

Số: 03/BC-MBS-HĐQT

No: 03/BC-MBS-HĐQT

Hà Nội, ngày 27 tháng 01 năm 2026

Ha Noi, Jan 27, 2026

BÁO CÁO
Tình hình quản trị công ty
REPORT ON CORPORATE GOVERNANCE

(Năm 2025)

(Year 2025)

Kính gửi: - Ủy ban chứng khoán Nhà nước;
- Sở Giao dịch chứng khoán;
- Sở Giao dịch Chứng khoán TP. Hồ Chí Minh;
- Sở Giao dịch Chứng khoán Hà Nội.

To: - The State Securities Commission;
- The Vietnam Stock Exchange;
- Ho Chi Minh City Stock Exchange;
- Hanoi Stock Exchange.

- Tên công ty/Name of company: Công ty Cổ phần Chứng khoán MB / MB Securities Joint Stock Company
- Địa chỉ trụ sở chính/Address of headoffice: Khu vực 1 - Tầng 7 - 8 Tòa nhà MB, Số 21 Cát Linh, Ô Chợ Dừa, Hà Nội / Zone 1 - 7th - 8th Floor, MB Building, No. 21 Cat Linh, O Cho Dua, Hanoi.
- Điện thoại/Telephone: +84 247304 5688 Fax: +84 24 37262601
- Vốn điều lệ/Charter capital: **6.587.267.870.000** đồng/VND
- Mã chứng khoán/Stock symbol: MBS
- Mô hình quản trị công ty/Governance model: Đại hội đồng cổ đông, Hội đồng quản trị, Ban Kiểm soát và Tổng Giám đốc / *General Meeting of Shareholders, Board of Directors, Board of Supervisors, General Director.*
- Về việc thực hiện chức năng kiểm toán nội bộ: Đã thực hiện/ *The implementation of internal audit: Implemented.*

I. Hoạt động của Đại hội đồng cổ đông / Activities of the General Meeting of Shareholders

Thông tin về các cuộc họp và Nghị quyết/Quyết định của Đại hội đồng cổ đông (ĐHĐCĐ)/*Information on meetings, resolutions and decisions of the General Meeting of Shareholders*: Công ty CP Chứng khoán MB đã tổ chức thành công Đại hội đồng cổ đông thường niên vào ngày 15/04/2025 và Đại hội đồng cổ đông bất thường vào ngày 16/12/2025. Trên cơ sở các báo cáo, tờ trình và quá trình thảo luận, ĐHĐCĐ đã thông qua các nội dung chính như sau / *MB Securities Joint Stock Company successfully held the Annual General Meeting of Shareholders on April 15, 2025 and The Extraordinary General Meeting of Shareholders on December 16, 2025. Based on reports, proposals and discussions, the GMS approved the followings*:

ST No.	Số Nghị quyết/Quyết định <i>Resolution/Dec ision No.</i>	Ngày <i>Date</i>	Nội dung <i>Content</i>
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1	01/NQ-MBS-DHĐCĐ	15/04/2025	<p>Đại hội đồng cổ đông thường niên năm 2025: <i>Annual General Meeting of Shareholders 2025:</i></p> <ul style="list-style-type: none"> - Báo cáo tổng kết hoạt động của HĐQT năm 2024, phương hướng hoạt động năm 2025; <i>Report on the Board of Directors' activities in 2024 and the direction of activities in 2025;</i> - Báo cáo của BKS về kết quả hoạt động năm 2024, kế hoạch hoạt động năm 2025; <i>Report of the Board of Supervisors on the results of operations in 2024 and the plan of operations in 2025;</i> - Báo cáo hoạt động kinh doanh năm 2024 và Kế hoạch kinh doanh năm 2025; <i>Business performance report 2024 and Business plan 2025;</i> - Báo cáo tình hình quản trị công ty năm 2024; <i>Corporate governance report 2024;</i> - Báo cáo tài chính năm 2024 đã được kiểm toán và kế hoạch kinh doanh năm 2025. <i>Audited financial statements for 2024 and business plan for 2025;</i> - Tờ trình Thông qua báo cáo tài chính năm 2024 đã được kiểm toán, phương án phân phối lợi nhuận đến năm 2024, kế hoạch năm 2025. <i>Report on approval of audited financial statements for 2024, profit distribution plan for 2024, and plan for 2025;</i> - Tờ trình Thông qua điều chỉnh Phương án sử dụng vốn thu được từ đợt chào bán cổ phiếu ra công chúng năm 2024 <i>Proposal for Approval of Adjustment of Plan for Using Capital Proceeds from Public Offering of Shares in 2024;</i> - Tờ trình Lựa chọn công ty kiểm toán năm 2025. <i>Proposal for selection of auditing company in 2025;</i> - Tờ trình Phương án phát hành cổ phiếu để tăng vốn điều lệ năm 2025. <i>Proposal for issuance of shares to increase charter capital in 2025;</i> - Tờ trình Thù lao Hội đồng quản trị, Ban Kiểm soát năm 2025. <i>Report on Board of Directors and Supervisory Board Remuneration in 2025;</i> - Tờ trình Thông qua việc Niêm yết các trái phiếu MBS chào bán ra công chúng. <i>Proposal for Approval of Listing of MBS Bonds for Public Offering;</i> - Tờ trình Biểu quyết thông qua các vấn đề tại Đại hội đồng cổ đông thường niên năm 2025. <i>Proposal for voting to approve contents at the 2025 Annual General Meeting of Shareholders.</i>
2	02/NQ-MBS-DHĐCĐ	16/12/2025	<p>Đại hội đồng cổ đông bất thường năm 2025: <i>The 2025 Extraordinary General Meeting of Shareholders:</i></p> <ul style="list-style-type: none"> - Tờ trình số 45/TTr-MBS-HĐQT ngày 21/11/2025 về việc tiếp tục triển khai ESOP và Phương án phát hành thêm cổ phiếu để tăng vốn điều lệ sau khi kết thúc ESOP. <i>Proposal No.45/TTr-MBS-HĐQT dated 21 November 2025 regarding "Continuation of implementing the ESOP and the Plan for additional share issuance to increase charter capital after the completion of the ESOP."</i>

II. Hội đồng quản trị (Báo cáo năm 2025) / Board of Directors (2025 annual Report):

1. Thông tin về thành viên Hội đồng quản trị (HĐQT)/Information about the members of the Board of Directors:

STT No.	Thành viên HĐQT/ Board of Directors' members	Chức vụ / Position (thành viên HĐQT độc lập, TVHĐQT không điều hành) (Independent members of the Board of Directors, Non-executive members of the Board of Directors)	Ngày bắt đầu/không còn là thành viên HĐQT/ HĐQT độc lập The date becoming/ceasing to be the member of the Board of Directors	
			Ngày bổ nhiệm Date of appointment	Ngày miễn nhiệm Date of dismissal
1	Ông/Mr. Lê Viết Hải	Chủ tịch HĐQT Chairman of the Board	03/06/2020	
2	Ông/Mr. Phan Phương Anh	Thành viên HĐQT, Board Member, Phó Chủ tịch HĐQT Vice Chairman of the Board	26/04/2022 21/04/2023	
3	Bà/Mrs. Nguyễn Minh Hằng	Thành viên HĐQT Board Member	03/06/2020	
4	Ông/Mr. Phạm Xuân Thanh	Thành viên HĐQT Board Member	21/04/2023	
5	Ông/Mr. Phạm Thế Anh	Thành viên HĐQT độc lập Independent Board Member	21/04/2023	

2. Các cuộc họp HĐQT/Meetings of the Board of Directors:

STT No.	Thành viên HĐQT/ Board of Director' member	Số buổi họp HĐQT tham dự/Number of meetings attended by Board of Directors	Tỷ lệ tham dự họp/Attendance rate	Lý do không tham dự họp/Reasons for absence
1	Ông/Mr. Lê Viết Hải	4/4	100%	
2	Ông/Mr. Phan Phương Anh	4/4	100%	
3	Bà/Mrs. Nguyễn Minh Hằng	4/4	100%	
4	Ông/Mr. Phạm Xuân Thanh	4/4	100%	
5	Ông/Mr. Phạm Thế Anh	4/4	100%	

3. Hoạt động giám sát của HĐQT đối với Ban Tổng Giám đốc/Supervising the Board of Management by the Board of Directors:

- Công tác giám sát tuân thủ các chỉ đạo của HĐQT trong năm 2025 tiếp tục được chú trọng thực hiện mạnh mẽ, quyết liệt, đảm bảo tất cả các Nghị quyết, Quyết định, chỉ đạo của HĐQT, Chủ tịch HĐQT được giám sát thực hiện chặt chẽ, thường xuyên và rõ trách nhiệm.

The work of supervising compliance with the Board of Directors' instructions in the first 6 months of 2025 continued to be focused on and implemented strongly and resolutely, ensuring that all Resolutions, Decisions and instructions of the Board of Directors and the Chairman of the Board of Directors were closely, regularly and responsibly monitored.

- HĐQT đã tổ chức họp ĐHĐCĐ thường niên năm 2025 vào ngày 15/04/2025 và Đại hội đồng cổ đông bất thường vào ngày 16/12/2025 đúng theo quy định của pháp luật hiện hành.

The Board of Directors held the 2025 Annual General Meeting of Shareholders on April 15, 2025 and The Extraordinary General Meeting of Shareholders on December 16, 2025 in accordance with current law.

- Tại các phiên họp định kỳ, HĐQT công ty đều tiến hành thông qua báo cáo kết quả hoạt động kinh doanh của quý và bản kế hoạch giai đoạn sau do Ban Tổng giám đốc trình bày. Các cuộc họp đều được thảo luận dân chủ, công khai và có trách nhiệm cao.

At regular meetings, the Board of Directors of the company always approves the quarterly business performance report and discusses the next phase plan presented by the Board of Directors. All meetings are discussed democratically, openly and with high responsibility.

- Ban Tổng giám đốc đã triển khai hoạt động kinh doanh theo định hướng chiến lược dài hạn của MBS, đồng thời nâng cao công tác quản lý, quản trị rủi ro và kiểm soát rủi ro.

The Board of Management has implemented business activities in accordance with MBS's long-term strategic orientation, while improving management, risk management and risk control.

- Việc bổ nhiệm, miễn nhiệm các chức danh cán bộ quản lý của Công ty theo đúng trình tự và đúng quy định của Điều lệ.

The appointment and dismissal of the Company's management positions complied with the correct procedures and regulations of the Charter.

- Công tác quản trị công ty của HĐQT được duy trì, củng cố và luôn đổi mới nhằm đáp ứng yêu cầu công việc và thực tiễn kinh doanh. Nhìn chung, hoạt động giám sát được tiến hành chặt chẽ theo đúng quy định của Pháp luật và Điều lệ Công ty.

The Board of Directors' corporate governance work is maintained, strengthened and constantly innovated to meet work requirements and business practices. In general, monitoring activities are conducted strictly in accordance with the provisions of the Law and the Company's Charter.

- Theo đánh giá của HĐQT, tất cả các thành viên Ban Tổng giám đốc đã cố gắng hoàn thành tốt chức trách của mình. Ban Tổng giám đốc và các cán bộ quản lý chủ chốt đã thực hiện hiệu quả và hợp lý các quyết định của HĐQT.

According to the Board of Directors' assessment, all members of the Board of Directors have tried to fulfill their duties well. The Board of Directors and key management staff have effectively and reasonably implemented the decisions of the Board of Directors.

4. Hoạt động của các tiểu ban thuộc Hội đồng quản trị/Activities of the Board of Directors' subcommittees:

- Hiện tại, MBS có các tiểu ban thuộc Hội đồng quản trị gồm: Ủy ban Nhân sự và lương thưởng, Ủy ban Quản lý rủi ro, Hội đồng Đầu tư. Các tiểu ban hoạt động theo Quy chế tổ chức và hoạt động của từng tiểu ban do HĐQT ban hành và hỗ trợ cho HĐQT trong các mảng hoạt động được phân công.

Currently, MBS has subcommittees under the Board of Directors including: Human Resources and Remuneration Committee, Risk Management Committee, Investment Council. The subcommittees operate according to the Organization and Operation Regulations of each subcommittee issued by the Board of Directors and support the Board of Directors in assigned areas of activity.

5. Các Nghị quyết/Quyết định của Hội đồng quản trị (Báo cáo năm 2025) / Resolutions/Decisions of the Board of Directors (2025 annual report):

ST T No.	Số Nghị quyết/ Quyết định Resolution/Decision No.	Ngày Date	Nội dung Content	Tỷ lệ thông qua Approval rate
1	02/NQ-MBS-HĐQT	10/1/2025	Khen thưởng thưởng Tập thể/Cá nhân năm 2024 2024 Collective/Individual Awards	100%
2	03/NQ-MBS-HĐQT	23/1/2025	Thiết lập hạn mức tín dụng với Ngân hàng TMCP Hàng Hải Set up credit limit with Maritime Commercial Joint Stock Bank	100%
3	04/NQ-MBS-HĐQT	23/1/2025	Thiết lập hạn mức tín dụng với Ngân hàng iM – Chi nhánh TP.HCM Set up credit limit with iM Bank – Ho Chi Minh City Branch	100%
4	05/NQ-MBS-HĐQT	23/1/2025	Thiết lập hạn mức tín dụng tại Ngân hàng SinoPac – Hồng Kông Set up credit limit with SinoPac Bank – Hong Kong	100%
5	06/NQ-MBS-HĐQT	24/1/2025	Ban hành Chính sách Quản trị rủi ro năm 2025 Issuing Risk Management Policy 2025	100%
6	08/NQ-MBS-HĐQT	3/3/2025	Bổ nhiệm Giám đốc Chi nhánh Hải Phòng	100%

ST T No.	Số Nghị quyết/ Quyết định <i>Resolution/Decision No.</i>	Ngày <i>Date</i>	Nội dung <i>Content</i>	Tỷ lệ thông qua <i>Approval rate</i>
			<i>Appointment of Hai Phong Branch Director</i>	
7	09/NQ-MBS-HĐQT	3/3/2025	Miễn nhiệm Giám đốc Chi nhánh Hải Phòng <i>Dismissal of Hai Phong Branch Director</i>	100%
8	10/NQ-MBS-HĐQT	3/3/2025	Thay đổi Giám đốc Chi nhánh Hải Phòng <i>Change of Hai Phong Branch Director</i>	100%
9	12/NQ-MBS-HĐQT	6/3/2025	Thiết lập hạn mức tín dụng với Ngân hàng TMCP Quốc tế Việt Nam <i>Set up a credit limit with Vietnam International Commercial Joint Stock Bank</i>	100%
10	13/NQ-MBS-HĐQT	10/3/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu ACB <i>Issuance of covered warrants on ACB shares</i>	100%
11	14/NQ-MBS-HĐQT	10/3/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu HDB <i>Issuance of covered warrants on HDB shares</i>	100%
12	15/NQ-MBS-HĐQT	10/3/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu HPG <i>Issuance of covered warrants on HPG shares</i>	100%
13	16/NQ-MBS-HĐQT	10/3/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu MSN <i>Issuance of covered warrants on MSN shares</i>	100%
14	17/NQ-MBS-HĐQT	10/3/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu MWG <i>Issuance of covered warrants on MWG shares</i>	100%
15	18/NQ-MBS-HĐQT	10/3/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu SHB <i>Issuance of warrants on SHB shares</i>	100%
16	19/NQ-MBS-HĐQT	10/3/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu STB <i>Issuance of covered warrants on STB shares</i>	100%
17	20/NQ-MBS-HĐQT	10/3/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu TCB <i>Issuance of covered warrants on TCB shares</i>	100%
18	21/NQ-MBS-HĐQT	10/3/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu TPB <i>Issuance of covered warrants on TPB shares</i>	100%
19	22/NQ-MBS-HĐQT	10/3/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu VHM <i>Issuance of covered warrants on VHM shares</i>	100%
20	23/NQ-MBS-HĐQT	10/3/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu VIB <i>Issuance of covered warrants on VIB shares</i>	100%
21	24/NQ-MBS-HĐQT	10/3/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu VIC <i>Issuance of covered warrants on VIC shares</i>	100%
22	25/NQ-MBS-HĐQT	10/3/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu VPB <i>Issuance of covered warrants on VPB shares</i>	100%
23	26/NQ-MBS-HĐQT	10/3/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu VRE <i>Issuance of covered warrants on VRE shares</i>	100%
24	28/NQ-MBS-HĐQT	18/3/2025	Thiết lập hạn mức tín dụng tại Ngân hàng The Shanghai Commercial & Savings Bank <i>Set up a credit limit at The Shanghai Commercial & Savings Bank</i>	100%
25	29/NQ-MBS-HĐQT	18/3/2025	Thiết lập hạn mức tín dụng tại Ngân hàng KGI, trụ sở Đài Loan <i>Set up credit limit at KGI Bank, Taiwan headquarters</i>	100%
26	30/NQ-MBS-HĐQT	25/3/2025	Phương án phát hành trái phiếu ra công chúng lần 1 năm 2025 <i>Plan for the first public bond issuance in 2025</i>	100%
27	31/NQ-MBS-HĐQT	31/3/2025	Thay đổi địa điểm trụ sở chính và Chi nhánh Sở giao dịch 1 <i>Change of head office location and Branch of Transaction Office 1</i>	100%
28	32/NQ-MBS-HĐQT	31/3/2025	Sửa đổi Quy chế tổ chức và hoạt động của Phòng Kiểm toán nội bộ <i>Amendment of the Regulations on organization and operation of the Internal Audit Department</i>	

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29	33/NQ-MBS-HĐQT	28/4/2025	Ban hành Điều lệ Công ty Cổ phần Chứng khoán MB <i>Issuing the Charter of MB Securities Joint Stock Company</i>	100%
30	34/NQ-MBS-HĐQT	28/4/2025	Thiết lập hạn mức tín dụng với Công ty Tài chính Cổ phần điện lực <i>Set up a credit limit with Power Finance Joint Stock Company</i>	100%
31	35/NQ-MBS-HĐQT	28/4/2025	Thiết lập hạn mức tín dụng với Ngân hàng TMCP Công Thương Việt Nam <i>Set up credit limit with Vietnam Joint Stock Commercial Bank for Industry and Trade</i>	100%
32	36/NQ-MBS-HĐQT	28/4/2025	Thiết lập hạn mức tín dụng với Ngân hàng TMCP Thịnh vượng và Phát triển <i>Set up a credit limit with Prosperity and Development Joint Stock Commercial Bank</i>	100%
33	37/NQ-MBS-HĐQT	28/4/2025	Thiết lập hạn mức tín dụng với Ngân hàng Công nghiệp Hàn Quốc - Chi nhánh Hồ Chí Minh <i>Establish a credit limit with Industrial Bank of Korea - Ho Chi Minh Branch</i>	100%
34	38/NQ-MBS-HĐQT	12/5/2025	Triển khai thực hiện phương án phát hành quyền mua cổ phần cho cổ đông hiện hữu để tăng vốn điều lệ <i>Implement the plan to issue stock purchase rights to existing shareholders to increase charter capital.</i>	100%
35	39/NQ-MBS-HĐQT	12/5/2025	Thông qua bộ hồ sơ đăng ký chào bán thêm cổ phiếu ra công chúng để tăng vốn điều lệ <i>Approval of the registration dossier for offering additional shares to the public to increase charter capital</i>	100%
36	40/NQ-MBS-HĐQT	20/5/2025	Thiết lập hạn mức tín dụng với Ngân hàng TMCP Á Châu <i>Set up credit limit with Asia Commercial Joint Stock Bank</i>	100%
37	41/NQ-MBS-HĐQT	30/5/2025	Thông qua bộ hồ sơ đăng ký chào bán trái phiếu ra công chúng lần 1 năm 2025 <i>Approval of the first public bond offering registration dossier in 2025</i>	100%
38	42/NQ-MBS-HĐQT	18/6/2025	Thiết lập hạn mức tín dụng với Ngân hàng TMCP Đầu tư và Phát triển Việt Nam <i>Set up credit limit with Vietnam Joint Stock Commercial Bank for Investment and Development</i>	100%
39	43/NQ-MBS-HĐQT	18/6/2025	Phê duyệt, thông qua chủ trương thực hiện các Hợp đồng. Giao dịch giữa MBS với các bên liên quan trong năm 2025 <i>Approval of the implementation of Contracts. Transactions between MBS and related parties in 2025</i>	80%
40	44/NQ-MBS-HĐQT	24/6/2025	Thiết lập hạn mức tín dụng với Ngân hàng TMCP Phát triển Thành phố Hồ Chí Minh - Chi nhánh Hoàn Kiếm <i>Set up credit limit with Ho Chi Minh City Development Joint Stock Commercial Bank - Hoan Kiem Branch</i>	100%
41	45/NQ-MBS-HĐQT	24/6/2025	Thiết lập hạn mức tín dụng với Ngân hàng Liên doanh Việt – Nga <i>Establish a credit limit with Vietnam - Russia Joint Venture Bank</i>	100%
42	46/NQ-MBS-HĐQT	24/6/2025	Thiết lập hạn mức tín dụng với Ngân hàng TMCP Thịnh vượng và Phát triển <i>Set up credit limit with Prosperity and Development Joint Stock Bank</i>	100%
43	47/NQ-MBS-HĐQT	3/7/2025	Triển khai thực hiện phương án phát hành quyền mua cổ phần cho cổ đông hiện hữu và phương án phát hành cổ phiếu tăng vốn cổ phần từ nguồn vốn chủ sở hữu <i>Implement the plan to issue share purchase rights to existing shareholders and the plan to issue shares to increase share capital from equity capital</i>	100%

ST T No.	Số Nghị quyết/ Quyết định <i>Resolution/Decision No.</i>	Ngày <i>Date</i>	Nội dung <i>Content</i>	Tỷ lệ thông qua <i>Approval rate</i>
44	48/NQ-MBS-HĐQT	7/7/2025	Khen thưởng thường Tập thể/Cá nhân 6 tháng năm 2025 <i>Reward/Award for Teams/Individuals for the first 6 months of 2025</i>	100%
45	49/NQ-MBS-HĐQT	14/7/2025	Ban hành Quy chế chi tiêu nội bộ <i>Issuance of Internal Spending Regulations</i>	100%
46	50/NQ-MBS-HĐQT	28/7/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu ACB <i>Issuance of covered warrants on ACB shares</i>	100%
47	51/NQ-MBS-HĐQT	28/7/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu HDB <i>Issuance of covered warrants on HDB shares</i>	100%
48	52/NQ-MBS-HĐQT	28/7/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu HPG <i>Issuance of covered warrants on HPG shares</i>	100%
49	53/NQ-MBS-HĐQT	28/7/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu MSN <i>Issuance of covered warrants on MSN shares</i>	100%
50	54/NQ-MBS-HĐQT	28/7/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu MWG <i>Issuance of covered warrants on MWG shares</i>	100%
51	55/NQ-MBS-HĐQT	28/7/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu SHB <i>Issuance of covered warrants on SHB shares</i>	100%
52	56/NQ-MBS-HĐQT	28/7/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu STB <i>Issuance of covered warrants on STB shares</i>	100%
53	57/NQ-MBS-HĐQT	28/7/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu TCB <i>Issuance of covered warrants on TCB shares</i>	100%
54	58/NQ-MBS-HĐQT	28/7/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu TPB <i>Issuance of covered warrants on MSN shares</i>	100%
55	59/NQ-MBS-HĐQT	28/7/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu VIB <i>Issuance of covered warrants on VIB shares</i>	100%
56	60/NQ-MBS-HĐQT	28/7/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu VPB <i>Issuance of covered warrants on VPB shares</i>	100%
57	61/NQ-MBS-HĐQT	28/7/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu VRE <i>Issuance of covered warrants on VRE shares</i>	100%
58	62/NQ-MBS-HĐQT	29/7/2025	Thực hiện chi trả cổ tức bằng tiền năm 2024 <i>Payment of cash dividends for 2024</i>	100%
59	63/NQ-MBS-HĐQT	3/9/2025	Thiết lập hạn mức tín dụng với Ngân hàng TMCP Việt Nam Thịnh Vượng <i>Establishing a credit limit with Vietnam Prosperity Commercial Bank</i>	100%
60	64/NQ-MBS-HĐQT	3/9/2025	Thiết lập hạn mức tín dụng với Ngân hàng TMCP Lộc Phát Việt Nam <i>Establishing a credit limit with Loc Phat Vietnam Commercial Bank</i>	100%
61	65/NQ-MBS-HĐQT	3/9/2025	Thiết lập hạn mức tín dụng với Ngân hàng The Shanghai Commercial and Savings Bank – CN Đồng Nai <i>Establishing a credit limit with The Shanghai Commercial and Savings Bank – Dong Nai Branch</i>	100%
62	66/NQ-MBS-HĐQT	19/8/2025	Thiết lập hạn mức tín dụng với Ngân hàng Thương mại Taipei Fubon <i>Establishing a credit limit with Taipei Fubon Commercial Bank</i>	100%
63	67/NQ-MBS-HĐQT	12/9/2025	Thông qua ngày chốt danh sách cổ đông thực hiện quyền mua cổ phiếu trong đợt chào bán thêm cổ phiếu ra công chúng và thực hiện quyền nhận cổ phiếu trong đợt phát hành cổ phiếu để tăng vốn cổ phần từ nguồn vốn chủ sở hữu năm 2025 <i>Approving the record date for shareholders to exercise their right to purchase shares in the public offering and to exercise their right to receive shares in the share issuance to increase share capital from equity in 2025</i>	100%

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64	68/NQ-MBS-HĐQT	17/9/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu ACB <i>Issuance of covered warrants on ACB shares</i>	100%
65	69/NQ-MBS-HĐQT	17/9/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu DGC <i>Issuance of covered warrants on DGC shares</i>	100%
66	70/NQ-MBS-HĐQT	17/9/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu HDB <i>Issuance of covered warrants on HDB shares</i>	100%
67	71/NQ-MBS-HĐQT	17/9/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu HPG <i>Issuance of covered warrants on HPG shares</i>	100%
68	72/NQ-MBS-HĐQT	17/9/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu LPB <i>Issuance of covered warrants on LPB shares</i>	100%
69	73/NQ-MBS-HĐQT	17/9/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu MWG <i>Issuance of covered warrants on MWG shares</i>	100%
70	74/NQ-MBS-HĐQT	17/9/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu SHB <i>Issuance of covered warrants on SHB shares</i>	100%
71	75/NQ-MBS-HĐQT	17/9/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu STB <i>Issuance of covered warrants on STB shares</i>	100%
72	76/NQ-MBS-HĐQT	17/9/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu TCB <i>Issuance of covered warrants on TCB shares</i>	100%
73	77/NQ-MBS-HĐQT	17/9/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu TPB <i>Issuance of covered warrants on TPB shares</i>	100%
74	78/NQ-MBS-HĐQT	17/9/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu VHM <i>Issuance of covered warrants on VHM shares</i>	100%
75	79/NQ-MBS-HĐQT	17/9/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu VIB <i>Issuance of covered warrants on VIB shares</i>	100%
76	80/NQ-MBS-HĐQT	17/9/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu VIC <i>Issuance of covered warrants on VIC shares</i>	100%
77	81/NQ-MBS-HĐQT	17/9/2025	Phát hành chứng quyền có bảo đảm trên cổ phiếu VPB <i>Issuance of covered warrants on VPB shares</i>	100%
78	82/NQ-MBS-HĐQT	19/9/2025	Thiết lập hạn mức tín dụng với Ngân hàng TMCP Quốc tế Việt Nam <i>Establishing a credit limit with Vietnam International Commercial Bank</i>	100%
79	83/NQ-MBS-HĐQT	22/9/2025	Phát hành trái phiếu riêng lẻ MBS lần 1 năm 2025 <i>MBS Private Placement Bond Issuance (First tranche) in 2025</i>	100%
80	84/NQ-MBS-HĐQT	29/9/2025	Thông qua Quy chế phát hành cổ phiếu theo chương trình lựa chọn cho người lao động (ESOP) năm 2025 <i>Approval of the Regulations on the Issuance of Shares under the Employee Stock Option Program (ESOP) in 2025</i>	100%
81	85/NQ-MBS-HĐQT	29/9/2025	Thông qua Danh sách phân bổ cổ phiếu theo Chương trình phát hành cổ phiếu ESOP 2025 <i>Approval of the List of Share Allocations under the ESOP Share Issuance Program in 2025</i>	100%
82	86/NQ-MBS-HĐQT	25/9/2025	Bổ nhiệm cán bộ (Phạm Thị Kim Ngân) <i>Appointment of Staff (Mrs. Pham Thi Kim Ngan)</i>	100%
83	87/NQ-MBS-HĐQT	29/9/2025	Triển khai thực hiện phương án phát hành cổ phiếu theo chương trình lựa chọn cho người lao động trong Công ty năm 2025 <i>Implementation of the plan for issuing shares under the employee stock option program in the Company in 2025</i>	100%
84	90/NQ-MBS-HĐQT	8/10/2025	Thông qua kết quả đợt phát hành cổ phiếu tăng vốn cổ phần từ nguồn vốn chủ sở hữu năm 2025	100%

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			<i>Approval of the results of the share issuance to increase equity capital from owner's equity in 2025</i>	
85	91/NQ-MBS-HĐQT	14/10/2025	Phát hành bổ sung chứng quyền HPG.MBS.C.EU.CASH.6M.25-01 <i>Additional issuance of HPG.MBS.C.EU.CASH.6M.25-01 warrants</i>	100%
86	92/NQ-MBS-HĐQT	14/10/2025	Phát hành bổ sung chứng quyền TPB.MBS.C.EU.CASH.6M.25-01 <i>Additional issuance of TPB.MBS.C.EU.CASH.6M.25-01 warrants</i>	100%
87	93/NQ-MBS-HĐQT	14/10/2025	Thông qua việc dừng triển khai phương án phát hành trái phiếu ra công chúng lần 1 năm 2025 <i>Approving the suspension of the first public bond issuance plan in 2025</i>	100%
88	94/NQ-MBS-HĐQT	16/10/2025	Sửa đổi, bổ sung Quy chế phát hành cổ phiếu theo chương trình lựa chọn cho người lao động (ESOP) năm 2025 <i>The amendment and supplementation of the Regulations on the issuance of shares under the employee stock option program (ESOP) in 2025</i>	100%
89	95/NQ-MBS-HĐQT	23/10/2025	Thiết lập hạn mức tín dụng với Ngân hàng TNHH MTV Shinhan Việt Nam <i>Establishing a credit limit with Shinhan Bank Vietnam Co., Ltd.</i>	100%
90	96/NQ-MBS-HĐQT	23/10/2025	Thiết lập hạn mức tín dụng với Ngân hàng TMCP Xuất nhập khẩu Việt Nam <i>Establishing a credit limit with Vietnam Export Import Commercial Bank</i>	100%
91	97/NQ-MBS-HĐQT	23/10/2025	Thiết lập hạn mức tín dụng với Ngân hàng TNHH Indovina <i>Establishing a credit limit with Indovina Bank Co., Ltd.</i>	100%
92	98/NQ-MBS-HĐQT	23/10/2025	Thiết lập hạn mức tín dụng với Ngân hàng TMCP Đông Nam Á <i>Establishing a credit limit with Southeast Asia Commercial Bank</i>	100%
93	99/NQ-MBS-HĐQT	23/10/2025	Thiết lập hạn mức tín dụng với Công ty Tài chính Cổ phần Tín Việt <i>Establishing a credit limit with Tin Viet Finance Joint Stock Company</i>	100%
94	100/NQ-MBS-HĐQT	23/10/2025	Thiết lập hạn mức tín dụng với Ngân hàng Cathay United Bank – Chi nhánh Hồ Chí Minh <i>Establishing a credit limit with Cathay United Bank – Ho Chi Minh Branch</i>	100%
95	101/NQ-MBS-HĐQT	23/10/2025	Thiết lập hạn mức tín dụng với Ngân hàng iM – Chi nhánh TP.HCM <i>Establishing a credit limit with iM Bank – Ho Chi Minh City Branch</i>	100%
96	102/NQ-MBS-HĐQT	28/10/2025	Thông qua kế hoạch tổ chức Đại hội đồng cổ đông bất thường năm 2025 <i>Approval of the plan to hold The extraordinary general meeting of shareholders in 2025</i>	100%
97	103/NQ-MBS-HĐQT	5/11/2025	Phân phối số cổ phiếu còn lại chưa phân phối hết sau khi cổ đông hiện hữu thực hiện quyền mua cổ phiếu phát hành thêm năm 2025 <i>Distribution of remaining shares not yet distributed after existing shareholders exercise their right to purchase additional shares issued in 2025</i>	100%
98	104/NQ-MBS-HĐQT	13/11/2025	Thiết lập hạn mức tín dụng với Ngân hàng TMCP Ngoại thương Việt Nam <i>Establishment of a credit limit with Vietnam Foreign Trade Commercial Bank</i>	100%
99	105/NQ-MBS-HĐQT	14/11/2025	Thông qua kết quả chào bán thêm cổ phiếu ra công chúng năm 2025 <i>Approval of the results of the additional share offering to the public in 2025</i>	100%

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100	106/NQ-MBS-HĐQT	28/11/2025	Thiết lập hạn mức tín dụng với Ngân hàng TMCP Phát triển Thành phố Hồ Chí Minh – Chi nhánh Hoàn Kiếm <i>Establishment of a credit limit with Ho Chi Minh City Development Commercial Bank – Hoan Kiem Branch</i>	100%
101	107/NQ-MBS-HĐQT	19/12/2025	Triển khai thực hiện phương án phát hành cổ phiếu theo chương trình lựa chọn cho người lao động trong Công ty <i>Implementation of the plan to issue shares under the employee stock option program in the Company</i>	100%
102	108/NQ-MBS-HĐQT	15/12/2025	Thiết lập hạn mức với Ngân hàng TMCP Kỹ Thương Việt Nam <i>Establishment of a credit limit with Vietnam Technological and Commercial Bank</i>	100%
103	109/NQ-MBS-HĐQT	26/12/2025	Sửa đổi, bổ sung Quy chế phát hành cổ phiếu theo chương trình lựa chọn cho người lao động (ESOP) <i>Amendments and additions to the Regulations on the issuance of shares under the employee stock option program (ESOP)</i>	100%

III. Ban kiểm soát (Báo cáo năm 2025)/Board of Supervisors (2025 annual report):

1. Thông tin về thành viên Ban Kiểm soát (BKS)/ Information about members of Board of Supervisors:

STT No.	Thành viên BKS <i>Members of Board of Supervisors/ Audit Committee</i>	Chức vụ <i>Position</i>	Ngày bắt đầu/không còn là thành viên BKS <i>The date becoming/ceasing to be the member of the Board of Supervisors/ Audit Committee</i>	Trình độ chuyên môn <i>Qualification</i>
1	Bà/Mrs. Phạm Thị Hoa	Trưởng BKS <i>Head of Board of Supervisors</i>	Bầu làm Trưởng BKS từ 10/04/2021 <i>Elected as Head of Board of Supervisors from April 10, 2021</i>	
2	Bà/Mrs. Vũ Thị Hương	TV BKS <i>Board of Supervisors Member</i>	Bầu làm TV BKS từ 27/04/2017 <i>Elected as Board of Supervisors member from April 27, 2017</i>	
3	Bà/Mrs. Lê Thu Trang	TV BKS <i>Board of Supervisors Member</i>	Bầu làm TV BKS từ 21/04/2023 <i>Elected as Board of Supervisors member from April 21, 2023</i>	

2. Cuộc họp của BKS/Meetings of Board of Supervisors

STT No.	Thành viên BKS <i>Members of Board of Supervisors</i>	Số buổi họp tham dự <i>Number of meetings attended</i>	Tỷ lệ tham dự họp <i>Attendance rate</i>	Tỷ lệ biểu quyết <i>Voting rate</i>	Lý do không tham dự họp <i>Reasons for absence</i>
1	Bà/Mrs. Phạm Thị Hoa	6/6	100%	100%	
2	Bà/Mrs. Vũ Thị Hương	6/6	100%	100%	
3	Bà/Mrs. Lê Thu Trang	6/6	100%	100%	

3. Hoạt động giám sát của BKS đối với HĐQT, Ban Tổng Giám đốc và cổ đông/Supervising Board of Directors, Board of Management and shareholders by Board of Supervisors:

- Trong năm 2025, Công tác giám sát của BKS đối với HĐQT, Ban TGD và Cổ đông tiếp tục thực hiện mạnh mẽ và quyết liệt, đúng quy định, cụ thể: Thực hiện các nhiệm vụ giám sát theo đúng quy định của Pháp luật, Điều lệ, Nghị quyết của Đại hội đồng cổ đông, gồm: Giám sát thực thi chiến lược; giám sát tài chính, hoạt động quản lý rủi ro; giám sát hoạt động đầu tư mua bán tài sản và thuê ngoài; giám sát hoạt động môi giới tư

vấn IB, đầu tư Trái phiếu, nguồn vốn, giám sát hoạt động xử lý thu hồi nợ xấu; giám sát hoạt động giao dịch với các bên liên quan; giám sát triển khai hoạt động kinh doanh và tuân thủ Nghị quyết của ĐHĐCĐ, HĐQT.

In 2025, the Board of Supervisors' supervision of the Board of Directors, the Board of Management and Shareholders will continue to be carried out strongly and resolutely, in accordance with regulations, specifically: Carrying out supervision tasks in accordance with the provisions of the Law, the Charter, and the Resolution of the General Meeting of Shareholders, including: Supervising the implementation of strategies; supervising finance, risk management activities; supervising investment activities in buying and selling assets and outsourcing; supervising IB consulting brokerage activities, bond investment, capital sources, supervising bad debt recovery activities; supervising transactions with related parties; supervising the implementation of business activities and compliance with the Resolutions of the General Meeting of Shareholders and the Board of Directors.

- Xây dựng cơ chế báo cáo giám sát đối với HĐQT/Tổng giám đốc định kỳ theo tháng/quý. Kịp thời kiến nghị HĐQT/Tổng giám đốc tuân thủ các chỉ tiêu an toàn tài chính và giới hạn đầu tư theo quy định của Pháp luật; khuyến nghị thực hiện các giải pháp nâng cao năng lực quản trị, điều hành và hiệu quả hoạt động kinh doanh.
Develop a monitoring reporting mechanism for the Board of Directors/General Director on a monthly/quarterly basis. Timely recommend the Board of Directors/General Director to comply with financial safety indicators and investment limits as prescribed by law; recommend solutions to improve management and operational capacity and business performance.

- Tham gia đầy đủ các cuộc họp của HĐQT/Các Ủy ban trực thuộc HĐQT; cho ý kiến đối với các tờ trình thuộc thẩm quyền phê duyệt của HĐQT với vai trò độc lập, đưa ra các ý kiến khách quan góp phần giảm thiểu rủi ro trong hoạt động kinh doanh của công ty.

Fully participate in meetings of the Board of Directors/Committees under the Board of Directors; give opinions on reports under the approval authority of the Board of Directors in an independent role, providing objective opinions to contribute to minimizing risks in the company's business operations.

- Phối hợp tốt với tuyến bảo vệ thứ 2 trong mô hình 3 tuyến bảo vệ, thực hiện chia sẻ thông tin nhằm nâng cao hiệu quả hoạt động kiểm soát, kiểm toán nội bộ, quản trị rủi ro và quản trị tài chính.

Coordinate well with the second line of defense in the three-line defense model, share information to improve the effectiveness of control, internal audit, risk management and financial management.

- Thẩm định báo cáo tài chính năm 2024; báo cáo tài chính 6 tháng 2025; Quyết toán báo cáo tài chính năm 2024 theo đúng quy định của Pháp luật và quy định nội bộ.

Auditing 2024 financial statements; 2025 semi-annual financial statements; Finalizing 2024 financial statements in accordance with the provisions of the Law and internal regulations.

- Chỉ đạo tổ chức triển khai các chương trình kiểm toán nội bộ trong năm 2025 gồm: thẩm định Báo cáo Tài chính năm 2024, báo cáo tài chính 6 tháng 2025, quyết toán Báo cáo tài chính năm 2024; kiểm toán hoạt động dịch vụ ngân hàng đầu tư (IB), hoạt động mua/thuê ngoài CNTT, kiểm toán hoạt động dịch vụ tài chính, kiểm toán hoạt động nguồn vốn và các chương trình rà soát khác theo đề xuất của HĐQT/BKS... Đào tạo nâng cao năng lực nguồn nhân sự kiểm toán nội bộ nhằm đáp ứng yêu cầu về kiểm toán theo quy định của Pháp luật và thông lệ quốc tế.

Direct the implementation of internal audit programs in 2025, including: appraisal of the 2024 Financial Report, 2025 semi-annual financial statements, finalization of the 2024 Financial Report; audit of investment banking (IB) services, IT purchasing/outsourcing activities, financial service activities, capital activities and other review programs as proposed by the Board of Directors/Board of Supervisors... Training to improve the capacity of internal audit human resources to meet auditing requirements according to the provisions of the Law and international practices.

- Tham gia đóng góp ý kiến đối với các tờ trình/Phương án hoạt động kinh doanh trình cấp HĐQT đảm bảo tuân thủ các quy định của pháp luật và hạn chế rủi ro.

Participate in contributing opinions to reports/business plans submitted to the Board of Directors to ensure compliance with legal regulations and minimize risks.

4. Sự phối hợp hoạt động giữa BKS đối với hoạt động của HĐQT, Ban Giám đốc điều hành và các cán bộ quản lý khác/*The coordination among the Board of Supervisors, the Board of Management, Board of Directors and other managers:*

Trong năm 2025, cơ chế phối hợp hoạt động giữa HĐQT, BKS và Ban Tổng giám đốc được cụ thể hóa trong quy chế Quản trị công ty/quy chế tổ chức và hoạt động của BKS và được thực hiện tốt, cụ thể:

In 2025, the coordination mechanism between the Board of Directors, the Board of Supervisors and the General Director Board will be specified in the Corporate Governance Regulations/Organization and Operation Regulations of the Board of Supervisors and will be well implemented, specifically:

- HĐQT, Tổng giám đốc đã tạo điều kiện thuận lợi cho BKS hoạt động theo đúng chức năng, nhiệm vụ.

The Board of Directors and General Director have created favorable conditions for the Board of Supervisors to operate in accordance with its functions and duties.

- BKS phối hợp với HĐQT chỉ đạo Kiểm toán nội bộ thực hiện các chương trình kiểm toán, giám sát các hoạt động.

The Board of Supervisors coordinates with the Board of Directors to direct the Internal Audit to implement audit programs and monitor activities.

- Định kỳ hàng quý, BKS làm việc với Tổng Giám đốc hoặc thành viên Ban Tổng giám đốc được ủy quyền về: kết quả giám sát, kiểm toán; công tác khắc phục, chỉnh sửa đề xuất của Ban kiểm soát/Kiểm toán nội bộ.

Quarterly, the Board of Supervisors works with the General Director or authorized member of the Board of Directors on: monitoring and auditing results; corrective work and revisions proposed by the Board of Supervisors/Internal Audit.

- Định kỳ hàng quý làm việc trực tiếp với các đơn vị tuyến bảo vệ thứ 2 (QTRR/KSTT) nhằm chia sẻ thông tin, nâng cao hiệu quả hoạt động kiểm soát.

Quarterly work directly with second line of defense units (Risk Management/Compliance Control) to share information and improve control effectiveness.

- Định kỳ hàng tháng, quý, 6 tháng nhận báo cáo trực tiếp từ các đơn vị, cá nhân liên quan và các báo cáo đột xuất khi phát sinh, thực hiện giám sát và đưa ra các khuyến nghị kịp thời với HĐQT/TGĐ.

Receive direct reports from relevant units and individuals on a monthly, quarterly and 6-monthly basis, and ad hoc reports when they arise, monitor and make timely recommendations to the Board of Directors/General Director.

- Định kỳ BKS được mời tham dự các cuộc họp HĐQT, các Ủy ban và giao ban Công ty; Các ý kiến, kiến nghị của BKS được HĐQT, TGĐ ghi nhận, bổ sung và chỉnh sửa hoàn thiện kịp thời, góp phần đảm bảo an toàn trong hoạt động kinh doanh.

The Board of Supervisors is periodically invited to attend meetings of the Board of Directors, Committees and Company meetings; The opinions and recommendations of the Board of Supervisors are recorded, supplemented and promptly edited and completed by the Board of Directors and General Director, contributing to ensuring safety in business operations.

