

No.:...../2023/BB - DHDCD

*Ha Noi, April..... 2023*

**DRAFT**

**MINUTES**  
**OF THE 2023 ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**BAO VIET SECURITIES JOINT STOCK COMPANY**

At ....., April ..... 2023, at ..... – The 2023 Annual General Meeting of Shareholders of Bao Viet Securities Joint Stock Company (“*the AGM/the Meeting*”) was launched.

The AGM heard Mr. .... – Head of Supervisory Board – Head of Credentials Committee reported the credentials of shareholders participating in the Meeting.

Number of shareholders attended: ..... shareholders, of which:

- Directly attended: ..... shareholders.
- Attended through proxies: ..... shareholders.

Total number of shares attended: ..... shares, accounting for ..... % of voting shares.

In addition to the aforementioned shareholders, there are also .../.... Members of the Board of Directors, .../.... Members of the Supervisory Board and ...../..... Members of the Board of Management, all attended the AGM. At the same time, there were representatives of Ernst & Young Vietnam Co., Ltd., the auditor of the Company's 2021 financial statements.

Pursuant to the Law on Enterprises No. 59/2020/QH14, the Charter and internal regulations on corporate governance of BVSC, the 2022 Annual General Meeting of Shareholders of Bao Viet Securities Joint Stock Company (“BVSC”) with the above participants were eligible to conduct the Meeting.

1. The AGM heard the Organization Board announce the Regulation on holding the 2022 Annual General Meeting of Shareholders (details are attached) and voted to approve it with the number of "Approve" votes accounted for .....%

2. With the number of "Approve" votes accounting for .....%, the AGM approved the Presidium to run the AGM, specifically:

- Mr. .... - BOD’s Chairman – Presidium’s Chairman;
- Mr. .... - BOD’s Member cum CEO - Member;
- Mr. .... - BOD’s Member - Member.

3. With the number of "Approve" votes accounting for .....%, the AGM approved the AGM's Secretariat to minute the entire happenings of the Meeting:

- Mrs. .... - Company Secretary - Head;
- Mr. .... - Company Secretary - Member;

4. The Presidium introduced the Vote Counting Committee. With the number of "Approve" votes accounting for .....%, the AGM approved the Vote Counting Committee including:

- Mr/Mrs. .... – Head;
- Mr/Mrs. .... – Member;
- Mr/Mrs. .... – Member;

5. The Presidium suggested the Agenda of the Meeting (*attached*), and the AGM approved it with the number of "Approve" votes accounting for .....%.

**With haste and professionalism, the AGM strictly followed the approved Agenda; discussed, approved, and resolved the following issues:**

6. The AGM heard Mr. .... – Chairman of the Board of Directors (“**BOD**”) of the Company present the Report of the Board of Directors in 2022, orientation for 2023 (*attached report*).

7. The AGM heard Mr. .... – BOD member cum. CEO report on business performance in 2022 and business plan in 2023 (*Attached report*).

8. The AGM heard Mr. .... – Head of the Supervisory Board (“**SB**”) of the Company present the Report of the SB's activities at the 2023 AGM (*Attached report*).

9. The AGM heard Mr. .... – BOD member present the following submissions: Submission of the Approval of the 2022 Audited Financial Statements (*attached submission*); and Submission of the 2022 Profit distribution and Profit distribution plan for 2023 (*attached submission*).

10. The AGM heard Mr. .... – BOD member present the following submissions: The 2022 Remuneration of Board of Directors, Supervisory Board, Company Secretary, and Person in charge of corporate governance and 2023 Remuneration plan (*attached submission*); and Proposal to the AGM on Approval for the relocation of the Company's Head office (*attached submission*).

11. The AGM heard Mr. .... – Head of Supervisory Board present the Proposal for the Selection of an audit firm to audit Bao Viet Securities Joint Stock Company's financial statements in 2024, 2025, and 2026 (*Attached submission*).

12. Discussion: Shareholders raised questions and comments to the Board of Directors and Board of Management on the Company's business performance in 2022 and business plan in 2023 as follows:

- ....
- .....

