

Establishment License No.: 0025/NH-GP issued by the State Bank of Vietnam on August 22, 1992  
Business Registration Certificate No.: 0301378892 issued by the Department of Planning and Investment of Ho Chi Minh City on June 20, 2012  
Address: 412 Nguyen Thi Minh Khai Street, District 3, Ho Chi Minh City, Vietnam  
Website: <https://bvbank.net.vn/>

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



**MINUTES OF THE  
2025 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
VIET CAPITAL COMMERCIAL JOINT STOCK BANK (BVBank)**

At 13:30 on April 24, 2025, Viet Capital Commercial Joint Stock Bank held its 2025 Annual General Meeting of Shareholders (AGM) at the Conference Hall, Imperial Hotel – 159 Thuy Van Street, Thang Tam Ward, Vung Tau City, Ba Ria – Vung Tau Province, Vietnam.

**I. ATTENDEES**

1. Shareholders of Viet Capital Commercial Joint Stock Bank.
2. Members of the Board of Directors (BOD), Supervisory Board, Executive Board, and leaders of departments across the BVBank system.

**II. APPROVAL OF MEETING CONDITIONS**

**Ms. Nguyen Thi Thanh Tam** – Representative of the Shareholder Eligibility Verification Committee – reported on the shareholder status and the conditions for convening the AGM as follows:

- As of the record date (March 26, 2025), the total number of shareholders was 13,757, holding a total of 551,846,215 common shares, equivalent to VND 5,518,462,150,000 of BVBank's charter capital. This included 30 institutional shareholders and 13,727 individual shareholders.

- Number of shareholders attending in person or by proxy: 98 shareholders, representing 3,648,083,330,000 VND / charter capital, equivalent to 66.11 % of the total voting shares.

Thus, as of 14:00, the total number of attending shareholders and proxies represented 66.11% of the voting shares, meeting the legal and BVBank Charter requirements for conducting the AGM (hereinafter referred to as "**the General Meeting**").

**III. MEETING PROCEEDINGS**

1. Based on nominations by the Organizing Committee, the General Meeting approved the Chairing Panel as follows:

- |   |                     |                                 |                                |
|---|---------------------|---------------------------------|--------------------------------|
| - | Mr. LE ANH TAI      | Chairman of the BOD             | Chairperson of General Meeting |
| - | Mr. NGO QUANG TRUNG | BOD Member cum General Director | Member                         |
| - | Mr. LY CONG NHA     | Head of Finance Division        | Member                         |

- Mr. LUU CONG TOAI – Head of the BOD Office
- Ms. PHAM THI THAO NGUYEN – Officer, BOD Office
- Ms. NGUYEN THI HAI CHAU – Officer, BOD Office

#### IV. DISCUSSION AGENDA OF THE GENERAL MEETING

**1. Mr. Le Anh Tai presented Report No. 43/25/BVBank/BC-HDQT dated April 3, 2025 from the BOD, evaluating the Board's activities and implementation of AGM Resolutions and BVBank's 2024 business results. The report covered:**

2. **Mr. Le Anh Tai** continued to present Proposal No. 44/25/BVBank/TT-HDQT dated April 3, 2025 from the BOD regarding the 2025 strategic orientation and business plan of BVBank, with the following main contents:

- Promoting growth in tandem with strict monitoring of credit quality, with a focus on technological solutions to support timely risk detection. Emphasis is placed on



developing and expanding products and customer segments aligned with the scale, capacity, strategic direction, and risk appetite of BVBank in each period.

- Continuing to accelerate bad debt resolution and control non-performing loans through modernization of debt management and recovery solutions to enhance productivity.
- Further investment and development in IT infrastructure, in line with available resources and BVBank's growth strategy, to support modern business operations and governance.
- Completing the organizational model toward deeper specialization, coupled with training initiatives to improve service quality and enhance customer experience.

