

No.: 01/2025/TTr - BVSC

Ha Noi, May 31, 2025

**· SUBMISSION**

***Re: Approval of the Regulations on holding the 2025 Annual General Meeting of Shareholders of Bao Viet Securities Joint Stock Company***

**To: General Meeting of Shareholders of Baoviet Securities Joint Stock Company**

*Pursuant to Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;*

*Pursuant to the 14th amendment of Bao Viet Securities Joint Stock Company's Charter;*

*Pursuant to Bao Viet Securities Joint Stock Company's Internal Regulations on corporate governance,*

To hold the Annual General Meeting of Shareholders (“AGM”), the Board of Directors of Bao Viet Securities Joint Stock Company would like to submit to the AGM to approve the Regulation on holding the 2025 Annual General Meeting of Shareholders of Bao Viet Securities Joint Stock Company.

*The Draft Regulations are attached to this Submission.*

Sincerely submit to the General Meeting of Shareholders for consideration and approval.

***With sincere appreciation!***

***Recipient:***

- As above;
- Archive: Secretariat.

**ON BEHALF OF THE BOARD OF  
DIRECTORS**

**CHAIRMAN**



**Nguyen Hong Tuan**

**DRAFT**

**REGULATIONS**  
**ON HOLDING THE 2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**OF BAO VIET SECURITIES JOINT STOCK COMPANY**

*(Attached to Submission No.: 01/2025/TTr-HDQT dated May 31, 2025, by the Board of Directors of Bao Viet Securities Joint Stock Company)*

**CHAPTER I**

**GENERAL PROVISIONS**

**Article 1. Scope and subjects of application**

1. This Regulation on the Organization of the General Meeting of Shareholders (“**GMS**”) applies to the organization of the 2025 Annual General Meeting of Shareholders (“**AGM**”) of Bao Viet Securities Joint Stock Company (“**BVSC**”).
2. This Regulation specifies the rights and obligations of the parties participating in the General Meeting, as well as the conditions and procedures for conducting the General Meeting.
3. Shareholders and participating parties are responsible for complying with the provisions of this Regulation.

**Article 2. Condition to attend the General Meeting**

All shareholders owning BVSC’s shares in the final list of shareholders participating in the 2025 AGM on May 21, 2025, prepared by the Vietnam Securities Depository (“**VSD**”), or those authorized to attend are eligible to join the AGM.

**CHAPTER II**

**RIGHTS AND OBLIGATIONS OF PARTICIPANTS**

**Article 3. Rights and obligations of shareholders attending the GMS**

1. Shareholders or proxies are required to bring these documents when attending the GMS:
  - a. Valid Citizen ID card or ID card or Passport.
  - b. Notarised copies of the most recent business registration certificate (applicable for the legal representatives of institutional shareholders participating to the AGM)
  - c. Proxy letter *(if authorized)*.
    - (i). *If shareholder(s) is/are domestic individual(s), the Proxy letter must be signed by the shareholders along with the original documents or valid notarised copy of the shareholder(s)’ Citizen ID, ID card or passports from the authorised shareholder(s).*



(ii). If shareholder(s) is/are domestic organisation(s), the Proxy letter must be stamped and signed by the legal representative(s) of that organisation.

(iii). For foreign individual/organizational shareholders: The Proxy letter must be certified by competent overseas notary agencies or by the person certified by the oversea lawyer, notary officer as holding sufficient competence to represent the oversea organisation as stipulated by the law of the home country with the notarized Vietnamese translation in accordance with the Vietnamese law.

After presenting the above documents to the Shareholder Eligibility Verification Committee, the shareholder or the attorney will receive a Voting Card (with the shareholder code and the number of voting shares), a Ballot Paper (with the shareholder code, number of voting shares, and voting contents at the GMS). The value of the Voting Card and Ballot Paper of a shareholder or a proxy is commensurate with the percentage of voting shares that such shareholder owns or represents as registered to attend the GMS over the total voting shares of all shareholders at the Meeting.

2. Shareholders may, in writing, designate a proxy to attend and vote at the General Meeting of Shareholders. The proxy must not authorize any third party to attend the GMS.

3. Shareholders/proxies attending the General Meeting are entitled to vote/approve all matters within the authority as stipulated by law and the Company's Charter using Voting Cards and Ballot Paper.

