



No:/2025/NQ-DHĐCĐ

Ho Chi Minh City, April 18th, 2025

DRAFT

RESOLUTION
THE GENERAL MEETING OF SHAREHOLDERS

THE GENERAL MEETING OF SHAREHOLDERS OF
SSI SECURITIES CORPORATION

Pursuant to:

- *The Charter of SSI Securities Corporation;*
- *The Minutes of Annual General Meeting of Shareholders dated April 18th, 2025.*

RESOLVED THAT:

Article 1: To approve the Report on operation of the Board of Directors (BOD), Report on operation of the Audit Committee (AC) and independent members of the BOD in the AC in 2024.

Article 2: To approve the Financial Statements in 2024 audited by the Ernst & Young Vietnam Limited, the Report on the Company's Business Results in 2024 and the Business Plan in 2025 with the key items as follows:

Business Results in 2024

No.	Items	Unit	Consolidated Financial Statements	Separate Financial Statements
1	Total assets	VND	73,507,302,559,722	72,538,736,702,249
2	Net revenue	VND	8,708,575,486,875	8,326,266,994,837
3	Profit before tax	VND	3,543,527,483,662	3,352,552,335,651
4	Profit after tax	VND	2,845,109,032,672	2,680,437,253,431
5	Profit after tax of the parent company's shareholders	VND	2,835,023,120,364	

Business Plan in 2025 (consolidated):

- Revenue (consolidated): VND 9,695 billion
- Profit before tax (consolidated): VND 4,252 billion

To authorize the BOD to adjust this Business Plan in accordance with market conditions in case the market growth and liquidity are not as expected.

Article 3: To approve the Profit Distribution in 2024 based upon the reports and submissions of the BOD, detailed as follows:

Total proposed distributable profit **VND 2,104,665,669,312**

In which:

- Charity fund (0% on profit after tax) -
- Welfare fund (1% on profit after tax) VND 26,160,350,262
- Bonus fund (4% on profit after tax) VND 104,641,401,050
- Dividend 2024 in cash (10% par value – VND 1,000/share) VND 1,973,863,918,000 (*)

Remuneration of the BOD based on which as actually paid in 2024 VND 2,447,333,335

(*): If there is any change in total issued shares at the record date for shareholders entitled to receive the dividend, then the BOD may increase/decrease this amount to ensure dividend is VND 1,000/share within permitted sources. Thus, total proposed distributable profit shall be changed as well.

Article 4: To approve remuneration for members of the BOD not exceeding VND 5 billion for each financial year starting from 2025 and onward until the General Meeting of Shareholders (GMS) decides otherwise. Authorizing the BOD to determine its allocation for each member.

Article 5: To approve the list of auditing companies as the BOD's submission, including Ernst & Young Vietnam Limited, KPMG Limited, PwC (Vietnam) Limited, Deloitte Vietnam Audit Company Limited for auditing the Separate and Consolidated Financial Statements in 2025 and reviewing the Separate and Consolidated semi-annual Financial Statements in 2025. To authorize the BOD to select 01 (one) of the mentioned auditing companies.

Article 6: To approve transactions between the Company and related parties for the fiscal year 2025 and onward, unless otherwise stipulated by the GMS, details as follows:

1. The related parties conduct transactions with the Company:
 - a. Daiwa Securities Group Inc. and its related parties;
 - b. The Pan Group Joint Stock Company and its related parties;
 - c. NDH Invest Company Limited and its related parties;
 - d. Sai Gon Dan Linh Real Estate Company Limited and its related parties.

2. Information about contracts and transactions signed with related parties:
 - a. Contracts, transactions on securities provided by the Company, including brokerage, investment consultancy, proprietary trading, and other services provided by the Company and services provided by related parties;
 - b. Contracts, transactions on buying/selling securities, valuable papers with the Company;
 - c. Other contracts, transactions within operation business of the Company.

Provided that the above transactions meet the following conditions:

- (i) Contracts, transactions under the authority of the GMS stipulated in Article 167 of Law on Enterprises, Clause 4 Article 293 of Decree No. 155/2020/NĐ-CP and other amendments, supplements, or replacements;
- (ii) Within the scope of the Company's ordinary business activities;
- (iii) Transactions are conducted at the market prices and guarantee the related parties' benefits;
- (iv) To be disclosed in compliance with the applicable laws.

Article 7: To approve continuing the implementation of the Plans on the offering and issuance of shares approved by the GMS in 2024, including amendments, supplements to some contents of the Plans on the offering and issuance, details as follows:

1. Approve continuing the implementation and amendment, supplement to the Plan on shares issuance under the employee stock ownership plan approved by the GMS in Article 7 of Resolution No. 01/2024/NQ-ĐHĐCĐ dated April 25th, 2024 (Resolution No. 01/2024/NQ-ĐHĐCĐ) as follows:

Contents	Contents approved by GMS in Article 7 of Resolution No. 01/2024/NQ-ĐHĐCĐ	Amended, supplemented contents
Estimated issuance period	In 2024 – 2025 or other period decided by the BOD and after getting approval from the State Securities Commission. This plan shall be implemented after the Plan on additional shares offering for existing shareholders with subscription rights and the Plan on shares issuance for charter capital injection from owner equity.	In 2025 – 2026 or other period decided by the BOD and after getting approval from the State Securities Commission. This plan shall be implemented before the Plan on private placement of shares and the Plan on shares issuance under the employee stock ownership plan in 2025.
Allocation criteria	Not yet specified	Allocation criteria are based on the following key factors: - Comprehensive Development Capability (Leadership,

Contents	Contents approved by GMS in Article 7 of Resolution No. 01/2024/NQ-ĐHĐCĐ	Amended, supplemented contents
		Innovation & Creativity, Adaptability to Change); - Performance evaluation; - Position Level; - Commitment Level.

