

No.: 012504/26/CV-TCBS

Hanoi, April 25, 2026

**PERIODIC INFORMATION DISCLOSURE**

**To: State Securities Commission  
Vietnam Stock Exchange  
Hochiminh Stock Exchange**

1. Name of organization: Techcom Securities Joint Stock Company
  - Stock code: TCX
  - Address: 27th, 28th and 29th floors, C5 D'Capitale Building, 119 Tran Duy Hung Street, Yen Hoa Ward, Hanoi City.
  - Tel: Fax:
  - E-mail: [baocao\\_tcbs@techcombank.com.vn](mailto:baocao_tcbs@techcombank.com.vn)
2. Contents of information disclosure:
  - Resolution No. 012504/26/NQ-ĐHĐCĐ-TCBS of the 2026 Annual General Meeting of Shareholders dated April 25, 2026.
  - Meeting Minutes of the 2026 Annual General Meeting of Shareholders dated April 25, 2026.
  - Other relevant documents.
3. This information was posted on TCBS website on April 25, 2026 at this link: <https://www.tcbs.com.vn>.  
We hereby declare to be responsible for the accuracy and completeness of the above information.

***Attached documents:***

*- Resolution, Meeting Minutes  
of the 2026 Annual General  
Meeting of Shareholders and  
other relevant documents*

**TECHCOM SECURITIES JOINT STOCK COMPANY**

Person authorized to disclose information



**NGO HOANG HA**



**RESOLUTION OF THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
TECHCOM SECURITIES JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 adopted by the National Assembly on 17 June 2020, and its implementing, amending and supplementing documents from time to time;
- Pursuant to the Securities Law No. 54/2019/QH14 adopted by the National Assembly on November 26, 2019, and its implementing, amending and supplementing documents from time to time;
- Pursuant to the Charter of Techcom Securities Joint Stock Company (the "Company" or "TCBS");
- Pursuant to the Minutes of the 2026 Annual General Meeting of Shareholders of the Company No. 012504/26/BB-ĐHĐCĐ-TCBS dated April 25, 2026;

**RESOLVED:**

- Article 1** Approval of the Report of the Board of Directors on corporate governance and performance of the Board of Directors and individual board members in 2025 and strategic direction for 2026 as detailed in Report No. 010304/26/BC-ĐHĐCĐ-TCBS (as attached).
- Article 2** Approval of the Report of the Supervisory Board on 2025 activities and 2026 plan as detailed in Report No. 020304/26/BC-ĐHĐCĐ-TCBS (as attached).
- Article 3** Approval of the Proposal on 2025 business performance report and approval of 2026 business plan of Techcom Securities Joint Stock Company as detailed in Proposal No. 010304/26/TT-ĐHĐCĐ-TCBS (as attached).
- Article 4** Approval of the Proposal on the audited financial statements and profit allocation plan in 2025 as detailed in Proposal No. 020304/26/TT-ĐHĐCĐ-TCBS (as attached).
- Article 5** Approval of the Proposal on the list of independent audit firms to provide audit services as required by law to Techcom Securities Joint Stock Company as detailed in Proposal No. 030304/26/TT-ĐHĐCĐ-TCBS (as attached).
- Article 6** Approval of the Proposal on performance-based bonus payment for the Board of Directors of Techcom Securities Joint Stock Company as detailed in Proposal No. 040304/26/TT-ĐHĐCĐ-TCBS (as attached).



**Article 7** Approval of the Proposal on the 2026 budget for the Board of Directors and Supervisory Board of Techcom Securities Joint Stock Company as detailed in Proposal No. 050304/26/TT-ĐHĐCĐ-TCBS (as attached).

**Article 8** Approval of the Proposal on amendments and supplements to the regulations on the organization and operation of the Board of Directors of Techcom Securities Joint Stock Company as detailed in Proposal No. 060304/26/TT-ĐHĐCĐ-TCBS (as attached).

**Article 9** Approval of the Proposal to update the share issuance plan to pay the 2024 dividend as detailed in Proposal No. 070304/26/TT-ĐHĐCĐ-TCBS (as attached).

**Article 10** Approval of the Proposal on the plan to increase charter capital through the issuance of shares under the Employee Stock Option Program of Techcom Securities Joint Stock Company as detailed in Proposal No. 080304/26/TT-ĐHĐCĐ-TCBS (as attached).

**Article 11** Approval of the Proposal on the 2025 dividend payment plan as detailed in Proposal No. 012304/26/TT-ĐHĐCĐ-TCBS (as attached).

**Article 12** Organization and implementation:

12.1. The Chairman of the Board of Directors is authorized to organize and carry out all necessary procedures and related tasks to effectively implement the above matters as approved by the General Meeting of Shareholders, in accordance with applicable laws and the Company's Charter.

12.2. This resolution shall take effect from the date of signing.

12.3. All shareholders, the Board of Directors, the Supervisory Board, the CEO, and relevant departments and individuals of the Company shall be responsible for implementing this Resolution.

**Recipients:**

- *As per Article 12;*

- *For filing – Board of Directors Office.*

**TECHCOM SECURITIES JOINT STOCK COMPANY**

**ON BEHALF OF THE GENERAL MEETING OF SHAREHOLDERS**

**CHAIRMAN OF THE BOARD OF DIRECTORS**



**NGUYEN XUAN MINH**



No.: 012504/26/BB-DHĐCĐ-TCBS

*Hanoi, April 25, 2026*

**MEETING MINUTES**  
**2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**  
**TECHCOM SECURITIES JOINT STOCK COMPANY**

The 2026 Annual General Meeting of Shareholders ("AGM") of Techcom Securities Joint Stock Company ("TCBS") was held at 14:00 on April 25, 2026 at Almaz International Convention Center, Hoa Hong Street, Vinhomes Riverside Urban Area, Phuc Loi Ward, Hanoi with the following details:

**I. GENERAL INFORMATION**

Company Name: **TECHCOM SECURITIES JOINT STOCK COMPANY**  
Head Office: 27<sup>th</sup>, 28<sup>th</sup> and 29<sup>th</sup> Floors, C5 Building – D'Capitale, 119 Tran Duy Hung, Yen Hoa Ward, Hanoi City  
Establishment and Operation License No. 125/GP-UBCK issued by the State Securities Commission on May 30, 2018  
Enterprise Registration Certificate No.: 0102935813 issued by the Hanoi Department of Planning and Investment for the first time on May 30, 2018

**II. ATTENDEES OF THE MEETING**

**1. The Board of Directors of TCBS ("BOD")**

- Mr. Nguyen Xuan Minh – Chairman of the Board of Directors
- Ms. Nguyen Thi Diu – Vice Chairwoman and Independent member
- Ms. Nguyen Thi Thu Hien – Board member and Chief Executive Officer
- Mr. Le Huy Hoang – Board member
- Mr. Alexandre Charles Emmanuel Macaire – Board member

**2. The Supervisory Board of TCBS**

- Mr. Dang Van Khai – Head of the Supervisory Board
- Ms. Hoang Thi Kim Cuc – Member of the Supervisory Board



3. Representatives of the Management including the Chief Executive Officer, Deputy Chief Executive Officers and Directors of the Company.
4. Shareholders recorded as of March 24, 2026 per the list provided by Vietnam Securities Depository and Clearing Corporation (VSDC), or their duly authorized representatives

## **PART 1: OPENING OF THE AGM**

### **III. REPORT ON VERIFICATION AND REGISTRATION OF SHAREHOLDERS**

#### **1. Shareholder Verification and Registration Committee**

- Ms. Hoang Thi Kim Cuc – Head
- Ms. Nguyen Thuy Huong – Member
- Ms. Nguyen Thi Thuy – Member
- Mr. Do Tuan Linh – Independent Member

#### **2. Report on the shareholder eligibility verification**

Ms. Hoang Thi Kim Cuc – Head of the Shareholder Verification and Registration Committee presented the Minutes of Verification and Registration of Shareholders attending the 2026 Annual General Meeting of Shareholders of Techcom Securities Joint Stock Company, held on 25 April 2026, as follows:

- At the time of commencement of the AGM, the total number of delegates (including shareholders attending in person and duly authorized representatives of shareholders) was 146 delegates, representing 2,141,843,370 outstanding shares with voting rights, equivalent to 92.6680% of the total voting shares of TCBS (each ordinary share attended and voted at the AGM corresponds to one (01) voting right).
- Pursuant to the Law on Enterprises and the Charter of Techcom Securities Joint Stock Company, with the voting shares represented at the Meeting accounting for 92.6680% of the total voting shares, the AGM of TCBS satisfied all conditions to be duly convened and conducted.

### **IV. CHAIRMAN, SECRETARIAL COMMITTEE AND VOTE COUNTING COMMITTEE**

1. According to the provisions of Point a, Clause 2, Article 146 of the Law on Enterprises 2020, Mr. Nguyen Xuan Minh – Chairman of the Board of Directors chaired the meeting.
2. The presiding committee
  - Mr. Nguyen Xuan Minh – Chairman of the Board of Directors
  - Ms. Nguyen Thi Thu Hien – Member of the Board of Directors and Chief Executive Officer
  - Mr. Ngo Hoang Ha – Deputy Chief Executive Officer

3. The Chairman of the AGM appointed the Secretarial Committee, including:
  - Ms. Ninh Thi Huong – Head
  - Ms. Dao Thi Hiep – Member
4. At the proposal of the Chairperson, the AGM proceeded to vote on the election of the Vote Counting Committee of the AGM by way of show of voting cards, with an approval rate of 100% of the total voting rights of the shareholders present at the time the voting was conducted. Accordingly, the Vote Counting Committee was elected and consists of the following members:
  - Ms. Hoang Thi Kim Cuc – Head
  - Ms. Nguyen Thuy Huong – Member
  - Ms. Nguyen Thi Thuy – Member
  - Mr. Do Tuan Linh – Independent Member

#### **V. APPROVAL OF MEETING AGENDA AND REGULATIONS**

The Chairperson presented the Meeting Regulations and Agenda. During the preparation for the organization of the AGM, the Board of Directors received a request from a group of shareholders owning at least 5% of the total outstanding ordinary shares of TCBS regarding the distribution of dividends for the fiscal year 2025.

Based on the shareholders' proposal, the applicable laws, and the Charter of TCBS, the Board of Directors adopted a Resolution dated 23 April 2026 approving the addition of the Proposal on the dividend payment plan for 2025 to the agenda of the 2026 Annual General Meeting of Shareholders, and the inclusion of the relevant documentation to be submitted to the AGM.

1. The AGM voted by show of voting cards to approve the Meeting Regulations, with an approval rate of 100% of the total voting shares present and voting at the AGM.
2. The AGM unanimously voted by show of voting cards, with an approval rate of 100%, to approve the additional item to the Meeting Agenda and to adopt the Agenda of the AGM.

### **PART 2: MEETING PROCEEDINGS**

#### **VI. PRESENTATIONS BY MANAGEMENT**

1. Ms. Nguyen Thi Thu Hien – Board Member and Chief Executive Officer, on behalf of the Board of Directors of the Company, presented the 2025 business performance report and 2026 business plan of Techcom Securities Joint Stock Company according to Proposal No. 010304/26/TT-ĐHĐCĐ-TCBS.
2. Mr. Nguyen Xuan Minh – Chairman of the Board of Directors presented the Report of the Board of Directors on corporate governance and performance of the Board of Directors and

individual board members in 2025 and strategic direction for 2026 according to Report No. 010304/26/BC-ĐHĐCĐ-TCBS.

3. Mr. Dang Van Khai – Head of the Supervisory Board presented the following contents:
  - The Supervisory Board's report on 2025 activities and 2026 plan according to Report No. 020304/26/BC-ĐHĐCĐ-TCBS.
  - Proposal on the list of independent audit firms to provide audit services as required by law to Techcom Securities Joint Stock Company according to Proposal No. 030304/26/TT-ĐHĐCĐ-TCBS.
4. Mr. Ngo Hoang Ha – Deputy Chief Executive Officer presented the following reports:
  - Audited Financial Statements and Profit Distribution Plan for 2025 according to Proposal No. 020304/26/TT-ĐHĐCĐ-TCBS.
  - The performance-based bonus payment for the Board of Directors of Techcom Securities Joint Stock Company according to Proposal No. 040304/26/TT-ĐHĐCĐ-TCBS.
  - The 2026 budget for the Board of Directors and Supervisory Board of Techcom Securities Joint Stock Company according to Proposal No. 050304/26/TT-ĐHĐCĐ-TCBS.
  - The amendment and supplement of the regulations on the organization and operation of the Board of Directors of Techcom Securities Joint Stock Company according to Proposal No. 060304/26/TT-ĐHĐCĐ-TCBS.
  - The updated share issuance plan to pay 2024 dividend according to Proposal No. 070304/26/TT-ĐHĐCĐ-TCBS.
  - The plan to increase charter capital through the issuance of shares under the Employee Stock Option Program of Techcom Securities Joint Stock Company according to Proposal No. 080304/26/TT-ĐHĐCĐ-TCBS.
  - 2025 dividend payment plan according to Proposal No. 012304/26/TT-ĐHĐCĐ-TCBS.

## **VII. DISCUSSION AND VOTING**

Following the presentation of the Reports and Proposal, the Chairman of the Meeting conducted a discussion session on the matters presented for a duration of 30 minutes.

The presiding committee and the AGM listened to the opinions of shareholders, and members of the presiding committee provided responses, explanations, and exchanges regarding the questions of interest raised by shareholders at the Meeting.

The AGM reached consensus on the discussion matters and the responses provided at the Meeting, and no further opinions were raised by the shareholders. Details of the discussion at the Meeting are set out in the Appendix attached to this Minutes.

Upon completion of the discussion session, the Chairman proceeded to the voting session to approve the Reports and Proposals by means of Voting Ballots.

At the time immediately preceding the voting, the number of shareholders and authorized representatives of shareholders attending the Meeting in person totaled 146 individuals, representing 2,141,843,370 shares, equivalent to 92.6680% of the total voting rights of TCBS, and corresponding to 100% of the total voting shares entitled to vote at the AGM.

Ms. Hoang Thi Kim Cuc – Head of the Vote Counting Committee – instructed the shareholders on the voting procedures in accordance with the Regulations of the Meeting, and the shareholders carried out the voting in compliance with the prescribed regulations.

After the shareholders completed the submission of Voting Ballots for each agenda item, the ballot box was sealed in the presence of the AGM and transferred to the vote-counting area for the Vote Counting Committee to conduct the vote counting.

The Vote Counting Committee carried out the vote counting at the designated counting room. During the period in which the Vote Counting Committee performed its duties, the AGM took a 15-minute break.

## VIII. VOTE RESULTS

After the conclusion of the vote counting period, Ms. Hoang Thi Kim Cuc – Head of the Vote Counting Committee – announced to the AGM the voting results conducted by way of collecting and casting ballot papers into the ballot box, as follows:

Results of voting on the matters submitted to the Annual General Meeting of Shareholders as stated in the Voting Ballot (Voting Card No. 2 at the Meeting):

No.	Description	Number of votes	Percentage
	Total voting rights issued to shareholders and authorized representatives attending the Meeting	2,141,843,370	100%
1	<i>Total votes collected</i>	2,141,842,957	99.9999807175%
2	<i>Non-voting ballots</i>	413	0.0000192825%

1. Approving the Report of the Board of Directors on corporate governance and performance of the Board of Directors and individual Board members in 2025 and strategic direction for 2026 according to Report No. 010304/26/BC-ĐHĐCĐ-TCBS.

*The voting results are as follows:*

No.	Description	Number of Votes	Voting Ratio
1	Total valid votes collected, including:	2,141,819,956	99.9989068295%
1.1	<i>Number of votes in favor</i>	2,141,819,936	99.9989058957%
1.2	<i>Number of votes against</i>	0	0.0000000000%
1.3	<i>Number of abstentions</i>	20	0.0000009338%
2	Number of invalid votes	23,001	0.0010738880%
3	Number of non-voting ballots	413	0.0000192825%
	<b>Total registered voting rights attending the Meeting</b>	2,141,843,370	100%
	<b>Approval ratio</b>		99.9989058957%

2. Approving the Report of the Supervisory Board on 2025 activities and 2026 plan according to Report No. 020304/26/BC-ĐHĐCĐ-TCBS.

*The voting results are as follows:*

No.	Description	Number of Votes	Voting Ratio
1	Total valid votes collected, including:	2,141,819,956	99.9989068295%
1.1	<i>Number of votes in favor</i>	2,141,819,936	99.9989058957%
1.2	<i>Number of votes against</i>	0	0.0000000000%
1.3	<i>Number of abstentions</i>	20	0.0000009338%
2	Number of invalid votes	23,001	0.0010738880%
3	Number of non-voting ballots	413	0.0000192825%
	<b>Total registered voting rights attending the Meeting</b>	2,141,843,370	100%
	<b>Approval ratio</b>		99.9989058957%

3. Approving the 2025 business performance report and 2026 business plan of Techcom Securities Joint Stock Company according to Proposal No. 010304/26/TT-ĐHĐCĐ-TCBS.

*The voting results are as follows:*

No.	Description	Number of Votes	Voting Ratio
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<b>1</b>	Total valid votes collected, including:	2,141,819,956	99.9989068295%
1.1	<i>Number of votes in favor</i>	2,141,819,936	99.9989058957%
1.2	<i>Number of votes against</i>	0	0.0000000000%
1.3	<i>Number of abstentions</i>	20	0.0000009338%
<b>2</b>	Number of invalid votes	23,001	0.0010738880%
<b>3</b>	Number of non-voting ballots	413	0.0000192825%
	<b>Total registered voting rights attending the Meeting</b>	2,141,843,370	100%
	<b>Approval ratio</b>		99.9989058957%

4. Approving the Audited Financial Statements and profit allocation plan in 2025 according to the Proposal No. 020304/26/TT-ĐHĐCĐ-TCBS.

*The voting results are as follows:*

No.	Description	Number of Votes	Voting Ratio
<b>1</b>	Total valid votes collected, including:	2,141,819,956	99.9989068295%
1.1	<i>Number of votes in favor</i>	2,135,601,060	99.7085543188%
1.2	<i>Number of votes against</i>	6,218,876	0.2903515769%
1.3	<i>Number of abstentions</i>	20	0.0000009338%
<b>2</b>	Number of invalid votes	23,001	0.0010738880%
<b>3</b>	Number of non-voting ballots	413	0.0000192825%
	<b>Total registered voting rights attending the Meeting</b>	2,141,843,370	100%
	<b>Approval ratio</b>		99.7085543188%

5. Approving the list of independent audit firms to provide audit services as required by law to Techcom Securities Joint Stock Company according to Proposal No. 030304/26/TT-ĐHĐCĐ-TCBS.

*The voting results are as follows:*

No.	Description	Number of Votes	Voting Ratio
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<b>1</b>	Total valid votes collected, including:	2,141,819,956	99.9989068295%
1.1	<i>Number of votes in favor</i>	2,133,405,686	99.6060550403%
1.2	<i>Number of votes against</i>	753,289	0.0351701254%
1.3	<i>Number of abstentions</i>	7,660,981	0.3576816637%
<b>2</b>	Number of invalid votes	23,001	0.0010738880%
<b>3</b>	Number of non-voting ballots	413	0.0000192825%
	<b>Total registered voting rights attending the Meeting</b>	2,141,843,370	100%
	<b>Approval ratio</b>		99.6060550403%

6. Approving the performance-based bonus payment for the Board of Directors of Techcom Securities Joint Stock Company according to Proposal No. 040304/26/TT-ĐHĐCĐ-TCBS.

*The voting results are as follows:*

No.	Description	Number of Votes	Voting Ratio
<b>1</b>	Total valid votes collected, including:	2,141,819,956	99.9989068295%
1.1	<i>Number of votes in favor</i>	2,141,819,233	99.9988730735%
1.2	<i>Number of votes against</i>	703	0.0000328222%
1.3	<i>Number of abstentions</i>	20	0.0000009338%
<b>2</b>	Number of invalid votes	23,001	0.0010738880%
<b>3</b>	Number of non-voting ballots	413	0.0000192825%
	<b>Total registered voting rights attending the Meeting</b>	2,141,843,370	100%
	<b>Approval ratio</b>		99.9988730735%

7. Approving the 2026 budget for the Board of Directors and Supervisory Board of Techcom Securities Joint Stock Company according to Proposal No. 050304/26/TT-ĐHĐCĐ-TCBS.

*The voting results are as follows:*

No.	Description	Number of Votes	Voting Ratio
<b>1</b>	Total valid votes collected, including:	2,141,819,956	99.9989068295%
1.1	<i>Number of votes in favor</i>	2,141,819,936	99.9989058957%

1.2	<i>Number of votes against</i>	0	0.0000000000%
1.3	<i>Number of abstentions</i>	20	0.0000009338%
2	Number of invalid votes	23,001	0.0010738880%
3	Number of non-voting ballots	413	0.0000192825%
	<b>Total registered voting rights attending the Meeting</b>	2,141,843,370	100%
	<b>Approval ratio</b>		99.9989058957%

8. Approving the Proposal on amendments and supplements of the regulations on the organization and operation of the Board of Directors of Techcom Securities Joint Stock Company in Proposal No. 060304/26/TT-ĐHĐCĐ-TCBS.

*The voting results are as follows:*

No.	Description	Number of Votes	Voting Ratio
1	Total valid votes collected, including:	2,141,819,956	99.9989068295%
1.1	<i>Number of votes in favor</i>	2,141,819,936	99.9989058957%
1.2	<i>Number of votes against</i>	0	0.0000000000%
1.3	<i>Number of abstentions</i>	20	0.0000009338%
2	Number of invalid votes	23,001	0.0010738880%
3	Number of non-voting ballots	413	0.0000192825%
	<b>Total registered voting rights attending the Meeting</b>	2,141,843,370	100%
	<b>Approval ratio</b>		99.9989058957%

9. Approving the Proposal to update the share issuance plan to pay 2024 dividend according to Proposal No. 070304/26/TT-ĐHĐCĐ-TCBS.

*The voting results are as follows:*

No.	Description	Number of Votes	Voting Ratio
1	Total valid votes collected, including:	2,141,819,956	99.9989068295%
1.1	<i>Number of votes in favor</i>	2,138,768,131	99.8564209203%
1.2	<i>Number of votes against</i>	3,051,805	0.1424849755%
1.3	<i>Number of abstentions</i>	20	0.0000009338%

2	Number of invalid votes	23,001	0.0010738880%
3	Number of non-voting ballots	413	0.0000192825%
	<b>Total registered voting rights attending the Meeting</b>	2,141,843,370	100%
	<b>Approval ratio</b>		99.8564209203%

10. Approving the plan to increase charter capital through the issuance of shares under the Employee Stock Option Program of Techcom Securities Joint Stock Company according to Proposal No. 080304/26/TT-ĐHĐCĐ-TCBS.

*The voting results are as follows:*

No.	Description	Number of Votes	Voting Ratio
1	Total valid votes collected, including:	2,141,819,956	99.9989068295%
1.1	<i>Number of votes in favor</i>	2,098,930,913	97.9964708157%
1.2	<i>Number of votes against</i>	42,889,023	2.0024350800%
1.3	<i>Number of abstentions</i>	20	0.0000009338%
2	Number of invalid votes	23,001	0.0010738880%
3	Number of non-voting ballots	413	0.0000192825%
	<b>Total registered voting rights attending the Meeting</b>	2,141,843,370	100%
	<b>Approval ratio</b>		97.9964708157%

11. Approving the 2025 dividend payment plan according to Proposal No. 012304/26/TT-ĐHĐCĐ-TCBS.

*The voting results are as follows:*

No.	Description	Number of Votes	Voting Ratio
1	Total valid votes collected, including:	2,141,819,956	99.9989068295%
1.1	<i>Number of votes in favor</i>	2,075,715,103	96.9125535543%
1.2	<i>Number of votes against</i>	49,163,921	2.2954022544%
1.3	<i>Number of abstentions</i>	16,940,932	0.7909510208%
2	Number of invalid votes	23,001	0.0010738880%
3	Number of non-voting ballots	413	0.0000192825%

	<b>Total registered voting rights attending the Meeting</b>	2,141,843,370	100%
	<b>Approval ratio</b>		96.9125535543%

12. Approval of the assignment and authorization of the Chairman of the Board of Directors of the Company to organize the implementation of all other necessary procedures and tasks to successfully implement the above contents after being approved by the AGM, in accordance with the provisions of law and the Company's Charter.

*The voting results are as follows:*

No.	Description	Number of Votes	Voting Ratio
1	Total valid votes collected, including:	2,141,819,756	99.9988974917%
1.1	<i>Number of votes in favor</i>	2,141,819,736	99.9988965580%
1.2	<i>Number of votes against</i>	0	0.0000000000%
1.3	<i>Number of abstentions</i>	20	0.0000009338%
2	Number of invalid votes	23,201	0.0010832258%
3	Number of non-voting ballots	413	0.0000192825%
	<b>Total registered voting rights attending the Meeting</b>	2,141,843,370	100%
	<b>Approval ratio</b>		99.9988965580%

#### **IX. MATTERS APPROVED BY THE ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Based on the voting results at the AGM, the Company's Annual General Meeting of Shareholders in 2026 approved the following contents:

1. Approval of the report of the Board of Directors on corporate governance and performance of the Board of Directors and individual board members in 2025 and strategic direction for 2026 according to Report No. 010304/26/BC-ĐHĐCĐ-TCBS.
2. Approval of the report of the Supervisory Board on 2025 activities and 2026 plan according to Report No. 020304/26/BC-ĐHĐCĐ-TCBS.
3. Approval of the 2025 business performance report and 2026 business plan of Techcom Securities Joint Stock Company according to Proposal No. 010304/26/TT-ĐHĐCĐ-TCBS.
4. Approval of the audited financial statements and profit allocation plan in 2025 according to Proposal No. 020304/26/TT-ĐHĐCĐ-TCBS.

5. Approval of the list of independent audit firms to provide audit services as required by law to Techcom Securities Joint Stock Company according to Proposal No. 030304/26/TT-ĐHĐCĐ-TCBS.
6. Approval of the performance-based bonus payment for the Board of Directors of Techcom Securities Joint Stock Company according to Proposal No. 040304/26/TT-ĐHĐCĐ-TCBS.
7. Approval of the 2026 budget for the Board of Directors and Supervisory Board of Techcom Securities Joint Stock Company, as set out in Proposal No. 050304/26/TT-ĐHĐCĐ-TCBS.
8. Approval of the amendment and supplement of the regulations on the organization and operation of the Board of Directors of Techcom Securities Joint Stock Company, as set out in Proposal No. 060304/26/TT-ĐHĐCĐ-TCBS.
9. Approval of the proposal to update the share issuance plan to pay 2024 dividend according to Proposal No. 070304/26/TT-ĐHĐCĐ-TCBS.
10. Approval of the plan to increase charter capital through the issuance of shares under the Employee Stock Option Program of Techcom Securities Joint Stock Company according to Proposal No. 080304/26/TT-ĐHĐCĐ-TCBS.
11. Approval of the 2025 dividend payment plan according to Proposal No. 012304/26/TT-ĐHĐCĐ-TCBS.
12. Approval of the assignment and authorization of the Chairman of the Board of Directors of the Company to organize the implementation of all other necessary procedures and tasks to successfully implement the above contents after being approved by the Annual General Meeting of Shareholders, in accordance with the provisions of law and the Company's Charter.

### **PART 3: CLOSING PROCEDURES**

#### **X. APPROVAL OF THE MINUTES AND RESOLUTIONS OF THE AGM**

Ms. Ninh Thi Huong – Head of the Secretarial Committee, as designated by the Chairperson, presented the Draft Minutes and Draft Resolutions of the Annual General Meeting of Shareholders.

Upon completion of the presentation by Ms. Ninh Thi Huong, the Chairperson proceeded to conduct the voting of the Annual General Meeting by Voting Cards. The AGM approved the Draft Minutes and the Draft Resolutions of the AGM with 100% of the total voting rights of shareholders present and voting at the Meeting voting in favor.

These Minutes were fully and accurately recorded by the Secretarial Committee. The Minutes were read to the AGM and approved by the AGM prior to the conclusion of the Meeting. The Minutes were made in one (01) original copy and are kept on file at the Company's office.

The 2026 Annual General Meeting of Shareholders of the Company was concluded at 16:00 on the same day./.

**SECRETARY OF  
THE GENERAL MEETING**



**NINH THI HUONG**

**CHAIRMAN OF  
THE BOARD OF DIRECTORS**



**NGUYEN XUAN MINH**

## DISCUSSION APPENDIX

*(Attached to the Minutes of the Annual General Meeting of Shareholders dated April 25, 2026 of Techcom Securities Joint Stock Company)*

**Question: Could the Company please advise when the crypto exchange is expected to be approved? In addition, will TCBS launch a gold trading platform this year?**

**Answer: Chairman of the Board of Directors**

At present, TCBS is among the few companies selected by the authorities to continue undergoing review and assessment in relation to tokenized assets. This is a very new sector in Vietnam; therefore, state regulators are spending considerable time researching and completing an appropriate legal framework. On that basis, we expect that licensing for this segment could be granted this year; however, the specific timeline will continue to depend on decisions by the authorities.

For TCBS, tokenized assets are not limited solely to operating a trading exchange. In fact, the exchange itself represents only a small component within the value chain that TCBS aims to develop. Our objective is to build a comprehensive ecosystem for tokenized assets, encompassing areas such as advisory services for issuance and tokenization of real-world assets for trading, as well as custodial services. As a subsidiary of a major banking group, TCBS has advantages in applying governance standards, risk management, and security controls, thereby providing clients with confidence regarding the safety of assets held in wallets. Accordingly, the trading market accounts for only one part of the broader picture TCBS envisions for the tokenized asset space.

Our goal is to be able to deploy business operations swiftly once the compulsory licenses are granted. Nevertheless, developing a new industry is inherently a long-term process, requiring time to build systems, products, infrastructure, and value-added services on new technological platforms.

Regarding the gold segment, Techcombank is currently participating in the process of applying for a license to trade physical gold. Over the long term, potential gold-related products and platforms may gradually be developed in Vietnam, including gold trading, gold-linked securities, gold derivatives, and gold ETFs.

At present, state regulators are also studying policy direction for licensing the establishment of gold exchanges. TCBS is contributing to discussions and research in this area; however, concrete implementation will still need to await official direction and decisions from the State before further steps can be taken.

**Question: In the CEO's presentation, it was mentioned that 2026 will be the year TCBS undertakes a comprehensive AI transformation. Does the Company set any specific targets, for example a CIR (Cost-to-Income Ratio) target, given that the current CIR is already lower than the industry average?**

**Answer: Chief Executive Officer**

The AI transformation will not have an immediate impact on the CIR. In the near term, it will instead reshape our governance and operating model, enabling us to rapidly create new product lines with the same team size. As you have seen over recent years, although we have continuously launched new products, our headcount has not increased significantly. This is because we have been able to optimize the productivity of our existing workforce through technology to develop new products for clients—that is the true efficiency gained. AI, moreover, will change our mindset and the way we manage the

product lifecycle, which is far more important to the Company at this stage than the immediate profitability of new product lines.

**Answer: Chairman of the Board of Directors**

About ten years ago, when TCBS began its digital transformation journey, we shifted from paper-based operations to full digitalization, moving toward systematization and automation. At that time, many employees were concerned about their own jobs, fearing that automation would reduce the need for staff. We did not reduce the number of operations personnel—the headcount remained stable—while transaction volumes, customer numbers, and new products grew impressively.

From 2025 onward, as AI—particularly Agentic AI—has advanced significantly, we aim to take a leading position in this field. We plan to provide our employees with virtual assistants—each person having several AI agents—to support their daily work. Our current CIR is around 14%, which is already quite low, so we are not setting a target to reduce it further. Instead, we expect to increase the volume of work handled.

We intend to expand into wealth management beyond bonds and equities, including structured products that are already very common in developed markets. TCBS's strategy is to leverage AI for optimization, ensuring costs do not increase while expanding across the broader Vietnamese securities industry. Our goal is not for only a portion of staff to be able to work with AI, but for all 600 employees to do so. This is the mission TCBS is pursuing—enabling our personnel to build their own AI agents to support their work.

**Question: The CEO's report mentioned that in the first quarter the Company recorded impressive bond issuance volumes. Does this mean the current business plan is overly conservative, and in a favorable scenario, how much upside could there be to profits?**

**Answer: Chief Executive Officer**

The proposal submitted to the General Meeting of Shareholders is assessed against a backdrop of many complex and volatile factors; therefore, the growth assumptions are relatively conservative. Although the Company's first-quarter performance has been quite strong in areas such as bond issuance and margin lending, in an environment of higher market interest rates, the Company's NIM may decline somewhat. As a result, while volumes may remain relatively solid, profit projections are cautious because NIM may not be as high as in previous years.

