CÔNG TY CỔ PHẦN CHỨNG KHOÁN BIDV

BIDV SECURITIES JOINT STOCK COMPANY

Số/No: 455 /BSC-CBTT

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM

SOCIALIST REPUBLIC OF VIETNAM

Độc lập – Tự do – Hạnh phúc

Independence - Freedom – Happiness

Hà Nội, ngày 23 tháng 04 năm 2026

Hanoi, April 23, 2026

CÔNG BỐ THÔNG TIN BẤT THƯỜNG

EXTRAORDINARY INFORMATION DISCLOSURE

Kính gửi/To: **- Ủy Ban Chứng khoán Nhà nước**

- State Securities Commission of Vietnam

- Sở Giao dịch Chứng khoán Việt Nam/Sở Giao dịch Chứng khoán TP HCM/Sở Giao dịch Chứng khoán Hà Nội

- Vietnam Exchange/Ho Chi Minh Stock Exchange/Hanoi Stock Exchange

1. **Tên tổ chức/*Name of organization*:** Công ty Cổ phần Chứng khoán BIDV/*BIDV Securities Joint Stock Company*

Mã chứng khoán/Mã thành viên/*Stock code/Broker code*: BSI/002

Địa chỉ/*Address*: Tầng 8, Tầng 9 LPB Tower, số 210 Trần Quang Khải, phường Hoàn Kiếm, Thành phố Hà Nội/ *8th Floor, 9th Floor, LPB Tower, No. 210 Tran Quang Khai, Hoan Kiem Ward, Hanoi City.*

Điện thoại/*Tel*: 024.39352722 **Fax**: 024.33816699

Email: ir@bsc.com.vn

2. Nội dung thông tin công bố/Contents of disclosure:

Điều lệ của Công ty Cổ phần Chứng khoán BIDV sửa đổi bổ sung theo Nghị quyết Đại hội đồng cổ đông thường niên năm 2026 số 01/NQ-ĐHĐCĐ ngày 22/04/2026.

The charter of BIDV Securities Joint Stock Company was amended and supplemented according to the Resolution of the Annual General Meeting of Shareholders in 2026 No. 01/NQ-DHDCD dated 22/04/2026.

3. Thông tin này đã được công bố trên **trang thông tin điện tử của công ty** vào ngày 23/04/2026 tại đường dẫn: https://www.bsc.com.vn/quan-he-co-dong.

This information was published on the company's website on April 23, 2026, as in the link: https://www.bsc.com.vn/quan-he-co-dong.

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố/*We hereby certify that the information provided is true and correct and we bear the full responsibility to the law.*

Tài liệu đính kèm/Attached documents:

- Văn bản liên quan đến nội dung công bố thông tin/*Document related to the content of disclosure.*

NGƯỜI ĐƯỢC ỦY QUYỀN CBTT/PERSON AUTHORIZED TO DISCLOSE INFORMATION

S.G.P: 111 - C.T.C.P
CÔNG TY CỔ PHẦN CHỨNG KHOÁN BIDV
P. HOÀN KIẾM - T.P HÀ NỘI

LÊ QUANG HUY

BIDV JOINT STOCK COMPANY
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SOCIALIST REPUBLIC OF VIETNAM
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CHARTER
BIDV SECURITIES JOINT STOCK COMPANY

Hanoi, April 22, 2026

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PREAMBLE

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 the legal documents amending, supplementing, or replacing them from time to time;
- Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 and the legal documents amending, supplementing, or replacing them from time to time;
- Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing a number of articles of the Law on Securities and the legal documents amending, supplementing, or replacing them from time to time;
- Circular No. 121/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance regulating the activities of securities companies and the legal documents amending, supplementing, or replacing them from time to time;
- Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance guidelines for implementation of some articles on administration of public companies in Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government elaborating some articles of the Law on Securities and the legal documents amending, supplementing, or replacing them from time to time;
- Other relevant legal documents,

This Charter has been approved by Resolution No. 01/NQ-DHDCD dated 22/04/2026 by the General Meeting of Shareholders. The appendices and amendments to the Charter (if any) are an integral part of this Charter.

CHAPTER 1. GENERAL PROVISIONS

Article 1. Interpretation of terms

1.1. Except as otherwise provided by the terms or context of this Charter, the following terms shall have the meanings set forth below:

1.1.1. "Company" means **BIDV Securities Joint Stock Company**;

1.1.2. "Shareholder" means an individual, organization owning at least one share of the Company;

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

1.1.4. "*Dividend*" means after-tax profit paid on each share in cash or other assets;

1.1.5. "Terms" means a term of this Charter;

1.1.6. "Law on Securities" means the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 and the legal documents amending, supplementing, or replacing them from time to time;

1.1.7. "Law on Enterprises" means the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and the legal documents amending, supplementing, or replacing them from time to time;

1.1.8. "Decree No.155/2020/ND-CP" means Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities and any legal documents amending, supplementing, or replacing it from time to time;

1.1.9. "Date of Establishment" means the date on which the Company is granted the license for establishment and operation for the first time;

1.1.10. "Enterprise executive" means the General Director, Deputy General Director, Chief Accountant;

1.1.11. "Enterprise manager" or "Manager" means a person who manages the company, including the Chairperson of the Board of Directors, members of the Board of Directors, General Director, Deputy General Director, Chief Accountant;

1.1.12. "Related person" means an individual or organization as stipulated in Clause 46 Article 4 of the Law on Securities and in Clause 23 Article 4 of the Law on Enterprises;

1.1.13. "Law" means all laws, ordinances, decrees, regulations, circulars, decisions and other legal documents promulgated from time to time by competent state agencies, including amendments, supplements or replacements (if any);

1.1.14. "VNX" means the Vietnam Exchange and its subsidiaries;

1.1.15. "Register of shareholders" means the is a written document, electronic data set or both recording the share ownership information of the Company's shareholders as prescribed in Article 11 of this Charter;

1.1.16. "Circular No. 121/2020/TT-BTC" means Circular No. 121/2020/TT-BTC dated December 31, 2020 of the Minister of Finance on the operation of securities companies, and any documents amending, supplementing, or replacing it from time to time;

"Operation term" means the period of operation of the Company as stipulated in this Charter and the extension period (if any) passed by the General Meeting of Shareholders of the Company;

1.1.16. "Non-executive members of the Board of Directors" means a member of the Board of Directors who is not the General Director, Deputy General Director, Chief Accountant;

1.1.17. "SSC" means the State Securities Commission;

1.1.18. "Dividend" means the net profit paid per share in cash or in assets;

1.1.19. "Viet Nam" means the Socialist Republic of Vietnam;

1.2. In this Charter, references to one or more other provisions or documents include amendments or replacements.

1.3. Headings (chapters, articles of this Charter) are used for convenience in understanding the content and do not affect the content of this Charter.

1.4. Words or terms defined in the Law on Securities and the Law on Enterprises shall have the same meaning in this Charter if they do not conflict with the subject or context.

Article 2. Name, type, head office, operation network and operation term of the Company

2.1. Business type:

The Company is a joint stock company with legal entity status in accordance with provisions of current law of Viet Nam.

2.2. Company name:

Official transaction name in Vietnamese:	Cong ty Co phan Chung khoan BIDV
Shortened transaction name	BIDV Securities Company
Transaction name in English:	BIDV Securities Joint Stock Company
Shortened transaction name in English:	BIDV Securities
Abbreviated transaction name:	BSC

2.3. The logo of the Company is shown as follows:



Depending on the operation of the Company, the Board of Directors may decide to change the Company's Logo.

2.1. Company's head office:

2.4.1. The registered head office of the Company is:

Address:	8th Floor, 9th Floor LPB Tower, no. 210 Tran Quang Khai, Hoan Kiem Ward, Hanoi City. *(This content was updated according to the Adjusted License to the establishment and operation License no. 65/GPDC-UBCK issued by the Securities State Committee on 11/08/2025)*
Phone number:	(84-24)39352722
Fax:	(84-24) 22200669
Email:	IR/@bsc.com.vn
Website:	www.bsc.com.vn

2.4.2. The change of head office address is decided by the General Meeting of Shareholders and must be approved in writing by SSC and will be automatically updated in the Company's Charter.

2.5. Operation network:

2.5.1. The Company may establish, terminate the operation of branches, transaction offices and representative offices to conduct the Company's operational objectives, in accordance with the decision of the Board of Directors after being approved by the SSC in writing;

2.5.2. Branches, transaction offices, representative offices are dependent units of the Company and the Company is fully responsible for the operation of its branches, transaction offices, representative offices;

2.5.3. The Company only conducts securities trading, provides securities services at locations where the head office, branches and transaction offices are located that have been approved by SSC.

2.5.4. The name of the branch, transaction office, representative office shall consist the name of the Company together and the phrase branch, transaction office, representative office and proper name to distinguish.

2.6. Operation term:

2.6.1. Except for premature termination of operation according to CHAPTER 12. Article 72 of this Charter or as prescribed by law, the operation term of the Company is indefinite and starts from the Date of Establishment.

2.6.2. All changes in the operation term of the Company must be approved by SSC and comply with provisions of law.

Article 3. Legal representative

3.1. The company has one (01) legal representative. The General Director is the legal representative of the Company.

3.2. The legal representative of the Company is an individual representing the Company to perform rights and obligations arising from the Company's transactions, representing the Company in the capacity of a claimant to settle civil matters, plaintiff, defendant, person with related interests and obligations before Arbitration, Courts and other rights and obligations as prescribed by law.

3.3. Rights of the legal representative

3.3.1. Signing contracts in the name of/on behalf of the Company to perform rights and obligations arising from the Company's transactions;

3.3.2. Representing the Company to work with competent state agencies, representing the Company in international relations, procedures, disputes, dissolution, bankruptcy;

3.3.3. Authorizing another person to exercise rights, perform obligations of the legal representative in his/her absence in accordance with provisions of law and the Charter;

3.3.4. Other rights and obligations in accordance with provisions of the Charter, internal regulations of the Company and law.

3.4. Responsibilities of the legal representative of the Company

3.4.1. Performing the assigned rights and obligations honestly, carefully and in the best way to ensure the legitimate interests of the Company;

3.4.2. Being loyal to the interests of the Company; not abusing power, position and not using information, know-how, business opportunities, other assets of the Company for personal gain or to serve the interests of other organizations and individuals;

3.4.3. Promptly, fully, accurately notifying the Company of the enterprise in which he/she, his/her related persons own or have shares, capital contribution portions in accordance with provisions of the Law on Enterprises;

3.4.4. Other responsibilities in accordance with provisions of the Charter, internal regulations of the Company and law.

3.5. Authorization of the Legal representative:

3.5.1. The Legal representative of the Company as stipulated in this Charter must reside in Viet Nam. In case the legal representative leaves Viet Nam, he/she has to authorize in writing another individual residing in Viet Nam in accordance with provisions of law to act

as the Legal representative. In this case, the legal representative is still responsible for the authorized person's performance;

3.5.2. In case the Legal representative of the Company has not returned to Viet Nam when the letter of authorization expires and does not to have any authorization, the authorized person (as stipulated at sub-clause 3.5.1 of this clause) will continue to perform/exercise the rights and duties of the Legal representative to the extent authorized until the Legal representative returns to work at the Company or until the Board of Directors designates another Legal representative;

3.5.3. In case the Legal representative of the Company is not present in Viet Nam for more than thirty (30) days without authorizing another person to exercise/perform his/her rights and duties to the Company or is dead, missing, is being examined for penal liability, being temporarily detained, serving a prison sentence, serving administrative-handling measures at a compulsory detoxification establishment, compulsory education institution, , having difficulties in cognition and control of acts, being banned from holding a position by a court, banned from practicing certain professions or doing certain jobs, has limited capacity or incapacitated, the Board of Directors shall appoint another person to the title of Legal Representative of the Company.

CHAPTER 2. OBJECTIVES, PRINCIPLES, SCOPE OF ACTIVITIES AND LIMITATIONS FOR THE COMPANY

Article 4. Scope of business operations

4.1. Company business:

4.1.1. Stock brokerage;

4.1.2. Self-trading;

4.1.3. Securities underwriting;

4.1.4. Securities investment consulting;

4.1.5. Derivative securities trading;

4.1.6. Providing clearing, settlement services for derivative securities transactions.

4.2. In addition to securities trading operations stipulated in Clause 4.1 of this Charter, the Company is entitled to provide services of securities registration, depository, clearing, financial advice, entrustment management of securities trading accounts of investors and other financial services in accordance with regulations of the Ministry of Finance and the law.

4.3. The Company may supplement, withdraw one or a number of business operations stipulated in Clause 4.1 and Clause 4.2 of this Article after being approved by SSC.

Article 5. Operational objectives

5.1. Maximizing profits for shareholders, improving the working conditions and income for employees, fulfilling obligations to the State Budget and developing the company more and more strong, stable, sustainable and safe.

5.2. If any of the objectives mentioned in Article 5.1 of this Charter requires approval, the Company can only implement that objectives after it is approved by a competent State agency.

Article 6. Operating principles of the Company

6.1. Principles of governance, operation:

6.1.1. Complying with the provisions of the Law on Securities, the Law on Enterprises, the company's Charter and other provisions of law relating to corporate governance.

6.1.2. Clarifying the responsibilities between the General Meeting of Shareholders, the Board of Directors, the Board of Supervisors and the Executive Board in accordance with the Law on Securities, the Law on Enterprises and other relevant law.

6.1.3. Establishing a communication system with shareholders to ensure the providing of fully information and fair treatment among shareholders; and ensure the legitimate rights and interests of shareholders.

6.1.4. Establishing a system of internal control, risk management and supervision, preventing conflicts of interest within the company and in transactions with related people.

6.1.5. Ensuring that employees working in specialized department have appropriate securities professional certificates in accordance with provisions of law on securities and the securities market.

6.2. Principles of professional operations:

6.2.1. When performing professional operations, the Company must ensure the following principles:

6.2.2. Promulgating procedures for the professional operations.

6.2.3. Promulgating code of professional ethics.

6.2.4. The Company, employees of the Company are not allowed to make investments on behalf of customers, except in the case of entrusting management of securities trading accounts of individual investors as prescribed by law.

6.2.5. Taking the responsibility to be honest with customers, not being infringed on the customers'property, other legitimate rights and interests. Implementing separate management of each customer's assets, customer's assets from the company's assets.

6.2.6. Taking the responsibility for signing contracts with customers when providing services to customers; providing complete and honest information to customers.

6.2.7. Unless otherwise provided by law, when providing services to customers the Company must not directly or indirectly perform the following acts:

a. Deciding to invest in securities on behalf of customers;

b. Agreeing with customers to share profits or losses;

c. Advertising and claiming that its own content, performance, or securities analysis methods are superior to those of other securities companies;

d. Having acts of providing false information to seduce or invite customers to buy and sell a certain type of securities;

e. Providing false, fraudulent, or misleading information to customers;

f. Other acts contrary to the provisions of law.

6.2.8. Implementing the accounting, auditing and statistical regimes, financial obligations in accordance with provisions of law.

6.2.9. Disclosing information and report promptly, completely, accurately in accordance with provisions of law.

6.2.10. Creating the information technology system and the backup database which ensures the safe and stable operations.

6.2.11. Supervising securities transactions in accordance with regulations of the law.

6.2.12. The Company must set up a dedicated department which is responsible for communicating with customers and dealing with customer inquiries, complaints.

6.2.13. Performing other obligations in accordance with provisions of law on securities and relevant laws.

CHAPTER 3. CHARTER CAPITAL, SHARES, SHAREHOLDERS

Article 7. Charter capital and types of shares

7.1. Charter capital of the Company is **2.453.659.430.000 VND** (*In words: Two trillion, four hundred fifty-three billion, six hundred fifty-nine million, four hundred thirty thousand Vietnamese dong*).

7.2. The Company's charter capital is divided into **245.365.943** shares with par value of 10,000 VND/share. All issued shares of the Company are ordinary shares. The rights and obligations attached to ordinary shares are stipulated in this Charter.

7.3. Ordinary shares cannot be converted into preferred shares. Owners of ordinary shares are ordinary shareholders.

7.4. The Company must always maintain a charter capital not lower than minimum charter capital for securities business operation as prescribed by law. In case the charter capital is lower than minimum charter capital for securities business operation, the Company shall supplement the Company's charter capital in accordance with provisions of law.

7.5. Ordinary shares will be given priority to be offered to existing shareholders in proportion to their ownership of ordinary shares in the Company unless otherwise decided by the General Meeting of Shareholders. The number of shares that shareholders do not register to buy all will be decided by the Board of Directors of the Company. The Board of Directors may distribute such shares to the objects according to the conditions and ways that the Board of Directors deems suitable with conditions not more favorable than those offered for sale to the existing shareholders, unless the shares are sold through the Vietnam Exchange by auction method or otherwise approved by the General Meeting of Shareholders.

7.6. The Company may issue other types of preferred shares after gaining approval of the General meeting of shareholders and in accordance with provisions of law.