**b. Approval of BVBank's 2025 financial targets (\*):**

Unit: VND billion

Indicator	Planning 2025 (**)	2024	Ratio %
Total Assets	122,000	103,536	18%
Customer Deposits	91,431	74,915	22%
Total Credit Outstanding (*)	80,459	68,142	18%
Pre-tax Profit	550	391	41%
Non-performing Loan Ratio	< 3%	2,69%	

(\*) As approved by the State Bank of Vietnam (SBV)

(\*\*) To allow flexibility in governance, the AGM authorizes the BOD to adjust business targets in 2025 in accordance with actual circumstances and under guidance from the Government, SBV, and BVBank's business situation.

**3. Mr. Ngo Quang Trung** presented Executive Report No. 1124/25/BVBank/BC-TC dated April 3, 2025, which provided an overview of business activities for fiscal year 2024 and plans for implementing the 2025 strategic directions, including:

- Approval of the performance report on key 2024 business indicators;
- Approval of the 2024 operational support activities from business units;
- Approval of the Executive Board's plan for implementing 2025 strategic business directions.

**4. Ms. Phan Thi Hong Lan** presented Supervisory Board Proposal No. 10/25/BVBank/BC-BKS dated April 3, 2025, on the Supervisory Board's 2024 performance for approval by the AGM.

**5. Mr. Ly Cong Nha** presented the following proposals for the AGM's approval:

**5.1. Proposal No. 45/25/BVBank/TT-HDQT dated April 3, 2025, regarding the selection of the independent auditor for the 2025 financial statements, and assurance services for the internal control system related to financial reporting,** Accordingly:

The BOD proposed to select Ernst & Young Vietnam Ltd. as the independent auditor for the 2025 financial statements and provider of assurance services for the internal control system over financial reporting.

**5.2. Proposal No. 46/25/BVBank/TT-HDQT dated April 3, 2025, on the approval of the 2024 Separate and Consolidated Financial Statements, including:**

- Independent audit report
- Statement of financial position as of December 31, 2024
- Statement of comprehensive income for the year ended December 31, 2024
- Statement of cash flows for the year ended December 31, 2024
- Notes to the financial statements for the year ended December 31, 2024

**5.3. Proposal No. 47/25/BVBank/TT-HDQT dated April 3, 2025, from the BOD on the 2024 profit distribution plan and appropriation of funds:**

No.	Indicator	Amount	Note
1	Consolidated pre-tax profit in 2024	390.590.100.954	
2	Consolidated after-tax profit in 2024	311.252.065.512	
3	Profit after tax in separate financial statements in 2024	311.105.477.932	
<b>4</b>	<b>Profit after tax used for fund allocation</b>	<b>311.105.477.932</b>	
<b>5</b>	<b>Provision of funds</b>	<b>62.367.683.166</b>	
	<b>In which, the fund of Viet Capital Commercial Joint Stock Bank:</b>		
5.1	Reserve fund to supplement charter capital (10%)	31.110.547.793	(4)x10%
5.2	Financial reserve fund (10%)	31.110.547.793	(4)x10%
<b>6</b>	<b>Profit after tax in 2024 after setting aside funds as prescribed</b>	<b>248.884.382.346</b>	(6)=(2)-(5)
<b>7</b>	<b>Retained earnings in 2024</b>	<b>248.884.382.346</b>	

**5.4. Proposal No. 48/25/BVBank/TT-HDQT dated April 3, 2025 by the BOD on the total remuneration, allowances, and operating expenses for BOD and Supervisory Board (SB) members in 2025:**

- For BOD members: Total remuneration, allowances, and bonuses for 2025 are VND 11 billion. BOD operational expenses shall comply with BVBank's internal regulations and current legal provisions.



- For members of Supervisory Board: Total remuneration, allowances, and bonuses for 2025 are VND 3.5 billion; operating expenses of the Supervisory Board for 2025 are VND 360 million.
- The AGM authorizes the BOD to determine remuneration, bonuses, and other benefits for each BOD and SB member based on BVBank's business performance.

