



**MB**

No: 540/BB - MB - ĐHĐCĐ

**SOCIALIST REPUBLIC OF VIETNAM**  
**Independence - Freedom - Happiness**

*Hanoi, April 18, 2026*

**MINUTES OF THE GENERAL SHAREHOLDERS MEETING 2026**  
**MILITARY COMMERCIAL JOINT STOCK BANK**

Military Commercial Joint Stock Bank (hereinafter referred to as MB), with its head office located at No. 18 Le Van Luong, Yen Hoa Ward, Hanoi City; Establishment and Operation License No. 03/GP-NHNN issued on 16/01/2026 and relevant updates, amendments, and supplementations.

In compliance with applicable laws and MB's Charter, today, 18/04/2026, at the National Convention Center, 57 Pham Hung, Tu Liem Ward, Hanoi, MB convened the 2026 Annual General Shareholders Meeting (GSM) for consideration and approval of following matters: Reports of the Board of Directors (BOD), the Supervisory Board (SB), and the Board of Management (BOM) on 2025 performance results and the 2026 business plan; the audited financial statements for 2025; the 2025 profit distribution plan and the dividend payment plan from retained earnings; the charter capital increase plan; amendments and supplements to the Charter, the Internal Governance Regulations, and the Regulations on the organization and operation of the BOD; the nomination for replacement of 01 BOD member; and other matters within the authority of the General Shareholders Meeting (GSM).

1. Mr. Ta Quoc Dan - on behalf of the Organizing Committee of the Meeting (Organizing Committee) delivered the purpose of the meeting and introduced participants: **Participants in the Meeting included:**

- **Delegates representing the Ministry of Defense, the State Bank of Vietnam, the Vietnam Stock Exchange, the State Audit Office, the Vietnam Securities Depository and Clearing Corporation, and the Ho Chi Minh Stock Exchange.**
- **Representatives from KPMG Vietnam Ltd. - The auditor of MB's Financial Statement FY 2025.**
- **Comrades, Generals, and Leaders from various periods of the Ministry of Defense agencies; Senior Leaders from various periods of MB.**
- 10/10 Members of the BOD for the 2024-2029 term and 5/5 Members of the SB for the 2024-2029 term directly attended.
- Representatives from the Party Committee, the BOM, Divisions, Departments, Branches and Subsidiaries of MB.
- Shareholders of MB present at the GSM.

2. The Organizing Committee presented a video summarizing the 2025 performance results and the 2026 orientation of MB.

3. Mr. Ta Quoc Dan - on behalf of the Organizing Committee - delivered the Result of examining the eligibility of shareholders attending the General Meeting. The total number of

shareholders present at the opening ceremony was 1,559 (including shareholders and proxies), representing 5,213,017,255 shares, accounting for 64.7178% of the total number of MB's voting shares. The GSM was duly convened, meeting the conditions to proceed as stipulated by law and MB's Charter.

4. Mr. Luu Trung Thai - Chairman of the BOD announced the opening of MB's 2026 GSM at 8:15 AM on 18/04/2026.

5. Mr. Ta Quoc Dan presented the meeting agenda, the Rules, and the voting method for adopting issues at MB's 2026 GSM; and informed the General Meeting of the nomination/appointment of the Chair Committee, the Secretary Committee, and the Scrutineers Committee.

6. The Agenda, the Rules, and the Voting method were voted and approved by 100% of the voting shares at the beginning of the voting procedures of the GSM.

7. The composition and the number of members from the Chair Committee, the Secretary Committee, the Scrutineers Committee were approved by 100% of voting shares of the shareholders present at the GSM. In details:

- ***The Chair Committee included 04 members:***

- Mr. Luu Trung Thai - Chairman of the BOD, Chairman of the Meeting.
- Mr. Pham Nhu Anh - Member of the BOD, CEO.
- Ms. Vu Thi Hai Phuong - Vice Chairwoman of the BOD.
- Ms. Le Thi Loi - Head of the SB.

- ***The Secretary Committee included 03 members:***

- Mr. Nguyen Ngoc Thanh - Shareholder of the Bank, Head of the Secretary Committee.
- Ms. Nguyen Thi Tham - Shareholder of the Bank, Member.
- Ms. Nguyen Thi Phuong Hien - Shareholder of the Bank, Member.

