Directors, the Chairman of the Board of Directors, and under the authorization of the Chairman of the Board of Directors (if any); they shall be accountable to the Board of Directors and the Chairman of the Board of Directors for the assigned and authorized duties and tasks.

Article 6. BOD Members' Right to Access Information

6.1. Members of the Board of Directors have the right to request the General Director, Deputy General Directors and other managers to provide information and documents on the financial situation and business activities of the Company and of the units within the Company.

6.2. The manager is required to promptly, fully and accurately provide information and documents as requested by the Board of Directors members. Procedures for requesting and providing information according to the Company's Charter, Internal Regulations on Corporate Governance, other Company's internal regulations and laws.

Article 7. Term of office and number of members of the Board of Directors

7.1. The Company's Board of Directors has five (05) members.

7.2. 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. Each individual may only be elected as an Independent member of the Company's Board of Directors for no more than two (2) consecutive terms.

7.3. In the event that all members of the Board of Directors end their term at the same time, such members shall continue to be members of the Board of Directors until a new member is elected to replace them and take over the work, except as otherwise provided in the Company's Charter.

7.4. The number, rights, obligations, organizational structure, and operational coordination of independent members of the Board of Directors shall be implemented according to the Company's Charter, Internal Corporate Governance Regulations, other internal regulations of the Company, and applicable law.

Article 8. Standard and conditions for members of the Board of Directors

8.1. Members of the Board of Directors must meet the following standards and conditions:

a. Not fall into the category of persons prescribed in the provisions of Clause 2, Article 17 of the Law on Enterprises;

b. Have professional qualifications and experience in business administration or in the Company's business field, industry or profession and do not necessarily have to be a shareholder of the Company, except as otherwise provided in the Company's Charter;

c. The Board of Directors' member may only concurrently be a member of the Board of Directors or the Members' Council at maximum of five (05) other companies and may not be a member of the Board of Directors, member of the Board of Members, or General Director (Director) of another securities company;

d. A member of the Board of Directors must not be a family member of the General Director and other managers of the Company; of the manager or person with the authority to appoint the manager of the parent company;

e. Other standards and conditions as prescribed in the Company's Charter, the Law on Securities, and relevant laws.

8.2. An independent member of the Board of Directors is a member meeting the standards and conditions as prescribed in the Company's Charter, the Law on Securities, and relevant legal documents.

8.3. An independent member of the Board of Directors must notify the Board of Directors when he/she no longer meets the conditions specified in Clause 2 of this Article and shall automatically cease to be an independent member of the Board of Directors from the date such conditions are no longer met. The Board of Directors must report the case where an independent member of the Board of Directors no longer meets the conditions at the next General Meeting of Shareholders or convene a General Meeting of Shareholders to elect an additional or replacement independent member of the Board of Directors within six (06) months from the date of receiving the notice from the relevant independent member of the Board of Directors.

Article 9. Chairman of the Board of Directors

9.1. The Chairman of the Board of Directors shall be elected, discharged, or removed by the Board of Directors from among its members.

9.2. The Chairman of the Board of Directors shall not concurrently hold the position of General Director.

9.3. The Chairman of the Board of Directors shall have the following rights and duties:

a. To prepare the operational plans and programs of the Board of Directors;

b. To prepare the agendas, contents and materials for meetings; convene, chair and preside over the meetings of the Board of Directors;

c. To organize the adoption of the Board of Directors' resolutions and decisions;

d. To supervise the implementation of the Board of Directors' resolutions and decisions;

e. To convene and chair meetings of the General Meetings of Shareholders convened by the Board of Directors;

f. To lead and ensure the effective operation of the Board of Directors;

g. To develop, implement, and review procedures related to the organization and operation of the Board of Directors;

h. To ensure the exchange of full, timely, accurate, and clear information between the members and the Chairman of the Board of Directors;

i. To ensure efficient communication and contact with the shareholders;

j. To organize the periodic assessment of the works done by the Board of Directors, its divisions and each member;

k. To facilitate the effective operating and performance of independent members of the Board of Directors and establish a constructive relationship between executive and non-executive members of the Board of Directors;

l. To assign members of the Board of Directors to act as focal points for overseeing, directing, and handling/proposing to handle issues within the authority of the Board of Directors (if necessary); supervise members of the Board of Directors in performing their assigned duties and exercising their rights and obligations;

m. To assign members of the Board of Directors to assist the Chairman of the Board of Directors in organizing the implementation of decisions of the Board of Directors within their assigned areas/scope of responsibility as the focal point in charge (if necessary);

n. To assign members of the Board of Directors to assist the Chairman of the Board of Directors to supervise the implementation of the decisions of the Board of Directors, evaluating the effectiveness of management and administration activities, as well as the execution of strategies, business plans, resolutions, and decisions of the Board of Directors within the areas or scope of responsibility for which the members are designated as focal points (if necessary);

o. On behalf of the Board of Directors, handle unexpected, urgent, or force majeure matters involving significant risks to the Company's capital, assets, reputation, or brand that fall within the authority of the Board of Directors and require urgent and immediate action. The Chairman of the Board of Directors must immediately report to the Board of Directors at the next meeting;

p. Direct the activities of the Board of Directors, its subcommittees, and members of the Board of Directors, as well as major, important issues and strategic matters across all areas under the functions, tasks and jurisdiction of the Board of Directors. Authorize other members of the Board of Directors to carry out their tasks and jurisdiction according to the law and the Company's Charter (if necessary);

q. On behalf of the Board of Directors, make decisions on matters previously approved in principle by the Board of Directors, and report these decisions at the next meeting of the Board of Directors;

r. Execute other duties and responsibilities as required by the General Meeting of Shareholders and the Board of Directors, based on practical needs and circumstances;

s. Other rights and obligations as prescribed by law, the Company's Charter, internal regulations on corporate governance, these Regulations, and other internal regulations of the Company.

9.4. In case the Chairman of the Board of Directors submits a letter of resignation or he is removed or discharged, the Board of Directors must elect a substitute within ten (10) days since the letter of resignation is received or the Chairman is removed or discharged.

9.5. In case the Chairman of the Board of Directors is absent or unable to perform their duties, the Chairman shall authorize another member in writing to exercise the rights and fulfill the responsibilities of the Chairman in accordance with the principles prescribed in the Company's Charter, Internal Regulations on Corporate Governance, Company's other internal regulations (if any) and relevant laws, while notifying the remaining members of the Board of Directors and the General Director of such authorization. In case the authorized person is not found or the Chairman dies, goes missing or is detained, serves a prison sentence, administrative measures at a compulsory detoxification facilities or education facilities, escapes from the residing place, has restricted or lost civil act capacity or has difficulties in judgment or self-control, or he/she is prohibited by the Court to undertake the title, practice or do a certain works, then the remaining members shall elect one of them as the

Chairman of Board of Directors in accordance with the majority principles till a new decision is made by the Board of Directors.

9.6. When it is deemed necessary, the Board of Directors shall decide to appoint a Company Secretary. The Company Secretary shall have the following rights and obligations:

a. Assist in organizing and convening General Meetings of Shareholders and Board of Directors meetings; take minutes of the meetings;

b. Assist members of the Board of Directors in exercising their assigned rights and duties;

c. Assist the Board of Directors in applying and implementing corporate governance principles;

d. Assist the Company in maintaining shareholder relations and protecting the lawful rights and interests of shareholders; ensure compliance with obligations for information disclosure, transparency, and administrative procedures;

e. Other rights and obligations as prescribed in the Company's Charter and applicable laws.

Article 10. Discharge, Removal, Replacement, and Addition of Members of the Board of Directors

10.1. The General Meeting of Shareholders (GMS) may discharge members of the Board of Directors in the following cases:

a. A member of the Board of Directors no longer satisfies the standards and conditions prescribed in Clause 2, Article 38 and/or Clause 1, Article 39 of the Company's Charter;

b. Have a resignation letter and it was accepted;

c. Other cases as prescribed by law and the Company's Charter.

10.2. The General Meeting of Shareholders may remove a member of the Board of Directors in the following cases:

a. Not participating in the activities of the Board of Directors for six (06) consecutive months, except for cases of force majeure;

b. Other cases as prescribed by law and the Company's Charter.

10.3. When it is deemed necessary, the General Meeting of Shareholders may decide to replace a member of the Board of Directors, discharge or remove a member of the

Board of Directors, except for the cases specified in Clause 10.1 and Clause 10.2 of this Article.

10.4. The Board of Directors must convene a meeting of the General Meeting of Shareholders to elect additional members of the Board of Directors in the following cases:

a. The number of Board of Directors is reduced by more than one-third (1/3) of the number specified in the Company's Charter. In this case, the Board of Directors must convene a General Meeting of Shareholders within sixty (60) days from the date the number of members is reduced by more than one-third (1/3);

b. The number of independent members of the Board of Directors decreases and does not ensure the ratio as prescribed by the Company's Charter and relevant laws.

Except for the cases stipulated in points a and point b of this Clause, the General Meeting of Shareholders shall elect a new member to replace the discharged or removed member of the Board of Directors at the nearest meeting.

Article 11. Procedures for Election, Discharge, and Removal of the members of Board of Directors

11.1. Shareholders or groups of shareholders owning ten percent (10%) or more of the total ordinary shares (or a smaller percentage as prescribed in the Company's Charter) have the right to nominate candidates for the Board of Directors. Unless otherwise provided in the Company's Charter, the nomination process shall be as follows:

a. Ordinary shareholders forming a group to nominate candidates for the Board of Directors must notify the attending shareholders of the group formation before the opening of the meeting of the General Meeting of Shareholders;

b. Based on the number of members of the Board of Directors, the shareholders or groups of shareholders specified in this Clause have the right to nominate one or several candidates as decided by the General Meeting of Shareholders as candidates for the Board of Directors. In case the number of candidates nominated by shareholders or groups of shareholders is lower than the number of candidates they are entitled to nominate as decided by the General Meeting of Shareholders, the remaining candidates shall be nominated by the Board of Directors and other shareholders.

11.2. In case the number of candidates for the Board of Directors through nomination and self-nomination is still not enough as required under Clause 11.1 of this Article, the incumbent Board of Directors shall introduce additional candidates or organize nominations according to the Company's Charter, Internal regulations on corporate governance, the Regulation of the operation of the Board of Directors, and applicable laws. The introduction of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the provisions of law.

11.3. Unless otherwise provided in the Company's Charter, the voting to elect members of the Board of Directors shall be implemented by the method of cumulative voting. Accordingly, each shareholder has total voting slips corresponding to the total number of shares they own multiplied by the number of members to be elected to the Board of Directors and Shareholders may accumulate all or a part of their votes to one or some candidates. The person who is elected to be a member of the Board of Directors is determined in accordance with the top-to-bottom vote quantity, starting with the candidate having the highest number of votes till sufficient members are available as prescribed by the Company Charter. In the event that there are more than 02 candidates having the same votes for the final member of the Board, re-voting shall be held among the candidates having the same vote quantity or such final member shall be selected according to the criteria specified in the election regulations.

11.4. The election, discharge, and removal of the members of the Board of Directors shall be decided by the General Meeting of Shareholders based on the principle of voting.