**Question: What are the long-term drivers of ROE (Return on Equity) growth for TCBS compared with other securities firms? How is TCBS's ROE strategy different, and what will the Company do to maintain its competitive advantage and differentiation?**

**Answer: Deputy Chief Executive Officer**

With respect to ROE, the higher the use of financial leverage, the higher the ROE. In addition, from a revenue structure perspective, companies with a higher contribution from fee-based income tend to achieve better ROE performance.

In the securities industry, under current regulations, securities firms are allowed to provide margin lending of up to two times shareholders' equity, whereas banks can utilize much higher leverage (often more than ten times). As a result, the average ROE of the securities industry is generally lower than that of the banking sector.

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However, within the securities industry itself, companies with more diversified revenue structures have stronger growth potential. This is especially true as the market enters a phase of zero-fee competition, where brokerage fees continue to be compressed. Securities firms that rely primarily on equity brokerage effectively depend heavily on margin lending for income, which limits their capacity to further improve ROE.

At TCBS, we have built a diversified revenue model that does not rely solely on margin lending. Our income also comes from bonds (from issuance to distribution) as well as various other financial products. Thanks to this, TCBS's ROE and ROA (Return on Assets) have consistently remained high and ranked among the industry leaders.

In terms of leverage, TCBS strictly controls its debt-to-equity ratio within the range of 1.0 to 1.2 times, ensuring a reasonable balance between risk and return while maintaining a solid and safe financial foundation.

**Question: Could the Company please provide information on the AUM and the profit orientation/strategy for the iTracker product?**

**Answer: Chief Executive Officer**

Through this product, we aim to introduce a new product concept to the market. Investors are not necessarily required to choose standardized open-ended funds; instead, they can simulate, design, and manage their own investment portfolios based on personal strategies.

**Answer: Deputy Chief Executive Officer**

Currently, the AUM of the iTracker product is approximately VND 444 billion. TCBS offers more than 200 different investment strategies, allowing investors to flexibly choose according to market developments and conditions. In addition, this year TCBS has launched the "My Tracker" product, which enables investors to build their own portfolios based on individual strategies.

In terms of fees, iTracker is priced very competitively, at below 1%, significantly lower than the more than 2% fee commonly charged by traditional investment funds. This is a key advantage that helps iTracker attract younger customers.

**Question:**

**The plan includes several targets relating to crypto assets, structured products, and ECM. Among these three, which will be the priority for 2026, and which are expected to contribute to profits in 2026? Could management also share more details on the structure of the new products being planned?**

**Answer: Chief Executive Officer**

TCBS always adopts a preparation horizon of one to two years for each new product line before formally launching it to the market. For tokenized assets, the Company began preparations early last year, and as of now, TCBS is in a relatively ready state. Similarly, for structured products and the ECM business, we have also made thorough and systematic preparations.

However, from a prudent business planning perspective, TCBS has not factored in profit contributions from these new products into the projected results for 2026. The reason is that in the initial phase, our

primary objective is to launch the products for investors to access, experience, and become familiar with them, while TCBS continuously learns, refines, and improves the products based on real market feedback, rather than focusing on fee generation from the outset.

In practice, this strategy is already being applied to many of TCBS's existing products, where fees are kept very low or close to zero (for example, equity trading under the zero-fee model). This is a "test & learn" approach, under which profits from new products are evaluated and expected prudently, mainly serving as a foundation for medium- to long-term growth, rather than being included in the base plan for the current year. Therefore, profit forecasts continue to be based primarily on the Company's core business lines.

In the early stages of launching new products, TCBS places the greatest emphasis on the number of users experiencing the products, the growth rate of traffic, and customer feedback. Direct profit contributions are a greater focus in the medium and long term, after the products have been fully refined and widely accepted by the market.

**Question:**

**Regarding the recently completed offshore loan of nearly USD 500 million: what is the total all-in interest cost after FX hedging? In the context of high interest rates since the beginning of the year, how much is the Company's borrowing cost expected to increase this year compared with last year? Can margin lending interest rates be raised accordingly to maintain the net interest margin (NIM)?**

**Answer: Chief Executive Officer**

TCBS has just completed the largest international syndicated loan transaction ever in the market, with a total value of USD 488 million. Previously, last year, the Company successfully executed a foreign loan of approximately USD 230 million, which was considered a market record at that time. This syndicated loan is a proactive step to prepare for capital growth needs in 2026, in line with TCBS's strategy of maintaining a debt-to-equity ratio in the range of 1.0–1.2x.

Following the IPO last year, TCBS raised more than USD 400 million from the capital markets. On that basis, the Company continues to plan additional capital raising of around USD 400 million. When accessing the international capital markets, TCBS received very positive feedback from foreign investors, with geographically diversified participation. Previously, lenders were mainly from Taiwan; this time, participation expanded to the Middle East, India, Europe, South Korea, and, for the first time, institutions from China. Due to demand exceeding expectations, TCBS decided to increase the loan size to USD 488 million.

Regarding the all-in cost of funds, TCBS does not disclose a specific figure. However, in accordance with the Company's risk management policies, all interest rates and foreign exchange risks associated with this loan have been fully hedged. At the same time, TCBS continues to emphasize diversification of funding sources, thereby building a solid foundation for sustainable balance sheet growth.

In earlier periods, when domestic interest rates were favorable, TCBS prioritized the use of domestic funding sources with competitive costs. Currently, although domestic borrowing limits are still available, in the context of system-wide credit growth of approximately 14–15% and continued high

corporate capital demand, financial institutions and securities firms may face more constraints than before. As a result, TCBS has proactively expanded into international funding sources, which offer large scale, longer tenors, and higher stability, while costs are not significantly higher than domestic borrowing at present.

TCBS's goal is to ensure ample funding is readily available to meet market demand in a timely manner, especially in the second half of the year if the equity market improves, and demand for margin lending increases. This enables the Company to proactively maintain and expand margin lending.

Regarding margin lending interest rates, although funding costs are rising, this does not mean TCBS will immediately increase margin lending rates correspondingly. Re-pricing typically involves a certain time lag, and TCBS also maintains competitive pricing relative to the market. As a result, NIM may decline slightly; however, the Company still expects balance sheet size and margin loan outstanding balances to grow positively during the year.

**Answer: Deputy Chief Executive Officer**

In the context of ongoing volatility in global financial markets, proactively executing a large-scale international syndicated loan allows TCBS to ensure strong liquidity, especially in cases where the domestic capital market faces liquidity constraints. Unlike domestic loans, which are typically short-term (3–6 months) and heavily dependent on banks' lending capacity, international funding provides greater stability and flexibility, enabling TCBS to secure sufficient funding to navigate periods of market volatility.



CÔNG TY CỔ PHẦN CHỨNG KHOÁN  
KỸ THƯƠNG  
TECHCOM SECURITIES JOINT STOCK  
COMPANY

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM  
SOCIALIST REPUBLIC OF VIETNAM  
Độc lập - Tự do - Hạnh phúc  
Independence - Freedom - Happiness

Hà Nội, ngày 25 tháng 4 năm 2026

Hanoi, April 25, 2026

TECHCOMSECURITIES 



BIÊN BẢN KẾT QUẢ KIỂM PHIẾU BIỂU QUYẾT  
TẠI ĐẠI HỘI ĐỒNG CỔ ĐÔNG THƯỜNG NIÊN NĂM 2026  
MINUTES OF VOTING RESULTS  
AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Đại hội đồng cổ đông thường niên Công ty Cổ phần Chứng khoán Kỹ Thương “Công ty” hoặc “TCBS” được tổ chức vào hồi 14h00 ngày 25/4/2026 tại Trung tâm Hội nghị Quốc tế Almaz, Khu đô thị Vinhomes Riverside, Phường Phúc Lợi, Hà Nội, đã bầu Ban kiểm phiếu bao gồm:

*The Annual General Meeting of Shareholders of Techcom Securities Joint Stock Company (the “Company” or “TCBS”) was convened at 14:00 on April 25, 2026, at the Almaz Convention Center, Vinhomes Riverside Urban Area, Phuc Loi Ward, Hanoi. The Meeting elected the Vote Counting Committee, comprising:*

- Bà/Mrs. Hoàng Thị Kim Cúc
- Bà/Mrs. Nguyễn Thùy Hương
- Bà/Mrs. Nguyễn Thị Thùy
- Ông/Mr. Đỗ Tuấn Linh - Thành viên độc lập tham gia Ban kiểm phiếu/*Independent member of the Vote Counting Committee*

Ban kiểm phiếu đã thực hiện đầy đủ nhiệm vụ của mình và nhất trí lập Biên bản như sau/*The Vote Counting Committee has fully performed its duties and unanimously prepared the Minutes as follows*

Trước thời điểm biểu quyết, số cổ đông và người đại diện theo ủy quyền của cổ đông đăng ký tham dự trực tiếp tại cuộc họp là 146 người, đại diện cho 2.141.843.370 cổ phần, chiếm 92,6680% tổng số phiếu biểu quyết của TCBS, bằng 100% tổng số phiếu có quyền biểu quyết tại Đại hội.

*Prior to the voting session, the number of shareholders and authorized representatives registered to attend the meeting in person was 146 individuals, representing 2,141,843,370 shares, accounting for 92.6680% of the total voting shares of TCBS, equivalent to 100% of the total voting rights at the General Meeting.*

Việc biểu quyết từng nội dung trình Đại hội theo hình thức bỏ phiếu kín và kết thúc vào lúc 15h32 Ban kiểm phiếu thực hiện kiểm phiếu ngay sau đó và kết thúc việc kiểm phiếu vào lúc 15h32 cùng ngày.

*Voting on each agenda item presented at the General Meeting was conducted by secret ballot and concluded at 15h32 The Vote Counting Committee commenced the counting of votes immediately thereafter and completed the process at 15h32 on the same day.*

STT/No.	Nội dung/Content	Số phiếu/Number of Votes	Tỷ lệ/Percentage
	<b>Tổng số phiếu biểu quyết phát ra cho cổ đông/đại diện cổ đông đăng ký tham dự họp là 146 phiếu, trong đó:</b> <i>The total number of voting ballots issued to shareholders/representatives attending the meeting in person is 146 ballots, including:</i>	<b>2.141.843.370</b>	<b>100%</b>
1	Số phiếu biểu quyết thu về: <i>Number of voting ballots collected:</i>	2.141.842.957	99,9999807175%
2	Số phiếu không biểu quyết: <i>Number of non-voting ballots:</i>	413	0,0000192825%

**I. KẾT QUẢ BIỂU QUYẾT CÁC NỘI DUNG TRÌNH ĐẠI HỘI TẠI THẺ BIỂU QUYẾT SỐ 2:  
VOTING RESULTS ON THE CONTENTS PRESENTED AT THE GENERAL MEETING IN VOTING CARD NO. 2:**

1. Thông qua Báo cáo của Hội đồng quản trị về quản trị và kết quả hoạt động của Hội đồng quản trị, từng thành viên Hội đồng quản trị năm 2025 và phương hướng hoạt động năm 2026 theo nội dung chi tiết tại Báo cáo số 010304/26/BC-ĐHĐCĐ-TCBS ngày 03/4/2026;  
*Approval of the report of the Board of Directors on corporate governance and performance of the Board of Directors and individual board members in 2025 and strategic direction for 2026, as set out in Report No. 010304/26/BC-ĐHĐCĐ-TCBS dated 03/4/2026;*

STT/No	Nội dung/Content	Số phiếu/Number of Votes	Tỷ lệ biểu quyết/Voting Percentage
1	Số phiếu thu về hợp lệ, bao gồm: <i>Number of valid votes collected, including:</i>	2.141.819.956	99,9989068295%
1.1	Số phiếu tán thành: <i>Number of votes in favor:</i>	2.141.819.936	99,9989058957%
1.2	Số phiếu không tán thành: <i>Number of votes against:</i>	0	0,0000000000%
1.3	Số phiếu không có ý kiến: <i>Number of abstentions:</i>	20	0,0000009338%
2	Số phiếu thu về không hợp lệ: <i>Number of invalid votes collected:</i>	23.001	0,0010738880%
3	Số phiếu không biểu quyết: <i>Number of non-voting ballots:</i>	413	0,0000192825%
	<b>Tổng số phiếu biểu quyết đăng ký dự họp:</b> <i>The total number of voting ballots registered for the meeting:</i>	<b>2.141.843.370</b>	<b>100%</b>
	<b>Tỷ lệ phiếu biểu quyết thông qua:</b> <i>Percentage of votes approved:</i>		<b>99,9989058957%</b>

*Handwritten signature*

2. Thông qua Báo cáo của Ban Kiểm soát về hoạt động năm 2025 và kế hoạch hoạt động năm 2026 theo nội dung Báo cáo số 020304/26/BC-ĐHĐCĐ-TCBS ngày 03/4/2026;

*Approval of the report of the Supervisory Board on 2025 activities and 2026 plan, as set out in Report No. 020304/26/BC-ĐHĐCĐ-TCBS dated 03/4/2026;*

STT/ No	Nội dung/Content	Số phiếu/Number of Votes	Tỷ lệ biểu quyết/Voting Percentage
1	Số phiếu thu về hợp lệ, bao gồm: <i>Number of valid votes collected, including:</i>	2.141.819.956	99,9989068295%
1.1	Số phiếu tán thành: <i>Number of votes in favor:</i>	2.141.819.936	99,9989058957%
1.2	Số phiếu không tán thành: <i>Number of votes against:</i>	0	0,0000000000%
1.3	Số phiếu không có ý kiến: <i>Number of abstentions:</i>	20	0,0000009338%
2	Số phiếu thu về không hợp lệ: <i>Number of invalid votes collected:</i>	23.001	0,0010738880%
3	Số phiếu không biểu quyết: <i>Number of non-voting ballots:</i>	413	0,0000192825%
	<b>Tổng số phiếu biểu quyết đăng ký dự họp:</b> <i>The total number of voting ballots registered for the meeting:</i>	2.141.843.370	<b>100%</b>
	<b>Tỷ lệ phiếu biểu quyết thông qua:</b> <i>Percentage of votes approved:</i>		99,9989058957%

3. Thông qua Tờ trình Báo cáo kết quả hoạt động kinh doanh năm 2025 và phê duyệt kế hoạch kinh doanh năm 2026 của Công ty Cổ phần Chứng khoán Kỹ Thương theo nội dung Tờ trình số 010304/26/TT-ĐHĐCĐ-TCBS ngày 03/4/2026;

*Approval of the 2025 business performance report and 2026 business plan of Techcom Securities Joint Stock Company, as set out in Proposal No. 010304/26/TT-ĐHĐCĐ-TCBS dated 03/4/2026;*

STT/ No	Nội dung/Content	Số phiếu/Number of Votes	Tỷ lệ biểu quyết/Voting Percentage
1	Số phiếu thu về hợp lệ, bao gồm: <i>Number of valid votes collected, including:</i>	2.141.819.956	99,9989068295%
1.1	Số phiếu tán thành: <i>Number of votes in favor:</i>	2.141.819.936	99,9989058957%
1.2	Số phiếu không tán thành: <i>Number of votes against:</i>	0	0,0000000000%
1.3	Số phiếu không có ý kiến: <i>Number of abstentions:</i>	20	0,0000009338%

2	Số phiếu thu về không hợp lệ: <i>Number of invalid votes collected:</i>	23.001	0,0010738880%
3	Số phiếu không biểu quyết: <i>Number of non-voting ballots:</i>	413	0,0000192825%
	<b>Tổng số phiếu biểu quyết đăng ký dự họp:</b> <b><i>The total number of voting ballots registered for the meeting:</i></b>	2.141.843.370	<b>100%</b>
	<b>Tỷ lệ phiếu biểu quyết thông qua:</b> <b><i>Percentage of votes approved:</i></b>		99,9989058957%

4. Thông qua Tờ trình Báo cáo Tài chính đã được kiểm toán và Phương án Phân phối lợi nhuận năm 2025 theo nội dung Tờ trình số 020304/26/TT-ĐHĐCĐ-TCBS ngày 03/4/2026;  
*Approval of the audited financial statements and profit allocation plan in 2025, as set out in Proposal No. 020304/26/TT-ĐHĐCĐ-TCBS dated 03/4/2026;*

STT/ No	Nội dung/Content	Số phiếu/Number of Votes	Tỷ lệ biểu quyết/Voting Percentage
1	Số phiếu thu về hợp lệ, bao gồm: <i>Number of valid votes collected, including:</i>	2.141.819.956	99,9989068295%
1.1	Số phiếu tán thành: <i>Number of votes in favor:</i>	2.135.601.060	99,7085543188%
1.2	Số phiếu không tán thành: <i>Number of votes against:</i>	6.218.876	0,2903515769%
1.3	Số phiếu không có ý kiến: <i>Number of abstentions:</i>	20	0,0000009338%
2	Số phiếu thu về không hợp lệ: <i>Number of invalid votes collected:</i>	23.001	0,0010738880%
3	Số phiếu không biểu quyết: <i>Number of non-voting ballots:</i>	413	0,0000192825%
	<b>Tổng số phiếu biểu quyết đăng ký dự họp:</b> <b><i>The total number of voting ballots registered for the meeting:</i></b>	2.141.843.370	<b>100%</b>
	<b>Tỷ lệ phiếu biểu quyết thông qua:</b> <b><i>Percentage of votes approved:</i></b>		99,7085543188%

5. Thông qua Tờ trình về việc Phê duyệt danh sách công ty kiểm toán độc lập để cung cấp dịch vụ kiểm toán theo quy định của pháp luật cho Công ty Cổ phần Chứng khoán Kỹ Thương theo nội dung Tờ trình số 030304/26/TT-ĐHĐCĐ-TCBS ngày 03/4/2026;  
*Approval of the list of independent audit firms to provide audit services as required by law to Techcom Securities Joint Stock Company, as set out in Proposal No 030304/26/TT-ĐHĐCĐ-TCBS dated 03/4/2026;*

STT/ No	Nội dung/Content	Số phiếu/Number of Votes	Tỷ lệ biểu quyết/Voting Percentage
1	Số phiếu thu về hợp lệ, bao gồm: <i>Number of valid votes collected, including:</i>	2.141.819.956	99,9989068295%
1.1	Số phiếu tán thành: <i>Number of votes in favor:</i>	2.133.405.686	99,6060550403%
1.2	Số phiếu không tán thành: <i>Number of votes against:</i>	753.289	0,0351701254%
1.3	Số phiếu không có ý kiến: <i>Number of abstentions:</i>	7.660.981	0,3576816637%
2	Số phiếu thu về không hợp lệ: <i>Number of invalid votes collected:</i>	23.001	0,0010738880%
3	Số phiếu không biểu quyết: <i>Number of non-voting ballots:</i>	413	0,0000192825%
	<b>Tổng số phiếu biểu quyết đăng ký dự họp:</b> <b><i>The total number of voting ballots registered for the meeting:</i></b>	2.141.843.370	<b>100%</b>
	<b>Tỷ lệ phiếu biểu quyết thông qua:</b> <b><i>Percentage of votes approved:</i></b>		99,6060550403%

6. Thông qua Tờ trình về việc chi trả thưởng theo kết quả hoàn thành công việc năm 2025 đối với Thành viên Hội đồng quản trị Công ty Cổ phần Chứng khoán Kỹ Thương theo nội dung tại Tờ trình số 040304/26/TT-ĐHĐCĐ-TCBS ngày 03/4/2026;

*Approval of the performance-based bonus payment for the Board of Directors of Techcom Securities Joint Stock Company, as set out in Proposal No. 040304/26/TT-ĐHĐCĐ-TCBS dated 03/4/2026;*

STT/ No	Nội dung/Content	Số phiếu/Number of Votes	Tỷ lệ biểu quyết/Voting Percentage
1	Số phiếu thu về hợp lệ, bao gồm: <i>Number of valid votes collected, including:</i>	2.141.819.956	99,9989068295%
1.1	Số phiếu tán thành: <i>Number of votes in favor:</i>	2.141.819.233	99,9988730735%
1.2	Số phiếu không tán thành: <i>Number of votes against:</i>	703	0,0000328222%
1.3	Số phiếu không có ý kiến: <i>Number of abstentions:</i>	20	0,0000009338%
2	Số phiếu thu về không hợp lệ: <i>Number of invalid votes collected:</i>	23.001	0,0010738880%
3	Số phiếu không biểu quyết: <i>Number of non-voting ballots:</i>	413	0,0000192825%

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	<b>Tổng số phiếu biểu quyết đăng ký dự họp:</b> <i>The total number of voting ballots registered for the meeting:</i>	2.141.843.370	<b>100%</b>
	<b>Tỷ lệ phiếu biểu quyết thông qua:</b> <i>Percentage of votes approved:</i>		99,9988730735%

7. Thông qua Tờ trình ngân sách năm 2026 của Hội đồng quản trị và Ban kiểm soát Công ty Cổ phần Chứng khoán Kỹ Thương theo nội dung tại Tờ trình số 050304/26/TT-ĐHĐCĐ-TCBS ngày 03/4/2026;

*Approval of the 2026 budget for the Board of Directors and Supervisory Board of Techcom Securities Joint Stock Company, as set out in Proposal No 050304/26/TT-ĐHĐCĐ-TCBS dated 03/4/2026;*

STT/ No	Nội dung/Content	Số phiếu/Number of Votes	Tỷ lệ biểu quyết/Voting Percentage
1	Số phiếu thu về hợp lệ, bao gồm: <i>Number of valid votes collected, including:</i>	2.141.819.956	99,9989068295%
1.1	Số phiếu tán thành: <i>Number of votes in favor:</i>	2.141.819.936	99,9989058957%
1.2	Số phiếu không tán thành: <i>Number of votes against:</i>	0	0,0000000000%
1.3	Số phiếu không có ý kiến: <i>Number of abstentions:</i>	20	0,0000009338%
2	Số phiếu thu về không hợp lệ: <i>Number of invalid votes collected:</i>	23.001	0,0010738880%
3	Số phiếu không biểu quyết: <i>Number of non-voting ballots:</i>	413	0,0000192825%
	<b>Tổng số phiếu biểu quyết đăng ký dự họp:</b> <i>The total number of voting ballots registered for the meeting:</i>	2.141.843.370	<b>100%</b>
	<b>Tỷ lệ phiếu biểu quyết thông qua:</b> <i>Percentage of votes approved:</i>		99,9989058957%

8. Thông qua Tờ trình Sửa đổi, bổ sung Quy chế tổ chức và hoạt động của Hội đồng quản trị Công ty Cổ phần Chứng khoán Kỹ Thương tại Tờ trình số 060304/26/TT-ĐHĐCĐ-TCBS ngày 03/4/2026;

*Approval of the amendment and supplement of the regulations on the organization and operation of the Board of Directors of Techcom Securities Joint Stock Company, as set out in Proposal No. 060304/26/TT-ĐHĐCĐ-TCBS dated 03/4/2026;*



STT/ No	Nội dung/Content	Số phiếu/Number of Votes	Tỷ lệ biểu quyết/Voting Percentage
1	Số phiếu thu về hợp lệ, bao gồm: <i>Number of valid votes collected, including:</i>	2.141.819.956	99,9989068295%
1.1	Số phiếu tán thành: <i>Number of votes in favor:</i>	2.141.819.936	99,9989058957%
1.2	Số phiếu không tán thành: <i>Number of votes against:</i>	0	0,0000000000%
1.3	Số phiếu không có ý kiến: <i>Number of abstentions:</i>	20	0,0000009338%
2	Số phiếu thu về không hợp lệ: <i>Number of invalid votes collected:</i>	23.001	0,0010738880%
3	Số phiếu không biểu quyết: <i>Number of non-voting ballots:</i>	413	0,0000192825%
	<b>Tổng số phiếu biểu quyết đăng ký dự họp:</b> <b><i>The total number of voting ballots registered for the meeting:</i></b>	2.141.843.370	<b>100%</b>
	<b>Tỷ lệ phiếu biểu quyết thông qua:</b> <b><i>Percentage of votes approved:</i></b>		99,9989058957%

9. Thông qua Tờ trình Cập nhật Phương án phát hành cổ phiếu để trả cổ tức năm 2024 theo nội dung tại Tờ trình số 070304/26/TT-ĐHĐCĐ-TCBS ngày 03/4/2026;

*Approval to update the share issuance plan to pay 2024 dividend, as set out in Proposal No. 070304/26/TT-ĐHĐCĐ-TCBS dated 03/4/2026;*

STT/ No	Nội dung/Content	Số phiếu/Number of Votes	Tỷ lệ biểu quyết/Voting Percentage
1	Số phiếu thu về hợp lệ, bao gồm: <i>Number of valid votes collected, including:</i>	2.141.819.956	99,9989068295%
1.1	Số phiếu tán thành: <i>Number of votes in favor:</i>	2.138.768.131	99,8564209203%
1.2	Số phiếu không tán thành: <i>Number of votes against:</i>	3.051.805	0,1424849755%
1.3	Số phiếu không có ý kiến: <i>Number of abstentions:</i>	20	0,0000009338%
2	Số phiếu thu về không hợp lệ: <i>Number of invalid votes collected:</i>	23.001	0,0010738880%
3	Số phiếu không biểu quyết: <i>Number of non-voting ballots:</i>	413	0,0000192825%
	<b>Tổng số phiếu biểu quyết đăng ký dự họp:</b> <b><i>The total number of voting ballots registered for the meeting:</i></b>	2.141.843.370	<b>100%</b>

<b>Tỷ lệ phiếu biểu quyết thông qua:</b> <i>Percentage of votes approved:</i>	99,8564209203%
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10. Thông qua Tờ trình Phê duyệt phương án tăng vốn điều lệ thông qua phát hành cổ phiếu theo chương trình lựa chọn cho người lao động của Công Ty Cổ Phần Chứng Khoán Kỹ Thương theo nội dung tại Tờ trình số 080304/26/TT-ĐHĐCĐ-TCBS ngày 03/4/2026.

*Approval of the plan to increase charter capital through the issuance of shares under the Employee Stock Option Program of Techcom Securities Joint Stock Company, as set out in Proposal No. 080304/26/TT-ĐHĐCĐ-TCBS dated 03/4/2026.*

STT/ No	Nội dung/Content	Số phiếu/Number of Votes	Tỷ lệ biểu quyết/Voting Percentage
1	Số phiếu thu về hợp lệ, bao gồm: <i>Number of valid votes collected, including:</i>	2.141.819.956	99,9989068295%
1.1	Số phiếu tán thành: <i>Number of votes in favor:</i>	2.098.930.913	97,9964708157%
1.2	Số phiếu không tán thành: <i>Number of votes against:</i>	42.889.023	2,0024350800%
1.3	Số phiếu không có ý kiến: <i>Number of abstentions:</i>	20	0,0000009338%
2	Số phiếu thu về không hợp lệ: <i>Number of invalid votes collected:</i>	23.001	0,0010738880%
3	Số phiếu không biểu quyết: <i>Number of non-voting ballots:</i>	413	0,0000192825%
	<b>Tổng số phiếu biểu quyết đăng ký dự họp:</b> <i>The total number of voting ballots registered for the meeting:</i>	2.141.843.370	<b>100%</b>
	<b>Tỷ lệ phiếu biểu quyết thông qua:</b> <i>Percentage of votes approved:</i>		97,9964708157%

11. Thông qua Tờ trình Phê duyệt Phương án phát hành chi trả cổ tức năm 2025 theo nội dung tại Tờ trình số 012304/26/TT-ĐHĐCĐ-TCBS ngày 23/4/2026;

*Approval of the 2025 dividend payment plan, as set out in Proposal No. 012304/26/TT-ĐHĐCĐ-TCBS dated 23/4/2026;*

STT/ No	Nội dung/Content	Số phiếu/Number of Votes	Tỷ lệ biểu quyết/Voting Percentage
1	Số phiếu thu về hợp lệ, bao gồm: <i>Number of valid votes collected, including:</i>	2.141.819.956	99,9989068295%
1.1	Số phiếu tán thành: <i>Number of votes in favor:</i>	2.075.715.103	96,9125535543%
1.2	Số phiếu không tán thành: <i>Number of votes against:</i>	49.163.921	2,2954022544%



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1.3	Số phiếu không có ý kiến: Number of abstentions:	16.940.932	0,7909510208%
2	Số phiếu thu về không hợp lệ: Number of invalid votes collected:	23.001	0,0010738880%
3	Số phiếu không biểu quyết: Number of non-voting ballots:	413	0,0000192825%
	<b>Tổng số phiếu biểu quyết đăng ký dự họp: The total number of voting ballots registered for the meeting:</b>	2.141.843.370	<b>100%</b>
	<b>Tỷ lệ phiếu biểu quyết thông qua: Percentage of votes approved:</b>		96,9125535543%

12. Thông qua việc giao và ủy quyền cho Chủ tịch Hội đồng quản trị tổ chức thực hiện mọi thủ tục và công việc cần thiết khác để triển khai thành công các nội dung nêu trên sau khi được Đại hội đồng cổ đông thông qua, phù hợp với quy định của pháp luật và Điều lệ Công ty Cổ phần Chứng khoán Kỹ Thương.

*Approval of the assignment and authorization of the Chairman of the Board of Directors of the Company to organize the implementation of all other necessary procedures and tasks to successfully implement the above contents after being approved by the General Meeting of Shareholders, in accordance with the provisions of law and the Company's Charter*

STT/ No	Nội dung/Content	Số phiếu/Number of Votes	Tỷ lệ biểu quyết/Voting Percentage
1	Số phiếu thu về hợp lệ, bao gồm: Number of valid votes collected, including:	2.141.819.756	99,9988974917%
1.1	Số phiếu tán thành: Number of votes in favor:	2.141.819.736	99,9988965580%
1.2	Số phiếu không tán thành: Number of votes against:	0	0,0000000000%
1.3	Số phiếu không có ý kiến: Number of abstentions:	20	0,0000009338%
2	Số phiếu thu về không hợp lệ: Number of invalid votes collected:	23.201	0,0010832258%
3	Số phiếu không biểu quyết: Number of non-voting ballots:	413	0,0000192825%
	<b>Tổng số phiếu biểu quyết đăng ký dự họp: The total number of voting ballots registered for the meeting:</b>	2.141.843.370	<b>100%</b>
	<b>Tỷ lệ phiếu biểu quyết thông qua: Percentage of votes approved:</b>		99,9988965580%

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Sau khi thực hiện biểu quyết và kiểm phiếu, toàn bộ số phiếu biểu quyết được đóng gói, niêm phong và bảo quản tại Công ty Cổ phần Chứng khoán Kỹ Thương theo đúng quy định của pháp luật và Điều lệ Công ty Cổ phần Chứng khoán Kỹ Thương.

*After the voting and counting were completed, all ballots were packaged, sealed, and stored at Techcom Securities Joint Stock Company in accordance with applicable law and the Company Charter.*

Biên bản này được lập thành 02 bản, lưu tại Công ty Cổ phần Chứng khoán Kỹ Thương.

*This Minutes have been prepared in two copies and is kept at Techcom Securities Joint Stock Company.*

**BAN KIỂM PHIẾU  
BALLOT COUNTING COMMITTEE**

  
**Hoàng Thị Kim Cúc**

  
**Nguyễn Thị Thủy**

  
**Nguyễn Thùy Hương**

  
**Đỗ Tuấn Linh**





**AGENDA OF THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
TECHCOM SECURITIES JOINT STOCK COMPANY**

1. Date & Time: 14:00, Saturday, April 25, 2026

2. Venue: Almaz International Convention Center, Hoa Hong Street, Vinhomes Riverside Urban Area, Phuc Loi Ward, Hanoi

<b>AGENDA</b>	<b>EXPECTED TIME</b>
<b>I. OPENING FORMALITIES</b>	
1. Reception and registration of attendees	13:30 – 14:00
2. Report on verification of shareholders' eligibility	14:00 – 14:15
3. Introduction of the Chairperson and the Presiding Committee of the Meeting	
4. Opening of the meeting, appointment of the Board Secretary and election of the Vote Counting Committee	
5. Approval of the Working Regulations of the Meeting	
6. Approval of the Meeting Agenda	
<b>II. AGENDA ITEMS</b>	
<b>Presentation of Reports and Proposals (main content):</b>	14:15 – 14:55
1. Report of the Board of Directors on corporate governance and performance of the Board of Directors and individual board members in 2025 and strategic direction for 2026	
2. Report of the Supervisory Board on 2025 activities and 2026 plan	
3. Proposal on 2025 business performance report and approval of 2026 business plan of Techcom Securities Joint Stock Company	
4. Proposal on the audited financial statements and profit allocation plan in 2025	
5. Proposal on the list of independent audit firms to provide audit services as required by law to Techcom Securities Joint Stock Company	
6. Proposal on performance-based bonus payment for the Board of Directors of Techcom Securities Joint Stock Company	
7. Proposal on the 2026 budget for the Board of Directors and Supervisory Board of Techcom Securities Joint Stock Company	
8. Proposal on amendments and supplements to the regulations on the organization and operation of the Board of Directors of Techcom Securities Joint Stock Company	
9. Proposal to update the share issuance plan to pay the 2024 dividend	



10. Proposal on the plan to increase charter capital through the issuance of shares under the Employee Stock Option Program of Techcom Securities Joint Stock Company	
11. Proposal on the 2025 dividend payment plan	
12. Other matters within the authority of the General Meeting of Shareholders	
13. Discussion and Q&A	14:55 – 15:25
<b>III. VOTING</b>	
1. Voting on agenda items of the Meeting	
2. Break and vote counting	15:25 – 15:50
3. Announcement of voting results	
<b>IV. CLOSING</b>	
Approval of the meeting minutes and adjournment of the General Meeting	15:55 – 16:00



*Hanoi, April 3, 2026*

**WORKING REGULATIONS  
2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS  
TECHCOM SECURITIES JOINT STOCK COMPANY**

**Article 1. Basis**

- 1.1. Law on Enterprises No. 59/2020/QH14, passed by the National Assembly of the Socialist Republic of Vietnam, 14th Legislature, on June 17, 2020 ("Law on Enterprises");
- 1.2. Law on Securities No. 54/2019/QH14, passed by the National Assembly of the Socialist Republic of Vietnam, 14th Legislature, on November 26, 2019 ("Law on Securities");
- 1.3. Decree No. 155/2020/ND-CP of the Government dated December 31, 2020 detailing the implementation of certain provisions of the Law on Securities ("Decree No. 155");
- 1.4. Charter of Techcom Securities Joint Stock Company.