7.7. Ordinary shares used as the underlying asset to issue depository certificates without voting rights are called underlying ordinary shares. Depository certificates without voting rights have economic benefits and obligations corresponding to the underlying ordinary shares, excluding voting rights.

7.8. The Company may purchase shares issued by the Company itself in the ways stipulated in this Charter and current law.

7.9. The Company may issue other types of securities in accordance with provisions of law.

7.10. The scale of the Charter capital and the number of shares of the Company stipulated in Clauses 7.1 and 7.2 of this Article will be automatically updated when the Company completes the change of Charter Capital in accordance with the Resolution of the General Meeting of Shareholders and the provisions of law.

Article 8. Issuance of bonds

8.1. For offering of privately-placed bonds:

8.1.1. For privately-place non-convertible bonds, privately-placed bonds without warrants: The Board of Directors has the right to decide to approve the plan of issuance and use of the proceeds from the offering; clearly define criteria and number of investors, but must report to the General Meeting of Shareholders at the nearest meeting, the report must be accompanied by documents and dossiers of bond offering.

8.1.2. For privately-place convertible bonds, bonds with individual warrants: The General Meeting of Shareholders approves the plan of issuance and use of the proceeds from the offering; clearly define criteria and number of investors.

8.2. For the public offering of bonds:

8.2.1. For public non-convertible bonds, warrant-linked bonds: The Board of Directors approves the plan of issuance, use and repayment the capital collected from the public bond offering through the listing of bonds on the stock exchange system.

8.2.2. For public convertible bonds, bonds with public warrants: The General Meeting of Shareholders approves the plan of issuance and use of capital obtained from the offering of convertible bonds, bonds with warrants, the listing of bonds on the stock exchange system.

Article 9. Issuance of covered warrants

9.1. Covered warrants are securities with collateral issued by the Company, allowing the holder to have right to buy (call warrants) or sell (sell warrants) the underlying security to the issuer of that covered warrant at a specified strike price prior to or on a specified date, or receive the difference between the strike price and the underlying security's price at that time.

9.2. Pursuant to current law and internal regulations of the Company, the Company will issue covered warrants and perform all professionals related to covered warrants in accordance with provisions of law.

9.3. The Company is entitled to issue warrants according to the total limit in accordance with regulations of the State Securities Commission compared to the available capital calculated at the time of issuance.

9.4. A warrant holder is an investor who owns the warrant and is also a partially secured creditor of the Company. The warrant holders have the rights and obligations as prescribed by law and in the Company's prospectus when conducting the warrant offering, such as:

9.4.1. The right to receive the difference between the underlying security's price and the strike price at the time of exercise will depend on the type of warrant owned;

9.4.2. The right to be paid in cash when Warrants are delisted in accordance with provisions of law;

9.4.3. The right to receive cash payment or transfer of underlying securities in accordance with BSC's regulations in the prospectus for each issuance;

9.4.4. The right to priority payment when the Company is dissolved, bankrupt, other rights as prescribed by law in case the Company is consolidated or merged;

9.4.5. The right to transfer, donate, inherit, etc. in civil legal relations according to the provisions of law;

9.4.6. Other rights as prescribed by law.

9.5. Payment security and obligations of the Company:

9.5.1. In the event that the Company becomes insolvent, the Company guarantees to use sources to make payment and fulfill obligations to the holders of the covered warrant as follows:

a. Hedging assets for Warrants on self-trading accounts;

b. Payment security assets deposited by the Company at the depository bank for the covered warrants issuances;

c. Payment guarantee or other assets (if any);

d.The Company will apply other security measures (if any) in accordance with provisions of law to ensure payment and performance of the Company's obligations to the owners.

9.5.2. In case the Company is dissolved or goes bankrupt, the payment security and obligations of the Company shall comply with the provisions of law on dissolution and bankruptcy for partially secured creditors;

9.5.3. In case the Company is consolidated, merged, dissolved bankrupt, the payment security and obligations of the Company shall comply with the provisions of enterprise law;

9.5.4. Other cases as prescribed by law.

Article 10. Share certificates and other securities certificates

10.1. Share certificate

10.1.1. Shareholders of the Company are granted a share certificate corresponding to the number of shares and the type of shares owned.

10.1.2. Share is a type of security certifying the lawful rights and interests of the owner to a part of the share capital of the issuing organization. The share must have all the contents stipulated in Clause 1 Article 121 of the Law on Enterprises.

10.1.3. Within fifteen (15) days from the date of submission of the complete application requesting to transfer the ownership according to the Company's regulations or within sixty (60) days from the date of full payment for the purchase of shares as stipulated in the plan (or another time limit according to the terms of the issuance) from the date of issuance of shares of the Company, the shareholders will be issued a share certificate. The shareholders have not to the cost of printing share certificate.

10.1.4. In case the share certificate is lost, damaged or destroyed in another form, the shareholder shall be re-issued by the Company at the request of such shareholder. The shareholder's proposal must include the following contents:

a. Information about shares that have been lost, damaged or others;

b. Commitment to be responsible for disputes arising from the re-issuance of new share certificate.

10.2. Other securities certificates:

Bond certificates or other securities certificates of the Company are issued with the signature of the Company's authorized representative (including the Legal representative and any person authorized by the Legal representative) and the seal of the Company.

Article 11. Register of shareholders

11.1. The company must make and keep a register of shareholders from the time it is granted the License for establishment and operation.

11.2. The register of shareholders must include the following principal contents:

11.2.1. Name and address of the head office of the company;

11.2.2. Full name, contact address, nationality, legal document numbers of the individual shareholders; name, enterprise code or legal document numbers and head office address of organization shareholders;

11.2.3. Number of shares of each type of each shareholder, date of registration of shares;

11.2.4. Total number of shares to be offered for sale, types of shares to be offered for sale and number of shares to be offered for sale of each type share;

11.2.5. Total number of shares sold of each type and value of contributed share capital.

11.3. The form of the register of shareholders of the Company: in writing or electronic data set or both of them.

11.4. The register of shareholders is kept at the Viet Nam Securities Depository and Clearing Corporation and its Head office. Shareholders have the right to check, look up, extract and copy their names and contact addresses in the register of shareholders.

11.5. In case there is a difference between the data on the register kept at the Company and the data registered at the Viet Nam Securities Depository and Clearing Corporation, the data kept by the Viet Nam Securities Depository and Clearing Corporation will be valid.

Article 12. Transfer of shares of the Company

12.1.. All shares are freely transferable, unless this Charter and the law provided otherwise. The listed and registered shares trading on the Vietnam Exchange will be transferred in accordance with provisions of law on securities and the securities market;

12.2. Shares that have not been paid in full are not transferable and the shareholders are not entitled to enjoy the benefits such as the right to receive dividends, the right to receive shares issued to increase share capital from equity, the right to buy new shares to be offered for sale and others prescribed by law;

Article 13. Share repurchase

13.1. The Company is only entitled to repurchase shares when fully meeting the repurchase conditions and rate as prescribed by law.

13.2. Cases of share repurchase:

13.2.1. Repurchase at the request of shareholders

a. The shareholder has the right to request the Company to repurchase his/her shares, if such shareholder has voted against resolution on the reorganization of the Company of the General Meeting of Shareholders or a decision to change the rights and obligations of the shareholder stipulated in the Company's Charter. The request to repurchase shares must be made in writing, specify the name and address of the shareholder, quantity of shares that the shareholder is holding, offered price, and the reason for the request to be repurchased by the Company. The request shall be sent to the Company within ten (10) days from the date the General Meeting of Shareholders passes a resolution on the issues stipulated in this Clause;

b. The Board of Directors determines the repurchase price in accordance with provisions of Law on Enterprises. If the price cannot be reached, the parties may request a valuation organization to determine the price. The Company introduces at least three valuation organizations for shareholders to choose and that choice is final.

13.2.2. Repurchase at the discretion of the Company

The Company may repurchase issued shares (including redeemable preferred shares) to use as treasury shares. The rate, method and procedures for purchasing treasury shares shall comply with the provisions of the law on securities and the securities market.

CHAPTER 4. CORPORATE GOVERNANCE, ADMINISTRATION

Article 14. Organizational structure, administration and control

The organizational structure of management, administration and control of the Company includes:

14.1. General Meeting of Shareholders;

14.2. Board of Directors;

14.3. Board of Supervisors;

14.4. General Director.

SECTION I – SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS

Article 15. Rights of shareholders

15.1. Ordinary shareholders have the following rights:

15.1.1. Attending, speaking at meetings of the General Meeting of Shareholders and exercising the right to vote directly or through an authorized representative or in other forms as stipulated by the Company's Charter and law. Each ordinary share has one vote;

15.1.2. Receiving dividends at the rate decided by the General Meeting of Shareholders;

15.1.3. Being given priority to buying new shares in proportion to the percentage of ordinary shares ownership of each shareholder in the Company;

15.1.4. Freely transferring their shares to others, except for the cases stipulated in clause 3 Article 120, clause 1 Article 127 of the Law on Enterprises and other provisions of relevant law;

15.1.5. Reviewing, looking up and extracting information about names and contact addresses in the list of shareholders with voting rights; requesting correction of their incorrect information;

15.1.6. Reviewing, looking up, extracting or copying the company's Charter, meeting minutes of the General Meeting of Shareholders and the Resolution of the General Meeting of Shareholders;

15.1.7. Receiving a portion of the remaining assets in proportion to the percentage of shares owned in the Company in case the Company is dissolved or bankrupt;

15.1.8. Requesting the Company to repurchase their shares in the cases stipulated in Article 132 of the Law on Enterprises;

15.1.9. Being treated equally. Each share of the same type gives shareholders equal rights, obligations and interests. In case the Company has types of preference shares, the rights and obligations attached to these types of preferred shares must be approved by the General Meeting of Shareholders and fully disclosed to shareholders;

15.1.10. Having full access to periodic and extraordinary information disclosed by the Company in accordance with provisions of law;

15.1.11. Being protected their legitimate rights and interests; requesting suspension, annulment of resolutions, decisions of the General Meeting of Shareholders, the Board of Directors in accordance with provisions of the Law on Enterprises;

15.1.12. Other rights as prescribed by law and this Charter.

15.2. Shareholders or groups of shareholders owning 5% or more of the total number of ordinary shares have the following rights:

15.2.1. Requesting the Board of Directors to convene meetings of the General Meeting of Shareholders in accordance with the provisions of Clause 3 Article 115 and Article 140 of the Law on Enterprises;

15.2.2. Reviewing, looking up and extracting the number of minutes and resolutions, decisions of the Board of Directors, semi-annual and annual financial statements, reports of the Board of Supervisors, contracts and transactions that must be approved by the Board of Directors and other documents, except documents related to trade secrets, business secrets of the Company;

15.2.3. Requesting the Board of Supervisors to examine each specific issue related to the management, operation of the Company's activities when deeming it 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 shareholders being individuals; name, enterprise code or legal document number of the organization, head office address, for shareholders being organizations; the number of shares and the registration time of shares of each shareholder, the total number of shares of the whole group of shareholders and the percentage of ownership in the total number of shares of the Company; the problem to be examined, the purpose of the examination;

15.2.4. Proposing issues to be included in the agenda of meetings of the General Meeting of Shareholders. Proposals must be in writing and sent to the Company at least 03 working days before the opening date. The proposal must clearly state the name of the shareholder, the number of shares of each type of shareholder, and the issues proposed to be included in the meeting agenda;

15.2.5. Other rights as prescribed by law and this Charter.

15.3. A shareholder or group of shareholders owning ten percent (10%) of the total number of ordinary shares or more has the right to nominate a person to the Board of Directors or the Board of Supervisors. The nomination of people to the Board of Directors and the Board of Supervisors shall be carried out as follows:

15.3.1. The ordinary shareholders forming a group to nominate people to the Board of Directors and the Board of Supervisors must notify the group meeting to the attending shareholders before the opening of the General Meeting of Shareholders;

15.3.2. Based on the number of members of the Board of Directors and the Board of Supervisors, a shareholder or group of shareholders stipulated in this clause is entitled to nominate one or several people according to the decision of the General Meeting of Shareholders as a candidate for the Board of Directors and the Board of Supervisors. In case the number of candidates nominated by a shareholder or a group of shareholders is lower than the number of candidates they are entitled to nominate according to the decision of the General Meeting of Shareholders, the remaining number of candidates shall be nominated by the Board of Directors, Board of Supervisors and other shareholders.

15.4. Shareholders or groups of shareholders owning at least one percent (01%) of the total number of ordinary shares have the right to initiate lawsuits on their own or on behalf of the company for personal liability and joint liability against members of the Board of Directors, the General Director to request return of benefits or compensation for damage to the company or other persons in the following cases:

15.4.1. Violate the responsibility of the company manager as stipulated in Article 165 of the Law on Enterprises;

15.4.2. Failure to perform or incompletely, untimely performance or contrary to the provisions of law or the company's Charter, resolutions or decisions of the Board of Directors regarding the assigned rights and obligations;

15.4.3. Abuse of power, position and use of information, know-how, business opportunities, other assets of the company for personal gain or for the benefit of other organizations or individuals;

15.4.4. Other cases as prescribed by law and the Company's Charter.

The order, procedures for initiating lawsuits comply with provisions of civil procedure law. The cost for initiating lawsuits in case a shareholder or a group of shareholder's initiate lawsuits on behalf of the company is included in the company's expenses, unless the lawsuit is denied.

Shareholders, groups of shareholders as stipulated in this Article have the right to review, look up, extract necessary information according to decisions of the Court, Arbitration before or during the course of lawsuits.

Article 16. Obligations of shareholders

Ordinary shareholders have the following obligations:

16.1. Paying in full and on time the number of shares committed to buy.

16.2. The capital contributed by ordinary shares must not be withdrawn from the Company in any way, except in the case of shares being repurchased by the Company or another person. In case a shareholder withdraws part or all of the contributed share capital contrary to the provisions of this clause, such shareholder and persons with related interests in the Company shall be jointly liable for the debts and other property obligations of the Company to the extent of the value of the withdrawn shares and the resulting damages.

16.3. Complying with the Company's Charter and internal management Regulations.

16.4. Abiding by resolutions, decisions of the General Meeting of Shareholders, the Board of Directors.

16.5. Keeping the confidential information provided by the Company in accordance with the provisions of the Company's Charter and the law; only using the information provided to exercise and protect their legitimate rights and interests; It is strictly forbidden to distribute or copy, send information provided by the company to other organizations, individuals.

16.6. Shareholders owning 10% or more of the Company's charter capital, such shareholder and his/her related person must not own more than 5% of the charter capital of another securities company.

16.7. Shareholders owning 10% or more of the Company's charter capital must not take advantage of their advantages to harm the rights and interests of the Company and other shareholders in accordance with provisions of law and the Company's Charter.

16.8. Shareholders owning 10% or more of the Company's charter capital must fully notify the Company within 24 hours from the date of receiving the information, in the following cases:

16.8.1. The number of shares or capital contribution portions are blocked, pledged or handled under a court decision;

16.8.2. Shareholders, members are organizations deciding to change their name or divide, separate, dissolve, go bankrupt;

16.8.3. The company must report to the State Securities Commission on the cases stipulated in this Clause 16.8 within 05 days from the date of receipt of the notice of shareholders.

16.9. Attending the General Meeting of Shareholders and exercising the right to vote through the following forms:

16.9.1. Attending and voting directly at the meeting;

16.9.2. Authorizing other individuals and organizations to attend and vote at the meeting;

16.9.3. Attending and voting through videoconferences, electronic voting or other electronic means;

16.9.4. Sending votes to the meeting by letter, fax, email.

16.10. Taking personal responsibility when acting on behalf of the Company in any form to perform one of the following acts:

16.10.1. Violating the law;

16.10.2. Conducting business and other transactions for self-interest or to serve the interests of other organizations and individuals;

16.10.3. Payment of undue debts before financial risks to the company.

16.11. Providing accurate information and address when registering to purchase shares, paying for the purchase of registered shares as prescribed;

16.12. Performing other obligations as prescribed by current law.

Article 17. General meeting of shareholders

17.1. The General Meeting of Shareholders, consisting of all shareholders with voting rights, is the highest decision-making body of the Company. The General Meeting of Shareholders holds an annual meeting once a year and within four (04) months from the end of the fiscal year. Unless otherwise provided for in the Company's Charter, the Board of Directors shall decide to extend the annual General Meeting of Shareholders in case of necessity, but not exceeding six (06) months from the end of the fiscal year. In addition to the annual meeting, the General Meeting of Shareholders may hold an extraordinary meeting. The meeting location of the General Meeting of Shareholders is determined to be the location where the chairperson attends the meeting and must be in the territory of Vietnam.

17.2. The Board of Directors convenes the Annual General Meeting of Shareholders and selects an appropriate location. The Annual General Meeting of Shareholders discuss and approve the matters stipulated in Clauses 18.2.1, 18.2.2, 18.2.3, 18.2.4, 18.2.5, 18.2.6, and other matters within the authority of the General Meeting of Shareholders. In case the Company's annual financial statement audit report contains material exceptions, contrary audit opinions or refusal, the Company must invite a representative of an audit organization approved to audit the Company's financial statements to attend the Annual General Meeting of Shareholders, and the representative has the responsibility to attend the Company's Annual General Meeting of Shareholders.