Article 12. Notification of the Election, Discharge or Removal of Members of the Board of Directors

12.1. In case the Board of Directors candidates have been identified, the Company must disclose information related to the candidates at least ten (10) days before the opening date of the General Meeting of Shareholders on the Company's website for shareholders to review these candidates before voting. The Board of Directors candidate must have a written commitment to the honesty and accuracy of disclosed personal information and must commit to perform their duties honestly, carefully, and for the best interests of the Company if elected as a member of the Board of Directors. Information related to the Board of Directors candidates to be disclosed includes:

a. Full name, date of birth;

b. Professional qualifications;

c. Work history;

d. Other managerial positions (including positions of the Board of Directors of other companies);

e. Interests related to the Company and its related parties;

f. Other information (if any) as prescribed by the Company's Charter and applicable law.

The Company must be responsible for disclosing information about the companies in which the candidate is holding the title of Board of Directors' member, other management positions and the interests related to the Company of the candidate for the Board of Directors (if any).

12.2. The disclosure of the results of the election, discharge, or removal of members of the Board of Directors must be complied with the legal regulations on information disclosure in the securities market.

Chapter III

BOARD OF DIRECTORS

Article 13. Rights and Obligations of the Board of Directors

13.1. The Board of Directors is the Company's management authority, having full authority to act on behalf of the Company to decide and fulfill the rights and obligations of the Company, except for the rights and obligations under the authority of the General Meeting of Shareholders.

13.2. The rights and obligations of the Board of Directors shall be governed by law, the Company's Charter, internal regulations on corporate governance, other internal regulations of the Company, and resolutions of the General Meeting of Shareholders. Specifically, the Board of Directors shall have the following rights and obligations:

a. To decide on the Company's strategy, mid-term development plan, and annual business plan;

b. To propose the classes of shares and the total number of shares for each class which may be offered;

c. To decide on selling unsold shares within the number of offered shares for each class; to decide to raise additional capital in other forms;

d. To decide on the type of bonds, total value of bond, and the timing of private bonds offering by the Company, except in cases specified in point p, Clause 2, Article 24 of the Company's Charter;

e. To decide on the offered price of shares and bonds of the Company;

f. To decide on the Company's repurchase of no more than ten percent (10%) of the total number of each class of shares sold within a twelve (12) month period as prescribed in Article 133 of the Law on Enterprises (except for the case of buying odd lots shares at the request of customers, buying to correct transaction errors as prescribed by the Vietnam Securities Depository and Clearing Corporation, repurchasing shares at the request of shareholders as prescribed in point a, Clause 2, Article 16 of the Company's Charter, and other relevant legal provisions (if any));

g. To decide on investment plans and investment projects within the authority and limitation as prescribed by law and the Company's Charter;

h. To decide on market development, marketing, and technology solutions;

i. To approve purchase, sale, loan, lending contracts, and other contracts or transactions with a value equal to or exceeding thirty-five percent (35%) of the total assets recorded in the latest financial statements of the Company, except for contracts and transactions within the decision-making authority of the General Meeting of Shareholders as prescribed in point d, Clause 2, Article 24, Clause 2 and Clause 3, Article 59 of the Company's Charter. Approve contracts and transactions as prescribed in Clause 4, Article 59 of Company' Charter;

j. To elect, dismiss, discharge the Chairman of the Board of Directors;

k. To appoint, re-appoint, dismiss, discharge, reward, discipline, decide to sign and terminate labor contracts with the General Director; decide salary and other benefits of the General Director;

l. To appoint authorized representatives to participate in Members' Councils or General Meeting of Shareholders of other enterprises, decide on the remuneration and other benefits of those people;

m. To appoint, re-appoint, discharge, remove, dismiss, reward, discipline, decide to sign and terminate labor contracts with Deputy General Directors, Chief Accountants, Branch Directors, Deputy Branch Directors, Heads of departments at Head office, Head of Internal Audit Department, Person in charge of corporate governance, the Company Secretary (if any) upon the proposal of the General Director; decide on salaries and other benefits of these individuals;

n. To decide on the remuneration, bonuses, and other benefits for each member of the Board of Directors and Supervisors within the total remuneration, bonuses, and other benefits and budget approved by the General Meeting of Shareholders;

o. To decide on the quantity of employees based on the Company's annual business plan;

p. To supervise and direct the General Director and other managers in the daily business operation of the Company; require the Company's Executives to report, explain, submit to the Board of Directors the contents of the assigned fields of responsibility and tasks (if necessary);

q. To decide the organizational structure (number, name, functions, main tasks of: (i) Branches, Transaction Offices, Representative Offices; (ii) Functional Departments/Boards at Head Office). Decide on the internal management regulations of the Company (except for regulations under the authority of the General Meeting of Shareholders). Decide on the establishment, termination of operations, temporary suspension operations or reorganization of: Subsidiaries, Branches, Transaction Offices, Representative Offices of the Company and decide on capital contribution, purchase of shares of other enterprises in accordance with the provisions of law, the Company's Charter and internal regulations of the Company;

r. To approve agenda and content of documents for General Meetings of Shareholders, convene the General Meetings of Shareholders, or collect opinions for the General Meeting of Shareholders to adopt resolutions;

s. To submit audited annual financial statements to the General Meeting of Shareholders;

t. To propose the level of dividends to be paid; decide on the time limit and procedures for paying dividends or handling losses arising during the business process;

u. To propose the reorganization or dissolution of the Company; request the bankruptcy of the Company;

v. To develop the Regulations on the Operation of the Board of Directors and the Internal regulations on corporate governance to submit to the General Meeting of Shareholders in accordance with the law and the Company's Charter, and to decide on the issuance of these regulations after they have been adopted by the General Meeting of Shareholders and disclosed on the Company's website;

w. To decide on the issuance of the Financial regulations, Regulations on Information disclosure of the Company, and other regulations or rules in accordance with the authority and provisions of law and the Company's Charter;

x. To supervise and prevent the conflicts of benefits among the members of the Board of Directors, Supervisors, General Director, and other managers, including misuse of the Company's assets and abuse of transactions with related party;

y. To organize training and coaching on corporate governance and necessary skills for members of the Board of Directors, General Director, Person in Charge of Corporate Governance and other managers of the Company;

z. To appoint the person in charge of corporate governance of the Company;

aa. To treat all shareholders equally and respect the legitimate interests of Company's stakeholders;

bb. To ensure that the Company's operations comply with provision of law, the Company's Charter, and internal regulations of the Company;

cc. Be responsible to shareholders for the Company's operations;

dd. To execute the dividend payment to shareholders in accordance with the provisions of law after approval by the Annual General Meeting of Shareholders;

ee. Other rights and obligations as prescribed by the Law on Enterprises, Law on Securities, relevant legal provisions, the Company's Charter, Internal regulations on corporate governance, and other the Company's internal regulations.

13.3. The Board of Directors shall adopt resolutions and decisions by voting at meetings, by written opinions or by using electronic telecommunications devices, information technology or other forms prescribed by the Company's Charter. Each member of the Board of Directors shall have one vote.

13.4. In case the resolution or decision approved by the Board of Directors is contrary to the provisions of law, the resolution of the General Meeting of Shareholders, the Company's Charter, causing damage to the Company, the members who approved the resolution or decision shall jointly and severally bear personal responsibility for such resolution or decision and shall compensate the Company for damages; members who opposed the passing of the above resolution or decision shall be exempt from liability. In this case, the Company's shareholders have the right to request the Court to suspend the implementation of or annul the above resolution or decision.

13.5. The Board of Directors must establish departments or assign people to perform risk management task, and must build a risk management system in accordance with the provisions of law applicable to securities companies and other relevant legal provisions (if any).

Article 14. Duties and powers of the Board of Directors in approving and signing contract or transaction between the Company and related parties

The Board of Directors shall approve the following contracts and transactions:

14.1. To approve contracts and transactions with a value less than thirty-five percent (35%) of the total assets recorded in the latest financial statements of the Company, provided that the total value of such transactions within twelve (12) months from the date of the first transaction does not exceed thirty-five percent (35%) of the total assets recorded in the financial statements, between the Company and any of the following parties:

a. Members of the Board of Directors, Supervisors, General Director, other managers, and their related parties;

b. Shareholders, authorized representatives of shareholders owning more than ten percent (10%) of the total number of ordinary shares of the Company and their related persons;

c. Enterprises in which members of the Board of Directors, Supervisors, General Director and other managers must declare according to the provisions of Clause 2, Article 164 of the Law on Enterprises and other relevant legal provisions.

The representative of the Company signing the contract or transaction must notify the members of the Board of Directors and the Board of Supervisors of the subjects related to that contract or transaction and enclose a draft contract or the main content of the transaction. The Board of Directors shall decide on the approval of the contract or transaction within fifteen (15) days from the date of receipt of the notice unless the Company's Charter specifies a different period; members of the Board of Directors who have interests related to the parties in the contract or transaction shall not have the right to vote.

14.2. Other contracts, transactions in accordance with the Company's Charter and the law (if any).

Article 15. Board of Directors' Responsibility in convening the Extraordinary General Meeting of Shareholders

15.1. The Board of Directors must convene an extraordinary meeting of the General Meeting of Shareholders in the following cases:

a. The Board of Directors deems it necessary for the benefit of the Company;

b. The quantity of remaining members of the Board of Directors or the Board of Supervisors is less than the minimum number of members as prescribed by law;

c. At the request of shareholders or a group of shareholders as prescribed in Point 1, Clause 2, Article 20 of the Company's Charter, the request to convene a meeting of the General Meeting of Shareholders must be made in writing, stating the reason and purpose of the meeting and the contents as prescribed in Point m, Clause 2, Article 20 of the Company's Charter and must have full signatures of the relevant shareholders or the request must be made in multiple copies and must have full signatures of the relevant shareholders;

d. At the request of the Board of Supervisors;

e. Other cases as prescribed by law and the Company's Charter.

15.2. Convening an Extraordinary meeting of the General Meeting of Shareholders:

Unless otherwise specified in the Company's Charter, The Board of Directors must convene a meeting of the General Meeting of Shareholders within thirty (30) days from the date of occurrence of the case specified in Clause 15.1 of this Article. In case the Board of Directors fails to convene a meeting of the General Meeting of Shareholders as prescribed, the Chairman of the Board of Directors and members of the Board of Directors must compensate the Company for any damages arising.

15.3. The person convening the meeting of the General Meeting of Shareholders must perform the following duties and tasks:

a. Prepare a list of shareholders eligible to attend the meeting of the General Meeting of Shareholders. The list of shareholders eligible to attend the General Shareholders' Meeting shall be prepared not sooner than ten (10) days before the day on which the invitation to the meeting of the General Meeting of Shareholders is sent.