- ***The Scrutineers Committee included 05 members:***

- Ms. Nguyen Thi Nguyet Ha - Shareholder of the Bank, Head of the Committee.
- Ms. Do Kim Loan - Shareholder of the Bank, Member.
- Mr. Le Xuan Thanh - Shareholder of the Bank, Member.
- Ms. Nguyen Thi Tham - Shareholder of the Bank, Member.
- Ms. Tran Thi Nam Huong - Shareholder of the Bank, Member.

## **I. GENERAL MEETING CONTENT**

### **A. Part one: Presenting reports of the BOD, the SB and the BOM to the GSM**

**Mr. Luu Trung Thai - Chairman of the BOD, Mr. Pham Nhu Anh - Member of the BOD, CEO, Ms. Vu Thi Hai Phuong - Vice Chairman of the BOD, and Ms. Le Thi Loi - Head of the SB presented the Reports and Proposals of the BOD, SB, and BOM as assigned by the Chair Committee:**

1. Report No. 429/BC-MB-HĐQT dated 28/03/2026, by the BOD on Execution of 2025 Duties and Powers and 2026 Operating Plan of MB's BOD.

2. Report No. 33101/MB-HS dated 28/03/2026, by the BOM on the business performance in 2025 and the business plan for 2026.

3. Report No. 430/BC-MB-BKS dated 28/03/2026, by the SB on Execution of 2025 Duties and Powers and 2026 Operating Plan of MB's BOD.

**B. Part two: Nomination for replacement of 01 Member of the BOD for 2024 - 2029 term**

1. Mr. Pham Nhu Anh – Member of the BOD, CEO presented the Proposal No. 455/TTr-MB-HĐQT dated April 15, 2026 on the nomination for replacement of 01 member of MB's BOD for the 2024 - 2029 term (including the introduction of the candidate's profile for nomination at the General Meeting).

2. A representative of the Scrutineers Committee – Ms. Do Kim Loan presented the Report on verification of shareholder eligibility before the nomination, the Nomination Rules, and instructions for shareholders on voting procedures.

At the time before the nomination, there were 2,182 shareholders, representing 5,490,608,140 shares, accounting for 68.164% of the total voting shares of MB, present at the General Meeting.

3. The GSM proceeded to vote on and approve the contents set out in the Proposal No. 455/TTr-MB-HĐQT dated April 15, 2026 on the structure and number of Members of the BOD and the SB of MB for the 2024 - 2029 term (from March 30, 2026); the nomination rules for Members of the BOD and SB for the 2024 - 2029 term, with a consensus rate of 100%. Accordingly, the GSM approved:

- The nomination rules for replacement of 01 member of the BOD and SB of MB for the 2024 - 2029 term.
- The structure and number of members of the BOD and the SB of MB for the 2024 - 2029 term (from 30/03/2026), which is 10 members of the BOD<sup>1</sup>, including 01 independent member, until the date when the General Shareholders Meeting nominates an additional member of the BOD to maintain the structure, composition, and number of members of the BOD as specified in Resolution No. 28/NQ-MB-ĐHĐCĐ dated 15/01/2024 of the GSM of MB.

4. The GSM has nominated 01 member of the BOD of MB for the 2024-2029 term through appropriate voting methods as stipulated in the nomination rules.

**C. Part three: Presenting reports of the BOD to the GSM**

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<sup>1</sup> Ms. Vu Thai Huyen shall be dismissed from the position of member of the BOD of MB with effect from March 30, 2026 (according to the SCIC's Notice of change of the capital representative in MB).

**Mr. Pham Nhu Anh - Member of the BOD, CEO and Ms. Vu Thi Hai Phuong - Vice Chairman of the BOD presented the Reports and Proposals of the BOD as assigned by the Chair Committee**

1. Proposal No. 431/TTr-MB-HĐQT dated 28/03/2026 on the approval of Audited Financial statements 2025 and 2025 Profit distribution plan.

2. Proposal 432/TTr-MB-HĐQT dated 28/03/2026 on the approval of capital increase plans for 2026.

3. Proposal No. 433/TTr-MB-HĐQT dated 28/03/2026 on the approval of the amendment and supplementation of MB's Charter in 2026.

