

Số: 428/BSC-TB  
No: 428/BSC-TB

Hà Nội, ngày 18 tháng 4 năm 2025  
Hanoi, April 18, 2025

**THÔNG BÁO THAY ĐỔI NHÂN SỰ**  
**CHANGE IN PERSONEL**

**Kính gửi/To:** - Ủy Ban Chứng khoán Nhà nước  
- *State Securities Commission of Vietnam*  
- Sở Giao dịch Chứng khoán Việt Nam/Sở Giao dịch Chứng  
khoán TP HCM/Sở Giao dịch Chứng khoán Hà Nội  
- *Vietnam Exchange/Ho Chi Minh Stock Exchange/Hanoi  
Stock Exchange*

Căn cứ theo Nghị quyết Đại hội đồng cổ đông thường niên số: 01/NQ-ĐHĐCĐ ngày 18/04/2025 của Công ty Cổ phần Chứng khoán BIDV, chúng tôi trân trọng thông báo việc thay đổi nhân sự của Công ty cổ phần Chứng khoán BIDV như sau:

*Based on the Resolution of the annual General Meeting of Shareholders No. 01/NQ-ĐHĐCĐ dated 18/04/2025 of BIDV Securities Joint Stock Company, we would like to announce the change in personnel of BIDV Securities Joint Stock Company as follows:*

**A. Trường hợp bổ nhiệm/In case of appointment (\*):**

- Ông/Mr: Cho Sung Jae
- Chức vụ trước khi bổ nhiệm/Former position in the organization: Không có/None
- Chức vụ được bổ nhiệm/Newly appointed position: Thành viên Ban Kiểm soát/Member of the Board of Supervisors.
- Thời hạn bổ nhiệm/Term: Nhiệm kỳ 2021-2026/Term 2021-2026.
- Ngày bắt đầu có hiệu lực/Effective date: 18/04/2025.

**B. Trường hợp miễn nhiệm/In case of dismissal**

- Bà/Ms: Kang Hee Joung
- Không còn đảm nhận chức vụ/Dismissed/Resigned position: Thành viên Ban Kiểm soát/Member of the Board of Supervisors.

- Lý do miễn nhiệm (nếu có)/*Reason (if any)*: Theo nguyện vọng cá nhân/*Personal aspirations*.

- Ngày bắt đầu có hiệu lực/*Effective date*: 18/04/2025.

Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 18 / 4 /2025 tại đường dẫn: <https://www.bsc.com.vn/quan-he-co-dong>

*This information was published on the company's website on 18 / 4 /2025, as in the link: <https://www.bsc.com.vn/quan-he-co-dong>*

**Tài liệu đính kèm/Attached documents:**

- Văn bản liên quan đến nội dung thông tin công bố/  
*Documents related to the content of disclosure.*

**Đại diện tổ chức**

**Organization representative**

Người đại diện theo pháp luật

*Legal representative*



**NGUYỄN DUY VIỄN**

**RESOLUTION  
OF THE GENERAL MEETING OF SHAREHOLDERS  
OF BIDV SECURITIES JOINT STOCK COMPANY**

**2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
OF BIDV 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, and its amendments and supplements;*

*Pursuant to the Securities Law No. 54/2019/QH14 approved by the National Assembly of the Socialist Republic of Vietnam on 29/11/2019, and its amendments and supplements;*

*Pursuant to the Charter of BIDV Securities Joint Stock Company (BSC);*

*Pursuant to the Minutes of the 2025 Annual General Meeting of Shareholders No. 01/BB-DHDCD dated April 18, 2025 of BIDV Securities Joint Stock Company.*

**HEREBY RESOLVES:**

**Article 1. Approval of the following reports:**

1. Report of the Board of Directors ("BOD") on Summary of the Board of Directors' activities in 2024 and orientation for 2025;
2. Report of the Independent member of Board of Directors on the activities of the Board of Directors in 2024;
3. Report of the Board of Supervisors on the 2024 operating results and 2025 operational orientation;
4. Report of the Board of Management on the Business results in 2024 and Business plan in 2025.

**Article 2. Approval of the 2025 Business Plan of BSC**

No	Quota	Units	2025 plan
1	Profit before tax	Billion VND	560
2	Capital Adequacy Ratio	%	≥260

The General Meeting of Shareholders authorizes the Board of Directors to proactively review, evaluate and adjust the 2025 business plan in accordance with market conditions (growth rate and/or market liquidity scale, etc.) if deemed necessary and disclose information in accordance with law.

