

Hanoi, April 2026

DRAFT

**ELECTION REGULATIONS
MEMBERS OF THE BOARD OF DIRECTORS,
MEMBERS OF THE BOARD OF SUPERVISORS FOR THE TERM 2026-2031
OF BIDV SECURITIES JOINT STOCK COMPANY
AT ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026**

Pursuant to:

- *Law on Enterprises No. 59/2020/QH14 approved by the National Assembly on June 17, 2020 and its amendments and supplements;*
- *Securities Law No. 54/2019/QH14 approved by the National Assembly on 26/11/2019 and amending and supplementing documents;*
- *Decree No. 155/2020/ND-CP dated 31/12/2020 of the Government detailing the implementation of a number of articles of the Law on Securities and amending and supplementing documents;*
- *Charter of BIDV Securities Joint Stock Company.*

The election of members of the Board of Directors and members of the Board of Supervisors for the term 2026-2031 at the 2026 Annual General Meeting of Shareholders ("**General Meeting**") of BIDV Securities Joint Stock Company (the "**Company**") shall be conducted under the following terms:

Điều 1. Scope of adjustment and subjects of election

1. This Regulation is used for the election of members of the Board of Directors and members of the Board of Supervisors for the term 2026-2031 of BIDV Securities Joint Stock Company at the 2026 Annual General Meeting of Shareholders.

2. Election subjects: Shareholders or authorized representatives of shareholders attending a valid General Meeting (hereinafter referred to as "shareholders").

Article 2. Election of members of the Board of Directors for the term 2026-2031

1. Number of members of the Board of Directors

The number of members of the Board of Directors elected for the term 2026-2031 is 05 (five) members, including 01 independent member of the Board of Directors.

2. Term of office of members of the Board of Directors.

The term of office of a member of the Board of Directors is 05 (five) years. Board members 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.

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

3.1. Members of the Board of Directors must satisfy the following conditions and criteria:

a) Not being banned from establishing and managing enterprises in Vietnam under the provisions of the Law on Enterprises.

b) Have professional qualifications and experience in business management or in the fields of securities, finance, banking and not necessarily a shareholder of the Company.

c) A member of the Board of Directors of the Company may only be a member of the Board of Directors or the Board of Members at a maximum of five (05) other companies.

d) Members of the Board of Directors must not concurrently be members of the Board of Directors, members of the Board of Members, General Director (Director) of other securities companies.

e) Members of the Board of Directors must not be family members of the General Director and other managers of the Company; of the manager, the person competent to appoint the manager of the parent company.

f) Other criteria and conditions as prescribed by law and the company's charter (if any).

3.2. Independent members of the Board of Directors must fully meet the criteria and conditions of Board Members and the following conditions and standards:

a) Not being a person working for a company, parent company or subsidiary of the Company; not being a person who has worked for the company, parent company or subsidiary of the company for at least three (03) consecutive years.

b) Not being a person who is receiving salaries or remunerations from the Company, except for allowances that members of the Board of Directors are entitled to as prescribed;

c) Not being a person whose spouse, natural father, adoptive father, natural mother, adoptive mother, natural child, adopted child, brother, sister or sibling is a major shareholder of the Company; being a manager of the Company or its subsidiaries;

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

e) Not being a person who has been a member of the Board of Directors or the Board of Supervisors of the Company for at least five (05) consecutive years, except for the case of being appointed for two (02) consecutive terms.

f) Other criteria and conditions as prescribed by law and the company's charter (if any).

Article 3. Election of members of the Board of Supervisors for the term 2026-2031

1. Number of members of the Board of Supervisors

The number of members of the Board of Supervisors elected for the term 2026-2031 is 03 (three) members.

2. Term of office of members of the Board of Supervisors

The term of office of a member of the Board of Supervisors is 05 (five) years. Members of the Board of Supervisors may be re-elected for an unlimited number of terms.