The list of shareholders eligible to attend the General Meeting of Shareholders must include the full name, contact address, nationality, and legal identification number for individual shareholders; name, business code or legal document number of the organization, head office address for organizational shareholders; quantity of shares of each class, number and date of shareholder registration of each shareholder.

b. Provide information and resolve complaints related to the shareholder list;

c. Prepare the meeting agenda and content, and prepare relevant materials in accordance with the Company's regulations and applicable laws;

d. Draft the resolutions of the General Meeting of Shareholders in accordance with the proposed content of the meeting; the list and detailed information of candidates in case of elections for members of the Board of Directors or Board of Supervisors;

e. Determine the time and venue of the meeting;

f. Send the meeting invitations to each eligible shareholder to attend the meeting according to the Article 25, Clause 4, Point f of the Company's Charter;

g. Perform other tasks in support of the General Meeting of Shareholders.

Article 16. Sub-committees Assisting the Board of Directors

16.1. The Board of Directors may establish a subcommittee to be in charge of development policies, human resources, remuneration, internal auditing, and risk management. The number of members in the subcommittee is decided by the Board of Directors, with a minimum of three (03) members including members of the Board of Directors and external members. Independent members of the Board of Directors/non-executive members of the Board of Directors should make up the majority of the subcommittee and one of these members shall be appointed as Head of subcommittee according to the decision of the Board of Directors. The activities of the subcommittee must comply with the regulations of the Board of Directors. Resolution of the subcommittee shall only be effective when the majority of members attend and vote for approval at the subcommittee's meeting.

16.2. The implementation of resolutions of the Board of Directors or its subcommittees must comply with current legal regulations and the Company's Charter, Internal regulations on corporate governance of the Company.

Chapter IV

MEETING OF THE BOARD OF DIRECTORS

Article 17. Meetings and Conferences of the Board of Directors

17.1. Meetings and conferences of the Board of Directors include:

a. The Board of Directors shall organize a meeting or conference (when necessary) to implement the resolutions of the General Meeting of Shareholders, the resolutions of the Board of Directors, major mechanisms, policies, or important tasks of the Company, certain units, or specific areas of operation;

b. Meeting of the Board of Directors in accordance with Article 18 of these Regulations ("**Meeting of the Board of Directors**").

c. Board of Directors meeting with the Executive Board (when necessary);

d. Periodically, when necessary or at the request of the Units, the Chairman or a member of the Board of Directors shall work with the Units at the Head Office or directly at the Units.

17.2. Frequency of meetings and conferences of the Board of Directors:

a. Regular meetings and conferences;

b. Extraordinary meetings, conferences.

17.3. Forms of organizing meetings and conferences of the Board of Directors:

a. In-person;

b. Online.

Article 18. Meeting of the Board of Directors

18.1. The Chairman of the Board of Directors shall be elected in the first meeting of the Board of Directors within seven (07) working days since the date of ending the election of Board of Directors. This meeting shall be convened and chaired by the member with the highest number of votes or rates. In the event of having more than one member with the highest and equal number of votes or rates, the members shall vote in accordance with the majority principle to elect one (01) of them to convene the Board of Directors' meeting.

18.2. The Board of Directors shall hold a meeting at least once every quarter and may hold extraordinary meetings. The meeting order and procedures are carried out according to the provisions herein and the Company's Charter.

18.3. The Chairman of the Board of Directors convenes a meeting of the Board of Directors in the following cases:

a. At the request of the Board of Supervisors or an Independent member of the Board of Directors;

b. At the request of the General Director or at least five (05) other managers;

c. At the request of at least two (02) members of the Board of Directors;

d. Other cases as prescribed by the Company's Charter and the laws.

18.4. The request specified in Clause 18.3 of this Article must be made in writing, specify the purpose, issues to be discussed and decided within the authority of the Board of Directors.

18.5. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within seven (07) working days from the date of receipt of the request specified in Clause 18.3 of this Article. In case the Board of Directors' meeting is not convened as requested, the Chairman of the Board of Directors shall be responsible for any damages caused to the Company; the requesting person shall have the right to convene the meeting of the Board of Directors in lieu of the Chairman.

18.6. The Chairman of the Board of Directors or the person convening the meeting of the Board of Directors must send the meeting invitation at least three (03) working days before the meeting date (unless otherwise specified in the Company's Charter). The invitation notice must define specifically the time and venue of the meeting, agenda, and issues to be discussed and decided. The invitation must include the meeting materials and the voting slips for members.

The invitation to the Board of Directors' meeting may be sent by invitation letter, telephone, fax, electronic means or other means in accordance with the Company's Charter and is ensured to reach the contact address of each member of the Board of Directors registered with the Company.

18.7. The Chairman of the Board of Directors or the convener shall send the meeting invitation and accompanying documents to the Supervisors as to the members of the Board of Directors.

Supervisors have the right to attend meetings of the Board of Directors; and to discuss but not to vote.

18.8. The meeting of the Board of Directors shall be conducted when at least three quarters (3/4) of the total number of members are present. In case the meeting convened according to this Clause is not conducted because the number of attendees is less than the quorum, it will be convened for the second time within seven (07) days from the intended date of the first meeting (unless the Company's Charter specifies a shorter period). In this case, the meeting shall be conducted if more than half (1/2) of the total members of the Board of Directors are present.

18.9. A member of the Board of Directors is considered to attend and vote in a meeting in the following cases:

a. Attend and vote directly at the meeting;

b. Authorize another person to attend and vote as prescribed in Clause 18.11 of this Article and Section (ii), Point b, Clause 8.2, Article 8 of the Company's Internal regulations on corporate governance;

c. Attend and vote via online conference, electronic voting, or other electronic form;

d. Send voting slips to the meeting via mail, fax, or email;

e. Send voting slips by any other methods specified in the Company's Charter.

18.10. In case of sending the voting slips to the meeting by mail, the voting slips must be contained in a sealed envelope and must be delivered to the Chairman of the Board of Directors at least one (01) hour before the opening of the meeting. The voting slips may only be opened in the presence of all attendees.

18.11. Members shall attend full meetings of the Board of Directors. Members may authorize another person to attend meetings and vote if such authorization is approved by a majority of Board of Directors' members.

18.12. The meeting of the Board of Directors may be conducted via online conference among the members of the Board of Directors when all or some members are present in different places provided that each member attending the meeting can:

a. Hear each other Board of Directors' member speaks at the meeting;

b. Speak to all other attendees simultaneously.

The discussion among the members can be conducted directly through the phone or by other means of telecommunications or the combination of all those means of communication. Any member of the Board of Directors attending such meeting shall be acknowledged as "present" in such meeting. The venue of the meeting conducted according to this provision shall be the location where the majority of members of the Board of Directors gather together, or the location where the Chairperson of the meeting shall be present.

Resolutions of the Board of Directors passed in a meeting by telephone and/or by other means of communication properly organized and conducted shall take effect immediately upon the end of the meeting but must be recorded in the minutes as prescribed in Article 19 of this Regulation.

18.13. Methods of passing resolutions of the Board of Directors:

a. In in-person or online meetings, members vote by voting slips, voice, raised hand, or any other suitable method for each issue after the Chairperson presented the issue and closed the discussion. Voting options may be agree, disagree, or no comment.

b. Resolution or decision of the Board of Directors shall be adopted by a majority (over fifty percent (50%)) of the voting members of the Board of Directors attending the meeting with voting rights; in case agree votes and disagree votes are equal, the final decision shall belong to the side with the opinion of the Chairman of the Board of Directors or the Chairperson of the meeting (in case the Chairman of the Board of Directors does not preside the Board of Directors' meeting).

c. Resolutions in the form of written opinions are passed on the basis of the approval of the majority of members of the Board of Directors with voting rights. In case the number of agree votes and disagree votes are equal, the final decision will belong to the side with the opinion of the Chairman of the Board of Directors. This resolution has the same effect and value as the resolution passed at the meeting.

18.14. Resolutions and decisions of the Board of Directors are mandatory and binding throughout the Company. Resolutions and decisions must be copied and sent to units and individuals responsible for their implementation, compliance and coordination.

Article 19. Minutes of the meeting of the Board of Directors

19.1. Meetings of the Board of Directors must be noted in the minutes of the meeting and can be recorded, saved and kept under any other electronic forms. The Corporate Governance Officer of the Company, the Company Secretary, or the member/individual attending the meeting appointed by the Chairperson, is responsible for recording the minutes of the meeting. The minutes of the meeting shall be made in Vietnamese and can be additionally made in a foreign language with full and main contents as follows:

a. Name, head office address, establishment and operation license number, business registration code (if any);

b. Time and venue of the meeting;

c. Purpose, agenda, and content of the meeting;

d. Full names of each member attending the meeting or authorized person attending the meeting and method of attending the meeting; full name of members not attending the meeting and reasons;

e. Matters discussed and voted on at the meeting;

f. A summary of each member's opinion speech according to the process of the meeting;

g. Voting results, which specify the members agree, disagree and no comment;

h. The issues passed and the corresponding percentage of votes for passing;

i. Full name and signature of the Chairperson of the meeting and the person taking the minutes, except for the case specified in clause 19.2 of this article. In addition, the Minutes of the meeting of the Board of Directors may have the signatures of the members of the Board of Directors/authorized representatives attending the meeting at the request of the Chairperson of the meeting.

j. Other contents as prescribed in the Company's Charter, Internal regulations on corporate governance of the Company, and laws (if any).

19.2. In case the Chairperson of the meeting or the person recording the minutes refuses to sign the meeting minutes but all other members of the Board of Directors attending the meeting sign and the minutes have full content as prescribed in points a, b, c, d, e, f, g, and h of clause 19.1, then these minutes shall be valid.

19.3. The Chairperson of the meeting, the minute recorder and the signatories of the minutes shall be responsible for the truthfulness and accuracy of the content of the meeting minutes of the Board of Directors.

19.4. Meeting minutes of Board of Directors and documents used in the meetings must be kept at the Company's head office. The Chairman of the Board of Directors is responsible for forwarding the meeting minutes of the Board of Directors to the members and such minutes shall be considered as authentic evidence of the work conducted in such meetings.

19.5. Minutes prepared in Vietnamese and foreign languages shall have the same legal validity. For any discrepancy in the contents of the minutes of the meeting, the contents of the Vietnamese minutes of the meeting shall prevail.

Article 20. Voting Rights of the Board of Directors' Members at the Meetings of the Board of Directors

20.1. Unless otherwise specified in clause 20.2 of this Article, each member of the Board of Directors attending the meeting (or an authorized representative in accordance with the Company's Charter, Internal regulations on corporate governance of the Company) shall have one (01) vote.

20.2. A member of the Board of Directors who has a related interest in a party to a contract or transaction shall not have voting rights on matters related to that contract or transaction.

20.3. In the event that an issue arises during the Board of Directors meeting concerning the interests or voting rights of a member of the Board of Directors and that member does not voluntarily abstain from voting, the Chairperson's decision shall be final, unless the interest's nature or scope of the relevant member of the Board of Directors has not been fully disclosed.

Any Board of Directors' member benefiting from a contract or transaction as stipulated in Article 59 of the Company's Charter is considered to have a significant interest in that contract or transaction.

Article 21. Authority and Procedure for Obtaining Written Opinions of Members of the Board of Directors

21.1. In case of urgent matters that require the Company's action, and the Board of Directors cannot convene a meeting or can promptly resolve issues within the Board of Directors' authority without the need for a meeting, the Chairman of the Board of Directors shall decide to solicit written opinions from the members of the Board of Directors.

