

No: 09/NQ-MBS-HĐQT

Hanoi, date 04 month 02 year 2026

RESOLUTION

On the implementation of the plan for public offering of additional shares to increase charter capital

BOARD OF DIRECTORS OF MB SECURITIES JOINT STOCK COMPANY

- Pursuant to the Law on Enterprises and its guiding documents;
- Pursuant to the Law on Securities and its guiding documents;
- Pursuant to the Charter of MB Securities Joint Stock Company;
- Pursuant to Resolution No. 02/NQ-MBS-DHDCD dated December 16, 2025 of the Extraordinary General Meeting of Shareholders in 2025;
- Pursuant to Proposal No. 0202/TTr-IB dated February 02, 2026 of the General Director of MB Securities Joint Stock Company;
- Pursuant to the Minutes of collecting opinions of the members of the Board of Directors No. 12/BB-MBS-HĐQT dated 04/02/2026;

RESOLVES

Article 1: Approval of the implementation of the plan for the public offering of additional shares to increase charter capital in accordance with the plan approved by the Extraordinary General Meeting of Shareholders in 2025 under Resolution No. 02/NQ-MBS-DHDCD dated December 16, 2025, specifically as follows:

- Issuing organization: MB Securities Joint Stock Company
- Name of shares: Shares of MB Securities Joint Stock Company
- Securities code: MBS
- Type of shares: Ordinary shares
- Par value: VND 10,000 (Ten thousand Vietnamese dong) per share
- Number of shares before the offering: 667,318,981 shares
- Number of outstanding shares before the offering: 667,288,940 shares
- Number of treasury shares as of December 31, 2025: 30,041 shares
- Number of additionally offered shares: 333,659,490 ordinary shares
- Total offering value (at par value): VND 3,336,594,900,000 (Three trillion three hundred thirty-six billion five hundred ninety-four million nine hundred thousand Vietnamese dong)

- Offering recipients: Existing shareholders according to the list of shareholders finalized on the record date for allocation of rights to purchase additionally issued shares, as provided by the Vietnam Securities Depository and Clearing Corporation. Treasury shares shall not be entitled to exercise the right to purchase additional shares offered to existing shareholders.
- Rights exercise ratio: 2 : 1 (At the record date for rights exercise, a shareholder holding 01 share shall be entitled to 01 right, and a shareholder holding 02 rights shall be entitled to purchase 01 new share).
- Rounding principle: For any fractional shares (if any) arising from the exercise of rights by shareholders, in order to ensure that the total number of issued shares does not exceed the number of offered shares, the number of shares a shareholder is entitled to purchase shall be rounded down to the nearest whole share.
- Transfer restriction conditions: Additional shares issued to existing shareholders shall be freely transferable.
- Transfer of purchase rights: Existing shareholders whose names appear on the shareholder list at the record date for allocation of purchase rights shall have the right to transfer their purchase rights to other parties within the prescribed period. Such rights may be transferred only once, and the transferee shall not be entitled to further transfer to any third party. The transferor and the transferee shall mutually agree on the transfer price and payment for the transfer.
- Principle for determining the issue price for existing shareholders:
For shares of the Company offered to existing shareholders, given the preferential nature of the distribution 대상, and based on the conditions of the securities market, capital utilization needs, market value and book value of the shares, as well as on the analysis of price dilution, the offering price for existing shareholders is determined by the Company at VND 10,000 per share.
- Issue price: VND 10,000 (ten thousand Vietnamese dong) per share
- Expected proceeds: VND 3,336,594,900,000 (Three trillion three hundred thirty-six billion five hundred ninety-four million nine hundred thousand Vietnamese dong)
- Expected offering period: Expected to be in 2026, after the State Securities Commission grants the Certificate of Registration for the public offering of additional shares.
- Method for handling unsubscribed shares:
 - + The Company shall not distribute the difference between the number of shares registered for offering and the number of shares actually allocated with purchase rights ($= 50\% \times$ the number of outstanding shares).
 - + The unsubscribed shares include:
 - Shares remaining due to shareholders not exercising their purchase rights;
 - Fractional shares arising from rounding down when calculating the number of shares purchasable by existing shareholders.