5. Hoạt động khác của BKS /*Other activities of the Board of Supervisors:* Không có / None

IV. Ban điều hành/*Board of Management*

STT No.	Thành viên Ban điều hành/ <i>Members of Board of Management</i>	Ngày tháng năm sinh <i>Date of birth</i>	Trình độ chuyên môn <i>Qualification</i>	Ngày bổ nhiệm/ miễn nhiệm thành viên Ban điều hành/ <i>Date of appointment / dismissal of members of the Board of Management</i>
1	Ông/Mr. Phan Phương Anh			Bổ nhiệm Tổng Giám đốc từ 08/06/2022 <i>Appointed General Director from June 8, 2022</i>
2	Bà/Ms. Phùng Thị Thanh Hà			Giao nhiệm vụ Phó TGĐ từ 05/07/2013

STT No.	Thành viên Ban điều hành/ <i>Members of Board of Management</i>	Ngày tháng năm sinh <i>Date of birth</i>	Trình độ chuyên môn <i>Qualification</i>	Ngày bổ nhiệm/ miễn nhiệm thành viên Ban điều hành/ <i>Date of appointment / dismissal of members of the Board of Management</i>
				<i>Assigned to the position of Deputy General Director from July 5, 2013</i>
3	Ông/Mr. Lê Thành Nam			Giao nhiệm vụ Phó TGD từ 08/04/2015 <i>Assigned to Deputy General Director position from April 8, 2015</i>
4	Bà/Mrs. Phạm Thị Kim Ngân			Bổ nhiệm Phó TGD từ 01/10/2025 <i>Appointed Deputy General Director from October 01, 2025</i>
5	Ông/Mr. Lê Văn Tuấn			Giao nhiệm vụ TV BĐH từ 02/01/2019 <i>Assigning tasks to the Board of Management from January 2, 2019</i>

V. Kế toán trưởng/Chief Accountant

Họ và tên <i>Name</i>	Ngày tháng năm sinh <i>Date of birth</i>	Trình độ chuyên môn nghiệp vụ <i>Qualification</i>	Ngày bổ nhiệm/ miễn nhiệm <i>Date of appointment/ dismissal</i>
Ông/Mr. Nguyễn Văn Học			Giao nhiệm vụ KTT từ 10/10/2017 <i>Assigned Chief Accountant tasks from October 10, 2017</i>

VI. Đào tạo về quản trị công ty/*Training courses on corporate governance:*

Các khóa đào tạo về quản trị công ty mà các thành viên HĐQT, thành viên BKS, Tổng Giám đốc, các cán bộ quản lý khác và Thư ký công ty đã tham gia theo quy định về quản trị công ty/*Training courses on corporate governance were involved by members of Board of Directors, the Board of Supervisors, General Director, other managers and secretaries in accordance with regulations on corporate governance:* Các thành viên HĐQT, thành viên BKS, Ban Tổng giám đốc, các cán bộ quản lý khác đã tham gia khóa đào tạo “Quản trị Công ty” do Ủy Ban Chứng khoán tổ chức / *Members of the Board of Directors, members of the Supervisory Board, the Board of Management, and other management staff participated in the "Corporate Governance" training course organized by the State Securities Commission.*

VII. Danh sách về người có liên quan của công ty đại chúng (Báo cáo năm 2025) và giao dịch của người có liên quan của công ty với chính Công ty/*The list of affiliated persons of the public company (2025 annual report) and transactions of affiliated persons of the Company)*

1. Danh sách về người có liên quan của công ty/*The list of affiliated persons of the Company*

STT No.	Tên tổ chức/cá nhân <i>Name of organization/individual</i>	Tài khoản giao dịch chứng khoán <i>Securities trading account (if any)</i>	Chức vụ tại công ty (nếu có) <i>Position at the Company (if any)</i>	Số Giấy NSH*, ngày cấp, nơi cấp NSH <i>No. *, date of issue, place of issue</i>	Địa chỉ trụ sở chính/ Địa chỉ liên hệ <i>Address</i>	Thời điểm bắt đầu là người có liên quan <i>Time of starting to be affiliated person</i>	Thời điểm không còn là người có liên quan <i>Time of ending to be affiliated person</i>	Lý do <i>Reasons</i>	Mối quan hệ liên quan với công ty <i>Relationship with the Company</i>
1	Ngân hàng TMCP Quân đội/ <i>Military Commercial</i>	MBBA8 10555		0100283873; Ngày cấp 30/09/1994, thay đổi lần thứ 48 ngày 02/12/2020; Sở KHĐT HN	18 Lê Văn Lương, Yên Hòa, Hà Nội <i>18 Le Van Luong, Yen Hoa, Hanoi</i>	11/05/2000			Công ty mẹ <i>Parent company</i>

	al Joint Stock Bank			0100283873; Date of issue: September 30, 1994, 48th change: December 2, 2020; Hanoi Department of Planning and Investment					
2	Lê Viết Hải	005C00 0009	Chủ tịch HĐQT Chairman of the Board					Bầu làm TV HĐQT từ 03/06/2020 Elected as Board Member from June 3, 2020	Chủ tịch HĐQT Chairman of the Board
3	Phan Phương Anh	005C00 1144	Phó Chủ tịch HĐQT kiêm Tổng Giám đốc, Người phụ trách quản trị công ty Vice Chairman of the Board and General Director, Person in charge of corporate governance					Bầu làm TV HĐQT từ 26/04/2022, bổ nhiệm Tổng Giám đốc từ 08/06/2022, Bầu làm Phó Chủ tịch HĐQT từ 21/04/2023 Elected as Member of the Board of Directors from April 26, 2022, appointed General Director from June 8, 2022, Elected as Vice Chairman of the Board of Directors from April 21, 2023	Phó Chủ tịch HĐQT, TGD, Người phụ trách quản trị công ty Vice Chairman of the Board and General Director, Person in charge of corporate governanc e
4	Nguyễn Minh Hằng	005C00 0702	Thành viên HĐQT Board Member					Bầu làm TV HĐQT từ 03/06/2020 Elected as Board Member from June 3, 2020	Thành viên HĐQT Board Member
5	Phạm Xuân Thanh		Thành viên HĐQT Board Member					Bầu làm TV HĐQT từ 21/04/2023 Elected as Board Member from April 21, 2023	Thành viên HĐQT Board Member
6	Phạm Thế Anh		Thành viên HĐQT độc lập Independent Board Member					Bầu làm TV HĐQT độc lập từ 21/04/2023 Elected as independent member of the Board of Directors	Thành viên HĐQT độc lập Independ ent Board Member

								from April 21, 2023	
7	Phạm Thị Hoa	005C05 4589	Trưởng Ban kiểm soát Head of Board of Supervisors					Bầu làm TV BKS từ 10/04/2021 Elected as Head of Board of Supervisors from April 10, 2021	Trưởng Ban kiểm soát Head of Board of Supervisors
8	Vũ Thị Hương		Thành viên BKS Board of Supervisors Member					Bầu làm TV BKS từ 27/04/2017 Elected as Board of Supervisors member from April 27, 2017	Thành viên BKS Board of Supervisors Member
9	Lê Thu Trang	005C23 1902, 105C81 0289	Thành viên BKS Board of Supervisors Member					Bầu làm TV BKS từ 21/04/2023 Elected as Board of Supervisors member from April 21, 2023	Thành viên BKS Board of Supervisors Member
10	Phùng Thị Thanh Hà	005C02 8700	Phó Tổng Giám đốc, người được ủy quyền công bố thông tin Deputy General Director, authorized person to disclose information					Giao nhiệm vụ Phó TGD từ 05/07/2013 Assigned to the position of Deputy General Director from July 5, 2013	Phó Tổng Giám đốc, người được ủy quyền công bố thông tin Deputy General Director, authorized person to disclose information
11	Lê Thành Nam	005C59 5666	Phó Tổng Giám đốc Deputy General Director					Giao nhiệm vụ Phó TGD từ 08/04/2015 Assigned to the position of Deputy General Director from April 8, 2015	Phó Tổng Giám đốc Deputy General Director
12	Phạm Thị Kim Ngân	005C02 8253	Phó Tổng Giám đốc Deputy General Director					Bổ nhiệm Phó TGD từ 01/10/2025 Appointed Deputy General Director from October 01, 2025	Phó Tổng Giám đốc Deputy General Director
13	Lê Văn Tuấn	005C05 4776	Thành viên Ban điều hành Board of Management Member					Giao nhiệm vụ TV BDH từ 02/01/2019 Assigned to the position	Thành viên Ban điều hành Board of Management

								of Member of Board of Management from January 2, 2019	ent Member
14	Nguyễn Văn Học	005C09 9298	Kế toán trưởng Chief Accountant					Giao nhiệm vụ Kế toán trưởng từ 10/10/2017 Assigned to the position of Chief Accountant from October 10, 2017	Kế toán trưởng Chief Accountant
15	Công ty TNHH Quản lý nợ và Khai thác tài sản Ngân hàng TMCP Quân đội Military Commercial Joint Stock Bank Debt Management and Asset Exploitation Company Limited			105281799, SKHĐT TP HN Cấp lần đầu 11.09.2002, thay đổi lần 20 ngày 25.12.2018 105281799, Hanoi Department of Planning and Investment, First issued on September 11, 2002, 20th changed on December 25, 2018	Tòa nhà MB, Tầng 8, Số 3 Liễu Giai, Hà Nội MB Building, 8th Floor, No. 3 Lieu Giai, Hanoi	2002			Công ty con của Ngân hàng TMCP Quân đội Subsidiary of Military Commercial Joint Stock Bank
16	Công ty TNHH Bảo hiểm nhân thọ MB Ageas Life Insurance Company Limited			Giấy phép 74/GPĐC5/KDBH (MSDN: 0107520795), Bộ Tài chính cấp ngày 31/07/2025 License 74/GPĐC5/KDBH (MSDN: 0107520795), issued by the Ministry of Finance on July 31, 2025	Tầng 15. Tòa nhà 21 Cát Linh, Ô Chợ Dừa, Hà Nội. 15th Floor, Building 21 Cat Linh, O Cho Dua Ward, Hanoi.	2016			Công ty con của Ngân hàng TMCP Quân đội Subsidiary of Military Commercial Joint Stock Bank
17	Tổng CTCP Bảo hiểm Quân Đội (MIC) Military Insurance Corporation (MIC)	005C06 6355		Giấy phép 43/GPĐC32/KDBH (MSDN:0102385623 ngày 19/08/2021 License 43/GPĐC32/KDBH (MSDN:0102385623 Ministry of Finance on August 19, 2021	Tầng 5-6 Tòa nhà MB, 21 Cát Linh, Ô Chợ Dừa, Hà Nội. 5th-6th Floor, MB Building, 21 Cat Linh, O Cho Dua Ward, Hanoi.	2007			Công ty con của Ngân hàng TMCP Quân đội Subsidiary of Military Commercial Joint Stock Bank
18	Công ty cổ phần Quản lý Quỹ đầu tư MB	005C00 6868		Giấy phép 53/UBCK-GP (MSDN:0102041157 ngày 06/11/2009	Tầng 12 Tòa nhà 21 Cát Linh, Ô Chợ Dừa, Hà Nội. 12th Floor, Building 21	2006			Công ty con của Ngân hàng TMCP Quân đội

	MB Investment Fund Management Joint Stock Company			License 53/UBCK-GP (MSDN:0102041157), issued by the State Securities Commission on November 6, 2009	Cat Linh, O Cho Dua Ward, Hanoi.				Subsidiary of Military Commercial Joint Stock Bank
19	Công ty Tài chính trách nhiệm hữu hạn MB Shinsei (MCredit) MB Shinsei Finance Company Limited (MCredit)			Giấy phép 58/GP-NHNN (MSDN:0107349019), NHNN cấp ngày 07/05/2018 License 58/GP-NHNN (MSDN:0107349019), issued by the State Bank on May 7, 2018	Tầng 9, 10, 11, 12 Tòa nhà MB, số 21 Cát Linh, Ô Chợ Dừa, Hà Nội. Floor 9, 10, 11, 12 MB Building, No. 21 Cat Linh, O Cho Dua Ward, Hanoi.	2016			Công ty con của Ngân hàng TMCP Quân đội Subsidiary of Military Commercial Joint Stock Bank
20	Ngân hàng đại chúng TNHH MB Campuchia MB Cambodia			201700427, 22/12/2022, Bộ Kế hoạch và Đầu tư 201700427, 22/12/2022, Ministry of Planning and Investment	Số 146 đại lộ Preah Norodom, Tonle Basak, Chamkar Mon, Phnom Penh, Cambodia No 146 Preah Norodom, Tonle Basak, Chamkar Mon, Phnom Penh, Cambodia	2022			Công ty con của Ngân hàng TMCP Quân đội Subsidiary of Military Commercial Joint Stock Bank
21	Ngân hàng TNHH MTV Việt Nam Hiện Đại (MBV) Vietnam Modern Commercial Joint Stock Bank (MBV)			Giấy phép 14/GP-NHNN, NHNN cấp ngày 29/06/2022 (sửa đổi số sung ngày 05/12/2024) License 14/GP-NHNN Issued by State Bank of Vietnam on 29/06/2022 (amended on 05/12/2024)	Số 3 Liễu Giai, Hà Nội No. 3, Lieu Giai, Ha Noi	17/10/2024			Công ty con của Ngân hàng TMCP Quân đội Subsidiary of Military Commercial Joint Stock Bank

2. Giao dịch giữa công ty với người có liên quan của công ty; hoặc giữa công ty với cổ đông lớn, người nội bộ, người có liên quan của người nội bộ/ Transactions between the Company and its affiliated persons or between the Company and its major shareholders, internal persons and affiliated persons.

STT No.	Tên tổ chức/cá nhân Name of organization/ individual	Mối quan hệ liên quan với công ty Relation ship with the Company	Số Giấy NSH*, ngày cấp, nơi cấp NSH No.* date of issue, place of issue	Địa chỉ trụ sở chính/ Địa chỉ liên hệ Address	Thời điểm giao dịch với công ty Time of transactions with the Company	Số Nghị quyết/Quyết định của ĐHĐCĐ/HĐQT thông qua (nếu có, nêu rõ ngày ban hành) Resolution No. or Decision No. approved by General Meeting of Shareholders/ Board of Directors (if any, specifying date of issue)	Nội dung, số lượng, tổng khối lượng giao dịch Content, quantity, total value of transaction	Ghi chú Note
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1	Ngân hàng TMCP Quân đội <i>Military Commercial Joint Stock Bank</i>	Công ty mẹ <i>Parent company</i>	0100283873; Ngày cấp 30/09/1994, thay đổi lần thứ 48 ngày 02/12/2020; Sở KHĐT HN 0100283873; <i>Date of issue: September 30, 1994, 48th change: December 2, 2020;</i> Hanoi <i>Department of Planning and Investment</i>	18 Lê Văn Lương, Yên Hòa, Hà Nội <i>18 Le Van Luong, Yen Hoa, Hanoi</i>	01/01/2025 đến/to 30/06/2025	Nghị quyết số 59/2021/MBS/HĐ QT-NQ ngày 10/6/2021 <i>Resolution No. 59/2021/MBS/HĐ QT-NQ dated June 10, 2021</i>	Hội đồng Quản trị chấp thuận thông qua Hợp đồng cung cấp sản phẩm/dịch vụ và hợp tác tập đoàn giữa Ngân hàng TMCP Quân Đội (MB) với MBS. <i>The Board of Directors approved the Contract for product/service provision and group cooperation between Military Commercial Joint Stock Bank (MB) and MBS.</i>	1
2	Ngân hàng TMCP Quân đội <i>Military Commercial Joint Stock Bank</i>	Công ty mẹ <i>Parent company</i>	0100283873; Ngày cấp 30/09/1994, thay đổi lần thứ 48 ngày 02/12/2020; Sở KHĐT HN 0100283873; <i>Date of issue: September 30, 1994, 48th change: December 2, 2020;</i> Hanoi <i>Department of Planning and Investment</i>	18 Lê Văn Lương, Yên Hòa, Hà Nội <i>18 Le Van Luong, Yen Hoa, Hanoi</i>	01/01/2025 đến/to 30/06/2025	Nghị quyết số 70/2021/MBS/HĐ QT-NQ ngày 19/7/2021 <i>Resolution No. 70/2021/MBS/HĐ QT-NQ dated July 19, 2021</i>	HDQT phê duyệt, chấp thuận các hợp đồng và giao dịch mua, bán Chứng Chỉ Tiền Gửi do Ngân hàng TMCP Quân Đội phát hành, phương thức thực hiện giao dịch sơ cấp và thứ cấp. - Giao dịch sơ cấp: thực hiện 175 giao dịch mua tổng giá trị ~42,375 tỷ đồng - Giao dịch thứ cấp: thực hiện giao dịch với người có liên quan, tổng giá trị ~109,659 tỷ đồng. <i>The Board of Directors approves contracts and transactions for the purchase and sale of Deposit Certificates issued by the Military Commercial Joint Stock Bank, and methods for performing primary and secondary transactions.</i> - Primary transactions: 175 purchase transactions with total value of ~42,375 billion VND - Secondary transaction: transaction with related parties, total value ~109,659 billion VND.	2
3	Ngân hàng TMCP Quân đội <i>Military Commercial Joint Stock Bank</i>	Công ty mẹ <i>Parent company</i>	0100283873; Ngày cấp 30/09/1994, thay đổi lần thứ 48 ngày 02/12/2020; Sở KHĐT HN 0100283873; <i>Date of issue: September 30, 1994, 48th change: December 2, 2020;</i> Hanoi <i>Department of Planning and Investment</i>	18 Lê Văn Lương, Yên Hòa, Hà Nội <i>18 Le Van Luong, Yen Hoa, Hanoi</i>	01/01/2025 đến/to 30/06/2025	Nghị quyết số 90/2021/MBS/HĐ QT-NQ ngày 10/9/2021 <i>Resolution No. 90/2021/MBS/HĐ QT-NQ dated September 10, 2021</i>	HDQT phê duyệt việc thực hiện giao dịch ngoại tệ, các sản phẩm phái sinh tỷ giá, lãi suất, ký các Hợp đồng giao dịch với Ngân hàng Thương mại Cổ phần Quân đội (MB). <i>The Board of Directors approved the implementation of foreign currency transactions, exchange rate and interest rate derivative products, and signed transaction contracts with the Military Commercial Joint Stock Bank (MB).</i>	3
4	Ngân hàng TMCP Quân đội	Công ty mẹ <i>Parent company</i>	0100283873; Ngày cấp 30/09/1994, thay đổi lần thứ	18 Lê Văn Lương, Yên Hòa, Hà Nội	01/01/2025 đến/to 30/06/2025	Nghị quyết số 89/NQ-MBS-HĐQT ngày 08/12/2023	Hội đồng quản trị đồng ý với đề xuất của Ban Điều hành tại Tờ trình số 85/MBS/TTr-BĐH ngày 05/12/2023 về việc “Triển khai Thỏa thuận	4

	Military Commercial Joint Stock Bank		48 ngày 02/12/2020; SỞ KHĐT HN 0100283873; Date of issue: September 30, 1994, 48th change: December 2, 2020; Hanoi Department of Planning and Investment	18 Le Van Luong, Yen Hoa, Hanoi		Resolution No. 89/NQ-MBS-HDQT dated December 8, 2023	hợp tác hỗ trợ phát triển và xử lý thông tin khách hàng tập đoàn" (Thỏa thuận hợp tác). The Board of Directors agrees with the proposal of the Executive Board in Submission No. 85/MBS/TTr-BDH dated December 5, 2023 on "Implementation of the Cooperation Agreement to support the development and processing of group customer information" (Cooperation Agreement).	
5	Công ty Tài chính TNHH MB Shinsei (Mcredit) MB Shinsei Finance Company Limited (MCredit)	Cùng là công ty con của Ngân hàng TMCP Quân đội Both are subsidiaries of Military Commercial Joint Stock Bank.	Giấy phép 58/GP-NHNN (MSDN:0107349019), NHNN cấp ngày 07/05/2018 License 58/GP-NHNN (MSDN:0107349019), issued by the State Bank on May 7, 2018	Tầng 9, 10, 11, 12 Tòa nhà MB, số 21 Cát Linh, Ô Chợ Dừa, Hà Nội. Floor 9, 10, 11, 12 MB Building, No. 21 Cat Linh, O Cho Dua Ward, Hanoi.	01/01/2025 đến/to 30/06/2025	Nghị quyết số 134/2021/MBS/HĐQT-NQ ngày 13/12/2021 Resolution No. 134/2021/MBS/HĐQT-NQ dated December 13, 2021	<p>HDQT phê duyệt việc ký kết các Hợp đồng sau giữa Công ty Cổ phần Chứng khoán MB với Công ty Tài chính TNHH MB Shinsei:</p> <ul style="list-style-type: none"> - Hợp đồng Đại lý đăng ký lưu ký và thanh toán. - Hợp đồng mở Tài khoản và đăng ký sử dụng dịch vụ giao dịch chứng khoán. <p>The Board of Directors approved the signing of the following Contracts between MB Securities Joint Stock Company and MB Shinsei Finance Company Limited:</p> <ul style="list-style-type: none"> - Contract of Registration and Payment Agent. - Contract for opening Account and registering to use securities trading services. 	5
6	Công ty Cổ phần Quản lý Quỹ đầu tư MB MB Investment Fund Management Joint Stock Company	Cùng là công ty con của Ngân hàng TMCP Quân đội Both are subsidiaries of Military Commercial Joint Stock Bank.	Giấy phép 53/UBCK-GP (MSDN:0102041157), UBCKNN cấp ngày 06/11/2009 License 53/UBCK-GP (MSDN:0102041157), issued by the State Securities Commission on November 6, 2009	Tầng 12 Tòa nhà 21 Cát Linh, Ô Chợ Dừa, Hà Nội. 12th Floor, Building 21 Cat Linh, O Cho Dua Ward, Hanoi.	01/01/2025 đến/to 30/06/2025	Nghị quyết số 72/2022/MBS/HĐQT-NQ ngày 22/06/2022 Resolution No. 72/2022/MBS/HĐQT-NQ dated June 22, 2022	<p>HDQT chấp thuận thông qua Hợp đồng ủy quyền xác định nhà đầu tư chuyên nghiệp giữa Công ty Cổ phần Chứng khoán MB với Công ty Cổ phần Quản lý Quỹ đầu tư MB</p> <p>The Board of Directors approved the Authorization Contract to identify professional investors between MB Securities Joint Stock Company and MB Investment Fund Management Joint Stock Company.</p>	6

7	Công ty Cổ phần Quản lý Quỹ đầu tư MB <i>Investment Fund Management Joint Stock Company</i>	Cùng là công ty con của Ngân hàng TMCP Quân đội <i>Both are subsidiaries of Military Commercial Joint Stock Bank.</i>	Giấy phép 53/UBCK-GP (MSDN:0102041157), UBCKNN cấp ngày 06/11/2009 <i>License 53/UBCK-GP (MSDN:0102041157), issued by the State Securities Commission on November 6, 2009</i>	Tầng 12 Tòa nhà 21 Cát Linh, Ô Chợ Dừa, Hà Nội. <i>12th Floor, Building 21 Cat Linh, O Cho Dua Ward, Hanoi.</i>	01/01/2025 đến/to 30/06/2025	Nghị quyết số 94/2022/MBS/HĐQT-NQ ngày 02/12/2022 <i>Resolution No. 94/2022/MBS/HĐQT-NQ dated December 2, 2022</i>	<p>HDQT chấp thuận thông qua Phương án đầu tư Chứng chỉ quỹ MBBond do Công ty CP Quản lý quỹ đầu tư MB (MBCapital):</p> <ul style="list-style-type: none"> - Số lượng CCQ MBBond cuối kì (31/12/2024): 3.930.000CCQ Số lượng CCQ MBBond cuối kì (31/12/2025): 2.650.000 CCQ - Số lượng CCQ đã bán trong kì: 1.280.000 CCQ Tương ứng giá trị đã bán: 20.203.707.800 VND. <i>Board of Directors Approval of the MBBond Fund Certificate Investment Plan by MB Capital Management Joint Stock Company:</i> - Number of MBBond fund certificates at the end of the period (December 31, 2024): 3,930,000 certificates. Number of MBBond fund certificates at the end of the period (December 31, 2025): 2,650,000 certificates - Number of certificates sold during the period: 1,280,000 certificates Corresponding value sold: VND 20,203,707,800 	7
8	Công ty Tài chính TNHH MB Shinsei (Mcredit) MB Shinsei Finance Company Limited (MCredit)	Cùng là công ty con của Ngân hàng TMCP Quân đội <i>Both are subsidiaries of Military Commercial Joint Stock Bank.</i>	Giấy phép 58/GP-NHNN (MSDN:0107349019), NHNN cấp ngày 07/05/2018 <i>License 58/GP-NHNN (MSDN:0107349019), issued by the State Bank on May 7, 2018</i>	Tầng 9, 10, 11, 12 Tòa nhà MB, số 21 Cát Linh, Ô Chợ Dừa, Hà Nội. <i>Floor 9, 10, 11, 12 MB Building, No. 21 Cat Linh, O Cho Dua Ward, Hanoi.</i>	01/01/2025 đến/to 30/06/2025	Nghị quyết số 49/NQ-MBS-HĐQT ký ngày 21/06/2024 <i>Resolution No. 49/NQ-MBS-HĐQT signed on June 21, 2024</i>	<p>HDQT phê duyệt việc Thiết lập hạn mức tín dụng tại Công ty Tài chính TNHH MB – Shinsei.</p> <ul style="list-style-type: none"> - Dư nợ vay là 140 tỷ đồng đáo hạn 20/01/2025. Hợp đồng hạn mức tín dụng với Công ty Tài chính TNHH MB – Shinsei đã hết hạn trong năm 2025, vì vậy NQ số 49/NQ-MBS-HĐQT đã hết hiệu lực. <i>The Board of Directors approved the establishment of a credit limit at MB – Shinsei Finance Company Limited.</i> - The outstanding loan balance is VND 140 billion, due on January 20, 2025. <i>The credit limit agreement with MB – Shinsei Finance Company Limited has expired in 2025, therefore Resolution No. 49/NQ-MBS-HĐQT is no longer valid.</i> 	8

9	Ngân hàng TNHH MTV Việt Nam Hiện Đại (MBV) Vietnam Modern Commercial Joint Stock Bank (MBV)	Cùng là công ty con của Ngân hàng TMCP Quân đội Both are subsidiaries of Military Commercial Joint Stock Bank.	Giấy phép 14/GP-NHNN, NHNN cấp ngày 29/06/2022 (sửa đổi số 05/12/2024) License 14/GP-NHNN Issued by State Bank of Vietnam on 29/06/2022 (amended on 05/12/2024)	Số 3 Liễu Giai, Hà Nội No. 3, Lieu Giai, Ha Noi	01/01/2025 đến/to 30/06/2025	Nghị quyết số 77/NQ-MBS-HDQT ký ngày 04/11/2024 Resolution No. 77/NQ-MBS-HDQT signed on November 4, 2024	<p>Phê duyệt, thông qua chủ trương thực hiện các Hợp đồng, giao dịch: cung cấp sản phẩm, dịch vụ, mua bán tài sản, hợp tác và các loại hợp đồng, giao dịch liên quan khác giữa MBS với OceanBank (tên cũ của MBV).</p> <p>- Giao dịch mua bán GTCC thứ cấp tổng là ~3,200 tỷ đồng.</p> <p><i>Approve the implementation of contracts and transactions: providing products and services, buying and selling assets, cooperation and other related contracts and transactions between MBS and OceanBank (former name of MBV).</i></p> <p><i>- The total value of transactions involving the buying and selling of secondary securities was approximately VND 3,200 billion.</i></p>	9
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Ghi chú/Note: số Giấy NSH: số CMND/ Hộ chiếu (đối với cá nhân) hoặc số Giấy chứng nhận đăng ký doanh nghiệp, Giấy phép hoạt động hoặc giấy tờ pháp lý tương đương (đối với tổ chức)/NSH No.: ID card No./Passport No. (As for individuals) or Business Registration Certificate No., License on operations or equivalent legal documents (As for organisations).*

3. Giao dịch giữa người nội bộ công ty, người có liên quan của người nội bộ với công ty con, công ty do công ty nắm quyền kiểm soát/ *Transaction between internal persons of the Company, affiliated persons of internal persons and the Company's subsidiaries in which the Company takes controlling power: Không có / None*

4. Giao dịch giữa công ty với các đối tượng khác/ *Transactions between the Company and other objects*

4.1. Giao dịch giữa công ty với công ty mà thành viên HĐQT, thành viên Ban Kiểm soát, Giám đốc (Tổng Giám đốc) và người quản lý khác đã và đang là thành viên sáng lập hoặc thành viên HĐQT, Giám đốc (Tổng Giám đốc) điều hành trong thời gian ba (03) năm trở lại đây (tính tại thời điểm lập báo cáo)/ *Transactions between the Company and the company that its members of Board of Management, the Board of Supervisors, Director (General Director) have been founding members or members of Board of Directors, or CEOs in three (03) latest years (calculated at the time of reporting): Không có / None*

4.2. Giao dịch giữa công ty với công ty mà người có liên quan của thành viên HĐQT, thành viên Ban Kiểm soát, Giám đốc (Tổng Giám đốc) và người quản lý khác là thành viên HĐQT, Giám đốc (Tổng Giám đốc) điều hành/ *Transactions between the Company and the company that its affiliated persons with members of Board of Directors, Board of Supervisors, Director (General Director) and other managers as a member of Board of Directors, Director (General Director or CEO): Không có / None*

4.3. Các giao dịch khác của công ty (nếu có) có thể mang lại lợi ích vật chất hoặc phi vật chất đối với thành viên HĐQT, thành viên Ban Kiểm soát, Giám đốc (Tổng Giám đốc) và người quản lý khác/ *Other transactions of the Company (if any) may bring material or non- material benefits for members of Board of Directors, members of the Board of Supervisors, Director (General Director) and other managers: Không có / None*

VIII. Giao dịch cổ phiếu của người nội bộ và người liên quan của người nội bộ (Báo cáo năm 2025)/Share transactions of internal persons and their affiliated persons (2025 annual report)

1. Danh sách người nội bộ và người có liên quan của người nội bộ/The list of internal persons and their affiliated persons công ty / Transactions of internal persons and affiliated persons with shares of the Company

STT No.	Họ tên Name	Tài khoản giao dịch chứng khoán Securities trading account (if any)	Chức vụ tại công ty (nếu có) Position at the company (if any)	Số CMND/Hộ chiếu, ngày cấp, nơi cấp ID card No./Passport No., date of issue, place of issue			Địa chỉ liên hệ Address	Số cổ phiếu sở hữu cuối kỳ Number of shares owned at the end of the period	Tỷ lệ sở hữu CP cuối kỳ (%) Percent age of share ownership at the end of the period	Ghi chú Note
				Số CMND/ Hộ chiếu ID card No./Passport No.	Ngày cấp date of issue	Nơi cấp place of issue				
1	Ngân hàng TMCP Quân đội Military Commercial Joint Stock Bank	MBBA 810555		0100283873	30/09/1994, thay đổi lần thứ 48 ngày 02/12/2020 September 30, 1994, 48th change December 2, 2020	Sở KHĐT HN Hanoi Department of Planning and Investment	18 Lê Văn Lương, Yên Hòa, Hà Nội 18 Le Van Luong, Yen Hoa, Hanoi	439.766.963	66,76	Ngân hàng mẹ của MBS MBS's parent bank
2	Lê Viết Hải	005C00 0009	Chủ tịch HDQT Chairman of the Board					1.101.317	0,17	Bầu làm TV HĐQT từ ngày 03/06/2020 Elected as Chairman of the Board from June 3, 2020
2.1	Lê Công Sòa	005C05 4590								Bố đẻ ông Lê Viết Hải Father of Mr. Le Viet Hai
2.2	Nguyễn Thị Ngọc									Mẹ đẻ ông Lê Viết Hải Le Viet Mother of Mr. Le Viet Hai
2.3	Vũ Hoàng Yến	005C00 6016								Vợ ông Lê Viết Hải Mr. Le Viet Hai's wife
2.4	Lê Nhật Minh									Con trai ông Lê Viết Hải Son of Mr. Le Viet Hai

STT No.	Họ tên Name	Tài khoản giao dịch chứng khoán Securities trading account (if any)	Chức vụ tại công ty (nếu có) Position at the company (if any)	Số CMND/Hộ chiếu, ngày cấp, nơi cấp ID card No./Passport No., date of issue, place of issue			Địa chỉ liên hệ Address	Số cổ phiếu sở hữu cuối kỳ Number of shares owned at the end of the period	Tỷ lệ sở hữu CP cuối kỳ (%) Percent age of share ownersh ip at the end of the period	Ghi chú Note
				Số CMND/ Hộ chiếu ID card No./Passport No.	Ngày cấp date of issue	Nơi cấp place of issue				
2.5	Lê Công Duy									Con trai ông Lê Viết Hải Son of Mr. Le Viet Hai
2.6	Lê Thị Hải Yến	005C05 4085								Em gái ông Lê Viết Hải Mr. Le Viet Hai's sister
2.7	Trần Văn Đức	005C05 5048								Em rể ông Lê Viết Hải Mr. Le Viet Hai's brother-in- law
2.8	Vũ Đình Trới									Bố vợ ông Lê Viết Hải Father-in- law of Mr. Le Viet Hai
2.9	Hoàng Lan Hương									Mẹ vợ ông Lê Viết Hải Mother-in- law of Mr. Le Viet Hai
2.10	Ngân hàng TMCP Quân đội Military Commercial Joint Stock Bank							439.766.963	66,76	Ông Lê Viết Hải là TV HĐQT Mr. Le Viet Hai is a member of the Board of Directors.

STT No.	Họ tên Name	Tài khoản giao dịch chứng khoán Securities trading account (if any)	Chức vụ tại công ty (nếu có) Position at the company (if any)	Số CMND/Hộ chiếu, ngày cấp, nơi cấp ID card No./Passport No., date of issue, place of issue			Địa chỉ liên hệ Address	Số cổ phiếu sở hữu cuối kỳ Number of shares owned at the end of the period	Tỷ lệ sở hữu CP cuối kỳ (%) Percent age of share ownersh ip at the end of the period	Ghi chú Note
				Số CMND/ Hộ chiếu ID card No./Passport No.	Ngày cấp date of issue	Nơi cấp place of issue				
3	Phan Phương Anh	005C00 1144	Phó Chủ tịch HĐQT kiêm TGD, Người phụ trách quản trị công ty Vice Chairma n of the Board and General Director, Person in charge of corporate governan ce							Bầu làm TV HĐQT từ 26/04/2022 à Bộ nhiệm TGD, Người phụ trách quản trị công ty từ 08/06/2022, Bầu làm Phó Chủ tịch HĐQT từ 21/04/2023 Elected as Member of the Board from April 26, 2022 and Appointed General Director, Person in charge of corporate governance from June 8, 2022, Elected as Vice Chairman of the Board from April 21, 2023
3.1	Phan Duy Sơn									Bố đẻ ông Phan Phương Anh Father of Mr. Phan Phuong Anh
3.2	Trần Thị Phương	005C11 0953								Mẹ đẻ ông Phan Phương Anh Mother of Mr. Phan Phuong Anh
3.3	Cao Thị Quỳnh Liên									Vợ ông Phan Phương Anh Mr. Phan Phuong Anh's wife

STT No.	Họ tên Name	Tài khoản giao dịch chứng khoán Securities trading account (if any)	Chức vụ tại công ty (nếu có) Position at the company (if any)	Số CMND/Hộ chiếu, ngày cấp, nơi cấp ID card No./Passport No., date of issue, place of issue			Địa chỉ liên hệ Address	Số cổ phiếu sở hữu cuối kỳ Number of shares owned at the end of the period	Tỷ lệ sở hữu CP cuối kỳ (%) Percent age of share ownersh ip at the end of the period	Ghi chú Note
				Số CMND/ Hộ chiếu ID card No./Passport No.	Ngày cấp date of issue	Nơi cấp place of issue				
3.4	Phan Anh Đức									Con trai ông Phan Phương Anh Son of Mr. Phan Phuong Anh
3.5	Phan Anh Đắc									Con trai ông Phan Phương Anh Son of Mr. Phan Phuong Anh
3.6	Cao Xuân Tư									Bố vợ ông Phan Phương Anh father in law of Mr. Phan Phuong Anh
3.7	Vũ Thị Thanh									Mẹ vợ ông Phan Phương Anh (đã mất ngày 30/01/2025) Mother in law of Mr. Phan Phuong Anh (passed away on 01/30/2025)
4	Nguyễn Minh Hằng	005C00 0702	TV HDQT Board Member					587.881	0,09	Bầu làm TV HĐQT từ 03/06/2020 Elected as Board Member from June 3, 2020
4.1	Nguyễn Văn Lâm									Bố đẻ bà Nguyễn Minh Hằng Father of Mrs. Nguyen Minh Hang
4.2	Phan Thị Ty									Mẹ đẻ bà Nguyễn Minh Hằng Mother of Mrs.

STT No.	Họ tên Name	Tài khoản giao dịch chứng khoán Securities trading account (if any)	Chức vụ tại công ty (nếu có) Position at the company (if any)	Số CMND/Hộ chiếu, ngày cấp, nơi cấp ID card No./Passport No., date of issue, place of issue			Địa chỉ liên hệ Address	Số cổ phiếu sở hữu cuối kỳ Number of shares owned at the end of the period	Tỷ lệ sở hữu CP cuối kỳ (%) Percent age of share ownersh ip at the end of the period	Ghi chú Note
				Số CMND/ Hộ chiếu ID card No./Passport No.	Ngày cấp date of issue	Nơi cấp place of issue				
										Nguyễn Minh Hằng
4.3	Đặng Chí Trung	005C001316								Chồng bà Nguyễn Minh Hằng Husband of Mrs. Nguyễn Minh Hằng
4.4	Đặng Minh Châu									Con bà Nguyễn Minh Hằng Mrs. Nguyễn Minh Hằng's daughter
4.5	Đặng Chí Hiếu									Con bà Nguyễn Minh Hằng Mrs. Nguyễn Minh Hằng's son
4.6	Nguyễn Thu Thủy									Em gái bà Nguyễn Minh Hằng Sister of Mrs. Nguyễn Minh Hằng
4.7	Lê Nam							82	0,00	Em rể bà Nguyễn Minh Hằng Brother-in-law of Mrs. Nguyễn Minh Hằng
4.8	Đặng Quế Vinh									Bố chồng bà Nguyễn Minh Hằng Father-in-law of Mrs. Nguyễn Minh Hằng
4.9	Lê Thị Hòa									Mẹ chồng bà Nguyễn Minh Hằng Mother-in-law of Mrs. Nguyễn Minh Hằng
5	Phạm Xuân Thanh		TV HĐQT Board Member							Bầu làm TV HĐQT từ ngày 21/04/2023

STT No.	Họ tên Name	Tài khoản giao dịch chứng khoán Securities trading account (if any)	Chức vụ tại công ty (nếu có) Position at the company (if any)	Số CMND/Hộ chiếu, ngày cấp, nơi cấp ID card No./Passport No., date of issue, place of issue			Địa chỉ liên hệ Address	Số cổ phiếu sở hữu cuối kỳ Number of shares owned at the end of the period	Tỷ lệ sở hữu CP cuối kỳ (%) Percent age of share ownersh ip at the end of the period	Ghi chú Note
				Số CMND/ Hộ chiếu ID card No./Passport No.	Ngày cấp date of issue	Nơi cấp place of issue				
										<i>Elected as Board Member from April 21, 2023</i>
5.1	Phạm Văn Hoành									Bố đẻ ông Phạm Xuân Thanh <i>Father of Mr. Pham Xuan Thanh</i>
5.2	Phạm Thị Chích									Mẹ đẻ ông Phạm Xuân Thanh <i>Mr. Pham Xuan Thanh's Mother</i>
5.3	Trần Thị Hương Giang									Vợ ông Phạm Xuân Thanh <i>Mr. Pham Xuan Thanh's wife</i>
5.4	Phạm Bảo Chi									Con ông Phạm Xuân Thanh <i>Daughter of Mr. Pham Xuan Thanh</i>
5.5	Phạm Anh Tú									Con ông Phạm Xuân Thanh <i>Son of Mr. Pham Xuan Thanh</i>
5.6	Phạm Xuân Sơn									Anh trai ông Phạm Xuân Thanh <i>Mr. Pham Xuan Thanh's brother</i>
5.7	Nguyễn Thúy Hằng									Chị dâu ông Phạm Xuân Thanh <i>Mr. Pham Xuan Thanh's sister-in- law</i>
5.8	Phạm Thanh Lâm									Anh trai ông Phạm

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				Số CMND/ Hộ chiếu ID card No./Passport No.	Ngày cấp date of issue	Nơi cấp place of issue				
										Xuân Thanh Mr. Pham Xuan Thanh's brother
5.9	Đàm Mai Hương									Chị dâu ông Phạm Xuân Thanh Mr. Pham Xuan Thanh's sister-in- law
5.10	Đinh Thị Phương Thảo									Mẹ vợ ông Phạm Xuân Thanh Mr. Pham Xuan Thanh's mother-in- law
5.11	Trần Ngọc Hiếu									Bố vợ ông Phạm Xuân Thanh Father-in- law of Mr. Pham Xuan Thanh
6	Phạm Thế Anh		Thành viên HĐQT độc lập Independ ent Board Member							Bầu làm TV HĐQT từ ngày 21/04/2023 Elected as Board Member from April 21, 2023
6.1	Phạm Văn Được									Bố ông Phạm Thế Anh Father of Mr. Pham The Anh
6.2	Nguyễn Thị Mỹ									Mẹ ông Phạm Thế Anh Mr. Pham The Anh's Mother
6.3	Phạm Anh Tuấn									Em ruột ông Phạm Thế Anh Mr. Pham The Anh's younger brother

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				Số CMND/ Hộ chiếu ID card No./Passport No.	Ngày cấp date of issue	Nơi cấp place of issue				
6.4	Phạm Thị Hằng									Chị ruột ông Phạm Thế Anh Mr. Pham The Anh's sister
6.5	Đặng Minh Hiệp									Anh rể ông Phạm Thế Anh Mr. Pham The Anh's brother-in-law
6.6	Phạm Lan Anh									Con ông Phạm Thế Anh Daughter of Mr. Pham The Anh
6.7	Phạm Bình Minh									Con ông Phạm Thế Anh Son of Mr. Pham The Anh
6.8	Phạm Minh Anh									Con ông Phạm Thế Anh Daughter of Mr. Pham The Anh
7	Phạm Thị Hoa	005C054589	Trưởng BKS Head of Board of Supervisors					204	0,00	Bầu làm TV BKS từ 10/04/2021 Elected as Board of Supervisors member from April 10, 2021
7.1	Nguyễn Thị Tiu									Mẹ đẻ bà Phạm Thị Hoa Mother of Mrs. Pham Thi Hoa
7.2	Phạm Quốc Thảo	005C054615								Em trai bà Phạm Thị Hoa Mrs. Pham Thi Hoa's younger brother
7.3	Phạm Thị Hường	005C030307								Em gái bà Phạm Thị Hoa

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				Số CMND/ Hộ chiếu ID card No./Passport No.	Ngày cấp date of issue	Nơi cấp place of issue				
										Sister of Mrs. Pham Thi Hoa
7.4	Phạm Đình Tiểu									Em trai bà Phạm Thị Hoa Mrs. Pham Thi Hoa's younger brother
7.5	Phan Xuân Ngân	005C09 9098								Chồng bà Phạm Thị Hoa Husband of Mrs. Pham Thi Hoa
7.6	Phan Xuân Tùng									Con trai bà Phạm Thị Hoa Son of Mrs. Pham Thi Hoa
7.7	Phan Hương Trà									Con gái bà Phạm Thị Hoa Daughter of Mrs. Pham Thi Hoa
7.8	Lê Thị Thanh Tâm	005C02 8564								Em dâu bà Phạm Thị Hoa Sister-in- law of Mrs. Pham Thi Hoa
7.9	Hoàng Thị Thanh Thủy	005C02 8848						2	0,00	Em dâu bà Phạm Thị Hoa Sister-in- law of Mrs. Pham Thi Hoa
7.10	Phạm Văn Phúc									Em rể bà Phạm Thị Hoa Mrs. Pham Thi Hoa's brother-in- law
8	Vũ Thị Hương	005C05 3413	Thành viên BKS Board of Superviso rs member					101.093	0,02	Bầu làm TV BKS từ 27/04/2017 Elected as Board of Supervisors member from April 27, 2017

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				Số CMND/ Hộ chiếu ID card No./Passport No.	Ngày cấp date of issue	Nơi cấp place of issue				
8.1	Vũ Đức Bồng									Bố đẻ Bà Vũ Thị Hương Father of Mrs. Vu Thi Huong
8.2	Phan Thị Soan									Mẹ đẻ Bà Vũ Thị Hương Mother Mrs. Vu Thi Huong
8.3	Phan Văn Duy									Chồng Bà Vũ Thị Hương Husband of Mrs. Vu Thi Huong
8.4	Phan Vũ Minh Phương									Con gái Bà Vũ Thị Hương Daughter of Mrs. Vu Thi Huong
8.5	Phan Vũ Minh Anh									Con gái Bà Vũ Thị Hương Daughter of Mrs. Vu Thi Huong
8.6	Vũ Thị Thanh Hải									Chị gái Bà Vũ Thị Hương Sister of Mrs. Vu Thi Huong
8.7	Vũ Thị Hồng									Chị gái Bà Vũ Thị Hương Sister of Mrs. Vu Thi Huong
8.8	Vũ Đức Huy									Em trai Bà Vũ Thị Hương Younger brother of Mrs. Vu Thi Huong
8.9	Phạm Văn Toại									Anh rể Bà Vũ Thị Hương Brother-in- law Mrs. Vu Thi Huong

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				Số CMND/ Hộ chiếu ID card No./Passport No.	Ngày cấp date of issue	Nơi cấp place of issue				
8.10	Nguyễn Văn Đạt									Anh rể Bà Vũ Thị Hương Brother-in- law Mrs. Vu Thi Huong
8.11	Phan Văn Bon									Bố chồng bà Vũ Thị Hương Father-in- law of Mrs. Vu Thi Huong
8.12	Trần Thị Vui									Mẹ chồng bà Vũ Thị Hương Mother-in- law Mrs. Vu Thi Huong
9	Lê Thu Trang	005C23 1902, 105C81 0289	Thành viên BKS Board of Superviso rs member							Bầu làm TV BKS từ 21/04/2023 Elected as Board of Supervisors member from April 21, 2023
9.1	Nguyễn Ngọc Thành	005C36 8043								Chồng bà Lê Thu Trang Mrs. Le Thu Trang's husband
9.2	Nguyễn Lê Ngọc Linh									Con bà Lê Thu Trang Mrs. Le Thu Trang's daughter
9.3	Lê Như Ngọc									Bố bà Lê Thu Trang Le Thu Trang's father
9.4	Nguyễn Thị Oanh	005C06 3468								Mẹ bà Lê Thu Trang Le Thu Trang's mother
9.5	Lê Hải Yến	005C02 8860								Chị ruột bà Lê Thu Trang Sister of Mrs. Le Thu Trang

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				Số CMND/ Hộ chiếu ID card No./Passport No.	Ngày cấp date of issue	Nơi cấp place of issue				
9.6	Mai Như Thảo									Anh rể bà Lê Thu Trang Brother-in-law of Mrs. Le Thu Trang
9.7	Trần Thủy Triều	005C02 5477								Mẹ chồng bà Lê Thu Trang Mother-in-law Mrs. Le Thu Trang
10	Phùng Thị Thanh Hà	005C02 8700	Phó Tổng Giám đốc, Người được ủy quyền công bố thông tin					12	0,00	Giao nhiệm vụ PTGD từ 05/07/2013 Assigned the role of Deputy General Director from July 5, 2013
10.1	Phùng Xuân Trường									Bố đẻ Bà Phùng Thị Thanh Hà Father of Mrs. Phùng Thị Thanh Hà
10.2	Trần Thị Lý									Mẹ đẻ Bà Phùng Thị Thanh Hà Mother Mrs. Phùng Thị Thanh Hà
10.3	Nguyễn Đình Long									Con trai Bà Phùng Thị Thanh Hà Son of Mrs. Phùng Thị Thanh Hà
10.4	Nguyễn Đình Tùng									Con trai Bà Phùng Thị Thanh Hà Son of Mrs. Phùng Thị Thanh Hà
10.5	Nguyễn Hà Linh Đan									Con gái Bà Phùng Thị Thanh Hà Daughter of Mrs. Phùng Thị Thanh Hà

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				Số CMND/ Hộ chiếu ID card No./Passport No.	Ngày cấp date of issue	Nơi cấp place of issue				
10.6	Phùng Thanh Sơn									Anh trai Bà Phùng Thị Thanh Hà Brother of Mrs. Phung Thi Thanh Ha
10.7	Trần Thị Hường									Chị dâu Bà Phùng Thị Thanh Hà Sister-in- law Mrs. Phung Thi Thanh Ha
10.8	Phùng Thị Thanh Giang									Em gái Bà Phùng Thị Thanh Hà Sister of Mrs. Phung Thi Thanh Ha
11	Lê Thành Nam	005C59 5666	Phó Tổng Giám đốc Deputy General Director					268.221	0,04	Giao nhiệm vụ Phó Tổng Giám đốc từ 08/04/2015 Assigned to Deputy General Director from April 8, 2015
11.1	Lê Thành Hưng									Bố đẻ Ông Lê Thành Nam Father of Mr. Le Thanh Nam
11.2	Nguyễn Thị Nhung									Mẹ đẻ Ông Lê Thành Nam Mother of Mr. Le Thanh Nam
11.3	Nguyễn Thị Thùy Dương	005C58 3999								Vợ Ông Lê Thành Nam Mr. Le Thanh Nam's wife
11.4	Lê Nguyễn Bình Minh	009C21 8899								Con trai Ông Lê Thành Nam Son of Mr. Le Thanh Nam