21.2. The Company Secretary or the Corporate Governance Officer, or another officer assigned by the Chairman of the Board of Directors, shall send all related documents to the members of the Board of Directors, along with a voting form for their opinion (via fax, email, or other appropriate methods). The voting form must include the main content as stipulated by law and the Company's Charter (if any).

21.3. Members of the Board of Directors are responsible for returning their completed voting forms (signed by the member of the Board of Directors) to the Chairman of the Board of Directors/Vote Counting Division/Company Secretary/Corporate Governance Officer/officers assigned by the Chairman of the Board of Directors according to the period required in the Working Letter sent to the members of the Board of Directors for obtaining opinions (if any), or no later than three (03) working days after from the date of receipt of the complete documents. Upon expiring the time limit, if a member of the Board of Directors fails to return the answered Voting Form to the Chairman of the Board of Directors/Vote Counting Division/ Corporate Governance Officer/Company Secretary/officers assigned by the Chairman of the Board of Directors as requested, such member shall be deemed to have no opinion on the matter to be voted on.

If a member of the Board of Directors authorizes another member to vote, the authorization must be notified prior to or simultaneously with the sending of the Voting Form to the Chairman of the Board of Directors.

21.4. The Vote Counting Division, Company Secretary, or officer assigned by the Chairman of the Board of Directors specified in clauses 21.2 and 21.3 of this Article shall be responsible for preparing the Vote Counting Minutes and the drafting the Board of Directors' Resolution and submitting it to the Chairman of the Board of Directors for consideration.

21.5. The Vote Counting Minutes shall be prepared in Vietnamese and may also be in a foreign language (both versions have equal validity, and in case of discrepancies, the Vietnamese version shall prevail). The minutes must include the following main content:

a. Name, address of the head office, License number, issuance date, and issuance place of the Establishment and Operation License;

b. Purpose and issues on which opinions are sought for the approval of the resolution;

c. Total number of voting forms sent for opinion;

d. Number of the Board of Directors members who participated in voting and the total number of votes cast, distinguishing between valid and invalid votes;

e. Total votes in agree, disagree, and no comment for each issue;

f. Issues approved;

g. Full names and signatures of the Chairman of the Board of Directors, the Company Secretary, the Corporate Governance Officer or the other officers assigned by the Chairman of the BOD to count the votes, along with other participants in the vote count (if any).

21.6. The members who sign the Minutes of the Vote Counting for written opinions are responsible for the truthfulness and accuracy of the Minutes of the vote counting; and are jointly responsible for damages arising from decisions approved due to dishonest and inaccurate vote counting. The Minutes of the vote counting results along with the Resolution/Decision of the Board of Directors approved based on the vote counting results must be sent to the relevant members of the Board of Directors, Supervisors, General Director and Deputy General Director for coordination in implementation and supervision of implementation.

21.7. The answered Voting Forms, the Minutes of the vote counting, the full text of the approved Resolution and related documents enclosed the Voting Form must all be kept at the Company's head office for the retention period prescribed by law.

Chapter V

REPORTING AND DISCLOSURE OF BENEFITS

Article 22. Submission of Annual Reports

22.1. At the end of the fiscal year, the Board of Directors shall submit the General Meeting of Shareholders the following reports:

a. Report on the Company's Business performance;

b. The audited annual financial statements;

c. The report evaluating the Company's management and operation;

d. The appraisal report of the Board of Supervisors.

22.2. The reports specified in points a, b, and c of Clause 22.1 of this Article must be submitted to the Board of Supervisors for appraisal no later than thirty (30) days before the Annual General Meeting of Shareholders opens, unless the Company's Charter provides otherwise.

22.3. The reports specified in Clauses 22.1 and 22.2 of this Article, the Board of Supervisors' appraisal report, and the audited financial statements must be kept at the Company's head office no later than ten (10) days before the opening date of the Annual General Meeting of Shareholders, unless the Company's Charter specifies a longer period. Shareholders owning shares of the Company for at least one (1) consecutive year have the right to directly examine the reports mentioned in this Article, either individually or with the assistance of lawyers, accountants, or certified auditors.

Article 23. Remuneration, bonuses, and other benefits of the Board of Directors Members

23.1. Members of the Board of Directors are entitled to remuneration, bonuses, and other benefits based on the Company's performance and results, in compliance with legal regulations and related internal regulations.

23.2. Remuneration is calculated based on the number of days required to complete the tasks of members of the Board of Directors and the daily remuneration rate. The Board of Directors shall determine the remuneration for each member based on consensus. The total amount of remuneration, bonuses, and other benefits for the Board of Directors are decided by the General Meeting of Shareholders at the annual meeting.

23.3. The remuneration of each member of the Board of Directors shall be accounted for as part of the Company's operating expenses according to corporate income tax laws, and listed as a separate item in the Company's annual financial statement and reported to the General Meeting of Shareholders at the annual meeting.

23.4. The members of the Board of Directors who hold executive positions or serving on subcommittees of the Board of Directors or performing other duties beyond the usual scope of duties of the member of the Board of Directors may receive additional compensation in the form of a fixed payment, salary, commission, profits-sharing, or in other forms as decided by the Board of Directors in compliance with legal and internal regulations of the Company.

23.5. The members of the Board of Directors are entitled to reimbursement for all reasonable travel, meal, accommodation, and other expenses incurred in the performance of the members of the Board of Directors' duties, including costs related to attending meetings of the General Meeting of Shareholders, the Board of Directors, or its subcommittees.

23.6. The members of the Board of Directors may be provided with liability insurance by the Company after approval from the General Meeting of Shareholders. This insurance does not cover liabilities of the members of the Board of Directors related to violations of law or the Company's Charter.

Article 24. Disclosure of related interests

The disclosure of interests and related parties of the Company shall be conducted according to the following regulations:

24.1. The members of the Board of Directors must declare to the Company their related, including:

a. Name, business registration number, head office address, business lines, sector of enterprises in which they hold capital contributions or share; including the ownership percentage and the period of ownership;

b. Name, business registration number, head office address, business lines, sector of enterprises in which their related persons hold, individually or jointly, capital contributions or shares exceeding ten percent (10%) of the Company's charter capital.

24.2. The declaration specified in Clause 24.1 of this Article must be implemented 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.

24.3. The members of the Board of Directors acting on behalf of themselves or others to perform any work within the scope of the Company's business must report the nature and content of such work to the Board of Directors and may only proceed if approved by the majority of the remaining members of the Board of Directors; if the work is implemented without disclosure or approval by the Board of Directors, any income generated from such activities shall belong to the Company.

24.4. Other cases requiring disclosure of interests and related information must comply with the Company's Charter, internal regulations, and applicable law.

Chapter VI

DECENTRALIZATION, DELEGATION AND THE WORKING RELATIONSHIP, INSPECTION, AND SUPERVISION OF THE BOARD OF DIRECTORS

Article 25. Decentralization and Delegation of the Board of Directors

25.1. Principles of Decentralization and Delegation of Authority:

a. The Board of Directors shall decide on the Company's strategic matters, strategic goals, annual plans, management policies, and framework documents for key operations, or any issues that the Board of Directors deems necessary related to the management of the Company.

b. The Board of Directors shall decide on the authority, limits, and scope of the General Director decision-making for the Company's activities, ensuring that the General Director can make timely decisions in the daily operations of the Company. The decentralization and delegation shall be reflected in the Company's internal regulations or in written form, in accordance with legal regulations, as proposed by the General Director or in situations the Board of Directors deems necessary. In cases where the Board of Directors has not decentralized or delegated authority, the maximum limit for the General Director shall be the highest level permitted by law, the Company's Charter, and the Company's Financial Regulations.

c. The Chairman of the Board of Directors on behalf of the Board of Directors shall sign or authorize the General Director or other members of the Board of Directors to sign documents to submit reports to competent authorities for decision on matters within the Board of Directors' duties and powers.

d. The General Director signs documents to submit reports to competent authorities for decisions on matters within the General Director's duties and powers or on matters already decentralized or delegated by the Board of Directors.

e. In cases of exceptional severity that could negatively affect the Company's reputation, stability, or lead to serious legal or ethical violations, the Board of Directors may intervene directly in matters that have been decentralized or delegated to the General Director.

f. The Executive Board plays a consultative role, is responsible for executing and implementing the Board of Directors' directives in the Company's professional and operational activities.

g. The General Director is the head of the executive apparatus, with the highest responsibility to the Board of Directors and the General Meeting of Shareholders for the Company's operations. The General Director proactively manages the Company's activities, resolving tasks within the scope of legal functions, tasks, and powers according to the provisions of law, the Company's Charter, and internal regulations, while complying to governance and management principles stipulated in this Regulation.

h. The General Director is responsible for fully and promptly implementing reports as prescribed/requested by the Board of Directors or matters that the General Director deems the Board of Directors needs to know to ensure the Board of Directors fulfills its role and responsibility and optimizes the Company's operational efficiency.

25.2. For specific matters:

a. Decentralization regarding the procurement of fixed assets, goods, and services shall be implemented according to the regulations and rules on the procurement of fixed assets, goods and services issued by the Board of Directors, the Company's Financial Regulations, and relevant resolutions or decisions of the Board of Directors.

b. Decentralization related to borrowing activities shall be implemented in accordance with the Company's Financial Regulations and legal provisions.

c. Decentralization relating to margin trading and securities lending activities, advance payment for securities sales shall be implemented according to the Regulations and Rules on margin trading and securities lending activities, advance payment for securities sales issued by the Board of Directors and relevant legal provisions.

d. Decentralization relating to investment, securities trading, and underwriting activities shall be implemented according to the Regulations and Rules on investment, securities trading, and underwriting activities issued by the Board of Directors and relevant legal provisions.

e. Decisions regarding human resources work shall follow the Personnel Management rules issued by the Board of Directors.

f. Other decentralization matters shall follow the specific provisions of the Company's Charter, related Regulations, internal rules issued by the Board of Directors, the Company's Financial Regulations and applicable laws (if any).

25.3. Decentralization of plan approval:

a. The Board of Directors shall approve the Company's development strategy, business strategy, and annual business plans and approve the assignment of annual business plan targets to Units within the Company.

b. The General Director shall be responsible for implementing the business plans to the Units based on the strategies and plans approved by the Board of Directors.

25.4. Decentralization in working and relationship development with State Agencies, Partners, and Media Agencies:

a. The Chairman of the Board of Directors and members authorized by the Chairman of the Board of Directors have the rights and obligations to represent the

Board of Directors and the Company when working with State authorities, external organizations, and individuals.

b. The Chairman of the Board of Directors shall represent the Company in meetings or events with senior leaders of higher-level authorities, relevant departments, major business partners or major clients, strategic clients and media agencies, etc. In case the Chairman of the Board of Directors cannot attend, another member of the Board of Directors or an Executive Board member will be assigned to do so. After attending, the members of the Board of Directors/Executive Board member must report the content of the meeting to the Chairman of the Board of Directors.

c. Important Company's meetings must involve the participation and leadership of a member of the Board of Directors or an Executive Board member assigned to supervise the relevant work areas, and relevant staff. Relevant departments/divisions at the Headquarters are responsible for preparing the content and logistics for the meeting as directed by the host.

