



No. /NQ-DHDCD

Hanoi, April , 2026

DRAFT

**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. /BB-DHDCD dated April , 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 on the activities of the Board of Directors in 2025;
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. The Board of Directors proposes BSC's Vision for 2030 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 integration it 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 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 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
	<i>In which: Charter capital</i>	<i>2.453.659.430.000</i>
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
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 BSI shares outstanding at the closing date of the dividend payment and the handling of odd shares.

The General Meeting of Shareholders authorize the Board of Directors based on the actual situation to decide the appropriate time to pay dividends for the fiscal year 2025 and ensuring compliance with current regulations of law, Company's Charter and approval 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 authorize the Board of Directors basing 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. 346/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 ^(*) (<i>equivalent to 10% of outstanding shares</i>)
Total value of shares expected to be issued at par value	:	245,365,940,000 VND ^(*) (<i>In words: Two hundred forty-five billion, three hundred sixty-five million, nine hundred forty thousand Vietnamese dong</i>)
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 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. <i>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.</i>
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 to change 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 Company to perform one or more of the above mentioned tasks.

Article 6. Approval of the selecting an auditing firm to conduct the review and audit of Financial statements and Financial safety ratio reports for the period 2026-2028 (as contents in the AGM Proposal):

Approval of the Board of Supervisors's Report, 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.

AGM authorize the Board of Directors to decide on the selection of one of the four auditing companies as proposed in Section 2 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, 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, 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, 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 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 – with 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, 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, 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 includes 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 includes 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:

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

Mr. Ngo Van Dzung – 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
Ms. Nguyen Thi Quynh Anh – Member of the Board of Directors
Mr. Choi Young Soo – Independent Member of the Board of Directors

2. 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
Ms. Vu Minh Chau – Member of the Board of Supervisors
Mr. Cho Sung Jae – Member of the Board of Supervisors

Article 10. Implementation

1. This Resolution is made in two (02) original copies, consisting of seven (07) 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 , 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 Dzung