**Article 3. Approval of the 2024 Audited Financial Statements, the 2024 profit distribution plan, and the 2025 profit distribution plan**

**1. Approval of the Audited 2024 Financial Statements**

In particular, some key contents are as follows:

*Unit: VND*

No	Contents in financial statements in 2024	Amount
1	Total assets	10,315,055,682,765
2	Equity	5,061,881,530,671
	<i>In which: Charter capital</i>	2,230,607,010,000
3	Profit before tax	515,685,500,462
4	Profit after tax	413,071,438,156

**2. Approval of the profit distribution plan for 2024:**

*Unit: VND*

No	Contents	Formulas/notes	2024 profits distribution
I	2024 profit		413,071,438,156
II	Remaining profits in previous years		366,090,851,498
III	<b>Undistributed after-tax profit</b>	<b>(III) = (I) + (II)</b>	<b>779,162,289,654</b>
IV	<b>Remuneration of the part-time Board of Directors, part-time Board of Supervisors</b>		<b>257,350,000</b>
V	<b>Profit distribution plan</b>		
1	Profits used for distribution	(1) = III - IV	778,904,939,654
2	<b>Appropriation of funds</b>	<b>(2) = (2.1)</b>	<b>31,800,000,000</b>
2.1	<i>Welfare Reward Fund</i>	(2.1)	31,800,000,000
2.2	<i>Appropriation ratio (comparison to Undistributed after-tax profit)</i>	(2.2) = (2.1)/(III)	4.08%
3	Undistributed after-tax profit after appropriation and remuneration	(3) = (1) - (2)	747,104,939,654
4	<b>Dividend payouts (*)</b>	<b>(4) = (4.1) x (4.2)</b>	<b>223,060,701,000</b>
4.1	<i>Charter capital as at 31/12/2024</i>		2,230,607,010,000
4.2	<i>Dividend payout ratio (in shares)</i>		10%
VI	<b>Total remaining profit</b>	<b>(VI) = (3) - (4)</b>	<b>524.044.238.654</b>

**Note:** - As of December 31, 2024, BSC's estimated tax liability as well as tax interest have not been finalized by local tax authorities. In case the tax amount on the audited financial statements is changed according to the decision of the tax authority, the profit left on the above data table may be adjusted accordingly.

- (\*): This metric may be updated according to the number of BSI shares outstanding at the closing date of the dividend payment and the handling of odd shares.

The General Meeting of Shareholders authorize the Board of Directors based on the actual situation to decide the appropriate time to pay dividends for the fiscal year 2024 and ensuring compliance with current regulations of law, Company's Charter and approval of competent State agencies.

### 3. Approval of the 2025 Profit Distribution Plan:

- **Payout ratio:** Expected 10%/par value of shares.
- **Form of payment:** By cash and/or by shares. The General Meeting of Shareholders authorizes the Board of Directors to decide on payment method in accordance with the actual business results, ensuring the requirements of the Company's business activities and the interests of shareholders.
- **Implementation time:** The General Meeting of Shareholders authorize the Board of Directors basing on the actual situation to choose the appropriate time to pay dividends in 2025, the Board of Directors can decide to advance dividends in appropriate installments.

### Article 4. Approval of the plan for the Issuance of shares to pay dividends and increase the charter capital of BSC

#### 1. Plan to issue shares to pay dividends and increase BSC's charter capital

Issuing entity	:	BIDV Securities Joint Stock Company (BSC)
Stock name	:	Share of BIDV Securities Joint Stock Company
Stock type	:	Common share
Par value shares	:	10,000 VND/share
Current charter capital	:	VND 2,230,607,010,000
Number of shares issued	:	223,060,701 shares
Number of outstanding shares	:	223,060,701 shares
Number of shares expected to be issued to pay dividend	:	22,306,070 shares (*) (equivalent to 10% of outstanding shares). Rights exercise rate: 10%.
Total value of shares expected to be issued at par value	:	VND 223,060,700,000 (*) (In words: Two hundred twenty-three billion, sixty million, seven hundred thousand VND)
Expected charter capital after issuance	:	VND 2,453,667,710,000 (*)
Purpose of issuance	:	Increasing charter capital for the Company's business development needs
Funding source for implementation	:	From retained earnings as stated in the Company Audited Financial Statements in 2024