25.5. Decentralization on other matters of the Board of Directors:

a. Documents submitted by the General Director to the Board of Directors for consideration and approval must comply with administrative and legal procedures and include all related documents with comments from functional departments/divisions, and member units in accordance with applicable regulations, rules and business processes.

b. Matters arising during management and operation that exceed the General Director's authority must be submitted to the Board of Directors for consideration.

c. Documents submitted by the Executive Board to the Board of Directors for resolution must be signed by the General Director. In case the General Director is absent and unable to perform his/her duties, the Deputy General Director signed the documents and submitted directly to the Board of Directors must have prior authorization from the General Director.

d. The General Director shall submit to the Board of Directors to promulgate internal management regulations within the Board of Directors' authority according to the Company's Charter and other legal regulations.

Article 26. Principles of Coordination in the Working Relationship of the Board of Directors

Members of the Board of Directors must coordinate in their working relationship based on the following principles:

26.1. Always be loyal for the benefit of the Company;

26.2. Strictly comply with relevant legal provisions, the Company's Charter, and internal regulations;

26.3. Uphold the principles of democracy, transparency, and openness;

26.4. Cooperate with the highest level of responsibility, honesty, cooperation, and regularly proactively coordinate to resolve any obstacles or difficulties (if any).

Article 27. Relationship among Members of the Board of Directors

27.1. The relationship among members of the Board of Directors is cooperative, and members must inform each other about related issues in the process of handling assigned work.

27.2. During the work process, the main responsible member of the Board of Directors should proactively coordinate if the matter involves the field under another member of the Board of Directors' responsibilities. If disagreements arise, the main responsible member reports to the Chairman of the Board of Directors for consideration and decision according to his/her authority or organizing a meeting or obtaining opinions from other members of the Board of Directors according to legal provisions, the Company's Charter, and Internal Regulations on Corporate Governance and this Regulation.

27.3. If there is a re-assignment of duties among members of the Board of Directors, they must handle relevant work, documents, and information. This handling must be made in writing and be reported to the Chairman of the Board of Directors.

Article 28. Relationship between the Board of Directors and the Executive Board

28.1. As part of governance, the Board of Directors issues resolutions and decisions for the General Director and the Executive Board to implement. At the same time, the Board of Directors inspects and supervises the execution of these resolutions and decisions.

28.2. The Board of Directors leads and monitors all activities of the Executive ensuring the best possible conditions in terms of mechanisms, policies, human resources, and infrastructure to support them accomplish their tasks.

28.3. The Board of Directors shall objectively reward, discipline and handle violations of the Executives on the basis in accordance with the provisions of law, the Charter and the internal regulations of the Company.

28.4. Meetings of the Board of Directors and Executive Board:

a. During the Board of Directors meetings, the Chairman of the Board of Directors/meeting host, based on the meeting contents, decides on inviting additional Deputy General Directors or Heads/Deputy Heads of Departments/Divisions/Units in charge of related work areas to attend the meeting and report on specific work and give opinions (if necessary).

b. In regular or ad hoc Executive Board meetings or meetings related to important contents chaired by members of the Executive Board, the chairperson invites the Chairman of the Board of Directors or a relevant member of the Board of Directors to attend and direct (if any). The General Director must submit a report of the meeting's conclusions to the Chairman of the Board of Directors.

c. The Board of Directors organizes regular, ad hoc or thematic meetings (if necessary) with Managers, Executives, Executive Boards/ Departments/ Divisions/ Units to direct, inspect and supervise the implementation of the Resolution and tasks assigned by the Board of Directors. The Chairman of the Board of Directors shall preside over the meeting or assign a member of the Board of Directors to preside over.

28.5. Regime of Information and Reports of the Board of Directors and the Executive Board:

a. Resolutions and decisions of the Board of Directors are mandatory for execution. If issues arise during implementation that are unfavorable to the Company, the General Director may propose the Board of Directors to consider amending the resolution or decision. If the Board of Directors does not amend the resolution or decision, the General Director must still implement them but has the right to reserve opinions and make recommendations to the General Meeting of Shareholders or other competent agencies.

b. The Executive Board must plan, formulate and register specific plans and tasks in each period of the Company and report them to the Board of Directors.

c. The General Director is responsible for reporting to the Board of Directors on issues related to the Company's business operations and the implementation result of the Board of Directors' resolutions/decisions monthly, quarterly, annually, and ad hoc as requested by the Board of Directors.

d. Within seven (07) working days from the end of each month, quarter, and year, the General Director must send a written report on the Company's performance and future plans to the Board of Directors.

e. In addition to periodic reports, the Executive Board must directly report or provide information, reports directing the settlement related to the tasks assigned to be in charge and implementation as requested by the Board of Directors' members.

f. In case of risks or incidents that may have a major impact on the Company's reputation or operations or other matters deemed necessary, the Executive Board, Executives and Managers of the Company must immediately report to the Chairman of the Board of Directors and relevant members in charge of that work area of the Board of Directors for timely direction and resolution.

g. All documents issued by the General Director and Deputy General Directors on direction and administration related to the implementation of the State's undertakings and policies; the Board of Directors' resolutions and decisions; and documents guiding the implementation of the Board of Directors' regulations and mechanisms must be copied and submitted to the Chairman of Board of Directors and members of the Board of Directors.

h. The Executive Board is responsible for creating all necessary conditions for members of the Board of Directors to perform their assigned tasks, access information and report promptly.

Article 29. Relationship between the Board of Directors and the Board of Supervisors

29.1. The relationship between the Board of Directors and the Board of Supervisors is cooperative. The working relationship between the Board of Directors and the Board of Supervisors is based on the principle of equality and independence while coordinating and supporting each other in carrying out their duties.

29.2. Upon receiving the inspection minutes or general reports of the Board of Supervisors, the Board of Directors shall be responsible for researching and directing relevant departments to formulate plans and implement corrections promptly.

Article 30. Inspection and Supervision by the Board of Directors

The Board of Directors may inspect and supervise the Company's activities, if necessary, inspect and supervise the execution of Resolutions by the General Meeting of Shareholders and the Board of Directors through various means, including but not limited to:

a. Through the Company's management information systems.

b. Through periodic or ad hoc reports.

c. By direct work based on plans or urgent requests of the Board of Directors.

d. by establishing audit teams for inspection, examination and verification.

e. Through other methods according to provisions of law and the Company's internal regulations.

Chapter VII

IMPLEMENTATION

Article 31. Validity

31.1. The Regulations on the Operation of the Board of Directors of VietinBank Securities Joint Stock Company consist of 07 chapters and 32 articles, approved by the Company's 2026 Annual General Meeting of Shareholders on April 21, 2026, which also approved the full validity of these Regulations and shall take effect from April 21, 2026, replacing the Regulations on the Operation of the Board of Directors, code QC.00.02.IV, which was issued under the Resolution No. 02/2025/NQ-ĐHĐCĐ-CKCT dated November 18, 2025 of the 2025 Extraordinary General Meeting of Shareholders and Resolution No. 229/2025/NQ-HĐQT-CKCT dated December 29, 2025 of the Board of Directors of the Company. Members of the Board of Directors, as well as all related units and individuals of VietinBank Securities Joint Stock Company, are responsible for strictly adhering to and implementing the provisions of this Regulation.

31.2. Any matters not stipulated in these Regulations shall be governed by applicable laws, the Company's Charter (and its amendments or supplements, if any), the Internal Regulations on Corporate Governance, and other internal rules of the Company.

31.3. In the event of discrepancies between these Regulations and the provisions of applicable laws or the Company's Charter, the provisions of applicable laws or the Company's Charter shall prevail.

Article 32. Amendments and Supplements of the Regulations

Amendments, supplements, cancellation, or replacement of these Regulations shall be decided by the General Meeting of Shareholders of VietinBank Securities Joint Stock Company based on proposals from the Board of Directors.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

Tran Phuc Vinh

PROPOSAL FOR THE PROMULGATION OF THE REGULATIONS ON THE PROCEDURES, ORDER FOR CONVENING AND VOTING AT THE COMPANY'S GENERAL MEETING OF SHAREHOLDERS

2026

Submit to: The General Meeting of Shareholders of VietinBank Securities Joint Stock Company

Pursuant to the provisions of Clause 1, Article 7 of Circular No. 121/2020/TT-BTC dated December 31, 2020, of the Ministry of Finance on the operation of securities companies regarding: *"A securities company must establish internal regualtions on the procedures, order for convening and voting at the General Meeting of Shareholders and the Members' Council, and such regulations must be approved by the General Meeting of Shareholders and the Members' Council"*, VietinBank Securities Joint Stock Company has prepared a draft Regulations on the procedures, order for convening and voting at the Company's General Meeting of Shareholders based on the provisions of the Law on Enterprises, the Law on Securities, and the contents specified in Articles 25 to 35 of the Charter on the Organization and Operation of the Company.

Therefore, the Board of Directors of the Company respectfully submits to the General Meeting of Shareholders for consideration and approval of the Regulations on the procedures, order for convening and voting at the Company's General Meeting of Shareholders *(in accordance with the draft Regulations on the procedures and order for convening and voting at the Company's General Meeting of Shareholders attached to this Proposal)*; and authorizes the competent person to sign and promulgate the Regulations on the procedures, order for convening and voting at the Company's General Meeting of Shareholders after being approved by the General Meeting of Shareholders.

Respectfully submitting to the General Meeting of Shareholders for approval.

Ha Noi, April, 20, 2026

ON BEHALF OF BOARD OF DIRECTOR

CHAIRMAN

S.G.P: 133 - C.T.C.P
CÔNG TY CỔ PHẦN CHỨNG KHOÁN VIETINBANK
P. XUÂN ĐỈNH - T.P HÀ NỘI

Tran Phuc Vinh

VBSE

CÔNG TY CỔ PHẦN CHỨNG KHOÁN VIETINBANK
S.G.P: 133 - C.T.C.P
P. XUÂN ĐỈNH - T.P HÀ NỘI

VIETINBANK SECURITIES JOINT STOCK COMPANY

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REGULATIONS

ON THE PROCEDURES, ORDER FOR CONVENING AND VOTING AT THE GENERAL MEETING OF SHAREHOLDERS OF VIETINBANK SECURITIES JOINT STOCK COMPANY

Code QT.00.03.00

(Approved for issuance under Resolution No. ___/2026/NQ-ĐHĐCĐ-VBSE dated April 21, 2026 of the 2026 Annual General Meeting of Shareholders of VietinBank Securities Joint Stock Company)

HA NOI – April 2026

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CODE QT.00.03.00

(Approved for issuance under Resolution No. ___/2026/NQ-ĐHĐCĐ-VBSE dated April 21, 2026 of the 2026 Annual General Meeting of Shareholders of VietinBank Securities Joint Stock Company)

Chapter I
GENERAL PROVISIONS

Article 1. Purpose

This Regualtion provides for the procedures for convening and voting at the General Meeting of Shareholders of VietinBank Securities Joint Stock Company and other related matters.