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				Số CMND/ Hộ chiếu ID card No./Passport No.	Ngày cấp date of issue	Nơi cấp place of issue				
11.5	Lê Nguyễn Anh Quân	009C20 8899								Con trai Ông Lê Thành Nam Son of Mr. Le Thanh Nam
11.6	Lê Thành Trung									Em trai Ông Lê Thành Nam Mr. Le Thanh Nam's younger brother
11.7	Mùng Thị Hương									Em dâu Ông Lê Thành Nam Mr. Le Thanh Nam's sister-in- law
11.8	Lê Hạnh									Em trai Ông Lê Thành Nam Mr. Le Thanh Nam's younger brother
11.9	Trần Thị Anh									Em dâu Ông Lê Thành Nam Mr. Le Thanh Nam's sister-in- law
11.10	Lê Trung Dũng									Em trai Ông Lê Thành Nam Mr. Le Thanh Nam's younger brother
11.11	Phạm Thị Hương									Em dâu Ông Lê Thành Nam Mr. Le Thanh Nam's sister-in- law
11.12	Nguyễn Đình Thắng									Bố vợ ông Lê Thành Nam

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				Số CMND/ Hộ chiếu ID card No./Passport No.	Ngày cấp date of issue	Nơi cấp place of issue				
										Father-in-law of Mr. Le Thanh Nam
11.13	Vũ Thị Thân									Mẹ vợ ông Lê Thành Nam Mother-in-law of Mr. Le Thanh Nam
11.14	Công ty cổ phần Thuốc Thú y Cai Lay Cai Lay Veterinary Medicine Joint Stock Company			1200505472	28/01/2003	Tiền Giang Tien Giang	Khu phố 1B, Phường Cai Lay, tỉnh Đồng Tháp 1B, Cai Lay Ward, Dong Thap			Ông Nam là Thành viên HĐQT Mr. Nam is a member of the Board of Directors.
11.15	Công ty cổ phần Dịch vụ Thương Mại Giấy Việt Viet Paper Trading and Service Joint Stock Company			0305280841	18/05/2023	TP. HCM Ho Chi Minh City	Số 68 Đường B2, P. An Khánh, TP. Hồ Chí Minh No. 68, Street B2, An Khanh Ward, Ho Chi Minh City			Ông Nam là Thành viên HĐQT Mr. Nam is a member of the Board of Directors.
11.16	Công ty Cổ phần Cảng Tân Cảng Hiệp Phước Tan Cang Hiep Phuoc Port Joint Stock Company			0309924984	23/02/2024	TP. HCM Ho Chi Minh City	Lô A9 Khu A Khu Công nghiệp Hiệp Phước, Xã Hiệp Phước, Thành phố Hồ Chí Minh Lot A9 Area A Hiep Phuoc Industrial Park, Hiep Phuoc Commune, Ho Chi Minh City			Ông Nam là Thành viên HĐQT Mr. Nam is a member of the Board of Directors.
12	Phạm Thị Kim Ngân	005C028253	Phó Tổng Giám đốc Deputy General Director							Bổ nhiệm Phó TGD từ 01/10/2025 Appointed Deputy General Director from October 01, 2025
12.1	Hoàng Thanh Tuấn	079C101280								Chồng bà Phạm Thị Kim Ngân Husband of Mrs. Pham Thi Kim Ngan

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				Số CMND/ Hộ chiếu ID card No./Passport No.	Ngày cấp date of issue	Nơi cấp place of issue				
12.2	Hoàng Hà Chi									Con bà Phạm Thị Kim Ngân Daughter of Mrs. Pham Thi Kim Ngan
12.3	Hoàng Hà An									Con bà Phạm Thị Kim Ngân Daughter of Mrs. Pham Thi Kim Ngan
12.4	Phạm Trường Thọ									Bố đẻ bà Phạm Thị Kim Ngân Father of Mrs. Pham Thi Kim Ngan
12.5	Bùi Thị Chinh									Mẹ đẻ bà Phạm Thị Kim Ngân Mother of Mrs. Pham Thi Kim Ngan
12.6	Phạm Ánh Ngân									Em bà Phạm Thị Kim Ngân Brother of Mrs. Pham Thi Kim Ngan
12.7	Hoàng Thị Loan									Em dâu bà Phạm Thị Kim Ngân Sister-in- law of Mrs. Pham Thi Kim Ngan
12.8	Hoàng Kim Tiến									Bố chồng bà Phạm Thị Kim Ngân Father-in- law of Mrs. Pham Thi Kim Ngan
12.9	Phùng Thị Bích Huệ	079C50 5859								Mẹ chồng bà Phạm Thị Kim Ngân Mother-in- law Mrs. Pham Thi Kim Ngan

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				Số CMND/ Hộ chiếu ID card No./Passport No.	Ngày cấp date of issue	Nơi cấp place of issue				
12.10	Công đoàn cơ sở thành viên Công ty CP Chứng khoán MB Union of MB Securities Joint Stock Company	005C78 8789		29/QĐ-ĐU	11/04/2023	Đảng ủy Ngân hàng TMCP Quân Đội Party Committee of Military Commercial Joint Stock Bank	Tầng 7-8, 21 Cát Linh, Hà Nội Floor 7-8, 21 Cat Linh, Hanoi	265.673	0,04	Bà Phạm Thị Kim Ngân là Chủ tịch Mrs. Phạm Thị Kim Ngan is the Chairwoman.
13	Lê Văn Tuấn	005C05 4776	TV Ban Điều hành Board of Managem ent Member					535.307	0,08	Giao nhiệm vụ TV BDH từ 02/01/2019 Assigned to the position of Member of Board of Manageme nt from January 2, 2019
13.1	Hoàng Thị Thùy Dương	005C35 9948								Vợ ông Lê Văn Tuấn Mr. Le Van Tuan's wife
13.2	Lê Hoàng Tuấn Minh									Con ông Lê Văn Tuấn Son of Le Van Tuan
13.3	Lê Hoàng Minh Anh									Con ông Lê Văn Tuấn Daughter of Le Van Tuan
13.4	Lê Văn Liên									Bố đẻ ông Lê Văn Tuấn Father of Mr. Le Van Tuan
13.5	Bùi Thị Bộ									Mẹ đẻ ông Lê Văn Tuấn Mother of Mr. Le Van Tuan
13.6	Lê Văn Tân									Anh trai ông Lê Văn Tuấn Mr. Le Van Tuan's brother
13.7	Lê Văn Tấn	005C05 4519								Em trai ông Lê Văn Tuấn Mr. Le Van Tuan's

STT No.	Họ tên Name	Tài khoản giao dịch chứng khoán Securities trading account (if any)	Chức vụ tại công ty (nếu có) Position at the company (if any)	Số CMND/Hộ chiếu, ngày cấp, nơi cấp ID card No./Passport No., date of issue, place of issue			Địa chỉ liên hệ Address	Số cổ phiếu sở hữu cuối kỳ Number of shares owned at the end of the period	Tỷ lệ sở hữu CP cuối kỳ (%) Percent age of share ownersh ip at the end of the period	Ghi chú Note
				Số CMND/ Hộ chiếu ID card No./Passport No.	Ngày cấp date of issue	Nơi cấp place of issue				
										younger brother
13.8	Nguyễn Thị Thảo									Chị dâu ông Lê Văn Tuấn Sister-in- law of Mr. Le Van Tuan
13.9	Hoàng Văn Long									Bố vợ ông Lê Văn Tuấn Father-in- law of Mr. Le Van Tuan
13.10	Trần Thị Thái									Mẹ vợ ông Lê văn Tuấn Mother in law of Mr. Le Van Tuan
14	Nguyễn Văn Học	005C09 9298	Kế toán trưởng Chief Accounta nt							Giao nhiệm vụ Kế toán trưởng từ ngày 10/10/2017 Assigned to the position of Chief Accountant from October 10, 2017
14.1	PhạmThị Liễu									Mẹ đẻ ông Nguyễn Văn Học - đã mất ngày 12/05/2025 Mother of Nguyen Van Hoc passed away on 12/05/2025
14.2	Bùi Kim Thoa									Vợ ông Nguyễn Văn Học Mr. Nguyen Van Hoc's wife
14.3	Nguyễn Diệu Linh									Con gái ông Nguyễn Văn Học

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				Số CMND/ Hộ chiếu ID card No./Passport No.	Ngày cấp date of issue	Nơi cấp place of issue				
										Daughter of Mr. Nguyen Van Hoc
14.4	Nguyễn Khánh Hân									Con gái ông Nguyễn Văn Học Daughter of Mr. Nguyen Van Hoc
14.5	Nguyễn Văn Điệu									Anh trai ông Nguyễn Văn Học Mr. Nguyen Van Hoc's brother
14.6	Nguyễn Xuân Trường									Anh trai ông Nguyễn Văn Học Mr. Nguyen Van Hoc's brother
14.7	Nguyễn Văn Thang									Anh trai ông Nguyễn Văn Học Mr. Nguyen Van Hoc's brother
14.8	Nguyễn Thị Nền									Chị gái ông Nguyễn Văn Học Mr. Nguyen Van Hoc's sister
14.9	Nguyễn Thị Mến									Chị gái ông Nguyễn Văn Học Mr. Nguyen Van Hoc's sister
14.10	Bùi Thị Thanh Huyền									Chị dâu ông Nguyễn Văn Học Sister-in- law of Mr. Nguyen Van Hoc
14.11	Tô Thị Nơ									Chị dâu ông Nguyễn Văn Học Sister-in- law of Mr.

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				Số CMND/ Hộ chiếu ID card No./Passport No.	Ngày cấp date of issue	Nơi cấp place of issue				
										Nguyễn Van Hoc
14.12	Nguyễn Văn Sắc									Anh rể ông Nguyễn Văn Học Mr. Nguyen Van Hoc's brother-in- law
14.13	Bùi Thị Toan									Chị dâu ông Nguyễn Văn Học Sister-in- law of Mr. Nguyen Van Hoc
14.14	Tô Văn Phúc									Anh rể ông Nguyễn Văn Học Mr. Nguyen Van Hoc's brother-in- law
14.15	Nguyễn Thị Lập									Mẹ vợ ông Nguyễn Văn Học Mother-in- law of Mr. Nguyen Van Hoc
15	Trần Thị Thanh Huyền	005C00 9546 026C57 4561	Trưởng Phòng Kiểm toán nội bộ Head of Internal Audit Departme nt					158.212	0,02	Giao nhiệm vụ Trưởng phòng KTNB từ 17/04/2017 Assigned the task of Head of Internal Audit Departmen t from April 17, 2017
15.1	Hoàng Thị Yến									Mẹ đẻ bà Trần Thị Thanh Huyền Mother of Mrs. Tran Thi Thanh Huyen

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				Số CMND/ Hộ chiếu ID card No./Passport No.	Ngày cấp date of issue	Nơi cấp place of issue				
15.2	Bùi Thanh Thủy	005C02 0888						25.023	0,00	Chồng bà Trần Thị Thanh Huyền Husband of Mrs. Tran Thi Thanh Huyen
15.3	Bùi Huyền Nhi									Con gái bà Trần Thị Thanh Huyền Daughter of Mrs. Tran Thi Thanh Huyen
15.4	Bùi Văn Hà									Con gái bà Trần Thị Thanh Huyền Daughter of Mrs. Tran Thi Thanh Huyen
15.5	Trần Thị Thu Hiền	005C21 7067								Chị gái bà Trần Thị Thanh Huyền Sister of Mrs. Tran Thi Thanh Huyen
15.6	Đào Văn Hạnh									Anh rể bà Trần Thị Thanh Huyền Brother-in- law of Mrs. Tran Thi Thanh Huyen
15.7	Trần Cao Khang									Em trai bà Trần Thị Thanh Huyền Brother of Mrs. Tran Thi Thanh Huyen
15.8	Bùi Thị Minh Hằng	005C02 3211								Em dâu bà Trần Thị Thanh Huyền Sister-in- law of Mrs. Tran Thi Thanh Huyen

STT No.	Họ tên Name	Tài khoản giao dịch chứng khoán Securities trading account (if any)	Chức vụ tại công ty (nếu có) Position at the company (if any)	Số CMND/Hộ chiếu, ngày cấp, nơi cấp ID card No./Passport No., date of issue, place of issue			Địa chỉ liên hệ Address	Số cổ phiếu sở hữu cuối kỳ Number of shares owned at the end of the period	Tỷ lệ sở hữu CP cuối kỳ (%) Percentage of share ownership at the end of the period	Ghi chú Note
				Số CMND/Hộ chiếu ID card No./Passport No.	Ngày cấp date of issue	Nơi cấp place of issue				
15.9	Bùi Văn Văn									Bố chồng bà Trần Thị Thanh Huyền Father-in-law of Mrs. Tran Thi Thanh Huyen
15.10	Trần Thị Diễm									Mẹ chồng bà Trần Thị Thanh Huyền Mother-in-law Mrs. Tran Thi Thanh Huyen
16	Đỗ Thị Thúy Nga	005C062334026C203971	Chuyên viên Kiểm toán nội bộ Internal Auditor							Là CV KTNB từ 27/8/2018 Internal Auditor from August 27, 2018
16.1	Đỗ Đình Tinh	12210000709095								Bố đẻ bà Đỗ Thị Thúy Nga Father of Mrs. Do Thi Thuy Nga
16.2	Ninh Thị Mơ	005C464561								Mẹ đẻ bà Đỗ Thị Thúy Nga Mother of Mrs. Do Thi Thuy Nga
16.3	Đỗ Khánh Linh	005C4645520001311293								Em gái bà Đỗ Thị Thúy Nga Sister of Ms. Do Thi Thuy Nga
16.4	Luyện Ngọc Hùng	005C4645600001199296								Em rể bà Đỗ Thị Thúy Nga Brother-in-law of Mrs. Do Thi Thuy Nga
16.5	Nguyễn Hữu Quyền									Chồng bà Đỗ Thị Thúy Nga Husband of Mrs. Do

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				Số CMND/ Hộ chiếu ID card No./Passport No.	Ngày cấp date of issue	Nơi cấp place of issue				
										Thị Thụy Nga
16.6	Nguyễn Gia Kể									Bố chồng bà Đỗ Thị Thụy Nga Father-in- law of Mrs. Do Thi Thuy Nga
16.7	Trần Thị Năm									Mẹ chồng bà Đỗ Thị Thụy Nga Mother-in- law of Mrs. Do Thi Thuy Nga
17	Mai Thị Sen	005C20 0399	Chuyên viên cao cấp Kiểm toán nội bộ Senior Internal Auditor							Là CV KTNB từ 2/1/2019 Senior Internal Auditor from 2/1/2019
17.1	Mai Văn Tân									Bố đẻ bà Mai Thị Sen Father of Mrs. Mai Thi Sen
17.2	Mỹ Thị Phương									Mẹ đẻ bà Mai Thị Sen Mother of Mrs. Mai Thi Sen
17.3	Mai Văn Dũng	005C48 1508								Anh trai bà Mai Thị Sen Brother of Mrs. Mai Thi Sen
17.4	Nguyễn Thị Quỳnh									Chị dâu bà Mai Thị Sen Sister-in- law of Mrs. Mai Thi Sen
17.5	Mai Thị Nhưng	005C20 8607								Chị gái bà Mai Thị Sen Sister of Mrs. Mai Thi Sen
17.6	Bùi Quang Thái	005C49 1812								Anh rể bà Mai Thị Sen

STT No.	Họ tên Name	Tài khoản giao dịch chứng khoán Securities trading account (if any)	Chức vụ tại công ty (nếu có) Position at the company (if any)	Số CMND/Hộ chiếu, ngày cấp, nơi cấp ID card No./Passport No., date of issue, place of issue			Địa chỉ liên hệ Address	Số cổ phiếu sở hữu cuối kỳ Number of shares owned at the end of the period	Tỷ lệ sở hữu CP cuối kỳ (%) Percent age of share ownership at the end of the period	Ghi chú Note
				Số CMND/ Hộ chiếu ID card No./Passport No.	Ngày cấp date of issue	Nơi cấp place of issue				
										Brother-in-law of Mrs. Mai Thi Sen
17.7	Lê Văn Phú									Chồng bà Mai Thị Sen Husband of Mrs. Mai Thi Sen
17.8	Lê Văn Cừ									Bố chồng bà Mai Thị Sen Father-in-law of Mrs. Mai Thi Sen
17.9	Nguyễn Thị Thi									Mẹ chồng bà Mai Thị Sen Mother-in-law Mrs. Mai Thi Sen
17.10	Lê Khánh Vy									Con gái bà Mai Thị Sen (mới sinh 17/06/2025) Daughter of Mrs. Mai Thi Sen (born June 17, 2025)
18	Vũ Thị Thanh Huyền		CV Phòng KTNB Internal Auditor							Là CV KTNB từ 27/07/2021 Internal Auditor from July 27, 2021
18.1	Vũ Đình Khai									Bố đẻ bà Vũ Thị Thanh Huyền Father of Mrs. Vu Thi Thanh Huyen
18.2	Lã Thị Quyên									Mẹ đẻ bà Vũ Thị Thanh Huyền Mother of Mrs. Vu Thi Thanh Huyen

STT No.	Họ tên Name	Tài khoản giao dịch chứng khoán Securities trading account (if any)	Chức vụ tại công ty (nếu có) Position at the company (if any)	Số CMND/Hộ chiếu, ngày cấp, nơi cấp ID card No./Passport No., date of issue, place of issue			Địa chỉ liên hệ Address	Số cổ phiếu sở hữu cuối kỳ Number of shares owned at the end of the period	Tỷ lệ sở hữu CP cuối kỳ (%) Percent age of share ownersh ip at the end of the period	Ghi chú Note
				Số CMND/ Hộ chiếu ID card No./Passport No.	Ngày cấp date of issue	Nơi cấp place of issue				
18.3	Nguyễn Thị Phìn									Mẹ chồng bà Vũ Thị Thanh Huyền Mother-in- law Mrs. Vu Thi Thanh Huyen
18.4	Nguyễn Văn Thắng									Chồng bà Vũ Thị Thanh Huyền Husband of Mrs. Vu Thi Thanh Huyen
18.5	Vũ Thị Xuân									Chị gái bà Vũ Thị Thanh Huyền Sister of Mrs. Vu Thi Thanh Huyen
18.6	Phạm Quang Lực									Anh rể bà Vũ Thị Thanh Huyền Brother-in- law of Mrs. Vu Thi Thanh Huyen
18.7	Vũ Quốc Huy									Anh trai bà Vũ Thị Thanh Huyền Brother of Mrs. Vu Thi Thanh Huyen
18.8	Đào Thị Giang									Chị dâu bà Vũ Thị Thanh Huyền Sister-in- law of Mrs. Vu Thi Thanh Huyen

2. Giao dịch của người nội bộ và người có liên quan đối với cổ phiếu của công ty/ Transactions of internal persons and affiliated persons with shares of the company:

STT No.	Người thực hiện giao dịch Transaction executor	Quan hệ với người nội bộ Relationship with internal person	Số CP sở hữu đầu kỳ Number of shares owned at the beginning of the period		Số CP sở hữu cuối kỳ Number of shares owned at the end of the period		Lý do tăng, giảm (mua, bán, chuyển đổi, thưởng...) Reasons for increasing, decreasing (buying, selling, converting, rewarding, etc.)
			Số cổ phiếu Number of shares	Tỷ lệ (%) Percentage	Số cổ phiếu Number of shares	Tỷ lệ (%) Percentage	
1	Ngân hàng TMCP Quân đội Military Commercial Joint Stock Bank	Ngân hàng mẹ MBS's parent bank	437.357.236	76,35	439,766,963	66.76%	Nhận cổ tức bằng cổ phiếu, Thực hiện quyền mua trong đợt chào bán thêm cổ phiếu năm 2025, bán cổ phiếu. Receive stock dividends, exercise right to purchase shares in the 2025 additional share offering, sell shares.
2	Lê Viết Hải	Chủ tịch HĐQT Chairman of the Board	957.667	0,17	1,101,317	0,17	Nhận cổ tức bằng cổ phiếu, Thực hiện quyền mua trong đợt chào bán thêm cổ phiếu năm 2025 Receive stock dividends, exercise right to purchase shares in the 2025 additional share offering.
3	Nguyễn Minh Hằng	Thành viên HĐQT Board Member	511.201	0,09	587,881	0,09	Nhận cổ tức bằng cổ phiếu, Thực hiện quyền mua trong đợt chào bán thêm cổ phiếu năm 2025 Receive stock dividends, exercise right to purchase shares in the 2025 additional share offering.
4	Phạm Thị Hoa	Trưởng BKS Head of Board of Supervisors	178	0,00	204	0,00	Nhận cổ tức bằng cổ phiếu, Thực hiện quyền mua trong đợt chào bán thêm cổ phiếu năm 2025 Receive stock dividends, exercise right to purchase shares in the 2025 additional share offering.
5	Vũ Thị Hương	Thành viên BKS Board of Supervisors member	87.908	0,02	101,093	0,02	Nhận cổ tức bằng cổ phiếu, Thực hiện quyền mua trong đợt chào bán thêm cổ phiếu năm 2025 Receive stock dividends, exercise right to purchase shares in the 2025 additional share offering.
6	Phùng Thị Thanh Hà	Phó TGD Deputy General Director	11	0,00	12	0,00	Nhận cổ tức bằng cổ phiếu, Thực hiện quyền mua trong đợt chào bán thêm cổ phiếu năm 2025 Receive stock dividends, exercise right to purchase shares in the 2025 additional share offering.
7	Lê Thành Nam	Phó TGD Deputy General Director	233.236	0,04	268,221	0,04	Nhận cổ tức bằng cổ phiếu, Thực hiện quyền mua trong đợt chào bán thêm cổ phiếu năm 2025 Receive stock dividends, exercise right to purchase shares in the 2025 additional share offering.
8	Lê Văn Tuấn	Thành viên BĐH Board of Management Member	487.985	0,09	535,307	0,08	Nhận cổ tức bằng cổ phiếu, Thực hiện quyền mua trong đợt chào bán thêm cổ phiếu năm 2025, bán cổ phiếu. Receive stock dividends, exercise right to purchase shares in the 2025 additional share offering, sell shares.
9	Trần Thị Thanh Huyền	Trưởng phòng KTNB	138.123	0,02	158,212	0,02	Nhận cổ tức bằng cổ phiếu, Thực hiện quyền mua trong

STT No.	Người thực hiện giao dịch Transaction executor	Quan hệ với người nội bộ Relationship with internal person	Số CP sở hữu đầu kỳ Number of shares owned at the beginning of the period		Số CP sở hữu cuối kỳ Number of shares owned at the end of the period		Lý do tăng, giảm (mua, bán, chuyển đổi, thưởng...) Reasons for increasing, decreasing (buying, selling, converting, rewarding, etc.)
			Số cổ phiếu Number of shares	Tỷ lệ (%) Percentage	Số cổ phiếu Number of shares	Tỷ lệ (%) Percentage	
		Head of Internal Audit Department					đợt chào bán thêm cổ phiếu năm 2025 Receive stock dividends, exercise right to purchase shares in the 2025 additional share offering.
10	Bùi Thanh Thủy	Chồng bà Trần Thị Thanh Huyền Husband of Mrs. Tran Thi Thanh Huyen	26.660	0,00	25,023	0,00	Nhận cổ tức bằng cổ phiếu, Thực hiện quyền mua trong đợt chào bán thêm cổ phiếu năm 2025, bán cổ phiếu. Receive stock dividends, exercise right to purchase shares in the 2025 additional share offering, sell shares.
11	Công đoàn cơ sở Thành viên Công ty CP Chứng khoán MB Union of MB Securities Joint Stock Company	Bà Phạm Thị Kim Ngân là Chủ tịch Mrs. Pham Thi Kim Ngan is the Chairwoman	231.021	0,04	265,673	0,04	Nhận cổ tức bằng cổ phiếu, Thực hiện quyền mua trong đợt chào bán thêm cổ phiếu năm 2025 Receive stock dividends, exercise right to purchase shares in the 2025 additional share offering.

IX. Các vấn đề cần lưu ý khác/Other significant issues: Không có / None

Nơi nhận/Recipients:

- Như kính gửi/As to;
- Lưu/Archived: VP HĐQT/BOD office

**CHỦ TỊCH HỘI ĐỒNG QUẢN TRỊ
CHAIRMAN OF THE BOARD OF
DIRECTORS**



LÊ VIỆT HẢI

No:11/TTr-MBS-HĐQT

Hanoi, 03 March 2026

PROPOSAL

(Re: Approval of the audited 2025 financial statements; the profit distribution plan for 2025; and the 2026 business plan)

To: GENERAL MEETING OF SHAREHOLDERS OF MB SECURITIES JOINT STOCK COMPANY

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and subsequent amendments, supplements, and detailed guidelines;
- Pursuant to the Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 and subsequent amendments, supplements, and detailed guidelines;
- Pursuant to Circular No. 114/2021/TT-BTC approved by the Ministry of Finance on December 17, 2021;
- Pursuant to relevant legal documents;
- Pursuant to the Charter of MB Securities Joint Stock Company;
- Based on the Company's actual operating situation.

The Board of Directors of MB Securities Joint Stock Company (BOD) respectfully submits to the 2026 Annual General Meeting of Shareholders (AGM) for approval the following contents:

I. Approval of audited financial statements for 2025

The Board of Directors respectfully reports and submits to the General Meeting of Shareholders for approval the audited 2025 Financial Statements of MB Securities Joint Stock Company. These financial statements have been audited by KPMG Vietnam Co., Ltd.

The 2025 Financial Statements have been disclosed in accordance with regulations and have been published on the Company's website (www.mbs.com.vn).

II. Approval of 2025 profit distribution plan

Unit: Billion VND

TT	Nội dung	Số tiền	Tỷ lệ	Ghi chú
1	Profit after tax in 2025	1,130,87	100.0%	
2	Profit distribution after tax in 2025	1,068,84	94.5%	
	<i>Allocation to Welfare Fund</i>	33,93	3.0%	
	<i>Allocation to Bonus fund</i>	33,93	3.0%	
	<i>Profit for dividend distribution for 2025 (10% in cash)</i>	1,000,98	88.5%	<i>Dividend record date determined after completion of the additional share issuance.</i>
3	Remaining profit after tax in 2025	62,03	5.5%	
4	Remaining retained earnings after allocation to reserves and dividend distribution	149,53		

III. Annual plan 2026

Based on the forecast of the stock market situation in 2026, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval the 2026 business plan, as presented in the 2025 Performance Report and 2026 Business Plan by the Board of Management. Additionally, the Board of Directors proposes the following:

- Authorizing the Board of Directors to proactively direct the implementation of the plan and adjust the plan to suit the actual situation.
- Authorizing the Board of Directors to proactively direct and decide on monitoring, debt management, collection and handling of losses for bad debts to ensure compliance with regulations in circulars and decrees related to the accounting regime of the Securities Company to ensure the Company's business plan.
- Assign the Board of Directors to proactively direct and decide on the use of the financial and operational risks reserve to offset losses and damages incurred during business operations, ensuring compliance with regulations on fund utilization.

Respectfully submit to the General Meeting of Shareholders for consideration and approval!

Recipient:

- *General Meeting of Shareholders;*
- *File to the Board of Directors.*

On behalf of the Board of Directors

CHAIRMAN

**CÔNG TY
CỔ PHẦN
CHỨNG KHOÁN
MB**

LE VIET HAI

Note: In the event of any discrepancies between the two language versions of this Document, the Vietnamese version shall prevail.

No.: 01/TTr-MBS-BKS

Hà Nội, 03/03/2026

**PROPOSAL OF THE SUPERVISORY BOARD
MB SECURITIES JOINT STOCK COMPANY***(Regarding: The selection of the auditing firm in 2026)***Respectfully submitted to: GENERAL MEETING OF SHAREHOLDERS OF MB
SECURITIES JOINT STOCK COMPANY**

- Pursuant to relevant legal provisions: Law on Enterprises No. 59/2020/QH14 promulgated on June 17, 2020, Law on Securities No. 54/2019/QH14 promulgated on November 26, 2019 and subsequent amendments, supplements, and detailed guidance documents in each period.
- Pursuant to other relevant legal documents;
- Pursuant to the Charter of MB Securities Joint Stock Company;
- Actual operating situation.

The Supervisory Board respectfully submits to the 2026 Annual General Meeting of Shareholders (AGM) for approval the selection of an auditing firm to conduct the annual financial statement audit, as well as the quarterly and semi-annual financial statement reviews for 2026, as follows:

- The AGM approves/passes the list of independent auditing companies:

No.	Auditing company name
1	KPMG Company Limited
2	Ernst Young Vietnam Company Limited

- The AGM authorizes the Board of Directors to: (i) Select a specific auditing firm from the aforementioned list to perform the audit/review of annual, quarterly and semi-annual financial statements. (ii) Make decisions to select an auditing firm that meets all legal requirements to conduct audits of other activities of the company in alignment with the law and MBS's charter. The Board of Directors may delegate this authority to another individual as deemed appropriate.

Regards to the AGM for consideration and approval!

Recipients:

- AGM;
- Filed at the Board of Supervisors.

**On behalf of the
SUPERVISORY BOARD****HEAD OF SUPERVISORY BOARD****Phạm Thị Hoa**

No: 12/TTr-MBS-HDQT

Ha Noi, 03 March 2026

PROPOSAL***(Remuneration of the Board of Directors and the Supervisory Board for 2026)*****Respectfully Submitted to: THE GENERAL MEETING OF SHAREHOLDERS OF MB
SECURITIES JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, and its amendments and implementing guidelines ("Law on Enterprises 2020");
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019, and its amendments and implementing guidelines ("Law on Securities 2019");
- Pursuant to Decree No. 155/2020/ND-CP issued by the Government on December 31, 2020, detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to Circular No. 121/2020/TT-BTC issued by the Ministry of Finance on December 31, 2020, regulating the operations of securities companies;
- Pursuant to other relevant legal documents;
- Pursuant to the Resolution of the 2025 Annual General Meeting of Shareholders of MB Securities Joint Stock Company, No. 01/NQ-MBS-DHĐCĐ dated April 15, 2025;
- Based on the actual operational situation.

The Board of Directors of MB Securities Joint Stock Company reports and respectfully submits to the General Meeting of Shareholders the remuneration of the Board of Directors (BOD) and the Supervisory Board (SB) at the 2026 Annual General Meeting of Shareholders as follows:

1. Report on the Remuneration of the Board of Directors and the Supervisory Board for the year 2025:

The total remuneration of the Board of Directors and the Supervisory Board for 2025 is within the limit approved by the General Meeting of Shareholders (1.2% of the actual after-tax profit achieved in 2025). The total remuneration for 2025 will be applied to both executive and non-executive members of the Board of Directors and the Supervisory Board. Members of the Board of Directors and Supervisory Board are entitled to remuneration, salaries, bonuses, and other benefits based on the Company's annual business results, in accordance with current regulations.

2. Proposal for the remuneration of the Board of Directors and the Supervisory Board for the year 2026:

The Board of Directors of MB Securities Joint Stock Company respectfully submits to the General Meeting of Shareholders for approval the total remuneration and operating budget for the Board of Directors and the Supervisory Board for 2026, equivalent to 1.2% of the actual after-tax profit achieved in 2026. The General Meeting of Shareholders authorizes the Board of Directors to decide on the principles and mechanisms for the payment of remuneration, salaries, bonuses, operational expenses, and other benefits for the members of the Board of Directors and the Supervisory Board, based on the assignment of tasks, job performance,

and the company's business results, in accordance with MBS's salary and benefits policies and current regulations.

Respectfully submitted for the General Meeting of Shareholders' consideration and approval!

Document Receiving Department:

- General Meeting of Shareholders;
- Saved at the BOD Office.

REPRESENTING THE BOARD OF DIRECTORS
CHAIRMAN OF THE BOARD OF DIRECTORS



LE VIET HAI

Note: In the event of any discrepancies between the two language versions of this Document, the Vietnamese version shall prevail.

No. 13/TTr-MBS-HĐQT

Hanoi, 03 March 2026

**PROPOSAL OF THE BOARD OF DIRECTORS
MB SECURITIES JOINT STOCK COMPANY**

(Re: Approving the listing of MBS bonds offered to the public)

**Submitted to: GENERAL MEETING OF SHAREHOLDERS OF MB SECURITIES
JOINT STOCK COMPANY**

- Pursuant to the Enterprise Law No. 59/2020/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, amended and supplemented by Law No. 76/2025/QH15 dated June 17, 2025 amending and supplementing a number of articles of the Enterprise Law ("Enterprise Law") and implementing documents;
- Pursuant to the Securities Law No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, amended and supplemented by Law No. 56/2024/QH15 dated November 29, 2024 amending and supplementing a number of regulations on Control, Accounting, Independent Audit; The Budget, Management and Use of Public Assets Law; The Tax Administration Law; The Personal Income Tax Law; The National Reserves Law; The Handling of Administrative Violations Law ("Securities Law") and documents guiding its implementation;
- Pursuant to the Charter of MB Securities Joint Stock Company;
- Based on the business strategy and capital needs of MB Securities Joint Stock Company.

Based on the business strategy and capital needs of MB Securities Joint Stock Company ("Company"), the Company plans to issue corporate bonds in accordance with legal regulations and actual market conditions ("Bonds"). The Board of Directors of MB Securities Joint Stock Company respectfully submits to the 2026 Annual General Meeting of Shareholders to approve the listing of Bonds offered by the Company to the public according to the issuance plan approved by the Board of Directors in accordance with the Charter and current legal regulations during the period from the date of the Annual General Meeting of Shareholders in 2026 to the date of the Annual General Meeting of Shareholders in 2027. Details are as the followings:

1. Approve listing bonds on the Bonds Stock Exchange (these bonds are bonds that are offered to the public according to the issuance plan approved by the Board of Directors during the period from the date of the Annual General Meeting of Shareholders in 2026 to the date of the Annual General Meeting of Shareholders in 2027), ensuring compliance with legal regulations, the Charter and regulations of MBS.
2. The General Meeting of Shareholders authorizes and assigns the Board of Directors to

organize, implement and decide on all tasks to list the Bonds according to the contents approved by the General Meeting of Shareholders and ensure compliance with the provisions of law, the Charter and regulations of MBS. The Board of Directors is allowed to authorize others to perform tasks to list the MBS public Bonds.

MBS Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval!

Recipient:

- *As above;*
- *Archives: Board Office.*

**On behalf of the Board of Directors
CHAIRMAN**



LE VIET HAI

Note: In the event of any discrepancies between the two language versions of this Document, the Vietnamese version shall prevail.

No: 14/TTr-MBS-HDQT

Hà Nội, 23 March 2026

PROPOSAL

(Regarding the election of an additional member of the Board of Directors for the 2023–2028 term)

**Respectfully Submitted to: THE GENERAL MEETING OF SHAREHOLDERS OF MB
SECURITIES JOINT STOCK COMPANY**

- Based on the Enterprise Law No. 59/2020/QH14 dated June 17, 2020, and its amending and implementing guidelines (“Enterprise Law 2020”);
- Based on the Law on Securities No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 (“Law on Securities 2019”);
- Based on relevant legal documents;
- Based on the Charter of MB Securities Joint Stock Company.
- Based on the Notice regarding the nomination/candidate for the election of additional members to the Board of Directors for the 2023-2028 term of MB Securities Joint Stock Company, sent to shareholders on 03/03/2026,

The Board of Directors of MB Securities Joint Stock Company respectfully submits to the General Meeting of Shareholders for consideration and approval the election of additional members to the Board of Directors for the term 2023-2028, as follows:

I. Dismissal of a Member of the Board of Directors

The current Board of Directors consists of **05 members**, including:

- Mr. Le Viet Hai – Chairman of the Board of Directors.
- Mr. Phan Phuong Anh – Vice Chairman.
- Mr. Pham The Anh – Member
- Mr. Pham Xuan Thanh – Member
- Ms. Nguyen Minh Hang – Member

Based on Mr. Le Viet Hai's assignment to a new position by Military Commercial Joint Stock Bank, the Board of Directors of MB Securities Joint Stock Company respectfully submits to the Annual General Meeting of Shareholders 2026 the proposal to dismiss Mr. Le Viet Hai from his position as a member of the MBS Board of Directors.

II. Plan for the Election of an Additional Member of the Board of Directors

1. Necessity for the election of an additional BOD member:

Based on the actual situation arising as stated above, as well as to meet the development requirements of MBS, the election of an additional member of the Board of Directors for the 2023–2028 term is necessary. Accordingly, at the 2026 Annual General Meeting of Shareholders, the General Meeting shall elect 01 new member of the Board of Directors to replace the member who has submitted a resignation letter.



2. Number of members to be elected:

- The number of additional members to be elected to the Board of Directors is 01 (one) member.

3. List of Candidates Submitted to the General Meeting of Shareholders

Pursuant to the applicable laws, the Charter of MB Securities Joint Stock Company, the Notice on nomination/self-nomination of candidates for the Board of Directors, and the results of receiving candidate dossiers up to the present time, the Board of Directors respectfully submits to the **2026 Annual General Meeting of Shareholders** the list of **01 candidate** for election to the position of Member of the Board of Directors for the **2023–2028 term**, as follows:

- **Mr. Hoang Ha** – nominated by Military Commercial Joint Stock Bank

(Attached to this Proposal is the Personal Information Form of the above-mentioned candidate.)

III. Proposal to the General Meeting of Shareholders

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and decision on the election of an additional Member of the Board of Directors of MB Securities Joint Stock Company for the 2023–2028 term, in accordance with its authority.

Respectfully submitted for approval!

Recipients:

- General Meeting of Shareholders;
- Board of Directors, Supervisory Board, General Director;
- BOD Office (for filing)

ON BEHALF OF THE BOARD OF DIRECTORS



LE VIET HAI

SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

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PERSONAL INFORMATION FORM

- 1) Full name:: HOÀNG HÀ; Gender: Male
- 2) Date of birth: 28/10/1989
- 3) Place of birth: Hung Yen
- 4) Nationality: Vietnamese
- 5) Professional qualification: Master of Economics – Banking Academy
- 6) Current position: Director of Digital Business – MB Securities Joint Stock Company
- 7) Work Experience:

Thời gian	Nơi làm việc	Vị trí công việc
Oct 2025 – Present	MB Securities Joint Stock Company	Director of Digital Business Division
May 2024 – Sep 2025	MB Securities Joint Stock Company	Deputy Director of Digital Business Division
Mar 2023 – May 2024	Military Commercial Joint Stock Bank	Deputy Director of SME Digital Factory
Mar 2019 – Mar 2023	Military Commercial Joint Stock Bank	Branch Director
Jul 2017 – Feb 2019	Military Commercial Joint Stock Bank, Hai Ba Trung Branch	Head of Corporate and Investment Banking Department
Dec 2016 – Jul 2017	Military Commercial Joint Stock Bank, Ha Noi Branch	Head of SME Customers Department
May 2015 – Dec 2016	Military Commercial Joint Stock Bank, Ha Noi Branch	Deputy Head of SME Customers Department
Sep 2012 – May 2015	Military Commercial Joint Stock Bank, Ha Noi Branch	Corporate and Investment Banking Officer
Jun 2012 – Sep 2012	Military Commercial Joint Stock Bank, Ha Noi Branch	SME Customer Officer
Mar 2011 – Jun 2012	Military Commercial Joint Stock Bank, Ha Noi Branch	Customer Relationship Officer



No.15: /TTr-MBS-HDQT

Hanoi, 03 March 2026

PROPOSAL

(Re: Approval and promulgation of the amended and supplemented Charter of MB Securities Joint Stock Company)

Presentation: GENERAL MEETING OF SHAREHOLDERS OF MB SECURITIES JOINT STOCK COMPANY

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- The Law amending and supplementing a number of articles of the Law on Public Investment, the Law on Public-Private Partnership Investment, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Excise Tax and the Law on Enforcement of Civil Judgments No. 03/2022/QH15 was approved by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022; Law amending and supplementing a number of articles of the Law on Enterprises No. 76/2025/QH15 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2025;
- Pursuant to the Law on Securities No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on 26/11/2019 and documents guiding the implementation of the Law on Securities;;
- Pursuant to the Law amending and supplementing a number of articles of the Law on Securities, the Law on Accounting, the Law on Independent Audit, the Law on the State Budget, the Law on Management and Use of Public Assets, the Law on Tax Administration, the Law on National Reserves, and the Law on Handling of Violations on Main Dates approved by the National Assembly of the Socialist Republic of Vietnam on November 29, 2024;
- Pursuant to the Government's Decree 155/2020/ND-CP promulgated on December 31, 2020 detailing the implementation of a number of articles of the Securities Law;
- Decree 245/2025/ND-CP amending Decree 155/2020/ND-CP guiding the Law on Securities issued by the Government on September 11, 2025;
- Pursuant to Circular No. 116/2020/TT-BTC of the Ministry of Finance issued on December 31, 2020 guiding a number of articles on corporate governance applicable to public companies in the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities;
- Pursuant to Circular 121/2020/TT-BTC of the Ministry of Finance issued on 31/12/2020 regulating the operation of securities companies;
- Pursuant to other relevant legal documents;
- Actual situation,



On the basis of compliance, conformity and response to current legal regulations and meeting the actual requirements of the Company, the Board of Directors of MBS respectfully submits to the 2026 Annual General Meeting of Shareholders for consideration, approval and promulgation of the amended MBS Charter. supplements as follows:

1. The General Meeting of Shareholders decided to approve and promulgate the new MBS Charter to replace the Charter passed at the Annual General Meeting of Shareholders in 2025 in order to amend and supplement a number of contents to suit the current situation of governance and administration of the Company and comply with the provisions of current law.
Some important amendments and supplements are presented in the Appendix attached to the Report. Details of amendments and supplements to specific Articles/Clauses/Sections of the Charter to conform to legal provisions are shown in the draft Charter posted according to the meeting documents at the following link: <https://mbs.com.vn>
2. The General Meeting of Shareholders authorizes and assigns the Board of Directors to decide on the completion of the amendments and supplements to the Charter in accordance with the provisions of law and the guidance of competent state agencies (if any), notify the competent state agencies and disclose information in accordance with law
3. This Charter takes effect from the time MBS's Legal Representative signs for promulgation.

Respectfully submit to the General Meeting of Shareholders for consideration and approval!

Recipients:

- General Meeting of Shareholders;
- Save the VP of the Board of Directors.

On behalf of the Board of Directors
CHAIRMAN 

LE VIET HAI

MAIN AMENDMENTS AND SUPPLEMENTS IN THE COMPANY'S CHARTER
(Attached to the Proposal No.15/TTr-MBS-HĐQT dated 03/03/2026 of the Board of Directors)

TT	TERMS	CHARTER	NEW CHARTER	BASE AMENDMENTS AND SUPPLEMENTS
1.	Legal basis	Legal basis	<p>Additional legal grounds:</p> <ul style="list-style-type: none"> - Law on Enterprises No. 59/2020/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020; guiding documents and documents amending and supplementing the Law on Enterprises; - Law amending and supplementing a number of articles of the Law on Enterprises No. 76/2025/QH15 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2025; - Securities Law No. 54/2019/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019; documents guiding the implementation and documents amending and supplementing the Law on Securities; - Decree 245/2025/ND-CP amending Decree 155/2020/ND-CP guiding the Law on Securities issued by the Government on September 11, 2025; 	In accordance with current legal regulations.
2.	Clause 1 Article 1	Article 1. Explanation of terms	<p>Article 1. Explanation of terms</p> <p>Clause 1 Article 1 is supplemented:</p>	In accordance with current laws and internal

TT	TERMS	CHARTER	NEW CHARTER	BASE AMENDMENTS AND SUPPLEMENTS
			<p>i) <i>The Board of General Directors</i>" includes the General Director, Deputy General Directors;</p> <p>j) <i>"Executive Board"</i> includes the Board of Directors, members of the Executive Board and other titles as decided by the Board of Directors from time to time;</p> <p>cc) <i>"Beneficial owner of an enterprise with legal person status (hereinafter referred to as the beneficial owner of the enterprise)"</i> means an individual who has the actual right to own the charter capital or has the right to dominate such enterprise, except for the case where the representative of the direct owner in the enterprise in which the State holds 100% of the charter capital and the representative state capital portions in joint-stock companies or limited liability companies with two or more members in accordance with the law on management and investment of state capital in enterprises.</p>	regulations of the Company.
3.	Clause 3 Article 2	<p>Article 2. Name, form, head office, branch, representative office, transaction office and duration of operation of the Company</p> <p>Company Headquarters:</p> <ul style="list-style-type: none"> - Address: 7th-8th Floor, MB Building, No. 21 Cat Linh, Dong Da District, Hanoi City 	<p>Article 2. Name, form, head office, branch, representative office, transaction office and duration of operation of the Company</p> <p>Company Headquarters:</p> <ul style="list-style-type: none"> - Address: Area 1 - 7th-8th Floor, MB Building, No. 21 Cat Linh, O Cho Dua Ward, Hanoi City 	Change of the address of the head office licensed by the Securities Commission of the country: License No. 69/GPDC-UBCK dated 13/08/2025

TT	TERMS	CHARTER	NEW CHARTER	BASE AMENDMENTS AND SUPPLEMENTS
4.	Points a, c, Clause 2, Article 3	Article 3. Legal representative a) Title of the legal representative: General Director c) Responsibilities and obligations of the legal representative: - Take personal responsibility for damage to the Company due to the breach of the responsibilities specified in this clause.	Article 3. Legal representative Amending and supplementing Points a and c, Clause 2, Article 3: a) Title of the legal representative: Chairman of the Board of Directors c) Responsibilities and obligations of the legal representative: - To take personal responsibility for damage to the Company due to the breach of responsibility specified at Point c of this Clause.	In line with the corporate governance orientation
5.	Clause 1 Article 7	Article 7. Obligations of the Company	Article 7. Obligations of the Company Clause 1 of Article 7 is supplemented: j) Collecting, updating and retaining information on the beneficial owner of the enterprise; provide information to competent state agencies to identify the beneficial owners of enterprises when requested.	In accordance with current legal regulations.
6.	Clause 3 Article 8	Article 8. Prohibitions and restrictions 3. Regulations for members of the Board of Directors, Heads of the Control Board and members of the Board of Directors:	Article 8. Prohibitions and restrictions Supplement 3.b) 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 05 other companies;	Base: - Clause 3, Article 275 of Decree 155/2020/ND-CP has been amended and supplemented by Decree 245/2025/ND-CP - Clause 5, Article 291 of Decree 155, Decree

TT	TERMS	CHARTER	NEW CHARTER	BASE AMENDMENTS AND SUPPLEMENTS
			Supplementing 3.e) The General Director must not be a related person of the company's manager, the controller of the company and the parent company, the representative of the enterprise's capital interests at the company and the parent company;	155/2020/ND-CP has been amended and supplemented by Decree 245/2025/ND-CP
7.	Article 9	Article 9. Charter Capital and Foreign Ownership Ratio	Article 9. Charter capital On the date of adoption of this Charter, the Company's Charter Capital is VND 6,673,189,810,000 (Six thousand six hundred and seventy three billion, one hundred and eighty-nine million, eight hundred and ten thousand VND).	Change of charter capital licensed by the State Securities Commission: License No. 25/GPDC-UBCK dated 09/02/2026
8.	Clause 1 Article 10	Article 10. Types of Shares	Article 10. Types of Shares 1. The total Charter Capital of the Company is divided into 667,318,981 (Six hundred and sixty-seven million, three hundred and eighteen thousand, nine hundred and eighty-one) shares with a par value of 10,000 VND (ten thousand VND)/share. The company may change its charter capital when approved by the General Meeting of Shareholders and in accordance with the provisions of law.	