17.3. The Board of Directors must convene an extraordinary meeting of General Meeting of Shareholders in the following cases:

17.3.1. The Board of Directors considers it necessary for the benefit of the Company;

17.3.2. The number of remaining members of the Board of Directors and Board of supervisors is less than the minimum number of members as prescribed by law;

17.3.3. At the request of a shareholder or a group of shareholders stipulated in Article 15.2 this Charter; The request to convene a meeting of the General Meeting of Shareholders must be made in writing, and must include the following information: full name, contact address, nationality, and number of personal legal documents for shareholders who are individuals; name, enterprise code or number of legal documents for the organization, and registered head office address for shareholders that are organizations; the number of shares and the timing of share registration for each shareholder, the total number of shares of the entire shareholder group and their ownership percentage in the company's total shares, and the basis and reasons for requesting the convention of the General Meeting of Shareholders. The request for convention must be accompanied by documents and evidence regarding the violations of the Board of Directors, the severity of such violations, or decisions that exceed its authority. The shareholder or group of shareholders shall be fully responsible before the

law for the accuracy and truthfulness of the documents and evidence provided to the competent authorities when requesting the convention of the General Meeting of Shareholders;

17.3.4. At the request of the Board of supervisors;

17.3.5. Other cases as prescribed by law and this Charter.

17.4. Convening an Extraordinary General Meeting of Shareholders

17.4.1. The Board of Directors must convene a meeting of the General Meeting of Shareholders within thirty (30) days from the date on which the number of members of the Board of Directors, independent members of the Board of Directors or members of the Board of Supervisors remains as stipulated at sub-clause 17.3.2 of this Article or received a request stipulated at sub-clauses 17.3.3 and 17.3.4 of this Article;

17.4.2. In case the Board of Directors does not convene a meeting of the General Meeting of Shareholders as stipulated at sub-clause 17.4.1 of this Article, within the next thirty (30) days, the Board of Supervisors will replace the Board of Directors to convene a meeting of the General Meeting of Shareholders according to the provisions of clause 3 Article 140 of the Law on Enterprises;

17.4.3. In case the Board of Supervisors fails to convene a meeting of the General Meeting of Shareholders as stipulated at sub-clause 17.4.2 of this Article, the shareholder or group of shareholders stipulated at sub-clause 17.3.3 of this Article has the right to represent the Company in convening the General Meeting of Shareholders in accordance with the provisions of the Law on Enterprises;

17.4.4. Procedures for holding the General Meeting of Shareholders are as prescribed in clause 5 Article 140 of the Law on Enterprises and this Charter.

Article 18. Rights and obligations of the General Meeting of Shareholders

18.1. The General Meeting of Shareholders has the following rights and obligations:

18.1.1. Ratifying the orientation of the Company;

18.1.2. Deciding the type of shares and the total number of shares of each type which are entitled to offer for sale; deciding on the annual dividend rate of each type of shares;

18.1.3. Electing, dismissing, removing members of the Board of Directors, members of the Board of Supervisors;

18.1.4. Deciding to invest or sell assets valued at 35% or more of the total value of assets recorded in the most recent financial statements of the Company;

18.1.5. Deciding to amend, supplement the company's Charter;

18.1.6. Approving annual financial statements;

18.1.7. Deciding to repurchase more than 10% of the total number of shares sold of each type;

18.1.8. Considering, handling violations of members of the Board of Directors, members of the Board of Supervisors, causing damage to the Company and its shareholders;

18.1.9. Deciding to reorganize, dissolve the Company;

18.1.10. Deciding the budget or total remuneration, bonus and other benefits for the Board of Directors, the Board of Supervisors;

18.1.11. Approving the internal governance Regulations; Regulations on operation of the Board of Directors, the Board of Supervisors;

18.1.12. Approving the list of approved audit companies; deciding on the approved audit company to inspect the operation of the Company, dismissing the approved auditor when it is deemed necessary; through an approved auditing organization to conduct the audit/review of the Financial Statements and the financial safety ratio reports.

18.1.13. Other rights and obligations as prescribed by law.

18.2. The General Meeting of Shareholders resolve and passes the following issues:

18.2.1. Annual business plan of the Company;

18.2.2. Audited annual financial statements;

18.2.3. Report of the Board of Directors on the management and operation results of the Board of Directors and each member of the Board of Directors;

18.2.4. Report of the Board of Supervisors on the Company's business results, the operation results of the Board of Directors, the General Director;

18.2.5. Report on self-assessment of operation results of the Board of Supervisors and members of the Board of supervisors;

18.2.6. Dividend level for each share of each type;

18.2.7. Number of members of the Board of Directors, Board of supervisors;

18.2.8. Electing, dismissing, removing members of the Board of Directors, members of the Board of Supervisors.

18.2.9. Deciding the budget or the total remuneration, bonus and other benefits for the Board of Directors, the Board of Supervisors;

18.2.10. Approving the list of approved audit companies; deciding on an approved audit company to inspect the company's activities when it is deemed necessary;

18.2.11. Supplementing and amending the Company's Charter;

18.2.12. Types of shares and number of new shares to be issued for each type of shares and the transfer of shares by founding members within the first 03 years from the date of establishment;

18.2.13. Dividing, separating, consolidating, merging or converting the Company;

18.2.14. Reorganizing and dissolving (liquidating) the Company and appointing a liquidator;

18.2.15. Deciding to invest or sell assets valued at thirty-five percent (35%) or more of the total value of assets recorded in the most recent financial statements of the Company;

18.2.16. Deciding to repurchase more than 10% of the total number of shares sold of each type;

18.2.17. The Company enters into contracts, transactions with the objects stipulated in clause 1 Article 167 of the Law on Enterprises with a value equal to or greater than thirty-five percent (35%) of the total value of the Company's assets recorded in the most recent financial statements;

18.2.18. Approving the transactions stipulated in Article 59.3 of this Charter;

18.2.19. Passing the internal Regulations on corporate governance, operating Regulations of the Board of Directors, operating regulations of the Board of Supervisors;

18.2.20. Other issues within the authority of the General Meeting of Shareholders as prescribed by law and this Charter.

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

18.4. The contents that have been passed at the previous General Meeting of Shareholders' Resolutions but have not been implemented, the Board of Directors must report to the General Meeting of Shareholders at the nearest annual meeting. In case there is a change in content falling within the decision-making authority of the General Meeting of Shareholders, the Board of Directors must submit it to the General Meeting of Shareholders at the nearest meeting for approval before implementation.

Article 19. Authorization to attend the meeting of the General Meeting of Shareholders

19.1. Shareholders, authorized representatives of shareholders being organizations may directly attend the meeting or authorize one or several other individuals, organizations to attend the meeting or attend the meeting through one of the forms prescribed in clause 3 Article 144 of the Law on Enterprises.

19.2. The authorization for individuals, organizations to represent to attend the meeting of the General Meeting of Shareholders as stipulated in clause 19.1 of this Article must be made in writing. The power of attorney is made in accordance with the civil law and must clearly state the name of the authorizing shareholders, the name of the authorized individuals, organizations, the number of authorized shares, the content of the authorization, scope of the authorization, duration of the authorization, signatures of the authorizing party and the authorized party.

19.3. The authorized persons attending the meeting the General Meeting of Shareholders must submit a written authorization when registering to attend the meeting. In case of re-authorization, the attendee must also present the original authorization document (which shows the content allowing the authorized person to re-delegate to another person) of the

shareholder, the authorized representative of the shareholder being an organization (if not previously registered with the Company).

19.4. The vote of the person authorized to attend the meeting within the scope of authorization is still valid when one of the following cases occurs :

19.4.1. The authorizer has died, has limited legal capacity or incapacitated;

19.4.2. The authorizer has canceled the appointment of the authorization;

19.4.3. The authorizer has revoked the authority of the person performing the authorization.

This provision does not apply in case the Company receives a notice of one of the above events before the opening time of the meeting of the General Meeting of Shareholders or before the meeting is re-convened.

Article 20. Change of rights

20.1. The change or cancellation of special rights attached to a type of preferred shares takes effect when it is passed by a shareholder representing sixty-five percent (65%) or more of the total number of votes of all shareholders attending the meeting. The Resolution of the General Meeting of Shareholders on the content that adversely changes the rights and obligations of the shareholder owning the preference share shall only be passed if the number of shareholders owning the preference share of the same type attending the meeting owning seventy-five percent (75%) or more of the total number of preferred shares of that type vote for or voted for by shareholders owning the preference share of the same type owning seventy-five percent (75%) or more of the total number of preferred shares of that type in case of passing a resolution in the form of written opinions.

20.2. The organization of a meeting of shareholders holding a type of preferred shares to pass the change of the above rights is only valid when there are at least two (02) shareholders (or their authorized representatives) holding at least one third (1/3) par value of the issued shares of that type. In case there are not enough delegates as mentioned above, the meeting shall be re-organized within thirty (30) days after and the holders of shares of that type (regardless of the number of people and the number of shares) being present in person or through an authorized representative shall be deemed to be sufficient for the required number of delegates. At the meetings of shareholders holding preferred shares mentioned above, holders of shares of that type presenting in person or through their representatives may request secret ballots. Each share of the same type has equal voting rights at the above-mentioned meetings.

20.3. Procedures for conducting such separate meetings are similar to the provisions of Article 22, Article 23 and Article 24 of this Charter.

20.4. Except as otherwise provided by the terms of the issuance of shares, special rights attached to types of shares with preferential rights in respect of some or all matters relating to

the distribution of profits or assets of the Company are not changed when the Company issues additional shares of the same type.

Article 21. Convocation of meeting, meeting agenda and notice of invitation to meeting of the General Meeting of Shareholders

21.1. The Board of Directors convenes the annual and extraordinary meeting of the General Meeting of Shareholders. The Board of Directors shall convene an extraordinary meeting of the General Meeting of Shareholders in the cases stipulated in clause 17.3 Article 17 of this Charter.

21.2. The convenor of a meeting of the General Meeting of Shareholders must perform the following tasks:

21.2.1. Preparing a list of shareholders who are eligible to participate and vote at the meeting of the General Meeting of Shareholders. The list of shareholders entitled to attend the meeting of the General Meeting of Shareholders shall be made no later than 10 days before the date of sending the notice of invitation to the General Meeting of Shareholders. The company must disclose information about making a list of shareholders entitled to attend the meeting of the General Meeting of Shareholders at least 20 days before the last registration date;

21.2.2. Preparing agenda, contents of the general meeting;

21.2.3. Preparing documents for the general meeting;

21.2.4. Drafting resolution of the General Meeting of Shareholders according to the proposed content of the meeting;

21.2.5. Determining the time and location to hold the general meeting;

21.2.6. Notifying and sending notice of the meeting of the General Meeting of Shareholders to all shareholders entitled to attend the meeting;

21.2.7. Other works for the General Meeting.

21.3. The notice of invitation to the meeting of the General Meeting of Shareholders is sent to all shareholders by methods to ensure it reaches the contact address of the shareholder, at the same time disclosed on the website of the Company and the State Securities Commission, the Vietnam Exchange where the Company's shares are listed or registered for trading. The convenor of the meeting of the General Meeting of Shareholders must send a notice of invitation to the meeting to all shareholders in the List of shareholders entitled to attend the meeting at least twenty-one (21) days before the opening of the meeting (from the date on which the notice is duly sent or transmitted). The meeting agenda of the General Meeting of Shareholders, documents related to the issues to be voted on at the general meeting are sent to shareholders and/or posted on the website of the Company. In case the document is not attached to the notice of the meeting of the General Meeting of Shareholders, the notice of meeting invitation must clearly state the link to all meeting documents for shareholders to access, including:

21.3.1. Meeting agenda, documents used in the meeting;

21.3.2. List and details of candidates in case of election of members of the Board of Directors, members of the Board of Supervisors;

21.3.3. Voting card;

21.3.4. Draft resolutions for each issue in the meeting agenda.

21.4. Shareholders or groups of shareholders as stipulated in clause 15.2 Article 15 of this Charter have the right to propose issues to be included in the meeting agenda of the General Meeting of Shareholders. The proposal must be in writing and must be sent to the Company at least three (03) working days before the opening date of the meeting. The proposal must clearly state the name of the shareholder, the number of shares of each type of the shareholder, and the issues proposed to be included in the meeting agenda.

21.5. The meeting convenor of the General Meeting of Shareholders has the right to refuse the proposal stipulated in clause 21.4 of this Article if it falls into one of the following cases:

21.5.1. The proposal is sent in contravention of the provisions of clause 21.4 of this Article;

21.5.2. At the time of the proposal, a shareholder or a group of shareholders does not hold five percent (05%) or more of the ordinary shares as stipulated in clause 15.2 Article 15 of this Charter;

21.5.3. The proposed issue is not within the scope of the decision-making authority of the General Meeting of Shareholders;

21.5.4. Other cases as prescribed by law and this Charter.

21.6. The convenor of the meeting of the General Meeting of Shareholders must accept and include the proposal stipulated in clause 21.4 of this Article in the proposed agenda and contents of the meeting, except for the case stipulated in clause 21.5 of this Article; Proposals are officially added to the agenda and contents of the meeting if approved by the General Meeting of Shareholders.

Article 22. Conditions for conducting the meeting the General Meeting of Shareholders

22.1. 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.

22.2. In case there are insufficient delegates which is necessary within thirty (30) minutes from the time fixed for opening the meeting, the convenor of the meeting shall cancel the meeting. The meeting of the General Meeting of Shareholders must be re-convened within thirty (30) days from the intended date of holding the first meeting of the General Meeting of Shareholders. The meeting of the General Meeting of Shareholders convened for the second

time shall be conducted when the number of shareholders attending the meeting represents thirty-three percent (33%) of the total number of votes or more.

22.3. In case the second general meeting is not conducted because there are insufficient delegates which is necessary within (30) thirty minutes from the time fixed for opening the general meeting, the third General Meeting of Shareholders may be convened within (20) twenty days from the intended date of conducting the second general meeting, and in this case the general meeting shall be conducted regardless of the total number of voting votes of the attending shareholders, it is considered valid and has the right to decide on all issues expected to be approved at the first meeting of the General Meeting of Shareholders.

22.4. Shareholders are considered to attend and vote at the meeting of the General Meeting of Shareholders in one of the following forms:

22.4.1. Directly attending the meeting and voting at the meeting of the General Meeting of Shareholders;

22.4.2. Authorizing other individuals, organizations to attend and vote at the meeting of the General Meeting of Shareholders.

22.4.3. Attending and voting through video conferences, electronic voting or other electronic means;

22.4.4. Sending votes to the meeting by letter, fax, email

22.4.5. Sending votes by registered mail to the Board of Directors at least one (01) day before the opening of the meeting. In this case, the head of the vote counting committee of the General Meeting of Shareholders has the right to open the vote of such shareholder at the meeting of the General Meeting of Shareholders;

Article 23. Procedures for conducting the meeting and voting at the meeting of the General Meeting of Shareholders

23.1. Before opening the meeting, the Company must carry out the procedures for shareholder registration, ensure the complete registration of shareholders with the right to attend the meeting and must carry out the registration until all shareholders with the right to attend the meeting are present and register in the following order:

23.1.1. When conducting shareholder registration, the Company grants each shareholder or their authorized representative with voting rights a voting card, including the registration number, full name of the shareholders, full name of their authorized representative and the number of votes of such shareholder. The General Meeting of Shareholders discusses and votes on each issue in the agenda. Voting is conducted by voting for, against and abstention. At the General Meeting, the number of votes for the resolution is collected first, the number of votes against the resolution is collected later, and finally counting the total number of votes for or against to decide. The results of the vote counting shall be announced by the Chairperson right before the closing of the meeting. The General Meeting elects the persons responsible for counting votes or supervising the counting of votes at the proposal of the

Chairperson. The number of members of the vote counting committee shall be decided by the General Meeting of Shareholders based on the proposal of the Chairperson of the meeting.

23.1.2. Shareholders, authorized representatives of shareholders being organizations or authorized persons who arrive after the meeting has opened have the right to register immediately and then have the right to participate and vote at the general meeting immediately after registration. The chairperson is not responsible for stopping the general meeting so that late shareholders can register and the validity of the previously voted contents will not change.

23.2. The election of the Chairperson, Secretary and Vote Counting Committee is regulated as follows:

23.2.1. The Chairperson of the Board of Directors shall act as the chairperson or authorize another member of the Board of Directors to chair the meeting of the General Meeting of Shareholders convened by the Board of Directors. In case the Chairperson of the Board of Directors is absent or temporarily incapacitated, the remaining members of the Board of Directors shall elect one of them to chair the meeting on the principle of majority. In case none of them can chair the meeting, the Head of the Board of Supervisors shall direct the General Meeting of Shareholders to elect the Chairperson of the meeting from among the attendees and the person with the highest votes shall act as the chairperson of the meeting.