**Article 2. Objectives of the Regulation**

- 2.1. Ensure compliance with the provisions of the law and the Charter of Techcom Securities Joint Stock Company.
- 2.2. Uphold transparency and legality for all shareholders.
- 2.3. Ensure security, order, and efficiency during the Annual General Meeting of Shareholders ("AGM").

**Article 3. Participants**

Participants of the AGM shall include shareholders or legally authorized representatives of shareholders not restricted from attending the AGM under applicable law, as listed in the Shareholders' Register as of the record date for attending the AGM (March 24, 2026). Authorized representatives may not delegate their authority to a third party.

**Article 4. Rules of Order**

- 4.1. A shareholder (individual or organization) shall be deemed to attend and vote at the 2026 AGM if the shareholder or the shareholder's legal representative attends in person and/or authorizes in writing one or more individuals or organizations to attend in person. At the AGM, each shareholder, the shareholder's legal representative, the authorized representative, or the person authorized must present and submit the following:
  - 4.1.1. For individual shareholders
    - 4.1.1.1. If the shareholder attends in person, the shareholder must present: the original valid personal legal identification document: National ID card, Passport, or other valid legal personal identification documents;

4.1.1.2. If the shareholder authorizes another person to attend the meeting, the authorized person must present their own original valid personal legal identification document (as specified in Article 4.1.1.1 of these Regulations) and submit the original valid power of attorney (in accordance with Article 144 of the Law on Enterprises) at the time of shareholder verification and registration.

A valid power of attorney must simultaneously satisfy the following conditions:

- (i) Original power of attorney, fully and correctly completed;
- (ii) The total number of shares authorized does not exceed the number of voting shares owned by the shareholder (in the case where the shareholder authorizes multiple individuals to attend the AGM, the total number of shares authorized across all powers of attorney must not exceed the total number of voting shares owned by the shareholder);
- (iii) The power of attorney must not be erased, altered, corrected, or tampered with and must bear the signatures and full names of both the shareholder and the authorized person.

4.1.2. For institutional shareholders:

4.1.2.1. If the legal representative of the organizational shareholder attends in person, they must present:

- a. Their own original valid personal legal identification document: National ID card, Passport, or other valid personal identification documents;
- b. A certified copy of the valid Certificate of Business Registration/Operating License/Establishment Decision (if the Establishment Decision does not indicate the current head of the organization, a valid Appointment Decision should also be provided), or other equivalent documents.

4.1.2.2. If the organizational shareholder authorizes a person who is not the legal representative to attend the meeting, the authorized person must present:

- a. Their own original valid personal legal identification document: National ID card, Passport, or other valid personal identification documents;
- b. A certified copy of the valid Certificate of Business Registration/Operating License/Establishment Decision (if the Establishment Decision does not indicate the current head of the organization, a valid Appointment Decision should also be provided), or other equivalent documents;
- c. The original valid power of attorney (in accordance with Article 144 of the Law on Enterprises) at the time of shareholder verification and registration.

A valid power of attorney must simultaneously satisfy the following conditions:

- (i) Original power of attorney, fully and correctly completed;
- (ii) The total number of shares authorized does not exceed the number of voting shares owned by the shareholder (in the case of multiple authorizations, the total authorized shares must not exceed the total voting shares held);
- (iii) The power of attorney must not be erased, altered, corrected, or tampered with;

it must be signed by the legal representative of the shareholder and the authorized person, include full names, and bear the corporate seal on the signature of the legal representative.

- 4.1.3. Shareholders, the legal representatives of shareholders, authorized representatives, or authorized persons (hereinafter collectively referred to as “shareholders/authorized representatives”) attending the AGM must present all documents as specified in Section 4.1 of these Regulations for verification by the Shareholder Verification Committee and will receive Voting Cards and Ballots (as provided in Article 6 of these Regulations) after their eligibility is confirmed. If a shareholder/authorized representative fails to present or presents incomplete documents such that the Organizing Committee cannot verify eligibility, the Organizing Committee has the right to deny participation in the AGM, and such denial shall be recorded in the minutes.
- 4.2. Shareholders/authorized representatives must be seated in the position or area assigned by the Organizing Committee and comply with seating arrangements.
- 4.3. Shareholders/authorized representatives must comply with general public conduct rules. They shall not engage in private conversations or use mobile phones during the AGM. All mobile phones must be turned off or silenced. Recording or filming of the AGM requires prior announcement and approval by the Organizing Committee/Chairperson. The Organizing Committee may request removal of shareholders/authorized representatives who violate these rules to avoid disruption.
- 4.4. The Organizing Committee may require shareholders/authorized representatives to undergo security checks or other measures deemed appropriate. If a shareholder/authorized representative refuses such checks or security measures, the Organizing Committee may, after careful consideration, deny or expel them from the AGM area, and this shall be recorded in the minutes.
- 4.5. Shareholders are responsible for attending the AGM from the start until the conclusion. If a shareholder must leave early due to objective reasons, they may submit their vote via the Ballot to the Vote Counting Committee/Organizing Committee (the shareholder shall sign, print full name, and mark selected options on the ballot). Ballots submitted in sealed envelopes will still be accepted and counted according to these Regulations.

#### **Article 5. Conditions for Holding the AGM**

- 5.1. The AGM may proceed when shareholders/authorized representatives present represent more than 50% of the total voting shares of the Company, based on the Shareholders’ Register at the record date.
- 5.2. If the AGM does not meet the quorum as specified in Article 5.1, the second meeting (reconvened AGM) shall be held in accordance with the Company’s Charter and the Law on Enterprises.

#### **Article 6. Voting at the Meeting**

- 6.1. All matters on the AGM agenda must be approved by direct voting at the AGM. Each shareholder/authorized representative shall be issued a Voting Card and a Ballot bearing the shareholder's (participant) code and the Company's seal.
- 6.2. Voting by Voting Card:
- 6.2.1. Characteristics: The Voting Card is issued with the Company's seal, containing information of the shareholder/authorized representative, the shareholder code (participant), and the number of voting shares at the AGM.
- 6.2.2. Purpose: To vote on matters requiring immediate approval at the AGM by RAISING THE CARD, such as approval of the Agenda, the Working Regulations of the AGM, appointment of the Vote Counting Committee, approval of Minutes and Resolutions of the AGM, or other matters arising at the AGM as requested by the Chairperson.
- 6.2.3. Procedure: Shareholders/authorized representatives shall RAISE THEIR CARD to vote "Approve", "Disapprove", or "No Opinion" on matters when requested by the Organizing Committee or Chairperson. Voting shall proceed by first counting "Approve" cards, then "Disapprove" and "No Opinion" cards, and finally tallying the total votes for each option to determine the percentage of votes relative to the total number of voting shares of attending shareholders/authorized representatives.
- 6.2.4. Special Cases:
- a) Shareholders/authorized representatives who do not raise their card shall be deemed as not participating in the vote.
  - b) If a shareholder/authorized representative raises multiple opinions for the same voting item, the last opinion raised shall be considered their official vote and counted in the result.
- 6.2.5. The Chairperson/Vote Counting Committee shall announce the results immediately after voting on each item.
- 6.3. Voting by Ballot:
- 6.3.1. Characteristics: The Ballot is issued with the Company's seal, indicating the information of the shareholder/authorized representative, shareholder code (participant), the number of voting shares, and the corresponding number of votes. Each Ballot may contain one or more items (each item may have multiple sub-items) for voting at the AGM, sequentially numbered by the Organizing Committee.
- 6.3.2. Purpose: To vote on matters requiring approval at the AGM by casting a ballot. Ballot boxes shall be provided in the meeting hall for shareholders to submit their votes.
- 6.3.3. Procedure: Each Ballot lists all matters to be voted on. For each item, three options are provided: "Approve", "Disapprove", or "No Opinion". When voting is requested, shareholders mark ("X" or "V") their chosen option and deposit the completed Ballot into the ballot box, except for Ballots already submitted to the Vote Counting Committee/Organizing Committee under Article 4.5 of these Regulations.
- 6.3.4. Validity of Ballots:
- Valid Ballots: Issued by the Organizing Committee, bearing the Company's seal, correctly marked for each item, signed with full name of the shareholder/authorized representative. If

a shareholder changes their vote before completion, they must mark the final choice and sign next to it. Ballots must be submitted to the Vote Counting Committee before the Chairperson announces the end of voting or according to Article 4.5.

- Invalid Ballots: Ballots not issued by the Organizing Committee; lacking the Company's seal; torn, crossed out, erased; containing additional information; unsigned or missing full name; submitted after the Chairperson's announcement of the end of voting; containing multiple opinions for the same item without signature of final choice, or no option selected.
- Treatment of Invalid Ballots: Votes on invalid Ballots shall not be counted. For Ballots with multiple sub-items, only invalid sub-items shall be excluded from counting.

#### 6.4. Voting Rules:

6.4.1. Each ordinary share owned or authorized represents one vote.

6.4.2. Voting percentages ("Approve" – "Disapprove" – "No Opinion") for each item are calculated as the total valid votes of each opinion divided by the total issued votes (corresponding to attending shareholders' votes) at the time of voting for that item.

6.4.3. Timing and Announcement: The Vote Counting Committee shall count votes and report results immediately after voting on each matter.

#### 6.5. Minimum Approval Ratios at the AGM:

6.5.1. Approval of the following requires at least 65% of total votes of attending shareholders/authorized representatives: share types and totals; changes in business lines; organizational restructuring; approval of all contracts/transactions valued at 50% or more of the Company's total assets in the latest financial statements; reorganization or dissolution of the Company.

6.5.2. Approval of other matters requires more than 50% of total votes of attending shareholders/authorized representatives.

6.5.3. Timing and Announcement: The Vote Counting Committee shall count and report results immediately at the AGM.

### **Article 7. Speaking at the AGM**

7.1. Shareholders wishing to make remarks or discuss agenda items must register their speaking content on a question form. If no question form is available, the speaking content shall be written on paper and submitted via the supporting staff to the Secretariat for the Chairperson's attention.

7.2. If the Chairperson requests shareholders to speak directly, the shareholder must raise their hand to request the floor and may only speak when invited by the Chairperson.

7.3. All shareholders have the right and are encouraged to express their opinions at the AGM. However, if the number of remarks is excessive, prolonging the AGM beyond the expected schedule, or if there are duplicate opinions, the Chairperson has the authority to select the most relevant or representative remarks for response and may refuse to address matters outside the approved agenda, ensuring discussion time aligns with the approved AGM agenda.

- 7.4. Shareholders are requested to speak concisely, avoid repetition, and focus on the core points related to the approved AGM agenda. The Chairperson shall arrange the order of speakers based on registration and respond to shareholder inquiries.

#### **Article 8. Rights and Responsibilities of the Chairperson of the AGM**

- 8.1. The Chairman of the Board of Directors of Techcom Securities Joint Stock Company shall serve as the Chairperson of the AGM.
- 8.2. Rights and responsibilities of the Chairperson of the AGM include:
- 8.2.1. Conducting the AGM of Techcom Securities Joint Stock Company in accordance with the agenda approved by the shareholders.
- 8.2.2. Guiding delegates and shareholders in discussions.
- 8.2.3. Presenting draft resolutions and conclusions on matters requiring shareholder approval.
- 8.2.4. Responding to or delegating responses to shareholder inquiries.
- 8.2.5. Acting fairly and objectively, ensuring the AGM is conducted lawfully, orderly, and reflects the will of the majority of attending shareholders or their representatives.
- 8.2.6. Exercising other rights in accordance with the Company's Charter and applicable law.
- 8.3. Support Team for the Chairperson: The Chairperson may appoint qualified and reputable individuals, such as members of the Executive Board and/or Supervisors, to assist in managing the AGM.

#### **Article 9. Shareholder Registration and Verification Committee**

The Shareholder Registration and Verification Committee shall be appointed by the Organizing Committee of the AGM. This Committee is responsible for verifying delegates, issuing Voting Cards/Ballots, and handling AGM-related documents. The Committee shall report to the AGM on the legality and validity of shareholder registration and the organization of the meeting in accordance with applicable law and the Company's Charter.

#### **Article 10. AGM Secretary**

- 10.1. The Chairperson shall appoint one or more individuals as AGM Secretary.
- 10.2. Responsibilities of the AGM Secretary include:
- 10.2.1. Accurately and faithfully recording all proceedings and matters approved by shareholders in the AGM Minutes, to be approved before the meeting adjourns.
- 10.2.2. Assisting the Chairperson in publishing drafts, conclusions, and Minutes of the AGM.
- 10.2.3. Receiving question forms submitted by shareholders via the Chairperson's support team.

#### **Article 11. Vote Counting Committee**

- 11.1. The Chairperson shall nominate one or more individuals to serve on the Vote Counting Committee. Members must be approved by the AGM via Voting Card raised vote.
- 11.2. Responsibilities of the Vote Counting Committee include:
- 11.2.1. Disseminating voting rules and instructions on the use of Voting Cards/Ballots.
- 11.2.2. Collecting and counting Voting Cards/Ballots after voting.
- 11.2.3. Reporting voting results to the Chairperson/AGM.

11.2.4. Reviewing and reporting any violations of voting rules or complaints regarding the voting process, if any.

**Article 12. Minutes and Resolutions of the AGM**

12.1 All AGM proceedings must be recorded by the AGM Secretary in the Minutes. The section of discussions between shareholders and the Chairperson shall be attached to the Minutes and publicly disclosed to all shareholders and the public as required. Minutes shall be read and approved before the meeting adjourns and kept at the Company's head office.

12.2 Based on the AGM Minutes, the AGM Secretary shall draft Resolutions reflecting matters approved by shareholders and submit them to the Chairperson for issuance.

**Article 13. Implementation Provisions**

The 2026 AGM Working Regulations of Techcom Securities Joint Stock Company shall take effect immediately upon approval by the shareholders at the AGM. Shareholders, authorized representatives, attendees, and all participants are responsible for complying with these Regulations.

These Regulations may be amended from time to time and must be approved by the AGM.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**  
  
**NGUYEN XUAN MINH**

*\* Note: This document may be amended or supplemented as appropriate and submitted to the Annual General Meeting of Shareholders for consideration and approval at the Meeting.*

No.: 010304/26/BC-ĐHĐCĐ-TCBS

Hanoi, April 3, 2026

**REPORT OF THE BOARD OF DIRECTORS ON CORPORATE GOVERNANCE AND  
PERFORMANCE OF THE BOARD OF DIRECTORS AND INDIVIDUAL BOARD  
MEMBERS IN 2025 AND STRATEGIC DIRECTION FOR 2026**

**To: The Annual General Meeting of Shareholders of Techcom Securities Joint Stock  
Company ("the Company" or "TCBS")**

Pursuant to the rights and responsibilities of the Board of Directors (the "Board") as stipulated under the Enterprise Law and the Charter of Techcom Securities Joint Stock Company (the "Charter"), the Board hereby reports to the Annual General Meeting of Shareholders (the "AGM") on its activities in 2025 and the Board's operational direction for 2026 as follows:

**I. General information**

During the period from January 1, 2025, to September 24, 2025, the Board of TCBS operated with six (6) members, including one (1) independent director, as follows:

- Mr. Nguyen Xuan Minh – Chairman of the Board
- Ms. Nguyen Thi Diu – Vice Chairwoman of the Board, Independent Director
- Ms. Nguyen Thi Thu Hien – Board Member cum Chief Executive Officer
- Mr. Alexandre Charles Emmanuel Macaire – Board Member
- Mr. Phan Thanh Son – Board Member
- Mr. Le Huy Hoang – Board Member

On September 25, 2025, the Company completed the dismissal of Mr. Phan Thanh Son from his position as a Board Member. Accordingly, as of December 31, 2025, the Board operated with five (5) members, including one (1) independent director, as follows:

- Mr. Nguyen Xuan Minh – Chairman of the Board
- Ms. Nguyen Thi Diu – Vice Chairwoman of the Board, Independent Director
- Ms. Nguyen Thi Thu Hien – Board Member cum Chief Executive Officer
- Mr. Alexandre Charles Emmanuel Macaire – Board Member
- Mr. Le Huy Hoang – Board Member

The current composition of the Board is balanced, ensuring an appropriate mix of governance capacity, professional expertise, and compliance with legal requirements, thereby maintaining

independence and objectivity. The diversity of skills and experience among Board members effectively supports deliberations and decision-making processes, contributing to enhanced governance quality and the sustainable strategic development of the Company.

## II. Report on the activities of the Board of Directors in 2025

### 1. Summary of Board meetings and Board resolutions/decisions

In 2025, the Board organized both regular and extraordinary meetings, complemented by written consent procedures, in order to timely issue Resolutions/Decisions to support the achievement of the Company's business plan and key strategic objectives.

In 2025, the Board convened four (4) regular meetings and two (2) extraordinary meetings, ensuring that at least one regular meeting was held per quarter in accordance with legal requirements and the Company's Charter, with the attendance rates as follows:

No.	Board member	Board meetings attended	Attendance rate	Reason for non-attendance
1	Mr. Nguyen Xuan Minh	6/6	100%	
2	Ms. Nguyen Thi Thu Hien	6/6	100%	
3	Mr. Phan Thanh Son	4/6	66.67%	Dismissed on September 25, 2025
4	Mr. Le Huy Hoang	6/6	100%	
5	Mr. Alexandre Charles Emmanuel Macaire	5/6	83.33%	Personal reasons
6	Ms. Nguyen Thi Diu	4/6	66.67%	Personal reasons

In addition to the regular and extraordinary meetings, to ensure timely decision-making for business operations, the Board adopted Resolutions/Decisions through the written consent of Board Members. All such Resolutions/Decisions were issued based on the consensus of the majority of Board Members.

In 2025, the Board adopted 80 Resolutions to implement the Resolutions/Decisions of the AGM as well as other matters within the Board's authority. A detailed list of the Board Resolutions/Decisions passed in 2025 is provided in Appendix 01 attached to this Report.

### 2. Report on transactions between the company and board members or related parties; transactions between the company and entities in which board members are founders or key executives within the past three years

## **2.1. Transactions between TCBS and board members or related parties of such members**

- The transaction between TCBS and One Mount Real Estate Joint Stock Company (Ms. Nguyen Thi Diu's related person) as approved in the Board of Directors' Resolution No. 022401/25/NQ-HĐQT-TCBS dated January 24, 2025 related to the signing of Agreements and Cooperation Contracts on customer referral.
- The transaction between TCBS and Mr. Nguyen Xuan Minh and with Techcom Capital Company Limited (Related persons of Mr. Nguyen Xuan Minh, Ms. Nguyen Thi Thu Hien, Mr. Le Huy Hoang) as approved in the Resolution of the Board of Directors No. 012104/NQ-HĐQT-TCBS dated 21/04/2025 regarding TCBS's participation in capital contribution with related persons of the Company to establish a joint stock company.
- The transaction between TCBS and Wealthtech Innovations Joint Stock Company (Related persons of Mr. Nguyen Xuan Minh, Ms. Nguyen Thi Thu Hien) as approved in the Resolution of the Board of Directors No. 021306/25/NQ-HĐQT-TCBS dated 13/06/2025 related to TCBS's investment in purchasing shares of Wealthtech Innovations Joint Stock Company.
- The transaction between TCBS and Wealthtech Innovations Joint Stock Company (Related persons of Mr. Nguyen Xuan Minh, Ms. Nguyen Thi Thu Hien) as approved in the Resolution of the Board of Directors No. 012306/25/NQ-HĐQT-TCBS dated 23/06/2025 regarding TCBS's purchase of shares in the issuance of additional shares to existing shareholders of Wealthtech Innovations Joint Stock Company.
- The transaction between TCBS and Techcom Crypto Asset Exchange Joint Stock Company (Related person of Mr. Nguyen Xuan Minh; Ms. Nguyen Thi Thu Hien) as approved in the Resolution of the Board of Directors No. 021007/25/NQ-HĐQT-TCBS dated 10/07/2025 related to: signing Agreements and Cooperation Contracts on promotion activities, customer onboarding, information sharing, connectivity and related support services.
- The transaction between TCBS and Mr. Tran Dinh Nguyen (a related person of Mr. Phan Thanh Son) as approved in the Resolution of the Board of Directors No. 020509/25/NQ-HĐQT-TCBS dated 05/09/2025 on the content: Mr. Tran Dinh Nguyen bought shares offered to the public of TCBS with an expected number of 10,684 shares with a total expected transaction value of VND 500,001,200.
- The transaction between TCBS and Techcom Capital Company Limited (Related persons of Mr. Nguyen Xuan Minh, Ms. Nguyen Thi Thu Hien, Mr. Le Huy Hoang) as approved in the Resolution of the Board of Directors No. 030509/25/NQ-HĐQT-TCBS dated 05/09/2025 on the contents: approving the limit of performing operations as a fund-setting member, Distribution Agent & Market Maker for the Exchange-Traded Fund established and managed by Techcom Securities Joint Stock Company.
- The transaction between TCBS and Ms. Nguyen Thi Thu Hien as approved in the Resolution of the Board of Directors No. 010909/25/NQ-HĐQT-TCBS dated 09/09/2025 on the content: Ms. Nguyen Thi Thu Hien bought 19,128 shares at the price of 46,800 VND/share for the number of odd shares in the initial public offering.
- The transaction between TCBS and Ms. Nguyen Thi Thu Hien as approved in the Resolution of the Board of Directors No. 011809/25/NQ-HĐQT-TCBS dated 18/09/2025 on the content:

Ms. Nguyen Thi Thu Hien bought 41,693 shares at the price of 46,800 VND/share for the remaining number of shares that have not been fully distributed in the initial public offering.

- The transaction between TCBS and Ms. Nguyen Thi Thu Hien is approved in the Resolution of the Board of Directors No. 011112/25/NQ-HĐQT-TCBS dated December 11, 2025 on the content: TCBS sells 840,990 shares of Wealthtech Innovations Joint Stock Company that TCBS owns to Ms. Nguyen Thi Thu Hien.
- The transaction between TCBS and Mr. Nguyen Xuan Minh and Ms. Nguyen Thi Thu Hien is approved in the Resolution of the Board of Directors No. 031212/25/NQ-HĐQT-TCBS dated 12/12/2025 on the content of capital contribution to TokenBay Investment and Technology Joint Stock Company.

## **2.2. Transactions between TCBS and companies in which board members are founders or key executives within the past three years**

- The transaction between TCBS and One Mount Real Estate Joint Stock Company (Ms. Nguyen Thi Diu's related person) is approved in the Board of Directors' Resolution No. 022401/25/NQ-HĐQT-TCBS dated January 24, 2025 on the signing of Agreements and Cooperation Contracts on customer referral.
- The transaction between TCBS and Techcom Capital Company Limited (Related persons of Mr. Nguyen Xuan Minh, Ms. Nguyen Thi Thu Hien, Mr. Le Huy Hoang) as approved in the Board of Directors' Resolution No. 012104/NQ-HĐQT-TCBS dated 21/04/2025 regarding TCBS participating in capital contribution with related persons of the Company to establish the Joint Stock Company.
- The transaction between TCBS and Wealthtech Innovations Joint Stock Company (Related persons of Mr. Nguyen Xuan Minh, Ms. Nguyen Thi Thu Hien) as approved in the Resolution of the Board of Directors No. 021306/25/NQ-HĐQT-TCBS dated 13/06/2025 on the content: TCBS invests in buying shares of Wealthtech Innovations Joint Stock Company.
- The transaction between TCBS and Wealthtech Innovations Joint Stock Company (Related persons of Mr. Nguyen Xuan Minh, Ms. Nguyen Thi Thu Hien) as approved in the Resolution of the Board of Directors 012306/25/NQ-HĐQT-TCBS dated 23/06/2025 related to TCBS's purchase of shares in the issuance of additional shares to existing shareholders of Wealthtech Innovations Joint Stock Company.
- Transactions between TCBS and Techcom Crypto Asset Exchange Joint Stock Company (Related person of Mr. Nguyen Xuan Minh) as approved in the Resolution of the Board of Directors No. 021007/25/NQ-HĐQT-TCBS dated 10/07/2025 on contents related to the signing of Agreements and Cooperation Contracts on the product promotion; customer onboarding and information sharing; and connection to and utilization of related support services.
- The transaction between TCBS and Techcom Capital Company Limited (Related persons of Mr. Nguyen Xuan Minh, Ms. Nguyen Thi Thu Hien, Mr. Le Huy Hoang) as approved in the Resolution of the Board of Directors No. 030509/25/NQ-HĐQT-TCBS dated 05/09/2025 on the content of approving the professional performance limit as a fund-setting member, Distribution Agent & Market Maker for the Exchange-Traded Fund established and managed by Techcom Securities Joint Stock Company.

### **3. Remuneration, operating expenses and other benefits of the Board and individual board members.**

At the 2025 Annual General Meeting of Shareholders, the AGM approved the 2025 budget for the Board of Directors and the Supervisory Board of Techcom Securities Joint Stock Company, as presented in Proposal No. 052703/25/TT-ĐHĐCĐ-TCBS. Accordingly, the approved budget for the Board and the Supervisory Board in 2025 was as follows:

- Remuneration and performance-based bonuses: VND 9,536,000,000
- Operating expenses and other costs (including expenses for the Sports Club, healthcare benefits, etc.): VND 2,797,900,000

In 2025, TCBS disbursed remuneration to the Board members in accordance with the approved budget. The remuneration of each Board member is disclosed in the Company's 2025 audited financial statements. Ms. Nguyen Thi Thu Hien, as a Board member concurrently serving as Chief Executive Officer, received, in addition to her Board remuneration, salary and performance-based bonuses for her executive position, as reflected in the Company's 2025 audited financial statements.

## **III. Report on achievements in 2025**

### **1. Guidance and oversight of the implementation of the 2025 business plan**

The year 2025 marked significant milestones for the Vietnamese economy and its equity markets. The VN-Index surpassed its historical peak, rising 40.9% compared to the end of 2024, while market capitalization on the Ho Chi Minh Stock Exchange (HOSE) reached VND 8,310 trillion, equivalent to 72% of GDP. Market liquidity remained robust, with average daily trading value on the equity market amounting to VND 29,328.2 billion per session, representing an increase of 39.8% over the 2024 annual average. These impressive figures reflect the vibrant development of the market and underscore the increasingly critical role of the securities sector in efficiently channeling capital to the economy.

The year 2025 also concluded the Company's five-year strategic cycle (2021 – 2025), marking a pivotal inflection point in TCBS's growth trajectory. Within this context, TCBS delivered outstanding operational and business results, outperforming the targets established by the Annual General Meeting of Shareholders, and further consolidating its leading position in the financial services market:

- In October 2025, TCBS was officially listed on HOSE. The initial public offering (IPO) attracted subscriptions for over 575 million shares, 2.5 times the number offered, successfully raising over VND 10,000 billion, thereby reinforcing investor confidence in TCBS's long-term growth strategy.
- Leveraging an appropriately tailored business strategy, effective technology deployment, disciplined cost management, and seamless cross-functional coordination, the Company successfully delivered on the objectives set forth by the Shareholders' General Meeting and achieved its highest-ever financial performance. Specifically, total revenue for 2025 reached VND 11,217 billion, exceeding the AGM-approved target by 20% and representing a 47% increase over 2024. Pre-tax profit amounted to VND 7,109 billion, achieving 123% of the plan and up 48% year-on-year. These results not only reflect the expanded scale of operations but

also underscore the high quality of growth, with stable profit margins and effective cost control.

- During the 2021–2025 period, the Company recorded a compound annual growth rate (CAGR) of 21% in total revenue and 17% in pre-tax profit, demonstrating a sustainable growth trajectory and the ability to maintain operational efficiency over the medium to long term.

*Unit: VND billion*

Indicator	2025 plan	2025 actual	% of plan	% vs. 2024
Total revenue	9,323	11,217	120%	47%
Profit before tax	5,765	7,109	123%	48%

## 2. Implementation of the Resolutions of the General Meeting of Shareholders

- In 2025, the Board, together with the Management Board of the Company, fully and diligently implemented the content of the resolutions of the General Meeting of Shareholders as follows:

No.	Resolution No.	Date	Contents
1.	012204/25/NQ-ĐHĐCĐ-TCBS	22/04/2025	<ul style="list-style-type: none"> <li>(i) Approving the Report of the Board of Directors on the governance and performance of the Board of Directors, each member of the Board of Directors in 2024 and the direction of operation in 2025 according to the detailed contents in Report No. 012703/25/BC-ĐHĐCĐ-TCBS.</li> <li>(ii) Approving the Supervisory Board's Report on activities in 2024 and the operation plan in 2025 according to the content of Report No. 022703/25/BC-ĐHĐCĐ-TCBS.</li> <li>(iii) Approving the 2024 Business Results Report and approving the 2025 business plan of Techcom Securities Joint Stock Company in Report No. 012703/25/TT-ĐHĐCĐ-TCBS.</li> <li>(iv) Approving the Financial Statements and Profit Distribution Plan for 2024 according to the contents of Report No. 022703/25/TT-ĐHĐCĐ-TCBS.</li> <li>(v) Approving the Proposal on the selection of an independent audit unit to audit the</li> </ul>

			<p>financial statements and report on the financial prudential ratio for the fiscal year 2025 of Techcom Securities Joint Stock Company according to the Report No. 032703/25/TT-ĐHĐCĐ-TCBS.</p> <p>(vi) Approving the Proposal on the payment of bonuses according to the results of work completion in 2024 for Members of the Board of Directors of Techcom Securities Joint Stock Company according to the contents of the Report No. 042703/25/TT-ĐHĐCĐ-TCBS.</p> <p>(vii) Approving the 2025 budget proposal of the Board of Directors and the Supervisory Board of Techcom Securities Joint Stock Company according to the contents of the Report No. 052703/25/TT-ĐHĐCĐ-TCBS.</p> <p>(viii) Approving the Proposal on listing bonds offered by the Company to the public according to the contents of the Report No. 062703/25/TT-ĐHĐCĐ-TCBS.</p> <p>(ix) Approving the Proposal on TCBS's indirect investment in foreign markets according to the contents of Report No. 072703/25/TT-ĐHĐCĐ-TCBS.</p> <p>(x) Assign and authorize the Chairman of the Board of Directors of the Company to organize the implementation of all other necessary procedures and tasks to successfully implement the above contents after being approved by the General Meeting of Shareholders, in accordance with the provisions of law and the Company's Charter.</p>
2.	022204/25/NQ-ĐHĐCĐ-TCBS	22/04/2025	Approving the Proposal on approving the detailed plan for the use of proceeds from the private placement of shares and approving the full text of the Company's amended and supplemented Plan for Offering and Use of Capital.