4. Proposal No. 434/TTr-MB-HĐQT dated 28/03/2026 on the approval of the amendment and supplementation of the Internal Governance Regulations and Organization and Operation Regulations of MB's BOD in 2026.

5. Proposal No. 435/TTr-MB-HĐQT dated 28/03/2026 on the update of the Proposed Remedial Plan in the Event of Early Intervention.

6. Proposal No. 436/TTr-MB-HĐQT dated 28/03/2026 on voting on contents at the 2026 GSM.

MB's GSM disclosed relevant interests, List of Related Persons, and the performance of each member of BOD in 2025; gave a report on the evaluation of independent member on the BOD's performance in 2025 in accordance with the law and MB's Charter; gave a report on the implementation of credit granting, loan classification, off-balance sheet commitments, recognition of provisions, use of provisions for credit losses in accordance with the Law on Credit Institutions and related legal documents. The report on transactions between MB, its subsidiaries, and companies in which MB holds more than 50% of the charter capital with BOD members, the CEO, other executives, and their related persons; and transactions between MB and companies in which BOD members, the CEO, or other executives are founding members or managers within the three years prior to the transaction date were disclosed in the Annual Corporate Governance Report and the audited Financial Statements of MB (*publicly available on MB's website: Investor Section*).

**D. Part four: Discussing issues on the General Meeting agenda**

Members of the Chair Committee responded to questions raised by shareholders before the GSM and directly addressed questions posed by shareholders during the GSM.

*Details of some discussions are provided in the attached Appendix.*

**E. Part five: Voting on issues at the General Meeting**

A representative of the Scrutineers Committee – Ms. Do Kim Loan presented the Report on verification of shareholder eligibility before voting.

The total number of shareholders present at the time of voting was 2,182 (accordingly, the Organizing Committee issued 2,182 voting cards, all of which were valid), representing 5,490,608,140 shares (equivalent to 5,490,608,140 voting rights), accounting for 68.164% of MB's total voting shares.

Mr. Luu Trung Thai - Chairman of the BOD, Chairperson of the General Meeting, led the voting on issues at the General Meeting.

**G. Part six: Voting results and approval of issues for nomination at the General Meeting**

✦ **The results of the nomination for replacement of 01 member of the BOD of MB for the 2024-2029 term** (based on the vote counting report presented by Ms. Do Kim Loan, Representative of the Scrutineers Committee at the GSM) are as follows:

**Mr. Nguyen Viet Quan** is elected as a member of the BOD of Military Commercial Joint Stock Bank (non-independent member) for the 2024–2029 term, with 4,781,399,965 votes, representing 87.0832% of the total number of shares at the time the General Meeting conducted the election.

✦ **The results of approval of issues voted at the General Meeting** (based on the vote counting report presented by Ms. Do Kim Loan, Representative of the Scrutineers Committee at the GSM) are as follows:

1. Approve Report No. 429/BC-MB-HĐQT dated 28/03/2026 by the Board of Directors on execution of 2025 duties and powers and 2026 action plan of MB's BOD; and Report No. 3101/MB-HS dated 28/03/2026 by the BOM on the business performance in 2025 and the plan for 2026. The issues submitted for GSM's approval/decision under Item 1 - Proposal No. 436/TTr-MB-HĐQT dated 28/03/2026, on the approval of issues at the 2026 GSM: The number of votes for was 4,420,369,535 votes<sup>2</sup>, accounting for 80.5078% of the total votes cast by shareholders present at the time of the GSM for voting.
2. Approve Report No. 430/BC-MB-BKS dated 28/03/2026 of the Supervisory Board regarding performance in 2025 and the plan for 2026: The number of votes for was 5,490,606,837 votes, accounting for 99.9999% of the total votes cast by shareholders present at the time of the GSM for voting.
3. Approve the audited Financial Statement 2025 and 2025 Profit Distribution Plan, the authorization and assignment to the BOD in Proposal No. 431/TTr-MB-HĐQT dated 28/03/2026: The number of votes for was 5,323,374,459 votes, accounting for 96.9542% of the total votes cast by shareholders present at the time of the GSM for voting.
4. Approve the Charter Capital increase plan in 2026 and the authorization and assignment to the BOD in Proposal No. 432/TTr-MB-HĐQT dated 28/03/2026: The number of votes for was 4,866,941,903 votes, accounting for 88.6412% of the total votes cast by shareholders present at the time of the GSM for voting.