TT	TERMS	CHARTER	NEW CHARTER	BASE AMENDMENTS AND SUPPLEMENTS
9.	Clause 6; 9; 11 Article 19	<p>Article 19. Obligations of the Company's shareholders</p> <p>6. Shareholders who own 10% or more of the company's charter capital and related persons must not own more than 05% of the charter capital of another securities company. Do not take advantage of their advantages to harm the rights and interests of the Company and other shareholders.</p> <p>9. Protect the reputation, assets and interests of the Company and keep the Company's activities confidential.</p> <p>11. Take personal responsibility when committing one of the following acts on behalf of the Company in any form:</p> <ul style="list-style-type: none"> a) Violation of law; b) Conducting business and other transactions for self-interest or serving the interests of other organizations and individuals; c) Payment of undue debts against financial risks to the Company; 	<p>Article 19. Obligations of the Company's shareholders</p> <p>Amending and supplementing Clause 6 and Clause 9 Article 19:</p> <p>6. Shareholders who own 10% or more of the company's charter capital and related persons must not own more than 05% of the charter capital of another securities company. Do not take advantage of their advantages to harm the rights and interests of the Company and other shareholders in contravention of the law.</p> <p>9. Protect the reputation, assets and interests of the Company.</p> <p>Annulment of the contents of Clause 11, Article 19</p>	In accordance with legal regulations

TT	TERMS	CHARTER	NEW CHARTER	BASE AMENDMENTS AND SUPPLEMENTS
10.	Clause 2 Article 21	<p>Article 21. Rights and obligations of the General Meeting of Shareholders</p> <p>2. The General Meeting of Shareholders shall discuss and approve the following issues:</p> <p>e) Reports on self-assessment of operation results of the Control Board and each member of the Control Board;</p>	<p>Article 21. Rights and obligations of the General Meeting of Shareholders</p> <p>Amendments and supplements to Point e, Clause 2:</p> <p>e) A report on self-assessment of the operation results of the Control Board;</p>	In accordance with legal regulations
11.	Clause 5 Article 27	<p>Article 27. Conditions for the Resolution of the General Meeting of Shareholders to be approved</p> <p>5. Resolutions shall be adopted when they are approved by the number of shareholders owning more than 50% of the total number of votes of all shareholders attending and voting at the meeting, except for the cases specified in Clauses 3 and 5 of this Article and Clause 1 of Article 23 and Clause 8 of Article 28 of the Charter</p>	<p>Article 27. Conditions for the Resolution of the General Meeting of Shareholders to be approved</p> <p>5. Resolutions shall be adopted when they are approved by the number of shareholders owning more than 50% of the total number of votes of all shareholders attending and voting at the meeting, except for the cases specified in Clause 3 of this Article; Clause 1 of Article 23; Clause 8 of Article 28 and Clause 3, Clause 4, Article 38 of the Charter.</p>	In accordance with legal regulations and internal regulations of MBS
12.	Clause 2 Article 32	Article 32. Candidacy and nomination of persons to the Board of Directors and	Article 32. Candidacy and nomination of persons to the Board of Directors and criteria	In accordance with legal regulations

TT	TERMS	CHARTER	NEW CHARTER	BASE AMENDMENTS AND SUPPLEMENTS
		<p>criteria and conditions for membership of the Board of Directors</p> <p>2. In case the number of candidates approved by the Board of Directors for nomination and candidacy is still insufficient as required by the decision of the General Meeting of Shareholders, the incumbent Board of Directors may introduce additional candidates or organizations to nominate as prescribed in this Charter. Internal Regulations on corporate governance and Regulations on the operation of the Board of Directors. The nomination mechanism or method of nominating the incumbent Board of Directors, the Control Board and other shareholders must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with law.</p>	<p>and conditions for membership of the Board of Directors</p> <p>2. In case the number of candidates approved by the Board of Directors for nomination and candidacy is still not enough as prescribed in Clause 5, Article 155 of the Law on Enterprises, the incumbent Board of Directors may recommend additional candidates or organizations to nominate as prescribed in this Charter. Internal Regulations on corporate governance and Regulations on the operation of the Board of Directors. The nomination mechanism or method of nominating the incumbent Board of Directors, the Control Board and other shareholders must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with law.</p>	
13.	Clause 2 Article 33	<p>Article 33. Number, composition and term of office of members of the Board of Directors</p> <p>The structure of the Board of Directors of the Company must ensure that at least 1/3 (one-third) of the total number of members of the Board of Directors are non-executive members.</p>	<p>Article 33. Number, composition and term of office of members of the Board of Directors</p> <p>Amending and supplementing Article 2: The number of non-executive members of the company's Board of Directors must meet the following provisions:</p> <p>a) There is at least 01 non-executive member in case the company has the number of</p>	Pursuant to Clause 2, Article 276 of Decree 155/2020/ND-CP amended and supplemented by Decree 245/2025/ND-CP

TT	TERMS	CHARTER	NEW CHARTER	BASE AMENDMENTS AND SUPPLEMENTS
			<p>members of the Board of Directors from 03 to 05 members;</p> <p>b) There are at least 02 non-executive members in case the company has the number of members of the Board of Directors from 06 to 08 members;</p> <p>c) There are at least 03 non-executive members in case the company has the number of members of the Board of Directors from 09 to 11 members.</p>	
14.	Clause 2; 4 Article 34	<p>Article 34. Powers and obligations of the Board of Directors</p> <p>2. The rights and obligations of the Board of Directors shall be prescribed by law, the Company's Charter and the General Meeting of Shareholders. Specifically:</p> <p>f) To decide on investment plans and investment projects within their competence and limits as prescribed by law and to delegate and delegate authority to the company's managers to carry out investment activities in accordance with their competence and law;</p> <p>h) Approve contracts for purchase, sale, borrowing, lending and other contracts and transactions with a value equal to or greater than 35% of the total value of assets recorded in the latest financial statements</p>	<p>Article 34. Powers and obligations of the Board of Directors</p> <p>Amending and supplementing Clause 2, Article 34:</p> <p>f) Decide on investment plans and investment projects within their competence and limits as prescribed by law;</p> <p>h) Approve contracts for purchase, sale, borrowing, lending and other contracts and transactions valued at 35% or more of the total value of assets recorded in the company's latest financial statements, except for contracts and transactions that must be approved by the General Meeting of Shareholders in accordance with the Law on Enterprises and this Charter;</p> <p>i) Elect, dismiss or dismiss the Chairman of the Board of Directors; appoint, dismiss, sign and</p>	Changes in accordance with corporate governance and legal regulations.

TT	TERMS	CHARTER	NEW CHARTER	BASE AMENDMENTS AND SUPPLEMENTS
		<p>of the Company, except for contracts and transactions that must be approved by the General Meeting of Shareholders in accordance with the Law on Enterprises and this Charter;</p> <p>i) Elect, dismiss or dismiss the Chairman of the Board of Directors; appoint, dismiss, sign and terminate contracts for the following General Directors and managers of the Company: Deputy General Director, Chief Financial Officer, Chief Accountant, members of the Executive Board; decide on salaries, remuneration, bonuses and other benefits of the above-mentioned managers;</p> <p>o) Propose the level of dividend payment, decide on the time limit and procedures for dividend payment or handle losses incurred in the course of business;</p> <p>4. The Managing Board may authorize the Chairperson of the Managing Board to perform part of the powers and functions of the Managing Board during the time when the Managing Board does not hold a meeting. The authorization content must be clearly and concretely defined. For material matters related to the vital interests of the Company, the Chairman of the Board of Directors shall not be authorized to decide.</p>	<p>terminate contracts for the following General Directors and managers of the Company: Deputy General Director, Chief Financial Officer, Chief Accountant, members of the Executive Board and other titles (if any) according to internal regulations of the Board of Directors; decide on salary levels, remuneration, bonuses and other benefits of the above-mentioned managers;</p> <p>j) Inspect, supervise and direct the General Director to perform the assigned tasks, annually evaluate the working efficiency of the General Director; inspect, supervise, direct and evaluate annually the performance of tasks of other positions appointed by the Board of Directors under the decision of the Board of Directors.</p> <p>k) Approve the annual business plan and/or objectives and adjustments and amendments (if any) proposed by the General Director,</p> <p>o) Decide on investment policies, manage risks and supervise the implementation of the Company's risk prevention measures;</p> <p>p) Consider and approve the submission of the annual financial statement to the General Meeting of Shareholders;</p>	

TT	TERMS	CHARTER	NEW CHARTER	BASE AMENDMENTS AND SUPPLEMENTS
			<p>q) Propose the plan for distribution of profits, the level of dividend payment, decide on the time limit and procedures for payment of dividends or handle losses incurred in the course of business;</p> <p>r) Regulations on the use of funds deducted from after-tax profits on the basis of the Resolution of the General Meeting of Shareholders, including the promulgation of regulations, decentralization of the authority to use funds and other relevant contents, Regulations on the appropriation and use of pre-tax funds of the Company in accordance with law.</p> <p>s) Decide on the offering price of new shares or sale of unsold shares within the number of shares entitled to be offered for sale; Deciding on the offering price of shares and convertible bonds, bonds with warrants of the Company;</p> <p>t) Decide on the plan for issuance and offering of corporate bonds (except for the offering of convertible bonds and bonds with warrants);</p> <p>cc) Organizing, inspecting and supervising the implementation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors;</p> <p>Clause 4 of Article 34 is annulled</p> <p>Clause 6 of Article 34 is supplemented:</p>	

TT	TERMS	CHARTER	NEW CHARTER	BASE AMENDMENTS AND SUPPLEMENTS
			<p>6. When deeming it necessary, the Board of Directors shall decide to appoint the company secretary. The company secretary has the following rights and obligations:</p> <ul style="list-style-type: none"> a) Supporting the organization of convening meetings of the General Meeting of Shareholders and the Board of Directors; recording meeting minutes; b) Assist members of the Board of Directors in exercising their assigned rights and obligations; c) Assisting the Board of Directors in applying and implementing the principles of corporate governance; d) Supporting the company in building shareholder relations and protecting the legitimate rights and interests of shareholders; compliance with the obligation to provide information, publicize information and administrative procedures; dd) Other rights and obligations as prescribed by the Board of Directors. 	

TT	TERMS	CHARTER	NEW CHARTER	BASE AMENDMENTS AND SUPPLEMENTS
15.	Clause 1 Article 35	<p>Article 35. Remuneration, bonuses and other benefits of members of the Board of Directors</p> <p>1. The company has the right to pay remuneration, bonuses and other benefits to members of the Board of Directors according to business results and efficiency.</p> <p>Members of the Board of Directors (excluding authorized representatives) are entitled to receive remuneration, bonuses and other benefits for their work as members of the Board of Directors. The work remuneration is calculated according to the number of working days required to complete the tasks of the members of the Board of Directors and the remuneration level per day. The Board of Directors estimates the remuneration for each member on the principle of unanimity. The total remuneration for members of the Board of Directors will be decided by the General Meeting of Shareholders. A member of the Board of Directors who holds an executive position (including the position of Chairman or Vice Chairman), or a member of the Board of Directors works in professional bodies of the Board of Directors, or performs other tasks outside the scope of the normal duties of a member of the Board of</p>	<p>Article 35. Remuneration, bonuses and other benefits of members of the Board of Directors</p> <p>Amendments to Clause 1 of Article 35:</p> <p>1. The company has the right to pay remuneration, bonuses and other benefits to members of the Board of Directors according to business results and efficiency.</p> <p>Members of the Board of Directors are entitled to receive remuneration, bonuses and other benefits for their work as members of the Board of Directors. The Board of Directors estimates the remuneration for each member on the principle of unanimity. The total remuneration for members of the Board of Directors will be decided by the General Meeting of Shareholders at the annual meeting. Members of the Board of Directors holding executive positions (including the position of Chairman or Vice Chairman), or full-time members of the Board of Directors (working as Officers and Employees of the Company), or members of the Board of Directors working at professional agencies/committees of the Board of Directors, or performing other jobs determined by the Board of Directors to be outside the scope of normal duties of a member of the Board of Directors, may be paid an additional amount of</p>	Changes in accordance with corporate governance

TT	TERMS	CHARTER	NEW CHARTER	BASE AMENDMENTS AND SUPPLEMENTS
		Directors, may be paid an additional amount of money in the form of a lump-sum wage, salary, bonus, commission, percentage of profit or in other forms as decided by the Board of Directors.	money in the form of a lump-sum remuneration, salary, bonus or in other forms as decided by the Board of Directors.	
16.	Clause 3; 6 Article 36	<p>Article 36. Chairman of the Board of Directors</p> <p>3. The Chairman of the Board of Directors has the following rights and obligations:</p> <p>c) Organize the adoption of resolutions and decisions of the Board of Directors;</p> <p>d) Supervise the process of organizing the implementation of resolutions and decisions of the Board of Directors;</p> <p>6. When deeming it necessary, the Board of Directors shall decide to appoint the company secretary. The company secretary has the following rights and obligations:</p> <p>a) Supporting the organization of convening meetings of the General Meeting of Shareholders and the Board of Directors; recording meeting minutes;</p> <p>b) Assist members of the Board of Directors in exercising their assigned rights and obligations;</p>	<p>Article 36. Chairman of the Board of Directors</p> <p>Amendments and supplements 3. The Chairman of the Board of Directors has the following rights and obligations:</p> <p>c) Organize the adoption of resolutions and decisions of the Board of Directors; signing resolutions, decisions and documents under the competence of the Board of Directors on behalf of the Board of Directors;</p> <p>d) Organize the implementation and supervise or supervise the process of organizing the implementation of resolutions and decisions of the Board of Directors;</p> <p>f) Supervise the General Director in the day-to-day operation of the business;</p> <p>Bring Clause 6 Article 36 to Clause 6 Article 34.</p>	Changes in accordance with corporate governance

TT	TERMS	CHARTER	NEW CHARTER	BASE AMENDMENTS AND SUPPLEMENTS
		<p>c) Assisting the Board of Directors in applying and implementing the principles of corporate governance;</p> <p>d) Supporting the company in building shareholder relations and protecting the legitimate rights and interests of shareholders; compliance with the obligation to provide information, publicize information and administrative procedures;</p> <p>dd) Other rights and obligations as prescribed by the Board of Directors.</p>		
17.	Clause 2, Clause 3 Article 47	<p>Article 47. Rights and obligations of the General Director</p> <p>2. Rights and obligations of the General Director</p> <p>a) To decide on matters related to the Company's daily business which are not under the competence of the Board of Directors or the General Meeting of Shareholders; including entering into financial and commercial contracts on behalf of the Company, organizing and operating the Company's day-to-day business activities in accordance with best management practices;</p>	<p>Article 47. Rights and obligations of the General Director</p> <p>Amendments to Clause 2</p> <p>a) To decide on matters related to the Company's daily business which do not fall under the competence of the Chairman of the Board of Directors, the Board of Directors or the General Meeting of Shareholders;</p> <p>h) Recruiting laborers and organizing recruitment; decide on salaries and bonuses of employees according to their competence;</p>	Due to the change of the legal representative; changes in accordance with corporate governance.

TT	TERMS	CHARTER	NEW CHARTER	BASE AMENDMENTS AND SUPPLEMENTS
		<p>h) Recruitment of laborers: The General Director may consult the Board of Directors, in case of necessity, to decide on the number of employees, salaries, allowances, benefits, appointments, dismissals and other provisions related to their labor contracts;</p> <p>i) Appointment, dismissal and dismissal of managerial positions in the Company, except for those which must be approved by the Board of Directors;</p> <p>m) Decide on salaries and other benefits for employees in the Company, including managerial positions under the appointment competence of the General Director;</p> <p>n) Submit annual financial settlement reports to the Board of Directors;</p> <p>3. The General Director must manage the daily business of the Company in accordance with the provisions of law, the company's charter, the labor contract signed with the company and the resolution of the Board of Directors. In case of operation contrary to this regulation and causing damage to the Company, the General Director shall</p>	<p>3. The General Director must manage the daily business of the Company in accordance with the provisions of law, the company's charter, labor contracts signed with the companies and resolutions and decisions of the Board of Directors. The General Director shall be delegated and re-authorized in accordance with the Company's regulations. In case</p>	

TT	TERMS	CHARTER	NEW CHARTER	BASE AMENDMENTS AND SUPPLEMENTS
		be responsible before law and must compensate the Company for damage	of operating contrary to this regulation and causing damage to the Company, the General Director shall be responsible before law and must compensate the Company for damages.	
18.	Clause 1 Article 57	<p>Article 57. Salaries, remuneration, bonuses and other benefits of members of the Supervisory Board</p> <p>1. Members of the Control Board shall be paid salaries, remuneration, bonuses and enjoy other benefits under decisions of the General Meeting of Shareholders. The General Meeting of Shareholders shall decide on the total salary, remuneration, bonuses, other benefits and annual operating budget of the Supervisory Board.</p>	<p>Article 57. Salaries, remuneration, bonuses and other benefits of members of the Supervisory Board</p> <p>Amending and supplementing Clause 1, Article 57:</p> <p>1. Members of the Supervisory Board are entitled to salaries, remuneration, bonuses and other benefits in accordance with the provisions of law, the Charter and the Company's internal regulations. The total salary, remuneration and annual operating budget of members of the Supervisory Board shall be decided by the General Meeting of Shareholders, in accordance with the provisions of the Law on Enterprises, other relevant laws and internal regulations of the Company.</p>	Changes in accordance with corporate governance
19.	Article 63.-	<p>Article 63. Principles in the relationship between the Parent Company and the Company</p> <p>1. Principles of unity, independence, autonomy and</p>	<p>Article 63. Principles in the relationship between the Parent Company and the Company</p> <p>1. Principles of unity, independence and autonomy:</p>	In accordance with the principles of the relationship between the

TT	TERMS	CHARTER	NEW CHARTER	BASE AMENDMENTS AND SUPPLEMENTS
		<p>respect for the law:</p> <p>a) The parent company shall manage the company in accordance with the provisions of law, ensuring the interests and obligations of the parties involved equally before the law;</p> <p>b) The parent company shall uniformly manage the Company on the basis of formulating general management principles and standards in accordance with the provisions of law and operational practices;</p> <p>c) The parent company and the company are organized and operated independently, and are responsible for themselves before the law and shareholders.</p> <p>2. Governing principles:</p> <p>a) The parent company manages the company through the controlling right over the company according to the parent company's share/contributed capital ownership ratio in the company; in accordance with the charter of the parent company, the charter of the company, the statute of the parent company and relevant legal provisions.</p> <p>b) The parent company's controlling rights over the company include at least one of the</p>	<p>a) The parent company shall manage the Company in accordance with the provisions of law, ensuring the interests and obligations of the parties involved equally before the law and taking responsibility before the law;</p> <p>b) The parent company shall uniformly manage the Company on the basis of formulating management principles and standards in accordance with the provisions of law and operational practices;</p> <p>c) The parent company and the company have their own charters of organization and operation, which are approved in accordance with the order and procedures of relevant laws on the form of organization and operation of each company.</p> <p>2. Governing principles:</p> <p>The parent company manages the company through the controlling right over the company according to the parent company's share/contributed capital ownership ratio in the company; in accordance with the charter of the parent company, the charter of the company, the statute of the parent company and relevant legal provisions.</p> <p>3. Principles of management through representatives:</p>	Parent Company and the Company

TT	TERMS	CHARTER	NEW CHARTER	BASE AMENDMENTS AND SUPPLEMENTS
		<p>following rights:</p> <ul style="list-style-type: none"> - Rights of shareholders holding controlling shares of the Company; - The right to directly or indirectly appoint the majority or all members of the Board of Directors and the General Director of the Company; - The right to decide to approve, amend and supplement the Company's Charter; - Other governing cases as agreed between the Parent Company and the Company. <p>3. Principles of management through representatives:</p> <ul style="list-style-type: none"> a) The parent company manages the company through its representatives: the representatives directly manage the company on behalf of the parent company, ensuring the shareholders' rights of the parent company in accordance with the company's charter, the internal regulations of the parent company and the provisions of relevant laws; b) The capital representative and other representatives are responsible for implementing the strategy, plans and 	<ul style="list-style-type: none"> a) The parent company manages the company through its representatives: the representatives directly manage the company on behalf of the parent company, ensuring the shareholders' rights of the parent company in accordance with the company's charter, the internal regulations of the parent company and the provisions of relevant laws; b) The capital representative and other representatives are responsible for implementing the strategy, plans and operational orientations of the parent company to the company. <p>4. Principles of coordination and effectiveness of the Group:</p> <ul style="list-style-type: none"> a) The company and its subsidiaries operating in relevant fields in the same locality shall coordinate and support with the parent company and each other in accordance with the business orientations and strategies and market development approved by the parent company; b) Unfair internal competition and dispersion of resources between the parent company and subsidiaries of the parent company are not allowed; affecting the interests of the parent 	

TT	TERMS	CHARTER	NEW CHARTER	BASE AMENDMENTS AND SUPPLEMENTS
		<p>operational orientations of the parent company to the company.</p> <p>4. Principles of system management:</p> <p>a) According to the assigned functions and tasks, the Professional Divisions/Departments/Departments at the parent company shall advise the Representative in the process of developing policies and management document systems in accordance with the provisions of law; Working directly with the Company's professional agencies in developing policies and legal document systems;</p> <p>b) The method of coordination, operation, information and exchange between the parties when performing tasks shall comply with the principles issued by the parent company and relevant documents.</p> <p>5. Principles of coordination, association and organization of cross-selling:</p> <p>a) The company and its subsidiaries operating in relevant fields in the same locality shall coordinate and support with the parent company and each other in accordance with the business orientations and strategies and market</p>	<p>company and the Group;</p> <p>c) The Parent Company, the Company and its subsidiaries prioritize the distribution and use of each other's products and services, prioritize the dedication of resources/infrastructure to develop cross-selling products and/or jointly build associated products to provide to customers, in accordance with the law;</p> <p>d) The parent company, the company and its subsidiaries shall apply the price and fee mechanism to ensure the harmony of interests between the parties, in accordance with the provisions of law and internal regulations of each party;</p> <p>e) According to the assigned functions and tasks, the Divisions/Agencies/Departments/Departments at the parent company advise and advise the Representative in the performance of functions, tasks and powers, in accordance with internal regulations and legal regulations. In the process of performing their duties, the parent company's management agencies may work directly with the company's professional agencies. The methods of coordination, operation and</p>	

TT	TERMS	CHARTER	NEW CHARTER	BASE AMENDMENTS AND SUPPLEMENTS
		<p>development approved by the parent company;</p> <p>b) Unfair internal competition and dispersion of resources between the parent company and subsidiaries of the parent company are not allowed; for the best interests and in accordance with the provisions of law;</p> <p>c) The Parent Company, the Company and its subsidiaries prioritize the distribution and use of each other's products and services, prioritize the dedication of resources/infrastructure to develop cross-selling products and/or jointly build associated products to provide to customers, in accordance with the law;</p> <p>d) The parent company, the Company and its subsidiaries apply the price/fee mechanism equivalent to the best customer of each party in accordance with the provisions of law.</p>	<p>exchange of information between the parties are carried out in accordance with internal regulations and legal regulations.</p>	
20.	Article 65	<p>Article 65. Regime of reporting, evaluation, inspection and supervision</p> <p>1. The Company's reporting regime for the parent company</p> <p>The Company shall implement the reporting regime for the Parent Company through the Representative of the Parent Company at the</p>	<p>Article 65. Inspection, monitoring and reporting regime</p> <p>1. Inspection and supervision:</p> <p>a) At the request of the parent company for inspection and audit, the representative is responsible for ensuring the right to inspect and</p>	<p>In accordance with the inspection, supervision and reporting regimes between the Parent Company and the Company</p>

TT	TERMS	CHARTER	NEW CHARTER	BASE AMENDMENTS AND SUPPLEMENTS
		<p>Company.</p> <p>2. Evaluation of the Company's performance</p> <p>a) The parent company evaluates the implementation of the strategy and the implementation of the periodic business plan through the reporting regime for the parent company of the representative at the company;</p> <p>b) The parent company builds an online management information system based on a unified IT platform throughout the Group on data governance, data quality and policies to fully assess the Group's business aspects and risks;</p> <p>c) Every 06 months, the parent company shall review and evaluate the Company's activities according to the principles of evaluation of the parent company from time to time, rank the Company and evaluate the performance of the Representative at the Company in order to make necessary adjustments.</p> <p>3. Inspection and supervision of the Company</p> <p>a) Regular supervision: The parent company performs the function of supervising the Company's activities through the system of periodic reports, irregular reports and</p>	<p>control the parent company;</p> <p>b) The parent company shall appoint inspection delegations or participate in delegations to inspect the management and use of the parent company's contributed capital at the company, inspect all aspects of business activities, comply with the Charter and other internal regulations of the parent company;</p> <p>c) Inspection activities or participation in inspections of the Parent Company with the Company are requested/requested periodically or irregularly when necessary.</p> <p>2. Reporting</p> <p>a) The Company's reporting activities to the parent company shall be carried out through the representative managing the parent company's capital contribution at the company in accordance with the internal regulations of each party;</p> <p>b) Depending on the content and urgency of the work, reporting activities can be through the following forms: text, fax, email, direct telephone.</p>	

TT	TERMS	CHARTER	NEW CHARTER	BASE AMENDMENTS AND SUPPLEMENTS
		<p>information systems between the parent company and the representative.</p> <p>b) Exercise the right to inspect and supervise the Company in accordance with the provisions of the Law on Enterprises, the Charter of the parent company and the charter of the subsidiary.</p>		

**JOINT STOCK COMPANY
MB SECURITIES**

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

**CHARTER
MB SECURITIES JOINT STOCK COMPANY**

Hanoi, May 2026




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LEGAL BASIS

Base:

- Law on Enterprises No. 59/2020/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020; guiding documents and documents amending and supplementing the Law on Enterprises;
- Law amending and supplementing a number of articles of the Law on Enterprises No. 76/2025/QH15 approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2025;
- Securities Law No. 54/2019/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019; documents guiding the implementation and documents amending and supplementing the Law on Securities;
- Decree 155/2020/ND-CP issued by the Government on December 31, 2020 detailing the implementation of a number of articles of the Law on Securities;
- Decree 245/2025/ND-CP amending Decree 155/2020/ND-CP guiding the Law on Securities issued by the Government on September 11, 2025;
- Circular No. 116/2020/TT-BTC issued by the Ministry of Finance on December 31, 2020 guiding a number of articles on corporate governance in Decree No. 155/2020/ND-CP dated December 31, 2020;
- Circular 121/2020/TT-BTC issued by the Ministry of Finance on 31/12/2020 regulating the operation of securities companies;
- Relevant current legal provisions;
- Resolution No. /NQ-MBS/HDHD dated /2026 of the 2026 Annual General Meeting of Shareholders of MB Securities Joint Stock Company.

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FOREWORD


This Charter was approved in accordance with the Resolution of the General Meeting of Shareholders No. /2026/NQ-MBS-DHDCĐ dated May 2026.

CHAPTER 1


DEFINITIONS AND TERMS IN THE CHARTER

Article 1. Explanation of terms


1. In this Charter, the following terms shall be construed as follows:
 - a) "**Company**" means MB Securities Joint Stock Company;
 - b) "**Legal capital**" means the minimum amount of capital in accordance with the law on securities market for the Company to establish and operate;
 - c) "**Charter capital**" means the total par value of shares sold or registered for purchase upon the establishment of the Company and as prescribed in Article 9 of this Charter;
 - d) "**Law on Securities**" means the Law on Securities No. 54/2019/QH14, amended and supplemented by the Law amending and supplementing a number of articles of the Law on Securities, the Law on Accounting, the Law on Independent Audit, the Law on the State Budget, the Law on Management and Use of Public Assets, the Law on Tax Administration, the Law on Personal Income Tax, Law on National Reserves, Law on Handling of Administrative Violations No. 56/2024/QH15;
 - e) "**Law on Enterprises**" means the Law on Enterprises No. 59/2020/QH14, amended and supplemented by the Law Amending and Supplementing a Number of Articles of the Law on Public Investment, the Law on Investment in the form of public-private partnership, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Excise Tax and the Law on Enforcement of Civil Judgments No. 03/2022/QH15; Law amending and supplementing a number of articles of the Law on Enterprises No. 76/2025/QH15;
 - f) "**Decree No. 155/2020/ND-CP**" means Decree No. 155/2020/ND-CP detailing the implementation of a number of articles of the Securities Law, amended and supplemented by Decree No. 245/2025/ND-CP;
 - g) "**Executive of the Company**" means the General Director, Deputy General Director, Chief Accountant, Chief Financial Officer (if any) and other titles of members of the Executive Board under the decision of the Board of Directors;

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- h) "**Company managers**" include the **Chairman of the Board of** Directors, members of the Board of Directors, members of the Executive Board (including the General Director, Deputy General Directors and members of the Executive Board as decided by the Board of Directors);
- i) The "**Board of General Directors**" includes the General Director, Deputy General Directors;
- j) "**Executive Board**" includes the Board of Directors, members of the Executive Board and other titles as decided by the Board of Directors from time to time;
- k) "**Related person**" means an individual or organization that has a relationship with each other in accordance with the provisions of the Law on Enterprises, the Law on Securities and other legal provisions, depending on each applicable case;
- l) "**SSC**" means the State Securities Commission;
- m) "**Terms**" means a provision of these Conditions;
- n) "**Establishment date**" means the date on which the Company is granted the Establishment and Operation License for the first time;
- o) "**Shareholder**" of the Company means an individual or organization that owns at least one share of the Company;
- p) "**Major shareholder**" means a shareholder who owns 05% or more of the Company's voting shares;
- q) "**Operation duration**" means the operation time of the Company specified in Article 2 of this Charter;
- r) "**Parent Company**" of the Company means an organization in one of the following cases:
 - Owning more than 50% of the charter capital or the total ordinary share capital of that company;
 - Have the right to directly or indirectly appoint the majority or all members of the Board of Directors and the General Director of the Company;
 - Have the right to decide on the amendment and supplementation of the Company's Charter
- s) "**Representative**": means the capital representative of the parent company or other representatives of the parent company at the company;
- t) "**Securities brokerage**" means an intermediary to buy and sell securities to customers;
- u) "**Proprietary trading of securities**" means the purchase and sale of securities by securities companies for themselves; Millet
- v) "**Securities issuance guarantee**" means a commitment to the issuer to buy part or all of the issuer's securities for resale or purchase of the remaining securities that have not been fully distributed or to make maximum efforts to distribute the number of securities to be issued by the issuer;
- w) "**Securities investment consultancy**" means providing clients with analysis results, analytical reports and making recommendations related to the purchase, sale and holding of securities;

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- x) **"Derivative securities"** means financial instruments in the form of contracts, including option contracts, futures contracts, forward contracts, which confirm the rights and obligations of the parties to the payment of money and transfer of a certain amount of underlying assets at a determined price within a determined period of time or on a determined date in the future;
 - y) **"Derivative securities trading"** means the implementation of one, some or all of the following activities: (i) Derivative securities brokerage; (ii) Proprietary trading of derivative securities; (iii) Consulting on investment in derivative securities and other derivative securities trading activities in accordance with the law;
 - z) **"Secured warrant"** means a security with collateral issued by a securities company, which entitles the holder to buy (call warrant) or sell (sell warrant) the underlying securities with the issuer of such secured warrant at a predetermined price. at a time or before a fixed time or receive the difference between the exercise price and the underlying securities price at the time of implementation;
 - aa) **"Stock Exchange"** means the Vietnam Stock Exchange and its subsidiaries;
 - bb) **"Financial product"** means a type of securities with collateral issued by a securities company based on the underlying securities under the guidance of the Ministry of Finance.
 - cc) **"Vietnam"** means the Socialist Republic of Vietnam.
 - dd) **"Establishment and Operation License"** means the license No. 116/GP-UBCK issued by the Vietnam Securities Commission on 09/12/2013 and the Licenses adjusting the Company's establishment and operation license from time to time.
 - ee) **"Beneficial owner of an enterprise with legal person status (hereinafter referred to as the beneficial owner of the enterprise)"** means an individual who has the actual ownership of charter capital or has the right to dominate such enterprise, except for the case where the representative of the direct owner in the enterprise in which the State holds 100% of the charter capital and the representative state capital portions in joint-stock companies or limited liability companies with two or more members in accordance with the law on management and investment of state capital in enterprises.
2. In these Regulations, references to one or more other regulations or documents include those that amend, supplement or replace such Terms or documents.
 3. Titles (chapters, articles... of this Charter) are included for the convenience of monitoring and understanding the content and not affecting the meaning and content of the Charter.
 4. Words or terms that have been defined in the Law on Enterprises, the Law on Securities shall have the same meaning in this Charter if they do not contradict the subject or context.

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CHAPTER 2

NAME, FORM, HEAD OFFICE, BRANCH, REPRESENTATIVE OFFICE, BUSINESS LOCATION, OPERATION DURATION AND LEGAL REPRESENTATIVE OF THE COMPANY

Article 2. Name, form, head office, branch, representative office, transaction office and duration of operation of the Company

1. Company Name:

- a) Company name written in Vietnamese: MB SECURITIES JOINT STOCK COMPANY
- b) Company name in English: MB SECURITIES JOINT STOCK COMPANY
- c) Trading name: MB SECURITIES COMPANY
- d) Abbreviated Company Name: MBS

2. Legal form of the Company:

The company is in the form of a joint stock company licensed to establish and operate in accordance with the provisions of the Law on Securities and the Law on Enterprises, and has legal status in accordance with the current laws of Vietnam.

3. Company Headquarters:


- Address: Area 1 - 7th-8th Floor, MB Building, No. 21 Cat Linh, O Cho Dua Ward, Hanoi City
- Phone: (84.24) 73045688 Fax: (84.24) 3726 2601
- Website: www.mbs.com.vn

4. Branches, representative offices, transaction offices:

- a) The Company may establish branches, transaction offices and may have representative offices to carry out the Company's operational objectives in accordance with the decision of the Board of Directors and to the extent permitted by law;
- b) Branches, transaction offices, representative offices (if any) are dependent units of the Company and the Company must take full responsibility for the operation of its branches, transaction offices, and representative offices;
- c) The name of the branch, transaction office, representative office (if any) must bear the name of the company together with the phrase branch, transaction office, representative office and proper name for distinction.


5. Duration of operation:

The Company's term of operation shall start from the date of establishment and indefinitely, except for the case of premature termination of operation as prescribed in this Charter.

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Article 3. Legal representative

1. The legal representative of the Company is an individual who represents the Company in exercising the rights and obligations arising from the Company's transactions, represents the Company as a requester for settlement of civil matters, plaintiffs, defendants, persons with interests, related obligations before the Arbitrator, the Court and other rights and obligations as prescribed by law.
2. The company has 01 (one) legal representative:
 - a) Title of the legal representative: Chairman of the Board of Directors.
 - b) Rights of the legal representative:
 - Signing transactions and contracts under its jurisdiction on behalf of the Company or transactions and contracts approved by competent authorities;
 - To authorize others to perform the rights and duties of the legal representative in accordance with the Charter and relevant provisions of law;
 - Other rights as prescribed by relevant laws and this Charter.
 - c) Responsibilities and obligations of the legal representative:
 - Perform the assigned rights and obligations in an honest, prudent and best manner to ensure the legitimate interests of the Company;
 - Loyal to the interests of the Company; do not abuse their positions and use the Company's information, know-how, business opportunities and other assets for self-interest or to serve the interests of other organizations and individuals;
 - Promptly, fully and accurately notify the Company of the enterprise in which he/she or his/her related persons own or have shares or contributed capital in accordance with the provisions of the Law on Enterprises;
 - To take personal responsibility for damage to the Company due to the breach of responsibility specified at Point c of this Clause.
3. The company must ensure that at least one legal representative resides in Vietnam at all times. When there is only one legal representative residing in Vietnam, this person, upon leaving Vietnam, must authorize in writing another individual residing in Vietnam to exercise the rights and perform the obligations of the legal representative. In this case, the legal representative shall still be responsible for the performance of the authorized rights and tasks.
4. Upon the expiration of the authorization period under Clause 3 of this Article, if the legal representative of the Company has not returned to Vietnam and has no other authorization, the authorized person shall continue to perform the rights and duties of the legal representative of the Company within the scope of authorization until the legal representative of the The Company returns

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to work at the Company or until the Board of Directors decides to appoint another person as the Company's legal representative.


5. In case the Company has only one legal representative and this person is absent from Vietnam for more than 30 (thirty) days without authorizing another person to perform the rights and obligations of the legal representative or dies, goes missing, or is being examined for penal liability, being temporarily detained, sentenced to imprisonment, serving a prison sentence, serving administrative handling measures at compulsory detoxification establishments, compulsory education establishments, restricted or losing civil act capacity, having difficulties in cognition, mastering behaviors, being banned from holding positions by courts, if the Board of Directors is prohibited from practicing certain professions or doing certain jobs, the Board of Directors shall appoint another person to act as the Company's legal representative.
6. Courts and other agencies competent to conduct proceedings may appoint legal representatives to participate in the proceedings in accordance with law.

CHAPTER 3

OBJECTIVES, SCOPE OF BUSINESS AND ACTIVITIES OF THE COMPANY

Article 4. Operational Objectives

1. The Company's securities business operations are:
 - a) Securities brokerage;
 - b) Proprietary trading of securities;
 - c) Underwriting the issuance of securities;
 - d) Securities investment consulting;
 - e) Derivative securities trading;
 - f) Issue secured warrants and perform all operations related to secured warrants on the basis of compliance with the provisions of law, including but not limited to warrant offering and listing operations; creating a market for warrants; trading for the purpose of hedging risks for warrants; brokerage and investment consultancy of warrants...
 - g) The company is allowed to trade securities on a proprietary securities trading account and is allowed to invest, contribute capital, issue and offer financial products in accordance with the provisions of law from time to time.
2. For offerings, secured warrant transactions and other financial products:
 - a) The warrant holder who is a partially secured creditor of the Company has the rights specified at each issuance on the basis of compliance with the provisions of law, including but not limited to


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the rights to receive cash payment or transfer the underlying securities, transfer, donation, inheritance, pledge, mortgage, etc.;

- b) Policies for offering warrants and the total value of warrants allowed to be offered or the percentage of warrant value allowed to be offered in each tranche shall comply with the provisions of law;
 - c) The payment guarantee plan and the Company's obligations to warrant holders in case the Company is insolvent, consolidated, merged, dissolved, or bankrupt in accordance with the provisions of law.
 - d) For the offering of other financial products: The company is allowed to make the offering when complying with the conditions prescribed by law and the guidance of competent state agencies. The Board of Directors evaluates, proposes plans and reports to the General Meeting of Shareholders for approval of the offering of financial products in accordance with the law.
3. In addition to securities trading operations specified in Clause 1 of this Article, the Company is allowed to provide securities depository services, provide clearing and settlement services for securities transactions; market creation; financial consultancy, entrusted management of securities trading accounts of individual investors and other financial operations and services as prescribed by law.
 4. The company may supplement or withdraw one or several business operations specified in Clauses 1 and 3 of this Article after being approved by the SSC.
 5. Scope of business and operation of the Company: The Company is allowed to conduct investment and business activities in business lines, products and services in accordance with the provisions of the Charter, licenses, legal regulations, registered business lines, notify changes to the management agency and have been announced on the National Enterprise Registration Portal in case of law have requests. In case the company is engaged in conditional business lines, it must fully meet the business conditions in accordance with the provisions of the Law on Investment and relevant specialized laws before doing business in conditional business lines.

Article 5. Principle of operation

1. Comply with the law on securities, securities market and relevant laws.
2. Conduct business in a fair and honest manner.
3. Promulgate professional processes, internal control and risk management processes, and code of ethics in accordance with the Company's business operations.
4. Ensure human resources, capital and facilities necessary to serve securities business activities, comply with the provisions of law.
5. Separation of offices, personnel, data systems, and reports between professional departments to ensure that conflicts of interest between the Company and customers are avoided. The Company

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must disclose to the Client in advance any conflicts of interest that may arise between the Company, the practitioner and the Client.


6. Arrange securities practitioners in accordance with business operations. Securities practitioners performing securities proprietary trading operations are not allowed to simultaneously perform securities brokerage operations.
7. Price forecasts or trading recommendations related to a particular security in the media must clearly state the basis of the analysis and the source citing the information.
8. Clearly delineate responsibilities between the General Meeting of Shareholders, the Board of Directors, the Control Board and the Board of Directors in accordance with the Law on Securities, the Law on Enterprises and other relevant provisions of law.
9. Establish a communication system with shareholders to ensure adequate information provision and fair treatment among shareholders, ensuring the legitimate rights and interests of shareholders.
10. Establish a system of internal audit, internal control, risk management and supervision, and prevent conflicts of interest within the Company and in transactions with related persons.
11. Ensure that employees working in the professional department must have securities practice certificates in accordance with the provisions of the law on securities and securities market.

Article 6. Company Rights


1. There are all rights under the provisions of the Law on Enterprises if those rights do not conflict with the provisions of the Law on Securities.
2. Providing securities and financial services within the scope permitted by law.
3. Collect charges and fees in accordance with law.
4. Recruit, hire and employ laborers in accordance with the labor law. Refusing requests of agencies, organizations and individuals for the provision of resource information not in accordance with the provisions of law.
5. Other rights as prescribed in this Charter and the provisions of current law.

Article 7. Obligations of the Company

1. General obligations:
 - a) Fully perform obligations as prescribed by the Company's Charter, the Law on Enterprises, the Law on Securities and relevant documents;
 - b) Establishing internal audit systems, internal controls, risk management and supervision, preventing conflicts of interest within the Company and in transactions with related persons;
 - c) Comply with the principles of corporate governance in accordance with the provisions of law and the Company's Charter;

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- d) Comply with regulations on financial safety in accordance with the regulations of the Ministry of Finance and law;
 - e) Keep all documents and accounts reflecting in detail and accurately the transactions of the Client and the Company;
 - f) Sell or sell securities to customers when they do not own securities and lend securities to customers for sale in accordance with regulations of the Ministry of Finance and law;
 - g) Comply with the regulations of the Ministry of Finance and the law on the implementation of securities business operations;
 - h) Implement the regime of accounting, auditing, statistics and financial obligations in accordance with relevant laws;
 - i) Disclosure of information, reports and archiving in accordance with the provisions of the Law on Enterprises, the Law on Securities and guiding documents;
 - j) Collecting, updating and retaining information about the beneficial owners of the enterprise; provide information to competent state agencies to identify the beneficial owners of enterprises when requested.
2. Contribute to the payment support fund as prescribed.
 3. Obligations to shareholders:
 - a) Establish a communication system with shareholders to ensure adequate information provision and fair treatment among shareholders, ensuring the legitimate rights and interests of shareholders;
 - b) Do not commit the following acts:
 - Commitments on income and profits for shareholders (except for shareholders owning fixed dividend preference shares);
 - Illegally holding interests and incomes from shares of shareholders;
 - Generate income for shareholders by buying back shares of shareholders in forms that are not in accordance with the provisions of law;
 - Infringing upon the rights of shareholders such as: ownership rights, options, fair trading rights, right to information, other legitimate rights and interests;
 - c) Other obligations as prescribed in this Charter and current laws.
 4. Obligations to customers:
 - a) Always keep credibility with customers, do not infringe on the property, rights and other legitimate interests of customers;
 - b) Segregated management of each client's money and securities, and managed separately the client's money and securities from the Company's money and securities. All transactions in the client's funds

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must be carried out by the Company via bank. Do not abuse the assets entrusted by the customer to the Company for management and the payment of the customer's transactions, the customer's securities deposited at the Company;

- c) Signing contracts with customers when providing services to customers; fully and truthfully provide information to customers when performing the services they provide;
- d) Only give advice that is relevant to the client on the basis of an effort to collect information about the client. Collect and find out information about the financial situation, investment objectives, risk tolerance, profit expectations of customers and update information in accordance with the law. Ensure that the Company's investment recommendations and advice for clients must be suitable for each customer;
- e) Responsible for the reliability of the information disclosed to customers. Ensure that clients make investment decisions on the basis of adequate information, including the content and risks of the products and services provided. All acts of deception and disclosure of false information are strictly prohibited;
- f) Be cautious, control conflicts of interest with customers. In the event that it cannot be avoided, the Company must notify the client in advance and take necessary measures to ensure fair treatment of the client;
- g) Prioritize the execution of the client's orders before the Company's orders;
- h) Set up a dedicated department, responsible for communicating with customers and resolving customer questions and complaints;
- i) Fulfilling our obligations to customers in the best way;
- j) Confidentiality of customer information:
 - The Company is responsible for keeping confidential information related to the ownership of securities and money of customers, refusing to investigate, block, seize, deduct and transfer customers' assets without the consent of customers;
 - The provisions of this Point do not apply in the following cases:
 - + The auditor audits the Company's financial statements;
 - + To provide information at the request of competent State agencies or as prescribed by law.

5. Other obligations as prescribed in this Charter and current laws.

Article 8. Prohibitions and restrictions


- 1. Regulations for the Company:

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- a) Not to make judgments or warranties to clients about the level of income or profit achieved on their investments or to ensure that customers do not suffer losses, except for investments in fixed-income securities;
- b) Do not negotiate or offer specific interest rates or share profits/losses with customers to entice customers to participate in transactions;
- c) It is not allowed to directly or indirectly set up fixed locations other than the trading locations approved by the SSC to sign contracts to open trading accounts with customers, receive orders, execute securities trading orders or pay for securities transactions with customers, except for the case of conducting online securities trading;
- d) Do not receive orders or pay transactions with other people who are not the person in the name of the trading account without the authorization of the customer in the name of the account in writing;
- e) Do not use the customer's name or account to register and trade securities;
- f) Do not misappropriate securities, money or temporarily seize customers' securities in the form of depository in the name of the Company;
- g) Do not disclose the contents of customers' trading orders or other confidential information when performing transactions for customers unless agreed by customers or for information disclosure or at the request of inspection and examination by competent State agencies in accordance with law;
- h) Do not commit acts that mislead customers and investors about securities prices;
- i) The Company may not use the Company's or the Client's money or assets to secure payment obligations to third parties;
- j) The Company and its employees are not allowed to perform the following tasks: (i) Brokering borrowing and borrowing transactions between customers or between customers and third parties, except for the case of borrowing securities to correct transaction errors or borrowing to perform swap transactions of exchange-traded fund certificates; (ii) Investing on behalf of customers, except for the case of entrusting the management of securities trading accounts of individual investors in accordance with the provisions of law;
- k) Other prohibited and restricted acts as prescribed in this Charter and the provisions of law from time to time.