Subject receiving shares	:	Existing shareholders of the Company are on the list of shareholders compiled by Vietnam Securities Depository and Clearing Corporation (VSDC) at the last registration date to exercise the right to receive shares.
Rights exercise rate	:	10:1 (on the final date of registration to finalize the list of shareholders exercising rights, shareholders owning 10 shares will receive 1 newly issued share according to the method of issuing shares to pay dividends)
Principles for rounding and handling fractional shares	:	<p>The number of additional shares issued will be rounded down to the unit, the decimal fraction (if any) will be canceled.</p> <p><i>For example: Shareholder A owns 111 shares on the last registration date to finalize the list of shareholders exercising rights. With the exercise ratio of 10:1, shareholder A will receive <math>111/10 \times 1 = 11.1</math> shares. According to the rounding principle mentioned above, shareholder A will receive 11 new shares by issuing shares to pay dividends. The odd number of shares of 0.1 shares will be cancelled.</i></p>
Expected time of issuance	:	Expected in 2025
Register and list additional shares to be issued	:	All additional shares issued will be registered as additional securities with the Vietnam Securities Depository and Clearing Corporation and registered for additional listing with the Ho Chi Minh City Stock Exchange after the end of the issuance in accordance with regulations.

(\*) **Note:** The actual number of shares issued and BSC's charter capital after issuance may change due to the handling of fractional shares and depends on the actual number of outstanding shares of the Company at the final date of registration.

## 2. Implementation

2.1. The General Meeting of Shareholders assigns/authorizes the Board of Directors of the Company to perform, including but not limited to, the following tasks:

- Decide on the detailed contents of the Share Issuance Plan to pay dividend and choose an issuance time appropriate to the actual situation;
- Decide on amendments, adjustments, and detailed explanations of the content of the Stock Issuance Plan at the request of the competent state agency (if necessary);
- Decide and carry out necessary tasks and procedures during the share issuance process, including: (i) amending/supplementing the Company's operating license at the State Securities Commission; (ii) register to change the Company's Business Registration Certificate; (iii) register additional shares of the Company at the Vietnam Securities Depository and Clearing Corporation; (iv) register for additional listing of the Company's shares at the Ho Chi Minh City Stock Exchange ; (v) change the Charter Capital, amend/add

provisions regulating the Charter Capital level and other relevant provisions in the Company's Charter in accordance with the new Charter Capital level after the issuance; and (vi) other procedures according to current legal regulations;

- Decide and carry out all other necessary procedures at the request of the competent state agency to complete the issuance of shares to pay dividends according to the approved plan in accordance with the law and the Company's Charter.

2.2 Within the scope of the above authorization, the Board of Directors can delegate authority to the Chairman of the Board of Directors or the General Director Company to perform one or more of the above mentioned tasks.

**Article 5: Approval of the Report on the remuneration of the Board of Directors, Board of Supervisors in 2024 and Proposal for remuneration of the Board of Directors and Board of Supervisors in 2025**

**1. Approval of the Report on the remuneration of the Board of Directors, Board of Supervisors in 2024**

**a. For full-time members of the Board of Directors: 2.987 billion VND. Of which:**

- Mr. Chung Jae Hoon - Vice Chairman of the Board of Directors: **VND 2.563 billion** (including KPI bonus, excluding contractor tax);

- Ms Nguyen Thanh Huyen - Member of the Board of Directors: **VND 0.424 billion** (*Ms. Huyen was dismissed from the position of Member of the Board of Directors from April 23, 2024*);

- Member of the Board of Directors cum General Director receives salary according to the Income Payment Regulations and is announced in the Company's Audited Financial Statement.

**b. For members of the Board of Directors and members of the Board of Supervisors working under the part-time regime: 257,350,000 VND:**

No	Name	Position	Remuneration (VND)	Note
1	Mr. Ngo Van Dung	Chairman of BOD	120,000,000	
2	Mr. Lim, Do Kyoong	Independent Member of BOD	0	Refuse to receive remuneration
3	Ms. Hoang Thi Minh Ngoc	Member of BOD	41,350,000	From April 23 – December 31, 2024
4	Ms. Pham Thanh Thuy	Head of BOS	60,000,000	
5	Ms. Vu Minh Chau	Member of BOS	36,000,000	
6	Ms. Kang, Hee Joung	Member of BOS	0	Refuse to receive remuneration
<b>Total</b>			<b>257,350,000</b>	

## **2. Approval of the estimate of remuneration of the Board of Directors and the Board of Supervisors in 2025**

### **2.1. Estimate of remuneration of the Board of Directors and the Board of Supervisors in 2025**

#### **a. For Vice Chairman of the Board of Directors cum Deputy General Director**

- The minimum level includes the position salary, regardless of the Company's business results and the employee's task completion results (KPI): **VND 1.786 billion** (*temporarily converted at the exchange rate of VND 25,670/USD*);

- The maximum level (depends on the Company's business results and the employee's KPI): **VND 2.967 billion** (*assuming that both the Company and the employee complete 100% of the KPI*). The actual level is based on the Company's KPI results and the employee's personal KPI but is guaranteed not to exceed VND 2.967 billion (*temporarily converted at the exchange rate of VND 25,670/USD*).