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<sup>2</sup> Vietnam Helicopters Corporation, a Shareholder, presented their opinion to disapprove the matter specified in item k, point 1 of Proposal No. 436/TTr-MB-HĐQT dated 28/03/2026

State Capital Investment Corporation, a Shareholder, presented their opinion of abstention on the matter specified in items d, g, and j of Proposal No. 436/TTr-MB-HĐQT dated 28/03/2026

5. Approve the amendment and supplementation of MB's Charter in 2026 and the authorization and assignment to the BOD in Proposal No. 433/TTr-MB-HĐQT dated 28/03/2026: The number of votes for was 5,490,608,139 votes, accounting for 99.9999% of the total votes cast by shareholders present at the time of the GSM for voting.

6. Approve the update of the Proposed Remedial Plan in the Event of Early Intervention, including authorization and assignment of tasks to the BOD as stated in Proposal No. 435/TTr-MB-HĐQT dated 28/03/2026: The number of votes for was 5,490,608,139 votes, accounting for 99.9999% of the total votes cast by shareholders present at the time of the GSM for voting.

7. Approve the amendment and supplementation of the Internal Governance Regulations, Organization and Operation Regulations of MB's BOD in 2026, including authorization and assignment of tasks to the BOD as stated in Proposal No. 434/TTr-MB-HĐQT dated 28/03/2026: The number of votes for was 5,490,608,139 votes, accounting for 99.9999% of the total votes cast by shareholders present at the time of the GSM for voting.

All issues approved by the GSM complied with the provisions of the Enterprise Law 2020, the Law on Credit Institutions 2024, and related amendments, supplements, and implementing guidelines, as well as the regulations of the State Bank of Vietnam and MB's Charter. The General Meeting unanimously approved (100%) the vote-counting minutes for the nomination and the vote-counting minutes for the resolutions as presented by the Scrutineers Committee, and these minutes will be disclosed by MB in accordance with applicable laws and regulations (the vote-counting minutes for the nomination and for the resolutions adopted at the General Meeting are attached hereto).

## II. RESULTS OF THE GENERAL MEETING

The GSM voted and approved all the issues on the agenda of the General Meeting. The 2026 Annual GSM of MB followed the order and procedures by law.

The GSM authorized and assigned the BOD to decide, direct and implement the Resolution approved by the GSM.

The 2026 GSM of Military Commercial Joint Stock Bank completed the agenda at 11:50 AM on the same day.

### Document attached to the Meeting minutes:

- List of shareholders present or proxies at the 2026 annual GSM.
- 2026 GSM's agenda.
- Rules of the 2026 GSM.
- Report No. 429/BC-MB-HĐQT dated 28/03/2026, by the BOD on Execution of 2025 duties and powers and 2026 action plan of MB's BOD.
- Report No. 3101/MB-HS dated 28/03/2026, by the BOM on the business performance in 2025 and the plan for 2026.
- Report No. 430/BC-MB-BKS dated March 28, 2026 of the Supervisory Board regarding performance in 2025 and the plan for 2026.

- Proposal No. 353/TTr-MB-HĐQT dated 05/04/2025 on the Approval of the Audited Financial Statements for 2024 & the profit distribution plan for 2024, and the dividend payment plan from retained earnings.
  - Proposal 432/TTr-MB-HĐQT dated 28/03/2026 on the approval of capital increase plans for 2026.
  - Proposal No. 433/TTr-MB-HĐQT dated 28/03/2026 on the approval of the amendment and supplementation of MB's Charter in 2026.
  - Proposal No. 434/TTr-MB-HĐQT dated 28/03/2026 on the approval of the amendment and supplementation of the Internal Governance Regulations and Organization and Operation Regulations of MB's BOD in 2026.
  - Proposal No. 435/TTr-MB-HĐQT dated 28/03/2026 on the update of the Proposed Remedial Plan in the Event of Early Intervention.
  - Proposal No. 367/TTr-MB-HĐQT dated 28/03/2026 on voting on issues at the 2026 GSM.
  - Report No. 437/BC-MB-HĐQT dated 28/03/2026, Report of Independent Member of the BOD on evaluation of the BOD's activities in 2025..
- Minutes No: 537 /BB-MB-ĐHĐCĐ dated 18/04/2026 on vote counting for replacement of a member of MB's BOD.
- Minutes No: 539/BB-MB-ĐHĐCĐ dated 18/04/2026 on vote counting for voting issues at the 2026 GSM.
- Appendix: Topics Discussed at MB's 2026 GSM.