23.2.2. Except for the case stipulated at sub-clause 23.2.1 of this clause, the person who signed the document convening the meeting of the General Meeting of Shareholders shall control the meeting of the General Meeting of Shareholders to elect the chairperson of the meeting and the person with the highest votes shall act as the chairperson of the meeting;

23.2.3. The chairperson appoints one or several persons to act as the Secretary of the meeting and makes meeting minutes of the General Meeting of Shareholders;

23.2.4. The General Meeting of Shareholders elects one or several persons to the vote counting committee at the proposal of the Chairperson of the meeting.

23.3. The agenda and contents of the meeting must be approved by the General Meeting of Shareholders right at the opening session. The meeting agenda must clearly define and detail the time for each issue in the agenda.

23.4. The chairperson of the meeting has the right to take necessary and reasonable measures to control the General Meeting of Shareholders in a valid and orderly manner, in accordance with the approved agenda and reflecting the wishes of the majority of attendees.

23.4.1. Arranging seats at the meeting location of the General Meeting of Shareholders;

23.4.2. Ensuring the safety of everyone presenting at the meeting locations;

23.4.3. Creating conditions for shareholders to attend (or continue to attend) the general meeting. The convenor of the meeting of the General Meeting of Shareholders has the full right to change the above measures and apply all necessary measures. Measures may be to issue a pass or use other options.

23.5. The General Meeting of Shareholders discusses and votes on each issue in the agenda. Voting is conducted by voting for, against and, abstention. The results of the vote counting shall be announced by the Chairperson right before the closing of the meeting.

23.6. Shareholders or their authorized persons who arrive after the meeting has opened are still have the right to register and have the right to participate in voting right after registration; in this case, the validity of the previously voted contents will not change.

23.7. The person convening the meeting or chairing the meeting of the General Meeting of Shareholders has the following rights:

23.7.1. Requiring all attendees to be subject to security checks or other lawful, reasonable security measures;

23.7.2. Requiring the competent authority to maintain order of the meeting; expelling those who do not comply with the Chairperson's executive authority, intentionally disrupt order, obstruct the normal process of the meeting or do not comply with the requirements of security checks from the meeting of the General Meeting of Shareholders;

23.8. The chairperson of the General meeting has the right to postpone the General Meeting of Shareholders with a sufficient number of people registered to attend the meeting for no more than three (03) working days from the date the meeting is intended to open and may only postpone the meeting or change the meeting location in the following cases:

23.8.1. The meeting location does not have enough convenient seats for all attendees;

23.8.2. The media at the meeting location does not guarantee shareholders attending the meeting to participate, discuss and vote;

23.8.3. There are attendees obstructing, disturbing order, causing the danger that the meeting cannot be conducted in a fair and lawful manner;

23.9. In case the General Meeting of Shareholders is postponed or suspended contrary to the provisions of this Article, the General Meeting of Shareholders shall elect another person from among the attendees to replace the Chairperson to run the meeting until the end of the meeting. All resolutions adopted at that meeting shall take effect.

23.10. In case the Company applies modern technology to organize the General Meeting of Shareholders through an online meeting, the Company is responsible for ensuring that shareholders attend and vote by electronic voting or other electronic forms as prescribed in Article 144 of the Law on Enterprises and clause 3 Article 273 of Decree No. 155/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities (and amended and supplemented documents at each period).

Article 24. Conditions for passing the Resolution of the General Meeting of Shareholders

24.1. The Resolution on the following contents is passed if it is voted for by the number of shareholders representing at least sixty-five percent (65%) of the total votes of all

attending shareholders and voting at the meeting, except for the case stipulated in clauses 3, 4 and 6 Article 148 of the Law on Enterprises:

24.1.1. Types of shares and total number of shares of each type;

24.1.2. Changing industries, professions and business fields;

25.1.3. Changing the organizational management structure of the Company;

25.1.4. Projects to invest in or sell assets valued at thirty-five percent (35%) or more of the total value of assets as recorded in the most recent financial statements of the Company, unless otherwise the company's Charter stipulated other ratio or value;

25.1.5. Re-organization, dissolution of the Company.

24.2. Resolutions are passed when voted for by the number of shareholders holding more than fifty percent (50%) of the total votes of all attending shareholders and voting at the meeting, except for the case stipulated in clause 24.1 of this Article and clauses 3, 4 and 6 of the Article 148 of the Law on Enterprises.

24.3. Resolutions of the General Meeting of Shareholders passed by one hundred percent (100%) of the total number of voting shares are legal and effective even if the order, procedures for convening a meeting and passing such resolution violate the provisions of the Law on Enterprises and the company's Charter.

Article 25. Authority and procedure for collecting written opinions of shareholders to pass Resolutions of the General Meeting of Shareholders

25.1. The authority and procedure to collect written opinions of shareholders to pass a decision of the General Meeting of Shareholders shall comply with the following provisions:

25.1.1. The Board of Directors has the right to collect shareholders' written opinions to pass all issues within the competence of the General Meeting of Shareholders as stipulated in Clause 18.2, Article 18 of this Charter.

25.1.2. The Board of Directors must prepare the opinion form, draft resolution of the General Meeting of Shareholders, documents explaining the draft resolution and send it to all shareholders with voting rights no later than ten (10) days before the deadline to return the opinion form. The request and method of sending the opinion form and accompanying documents shall comply with the provisions of Article 21.3 of this Charter.

25.2. The opinion form must contain the following principal contents:

25.2.1. Name, head office address, code number of enterprise;

25.2.2. Purpose of consultation;

25.2.3. Full name, contact address, nationality, number of legal papers of the individual for shareholders being individuals; name, business identification number or legal document number of the organization, head office address for shareholders being an organization, or full name, contact address, nationality, number of legal papers of the individual for the

representative of the shareholder being an organization; the number of shares of each type and the number of votes of shareholders;

25.2.4. Issues requiring consultation to pass a decision;

25.2.5. Voting options include affirmative, negative and abstention for each issue to be consulted;

25.2.6. The time limit for sending the answered opinion form to the Company;

25.2.7. Full name, signature of the Chairperson of the Board of Directors.

25.3. Shareholders may send their answered opinion forms to the Company by letter, fax or email according to the following regulations:

25.3.1. In case of sending a letter, the answered opinion form must be signed by the shareholder being an individual, the authorized representative or the legal representative of the shareholder being an organization. The opinion form sent to the Company must be enclosed in a sealed envelope and no one is allowed to open it before counting the votes;

25.3.2. In case of sending by fax or email, the opinion form sent to the Company must be kept confidential until the time of counting of votes;

25.3.3. The opinion forms sent to the Company after the time limit stipulated in the content of the opinion form or opened in the case of sending letter and disclosed in the case of faxing, emailing are invalid. Opinion forms that are not sent the Company are considered as non-voting votes.

25.4. The Board of Directors counts the votes and makes a minutes of the vote counting in the presence of the Board of Supervisors or shareholders who do not hold managerial positions of the Company. The minutes of vote counting must have the following main contents:

25.4.1. Name, head office address and code number of enterprise;

25.4.2. Purpose and issues to be consulted in order to pass the resolution;

25.4.3. Number of shareholders with the total number of votes that participated in the vote, in which the number of valid and invalid votes is distinguished and the method of sending votes, together with an appendix of the list of shareholders participating in voting;

25.4.4. Total number of votes for, against and abstention on each issue;

25.4.5. The issue passed and the proportion of votes passed;

25.4.6. Full name, signature of the Chairperson of the Board of Directors, the vote counting person and the vote counting supervisor.

The members of the Board of Directors, the vote counting person and the vote counting supervisor must be jointly responsible for the truthfulness, accuracy of the vote counting minutes; jointly responsible for damages arising from decisions passed due to dishonest, inaccurate counting of votes.

25.5. The vote counting minutes and resolutions must be sent to the shareholders within fifteen (15) days from the date of completion of the vote counting. The sending of the vote counting minutes and resolutions may be replaced by posting them on the Company's website within twenty-four (24) hours from the end of the vote counting.

25.6. Answered opinion forms, vote counting minutes, passed resolutions and relevant documents enclosed with the opinion forms must all be kept at the head office of the Company.

25.7. A resolution shall be passed in the form of collecting written opinions of shareholders if it is voted for by the number of shareholders holding more than fifty percent (50%) of the total votes of all shareholders with voting rights and has the same value as the resolution passed at the meeting of General Meeting of Shareholders.

Article 26. Resolutions, meeting Minutes of the General Meeting of Shareholders

26.1. The meeting of the General Meeting of Shareholders must be recorded in minutes and may be recorded or kept in other electronic forms. Minutes must be made in Vietnamese, may be made in a foreign language and contain the following principal contents:

26.1.1. Name, head office address, code number of enterprise;

26.1.2. Time and location of the meeting of the General Meeting of Shareholders;

26.1.3. Meeting agenda and content of the meeting;

26.1.4. Full name of the chairperson and secretary;

26.1.5. Summary of the meeting progress and opinions expressed at the meeting of the General Meeting of Shareholders on each issue in the agenda;

26.1.6. Number of shareholders and total number of votes of shareholders attending the meeting, appendix to the list of registered shareholders, representatives of shareholders attending the meeting with the corresponding number of shares and votes;

26.1.7. Total number of votes for each voting issue, clearly stating the voting method, total number of valid, invalid votes, votes for, against and abstention; the corresponding ratio on the total number of votes of shareholders attending the meeting;

26.1.8. The issues passed and the corresponding percentage of votes passed;

26.1.9. Full name and signature of the chairperson and secretary. In case the chairperson or secretary refuses to sign the meeting minutes, this minutes will take effect if it is signed by all other members of the Board of Directors attending the meeting and contains sufficient contents as stipulated in this clause. The meeting minutes clearly state the refusal of the chairperson and secretary to sign the minutes of the meeting.

26.2. Minutes of the General Meeting of Shareholders must be completed and approved before the end of the meeting. The chairperson and secretary of the meeting or another person signing the minutes of the meeting must be jointly responsible for the truthfulness, accuracy of the minutes' contents.

26.3. Minutes made in Vietnamese and foreign languages have the same legal effect. In case there is a difference in content between the minutes in Vietnamese and in a foreign language, the content in the minutes in Vietnamese shall prevail.

26.4. Resolutions, meeting Minutes of the General Meeting of Shareholders, appendix to the list of shareholders registered to attend the meeting with signatures of shareholders, written authorization to attend the meeting, all documents attached to the Minutes (if any) and relevant documents attached to the notice of meeting invitation must be disclosed in accordance with provisions of law on disclosure of information on the stock market and must be kept at the head office of the Company.

Article 27. Request for annulment of a resolution of the General Meeting of Shareholders

Within ninety (90) days from the date of receipt of the minutes of the General Meeting of Shareholders or the minutes of vote counting results to collect opinions of the General Meeting of Shareholders, the shareholder or group of shareholders stipulated in Clause 15.2 of this Charter, the right to request the Court or Arbitrator to consider and annul the resolution or part of the resolution of the General Meeting of Shareholders shall be allowed in in the following cases:

27.1. The order and procedures for convening a meeting and making a decision of the General Meeting of Shareholders or collecting shareholders' opinions in writing and making a decision of the General Meeting of Shareholders seriously violate the provisions of the Law on Enterprises and the Company's Charter, except for the case stipulated in Clause 2, Article 152 of the Law on Enterprises;

27.2. The content of the resolution violates the law or the Company's Charter.

SECTION II - BOARD OF DIRECTORS

Article 28. Nomination, candidacy for members of the Board of Directors

28.1. In case the candidates for the Board of Directors have been identified, the Company must disclose information related to the candidates at least ten (10) days before the opening date of the meeting of the General Meeting of Shareholders on the website of the Company so that shareholders can learn about these candidates before voting. The candidates for the Board of Directors must have a written commitment to the truthfulness, accuracy of the personal information disclosed and must commit to perform the duties honestly, seriously and in the best interests of the Company if elected as a member of the Board of Directors. Information related to the candidates for the Board of Directors to be disclosed includes:

28.1.1. Full name, date of birth;

28.1.2. Qualification;

28.1.3. Working process;

28.1.4. Other management titles (including the position in the Board of Directors of other companies);

28.1.5. Interests related to the Company and its related parties;

28.1.6. Other information (if any) as stipulated in the company's charter;

28.1.7. Public companies must be responsible for disclosing information about the companies in which the candidate is holding the position of member of the Board of Directors, other management positions and company-related interests of the candidate for the Board of Directors (if any).

28.2. A shareholder or group of shareholders owning ten percent (10%) of the total number of ordinary shares or more has the right to nominate candidates for the Board of Directors in accordance with the Law on Enterprises and the Company's Charter.

28.3. In case the number of candidates for the Board of Directors through nomination and candidacy is still not enough as prescribed in clause 5 Article 115 of the Law on Enterprises, the incumbent Board of Directors shall recommend additional candidates or organize nominations according to the provisions of the Company's Charter, internal Regulations on corporate governance and operation Regulations of the Board of Directors. The recommendation of additional candidates of 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 provision of law.

28.4. Members of the Board of Directors must meet the standards and conditions stipulated in clauses 1, clause 2 Article 155 of the Law on Enterprises and the Company's Charter.

Article 29. Number, composition and term of office of members of the Board of Directors

29.1. The number of members of the Board of Directors is at least three (03) people and at most eleven (11) people, including: (01) a Chairperson of the Board of Directors, (01) a Vice Chairperson of the Board of Directors, members and independent members. The specific number of members of the Board of Directors will be decided by the General Meeting of Shareholders in accordance with the operational requirements of the Company in each period.

29.2. The term of office of a member of the Board of Directors shall not exceed (05) five years; members of the Board of Directors may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the Board of Directors of a company for no more than two (02) consecutive terms. In case all members of the Board of Directors end their terms at the same time, those members will continue to be members of the Board of Directors until new members are elected to replace and take over their job.

29.3. The number of non-executive members of a Company must meet the following regulations:

a) At least one (01) non-executive member if the Board of Directors has three (03) to five (05) members;

b) At least two (02) non-executive members if the Board of Directors has six (06) to eight (08) members;

c) At least three (03) non-executive members if the Board of Directors has night (09) to elevent (11) members.

The Company minimizes members of the Board of Directors concurrently holding executive positions of the Company to ensure the independence of the Board of Directors.

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

29.4.1. Having at least one (01) independent member in case the Company has from three (03) to five (05) members of the Board of Directors;

29.4.2. Having at least two (02) independent members in case the Company has from six (06) to eight (08) members of the Board of Directors;

29.4.3. Having at least three (03) independent members in case the Company has from nine (09) and to (11) members of the Board of Directors.

29.5. A member of the Board of Directors is no longer a member of the Board of Directors in the case of being removed, dismissed, replaced by the General Meeting of Shareholders as prescribed in Article 160 of the Law on Enterprises.

29.6. The appointment of members of the Board of Directors must be disclosed in accordance with provisions of law on disclosure of information on the stock market.

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

29.8. The Board of Directors is elected by the General Meeting of Shareholders on the principle of cumulative voting.

Article 30. Rights and obligations of the Board of Directors

30.1. The Board of Directors is the management body of the Company, has full authority on behalf of the Company to decide and exercise the rights and perform obligations of the Company, except for the rights and obligations falling within the authority of the General Meeting of Shareholders.

30.2. The rights and obligations of the Board of Directors are prescribed by law, the company's Charter and the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and obligations:

30.2.1. Being responsible to shareholders for the company's activities;

30.2.2. Equal treatment for all shareholders and respect for the interests of those who have interests related to the Company;

30.2.3. Ensuring that the company's operations comply with the provisions of law, the Charter and internal regulations of the Company;

30.2.4. Deciding on the strategy, medium-term development plan and annual business plan of the Company;

30.2.5. Proposing the type of shares and the total number of shares to be offered for sale of each type;

30.2.6. Deciding to sell unsold shares within the number of shares to be offered for sale of each type; deciding to raise additional capital in other forms;

30.2.7. Deciding the selling price of shares and bonds of the Company;

30.2.8. Deciding to repurchase shares according to the provisions of clauses 1 and clause 2 Article 133 of the Law on Enterprises;

30.2.9. Deciding on investment plans and investment projects within its own rights and limit as prescribed by law;

30.2.10. Deciding on solutions for market development, marketing and technology;

30.2.11. Passing purchase, sale, borrowing and lending contracts and other contracts and transactions valued at thirty-five percent (35%) or more of the total value of assets recorded in the most recent financial statements of the Company except for contracts and transactions within the authority of the General Meeting of Shareholders as prescribed at Point d, Clause 2, Article 138, Clauses 1 and 3, Article 167 of the Law on Enterprises;

30.2.12. Electing, removing, dismissing the Chairperson, Vice Chairperson of the Board of Directors; appointing, dismissing, signing contracts, terminating contracts with the General Director and manager and other positions as prescribed in the Charter and internal

documents of the Company as provided for in the Company's Charter; deciding the salary, remuneration, bonus and other benefits of such managers; appointing an authorized representative to participate in the Members' Council or the General Meeting of Shareholders in another company, deciding on the remuneration and other benefits of such persons;

30.2.13. Supervising, directing the General Director and other manager in running the daily business of the Company;

30.2.14. Deciding on the organizational structure, internal management regulations of the Company, deciding on the establishment of subsidiaries, branches, transaction offices, representative offices and on contribution of capital, purchase of shares in other enterprises;

30.2.15. Approving the program, content of documents in service of a meeting of the General Meeting of Shareholders, convening the meeting of the General Meeting of Shareholders or collecting opinions for the General Meeting of Shareholders to pass a resolution;

30.2.16. Submitting the audited annual financial statements to the General Meeting of Shareholders;

30.2.17. Proposing the level of dividends to be paid; deciding on the time limit and procedures for paying dividends or dealing with losses arising in the course of business;

30.2.18. Proposing the reorganization and dissolution of the company, requesting bankruptcy of the Company;

30.2.19. Formulating internal Regulations on Corporate governance, Regulations on operation of the Board of Directors to submit to the General Meeting of Shareholders for approval in accordance with provisions of law and deciding to issue these Regulations after being passed by the General Meeting of Shareholders; Deciding to issue the Regulations on operation of the Departments/Subcommittees/units under under the Board of Directors; Regulations on information disclosure of the company.