**5.5. Proposal No. 49/25/BVBank/TT-HDQT dated April 3, 2025 by the BOD on approval of BVBank's 2025 charter capital increase plan, including:**

- Approval of the report on the implementation of Resolution No. 01/24/NQ-DHDCD dated April 19, 2024;
- Approval of the 2025 charter capital increase plan.

**5.6. Proposal No. 51/25/BVBank/TT-HDQT dated April 3, 2025 by the BOD on approval of the listing of bonds and other securities issued to the public after the completion of BVBank's offerings.**

**5.7. Proposal No. 52/25/BVBank/TT-HDQT dated April 3, 2025 by the BOD on approval of the transfer of BVB shares from UPCOM to official listing on the Stock Exchange.**

**6. Ms. Van Thanh Khanh Linh** presented the following for the AGM's approval:

**6.1. Proposal No. 53/25/BVBank/TT-HDQT dated April 3, 2025 on the contingency recovery plan in case of early intervention:**

- Approval of the recovery plan;
- Authorization for the BOD to approve the detailed recovery plan, including updates and adjustments based on actual situations, requirements of competent authorities, or at least every two years, and to report to the SBV as required.

**6.2. Proposal No. 54/25/BVBank/TT-HDQT dated April 3, 2025 on the issuance of Regulations on organizing online AGM and electronic voting;**

**6.3. Proposal No. 55/25/BVBank/TT-HDQT dated April 3, 2025 on amendments and supplements to the BVBank Charter.**

**V. AGM DISCUSSION SESSION**

The Chair invited shareholders to raise comments and questions regarding the meeting agenda.

**VI. VOTING ON AGENDA ITEMS**

1. The Chair presented the list of vote counting committee members. The AGM unanimously approved it (100%) without objections.
2. The organizing committee nominated Ms. Nguyen Thi Thanh Tam as Head of the Vote Counting Committee. The AGM approved the committee members and voting procedures with 100% approval by show of hands.
3. Ms. Nguyen Thi Thanh Tam reported the attendance quorum: As of the time of announcing the election and voting procedures, total number of shareholders attending and represented by proxy: 102 shareholders; holding 3,670,113,330,000 VND of charter capital;

representing 66.51% of total charter capital. In there, Shareholders absent but with valid proxies: 64 shareholders; corresponding to 2,151,095,710,000 VND of charter capital; accounting for 58.61%.

4. Ms. Nguyen Thi Thanh Tam – Head of the Vote Counting Committee, presented to the General Meeting the election and voting procedures, and proposed shareholder Le Hong Phuc and Huynh Thi Anh Nguyet to participate in vote supervision.
5. The Vote Counting Committee: collected voting ballots from shareholders and announced the vote counting results.
  - Total ballots issued: 102 ballots, equivalent to 367,011,333 voting shares;
  - Total ballots collected: 100 ballots, equivalent to 366,838,733 voting shares.

**Agenda 1: Report No. 43/25/BVBank/BC-HDQT dated April 3, 2025** by the Board of Directors regarding the assessment of the Board's activities, implementation of resolutions of the General Meeting of Shareholders, and the business performance of BVBank in 2024.

- Valid votes: 100 ballots, equivalent to 366,838,733 voting shares;
- Invalid votes: 0 ballots, equivalent to 0 voting shares.

Results:

- Votes in favor: 100%, equivalent to 366,838,733 shares.
- Votes against: 0%, equivalent to 0 shares.
- Abstentions: 0%, equivalent to 0 shares.

Agenda 2: Proposal No. 44/25/BVBank/TT-HDQT dated April 3, 2025 by the Board of Directors on business orientation and plan for 2025.

- Valid votes: 100 ballots, equivalent to 366,838,733 voting shares;
- Invalid votes: 0 ballots, equivalent to 0 voting shares.