3.	010507/25/NQ-ĐHĐCĐ-TCBS	05/07/2025	<p>(i) Approving the full text of the Report to the General Meeting of Shareholders No. 012506/25/TT-ĐHĐCĐ-TCBS on the selection of an independent audit unit to audit capital for Techcom Securities Joint Stock Company.</p> <p>(ii) Approving the full text of the Report to the General Meeting of Shareholders No. 022506/25/TT-ĐHĐCĐ-TCBS on the listing of bonds offered by the Company to the public.</p> <p>(iii) Approving the full text of the Report to the General Meeting of Shareholders 042506/25/TT-ĐHĐCĐ-TCBS on the amendment and supplementation of the Charter of Techcom Securities Joint Stock Company.</p> <p>(iv) Assign and authorize the Chairman of the Board of Directors to organize the implementation of all other necessary procedures and tasks to successfully implement the above contents after being approved by the General Meeting of Shareholders, in accordance with the provisions of law and the Company's Charter.</p>
4.	020507/25/NQ-ĐHĐCĐ-TCBS	05/07/2025	Approving the plan to increase charter capital through the initial public offering of shares, the plan for initial public offering of shares, the use of the proceeds from the offering and the listing of securities.
5.	012509/25/NQ-ĐHĐCĐ-TCBS	25/09/2025	<p>(i) Dismissal of Mr. Phan Thanh Son from the position of Member of the Board of Directors</p> <p>(ii) Approving the number of members of the Board of Directors of the Company in the remaining period of the term of 2023 - 2028 is 05 (five) members of the Board of Directors, including 01 (one) member who is an independent member of the Board of Directors.</p>

6.	012111/25/NQ-ĐHĐCĐ-TCBS	21/11/2025	(i) Approving the Report No. 011610/25/TT-ĐHĐCĐ-TCBS on the Amendment and Supplementation of the Charter of Techcom Securities Joint Stock Company.  (ii) Approving the Report No. 021610/25/TT-ĐHĐCĐ-TCBS on the approval of the dividend payment plan in 2024.
7.	012612/25/NQ-ĐHĐCĐ-TCBS	26/12/2025	Approving and authorizing the implementation of the plan on foreign convertible loans without collateral with a committed value of up to 50 million USD.
8.	022612/25/NQ-ĐHĐCĐ-TCBS	26/12/2025	Approving the plan to increase charter capital through the issuance of shares under the option program for employees of Techcom Securities Joint Stock Company.
9.	032612/25/NQ-ĐHĐCĐ-TCBS	26/12/2025	(i) Approving the Report No. 031212/25/TT-ĐHĐCĐ-TCBS on the amendment and supplementation of the Charter of Techcom Securities Joint Stock Company.  (ii) Approving the Report No. 041212/25/TT-ĐHĐCĐ-TCBS on the Amendment and Supplementation of the Regulation on Operation of the Board of Directors of Techcom Securities Joint Stock Company.  (iii) Approving the Report No. 051212/25/TT-ĐHĐCĐ-TCBS on the amendment and supplementation of the Regulation of the Supervisory Board of Techcom Securities Joint Stock Company.  (iv) Approving the Report No. 061212/25/TT-ĐHĐCĐ-TCBS on the Amendment and Supplementation of the Internal Regulation on the Governance of Techcom Securities Joint Stock Company.

- The Board supervised the targets and plans assigned by the AGM by combining the analysis of practical situations and market developments to direct the Company's activities. At the same time, the Board reviewed, adjusted, supplemented, and issued regulations to fully and promptly comply with periodic disclosures, unusual disclosures, and disclosures as required by the Securities Commission and related authorities.

### **3. Report on TCBS's bond issuance in 2025**

In 2025, the Board of Directors reviewed and approved the Company's bond issuance plans within its authority and in compliance with applicable laws, specifically as follows:

- The Company offered and issued corporate bonds on a private placement basis in Vietnamese Dong, non-convertible, without warrants and unsecured, offered in multiple tranches, with a maximum total face value of VND 1,500,000,000,000 for all tranches, as approved under Board of Directors' Resolution No. 010304/25/NQ-HĐQT-TCBS dated April 3, 2025.
- The Company offered and issued corporate bonds on a private placement basis in Vietnamese Dong, non-convertible, without warrants and unsecured, offered in multiple tranches, with a maximum total face value of VND 500,000,000,000 for all tranches, as approved under Board of Directors' Resolution No. 020304/25/NQ-HĐQT-TCBS dated April 3, 2025.
- The Company offered and issued corporate bonds on a private placement basis in Vietnamese Dong, non-convertible, without warrants and unsecured, offered in multiple tranches, with a maximum successful subscription total face value of VND 3,000,000,000,000,000 for all tranches, as approved under Board of Directors' Resolution No. 012212/25/NQ-HĐQT-TCBS dated December 22, 2025.
- The Board of Directors approved Resolution No. 010411/25/NQ-HĐQT-TCBS dated November 4, 2025, regarding the public offering and issuance of corporate bonds in multiple tranches in Vietnamese Dong, non-convertible, without warrants and unsecured, with the total face value of the offered tranches not exceeding VND 5,000,000,000,000. As of the date of this Report, the Company is implementing the procedures and carrying out the issuance in accordance with the approved Issuance Plan and applicable law.

All documents, offering dossiers, and related materials were approved within the proper authority and disclosed fully and timely in compliance with applicable legal regulations.

### **4. Report on private placement and initial public offering of shares**

- The Company successfully completed the private placement of shares to domestic investors, raising its charter capital to VND 20,801,580,210,000 pursuant to the amended License for Establishment and Securities Business Operations No. 33/GPĐC-UBCK issued by the State Securities Commission to TCBS on June 30, 2025, with details as follows:
  - Number of shares offered: 118,835,901 shares
  - Offer price: VND 11,585 per share
  - Total proceeds from the offering: VND 1,376,713,913,085

The report on the use of capital raised from the recent share capital increase, contributed during the period from January 1, 2025, to June 30, 2025, has been audited by UHY Auditing and Consulting Co., Ltd. and is attached to this Report.

- The Company successfully completed the initial public offering, raising its charter capital to VND 23,113,080,210,000 pursuant to the amended License for Establishment and Securities Business Operations No. 93/GPĐC-UBCK issued by the State Securities Commission to TCBS on September 19, 2025, with details as follows:
  - Number of shares offered: 231,150,000 shares

- Offer price: VND 46,800 per share
- Total proceeds from the offering: VND 10,817,820,000,000

The report on the use of proceeds from the issuance of 231.15 million shares in the initial public offering (IPO) has been audited by UHY Auditing and Consulting Co., Ltd. and is attached to this Report.

As of December 31, 2025, the Company has completed two capital increases, bringing TCBS's total charter capital to VND 23,113,080,210,000 (Twenty-three trillion, one hundred thirteen billion, eighty million, two hundred ten thousand VND) corresponding to 2,311,308,021 shares. The increased capital not only strengthens the Company's financial capacity but also enhances its competitiveness, facilitating business expansion and improving the Company's market position.

#### **IV. Activities of independent members of the Board of Directors and their assessment of the Board of Directors' performance**

##### **1. Activities of independent members of the Board of Directors**

- Together with other Members of the Board of Directors, directed, supervised, and urged the Chief Executive Officer and relevant departments/units to implement the 2025 business plan as approved by the 2025 Annual General Meeting of Shareholders.
- Participated in Board of Directors meetings to provide contributions, cast votes on issues raised, and give opinions, including reviewing and providing feedback on strategic orientations and the Company's business plans.
- Performed the roles, functions, and duties of an Independent Member of the Board of Directors in supervising the Chief Executive Officer's execution of tasks assigned by the Board of Directors.
- Reviewed and approved the dismissal and appointment of managerial positions within the approval authority of the Board of Directors.
- Reviewed and approved the issuance of internal regulations relating to the Company's organization, governance, and operational activities under the Board of Directors' authority.
- Supervised the Chief Executive Officer in organizing and implementing control activities, operations, and maintenance of management information systems and information exchange mechanisms.
- Provided opinions and feedback on the implementation of annual strategies and the Company's overall development plans.
- Performed other tasks as assigned or directed by the Chairman of the Board of Directors.

##### **2. Assessment of the Board of Directors' performance by independent members of the Board of Directors**

In 2025, the Board of Directors operated actively and effectively. The Board proactively and timely issued resolutions and decisions to efficiently implement the Shareholders' General Meeting resolutions and execute the Company's business plan. Specific highlights include:

- i. The Board ensured that the number of Board meetings and members convened met legal and operational requirements, clearly defining the roles of each member, including Independent Members, Executive Members, and Non-Executive Members of the Board.
- ii. Board members actively and diligently performed assigned tasks with care and integrity, contributing to TCBS's successful business results in 2025.
- iii. Board members actively participated in all Board meetings, cast votes, and provided opinions on issues raised during meetings, as well as on matters approved in writing.
- iv. Board members completed their assigned roles and responsibilities according to their positions as designated by the Board in the Company's Charter, the Regulations on the Operation of the Board of Directors, and other internal documents, in compliance with applicable laws.
- v. Board members reported to the Board on transactions between TCBS and any Board Member and/or related parties of Board Members in accordance with regulations, and fully disclosed such information as required by law, including compliance with pre-transaction notification and post-transaction reporting obligations in relation to TCBS share transactions.
- vi. The Board reviewed the Company's financial statements prepared by the independent audit firm, provided comments, requested explanations from the Chief Executive Officer, the independent audit firm, and internal audit department, and received responses from relevant parties.
- vii. The Board regularly reviewed the Company's policies and regulations and timely adjusted them to align with the business situation and strategic orientations. In addition, the Board provided guidance, direction, and ongoing supervision of the Chief Executive Officer's activities, supporting proper management in accordance with the Company's regulations and policies.
- viii. Board members promptly and fully reported to the Board regarding any remuneration received from other companies, if applicable.

**V. Assessment of the Board's activities in relation to the Management Board, other executive officers, and the Supervisory Board**

**1. In relation to the Management Board:**

- The Board has regularly monitored operations and supervised the Company's implementation of the Board's resolutions, coordinating with the Management Board to promptly adopt appropriate measures to adjust business operations, rectify, supplement, and improve management in corporate governance.
- The Board frequently exchanged views with the Management Board to stay informed on business performance, provide guidance and direction, and address proposals and recommendations arising from the Company's operations.

**2. In relation to the Supervisory Board:**

- The Board has coordinated with the Company's Supervisory Board to strengthen its supervisory and managerial functions, ensuring that the Company achieves the objectives

set by the General Meeting of Shareholders and complies with the applicable laws and the Company's Charter.

- The Board has facilitated the Supervisory Board in properly performing its duties and responsibilities in accordance with the Company's Charter and applicable laws.

### **3. Supervision results of the Board over the Management Board:**

- The Management Board has proactively executed tasks and targets approved by the General Meeting of Shareholders and the Board, consistently adopting necessary measures in corporate governance as directed by the Board and based on the Supervisory Board's recommendations. Throughout operations, the Management Board has demonstrated a high sense of responsibility, overcoming challenges to expand the market, pursue new opportunities, and increase the Company's revenue and profit.
- In 2025, the Management Board proactively arranged the Company's key management personnel, effectively implemented remuneration policies, and improved working conditions, employee welfare, and benefits.
- The Board directed and supervised the Management Board and Company management personnel in strictly complying with legal regulations related to corporate governance and the Company's business activities.
- Oversight of asset usage, management, and investment; monitoring the implementation of the Board's resolutions and decisions.
- Direction and supervision to ensure compliance with State regulations; workplace conditions; implementation of the Collective Labor Agreement; and other employee benefits.
- The Board conducted supervision of the Management Board through regular meetings to evaluate the Company's business performance. Additionally, the Board reviewed reports and internal audit results to ensure that the Management Board's operations complied with approved regulations and strategic directions.
- The Board's monitoring and supervision were executed within its authority, without obstructing or overlapping with the Management Board's management responsibilities. Through such supervision, the Board was able to timely grasp operational status, assess the execution of business plans, and provide prompt guidance to ensure high operational efficiency while minimizing errors and risks.

**Conclusion:** In 2025, the Management Board made significant efforts in performing assigned duties, achieving results that are highly commendable and encouraging. Notably, 2025 profits grew substantially compared to the prior year. The results of 2025 indicate a strong positive trend, with TCBS continuing its growth trajectory and demonstrating excellent business performance. In particular, the Company's initial public offering (IPO) drew strong market attention and marked the first IPO leading a market trend. Post-IPO, TCBS became the first securities company in Vietnam with a market capitalization exceeding VND 100,000 billion, setting a new record. As the industry leader in business performance, capital strength, and

lending capacity, TCBS continues to consolidate its leading position. Notably, TCBS's equity grew over 60% in the past year, ranking first in the sector. Throughout operations, the Company has fully complied with applicable laws and internal regulations, while the Management Board effectively managed business operations with high responsibility toward stakeholders.

*(Source: Annual Report)*

## **VI. Overall assessment of the Board of Directors**

- According to the Board's activity plan, all tasks undertaken by the Board in 2025 were aligned with the resolutions of the General Meeting of Shareholders and fully complied with the Company's Charter as well as its governance regulations and internal policies.
- All members of the Board demonstrated a high sense of responsibility, performed their roles appropriately, and proposed numerous solutions while providing strategic direction and timely, prudent decisions, in compliance with applicable laws. The Board effectively carried out its role in guiding the Company's development through planning, monitoring, and adjusting strategic decisions. Decisions made by the Management Board were analyzed and consulted by the Board in a timely manner, yielding optimal solutions for the benefit of the Company and its shareholders.
- In 2025, the Company not only performed well and complied with corporate governance requirements under the law but also applied good governance practices that went beyond mere compliance.
- 2025 marked a year of exceptional growth for the Company, particularly in the context of a capital market gradually recovering and undergoing significant structural changes. Thanks to an appropriate business strategy, effective technology application, strict cost management, and seamless coordination among departments, the Company successfully achieved the objectives assigned by the General Meeting of Shareholders and attained the highest business results in its history. Specifically, TCBS recorded total revenue of VND 11,217 billion in 2025, exceeding the plan approved by the General Meeting of Shareholders by 20% and increasing 47% compared to 2024; pre-tax profit for 2025 reached VND 7,109 billion, achieving 123% of the plan and increasing 48% year-on-year.
- As of December 31, 2025, TCBS's total assets reached VND 80,632 billion, up 51% compared to 2024, of which equity reached VND 44,100 billion.
- In October 2025, TCBS officially listed its shares on the Ho Chi Minh City Stock Exchange following a successful initial public offering (IPO), which attracted subscriptions for over 575 million shares, 2.5 times the offered amount, successfully raising over VND 10,000 billion. This reinforced investor confidence in TCBS's long-term development strategy. The results not only reflect the expanded operational scale but also demonstrate that the quality of growth has been maintained at a high level, with stable profit margins and effective cost control capabilities.

## **VII. The board's strategic direction and operational plan for 2026**

The Board of Directors will continue to fully leverage the Company's existing resources while ensuring the comprehensive and precise execution of all resolutions approved by the Annual General Meeting of Shareholders. The Board shall maintain oversight and provide strategic

direction to the Management Board in the implementation of policies and initiatives ratified by both the AGM and the Board.

The Board further mandates the Management Board to advance measures aimed at strengthening governance across the organization, enhancing the application of information technology, improving transparency, and mitigating potential conflicts of interest in corporate management. The Board has identified the following key strategic priorities for TCBS in 2026:

- Continue to pursue a strategy of technological autonomy while accelerating the adoption of new technologies across business and management processes, including the implementation of innovative systems to enhance operational efficiency and improve the customer experience.
- Focus on executing business strategies to consolidate and expand market share across business segments, while exploring opportunities for new product development and diversification.
- Continue to evaluate and implement governance practices that exceed mere regulatory compliance, aligning with industry best practices and tailored to the Company's operational environment and business conditions.
- Strive to achieve and exceed the financial objectives approved by the AGM for the 2026 fiscal year, as established during the AGM meeting held in April 2026.

Detailed plans and strategic directions will be presented in the Resolution on 2025 Business Results and the 2026 Business Plan for the Company.

This concludes the Board of Directors' report on the Company's operational results for 2025 and strategic plan for 2026, submitted to the AGM for review and approval.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**



**NGUYEN XUAN MINH**

**APPENDIX 01**

**Resolutions/Decisions of the Board of Directors (2025)**

<b>No.</b>	<b>Resolutions No.</b>	<b>Issue Date</b>	<b>Content</b>	<b>Approval Rate (%)</b>
1.	011501/25/NQ-HĐQT-TCBS	15/01/2025	Transactions with Related Persons of Major Shareholders of Techcom Securities Joint Stock Company	100%
2.	021501/25/NQ-HĐQT-TCBS	15/01/2025	Approving the plan for foreign syndicated loans without collateral with a committed value of up to USD 230 million	100%
3.	011701/25/NQ-HĐQT-TCBS	17/01/2025	Approval of free share transfer transactions of Techcom Securities Joint Stock Company	100%
4.	012201/25/NQ-HĐQT-TCBS	22/01/2025	Payment of bonuses according to the results of work completion in 2024 for the Board of Directors of TCBS	100%
5.	012301/25/NQ-HĐQT-TCBS	23/01/2025	Appointment of employees at Techcom Securities Joint Stock Company	100%
6.	022301/25/NQ-HĐQT-TCBS	23/01/2025	Dismissal of employees at Techcom Securities Joint Stock Company	100%
7.	012401/25/NQ-HĐQT-TCBS	24/01/2025	Approving the detailed plan on using the proceeds from the private placement to increase the charter capital of Techcom Securities Joint Stock Company	100%
8.	022401/25/NQ-HĐQT-TCBS	24/01/2025	Transactions between Techcom Securities Joint Stock Company and Related Persons	100%

9.	032401/25/NQ-HĐQT-TCBS	24/01/2025	Promulgating to replace the Regulation on professional approval activities at TCBS	100%
10.	010502/25/NQ-HĐQT-TCBS	05/02/2025	Approving the plan for offering secured warrants	100%
11.	010703/25/NQ-HĐQT-TCBS	07/03/2025	Approving the plan to convene the Annual General Meeting of Shareholders in 2025 of Techcom Securities Joint Stock Company	100%
12.	012703/25/NQ-HĐQT-TCBS	27/03/2025	Approving documents to be submitted to the 2025 Annual General Meeting of Shareholders of Techcom Securities Joint Stock Company.	100%
13.	022703/25/NQ-HĐQT-TCBS	27/03/2025	Transactions between Techcom Securities Joint Stock Company and related persons of major shareholders.	100%
14.	010304/25/NQ-HĐQT-TCBS	03/04/2025	Approving the offering and issuance of corporate bonds in the form of individual bonds in several tranches in 2025 with the total par value of the successful offering of all tranches up to VND 1,500,000,000,000 and related issues.	100%
15.	020304/25/NQ-HĐQT-TCBS	03/04/2025	Approving the offering and issuance of corporate bonds in the form of private placement by Techcom Securities Joint Stock Company in 2025 with a total par value of up to VND 500,000,000,000 and related matters.	100%
16.	011404/25/NQ-HĐQT-TCBS	14/04/2025	TCBS is the depository agent for bonds issued by Vietnam Technology and Commercial Joint Stock Bank in 2025	100%
17.	011504/25/NQ-HĐQT-TCBS	15/04/2025	Approving the issuance of seals to Techcom Securities Joint Stock Company – Hanoi Branch	100%

18.	011704/25/NQ-HĐQT-TCBS	17/04/2025	Contingency deployment costs for the trading system for TCBS phase 2	100%
19.	012104/NQ-HĐQT-TCBS	21/04/2025	Approving the participation in capital contribution with related persons of the Company to establish a joint-stock company	100%
20.	012504/25/NQ-HĐQT-TCBS	25/04/2025	Adjustment of basic income in 2024 for the Board of Directors at TCBS	100%
21.	022504/25/NQ-HĐQT-TCBS	25/04/2025	Approval of the dossier of registration for the offering and the implementation of the Private Placement Plan and the plan to use the proceeds from the Private Placement of the Company	100%
22.	010605/25/NQ-HĐQT-TCBS	06/05/2025	Approving of the update of the Risk Appetite applied to TCBS in 2025	100%
23.	012205/25/NQ-HĐQT-TCBS	22/05/2025	Promulgating the Risk Management Process at Techcom Securities Joint Stock Company	100%
24.	012905/25/NQ-HĐQT-TCBS	29/05/2025	Declaration of invalidity of documents issued by the Board of Directors	83.33%
25.	022905/25/NQ-HĐQT-TCBS	29/05/2025	Approving expenses and participate in the signing of consulting service contracts related to the capital increase of the Company	83.33%
26.	013005/25/NQ-HĐQT-TCBS	30/05/2025	Transactions with Related Persons of Major Shareholders of Techcom Securities Joint Stock Company	100%
27.	010406/25/NQ-HĐQT-TCBS	04/06/2025	Transactions with Related Persons of Major Shareholders of Techcom Securities Joint Stock Company	100%

28.	011206/25/NQ-HĐQT-TCBS	12/06/2025	Transactions with Related Persons of Major Shareholders of Techcom Securities Joint Stock Company	100%
29.	011306/25/NQ-HĐQT-TCBS	13/06/2025	Approving the organization of consultation with shareholders in writing	100%
30.	021306/25/NQ-HĐQT-TCBS	13/06/2025	Approving the investment in the purchase of shares of Wealthtech Innovations Joint Stock Company – Related person of Techcom Securities Joint Stock Company	83.33%
31.	011606/25/NQ-HĐQT-TCBS	16/06/2025	Offering of secured warrants	100%
32.	011806/25/NQ-HĐQT-TCBS	18/06/2025	Approving of contracts, transactions, and agreements on corporate bonds between TCBS and Related Persons of major shareholders of TCBS	83.33%
33.	012006/25/NQ-HĐQT-TCBS	20/06/2025	Approving the contents related to the registration of the increase in charter capital of Techcom Securities Joint Stock Company after the end of the private placement of shares in 2025	100%
34.	012306/25/NQ-HĐQT-TCBS	23/06/2025	Approving the purchase of shares in the issuance of additional shares to existing shareholders of Wealthtech Innovations Joint Stock Company – Related persons of the Company	83.33%
35.	022406/25/NQ-HĐQT-TCBS	24/06/2025	Amendments/supplements to the Regulation on transfer, management of shareholder information and certification of shares in Techcom Securities Joint Stock Company	100%
36.	012506/25/NQ-HĐQT-TCBS	25/06/2025	Approving documents for shareholders' opinions in writing of Techcom Securities Joint Stock Company	100%

37.	013006/25/NQ-HĐQT-TCBS	30/06/2025	Approving the termination of the Document Establishing Methods and Scenarios of Endurance Test at Techcom Securities Joint Stock Company	100%
38.	023006/25/NQ-HĐQT-TCBS	30/06/2025	Approving TCBS Microsoft Office 365 Cost	100%
39.	033006/25/NQ-HĐQT-TCBS	30/06/2025	Approving of the Cloud Computing Budget for the last 7 months of 2025	83.33%
40.	010907/25/NQ-HĐQT-TCBS	09/07/2025	Implement the plan to increase charter capital through the initial public offering of shares, the plan for initial public offering of shares, the plan to use the capital obtained from the offering and the listing of securities	100%
41.	011007/25/NQ-HĐQT-TCBS	10/07/2025	Approving the dossier of registration for initial public offering of shares	100%
42.	021007/25/NQ-HĐQT-TCBS	10/07/2025	Approving transactions between Techcom Securities Joint Stock Company and related persons	100%
43.	010108/25/NQ-HĐQT-TCBS	01/08/2025	Adjustment of iBond series balance limit with credit risk brokerage services	100%
44.	010508/25/NQ-HĐQT-TCBS	05/08/2025	Adjustment and supplementation of a number of contents in the plan to increase charter capital through initial public offering of shares, plan on use of capital obtained from the offering	100%
45.	010608/25/NQ-HĐQT-TCBS	06/08/2025	Approving of the dossier of registration for initial public offering of shares	100%

46.	010708/25/NQ-HĐQT-TCBS	07/08/2025	Approving the policy of conducting foreign currency transactions and/or interest rate derivatives with Vietnam Technological and Commercial Joint Stock Bank	100%
47.	012208/25/NQ-HĐQT-TCBS	22/08/2025	TCBS continues to be the depository agent for bonds issued by Vietnam Technology and Commercial Joint Stock Bank in 2025	100%
48.	010509/25/NQ-HĐQT-TCBS	05/09/2025	Approving the organization of consultation with shareholders in writing	83.33%
49.	020509/25/NQ-HĐQT-TCBS	05/09/2025	Approving the purchase of TCBS shares in the initial public offering	100%
50.	030509/25/NQ-HĐQT-TCBS	05/09/2025	Approving the quota for performing operations as a fund-setting member, distribution agent & market-making organization for the Portfolio Swap Fund established and managed by Techcom Capital Company Limited	66.67%
51.	010909/25/NQ-HĐQT-TCBS	09/09/2025	Approving the results of subscription registration and the plan to handle the number of odd shares in the initial public offering of shares	80%
52.	011109/25/NQ-HĐQT-TCBS	11/09/2025	Plan to apply attraction bonuses for employees	80%
53.	011509/25/NQ-HĐQT-TCBS	15/09/2025	Approving of documents to collect shareholders' opinions in writing	83.33%
54.	011809/25/NQ-HĐQT-TCBS	18/09/2025	Approving the offering results and the plan to handle the remaining number of shares that have not been fully distributed in the initial public offering	83.33%
55.	021809/25/NQ-HĐQT-TCBS	18/09/2025	Assignment of employees for concurrent roles at TCBS	83.33%

56.	012209/25/NQ-HĐQT-TCBS	22/09/2025	Approving the contents related to the registration of the increase in the Company's charter capital after the end of the initial public offering of shares	66.67%
57.	012609/25/NQ-HĐQT-TCBS	26/09/2025	Transactions with Insiders/Related Persons of Techcom Securities Joint Stock Company	80%
58.	022609/25/NQ-HĐQT-TCBS	26/09/2025	Organizing a gratitude party for TCBS becoming a public company	80%
59.	013009/25/NQ-HĐQT-TCBS	30/09/2025	Approving the cost of the warranty and technical support package for IBM	100%
60.	010110/25/NQ-HĐQT-TCBS	01/10/2025	Transactions between Techcom Securities Joint Stock Company and Related Persons of Major Shareholders	100%
61.	010310/25/NQ-HĐQT-TCBS	03/10/2025	Promulgating the Regulation and Internal Audit Process at Techcom Securities Joint Stock Company	100%
62.	010610/25/NQ-HĐQT-TCBS	06/10/2025	Approving the cost of purchasing Oracle Database licenses	100%
63.	011610/25/NQ-HĐQT-TCBS	16/10/2025	Approving the collection of shareholders' opinions in writing	100%
64.	012110/25/NQ-HĐQT-TCBS	21/10/2025	Transactions with Insiders/Related Persons of Techcom Securities Joint Stock Company	100%
65.	010411/25/NQ-HĐQT-TCBS	04/11/2025	Approving works related to the public offering of bonds with a total face value of up to VND 5,000,000,000,000	100%

66.	011211/25/NQ-HĐQT-TCBS	12/11/2025	Approving the dossier of registration for public offering of corporate bonds with a total face value of up to VND 5,000,000,000,000	100%
67.	012011/25/NQ-HĐQT-TCBS	20/11/2025	Approving the organization of consultation with shareholders in writing	100%
68.	011012/25/NQ-HĐQT-TCBS	10/12/2025	Adjustment of Functions and Organizational Structure of Techcom Securities Joint Stock Company	100%
69.	011112/25/NQ-HĐQT-TCBS	11/12/2025	Approving the plan related to the Company's shares in Wealthtech Innovations Joint Stock Company – Related Persons of the Company	100%
70.	011212/25/NQ-HĐQT-TCBS	12/12/2025	Approving documents for shareholders' opinions in writing of Techcom Securities Joint Stock Company	100%
71.	0121212/25/NQ-HĐQT-TCBS	12/12/2025	Promulgating the Internal Audit Activity Plan in 2026	100%
72.	031212/25/NQ-HĐQT-TCBS	12/12/2025	Approving the participation in capital contribution with related persons of the Company	100%
73.	011912/25/NQ-HĐQT-TCBS	19/12/2025	Approving of risk appetite and risk limits applied to TCBS in 2026	100%
74.	012212/25/NQ-HĐQT-TCBS	22/12/2025	Approving works related to the private placement of bonds in several tranches with a maximum total face value of VND 3,000,000,000,000 and related matters	100%
75.	012312/25/NQ-HĐQT-TCBS	23/12/2025	Promulgating to replace the Regulation on professional approval activities at TCBS	100%

76.	022312/25/NQ-HDQQT-TCBS	23/12/2025	Approving the cost of purchasing Atlassian Jira and Confluence Cloud software licenses	100%
77.	012612/25/NQ-HDQQT-TCBS	26/12/2025	Transactions with Insiders/Related Persons of Techcom Securities Joint Stock Company	100%
78.	012912/25/NQ-HDQQT-TCBS	29/12/2025	Promulgating the Regulation on organization and operation of the Board of Directors and the Internal Regulation on governance of Techcom Securities Joint Stock Company	100%
79.	022912/25/NQ-HDQQT-TCBS	29/12/2025	Detailed approval of the unsecured foreign convertible loan plan with a committed value of up to 50 million US dollars	100%
80.	012612/25/NQ-HDQQT-TCBS	31/12/2025	Approving Cloud cost Budget proposal	100%

**TECHCOM SECURITIES JOINT STOCK COMPANY**  
**REPORT ON THE USE OF PROCEEDS FROM THE PUBLIC**  
**OFFERING OF 231.15 MILLION SHARES**  
**AUDITED**

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*January 2026*

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## REPORT OF MANAGEMENT

The Management of Techcom Securities Joint Stock Company (hereinafter referred to as the "Company") hereby submits this report together with the Report on the use of proceeds from the public offering of 231.15 million shares (hereinafter referred to as the "Report on the use of proceeds"), which has been audited.

### BOARD OF DIRECTORS, MANAGEMENT AND BOARD OF SUPERVISION

The members of the Board of Directors, the Management and the Board of Supervision who have managed the Company from 1 July 2025 to 30 September 2025 and as at the date of this Report are as follows:

#### BOARD OF DIRECTORS

<i>Name</i>	<i>Position</i>	<i>Date of appointment/ resignation</i>
Mr. Nguyen Xuan Minh	Chairman	Appointed on 26 April 2023 for the period 2023-2028
Ms. Nguyen Thi Diu	Deputy Chairman	Appointed on 30 December 2024 for the remaining period 2023-2028
	Independent member	Appointed on 24 December 2024 for the remaining period 2023-2028
Mr. Phan Thanh Son	Member	Appointed on 26 April 2023 for the period 2023-2028 Resigned on 25 September 2025
Ms. Nguyen Thi Thu Hien	Member	Appointed on 26 April 2023 for the period 2023-2028
Mr. Alexandre Charles Emmanuel Macaire	Member	Appointed on 26 April 2023 for the period 2023-2028
Mr. Le Huy Hoang	Member	Appointed on 04 December 2023 for the period 2023-2028

#### BOARD OF SUPERVISION

<i>Name</i>	<i>Position</i>	<i>Date of appointment/ resignation</i>
Mr. Dang Van Khai	Head of the Board of Supervision	Appointed on 26 April 2023 for the period 2023-2028
Ms. Hoang Thi Kim Cuc	Member	Appointed on 26 April 2023 for the period 2023-2028
Ms. Le Thi Thu Huong	Member	Appointed on 26 April 2023 for the period 2023-2028

**REPORT OF MANAGEMENT (CONTINUED)**

**MANAGEMENT**

<i>Name</i>	<i>Position</i>	<i>Date of appointment/ resignation</i>
Ms. Nguyen Thi Thu Hien	Chief Executive Officer	Reappointed on 29 January 2024
Ms. Pham Dieu Linh	Deputy Chief Executive Officer	Appointed on 10 October 2018
Ms. Bui Thi Thu Hang	Deputy Chief Executive Officer	Appointed on 15 August 2020
Ms. Tran Thi Thu Trang	Deputy Chief Executive Officer	Appointed on 05 November 2021
Mr. Nguyen Tuan Cuong	Deputy Chief Executive Officer	Appointed on 20 August 2022
Mr. Ngo Hoang Ha	Deputy Chief Executive Officer	Appointed on 04 May 2023
	Person in charge of Corporate Governance	Appointed on 18 September 2025
Mr. Nguyen Dang Minh	Deputy Chief Executive Officer	Appointed on 01 February 2025

**EVENTS AFTER THE REPORTING PERIOD**

As at the date of this Report, the Management of the Company confirms that there are no unusual events occurring after the end of this reporting period that have a material impact resulting in changes to the figures presented in the Company's Report on the use of proceeds.

**LEGAL REPRESENTATIVE**

The legal representative of the Company during the period and as at the date of this Report is Mr Nguyen Xuan Minh – Chairman of the Board of Directors of Techcom Securities Joint Stock Company.

Ms Nguyen Thi Thu Hien, the Chief Executive Officer, is authorised by Mr Nguyen Xuan Minh to sign the financial statements under Authorisation Letter No. 010/2018/UQ-CT dated 14 August 2018.

**AUDITORS**

The accompanying Report on the use of proceeds from the public offering of 231.15 million shares has been audited by UHY Audit and Consulting Company Limited.

**MANAGEMENT'S RESPONSIBILITY**

The Management of the Company is responsible for preparing a Report that presents a true and fair view of the use of proceeds from the public offering of 231.15 million shares in accordance with the intended use of proceeds as approved in the share issuance plan. In the course of implementation, the Company must ensure full compliance with the provisions of the Law on Enterprises, the Resolutions of the General Meeting of Shareholders, the Board of Directors and other relevant legal documents.