- + With respect to the unsubscribed shares, the General Meeting of Shareholders authorizes the Board of Directors to decide on offering such shares to Military Commercial Joint Stock Bank and/or other investors at the offering price of VND 10,000 per share, which is equal to the offering price for existing shareholders.
- + The General Meeting of Shareholders approves the criteria for selecting other investors to whom the unsubscribed shares may be offered, and authorizes the Board of Directors to seek and select such investors, specifically as follows:
 - + Criteria for selecting investors to purchase the unsubscribed shares:
 - Domestic and foreign organizations and individuals that express interest, willingness, and possess sufficient financial capacity to invest in MBS shares;
 - Investors capable of contributing to the development of MBS;
 - Investors whose business activities do not adversely affect the interests of MBS.
- + The unsubscribed shares offered to Military Commercial Joint Stock Bank and/or other investors as decided by the Board of Directors shall be subject to transfer restrictions for a period of one (01) year from the end date of the offering.
- + The distribution of unsubscribed shares to other investors must comply with the conditions stipulated in the Law on Enterprises 2020, the Law on Securities 2019, Decree No. 155/2020/ND-CP, and other relevant legal regulations, including but not limited to the following conditions:
 - Compliance with Clause 2, Article 195 of the Law on Enterprises 2020: *"A subsidiary shall not invest in or purchase shares of its parent company. Subsidiaries of the same parent company shall not concurrently contribute capital or purchase shares to cross-own each other."*
 - Satisfaction of the offering conditions prescribed in Article 42 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Law on Securities.



Article 2: Approval of measures to ensure compliance with regulations on foreign ownership:

Pursuant to the Charter of the Company and Official Letter No. 1852/UBCK-QLKD dated May 07, 2021 of the State Securities Commission regarding the reporting of foreign ownership ratio, the maximum foreign ownership ratio of MBS is 49%.

The Board of Directors undertakes to apply measures in accordance with applicable laws to ensure that, after the implementation of the public offering of securities, the foreign ownership ratio remains in compliance with the provisions of Article 77 of the Law on Securities and Article 9 of the Company's Charter.

Article 3: Approval of the registration of securities and additional listing of all additionally issued shares:

All additionally issued shares shall be registered as additional securities at the Vietnam Securities Depository and Clearing Corporation and registered for additional listing at the Stock Exchange.

The Board of Directors of MB Securities Joint Stock Company undertakes that, upon completion of the public offering of additional shares to increase charter capital, it shall register such additional securities at the Vietnam Securities Depository and Clearing Corporation and register the listing of the entire number of successfully issued shares at the Stock Exchange in compliance with applicable laws.

Article 4: Approval of other matters following the completion of the issuance:

- Amendment of the Charter: Approval of the increase in charter capital and amendment of the charter capital amount stipulated in the Company's Charter based on the actual issuance results.
- Amendment of the Establishment and Operation License; Enterprise Registration Certificate: Approval of the amendment of the Establishment and Operation License and the Enterprise Registration Certificate to reflect the new charter capital based on the actual issuance results.

Article 5: Approval of the plan for the use of proceeds from the issuance of rights to purchase shares to existing shareholders for the increase of charter capital

The total proceeds expected to be raised from the issuance are up to VND 3,336,594,900,000 (Three trillion three hundred thirty-six billion five hundred ninety-four million nine hundred thousand Vietnamese dong). The Company shall allocate such proceeds to supplement resources for its business activities, specifically as follows:

No.	Plan for the use of proceeds	Expected investment amount (VND)	Expected period of use
1.	Supplementing capital for proprietary trading activities	1,000,000,000,000	From 2026, in accordance with the Company's plan
2.	Supplementing and providing capital for margin trading (margin lending) activities	2,336,594,900,000	From 2026, in accordance with the Company's plan
	Total	3,336,594,900,000	

In the event that the proceeds from the issuance of share purchase rights to existing shareholders are insufficient to fully serve all of the purposes stated above, the order of priority for the use of proceeds shall be as follows, in descending order:

- Priority 1: Supplementation of capital for proprietary trading activities; followed by
- Priority 2: Supplementation and provision of capital for margin lending activities.