2. Regulations for securities practitioners at the Company:

Securities practitioners are only allowed to practice securities as representatives of the Company; must participate in training courses on the law on securities and securities market, trading systems and new types of securities organized by the SSC, the Stock Exchange and the Vietnam Securities Depository and Clearing Corporation and are not allowed to perform the following acts:

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- a) At the same time, working for 02 securities companies, securities investment fund management companies, branches of securities companies and foreign fund management companies in Vietnam, securities investment companies or more;
 - b) Opening and managing securities trading accounts at securities companies where they do not work, except for cases where securities companies where they are working do not have securities brokerage operations;
 - c) Committing acts that exceed the scope of the Company's authorization.
3. Regulations for members of the Board of Directors, Heads of the Control Board, members of the Board of Directors:
- a) Members of the Board of Directors of the Company must not be members of the Board of Directors, members of the Board of Members, Director (General Director) of other securities companies;
 - b) 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 05 other companies;
 - c) The Head of the Control Board must not concurrently be a member of the Control Board or a manager of another securities company;
 - d) The General Director and Deputy General Director may not concurrently work for 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;
 - e) The General Director must not be a related person of the enterprise manager, the Controller of the company and the parent company, the representative of the enterprise's capital interests at the company and the parent company;
 - f) Other prohibited and restricted acts in accordance with the provisions of this Charter and the provisions of law.

CHAPTER 4


CHARTER CAPITAL, SHARES, FOREIGN OWNERSHIP RATIO

Article 9. Charter Capital and Foreign Ownership Ratio

1. Charter capital

On the date of adoption of this Charter, the Company's Charter Capital is 6,673,189,810,000 VND (Six thousand six hundred and seventy three billion, one hundred and eighty-nine million, eight hundred and ten thousand VND).


2. Foreign Ownership Ratio

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- a) The maximum foreign ownership rate in the Company is not more than 49% of the Company's Charter Capital;
- b) The amendment of the maximum foreign ownership rate in the Company is under the decision-making authority of the General Meeting of Shareholders and is specifically recorded in the Charter. The General Meeting of Shareholders may authorize the Board of Directors to decide on the amendment of the maximum foreign ownership ratio within the scope of conformity with the provisions of law; The Company reports to the SSC and discloses information on the foreign ownership ratio on its website, of the Stock Exchange and the Vietnam Securities Depository and Clearing Corporation in accordance with current laws.

Article 10. Types of Shares

1. The total Charter Capital of the Company is divided into 667,318,981 (Six hundred and sixty-seven million, three hundred and eighteen thousand, nine hundred and eighty-one) shares with a par value of 10,000 VND (ten thousand VND)/share. The company may change its charter capital when approved by the General Meeting of Shareholders and in accordance with the provisions of law.
2. The shares of the Company on the date of adoption of this Charter are ordinary shares. The owner of ordinary shares is an ordinary shareholder. Each ordinary share has 01 (one) vote. The rights and obligations of shareholders holding each type of shares are specified in Articles 18 and 19 of this Charter.
3. Ordinary shares must be prioritized for sale 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 of shareholders who 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 shareholders and other persons under conditions that are less favorable than those offered for sale to existing shareholders, unless the shares are sold through the Stock Exchange by auction or otherwise approved by the General Meeting of Shareholders.
4. Ordinary shares cannot be converted into preferred shares. Preferred shares can be converted into ordinary shares according to the resolution of the General Meeting of Shareholders. The method and rate of conversion approved by the General Meeting of Shareholders are in accordance with the provisions of law.
5. The company may issue preferred shares upon the approval of the General Meeting of Shareholders and in accordance with the provisions of law. The General Meeting of Shareholders shall decide on the subjects permitted to receive preferential shares in accordance with the provisions of law, and the Board of Directors is allowed to decide when authorized by the General Meeting of Shareholders within the scope of conformity with the provisions of law.

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6. The Company may purchase shares issued by the Company in the manner provided for in this Charter and applicable laws.
7. The company may issue other securities in accordance with the law.

Article 11. Register of Shareholders

1. The company must make and keep a register of shareholders as soon as it is granted the Establishment and Operation License.
2. The shareholder register must contain the following principal contents:
 - a) Name and address of the company's head office;
 - b) The total number of shares entitled to be offered for sale, the types of shares entitled to be offered for sale and the number of shares entitled to be offered for sale of each type;
 - c) Total number of shares sold of each type and value of contributed share capital;
 - d) Full name, contact address, nationality, number of legal papers of the individual for individual shareholders; name, enterprise code or number of legal papers of the organization, address of the head office for shareholders being organizations;
 - e) The number of shares of each type of each shareholder, the date of registration of shares.
3. Form of shareholder register: Paper documents and/or electronic datasets recording information on share ownership of the company's shareholders.
4. The shareholder register shall be kept at the Company's head office or at other organizations with the function of keeping the shareholder register in accordance with the provisions of law.
5. In case the shareholder changes his or her contact address, he or she must promptly notify the Company to update it in the shareholder register. The company is not responsible for the failure to contact shareholders due to the failure to notify shareholders of the change of contact address.

Article 12. Stocks

1. Stocks are certificates issued by the Company, entry entries or electronic data certifying the ownership of one or several shares of the Company. Stocks must have all the contents specified in Clause 1, Article 121 of the Law on Enterprises.
2. In case shares in the form of certificates are lost, destroyed or damaged in other forms, shareholders can request the Company to re-issue new shares in accordance with the provisions of the Law on Enterprises on the condition that they must provide proof of ownership of shares and pay all related expenses to the Company. The shareholder's proposal must include the following contents:
 - a) Information about shares that have been lost, damaged or otherwise destroyed;
 - b) Commit to take responsibility for disputes arising from the re-issuance of new shares.

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Article 13. Other securities certificates


Bond certificates or other securities certificates of the Company are issued on the basis of conformity and compliance with the provisions of law.

Article 14. Transfer of shares

1. All shares of the Company are freely transferable, except for cases where transfer is restricted in accordance with the provisions of the Law on Enterprises, the Law on Securities, relevant legal provisions and the provisions of this Charter. Stocks listed and registered for trading on the Stock Exchange shall be transferred in accordance with the provisions of the law on securities and securities market.
2. Shares that have not been fully paid shall not be transferred and enjoy related benefits such as the right to receive dividends, the right to receive shares issued to increase share capital from equity, the right to purchase newly offered shares and other benefits as prescribed by law.
3. The transfer is made by contract or through trading on the stock market. In case of transfer by contract, the transfer papers must be signed by the transferor and the transferee or their authorized representative in accordance with the Company's regulations. In case of transfer through transactions on the securities market, the order, procedures and recognition of ownership shall comply with the provisions of the law on securities.
4. In case the shareholder is an individual who dies, the heir according to the will or law of that shareholder is a shareholder of the company.
5. In case the shares of an individual shareholder die without an heir, the heir refuses to receive the inheritance or is disqualified from inheritance, such shares shall be settled in accordance with the provisions of the civil law.
6. Shareholders have the right to donate part or all of their shares in the Company to others; using shares to repay debts. In this case, the person who is donated or receives debt repayment in shares will be a shareholder of the company.
7. Recipients of shares in the cases specified in this Article shall only become shareholders of the Company from the time their information is fully recorded in the register of shareholders.

Article 15. Share Buyback

1. The company is only entitled to repurchase shares when it fully meets the conditions and redemption ratio as prescribed by law.
2. Cases of share redemption
 - a) Acquisition at the request of shareholders:

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Shareholders have the right to request the Company to repurchase their shares, if such shareholders have voted against the Resolution of the General Meeting of Shareholders on: reorganization of the Company; amending and supplementing the contents of the company's charter related to the rights and obligations of shareholders;

The request for share repurchase must be made in writing, clearly stating the name and address of the shareholder, the number of shares of each type, the intended sale price, the reason for requesting the repurchase by the Company and sent to the Company within 10 (ten) days from the date the General Meeting of Shareholders approves the decision on the above-mentioned matters.


The Company must repurchase shares at the request of shareholders at the market price or the price calculated according to the principles issued by the Company within 90 days from the date of receipt of the request. In case of failure to reach an agreement on the price, the parties may request a price appraisal organization. The company introduces at least 03 valuation organizations for shareholders to choose and that choice is the final decision.

b) Acquisitions at the Company's discretion:

The company may repurchase the sold ordinary shares. The ratio, method and procedures for share redemption shall be implemented in accordance with the provisions of law.

Article 16. Methods of increasing and decreasing charter capital

1. After being officially put into operation, the Company may increase or decrease the Charter Capital according to the decision of the General Meeting of Shareholders in accordance with the current law.
2. How to increase the Company's Charter Capital:
 - Offering and/or issuing shares to raise capital in accordance with the provisions of law;
 - Carryover of retained profits and other valid capital sources as prescribed by law;
 - Conversion of convertible bonds into shares;
 - Issuing shares to pay dividends, issuing bonus shares;
 - Converting debts into contributed capital as agreed between the company and creditors;
 - Other forms of charter capital increase are in accordance with the law.
3. The reduction of charter capital shall be decided by the General Meeting of Shareholders but must still ensure the conditions on legal capital after the capital reduction according to current regulations.
4. After changing the Charter Capital, the Company must announce the new Charter Capital of the Company in accordance with the provisions of law, amend Articles 9 and 10 of this Charter in accordance with the new Charter Capital. The amendment of Articles 9 and 10 of this Charter due

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to the change in the Charter Capital level shall be decided by the Board of Directors on the basis of authorization by the General Meeting of Shareholders.

5. Procedures for increasing and decreasing charter capital shall comply with the guidance of the SSC and the provisions of law.
6. Before increasing the charter capital, the Company must register with the SSC in accordance with the current law.

CHAPTER 5

ORGANIZATIONAL STRUCTURE, GOVERNANCE, AND CONTROL

Article 17. Organizational structure, governance, and control

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

1. General Meeting of Shareholders.
2. Board of Directors.
3. Supervisory Board.
4. Board of Directors.


CHAPTER 6

SHAREHOLDERS AND GENERAL MEETING OF SHAREHOLDERS


Article 18. Rights of the Company's shareholders

Shareholders are the owners of the Company, who have the corresponding rights and obligations according to the number of shares and the type of shares they own. Shareholders are only responsible for the Company's debts and other property obligations to the extent of the capital contributed to the Company. Ordinary shareholders have the following rights:

1. The right to equal treatment. Each share of the same type gives the shareholder equal rights, obligations and benefits. In case the company has preference shares, the rights and obligations associated with the preference shares must be approved by the General Meeting of Shareholders and fully announced to shareholders.
2. Attending and 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 prescribed by law and the company's Charter. Each ordinary share has one vote.
3. Receive dividends at the level according to the resolution of the General Meeting of Shareholders.
4. Review, look up and extract information about names and contacts in the List of voting shareholders and request correction of their inaccurate information.

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5. Considering, looking, extracting or copying the company's charter, the minutes of the General Meeting of Shareholders and the resolutions of the General Meeting of Shareholders.
6. Freely transfer their fully paid shares to others, except for the cases specified in the Law on Enterprises, other relevant laws and this Charter.
7. To be given priority to purchase newly offered shares corresponding to the percentage of ownership of ordinary shares of each shareholder in the Company.
8. When the Company is dissolved or bankrupt, it is entitled to receive a part of the remaining assets corresponding to the percentage of share ownership in the Company after the Company has paid debts (including debt obligations to the state, taxes and fees) and paid to shareholders holding other types of shares of the Company in accordance with the provisions of law.
9. Request the Company to repurchase their shares in the cases specified in Article 132 of the Law on Enterprises.
10. Have full access to periodic information and irregular information published by the Company in accordance with the law.
11. To have their legitimate rights and interests protected. In case the decision of the General Meeting of Shareholders violates the law or the company's charter, the decision adopted by the Board of Directors is contrary to the provisions of law or the company's charter, causing damage to the company, shareholders may request the cancellation or suspension of such decision in accordance with the provisions of the Law on Enterprises.
12. Other rights as prescribed in the Charter and current laws.
13. Shareholders or groups of shareholders owning 05% or more of the total number of ordinary shares have the following rights:
 - a) To consider, look up and extract the number of minutes, resolutions and decisions of the Board of Directors, semi-annual and annual financial statements made according to the form of the Vietnamese accounting system, reports of the Control Board, contracts and transactions subject to the Board of Directors and other documents, except for documents related to trade secrets and business secrets of the Company;
 - b) Request the Board of Directors to convene a meeting of the General Meeting of Shareholders in accordance with the provisions of Clause 3, Article 115 and Article 140 of the Law on Enterprises;
 - c) Request the Supervisory Board to examine each specific issue related to the management and administration 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, number of legal papers of the individual for individual shareholders; name, enterprise code or number of legal papers of the organization, address of the head office for shareholders being organizations; the

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number of shares and the time of registration 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; matters to be inspected, the purpose of inspection;

- d) Other rights as prescribed in the Charter and current laws.
- 14. Shareholders or groups of shareholders owning 10% or more of the total ordinary shares have the right to nominate persons to the Board of Directors or the Control Board. The nomination of persons to the Board of Directors and the Supervisory Board shall comply with the provisions of the Law on Enterprises, this Charter and the Internal Regulations on corporate governance.
- 15. Shareholders and groups of shareholders owning at least 01% of the total 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 and the General Director in cases prescribed by law to request the reimbursement of benefits or compensation for damage to the Company or other persons. The order and procedures for initiating a lawsuit shall comply with the provisions of the law on civil procedures. The cost of initiating a lawsuit in case a shareholder or group of shareholders initiates a lawsuit on behalf of the Company shall be included in the Company's expenses, unless the lawsuit request is rejected. Shareholders and groups of shareholders specified in this Clause have the right to consider, look up and extract necessary information under decisions of courts or arbitrators before or in the course of initiating lawsuits.


Article 19. Obligations of the Company's shareholders

Ordinary shareholders have the following obligations:

- 1. Pay in full and on time the number of shares committed to buy; be responsible for the Company's debts and other property obligations within the amount of capital contributed to the Company.
- 2. It is not allowed to withdraw the contributed capital from the Company in any form, except for the case of being repurchased by the Company or another person in accordance with the provisions of law. In case a shareholder withdraws part or all of the contributed share capital in contravention of the provisions of this Clause, such shareholder and the person with related interests in the Company must be jointly responsible for the Company's debts and other property obligations within the value of the withdrawn shares and the damage incurred.
- 3. Comply with the Company's Charter and Internal Management Regulations.
- 4. Comply with resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.
- 5. Attending the General Meeting of Shareholders and exercising the right to vote in one of the following forms:
 - a) Directly attend the meeting and vote at the General Meeting of Shareholders;

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- b) Send the vote by certified mail to the Board of Directors at least 01 (one) 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 voting votes of such shareholders at the General Meeting of Shareholders;
- c) Authorize other persons to attend and vote at the General Meeting of Shareholders as prescribed in Article 22 of this Charter;
- d) Attending and voting through online conferences, electronic voting or other electronic forms: The General Meeting of Shareholders authorizes the Board of Directors to: (i) provide detailed guidance on the implementation of voting through these methods on the basis of conformity with the provisions of law and (ii) promulgate, amending, supplementing and replacing relevant regulations;
- e) Send voting ballots to the meeting by mail, fax, email;
- f) Sending voting slips by other means as prescribed by the Board of Directors from time to time.
6. Shareholders who own 10% or more of the company's charter capital and related persons are not allowed to own more than 05% of the charter capital of another securities company. Do not take advantage of their advantages to harm the rights and interests of the Company and other shareholders in contravention of the law.
7. Provide accurate personal information and address when registering to purchase shares and when there is a change.
8. Confidentiality of information provided by the company in accordance with the provisions of the company's charter and law; use the information provided only to exercise and protect their legitimate rights and interests; It is strictly forbidden to disseminate or copy or send information provided by the Company to other organizations and individuals.
9. Protect the reputation, assets and interests of the Company.
10. Major shareholders and internal persons of the Company must fully and promptly notify the Company and fulfill the obligation to disclose information in accordance with the law on securities and securities market.
11. Shareholders are not allowed to participate in voting in the following cases:
 - a) Through transactions or contracts when that shareholder or a person related to that shareholder is a party to the transaction or contract;
 - b) The repurchase of shares of such shareholder or of persons related to such shareholders, unless the repurchase of shares is carried out according to the ownership ratio of all shareholders or the repurchase is carried out through order matching on the Stock Exchange or a public tender offer in accordance with law.

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12. In addition to the above-mentioned obligations, major shareholders must ensure compliance with the following obligations:
 - a) Not to take advantage of their advantages to affect the rights and interests of the company and other shareholders in accordance with the provisions of law and the company's charter;
 - b) Disclosure of information in accordance with law.
13. Perform other obligations as prescribed by law and the Company's Charter.

Article 20. General Meeting of Shareholders

1. The General Meeting of Shareholders consists of all shareholders with voting rights, which is the highest decision-making authority of the Company. The General Meeting of Shareholders shall meet annually 01 (one) time per year and within 04 (four) months from the end of the fiscal year. In case of failure to hold the meeting within the above time limit, the Board of Directors may decide to extend the Annual General Meeting of Shareholders in case of necessity and report to the SSC in writing, clearly stating the reason and will organize the Annual General Meeting of Shareholders within the next 02 months. In addition to the annual meeting, the General Meeting of Shareholders may hold an extraordinary meeting. The meeting place of the General Meeting of Shareholders is determined to be the place where the chairman attends the meeting and must be in the territory of Vietnam.
2. The Board of Directors convenes the Annual General Meeting of Shareholders and selects a suitable location. The Annual General Meeting of Shareholders decides on matters in accordance with the provisions of law and the company's Charter, especially through the audited annual financial statements. In case the audit report of the Company's annual financial statements contains material exceptions, contrary audit opinions or refusals, the Company must invite the representative of the auditing organization approved to audit the Company's financial statements to attend the Annual General Meeting of Shareholders to explain the relevant contents.
3. The Board of Directors must convene an extraordinary General Meeting of Shareholders in the following cases:
 - a) The Board of Directors deems it necessary for the benefit of the Company;
 - b) The remaining number of members of the Board of Directors, independent members of the Board of Directors and members of the Control Board is less than the minimum number of members as prescribed by law;
 - c) At the request of shareholders or groups of shareholders specified in Clause 13, Article 18 of this Charter; the request for convening the General Meeting of Shareholders must be expressed in writing, clearly stating the reason and purpose of the meeting, with sufficient signatures of relevant


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shareholders or a written request made in many copies and sufficiently collected signatures of relevant shareholders;


- d) At the request of the Supervisory Board;
 - e) Other cases as prescribed by law and the Company's Charter.
4. Convening an extraordinary General Meeting of Shareholders:
- a) The Board of Directors must convene a meeting of the General Meeting of Shareholders within 30 days from the date on which the number of members of the Board of Directors, independent members of the Board of Directors or the remaining members of the Control Board as prescribed at Point b, Clause 3 of this Article or receipt of the request specified at Points c and d, Clause 3 of this Article;
 - b) In case the Board of Directors fails to convene a meeting of the General Meeting of Shareholders as prescribed at Point a of this Clause, within the next 30 days, the Supervisory Board replacing the Board of Directors shall convene a meeting of the General Meeting of Shareholders as prescribed in Clause 3, Article 140 of the Law on Enterprises;
 - c) In case the Control Board fails to convene the General Meeting of Shareholders as prescribed at Point b of this Clause, the shareholders or groups of shareholders specified at Point c, Clause 3 of this Article may represent the Company to convene the General Meeting of Shareholders in accordance with the Law on Enterprises. In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the Business Registration Authority to supervise the order and procedures for convening, conducting meetings and making decisions of the General Meeting of Shareholders. All expenses for convening and conducting the General Meeting of Shareholders will be refunded by the Company. This cost does not include expenses spent by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses;
 - d) Procedures for organizing a meeting of the General Meeting of Shareholders are specified in Clause 5, Article 140 of the Law on Enterprises.

Article 21. Rights and obligations of the General Meeting of Shareholders

- 1. The General Meeting of Shareholders has the following rights and obligations:
 - a) Through the development orientation of the Company;
 - b) To decide on the types of shares and the total number of shares of each type entitled to be offered for sale; decide on the annual dividend level of each type of shares in accordance with the Law on Enterprises;
 - c) Electing, dismissing, dismissing and replacing members of the Board of Directors and members of the Control Board;

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- d) Decision on investment or sale of assets valued at 35% or more of the total value of Cong's assets recorded in the financial statements of the latest period;
 - e) Decision on supplementation and amendment of the company's charter;
 - f) Approval of annual financial statements;
 - g) Decision to redeem more than 10% of the total issued shares of each type;
 - h) Consider and handle violations of members of the Board of Directors and members of the Supervisory Board that cause damage to the Company and shareholders;
 - i) Decision on reorganization or dissolution of the Company;
 - j) To decide on the budget or the total level of remuneration, bonuses and other benefits for the Board of Directors and the Control Board;
 - k) Approving the Internal Governance Regulation; Operation regulations of the Board of Directors and the Control Board;
 - l) Approving the list of approved auditing firms, deciding on approved auditing firms to inspect the Company's operations, exempting approved auditors when deeming it necessary;
 - m) Other rights and obligations as prescribed by law.
2. The General Meeting of Shareholders discussed and approved the following issues:
- a) The Company's annual business plan;
 - b) Audited annual financial statements;
 - c) The report of the Board of Directors on the governance and operation results of the Board of Directors and each member of the Board of Directors;
 - d) Report of the Supervisory Board on the Company's business results, operation results of the Board of Directors and the Board of Directors;
 - e) Report on self-assessment of the operation results of the Control Board;
 - f) Dividend level for each share of each type;
 - g) Number of members of the Board of Directors and the Control Board;
 - h) Election, dismissal and dismissal of members of the Board of Directors and members of the Control Board;
 - i) To decide on the budget or the total level of remuneration, bonuses and other benefits for the Board of Directors and the Control Board;
 - j) Approve the list of approved auditing firms; deciding on the approved auditing firm to inspect the company's activities when deeming it necessary;
 - k) Supplementing and amending the company's charter;
 - l) Division, separation, consolidation, merger or transformation of the Company;

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- m) Reorganization and dissolution of the Company and appointment of liquidators;
 - n) Decision to invest or sell assets valued at 35% or more of the total value of assets recorded in the Company's latest financial statements;
 - o) Decide to repurchase more than 10% of the total sold shares of each type;
 - p) The Company signs contracts and transactions with the entities specified in Clause 1, Article 167 of the Law on Enterprises with a value equal to or greater than 35% of the total value of the Company's assets recorded in the latest financial statements;
 - q) Approving transactions specified in Clause 4, Article 293 of Decree No. 155/2020/ND-CP;
 - r) Approving the Internal Regulation on corporate governance, the Regulation on the operation of the Board of Directors, the Regulation on the operation of the Supervisory Board;
 - s) Changes in the organizational structure of the Company's management;
 - t) Change of business lines, professions and fields;
 - u) Decide on the increase or decrease of the Company's charter capital;
 - v) Other matters as prescribed by law and this Charter.
3. The General Meeting of Shareholders may authorize the Board of Directors to decide on matters falling under the jurisdiction of the General Meeting of Shareholders in accordance with this Charter and the provisions of current law. The authorization contents must be specified in the minutes of the meeting or the minutes of vote counting for opinions of the General Meeting of Shareholders in writing.
 4. All resolutions and issues that have been included in the meeting agenda must be discussed and voted on at the General Meeting of Shareholders.
 5. The contents approved in the previous Resolutions of the General Meeting of Shareholders have not been implemented, the Board of Directors reports to the General Meeting of Shareholders at the nearest annual meeting. In case there is a change in the contents under the decision-making competence of the General Meeting of Shareholders, the Board of Directors shall submit it to the General Meeting of Shareholders at the nearest meeting for approval before implementation.

Article 22. Authorization to attend the General Meeting of Shareholders

1. Shareholders and authorized representatives of shareholders being organizations may directly attend meetings or authorize in writing one or several other individuals and organizations to attend meetings or attend meetings through one of the forms specified in Clause 5, Article 19 of this Charter.
2. The appointment of authorized representatives shall comply with the following provisions:
 - a) For shareholders who are individuals and organizations owning less than 10% of the total ordinary


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shares: 01 (one) representative may be authorized;

- b) For shareholders who are organizations that own at least 10% of the total ordinary shares: Have the right to authorize a maximum of 03 representatives.
3. In case the shareholder is an organization appointing more than one authorized representative, the number of shares for each representative must be specified. In case the shareholders do not determine the corresponding number of shares for each authorized representative, the number of shares will be divided equally by the number of authorized representatives.
4. The authorized representative must meet the criteria and conditions as prescribed:
 - a) Having full civil act capacity;
 - b) Not being banned from establishing and managing enterprises as prescribed in Clause 2, Article 17 of the Law on Enterprises;
 - c) Other relevant standards and conditions according to applicable laws.
5. The appointment, termination or change of an authorized representative must be notified to the Company in writing and shall be effective for the Company only from the date the Company receives the notice. The authorization document shall be made in accordance with the civil law and must clearly state the name of the authorized shareholder, the name of the authorized individual, the authorized organization, the number of authorized shares, the authorization contents, the scope of the authorization, the duration of the authorization, and the signatures of the authorizing party and the authorized party as prescribed in Clause 7 of this Article.

The person authorized to attend the General Meeting of Shareholders must present a written authorization when registering to attend the meeting before entering the meeting room. In case of re-authorization, the attendees of the meeting must additionally present the initial authorization document of the shareholder, the authorized representative of the shareholder being an organization (if not previously registered with the Company).

6. Responsibilities of the authorized representative:
 - a) The authorized representative on behalf of the shareholder shall exercise the rights and obligations of the shareholders at the General Meeting of Shareholders in accordance with the provisions of law and the Company's Charter. All restrictions of shareholders on authorized representatives in exercising the rights and obligations of the respective shareholders at the General Meeting of Shareholders are not effective for third parties;
 - b) The authorized representative is responsible for fully attending the meeting of the General Meeting of Shareholders; to exercise the authorized rights and obligations in an honest, prudent and best manner, to protect the legitimate interests of the authorized shareholders;


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- c) The authorized representative shall be responsible to the authorized shareholders for the violation of the obligations specified in this Article. The authorized shareholder shall be liable to the third party for liabilities arising in relation to the rights and obligations exercised through the authorized representative.
7. The authorization of the representative to attend the General Meeting of Shareholders must be made in writing according to the Company's form on the basis of conformity with the provisions of the civil law and must be signed according to the following provisions:
 - a) In case an individual shareholder is the authorizer, the power of attorney must be signed by such shareholder and the individual or legal representative of the authorized organization to attend the meeting;
 - b) In case the shareholder of the organization is the authorizer, the power of attorney must be signed by the authorized representative, the legal representative of the shareholder of the organization and the individual, the legal representative of the authorized organization to attend the meeting;
 - c) In other cases, the power of attorney must be signed by the legal representative of the shareholder and the person authorized to attend the meeting.
8. The voting votes of the authorized persons attending the meeting within the scope of their authorization shall still be valid in one of the following cases:
 - a) The authorizer has died, has limited civil act capacity or has lost his/her civil act capacity;
 - b) The authorizer has canceled the authorization designation;
 - c) The authorizer has cancelled the authority of the person performing the authorization.

This clause shall not apply in the event that the Company receives notice of one of the above events before the opening time of the General Meeting of Shareholders or before the meeting is reconvened.

Article 23. Change permissions

1. The change or cancellation of special rights attached to a type of preference share takes effect when it is approved by the number of shareholders holding at least 65% of the total votes of all shareholders attending the meeting. However, the Resolution of the General Meeting of Shareholders on the content of adversely changing the rights and obligations of shareholders owning the number of preference shares shall only be approved if it is approved by the number of preference shareholders of the same type owning 75% or more of the total preference shares of that type or 75% owned by the preference shareholders of the same type or more the total number of preference shares of that type or more shall be approved in case of passing the resolution in the form of collecting written opinions.
2. The organization of a meeting of shareholders holding a type of preference shares to approve the change of the above-mentioned rights is only valid when there are at least 02 (two) shareholders (or


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their authorized representatives) and hold at least 1/3 (one-third) of the par value of the issued shares of that type. In case there is not enough number of delegates as mentioned above, the meeting shall be reorganized within 30 (thirty) days afterwards and the holders of shares of that type (regardless of the number of persons and shares) who are present in person or through authorized representatives shall be considered as having sufficient number of delegates requested. At the above-mentioned meetings of shareholders holding preference shares, holders of shares of that type who are present in person or through their representatives may request a secret ballot. Each share of the same type has equal voting rights at the above-mentioned meetings.

3. The procedure for conducting such separate meetings is similar to the provisions of Articles 25, 26 and 27 of this Charter.
4. Unless otherwise provided by the terms of the issuance of shares, the special rights attached to the types of shares with preferential rights over some or all matters relating to the distribution of the Company's profits or assets are not altered when the Company issues additional shares of the same type.

Article 24. Convening meetings, meeting agendas and notice of invitation to the General Meeting of Shareholders

1. The Board of Directors convenes an annual and extraordinary General Meeting of Shareholders. The Board of Directors shall convene an extraordinary General Meeting of Shareholders in the cases specified in Clause 3, Article 20 of this Charter.
2. The convener of the General Meeting of Shareholders must perform the following tasks:
 - a) Prepare a list of shareholders eligible to participate and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders shall be made no later than 10 (ten) days before the date of sending the notice of invitation to the General Meeting of Shareholders. The company must disclose information about the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 (twenty) days before the last registration date. Other provisions related to the list of shareholders entitled to attend the General Meeting of Shareholders shall comply with relevant laws;
 - b) Providing information and settling complaints related to the list of shareholders;
 - c) Prepare the agenda and content of the meeting;
 - d) Prepare documents for the meeting;
 - e) Draft resolutions of the General Meeting of Shareholders according to the expected contents of the meeting; list and details of candidates in case of election of members of the Board of Directors or members of the Control Board;
 - f) Determining the time and place of the congress;

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- g) Notify and send notices of the General Meeting of Shareholders to all shareholders entitled to attend the meeting;
- h) Other tasks for the meeting.

3. The notice of invitation to the meeting and documents for the General Meeting of Shareholders shall be sent by means of security and/or by electronic means to ensure the reach of the contact address of the shareholders registered with the Company (including sending emails, fax numbers, messages, letters by post or other appropriate methods as prescribed by the Company from time to time), and posted on the Company's website and other means of information disclosure as prescribed by law (if any). For shareholders who have deposited shares, the notice of invitation to the General Meeting of Shareholders may be sent to the depository organization, and at the same time announced on the information media of the Stock Exchange, on the Company's website, 01 central or local newspaper where the Company is headquartered (if necessary). In case the shareholders are employees of the Company, the notice may be contained in a sealed envelope sent to them at their workplace or at the working email address provided by the Company.

The sending of the notice of invitation to the meeting by the above-mentioned electronic means and the method of implementation shall be decided by the Board of Directors, in accordance with the provisions of law and documents of competent agencies and organizations.

The convener of the General Meeting of Shareholders must send a notice of invitation to the meeting to all shareholders on the list of shareholders entitled to attend the meeting at least 21 (twenty-one) days before the opening date of the General Meeting of Shareholders (counting from the date on which the notice is duly sent such as directly to shareholders, the date of sending it to the post office/security service organization/express delivery organization, the date the information system/electronic means of the company has been sent). Agenda of the General Meeting of Shareholders, documents related to issues to be voted on at the General Meeting shall be sent to shareholders or/and posted on the Company's website. In case the documents are not enclosed with the notice of the General Meeting of Shareholders, the notice of invitation to the meeting must clearly state the link to all meeting documents for shareholders to access, including:

- a) Meeting agendas, documents used in the meeting;
 - b) List and details of candidates in case of election of members of the Board of Directors, members of the Supervisory Board;
 - c) Voting slips;
 - d) Draft resolutions for each issue on the meeting agenda.
4. Shareholders or groups of shareholders specified in Clause 13, Article 18 of this Charter have the right to propose issues to be included in the agenda of the General Meeting of Shareholders. The proposal must be in writing and must be sent to the Company at least 03 (three) working days before


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the opening date. The petition must clearly state the name of the shareholder, permanent residence address, nationality, and number of legal papers of the individual shareholder; name, enterprise code/establishment decision number/enterprise registration number, address of the head office for shareholders being organizations; the number and type of shares of shareholders or equivalent information, issues proposed to be included in the meeting agenda.

5. The convener of the General Meeting of Shareholders has the right to reject the proposal mentioned in Clause 4 above if:
 - a) The petition is sent in contravention of the provisions of Clause 4 of this Article; or
 - b) Proposals are not within the scope of the decision-making authority of the General Meeting of Shareholders; or
 - c) At the time of petition, the shareholder or group of shareholders does not have at least 05% of the ordinary shares as prescribed in Clause 13, Article 18 of this Charter; or
 - d) Other cases as prescribed by law and this Charter.
6. In case the convener of the General Meeting of Shareholders rejects the proposal, at least 02 working days before the opening date of the General Meeting of Shareholders, he must reply in writing and clearly state the reason. In case the convener of the General Meeting of Shareholders approves, valid proposals must be included in the proposed agenda and contents of the meeting. The proposal shall be officially added to the agenda and content of the meeting if approved by the General Meeting of Shareholders.

Article 25. Conditions for conducting the General Meeting of Shareholders

1. The General Meeting of Shareholders is conducted when the number of shareholders attending the meeting represents more than 50% of the total number of shares with voting rights.
2. In case the first meeting does not have the necessary number of delegates within 30 (thirty) minutes from the time of determining the opening of the congress, the meeting convener shall cancel the meeting. The General Meeting of Shareholders must be convened for the second time within 30 (thirty) days from the date of the intended first meeting. 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 at least 33% of the total voting shares.
3. In case the second convened meeting is not held due to insufficient number of necessary delegates within 30 (thirty) minutes from the time of fixation of the opening of the congress, the convener shall cancel the meeting. The third General Meeting of Shareholders may be convened within 20 (twenty) days from the date of the intended second meeting. In this case, the meeting of the General Meeting of Shareholders shall be conducted regardless of the total number of votes of the


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shareholders attending the meeting, shall be considered valid and have the right to decide on all matters expected to be approved at the first General Meeting of Shareholders.

4. Only the General Meeting of Shareholders has the right to decide to change the meeting agenda that has been sent together with the notice of invitation to the meeting.


Article 26. Procedures for conducting meetings and voting at the General Meeting of Shareholders

1. Registration of shareholders to attend the General Meeting of Shareholders: On the day of the General Meeting of Shareholders, before the opening of the meeting, the Company must carry out the procedures for registering shareholders and must carry out the registration until the shareholders who have the right to attend the meeting are present to register in the following order:
 - a) When registering shareholders, the Company shall grant each shareholder or authorized representative the right to vote on a voting card and/or voting and ballot paper (in case the General Meeting of Shareholders contains the election of members of the Board of Directors and members of the Supervisory Board), on which the code of the shareholder and the number of votes of that shareholder are inscribed. The General Meeting of Shareholders discusses and votes on each issue in the content of the program. The voting is conducted by collecting voting cards/votes in favor of the resolution, then collecting voting cards/votes against the resolution, gathering the number of cards/votes in favor, disapproval, no opinion and invalid. Finally, count the total number of cards/votes in favor or disapproval to decide. The results of the vote counting shall be announced by the Chairman or the Vote Counting Committee immediately before the end of the meeting. The General Assembly shall elect one or several persons to the Vote Counting Committee or supervise the vote counting at the request of the Chairman of the meeting. The number of members of the vote counting committee shall be decided by the General Meeting of Shareholders at the request of the Chairman of the meeting;
 - b) Shareholders or authorized persons attending the meeting after the meeting has opened are still registered and have the right to participate in voting immediately after the registration is completed. In this case, the Presiding Officer is not responsible for stopping the meeting so that shareholders are late to register and the validity of the previously voted contents remains unchanged.
2. The election of the Chairperson, Secretary and Vote Counting Committee is prescribed as follows:
 - a) The Chairman of the Board of Directors shall preside over or authorize other members of the Board of Directors to preside over meetings convened by the Board of Directors. In case the Chairman is absent or temporarily incapacitated, the remaining members shall elect one of them to chair the meeting on the principle of majority. In case there is no person who can act as the Chairperson, the Head of the Executive Control Board shall allow the General Meeting of Shareholders to elect the Chairperson of the meeting from among the participants and the person with the highest vote to be

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the Chairman of the meeting;

- b) Except for the case specified at Point a of this Clause, the signatories shall convene a meeting of the General Meeting of Shareholders to administer the meeting so that the General Meeting of Shareholders elects the Chairperson of the meeting and the person with the highest number of votes shall be the Chairperson of the meeting;
 - c) The chairperson shall appoint one/several persons to act as the secretary of the meeting;
 - d) The General Meeting of Shareholders shall elect one or several persons to the vote counting committee at the request of the Chairman of the meeting.
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 and detail the time for each issue in the meeting agenda.
 4. The chairperson of the meeting has the right to take necessary and reasonable measures to administer the meeting in a valid, orderly manner and in accordance with the approved program and reflect the wishes of the majority of the participants:
 - a) Arrangement of seats at the meeting place of the General Meeting of Shareholders;
 - b) Ensure the safety of everyone present at that location;
 - c) Creating conditions for shareholders to attend (or continue to attend) the general meeting.
 5. The convener of the General Meeting of Shareholders has the full right to change the above-mentioned measures and apply all necessary measures. Applicable measures may be to issue an entry permit or use other forms of electives. The convener of the General Meeting of Shareholders or the Chairman of the General Meeting of Shareholders has the following rights:
 - a) Require all attendees to submit to inspections or other lawful and reasonable security measures;
 - b) Request the competent authority to maintain the order of the meeting; expel persons who do not comply with the executive authority of the Chairman, deliberately disrupt order, prevent the normal progress of the meeting or fail to comply with the requirements for security checks from the General Meeting of Shareholders.
 6. Cases in which the Chairman has the right to postpone the meeting of the General Meeting of Shareholders with a sufficient number of people registered to attend the meeting as prescribed at a time or change the meeting location:
 - a) The meeting venue does not have enough convenient seating for all attendees;
 - b) There are people attending the meeting obstructing or disrupting order, risking making the meeting not conducted fairly and legally;
 - c) The delay is necessary for the work of the General Assembly to proceed validly;

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- d) The Chairman of the General Meeting may postpone the General Meeting when there is a consensus or request of the General Meeting of Shareholders and there is a sufficient number of delegates attending the meeting;
- e) The means of communication at the meeting venue do not ensure the participation, discussion and voting of shareholders attending the meeting.


The maximum postponement period shall not exceed 03 (three) working days from the date of the planned opening of the General Meeting of Shareholders. The General Meeting of Shareholders will only consider issues raised but not legally resolved at the previously postponed General Meeting of Shareholders.

- 7. In case the chairperson postpones or suspends the meeting of the General Meeting of Shareholders in contravention of the provisions of Clause 6 of this Article, the General Meeting of Shareholders shall elect another person from among the participants to replace the chairperson to administer the meeting until the end. The validity of votes at the meeting is not affected by this event.
- 8. In case the above measures are applied at the General Meeting of Shareholders, the convener of the General Meeting of Shareholders may:
 - a) The announcement of the general meeting shall be conducted at the place stated in the notice and the chairman of the general meeting shall be present there ("The main venue of the congress");
 - b) Arrange and organize shareholders or authorized representatives who are unable to attend the meeting under this Article or who wish to participate at a location other than the main venue of the general meeting can attend the general meeting at the same time.

The notice of the organization of the congress does not need to specify the measures to be organized under this article.
- 9. The Company's application of modern information technology for shareholders to attend and express opinions at the General Meeting of Shareholders through online meetings, electronic voting or other electronic forms, complies with the Company's internal regulations on corporate governance and the Company's internal regulations in accordance with the law.
- 10. In this Charter (unless otherwise required by circumstances), every shareholder is deemed to be participating in the general meeting at the main venue of the meeting.

Article 27. Conditions for the Resolution of the General Meeting of Shareholders to be approved

- 1. The General Meeting of Shareholders approves decisions under its jurisdiction by voting at the meeting or collecting written opinions.
- 2. The Company may make extensive use of information technology in voting, including absentee voting through a secure electronic system, voting via the internet or by telephone to facilitate shareholders to participate in the General Meeting of Shareholders.


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3. Cases in which resolutions of the General Meeting of Shareholders must be approved by voting at the General Meeting of Shareholders or in the form of collecting written opinions:
 - a) Reorganization and dissolution of the company;
 - b) Cases in which the General Meeting of Shareholders must be held in the form of voting at another meeting as prescribed by law.
4. A resolution on the following contents shall be adopted if it is approved by the number of shareholders representing at least 65% or more of the total number of votes of all shareholders attending and voting at the meeting, except for the cases specified in Clause 1, Article 23 and Clause 5. Clause 6 of this Article:
 - a) Type of shares and total number of shares of each type;
 - b) Change of business lines, professions and fields;
 - c) Changes in the organizational structure of the company's management;
 - d) Projects to invest in or sell assets with a value equal to or greater than 35% of the total value of assets recorded in the Company's latest financial statements;
 - e) Reorganization and dissolution of the company.
5. Resolutions shall be adopted when they are approved by the number of shareholders owning more than 50% of the total votes of all shareholders attending and voting at the meeting, except for the cases specified in Clause 3 of this Article; Clause 1, Article 23; Clause 8 Article 28 and Clauses 3 and 4 Article 38 of the Charter.
6. Voting method for election of members of the Board of Directors and the Control Board: Comply with the provisions of Clauses 3 and 4, Article 38 of this Charter.
7. The collection of shareholders' opinions in writing to approve the Resolution of the General Meeting of Shareholders shall comply with the form specified in Article 30 of this Charter.
8. The resolution of the General Meeting of Shareholders must be notified to shareholders entitled to attend the General Meeting of Shareholders within 15 (fifteen) days from the date the resolution is passed. The submission of the resolution may be substituted by posting it on the Company's website.

Article 28. Competence and mode of collecting shareholders' opinions in writing to approve the Resolution of the General Meeting of Shareholders


The competence and mode of collecting shareholders' opinions in writing to approve the Resolution of the General Meeting of Shareholders shall comply with the following provisions:

1. The Board of Directors has the right to collect shareholders' opinions in writing to pass resolutions under the competence of the General Meeting of Shareholders at any time if it deems it necessary for the interests of the Company, including the case specified in Clause 2, Article 147 of the Law

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on Enterprises.

2. The Board of Directors shall prepare the opinion poll, the draft resolution of the General Meeting of Shareholders, documents explaining the draft Resolution and send it to all shareholders entitled to vote at least 10 (ten) days before the deadline for returning the opinion poll. The compilation of the list of shareholders to send opinion polls shall comply with the provisions of Clauses 1 and 2, Article 141 of the Law on Enterprises. Requirements and methods for sending opinion polls and enclosed documents shall comply with the provisions of Clause 3, Article 24 of this Charter.
3. The opinion poll must contain the following principal contents:
 - a) Name, address of the head office, enterprise code;
 - b) Purpose of collecting opinions;
 - c) Full name, contact address, nationality, number of legal papers of the individual for individual shareholders; name, enterprise code or number of legal papers of the organization, address of the head office for shareholders being organizations or full name, contact address, nationality, number of legal papers of the individual, for representatives of shareholders being organizations; the number of shares of each type and the number of votes of shareholders;
 - d) Issues that need to be consulted to pass the resolution;
 - e) The voting plan includes approving, disapproving, and not having an opinion;
 - f) The deadline for sending to the Company the answered opinion poll form;
 - g) Full name and signature of the Chairman of the Board of Directors.
4. Shareholders may send the answered opinion poll to the Company in one of the following forms:
 - a) Sending a letter: The answered opinion poll must be signed by the shareholder being an individual, the authorized representative or the legal representative of the shareholder being an organization or individual, the representative of the authorized organization. The opinion poll sent to the Company must be contained in a sealed envelope and no one is allowed to open it before counting the votes;
 - b) Sending fax or email or other electronic methods, other combined methods in accordance with the law: The opinion poll sent to the Company must be kept confidential until the time of vote counting;
 - c) The poll papers sent to the Company after the time limit specified in the poll form or have been opened in the case of mailing or disclosed before the time of counting votes in the case of fax, email, electronic methods or other combined methods are invalid. Opinion poll papers that are not sent back are considered as voting votes;
 - d) For other electronic or combined opinion polls: The General Meeting of Shareholders authorizes the Board of Directors to provide detailed guidance on the implementation of voting through these methods, promulgate regulations as well as implement amendments and supplementing and

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replacing relevant ones on the basis of conformity with the provisions of law and actual implementation at the Company.


5. The Board of Directors shall count votes and make a record of vote counting under the witness and supervision of the Supervisory Board or shareholders who are not holders of the Company's management positions. The vote counting record must contain the following principal contents:
 - a) Name, address of the head office, enterprise code;
 - b) Purpose and issues to be consulted to pass the resolution;
 - c) The number of shareholders with the total number of votes who participated in voting, distinguishing the number of valid votes and the number of invalid votes, the method of sending votes, enclosed with an appendix to the list of shareholders participating in voting;
 - d) The total number of votes in favor, disapproval and no opinion on each issue;
 - e) The decisions that have been adopted and the corresponding approval vote rate;
 - f) Full names and signatures of the Chairman of the Board of Directors, the supervisor of vote counting and the vote counter.

Members of the Board of Directors, vote counters and vote counting supervisors shall be jointly responsible for the truthfulness and accuracy of the vote counting records; jointly and severally responsible for damages arising from decisions adopted due to dishonest vote counting, incorrect.

6. The vote counting minutes and resolutions must be sent to shareholders within 15 (fifteen) days from the end of the vote counting. The sending of the vote counting minutes and resolutions can be replaced by posting them on the Company's website within 24 hours from the time of the end of vote counting.
7. The answered opinion poll, the vote counting record, the full text of the approved resolution and relevant documents enclosed with the opinion poll must be kept in accordance with Article 60 of the Company's Charter.
8. In case of passing a resolution in the form of collecting written opinions, the resolution of the General Meeting of Shareholders shall be adopted if it is approved by the number of shareholders owning more than 50% of the total votes of all shareholders with the right to vote.
9. The resolution is adopted in the form of collecting shareholders' opinions in writing and is as valid as the resolution passed at the General Meeting of Shareholders.

Article 29. Effect of resolutions of the General Meeting of Shareholders

1. The resolution of the General Meeting of Shareholders takes effect from the date of adoption or from the effective time stated in such resolution.


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2. Resolutions of the General Meeting of Shareholders passed by 100% of the total voting shares are legal and effective even if the order and procedures for convening meetings and approving such resolutions are not implemented in accordance with regulations.
3. In case a shareholder or group of shareholders requests the Court or Arbitrator to annul the resolution of the General Meeting of Shareholders as prescribed in Article 151 of the Law on Enterprises, such resolutions shall remain effective until the Court's decision to cancel such resolution. Arbitration is effective, except for the case of application of provisional emergency measures under decisions of competent agencies.