Article 2. Governing Scope and Subjects of Application

2.1. Governing Scope

This Regulation governs the convening and voting at the General Meeting of Shareholders of VietinBank Securities Joint Stock Company in accordance with applicable laws.

2.2. Subjects of Application

This Regulation applies to VietinBank Securities in connection with convening and voting activities of the General Meeting of Shareholders.

Article 3. Reference Documents

- The Law on Enterprises No. 59/2020/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 (**"Law on Enterprise"**) and its amendments, supplements and guiding documents on implementation;

- The Law on Securities No. 54/2019/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 (**"Law on Securities"**) and its amendments, supplements and guiding documents on implementation;

- Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of certain articles of the Law on Securities;

- Decree No. 245/2025/NĐ-CP dated September 11, 2025 of the Government amending and supplementing certain articles of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of certain articles of the Law on Securities;

- Circular No. 96/2020/TT-BTC dated November 16, 2020, of the Ministry of Finance, guiding the disclosure of information on the securities market;

- Circular No. 116/2020/TT-BTC dated December 31, 2020 issued by the Ministry of Finance, guiding a number of articles on corporate governance applicable to Public Companies under Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities;

- Circular No. 121/2020/TT-BTC dated December 31, 2020 issued by the Ministry of Finance governing the operations of securities companies;

- Charter on the Organization and Operation of VietinBank Securities Joint Stock Company;

- Other relevant legal documents.

Article 4. Explanation of Terms and Abbreviations

4.1. Explanation of Terms

For the purpose of this Regulation, the following terms are defined as follows:

- **The Company/VBSE:** VietinBank Securities Joint Stock Company;

- **Shareholder:** means any individual or organization owning at least one share of the Company;

- **General Meeting of Shareholders**: the Annual General Meeting of Shareholders or the Extraordinary General Meeting of Shareholders of the Company;

- **Charter:** Charter on the Organization and Operationn of the Company.

4.2. Abbreviations:

- **GMS**	: General Meeting of Shareholders
- **BOD**	: Board of Directors
- **SSC**	: State Securities Commission of Vietnam

Chapter II
SPECIFIC PROVISIONS

Article 5. The meeting of the General Meeting of Shareholders

5.1. Quantity, time of meetings:

a. The General Meeting of Shareholders shall convene annual meetings once a year. In addition to the annual meeting, the General Meeting of Shareholders may convene an extraordinary meeting. The location of the meeting of the General Meeting of Shareholders shall be determined as the venue where the chairperson attends the meeting and must be within the territory of Vietnam. Members of the Board of Directors and Supervisors must attend the Annual meeting of the General Meeting of Shareholders to answer questions from shareholders at the meeting (if any); in case of force majeure, members of the Board of Directors and Supervisors must report in writing to the Board of Directors and the Board of Supervisors. In case the Audit Report of the Company's annual financial statements contains material exceptions, contrary audit opinions or refusals, the Company must invite a representative of the approved auditing organization to audit the Company's financial statements to attend the Annual meeting of the General Meeting of Shareholders and the representative of the approved auditing organization mentioned above shall be responsible for attending the Annual meeting of the General Meeting of Shareholders of the Company.

b. The Company must hold the Annual meeting of the General Meeting of Shareholders within four (04) months from the end of the fiscal year. In case it cannot hold the meeting within the above-mentioned time limit, the Company must report to the SSC in writing, stating the reasons, and must hold the Annual meeting of the General Meeting of Shareholders within the next two (02) months.

c. The Company may apply modern information technology for shareholders to attend and express their opinions at the meeting of the General Meeting of Shareholders through online meetings, electronic voting or other electronic forms as prescribed by the Law on Enterprises.

5.2. Authority to Convene the General Meeting of Shareholders:

The Board of Directors is responsible for convening the annual and extraordinary meetings of the General Meeting of Shareholders. The Board of Directors must convene an extraordinary meeting of the General Meeting of Shareholders in the following cases:

a. The Board of Directors deems it necessary for the benefit of the Company;

b. The quantity of remaining members of the Board of Directors or the Board of Supervisors is less than the minimum number of members as prescribed by law;

c. At the request of a shareholder or group of shareholders as prescribed in Point l, Clause 2, Article 21 of the Company's Charter. The request to convene a meeting of the General Meeting of Shareholders must be made in writing, containing the contents prescribed in Point m, Clause 2, Article 21 of this Company's Charter and must have full signatures of the relevant shareholders or the request must be made in multiple copies and must have full signatures of the relevant shareholders;

d. At the request of the Board of Supervisors;

e. Other cases as prescribed by law and the Company's Charter.

5.3. Convening an extraordinary meeting of the General Meeting of Shareholders:

a. The Board of Directors must convene a meeting of the General Meeting of Shareholders within thirty (30) days from the date of occurrence of the case specified in Point b, Clause 5.2 of this Article or receipt of a request to convene a meeting specified in Point c and Point d, Clause 5.2 of this Article. In case the Board of Directors fails to convene a meeting of the General Meeting of Shareholders as prescribed, the Chairman of the Board of Directors and members of the Board of Directors must compensate the Company for any damages arising.

b. In case the Board of Directors fails to convene the meeting of the General Meeting of Shareholders as prescribed in Point a, Clause 5.3 of this Article, within the next thirty (30) days, the Boards of Supervisors shall replace the Board of Directors in convening the meeting of the General Meeting of Shareholders as prescribed in this Company's Charter. In case the Board of Supervisors fails to convene the meeting of the General Meeting of Shareholders as prescribed, the Boards of Supervisory shall compensate the Company for any damages arising.

c. In case the Board of Supervisors fails to convene a meeting of the General Meeting of Shareholders as prescribed in Point b, Clause 5.3 of this Article, the shareholder or group of shareholders specified in Point l, Clause 2, Article 21 of the Company's Charter shall have the right to represent the Company to convene a meeting of the General Meeting of Shareholders in accordance with the Company's Charter and the provisions of law.

d. All costs of convening and conducting the meeting of the General Meeting of Shareholders according to points a, b and c, Clause 5.3 of this Article shall be reimbursed by the Company. These costs exclude expenses incurred by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.

5.4. The person convening the meeting of the General Meeting of Shareholders must perform the following tasks:

a. Prepare the list of shareholders eligible to attend the meeting of the General Meeting of Shareholders. The list of shareholders eligible to attend the General Meeting of Shareholders shall be prepared not sooner than ten (10) days before the day on which the invitation to the meeting of the General Meeting of Shareholders is sent;

The list of shareholders entitled to attend the meeting of the General Meeting of Shareholders must include the full name, contact address, nationality, and legal identification number for individual shareholders; name, business code or legal document number of the organization, head office address for organizational shareholders; quantity of shares of each class, number and date of shareholder registration of each shareholder;

b. Provide information and resolve complaints related to the shareholder list;

c. Prepare meeting agenda and content, and prepare relevant materials in accordance with Company's regulations and applicable laws;

d. Draft the resolutions of the General Meeting of Shareholders in accordance with the proposed content of the meeting; list and detailed information of candidates in case of elections of members of the Board of Directors or Board of Supervisors;

e. Determine the time and venue of the meeting;

f. Send meeting invitations to each eligible shareholder to attend the meeting according to the following provisions:

The notice of invitation to the meeting of the General Meeting of Shareholders shall be sent to all shareholders on the list of shareholders eligible to attend the meeting by a method that ensures it reaches the shareholders' contact addresses and is posted on the Company's website, and shall be announced in accordance with the provisions of law. The person convening the meeting of the General Meeting of Shareholders must send the notice of invitation to the meeting to all shareholders on the list of shareholders eligible to attend the meeting at least twenty-one (21) days before the opening date of the meeting of the General Meeting of Shareholders (calculated from the date the notice is validly sent or transmitted). The notice of invitation to the meeting must include the name, head office address, enterprise code/license number for establishment and operation; the name and contact address of the shareholder as recorded by the Vietnam Securities Depository and Clearing Corporation, time, venue of the meeting and other requirements for meeting attendees. The agenda of the meeting of the General Meeting of Shareholders, documents used in the meeting, draft Resolutions for each issue in the agenda, and Voting Slips shall be sent to shareholders together with the notice of invitation to the meeting, or may be replaced by posting on the Company's website. In the event the documents are not sent together with the notice of invitation to the meeting of the General Meeting of Shareholders, the notice of invitation to the meeting must specify the link to all meeting documents for shareholders to access, including:

(i) Meeting agenda and issued-related documents used in the meeting;

(ii) List and detailed information of candidates in case of election of members of the Board of Directors or Supervisors (if any);

(iii) Voting Slips;

(iv) Drafted resolutions for each issue on the meeting agenda.

g. Perform other tasks in support of the General Meeting of Shareholders.

Article 6. Agenda and content of the meeting of the General Meeting of Shareholders

6.1. The annual meeting of the General Meeting of Shareholders discusses and approves the following issues:

a. The Company's annual business;

b. Audited annual financial statements;

c. Report of the Board of Directors on the management and performance of the Board of Directors and each member of the Board of Directors;

d. Report of the Board of Supervisors on: (i) the Company's income statement; (ii) performance results of the Board of Directors and General Director; (iii) self-assessment of performance results of the Board of Supervisors and Supervisors;

e. Dividend level for each share of each class;

f. Other issues under the authority prescribed by the Law on Enterprises, current legal documents and the Company's Charter.

6.2. The person convening the meeting of the General Meeting of Shareholders must prepare the agenda and content of the meeting.

6.3. Shareholders or groups of shareholders specified in Point l, Clause 2, Article 20 of this Company's Charter have the right to propose issues to be included in the agenda of the meeting of the General Meeting of Shareholders. The proposal must be in writing and sent to the Company at least three (03) working days before the opening date of the meeting of the General Meeting of Shareholders. The proposal must specify the full name of the shareholder, permanent address, nationality, Personal Identification number, Passport or other legal personal identification for individual shareholders; name, business code or establishment decision number, head office address for organizational shareholders; number of shares for each class of shares owned by the shareholder or equivalent information, and the proposed issues to be included in the agenda.

6.4. In case the person convening the meeting of the General Meeting of Shareholders refuses the proposal specified in Clause 6.3 of this Article, he/she must respond in writing and state the reasons no later than two (02) working days before the opening date of the meeting of the General Meeting of Shareholders. The person convening the meeting of the General Meeting of Shareholders may only refuse the proposal if it falls under one of the following cases:

a. The proposal was sent not in accordance with the provisions of Clause 6.3 of this Article;

b. The proposed issue is not within the decision-making authority of the General Meeting of Shareholders;

c. At the time of the proposal, the shareholder or group of shareholders does not hold five percent (05%) or more of the total number of ordinary shares as prescribed in Point 1, Clause 2, Article 20 of the Company's Charter; or

d. Other cases as prescribed by the Company's Charter and substantive law.

6.5. The convener of the meeting of the General Meeting of Shareholders must accept and include the proposal specified in Clause 6.3 of this Article in the proposed agenda and content of the meeting, except for the case specified in Clause 6.4 of this Article; the proposal shall be officially added to the agenda and content of the meeting if approved by the General Meeting of Shareholders.