30.2.20. Monitoring and preventing conflicts of interest of members of the Board of Directors, members of the Board of Supervisors, the General Director and manager, including the misuse of company assets and abuse of transactions with related parties;

30.2.21. Appointment of person in charge of corporate governance;

30.2.22. Setting up departments or appointing people to perform risk management tasks and internal audit tasks and internal control duties as prescribed by law;

30.2.23. Provide training in company administration and necessary skills for members of the Board of Directors, the General Director, the person in charge of company administration and other executive officers of the company;

30.2.24. To carry out the payment of dividends to shareholders in accordance with the law after being approved by the Annual General Meeting of Shareholders;

30.2.25. Other rights and duties as prescribed by law and the Company's Charter.

30.3. The Board of Directors must report to the General Meeting of Shareholders on the performance of the Board of Directors in accordance with the provisions of Article 280 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities (and amended and supplemented documents from time to time).

30.4. The Board of Directors shall approve resolutions and decisions in the form of voting at meetings or collecting opinions in writing, email, fax, and other electronic means in accordance with the Regulation on Operation of the Board of Directors and BSC's internal regulations from time to time. Each member of the Board of Directors has one vote of equal value.

Article 31. Salary, remuneration, bonus and other benefits of members of the Board of Directors

31.1. The company has the right to pay remuneration and bonus to members of the Board of Directors according to business results and efficiency.

31.2. Members of the Board of Directors are entitled to remuneration for work and bonuses. Remuneration for work is calculated according to the number of working days which are necessary to complete the tasks of a member of the Board of Directors and the daily rate of remuneration. The Board of Directors estimates the remuneration for each member on the principle of consensus. The total amount of remuneration and bonus for the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting.

31.3. The remuneration of each member of the Board of Directors is included in the Company's business expenses in accordance with provisions of law on corporate income tax, shown in a separate section in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.

31.4. Members of the Board of Directors holding executive positions or members of the Board of Directors working in sub-committees of the Board of Directors or performing other jobs outside the scope of normal duties of a member of the Board of Directors, may be paid additional remuneration in the form of a lump-sum salary, wage, commission, percentage of profit or in other forms as decided by the Board of Directors.

31.5. Members of the Board of Directors have the right to be paid all travel, accommodation, meals and other reasonable expenses that they have had to pay when performing their responsibilities as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors or the sub-committees of the Board of Directors.

31.6. Members of the Board of Directors may be purchased liability insurance by the Company after obtaining the approval of the General Meeting of Shareholders. This insurance does not cover the liability of members of the Board of Directors related to violations of the law and the company's Charter.

Article 32. Criteria and conditions for being a member of the Board of Directors

32.1. Members of the Board of Directors must meet the following criteria and conditions:

32.1.1. Not falling into objects prohibited from establishing and managing enterprises in Vietnam in accordance with the Enterprise Law;

32.1.2. Having professional qualifications and experience in business management and in the fields of securities, finance, banking and not necessarily being a shareholder of the Company;

32.1.3. Members of the Board of Directors of a company may only concurrently serve as a member of the Board of Directors or the Members' Council at a maximum of 05 other companies;

32.1.4. Members of the Board of Directors must not concurrently be members of the Board of Directors, members of the Members' Council, or the General Directors (Directors) of another securities company;

32.1.5. Members of the Board of Directors must not be persons related to the family of the General Director and other manager of the Company; of the manager, the person competent to appoint the manager of the parent company;

32.1.6. Any other criteria and conditions as prescribed by law (if any).

32.2. Independent members of the Board of Directors must meet the following criteria and conditions:

32.2.1. Not being a person who is working for the company, its parent company or its subsidiary; not being a person who has worked for the company, its parent company or its subsidiary for at least three (03) preceding years;

32.2.2. Not being a person who is currently entitled to salary, remuneration from the company, except for allowances that a member of the Board of Directors is entitled to as prescribed;

32.2.3. Not being a person whose spouse, natural father, adoptive father, natural mother, adoptive mother, biological child, adopted child, biological sibling is a major shareholder of the company; is a manager of the company or its subsidiary;

32.2.4. Not being a person who directly or indirectly owns at least one percent (01%) of the total voting shares of the company;

32.2.5. Not being a person who used to be a member of the Board of Directors or Board of Supervisors of the company for at least the five (5) preceding years, except for the case of being appointed for two (02) consecutive terms;

32.2.6. Any other criteria and conditions as prescribed by law (if any)

32.3. Independent members of the Board of Directors must notify the Board of Directors of the fact that they no longer fully satisfy the conditions stipulated in Clause 32.2 of this Article and shall automatically no longer be independent members of the Board of Directors from the date of failure to satisfy all the criteria and conditions. The Board of Directors must

notify the case that independent members of the Board of Directors no longer satisfy the criteria and conditions at the nearest meeting of the General Meeting of Shareholders or convene a meeting of the General Meeting of Shareholders to elect additional or to replace independent members of the Board of Directors within six (06) months from the date of receipt of the notice of the relevant independent member of the Board of Directors.

Article 33. Chairperson of the Board of Directors, Vice Chairperson of the Board of Directors

33.1. The Chairperson, Vice Chairperson of the Board of Directors is elected, dismissed, removed by the Board of Directors from among the members of the Board of Directors.

33.2. The Chairperson of the Board of Directors must not concurrently be the General Director of the Company.

33.3. The Chairperson of the Board of Directors has the following rights and obligations:

33.3.1. Formulating program, plan of activities of the Board of Directors;

33.3.2. Preparing agenda, content, documents for the meeting; convening, presiding over and acting as chairperson of the Board of Directors meetings;

33.3.3. Organizing the passing of resolutions, decisions of the Board of Directors;

33.3.4. Supervising the process of organizing the implementation of resolutions, decisions of the Board of Directors;

33.3.5. Being chairman of the General Meeting of Shareholders;

33.3.6. Other rights and obligations as prescribed by law and the Company's Charter.

33.4. In case the Chairperson of the Board of Directors submits a resignation letter or is dismissed, removed, the Vice Chairperson takes the replace of Chairperson to be rights of Chairperson of the Board of Directors under the law and Company's Charter until the new one shall be elected. The Board of Directors must elect a replacement within ten (10) days from the date of receipt of the resignation letter or decision of dismissal, removal.

33.5. In case the Chairperson of the Board of Directors is absent or unable to perform his/her duties, he/she shall authorize in writing another member to exercise the rights and perform obligations of the Chairperson of the Board of Directors according to the principles stipulated in the Company's Charter. In case no authorized person or the Chairperson of the Board of Directors is deceased, is missing, is detained, is serving a prison sentence, is serving administrative handling measures at a compulsory drug rehabilitation establishment, compulsory education establishment, flees from place of residence, is restricted or lost capacity for civil acts, has difficulties in cognition or behavior control, is banned from holding certain positions, practicing certain professions or doing certain jobs, the remaining members shall elect one (01) person from among the members to hold the Chairperson of the Board of Directors on the principle that the majority of the remaining members agree until there is a new decision of the Board of Directors.

Article 34. Meetings of the Board of Directors

34.1. The Chairperson of the Board of Directors is elected at the first meeting of the Board of Directors within seven (07) working days from the date of the end of the election of such Board of Directors. This meeting is convened and presided by the member with the highest number or percentage of votes. In case more than one member has the highest number or percentage votes and equal, the members elect according to the principle of majority to choose one (01) of them to convene a meeting of the Board of Directors.

34.2. The Board of Directors meets at least once a quarter and may hold extraordinary meetings.

34.3. The Chairperson of the Board of Directors shall convene a meeting of the Board of Directors in the following cases:

34.3.1. At the request of the Board of Supervisors or an independent member of the Board of Directors;

34.3.2. At the request of the General Director or at least five (05) other managers;

34.3.3. At the request of at least two (02) members of the Board of Directors;

34.3.4. Other cases decided by the Board of Directors in the Regulation on operation of the Board of Directors.

34.4. The request stipulated in Clause 34.3 of this Article must be made in writing, clearly stating the purposes, issues to be discussed and decided within the authority of the Board of Directors.

34.5. The Chairperson 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 stipulated in clause 34.3 of this Article. In case of failure to convene a meeting at the request, the Chairperson of the Board of Directors shall be responsible for damage caused to the Company; the requester has the right to replace the Chairperson of the Board of Directors to convene a meeting of the Board of Directors.

34.6. The Chairperson of the Board of Directors or the convenor of the meeting of the Board of Directors must send a notice of meeting invitation at least three (03) working days before the date of the meeting. The notice of meeting invitation must specify the time and location of the meeting, the agenda, the issues to be discussed and decided. Enclosed with the notice of meeting invitation, there must be documents used at the meeting and votes of members.

34.7. The notice of meeting invitation of the Board of Directors may be sent by invitation letter, by telephone, by fax, by electronic means or by other methods stipulated by the company's Charter and shall be guaranteed to reach the contact address of each member of the Board of Directors registered at the Company.

34.8. The Chairperson of the Board of Directors or the convenor shall send the notice of meeting invitation and accompanying documents to the members of the Board of Supervisors

as to the members of the Board of Directors. Members of the Board of Supervisors have the right to attend meetings of the Board of Directors; have the right to discuss but not to vote.

34.9. A meeting of the Board of Directors is conducted when three quarters (3/4) of the total number of members attend the meeting. In case the meeting convened for the first time is insufficient members attending the meeting as prescribed, it may be convened a second time within seven (07) days from the intended date of the first meeting. In this case, the meeting will be conducted if more than half (1/2) of the members of the Board of Directors attend the meeting.

34.10. The Board of Directors meeting may be held in the form of an online conference (video or tele-conference) between Board members when all or some members are in different locations, provided that each participating member can:

34.10.1. Hear every other Board member participating in the meeting speak; and

34.10.2. If desired, this Board member can speak to all other attendees simultaneously.

The exchange between members may take place directly via telephone, throughother communication means, or a combination of all these methods. A Board member participating in such a meeting is considered to be "present" at the meeting. In this case, the meeting location shall be the place where the largest group of Board members gather, or if no such group exists, it is the location where the Chairperson of the meeting is present.

34.11. A member of the Board of Directors is considered to attend and vote at the meeting in the following cases:

34.11.1. Attending and voting directly at the meeting;

34.11.2. Authorizing others to attend the meeting and vote as prescribed in clause 34.13 of this Article;

34.11.3. Attending and voting through videoconferences, electronic voting or other electronic means;

34.11.4. Sending votes to the meeting by letter, fax, email;

34.11.5. Sending votes by other means as stipulated in the company's Charter.

34.12. In case of sending votes to the meeting via mail, the votes must be enclosed in a sealed envelope and must be delivered to the Chairperson of the Board of Directors at least 1 hour before the opening. Votes may be opened only in the presence of all attendees.

34.13. Members must attend all meetings of the Board of Directors. Members may authorize another person to attend the meeting and vote if approved by a majority of the members of the Board of Directors.

34.14. Resolutions, decisions of the Board of Directors shall be passed if approved by the majority of members attending the meeting; in case the number of votes is equal, the final decision belongs to the side with the opinion of the Chairperson of the Board of Directors.

Article 35. Meeting minutes of the Board of Directors

35.1. Meetings of the Board of Directors must be recorded in minutes and may be sound recorded or recorded and kept in other electronic forms. Minutes must be made in Vietnamese and may also be made in a foreign language, including the following principal contents:

35.1.1. Name, head office address, code number of enterprise;

35.1.2. Meeting time, location;

35.1.3. Purpose, agenda and content of the meeting;

35.1.4. Full name of each member attending the meeting or authorized person to attend the meeting and meeting method; full names of members not attending the meeting and reasons;

35.1.5. The issue discussed and voted on at the meeting;

35.1.6. Summarizing the statements of opinions of each member attending the meeting in chronological order of the meeting;

35.1.7. Voting results in which clearly stating the members voting for, against and abstention;

35.1.8. The issue passed and corresponding percentage of votes for passing;

35.1.9. Full name and signature of the chairperson and the minute recorder, except for the case stipulated in clause 35.2 of this Article.

35.2. In case the chairperson, the person recording minutes refuse signing the meeting minutes, but if all other members of the Board of Directors, who attend the meeting and agree to approve the meeting minute sign and the minutes contains all contents as prescribed at points from 35.1.1 to 35.1.8 of this Article, this minute shall take effect. The meeting minutes shall clearly state the refusal to sign by the chairperson and the minute-recorder. The signatories of the meeting minutes shall be jointly and severally liable for the accuracy and truthfulness of the contents of the Board of Directors' meeting minutes. The chairperson and the minute-recorder shall be personally liable for any damages incurred by the enterprise resulting from their refusal to sign the meeting minutes, in accordance with the law and this Charter.

35.3. The chairperson, the minute recorder and the people signing the minutes must be responsible for the truthfulness and accuracy of the content of the minutes of the meeting of the Board of Directors.

35.4. Minutes of meetings of the Board of Directors and documents used in the meeting must be kept at the head office of the company.

35.5. Minutes made in Vietnamese and in a foreign language have the same legal effect. In case there is a difference in content between the minutes in Vietnamese and in a foreign language, the content in the minutes in Vietnamese shall prevail.

Article 36. Dismissal, removal, replacement and addition of members of the Board of Directors

36.1. The General Meeting of Shareholders dismisses a member of the Board of Directors in the following cases:

36.1.1. Failing to satisfying the criteria and conditions as stipulated in Article 33 of this Charter;

36.1.2. Having a resignation letter approved;

36.1.3. Other cases as prescribed by law.

36.2. The General Meeting of Shareholders removes a member of the Board of Directors in the following cases:

36.2.1. Not participating in activities of the Board of Directors for 06 consecutive months, except for force majeure cases;

36.2.2. Other cases as prescribed by law.

36.3. When deeming it necessary, the General Meeting of Shareholders shall decide to replace the members of the Board of Directors; dismiss, remove members of the Board of Directors, except for the cases stipulated in Clauses 36.1 and 36.2 of this Article.

36.4. The Board of Directors must convene a General Meeting of Shareholders to elect additional members of the Board of Directors in the following cases:

36.4.1. The number of members of the Board of Directors is reduced by more than one third compared to the number stipulated in the company's Charter. In this case, the Board of Directors must convene a General Meeting of Shareholders within 60 days from the date on which the number of members is reduced by more than one third;

36.4.2. The number of independent members of the Board of Directors is reduced, not ensuring the ratio as stipulated in this Charter;

36.5. Except for the cases stipulated at points 36.4.1 and 36.4.2 of this Article, the General Meeting of Shareholders elects a new member to replace the member of the Board of Directors who has been dismissed, removed at the nearest meeting.

36.6. The appointment of members of the Board of Directors must be disclosed in accordance with the provisions of the law on securities and the securities market.

Article 37. Company Secretary

When deeming it necessary, the Board of Directors shall decide to appoint the company secretary. The company secretary has the following rights and obligations:

37.1. Supporting to organize the General Meeting of Shareholders, the Board of Directors; recording meeting minutes;

37.2. Supporting members of the Board of Directors in the performance of their assigned rights and obligations;

37.3. Supporting the Board of Directors in applying and implementing corporate governance principles;

37.4. Supporting the company in building shareholder relations and protecting the legitimate rights and interests of shareholders; complying with the obligation to provide information, publicizing information and administrative procedures;

37.5. Other rights and obligations at the request of the Board of Directors.

Article 38. Person in charge of corporate governance

38.1. The Board of Directors must appoint at least one (01) person in charge of corporate governance to support corporate governance at the enterprise. The person in charge of corporate governance may concurrently act as the Company Secretary as stipulated in Article 37 of the Charter.