Article 30. Resolution and Minutes of the General Meeting of Shareholders

1. The General Meeting of Shareholders must be recorded in minutes and may be recorded or recorded and kept in electronic form other than the principal contents prescribed by the Law on Enterprises. The record must be made in Vietnamese, may be made in a foreign language and have the same legal effect. In case there is a difference in content between the minutes, the contents of the Vietnamese minutes shall apply.
2. The record must contain the following principal contents:
 - a) Name, address of the head office, enterprise code;
 - b) Time and place of the General Meeting of Shareholders;
 - c) Agenda and contents of the meeting;
 - d) Full name of the chairman and secretary;
 - e) Summary of the meeting's developments and opinions expressed at the General Meeting of Shareholders on each issue in the meeting agenda;
 - f) The number of shareholders and the total number of votes of shareholders attending the meeting, the appendix to the list of shareholders and representatives of shareholders attending the meeting with the corresponding number of shares and votes;
 - g) The total number of votes for each voting issue, clearly stating the voting method, the total number of valid and invalid, approving, disapproving and no opinions; the proportion of the total number of votes of shareholders attending the meeting;
 - h) The issues that were passed and the corresponding percentage of votes voted for approval;
 - i) Full names and signatures of the chairman and secretary.

In case the chairperson or secretary refuses to sign the minutes of the meeting, this record shall take effect if it is signed by all other members of the Board of Directors attending the meeting and contains all the contents specified in this Clause. The minutes of the meeting clearly state the refusal of the chairman or secretary to sign the minutes of the meeting.


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3. The minutes of the General Meeting of Shareholders must be completed and approved before the end of the meeting. The chairperson and the secretary of the meeting or other persons who sign the minutes of the meeting must be jointly responsible for the truthfulness and accuracy of the contents of the minutes.
4. The minutes of the General Meeting of Shareholders must be sent to all shareholders within 15 (fifteen) days from the end of the meeting; the submission of the vote counting record may be replaced by posting it on the Company's website.
5. The minutes of the General Meeting of Shareholders shall be considered as authentic evidence of the work carried out at the General Meeting of Shareholders unless there is an objection to the contents of the minutes given in accordance with the prescribed procedures within 10 (ten) days from the sending of the minutes.
6. The Resolution, the Minutes of the General Meeting of Shareholders, the appendix to the list of shareholders registered to attend the meeting with the signatures of the shareholders, the written authorization to attend the meeting, all documents attached to the Minutes (if any) and relevant documents attached to the notice of invitation to the meeting must be disclosed in accordance with the law on information disclosure on the market securities and must be kept in accordance with Article 60 of the Charter.

Article 31. Request for cancellation of the resolution of the General Meeting of Shareholders

Within 90 (ninety) days from the date of receipt of the resolution or the minutes of the General Meeting of Shareholders or the minutes of the vote counting results for collecting shareholders' opinions in writing, the shareholders or groups of shareholders specified in Clause 2, Article 115 of the Law on Enterprises may request the Court or Arbitrator to consider, annulment of the Resolution of the General Meeting of Shareholders or part of the Resolution in the following cases:

1. The order and procedures for convening a meeting or collecting shareholders' opinions in writing and issuing decisions of the General Meeting of Shareholders do not comply with the provisions of the Law on Enterprises and this Charter, except for the case specified in Clause 2, Article 29 of this Charter.
2. The content of the resolution violates the law or this Charter.


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CHAPTER 7

BOARD

Article 32. Candidacy and nomination of persons to the Board of Directors and criteria and conditions for membership of the Board of Directors


1. The voting for the election of members of the Board of Directors shall comply with the principle of cumulative voting as prescribed in Article 38 of the Charter.
2. In case the number of candidates approved by the Board of Directors for nomination and candidacy is still not enough as prescribed in Clause 5, Article 155 of the Law on Enterprises, the incumbent Board of Directors may recommend additional candidates or organizations to nominate as prescribed in this Charter. Internal Regulations on corporate governance and Regulations on the operation of the Board of Directors. The nomination mechanism or method of nominating the incumbent Board of Directors, the Control Board and other shareholders must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with law.
3. In case a candidate has been identified, relevant information about the nominees to the Board of Directors shall be included in the documents of the General Meeting of Shareholders and must be published at least 10 (ten) days before the General Meeting of Shareholders on the Company's website so that shareholders can learn about the candidates before voting. Candidates of the Board of Directors must have a written commitment to the truthfulness, accuracy and reasonableness of personal information disclosed and must commit to perform their duties honestly, prudently and in the best interests of the Company if elected as a member of the Board of Directors. Information related to the candidates of the Board of Directors shall be disclosed including at least the following contents:
 - a) Full name, date of birth;
 - b) Educational level;
 - c) Professional qualifications;
 - d) Work process;
 - e) Other managerial titles (including the title of the Board of Directors of other companies);
 - f) Information about the companies in which the candidate is a member of the Board of Directors, other managerial positions and interests related to the candidate's company;
 - g) Interests related to the Company and its related parties (if any);
 - h) Full name of the shareholder or group of shareholders nominating the candidate (if any);
 - i) Other information (if any).

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4. Candidates to be appointed as members of the Board of Directors must satisfy the criteria and conditions specified in Clause 5 of this Article.
5. Criteria and conditions for being a member of the Board of Directors:
 - a) Having full civil act capacity, not being entitled to establish and manage enterprises in accordance with the provisions of the Law on Enterprises;
 - b) Having professional qualifications and experience in business administration or experience in the fields of securities, finance and banking;
 - c) Not be concurrently a Director (General Director), a member of the Board of Directors, a member of the Board of Members of another securities company; must not concurrently be a member of the Board of Directors of more than 05 (five) other companies;
 - d) Have good moral character and political qualities;
 - e) Have enough health to undertake the task;
 - f) Not being a member of the Supervisory Board of the Company at the same time;
 - g) Other standards and conditions as prescribed by law.
6. Criteria and conditions for being an independent member of the Board of Directors

In addition to the criteria and conditions specified in Clause 5 of this Article, an independent member of the Board of Directors must satisfy the following conditions:

 - a) Not be a person who is working for the 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 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 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 Supervisory Board of the company for at least 05 consecutive years, except for the case of being appointed for 02 consecutive terms;
 - f) Other standards and conditions as prescribed by law.
7. The criteria and conditions specified in this Article shall also apply to the members of the Board of Directors who are elected to supplement or replace them.


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8. The election of members of the Board of Directors must be disclosed in accordance with the provisions of the law on securities and securities market.
9. Members of the Board of Directors may not be shareholders of the Company.

Article 33. Number, composition and term of office of members of the Board of Directors

1. Number and composition of members of the Board of Directors
 - a) The Board of Directors of the Company shall have at least 03 (three) persons and a maximum of 11 (eleven) persons. The specific number of members of the Board of Directors shall be decided by the General Meeting of Shareholders;
 - b) Term of office of members of the Board of Directors


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. Each individual may only be elected as an independent member of the Board of Directors of the Company for no more than 02 consecutive terms. The Board of Directors that has just finished its term of office must continue to operate until the new Board of Directors is elected and takes over the work;
 - c) In case all members of the Board of Directors end their term of office but the General Meeting of Shareholders has not yet elected a new member, such members shall continue to be members of the Board of Directors until a new member is elected to replace and take over the work;
 - d) The term of office of a member who is elected to supplement or replace a member who loses his or her membership, is dismissed or dismissed during the term of office is the remaining term of the Managing Board's term.
2. The number of non-executive members of the Board of Directors of a public company must meet the following provisions:
 - a) There is at least 01 non-executive member in case the company has the number of members of the Board of Directors from 03 to 05 members;
 - b) There are at least 02 non-executive members in case the company has the number of members of the Board of Directors from 06 to 08 members;
 - c) There are at least 03 non-executive members in case the company has the number of members of the Board of Directors from 09 to 11 members.
3. The total number of independent members of the Board of Directors must meet the following provisions:
 - a) Having at least 01 independent member in case the company has the number of members of the Board of Directors from 03 to 05 members;

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- b) There are at least 02 independent members in case the company has the number of members of the Board of Directors from 06 to 08 members;
- c) There are at least 03 independent members in case the company has the number of members of the Board of Directors from 09 to 11 members.


Article 34. Powers and obligations of the Board of Directors

1. The Board of Directors is the Company's management body, which has full authority on behalf of the Company to decide and exercise the Company's rights and obligations, except for the rights and obligations under the jurisdiction of the General Meeting of Shareholders.
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:
 - a) Decide on the Company's strategy, medium-term development plan and annual business plan;
 - b) Proposals on the types of shares and the total number of shares entitled to be offered for sale of each type;
 - c) Decision on sale of unsold shares within the number of shares entitled to be offered for sale of each type; decide to mobilize additional capital in other forms;
 - d) Deciding on the selling price of the Company's shares and bonds;
 - e) Decision on share repurchase as prescribed in Clause 1, Clause 2, Article 133 of the Law on Enterprises;
 - f) To decide on investment plans and investment projects within their competence and limits as prescribed by law;
 - g) Deciding on solutions for market development, marketing and technology;
 - h) Approving contracts for purchase, sale, borrowing, lending and other contracts and transactions valued at 35% or more of the total value of assets recorded in the Company's latest financial statements, except for contracts and transactions that must be approved by the General Meeting of Shareholders in accordance with the provisions of the Law on Enterprises and this Charter;
 - i) Electing, dismissing and dismissing the Chairman of the Board of Directors; appointing, dismissing, signing and terminating contracts of the General Director and managers of the Company as follows: Deputy General Director, Chief Financial Officer, Chief Accountant, members of the Executive Board and other titles (if any) according to internal regulations of the Board of Directors; deciding on salary levels, remuneration, bonuses and other benefits of the above-mentioned managers;
 - j) Inspect, supervise and direct the General Director to perform the assigned tasks, annually evaluate the working efficiency of the General Director; inspect, supervise, direct and evaluate annually the


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performance of tasks of other positions appointed by the Board of Directors under the decision of the Board of Directors.

- k) Approving annual business plans and/or objectives and adjustments and amendments (if any) proposed by the General Director,
- l) Decide on the organizational structure; decisions on the establishment of subsidiaries, branches, transaction offices, representative offices and capital contribution, purchase of shares/capital contributions in other enterprises within the limits prescribed by law and the company's charter;
- m) Decision on promulgation of the Regulation on operation of the Board of Directors, internal regulation on corporate governance after being approved by the General Meeting of Shareholders; decide to promulgate the Regulation on information disclosure of the Company and internal regulations related to the organization, operation and governance of the Company in accordance with the provisions of law and guidance of the SSC and the Stock Exchange, except for matters falling under the jurisdiction of the General Meeting of Shareholders, Supervisory Board, General Director;
- n) Approving programs and contents of documents for the General Meeting of Shareholders, convening the General Meeting of Shareholders or collecting opinions for the General Meeting of Shareholders to approve resolutions;
- o) Decide on investment policies, risk management policies and supervise the implementation of the Company's risk hedging measures;
- p) Consider and approve to submit the annual financial statements to the General Meeting of Shareholders;
- q) Proposing profit distribution plans, dividend payment rates, deciding on dividend payment deadlines and procedures or handling losses incurred in the course of business;
- r) Regulations on the use of funds deducted from after-tax profits on the basis of the Resolution of the General Meeting of Shareholders, including the promulgation of regulations, decentralization of authority to use funds and other relevant contents, Regulations on the setting up and use of the Company's pre-tax funds in accordance with the law.
- s) To decide on the offering price of new shares, to sell unsold shares within the number of shares entitled to be offered for sale; Deciding on the offering price of shares and convertible bonds, bonds with warrants of the Company;
- t) Decide on the plan for issuance and offering of corporate bonds (except for the offering of convertible bonds, offering bonds with warrants);
- u) Proposing the reorganization, dissolution or request for bankruptcy of the Company;

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- v) Determine operational objectives on the basis of strategic objectives approved by the General Meeting of Shareholders;
 - w) Appoint authorized representatives to manage the Company's contributed capital in other enterprises, decide on remuneration and other benefits of authorized representatives;
 - x) Take responsibility before law and the General Meeting of Shareholders for the performance of assigned tasks and powers;
 - y) Treat all shareholders equally and respect the interests of persons with interests related to the Company;
 - z) Ensure that the Company's operations comply with the provisions of the law, the Company's Charter and internal regulations;
 - aa) Report on the activities of the Board of Directors at the General Meeting of Shareholders in accordance with the provisions of the Company's Charter and relevant laws;
 - bb) Organize the implementation, inspection and supervision of the implementation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors;
 - cc) Other rights and obligations under the current law, the Company's Charter and related internal documents.
3. The Board of Directors approves resolutions and decisions by voting at the meeting, collecting opinions in writing or in other forms in accordance with current laws and internal regulations of the Company. Each Board member has one vote.
 4. The Board of Directors performs its functions, rights and obligations in accordance with the provisions of law, the company's charter and the resolution of the General Meeting of Shareholders. In case the resolution or decision adopted by the Board of Directors is contrary to the provisions of law, the resolution of the General Meeting of Shareholders or the company's charter, causing damage to the company, the members who agree to the adoption of such resolution must be jointly and severally responsible for the resolution. decision and must compensate the Company for damages; Members who object to the adoption of the above resolution are exempt from liability. In this case, the shareholders of the Company have the right to request the Court to suspend the implementation or cancel the above-mentioned resolution or decision.
 5. The Board of Directors must report to the General Meeting of Shareholders the results of the Board of Directors' activities in accordance with law.
 6. When deeming it necessary, the Board of Directors shall decide to appoint the company secretary. The company secretary has the following rights and obligations:
 - a) Supporting the organization of convening meetings of the General Meeting of Shareholders and the Board of Directors; recording meeting minutes;

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- b) Assist members of the Board of Directors in exercising their assigned rights and obligations;
- c) Assisting the Board of Directors in applying and implementing the principles of corporate governance;
- d) Supporting the company in building shareholder relations and protecting the legitimate rights and interests of shareholders; compliance with the obligation to provide information, publicize information and administrative procedures;
- dd) Other rights and obligations as prescribed by the Board of Directors.

Article 35. Remuneration, bonuses and other benefits of members of the Board of Directors

1. The company has the right to pay remuneration, bonuses and other benefits to members of the Board of Directors according to business results and efficiency.


Members of the Board of Directors are entitled to receive remuneration, bonuses and other benefits for their work as members of the Board of Directors. The Board of Directors estimates the remuneration for each member on the principle of unanimity. The total remuneration for members of the Board of Directors will be decided by the General Meeting of Shareholders at the annual meeting. Members of the Board of Directors holding executive positions (including the position of Chairman or Vice Chairman), or full-time members of the Board of Directors (working as Officers and Employees of the Company), or members of the Board of Directors working at professional agencies/committees of the Board of Directors, or performing other jobs determined by the Board of Directors to be outside the scope of normal duties of a member of the Board of Directors, may be paid an additional amount of money in the form of a lump-sum remuneration, salary, bonus or in other forms as decided by the Board of Directors.

3. The remuneration of members of the Board of Directors shall be included in the Company's business expenses in accordance with the law on corporate income tax and shall be expressed as a separate item in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.
4. Members of the Board of Directors shall be entitled to pay all reasonable expenses for travel, meals, lodging and other reasonable expenses incurred by them in the performance of their duties as members of the Board of Directors, including expenses incurred in attending meetings of the Board of Directors, or specialized agencies of the Board of Directors or the General Meeting of Shareholders.
5. Members of the Board of Directors may purchase liability insurance by the Company after the approval of the General Meeting of Shareholders. This insurance does not cover the liabilities of members of the Board of Directors related to violations of the law and the Company's Charter.

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Article 36. Chairman of the Board of Directors

1. The Chairman of the Board of Directors shall be elected, dismissed or dismissed from office by the Board of Directors from among the members of the Board of Directors.
2. The Chairman of the Board of Directors does not concurrently hold the position of General Director.
3. The Chairman of the Board of Directors has the following rights and obligations:
 - a) Formulate programs and plans for activities of the Board of Directors;
 - b) Prepare programs, contents and documents for the meeting; convening, presiding over and presiding over meetings of the Board of Directors;
 - c) Organize the adoption of resolutions and decisions of the Board of Directors; signing resolutions, decisions and documents under the competence of the Board of Directors on behalf of the Board of Directors;
 - d) Organize the implementation and supervise or supervise the process of organizing the implementation of resolutions and decisions of the Board of Directors;
 - e) Chairman of the General Meeting of Shareholders;
 - f) Supervising the General Director in running the business on a daily basis;
 - g) Other rights and duties as prescribed by law, the Company's Charter, relevant internal regulations and legal regulations.
4. In case the Chairman of the Board of Directors submits a letter of resignation or is dismissed from office, the Board of Directors must elect a replacement within 10 (ten) days from the date of receipt of the letter of resignation or dismissal.
5. In case the Chairperson of the Board of Directors is absent or unable to perform his/her duties, the Vice Chairman of the Board of Directors or another member shall be authorized in writing to exercise the rights and perform the obligations of the Chairman of the Board of Directors. In case no authorized person or the Chairman of the Board of Directors dies, goes missing, is temporarily detained, is serving a prison sentence, is serving an administrative-handling measure at a compulsory detoxification establishment, compulsory education institution, escapes from his/her place of residence, is restricted or loses his/her civil act capacity, have difficulties in cognition, control of behavior, are banned by the Court from holding certain positions, practicing certain professions or doing certain jobs, the remaining members shall elect 01 (one) of the members temporarily holding the position of Chairman of the Board of Directors on the principle that the majority of the remaining members approve until a new decision of the Board of Directors is issued;

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Article 37. Board Members


In the course of performing their duties, members of the Board of Directors have the following rights and responsibilities:

a) Rights of members of the Board of Directors:

- Members of the Board of Directors have the right to request members of the Board of Directors and the Company's Managers to provide information and documents on the financial situation and business activities of the Company and its units. Managers are required to provide timely, complete and accurate information and documents at the request of members of the Board of Directors. Order and procedures for requesting and providing information: comply with current laws and internal regulations of the Company from time to time;
- Other rights as prescribed by current laws and the Company's Charter.

b) Responsibilities of members of the Board of Directors:

- Perform the assigned tasks and powers in accordance with the provisions of the Law on Enterprises, the Law on Securities, relevant laws, the company's Charter and the Resolution of the General Meeting of Shareholders;
- Perform the assigned tasks and powers honestly and prudently to ensure the maximum legitimate interests of the Company and shareholders;
- Loyal to the interests of the Company and shareholders; not using the Company's information, know-how, business opportunities, abusing the Company's position, position and assets for self-interest or serving the interests of other organizations and individuals;
- Fully attend meetings of the Board of Directors and have a clear opinion on the issues discussed at the meeting;
- Promptly, fully and accurately notify the Company of enterprises in which members of the Board of Directors and their related persons own or have dominant shares or contributed capital. This notice is posted at the head office and branches of the Company;
- Report to the Board of Directors at the nearest meeting of transactions between the Company, its subsidiaries, companies in which the Company controls more than 50% or more of the charter capital and members of the Board of Directors and related persons of such members; transactions between the Company and the Company in which a member of the Board of Directors is a founding member or a manager of the Company in the last 03 years before the time of transaction; Timely and fully report to the Board of Directors the remuneration they receive from subsidiaries, affiliates and other organizations;
- Report to the SSC, the Stock Exchange and disclose information when trading the Company's shares in accordance with law;

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- Perform other obligations as prescribed by law and the company's charter.
- c) An independent member of the Company's Board of Directors must make an evaluation report on the operation of the Board of Directors.

Article 38. Cumulative vote


1. Before and during the General Meeting of Shareholders, shareholders holding voting shares have the right to combine the number of voting rights of each person together to nominate candidates for the Board of Directors and the Supervisory Board 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 as follows:

- a) Nomination and candidacy of members of the Board of Directors:

Shareholders holding ordinary shares have the right to combine the number of votes to nominate candidates for the Board of Directors as follows:

- (i) Shareholders or groups of shareholders holding from 05% to less than 10% of the total voting shares may nominate 01 candidate to the Board of Directors;
- (ii) Shareholders or groups of shareholders holding from 10% to less than 30% of the total voting shares may nominate a maximum of 02 candidates to the Board of Directors;
- (iii) Shareholders or groups of shareholders holding from 30% to less than 40% of the total voting shares may nominate a maximum of 03 candidates to the Board of Directors;
- (iv) Shareholders or groups of shareholders holding between 40% and less than 50% of the total voting shares may nominate a maximum of 04 candidates to the Board of Directors;
- (v) Shareholders or groups of shareholders holding from 50% to less than 60% of the total voting shares may nominate a maximum of 05 candidates to the Board of Directors;
- (vi) Shareholders or groups of shareholders holding from 60% to less than 70% of the total voting shares may nominate a maximum of 06 candidates to the Board of Directors;
- (vii) Shareholders or groups of shareholders holding from 70% to less than 80% of the total voting shares may nominate a maximum of 07 candidates to the Board of Directors;
- (viii) Shareholders or groups of shareholders holding from 80% to less than 90% of the total voting shares may nominate a maximum of 08 candidates to the Board of Directors;
- (ix) Shareholders or groups of shareholders holding 90% or more of the total voting shares may nominate a maximum number of candidates for the Board of Directors.

In case the number of candidates for the Board of Directors approved for nomination and candidacy is still insufficient, the incumbent Board of Directors may nominate additional

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candidates or organize nomination according to a mechanism specified by the company in the Internal Regulations on corporate governance. The nomination mechanism or method of nomination of the incumbent Board of Directors and the nomination of candidates for the Board of Directors must be clearly announced and must be approved by the General Meeting of Shareholders before proceeding with the nomination in accordance with law.


b) Nomination and candidacy of members of the Control Board:

Shareholders holding ordinary shares have the right to combine the number of votes to nominate candidates for members of the Supervisory Board as follows:

- (i) Shareholders or groups of shareholders holding from 05% to less than 10% of the total voting shares may nominate 01 candidate to the Supervisory Board;
- (ii) Shareholders or groups of shareholders holding from 10% to less than 30% of the total voting shares may nominate a maximum of 02 candidates to the Supervisory Board;
- (iii) Shareholders or groups of shareholders holding from 30% to less than 40% of the total voting shares may nominate a maximum of 03 candidates to the Supervisory Board;
- (iv) Shareholders or groups of shareholders holding from 40% to less than 50% of the total voting shares may nominate a maximum of 04 candidates to the Supervisory Board;
- (v) Shareholders or groups of shareholders holding 50% or more of the total voting shares may nominate a sufficient number of candidates to the Supervisory Board.

In case the number of candidates for the Supervisory Board through nomination and candidacy is still insufficient, the incumbent Supervisory Board may nominate additional candidates or organize nomination according to a mechanism prescribed by the company. The nomination mechanism or the method in which the incumbent Supervisory Board nominates candidates for the Supervisory Board must be clearly announced and must be approved by the General Meeting of Shareholders before proceeding with the nomination.


3. The election of members of the Board of Directors and the Supervisory Board shall be carried out by the method of cumulative voting, whereby each shareholder has the total number of votes corresponding to the total number of shares owned multiplied by the number of elected members of the Board of Directors, the Control Board and shareholders have the right to accumulate all their total votes for one or several candidates. candidates.
4. The winner of the election of a member of the Board of Directors or a member of the Control Board 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 specified in this Charter is sufficient. In case there are 02 (two) or more candidates with the same number of votes for the last member of the Board of Directors or the Supervisory Board, the General Meeting of Shareholders

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shall conduct a re-election among the candidates with the same number of votes or select according to the criteria of the election regulations and the Company's Charter.

Article 39. Dismissal, dismissal and addition of members of the Board of Directors


1. The General Meeting of Shareholders dismisses or dismisses members of the Board of Directors in the following cases:
 - a) No longer fully satisfying the criteria and conditions specified in Clause 5, Article 32 of this Charter;
 - b) The member submits a letter of resignation and is approved;
 - c) the member is affected by a mental disorder and the members of the Board of Directors have lawful professional evidence proving that the person is no longer capable of civil acts;
 - d) Such member is absent or does not participate in the activities of the Board of Directors continuously within 06 (six) months without the approval of the Board of Directors and the Board of Directors has decided that this person's position is vacant, except in case of force majeure;
 - e) Other cases of dismissal, dismissal or replacement according to the resolution of the General Meeting of Shareholders;
 - f) No longer being the representative to manage the contributed capital as authorized by the shareholders who are organizations at the Company;
 - g) That member is the representative of the contributed capital of an organization that is a shareholder of the Company when that organization is terminated as a legal person;
 - h) Providing false personal information when submitting to the Company as a candidate for a member of the Board of Directors;
 - i) Other cases as prescribed by law and this Charter.
2. The Board of Directors must convene a meeting of the General Meeting of Shareholders to elect additional members of the Board of Directors in the following cases:
 - a) The number of members of the Board of Directors is reduced by more than 1/3 (one-third) compared to the number specified in the company's charter. In this case, the Board of Directors must convene a meeting of the General Meeting of Shareholders within 60 (sixty) days from the date on which the number of members is reduced by more than 1/3 (one-third);
 - b) The number of independent members of the Board of Directors has decreased, failing to ensure the ratio as prescribed in Clause 2, Article 33 of this Charter.
3. Except for the case specified in Clause 2 of this Article, the General Meeting of Shareholders shall elect a new member to replace the member who has been dismissed, dismissed or add a new member of the Board of Directors at the nearest meeting.

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Article 40. Board Meetings and Meeting Minutes

1. The Chairman of the Board of Directors shall be elected at the first meeting of the term of the Board of Directors within 07 (seven) working days from the end of the election of the Board of Directors for that term. This meeting is convened and chaired by the member with the highest number of votes or the highest percentage of votes. In case there is more than one member with the highest number of votes or the same percentage of votes, the members shall elect on the principle of majority to elect 01 (one) of them to convene a meeting of the Board of Directors.
2. The Board of Directors may meet periodically or irregularly. Periodic meetings of the Board of Directors shall be convened by the Chairman of the Board of Directors when deemed necessary, but must meet at least 01 (one) time per quarter.
3. The Chairman of the Managing Board must convene a meeting of the Managing Board, which must not be postponed without plausible reasons, in the following cases:
 - a) Receive a proposal from the Supervisory Board or an independent member of the Board of Directors;
 - b) Receive the request of the General Director or at least 05 (five) other managers;
 - c) Receive the proposal of at least 02 (two) members of the Board of Directors;
 - d) At the request of an independent auditor, the Chairman of the Board of Directors must convene a meeting of the Board of Directors to discuss the audit report and the Company's situation;
 - e) Other cases as prescribed by current law and the Company's Charter.
4. The meeting request must be made in writing, clearly stating the purposes and issues to be discussed and decided under the competence of the Board of Directors.
5. The Chairman of the Board of Directors shall convene regular and irregular meetings of the Board of Directors. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within 07 (seven) working days from the date of receipt of the proposal specified in Clause 3 of this Article. In case the Chairman of the Board of Directors fails to convene a meeting at the request of the Chairman of the Board of Directors, he or she shall be responsible for the damage caused to the Company and the requester has the right to replace the Chairman of the Board of Directors to convene a meeting of the Board of Directors.
6. The Chairman of the Board of Directors or the convener of the meeting of the Board of Directors must send a notice of invitation to the meeting at least 03 (three) working days before the date of the meeting. The notice of invitation to the meeting must specify the time and place of the meeting, the agenda, the issues discussed and decided, enclosed with the documents used at the meeting and the voting votes of the members.


Notices of invitations to meetings may be sent by invitation, telephone, fax, electronic means or

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other methods according to the Company's internal regulations, but must ensure that the contact address of each member of the Board of Directors registered at the Company is reached.

7. The Chairman of the Board of Directors or the convener shall send notices of invitation to meetings and enclosed documents to members of the Control Board as for members of the Board of Directors. Members of the Supervisory Board have the right to attend meetings of the Board of Directors, have the right to discuss but not vote.
8. Meeting Location: Meetings of the Board of Directors will be conducted at the Company's registered address or other addresses in Vietnam at the discretion of the Chairman of the Board of Directors and with the approval of the Board of Directors.
9. A meeting of the Board of Directors shall be held when at least 3/4 (three-fourths) of the total number of members of the Board of Directors are present or through a representative (authorized person) if approved by a majority of members of the Board of Directors to attend the meeting. In case the first meeting is not sufficient for the number of members to attend the meeting as prescribed, it may be convened for the second time within 07 (seven) days from the date of the first meeting. In this case, the meeting shall be held if more than 1/2 (one-half) of the members of the Board of Directors attend the meeting.
10. Guests: In addition to Board members, the following persons are guests to the Board Meeting, and Board members must allow them to attend, including:
 - General Director;
 - Member of the Supervisory Board;
 - Managers and other employees of the Company are invited by the Chairman of the Board of Directors or at least 02 (two) members of the Board of Directors to attend;
 - Interpreters of members of the Board of Directors who are foreigners (if any).

The aforementioned guests have the right to attend the Board Meeting and discuss matters, but are not allowed to vote.
11. Members of the Board of Directors are considered to attend and vote at the meeting in the following cases:
 - a) Attending and voting directly at the meeting;
 - b) Authorize other persons to attend the meeting and vote as prescribed in Clause 15 of this Article;
 - c) Attend and vote through online conferences, electronic voting or other electronic forms;
 - d) Send the ballot to the meeting via mail, fax, email. In case of sending votes to the meeting by mail, the votes must be contained in sealed envelopes and must be delivered to the Chairman of the Board

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of Directors at least one hour before the opening. Voting ballots are only open in the presence of all participants;

e) Submit the voting slip by other means according to the Company's internal regulations.

12. Vote:

a) Except for the provisions at Point b of this Clause, each member of the Board of Directors or an authorized person who is directly present as an individual at a meeting of the Board of Directors shall have 01 (one) vote;


b) A member of the Board of Directors may not vote on contracts, transactions or proposals in which such member or a person related to that member has an interest and such interests conflict or may conflict with the interests of the Company. Members of the Board of Directors shall not be counted towards the minimum number of delegates required to be present in order to be able to hold a meeting of the Board of Directors on decisions that the member does not have the right to vote on;

c) When a matter arises at a meeting of the Board of Directors concerning the interests of a member of the Board of Directors or relating to the voting rights of a member of the Board of Directors which is not resolved by voluntarily waiving the voting rights of the member of the Board concerned, Such arising issues shall be forwarded to the chairman of the meeting for decision. The presiding judge's decision on this matter shall be valid as the final decision unless the nature or scope of interests of the relevant member of the Board of Directors has not been fully disclosed. In case the chairman is a person with related interests, the remaining members of the Board of Directors shall vote to elect another person among the members of the Board of Directors to be the chairman.

13. A member of the Board of Directors who directly or indirectly benefits from a contract or transaction that has been signed or is expected to be concluded with the Company and knows that he or she has an interest in it shall be required to disclose the nature and content of such interest at the meeting at which the Board of Directors considers the merger for the first time or this transaction. In case a member of the Board of Directors does not know that he or she and related persons have interests at the time the contract or transaction is signed with the Company, such member of the Board of Directors must publicize the relevant interests at the first meeting of the Board of Directors held after this member knows that he or she has interests or will have interests in related transactions or contracts.

14. A resolution of the Board of Directors shall be approved if it is approved by a majority (over 50%) of the members attending the meeting. In case the number of votes is equal, the final decision shall belong to the side with the opinion of the Chairman of the Board of Directors.

15. Members must attend all meetings of the Board of Directors. Members may authorize others to attend meetings if approved by a majority of members of the Board of Directors.

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16. A meeting of the Board of Directors may be held in the form of an agenda (online conference) between members of the Board of Directors when all or several members are in different locations provided that each member participating in the meeting can:


- Listening to each other member of the Board of Directors speaking in the meeting;
- Address to all other attendees simultaneously.

Communication between members may be carried out directly by telephone or by other means of communication or a combination of all these means. A member of the Board of Directors who participates in such a meeting is deemed to be "present" at that meeting. The place of the meeting held under this regulation is the place where the largest group of members of the Board of Directors gather or, if there is no such group, the place where the Chairman of the meeting is present.

Decisions adopted in a meeting by telephone or by other means of communication are duly held and conducted with effect immediately upon the conclusion of the meeting but must be affirmed by the signatures in the minutes of all Board members present at this meeting.

17. Particularly for the case of collecting votes of members of the Board of Directors by email or writing: feedback by email or in writing (if replied in writing, must be signed by members of the Board of Directors) must be sent to the Secretary of the Board of Directors within 03 (three) working days from the date of receipt documents or according to the time limit for requesting a reply stated in the document/email for comments. If after the time limit for requesting a reply, any member who does not reply is considered to have no opinion. Matters that are consulted in writing/email will also be approved on the basis of the approval of the majority of members of the Board of Directors who have the right to vote. Written replies/emails of members of the Board of Directors must be summarized into a vote counting record, which clearly states the contents that need to be commented on by members, and the replies include "approve/disapprove/no opinion". The vote counting record must be signed by the Chairman of the Board of Directors and the Company Secretary. Resolutions in the form of collecting written opinions shall be adopted on the basis of the approval of the majority of members of the Board of Directors who have the right to vote. This Resolution has the same effect and validity as the resolution adopted at the meeting.

18. Meetings of the Board of Directors shall be recorded and may be recorded, recorded and kept in other electronic forms in accordance with Article 60. The minutes of the meeting shall be made in Vietnamese and may be additionally made in a foreign language, with all the main contents in accordance with the provisions of the Law on Enterprises. Minutes made in Vietnamese and foreign languages are equally valid. In case there is a difference in contents, the contents in the Vietnamese minutes shall prevail. The chairperson, the person who records the minutes and the signatories of the minutes must take responsibility for the truthfulness and accuracy of the contents of the minutes of

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the meeting of the Board of Directors. The Chairman of the Board of Directors shall transmit the minutes of the Board of Directors meetings to the members and such minutes shall be treated as authentic evidence of the work carried out during such meetings, unless there is an objection to the contents of the minutes within 10 (ten) days of the transfer. The minutes of the meeting must be detailed and clear, including the full names and signatures of the chairperson and the person recording the minutes. In case the chairperson or the person taking the minutes refuses to sign the minutes of the meeting but if all other members of the Board of Directors attend the meeting and agree to approve the minutes of the meeting and have all the mandatory contents as prescribed by the Law on Enterprises, such minutes shall take effect. The minutes of the meeting clearly state that the chairperson and the person taking the minutes of the minutes refuse to sign the minutes of the meeting. The signatories of the minutes of the meeting shall be jointly responsible for the accuracy and truthfulness of the contents of the minutes of the meeting of the Board of Directors. The chairperson and the person taking the minutes shall be personally responsible for the damage caused to the Company due to the refusal to sign the minutes of the meeting in accordance with the provisions of the Law on Enterprises, the Charter and relevant laws.


19. The minutes of the meeting of the Board of Directors and documents used in the meeting must be kept in accordance with the provisions of law and this Charter.

Article 41. Departments/Divisions/Risk Management Subcommittees under the Board of Directors

1. Advising on risk management policies and strategies; risk assessment standards; the overall level of risk of the Company and each department within the Company;
2. Independently assess the conformity and compliance with established risk policies and procedures within the Company;
3. Inspect, review and evaluate the adequacy, efficiency and effectiveness of the risk management system under the Board of Directors in order to improve this system;
4. Other functions shall be prescribed by the Board of Directors in accordance with current law.

Article 42. Specialized bodies of the Board of Directors

1. The Board of Directors may establish subcommittees, committees, and subordinate councils to be in charge of development policy, human resources, compensation, internal audit, risk management, investment, and other professional bodies. The number of members of a professional agency decided by the Board of Directors shall be at least 03 persons. Members of a specialized agency may consist of one or more members of the Board of Directors and one or more external members who are not members of the Board of Directors under the decision of the Board of Directors or the Board of Directors delegating powers. The activities of subcommittees, committees and councils must comply with the regulations of the Board of Directors. The decision of this subcommittee, committee or council is only effective when the majority of members attend and vote to approve it


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at the meeting according to the statutes/regulations on the operation of the subcommittee, committee or council.

2. The implementation of decisions of the Board of Directors or of specialized agencies affiliated to the Board of Directors must comply with current legal provisions and the provisions of the company's charter and internal regulations on corporate governance.
3. The Board of Directors assigns and assigns tasks to specialized agencies to perform a number of tasks, rights and obligations to manage and administer the company in accordance with the competence and limitations of the Board of Directors in accordance with the provisions of law and the Charter, except for matters falling under the jurisdiction of the General Meeting of Shareholders and/or matters requiring the Board of Directors directly comply with the provisions of law and the company's charter.

Article 43. Person in charge of corporate governance

1. The Board of Directors shall appoint and appoint one (or more) persons as the person in charge of corporate governance to support the corporate governance. The person in charge of corporate governance may concurrently act as the company secretary as prescribed in Clause 6, Article 34 of the Charter.
2. The person in charge of corporate governance must meet the following standards:
 - a) Have an understanding of the law;
 - b) Not to concurrently work for an approved auditing organization that is auditing the Company's financial statements;
 - c) Other criteria as prescribed by law, this Charter and decisions of the Board of Directors.
3. The person in charge of corporate governance has the following rights and obligations:
 - a) Advising the Board of Directors in organizing the General Meeting of Shareholders at the request of the Board of Directors or the Supervisory Board and related affairs between the company and shareholders;
 - b) Prepare meetings of the Board of Directors, the Supervisory Board and the General Meeting of Shareholders at the request of the Board of Directors or the Supervisory Board;
 - c) Advising on the procedure of meetings;
 - d) Attend meetings; Assist members of the Board of Directors in exercising their assigned rights and obligations;
 - e) Assisting the Board of Directors in applying and implementing the principles of corporate governance;
 - f) Supporting the Company in building shareholder relations and protecting the legitimate rights and

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interests of shareholders; compliance with the obligation to provide information, publicize information and administrative procedures;

- g) Advising on procedures for making resolutions of the Board of Directors in accordance with the provisions of law;
- h) 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 Control Board;
- i) Supervise and report to the Board of Directors on the Company's information disclosure activities;
- j) Acting as a point of contact with relevant stakeholders;
- k) Confidentiality of information in accordance with the provisions of law and the company's Charter;
- l) Other rights and obligations as prescribed by law and internal regulations of the Company.

CHAPTER 8


BOARD OF DIRECTORS AND OTHER EXECUTIVES

Article 44. Organization of the management apparatus

The Company's management system must ensure that the management apparatus is accountable to the Board of Directors and subject to the supervision and direction of the Board of Directors in the daily business of the Company. The company has a General Director, Deputy General Directors, Chief Accountant and other managerial positions appointed and signed by the Board of Directors. The appointment, dismissal, dismissal and replacement of the above-mentioned titles must be approved by a resolution of the Board of Directors.


Article 45. Company Executive

1. 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 standards in accordance with the Company's management structure and the regulations of the Board of Directors. The Company's executives are responsible for working diligently to assist the Company in achieving its objectives in its operations and organization.
2. The General Director is paid salaries, bonuses and other benefits. The salary, bonuses and other benefits of the General Director shall be decided by the Board of Directors.
3. Remuneration and salaries of the General Director and other managers shall be included in the Company's business expenses in accordance with the law on corporate income tax, which shall be expressed as a separate item in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.

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Article 46. Composition, tenure, rights and obligations of the Board of Directors

1. The Board of Directors of the Company includes: General Director, Deputy General Directors.
2. Members of the Board of Directors shall be hired or appointed by the Board of Directors.
3. The Board of Directors shall establish and maintain a risk management enforcement system to ensure the prevention of risks that may affect the interests of the Company and its customers; establish and maintain an internal control system including organizational structure, independent and dedicated personnel. Internal processes and regulations apply to all positions, units, divisions and activities of the Company in order to ensure the objectives as prescribed by law.
4. The Board of General Directors must formulate working regulations for the Board of Directors to approve, the working regulations must have at least the following basic contents:
 - a) Specific responsibilities and tasks of each member of the Board of Directors;
 - b) Stipulating the order and procedures for organizing and participating in meetings;
 - c) Responsibilities of the Board of Directors to report to the Board of Directors and the Control Board.
4. Rights and obligations of members of the Board of Directors:
 - a) Benefits of members of the Board of Directors:
 - Members of the Board of Directors are entitled to receive salaries, bonuses and other benefits according to business results and efficiency. Salaries and other benefits of members of the Board of Directors shall be decided by the Board of Directors and paid in accordance with the Company's internal regulations;
 - Salaries and bonuses of members of the Board of Directors shall be included in the Company's business expenses in accordance with the law on corporate income tax and must be expressed as a separate item in the Company's annual financial statements, and must be reported to the General Meeting of Shareholders at the annual meeting;
 - Other benefits as prescribed by current law.
 - b) Obligations of members of the Board of Directors:
 - Perform the responsibilities of the Company's manager in accordance with the provisions of law, the company's charter, the resolution of the General Meeting of Shareholders, the resolution of the Board of Directors;
 - Publicize their interests and related persons to the Company in accordance with the provisions of law and the provisions of this Charter.
 - c) Other responsibilities as prescribed by law and the company's charter.


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Article 47. Rights and obligations of the General Director

1. The Board of Directors shall appoint 01 (one) member of the Board of Directors or hire another person to be the General Director; sign a contract that stipulates remuneration, salary and other benefits. The salary of the General Director must be reported at the Annual General Meeting of Shareholders and expressed as a separate item in the Company's Annual Financial Statement. The term of office of the General Director shall not exceed 05 (five) years and may be re-appointed for an unlimited number of terms. The appointment may expire based on the provisions of the labor contract. The Board of Directors may dismiss or replace the General Director when the majority of members of the Board of Directors have the right to vote at the meeting to approve and appoint a new General Director to replace him.
2. Rights and obligations of the General Director

The General Director is the person who runs the day-to-day business of the Company, is subject to the supervision of the Board of Directors and is responsible to the Board of Directors, the General Meeting of Shareholders and the law for the exercise of the assigned rights and obligations and must report to these levels when requested. Specifically, as follows:


 - a) Deciding on matters related to the Company's daily business that does not fall under the competence of the Chairman of the Board of Directors, the Board of Directors, the General Meeting of Shareholders;
 - b) Organize the implementation of resolutions and decisions of the Board of Directors and the General Meeting of Shareholders;
 - c) Organize the implementation of the Company's business plan and investment plan approved by the Board of Directors and the General Meeting of Shareholders;
 - d) Propose to the Board of Directors the plan on organizational structure and internal management regulations of the Company;
 - e) Appointment, dismissal and dismissal of managerial positions in the Company, except for those under the competence of the Board of Directors;
 - f) Proposing plans to pay dividends, use profits or handle losses in business;
 - g) To propose the number and titles of the Company's executives that the Company needs to appoint for the Board of Directors to appoint or dismiss when necessary in order to apply good management practices as decided by the Board of Directors and to advise the Board of Directors to decide on the salary, remuneration, benefits and other terms of the labor contract with the Executive of the Company under the jurisdiction of the Board of Directors;
 - h) Labor recruitment, recruitment organizations; decide on salaries and bonuses of employees according to their competence;

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- i) By December 31 of each year at the latest, the General Director must submit to the Board of Directors for approval the detailed business plan for the next fiscal year on the basis of meeting the requirements of the appropriate budget as well as the 5 (five) year financial plan;
 - j) Propose measures to improve the operation and management of the Company;
 - k) Prepare long-term, annual and quarterly estimates of the Company (hereinafter referred to as estimates) in service of the Company's long-term, annual and quarterly management activities according to the business plan. The annual estimate (including the balance sheet, the report on production and business activities and the report on expected cash flows) for each fiscal year shall be submitted to the Board of Directors for approval and must include the information specified in the Company's regulations;
 - l) Perform all other activities in accordance with the provisions of this Charter and the Company's regulations, resolutions of the Board of Directors, labor contracts of the General Director and other obligations as prescribed by current law.
3. The General Director must manage the daily business of the Company in accordance with the provisions of law, the company's charter, the labor contract signed with the company and the resolution of the Board of Directors. The General Director shall be delegated and re-authorized in accordance with the Company's regulations. In case of operating contrary to this regulation and causing damage to the Company, the General Director shall be responsible before law and must compensate the Company for damages.

Article 48. Criteria and conditions for working as General Director

1. Having full civil act capacity and not being subject to enterprise management as prescribed in the Law on Enterprises;
2. Do not work for securities companies, fund management companies or other enterprises at the same time; must not be a member of the Board of Directors or a member of the Board of members of another securities company;
3. Not be administratively sanctioned according to the law on securities and securities market within the last 06 months up to the time of submission of the dossier;
4. Not being a person who is being examined for penal liability, serving a prison sentence or banned from practicing securities as prescribed by law;
5. Never been the legal representative of the bankrupt enterprise, except for the case of bankruptcy due to force majeure;
6. The General Director must not be a person with family relations of the Company's manager, a member of the Control Board of the Company and the parent company; representatives of state

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ownership interests; representatives of the enterprise's capital interests in the Company and the parent company;

7. Educational qualifications and work experience: have an undergraduate or postgraduate degree; and have professional qualifications and experience in the Company's business administration; and must have 02 (two) years of working experience in professional departments of organizations in the fields of finance, banking, securities, insurance or at finance, accounting and investment departments in other enterprises;
8. Comply with the rules of professional ethics in securities trading activities;
9. Other standards and conditions as prescribed by law.

Article 49. Dismissal and dismissal of the General Director

The General Director shall be dismissed or dismissed from office in the following cases:


1. No longer meet the criteria and conditions for working as General Director as prescribed by law and this Charter;
2. Having a letter of resignation and being approved;
3. According to the resolution of the Board of Directors;
4. Other cases prescribed by the Company in accordance with the law.

The Board of Directors may dismiss or dismiss the General Director when the majority of members of the Board of Directors have the right to vote to approve and appoint a new General Director to replace him.

CHAPTER 9 SUPERVISORY BOARD

Article 50. Candidacy and nomination of members of the Control Board

1. The candidacy and nomination of members of the Control Board shall comply with the provisions of Article 38 of this Charter.
2. In case the number of candidates of the Supervisory Board approved for nomination and candidacy is not sufficient, the incumbent Supervisory Board may nominate additional candidates or organize nomination according to the mechanism specified in the company's Charter, the Internal Regulations on corporate governance and the Operation Regulations of the Supervisory Board. The introduction of additional candidates by the incumbent Supervisory Board must be clearly

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announced before the General Meeting of Shareholders to vote for the election of members of the Supervisory Board as prescribed.

Article 51. Composition of the Supervisory Board

1. The Supervisory Board of the Company must have from 03 (three) to 05 (five) members.
2. The term of office of a member of the Supervisory Board shall not exceed 05 (five) years and a member of the Supervisory Board may be re-elected for an unlimited number of terms. In case a member of the Control Board has the same term of office at the end of the term but the member of the Control Board for the new term has not been elected, the member of the Control Board whose term has expired shall continue to exercise his/her rights and duties until the member of the Control Board for the new term is elected and accepts the task.
3. Members of the Control Board shall be elected by the General Meeting of Shareholders on the principle of cumulative voting specified in Article 38 of this Charter.
4. Members of the Supervisory Board may not be shareholders of the Company.