13. After the presentations of reports and submissions and the discussion, the AGM voted to approve the above reports. Detailed results:

*13.1. Approve the Report of the Board of Directors on Performance in 2022 and Orientation in 2023 (Attached report):*

Votes:

- Approve :..... voting shares, ....%
- Disapprove :..... voting shares, ....%
- No opinion :..... voting shares, ....%

*13.2. Approve the Report on Business performance in 2022 and Business plan for 2023 (Attached report), with some basic financial items as follows:*

No.	Item	Realized in 2022	Target in 2023
1	TOTAL REVENUE		
	<i>Total realized revenue</i>		
2	TOTAL EXPENSES		
	<i>Realized expenses</i>		
3	PROFIT BEFORE CIT		
	<i>Realized profit before CIT</i>		
4	PROFIT AFTER CIT		
	<i>Realized profit after CIT</i>		

The General Meeting of Shareholders authorizes the BOD to adjust the business plan in case the stock market experiences large unforeseen fluctuations.

Votes:

- Approve :..... voting shares, ....%
- Disapprove :..... voting shares, ....%
- No opinion :..... voting shares, ....%

*13.3. Approve the Activities Report of the Supervisory Board at the Annual General*

*Meeting of Shareholders 2023 (attached report):*

Votes:

- Approve :..... voting shares, ....%
- Disapprove :..... voting shares, ....%
- No opinion :..... voting shares, ....%

*13.4. Approve the Company's 2022 Audited Financial Statements (Attached submission):*

Votes:

- Approve :..... voting shares, ....%
- Disapprove :..... voting shares, ....%
- No opinion :..... voting shares, ....%

*13.5. Approve the 2022 Profit distribution and 2023 Profit distribution plan (Attached submission):*

➤ **2022 Profit distribution:**

- Investment and development fund: VND.....
- Bonus and welfare fund: VND.....
- 2022 cash dividend: VND.....
- Management bonus: ..... % of realized profit after tax ("PAT"), equivalent to VND.....
- Retain profit: VND.....

➤ **2023 Profit distribution plan:**

- Investment and development fund: .....% of realized PAT.
- Bonus and welfare fund: .....% of realized PAT.
- Dividend: Cash dividend rate is .....% on the par value of shares.
- Management Bonus (*BOD, Supervisory Board, Company Secretary, Person in charge of corporate governance*): .....% of realized profit after tax, provided that "The Company completes 100% of the net profit after tax plan approved by the 2023 AGM".
- Retained profit: The remaining profit after tax after the appropriation of funds, dividend payment, and management bonus

Votes:

- Approve :..... voting shares, ....%
- Disapprove :..... voting shares, ....%
- No opinion :..... voting shares, ....%

***13.6. Approve the 2022 Remuneration of BOD, Supervisory Board, Company Secretary, and Person in charge of corporate governance and 2023 Remuneration plan (Attached submission):***

2023 Remuneration plan of BOD, Supervisory Board, Company Secretary, and Person in charge of corporate governance

- BOD's Chairman : VND...../person/month.
- BOD's Members : VND...../person/month.
- Head of Supervisory Board : VND...../person/month.
- Members of Supervisory Board : VND...../person/month.
- Company Secretary/Person in charge of corporate governance: VND...../person/month.

The remuneration above applies to the positions of Board of Directors, Supervisory Board, Company Secretary, and Person in charge of corporate governance working on a part-time basis. For members of the Board of Directors, Supervisory Board, Company Secretariat, and Person in charge of corporate governance working on a full-time basis, based on the current provisions of law, the Company does not pay remuneration but instead salary from the Salary Fund as approved by the Board of Directors.

Votes:

- Approve :..... voting shares, ...%
- Disapprove :..... voting shares, ...%
- No opinion :..... voting shares, ...%

***13.7. Approve the relocation of the Company's Head Office (Attached submission):***

Votes:

- Approve :..... voting shares, ...%
- Disapprove :..... voting shares, ...%
- No opinion :..... voting shares, ...%

***13.8. Approve the Selection of an audit firm to audit Bao Viet Securities Joint Stock Company's financial statements in 2024, 2025, and 2026 (Attached submission):***

Votes:

- Approve :..... voting shares, ...%
- Disapprove :..... voting shares, ...%
- No opinion :..... voting shares, ...%

***13.9. Approve the Use of the Charter capital supplementary reserve fund and Operational risk and financial reserve fund (Attached submission).***

Votes:

- Approve :..... voting shares, ...%
- Disapprove :..... voting shares, ...%
- No opinion :..... voting shares, ...%

The AGM Minutes consists of .....(.....) page(s), prepared and approved in full at the 2023 Annual General Meeting of Shareholders of Bao Viet Securities Company at ..... on April....., 2023 with the “**Approve**” votes accounting for ...% of the total voting shares attended and voted./.

**PRESIDIUM**

**CHAIRMAN**

.....

**MEMBER**

**MEMBER**

.....

.....

**SECRETARIAT**

**HEAD**

**MEMBER**

.....

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