38.2. The person in charge of corporate governance must not concurrently work for an approved auditing company that is auditing the Company's financial statements.

39.3. The person in charge of corporate governance has the following rights and obligations:

38.3.1. Advising the Board of Directors in holding the meeting of the General Meeting of Shareholders in accordance with regulations and related work between the Company and shareholders;

38.3.2. Preparing meetings of the Board of Directors, Board of Supervisors and General Meeting of Shareholders at the request of the Board of Directors or Board of Supervisors;

38.3.3. Advising on the procedure of meetings;

38.3.4. Attending meetings;

38.3.5. Consulting procedures for making resolutions of the Board of Directors in accordance with provisions of law;

38.3.6. Providing financial information, copies of minutes of meetings of the Board of Directors and other information to members of the Board of Directors and members of the Board of Supervisors;

38.3.7. Monitoring and reporting to the Board of Directors on the Company's information disclosure activities;

38.3.8. Acting as the point of contact with stakeholders;

38.3.9. Confidentiality of information in accordance with the provisions of law and the Company's Charter;

38.3.10. Other rights and obligations as prescribed by law and the Company's Charter.

Article 39. Supporting committees of the Board of Directors

39.1. The Board of Directors can set up an affiliated committee to take charge of development policy, human resources, salary, bonus, internal audit, risk management. The number of members of the committee is decided by the Board of Directors to ensure compliance with legal regulations. The activities of the committee must comply with the regulations of the Board of Directors. Resolutions of the committee will only take effect when a majority of members attend and vote for passing at the meeting of the committee.

39.2. The implementation of decisions of the Board of Directors, or of a committee directly under the Board of Directors must be consistent with current legal provisions and provisions of the company's Charter, internal regulations on corporate governance.

SECTION III – GENERAL DIRECTOR AND OTHER EXECUTIVES

Article 40. Organization of the management apparatus

The management system of the Company must ensure that the management apparatus is responsible to the Board of Directors and subject to the supervision, direction of the Board of Directors in the daily business of the Company. The Company has a General Director, Deputy General Directors, Chief Accountant. The appointment, dismissal, removal of the above titles must be approved by resolutions, decisions of the Board of Directors.

Article 41. Executives of the Company

41.1. Executives of the Company include the General Director, Deputy General Director, Chief Accountant.

41.2. At the request of the General Director and with the approval of the Board of Directors, the Company may recruit other executives with the number and criteria consistent with the Company's management structure and regulations as stipulated by the Board of Directors. Business executives must be responsible for assisting the Company in achieving its operational and organizational objectives.

Article 42. Appointment, dismissal, duties and rights of the General Director

42.1. The Board of Directors appoints one member of the Board of Directors or hires another person to act as the General Director.

42.2. The General Director is the person who runs the company's day-to-day business; under the supervision of the Board of Directors; takes responsibility to the Board of Directors and to the law for the performance of assigned rights and obligations.

42.3. The term of the General Director shall not exceed 5 years and may be re-appointed for an unlimited number of terms. The General Director must meet the standards and conditions as prescribed by law and the Company's Charter.

42.4. The General Director has the following rights and obligations:

42.4.1. Deciding on issues related to the company's day-to-day business that are not under the authority of the Board of Directors;

42.4.2. Organizing the implementation of resolutions, decisions of the Board of Directors;

42.4.3. Organizing the implementation of the company's business plan and investment plan;

42.4.4. Proposing organizational structure plan, internal management regulations of the company;

42.4.5. Appointing, dismissing, removing managerial positions in the company, except for those under the authority of the Board of Directors;

42.4.6. Deciding salary and other benefits for employees in the company, including managers under the appointment authority of the General Director;

42.4.7. Labor recruitment;

42.4.8. Proposing a plan to pay dividends or deal with business losses;

42.4.9. Other rights and obligations as prescribed by law, the company's charter and resolutions and decisions of the Board of Directors.

42.5. The General Director must manage the day-to-day business of the company in accordance with provisions of law, the company's Charter, the labor contract signed with the company and the resolutions, decisions of the Board of Directors. In case of operating contrary to the provisions of this Clause, causing damage to the company, the General Director shall be responsible before the law and must compensate for the damage to the company.

42.6. The Board of Directors may dismiss the General Director when a majority of the members of the Board of Directors with voting rights attending the meeting approve and appoint a new General Director to replace.

Article 43. Assistance to the General Director

43.1. Assisting the General Director are the Deputy General Directors, Chief Accountant and other positions hired, contracted, appointed, dismissed, removed the General Director.

43.2. The Deputy General Director is an assistant to the General Director in the management and operation of one or several areas of operation of the company as assigned by the General Director, reports and is responsible to the General Director and before the law on the tasks assigned by the General Director.

43.3. The Chief Accountant assists the General Director in directing the accounting, statistical work of the Company and has the rights and obligations as prescribed by law.

Article 44. Criteria and conditions to be General Director, Deputy General Director

44.1. The General Director of the Company must meet the following criteria and conditions:

44.1.1. Not being prohibited from establishing and managing enterprises in accordance with the Law on Enterprises;

44.1.2. The General Director must not concurrently work for other securities companies, fund management companies or other enterprises; The General Director must not be a member of the Board of Directors or a member of the Members' Council of another securities company.

44.1.3. The General Director must meet the criteria stipulated in Clause 5 Article 74 of the Law on Securities.

44.1.4. The General Director must not be a related person of any manager, Supervisor of the Company or the Parent Company, representative of state capital, or representative of enterprise capital at the Company or the Parent Company, as stipulated in Point d, Clause 46, Article 4 of the Law on Securities.

44.1.5. Other criteria and conditions as prescribed by law.

44.2. The Deputy General Director of the Company must meet the following standards and conditions:

44.2.1. The Deputy General Director of a securities company must not concurrently work for other securities companies, fund management companies or other enterprise.

44.2.2. The Deputy General Director in charge of operations must meet the criteria stipulated in Clause 5 Article 74 of the Law on Securities.

44.2.3. Other criteria and conditions as prescribed by law.

Article 45. Salary, bonus and other benefits of the General Director

The Board of Directors decides the salary, bonus and other benefits of the General Director according to the business results and performance.

Salary, bonus and other benefits of the General Director are shown in a separate section in the annual financial statements of the company and must be reported to the General Meeting of Shareholders at the regular meeting.

Article 46. Dismissal, removal of the General Director

The General Director is dismissed, removed in the following cases:

46.1. No longer satisfying the criteria and conditions to be the General Director as stipulated in this Charter;

46.2. Having a resignation letter;

46.3. According to the decision of the Board of Directors;

46.4. Other cases as prescribed by law.

Article 47. Internal Control Department under the General Director

47.1. The Company must establish an internal control department under the Board of Directors. The internal control system includes the apparatus, independent and specialized personnel, processes.

47.2. The Internal Control Department under the General Director is responsible for controlling the compliance:

47.2.1. Inspecting, supervising compliance with legal regulations, the Company's Charter, decisions of the General Meeting of Shareholders, decisions of the Board of Directors, regulations, professional processes, risk management processes of the company, of related departments and securities practitioners in the Company;

47.2.2. Supervising the implementation of internal regulations, activities with potential conflicts of interest within the company, especially for the company's own business activities and personal transactions of Company's employees; supervising the implementation of responsibilities of officers, employees in the company, performing the responsibility of partners for authorized activities;

47.2.3. Inspecting the content and supervising the implementation of the code of professional ethics;

47.2.4. Supervising the calculation and compliance with financial safety regulations;

47.2.5. Separating the client's assets;

47.2.6. Preserving, keeping customer's assets;

47.2.7. Controlling the compliance with the provisions of the law on prevention and combat of money laundering;

47.2.8. Other contents as assigned by the General Director.

47.3. The company must establish an internal control system including organizational structure, internal processes and regulations applicable to all positions, units, departments and activities of the company in order to ensure objectives:

47.3.1. The securities company's operations comply with the provisions of the Law on Securities and related documents;

47.3.2. Guaranteeing the interests of customers;

47.3.3. The securities company's operations are safe and efficient; protecting, managing, safely and effectively using assets and resources;

47.3.4. An honest, reasonable, complete and timely financial and management information system; truthfulness in the preparation of the company's financial statements.

47.4. Requirements for human resource of the Internal Control Department under the General Director

47.4.1. Arranging at least 01 employees as the compliance controller;

47.4.2. The head of the Internal Control Department must be a person with professional qualifications in law, accounting, auditing, with sufficient experience, reputation, authority to effectively perform the assigned tasks;

47.4.3. Not being related to the heads of specialized departments, professional performers, the General Director (Director), Deputy General Director (Deputy Director), branch director in a securities company;

47.4.4. Possessing a professional certificate in Securities and Stock Market Basics or a Securities Practice Certificate, and a professional certificate in Law on securities and securities market;

47.4.5. Not concurrently holding other jobs in the securities company.

SECTION IV – BOARD OF SUPERVISORS

Article 48. Rights and obligations of the Board of Supervisors

The Board of Supervisors has the rights and obligations prescribed in Article 170 of the Law on Enterprises and the following rights, obligations:

48.1. Proposing, recommending the General Meeting of Shareholders to approve the list of auditing organizations approved to audit the Company's financial statements; deciding on an approved audit organization to inspect the Company's operations, remove and dismiss the approved auditor when deeming it necessary.

48.2. Being responsible to shareholders for its supervisory activities.

48.3. Supervising the financial position of the Company, the compliance with the law in the activities of the members of the Board of Directors, the General Director and other managers

48.4. Ensuring coordination with the Board of Directors, General Director and shareholders.

48.5. In case of detecting violations of law or violations of the company's Charter by members of the Board of Directors, General Director and other executives of the enterprise, the Board of Supervisors must notify in writing the Board of Directors within forty-eight (48) hours, requesting the violator to stop the violation and take measures to remedy the consequences.

48.6. Developing the Regulation on operation of the Board of supervisors and submit it to the General Meeting of Shareholders for passing.

48.7. Reporting at the General Meeting of Shareholders according to the provisions of Article 290 of Decree No. 155/2020/ND-CP.

48.8. Having the right to access files, documents of the Company kept at the head office, branches and other locations; having the right to go to the workplace of the manager and employee of the Company during working hours.

48.9. Having the right to request the Board of Directors, members of the Board of Directors, General Director and other managers to provide fully, accurately, promptly information and documents on management, administration and business activities of the Company.

48.10. Other rights and obligations as prescribed by law.

Article 49. The Board of Supervisors' right to be provided with information

49.1. 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:

49.1.1. Notice of meeting invitation, opinion form of members of the Board of Directors and enclosed documents;

49.1.2. Resolutions, decisions and meeting minutes of the General Meeting of Shareholders, the Board of Directors;

49.1.3. Report of the General Director submitted to the Board of Directors or other documents issued by the company.

49.2. Supervisors have the right to access files, documents of the company kept at the head office, branches and other locations; having the right to visit the workplace of the company's managers and employees during working hours.

49.3. The Board of Directors, members of the Board of Directors, the Director or General Director, other managers must provide fully, accurately and promptly information, documents on the management, operation and business activities of the company at the request of the Supervisor or the Board of Supervisors.

Article 50. Salary, remuneration, bonus and other benefits of Supervisors

50.1. Supervisors are paid salary, remuneration, bonus and other benefits according to the decision of the General Meeting of Shareholders. The General Meeting of Shareholders decides on the total salary, remuneration, bonus, other benefits and the annual operating budget of the Board of Supervisors;

50.2. Supervisors are paid for meals, accommodation, travel, expenses for using independent consulting services at a reasonable rate. This total remuneration and expenses must 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;

50.3. Salaries and operating expenses of the Board of Supervisors are included in the company's business expenses in accordance with provisions of the law on corporate income tax and other relevant laws and must be made in a separate section in the company's annual financial statements.

Article 51. Nomination, candidacy for members of the Board of Supervisors (Supervisors)

51.1. The nomination, candidacy of members of the Board of Supervisors shall comply with the provisions of clauses 28.1, clause 28.2 Article 28 of this Charter.

51.2. In case the number of candidates for the Board of Supervisors through nomination and candidacy is not enough, the incumbent Board of Supervisors may nominate additional candidates or organize the nomination according to the provisions of the company's Charter, Internal Regulations on corporate governance and Operation Regulations of the Board of Supervisors. The introduction of additional candidates by the incumbent Board of Supervisors must be clearly disclosed before the General Meeting of Shareholders votes to elect members of the Board of Supervisors in accordance with provisions of law.

Article 52. Composition and term of the Board of Supervisors

52.1. The Board of Supervisors of the Company has from three (03) to five (05) supervisors. The specific number of members of the Board of Supervisors will be decided by the General Meeting of Shareholders in accordance with the Company's operational requirements from time to time. The term of the Supervisors shall not exceed five (05) years and may be re-elected for an unlimited number of terms.

52.2. In case Supervisors have the same time of term ending, but a new-term Supervisor has not been elected, the Supervisor whose term has expired will continue to exercise/perform rights and obligations until the new-term Supervisor is elected and takes on the tasks.

Article 53. Operation method and meetings of the Board of Supervisors

53.1. The Board of Supervisors must develop a supervisory process and must be passed by the General Meeting of Shareholders.

53.2. The Board of Supervisors must meet at least two (02) times in a year. The meeting minutes must be truthfully, fully recorded meeting contents and must be kept in accordance with regulations;

53.3. The number of members attending the meeting is at least two thirds (2/3) of the members of the Board of Supervisors. Minutes of the Board of Supervisors meeting are clearly formulated. The minute recorder and members of the Board of Supervisors attending the meeting must sign the minutes of the meeting. The minutes of meetings of the Board of Supervisors must be kept in order to determine the responsibilities of each member of the Board of Supervisors.

53.4. The Board of Supervisors has the right to request members of the Board of Directors, the General Director and representatives of the approved audit organization to attend and answer questions that need to be clarified.

53.5. When detecting that a member of the Board of Directors, a member of the General Director Committee violates the law, the company's Charter, leading to infringing upon the rights and interests of the company, shareholders, Owners or customers, the Board of Supervisors is responsible for requesting an explanation within a certain time or requesting the convening of the General Meeting of Shareholders to resolve. Regarding violations of the law, the Board of Supervisors must report in writing to the State Securities Commission within seven (07) working days from the date of detection of violations.

Article 54. Criteria of Supervisors

54.1. Supervisors must have the following criteria and conditions:

54.1.1. Not falling into objects to the provisions of clause 2 Article 17 of the Law on Enterprises;

54.1.2. Being trained in one of the majors in economics, finance, accounting, auditing, law, business administration or a major appropriate for the business activities of the enterprise;

54.1.3. Not being a person with a family relationship with members of the Board of Directors, General Director and other managers;

54.1.4. Not being a company manager; not necessarily being a shareholder or employee of the company;

54.1.5. Not working in the accounting, finance department of the company;

54.1.6. Not being a member or employee of an audit organization approved to audit the company's financial statements in the three (03) preceding years;

54.1.7. Not being a person with a family relationship with the corporate manager of the company and its parent company; the representative of the capital portion of the enterprise, the representative of the state capital portion in the parent company and in the company.

54.1.8. Other criteria and conditions as prescribed by relevant laws and the Company's Charter.

54.2. The head of the Board of Supervisors must have a university degree or higher in one of the majors in economics, finance, accounting, auditing, law, business administration or a major related to the enterprise's business activities. The head of the Board of Supervisors of a company must not concurrently be a member of the Board of Supervisors or a manager of another securities company

Article 55. Dismissal, removal of Supervisors

55.1. A member of the Board of Supervisors is dismissed in the following cases:

55.1.1. No longer satisfying the criteria and conditions to be a Supervisor as stipulated in Article 55 of this Charter;

55.1.2. Having a resignation letter and being approved.

55.2. A member of the Board of Supervisors is removed in the following cases:

55.2.1. Failing to complete assigned tasks, work;

55.2.2. Failing to exercise/perform his/her rights and duties for six (06) consecutive months, except for force majeure cases;

55.2.3. Repeatedly violating, seriously violating the Supervisor's obligations accordance with provisions of the Law on Enterprises and the Company's Charter;

55.2.4. Other cases according to the resolution of the General Meeting of Shareholders.

Article 56. Head of the Board of Supervisors

56.1. The head of the Board of Supervisors is elected by the Board of Supervisors from among the Supervisors; election, dismissal, removal on the principle of majority. The Board of Supervisors must have more than half of the Supervisors residing in Vietnam. The head of

the Board of Supervisors must have a university degree or higher in one of the majors in economics, finance, accounting, auditing, law, business administration or a major related to the enterprise's business activities.

56.2. Rights and obligations of the Head of the Board of Supervisors:

56.2.1. Convening a meeting of the Board of Supervisors;

56.2.2. Requesting the Board of Directors, General Director and other executives to provide relevant information to report to the Board of Supervisors;

56.2.3. Preparing and signing the report of the Board of Supervisors after consulting the Board of Directors for submission to the General Meeting of Shareholders.