4. Shareholders/proxies may also write their questions on the Question Form and submit them to the Presidium of the General Meeting through the Secretariat. The discussion content should be concise and focused on key issues requiring discussion, relevant to the agenda of the General Meeting as approved. Issues already raised by others should not be repeated to avoid redundancy.

5. Shareholders/proxies arriving after the commencement of the GMS shall still be registered and entitled to participate in voting immediately upon completion of the registration process. Such shareholders/proxies shall be permitted to vote on the remaining matters requiring a vote, as outlined in the approved agenda of the GMS. In this instance, the validity of matters previously voted upon shall remain unchanged.

6. Recording audio or video at the General Meeting must be publicly announced and approved by the Chairman of the Meeting.

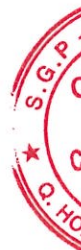
#### **Article 4. Rights and Obligations of the Chairman and the Presidium**

1. The BOD's Chairman is the Presidium's Chairman.

2. Obligations of the Presidium:

a. Manage the General Meeting according to the approved agenda. Carry out the required work for the General Meeting of Shareholders to run smoothly, reflecting the wishes of the majority of participants.

b. Encourage delegates and participants to discuss the agenda items.



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- c. Present draft resolutions and other voting materials for shareholder consideration.
- d. Address questions from the General Meeting.

#### **Article 5. Rights and obligations of the Shareholder Eligibility Verification Committee**

The Shareholder Eligibility Verification Committee is designated by the Boards of Directors. The Shareholder Eligibility Verification Committee receives documents from shareholders or their authorized representatives to check the validity and compares them with the final list of shareholders entitled to attend the GMS prepared by the Vietnam Securities Depository; Hands out documents and Voting Cards, Ballot Papers; Reports to the GMS on the results of the inspection of the shareholder's eligibility to attend the General Meeting before the GMS is officially conducted

#### **Article 6. Rights and obligations of the Secretariat**

- 1. The Chairman introduces the Secretariat.
- 2. The Secretariat has the following responsibilities in support of the Chairman:
  - a. Accurately and comprehensively record the proceedings of the General Meeting.
  - b. Receive questionnaires from shareholders and forward them to the Presidium.
  - c. Distribute the draft Minutes, Resolutions of the General Meeting, and any notifications from the Presidium to the shareholders upon request.

#### **Article 7. Rights and obligations of the Vote Counting Committee**

- 1. The Vote Counting Committee includes a Head and some members nominated by the Presidium and approved by the GMS before the Meeting.
- 2. Obligations of the Vote Counting Committee:
  - a. Provide instructions on the use of Voting Cards and Ballot Papers.
  - b. Supervise and assist the voting process of shareholders or their authorized representatives attending the GMS; collect Ballot Papers after the General Meeting has voted.
  - c. Summarize the total number of voting shares for each item and report the results to the Presidium and the Secretariat of the General Meeting.
  - d. Prepare the Minutes of the Vote Counting and report the results of the vote counting to the General Meeting.

### **CHAPTER III CONDUCT THE MEETING**

#### **Article 8. Conditions for Conducting the General Meeting**

The General Meeting of Shareholders shall be conducted when the number of attending shareholders represents more than 50% of the total number of voting shares, based on the list of shareholders entitled to attend the meeting as finalized by the Vietnam Securities Depository and Clearing Corporation.

#### **Article 9. Order of the General Meeting**

- 1. All shareholders attending the General Meeting shall be appropriately attired.



2. Shareholders are requested to be seated in the designated areas as assigned by the Organization board of the General Meeting; adhere to the arrangement of the Organization board.
3. Smoking is strictly prohibited in the Meeting Room.
4. Shareholders are asked to refrain from personal conversations and using mobile devices during the meeting. All mobile phones must be turned off or set to silent mode during the GMS.