Article 7. Exercising the right to attend the meeting of the General Meeting of Shareholders

7.1. Shareholders and authorized representatives of organizational shareholders may directly attend the meeting or authorize in writing one or more other individuals or organizations to attend the meeting or attend the meeting through one of the forms specified in Clause 7.3 of this Article. The Company has the right to refuse the authorized party to attend the meeting of the General Meeting of Shareholders in case the authorization document is not implemented in accordance with the provisions of law and Company's Charter, or the content and scope of authorization are unclear or not specific.

7.2. The authorization for an individual or organization to attend the meeting of the General Meeting of Shareholders as prescribed in Clause 7.1 of this Article must be made in writing ("Letter of authorization"). The letter is made in accordance with the provisions of civil law and must contain the following main contents: name, contact address, legal document number of the authorizing shareholder and the authorized party; number of authorized voting shares; content and scope of authorization; authorization period; signature and title of the legal representative (in case the shareholder is an organization authorizing and/or the authorized party is an organization) of the authorizing party and the authorized party.

The authorized party attending the meeting of the General Meeting of Shareholders must submit the initial Letter of authorization (in case of re-authorization, the meeting attendee must also present the initial letter of the shareholder, the authorized representative of the organizational shareholder (if not previously registered with the Company along with the re-authorization document) along with a certified copy of his/her legal documents and other relevant documents (if any as required by the Company) when registering to attend the meeting. The Letter of authorization of a foreign individual or organizational shareholder must be consularly legalized and/or translated and notarized in accordance with the provisions of Vietnamese law.

7.3. Shareholders are considered to attend and vote at the meeting of the General Meeting of Shareholders in the following cases:

a. Attend and vote directly at the meeting;

b. Authorize other individuals or organizations to attend and vote at the meeting;

c. Attend and vote via online conference, electronic voting, or other electronic form;

d. Send the voting slips to the meeting via mail, fax, or email.

7.4. The voting slips of the authorized person within the scope of authorization remain valid when one of the following cases occurs:

a. The authorizing person has died, has limited civil act capacity or has lost civil act capacity;

b. The authorizing person has revoked the appointment of the authorization;

c. The authorizing person has revoked the authority of the authorized person.

This Article shall not apply in the event that the Company receives notice of one of the above events before the opening of the meeting of the General Meeting of Shareholders or before the meeting is reconvened.

Article 8. Conditions for conducting a meeting of the General Meeting of Shareholders

8.1. The meeting of the General Meeting of Shareholders is conducted when the number of shareholders attending the meeting represents more than fifty percent (50%) of the total number of votes.

8.2. In case the first meeting does not meet the conditions to be held as prescribed in Clause 8.1 of this Article within thirty (30) minutes from the scheduled opening time of the meeting, the convener shall cancel the meeting. The notice of invitation to the second meeting shall be sent within thirty (30) days from the scheduled date of the first meeting. The second meeting of the General Meeting of Shareholders shall be held when the number of shareholders attending the meeting represents thirty-three percent (33%) or more of the total number of votes.

8.3. In case the second meeting does not meet the conditions to be held according to the provisions of Clause 8.2 of this Article within thirty (30) minutes from the time of the scheduled opening of the meeting, the convener shall cancel the meeting. The notice of invitation to the third meeting must be sent within twenty (20) days from the date of the scheduled second meeting. The third meeting of the General Meeting of Shareholders shall be held regardless of the total number of votes of the shareholders attending the meeting.

8.4. Only the General Meeting of Shareholders has the right to decide to change the meeting agenda sent with the meeting invitation as prescribed in Point f, Clause 5.4, Article 5 of this Regulation.

Article 9. Procedures for conducting meetings and voting at the meeting of the General Meeting of Shareholders

9.1. Before the opening of the meeting, the Company must carry out the procedure of registering shareholders to attend the meeting of the General Meeting of Shareholders and must carry out the registration until all shareholders entitled to attend the meeting are present and registered. When registering shareholders, the Company shall issue to each shareholder or authorized representative with voting rights a Voting Card and/or Voting Slip with registration number, full name of the shareholder, full name of the authorized representative and the number of votes of that shareholder.

9.2. The election of the Chairman, Secretary and Vote Counting Committee of the meeting of the General Meeting of Shareholders is regulated as follows:

a. The Chairman of the Board of Directors acts as the chairman of the meeting or authorizes the member of the Board as the chairman of the meeting of the General Meeting of Shareholders convened by the Board of Directors. In the event that the Chairman is absent or temporarily loses their working capacity, the remaining members of the Board shall elect one of them as the chairman of the meeting in accordance with the majority principles. Where the chairman of the meeting cannot be elected, the Head of the Board of Supervisors shall control the General Meeting of Shareholders so that the chairman of the meeting may be elected from the participants and the person having the highest number of votes shall be the chairman of the meeting;

b. Except for the case specified in Point a of this Clause, the person who signs the convening of the meeting of the General Meeting of Shareholders shall arrange the General

Meeting of Shareholders to elect the Chairman of the meeting and the person with the highest number of votes shall be the Chairman of the meeting;

c. The Chairman appoints one (01) or several people to act as meeting Secretary;

d. The General Meeting of Shareholders elects one (01) or several people to the Vote Counting Committee at the request of the Chairman of the meeting.

9.3. The agenda and content of the meeting must be approved by the General Meeting of Shareholders at the opening session. The agenda must clearly and specifically specify the time for each issue in the agenda.

9.4. The chairman is entitled to take necessary and proper measures to control the meeting in a valid, orderly manner, in accordance with the approved agenda and reflecting the expectations of the majority meeting attendees, including but not limited to the following contents:

a. Arrange the seat at the venue of the meeting of the General Meeting of Shareholders;

b. Secure everyone presenting at meeting locations;

c. Facilitate shareholders to attend (or continue to attend) the meeting.

The person convening the meeting of the General Meeting of Shareholders may, at his sole discretion, change the aforesaid measures and take all necessary measures. The applicable measures may include the issuance of access cards or the use of other optional forms.

d. The rights specified in Clause 9.7 of this Article.

9.5. The General Meeting of Shareholders shall discuss and vote on each issue on the agenda. The voting shall be carried out by collecting agreed votes, disagreed votes, and no opinion votes. The vote-checking results are announced by the Chairman right before closing the meeting.

9.6. Shareholders or authorized persons attending the meeting arriving after opening are still registered and have the right to vote immediately upon registration. The chairman is not obliged to suspense the meeting for late attendees to register. In this case, the effectiveness of any previously voted issues remain unchanged.

9.7. The person convening the meeting or Chairman of the meeting of the General Meeting of Shareholders has the following rights:

a. Require all meeting attendees to submit to checking or other reasonable, lawful security measures;

b. Request the competent authorities to maintain the meeting order; expel any person from the meeting of the General Meeting of Shareholders who refuse to act against the chair's direction, cause disruption, obstruct the normal progress of the meeting or refuse to comply with rule on checking or the security measures.

9.8. The Chairman may adjourn the meeting of the General Meeting of Shareholders which the adequate number of participants are available to another time not exceeding three (03) working days since the intended opening date of the meeting and only adjourn the meeting or change the meeting venue in the following circumstances:

a. The location for the meeting does not have sufficient suitable seating for all of the attendees;

b. Communication devices at the current location are not sufficient for attending shareholders to discuss and vote;

c. There is a participant that obstructs or disrupts the order and threatens the fair and legal procedures of the meeting.

9.9. In case the chairman adjourns or suspends the meeting of the General Meeting of Shareholders against Clause 9.8 of this Article, the General Meeting of Shareholders shall elect another person from the attendees to replace the chairman in conducting the meeting until its completion; all resolutions approved at that meeting shall be effective.

9.10. In the event that modern technology is applied to organize the online meeting of the General Meeting of Shareholders, the Company is obligated to ensure that the shareholders may participate and vote with electronic voting forms or other electronic forms as specified in Company's Charter and other relevant legal provisions.

Article 10. Approval of resolutions of the General Meeting of Shareholders

10.1. The General Meeting of Shareholders shall approve resolutions within its competence by voting at the meeting or by obtaining written opinions. The Chairman of the meeting of the General Meeting of Shareholders shall have the right to decide to apply the voting method by using Voting Cards and/or Voting Slips or other forms as prescribed in Company's Charter and other relevant legal provisions.

10.2. The Company may widely use information technology in voting, including absentee voting through a secured electronic system, voting via the Internet or by telephone to facilitate shareholders' participation in the meeting of the General Meeting of Shareholders.

10.3. Resolutions of the General Meeting of Shareholders on the following matters must be approved by voting at the meeting of the General Meeting of Shareholders:

a. Company development orientation;

b. To elect, discharge, remove members of the Board of Directors or Supervisors;

c. Decision on investing or selling assets valued at thirty-five percent (35%) or more of the total asset value recorded in the Company's most recent financial statement;

d. To approve the audited annual financial statements;

e. To change the industry, profession and business sectors;

f. To change the Company's management structure according to Article 137 of the Law on Enterprises;

g. Reorganization, dissolution of the Company.

10.4. Resolutions on the following contents are passed when the consent is obtained from the shareholders representing for sixty-five percent (65%) or more of the total number of voting slips of all shareholders attending and voting at the meeting, except for the cases specified in Clauses 10.6 and 10.7 of this Article and Clause 12.1, Article 12 herein:

a. Amend and supplement the contents of the Company's Charter;

b. Classes of shares and the total number of shares of each class;

c. Change the industry, profession and business sectors;

d. Change the Company's management structure according to Article 137 of the Law on Enterprises;

e. Investment project or sale of assets with a value of thirty-five percent (35%) or more of the total asset value recorded in the Company's most recent financial statement;

f. Reorganize, dissolve the Company.

10.5. Resolutions are passed when approved by shareholders owning more than fifty percent (50%) of the total number of voting slips of all shareholders attending and voting at the meeting, except for the cases specified in Clauses 10.4, 10.6, 10.7 of this Article and Clause 12.1, Article 12 of this Regulation.

10.6. Voting to elect members of the Board of Directors and Supervisors shall be implemented by the method of cumulative voting. Accordingly, each shareholder has total voting slips corresponding to the total number of shares they own multiplied by the number of members to be elected to the Board of Directors or Board of Supervisors and Shareholders may accumulate all or a part of their votes to one or some candidates. The person who is elected to be a member of the Board of Directors or a Supervisor is determined in accordance with the top-to-bottom vote quantity, starting with the candidate having the highest number of votes till sufficient members are available as prescribed by the Company's Charter. In the event that there are more than two (02) candidates having the same votes for the final member of the Board, re-voting shall be held among the candidates having the same vote quantity or such final member shall be selected according to the criteria specified in the election regulations.

10.7. In case the resolution is passed in the form of written opinion, the resolution of the General Meeting of Shareholders shall be passed when consent is obtained from the shareholders owning more than fifty percent (50%) of the total number of voting slips of all shareholders with voting rights. In case of obtaining written opinion related to the content specified in Point b, Clause 10.4 of this Article, the resolution shall be passed when consent is obtained from the shareholders owning more than sixty-five percent (65%) of the total number of voting slips of all shareholders with voting rights.