*Note: The above remuneration does not include Contractor tax and the difference due to changes in the VND/USD exchange rate (if any).*

**b. For Board of Directors member cum General Director:** Work under the full-time regime and receive salary according to BSC's Income Paymessnt Regulations.

**c. For members of the Board of Directors and members of the Board of Supervisors working under the part-time regime:**

- |  |                       |
|--|-----------------------|
| - Chairman of the Board of Directors:  | 10,000,000 VND/month; |
| - Members of the Board of Directors:   | 5,000,000 VND/month;  |
| - Head of the Board of Supervisors:    | 5,000,000 VND/month;  |
| - Members of the Board of Supervisors: | 3,000,000 VND/month.  |

*\*Note: Members of the Board of Directors and the Board of Supervisors working under the part-time regime nominated by HSC refuse to receive remuneration.*

**2.2. Bonuses (if any)** are formed from after-tax profits (Welfare reward fund), and allowances for participation in meetings... are implemented in accordance with BSC's internal regulations.

## **Article 6. Approval of the amendment and supplementation of the Charter, Internal regulations on Company Administration, and the Regulation on operation of the Board of Directors**

### **1. Approval of the amendment and supplementation of the Charter:**

1.1. Update the new commercial name of the building where BSC's headquarters is located: 8th Floor, 9th Floor LPB Tower, No. 210 Tran Quang Khai, Trang Tien Ward, Hoan Kiem District, Hanoi City. (*New information about the Company's head office address is only updated in the Charter and other documents of the Company (if any) after the license is adjusted by the State Securities Commission*).

The General Meeting of Shareholders assigns/authorizes the Board of Directors (and allows the Board of Directors to re-authorize the General Director) to implement the following contents:

a. Complete necessary legal procedures related to updating the address of the head office at competent state agencies and disclose information in accordance with the law;

b. Update new information about the address of the Company's head office in the Company's Charter and other documents of the Company (if necessary) after the license is adjusted by the State Securities Commission;

c. In case (i) the building where BSC is headquartered continues to change its commercial name; or (ii) there is an adjustment of the boundaries and arrangement, renaming of administrative units in Hanoi City according to the decision of a competent authority, leading to an adjustment of the information on the address of the Company's headquarters: Approve the Board of Directors to continue to carry out the above work to change the information on the address of BSC's headquarters accordingly.

1.2. Other amendments and supplements are updated in the attached draft Charter.

2. Approval of the amendments and supplements to the Internal Regulation on Company Administration and the Regulations on the Operation of the BODs of BIDV Securities Joint Stock Company.

3. Assign the authorized person to sign and issue the Charter, Internal regulations on Company Administration, and Regulation on operation of the Board of Directors according to the amendments approved by the General Meeting of Shareholders.

4. Authorize the Board of Directors to decide on necessary adjustments to the above documents, including non-material amendments, amendments to update information, and adjustments that must be made in accordance with the provisions of law or upon request of competent authorities, ensuring compliance with the provisions of law.

#### **Article 7. Approval of the amendment and supplementation of the Regulation on operation of the Board of Supervisors**

1. Approval of the amendment and supplementation of the Regulation on operation of the Board of Supervisors of BIDV Securities Joint Stock Company.

2. Assign the authorized person to sign and issue the Regulation on operation of the Board of Supervisors approved by the General Meeting of Shareholders.

#### **Article 8. Approval of the dismissal and election of replacement member of the Board of Supervisors for the term 2021-2026**

1. Dismissal of Members of the Board of Supervisors for the term 2021-2026: Ms. Kang Hee Joung;

2. Election of replacement member of the Board of Supervisors for the term 2021-2026: Mr. Cho Sung Jae.

#### **Article 9. Implementation**

1. This Resolution is made in two (02) original copies, consisting of seven (08) pages, and has been fully approved by the 2025 Annual General Meeting of Shareholders of BIDV Securities Joint Stock Company.

2. This Resolution takes effect from April 18, 2025.

3. Members of the Board of Directors, the Board of Supervisors and the General Director are responsible for implementing this Resolution and ensuring its implementation in

compliance with the provisions of law and the Charter of BIDV Securities Joint Stock Company.

**O/B. THE GENERAL MEETING  
OF SHAREHOLDERS  
CHAIRMAN**



**Ngo Van Dzung**