2. Approve continuing the implementation and amendment to the Plan on private placement of shares outlined in Article 6 of Resolution No. 01/2023/NQ-ĐHĐCĐ dated April 25th, 2023 (Resolution No. 01/2023/NQ-ĐHĐCĐ) and Article 6 of Resolution No. 01/2024/NQ-ĐHĐCĐ, including adjustments to the estimated issuance period and other contents to comply with legal regulations and actual situation after the shares issuances for charter capital injection as follows:

a. Plan on private placement of shares

Contents	Contents approved by GMS in Article 6 of Resolution No. 01//2023/NQ-ĐHĐCĐ and Article 6 of Resolution No. 01/2024/NQ-ĐHĐCĐ	Amendment contents
Expected implementation	In 2024 – 2025 or other period decided by the Board of Directors.	In 2025 – 2026 or other period decided by the Board of Directors
Estimated charter capital before private placement	VND 15,011,301,370,000	VND 19,738,639,180,000 (*)
Vốn điều lệ dự kiến sau chào bán Estimated charter capital after private placement	VND 16,051,724,810,000	VND 20,779,062,620,000 (*)

(*) May be respectively changed according to the number of shares issued under the employee stock ownership plan approved by the GMS.

b. Approval of plan on capital usage from the private placement

The proceeds from the private placement will be used to inject capital for margin lending activities and/or underwriting and/or investment in certificates of deposit, other valuable papers, and/or proprietary trading at the rate decided by the Board of Directors.

The contents of the above Plans on issuance, offering of shares approved by the GMS without amendment or supplement remain valid.

Article 8: To approve the Plan on shares issuance under Employee Stock Ownership Plan (ESOP) in 2025 as following:

Name of share	SSI Securities Corporation shares
Type of share	Ordinary shares
Form of share	Book entries
Par value	VND 10,000/share
Potential purchaser	Members of the BOD, key personnel of SSI and its subsidiaries
Allocation criteria	Allocation criteria are based on the following key factors: <ul style="list-style-type: none"> - Comprehensive Development Capability (Leadership, Innovation & Creativity, Adaptability to Change); - Performance evaluation; - Position Level; - Commitment Level.
Quantity of issued shares	Maximum 10,000,000 (ten million) shares
Issuance price	Par value VND 10,000/share
Estimated issuance period	In 2025 – 2026 or other period decided by the BOD and after getting approval from the State Securities Commission.
Purpose	<ul style="list-style-type: none"> - To associate interests of employees with the Company - To supplement working capital for the Company
Restricted period	Only 50% are freely transferrable after 02 years and the remaining 50% are freely transferrable after 03 years from the date of completion of the issuance. Revocation shares of employees purchased under ESOP violating regulations on transferred restriction shall be implemented in compliance with the Regulation on shares issuance promulgated by the BOD.
Other terms	Shares shall be additionally registered, deposited at the Vietnam Securities Depository and Clearing Corporation (VSDC) and additionally listed on the Hochiminh Stock Exchange (HOSE).

The GMS hereby authorizes the BOD:

- To decide on implementation of issuance, the sequence of issuance, and decide on any amendments, supplements, completion the plan on shares issuance in accordance with the actual issuance situation, applicable laws and requirements from competent authorities to ensure the success of the issuance;

- To decide the contents and promulgate the Regulation on issuance to implement this plan;
- To decide the suitable timing for ESOP issuance;
- To decide the detailed criteria, standards, the list of employees eligible to participate in this plan and the specific number of shares distributed to each employee;
- To implement the procedures to amend and supplement the Company's Charter to record the additional charter capital from the issuance result;
- To implement procedures for additional registration, depository at VSDC and additional listing on HOSE for all additionally issued shares;
- To implement necessary legal procedures to change the charter capital to the License on Establishment and Operation, the Enterprise Registration Certificate, which equivalently to total actual par value of shares after completing the issuance;
- To decide all relevant issues to the shares issuance, additionally register, deposit and list for new issued shares.

Within the above scope of authorization, the BOD is allowed to authorize the Chairman of the BOD or Chief Executive Officer to implement above task(s) in compliance with the applicable laws.

Article 9: To approve the election 03 (three) members of the BOD with a 5-year term starting from April 18th, 2025, including:

Name of member	Position
[...]	Member of the BOD
[...]	Member of the BOD
[...]	Member of the BOD

Article 10: This Resolution shall take effect on the issued date. The General Meeting of Shareholders assigns the BOD and the Board of Management to implement this Resolution.

**For and on behalf of the General Meeting of Shareholders
Chairman of the Board of Directors**

Nguyen Duy Hung