The General Meeting of Shareholders authorizes the Board of Directors to decide on adjustments to the allocation of proceeds from the offering among the approved purposes and/or

to change the purposes of use of the proceeds from the offering with a value of change of less than 50% of the total proceeds from the offering, in accordance with actual circumstances, ensuring compliance with applicable laws and regulations, and to report such adjustments to the nearest General Meeting of Shareholders.

To ensure flexibility, efficiency in the use of capital, and to safeguard the interests of shareholders and the Company, during the period in which the proceeds have not yet been used for the approved purposes, the Company shall deposit such funds with banks and/or invest in bank certificates of deposit.

In the event that upon the expiration of the offering period for shares offered to existing shareholders in accordance with regulations, the Company is unable to distribute all of the registered shares and the proceeds raised from the offering are less than expected, depending on actual circumstances, the General Meeting of Shareholders authorizes the Board of Directors to implement the following measures:

- To apply for an extension of the offering period in order to continue offering all remaining shares in compliance with applicable laws and regulations;
- Additionally, if the Company fails to raise the expected amount of proceeds from the offering, the Company shall use other funding sources such as bank loans and/or other solutions in accordance with applicable laws and the Company's internal regulations to implement the proposed plans.

Article 6: To assign the Legal Representative of MB Securities Joint Stock Company to carry out relevant tasks for the implementation of the plan for the additional public offering of shares to increase the charter capital, including but not limited to the following:

(i) To prepare, approve, and execute all dossiers, documents, undertakings, and reports included in the application file for the additional public offering of shares to be submitted to the State Securities Commission of Vietnam for the issuance of the Certificate of Registration for the additional public offering of shares;

(ii) To prepare, approve, amend, supplement, update, and execute dossiers, documents, written undertakings, explanatory reports, and other supplementary documents, and to complete the application file for the additional public offering of shares in accordance with the requirements of the State Securities Commission of Vietnam, ensuring compliance with applicable laws and regulations in order to obtain the Certificate of Registration for the additional public offering of shares;

(iii) To organize and implement the issuance plan after obtaining the Certificate of Registration for the additional public offering of shares from the State Securities Commission of Vietnam, including but not limited to: information disclosure; execution of all relevant documents, dossiers, and materials in accordance with applicable laws and guidance from competent authorities to implement and complete the matters approved by the Board of Directors; carrying out legal procedures to amend the license for establishment and operation and the enterprise registration certificate to reflect the new charter capital upon completion of the offering; executing all relevant documents, dossiers, and materials to register the additional securities



with the Vietnam Securities Depository and Clearing Corporation; and registering the listing of all successfully issued additional shares with the Stock Exchange.

Article 7: This Resolution shall take effect from the date of signing.

Members of the Board of Directors, the Board of Management, and relevant parties shall be responsible for the implementation of this Resolution in accordance with applicable laws and regulations.

Recipients:

- BOD, BOS;
- CEO;
- Filed at: BOD Office

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



The stamp is a red circular seal. The outer ring contains the text "P. S. G. P. 118-C. T. P. H. A. N. O. I." at the top and "O. C. H. Q. D. U. A. T. P. H. A. N. O. I." at the bottom. The inner circle contains the text "CÔNG TY CỔ PHẦN CHỨNG KHOÁN MB" in the center. A handwritten signature is written over the stamp.

Le Viet Hai

Note: In the event of any discrepancies between the two language versions of this Document, the Vietnamese version shall prevail.