In preparing this Report as well as all other components of equity in general, the Management is required to:

- Select appropriate accounting policies and apply them consistently;
- Make judgements and estimates that are reasonable and prudent;
- State whether applicable accounting principles have been followed and disclose and explain any material departures in the Report on the use of contributed capital of owners;
- Prepare the Report on the use of proceeds on a going concern basis unless it is inappropriate to presume that the Company will continue its business operations; and

**TECHCOM SECURITIES JOINT STOCK COMPANY**

27<sup>th</sup>, 28<sup>th</sup> and 29<sup>th</sup> floors, C5 D'Capitale Building, No. 119 Tran Duy Hung Street, Yen Hoa Ward,  
Hanoi

**REPORT OF MANAGEMENT (CONTINUED)**

**MANAGEMENT'S RESPONSIBILITY (CONTINUED)**

- Design and implement an effective internal control system for the preparation and presentation of the Report on the use of proceeds in order to minimise risks and fraud.

The Management of the Company confirms that the Company has complied with the above requirements in the preparation and presentation of the Report on the use of proceeds from the public offering of 231.15 million shares of Techcom Securities Joint Stock Company.

The Management of the Company is also responsible for ensuring that the accounting records are properly maintained to reflect fairly the contributed capital of the Company at any time and to ensure that this Report complies with the accounting policies presented in Note 02 to the Report on the use of proceeds. The Management is also responsible for safeguarding the assets of the Company and, hence, for taking appropriate measures to prevent and detect fraud and other irregularities.

**STATEMENT BY THE MANAGEMENT**

In the opinion of the Management, the accompanying Report on the use of proceeds presented on page 7 presents a true and fair view of the use of proceeds from the public offering of 231.15 million shares of Techcom Securities Joint Stock Company in accordance with the basis of preparation presented in Note 2 – Notes to the Report on the use of proceeds.

For and on behalf of the Management,



**Nguyễn Thị Thu Hiền**  
**Chief Executive Officer**

*Hanoi, 12 January 2026*

No: 09/2026/UHY-BCSDV

## **INDEPENDENT AUDITOR'S REPORT**

*On the Report on the use of proceeds from the public offering of 231.15 million shares of  
Techcom Securities Joint Stock Company*

**To: The Shareholders, the Board of Directors and the Management  
Techcom Securities Joint Stock Company**

We have audited the Report on the use of proceeds from the public offering of 231.15 million shares of Techcom Securities Joint Stock Company (hereinafter referred to as the "Company"), dated 12 January 2026, presented from page 7 to page 10. The Report on the use of proceeds from the public offering of 231.15 million shares (hereinafter referred to as the "Report on the use of proceeds") comprises the Report on the use of proceeds and the accompanying Notes to the Report on the use of proceeds.

### **Management's Responsibilities**

The Management of the Company is responsible for the preparation and fair presentation of the Report on the use of proceeds in accordance with the accounting policies presented in the accompanying Notes to the Report on the use of proceeds, and for such internal control as the Management determines is necessary to enable the preparation and presentation of the Report on the use of proceeds that is free from material misstatement, whether due to fraud or error.

### **Auditors' Responsibilities**

Our responsibility is to express an opinion on the Report on the use of proceeds from the public offering of 231.15 million shares based on our audit. We conducted our audit in accordance with Vietnamese Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance as to whether the Report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Report on the use of proceeds. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Report on the use of proceeds, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation of the Report on the use of proceeds in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Management, as well as evaluating the overall presentation of the Report on the use of proceeds.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

## INDEPENDENT AUDITORS' REPORT (CONTINUED)

### Auditors' Opinion

In our opinion, the Report on the use of proceeds presents fairly, in all material respects, the use of proceeds from the public offering of 231.15 million shares of Techcom Securities Joint Stock Company in accordance with the basis of preparation presented in Note 2 – Notes to the Report on the use of proceeds.

### Emphasis of Matter

Without qualifying our opinion, we draw attention of the readers of the Report on the use of proceeds to Note 2.3 – Purpose of the Report. This Report on the use of proceeds has been prepared for the purpose of information disclosure and to meet the requirements of State management authorities in accordance with prevailing laws and regulations. This Report relates only to the use of contributed capital and does not relate to the complete set of financial statements of Techcom Securities Joint Stock Company.

Our opinion is not modified in respect of this matter.



**Le Quang Nghĩa**  
**Deputy Chief Executive Officer**  
Auditor's practice certificate No.:  
3660-2026-112-1  
*For and on behalf of*  
**UHY AUDIT AND CONSULTING COMPANY LIMITED**  
*Hanoi, 12 January 2026*

**Ngo Anh Dung**  
**Auditor**  
Auditor's practising certificate No:  
5215-2021-112-1

**TECHCOM SECURITIES JOINT STOCK COMPANY**

27<sup>th</sup>, 28<sup>th</sup> and 29<sup>th</sup> floors, C5 D'Capitale Building, No. 119 Tran Duy Hung Street,  
Yen Hoa Ward, Hanoi

**REPORT ON THE USE OF PROCEEDS  
FROM THE PUBLIC OFFERING OF  
231.15 MILLION SHARES**

**REPORT ON THE USE OF PROCEEDS FROM THE PUBLIC OFFERING OF 231.15 MILLION SHARES**

No.	Approval document	Purpose of use	Planned use (VND)	Actual use (VND)	Variance (VND)
1	Resolution No. 010907/25/NQ-HĐQT-TCBS dated 09 July 2025 of the Board of Directors of Techcom Securities Joint Stock Company regarding the implementation of the plan for offering shares to the public for the first time, the share issuance plan and the plan for the use of proceeds from the offering.	Investment in securities trading activities (including but not limited to investment in equity and debt securities businesses)	7,572,474,000,000	7,572,474,000,000	-
2	Resolution No. 010508/25/NQ-HĐQT-TCBS dated 05 August 2025 of the Board of Directors of Techcom Securities Joint Stock Company regarding the amendment of the Resolution on the adjustment and supplementation of certain items in the plan for capital increase from the share offering to the public and the plan for the use of proceeds from the offering.	Investment in brokerage activities, margin trading services and advances for securities sales	3,245,346,000,000	3,245,346,000,000	-
2.1		Included:			
2.2		Investment in margin trading activities	2,925,346,000,000	2,925,346,000,000	-
		Investment in advances for securities sales	300,000,000,000	300,000,000,000	-
2.3		Investment in securities brokerage activities	20,000,000,000	20,000,000,000	-
	<b>Total</b>		<b>10,817,820,000,000</b>	<b>10,817,820,000,000</b>	<b>-</b>

Preparer



Tran Thi Lan Anh

Chief Accountant



Pham Thuy Van

Hanoi, 12 January 2026

Chief Executive Officer



Nguyen Thi Thu Hien

**NOTES TO THE REPORT ON THE USE OF PROCEEDS**

*(These notes form an integral part and should be read in conjunction with the accompanying report)*

**1. OVERVIEW OF TECHCOM SECURITIES JOINT STOCK COMPANY**

**a. Ownership structure**

Techcom Securities Joint Stock Company (the "Company") is a joint stock company converted from Techcom Securities Company Limited under Decision No. 222/QĐ-UBCK dated 19 March 2018, and inherits all lawful rights and interests, and is responsible for all debts and other obligations of Techcom Securities Company Limited. The Company operates under the Securities Business Operation Licence No. 125/GP-UBCK issued by the State Securities Commission on 30 January 2018 and the Enterprise Registration Certificate for a joint stock company No. 0102395813 issued by the Hanoi Department of Planning and Investment (Department of Finance at present) for the first time on 30 August 2018, with the 11th amendment dated 26 September 2025.

**b. Principal activities**

The Company's operations include securities brokerage, proprietary trading, provision of securities investment advisory services and securities underwriting.

**c. Corporate structure**

As at the date of preparation of the Report, the Company's parent company is Vietnam Technological and Commercial Joint Stock Bank, with a voting interest ratio in the Company of 79.82%. In addition, the Company has no subsidiaries, associates or any other companies over which the Company has control or significant influence in terms of shareholding or capital contribution.

The Company's head office is located at the 27<sup>th</sup>, 28<sup>th</sup> and 29<sup>th</sup> floors, C5 D'Capitale Building, No. 119 Tran Duy Hung Street, Yen Hoa Ward, Hanoi City.

As at the date of preparation of the Report, the Company has 02 branches in Hanoi and Ho Chi Minh City.

The number of employees of the Company as at 30 September 2025 is: 590 employees (as at 01. July 2025: 560 employees).

**2. BASIS OF PREPARATION OF THE REPORT ON THE USE OF PROCEEDS**

**2.1 Basis of preparation of the Report on the use of proceeds**

The Report on the use of proceeds is prepared in Vietnamese Dong (VND) in accordance with Vietnamese Accounting Standards, the Vietnamese Corporate Accounting System and related regulations on the preparation and presentation of the Report on the use of proceeds.

The Report on the use of proceeds is prepared on an accrual basis – actual receipts and payments of proceeds. Specifically: the proceeds from the public offering of 231.15 million shares are recognised on an accrual basis, while the actual expenditures are recognised based on the plan for the use of proceeds from the public offering of 231.15 million shares and form part of the Company's total cash inflows and outflows.

Accordingly:

- Proceeds from the public offering of 231.15 million shares: represent the total amount actually received in accordance with the offering plan. The amount received is recorded in the Company's equity based on actual receipts; and

- Expenditures from the public offering of 231.15 million shares: represent the total expenditures from the funds raised from the public offering. The expenditures are recognised based on actual payments for activities in line with the purposes of the share issuance plan.

**NOTES TO THE REPORT ON THE USE OF PROCEEDS (CONT'D)**

*(These notes form an integral part and should be read in conjunction with the accompanying report)*

**2. BASIS OF PREPARATION OF THE REPORT ON THE USE OF PROCEEDS  
(CONTINUED)**

**2.2 Reporting period**

The Report on the use of proceeds from the public offering of 231.15 million shares of Techcom Securities Joint Stock Company is prepared for the period from 01 July 2025 to 30 September 2025.

**2.3 Purpose of the Report**

The Report on the use of proceeds is prepared for the purpose of information disclosure and to meet the requirements of State management authorities in accordance with prevailing laws and regulations. This Report relates only to the use of contributed capital and does not relate to the complete set of financial statements of Techcom Securities Joint Stock Company.

**3. SUPPLEMENTARY INFORMATION FOR ITEMS PRESENTED IN THE REPORT  
ON THE USE OF PROCEEDS**

**Legal documents:**

- Resolution No. 020507/25/NQ-ĐHĐCĐ-TCBS dated 05 July 2025 of the General Meeting of Shareholders of Techcom Securities Joint Stock Company regarding the approval of the plan for capital increase through the public offering of shares, the share issuance plan, the plan for the use of proceeds from the offering and the listing of shares;
- Resolution No. 010907/25/NQ-HĐQT-TCBS dated 09 July 2025 of the Board of Directors of Techcom Securities Joint Stock Company regarding the implementation of the plan for capital increase through the public offering of shares, the share issuance plan, the plan for the use of proceeds from the offering and the listing of shares;
- Resolution No. 010508/25/NQ-HĐQT-TCBS dated 05 August 2025 of the Board of Directors of Techcom Securities Joint Stock Company regarding the amendment and supplementation of certain items in the plan for capital increase through the public offering of shares, the plan for the use of proceeds from the offering;
- Resolution No. 011809/25/NQ-HĐQT-TCBS dated 18 September 2025 of the Board of Directors of Techcom Securities Joint Stock Company regarding the approval of the offering results and the plan for handling the remaining unsubscribed shares from the public offering;
- Licence for Establishment and Operation No. 93/GP-UBCK dated 19 September 2025 issued by the State Securities Commission regarding the adjustment of the charter capital to VND 23,113,080,210,000;
- The 11th amended Enterprise Registration Certificate dated 26 September 2025 issued by the Hanoi Department of Planning and Investment recording the charter capital of VND 23,113,080,210,000.

**NOTES TO THE REPORT ON THE USE OF PROCEEDS (CONT'D)**

*(These notes form an integral part and should be read in conjunction with the accompanying report)*

**3. SUPPLEMENTARY INFORMATION FOR ITEMS PRESENTED IN THE REPORT  
ON THE USE OF PROCEEDS (CONTINUED)**

Detailed information:

- Share name: Shares of Techcom Securities Joint Stock Company
- Share type: Ordinary shares
- Par value: VND 10,000 per share
- Number of shares registered for offering: 231,150,000 shares
- Offering price: VND 46,800 per share
- Total expected proceeds from the offering: VND 10,817,820,000,000
- Offering method: Initial public offering (IPO)
- Completion date of the offering: 18 September 2025

Results of the share offering:

Number of shares prior to the offering	:	2,080,158,021 shares
Number of shares issued	:	231,150,000 shares
Number of shares after the offering	:	2,311,308,021 shares
Charter capital before the increase	:	VND 20,801,580,210,000
Increase in charter capital	:	VND 2,311,500,000,000
Charter capital after the increase	:	VND 23,113,080,210,000
Total proceeds from the issuance	:	VND 10,817,820,000,000
Issuance costs	:	VND 87,694,484,567
Share premium arising from the offering	:	VND 8,418,625,515,433

**Preparer**



**Tran Thi Lan Anh**

**Chief Accountant**



**Pham Thuy Van**

*Hanoi, 12 January 2026*  
**Chief Executive Officer**



**Nguyen Thi Thu Hien**

**TECHCOM SECURITIES JOINT STOCK COMPANY**  
**REPORT ON THE USE OF PROCEEDS FROM CHARTER**  
**CAPITAL INCREASE**  
**FOR THE PERIOD FROM 01 JANUARY 2025 TO 30 JUNE 2025**  
**AUDITED**

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*July 2025*

**TECHCOM SECURITIES JOINT STOCK COMPANY**

**27<sup>th</sup>, 28<sup>th</sup> and 29<sup>th</sup> floors, C5 D'Capitale Building, No. 119 Tran Duy Hung Street, Yen Hoa Ward, Hanoi**

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**TECHCOM SECURITIES JOINT STOCK COMPANY**

27<sup>th</sup>, 28<sup>th</sup> and 29<sup>th</sup> floors, C5 D'Capitale Building, No. 119 Tran Duy Hung Street, Yen Hoa Ward, Hanoi

**REPORT OF MANAGEMENT**

The Management of Techcom Securities Joint Stock Company presents this report together with the Report on the use of proceeds from the charter capital increase for the period from 01 January 2025 to 30 June 2025 (hereinafter referred to as the "Report on use of proceeds"), which has been audited.

**BOARD OF DIRECTORS AND MANAGEMENT**

The members of the Board of Directors and the Management of the Company who managed the Company during the period from 01 January 2025 to 30 June 2025 and up to the date of this Report are as follows:

**Board of Directors**

<b>Name</b>	<b>Position</b>	<b>Date of appointment</b>
Mr. Nguyen Xuan Minh	Chairman	Appointed on 26 April 2023 for the period 2023-2028
Ms. Nguyen Thi Diu	Deputy Chairman	Appointed on 30 December 2024 for the remaining period 2023-2028
	Independent member	Appointed on 24 December 2024 for the remaining period 2023-2028
Mr. Phan Thanh Son	Member	Appointed on 26 April 2023 for the period 2023-2028
Ms. Nguyen Thi Thu Hien	Member	Appointed on 26 April 2023 for the period 2023-2028
Mr. Alexandre Charles Emmanuel Macaire	Member	Appointed on 26 April 2023 for the period 2023-2028
Mr. Le Huy Hoang	Member	Reappointed on 04 December 2023 for the period 2023-2028

**Board of Supervision**

<b>Name</b>	<b>Position</b>	<b>Date of appointment</b>
Mr. Dang Van Khai	Head of the Board of Supervision	Appointed on 26 April 2023 for the period 2023-2028
Ms. Hoang Thi Kim Cuc	Member	Appointed on 26 April 2023 for the period 2023-2028
Ms. Le Thi Thu Huong	Member	Appointed on 26 April 2023 for the period 2023-2028

**REPORT OF MANAGEMENT (CONT'D)****Management**

<b>Name</b>	<b>Position</b>	<b>Date of appointment</b>
Ms. Nguyen Thi Thu Hien	Chief Executive Officer	Reappointed on 29 January 2024
Ms. Pham Dieu Linh	Deputy Chief Executive Officer	Appointed on 10 October 2018
Ms. Bui Thi Thu Hang	Deputy Chief Executive Officer	Appointed on 15 August 2020
Ms. Tran Thi Thu Trang	Deputy Chief Executive Officer	Appointed on 05 November 2021
Mr. Nguyen Tuan Cuong	Deputy Chief Executive Officer	Appointed on 20 August 2022
Mr. Ngo Hoang Ha	Deputy Chief Executive Officer	Appointed on 04 May 2023
Mr. Nguyen Dang Minh	Deputy Chief Executive Officer	Appointed on 01 February 2025
Ms. Nguyen Thi Hoat	Deputy Chief Executive Officer	Appointed on 05 November 2021 Resigned on 01 February 2025

**EVENTS AFTER THE REPORTING PERIOD**

As at the date of this Report, the Management of the Company considers that there are no unusual events occurring after the end of the reporting period that would have a material impact requiring adjustments to the figures presented in the Company's Report on use of proceeds.

**LEGAL REPRESENTATIVE**

The legal representative of the Company during the period and as at the date of this Report is Mr. Nguyen Xuan Minh – Chairman of the Board of Directors of Techcom Securities Joint Stock Company.

Ms. Nguyen Thi Thu Hien, Chief Executive Officer, is authorized by Mr. Nguyen Xuan Minh to sign the financial statements under the Power of Attorney No. 010/2018/UQ-CT dated 14 August 2018.

**AUDITOR**

The Report on use of proceeds for the period from 01 January 2025 to 30 June 2025 attached hereto has been audited by UHY Auditing and Consulting Company Limited.

**MANAGEMENT'S RESPONSIBILITY**

The Management of the Company is responsible for preparing the Report to present a true and fair view of the use of proceeds from the charter capital increase for the period from 01 January 2025 to 30 June 2025, in accordance with the intended use of funds as approved in the share issuance plan. In the course of implementation, the Company must ensure full compliance with the provisions of the Law on Enterprises, the resolutions of the General Meeting of Shareholders, the Board of Directors, and other related legal documents.

In preparing this Report, as well as all other components of equity in general, the Management is required to:

- Select suitable accounting policies and then apply them consistently;
- Make judgments and estimates that are reasonable and prudent;
- State whether applicable accounting standards have been followed, and whether there are material misstatements that should be disclosed and explained in the Report on the use of contributed equity capita, and
- Prepare the Report on the use of proceeds on a going concern basis unless it is inappropriate to assume that the Company will continue its operations.

**REPORT OF MANAGEMENT (CONT'D)**

**MANAGEMENT'S RESPONSIBILITY (CONT'D)**

- Design and implement an effective internal control system for the preparation and presentation of the Report on the use of proceeds from the charter capital increase in order to minimize risks and fraud; and

The Management of the Company confirms that the Company has complied with the above requirements in the preparation and presentation of the Report on the use of proceeds from the charter capital increase for the period from 01 January 2025 to 30 June 2025.

The Management of the Company is also responsible for ensuring that accounting records are properly maintained to fairly reflect the Company's contributed capital at any time and that this Report complies with the accounting policies described in Note 02 to the Report on the use of proceeds. The Management is also responsible for safeguarding the Company's assets and therefore for taking appropriate measures to prevent and detect fraud and other irregularities.

**STATEMENT BY MANAGEMENT**

In the opinion of the Management, the accompanying Report on the use of proceeds, presented on pages 07 to 08, gives a true and fair view of the use of proceeds from the charter capital increase for the period from 01 January 2025 to 30 June 2025, in accordance with the basis of preparation described in Note 2 – Notes to the Report on the use of proceeds.

For and on behalf of the Management,



**Nguyễn Thị Thu Hiền**  
**Chief Executive Officer**  
Hanoi, 24 July 2025

No: 826/2025/UHY-BCSDV

## **INDEPENDENT AUDITORS' REPORT**

*Regarding the Report on the use of proceeds from charter capital increases for the period from 01 January 2025 to 30 June 2025 of Techcom Securities Joint Stock Company*

**To: The Shareholders, the Board of Directors and the Management of Techcom Securities Joint Stock Company**

We have audited the Report on the use of proceeds from the charter capital increase for the period from 01 January 2025 to 30 June 2025 of Techcom Securities Joint Stock Company (hereinafter referred to as the "Company"), dated 24 July 2025 and presented on pages 07 to 10. The Report on the use of proceeds from the charter capital increase for the period from 01 January 2025 to 30 June 2025 (hereinafter referred to as the "Report on use of proceeds") comprises the Report on the use of proceeds and the accompanying Notes to the Report on use of proceeds.

### **Management's Responsibilities**

The Management of the Company is responsible for the preparation and fair presentation of the Report on the use of proceeds in accordance with the accounting policies described in the accompanying Notes to the Report on the use of proceeds, and for such internal control as the Management determines is necessary to enable the preparation and presentation of the Report on the use of proceeds that is free from material misstatement, whether due to fraud or error.

### **Auditors' Responsibilities**

Our responsibility is to express an opinion on the Report on the use of proceeds from the charter capital increases for the period from 01 January 2025 to 30 June 2025 based on our audit. We conducted our audit in accordance with Vietnamese Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Report on the use of proceeds is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Report on the use of proceeds. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Report on the use of proceeds, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation of the Report on the use of proceeds in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Management, as well as evaluating the overall presentation of the Report on the use of proceeds.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

## INDEPENDENT AUDITORS' REPORT (CONT'D)

### Auditors' Opinion

In our opinion, the Report on the use of proceeds presents fairly, in all material respects, the use of proceeds from the charter capital increase of Techcom Securities Joint Stock Company for the period from 01 January 2025 to 30 June 2025, in accordance with the basis of preparation described in Note 2 – Notes to the Report on the use of proceeds.

### Emphasis of Matter

Without qualifying our opinion, we draw attention to Note 2.3 – Purpose of the Report. The Report on the use of proceeds has been prepared for the purpose of completing the dossier for the initial public offering of shares and to meet the requirements of the relevant State authorities in accordance with applicable regulations. This Report relates only to the use of contributed capital and does not cover the Company's complete set of financial statements.

Our opinion is not modified in respect of this matter.



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**Le Quang Nghia**  
**Deputy Chief Executive Officer**  
Auditor's Practicing Certificate  
No. 3660-2021-112-1  
For and on behalf of  
**UHY AUDITING AND CONSULTING COMPANY LIMITED**  
*Hanoi, 24 July 2025*

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**Ngo Anh Dung**  
**Auditor**  
Auditor's Practicing Certificate  
No. 5215-2021-112-1

**TECHCOM SECURITIES JOINT STOCK COMPANY**27<sup>th</sup>, 28<sup>th</sup> and 29<sup>th</sup> floors, C5 D'Capitale Building, No. 119 Tran Duy Hung Street, Yen Hoa Ward, Hanoi**REPORT ON THE USE OF PROCEEDS**From 01 January 2025  
to 30 June 2025**REPORT ON THE USE OF PROCEEDS FROM CHARTER CAPITAL INCREASE  
FOR THE PERIOD FROM 01 JANUARY 2025 TO 30 JUNE 2025**

No	Approval document	Use of proceeds plan	Plan for use of proceeds (VND)	Practical use (VND)	Difference (VND)
1	Resolution No. 022504/25/NQ-BOD-TCBS dated 25 April 2025 of the Board of Directors of Techcom Securities Joint Stock Company: + Approving the implementation of the private placement of shares and the plan for the use of proceeds from such private placement; + Approving the application dossier for the share offering; + Approving the detailed plan for the use of proceeds from the private placement of shares to increase the charter capital of Techcom Securities Joint Stock Company.	Investment in securities brokerage activities, margin trading and advance payment for securities sales, aimed at meeting expectations for continued growth in market share, customer base and customer demand in the equity trading and margin lending segments in the coming period, with an estimated amount of approximately VND 481,849,580.	481,849,869,580	481,849,869,580	-
2		Investment in proprietary trading activities (including but not limited to investments in equities and bonds) to maintain a high level of returns at the Company, particularly in the current period when the market is attractively valued, with an estimated amount of approximately VND 894,864,043,505	894,864,043,505	894,864,043,505	-
<b>Total</b>			<b>1,376,713,913,085</b>	<b>1,376,713,913,085</b>	<b>-</b>

Preparer



Nguyen Thi Thanh Thuy

Chief Accountant



Pham Thuy Van

Chief Executive Officer

Hanoi, 24 July 2025



Nguyen Thi Thu Hien

**NOTES TO THE REPORT ON THE USE OF PROCEEDS**

*(These notes form an integral part and should be read in conjunction with the accompanying report)*

**1. OVERVIEW OF TECHCOM SECURITIES JOINT STOCK COMPANY**

**a. Ownership structure**

Techcom Securities Joint Stock Company (the "Company") is a joint stock company converted from Techcom Securities Limited Liability Company pursuant to Decision No. 222/QD-UBCK dated 19 March 2018, inheriting all lawful rights and benefits, and assuming all liabilities and other obligations of Techcom Securities Limited Liability Company. The Company was established and operates under the Establishment and Operation License for a securities company No. 125/GP-UBCK issued by the State Securities Commission on 30 May 2018 and the Enterprise Registration Certificate No. 0102935813 issued by the Hanoi Department of Planning and Investment (now the Hanoi Department of Finance) on 30 May 2018.

During its operations, the Company has been (i) granted 11 amendments to its license by the State Securities Commission, with the most recent being the 11th amendment under License No. 33/GPDC-UBCK dated 30 June 2025; and (ii) granted 9 amendments to its Enterprise Registration Certificate by the Hanoi Department of Planning and Investment (now the Hanoi Department of Finance), with the most recent being the 9th amendment dated 23 July 2025.

**b. Principal activities**

The Company's principal activities include securities brokerage, proprietary trading, provision of investment advisory services, and securities underwriting.

**c. Corporate structure**

As at 30 June 2025, the Company has one parent company, Vietnam Technological and Commercial Joint Stock Bank, holding 88.70% of ownership and voting rights in the Company. The Company has no subsidiaries or any entities over which it has control or significant ownership interest.

The Company's head office is located at 27<sup>th</sup>, 28<sup>th</sup> and 29<sup>th</sup> floors, C5 D'Capitale Building, No. 119 Tran Duy Hung Street, Yen Hoa Ward, Hanoi.

As at 30 June 2025, the Company has two branches in Hanoi and Ho Chi Minh City.

The number of employees of the Company as at 30 June 2025 is 560 (as at 31 December 2024: 491).

**2. BASIS OF PREPARATION OF THE REPORT ON THE USE OF PROCEEDS**

**2.1 Basis of preparation of the Report on the use of proceeds**

The Report on the use of proceeds is presented in Vietnam Dong (VND), in accordance with Vietnamese Accounting Standards, the Vietnamese Corporate Accounting System, and related legal regulations on the preparation and presentation of the Report on the use of proceeds.

The Report on the use of proceeds is prepared based on actual receipts and expenditures from capital sources. Specifically: the amount of money the Company received from the capital increase contributed during the period from 01 January 2025 to 30 June 2025, and the actual expenditures based on the plan for using the money received from the capital increase contributed during the period from 01 January 2025 to 30 June 2025, and is a part of the Company's total cash inflow and outflow.

**NOTES TO THE REPORT ON THE USE OF PROCEEDS (CONT'D)**

*(These notes form an integral part and should be read in conjunction with the accompanying report)*

**2. BASIS OF PREPARATION OF THE REPORT ON THE USE OF PROCEEDS (CONT'D)**

**2.1 Basis of preparation of the Report on the use of proceeds (Cont'd)**

Within:

- Proceeds from the capital increase during the period from 01 January 2025 to 30 June 2025 represent the amount actually received based on the offering price. The proceeds received by the Company have been recorded as an increase in the Company's charter capital based on the actual amount collected; and

- Disbursements from the capital increase during the period from 01 January 2025 to 30 June 2025 represent the actual cash outflows from the proceeds raised through the private placement of shares. Such disbursements are recognized based on the actual amounts paid for activities in accordance with the intended purposes of the charter capital increase.

**2.2 Reporting period**

The Report on the use of proceeds from the charter capital increases for the period from 01 January 2025 to 30 June 2025 of Techcom Securities Joint Stock Company.

**2.3 Purpose of the Report**

This Report on the use of proceeds has been prepared for the purpose of completing the dossier for the initial public offering of shares and to meet the requirements of the relevant State authorities in accordance with applicable laws and regulations. This Report relates only to the use of contributed capital and does not cover the Company's complete set of financial statements.

**3. SUPPLEMENTARY INFORMATION FOR ITEMS PRESENTED IN THE REPORT ON THE USE OF PROCEEDS**

**Legal documents:**

Resolution No. 011712/24/NQ-ĐHĐCĐ-TCBS dated 17 December 2024 of the General Meeting of Shareholders of Techcom Securities Joint Stock Company approving the plan for private placement of shares to increase the Company's charter capital;

Resolution No. 022012/24/NQ-ĐHĐCĐ-TCBS dated 20 December 2024 of the Board of Directors approving the application dossier for the share offering and the implementation of the private placement plan;

Resolution No. 022204/25/NQ-ĐHĐCĐ-TCBS dated 22 April 2025 of the General Meeting of Shareholders of Techcom Securities Joint Stock Company approving the detailed plan for the use of proceeds from the private placement of shares of the Company;

Resolution No. 022504/25/NQ-HĐQT-TCBS dated 25 April 2025 of the Board of Directors of Techcom Securities Joint Stock Company approving the application dossier for the share offering, the implementation of the private placement of shares, and the plan for the use of proceeds from such private placement.

**NOTES TO THE REPORT ON THE USE OF PROCEEDS (CONT'D)**

*(These notes form an integral part and should be read in conjunction with the accompanying report)*

**3. SUPPLEMENTARY INFORMATION FOR ITEMS PRESENTED IN THE REPORT  
ON THE USE OF PROCEEDS (CONT'D)**

Detailed information:

- Offered shares: Shares of Techcom Securities Joint Stock Company
- Type of shares: Ordinary shares
- Par value: VND 10,000 per share
- Number of shares offered: 118,835,901 shares.
- Offering price: VND 11,585 per share
- Total expected proceeds: VND 1,376,713,913,085
- Form of issuance: Private placement of shares.
- Completion date of the offering: 23 July 2025
- Payment method for share subscription: Payment made via bank transfer.
- Purpose of issuance: To (i) reward and retain management, employees and key partners who have contributed or will contribute to the Company's development, and (ii) increase charter capital, supplement capital for business activities and diversify the ownership structure.

Results of the share offering:

- Number of shares issued: 118,835,901 shares
- Total proceeds from the share offering: VND 1,376,713,913,085
- Total increase in capital from the issuance:
  - Contributed equity: VND 1,188,359,010,000
  - Share premium: VND 188,354,903,085
- Contributed equity before the capital increase: VND 19,613,221,200,000, equivalent to 1,961,322,120 ordinary shares.
- Contributed equity after the capital increase: VND 20,801,580,210,000, equivalent to 2,080,158,021 ordinary shares.

Hanoi, 24 July 2025

Preparer



**Nguyen Thi Thanh Thuy**

Chief Accountant



**Pham Thuy Van**

Chief Executive Officer



**Nguyen Thi Thu Hien**

**REPORT OF THE SUPERVISORY BOARD  
ON 2025 ACTIVITIES AND 2026 PLAN**

**To: The Annual General Meeting of Shareholders of Techcom Securities Joint Stock Company (“the Company” or “TCBS”)**

Pursuant to the Charter of TCBS and the Regulations on the organization and operation of the Supervisory Board (“SB”), the Supervisory Board respectfully reports to the Company’s Annual General Meeting of Shareholders (“AGM”) on its activities in 2025 and the operational direction for 2026 as follows:

**1. Composition of the Supervisory Board:**

The Supervisory Board operated with three (03) members, detailed as follows:

No.	Members of Supervisory Board	Position	Date of appointment / End of tenure	Meetings attended in the year
1	Mr. Dang Van Khai	Head of SB	Appointment date: 31/05/2018	03/03 (100%)
2	Ms. Hoang Thi Kim Cuc	Member	Appointment date: 31/05/2018	03/03 (100%)
3	Ms. Le Thi Thu Huong	Member	Appointment date: 26/4/2023	03/03 (100%)

**2. Summary of SB meetings, conclusions and recommendations**

- During the reporting period, the Supervisory Board convened regular meetings and sought written opinions as necessary to fully perform its functions and responsibilities.
- Through its supervisory activities, the Supervisory Board submitted recommendations and proposals to the Company’s Management Board to continuously enhance risk management and compliance oversight within the Company.