#### **Article 10. Agenda of the General Meeting**

The General Meeting shall discuss and approve the following matters in order:

1. Board of Directors reporting 2024 performance and 2025 orientation
2. Board of Management reporting 2024 business performance and 2025 business plan.
3. Supervisory Board reporting Supervisory Board's activities during the 2025 Annual General Meeting of Shareholders.
4. Submitting the 2024 Audited Financial Statement to shareholders.
5. Submitting to AGM the 2024 profit distribution proposal and the 2025 profit utilization plan
6. Submitting to the AGM the remuneration to the BOD, SB, Company Secretary and Person in charge of corporate governance in 2024; and the remuneration plan for 2025

#### **Article 11. Procedures for Voting on Matters at the General Meeting**

On a case-by-case basis, voting on subjects at the Annual General Meeting will take the following forms:

##### **1. Voting by BALLOT PAPER**

Voting on the matters specified in **Article 10** shall be conducted by secret ballot to ensure transparency and fairness. The voting options for each matter listed on the **BALLOT PAPER** shall be selected by the shareholder or the shareholder's proxy by indicating their choice:

*Approve, Disapprove, or Abstain* for each item requiring a vote.

##### **a. Shareholders shall adhere to the following voting principles:**

(i). Voting commences at the signal of the GMS's Chairman or the Head of the Vote Counting Committee and concludes when the last shareholder votes in the ballot box or 20 minutes after voting begins, whichever comes first.

(ii). The counting of ballots is carried out immediately after the voting is over and the ballot box is sealed.

##### **b. Invalid Ballot Papers** shall not be counted:

(i) Ballots that do not conform to the form issued by the Organizing Committee, do not bear the Company's seal, and do not contain the shareholder's signature;

(ii) Ballots that are torn, crossed out, erased, or altered;

(iii) Ballots containing additional information or symbols;

(iv) Ballots indicating multiple different choices for the same voting item shall render that vote *invalid*.

(v) The voting on each matter requiring approval on the **BALLOT PAPER** is independent of one another; and the validity of the vote on one matter shall not affect the validity of the votes on other matters.

(vi) If a shareholder makes an error while completing the **BALLOT PAPER**, provided that it has not yet been deposited into the ballot box, the shareholder shall have the right to directly request the Head of the Vote Counting Committee to exchange the **BALLOT PAPER** in order to ensure the shareholder's rights

## 2. Voting by Raising **VOTING CARDS**

Direct voting shall be applied to cases where the voting method specified in *Clause 1* of this Article does not apply. To vote directly at the meeting, the shareholder/proxy must raise the **VOTING CARD** with the following contents to vote on the topic to be consulted: *Approve, Disapprove, or Abstain*. When voting, the front of the **VOTING CARD** with the **Number of voting shares** must be directed towards the Chairman. The Vote Counting Committee will record the number of *Approve/Disapprove/Abstain* votes to announce the voting results to the General Meeting.

## **Article 12. Regulations on Vote Counting for Voting by BALLOT PAPER**

### 1. Organization of Vote Counting

The vote counting shall be conducted by the Vote Counting Committee in a closed room immediately after the conclusion of the voting. The Vote Counting Committee shall not cross out, erase, or alter any Ballot Papers.

### 2. Announcement of Vote Counting Results

Upon completion of the vote counting process, the Vote Counting Committee shall prepare the minutes of the vote counting, duly signed by all members of the Committee.

The Head of the Vote Counting Committee, on behalf of the Committee, shall read the minutes of the vote counting results to the General Meeting.

## **Article 13. Approval of Resolutions of the General Meeting of Shareholders**

Resolutions of the GMS on matters within the agenda shall be adopted when supported by a number of shareholders and proxies holding more than 50% of the total voting rights of all shareholders attending and voting at the meeting, except for matters stipulated in Clauses 30.1, 30.3, and 30.4 of Article 30 of the Company's Charter.

## **CHAPTER IV**

## **CONCLUDE THE MEETING**

## **Article 14. Minutes and Resolutions of the General Meeting of Shareholders**

1. Minutes and Resolutions of the GMS must be completed and approved before the closing of the General Meeting of Shareholders.

2. Minutes and Resolutions of the General Meeting of Shareholders must be kept at Baoviet Securities Joint Stock Company.



**CHAPTER V**  
**EFFECTIVENESS**

**Article 15. Effectiveness**

1. This Regulation consists of 5 Chapters, 15 Articles, approved by the 2025 Annual General Meeting of Shareholders on June 24, 2025, and takes effect from the date of approval.
2. Shareholders and General Meeting attendees are responsible for carrying out the rules of this Regulation.

**ON BEHALF OF THE BOARD OF  
DIRECTORS**

**CHAIRMAN**



*Nguyen Hong Tuan*