Results:

- Votes in favor: 100%, equivalent to 366,838,733 shares.
- Votes against: 0%, equivalent to 0 shares.
- Abstentions: 0%, equivalent to 0 shares.

**Agenda 3 Executive Report No. 1124/25/BVBank/BC-TC dated April 3, 2025** on the business overview for fiscal year 2024 and 2025 business orientation implementation.

- Valid votes: 100 ballots, equivalent to 366,838,733 voting shares;
- Invalid votes: 0 ballots, equivalent to 0 voting shares.

Results:

- Votes in favor: 100%, equivalent to 366,838,733 shares.
- Votes against: 0%, equivalent to 0 shares.
- Abstentions: 0%, equivalent to 0 shares.

**Agenda 4: Report No. 10/25/BVBank/BC-BKS dated April 3, 2025** by the Supervisory Board on the performance of assigned duties in 2024.

- Valid votes: 100 ballots, equivalent to 366,838,733 voting shares;



- Invalid votes: 0 ballots, equivalent to 0 voting shares.

Results:

- Votes in favor: 100%, equivalent to 366,838,733 shares.
- Votes against: 0%, equivalent to 0 shares.
- Abstentions: 0%, equivalent to 0 shares.

**Agenda 5: Proposal No. 45/25/BVBank/TT-HDQT dated April 3, 2025** by the Board of Directors on the selection of the independent audit firm for the 2025 financial statements and assurance services for the internal control system related to financial reporting.

- Valid votes: 100 ballots, equivalent to 366,838,733 voting shares;
- Invalid votes: 0 ballots, equivalent to 0 voting shares.

Results:

- Votes in favor: 100%, equivalent to 366,838,733 shares.
- Votes against: 0%, equivalent to 0 shares.
- Abstentions: 0%, equivalent to 0 shares.

**Agenda 6: Proposal No. 46/25/BVBank/TT-HDQT dated April 3, 2025** by the Board of Directors on the approval of the Audited Separate and Consolidated Financial Statements for fiscal year 2024.

- Valid votes: 100 ballots, equivalent to 366,838,733 voting shares;
- Invalid votes: 0 ballots, equivalent to 0 voting shares.

Results:

- Votes in favor: 100%, equivalent to 366,838,733 shares.
- Votes against: 0%, equivalent to 0 shares.
- Abstentions: 0%, equivalent to 0 shares.

**Agenda 7: Proposal No. 47/25/BVBank/TT-HDQT dated April 3, 2025** on the profit distribution and fund allocation plan for 2024.

- Valid votes: 100 ballots, equivalent to 366,838,733 voting shares;
- Invalid votes: 0 ballots, equivalent to 0 voting shares.

Results:

- Votes in favor: 100%, equivalent to 366,838,733 shares.
- Votes against: 0%, equivalent to 0 shares.
- Abstentions: 0%, equivalent to 0 shares.

**Agenda 8: Proposal No. 48/25/BVBank/TT-HDQT dated April 3, 2025** by the Board of Directors on total remuneration, special allowances, and operational expenses for members of the Board of Directors and Supervisory Board in 2025.

- Valid votes: 100 ballots, equivalent to 366,838,733 voting shares;

- Invalid votes: 0 ballots, equivalent to 0 voting shares.

**Results:**

- Votes in favor: 100%, equivalent to 366,838,733 shares.
- Votes against: 0%, equivalent to 0 shares.
- Abstentions: 0%, equivalent to 0 shares.

**Agenda 9: Proposal No. 49/25/BVBank/TT-HDQT dated April 3, 2025** by the Board of Directors on the plan to increase charter capital of BVBank in 2025.

- Valid votes: 100 ballots, equivalent to 366,838,733 voting shares;
- Invalid votes: 0 ballots, equivalent to 0 voting shares.

**Results:**

- Votes in favor: 99.9875%, equivalent to 366,792,997 shares.
- Votes against: 0%, equivalent to 0 shares.
- Abstentions: 0%, equivalent to 0 shares.
- Invalid: 0,0125%, equivalent to 45.736 shares.