10.8. The resolution of the General Meeting of Shareholders must be notified to shareholders entitled to attend the meeting of the General Meeting of Shareholders within fifteen (15) days from the date of adoption. The sending of the resolution can be replaced by posting it on the Company's website within twenty-four (24) hours from the end of the meeting.

Article 11. The authority and procedures for obtaining shareholders' written opinions to adopt resolutions of the General Meeting of Shareholders

The authority and procedures for obtaining shareholders' written opinions to adopt resolutions of the General Meeting of Shareholders shall be implemented according to the following provisions:

11.1. The Board of Directors has the right to obtain written opinions from shareholders to pass resolutions of the General Meeting of Shareholders when deemed necessary for the benefit of the Company, except for the case specified in Clause 10.3 Article 10 of this Regulation.

11.2. The Board of Directors must prepare written opinion forms, the draft resolution of the General Meeting of Shareholders and other documents explaining the draft resolution and deliver it to the voting shareholders not later than ten (10) days before the expiry date of the period of time to return written opinion form. The preparation of the list of shareholders to be sent the opinion forms shall be carried out in accordance with the provisions in Point a, Clause 5.4, Article 5 of this Regulation. Requirements and formalities to deliver the written opinion form and attachments are complied with Point f, Clause 5.4 of Article 5 herein.

11.3. The written opinion form must contain the following principal particular:

a. Name, Head office address, License number and date of issuance, place of issuance of the License for establishment and operation, business registration number (if any);

b. Purposes of collection of written opinions;

c. Full name, address, nationality, the number of lawful personal identification in respect of a shareholder that is an individual; name, number of business registration or legal document number, head office address of an organizational shareholder or full name, address, nationality, number of lawful personal identification of authorized representative in respect of a shareholder that is an organization; number of shares of each class and number of voting slips of the shareholder;

d. The issues that need voting;

e. Voting options including affirmative votes, negative votes, and abstentions on each issue;

f. Deadline for submitting the completed written opinion form to the Company;

g. Full name and signature of the Chairman of the Board of Directors.

11.4. Shareholders may send completed written opinion forms to the Company by mail delivery, fax or email in accordance with the provisions as follows:

a. By post: The completed written opinion form must bear the signature of the shareholder if the shareholder is an individual, or the signature of the authorized representative or legal representative if the shareholder is an organization. Every written opinion form sent to the Company must be put into sealed envelopes. Envelopes must not be opened before counting;

b. By fax or email: Written opinion forms sent by fax or email must he kept confidential until the vote counting time;

c. Written opinion forms sent to the Company after the deadline written therein, written opinion forms sent by post in envelopes that are opened, and written opinion forms sent by fax or email that are revealed are all invalid. If a written opinion form is not submitted, it will be excluded from voting.

11.5. The Board of Directors shall count the votes and record a vote counting minutes under the witness and supervision of the Board of Supervisors or the shareholders that do not hold managerial positions in the Company. The vote counting minutes must contain the following information:

a. Name, Head office address, License number and date of issuance, place of issuance of the License for establishment and operation, business registration number (if any);

b. Purposes and issues that need voting;

c. The number of shareholders with total number of voting slips that attended in voting, in which, distinguishing between the numbers of valid and invalid votes and method of sending votes, enclosed with the list of voting shareholders;

d. Total number of affirmative votes, negative votes, and abstentions on each issue;

e. The issues that have been passed and the corresponding voting rate;

f. Full name and signature of the Chairman of the Board of Directors, vote counting supervisors, and vote counters.

Members of the Board of Directors, vote counters, and vote counting supervisors are jointly responsible for the truthfulness, and accuracy of the vote counting minutes; jointly responsible for damage caused by the decisions passed because of untruthful, incorrect counts of votes.

11.6. The vote counting minutes and the resolution shall be sent to all shareholders within fifteen (15) days from the completion date of vote counting. The delivery of the minutes of vote counting minutes and the resolutions may be replaced by posting them on the Company's website within twenty-four (24) hours since the vote counting has ended.

11.7. Completed written opinion forms, the vote counting minutes, passed resolutions, and relevant documents enclosed with written opinion forms shall be kept at the Company's head office.

11.8. Resolutions passed by the method of obtaining written opinions from shareholders have the same value as resolutions passed at the meeting of the General Meeting of Shareholders.

Article 12. Change of rights

12.1. The change or cancellation of special rights attached to a class of preferred shares shall be effective when approved by shareholders representing sixty-five percent (65%) or more of the total number of votes of all shareholders attending the meeting. A resolution of the General Meeting of Shareholders on the content of an adverse change in the rights and obligations of shareholders owning preferred shares class can only be approved if approved by the number of preferred shareholders of the same class attending the meeting owning seventy-five percent (75%) or more of the total number of preferred shares of that class or approved by the preferred shareholders of the same class owning seventy-five percent (75%) or more of the total number of preferred shares of that class in the case of a resolution being approved by the method of written opinion.

12.2. Organizing a meeting of shareholders holding preferred shares class to approve the above-mentioned change of rights is only valid when there are at least two (02) shareholders (or their authorized representatives) and holding at least one-third (1/3) of the par value of the issued shares of that class. In case there is not enough quorum as stated above, the meeting shall be re-organized within the next thirty (30) days and the holders of shares of that class (regardless of the number of people and shares) present in person or through authorized representatives shall be considered to have sufficient number of required delegates. At the meetings of shareholders holding the above-mentioned preferred shares, the holders of shares of that class present in person or through representatives may request a secret card. Each share of the same class shall have equal voting rights at the above-mentioned meetings.

12.3. The procedures for conducting such separate meetings are similar to the provisions in Article 8, 9 and 10 of this Regulation.

12.4. Unless otherwise provided in the terms of the issue of shares, the special rights attached to the classes of shares with preferential rights in respect of some or all matters relating to the distribution of the Company's profits or assets shall not be changed when the Company issues additional shares of the same class.

Article 13. Validity of resolutions of the General Meeting of Shareholders

13.1. Resolutions of the General Meeting of Shareholders take effect from the date of approval or from the effective date stated in such resolutions.

13.2. Any resolution of the General Meeting of Shareholders which is passed by one hundred percent (100%) of the total voting shares is lawful and effective even when the sequence and procedures for convening the meeting and passing such resolution breach the provisions of the Law on Enterprises and the Company's Charter.

13.3. In case a shareholder or group of shareholders requests the Court or Arbitration to annul a resolution of the General Meeting of Shareholders as prescribed in Article 15 of Company's Charter, such resolution shall remain in effect until the Court or Arbitration's decision to annul such resolution takes effect, except in cases where temporary emergency measures are applied according to the decision of a competent authority.

Article 14. Minutes of the General Meeting of Shareholders

14.1. Minutes of the meeting of the General Meeting of Shareholders must be recorded and may be audio-recorded or recorded and stored in other electronic forms. Minutes must be prepared in Vietnamese, may be prepared in a foreign language, and must include the following main contents:

a. Name, head office address, establishment and operation license number or business registration code (if any);

b. Time and venue of the General Meeting of Shareholders;

c. Meeting agenda and content;

d. Full name of Chairman and Secretary;

e. Summarize the meeting proceedings and opinions expressed at the meeting of the General Meeting of Shareholders on each issue in the meeting agenda;

f. Number of shareholders and the total number of votes of shareholders attending the meeting, the appendix of the list of shareholders registered, shareholder representatives attending the meeting with the corresponding number of shares and votes;

g. Total number of votes for each voting issue, specify the voting method, total number of valid, invalid, approving, disapproving and abstaining votes; corresponding ratio to the total number of votes of shareholders attending the meeting;

h. Issues passed and corresponding voting rate passed;

i. Full name and signature of the Chairman and Secretary. In case the Chairman and Secretary refuse to sign the meeting minutes, the minutes shall be valid if signed by all other members of the Board of Directors attending the meeting and contain all the contents as prescribed in this Clause. The meeting minutes shall specify the refusal of the Chairman and Secretary to sign the meeting minutes.

14.2. Minutes of the meeting of the General Meeting of Shareholders must be completed and approved before the end of the meeting. The Chairman and Secretary of the meeting or other person signing the minutes of the meeting must be jointly responsible for the truthfulness and accuracy of the contents of the minutes.

14.3. Minutes stated in Vietnamese and foreign languages have the same legal effect. In case of any difference in content between the minutes in Vietnamese and in foreign languages, the content in the minutes in Vietnamese shall prevail.

14.4. Minutes of the meeting of the General Meeting of Shareholders must be sent to all shareholders within fifteen (15) days from the end of the meeting. The sending of minutes of the meeting of the General Meeting of Shareholders may be replaced by posting on the Company's website within twenty-four (24) hours from the end of the meeting.

14.5. Resolutions, minutes of the meeting of the General Meeting of Shareholders, appendix of list of shareholders registered to attend the meeting with shareholders' signatures, letter of authorization to attend the meeting, all documents attached to the Minutes (if any) and related documents attached to the meeting invitation must be disclosed in accordance with the law on information disclosure on the securities market and must be kept at the Company's head office.

Article 15. Request for annulment of resolution of the General Meeting of Shareholders

Within ninety (90) days from the date of receipt of the resolution or minutes of the meeting of the General Meeting of Shareholders or the minutes of the results of the vote counting for the General Meeting of Shareholders in writing, the shareholder or group of shareholders specified in Point l, Clause 2, Article 20 of the Company's Charter may request a court or arbitral tribunal to consider annulling the Resolution or part of the resolution of the General Meeting of Shareholders in the following cases:

15.1. Sequences and procedures on meeting convention a meeting and decision-making of the General Meeting of Shareholders seriously violate the regulations of the Law on Enterprises and the Company's Charter, except for cases specified in Clause 13.2 of Article 13 herein.

15.2. Contents of the resolution violate the laws or the Company's Charter.

Article 16. Record Retention

All documents and paperwork relating to the convening and voting at the General Meeting of Shareholders shall be retained in full at the Company for the period prescribed by applicable laws.

Chapter III
IMPLEMENTATION

Article 17. Validity

17.1. This Regulation on the procedures, order for convening and voting at the General Meeting of Shareholders consist of three (03) Chapters and 18 Articles, approved by the 2026 Annual General Meeting of Shareholders and shall take effect from April 21, 2026. Relevant units and individuals of VietinBank Securities Joint Stock Company shall be responsible for implementing of this Regulation.

17.2. In the event that the legal documents used as the basis for this Regulationor the corresponding contents in the Company's Charter adopted by the GMS are changed, amended, or supplemented, the contents of this Regulationshall be construed as being replaced, amended, or supplemented accordingly and shall be implemented in accordance with the current laws or the current Company's Charter from time to time.

17.3. In the event of any inconsistency between this Regulation and the provisions of the law or the Company's Charter, the provisions of the law or the Company's Charter shall prevail.

Article 18. Amendments and Supplements of the Procedures

Amendments, supplements, cancellation, or replacement of these Procedures shall be decided by the General Meeting of Shareholders of VietinBank Securities Joint Stock Company based on proposals from the Board of Directors.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN

Tran Phuc Vinh