Article 52. Criteria and conditions for being a member of the Control Board

1. Having full civil act capacity and not being banned from establishing and managing enterprises in accordance with the provisions of the Law on Enterprises;
2. Not be a Company Manager, not necessarily a shareholder or employee of the Company;
3. Being trained in one of the majors in economics, finance, accounting, auditing, law, business administration or majors suitable to the business activities of the enterprise;
4. Not allowed to work in the accounting and finance departments of the Company;
5. Not being a member or employee of an auditing firm approved to audit the company's financial statements in the previous 03 (three) years;
6. Not be a person who has a family relationship of a member of the Board of Directors, the General Director and other Managers;
7. Must not be a person with a family relationship of the manager of the company or parent company; representatives of contributed capital of enterprises, representatives of state capital interests at the parent company and at the company;
8. Having good health, moral qualities, honesty and understanding of the law;
9. Other standards and conditions as prescribed by law and the Charter.

Article 53. Dismissal and dismissal of members of the Supervisory Board

Members of the Control Board shall be dismissed or dismissed in the following cases:

1. No longer meet the criteria and conditions for being a member of the Control Board as prescribed in Article 52 of this Charter;

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2. That member is prohibited by law from being a member of the Control Board;
3. Such member resigns by a written notice sent to the head office for the Company and approved;
4. The member suffers from a mental disorder and other members of the Control Board have lawful professional evidence proving that the person no longer has the behavioral capacity;
5. The member is absent, does not attend meetings of the Supervisory Board, fails to exercise his/her rights and duties continuously for six consecutive months, and during this time the Supervisory Board does not allow the member to be absent and has ruled that his/her position is vacant, except for force majeure cases;
6. According to the resolution of the General Meeting of Shareholders;
7. Serious violations or repeated violations of obligations of members of the Control Board in accordance with the provisions of law and the Charter;
8. Other cases as prescribed by law and the company's charter.

Article 54. Head of the Supervisory Board


1. The Head of the Control Board shall be elected by the Control Board from among the members of the Control Board; the election, dismissal and dismissal shall be carried out on the principle of majority.

The Supervisory Board must have more than half of the members permanently residing in Vietnam. The head of the Control Board must have a university diploma or higher in one of the majors of economics, finance, accounting, auditing, law, business administration or majors related to the business activities of the enterprise and must not be a member of the Control Board or a manager of another securities company.


2. Rights and duties of the Head of the Control Board:
 - a) Convening meetings of the Supervisory Board and acting as the Head of the Supervisory Board;
 - b) Request the Board of Directors, the General Director and other executives of the Company to provide relevant information to report to the Supervisory Board;
 - c) Prepare and sign the report of the Supervisory Board after consulting the Board of Directors for submission to the General Meeting of Shareholders;
 - d) Other rights and obligations as prescribed by current law.

Article 55. Rights and obligations of the Control Board

1. Competence of the Supervisory Board:
 - a) The Supervisory Board supervises the Board of Directors and the Board of General Directors in the management and administration of the Company; take responsibility before law and the General Meeting of Shareholders for the performance of their tasks;

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- b) Propose and propose the General Meeting of Shareholders to approve the list of auditing organizations approved to audit the Company's financial statements;
- c) Supervising the Company's financial situation, compliance with the law in the activities of members of the Board of Directors, General Directors, and other managers;
- d) To be responsible to shareholders for their supervisory activities;
- e) Ensure coordination with the Board of Directors, the General Director and shareholders;
- f) Examining the reasonableness, legality, honesty and prudence in the management and administration of business activities; systematic, consistent and appropriate accounting, statistics and financial reporting;
- g) Appraisal of the completeness, legality and truthfulness of the Company's business situation report, annual and 06 (six) month financial statements, management evaluation report of the Board of Directors and submission of the appraisal report to the General Meeting of Shareholders at the annual meeting; Review contracts and transactions with relevant persons under the approving competence of the Board of Directors or the General Meeting of Shareholders and make recommendations on contracts and transactions that require the approval of the Board of Directors or the General Meeting of Shareholders;
- h) Review, examine and evaluate the effectiveness and effectiveness of the Company's internal control, internal audit, risk management and early warning systems;
- i) To examine the accounting books, accounting records and other documents of the Company, the management and administration of the Company's operations when deeming it necessary or at the request of the shareholders or groups of shareholders specified in Clause 13, Article 18 of this Charter;
- j) At the request of a shareholder or group of shareholders specified in Clause 13, Article 18 of this Charter, the Control Board shall conduct an inspection within 07 (seven) working days from the date of receipt of the request. Within 15 (fifteen) days from the date of completion of the inspection, the Control Board must report and explain the matters requested for inspection to the Board of Directors and the shareholders or groups of shareholders who request it. The inspection by the Control Board specified in this Clause must not obstruct the normal operation of the Board of Directors and must not interrupt the operation of the Company's business activities;
- k) Propose the Board of Directors or the General Meeting of Shareholders to take measures to amend, supplement and improve the organizational structure of management, supervision and administration of the Company's business activities;
- l) When detecting that any member of the Board of Directors, members of the Board of Directors and other executives of the company violate the law or violate the company's charter, they must


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immediately notify in writing to the Board of Directors within 48 (forty-eight) hours, request the violator to stop the violation and at the same time take remedial measures;


- m) In case of detecting that a member of the Board of Directors or a member of the Board of Directors violates the law and the company's charter, leading to infringement of the rights and interests of the Company, shareholders or customers, the Control Board shall request the violator to explain within a certain time limit or request the convening of the General Meeting of Shareholders to resolved. For violations of law, the Supervisory Board must report in writing to the SSC within 07 (seven) working days from the date of detection of violations;
 - n) Formulate the operation regulations of the Supervisory Board and submit them to the General Meeting of Shareholders for approval.
 - o) Promulgate other internal regulations of the Control Board in accordance with the provisions of law and the Charter.
 - p) Report to the General Meeting of Shareholders in accordance with the Law on Enterprises and Article 290 of Decree No. 155/2020/ND-CP;
 - q) Exercise other rights as prescribed by the Law on Enterprises, other relevant laws, the company's charter, and resolutions of the General Meeting of Shareholders.
2. In the course of performing its tasks, the Control Board has the following rights and responsibilities:
- a) Rights of the Supervisory Board:
 - Using independent consultants, the Company's internal audit department to perform assigned tasks;
 - Attend and participate in discussions at meetings of the General Meeting of Shareholders, the Board of Directors and other meetings of the Company;
 - It is possible to consult the Board of Directors before submitting reports, conclusions and recommendations to the General Meeting of Shareholders;
 - To be provided with and access to information and documents related to the Company's operation in full:

Members of the Board of Directors, the General Director and other executives of the Company must provide complete, accurate and timely information and documents on the management, administration and operation of the Company at the request of the Supervisory Board, including:

- + The notice of invitation to the meeting, the poll of opinions of members of the Board of Directors and enclosed documents must be sent to members of the Control Board at the same time and in the same manner as for members of the Board of Directors;

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- + Resolutions and minutes of meetings of the General Meeting of Shareholders and the Board of Directors must be sent to the members of the Control Board at the same time and in the same manner as for shareholders and members of the Board of Directors;
 - + The report submitted by the General Director to the Board of Directors or other documents issued by the Company must be sent to members of the Control Board at the same time and in the same manner as for members of the Board of Directors;
 - + Members of the Supervisory Board have the right to access the Company's records and documents kept at the head office, branches and other locations; have the right to go to the places of work of managers and employees of the Company during working hours;
 - + The Board of Directors, members of the Board of Directors, General Directors and other managers must provide sufficient, accurate and timely information and documents on the management, administration and business activities of the Company at the request of members of the Control Board or the Control Board.
 - Other powers as prescribed by law and the Company's Charter and internal regulations.
- b) Responsibilities of members of the Control Board:
- Comply with the law, the company's charter, resolutions of the General Meeting of Shareholders and professional ethics in the implementation of assigned rights and tasks;
 - Perform the assigned rights and duties in an honest, objective, prudent and best manner to ensure the maximum legitimate interests of the Company and shareholders;
 - Loyal to the interests of the Company and shareholders; not to use information, know-how, business opportunities and assets of the Company, their status and position for self-interest or to serve the interests of other organizations and individuals;
 - To be responsible to shareholders for their supervisory activities;
 - Other obligations as prescribed by law, the Company's Charter and internal regulations.
3. In case a member of the Control Board violates the obligations specified at Point b, Clause 2 of this Article, resulting in damage to the Company or other persons, the member of the Control Board shall be personally or jointly responsible for such damage. All income and other benefits earned by members of the Supervisory Board as a result of this violation must be returned to the Company.
 4. In case of detecting violations by members of the Control Board while exercising their assigned rights and tasks, the Board of Directors shall notify in writing to the Control Board and request the members of the Control Board who commit acts of violation to stop their violations and take remedial measures.


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Article 56. How the Supervisory Board works and meetings

1. The Control Board must organize and operate in accordance with the regulations approved by the General Meeting of Shareholders and other internal documents of the Control Board issued in accordance with the provisions of law and the Charter.
2. The Supervisory Board must meet at least 02 times in a year and may be convened an extraordinary meeting to promptly settle the irregular affairs of the Supervisory Board in accordance with the provisions of law, the Charter and internal regulations of the Company.
3. A meeting of the Supervisory Board shall be conducted when 2/3 (two-thirds) of the total number of members attend.
4. The minutes of the Supervisory Board meeting are made in detail and clearly. The secretary (the person who takes the minutes) and the members of the Control Board attending the meeting must sign the minutes of the meeting. The minutes of meetings of the Control Board must be kept in order to determine the responsibilities of each member of the Control Board.
5. The Supervisory Board 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 matters of interest to the members of the Supervisory Board.

Article 57. Salaries, remuneration, bonuses and other benefits of members of the Supervisory Board

1. Members of the Supervisory Board are entitled to salaries, remuneration, bonuses and other benefits in accordance with the provisions of law, the Charter and the Company's internal regulations. The total salary, remuneration and annual operating budget of members of the Supervisory Board shall be decided by the General Meeting of Shareholders, in accordance with the provisions of the Law on Enterprises, other relevant laws and internal regulations of the Company.
2. Members of the Supervisory Board shall be paid for meals, accommodation, travel, the use of independent consultancy services and reasonable expenses when they participate in meetings of the Supervisory Board or perform other activities of the Supervisory Board. This total remuneration and expenses must not exceed the total annual operating budget of the Control Board approved by the General Meeting of Shareholders, unless otherwise decided by the General Meeting of Shareholders;
3. Salaries and operating expenses of the Supervisory Board shall be included in the company's business expenses in accordance with the law on corporate income tax and relevant laws and must be made into separate items in the company's annual financial statements.


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CHAPTER 10

RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, MEMBERS OF THE CONTROL BOARD, GENERAL DIRECTOR AND OTHER EXECUTIVES

Article 58. Responsibility for honesty and avoidance of conflicts of interest

1. Members of the Board of Directors, members of the Control Board, General Director and other managers must publicize relevant interests in accordance with the Law on Enterprises and relevant legal documents.
2. Members of the Board of Directors, members of the Supervisory Board, General Directors, other managers and related persons of these members may only use the information obtained through their positions to serve the interests of the Company.
3. Members of the Board of Directors, members of the Control Board, General Director and other managers are obliged to notify in writing to the Board of Directors and the Control Board of transactions between the Company, its subsidiaries and other companies in which the public company controls more than 50% or more of the charter capital with such entities or related persons of such subjects according to the provisions of law. For the above-mentioned transactions approved by the General Meeting of Shareholders or the Board of Directors, the Company must disclose information about these resolutions in accordance with the provisions of the securities law on information disclosure.
4. Members of the Board of Directors are not allowed to vote on transactions that benefit such member or related persons of such members in accordance with the provisions of the Law on Enterprises and the Company's Charter.
5. Members of the Board of Directors, members of the Supervisory Board, General Director, other managers and related persons of these entities are not allowed to use or disclose to others internal information to carry out related transactions.
6. Transactions between the Company and one or more members of the Board of Directors, members of the Control Board, General Director, other executives and individuals and organizations related to these subjects shall not be invalid in the following cases:
 - a) For transactions with a value of less than or equal to 35% of the total value of assets recorded in the latest financial statements, important contents of the contract or transaction as well as the relationships and interests of members of the Board of Directors and members of the Control Board, The General Director and other executives have been 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 related interests;

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- b) For transactions with a value of more than 35% or transactions resulting in a transaction value incurred within 12 months from the date of the first transaction with a value of 35% or more, the total value of assets recorded in the latest financial statements, the important contents of this transaction as well as the relationship and interests of members The Board of Directors, members of the Supervisory Board, General Director, and other executives have been announced to shareholders and approved by the General Meeting of Shareholders by votes of shareholders who have no related interests.

Article 59. Liability for Damage and Compensation


1. Members of the Board of Directors, members of the Control Board, General Directors and other executives who violate their obligations and responsibilities honestly and prudently, fail to fulfill their obligations shall be responsible for the damages caused by their violations.
2. The Company shall indemnify persons who have been, are or may become a stakeholder in complaints, lawsuits, and prosecutions (including civil, administrative and non-lawsuits filed by the Company) if such persons have been or are members of the Board of Directors, a member of the Supervisory Board, the General Director, other executives, employees or representatives authorized by the Company who have been or are performing duties as authorized by the Company, acting honestly and prudently in the interests of the Company on the basis of compliance with the law and without evidence confirming that such person has breached his or her responsibilities.
3. Compensation costs include judgment costs, fines, and payables incurred in practice (including lawyer fees) when settling these cases within the framework of the law. The company may purchase insurance for these people to avoid the above liabilities.

CHAPTER 11

RIGHT TO LOOK UP COMPANY BOOKS AND RECORDS


Article 60. Right to look up books and records

1. Ordinary shareholders have the right to look up books and records, specifically as follows:
 - a) Ordinary shareholders have the right to consider, look up and extract information about names and contact addresses in the list of shareholders with voting rights; request correction of inaccurate information; considering, looking, extracting or copying the company's charter, the minutes of the General Meeting of Shareholders and the resolution of the General Meeting of Shareholders;
 - b) Shareholders or groups of shareholders owning 05% or more of the total ordinary shares have the right to consider, look up and extract minutes and resolutions and decisions of the Board of Directors, mid-year and annual financial statements, reports of the Control Board, contracts, etc

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transactions must go through the Board of Directors and other documents, except for documents related to trade secrets and business secrets of the Company.

2. In case the authorized representative of the shareholder and the group of shareholders requests to look up the books and records, the power of attorney of the shareholder and the group of shareholders that such person represents or a notarized copy of this power of attorney must be enclosed.
3. Members of the Board of Directors, members of the Supervisory Board, General Directors and other executives have the right to search the Company's register of shareholders, the list of shareholders, books and other records of the Company for purposes related to their positions provided that such information is kept confidential.
4. The company must keep the following documents at the head office or other location decided by the Board of Directors:
 - a) Charter of the Company; Amending and supplementing the Charter; Internal Governance Regulations of the Company; Register of shareholders (except for cases where the register of shareholders is kept at another shareholder management unit appointed by the Board of Directors or the Vietnam Securities Depository or Clearing Corporation of Vietnam Securities as prescribed by law);
 - b) Industrial property rights protection titles (if any); Certificate of Business Registration; other licenses and certificates;
 - c) Documents and papers certifying the ownership of the company's assets;
 - d) Voting slips, vote counting minutes, minutes of meetings of the General Meeting of Shareholders and the Board of Directors; decisions of the Company;
 - e) Prospectus for offering or listing securities;
 - f) Reports of the Control Board, conclusions of inspection agencies, conclusions of independent audit organizations;
 - g) Accounting books, accounting vouchers, annual financial statements.
 - h) For documents issued by the Board of Directors, including resolutions, decisions, notices, minutes and reports,... can be stored electronically
 - i) Other documents as prescribed by law.
5. The Company's legal representative is responsible for organizing the retention and confidentiality of the Company's records and documents in accordance with the Charter and law. The duration of retention of the above-mentioned documents shall comply with the provisions of law.
6. The company's charter must be published on the Company's website.

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CHAPTER 12

EMPLOYEES AND TRADE UNIONS

Article 61. Workers and trade unions


The General Director shall propose to the Board of Directors according to its competence on matters relating to recruitment, labor, wages, benefits, rewards and discipline of employees, as well as the Company's relationship with trade union organizations in accordance with the norms, best management practices and policies, the practices and policies set forth in this Charter, the Company's statutes and applicable laws.

CHAPTER 13

PROFIT DISTRIBUTION

Article 62. Profit distribution

1. The General Meeting of Shareholders decides on the dividend payment level and the form of annual dividend payment from the Company's retained profits.
2. The Company does not pay interest on dividend payments or payments related to a type of stock.
3. The Board of Directors may propose the General Meeting of Shareholders to approve the payment of all or part of the dividend in shares.
4. In case dividends or other amounts related to a stock are paid in cash, the Company must pay in Vietnamese dong. Payments can be made directly or through banks on the basis of bank account details provided by shareholders. In case the Company has transferred the money according to the bank details provided by the shareholder but the shareholder does not receive the money, the Company is not responsible for the amount of money the Company has transferred to this shareholder. The payment of dividends for stocks listed/registered for trading at the Stock Exchange may be conducted through the securities company or the Vietnam Securities Depository and Clearing Corporation.
5. Pursuant to the Law on Enterprises and the Law on Securities, the Board of Directors approves resolutions and decisions to determine a specific date to finalize the list of shareholders. Pursuant to that date, those who register as shareholders or owners of other securities are entitled to receive cash or stock dividends, receive notices or other documents.
6. Other issues related to profit distribution and handling of losses in business shall comply with the provisions of law and decisions of the General Meeting of Shareholders.

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CHAPTER 14

RELATIONSHIP BETWEEN PARENT COMPANY AND COMPANY

Article 63. Principles in the relationship between the Parent Company and the Company

1. Principles of unity, independence and autonomy:

- a) The parent company shall manage the Company in accordance with the provisions of law, ensuring the interests and obligations of the parties involved equally before the law and taking responsibility before the law;
- b) The parent company shall uniformly manage the Company on the basis of formulating management principles and standards in accordance with the provisions of law and operational practices;
- c) The parent company and the company have their own charters of organization and operation, which are approved in accordance with the order and procedures of relevant laws on the form of organization and operation of each company.

2. Governing principles:


The parent company manages the company through the controlling right over the company according to the parent company's share/contributed capital ownership ratio in the company; in accordance with the charter of the parent company, the charter of the company, the statute of the parent company and relevant legal provisions.

3. Principles of management through representatives:

- a) The parent company manages the company through its representatives: the representatives directly manage the company on behalf of the parent company, ensuring the shareholders' rights of the parent company in accordance with the company's charter, the internal regulations of the parent company and the provisions of relevant laws;
- b) The capital representative and other representatives are responsible for implementing the strategy, plans and operational orientations of the parent company to the company.

4. Principles of coordination and effectiveness of the Group:

- a) The company and its subsidiaries operating in relevant fields in the same locality shall coordinate and support with the parent company and each other in accordance with the business orientations and strategies and market development approved by the parent company;
- b) Unfair internal competition and dispersion of resources between the parent company and subsidiaries of the parent company are not allowed; affecting the interests of the parent company and the Group;
- c) The Parent Company, the Company and its subsidiaries prioritize the distribution and use of each other's products and services, prioritize the dedication of resources/infrastructure to develop cross-

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selling products and/or jointly build associated products to provide to customers, in accordance with the law;

- d) The parent company, the company and its subsidiaries shall apply the price and fee mechanism to ensure the harmony of interests between the parties, in accordance with the provisions of law and internal regulations of each party;
- e) According to the assigned functions and tasks, the Divisions/Agencies/Departments/Departments at the parent company advise and advise the Representative in the performance of functions, tasks and powers, in accordance with internal regulations and legal regulations. In the process of performing their duties, the parent company's management agencies may work directly with the company's professional agencies. The methods of coordination, operation and exchange of information between the parties are carried out in accordance with internal regulations and legal regulations.


Article 64. Parent Company's rights and obligations with the Company

In addition to the principles specified in Article 63 of this Charter, the parent company (through the representative of the contributed capital) has the following rights and obligations:

1. Exercising the rights of shareholders, through their representatives or exercising their rights at the General Meeting of Shareholders.
2. Request the Company to provide reports as required to carry out the governance and supervision of the parent company with the Company.
3. To enjoy other rights and obligations as prescribed in this Charter and other relevant laws.
4. The parent company is obliged to:
 - a) Fully and punctually contributing capital;
 - b) Comply with the law in the purchase, sale, borrowing, lending, lease, lease and other transactions between the Parent Company and the Company;
 - c) Support for capital, technology, coordination of product cross-selling, customer introduction, etc. according to the agreement between the parent company and the company and in accordance with the provisions of law;
 - d) Perform other obligations as prescribed by law, the Charter and regulations of the parent company and the Company.

Article 65. Inspection, monitoring and reporting regime

1. Monitoring Test:
 - a) At the request of the parent company for inspection and audit, the representative is responsible for ensuring the right to inspect and control the parent company;
 - b) The parent company shall appoint inspection delegations or participate in delegations to inspect the

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management and use of the parent company's contributed capital at the company, inspect all aspects of business activities, comply with the Charter and other internal regulations of the parent company;

- c) Inspection activities or participation in inspections of the Parent Company with the Company are requested/requested periodically or irregularly when necessary.

2. Reporting

- a) The Company's reporting activities to the parent company shall be carried out through the representative managing the parent company's capital contribution at the company in accordance with the internal regulations of each party;
- b) Depending on the content and urgency of the work, reporting activities can be through the following forms: text, fax, email, direct telephone.

CHAPTER 15

BANK ACCOUNT, FISCAL YEAR AND ACCOUNTING REGIME

Article 66. Bank Account


1. The company opens accounts at Vietnamese banks or at foreign banks licensed to operate in Vietnam.
2. Subject to the prior approval of the competent authority, in case of necessity, the Company may open an offshore bank account in accordance with the provisions of the law.
3. The Company will conduct all payments and accounting transactions through Vietnamese currency or foreign currency accounts at the banks in which the Company opens accounts.

Article 67. Fiscal Year

1. The Company's financial year starts on January 01 and ends on December 31 of the calendar year.
2. The Company's first financial year began on the date of incorporation and ended on December 31 of that year. In case the first fiscal year of the Company is less than 04 (four) months, the financial statements of that year shall be audited together with the reports of the next fiscal year.

Article 68. Accounting regime

1. The company uses the Vietnam Accounting System (VAS) or other accounting systems approved by the Ministry of Finance, complying with the accounting regimes for securities companies issued by the Ministry of Finance and the attached guiding documents. The company must be subject to the inspection of the State agency on the implementation of the accounting and statistical regime.
2. The Company shall make accounting books in Vietnamese or may be in foreign languages in accordance with the current provisions of Vietnamese law and archive accounting records and books according to the type of business activities of the Company. Accounting records and books must be

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accurate, up-to-date, systematic and complete to be able to prove and explain the Company's transactions.

3. The company uses Vietnamese dong (or freely convertible foreign currency in case it is approved by a competent state agency) as the currency used in accounting. In case the company has economic operations arising mainly in a foreign currency, it may choose that foreign currency as the currency unit in accounting, take responsibility for such choice before law and notify it to the direct tax administration agency.

CHAPTER 16

FINANCIAL STATEMENTS, ANNUAL REPORTS AND RESPONSIBILITY FOR INFORMATION DISCLOSURE

Article 69. Annual, semi-annual and quarterly financial statements

1. The company must prepare annual financial statements and annual financial statements must be audited in accordance with the provisions of law. The company announces the audited annual financial statements in accordance with the law on information disclosure on the securities market and submits them to the competent state agency.
2. Annual financial statements must include all reports, appendices and explanations in accordance with the law on corporate accounting. The annual financial statements must reflect honestly and objectively the Company's operations.
3. The company must prepare and publish reviewed semi-annual financial statements and quarterly financial statements in accordance with the law on information disclosure on the securities market and submit them to competent state agencies.

Article 70. Annual Report


The company must prepare and publish an annual report in accordance with the provisions of the law on securities and securities market.

CHAPTER 17

CORPORATE AUDIT

Article 71. Audit

1. The General Meeting of Shareholders shall approve the auditing organization approved to audit financial statements and financial prudential ratio reports. In the same fiscal year, the Company is not allowed to change the approved audit organization, except in the case where the parent company

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changes the approved audit organization or the approved audit organization is suspended or revoked as an auditor.


2. Independent audit organizations and employees of independent audit firms performing audits for the Company must be approved by the SSC. The Annual General Meeting of Shareholders shall appoint an independent auditing firm or adopt a list of independent auditing firms and authorize the Board of Directors to decide on the selection of one of these entities to conduct the Company's audit activities for the next fiscal year based on the terms and conditions agreed with the Board of Directors administration. In the same fiscal year, a securities company is not allowed to change the approved audit organization, except for the case where the parent company changes the approved audit organization or the approved audit organization is suspended or canceled its status as an auditor.
3. After the end of the fiscal year, the Company must prepare and submit the annual financial statements to the independent auditing firm. The independent audit firm shall inspect, certify and report on the annual financial statements reflecting the Company's revenues and expenditures, make an audit report and submit such report to the Board of Directors within 90 (ninety) days from the end of the fiscal year.
4. A copy of the audit report is attached to the Company's annual financial statements.
5. Independent auditors who perform the audit of the Company will be allowed to attend all meetings of the General Meeting of Shareholders and are entitled to receive notices and other information related to the General Meeting of Shareholders that shareholders are entitled to receive and express opinions at the General Meeting on matters related to the audit.

CHAPTER 18

COMPANY MARK

Article 72. The Company's Mark

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 the law on electronic transactions.
2. The Board of Directors shall decide on the type, quantity, form and content of seals, the use, management and retention of seals of the Company, its branches and representative offices (if any).
3. The Board of Directors, the Supervisory Board, the Board of Directors and other authorized persons of the Company shall use and manage the seal in accordance with the Company's regulations and current laws.

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CHAPTER 19


DISSOLUTION AND LIQUIDATION OF THE COMPANY

Article 73. Dissolution

1. The company may be dissolved in the following cases:
 - a) Termination of the operation term stated in the company's charter without a decision on extension;
 - b) According to the resolutions and decisions of the General Meeting of Shareholders;
 - c) The Enterprise Registration Certificate is revoked, unless otherwise provided for by the Law on Tax Administration;
 - d) Other cases as prescribed by law.
2. The dissolution of the Company ahead of time (including the extended time limit) shall be decided by the General Meeting of Shareholders and implemented by the Board of Directors. This dissolution decision must be notified or approved by the competent authority (if required) as prescribed.

Article 74. Liquidation

1. At least 06 months before the end of the Company's operation term or after the decision to dissolve the Company is issued, the Board of Directors must establish a Liquidation Board consisting of 03 members, of which 02 members are appointed by the General Meeting of Shareholders and 01 member is appointed by the Board of Directors from 01 independent auditing firm. The liquidation board prepares its operating regulations. Members of the Liquidation Board may be selected from among the Company's employees or independent experts. All liquidation-related expenses are preferentially paid by the Company before the Company's other liabilities.
2. The liquidation board shall report to the business registration authority on the date of establishment and commencement of operation. Since that time, the Liquidation Board represents the Company in all matters related to the liquidation of the Company before the Courts and administrative authorities.
3. The proceeds from the liquidation shall be paid in the following order:
 - a) Liquidation expenses;
 - b) Salary arrears, severance allowances, social insurance and other benefits of employees under the signed collective labor agreement and labor contract;
 - c) Tax debts;
 - d) Other liabilities of the Company;
 - e) The remainder after all debts from (a) to (d) above have been paid shall be divided among the shareholders. Preferred shares are prioritized for prepayment.

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CHAPTER 20

INTERNAL DISPUTE RESOLUTION

Article 75. Internal Dispute Resolution

1. In case of disputes and complaints related to the Company's operations, the rights and obligations of shareholders as prescribed in the Law on Enterprises, the company's charter, other legal provisions or an agreement between:
 - a) Shareholders with the Company;
 - b) Shareholders with the Board of Directors, the Control Board, the General Director or other managers and executives;

The parties involved try to resolve that dispute through negotiation and mediation. Except for disputes related to the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall assume the prime responsibility for settling the dispute and request each party to present information related to the dispute. In case the dispute involves the Board of Directors or the Chairman of the Board of Directors, any party may request the appointment of an independent expert to mediate the dispute resolution process.


2. In case the mediation decision is not reached within 06 weeks from the start of the mediation process or if the decision of the mediator is not accepted by the parties, a party may take the dispute to Arbitration or the Court.
3. The parties bear their own costs related to the negotiation and mediation procedures. The payment of the Court's costs shall be made in accordance with the Court's judgment.

CHAPTER 21

SUPPLEMENTS AND AMENDMENTS TO THE CHARTER

Article 76. Supplements and amendments to the Charter

1. The amendment and supplementation of this Charter must be considered and decided by the General Meeting of Shareholders.
2. In case there are provisions of law related to the operation of the Company which are not mentioned in this Charter or there are new provisions of other laws or contrary to the provisions of this Charter, the provisions of such laws shall automatically apply and regulate the operation of the Company.

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CHAPTER 22

VALIDITY OF THE CHARTER

Article 77. Effective Date

1. This Charter consists of 22 Chapters 77 Articles, which were unanimously approved by the General Meeting of Shareholders in Resolution No. /NQ-MBS-HDQD dated /..... /2026 and replaces the Charter issued on .
2. This Charter is made into 02 originals of equal value and kept at the Company's head office.
3. This Charter is unique and official of the Company.
4. This Charter takes effect from

**MB SECURITIES JOINT STOCK
COMPANY
LEGAL REPRESENTATIVE**

Phan Phuong Anh

No.16/TTr-MBS-HĐQT

Hanoi, 03 March 2026

PROPOSAL

(Regarding: Approval of amendments and additions to the Regulation on the organization and operation of Board of Directors of MB Securities Joint Stock Company)

Respectfully submitted to: THE GENERAL MEETING OF SHAREHOLDERS OF MB SECURITIES JOINT STOCK COMPANY

- Based on the Enterprise Law No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020;
- Law No. 03/2022/QH15 amending and supplementing a number of articles of the Law on Public Investment, the Law on Investment under the Public-Private Partnership Method, the Law on Investment, the Law on Housing, the Law on Bidding, the Law on Electricity, the Law on Enterprises, the Law on Special Consumption Tax and the Law on Civil Judgment Enforcement was passed by the National Assembly of the Socialist Republic of Vietnam on January 11, 2022; Law No. 76/2025/QH15 amending and supplementing a number of articles of the Law on Enterprises was passed by the National Assembly of the Socialist Republic of Vietnam on June 17, 2025;
- Based on the Securities Law No. 54/2019/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and the guiding documents for the implementation of the Securities Law;
- Based on the Law amending and supplementing a number of articles of the Law on Securities, the Law on Accounting, the Law on Independent Auditing, the Law on State Budget, the Law on Management and Use of Public Assets, the Law on Tax Management, the Law on National Reserves, and the Law on Handling Violations of the Law on Government Decree passed by the National Assembly of the Socialist Republic of Vietnam on November 29, 2024;
- Based on Government Decree 155/2020/ND-CP issued on December 31, 2020, which details the implementation of several articles of the Securities Law;
- Decree 245/2025/ND-CP amends Decree 155/2020/ND-CP guiding the Securities Law, issued by the Government on September 11, 2025;
- Based on Circular 116/2020/TT-BTC issued by the Ministry of Finance on December 31, 2020, guiding some provisions on corporate governance applicable to public companies under Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government detailing the implementation of some provisions of the Securities Law;
- Based on Circular 121/2020/TT-BTC issued by the Ministry of Finance on December 31, 2020, regulating the operations of securities companies;
- Based on other relevant legal documents;
- The actual situation,

Based on compliance with, conformity with, and responsiveness to current legal regulations and meeting the practical requirements of the Company, the MBS Board of Directors respectfully submits to the 2026 Annual General Meeting of Shareholders for consideration and approval the following amendments and additions to the Regulations on the Organization and Operation of the MBS Board of Directors:

1. The General Shareholders' Meeting approved the newly amended and supplemented Regulations on the Organization and Operation of the MBS Board of Directors, incorporating provisions to align with the Company's current governance and management situation and to comply with applicable laws and regulations.

Some key amendments and additions are presented in the Appendix attached to this submission.

Details of the amendments and additions to specific Articles/Clause/Sections of the Regulations on the Organization and Operation of the Board of Directors to comply with legal regulations and the Charter are presented in the draft Regulations on the Organization and Operation of the Board of Directors, which have been posted in the meeting documents at the following link: <https://mbs.com.vn>

2. The General Meeting of Shareholders authorizes and assigns the Board of Directors to decide and implement matters and procedures related to amending and supplementing the Regulations on the Organization and Operation of the Board of Directors as stated in Section 1 above, in accordance with the provisions of law and guidance of competent State agencies (if any).
3. The new regulations on the organization and operation of the Board of Directors shall take effect from the time the Chairman of the Board of Directors signs and promulgates them.

We respectfully submit this to the General Meeting of Shareholders for consideration and approval!

Recipient:

- General Shareholders' Meeting;
- Save the Vice Chairman of the Board of Directors.

On behalf of the Board of Directors



Note: In the event of any discrepancies between the two language versions of this Document, the Vietnamese version shall prevail.

MAIN AMENDMENTS AND SUPPLEMENTS TO THE REGULATIONS ON THE ORGANIZATION AND OPERATION OF THE BOARD OF DIRECTORS (REGULATIONS)

(Attached to the Proposal No. 16/TTtr- MBS-HĐQT dated 03 March 2026 from the Board of Directors)

TT	CLAUSE	REGULATIONS	NEW REGULATIONS	BASE AMENDMENTS AND ADDITIONS
1.	Article 2	<p>Article 2. Principles of operation of the Board of Directors</p> <p>2. The Board of Directors assigns responsibility to the General Director to organize and implement the resolutions and decisions of the Board of Directors.</p>	<p>Article 2. Principles of operation of the Board of Directors</p> <p>2. The Board of Directors assigns responsibility to the General Director and/or other Company Executives (if any) to organize and implement the resolutions and decisions of the Board of Directors.</p>	In line with corporate governance practices.
2.	Clause 5, Article 5	<p>Article 5. Term of office and number of members of the Board of Directors</p> <p>5. The structure of the Company's Board of Directors must ensure that at least 1/3 (one-third) of the total number of Board members are non-executive members.</p> <p>The total number of independent members of the Board of Directors must meet the following requirements:</p> <p>a) There must be at least one independent member in the case of a company with 3 to 5 members on its Board of Directors;</p> <p>b) There must be at least two independent members in the case of a company with a Board of Directors consisting of 6 to 8 members;</p>	<p>Article 5. Term of office and number of members of the Board of Directors</p> <p>Amend Clause 5; add Clause 6 to Article 5 as follows:</p> <p>5. The number of non-executive members of the company's Board of Directors must comply with the following regulations:</p> <p>a) There must be at least one non-executive member in the case of a company with a Board of Directors consisting of 3 to 5 members;</p> <p>b) There must be at least two non-executive members in the case of a company with a Board of Directors consisting of 6 to 8 members;</p> <p>c) There must be at least 3 non-executive members in the case of a company with 9 to 11 members on its Board of Directors.</p>	Based on Clause 2, Article 276 of Decree 155/2020/ND-CP, as amended and supplemented by Decree 245/2025/ND-CP

TT	CLAUSE	REGULATIONS	NEW REGULATIONS	BASE AMENDMENTS AND ADDITIONS
		c) There must be at least 3 independent members in the case of a company with 9 to 11 members on its Board of Directors.	6. The total number of independent members of the Board of Directors must meet the following requirements: d) There must be at least one independent member in the case of a company with 3 to 5 members on its Board of Directors; e) There must be at least two independent members in the case of a company with a Board of Directors consisting of 6 to 8 members; f) There must be at least 3 independent members if the company has a Board of Directors with 9 to 11 members.	
3.	Paragraphs 3 and 6 of Article 7	Article 7. Chairman of the Board of Directors 3. The Chairman of the Board of Directors has the following rights and obligations: c) Organizing the adoption of resolutions and decisions by the Board of Directors; d) Monitoring the implementation process of resolutions and decisions of the Board of Directors; 6. The Board of Directors shall designate one (or more) persons to serve as the Company's Governance Officer to assist in the company's governance in accordance with Article 43 of the Charter. The Company's Governance Officer may	Article 7. Chairman of the Board of Directors Amend points c, d, h; add points r, v, w, x, y to Clause 3 of Article 7 as follows: c) Organizing the adoption of resolutions and decisions of the Board of Directors; signing resolutions, decisions, and other documents within the authority of the Board of Directors on behalf of the Board of Directors; d) To organize and supervise, or supervise the implementation process of, resolutions and decisions of the Board of Directors;	In line with corporate governance practices .

TT	CLAUSE	REGULATIONS	NEW REGULATIONS	BASE AMENDMENTS AND ADDITIONS
		also concurrently serve as the Company Secretary as stipulated in Clause 6, Article 36 of the Charter	<p>r) Supervising the General Director/Board of Directors in the daily operation of the business; in the implementation of resolutions and decisions of the Board of Directors.</p> <p>v) To make specific decisions regarding the number, duties, salaries, and other benefits of full-time support staff within the Board of Directors' support apparatus, except in cases falling under the authority of the Board of Directors as stipulated in the Company Charter, this Regulation, and the law.</p> <p>w) Decisions on the appointment, dismissal, and removal of the following positions: heads/directors of divisions/deputy directors of divisions; heads/directors of branches; management positions of the Board of Directors' Office and other positions as stipulated in MB's internal regulations and in accordance with the law.</p> <p>x) Deciding on investments, purchases, and sales of fixed assets and other assets, equipment, and services of MBS (according to the delegation of authority of the Board of Directors at each period), except for investments, purchases, and sales of fixed assets and other assets and services under the authority of the General Meeting of Shareholders, the Board of Directors, and the General Director. Directing</p>	

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TT	CLAUSE	REGULATIONS	NEW REGULATIONS	BASE AMENDMENTS AND ADDITIONS
			<p>investment activities, capital contributions, purchases, and sales of shares and capital contributions of the Company and other related matters based on investment plans, capital contributions, and share purchases approved by the Board of Directors, in accordance with legal regulations and the Company's Charter;</p> <p>y) Directing investment activities, capital contributions, purchase and sale of shares and capital contributions of the Company, and other related matters based on investment, capital contribution, purchase and sale plans approved by the Board of Directors , in accordance with legal regulations and the Company's Charter.</p> <p>Move Clause 6 of Article 7 to Clause 7 of Article 11.</p>	
4.	Paragraphs 2 and 4 of Article 11	<p>Article 11. Rights and obligations of the Board of Directors</p> <p>2. The rights and obligations of the Board of Directors are stipulated by law, the company's charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and obligations:</p> <p>i) Through purchase, sale, loan, lending contracts and other contracts and transactions with a value equal to or greater than 35% of the total asset value recorded in the Company's most recent financial statement, excluding contracts and</p>	<p>Article 11. Rights and obligations of the Board of Directors</p> <p>Amend and supplement Clause 2 of Article 11: g) Deciding on the plan for issuing and offering corporate bonds (excluding the offering of convertible bonds and bonds with warrants); i) Through purchase, sale, loan, lending and other contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial statement, excluding contracts and transactions that must be approved by the General Meeting of Shareholders as</p>	In line with corporate governance practices and legal regulations.

TT	CLAUSE	REGULATIONS	NEW REGULATIONS	BASE AMENDMENTS AND ADDITIONS
		<p>transactions that must be approved by the General Meeting of Shareholders as stipulated in the Enterprise Law and the Company's Charter.</p> <p>4. The Board of Directors may delegate to the Chairman of the Board of Directors the exercise of some of the powers and functions of the Board of Directors during periods when the Board of Directors is not holding a meeting. The scope of this delegation must be clearly and specifically defined. However, for crucial matters concerning the vital interests of the Company, the Chairman of the Board of Directors may not be delegated to make decisions on these matters.</p>	<p>stipulated in the Enterprise Law and the Company's Charter.</p> <p>Amend Clause 4 of Article 11: 4. The Board of Directors may authorize the Chairman of the Board to exercise a portion of the Board's powers and functions during periods when the Board is not in meeting. The scope of this authorization must be clearly and specifically defined.</p> <p>Add Clause 7 to Article 11: 7. The Board of Directors shall designate or appoint one (or more) persons to act as the Company's Governance Officer to support the company's governance in accordance with Article 43 of the Charter. The Company's Governance Officer may also concurrently serve as the Company Secretary as stipulated in Clause 6, Article 34 of the Charter .</p>	
5.	Clause 2, Article 18	<p>Article 18. Remuneration, bonuses and other benefits of members of the Board of Directors</p> <p>Board members (excluding authorized representatives) are entitled to remuneration, bonuses, and other benefits for their work as members of the Board. Remuneration is calculated based on the number of working days required to complete the Board member's duties and the daily rate. The Board of Directors determines the remuneration for each member by mutual agreement. The total remuneration for Board</p>	<p>Article 18. Remuneration, bonuses and other benefits of members of the Board of Directors</p> <p>Amend and supplement Clause 2 of Article 18 : Board members are entitled to remuneration, bonuses, and other benefits for their work as board members. The Board of Directors determines the remuneration for each member by mutual agreement. The total remuneration for Board members will be decided by the General Meeting of Shareholders at its annual</p>	In line with corporate governance practices.

TT	CLAUSE	REGULATIONS	NEW REGULATIONS	BASE AMENDMENTS AND ADDITIONS
		members will be decided by the General Meeting of Shareholders. Board members holding executive positions (including Chairman or Vice-Chairman), or Board members working in specialized agencies of the Board, or performing other tasks outside the normal scope of a Board member's duties, may receive additional compensation in the form of a lump-sum payment, salary, bonuses, commissions, profit sharing, or other forms as decided by the Board of Directors.	meeting. Board members holding executive positions (including Chairman or Vice Chairman), or full-time Board members (with employment status similar to company employees), or Board members working in specialized agencies /committees of the Board of Directors, or performing other tasks deemed by the Board of Directors to be outside the normal scope of a Board member's duties, may receive additional compensation in the form of a lump-sum payment, salary, bonus, or other forms as decided by the Board of Directors.	

JOINT STOCK COMPANY

MB Securities

SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

**REGULATION ON ORGANIZATION AND OPERATION
BY THE BOARD OF DIRECTORS**

Hanoi, [date] 2026

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Chapter I

GENERAL REGULATIONS

Article 1. Scope of Regulation and Applicable Subjects

1. Scope of application: The regulations on the organization and operation of the Board of Directors stipulate the organizational structure, operating principles, powers, and obligations of the Board of Directors and its members, ensuring compliance with the provisions of the Securities Law, the Enterprise Law, the company's charter, and other relevant legal regulations.
2. Scope of application: This regulation applies to the Board of Directors and its members.

Article 2. Principles of operation of the Board of Directors

1. The Board of Directors operates on the principle of collective decision-making. Members of the Board of Directors are individually responsible for their assigned tasks and are jointly accountable to the General Meeting of Shareholders and to the law for the resolutions and decisions of the Board of Directors concerning the Company's development.
2. The Board of Directors assigns responsibility to the General Director and/or other Company Executives (if any) to organize and implement the resolutions and decisions of the Board of Directors.

Chapter II

MEMBER OF THE BOARD OF DIRECTORS

Article 3. Rights and obligations of members of the Board of Directors

1. Members of the Board of Directors have all the rights stipulated in the Securities Law, the Enterprise Law, relevant laws, and the Company's Charter, including the right to request members of the General Director's Board and Company managers to provide information and documents on the financial situation and business operations of the Company and its subsidiaries.
2. Members of the Board of Directors have the following responsibilities:
 - a) Perform assigned duties and exercise assigned powers in accordance with the provisions of the Enterprise Law, the Securities Law, relevant laws, the company's charter, and resolutions of the General Meeting of Shareholders;
 - b) To perform assigned duties and responsibilities honestly and diligently in order to ensure the maximum legitimate interests of the Company and its shareholders;

- c) To be loyal to the interests of the Company and its shareholders; not to use the Company's information, know-how, or business opportunities, or to abuse one's position, title, or assets for personal gain or to serve the interests of other organizations or individuals;
 - d) Attend all Board of Directors meetings and provide clear opinions on the issues discussed at the meetings;
 - e) The Board of Directors and their related parties shall promptly, fully, and accurately inform the Company of any businesses owned or in which they hold controlling shares or capital contributions. This information shall be posted at the Company's head office and branches;
 - f) Report to the Board of Directors at the most recent meeting on transactions between the Company, its subsidiaries, and companies in which the Company holds a controlling stake of 50% or more of the charter capital, and members of the Board of Directors and their related parties; transactions between the Company and companies in which members of the Board of Directors are founding members or managers of the Company during the three years preceding the transaction; and promptly and fully report to the Board of Directors on all remuneration received from subsidiaries, affiliated companies, and other organizations.
 - g) The Company shall report to the State Securities Commission and the Stock Exchange and disclose information when conducting share transactions in accordance with the law;
 - h) Fulfill other obligations as required by law and the company's charter.
3. Independent members of the Company's Board of Directors must prepare a report evaluating the performance of the Board of Directors.

Board of Directors members to access information

- 1. Members of the Board of Directors have the right to request the General Director, Deputy General Director, and other managers in the Company to provide information and documents on the financial situation and business operations of the Company and its units.
- 2. Managers are required to provide timely, complete, and accurate information and documents as requested by members of the Board of Directors. The procedures for requesting and providing information shall be carried out in accordance with legal regulations and the Company's internal regulations at each period.

Article 5. Term of office and number of members of the Board of Directors

- 1. The Board of Directors shall have at least 03 (three) members and a maximum of 11 (eleven) members. The company's charter shall specify the exact number of members of the Board of Directors.
- 2. The term of office for a member of the Board of Directors shall not exceed 05 (five) years and they may be re-elected for an unlimited number of terms. Each individual may only be elected as an independent member of the Company's Board of Directors for no more than 02 consecutive terms.
- 3. If all members of the Board of Directors complete their terms at the same time, those members shall continue to be members of the Board of Directors until new members are elected to replace them and take over the work, unless otherwise stipulated in the company's Articles of Association.

4. The term of office for a member elected to fill in for or replace a member who has lost their membership, been dismissed, or removed from office is the remaining term of the Board of Directors.
5. The number of non-executive members on the board of directors of a public company must comply with the following regulations:
 - a) There must be at least one non-executive member in the case of a company with a Board of Directors consisting of 3 to 5 members;
 - b) There must be at least two non-executive members in the case of a company with a Board of Directors consisting of 6 to 8 members;
 - c) There must be at least 3 non-executive members in the case where the company has 9 to 11 members on its Board of Directors.
6. The total number of independent members of the Board of Directors must meet the following requirements:
 - a) There must be at least one independent member in the case of a company with 3 to 5 members on its Board of Directors;
 - b) There must be at least two independent members in the case of a company with a Board of Directors consisting of 6 to 8 members;
 - c) There must be at least 3 independent members in the case of a company with 9 to 11 members on its Board of Directors.