Article 57. Responsibilities of members of the Board of Directors, members of the Board of Supervisors, General Director and other Executives

Members of the Board of Directors, members of the Board of Supervisors, the General Director and other executives are responsible for performing their duties, including those as members of sub-committees of the Board of Directors honestly, carefully for the benefit of the Company.

Article 58. Responsibility to be honest and avoid conflicts of interest

58.1. Members of the Board of Directors, members of the Board of Supervisors, the General Director and other managers must publicize related interests in accordance with provisions of the Law on Enterprises and relevant legal documents.

58.2. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers and related persons of these members may only use the information obtained through their positions to serve the interests of the Company.

58.3. Members of the Board of Directors, members of the Board of Supervisors, the General Director and other managers are obliged to notify in writing the Board of Directors, the Board of Supervisors of transactions between the company, subsidiaries, a company in which a public company holds control over fifty percent (50%) or more of the charter capital with that object or with its related persons as prescribed by law. Regarding the above transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about these resolutions in accordance with provisions of the law on securities on information disclosure.

58.4. A member of the Board of Directors may not vote on a transaction that benefits such member or related person of such member in accordance with provisions of the Law on Enterprises and the Company's Charter.

58.5. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers and related persons of these subjects are not allowed to use or disclose to other person's internal information to perform related transactions.

58.6. Transactions between the Company and one or more members of the Board of Directors, members of the Board of Supervisors, General Director, other executives and individuals, organizations related to these objects are not invalidated in the following cases:

58.6.1. Regarding transactions with a value of less than or equal to 35% of the total value of assets recorded in the most recent financial statements, the important contents of the contracts or transaction as well as the relationships and interests of members of the Board of Directors, members of the Board of Supervisors, the General Director, and other executives were reported to the Board of Directors and approved by the Board of Directors by a majority of votes of members of the Board of Directors who have no relevant interests;

58.6.2. Regarding a transaction with a value greater than 35% or a transaction leading the value of the transaction arising within 12 months from the date of performance of the first transaction with a value of 35% or more of the total recorded asset value in the most recent financial statement, the important contents of this transaction as well as the relationships and interests of members of the Board of Directors, members of the Board of Supervisors, the General Director and other executives announced to shareholders and passed by the General Meeting of Shareholders by votes of shareholders who have no relevant interests.

Article 59. Approval of contracts, transactions between the Company and related persons

59.1. The General Meeting of Shareholders or the Board of Directors approves contracts, transactions between the company and the following related persons:

59.1.1. Shareholders, authorized representatives for shareholders being organizations owning more than 10% of the total number of ordinary shares of the company and their related persons;

59.1.2. Members of the Board of Directors, members of the Board of Supervisors, the General Director, other managers and their related persons;

59.1.3. Enterprises that 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.

59.2. The Board of Directors approves contracts or transactions with a value of less than 35% or transactions leading to the total value of transactions arising within 12 months from the date of performance of the first transaction with a value of less than 35 % of the total value of assets recorded in the most recent financial statement between the Company and the objects stipulated in 59.1 of this Article. In this case, the representative of the company signing a contract, transaction must notify the members of the Board of Directors, the Supervisor of the entities related to such contract, transaction and enclose the draft contract or the main content of the transaction. The Board of Directors shall decide on the approval of the contract, 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, transaction do not have the right to vote.

59.3. The General Meeting of Shareholders approves the following contracts and transactions:

59.3.1. Contracts and transactions other than contracts, transactions stipulated in clause 59.2 of this Article;

59.3.2. Contracts, transactions of borrowing, lending and selling assets with a value greater than ten percent (10%) of the total value of assets of the enterprise recorded in the most recent financial statement between the company and shareholders owning from fifty-one percent (51%) of the total number of voting shares or more or a related person of such shareholder.

59.4. In case of approving a contract, transaction as prescribed in clause 59.3 of this Article, the representative of the company signing the contract, transaction must notify the Board of Directors and the Supervisor of the entities related to the contract, transaction and enclose with a draft contract or a notice of the main content of the transaction. The Board of Directors submits the draft contract, transaction or explains on the main content of the contract, transaction at the meeting of the General Meeting of Shareholders or collects shareholders' opinions in writing. In this case, shareholders with interests related to the parties in the contract, transaction do not have the right to vote; the contract, transaction is approved according to the provisions of clauses 1 and clause 4 Article 148 of the Law on Enterprises.

59.5. Contracts, transactions are invalidated under court decisions and handled in accordance with provisions of law when they are signed in contravention of this Article; the person signing the contract, the transaction, the shareholder, member of the Board of Directors or the General Director involved must jointly compensate for damage incurred, return to the company the profit earned from the performance of such contract, transaction.

59.6. The company must publicize related contracts, transactions in accordance with provisions of relevant law.

Article 60. Responsibilities for damage and compensation

60.1. Members of the Board of Directors, members of the Board of Supervisors, the General Director and other executives who violate obligations, responsibilities for honesty and prudence, fail to fulfill their obligations shall be responsible for damage caused by their own violation acts.

60.2. The Company indemnifies those who have been, are or may become a related party to complaints, lawsuits, prosecutions (including civil, administrative matters and not lawsuits filed by the Company) if that person was or is a member of the Board of Directors, a member of the Board of Supervisors, the General Director, another executive, an employee or an authorized representative of the Company who has or is currently performing his or her duties as authorized by the Company, acting honestly, prudently for the interests of the Company on the basis of compliance with the law and without verifiable evidence that the person has breached his or her responsibilities.

CHAPTER 5. RIGHT TO LOOK UP COMPANY BOOKS AND DOSSIERS

Article 61. Right to look up books and dossiers

61.1. Ordinary shareholders have the right to look up books and dossiers, specifically as follows:

61.1.1. Ordinary shareholders have the right to review, look up and extract information about names and contact addresses in the list of voting shareholders; request correction of his/her incorrect information; review, look up, extract or copy the company's charter, meeting minutes of the General Meeting of Shareholders and resolutions of the General Meeting of Shareholders;

61.1.2. Shareholders or groups of shareholders owning 5% or more of the total number of ordinary shares have the right to review, look up and extract the book of minutes and resolutions, decisions of the Board of Directors, mid-year and annual financial statements, reports of the Board of Supervisors, contracts, transactions approved by the Board of Directors and other documents, except for documents related to trade secrets, business secrets of the Company.

61.2. In case the authorized representative of a shareholder and a group of shareholders requests to look up the books and dossiers, the power of attorney of the shareholder and the group of shareholders he/she represents or a notarized copy of the power of attorney must be attached.

61.3. Members of the Board of Directors, members of the Board of Supervisors, the General Director and other executives have the right to inspect the register of shareholders of the Company, the list of shareholders and other books, dossiers of the Company for purposes related to his or her position provided that this information is kept confidential.

61.4. The Company must keep this Charter and amendments supplements of this Charter, the Enterprise Registration Certificate, regulations, documents proving property ownership, resolutions of the General Meeting of Shareholders and the Board of Directors, meeting minutes of the General Meeting of Shareholders and the Board of Directors. reports of the Board of Supervisors, annual financial statements, accounting books and any other documents as prescribed by law at the head office or another place provided that shareholders and the business registration agency are informed of the location where these documents are kept.

61.5. The Company's Charter must be disclosed on the company's website.

CHAPTER 6. EMPLOYEES AND TRADE UNION

Article 62. Employees and Trade Union

62.1. The General Director must make a plan for the Board of Directors to approve issues related to the recruitment, dismissal, salary, social insurance, welfare, reward and discipline for employees and business executives.

62.2. The General Director must make a plan for the Board of Directors to approve issues related to the Company's relations with trade unions in accordance with the best management standards, practices and policies, practices and policies stipulated in this Charter, the Company's regulations and provisions of current laws.

CHAPTER 7. PROFIT DISTRIBUTION

Article 63. Profit distribution

63.1. The General Meeting of Shareholders decides on the level of dividend payment and the form of annual dividend payment from retained earnings of the Company.

63.2. The Company does not pay interest on dividends or payments related to a type of stock.

63.3. The Board of Directors may recommend the General Meeting of Shareholders to pass the payment of all or part of dividends in shares and the Board of Directors is the agency to implement this decision.

63.4. Where dividends or other payments related to a type of stock are paid in cash, the Company must pay in Vietnam Dong. The payment can be made directly or through banks on the basis of detailed bank account information provided by shareholders. In case the Company has transferred the money according to the bank details provided by the shareholder but that shareholder does not receive the money, the Company is not responsible for the amount of money the Company has transferred to that shareholder. The payment of dividends for shares listed/registered for trading at the Vietnam Exchange can be made through a securities company or Vietnam Securities Depository and Clearing Corporation.

63.5. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors passed a resolution, decision to determine a specific date to close the list of shareholders. Pursuant to that date, persons registered as shareholders or holders of other securities are entitled to receive dividends in cash or stock, notices or other documents.

63.6. Other issues related to profit distribution are carried out in accordance with the law.

CHAPTER 8. BANK ACCOUNTS, FISCAL YEAR AND ACCOUNTING REGIME

Article 64. Bank accounts

64.1. The Company opens accounts at Vietnamese banks or at foreign bank branches authorized to operate in Viet Nam.

64.2. According to the prior approval of the competent authority, in case of necessity, the Company may open a bank account abroad in accordance with provisions of law.

64.3. The Company conducts all payments and accounting transactions through Vietnamese or foreign currency accounts at banks where the Company opens accounts.

Article 65. Fiscal year

The Company's fiscal year begins on January 1 of each calendar year and ends on December 31 of each calendar year. The first fiscal year begins from the date of issuance of the License for establishment and operation and ends on December 31 of that year.

Article 66. Accounting regime

66.1. The accounting system used by the Company is the Vietnam Accounting System (VAS) or another accounting system approved by the Ministry of Finance, in compliance with the accounting system for securities Companies issued by the Ministry of Finance and current guidelines documents. The Company is subject to the inspection of the State agency on the implementation of the accounting - statistical regime.

66.2. The company makes accounting books in Vietnamese. The Company will keep accounting records according to the type of business activities in which the Company is engaged. These records must be accurate, up-to-date, systematic and sufficient to demonstrate and explain the Company's transactions.

66.3. The Company uses Vietnam Dong as the currency used in accounting

CHAPTER 9. FINANCIAL STATEMENTS, ANNUAL REPORTS AND DISCLOSURE RESPONSIBILITIES

Article 67. Annual, semi-annual and quarterly financial statements

67.1. The company must prepare annual financial statements and annual financial statements must be audited in accordance with the provisions of law. The Company discloses audited annual financial statements in accordance with provisions of law on disclosure of information on the stock market and submits it to competent state agencies.

67.2. The annual financial statements must include all reports, appendices, explanations in accordance with provisions of law on corporate accounting. The annual financial statements must honestly and objectively reflect the Company's operations.

67.3. The Company must prepare and disclose the reviewed semi-annual financial statements and quarterly financial statements in accordance with the law on disclosure of information on the stock market and submit them to competent state agencies.

Article 68. Annual report

The Company must prepare and disclose the Annual Report in accordance with the provisions of the law on securities and the securities market.

CHAPTER 10. COMPANY AUDIT

Article 69. Audit

69.1. The General Meeting of Shareholders appoints an independent auditing company or passes the list of independent auditing companies and authorizes the Board of Directors to decide to choose one of these units to audit/review the financial statements of the Company for the next fiscal year based on the terms and conditions agreed with the Board of Directors.

69.2. The audit report is attached to the Company's annual financial statements.

69.3. Independent auditors who audit the Company's financial statements are entitled to attend the meeting of the General Meeting of Shareholders and are entitled to receive notices and other information related to the meeting of the General Meeting of Shareholders and to express opinions at the general meeting on issues related to the audit of the Company's financial statements.

CHAPTER 11. SEAL OF THE ENTERPRISE

Article 70. Seal of the enterprise

70.1. A seal includes a seal made at a seal engraving establishment or a seal in the form of a digital signature in accordance with provisions of the law on electronic transactions.

70.2. The Board of Directors shall decide on the type, quantity, form and content of the seal of the Company, its branches, representative offices (if any).

70.3. The Board of Directors, General Director shall use and manage the seal in accordance with the Company's regulations and current law.

CHAPTER 12. COMPANY REORGANIZATION, LIQUIDATION, DISSOLUTION AND BANKRUPTCY

Article 71. Company reorganization

71.1. The Company performs division, separation, consolidation, merger and transformation after obtaining the approval of SSC.

71.2. The order, procedures for consolidation, merger, transformation shall comply with the provisions of the Enterprise Law, the Law on Securities and relevant law.

Article 72. Dissolution

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

72.1.1. The General Meeting of Shareholders decide to dissolve before the term. In case the Company dissolves before the term of operation, it must be approved by the SSC;

72.1.2. The Company no longer has the minimum number of shareholders (for joint stock companies) within six (06) consecutive months as prescribed by the Enterprise Law;

72.1.3. The SSC withdraws its establishment and operation License or it is announced the dissolution by the Court.

72.2. The Company can only be dissolved when it guarantees to pay off all debts and other property obligations. In case of insolvency, the Company must dissolve in accordance with the provisions of the Bankruptcy Law and its guiding documents.

72.3. The Board of Directors establishes a Liquidation Committee to handle the Company's assets at the time of dissolution. All issues arising in the process of dissolution shall be resolved by the Liquidation Committee and responsible for its decisions to the Board of Directors and the law.

Article 73. Operational extension

73.1. The Board of Directors convenes a meeting of the General Meeting of Shareholders at least 7 months before the end of the term of operation so that shareholders can vote on the extension of the Company's operation at the request of the Board of Directors.

73.2. The term of operation is extended when the number of shareholders representing 65% or more of the total votes of all shareholders attending the meeting of the General Meeting of Shareholders vote for.

Article 74. Liquidation

74.1. At least six (06) months before the end of the term of operation of the Company or after there is a decision to dissolve the Company, the Board of Directors must establish a Liquidation Committee consisting of (03) three members. Two members are appointed by the General Meeting of Shareholders and one member is appointed by the Board of Directors from an independent auditing company. The Liquidation Committee will prepare its

operating regulations. The members of the Liquidation Committee may be selected from among Company employees or independent experts. All expenses related to liquidation will be prioritized by the Company to be paid before other debts of the Company.

74.2. The Liquidation Committee is responsible for reporting to the business registration agency on the date of establishment and the date of commencement of operation. From that time, the Liquidation Committee will represent the Company in all work related to the liquidation of the Company before the Courts and administrative agencies.

74.3. Proceeds from the liquidation will be paid in the following order:

74.3.1. Liquidation costs;

74.3.2. Debts of salary, severance allowance, social insurance and other benefits of employees under the collective labor agreement and signed labor contract;

74.3.3. Tax debt;

74.3.4. Other debts of the Company;

74.3.5. The remaining balance after paying all debts, costs from Articles 74.3.1 to 74.3.4 of this Charter will be distributed to shareholders. Redeemable preferred shares will be paid first.

Article 75. Bankruptcy

The bankruptcy of the Company is carried out in accordance with the provisions of the law on bankruptcy for enterprises operating in the field of finance, securities.

CHAPTER 13. INTERNAL DISPUTE RESOLUTION

Article 76. Internal Dispute Resolution

76.1. In the event of a dispute or complaint arising from the Company's operations, or regarding the rights and obligations of shareholders under the law, the Company's Charter, or agreements between:

76.1.1. A shareholder and the Company;

76.1.2. A shareholder and the Board of Directors, the Supervisory Board, the General Director, or other executives;

The involved parties shall endeavor to resolve such dispute through negotiation and conciliation. Except for disputes involving the Board of Directors or the Chairperson of the Board of Directors, the Chairperson shall preside over the dispute resolution process and require each party to present information relevant to the dispute within ten (10) working days from the date the dispute arises. In cases where the dispute involves the Board of Directors or the Chairperson, any party may request the appointment of an independent expert to act as a mediator for the resolution process.

76.2. If a conciliation decision is not reached within six (6) weeks from the commencement of the conciliation process, or if the mediator's decision is not accepted by the parties, any party may refer the dispute to Arbitration or a Court.

76.3. Each party shall bear its own costs related to the negotiation and conciliation procedures. The payment of Court fees and costs shall be implemented in accordance with the judgment or ruling of the Court.

CHAPTER 14. SUPPLEMENTS AND AMENDMENTS TO THE CHARTER

Article 77. Supplement and amendment of the charter

77.1. The supplements, amendments of this Charter must be considered, decided by the General Meeting of Shareholders.

77.2. In case there are provisions of law related to the operation of the Company not mentioned in this Charter or in case there are new provisions of law different from those in this Charter, the provisions of such law are automatically applied and govern the operation of the Company.

CHAPTER 14. EFFECTIVE DATE

Article 78. Effective date

78.1. This Charter consists of 14 Chapters, 78 Articles, passed by the General Meeting of Shareholders of the BIDV Securities Joint Stock Company, takes effect from 22/04/2026 in Hanoi and jointly approved the full effect of this Charter.