**3. Report on monitoring the Company's business and financial activities**

- The Company achieved significant business results in 2025, reflected in key financial indicators as follows:

(Unit: VND billion)

No.	Indicator	2025	2024
1	Total assets	80,632	53,244
2	Equity	44,100	26,297

No.	Indicator	2025	2024
3	Total revenue	11,217	7,615
4	Profit before tax	7,109	4,802
5	Profit after tax	5,683	3,850
6	Capital adequacy ratio	490%	381%

- Regarding financial statement assessment, the SB concurs with the opinion of the independent auditor EY:

*"The accompanying financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2025, its operating results, cash flows, and changes in equity for the fiscal year then ended in accordance with Vietnamese Accounting Standards, the Vietnamese Enterprise Accounting System, the accounting guidelines applicable to securities companies, and relevant legal regulations on the preparation and presentation of financial statements."*

#### 4. Remuneration, operating expenses, and other benefits of the SB and its members

In 2025, the remuneration, operating expenses, and other benefits of the SB and its members were paid in accordance with the regulations of the Company, and are fully disclosed in the 2025 audited financial statements.

#### 5. Supervisory results on the activities of the Board of Directors ("the Board") and Management Board

##### 5.1. Implementation of AGM resolutions

Resolutions of the AGM (approved at the annual meeting and/or by written consent) were fully directed and implemented by the Board in accordance with regulations, with implementation results reported at subsequent annual AGM sessions.

✓ **Regarding the implementation of the 2025 AGM resolution (April 22, 2025):**

- The Company's business performance in 2025 was actively executed by Management and exceeded the targets set.

Unit: VND billion

No.	Indicator	2025 plan	2025 actual	% completion
1	Total revenue	9,323	11,217	120%
2	Profit before tax	5,765	7,109	123%

- Completion of 2024 performance-based bonus payments to the members of the Board of Techcom Securities JSC.

✓ **Regarding the implementation of resolutions approved via written consent:**

- Completion of selecting an independent auditing firm to audit the Company's capital as approved by the AGM.
- Completion of listing bonds offered publicly by the Company as approved by the AGM.
- Completion of the dismissal of Board members as approved by the AGM.



- Approval of the number of Board members for the remainder of the 2023–2028 term.
- Completion of amendments and supplements to the Company’s Charter as approved by the AGM.
- Completion of amendments and supplements to the Board’s Regulations as approved by the AGM.
- Completion of amendments and supplements to the Supervisory Board’s Regulations as approved by the AGM.
- Completion of amendments and supplements to the internal corporate governance regulations as approved by the AGM.
- ✓ **Regarding the 2024 dividend payment plan approved via written consent (dated November 21, 2025):**  
The process is currently ongoing.

**5.2. *Activities of the Board, Management Board***

- The Board convened meetings and approved resolutions both in-person and by written consent in accordance with applicable law and the Company’s Charter.
- All Board meetings were agenda-driven, properly documented, and resolutions/decisions were issued in the correct sequence, within the Board’s authority, and in compliance with applicable law and the Company’s Charter.
- The Board and the Management Board promptly implemented all resolutions of the AGM.

**5.3. *Transactions between the company and board members, Chief Executive Officer, other executives, related parties, and related enterprises***

The approval and execution of contracts and transactions between the Company and related parties within the Board’s decision-making authority were conducted in full compliance with legal regulations, the Charter, and the Company’s internal regulations.

**6. *Self-assessment report on the performance of the Supervisory Board and its members***

The SB has carried out the tasks delegated by the AGM and has operated in compliance with the provisions of the Law, the Company’s Charter and the Regulation on the operation of the SB, specifically as follows:

- ✓ Supervising the Board and the Management Board in implementing the Resolutions of the AGM, the Resolutions of the Board, the Company Charter, and the provisions of the Law.
- ✓ Reviewing the summary financial and business reports prepared by the Management Board.
- ✓ Reviewing the audit of the semi-annual and annual audited financial statements to ensure there are no material errors in the financial data, reflecting the true and fair aspects in compliance with the Law.
- ✓ Organizing regular meetings as stipulated in the Charter and the Company’s internal regulations to discuss the activities of the Supervisory Board and the Company’s operations.
- ✓ Other tasks in accordance with the SB’s functions and obligations.



**7. Evaluation results of the coordination between the Supervisory Board and The Board / Chief Executive Officer**

The coordination between the SB, The Board, the CEO, and other management personnel of the Company has been ensured in accordance with applicable laws, the Company's Charter, and in the best interest of the Company. The Board and CEO have facilitated the operational activities of the SB. Recommendations issued by the SB have been duly considered, monitored, and directed by the Board and CEO, with relevant units instructed to implement them.

**8. 2026 key tasks and strategic directions**

Based on the functions and responsibilities of the SB and the Company's operational orientations, the SB's focal points for 2026 are as follows:

- Conduct regular inspections and supervise compliance with legal regulations, the Company's Charter, resolutions of the General Meeting of Shareholders, as well as resolutions and decisions issued by the Board.
- Actively utilize and coordinate with the Company's internal audit department to execute assigned duties.
- Perform other tasks as required by applicable laws and the Company's Charter.

The above constitutes the 2025 operational results and the 2026 activity plan of the SB, respectfully submitted to the Annual General Meeting of Shareholders./.

**ON BEHALF OF THE SUPERVISORY BOARD**

**HEAD OF THE SUPERVISORY BOARD**



**DANG VAN KHAI**



No.: 010304/26/TT-ĐHĐCĐ-TCBS

Hanoi, April 3, 2026

## PROPOSAL

### 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

*(Re: 2025 business performance report and approval of 2026 business plan of Techcom Securities Joint Stock Company)*

- Pursuant to the Charter of Techcom Securities Joint Stock Company (“the Company” or “TCBS”);
- Based on the Company's business performance.

**To: The Annual General Meeting of Shareholders of Techcom Securities Joint Stock Company (“AGM”)**

#### I. 2025 business performance

##### 1. Overview of business operations in 2025

In 2025, Vietnam’s economy achieved a remarkable recovery despite a global environment marked by slow and uneven growth, with GDP estimated at 8.02%, positioning Vietnam among the fastest-growing economies in the region. Per capita GDP reached USD 5,026, enabling the country to officially enter the upper-middle-income category ahead of schedule. These indicators reflect a positive structural shift in the economy, coupled with the rapid expansion of the middle class—a key driver for consumption, investment, and the development of the financial market.

The capital market recorded a structural milestone: the VN-Index surpassed its historical high at 1,784.49 points, posting a record increase of 40.9% compared to year-end 2024. FTSE Russell is projected to upgrade Vietnam to a secondary emerging market in September 2026. At the same time, the KRX trading system functioned smoothly, enhancing transaction processing capabilities and providing a foundation for the development of new financial products aligned with international standards.

In this context, TCBS continued to reinforce its leadership position in Vietnam’s securities industry, achieving the highest sector profit for the seventh consecutive year, significantly

exceeding its approved targets. This performance not only underscores TCBS's credibility and market leadership but also strengthens its solid foundation within the national financial system.

**Business results**

Unit: VND billion

No.	Item	2025 actual	2025 plan	% of plan achieved	% change vs. 2024
1	Total revenue	11,217	9,323	120%	47%
2	Profit before tax	7,109	5,765	123%	48%

Source: Audited financial statements 2024–2025 of TCBS.

By the end of 2025, TCBS's total revenue reached VND 11,217 billion, exceeding the AGM-approved plan by 20% and up 47% year-on-year. Profit before tax amounted to VND 7,109 billion, achieving 123% of the plan and increasing 48% compared to the same period in 2024. These results reflect not only the expanded scale of operations but also sustained high-quality growth, with stable profit margins and effective cost management.

Profitability continued to improve, with net profit margin standing at 50.7%, while return on equity (ROE) reached 16.7% and return on assets (ROA) 8.4% as of December 31, 2025, representing increases of 1.3 and 0.6 percentage points, respectively, compared to year-end 2024. This demonstrates that growth quality is increasingly enhanced, driven not only by revenue expansion but also by more efficient utilization of capital and assets. Alongside profit growth, TCBS maintained strict cost discipline, with a cost-to-income ratio (CIR) of 13.7%, the lowest in the industry, down 0.5 percentage points from the prior year. Targeted investments in human capital, technology, and operational infrastructure have laid the foundation for long-term operational efficiency, as evidenced by a 34% increase in average pre-tax profit per employee, which reached VND 13.2 billion in 2025.

**Financial position**

Unit: VND billion

No.	Item	31/12/2025	31/12/2024	Change
1	Total assets	80,632	53,244	51%
2	Liabilities	36,533	26,947	36%

3	Owners' equity	44,100	26,297	68%
4	Capital adequacy ratio (CAR)	490%	381%	29%
5	Margin loan/Owners' equity	0.99	0.98	0.01

Source: Audited financial statements and financial safety ratio report 2024–2025 of TCBS.

As of December 31, 2025, TCBS's total assets reached VND 80,632 billion, up 51% from year-end 2024, reflecting significant expansion during the market's recovery cycle. Growth was primarily driven by increased margin lending and investment in financial assets, consistent with the Company's capital optimization strategy. Leveraging strong owners' equity, TCBS maintained its leading position in margin lending, with total margin loans and advances of VND 43,860 billion, up 69% year-on-year and maintaining the largest market share.

Following successful private placements and the IPO, TCBS reaffirmed its position as the securities company with the largest charter capital and owners' equity in the market. At year-end, equity reached VND 44,100 billion, a 68% increase, reflecting robust financial capacity and sustainable growth strategy.

The Capital adequacy ratio (CAR) at the end of 2025 was 490%, significantly above 2024's 381% and well above the regulatory minimum of 260%, representing 1.88 times the required level, demonstrating strong capital capacity and a buffer against market fluctuations. Regarding risk management, the margin loan-to-equity ratio remained at 0.99 times, well below the regulatory maximum of 2x, indicating substantial room to expand margin lending while maintaining financial safety compliance.

## 2. Business segment reports

### *Brokerage & custody*

TCBS has established a differentiated business model compared to traditional securities companies, operating without brokerage staff and focusing on a fintech-driven WealthTech strategy. The Company emphasizes a modern technology platform as the foundation for all business activities. Following this strategy and the ZeroFee trading policy, TCBS saw strong growth in its brokerage market share at the Ho Chi Minh Stock Exchange, increasing from 7.49% in 1Q2025 to 9% in 4Q2025, maintaining a top-three position for consecutive years. Notably, TCBS issued 30 covered warrants for the first time in 2025, with total offering value exceeding VND 350 billion.

Leveraging its position as the securities company with the largest equity base, TCBS continued to focus on margin lending. By year-end 2025, total margin loans exceeded VND

43 trillion, maintaining the leading market position with approximately 11% market share. Growth in margin lending reached nearly 70% year-on-year.

During 2025, TCBS opened over 130,000 new accounts, representing 5% of total market new accounts, bringing the total user base to over 1.2 million. The TCInvest platform maintained strong engagement, averaging nearly 17 million monthly visits, reflecting high investor loyalty.

### ***Investment banking***

TCBS maintained the number one market position in non-bank corporate bond advisory, with approximately 38% market share, leading for nine consecutive years (2017–2025). Total bond issuance in 2025 exceeded VND 85 trillion, demonstrating sustainable competitive advantage in a highly competitive market.

### ***Financial product distribution***

Building on 2024 success, TCBS achieved strong results in financial product distribution in 2025:

- Corporate bonds distribution: Total distribution exceeded VND 70.8 trillion, the highest since the iBond product launch. The iConnect secondary bond trading platform recorded over VND 21 trillion in trading volume.
- Fund certificate distribution: TCBS maintained the top distributor position in Vietnam, distributing over VND 23.3 trillion via Fundmart, up 25% YoY. Fundmart currently offers 30 reputable funds from multiple fund management companies, representing nearly 50% of domestic net asset value (NAV).

### ***Capital management***

Leveraging a strong equity base, TCBS has capitalized on its financial strength to secure both domestic and international credit facilities. As of December 31, 2025, total credit lines extended by domestic banks to TCBS amounted to over VND 24,000 billion on an unsecured basis, reflecting the Company's high creditworthiness.

In addition, TCBS maintained total international capital raising exceeding USD 300 million on an unsecured basis, reinforcing the Company's credibility and standing with global financial institutions. This achievement also underscores the confidence of international investors in the long-term sustainable growth of both TCBS and the Vietnamese securities market.

### ***WealthTech milestones***

2025 marked another significant step forward in TCBS's WealthTech strategy, with a focus on advanced and adaptive AI-driven financial technology. During the year, the Company

successfully executed over 1,350 technology projects, demonstrating operational excellence, high innovation velocity, and rapid adaptability to market needs.

Leveraging its WealthTech capabilities, TCBS successfully deployed the KRX trading system—a new trading platform with comprehensive infrastructure and technology upgrades capable of handling up to 3 million orders per day and a Gateway order submission speed of 15,000 orders per second.

Information security capabilities were further validated with strong international benchmarks: Microsoft Secure Score at 83.24/100 and AWS Foundation Security Best Practices at 90/100.

In parallel, TCBS introduced innovative AI products, most notably AI Studio, a breakthrough platform for AI-driven workflow automation (Agentic Workflows), AI-based automation (Agentic Automation), and AI agents, now fully deployed across operational functions. This automation, combined with AI capabilities, has saved thousands of operational hours while enabling business units to leverage data proactively for timely investment product decisions.

Additionally, “Mập Thông Thái”—the intelligent investment assistant on the TCInvest App—remains central to TCBS’s AI strategy, optimizing the customer experience. Mập Thông Thái converts complex, fragmented data into accessible insights tailored to diverse investor segments. Built on authoritative data and supported by TCBS’s team of leading financial experts, the assistant personalizes the experience for each client and provides 24/7 support, solidifying its role as a trusted intelligent investment advisor.

## **II. 2026 business plan**

### **1. Business environment**

The global economy in 2026 is expected to face multiple uncertainties, including geopolitical fragmentation, trade tensions, the U.S.–Iran military conflict, public debt pressures, and volatility in the global financial and monetary systems. Global GDP growth is projected to remain cautious, with inflationary pressures, rising energy costs, and higher logistics expenses.

Within this context, Vietnam’s economy continues its transition towards high-quality, sustainable growth, supported by political stability, flexible monetary policy, and the effective mobilization of domestic growth drivers. Nevertheless, the country faces challenges from global fluctuations. Imports, particularly of raw materials and petroleum, remain high due to recovering production demand and rising oil prices amid Middle East tensions, which may narrow the trade surplus and exert pressure on the USD/VND exchange rate and the trade balance. Inflation (CPI) is projected to accelerate, creating upward pressure on deposit and lending rates.

The Vietnamese stock market is expected to benefit from its official upgrade in September 2026, while technical infrastructure, regulatory frameworks, and new financial products will continue to provide a solid foundation for sustainable growth.

Based on this assessment, TCBS's 2026 business plan has been developed through a comprehensive evaluation of opportunities and risks, incorporating flexible strategies to swiftly seize opportunities and mitigate potential impacts arising from a dynamic business environment.

## **2. Business focus**

Entering 2026, in the context of Vietnam's stock market entering a new phase following its upgrade and the completion of trading infrastructure enhancements, TCBS has defined its core strategy as selective growth, driven by client quality, product depth, and technological capability, while leveraging the broader ecosystem to generate coordinated growth across its core business lines. Key priorities include:

- Expand issuance and distribution activities, capitalizing on the growth potential of the bond market amid the State Bank's more cautious credit policies, thereby enhancing the role of bonds as a channel for medium- and long-term capital provision.
- Strengthen diversified and personalized distribution of financial assets tailored to the risk appetite and investment objectives of distinct client segments. In addition to existing offerings such as Fund Certificates (Fundmart), automated investment portfolios (iTracker), and Covered Warrants (CW), we will continue to enhance our product ecosystem with new options, including tokenized assets, gold, and other investment products, as soon as regulatory conditions allow.
- Maintain brokerage growth through the zero-fee trading policy and competitive margin lending programs, aligned with risk management, capital structure optimization, and system safety during periods of market volatility.
- Expand the high-net-worth client base by leveraging the integrated financial-banking-insurance ecosystem, including Techcombank, TechcomLife, and Techcom General Insurance (TCGI), through multi-product account programs (2-in-1, 3-in-1 accounts).
- Enhance services for institutional clients through upgraded trading infrastructure, algorithmic trading (Algo trading), secure API connectivity for negotiated transactions, and advanced analytics via One Click Research, strengthening the ability to handle large domestic and foreign capital flows and positioning to capture institutional flows post-market upgrade.
- Maintain the strategic direction of technology autonomy while accelerating adoption of new technologies to enhance product development and operational capabilities. The focus for the upcoming period is to build a next-generation investment platform and

integrate AI Agentic technology across the full software development and operational lifecycle.

In an environment of continued global uncertainty, the Company will focus on reinforcing financial strength, capital, and liquidity through diversified funding sources, including domestic and international borrowing as well as long-term bond issuance. A robust and stable capital base will enable TCBS to navigate unexpected market volatility and seize opportunities to further expand its market share across core business segments.

### 3. 2026 financial targets

Unit: VND billion

No.	Indicator	2026 plan	% vs. 2025
1	Total revenue	13,227	26% (*)
2	Profit before tax	7,535	18% (*)

(\*) Growth compared to the 2025 actual results, excluding the non-recurring income of VND 726 billion recognized in 4Q2025.

### III. Proposal for AGM's approval

#### 1. Matters for approval

The 2025 business results and the 2026 business plan of Techcom Securities Joint Stock Company (TCBS) are presented in Sections I and II of this proposal.

#### 2. Implementation

- Authorize the Chairman of the Board of Directors, or a duly authorized representative, to direct, organize, and allocate responsibilities for the implementation of all business activities approved by the AGM.
- Authorize the Chairman of the Board of Directors, or a duly authorized representative, to make discretionary decisions on expense items in line with the Company's operational conditions, ensuring compliance with the Company's Charter and applicable regulations.
- Authorize the Chairman of the Board of Directors, or a duly authorized representative, to determine employee-related expense items in accordance with the Company's overall policies.

The proposal is respectfully submitted to the AGM for consideration and approval./.

**Recipients:**

- *As above;*
- *Company archives.*

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**  
  
**NGUYỄN XUÂN MINH**



**PROPOSAL**  
**2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

*(Re.: Approval of the Audited Financial Statements  
and profit allocation plan in 2025)*

**To:** The Annual General Meeting of Shareholders (“AGM”) of Techcom Securities Joint Stock Company (“TCBS” or the “Company”)

- Pursuant to Enterprise Law No. 59/2020/QH14, promulgated by the National Assembly on 17 June 2020, effective from 1 January 2021, together with its guiding, amended, and supplemented documents;
- Pursuant to Securities Law No. 54/2019/QH14, promulgated by the National Assembly on 26 November 2019, effective from 1 January 2021, together with its guiding, amended, and supplemented documents;
- Pursuant to the current Charter of Techcom Securities Joint Stock Company;
- Pursuant to the 2025 Financial Statements of TCBS, independently audited by Ernst & Young Vietnam Co., Ltd.;
- Based on the results of internal audit and the evaluation by the Supervisory Board regarding the 2025 Financial Statements of TCBS;
- Based on the business performance results of the year 2025.

The Board of Directors of Techcom Securities Joint Stock Company respectfully submits and recommends that the AGM consider and approve the following:

1. TCBS's 2025 financial statements, published on the Company's website at the link:  
<https://www.tcbs.com.vn>, with key figures as follows:

Items	2025 (VND)
1. Total assets	80,632,256,999,009
2. Total liabilities	36,532,676,815,634
3. Equity	44,099,580,183,375
<i>In which:</i>	
- Share capital	31,720,060,628,518
4. Profit before tax	7,108,703,741,609

2. The allocation plan of profits in 2025 is as follows:

Items	Amount (VND)	Notes
2025 accounting profit before tax	7,108,703,741,609	Audited
Corporate income tax payable	1,425,371,886,501	Audited
Profit after corporate income tax for allocation to funds (A)	5,683,331,855,108	
Retained profit from previous years as of January 1, 2025 (B)	6,688,712,329,546	Audited



Items	Amount (VND)	Notes
Appropriation to statutory and discretionary funds (C)	-	
<b>Remaining distributable profit as of December 31, 2025 (D)=(A)+(B)-(C)</b>	<b>12,372,044,184,654</b>	

3. The Board of Directors respectfully submits to the Annual General Meeting of Shareholders:
- 3.1. To approve the 2025 financial statements of the Company as audited and presented in section 1 above.
- 3.2. To approve the allocation of 2025 profit as proposed in section 2 above.

The Board of Directors respectfully submits the above for the AGM's review and approval.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**



**NGUYEN XUAN MINH**



**PROPOSAL**

**2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

*(Re.: Approval of the list of independent audit firms to provide audit services as required by law to Techcom Securities Joint Stock Company)*

**To: The Annual General Meeting of Shareholders (“AGM”) of Techcom Securities Joint Stock Company (“TCBS” or the “Company”)**

- Pursuant to Law on Securities No. 54/2019/QH14 dated November 26, 2019 (“Law on Securities 2019”);
- Pursuant to Law on Enterprise No. 59/2020/QH14 dated June 17, 2020 (“Law on Enterprise 2020”);
- Pursuant to Decree No. 155/2020/NĐ-CP; and
- Pursuant to the Charter of the Company.

**I. Proposal basis:**

In accordance with the provisions of law and the Company’s Charter, the Supervisory Board of Techcom Securities Joint Stock Company respectfully submits to the AGM for approval the list of independent audit firms to provide services as required by law, including:

- Review and audit of the 2026 Financial Statements and Financial Safety Ratio Report;
- Audit of contributed capital reports and the use of capital for capital increases according to AGM resolutions in 2026;
- Audit of other Company activities (if any) as required by law.

**II. Criteria for selecting the independent audit firms:**

1. The audit firm must be approved by the State Securities Commission to audit issuing organizations, listed companies, and securities business organizations in 2026;
2. The firm must have qualified and experienced auditors;
3. The firm must have a reputation for high-quality auditing;
4. The firm must be able to meet the Company’s requirements regarding audit scope and schedule; and
5. The audit fees must be reasonable and commensurate with the quality of audit services.



### III. Proposals:

Based on the selection criteria in Section II above, the Supervisory Board respectfully submits to the AGM for consideration and approval:

1. Approve **KPMG LLC** as the independent audit firm to provide review and audit services for the Company's financial statements and financial safety ratio reports in 2026.
2. Approve the list of independent audit firms authorized to provide audit services as required by law beyond the scope in item III.1 above:
  - o KPMG Limited
  - o Ernst & Young Vietnam Limited
  - o Grant Thornton Vietnam Limited
  - o UHY Audit & Consulting Company Limited
  - o AASC Auditing Firm Company Limited
3. Authorize the Chairman of the Board of Directors to make decisions, negotiate, approve audit fees, sign agreements with the audit firms (within the scope and list above), and carry out all necessary procedures to complete the audit work for Techcom Securities Joint Stock Company in accordance with the law and the Company's Charter.

The Supervisory Board respectfully submits the above for the AGM's review and approval.

**Recipient:**

- As above;
- Company archives.

ON BEHALF OF SUPERVISORY BOARD  
HEAD OF SUPERVISORY BOARD



**ĐẶNG VĂN KHẢI**



**PROPOSAL**

**2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

*(Re.: Approval of performance-based bonus payment for the Board of Directors of TCBS)*

**To: The Annual General Meeting of Shareholders of Techcom Securities Joint Stock Company (“the Company” or “TCBS”)**

- Pursuant to the Charter of Techcom Securities Joint Stock Company;
- Based on TCBS's business results in 2025;

The Board of Directors (“the Board”) of Techcom Securities Joint Stock Company respectfully submits to the AGM for consideration and approval:

- Approval of the performance-based bonus payment for the Board of the Company for 2025 in accordance with the detailed plan set out in the attached Appendix;
- Source of funds: The operating budget of the Board of Directors and the Supervisory Board as approved at the 2025 Annual General Meeting of Shareholders.

The Board of Directors respectfully submits the above for the AGM’s review and approval.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**



**NGUYEN XUAN MINH**

## Appendix 01

*(Re: 2025 performance-based bonus payment for the Board of Directors of TCBS)*

The following table details the performance-based bonus payments for the Board of Directors of TCBS for the year 2025:

Name	Position	2025 bonus (VND)
Nguyen Xuan Minh	Chairman of the Board	2,590,400,000

Source of funds: The operating budget of the Board of Directors and the Supervisory Board as approved at the 2025 Annual General Meeting of Shareholders.



**PROPOSAL**

**2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

(Re.: Approval of the 2026 budget for the Board of Directors and Supervisory Board of Techcom Securities Joint Stock Company)

**To: The Annual General Meeting of Shareholders of Techcom Securities Joint Stock Company (“the Company” or “TCBS”)**

- Pursuant to the Law on Enterprises No. 59/2020/QH14, approved by the National Assembly on 17 June 2020, effective from January 1, 2021;
- Pursuant to the Law on Securities No. 54/2019/QH14, approved by the National Assembly on 26 November 2019, effective from January 1, 2021;
- Pursuant to the Charter of Techcom Securities Joint Stock Company.

The Board of Directors of Techcom Securities Joint Stock Company respectfully submits to the AGM for consideration and approval of the following:

1. Approval of the 2026 budget for the Board and Supervisory Board as detailed below:

Item	Budget (VND)
Remuneration and performance-based bonus	13,167,344,000
Operating expenses and other costs	4,091,100,000
<b>Total</b>	<b>17,258,000,000</b>

2. Source of funds: 2026 budget of TCBS.

The Board of Directors respectfully submits the above for the AGM’s review and approval.

ON BEHALF OF THE BOARD OF DIRECTORS



No.: 060304/26/TT-DHĐCĐ-TCBS

Hanoi, April 3, 2026

**PROPOSAL**

**2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

*(Re: Amendment and supplement of the regulations on the organization and operation of the Board of Directors of Techcom Securities Joint Stock Company)*

**To:** The Annual General Meeting of Shareholders of Techcom Securities Joint Stock Company (“the Company” or “TCBS”)

The Board of Directors (“the Board”) of TCBS respectfully submits to the Annual General Meeting of Shareholders (“AGM”) the following proposal regarding amendments and supplements to the Regulations on the Organization and Operation of the Board of Directors of the Company:

**I. Legal basis**

- Law on Securities No. 54/2019/QH14 dated 26 November 2019 (“Law on Securities 2019”) and its amendments and supplements;
- Law on Enterprises No. 59/2020/QH14 dated 17 June 2020 (“Law on Enterprises 2020”) and its amendments and supplements;
- Decree No. 155/2020/NĐ-CP dated 31 December 2020 of the Government detailing the implementation of certain articles of the Law on Securities (“Decree No. 155/2020/NĐ-CP”) and its amendments and supplements;
- Circular No. 116/2020/TT-BTC dated 31 December 2020 of the Minister of Finance guiding certain provisions on corporate governance applicable to public companies under Decree No. 155/2020/NĐ-CP;
- The current Charter of TCBS.

**II. Proposals to the Annual General Meeting of Shareholders**

After review and assessment, the Board considers that the current Regulations on the Organization and Operation of the Board of Directors of TCBS need to be amended and supplemented to meet the practical requirements of the Company. Therefore, the Board respectfully submits the following proposals to the AGM for approval:



1. Approve the amendments and supplements to the Regulations on the Organization and Operation of the Board of Directors as outlined in the attached Appendix and any related adjustments to the format, chapter, section, and article numbers in accordance with the amendments.
2. Approve the issuance of the Regulations on the Organization and Operation of the Board of Directors in full text as per the attached draft.
3. Authorize the Board of Directors to complete and sign the issuance of the new full text of the Regulations on the Organization and Operation of the Board of Directors. The new regulations will take effect from the date of signing and will replace the existing Regulations in full.

The Board of Directors respectfully submits the above for the AGM's review and approval.

**Recipients:**

- As above;
- Company archives.

ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRMAN  
  
NGUYEN XUAN MINH

**APPENDIX 01: CONTENT OF THE REGULATION ON OPERATION OF THE BOARD OF DIRECTORS ("REGULATION") PROPOSED FOR AMENDMENT AND SUPPLEMENT**

<b>No.</b>	<b>Current regulation</b>	<b>Proposed amendments/supplements</b>	<b>Reason</b>
1.	<p><b>Article 7. Chairman of the Board of Directors</b></p> <p>1. The Chairman of the Board of Directors shall be elected, dismissed, or removed by the Board of Directors from among its members.</p>	<p><b>Article 7. Chairman of the Board of Directors</b></p> <p>1. The Chairman of the Board of Directors shall be elected, dismissed, or removed by the Board of Directors from among its members. <b>The Chairman of the Board shall be elected, dismissed, or removed based on a majority vote, either by secret ballot or by show of hands.</b></p>	Aligns with the Company's current operational practice
2.	<p><b>Article 7. Chairman of the Board of Directors</b></p> <p>....</p> <p>4. In the event the Chairman of the Board tenders his/her resignation or is removed, the Board shall elect a replacement within 30 days from the date of receipt of the resignation or removal. In case the Chairman is absent or unable to perform his/her duties, a written authorization must be given to another member to exercise the rights and obligations of the Chairman. In the absence of an authorized person, or in the event of the Chairman's death, disappearance, detention, serving a prison sentence, undergoing</p>	<p><b>Article 7. Chairman of the Board of Directors</b></p> <p>....</p> <p>4. In the event the Chairman of the Board tenders his/her resignation or is removed, the Board shall elect a replacement within 30 days from the date of receipt of the resignation or removal. In case the Chairman is absent or unable to perform his/her duties, a written authorization shall be granted to the Vice Chairman of the Board or another member to exercise the rights and obligations of the Chairman. In the absence of an authorized person, or in the event of the Chairman's death, disappearance, detention, serving a prison</p>	Aligns with the Company's current operational practice

이사회 운영규정

No.	Current regulation	Proposed amendments/supplements	Reason
	<p>compulsory rehabilitation, compulsory education, absconding from residence, limitation or loss of civil act capacity, cognitive or behavioral difficulties, or being prohibited by a court from holding office, practicing profession, or performing certain tasks, the remaining members shall elect one among themselves as Chairman according to the majority vote of the remaining members until a new decision of the Board is made.</p>	<p>sentence, undergoing compulsory rehabilitation, compulsory education, absconding from residence, limitation or loss of civil act capacity, cognitive or behavioral difficulties, or being prohibited by a court from holding office, practicing profession, or performing certain tasks, <b>the Vice Chairman of the Board shall perform the duties of the Chairman</b>, or the remaining members shall elect one among themselves as Chairman according to the majority vote of the remaining members until a new decision of the Board is made.</p>	
3.	Not regulated	<p><b>Article 8. Vice Chairman of the Board of Directors</b></p> <ol style="list-style-type: none"> <li>1. The Vice Chairman of the Board of Directors shall be elected, dismissed, or removed by the Board of Directors from among its members based on the proposal of the Chairman and by majority vote, either by secret ballot or by show of hands. The Board may elect one or more Vice Chairmen from among its members.</li> <li>2. The Vice Chairman of the Board shall have the following rights and obligations: <ol style="list-style-type: none"> <li>a. Advise, support, and assist the Chairman of the Board in corporate governance;</li> </ol> </li> </ol>	Added regulation for the position of Vice Chairman of the Board

No.	Current regulation	Proposed amendments/supplements	Reason
		<p>b. Substitute for the Chairman in convening and presiding over Board meetings and performing the duties of the Chairman during his/her absence and/or based on written authorization from the Chairman;</p> <p>c. Perform tasks of a Board member under the Charter, internal regulations of the Company, and other specific tasks as delegated in writing by the Chairman;</p> <p>d. Other rights and obligations as provided by law and the Company's Charter.</p>	



**REGULATION ON ORGANIZATION AND OPERATION OF THE BOARD OF  
DIRECTORS TECHCOM SECURITIES JOINT STOCK COMPANY**

- Pursuant to the Law on Securities dated November 26, 2019 and amending and supplementing documents effective from time to time;
- Pursuant to the Law on Enterprises dated June 17, 2020 and amending and supplementing documents effective from time to time;
- Pursuant to the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities and amending and supplementing documents effective from time to time;
- Pursuant to the Circular No. 116/2020/TT-BTC dated December 31, 2020 of the Minister of Finance guiding a number of articles on corporate governance applicable to public companies in the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 detailing the implementation of a number of articles of the Law on Securities and amending documents, supplements take effect from time to time;
- Pursuant to the current Charter of Techcom Securities Joint Stock Company ("**the Company or TCBS**");
- Pursuant to the Resolution of the General Meeting of Shareholders.....;
- Pursuant to the Resolution of the Board of Directors.....

The Board of Directors promulgates the Regulation on organization and operation of the Board of Directors of Techcom Securities Joint Stock Company;

The Regulation on organization and operation of the Board of Directors of Techcom Securities Joint Stock Company ("Regulation") includes the following contents:

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## **CHAPTER I**

### **GENERAL REGULATIONS**

#### **Article 1. Scope of regulation and subjects of application**

1. Scope of regulation: The Regulation on organization and operation of the Board of Directors stipulates the organizational structure of personnel, operating principles, powers and obligations of the Board of Directors and members of the Board of Directors in order to operate in accordance with the provisions of the Law on Enterprises, the Company's Charter and other relevant provisions of law.
2. Subjects of application: This Regulation applies to the Board of Directors and members of the Board of Directors.