Article 6. Standards and conditions for membership of the Board of Directors

1. Members of the Board of Directors must meet the following standards and conditions:
 - a) Having full legal capacity and not being subject to the restrictions on establishing and managing businesses as stipulated in the Enterprise Law;
 - b) Possess professional qualifications and experience in business administration or experience in the fields of securities, finance, or banking;
 - c) One is not allowed to simultaneously hold the position of Director (General Director), member of the Board of Directors, or member of the Board of Members of another securities company; nor is one allowed to simultaneously hold the position of member of the Board of Directors of more than 05 (five) other companies;
 - d) Possesses good moral character and political qualities;
 - e) Having sufficient health to perform the duties;
 - f) Not simultaneously a member of the Company's Supervisory Board;
 - g) Other standards and conditions as prescribed by law.
2. The standards and conditions set forth in this Article shall also apply to any additional or replacement members of the Board of Directors who are elected.
3. The election of Board members must be publicly disclosed in accordance with the regulations of the law on securities and the securities market.
4. Members of the Board of Directors may not necessarily be shareholders of the Company.

5. Independent members of the Board of Directors, as stipulated in point b, clause 1, Article 137 of the Enterprise Law, must meet the following standards and conditions:
 - a) Not currently employed by the Company, its parent company, or its subsidiary; not previously employed by the Company, its parent company, or its subsidiary for at least three consecutive years prior to this application;
 - b) Not a person receiving a salary or remuneration from the company, except for allowances that members of the Board of Directors are entitled to according to regulations;
 - c) Not a person whose spouse, biological father, adoptive father, biological mother, adoptive mother, biological child, adopted child, biological brother, biological sister, or biological sibling is a major shareholder of the Company; or who is a manager of the Company or its subsidiary;
 - d) Not a person who directly or indirectly owns at least 1% of the total voting shares of the Company;
 - e) Not a person who has previously served as a member of the Board of Directors or the Supervisory Board of the Company for at least 05 consecutive years prior to the appointment, except in the case of being appointed for two consecutive terms;
 - f) Other standards and conditions as prescribed by law and the Company's Articles of Association.
6. An independent member of the Board of Directors must notify the Board of Directors that they no longer meet the standards and conditions stipulated in Clause 2 of this Article and will automatically cease to be an independent member of the Board of Directors from the date they no longer meet the standards and conditions. The Board of Directors must notify the Board of Directors of the case where an independent member of the Board of Directors no longer meets the standards and conditions at the next General Meeting of Shareholders or convene a General Meeting of Shareholders to elect a replacement or additional independent member of the Board of Directors within 6 months from the date of receiving the notification from the relevant independent member of the Board of Directors.

Article 7. Chairman of the Board of Directors

1. The Chairman of the Board of Directors is elected, dismissed, or removed from office by the Board of Directors from among its members.
2. The Chairman of the Board of Directors of the Company does not also hold the position of General Director.
3. The Chairman of the Board of Directors has the following rights and responsibilities:
 - a) Develop the program and activity plan for the Board of Directors;
 - b) Prepare the agenda, content, and documents for the meeting; convene, chair, and preside over the Board of Directors meeting;
 - c) Organize the adoption of resolutions and decisions by the Board of Directors; sign resolutions, decisions, and other documents within the Board of Directors' authority on behalf of the Board of Directors;
 - d) To organize and supervise, or supervise the implementation process of, resolutions and decisions of the Board of Directors;

- e) Chairman of the Shareholders' General Meeting;
- f) To lead and ensure the effective functioning of the Board of Directors;
- g) Develop, implement, and review procedures governing the operations of the Board of Directors;
- h) Ensure the exchange of information between the members of the Board of Directors and the Chairman of the Board of Directors is complete, timely, accurate, and clear;
- i) Ensure effective communication and interaction between the Board of Directors and shareholders;
- j) The organization conducts periodic evaluations of the performance of the Board of Directors, departments under the Board of Directors, and each member of the Board of Directors;
- k) To facilitate the effective functioning of independent board members and to establish constructive relationships between executive and non-executive members of the board;
- l) Implement the resolutions of the General Meeting of Shareholders and the resolutions of the Board of Directors;
- m) The organization shall obtain the Board of Directors' opinion in writing in cases where a Board meeting is not held;
- n) On behalf of the Board of Directors, approve and sign documents within the responsibility of the Board of Directors; supervise or organize the supervision of the implementation of those documents;
- o) To make decisions and implement matters authorized by the Board of Directors;
- p) Plan and assign tasks to members of the Board of Directors to conduct inspections and supervise the Company's operations;
- q) Inspect and monitor all activities of the Company and suspend or annul decisions of the Company's Board of Directors if they are contrary to the law, the Articles of Association, resolutions of the General Meeting of Shareholders, or resolutions of the Board of Directors;
- r) Supervise the General Director/Board of Directors in the daily operation of the business; and in the implementation of resolutions and decisions of the Board of Directors.
- s) Sign a document authorizing one of the members of the Board of Directors to perform their duties during their absence;
- t) Responsible for ensuring that the Board of Directors submits the annual financial statements, the Company's operational report, the audit report, and the Board of Directors' inspection report to shareholders at the General Meeting of Shareholders;
- u) Perform other duties and responsibilities as required by the General Meeting of Shareholders and the Board of Directors, depending on actual needs and circumstances;
- v) The Board of Directors has the authority to decide on the specific number, duties, salaries, and other benefits of full-time support staff within its administrative apparatus, except in cases falling under the Board's jurisdiction as stipulated in the Company Charter, this Regulation, and the law.
- w) The decision to appoint, dismiss, and remove from office the following positions: heads/managers of divisions/deputy directors of divisions; heads/managers of branches; management positions in

the Board of Directors' Office and other positions as stipulated in MB's internal regulations and in accordance with the law.

- x) Decisions regarding investment, purchase, and sale of fixed assets and other assets, equipment, and services of MBS (according to the delegation of authority by the Board of Directors at each period), excluding investments, purchase, and sale of fixed assets and other assets and services under the authority of the General Meeting of Shareholders, the Board of Directors, and the General Director, based on advice.
 - y) Directing investment activities, capital contributions, purchase and sale of shares and capital contributions of the Company, and other related matters based on investment plans, capital contributions, purchase and sale of shares approved by the Board of Directors, in accordance with legal regulations and the Company's Charter;
 - z) Other rights and duties in accordance with the law, the Company's Articles of Association, and relevant internal regulations.
4. In the event that the Chairman of the Board of Directors submits a resignation or is dismissed or removed from office, the Board of Directors must elect a replacement within 10 days from the date of receiving the resignation or dismissal/removal notice.
5. In the absence of the Chairman of the Board of Directors or inability to perform his/her duties, he/she must authorize another member in writing to exercise the rights and obligations of the Chairman of the Board of Directors. If there is no authorized person, or if the Chairman of the Board of Directors dies, goes missing, is detained, is serving a prison sentence, is undergoing administrative sanctions at a compulsory rehabilitation center or compulsory education facility, has absconded from his/her residence, is incapacitated or lacks civil capacity, has difficulties in understanding or controlling his/her actions, or is prohibited by the Court from holding office, practicing a profession, or engaging in a specific job, then the remaining members shall elect one of them to hold the position of Chairman of the Board of Directors by a majority vote until a new decision is made by the Board of Directors.

Article 8. Dismissal, removal, replacement, and appointment of members of the Board of Directors

1. The General Meeting of Shareholders may dismiss, remove, replace, and appoint members of the Board of Directors in the cases stipulated in Clauses 1 and 3 of Article 39 of the Charter.
2. The Board of Directors must convene a General Meeting of Shareholders to elect additional members to the Board of Directors in the following cases:
 - a) If the number of Board of Directors members is reduced by more than one-third (1/3) of the number stipulated in the Company's Charter, the Board of Directors must convene a General Meeting of Shareholders within no more than 60 (sixty) days from the date the number of members is reduced by more than one-third (1/3).
 - b) The number of independent members of the Board of Directors has decreased, failing to meet the ratio stipulated in Clause 2, Article 33 of the Company's Charter ;

Article 9. Procedures for electing, dismissing, and removing members of the Board of Directors

1. Before and during the General Shareholders' Meeting, shareholders holding voting shares have the right to combine their individual voting rights to nominate candidates for the Board of Directors and cast their votes for their nominees.
2. Common shareholders who form a group to nominate candidates for the Board of Directors must notify the attending shareholders of the group meeting before the opening of the General Meeting of Shareholders;
3. The number of candidates that each group is entitled to nominate depends on the number of candidates decided by the General Meeting and the shareholding ratio of each group, specifically: Shareholders holding common stock have the right to pool their voting rights to nominate candidates for the Board of Directors as follows:
 - a) Shareholders or groups of shareholders holding between 5% and less than 10% of the total voting shares are entitled to nominate one candidate to the Board of Directors;
 - b) Shareholders or groups of shareholders holding between 10% and less than 30% of the total voting shares are entitled to nominate a maximum of two candidates to the Board of Directors;
 - c) Shareholders or groups of shareholders holding between 30% and less than 40% of the total voting shares are entitled to nominate a maximum of 3 candidates to the Board of Directors;
 - d) Shareholders or groups of shareholders holding between 40% and less than 50% of the total voting shares are entitled to nominate a maximum of four candidates to the Board of Directors;
 - e) Shareholders or groups of shareholders holding between 50% and less than 60% of the total voting shares are entitled to nominate a maximum of 5 candidates to the Board of Directors;
 - f) Shareholders or groups of shareholders holding between 60% and less than 70% of the total voting shares are entitled to nominate a maximum of 6 candidates to the Board of Directors;
 - g) Shareholders or groups of shareholders holding between 70% and less than 80% of the total voting shares are entitled to nominate a maximum of 7 candidates to the Board of Directors;
 - h) Shareholders or groups of shareholders holding between 80% and less than 90% of the total voting shares are entitled to nominate a maximum of 8 candidates to the Board of Directors;
 - i) Shareholders or groups of shareholders holding 90% or more of the total voting shares are entitled to nominate up to the maximum number of candidates for the Board of Directors.
4. In cases where a shareholder or group of shareholders, as defined in Clause 3 of this Article, has the right to nominate or elect candidates to the Board of Directors but has not yet nominated or elected the required number of candidates as decided by the General Meeting of Shareholders, the incumbent Board of Directors shall introduce additional candidates or nominate candidates in accordance with the company's charter, internal regulations on corporate governance, and the operating regulations of the Board of Directors. The introduction of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with the law.

5. Unless otherwise stipulated in the company's charter, the election of Board of Directors members must be conducted using cumulative voting, whereby each shareholder has a total number of votes corresponding to the total number of shares owned multiplied by the number of Board members to be elected. Shareholders have the right to allocate all or part of their total votes to one or more candidates. The elected Board members are determined by the number of votes received, from highest to lowest, starting with the candidate with the highest number of votes until the number of members stipulated in the company's charter is reached. If two or more candidates receive the same number of votes for the last Board member, a re-election will be held among those candidates or a selection will be made according to the election regulations or the company's charter.
6. The election, dismissal, and removal of members of the Board of Directors are decided by the General Meeting of Shareholders according to the principle of voting.

Article 10. Notification of election, dismissal, and removal of members of the Board of Directors

1. Once candidates have been identified, relevant information about the nominees for the Board of Directors shall be included in the General Meeting of Shareholders' documents and must be published at least 10 (ten) days before the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. Board of Directors candidates must provide a written commitment regarding the truthfulness, accuracy, and reasonableness of the personal information disclosed and must commit to performing their duties honestly, diligently, and in the best interests of the Company if elected as a member of the Board of Directors. The information related to Board of Directors candidates to be disclosed shall include at least the following contents:
 - a) Full name, date of birth (day, month, year);
 - b) Educational level;
 - c) Professional qualifications;
 - d) Work experience;
 - e) Other managerial positions (including board positions in other companies);
 - f) Information about the companies where the candidate holds positions as a member of the board of directors, other management titles, and related corporate benefits;
 - g) The benefits relating to the Company and its related parties (if any);
 - h) The full name of the shareholder or group of shareholders nominating the candidate (if any);
 - i) Other information (if any).
2. Candidates for the Board of Directors must meet the standards and conditions stipulated in Article 6 of these Regulations.
3. The announcement of the results of the election, dismissal, and removal of members of the Board of Directors shall be carried out in accordance with legal regulations and the Company's internal regulations on information disclosure.

Chapter III
BOARD OF DIRECTORS

Article 11. Rights and obligations of the Board of Directors

1. The Board of Directors is the governing body of the Company, having full authority to act on behalf of the Company to decide and exercise the rights and obligations of the Company, except for those rights and obligations that fall under the authority of the General Meeting of Shareholders.
2. The rights and obligations of the Board of Directors are stipulated by law, the company's charter, and the General Meeting of Shareholders. Specifically, the Board of Directors has the following rights and obligations:
 - a) The company's strategic decisions, medium-term development plans, and annual business plans;
 - b) Propose the types of shares and the total number of shares authorized for sale for each type;
 - c) Decisions to sell unsold shares within the permitted number of shares for each class; decisions to raise additional capital through other means;
 - d) Deciding on the selling price of the Company's shares and bonds;
 - e) The decision to repurchase shares is governed by Clauses 1 and 2 of Article 133 of the Enterprise Law;
 - f) Decisions on investment plans and investment projects are made within the authority and limits prescribed by law and are delegated to company managers to carry out investment activities in accordance with their authority and to mitigate risks for the company .
 - g) Decision on the plan for issuing and offering corporate bonds (excluding the offering of convertible bonds and bonds with warrants);
 - h) Deciding on solutions for market development, marketing, and technology;
 - i) Through purchase, sale, loan, lending and other contracts and transactions with a value of 35% or more of the total asset value recorded in the Company's most recent financial statement, excluding contracts and transactions that must be approved by the General Meeting of Shareholders as stipulated in the Enterprise Law and the Company's Charter;
 - j) Electing, dismissing, and removing the Chairman of the Board of Directors; appointing, dismissing, signing contracts with, and terminating contracts with the General Director and the following company managers: Deputy General Director, Chief Financial Officer, Chief Accountant, and members of the executive board; determining the salaries, remuneration, bonuses, and other benefits of the aforementioned managers;
 - k) Supervise and direct the General Director and Company Managers in the daily operation of the business;
 - l) Decisions regarding organizational structure; decisions on establishing subsidiaries, branches, transaction offices, representative offices, and capital contributions, share purchases/equity acquisitions in other enterprises within the limits prescribed by law and the company's charter;

- m) The General Meeting of Shareholders has the authority to issue the Board of Directors' operating regulations and internal regulations on corporate governance after approval by the General Meeting of Shareholders; to issue the Company's information disclosure regulations and other internal regulations related to the organization, operation, and governance of the Company in accordance with the law and guidelines of the Securities Commission and the Stock Exchange, except for matters falling under the authority of the General Meeting of Shareholders, the Supervisory Board, and the General Director;
 - n) Reviewing the agenda and content of documents for the General Meeting of Shareholders, convening the General Meeting of Shareholders, or soliciting opinions for the General Meeting of Shareholders to pass resolutions;
 - o) Present the annual financial report to the General Meeting of Shareholders;
 - p) Proposing the dividend payout amount, deciding on the timing and procedures for dividend payment, or handling losses incurred during business operations;
 - q) Propose the reorganization, dissolution, or bankruptcy of the Company;
 - r) Determine operational objectives based on the strategic objectives approved by the General Meeting of Shareholders;
 - s) Appointing authorized representatives to manage the Company's capital contributions in other businesses, and deciding on the remuneration and other benefits of these authorized representatives;
 - t) Responsible before the law and before the General Meeting of Shareholders for the performance of assigned duties and powers;
 - u) Treat all shareholders equally and respect the interests of stakeholders in the Company;
 - v) Ensure that the Company's operations comply with all applicable laws, regulations, and internal rules of the Company;
 - w) The Board of Directors shall report on its activities at the General Meeting of Shareholders as stipulated in the Company's Charter and relevant legal regulations;
 - x) Other rights and obligations as stipulated by applicable law, the Company's Articles of Association, and related internal documents.
3. The Board of Directors adopts resolutions and makes decisions by voting at meetings, soliciting opinions in writing, or through other means as stipulated in the company's charter. Each member of the Board of Directors has one vote.
 4. The Board of Directors may authorize the Chairman of the Board to exercise a portion of the Board's powers and functions during periods when the Board is not in meeting. The scope of this authorization must be clearly and specifically defined.
 5. The Board of Directors performs its functions, rights, and obligations in accordance with the provisions of the law, the company's charter, and resolutions of the General Meeting of Shareholders. In the event that a resolution or decision passed by the Board of Directors contradicts the provisions of the law, resolutions of the General Meeting of Shareholders, or the company's charter, and causes damage to the Company, the members who approved the resolution

shall be jointly and severally liable for the resolution or decision and shall compensate the Company for the damage; members who opposed the resolution shall be exempt from liability. In this case, the Company's shareholders have the right to request the Court to suspend or annul the aforementioned resolution or decision.

6. The Board of Directors must report the results of the Board of Directors' activities to the General Meeting of Shareholders in accordance with the law.
7. The Board of Directors shall designate one (or more) persons to serve as the Company's Governance Officer to assist in the company's governance in accordance with Article 43 of the Charter. The Company's Governance Officer may also concurrently serve as the Company Secretary as stipulated in Clause 6, Article 34 of the Charter .

Article 12. Duties and powers of the Board of Directors in approving and signing transaction contracts.

1. The Board of Directors approves contracts and transactions with a value less than 35% or transactions resulting in a total transaction value within 12 months from the date of the first transaction being less than 35% of the total asset value recorded in the most recent financial statement, or a smaller percentage or value as stipulated in the Company's Articles of Association, between the Company and one of the following parties:
 - a) Members of the Board of Directors, members of the Supervisory Board, the General Director, other managers, and related parties of these entities;
 - b) Shareholders, authorized representatives of shareholders owning more than 10% of the total common stock of the Company, and their related parties;
 - c) Businesses are related to the entities specified in Clause 2, Article 164 of the Enterprise Law .
2. The company's representative signing the contract or transaction must notify the members of the Board of Directors and the members of the Supervisory Board about the parties involved in that contract or transaction and send a draft contract or the main contents of the transaction. The Board of Directors shall decide on the approval of the contract or transaction within 15 days from the date of receiving the notification, unless the company's charter stipulates a different period; members of the Board of Directors with an interest related to the parties in the contract or transaction do not have the right to vote.

Article 13. Responsibilities of the Board of Directors in convening extraordinary general meetings of shareholders.

1. The Board of Directors must convene an extraordinary general meeting of shareholders in the following cases:
 - a) The Board of Directors deems it necessary for the benefit of the Company;
 - b) The number of remaining members of the Board of Directors, independent members of the Board of Directors, and members of the Supervisory Board is less than the minimum number of members required by law;
 - c) Upon the request of a shareholder or group of shareholders as stipulated in Clause 2, Article 115 of the Enterprise Law , the request to convene a General Meeting of Shareholders must be in

writing, clearly stating the reasons and purpose of the meeting, and bearing the signatures of all relevant shareholders; or the request must be made in multiple copies and include the signatures of all relevant shareholders.

- d) As requested by the Supervisory Board;
 - e) Other cases as prescribed by law and the Company's Articles of Association.
2. Convening an extraordinary general meeting of shareholders.
- a) Unless otherwise stipulated in the company's charter, the Board of Directors must convene a General Meeting of Shareholders within 30 days from the date the number of remaining members of the Board of Directors, independent members of the Board of Directors, or members of the Supervisory Board is less than the minimum number of members stipulated in the company's charter, or upon receiving a request as stipulated in points c and d of Clause 1 of this Article;
 - b) If the Board of Directors fails to convene a General Meeting of Shareholders as prescribed in point a of this clause, then within the next 30 days, the Supervisory Board shall replace the Board of Directors in convening a General Meeting of Shareholders as prescribed in Clause 3, Article 140 of the Enterprise Law ;
 - c) If the Supervisory Board fails to convene a General Meeting of Shareholders as stipulated in point b of this clause, the shareholder or group of shareholders specified in point c of clause 3 of this Article has the right to represent the Company in convening a General Meeting of Shareholders in accordance with the Law on Enterprises. In this case, the shareholder or group of shareholders convening the General Meeting of Shareholders may request the Business Registration Authority to supervise the procedures for convening, conducting the meeting, and making decisions of the General Meeting of Shareholders. All costs for convening and conducting the General Meeting of Shareholders will be reimbursed by the Company. This does not include expenses incurred by shareholders when attending the General Meeting of Shareholders, including accommodation and travel expenses.
3. The person convening the General Meeting of Shareholders must perform the following tasks:
- a) Prepare a list of shareholders eligible to attend and vote at the General Meeting of Shareholders. The list of shareholders entitled to attend the General Meeting of Shareholders must be prepared no more than 10 (ten) days before the date of sending the notice of invitation to the General Meeting of Shareholders. The company must publish information about the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 (twenty) days before the final registration date. Other regulations related to the list of shareholders entitled to attend the General Meeting of Shareholders shall comply with the provisions of Article 24 of the Charter;
 - b) Providing information and resolving complaints related to the shareholder list;
 - c) Prepare the agenda and content for the meeting;
 - d) Prepare documents for the meeting;

- e) Draft resolution of the General Meeting of Shareholders according to the planned agenda of the meeting; list and detailed information of candidates in case of election of members of the Board of Directors, members of the Supervisory Board;
- f) Determine the time and location for holding the congress;
- g) Notify and send notices of the General Meeting of Shareholders to all shareholders entitled to attend the meeting;
- h) Other tasks related to the meeting.

Article 14. Specialized bodies under the Board of Directors

1. Establishment of specialized bodies: The Board of Directors may establish subcommittees/committees/councils to be responsible for development policy, human resources, compensation, internal audit, risk management, investment, and other specialized bodies.
2. Structure of specialized bodies: The number of members of specialized bodies is decided by the Board of Directors.
3. Standards for membership and head of specialized agencies: Members of a specialized agency may include one or more members of the Board of Directors and one or more external members who are not members of the Board of Directors, as determined by a resolution of the Board of Directors. One of these members is appointed as the head of the specialized agency by a decision of the Board of Directors. The activities of the specialized agency must comply with the regulations of the Board of Directors. Resolutions of the specialized agency are only valid when a majority of members attend and vote to approve them at a meeting of the specialized agency.
4. Responsibilities of specialized agencies: In carrying out their duties, specialized agencies must comply with the regulations set forth by the Board of Directors.
5. The implementation of decisions by specialized bodies under the Board of Directors is considered legally valid even if the procedures for electing or appointing members of these specialized bodies may contain errors.
6. In cases where specialized human resources and compensation departments are not established, the Board of Directors may assign independent members of the Board to assist the Board in human resources and compensation activities.
7. The Board of Directors shall specify in detail the establishment of specialized agencies, the responsibilities of each specialized agency, the responsibilities of its members, the adjustment or permission to admit individuals who are not members of the Board of Directors into specialized agencies, and the right to vote as members of those agencies. Decisions of specialized agencies are only effective when a majority of members attend and vote at the meeting of the specialized agency. The Board of Directors assigns and delegates to specialized agencies the performance of certain tasks, rights, and obligations in managing and operating the company in accordance with the authority and limits of the Board of Directors as stipulated by law and the Articles of Association, except for matters within the authority of the General Meeting of Shareholders and/or matters requiring the direct action of the Board of Directors as stipulated by law and the company's Articles of Association.

Chapter IV

BOARD OF DIRECTORS MEETING

Board Meetings

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors' term within 07 (seven) working days from the date of the conclusion of the election of the Board of Directors for that term. This meeting shall be convened and chaired by the member with the highest number of votes or the highest percentage of votes. In the event that more than one member has the highest number of votes or the same percentage of votes, the members shall elect by majority to choose 01 (one) person among them to convene the meeting of the Board of Directors.
2. The Board of Directors may hold regular or extraordinary meetings. Regular meetings of the Board of Directors are convened by the Chairman of the Board of Directors when deemed necessary, but must be held at least once every quarter.
3. The Chairman of the Board of Directors must convene a meeting of the Board of Directors, without delay unless there is a justifiable reason, in the following cases:
 - a) Upon receiving a recommendation from the Supervisory Board or an independent member of the Board of Directors;
 - b) Received a proposal from the General Director or at least 05 (five) other managers;
 - c) Received a proposal from at least 02 (two) members of the Board of Directors;
 - d) If requested by an independent auditor, the Chairman of the Board of Directors must convene a meeting of the Board of Directors to discuss the audit report and the Company's situation;
 - e) Other cases as stipulated by applicable law and the Company's Articles of Association.
4. Meeting requests must be in writing, clearly stating the purpose, issues to be discussed, and decisions within the authority of the Board of Directors.
5. The Chairman of the Board of Directors must convene regular and extraordinary meetings of the Board of Directors. The Chairman must convene a meeting of the Board of Directors within 07 (seven) working days from the date of receiving the request as stipulated in Clause 3 of this Article. If the Chairman of the Board of Directors fails to convene a meeting as requested, he/she shall be liable for any damages incurred by the Company, and the person making the request has the right to replace the Chairman of the Board of Directors in convening the Board of Directors meeting.
6. The Chairman of the Board of Directors or the person convening the Board of Directors meeting must send a notice of meeting at least 03 (three) working days before the meeting date. The notice of meeting must specify the time and place of the meeting, the agenda, the issues to be discussed and decided, along with the documents to be used at the meeting and the voting ballots of the members.

Meeting notices may be sent by invitation, telephone, fax, electronic means, or other methods as prescribed by the Company's internal regulations, but must ensure that they reach the contact address of each Board member registered with the Company.

7. The Chairman of the Board of Directors or the convener sends the notice of meeting and accompanying documents to the Supervisory Board members as with other Board members. Supervisory Board members have the right to attend Board of Directors meetings and participate in discussions, but are not entitled to vote.
8. Meeting location: Board of Directors meetings will be held at the Company's registered address or other addresses in Vietnam as decided by the Chairman of the Board of Directors and with the agreement of the Board of Directors.
9. A Board of Directors meeting shall be held when at least 3/4 (three-quarters) of the total number of Board members are present, or through a representative (authorized person) if approved by a majority of the Board members. If the first meeting is convened but does not have the required number of members present, a second meeting shall be convened within 7 (seven) days from the date of the first scheduled meeting. In this case, the meeting shall be held if more than 1/2 (one-half) of the Board members are present.
10. Guests: In addition to members of the Board of Directors, the following are invited guests to the Board Meeting and must be authorized to attend by members of the Board of Directors, including:
 - a) General Director;
 - b) Member of the Supervisory Board;
 - c) Other managers and employees of the Company are invited to attend by the Chairman of the Board of Directors or at least 02 (two) members of the Board of Directors;
 - d) An interpreter for a foreign member of the Board of Directors (if any).

The aforementioned guests have the right to attend the Board Meeting and discuss matters, but are not entitled to vote.

11. A member of the Board of Directors is deemed to have attended and voted at the meeting in the following circumstances:
 - a) Attend and vote in person at the meeting;
 - b) Authorize another person to attend the meeting and vote as stipulated in Clause 15 of this Article;
 - c) Participate and vote via online conference, electronic voting, or other electronic means;
 - d) Submit ballots to the meeting via mail, fax, or email. If ballots are submitted by mail, they must be enclosed in a sealed envelope and delivered to the Chairman of the Board of Directors no later than one hour before the meeting begins. Ballots may only be opened in the presence of all attendees.
 - e) Submit your ballot by other means as prescribed by the Company's internal regulations.

12. Voting:

- a) Except as provided in point b of this clause, each member of the Board of Directors or their authorized representative present in their personal capacity at the Board of Directors meeting shall have 01 (one) vote;
 - b) Board members are not permitted to vote on contracts, transactions, or proposals in which they or persons related to them have an interest that conflicts with, or may conflict with, the interests of the Company. Board members will not be counted toward the minimum number of representatives required to convene a Board meeting regarding decisions in which they do not have the right to vote;
 - c) When issues arise during a Board of Directors meeting concerning the interests of a Board member or the voting rights of a member, and these issues cannot be resolved by the voluntary waiver of voting rights by the relevant Board member, the issues shall be referred to the meeting chair for decision. The chair's decision on such matters shall be final unless the nature or scope of the interests of the relevant Board member has not been fully disclosed. If the chair is an interested party, the remaining Board members shall vote to elect another member from among the Board members to chair the meeting.
13. A Board member who directly or indirectly benefits from a contract or transaction already concluded or slated for conclusion with the Company, and who is aware of their own interest, must disclose the nature and content of that interest at the first Board meeting considering the conclusion of the contract or transaction. If a Board member is unaware of their own or related parties' interest at the time the contract or transaction is concluded with the Company, that Board member must disclose the relevant interest at the first Board meeting held after they become aware of their interest or potential interest in the relevant transaction or contract.
14. A resolution of the Board of Directors is adopted if it is approved by a majority (over 50%) of the members present at the meeting. In case of a tie, the final decision rests with the side whose opinion is supported by the Chairman of the Board of Directors.
15. Members must attend all meetings of the Board of Directors. Members may authorize another person to attend meetings on their behalf if approved by a majority of the Board members.
16. Board meetings may be held in a teleconference format (online conference) among board members when all or some members are located in different places, provided that each participating member is able to:
- a) Listen to each of the other Board members who are participating in the meeting speak;
 - b) Address all other attendees simultaneously.

Communication between members may take place directly by telephone or by other means of communication, or a combination of all these means. A Board member participating in such a meeting is considered to be “present” at that meeting. The meeting location, as stipulated in this regulation, is the location where the largest group of Board members is assembled, or, if no such group exists, the location where the meeting chair is present.

Decisions made in a meeting by telephone or other means of communication that are formally organized and conducted take effect immediately upon the conclusion of the meeting, but must be

confirmed by the signatures in the minutes of all Board members present at the meeting.

17. Specifically for obtaining the opinions of Board members via email or written document: responses via email or written document (if written, it must be signed by the Board members) must be sent to the Board Secretariat no later than 3 (three) working days from the date of receipt of the document or by the deadline for response stated in the written/email request. If a member does not respond after the deadline, they will be considered as having no opinion. Issues for which opinions are sought via written/email will also be approved based on the majority vote of the Board members entitled to vote. The written/email responses of the Board members must be compiled into a Vote Counting Minutes, clearly stating the content for which members' opinions are needed, and the responses including "approve/disapprove/no opinion". The vote count record must be signed by the Chairman of the Board of Directors and the Company Secretary. Resolutions adopted by written ballot are based on the unanimous agreement of the majority of the Board of Directors members with voting rights. This resolution has the same effect and value as a resolution adopted at the meeting.

Article 16. Minutes of the Board of Directors Meeting

1. Board of Directors meetings must be recorded in minutes and may be audio-recorded, recorded, and stored in other electronic forms. Minutes must be in Vietnamese and may also be in a foreign language, including the following main contents:
 - a) Name, registered office address, business registration number;
 - b) Time and location of the meeting;
 - c) Purpose, agenda, and content of the meeting;
 - d) The full names of each member attending the meeting or their authorized representatives, and the manner of attendance; the full names of members absent from the meeting, and the reasons for absence;
 - e) The issue was discussed and voted on at the meeting;
 - f) Summarize the statements made by each meeting participant in chronological order of the meeting's proceedings;
 - g) The voting results clearly indicate which members approved, disapproved, and abstained.
 - h) The issue was approved, and the voting percentage was in favor.
 - i) The full name and signature of the presiding officer and the person recording the minutes, except as provided in Clause 2 of this Article.
2. In the event that the chairperson or the person recording the minutes refuses to sign the meeting minutes, but all other members of the Board of Directors who attended the meeting agree to approve the minutes, the minutes may still be signed. If signed and containing all the information as stipulated in points a, b, c, d, e, g, and h of Clause 1 of this Article, this meeting minutes shall be valid. The meeting minutes shall clearly state that the chairperson and the person recording the minutes refused to sign the meeting minutes. The person signing the meeting minutes shall be jointly liable for the accuracy and truthfulness of the content of the Board of Directors' meeting minutes. The chairperson and the person recording the minutes shall be personally liable for any

damages incurred by the Company due to their refusal to sign the meeting minutes in accordance with the Enterprise Law, the Company Charter, and relevant laws.

3. The chairperson, the minutes-taker, and the signatories of the minutes are responsible for the truthfulness and accuracy of the content of the Board of Directors' meeting minutes. The Chairman of the Board of Directors is responsible for forwarding the Board of Directors' meeting minutes to the members, and these minutes shall be considered as authentic evidence of the work performed in those meetings, unless objections are raised regarding the content of the minutes within 10 (ten) days of forwarding. The content approved by a majority of the members present at the meeting in the Board of Directors' meeting minutes shall be adopted as a Resolution.
4. Minutes of Board of Directors meetings and documents used in those meetings must be kept in accordance with the law and the Company's Articles of Association.
5. Minutes drawn up in Vietnamese and in a foreign language have equal legal validity. In case of discrepancies in content between the Vietnamese and foreign-language minutes, the content in the Vietnamese minutes shall prevail.

Chapter V

REPORT AND DISCLOSURE OF BENEFITS

Article 17. Submission of Annual Reports

1. At the end of the fiscal year, the Board of Directors must submit the following report to the General Meeting of Shareholders:
 - a) Report on the company's business results;
 - b) Financial statements;
 - c) Report evaluating the company's management and operations;
 - d) Audit report of the Supervisory Board
 - e) Other reports as required by law.
2. The reports stipulated in points a, b, and c of Clause 1 of this Article must be submitted to the Supervisory Board for review no later than 30 days before the opening of the annual General Meeting of Shareholders, unless the company's charter stipulates otherwise.
3. The reports stipulated in Clauses 1 and 2 of this Article, the Supervisory Board's appraisal report, and the audit report must be kept at the Company's head office no later than 10 days before the opening of the Annual General Meeting of Shareholders, unless the Company's Charter stipulates a longer period. Shareholders who have continuously held shares of the Company for at least one year have the right to personally or together with a lawyer, accountant, or auditor holding a professional certificate directly review the reports stipulated in this Article.

Article 18. Remuneration, bonuses and other benefits of members of the Board of Directors

1. The company has the right to pay remuneration, bonuses, and other benefits to members of the Board of Directors based on business results and performance.

2. Board members are entitled to remuneration, bonuses, and other benefits for their work as board members. The Board of Directors determines the remuneration for each member by mutual agreement. The total remuneration for Board members will be decided by the General Meeting of Shareholders at its annual meeting. Board members holding executive positions (including Chairman or Vice Chairman), or full-time Board members (with employment status similar to company employees), or Board members working in specialized agencies /committees of the Board of Directors, or performing other tasks deemed by the Board of Directors to be outside the normal scope of a Board member's duties, may receive additional compensation in the form of a lump-sum payment, salary, bonus, or other forms as decided by the Board of Directors.
3. The remuneration of Board of Directors members is included in the Company's business expenses in accordance with the law on corporate income tax and is presented as a separate item in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.
4. Board members are entitled to reimbursement for all travel, accommodation, and other reasonable expenses incurred in performing their duties as board members, including expenses incurred in attending meetings of the Board of Directors, or its specialized bodies, or the General Meeting of Shareholders;
5. Board members may be insured by the Company for liability insurance after approval by the General Meeting of Shareholders. This insurance does not cover the liability of Board members related to violations of the law and the Company's Articles of Association.

Article 19. Disclosure of related interests

Unless otherwise stipulated in the company's charter, the disclosure of the company's interests and related parties shall be carried out in accordance with the following regulations:

1. Members of the Company's Board of Directors must declare to the Company their related interests, including:
 - a) The name, business registration number, head office address, business sector, and type of business of the enterprise in which they own capital contributions or shares; the percentage and time of ownership of those capital contributions or shares;
 - b) The name, business registration number, head office address, and business lines of the enterprise in which the related parties jointly or individually own more than 10% of the charter capital.
2. The declarations stipulated in Clause 1 of this Article must be made within 7 working days from the date the relevant benefit arises; any amendments or additions must be notified to the Company within 7 working days from the date of the corresponding amendments or additions.
3. Members of the Board of Directors who, in their own name or on behalf of others, perform any work in any form within the scope of the Company's business operations must explain the nature and content of such work to the Board of Directors and may only perform it with the approval of a majority of the remaining members of the Board of Directors; if they perform such work without reporting it or without the approval of the Board of Directors, all income derived from such activity shall belong to the Company.

Chapter VI

RELATIONSHIP OF THE BOARD OF DIRECTORS

Article 20. Relationship between members of the Board of Directors

1. The relationship between the members of the Board of Directors is one of collaboration; the members are responsible for informing each other on relevant issues in the process of handling their assigned tasks.
2. During the course of work, the Board member assigned primary responsibility must proactively coordinate and handle issues related to areas under the responsibility of other Board members. In cases where there are differing opinions among Board members, the member primarily responsible shall report to the Chairman of the Board for consideration and decision within his/her authority, or organize a meeting or seek the opinions of the Board members in accordance with the law, the company's charter, and these Regulations.
3. In the event of a reassignment of duties among Board members, the Board members must hand over their responsibilities, files, and related documents. This handover must be documented in writing and reported to the Chairman of the Board.

Article 21. Relationship with the Board of Directors

1. In its governance role, the Board of Directors issues resolutions for the CEO and the executive team to implement. At the same time, the Board of Directors monitors and supervises the implementation of these resolutions.
2. The Board of Directors, based on its functions, duties, and powers, determines the policies, directions, and regulations that serve as the basis for the General Director to manage business operations; it also approves business plans, operational strategies, reports, and proposals submitted by the General Director that fall within the Board of Directors' authority to review and decide. The Board of Directors establishes a system of information/reporting to monitor the company's operations and make decisions. The General Director is responsible for maintaining a timely, complete, and accurate information and reporting system to the Board of Directors, facilitating the Board's understanding of the company's operations.
3. The General Director is responsible for managing affairs in accordance with the Charter, Resolutions, authorizations/assignments/directives of the Board of Directors/Chairman of the Board of Directors, and in compliance with legal regulations.
4. In cases where the General Director disagrees with a Resolution/Decision of the Board of Directors, the General Director has the right to discuss or reserve their opinion, but must still comply with/implement the directives of the Board of Directors.
5. All submissions (along with accompanying documents) falling under the approval authority of the Chairman of the Board of Directors/Board of Directors must be forwarded to the Board of Directors' Office for prior review. The Board of Directors' Office will then be responsible for submitting them to the Chairman of the Board of Directors/Board of Directors in accordance with the delegated authority. All submissions for approval by the Chairman of the Board of Directors/Board of Directors must be signed by the General Director.

Article 22. Relationship with the Supervisory Board

1. The relationship between the Board of Directors and the Supervisory Board is one of corporate governance and control, examining compliance, reasonableness, legality, integrity, and prudence in corporate governance.
2. The Board of Directors and the Supervisory Board cooperate closely and regularly to exercise their rights and duties as stipulated in the Company's Charter and applicable laws.
3. Upon receiving inspection reports or summary reports from the Supervisory Board, the Board of Directors is responsible for reviewing them and directing relevant departments to develop plans and make timely adjustments.
4. Members of the Supervisory Board have the right to attend meetings of the Board of Directors and to participate in discussions, but they do not have the right to vote.
5. Members of the Board of Directors, the General Director, and other company executives must provide complete, accurate, and timely information and documents regarding the management, operation, and activities of the Company as requested by the Supervisory Board, as stipulated in point a, clause 2, Article 53 of the Company Charter.
6. In addition to regular reports, members of the Supervisory Board have the right to request the Board of Directors to provide information and documents on the management, operation, and business activities of the Company at any time.

Chapter VII

ENFORCEMENT CLAUSES

Article 23. Effective Date

The regulations governing the organization and operation of the Board of Directors of MB Securities Joint Stock Company, comprising 7 chapters and 23 articles, were approved by the General Meeting of Shareholders on/.../2026 and shall take effect frommonth.....year 2026.

**TM. BOARD OF
DIRECTORS CHAIRMAN**

Note: In the event of any discrepancies between the two language versions of this Document, the Vietnamese version shall prevail.

No: 17/TTr-MBS-HĐQT

Hanoi, 03 March 2026

REPORT OF THE BOARD OF DIRECTORS OF MB SECURITIES JOINT STOCK COMPANY*(Voting to approve issues at the 2026 Annual General Meeting of Shareholders)***To: GENERAL MEETING OF SHAREHOLDERS OF MB SECURITIES JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH11, the Law amending and supplementing a number of articles of the Law on Enterprises No. 03/2022/QH15; Law on Securities No. 54/2019/QH14, Law amending and supplementing a number of articles of the Law on Securities No. 56/2024/QH15; other relevant legal provisions and documents amending, supplementing and guiding the implementation;
- Pursuant to the Charter and regulations of MB Securities Joint Stock Company;
- Based on the practical needs of MB Securities Joint Stock Company,

The Board of Directors of MB Securities Joint Stock Company (MBS) respectfully submits to the General Meeting of Shareholders to consider and approve the issues at the 2026 Annual General Meeting of Shareholders as follows:

1. Approving the Report No.10/BC-MBS-HĐQT dated 03 March 2026 of the Board of Directors on the summary of the activities of the Board of Directors in 2025 and the operational orientation in 2026; Report No.01/BC-MBS-BĐH dated 03 March 2026 of the Executive Board on Business Results in 2025 and Business Plan in 2026;
2. The General Meeting of Shareholders approves the following contents/ The General Meeting of Shareholders approves the following contents:
 - a. The cash dividend paid from business results in 2025 is 10%. Authorize and assign tasks to the Board of Directors to decide on the time, form, specific level of dividend payment/advance and other relevant contents to pay/advance dividends in accordance with the orientation of the General Meeting of Shareholders and the actual operation of MBS.
 - b. Contracts and transactions for the provision of products and services that MBS is permitted to provide in accordance with the law (such as capital mobilization, securities issuance, other financial services) related to MBS's operations under the approval of competent State agencies; contracts and transactions in accordance with the guidelines and requirements of competent agencies; and contracts and transactions with a value of 35% or more or transactions resulting in a total transaction value arising within 12 months from the date of the first transaction with a value of 35% or more of the total value of assets stated in the latest financial statements between MBS and major shareholders, related parties/persons of MBS in accordance with the law; contracts, loan transactions, sale of assets with a value greater than 10% of the total value of assets stated in the latest financial statements between MBS and shareholders owning 51% or more of the total number of voting shares or related persons of such shareholders; on the basis of harmonizing the interests of shareholders and MBS .



- c. The exemption and reduction of loan principal; the disbursement of risk-treated debts off the balance sheet for debts that meet the conditions prescribed by the Ministry of Finance; the capital contribution, purchase of shares, receipt of transfer of shares and contributed capital of enterprises in cases of debt settlement to customers, in accordance with law and guidance of competent agencies.
- d. The amendment and supplementation of business lines (in line with the actual needs of implementation) in accordance with the provisions of the Law on Securities, the Decree of the Government, the Circular of the Ministry of Finance and other business lines in accordance with the provisions of law: Securities clearing and settlement; offering of financial products; the management of collateral being cash and securities on the securities trading account of the customer; activities of representing bondholders; investment activities; other agency activities; distributing and/or associating or cooperating with companies with other functions to distribute securities and financial products and cooperation and business activities related to the operation of MBS and other industries in accordance with the provisions of law and approval of competent State agencies.

The amendments/updates to the Establishment and Operation License, Enterprise Registration Certificate, Charter and relevant documents on charter capital (in accordance with the results of the actual capital increase plan), business lines, contents, scope of operation and other changes (if any) are in accordance with the law.

- e. The investment, upgrade and change of MBS's headquarters in areas (including Hanoi city, Ho Chi Minh City, Ho Chi Minh City/Southern region and/or key areas in terms of economy, convenient transportation, and enhanced brand recognition), contributing to business development in the strategic direction of MBS for the period of 2023-2028.

The General Meeting of Shareholders approves, authorizes and assigns tasks to the Board of Directors to amend, supplement and complete specific contents, decide and organize the implementation of the above tasks, in accordance with the practical needs of MBS, on the basis of harmonizing the interests of shareholders, in accordance with the provisions of law and the guidance of competent agencies. In the course of performing the above-mentioned tasks, the Board of Directors has the right to: (i) Decide on the contents within the scope of the authorized tasks and assign tasks; (ii) Perform and/or direct, assign, assign tasks and authorize units and individuals at MBS: Perform necessary tasks in accordance with the law; Complete and sign relevant documents, papers and documents; working with competent authorities and stakeholders; perform all other necessary tasks and procedures to implement assigned and authorized tasks, in accordance with law.

- 3. Approving the Report No.06/BC-MBS-BKS dated 03 March 2026 by the Supervisory Board at the 2026 Annual General Meeting of Shareholders;
- 4. Approving the Report on the Company's corporate governance situation in 2025 in Report No. 03/BC-MBS-HĐQT dated 27 January 2026 of the Board of Directors;
- 5. Approving the audited Financial Statements for 2025 and the Profit Distribution Plan for 2025 and the Plan for 2026 in Report No.11/TTr-MBS-HĐQT dated 03 March 2026;
- 6. Approving the list of independent auditing firms to audit annual financial statements, review quarterly and semi-annual financial statements and activities in accordance with law for 2026, the contents of authorization and assignment of tasks to the Board of Directors to decide on the selection of specific independent auditing companies in Report No.01/TTr-MBS-BKS dated 03 March 2026;

7. Approving the remuneration and operating budget of the Board of Directors, the Supervisory Board in 2026 to a maximum of 1.2% of after-tax profit according to the 2026 Financial Statement in Report No.12/TTr-MBS-HDQT dated 03 March 2026; The General Meeting of Shareholders approves, authorizes and assigns tasks to the Board of Directors to decide on the principles and mechanisms for payment of remuneration, salaries, bonuses, operating expenses and other benefits for members of the Board of Directors and members of the Control Board according to the assignment of tasks of the Board of Directors. The Supervisory Board (including the receipt of transfers, bonuses, participation in the stock issuance plan for MBS employees – if any), the results of work performance and business results of MBS, in accordance with the MBS Charter, regulations on salary and remuneration of MBS and relevant current regulations;
8. Approving the listing of bonds offered to the public according to the issuance plan approved by the Board of Directors in the period from the date of the 2026 Annual General Meeting of Shareholders to the date of the 2027 Annual General Meeting of Shareholders in Report No.13/TTr-MBS-HDQT dated 03 March 2026;
9. Approving the election of additional member to the Board of Directors for the 2023-2028 term as per Proposal No.14/TTr-MBS-HDQT;
10. Approving the amendments and additions to the Company's Charter as per Proposal No.15/TTr-MBS-HDQT dated 03 March 2026;
11. Approving the amendments and additions to the Company's Regulations on Organization and Operation of the Board of Directors as per Proposal No.16/TTr-MBS-HDQT dated 03 March 2026;

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval!

Respectfully announced!

Recipient:

- Shareholders;
- HDQT, BKS, TGD;
- Board of Directors' Office for record-keeping.

ON BEHALF OF BOARD OF DIRECTORS

CHAIRMAN

LE VIET HAI

Note: In the event of any discrepancies between the two language versions of this Document, the Vietnamese version shall prevail