3. Criteria and conditions for being a member of the Board of Supervisors

Member of the Board of Supervisors must satisfy the following conditions and criteria:

a) Having full civil act capacity, not being banned from establishing and managing enterprises as prescribed in Clause 2, Article 17 of the Law on Enterprises;

b) Being trained in one of the majors in economics, finance, accounting, auditing, law, business administration or majors suitable to the Company's business activities;

c) Not be a person who has a family relationship of a member of the Board of Directors, the General Director and other managers; must not be a person with family relations of the enterprise manager of the company and the parent company, the representative of the enterprise's capital interests, the representative of the state ownership interests at the parent company and the company;

d) Not be a manager of the Company, not necessarily a shareholder or employee of the Company;

e) Not allowed to work in the accounting and finance departments of the Company;

f) Must not be a member or employee of an auditing organization approved to audit the Company's financial statements in the previous 03 consecutive years;

g) Other standards and conditions as prescribed by law and the company's charter (if any).

Article 4. Nomination Guidelines

1. Shareholders have the right to form a group together to nominate and pool votes for the person they nominate.

2. The number of candidates that each group has the right to nominate depends on the number of candidates decided by the General Meeting and the share ownership ratio of each group, specifically:

a) Shareholders or groups of shareholders owning between 10% and less than 20% of the total voting shares may nominate a maximum of one (01) candidate;

b) Shareholders or groups of shareholders owning between 20% and less than 30% of the total voting shares may nominate a maximum of two (02) candidates;

c) Shareholders or groups of shareholders owning between 30% and less than 40% of the total voting shares may nominate a maximum of three (03) candidates;

d) Shareholders or groups of shareholders owning between 40% and less than 50% of the total voting shares may nominate a maximum of four (04) candidates;

e) Shareholders or groups of shareholders owning between 50% and less than 60% of the total voting shares may nominate a maximum of five (05) candidates;

f) Shareholders or groups of shareholders owning from 60% to less than 70% of the total voting shares may nominate a maximum of six (06) candidates;

g) Shareholders or groups of shareholders owning between 70% and less than 80% of the total voting shares may nominate a maximum of seven (07) candidates;

h) Shareholders or groups of shareholders owning between 80% and less than 90% of the total voting shares may nominate a maximum of eight (08) candidates.

Article 5. Dossiers of participation in candidacy and nomination of members of the Board of Directors and members of the Board of Supervisors

A dossier of participation in the candidacy and nomination of members of the Board of Directors (including independent member of the Board of Directors) and members of the Board of Supervisors includes:

1. Application for candidacy or nomination of candidates to join the Board of Directors or the Board of Supervisors (according to the form).

2. Curriculum vitae self-declared by the candidate certified by the competent authority (according to the form).

3. A certified copy of a competent state agency:

a) Identity card/Citizen ID/Passport.

b) Qualifications certify cultural qualifications and professional qualifications.

Article 6. Place and time to receive dossiers of participation in candidacy and nomination

If the application for candidacy or nomination of candidates to participate in the Board of Directors or the Board of Supervisors and the enclosed dossiers of the candidates are sent before the date of the General Meeting of Shareholders, the dossiers of participation in the candidacy or nomination must be sent to the following addresses and times:

a) Address for receipt of candidacy or nomination dossiers

- Office of the Board of Directors, BIDV Securities Joint Stock Company, 8th Floor, LPB Tower, 210 Tran Quang Khai, Hoan Kiem Ward, Hanoi.

- Phone: +(84-24) 39352722 Fax: +(84-24) 33816699

- Email: Ir@bsc.com.vn

Documents must be sent in person or by post (guaranteed). In case the dossier is a faxed/scanned copy, the original must be sent back when carrying out the procedures for registration to attend the General Meeting of Shareholders.

b) Time to receive nomination and candidacy dossiers: Before 8:30 a.m. on April 21, 2026.

Article 7. Method of election of members of the Board of Directors and members of the Board of Supervisors

1. The election of members of the Board of Directors and members of the Board of Supervisors of the Company shall be carried out in the form of direct secret ballot at the General Meeting by the method of cumulative voting specified in Clause 3, Article 148 of the Law on Enterprises.

2. Each shareholder shall have the total number of votes corresponding to the total number of shares owned (including the number of shares/owned/authorized shares) multiplied by the number of elected members of the Board of Directors and the Board of Supervisors. Shareholders have the right to pool all their votes for one or several candidates.