#### **Article 2. Operating principles of the Board of Directors**

1. The Board of Directors works on the principle of collectivity. Members of the Board of Directors are personally responsible for their work and jointly responsible to the General Meeting of Shareholders and the law for the resolutions and decisions of the Board of Directors for the development of the Company.
2. The Board of Directors shall assign responsibilities to the General Director to organize the implementation of resolutions and decisions of the Board of Directors.

## **Chapter II**

### **BOARD MEMBERS**

#### **Article 3. Rights and obligations of members of the Board of Directors**

1. Members of the Board of Directors have full rights in accordance with the provisions of the Law on Securities, relevant laws and the Company's Charter, including the right to be provided with information and documents on the financial situation and business activities of the Company and its units.
2. Members of the Board of Directors have the following obligations as prescribed in the company's charter and the following obligations:

- a. Perform their duties honestly and carefully for the best interests of shareholders and the Company;
  - b. Fully attend meetings of the Board of Directors and give opinions on issues discussed;
  - c. Promptly and fully report to the Board of Directors the remuneration received from subsidiaries, associated companies and other organizations;
  - d. Report to the Board of Directors at the nearest meeting on transactions between the Company, its subsidiaries and other companies in which the Company controls more than 50% or more of the charter capital with members of the Board of Directors and related persons of such members; transactions between companies and companies in which members of the Board of Directors are founding members or managers of enterprises in the last 03 years before the time of transaction;
  - e. Disclosure of information when trading the Company's shares in accordance with the provisions of law.
3. Each independent member of the Board of Directors of the Company must make an evaluation report on the operation of the Board of Directors.

#### **Article 4. Right to information of members of the Board of Directors**

1. Members of the Board of Directors have the right to request the General Director, Deputy General Director, and other managers in the Company to provide information and documents on the financial situation and business activities of the Company and of units in the Company.
2. Managers are required to provide timely, complete and accurate information and documents at the request of members of the Board of Directors.
3. The request for information supply must be made in writing specifying the information to be provided, the method of provision, direct or email to the person requested to provide information/the unit requested to provide information, and at the same time send it to the Chairman of the Board of Directors at least 07 working days before the time of requesting information work.
4. The person requested to provide information/the unit requested to provide information is responsible for providing information completely, accurately, on time and in the right manner as requested. In case it is not possible to provide information within the requested time limit or refuses to provide part/all of the information, the person requested to provide information/the unit requested to provide information must respond to the information supply requester within 03 working days from the date of receipt of the request. clearly stating the reasons for not being able to properly implement the requirements and handling plans.
5. The information provided persons shall be responsible for keeping the information and documents provided, except for information that has been announced or made public.

#### **Article 5. Term of office, number and structure of members of the Board of Directors**

1. The number of members of the Board of Directors is from 05 to 11 members.
2. The term of office of a member of the Board of Directors shall not exceed 05 years and may be re-elected for an unlimited number of terms. An individual may only be elected as an independent member of the Board of Directors of the Company for no more than 02 consecutive terms.
3. In case all members of the Board of Directors end their term of office at the same time, such members shall continue to be members of the Board of Directors until a new member is elected to replace and take over the work, unless otherwise provided for by the company's charter.
4. The company's charter specifies the number, rights, obligations, methods of organization and coordination of activities of independent members of the Board of Directors.

#### **Article 6. Criteria and conditions for members of the Board of Directors**

1. Members of the Board of Directors must meet the following criteria and conditions:
  - a. Members of the Board of Directors must meet the criteria and conditions specified in Clause 1, Article 155 of the Law on Enterprises.
  - b. A member of the Board of Directors of the Company may only be a member of the Board of Directors or the Board of Members at a maximum of 05 other companies.
  - c. A member of the Board of Directors of the Company must not be a member of the Board of Directors, a member of the Board of Members, or a General Director (Director) of another securities company.
2. Independent members of the Board of Directors as prescribed at Point b, Clause 1, Article 137 of the Law on Enterprises must meet the following criteria and conditions:
  - a. Not be a person who is working for the Company, its parent company or subsidiaries; not being a person who has worked for the Company, the parent company or its subsidiaries for at least 03 consecutive years;
  - b. Not being a person who is receiving salaries or remunerations from the company, except for allowances that members of the Board of Directors are entitled to as prescribed;
  - c. Not being a person whose spouse, natural father, adoptive father, natural mother, adoptive mother, natural child, adopted child, brother, sister or sibling is a major shareholder of the Company; being a manager of the Company or its subsidiaries;
  - d. Not being a person who directly or indirectly owns at least 01% of the total voting shares of the Company;
  - e. Not being a person who has been a member of the Board of Directors or the Supervisory Board of the Company for at least 05 consecutive years, except for the case of being appointed for 02 consecutive terms;
  - f. Other criteria and conditions as prescribed by law.

3. An independent member of the Board of Directors must notify the Board of Directors that he or she no longer fully meets the criteria and conditions specified in Clause 2 of this Article and of course ceases to be an independent member of the Board of Directors from the date on which he or she fails to fully meet the criteria and conditions. The Board of Directors must notify the case in which the independent member of the Board of Directors no longer meets all the criteria and conditions at the nearest General Meeting of Shareholders or convene a meeting of the General Meeting of Shareholders to elect additional or replacement independent members of the Board of Directors within 06 months from the date of receipt of the notice of the independent members of the relevant Board of Directors.

#### **Article 7. Chairman of the Board of Directors**

1. The Chairman of the Board of Directors shall be elected, dismissed or dismissed from office by the Board of Directors from among the members of the Board of Directors. The Chairman of the Board of Directors may be elected, dismissed or dismissed from office on the principle of majority vote by secret ballot or voting.
2. The Chairman of the Board of Directors of the Company may not concurrently hold the title of General Director.
3. The Chairman of the Board of Directors has the following rights and obligations:
  - a. Formulate programs and plans for activities of the Board of Directors;
  - b. Prepare programs, contents and documents for the meeting; convening, presiding over and presiding over meetings of the Board of Directors;
  - c. Organize the adoption of resolutions and decisions of the Board of Directors;
  - d. Supervising the process of organizing the implementation of resolutions and decisions of the Board of Directors;
  - e. Chairman of the General Meeting of Shareholders;
  - f. Rights and obligations of the legal representative as prescribed in Article 3 of the Company's Charter.
  - g. Other rights and obligations as prescribed by law and the Company's Charter.
4. In case the Chairman of the Board of Directors submits a letter of resignation or is dismissed, the Board of Directors must elect a replacement within 30 days from the date of receipt of the letter of resignation or dismissal. In case the Chairperson of the Board of Directors is absent or unable to perform his/her duties, the Vice Chairman of the Board of Directors or another member must be authorized in writing to exercise the rights and perform the obligations of the Chairman of the Board of Directors. In case no authorized person or the Chairman of the Board of Directors dies, goes missing, is temporarily detained, is serving a prison sentence, is serving an administrative-handling measure at a compulsory detoxification establishment, compulsory education institution, escapes from his/her place of residence, is restricted or loses his/her civil act capacity, have difficulties in cognition, control of behavior, are banned by the Court from holding certain positions,

practicing certain professions or doing certain jobs, the Vice Chairman of the Board of Directors shall perform the duties of the Chairman of the Board of Directors or the remaining members shall elect one of the members to hold the position of Chairman of the Board of Directors on the principle of majority the other members endorse until a new decision of the Board of Directors.

5. When deeming it necessary, the Board of Directors shall decide to appoint the Company Secretary. The Company Secretary has the following rights and obligations:
  - a. Supporting the organization of convening meetings of the General Meeting of Shareholders and the Board of Directors; recording meeting minutes;
  - b. Assist members of the Board of Directors in exercising their assigned rights and obligations;
  - c. Assisting the Board of Directors in applying and implementing the principles of corporate governance;
  - d. Supporting the Company in building shareholder relations and protecting the legitimate rights and interests of shareholders; compliance with the obligation to provide information, publicize information and administrative procedures;
  - e. Other rights and obligations as prescribed by law.

#### **Article 8. Vice Chairman of the Board of Directors**

1. The Vice Chairman of the Board of Directors shall be elected, dismissed or dismissed from office by the Board of Directors from among the members of the Board of Directors at the proposal of the Chairman of the Board of Directors and on the principle of majority vote in the form of secret ballot or voting. The Board of Directors may elect one or several Vice Chairmen of the Board of Directors from among the members of the Board of Directors.
2. The Vice Chairman of the Board of Directors has the following rights and obligations:
  - a. Advising, supporting and assisting the Chairman of the Board of Directors in the Company's governance;
  - b. To replace the Chairman of the Board of Directors to convene, preside over meetings of the Board of Directors, and perform the duties of the Chairman of the Board of Directors when the Chairman of the Board of Directors is absent and/or under the written authorization of the Chairman of the Board of Directors;
  - c. The tasks of the Members of the Board of Directors as prescribed in the Charter, the Company's internal regulations and other specific tasks as authorized in writing by the Chairman of the Board of Directors;
  - d. Other rights and obligations as prescribed by law and the Company's Charter.

#### **Article 9. Dismissal, dismissal, replacement and addition of members of the Board of Directors**

1. The General Meeting of Shareholders shall dismiss a member of the Board of Directors in the following cases:

- a. Failing to meet the criteria and conditions specified in Article 155 of the Law on Enterprises;
  - b. Have a letter of resignation and be approved;
  - c. Other cases as prescribed by law.
2. The General Meeting of Shareholders dismisses a member of the Board of Directors in the following cases:
    - a. Not participating in activities of the Board of Directors for 06 consecutive months, except for force majeure cases;
    - b. Other cases as prescribed by law.
  3. When deeming it necessary, the General Meeting of Shareholders shall decide to replace the members of the Board of Directors; dismissal or dismissal of members of the Board of Directors other than those specified in Clauses 1 and 2 of this Article.
  4. The Board of Directors must convene a meeting of the General Meeting of Shareholders to elect additional members of the Board of Directors in the following cases:
    - a. The number of members of the Board of Directors is reduced by more than one-third compared to the number specified in the company's charter. In this case, the Board of Directors must convene a meeting of the General Meeting of Shareholders within 60 days from the date on which the number of members is reduced by more than one-third;
    - b. The number of independent members of the Board of Directors has decreased, failing to ensure the ratio as prescribed at Point b, Clause 1, Article 137 of the Law on Enterprises
    - c. Except for the case specified at Point a of this Clause, the General Meeting of Shareholders shall elect a new member to replace the member of the Board of Directors who has been dismissed or dismissed at the nearest meeting.

**Article 10. Methods of electing, dismissing and dismissing members of the Board of Directors**

1. A shareholder or group of shareholders owns 10% or more of the total ordinary shares or has the right to nominate a person to the Board of Directors. The nomination of persons to the Board of Directors shall be carried out as follows:
  - a. Ordinary shareholders who form a group to nominate persons to the Board of Directors must notify the group meeting to the shareholders attending the meeting before the opening of the General Meeting of Shareholders;
  - b. Based on the number of members of the Board of Directors, shareholders or groups of shareholders specified in this Clause may nominate one or several persons under the decision of the General Meeting of Shareholders as candidates for the Board of Directors. In case the number of candidates nominated by shareholders or groups of shareholders is lower than the number of candidates they are entitled to nominate

under the decision of the General Meeting of Shareholders, the remaining number of candidates shall be nominated by the Board of Directors and other shareholders.

2. In case the number of candidates for the Board of Directors approved for nomination and candidacy is still insufficient as prescribed in Clause 5, Article 115 of the Law on Enterprises, the incumbent Board of Directors shall introduce more candidates or organize the nomination as prescribed in the Company's Charter, Internal regulations on corporate governance. The introduction of additional candidates by the incumbent Board of Directors must be clearly announced before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with law.
3. The voting for the election of members of the Board of Directors must be carried out by the method of cumulative voting, whereby each shareholder has the total number of votes corresponding to the total number of shares owned multiplied by the number of elected members of the Board of Directors and shareholders have the right to pool all or part of their total votes to one or several candidates. The winner of the election of members of the Board of Directors is determined according to the number of votes calculated from high to low, starting from the candidate with the highest number of votes until the number of members specified in the company's charter is sufficient. In case there are 02 or more candidates with the same number of votes for the last member of the Board of Directors, a re-election will be conducted among the candidates with the same number of votes or selected according to the criteria of the election regulations or the company's charter.
4. The election, dismissal and dismissal of members of the Board of Directors shall be decided by the General Meeting of Shareholders on the principle of voting.

**Article 11. Notification of election, dismissal and dismissal of members of the Board of Directors**

1. In case a candidate for the Board of Directors has been identified, the Company must disclose information related to the candidates at least 10 days before the opening date of the General Meeting of Shareholders on the Company's website so that shareholders can learn about these candidates before voting. candidates for the Board of Directors must have a written commitment to the truthfulness and accuracy of personal information disclosed and must commit to perform their duties honestly, prudently and in the best interests of the Company if elected as a member of the Board of Directors. Information related to the Board candidate announced includes:
  - a. Full name, date of birth;
  - b. Professional qualifications;
  - c. Work process;
  - d. Other managerial titles (including the title of the Board of Directors of other companies);
  - e. Interests related to the Company and its related parties;
  - f. Other information (if any) as prescribed in the company's charter;



- k. Election, dismissal and dismissal of the Chairman of the Board of Directors and Vice Chairman of the Board of Directors; appointing, dismissing, signing contracts, terminating contracts of the Board of Directors and other important managers as prescribed by the Company's Charter; decide on the salaries, remuneration, bonuses and other benefits of such managers; appoint authorized representatives to participate in the Members' Council or the General Meeting of Shareholders of other companies, decide on the remuneration and other benefits of such persons;
  - l. Supervising and directing the Board of Directors and other managers in running the Company's daily business;
  - m. To decide on the organizational structure, internal management regulations of the Company, to decide on the establishment of subsidiaries, branches, representative offices and the capital contribution and purchase of shares of other enterprises;
  - n. Approving programs and contents of documents for the General Meeting of Shareholders, convening the General Meeting of Shareholders or collecting opinions for the General Meeting of Shareholders to approve resolutions;
  - o. Submit the audited annual financial statements to the General Meeting of Shareholders;
  - p. Proposal for dividends to be paid; decide on the time limit and procedures for paying dividends or handling losses arising in the course of business;
  - q. Proposing the reorganization and dissolution of the Company; request for bankruptcy of the Company;
  - r. Decision to promulgate the Regulation on the operation of the Board of Directors, the Internal Regulation on corporate governance after being approved by the General Meeting of Shareholders; decide to promulgate the Internal Audit Regulation, the Company's information disclosure regulations, the Company's financial regulations/regulations stipulating the authority to approve related to the Company's expenses in accordance with business activities;
  - s. Approval/Approval of contracts and transactions between the Company and related persons specified in Clause 2, Article 167 of the Law on Enterprises;
  - t. To be entitled to assign tasks/assignments/delegation of authority to the Chairman of the Board of Directors/members of the Board of Directors to implement contracts/transactions/investment and business decisions and/or other work contents approved by the Board of Directors.
  - u. Other rights and obligations as prescribed by the Law on Enterprises, the Law on Securities, other provisions of law and the Company's Charter.
3. The Board of Directors shall adopt resolutions and decisions by voting at meetings, collecting opinions in writing or in other forms prescribed by law. Each Board member has one vote.
  4. In case the resolution or decision adopted by the Board of Directors is contrary to the provisions of law, the resolution of the General Meeting of Shareholders or the company's

charter, causing damage to the company, the members who endorse the adoption of such resolution or decision must jointly take personal responsibility for the resolution or decision. decision and must compensate the Company for damages; Members who object to the passage of the above-mentioned resolutions or decisions are exempt from liability. In this case, the shareholders of the Company have the right to request the Court to suspend the implementation or cancel the above-mentioned resolution or decision.

### **Article 13. Responsibilities and obligations of the Board of Directors**

The Board of Directors must fully comply with the responsibilities and obligations prescribed by the Law on Enterprises, the Company's Charter and the following responsibilities and obligations:

Be accountable to shareholders for the Company's activities.

1. Treat all shareholders equally and respect the interests of persons with interests related to the Company.
2. Ensure that the Company's operations comply with the provisions of the law, the Company's Charter and internal regulations.
3. Formulate the Operation Regulation of the Board of Directors and submit it to the General Meeting of Shareholders for approval and publication on the company's website.
4. Supervise and prevent conflicts of interest of Board members, Supervisory Board members, General Directors and other managers, including misuse of Company assets and abuse of transactions with related parties.
5. Formulate internal regulations on corporate governance and submit them to the General Meeting of Shareholders for approval and publication on the Company's website.
6. Appointment of the person in charge of corporate governance.
7. Organize training and training on corporate governance and necessary skills for members of the Board of Directors, General Director (Director), Person in charge of corporate governance and other managers of the Company.
8. Report on the activities of the Board of Directors at the General Meeting of Shareholders as prescribed in Article 280 of Decree No. 155/2020/ND-CP
9. Pay dividends to shareholders in accordance with the law after being approved by the Annual General Meeting of Shareholders.

### **Article 14. Duties and powers of the Board of Directors in approving and signing transaction contracts**

1. The Board of Directors approves contracts and transactions with a value of less than 35% or contracts and transactions in principle where the total value of transactions arises within 12 months from the date on which the Board of Directors approves the contracts/transactions with a value of less than 35% of the total value of assets recorded in the latest financial statements between the Company and one of the following subjects:
  - a. Members of the Board of Directors, members of the Control Board, General Directors (Directors), other managers and related persons of these subjects;

- b. Shareholders and authorized representatives of shareholders who own more than 10% of the total ordinary share capital of the Company and their related persons;
  - c. Enterprises related to the subjects specified in Clause 2, Article 164 of the Law on Enterprises.
2. The representative of the Company signing a contract or transaction must notify the members of the Board of Directors and members of the Control Board of the objects related to such contract or transaction and enclose the draft contract or the main contents of the transaction. The Board of Directors shall decide on the approval of contracts and transactions within 15 days from the date of receipt of the notice, unless the company's charter provides for a different time limit; members of the Board of Directors who have interests related to the parties to the contract or transaction do not have voting rights.
3. The Board of Directors may decide on the approval of contracts and transactions between the Company and related persons on a case-by-case basis or a general principle approval decision and authorize the Legal Representative of the Company or a person authorized by the Legal Representative to sign the contract, transactions on the basis of those principles, ensuring compliance with the provisions of law and the Company's Charter.

**Article 15. Responsibilities of the Board of Directors in convening an extraordinary General Meeting of Shareholders**

1. The Board of Directors must convene an extraordinary General Meeting of Shareholders in the following cases:
  - a. The Board of Directors deems it necessary for the benefit of the Company;
  - b. The remaining number of members of the Board of Directors and the Control Board is less than the minimum number of members as prescribed by law;
  - c. At the request of shareholders or groups of shareholders specified in Clause 2, Article 115 of the Law on Enterprises; the request for convening the General Meeting of Shareholders must be expressed in writing, clearly stating the reason and purpose of the meeting, with sufficient signatures of relevant shareholders or a written request made in many copies and sufficiently collected signatures of relevant shareholders;
  - d. At the request of the Supervisory Board;
  - e. Other cases as prescribed by law and the Company's Charter.
2. Convening an extraordinary General Meeting of Shareholders  
The Board of Directors must convene a meeting of the General Meeting of Shareholders within 30 days from the date on which the number of members of the Board of Directors, independent members of the Board of Directors or the remaining members of the Control Board is less than the minimum number of members as prescribed in the company's charter or receives the request specified at Points c and d, Clause 1 This.
3. The convener of the General Meeting of Shareholders must perform the following tasks:

- a. Make a list of shareholders entitled to attend the meeting;
- b. Providing information and settling complaints related to the list of shareholders;
- c. Preparation of meeting agendas and contents;
- d. Prepare documents for the meeting;
- e. Draft resolutions of the General Meeting of Shareholders according to the expected contents of the meeting; list and details of candidates in case of election of members of the Board of Directors or members of the Control Board;
- f. Determine the time and place of the meeting;
- g. Send a notice of invitation to the meeting to each shareholder who has the right to attend the meeting in accordance with the provisions of the Law on Enterprises;
- h. Other tasks for the meeting.

**Article 16. Subcommittees assisting the Board of Directors**

1. The Board of Directors may establish subcommittees to be in charge of development policies, human resources, compensation, internal audit, and risk management. The number of members of the subcommittee is decided by the Board of Directors. The activities of the subcommittee must comply with the regulations of the Board of Directors.
2. The implementation of decisions of the Board of Directors or subcommittees under the Board of Directors must comply with current legal provisions and the provisions of the Company's Charter and Internal Regulations on corporate governance.

**Chapter IV**

**BOARD MEETINGS AND WRITTEN OPINIONS**

**Article 17. Board Meetings**

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors within 07 working days from the end of the election of such Board of Directors. This meeting is convened and chaired by the member with the highest number of votes or the highest percentage of votes. In case there is more than one member with the highest number of votes or the same percentage of votes, the members shall vote on the principle of majority to elect 01 of them to convene a meeting of the Board of Directors.
2. The Board of Directors must meet at least once a quarter and may hold extraordinary meetings.
3. The Chairman of the Board of Directors shall convene a meeting of the Board of Directors in the following cases:
  - a. At the request of the Control Board or an independent member of the Board of Directors;
  - b. At the request of the Director or General Director or at least 05 other managers;

- c. At the request of at least 02 members of the Board of Directors;
  - d. Other cases are prescribed by law.
4. The proposal specified in Clause 3 of this Article must be made in writing, clearly stating the purposes and issues to be discussed and decided under the competence of the Board of Directors.
  5. The Chairman of the Board of Directors must convene a meeting of the Board of Directors within 07 working days from the date of receipt of the proposal specified in Clause 3 of this Article. In case of failure to convene a meeting of the Board of Directors at the request of the Chairman of the Board of Directors, the Chairman of the Board of Directors shall be responsible for the damage caused to the Company; the proposer has the right to replace the Chairman of the Board of Directors to convene a meeting of the Board of Directors.
  6. The Chairman of the Board of Directors or the convener of the meeting of the Board of Directors must send a notice of invitation to the meeting at least 03 working days before the date of the meeting. The notice of invitation to the meeting must specify the time and place of the meeting, the agenda, the issues discussed and decided. The notice of invitation to the meeting must be enclosed with the documents used at the meeting and the voting slips of the members.

The notice of invitation to the meeting of the Board of Directors may be sent by invitation, telephone, fax, electronic means or other methods prescribed by the company's charter and ensure that it reaches the contact address of each member of the Board of Directors registered at the Company.

7. The Chairman of the Board of Directors or the convener shall send notices of invitation to meetings and enclosed documents to members of the Control Board as for members of the Board of Directors.

Members of the Control Board have the right to attend meetings of the Board of Directors; have the right to discuss but not vote.

8. A meeting of the Board of Directors shall be conducted when 3/4 or more of the total number of members attend the meeting. In case the meeting convened under the provisions of this Clause does not have enough members to attend the meeting as prescribed, it may be convened for the second time within 07 days from the date of the intended first meeting. In this case, the meeting shall be held if more than half of the members of the Board of Directors attend the meeting.
9. Members of the Board of Directors are considered to attend and vote at the meeting in the following cases:
  - a. Attending and voting directly at the meeting;
  - b. Authorize other persons to attend meetings and vote as prescribed in Clause 11 of this Article;
  - c. Attend and vote through online conferences, electronic voting or other electronic forms;

- d. Send voting ballots to the meeting by mail, fax, email;
  - e. Sending the ballot by other means.
10. In case of sending voting papers to the meeting by mail, the voting papers must be contained in sealed envelopes and must be delivered to the Chairman of the Board of Directors at least 01 hour before the opening. Voting ballots are only open in the presence of all attendees.
  11. Members must attend all Board meetings. Members may authorize others to attend meetings and vote if approved by a majority of members of the Board of Directors.
  12. Resolutions and decisions of the Board of Directors shall be adopted if they are approved by the majority of members attending the meeting; in case the number of votes is equal, the final decision shall belong to the side with the opinion of the Chairman of the Board of Directors.
  13. The meeting place of the Board of Directors is determined to be the place where the chairman attends the meeting and must be in the territory of Vietnam. The documents and language of the Board of Directors meeting are in Vietnamese and may be translated into foreign languages if necessary.

**Article 18. Board Meeting Minutes**

1. Board meetings must be recorded and may be recorded, recorded and kept in other electronic forms. The minutes must be made in Vietnamese and may be additionally made in foreign languages, including the following principal contents:
  - a. Name, address of the head office, enterprise code;
  - b. Time and place of the meeting;
  - c. Purpose, agenda and contents of the meeting;
  - d. Full name of each member attending the meeting or the person authorized to attend the meeting and the method of attending the meeting; full names of members who did not attend the meeting and the reasons;
  - e. Issues are discussed and voted on at the meeting;
  - f. Summarizing the opinions of each member attending the meeting in the order of the meeting;
  - g. The voting results clearly state the members who approve, disagree and have no opinions;
  - h. The issue was passed and the vote rate passed accordingly;
  - i. Full name, signature of the chairman and the person making the record, except for the case specified in Clause 2 of this Article.
2. In case the chairperson or the person taking the minutes refuses to sign the minutes of the meeting but if all other members of the Board of Directors attend and agree to approve the

minutes of the meeting and have all the contents as prescribed at Points a, b, c, d, e, f, g and h, Clause 1 of this Article, this record takes effect.

The minutes of the meeting clearly state that the chairperson and the person taking the minutes of the minutes refuse to sign the minutes of the meeting. The signatories of the minutes of the meeting shall be jointly responsible for the accuracy and truthfulness of the contents of the minutes of the meeting of the Board of Directors. The chairperson and the person taking the minutes shall take personal responsibility for the damage caused to the enterprise due to the refusal to sign the minutes of the meeting in accordance with the provisions of the Law on Enterprises, the company's charter and relevant laws.

3. The chairperson, the person taking the minutes and the signatories of the minutes shall be responsible for the truthfulness and accuracy of the minutes of the meeting of the Board of Directors.
4. The minutes of the Board of Directors meeting and the documents used in the meeting must be kept at the Company's head office.
5. Minutes made in Vietnamese and foreign languages have the same legal effect. In case there is a difference in the content between the minutes in Vietnamese and in foreign languages, the contents of the minutes in Vietnamese shall apply.

#### **Article 19. Organizing the collection of written opinions of members of the Board of Directors**

1. The Chairman of the Board of Directors/the person who has the right to convene a meeting of the Board of Directors (hereinafter referred to as the "**person in charge of collecting written opinions**") shall decide on the collection of opinions of members of the Board of Directors in writing.
2. The assisting department for the Board of Directors ("the Office of **the Board of Directors**") prepares the opinion poll and necessary documents related to the content of the consultation. The opinion poll and enclosed documents must be sent by secure method to the contact address of each member of the Board of Directors. Members of the Board of Directors must sign the opinion poll and send it to the Office of the Board of Directors in accordance with regulations. If the time limit for returning the vote as prescribed is exceeded, the poll of such member of the Board of Directors shall be considered unresponsive.
3. The collection of opinions of members of the Board of Directors may be sent by e-mail to the e-mail address of each member of the Board of Directors. Opinions replied by email are equivalent to those signed in writing.
4. The opinion poll must contain the following principal contents:
  - a. Name, address of the head office, number and date of issuance of the Establishment and Operation License, Business Registration Certificate of the Company;
  - b. Purpose of collecting opinions;
  - c. Full names of members of the Board of Directors;
  - d. Issues that need to be consulted;

- e. Voting plans, including: approve, disapprove and no opinions;
  - f. Full name and signature of the Chairman of the Board of Directors
5. The answered opinion poll must be signed by a member of the Board of Directors and sent to the Office of the Board of Directors in accordance with the Company's regulations.
  6. The Secretary of the Board of Directors/Chief of the Office of the Board of Directors or if the Secretary of the Board of Directors/Chief of the Office of the Board of Directors is absent, the officer of the Office of the Board of Directors appointed/appointed by the Chairman of the Board of Directors shall carry out the procedures for counting votes and make a record of vote counting (hereinafter referred to as "**Vote Counter**"). The vote counting record must contain the following principal contents:
    - a. Name, address of the head office, number and date of issuance of the Establishment and Operation License, Business Registration Certificate of the Company;
    - b. Purposes and issues to be consulted;
    - c. The total number of votes sent, the total number of votes collected, the number of valid votes, the number of invalid votes;
    - d. The total number of votes in favor, disapproval and no opinion on each issue to be consulted;
    - e. Full name and signature of the vote counting person and the person in charge of collecting opinions in writing.
  7. The person presiding over the collection of written opinions and the vote counting person must be jointly responsible for the truthfulness and accuracy of the vote counting record; jointly responsible for damages arising from decisions passed due to dishonest and inaccurate vote counting.
  8. Resolutions and decisions adopted in the form of collecting written opinions shall apply the principle of adoption at the meeting of the Board of Directors in Clause 12, Article 16 of this Regulation.
  9. The record of vote counting results together with the Resolution and Decision of the Board of Directors adopted based on the vote counting results must be sent to the members of the Board of Directors within 15 days from the end of the vote counting.
  10. The opinion poll that has been answered, the vote counting record, the full text of the approved resolution and relevant documents enclosed with the opinion poll must be kept at the Company's headquarters.
  11. Resolutions and decisions adopted in the form of collecting opinions of members of the Board of Directors in writing are as valid as resolutions and decisions adopted at meetings of the Board of Directors.

## **Chapter V**

### **REPORTING AND PUBLICIZING BENEFITS**

#### **Article 20. Annual Report Submission**

1. At the end of the fiscal year, the Board of Directors must submit the following report to the General Meeting of Shareholders:

- a. Report on the Company's business results;
  - b. Financial statements;
  - c. Report on the evaluation of the management and administration of the Company;
  - d. Appraisal report of the Supervisory Board.
2. The report specified at Points a, b and c, Clause 1 of this Article must be sent to the Control Board for appraisal at least 30 days before the opening date of the Annual General Meeting of Shareholders if the Company's Charter does not provide otherwise.
  3. The reports specified in Clauses 1 and 2 of this Article, the appraisal report of the Supervisory Board and the audit report must be kept at the head office of the Company at least 10 days before the opening date of the Annual General Meeting of Shareholders if the Company's Charter does not prescribe a longer time limit. Shareholders who own shares of the Company for at least 01 consecutive year have the right to directly review the report specified in this Article by themselves or together with lawyers, accountants and auditors with practicing certificates.

**Article 21. Remuneration, bonuses and other benefits of members of the Board of Directors**

1. The company has the right to pay remuneration and reward members of the Board of Directors according to business results and efficiency.
2. Members of the Board of Directors are entitled to work remuneration and bonuses. The work remuneration is calculated according to the number of working days required to complete the tasks of the members of the Board of Directors and the remuneration level per day. The Board of Directors estimates the remuneration for each member on the principle of unanimity. The total remuneration and bonus of the Board of Directors shall be decided by the General Meeting of Shareholders at the annual meeting.
3. The remuneration of each member of the Board of Directors shall be included in the Company's business expenses in accordance with the law on corporate income tax, expressed as a separate item in the Company's annual financial statements and must be reported to the General Meeting of Shareholders at the annual meeting.
4. A member of the Board of Directors who holds an executive position or a member of the Board of Directors who works in subcommittees of the Board of Directors or performs other tasks outside the scope of duties of a member of the Board of Directors, may be paid additional remuneration in the form of a lump sum of remuneration on a case-by-case basis, salaries, commissions, profit percentages or in other forms as decided by the Board of Directors.
5. Members of the Board of Directors are entitled to be paid all travel, meals, accommodation and other reasonable expenses that they have incurred in the performance of their duties as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders. Board of Directors or subcommittees of the Board of Directors.

6. Members of the Board of Directors may purchase liability insurance by the Company after the approval of the General Meeting of Shareholders. This insurance does not cover the liabilities of the Board of Directors members related to violations of the law and the company's Charter.

#### **Article 22. Disclosure of related benefits**

In case the Company's Charter does not contain other stricter provisions, the disclosure of the Company's interests and related persons shall comply with the following provisions:

1. A member of the Board of Directors of the Company must declare to the company his or her related interests, including:
  - a. Name, enterprise code, address of the head office, business lines of the enterprise in which they own contributed capital or shares; the percentage and time of ownership of such contributed capital or shares;
  - b. Name, enterprise code, address of the head office, business lines of the enterprise in which their related persons jointly own or separately own the contributed capital or shares of more than 10% of the charter capital.
2. The declaration specified in Clause 1 of this Article must be made within 07 working days from the date on which related benefits arise; the amendment and supplementation must be notified to the Company within 07 working days from the date of the corresponding amendment and supplement.
3. Members of the Board of Directors who perform work in any form within the scope of the Company's business must explain the nature and content of such work to the Board of Directors and shall only be performed when approved by the majority of the remaining members of the Board of Directors; if it is carried out without declaration or approval of the Board of Directors, all income obtained from such activity belongs to the Company.