**Agenda 10: Proposal No. 51/25/BVBank/TT-HDQT dated April 3, 2025** by the Board of Directors on the listing of bonds and other types of securities issued to the public after the completion of BVBank's public offerings.

- Valid votes: 100 ballots, equivalent to 366,838,733 voting shares;
- Invalid votes: 0 ballots, equivalent to 0 voting shares.

**Results:**

- Votes in favor: 99.9875%, equivalent to 366,792,997 shares.
- Votes against: 0%, equivalent to 0 shares.
- Abstentions: 0%, equivalent to 0 shares.
- Invalid: 0,0125%, equivalent to 45.736 shares

**Agenda 11 : Proposal No. 52/25/BVBank/TT-HDQT dated April 3, 2025** by the Board of Directors on transferring the trading of BVB shares from Upcom to official listing on the Stock Exchange.

- Valid votes: 100 ballots, equivalent to 366,838,733 voting shares;
- Invalid votes: 0 ballots, equivalent to 0 voting shares.

**Results:**

- Votes in favor: 99.9875%, equivalent to 366,792,997 shares.
- Votes against: 0%, equivalent to 0 shares.
- Abstentions: 0%, equivalent to 0 shares.
- Invalid: 0,0125%, equivalent to 45.736 shares

**Agenda 12: Proposal No. 53/25/BVBank/TT-HDQT dated April 3, 2025** by the Board of Directors on the approval of a proposed contingency remediation plan in case of early intervention.



- Valid votes: 100 ballots, equivalent to 366,838,733 voting shares;
- Invalid votes: 0 ballots, equivalent to 0 voting shares.

**Results:**

- Votes in favor: 99.9875%, equivalent to 366,792,997 shares.
- Votes against: 0%, equivalent to 0 shares.
- Abstentions: 0%, equivalent to 0 shares.
- Invalid: 0,0125%, equivalent to 45.736 shares

**Agenda 13: Proposal No. 54/25/BVBank/TT-HDQT dated April 3, 2025** by the Board of Directors on the adoption of the Regulations for organizing virtual General Meetings of Shareholders and implementing electronic voting and ballot submission.

- Valid votes: 100 ballots, equivalent to 366,838,733 voting shares;
- Invalid votes: 0 ballots, equivalent to 0 voting shares.

**Results:**

- Votes in favor: 99.9875%, equivalent to 366,792,997 shares.
- Votes against: 0%, equivalent to 0 shares.
- Abstentions: 0%, equivalent to 0 shares.
- Invalid: 0,0125%, equivalent to 45.736 shares

**Agenda 14: Proposal No. 55/25/BVBank/TT-HDQT dated April 3, 2025** by the Board of Directors on the amendment and supplementation of BVBank's Charter.

- Valid votes: 100 ballots, equivalent to 366,838,733 voting shares;
- Invalid votes: 0 ballots, equivalent to 0 voting shares.

**Results:**

- Votes in favor: 99.9875%, equivalent to 366,792,997 shares.
- Votes against: 0%, equivalent to 0 shares.
- Abstentions: 0%, equivalent to 0 shares.
- Invalid: 0,0125%, equivalent to 45.736 shares

## **VII. APPROVAL OF MINUTES, RESOLUTIONS, AND CLOSING OF THE GENERAL MEETING**

At the meeting, the Secretary of the Meeting submitted to the General Meeting of Shareholders the Minutes and Resolutions of the 2025 Annual General Meeting of Shareholders, which were approved by 100% of attending shareholders as follows:

1. Approval of Report No. 43/25/BVBank/BC-HDQT dated April 3, 2025 by the Board of Directors regarding the assessment of the BOD's performance, implementation of AGM resolutions, and 2024 business results of BVBank, with a voting ratio of 100%.
2. Approval of Proposal No. 44/25/BVBank/TT-HDQT dated April 3, 2025 by the Board of Directors on the 2025 business orientation and business plan of BVBank, with a voting ratio of 100%.
3. Approval of Report No. 1124/25/BVBank/BC-TC dated April 3, 2025 by the Executive Board on the 2024 financial year overview and 2025 business direction execution plan, with a voting ratio of 100%.
4. Approval of Report No. 10/25/BVBank/BC-BKS dated April 3, 2025 by the Supervisory Board on its 2024 performance report, with a voting ratio of 100%.
5. Approval of Proposal No. 45/25/BVBank/TT-HDQT dated April 3, 2025 by the Board of Directors on the selection of the independent auditor for the 2025 financial statements and assurance services regarding the internal control system over financial reporting, with a voting ratio of 100%.
6. Approval of Proposal No. 46/25/BVBank/TT-HDQT dated April 3, 2025 by the Board of Directors on the audited Separate and Consolidated Financial Statements for the fiscal year 2024, with a voting ratio of 100%.
7. Approval of Proposal No. 47/25/BVBank/TT-HDQT dated April 3, 2025 on the profit distribution and appropriation to reserves for 2024, with a voting ratio of 100%.
8. Approval of Proposal No. 48/25/BVBank/TT-HDQT dated April 3, 2025 by the Board of Directors on the total remuneration, dedicated allowances, and operating expenses for members of the BOD and the Supervisory Board for 2025, with a voting ratio of 100%.
9. Approval of Proposal No. 49/25/BVBank/TT-HDQT dated April 3, 2025 on the 2025 charter capital increase plan of BVBank, with a voting ratio of 99.9875%.
10. Approval of Proposal No. 51/25/BVBank/TT-HDQT dated April 3, 2025 on the listing of bonds and other securities publicly issued after the completion of offering rounds by BVBank, with a voting ratio of 99.9875%.
11. Approval of Proposal No. 52/25/BVBank/TT-HDQT dated April 3, 2025 on the transfer of BVB shares from UPCOM to official listing on the Stock Exchange, with a voting ratio of 99.9875%.



12. Approval of Proposal No. 53/25/BVBank/TT-HDQT dated April 3, 2025 on the contingency recovery plan in the event of early intervention, with a voting ratio of 99.9875%.
13. Approval of Proposal No. 54/25/BVBank/TT-HDQT dated April 3, 2025 on the promulgation of the Regulations on organizing online General Meetings of Shareholders and electronic voting, with a voting ratio of 99.9875%.
14. Approval of Proposal No. 55/25/BVBank/TT-HDQT dated April 3, 2025 on the amendment and supplementation of BVBank's Charter, with a voting ratio of 99.9875%.

Mr. Le Anh Tai – Chairman of the General Meeting, delivered a closing speech, expressed his appreciation to all shareholders, and officially declared the closing of the 2025 Annual General Meeting of Shareholders of Viet Capital Commercial Joint Stock Bank (BVBank).

The 2025 AGM of BVBank concluded at 16 hours 30 minutes on the same day. These Minutes consist of 11 pages and were duly adopted at the Meeting.

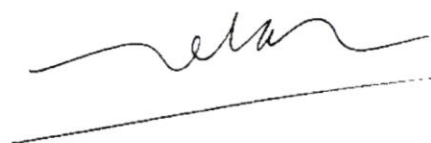
**GENERAL MEETING SECRETARY**



**LƯU CÔNG TOẠI**

**FOR CHAIRING PANEL**

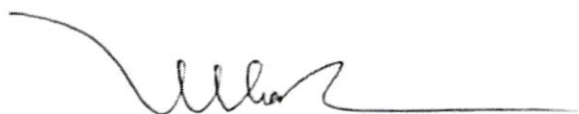
**CHAIRPERSON**



**LÊ ANH TÀI**



**PHẠM THỊ THẢO NGUYÊN**



**NGUYỄN THỊ HẢI CHÂU**