**MEMBER OF THE CHAIR  
COMMITTEE**

**CHAIRMAN**

*(Signed)*

*(Signed & Sealed)*

**MR. PHAM NHU ANH  
MEMBER OF THE CHAIR  
COMMITTEE**

**MR. LUU TRUNG THAI  
MEMBER OF THE CHAIR  
COMMITTEE**

*(Signed)*

*(Signed)*

**MS. VU THI HAI PHUONG**

**MS. LE THI LOI**

**MEMBER OF THE SECRETARY  
COMMITTEE**

*(Signed)*

**MS. NGUYEN HAI YEN**

**HEAD OF THE SECRETARY  
COMMITTEE**

*(Signed)*

**MR. NGUYEN NGOC THANH**

**MEMBER OF THE SECRETARY  
COMMITTEE**

*(Signed)*

**MS. NGUYEN THI PHUONG HIEN**

## APPENDIX: TOPICS DISCUSSED AT MB'S 2026 GSM.

The shareholders showed their interest in the Bank's business results for 2025, welcomed the positive performance in Q1 2026, and expressed their expectations for the 2026 business and operational plan.

The Chair Committee clarified the measures to balance between Mobilization and Credit to ensure safety ratios, comply with applicable regulations, and meet operational needs. At MB, capital mobilization (TT1, TT2, overseas, etc.) helps stabilize liquidity and support lending activities, and the Bank aims to achieve growth targets through the implementation of the Mandatory Transfer Plan (credit growth of 35% over 04 years), while controlling credit quality and selecting an efficient portfolio, thereby enabling MB to expand its scale and rank among the top players in the market.

*Regarding the plan to increase charter capital* submitted to the General Shareholders Meeting, raising its charter capital to approximately VND 102 trillion is expected to be helpful to MB. The scale and capital resources enable MB to achieve effective growth. Regarding foreign ownership, MB is temporarily maintaining a cap in order to seek appropriate opportunities and strategic investors aligned with its development objectives.

*Regarding the plan to enter the digital assets sector:* MB has taken an early approach and chosen to cooperate with capable international counterparties based on assessments of the legal framework and the feasibility of implementation. With its existing resources in customer base, systems, and digital transformation capabilities, MB aims to position itself as a bank providing services to digital asset exchanges and investors.

Regarding the establishment of new functional divisions, including the FDI and Strategic Business (FSB) Division: Previously, FDI functions were organized under the Corporate Banking Division; however, in response to market trends, it is necessary to establish a specialized business division and prepare for MB's expanded operations in potential international markets (through commercial presence and representative offices abroad).

*Regarding AI orientation to enhance labor productivity:* In addition to its applications in governance, AI deployment is aimed at positioning MB as the bank with the highest labor productivity in the market. In recent years, MB has invested in technology for platform-based business, focusing on ecosystem development and rapid customer growth (35 million customers) – which represents the Bank's most valuable asset.

*Regarding the performance of subsidiaries:* In 2025, pre-tax profit of subsidiaries increased by 60% over that in 2024 (revenue increased by 30%), generally achieving the targets assigned by the General Shareholders Meeting, contributing approximately 9% of total profit of the Group. Most of MB's subsidiaries hold strong positions in their respective sectors (MBCapital is a market leader with high-performing equity funds; MBS ranks Top 10 Sao

Khue Awards for the MBS app/Dolphin AI, an AI investment assistant; MCredit ranks Top 3 in consumer finance market share; MBLife ranks No.1 in bancassurance channel performance; MIC ranks Top 4 in non-life insurance market share, etc.); several companies continue to consolidate and restructure toward improved efficiency.

QUẢN ĐÓI