78.2. The Charter is made in 05 originals with the same value and must be kept at the head office of the Company.

78.3. This Charter is the sole and official of the Company.

78.4. Copies or extracts of the Company's Charter must be valid when certified or extracted in accordance with the Company's clerical regulations.

LEGAL REPRESENTATIVE
GENERAL DIRECTOR



NGUYEN DUY VIEN

BIDV SECURITIES JOINT STOCK COMPANY

SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

No. 01/NQ-DHDCD

Hanoi, April 22, 2026

RESOLUTION
OF THE GENERAL MEETING OF SHAREHOLDERS OF BIDV SECURITIES JOINT STOCK COMPANY

2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF BIDV SECURITIES JOINT STOCK COMPANY

Pursuant to:

- Enterprise Law No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its amendments and supplements;

- Securities Law No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on 29/11/2019, and its amendments and supplements;

- Charter of BIDV Securities Joint Stock Company (BSC);

- Minutes of the 2026 Annual General Meeting of Shareholders No. 01/BB-DHDCD dated April 22, 2026 of BIDV Securities Joint Stock Company.

HEREBY RESOLVES:

Article 1. Approval of the following reports (as contents in the AGM Report):

1. Report of the Board of Directors ("Board of Directors") on Summary of the Board of Directors' activities in 2025 and orientation for 2026;

2. Report of the Independent member of Board of Directors;

3. Report of the Board of Supervisors on the 2025 operating results and 2026 operational orientation;

4. Report of the Board of Management on the Business results in 2025 and Business plan in 2026.

Article 2. Approval of the Strategic Development Orientation for the 2026-2030 Period (as contents in the AGM Proposal):

1. Overall Strategic Objectives

In the coming period, BSC aims to become a securities company providing a comprehensive, integrated, and interconnected ecosystem of financial products and services on a digital platform to maximize the potential of BSC's customer ecosystem and strategic shareholders.

This strategy is implemented on three key pillars: Finance, Technology, and Products. BSC's Vision for 2030 is as follows:

- ***Regarding financial capacity:*** Increase equity capital by approximately two times

compared to the end of 2025. The company will focus on strengthening its capital capacity and optimizing its resource structure to expand its operations, improve profitability, and strengthen its risk management platform in accordance with international standards, ensuring safe and sustainable growth.

➢ ***Technology:*** Promote the development of a unified trading platform to integrate the entire product ecosystem, while further deepening its integration into BIDV's digital ecosystem to provide seamless securities services to customers. In addition, the Company will continue to apply AI and automation to personalize experiences, improve operational efficiency, and create long-term competitive advantages.

➢ ***Regarding products:*** Complete the product ecosystem to meet the diverse needs of target customer groups on a unified digital platform. Rapidly develop and diversify revenue streams from capital-light financial and securities services.

2. Key Implementation Solutions

Approve the content and assignment to the Board of Directors to organize the implementation of solutions to realize the strategic objectives for the 2026-2030 period, including:

➢ ***Financial solutions:*** Implement a roadmap to increase equity capital to approximately double the level at December 31, 2025, reaching over VND 11,000 billion in the 2026-2027 period, aiming for equity capital of approximately VND 15,000 billion in the 2028-2030 period; diversify capital sources to ensure optimal capital structure and use financial leverage safely and effectively. Maintain a tight risk management approach, strengthen risk control culture and promote the application of technology in risk management;

➢ ***Technological Solutions:*** Develop a unified online trading platform encompassing the entire product ecosystem, deeply integrated into the BIDV SmartBanking application. Utilize AI to enhance customer experience and digitize business processes to improve labor productivity;

➢ ***Product Solutions:*** Develop diverse financial products, complete the project to establish a Fund Management Company, promote cross-selling activities with BIDV, and collaborate on product and service development with Hana Securities.

➢ ***Other Solutions:***

- Develop a high-quality workforce in a lean and efficient manner, focusing on training in digital transformation, AI, data analytics, new product development, and potential business areas; enhance the management capabilities of middle and senior leadership; increase staff rotation to diversify experience and build a succession team. Plan the implementation of the ESOP program to retain key personnel and attract talent;

- Implement social and governance solutions to develop a green and sustainable BSC.

3. Implementation

The General Meeting of Shareholders authorizes the Board of Directors to proactively review, evaluate, and adjust the 2026-2030 Development Strategy in accordance with actual market conditions if deemed necessary, and disclose information in accordance with the law.

Article 3. Approval of the 2026 Business Plan of BSC (as contents in the AGM Proposal):

No.	Criteria	Units	2026 plan
1	Profit before tax	Billion VND	700
2	Capital Adequacy Ratio	%	≥260

The General Meeting of Shareholders authorizes the Board of Directors to proactively review, evaluate and adjust the 2026 business plan in accordance with market conditions (growth rate and/or market liquidity scale, etc.) if deemed necessary and disclose information in accordance with law.

Article 4. Approval of the 2025 Audited Financial Statements, the 2025 profit distribution plan, and the 2026 profit distribution plan (as contents in the AGM Proposal):

1. Approval of the 2025 Audited Financial Statements:

In particular, some of the main indicators are as follows:

Unit: VND

No.	Contents in the 2025 financial statements	Amount
1	Total Assets	16,627,752,225,049
2	Equity	5,527,757,894,191
	In which: Charter capital	*2,453,659,430,000*
3	Profit before tax	616,205,529,645
4	Profit after tax	493,666,033,520

2. Approval of the profit distribution plan for 2025

Unit: VND

No.	Contents	Formulas/notes	2025 profits distribution
I	2025 profit		493,666,033,520
II	Remaining profits in previous years		524,052,519,654
III	**Undistributed after-tax profit**	**(III) = (I) + (II)**	**1,017,718,553,174**
IV	**Remuneration of the part-time Board of Directors, part-time Board of Supervisors**		**276,000,000**
V	**Profit distribution plan**		
1	Profits used for distribution	(1) = III – IV	1,017,442,553,174
2	Appropriation of funds	(2) = (2.1)	43,690,000,000
2.1	Welfare Reward Fund	(2.1)	43,690,000,000

No.	Contents	Formulas/notes	2025 profits distribution
2.2	Appropriation ratio (comparison to Undistributed after-tax profit)	(2.2) = (2.1)/(III)	4.29%
3	Undistributed after-tax profit after appropriation and remuneration	(3) = (1) - (2)	973,752,553,174
4	Dividend payouts (*)	(4) = (4.1) x (4.2)	245,365,943,000
4.1	Charter capital as of 31/12/2025 (excluding treasury shares)		2,453,659,430,000
4.2	Dividend payout ratio (in shares)		10%
VI	**Total remaining profit**	**(VI) = (3) - (4)**	**728,386,610,174**

Note: *- As of December 31, 2025, BSC's estimated tax liability as well as tax interest have not been finalized by local tax authorities. In case the tax amount on the audited financial statements is changed according to the decision of the tax authority, the profit left on the above data table may be adjusted accordingly.*

- (*): This metric may be updated according to the number of BSC shares (stock code: BSI) outstanding at the closing date of the dividend payment and the handling of odd shares.

The General Meeting of Shareholders authorizes the Board of Directors to decide the appropriate time of finalizing the list of shareholders for dividend payment, ensuring compliance with current regulations of law, the Company's Charter, and approvals of competent State agencies.

3. Approval of the 2026 Profit Distribution Plan

- **Payout ratio:** Expected 10%/par value of shares.
- **Form of payment:** By cash and/or by shares. The General Meeting of Shareholders authorizes the Board of Directors to decide on payment method in accordance with the actual business results, ensuring the requirements of the Company's business activities and the interests of shareholders.
- **Implementation time:** The General Meeting of Shareholders authorizes the Board of Directors, based on the actual situation, to choose the appropriate time to pay dividends in 2026; the Board of Directors can decide to advance dividends in appropriate installments.

(Details in Proposal No. 344/TTr-BSC dated March 30, 2026, attached to the Resolution)

Article 5. Approval of the plan for the Issuance of shares to pay dividends and increase the charter capital of BSC (as contents in the AGM Proposal):

1. Plan to issue shares to pay dividends and increase BSC's charter capital

Issuing entity	:	BIDV Securities Joint Stock Company (BSC)
Stock name	:	Share of BIDV Securities Joint Stock Company
Stock type	:	Common share
Par value shares	:	10,000 VND/share

Current charter capital	:	2,453,659,430,000 VND
Number of shares issued	:	245,365,943 Shares
Number of outstanding shares	:	245,365,943 Shares
Number of shares expected to be issued to pay dividend	:	24,536,594 shares(*) *(equivalent to 10% of outstanding shares)*
Total value of shares expected to be issued at par value	:	245,365,940,000 VND(*) *(In words: Two hundred forty-five billion, three hundred sixty-five million, nine hundred forty thousand Vietnamese dong)*
Expected charter capital after issuance	:	2,699,025,370,000 VND(*)
Purpose of issuance	:	Increasing charter capital for the Company's business development needs
Funding source for implementation	:	From retained earnings as stated in the Company Audited Financial Statements in 2025
Subject receiving shares	:	Existing shareholders of the Company whose names are on the list of shareholders compiled by Vietnam Securities Depository and Clearing Corporation (VSDC) at the last registration date to exercise the right to receive shares.
Rights exercise rate	:	10:1 *(on the final date of registration to finalize the list of shareholders exercising rights, shareholders owning 10 shares will receive 01 newly issued share according to the method of issuing shares to pay dividends)*
Principles for rounding and handling fractional shares	:	The number of additional shares issued will be rounded down to the unit; the decimal fraction (if any) will be canceled. *For example: Shareholder A owns 111 shares on the last registration date to finalize the list of shareholders exercising rights. With the exercise ratio of 10:1, shareholder A will receive 111/10*1 = 11.1 shares. According to the rounding principle mentioned above, shareholder A will receive 11 new shares by issuing shares to pay dividends. The odd number of shares of 0.1 shares will be cancelled.*
Expected time of issuance	:	Expected in 2026
Register and list additional shares to be issued	:	All additional shares issued will be registered as additional securities with the Vietnam Securities Depository and Clearing Corporation and registered for additional listing with the Ho Chi Minh City Stock Exchange after the end of the issuance in accordance with regulations.

(*) Note: *The actual number of shares issued and BSC's charter capital after issuance may change due to the handling of fractional shares and depends on the actual number of outstanding shares of the Company at the final date of registration.*

2. Implementation:

2.1. The General Meeting of Shareholders assigns/authorizes the Board of Directors of the Company to perform, including but not limited to, the following tasks:

- Decide on the detailed contents of the Share Issuance Plan to pay dividend and choose an issuance time appropriate to the actual situation.

- Decide on amendments, adjustments, and detailed explanations of the content of the Stock Issuance Plan at the request of the competent state agency (if necessary).

- Decide and carry out necessary tasks and procedures during the share issuance process, including: (i) amending/supplementing the Company's establishment and operation license at the State Securities Commission; (ii) register the change of the Company's Business Registration Certificate at the Business Registration Authority; (iii) register additional shares of the Company at the Vietnam Securities Depository and Clearing Corporation; (iv) register for additional listing of the Company's shares at the Ho Chi Minh City Stock Exchange; (v) change the Charter Capital, amend/add provisions regulating the Charter Capital level and other relevant provisions in the Company's Charter in accordance with the new Charter Capital level after the issuance; and (vi) other procedures according to current legal regulations.

- Decide and carry out all other necessary works, procedures at the request of the competent state agency to complete the issuance of shares to pay dividends according to the approved plan in accordance with the law and the Company's Charter.

2.2. Within the scope of the above-mentioned authorization, the Board of Directors can delegate authority to the Chairman of the Board of Directors or the General Director of the Company to perform one or more of the above mentioned tasks.

Article 6. Approval of the list of 4 auditing firms to select an independent auditor to provide auditing and reviewing services for the period 2026-2028 (as contents in the AGM Proposal):

Approval of 04 auditing companies to select a unit that provides audit services and review financial statements and financial safety ratio reports for the period of 2026-2028 for BSC including:

- Ernst & Young Vietnam Company Limited;

- Deloitte Vietnam Company Limited;

- KPMG Company Limited;

- PWC (Vietnam) Company Limited.

The AGM authorizes the Board of Directors to decide on the selection of one of the four auditing companies mentioned above to audit and review the Company's financial statements and financial safety ratio reports for the period 2026-2028.

(Details in Proposal No. 347/TTr-BSC dated March 30, 2026, attached to the Resolution)

Article 7. Approval of the Remuneration report of the Board of Directors and Board of Supervisors in 2025 and Remuneration estimate in 2026 (as contents in the AGM Proposal):

1. Approval of the Remuneration report of the Board of Directors and Board of Supervisors in 2025

- For full-time members: Mr. Chung Jae Hoon – Vice Chairman of the Board of Directors:

Based on the results of completing the KPIs of the Company and Mr. Chung Jae Hoon, the remuneration in 2025 of the Vice Chairman of the Board of Directors is 3,001,757,072 VND (an increase of ~35 million VND compared to the estimate due to fluctuations in the VND/USD exchange rate in 2025).

- For Members of the Board of Directors and Members of the Board of Supervisors operating under the part-time regime: The total remuneration is 276,000,000 VND.

2. Approval of the remuneration estimate of the Board of Directors and the Board of Supervisors in 2026

2.1. For part-time members of the Board of Directors and the Board of Supervisors:

- Chairman of the Board of Directors : 10,000,000 VND/month;
- Member of the Board of Directors : 5,000,000 VND/month;
- Head of the Board of Supervisors : 5,000,000 VND/month;
- Member of the Board of Supervisors : 3,000,000 VND/month.

** Note: Members of the Board of Directors and the Board of Supervisors operating on a part-time basis appointed by Hana Securities (HSC) refuse to receive remuneration.*

2.2. For full-time members of the Board of Directors

- Member of the Board of Directors cum General Director working under the full-time regime and receiving salary according to the Company's salary payment regulations;

- For Vice Chairman of the Board of Directors (cum Deputy General Director) and full-time members of the Board of Directors (expected to start from 22/04/2026):

+ Minimum level (regardless of the Company's business results): 2,853,300,000 VND;

+ Maximum level (depending on the Company's business results and personal KPIs of personnel – assuming KPIs reach 100%): 4,755,500,000 VND.

** Note: The above remuneration does not include Contractor tax and the difference due to changes in the VND/USD exchange rate (if any).*

2.3. Bonuses from sources formed from after-tax profits (Manager Bonus Fund, Welfare Fund, etc.) and allowances for participation in Board of Directors meetings, etc.: Comply with the approval of the General Meeting of Shareholders on the distribution of after-tax profits and the Company's regulations.

(Details in Proposal No. 345/TTr-BSC dated March 30, 2026, attached to the Resolution)

Article 8. Approval of the amendment and supplementation of the Charter, Internal regulations on Company Administration, and Regulation on operation of the Board of Directors (as contents in the AGM Proposal):

1. Approval of the amendment and supplementation of the Charter.

2. Approval of the amendment and supplementation of the Internal regulations on Company Administration.

3. Approval of the amendment and supplementation of the Regulation on operation of the Board of Directors.

(Details of the full text of the Charter, Internal regulations on Company Administration, Regulation on operation of the Board of Directors after approval of amendments and supplements are as attached).

Article 9. Approval of the Proposal and results of election of Members of the Board of Directors and the Board of Supervisors for the term 2026-2031 (as per the election results and contents in the AGM Proposal)

1. Approval of the number of members of the Board of Directors and the Board of Supervisors for the term 2026-2031:

- The number of members of the Board of Directors of BSC for the term 2026-2031 are 05 members, including 01 independent member of the Board of Directors;

- The number of members of the Board of Supervisors for the term 2026-2031 are 03 members.

2. Approval of the results of the election of members of the Board of Directors and the Board of Supervisors for the term 2026-2031 as follows:

a. The list of members of the Board of Directors for the term 2026-2031 includes:

Mr. Ngo Van Dung – Member of the Board of Directors

Mr. Nguyen Duy Vien – Member of the Board of Directors

Mr. Chung Jae Hoon – Member of the Board of Directors

Mr. Choi Young Soo – Independent Member of the Board of Directors

Ms. Nguyen Thi Quynh Anh – Member of the Board of Directors

b. The list of members of the Board of Supervisors for the term 2026-2031 includes:

Ms. Pham Thanh Thuy – Member of the Board of Supervisors

Mr. Cho Sung Jae – Member of the Board of Supervisors

Ms. Vu Minh Chau – Member of the Board of Supervisors

Article 10. Implementation

1. This Resolution is made in two (02) original copies, consisting of nine (09) pages, and has been fully approved by the 2026 Annual General Meeting of Shareholders of BIDV Securities Joint Stock Company.

2. This Resolution takes effect from April 22, 2026.

3. Members of the Board of Directors, the Board of Supervisors and the General Director are responsible for implementing this Resolution and ensuring its implementation in compliance with the provisions of law and the Charter of BIDV Securities Joint Stock Company.

O/B. THE GENERAL MEETING OF SHAREHOLDERS
CHAIRMAN

Ngo Van Dung