Article 8. Election Votes

1. Contents of the Election Ballot:

The ballot papers are issued by the Company, bearing the Company's seal, the name of the shareholder, the number of shareholders and the number of shares owned/the voting representatives and the total number of votes they represent respectively. Shareholders who are issued election papers must check the information written on the election papers, and if there are errors, they must immediately notify the Vote Counting Committee.

2. To record an Election Ballot:

a) When agreeing to vote for a candidate, shareholders write the number of votes they want to vote for in the column "Number of votes" in the line corresponding to the name of that candidate.

b) If not voting for a candidate, shareholders fill in the number "0" or cross out, leave it blank in the column "Number of votes".

c) Shareholders attending the meeting may accumulate votes for one or several candidates; or vote for all candidates.

d) The total number of votes for one or some or all of the candidates of a shareholder must not exceed the total number of votes allowed by that shareholder (equal to the number of shares multiplied by the number of elected members).

3. Valid Votes:

A ballot is considered valid when the following conditions are met:

a) Voting votes for candidates named in the list and within the number of members to be elected approved by the General Meeting of Shareholders;

b) The total number of votes is less than or equal to the total number of permitted votes of such shareholders (equal to the number of shares multiplied by the number of elected members);

c) Not falling into the case specified in Clause 4 of this Article.

4. Invalid Vote:

A ballot is invalid in one of the following cases:

a) The ballot is not issued by the Company or does not have the Company's seal; or

b) The ballot is intact, crossed out, corrected or supplemented with contents not in accordance with regulations (in case of incorrect writing, the slip must be replaced with a new one); or

c) The ballot papers are added or incorrectly named, not on the list of candidates approved by the General Meeting of Shareholders before voting; or

d) Votes with the total number of voting rights for candidates that exceed the total number of voting rights held by that shareholder (including ownership and/or delegation); or

e) The ballot is not put into the ballot box or submitted after the Vote Counting Board has opened the ballot box;

f) The ballot is not signed and clearly states the full name of the shareholder/authorized representative of the shareholder;

Invalid votes will not be counted in the election results.

Article 9. Voting and counting votes

1. Shareholders only vote in the ballot box that has been sealed by the Vote Counting Committee. Voting ends as soon as the last shareholder has voted in the ballot box.

2. The counting of votes must be conducted by the Vote Counting Committee immediately after the voting is over. The Vote Counting Committee must not cross out or correct the ballot papers.

3. The vote counting results shall be made in writing and announced by the Head of the Vote Counting Committee before the General Meeting of Shareholders.

Article 10. Principles for determining election results

1. The winners of the election of members of the Board of Directors and members of the Board of Supervisors shall be determined according to the number of votes counted from high to low, starting from the candidate with the highest number of votes until the number of members is sufficient as prescribed in this Election Regulation.

2. In case there are two (02) or more candidates with the same number of votes for the last member of the Board of Directors or the Board of Supervisors, the General Meeting of Shareholders shall conduct a re-election among the candidates with the same number

of votes or select according to the criteria specified in this Election Regulation or the Company's Charter.

Article 11. Vote counting minutes

1. After counting votes, the Vote Counting Committee must make a record of vote counting. The contents of the Minutes include:

- a) Time and place of making the record of vote counting;
- b) Composition of the Vote Counting Committee;
- c) Purpose and content of voting;
- d) Total number of shares of shareholders and authorized representatives of shareholders participating in voting; the number of votes and the percentage of valid and invalid votes;
- e) Election results;
- f) Signatures of members of the Vote Counting Committee.

2. The full text of the vote counting minutes must be announced before the Congress. The results of the election will be recorded in the Resolution of the Congress.

Article 12. Complaints

Shareholders have the right to question and complain about the election and vote counting. The Presidium and the Vote Counting Committee shall be responsible for explaining and clarifying all questions of shareholders and recorded in the Minutes of the General Meeting of Shareholders.

Article 13. Validity

This Regulation takes effect after being approved by the General Meeting of Shareholders and applies to the election of members of the Board of Directors and members of the Board of Directors for the term 2026 - 2031 at the Company's 2026 Annual General Meeting of Shareholders.

**OB. GENERAL MEETING OF
SHAREHOLDERS
CHAIRMAN**

Ngo Van Dzung