### **Chapter VI**

#### **RELATIONSHIP OF THE BOARD OF DIRECTORS**

##### **Article 23. Relationship between Board Members**

1. The relationship between members of the Board of Directors is a coordination relationship, the members of the Board of Directors are responsible for informing each other about relevant issues in the process of handling the assigned work.
2. In the course of handling work, the member of the Board of Directors assigned to be in charge of the main responsibility must take the initiative in coordinating in handling, if there is a problem related to the field in charge of another member of the Board of Directors. In case there are still different opinions among the members of the Board of Directors, the members shall have the main responsibility to report to the Chairman of the Board of Directors for consideration and decision according to their competence or organize meetings or collect opinions of members of the Board of Directors in accordance with law. The Company's Charter and this Regulation.

3. In case of reassignment between members of the Board of Directors, the members of the Board of Directors must hand over relevant work, dossiers and documents. This handover must be made in writing and reported to the Chairman of the Board of Directors on such handover.

**Article 24. Relationship with the Board of Directors**

With the role of management, the Board of Directors issues resolutions for the General Director and the executive apparatus to implement. At the same time, the Board of Directors inspects and supervises the implementation of the resolutions.

**Article 25. Relationship with the Supervisory Board**

1. The relationship between the Board of Directors and the Supervisory Board is a coordinated relationship. The working relationship between the Board of Directors and the Supervisory Board is on the principle of equality and independence, and at the same time closely coordinates and supports each other in the process of performing tasks.
2. Upon receipt of inspection records or general reports of the Control Board, the Board of Directors shall study and direct relevant departments to formulate plans and make timely corrections.

**Chapter VII**

**IMPLEMENTATION PROVISIONS**

**Article 26. Enforcement effect**

1. The Regulation on organization and operation of the Board of Directors of Techno and Trade Securities Joint Stock Company consists of chapter VII, 26 articles and takes effect from the date of signing for promulgation.
2. The amendment, supplementation and replacement of the contents of this Regulation shall be decided by the General Meeting of Shareholders.
3. In case of inconsistency between the provisions of this Regulation and the Company's Charter, the provisions of the Company's Charter shall prevail.

**ON BEHALF BOARD OF DIRECTORS  
CHAIRMAN**

*(Sign, specify full name and seal)*

**NGUYEN XUAN MINH**

No.: 070304/26/TT-ĐHĐCĐ-TCBS

Hanoi, April 3, 2026

**PROPOSAL**

**2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

*(Re: Update of the share issuance plan to pay 2024 dividend)*

**To: The Annual General Meeting of Shareholders of Techcom Securities Joint Stock Company (“the Company” or “TCBS”)**

- Pursuant to the Law on Enterprises No. 59/2020/QH14, approved by the National Assembly on June 17, 2020, effective January 1, 2021, and its guiding documents, amendments and supplements;
- Pursuant to the Law on Securities No. 54/2019/QH14, approved by the National Assembly on November 26, 2019, effective January 1, 2021, and its guiding documents, amendments and supplements;
- Pursuant to the current Charter of Techcom Securities Joint Stock Company (“the Company Charter”);
- Pursuant to the Company’s audited financial statements for the years ended 2024 and 2025;
- Pursuant to the Company’s business performance for 2024 and 2025;
- Pursuant to the 2024 Dividend Payment Plan approved by the General Meeting of Shareholders under Resolution No. 012111/25/NQ-ĐHĐCĐ-TCBS dated November 21, 2025;
- Pursuant to the report on share issuance under the Employee Stock Option Plan (“ESOP”) No. 020203/26/CV-TCBS dated March 2, 2026, submitted to the State Securities Commission.

**I. Basis for the proposal**

On November 21, 2025, the AGM of TCBS approved the 2024 Dividend Payment Plan under Resolution No. 012111/25/NQ-ĐHĐCĐ-TCBS, including approval of a share issuance to pay dividend at a ratio of 5:1.

On December 26, 2025, the AGM of TCBS approved the capital increase through the 2025 Employee Stock Option Program (“ESOP 2025”) under Resolution No. 022612/NQ-ĐHĐCĐ-TCBS. Subsequently, TCBS completed the issuance and reported to the State Securities Commission on the results of the ESOP 2025 share issuance in Official Letter No. 020203/26/CV-TCBS dated March 2, 2026, thereby updating the Company’s charter capital and the number of outstanding ordinary shares.



Based on the approved 2024 dividend share issuance plan and the updated charter capital following the ESOP 2025 issuance, the Board of Directors (“the Board”) submits to the AGM for consideration and approval an update to the 2024 dividend share issuance plan, including updated pre-issuance charter capital and the expected number of new shares to be issued, maintaining the rights exercise ratio of 5:1.

## **II. Items to the AGM for approval:**

### **1. Approval of the share issuance plan to pay dividend**

The AGM approves the share issuance plan to pay dividend (“Share Issuance Plan”) in detail as set forth in Appendix 01 attached to this Proposal.

### **2. Approval of the capital increase**

The AGM approves the capital increase under the share issuance plan to pay dividend as stated in Section 2.1, whereby the Company’s charter capital will increase from VND 23,115,834,960,000 (Twenty-three trillion one hundred fifteen billion eight hundred thirty-four million nine hundred sixty thousand VND) to VND 27,739,001,950,000 (Twenty-seven trillion seven hundred thirty-nine billion one million nine hundred fifty thousand VND).

### **3. Approval of amendments to the Company Charter, Securities Business License, and Enterprise Registration Certificate**

The AGM approves the amendments to the charter regarding charter capital, updates to the Securities Business License, and the Enterprise Registration Certificate corresponding to the capital increase described in Section 2.2 above.

### **4. Approval of the registration, custody, and listing of additional shares**

The AGM approves the registration and custody of additional shares with Viet Nam Securities Depository and Clearing Corporation (“VSDC”) and the listing of additional shares at the Ho Chi Minh City Stock Exchange (“HOSE”) corresponding to the number of shares successfully issued under the Share Issuance Plan.

### **5. Approval of the delegation and/or authorization to the Board to implement the Share Issuance Plan**

The AGM delegates and/or authorizes the Board, within the scope of the Share Issuance Plan, to carry out the following:

- 5.1. Select the issuance timing, prepare, execute, and complete all documentation for the 2024 dividend share issuance to be submitted to competent state authorities. If required by authorities to amend or supplement documents, the Board is authorized to make such adjustments per authorities’ recommendations.

- 5.2. Select appropriate dates to record shareholder rights and other relevant timelines to ensure the 2024 dividend share issuance is conducted legally and in compliance with regulations.
- 5.3. Decide and carry out procedures to amend enterprise registration, update the Securities Business License (including post-issuance charter capital registration), adjust charter capital, outstanding shares, and other relevant provisions in the Company Charter according to actual post-issuance results, and perform all other related procedures with competent authorities and relevant parties.
- 5.4. Execute documents and complete procedures to update registered securities information at VSDC and register additional shares for listing at HOSE.
- 5.5. Decide on all other matters arising during the implementation of the 2024 dividend share issuance to protect shareholders' rights, safeguard the Company's interests, and ensure legal compliance.
- 5.6. Depending on specific circumstances, the Board may authorize the Chairman or CEO to execute one or more of the specific tasks listed above

The Board of Directors respectfully submits the above for the AGM's review and approval.

**Recipients:**

- *As above;*
- *Company archives.*

**ON BEHALF OF THE BOARD OF  
DIRECTORS**

**CHAIRMAN**



**NGUYEN XUAN MINH**

**APPENDIX 01****2024 DIVIDEND SHARE ISSUANCE PLAN***(Attached to the Proposal 070304/26/TT-ĐHĐCĐ-TCBS)*

No.	Item	Details
1	Purpose of issuance:	Issue shares to pay 2024 dividend
2	Stock name:	Techcom Securities Joint Stock Company shares
3	Ticker symbol:	TCX
4	Share type:	Ordinary shares
5	Par value:	VND 10,000 per share
6	Current outstanding shares:	2,311,583,496 shares
7	Treasury shares:	0 Shares
8	Expected new shares to be issued:	462,316,699 shares
9	Total par value of issuance:	4,623,166,990,000 VND
10	Expected outstanding shares post-issuance:	2,773,900,195 shares
11	Expected charter capital post-issuance:	27,739,001,950,000 VND
12	Issuance ratio (new shares / existing shares):	20%
13	Rights exercise ratio:	5:1 (1 new share for every 5 shares held as of record date)
14	Eligible shareholders:	Existing shareholders recorded by VSDC as of the record date
15	Source of funds:	Undistributed after-tax profits per audited financial statements as of 31/12/2024
16	Rounding and handling of fractional shares:	Round down to nearest whole share; fractional shares (if any) will be canceled <i>Example: On the record date for determining shareholders entitled to receive dividend shares, shareholder Nguyen Van A holds 503 shares. Accordingly, shareholder A will be entitled to</i>

		<i>receive newly issued shares as dividend in the proportion of <math>503 \div 5 \times 1 = 100.6</math> shares, which will be rounded down to 100 shares. The fractional share of 0.6 will be canceled.</i>
17	Transfer restrictions:	All shares issued as 2024 dividend shares to existing shareholders shall not be subject to any transfer restrictions.
18	Expected issuance timeline:	Within 45 days from the date the State Securities Commission announces in writing the receipt of all documents of TCBS's issuance report. The shares are expected to be issued within 45 days from the date the State Securities Commission issues a written notice confirming receipt of all required issuance documents from TCBS. The specific timing shall be determined by the Board of Directors to ensure compliance with applicable laws and regulations and to align with the Company's operational conditions, while safeguarding shareholders' interests.
19	Expected completion timeline	30/06/2026 or until TCBS completes all procedures in accordance with applicable laws.
20	Amendment/adjustment to the company charter:	AGM shall approve amendments and supplements to the Company Charter to reflect the actual charter capital and shareholding structure resulting from the completion of the issuance.
21	Adjustment of establishment and operating license:	AGM shall approve amendments and supplements to the Company's establishment and operating license to reflect the actual charter capital and shareholding structure after the completion of the issuance.
22	Adjustment of business registration:	AGM shall approve amendments and supplements to the Company's business registration to reflect the actual charter capital and shareholding structure after the completion of the issuance.
23	Registration of additional securities and listing:	AGM shall approve adjustments to the registered number of securities (additional registration) with Viet Nam Securities Depository and Clearing Corporation ("VSDC") and the supplementary listing of all newly issued shares on the Ho Chi Minh City Stock Exchange ("HOSE") following completion of the issuance. The Board of Directors is authorized to proactively implement and complete all related procedures after the issuance is concluded.



No.: 080304/26/TT-ĐHĐCĐ-TCBS

Hanoi, April 3, 2026

**PROPOSAL**

*(Re: Approval of the plan to increase charter capital through the issuance of shares under the Employee Stock Option Program of Techcom Securities Joint Stock Company)*

**To: The Annual General Meeting of Shareholders (“AGM”) of Techcom Securities Joint Stock Company (“the Company” or “TCBS”)**

- Pursuant to the Law on Enterprises No. 59/2020/QH14, promulgated by the National Assembly on June 17, 2020, and its guiding, amending, and supplementing documents (“Enterprise Law”);
- Pursuant to the Securities Law No. 54/2019/QH14, promulgated by the National Assembly on November 26, 2019, and its guiding, amending, and supplementing documents (“Securities Law”);
- Pursuant to Decree No. 155/2020/ND-CP dated December 31, 2020, of the Government providing detailed guidance on certain articles of the Securities Law and its guiding, amending, and supplementing documents (“Decree 155”);
- Pursuant to Decree No. 245/2025/ND-CP dated September 11, 2025, of the Government amending and supplementing certain articles of Decree 155 (“Decree 245”);
- Pursuant to Circular No. 118/2020/TT-BTC dated December 31, 2020, of the Ministry of Finance providing guidance on securities offering, issuance, public purchase, share buybacks, public company registration, and revocation of public company status, and its guiding, amending, and supplementing documents (“Circular 118”);
- Pursuant to Circular No. 121/2020/TT-BTC dated December 31, 2020, of the Ministry of Finance on the operation of securities companies and its guiding, amending, and supplementing documents (“Circular 121”);
- Pursuant to the current Charter of Techcom Securities Joint Stock Company (“Charter”);
- Based on the actual needs of the Company.

The Board of Directors of TCBS (“the Board”) respectfully submits to the AGM for consideration and approval of the plan to increase charter capital through the issuance of shares (“ESOP Shares”) under the 2026 Employee Stock Option Program (“ESOP 2026”), the use of proceeds from the issuance (“Issuance”), and the registration and additional listing of the ESOP Shares. Details are set out in Appendix I and Appendix II attached to this Proposal.

The Board of Directors respectfully submits the above for the AGM's review and approval.

**Recipients:**

- *As above;*
- *Company archives.*

**ON BEHALF OF THE BOARD OF DIRECTORS**

**CHAIRMAN**



**NGUYEN XUAN MINH**

## APPENDIX I

### PLAN TO INCREASE CHARTER CAPITAL IN 2026 THROUGH THE ISSUANCE OF SHARES UNDER THE TCBS EMPLOYEE STOCK OPTION PROGRAM

#### A. Plan to increase charter capital under ESOP 2026

##### I. Necessity of implementing ESOP 2026:

The offering and issuance of ESOP Shares under the Company's ESOP 2026 is of significant importance to:

- (i) Acknowledge the contributions of employees ("Employees") currently working at the Company;
- (ii) Enhance the role and responsibilities of Employees, creating motivation and improving efficiency in completing assigned tasks;
- (iii) Align individual performance with the Company's overall success;
- (iv) Attract and retain key personnel with talent, capability, and experience in a highly competitive labor market; and
- (v) Encourage Employees to contribute and commit to the long-term development of TCBS.

##### II. Issuance plan under ESOP 2026 ("Issuance Plan")

1. Name of shares : Common shares of Techcom Securities Joint Stock Company (Ticker: TCX)
2. Type of shares : Common Shares
3. Par value per share : VND 10,000 (Ten thousand Vietnamese Dong) per share
4. Total issued shares : **2,311,583,496** (Two billion, three hundred eleven million, five hundred eighty-three thousand, four hundred ninety-six) shares
5. Total outstanding shares<sup>1</sup> : **2,311,583,496** (Two billion, three hundred eleven million, five hundred eighty-three thousand, four hundred ninety-six) shares
6. Number of shares proposed to be issued under ESOP 2026 : 556,522 shares
7. Total proposed issuance value (at par) : 5,565,220,000 VND (Five billion, five hundred sixty-five million, two hundred twenty thousand Vietnamese Dong)
8. Issuance ratio<sup>2</sup> : **0.0241%**

<sup>1</sup> The total number of shares issued as set out in Item 4 and the total number of outstanding shares as set out in Item 5 represent the corresponding number of shares of the Company as of the date of this Proposal to the Annual General Meeting of Shareholders.

<sup>2</sup> The issuance ratio is calculated as the number of shares proposed to be issued divided by the number of outstanding shares of the Company as of the date of this Proposal to the Annual General Meeting of Shareholders. Upon the Board of Directors' approval of the specific implementation of the ESOP Issuance Plan, the number of the Company's outstanding shares and the issuance ratio shall be updated by the Board of Directors at the time of actual implementation.

9. Total outstanding shares after the issuance<sup>3</sup> : 2,312,140,018 shares
10. ESOP share price : VND 10,000 (Ten thousand Vietnamese Dong) per share
11. Current and post-issuance charter capital
- Current charter capital: VND 23,115,834,960,000 (Twenty-three trillion one hundred fifteen billion eight hundred thirty-four million nine hundred sixty thousand VND)
  - Increase in charter capital: VND 5,565,220,000 (Five billion, five hundred sixty-five million, two hundred twenty thousand Vietnamese Dong)
  - New charter capital after issuance: VND 23,121,400,180,000 (Twenty-three trillion one hundred twenty-one billion four hundred million one hundred eighty thousand VND)<sup>4</sup>
12. Eligible participants : Employees meeting the criteria set out in Appendix II of this Proposal
13. Eligibility and allocation principles : Details in Appendix II attached to this Proposal
14. General conditions : - ESOP Shares are subject to a one-year lock-up period from the issuance completion date, except as otherwise provided by law;  
- Employees' right to purchase ESOP Shares is non-transferable;  
- Other restrictions are to be determined by the Board in compliance with applicable laws and the Charter.
15. Issuance method : Issuance to employees under the Company's employee stock option program
16. Foreign ownership limit : The Company's maximum foreign ownership is 100%. Therefore, foreign Employees (if any) are not restricted from purchasing ESOP Shares under ESOP 2026
17. Offering period : Expected from 2Q2026 to 3Q2026, after receiving written confirmation from the State Securities Commission of Vietnam ("SSC") on complete submission of the ESOP issuance report, in compliance with laws, the Charter, and TCBS regulations
18. ESOP issuances in the last 12 months : Pursuant to AGM Resolution No. 022612/25/NQ-ĐHĐCĐ-TCBS dated December 26, 2025, approving the ESOP issuance plan

<sup>3</sup> The total number of outstanding shares after the Issuance shall be updated by the Board of Directors at the time of actual implementation.

<sup>4</sup> The new charter capital after the issuance of the ESOP Shares shall be updated by the Board of Directors based on the actual figures at the time of implementation.

19. Treatment of unsold shares : a) Any ESOP Shares not subscribed in the Issuance, including (i) fractional shares from allocation calculations, (ii) shares not subscribed or paid by Employees, shall be subject to the Board's discretion to offer to other eligible Employees at the same price.
- b) Unsold shares may be offered to one or more designated Employees in compliance with the lock-up conditions in Section 14 and relevant provisions of Decrees 155, 245, and other applicable laws.
- c) If, after the legal offering period (including extensions, if any), any ESOP Shares remain unsubscribed, the Board shall cancel the unsubscribed shares and adjust the total offered ESOP Shares to the actual number subscribed in the Issuance.
20. Use of proceeds from the issuance : Upon completion of the Issuance, all proceeds from the issuance of ESOP Shares will be used to increase the Company's charter capital. The Company will allocate such proceeds for:
- Proprietary securities trading activities (including trading in stocks and bonds) and investment in marketable securities.
21. Expected completion time for the additional share issuance : No later than 45 days from the date the State Securities Commission of Vietnam ("SSC") confirms receipt of the complete submission of the ESOP 2026 issuance report.
22. Rights and obligations of share purchasers : a) Share purchasers shall become common shareholders of TCBS, with full rights and obligations applicable to common shareholders under the Charter of TCBS and Vietnamese law;
- b) Share purchasers are obliged to pay for the shares in accordance with TCBS regulations and notifications;
- c) Share purchasers are responsible for complying with the Securities Law regarding share ownership limits for shareholders, related parties, and affiliates; and
- d) Other rights and obligations as prescribed by law and the Charter.
23. Waiver of pre-emptive rights on the additional shares : It is proposed that the AGM approve/consent that all existing shareholders of TCBS waive their pre-emptive

rights regarding the shares issued to employees selected under ESOP 2026.

24. Buyback of employee shares and resale plan : Not applicable.
25. Registration, depository, and listing of ESOP shares : The additional ESOP Shares issued will be registered and centrally deposited with the Vietnam Securities Depository and Clearing Corporation (“VSDC”) and additionally listed on the Ho Chi Minh City Stock Exchange (“HOSE”) upon completion of the Issuance, in accordance with applicable securities laws and regulations.

**B. Matters for AGM consideration**

Through this Proposal, the Board respectfully submits for the AGM’s consideration and approval the following matters:

- 1) Approve the Issuance Plan under ESOP 2026 to increase the Company’s charter capital as set out in Section II, Part A;
- 2) Approval of the plan to increase the Company’s charter capital as set out in Section A above, pursuant to which the Company’s charter capital shall be increased by VND 5,565,220,000 (five billion five hundred sixty-five million two hundred and twenty thousand Vietnamese dong), corresponding to the total par value of the ESOP shares proposed to be issued.
- 3) Approve: (i) the target participants as per Point 12, (ii) the number of shares to be issued as per Point 6, (iii) the employee eligibility criteria as per Point 13, and (iv) the issue price as per Point 10 in Section II, Part A above;
- 4) Approve the amendment of Article 8 of the Charter regarding charter capital to reflect the increase set out in Point 2 above;
- 5) Approve the registration/amendment of charter capital in the Company’s Establishment and Operation License and Enterprise Registration Certificate with relevant authorities;
- 6) Approve the waiver of pre-emptive rights by existing shareholders regarding the shares issued to employees under ESOP 2026;
- 7) Approve the registration and central depository of the ESOP Shares with VSDC and additional listing on HOSE for the successfully issued ESOP Shares under the Issuance Plan, including notification of the change in securities type from restricted transfer to freely transferable after the lock-up period;
- 8) Approve and/or authorize the Board within the scope of the approved Issuance Plan to undertake the following:
  - a) Negotiate and decide on matters related to the Share Issuance, including but not limited to:
    - Decide on and approve the implementation of the Share Issuance Plan, including, without limitation: the list of employees eligible to participate in the 2026 ESOP Program; the number of shares to be allocated to each eligible participant; the implementation schedule; all related costs and expenses; updates on the total number of shares issued; the total number of outstanding shares of the Company; the issuance ratio; the total number of outstanding shares following the Issuance; the Company’s charter capital before and after the corresponding

implementation time; and other matters related to the issuance of shares under the 2026 ESOP Program.

- Negotiate and decide on matters related to the use of proceeds from the Share Issuance, including allocating funds raised from the ESOP Share Issuance under the 2026 ESOP Program for the approved purposes and capital use plan, and determining the method of execution;
  - Decide on the specific content, negotiation, execution, and implementation of contracts, agreements, commitment letters, and documents related to the offering of ESOP Shares, including but not limited to documents listed in the Company's share issuance report under the 2026 ESOP Program in accordance with the Share Issuance Plan;
  - Decide on amendments, adjustments, and detailed clarifications of the share issuance report documents under the 2026 ESOP Program within the Company in line with actual circumstances or as proposed by competent State authorities to implement the Share Issuance Plan, ensuring the best interests of shareholders, the Company, and compliance with applicable laws and the Company's Charter.
- b) Organize and implement tasks related to reporting the issuance of ESOP Shares under the 2026 ESOP Program, including but not limited to:
- Perform procedures related to the reporting of the ESOP Share Issuance under the 2026 ESOP Program;
  - Work with and provide explanations to the State Securities Commission of Vietnam (SSC), relevant State authorities, and related units regarding the ESOP Share Issuance report documents under the 2026 ESOP Program and other related matters;
  - Decide and carry out other tasks deemed necessary by the Company to successfully complete the ESOP Share Issuance report with the SSC.
- c) Decide and approve the organization and implementation of tasks and legal procedures necessary for the change of the Company's charter capital after the Share Issuance, including but not limited to:
- Adjusting/changing the Establishment and Operation License;
  - Adjusting/changing the Enterprise Registration Certificate;
  - Amending, supplementing, and issuing the Company Charter to reflect the new charter capital based on the total par value of ESOP Shares actually issued under the Share Issuance Plan and other related changes (if any).
- d) Organize and implement tasks related to the supplemental centralized registration of ESOP Shares at VSDC and the supplemental listing of ESOP Shares at HOSE ("Registration and Listing"), including but not limited to:
- Decide and sign documents submitted to competent authorities/organizations related to Registration and Listing in compliance with applicable laws;
  - Work with and provide explanations to competent authorities/organizations regarding the Registration and Listing documents and other related matters;

- Decide and carry out other tasks deemed necessary by the Board to successfully implement Registration and Listing.
- e) Decide and implement:
  - i. other tasks and procedures necessary to successfully issue ESOP Shares under the 2026 ESOP Program;
  - ii. complete Registration and Listing; and
  - iii. handle arising matters during the process of ESOP Share Issuance, Registration and Listing, and other related procedures to successfully issue and list the supplemental ESOP Shares.

## APPENDIX II

### CRITERIA AND PRINCIPLES FOR DETERMINING THE NUMBER OF SHARES ALLOCATED TO EMPLOYEES IN 2026

- 1. Employee eligibility criteria for ESOP 2026:** Employees must simultaneously meet the following criteria:
  - Employee level of 3 or above according to TCBS internal regulations;
  - Demonstrate commitment to TCBS and actively contribute to long-term resource development;
  - Participate in TCBS digital capability development activities;
  - Actively demonstrate and promote the core values of TCBS organizational culture.
- 2. Principles for determining number of shares per employee:**

The number of shares allocated to each employee is determined by the formula:

$$\begin{array}{|c|} \hline \mathbf{A} \\ \hline \mathbf{Allocated} \\ \mathbf{Shares} \\ \hline \end{array} = \begin{array}{|c|} \hline \mathbf{B} \\ \hline \mathbf{Standard} \\ \mathbf{Shares} \\ \hline \end{array} \times \begin{array}{|c|} \hline \mathbf{C} \\ \hline \mathbf{Resource} \\ \mathbf{Development} \\ \mathbf{Participation} \\ \mathbf{Factor} \\ \hline \end{array} \times \begin{array}{|c|} \hline \mathbf{D} \\ \hline \mathbf{Digital} \\ \mathbf{Capability} \\ \mathbf{Participation} \\ \mathbf{Factor} \\ \hline \end{array} \times \begin{array}{|c|} \hline \mathbf{E} \\ \hline \mathbf{Core Values} \\ \mathbf{Participation} \\ \mathbf{Factor} \\ \hline \end{array}$$

Where:

- **A – Allocated Shares:** Total number of shares an employee is entitled to purchase;
- **B – Standard Shares:** Determined by employee level:

Employee level	Standard shares
Level 1	4,000
Level 2	3,000
Level 3	2,000

- **C – Resource Development Participation Factor:** Calculated as  $C = C_1 \times C_2$ , where:
  - + **C1:** Based on employee participation in talent development, training, and succession planning.

Level	Definition	Factor
Full Participation	Full-time involvement with proactive contributions	3
Effective Participation	Active participation with idea contribution	2.5
Active Participation	Proactively participates	1.5
Basic Participation	Participates as required	1

- + **C2:** Ratio based on number and duration of projects contributed to TCBS operational/business issues in 2025. Minimum 50%, maximum 150%, four decimal places.

- **D – Digital Capability Participation Factor:** Determined by employee participation in digital capability activities (customer platform digitization, productivity-enhancing tools).

Level	Definition	Factor
Full Participation	Full-time with proactive contributions	3
Effective Participation	Active participation with idea contribution	2.5
Active Participation	Proactively participates	1.5
Basic Participation	Participates as required	1

- **E – Core Values Participation Factor:** Determined by employee participation in activities promoting customer-centricity, innovation, collaboration, and common goals.

<b>Level</b>	<b>Definition</b>	<b>Factor</b>
Full Participation	Full-time with proactive contributions	3
Effective Participation	Active participation with idea contribution	2.5
Active Participation	Proactively participates	1.5
Basic Participation	Participates as required	1

**Notes:**

- The number of shares allocated (Indicator A) shall be rounded to the nearest whole number according to the principle Round(xxxxx,0).
- The C2 factor shall be calculated to four decimal places (xx.xxxx%).

TECHCOM SECURITIES JOINT  
STOCK COMPANY

TECHCOMSECURITIES 

SOCIALIST REPUBLIC OF VIETNAM

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No.: 012304/26/TT-ĐHĐCĐ-TCBS

Hanoi, April 23, 2026

## 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

*(Re: Approval of the 2025 dividend payment plan)*

**To: The Annual General Meeting of Shareholders (“AGM”) of Techcom Securities Joint Stock Company (“the Company” or “TCBS”)**

- Pursuant to the Enterprise Law No. 59/2020/QH14, adopted by the National Assembly on June 17, 2020, effective January 1, 2021;
- Pursuant to the Securities Law No. 54/2019/QH14, adopted by the National Assembly on November 26, 2019, effective January 1, 2021;
- Pursuant to the current Charter of Techcom Securities Joint Stock Company;
- Pursuant to the audited financial statements of Techcom Securities Joint Stock Company for the year 2025;
- Based on the business performance of Techcom Securities Joint Stock Company for the year 2025.

Based on the 2025 business results, the Board of Directors ("the Board") of the Company respectfully submits to the AGM for consideration and approval of the Company's 2025 dividend payment plan as follows:

### Plan to issue shares to pay dividends

- Name of shares: Shares of Techcom Securities Joint Stock Company.
- Ticker symbol: TCX
- Execution ratio: 5:1 (equivalent to a 20% stock dividend)
- Source of capital: Retained earnings after tax accumulated as of December 31, 2025, according to the audited financial statements for 2025.
- Eligible shareholders: Existing shareholders of Techcom Securities Joint Stock Company as of the record date for dividend entitlement, as provided by Viet Nam Securities Depository and Clearing Corporation (VSDC).
- All obligations arising from the dividend payment (including taxes, fees, and charges) shall be executed in accordance with applicable laws.



- Implementation authority: The AGM authorizes the Board to carry out the following tasks:
  - Determine the record date and payment date in accordance with legal regulations and the Company's operational conditions, ensuring shareholders' best interests.
  - Handling of fractional shares: Newly issued shares will be rounded down to the nearest whole share. Any fractional shares, if applicable, will be canceled.
  - Decide and perform procedures as required by law, including: adjusting charter capital, amending the Company Charter to reflect the increased charter capital, registering additional shares, listing additional shares, and other procedures in accordance with legal regulations or guidance from competent authorities.
  - Decide and execute any other procedures deemed necessary by the Board to implement the policy approved by the AGM.

*(Detailed plan is attached as Appendix 01 to this Proposal)*

The Board of Directors respectfully submits the above for the AGM's review and approval.

**Recipients:**

- As above;
- Company archives.

**ON BEHALF OF THE  
BOARD OF DIRECTORS  
CHAIRMAN**



**NGUYEN XUAN MINH**



## APPENDIX 01

### 2025 DIVIDEND SHARE ISSUANCE PLAN

(Attached to the Proposal No. 012304/26/TT-ĐHĐCĐ-TCBS)

#### I. Legal basis

- Pursuant to the Enterprise Law No. 59/2020/QH14, adopted by the National Assembly on June 17, 2020, and its guiding, amending, and supplementing documents;
- Pursuant to the Securities Law No. 54/2019/QH14, adopted by the National Assembly on November 26, 2019, and its guiding, amending, and supplementing documents;
- Pursuant to the current Charter of Techcom Securities Joint Stock Company;
- Pursuant to the audited financial statements of Techcom Securities Joint Stock Company for 2025;
- Based on the business performance in 2025.

#### II. Detailed 2025 dividend share issuance plan

No.	Content	Details
1.	Purpose of issuance	Issue shares to pay 2025 dividends
2.	Name of shares	Shares of Techcom Securities Joint Stock Company
3.	Ticker symbol	TCX
4.	Type of shares	Common Shares
5.	Par value	VND 10,000 /share
6.	Issuance ratio (Projected shares / Existing shares)	20%
7.	Execution ratio	5:1 (Each shareholder holding 5 shares as of the record date will receive 1 new share)
8.	Eligible shareholders	Existing shareholders listed on the record date for finalizing the list of shareholders entitled to receive dividend shares issued by the Vietnam Securities Depository and Clearing Corporation (VSDC) in accordance with regulations.
9.	Source of issuance capital	Undistributed profit after tax as reported in the audited financial statements of Techcom Securities Joint Stock Company as of December 31, 2025.
10.	Principles of rounding and handling of fractional shares	Shares issued to pay dividends to existing shareholders will be rounded down to the nearest whole share. Any fractional shares, if applicable, will be canceled.



		<i>Example: On the record date for determining shareholders entitled to receive dividend shares, shareholder Nguyen Van A holds 503 shares. In this case, shareholder A will receive additional newly issued shares equal to <math>503 \div 5 \times 1 = 100.6</math> shares, which will be rounded down to 100 shares. The fractional share of 0.6 will be canceled.</i>
11.	Transfer restrictions	All shares issued to pay dividends in 2025 to existing shareholders are not subject to transfer restrictions.
12.	Expected issuance time	Within 45 days from the date the State Securities Commission issues a written notice confirming receipt of all documents for TCBS's issuance report. The exact timing will be determined by the Board of Directors to ensure compliance with legal provisions and the Company's operational conditions, safeguarding the interests of shareholders.
13.	Amendment/Supplement/Change/Adjustment of the Company Charter, Establishment and Operation License, and Enterprise Registration Certificate	The AGM approves: <ul style="list-style-type: none"> <li>• The amendment and supplementation of the Company Charter to reflect the new actual charter capital after completion of the issuance;</li> <li>• The amendment and adjustment of the Company's Establishment and Operation License to reflect the new actual charter capital after completion of the issuance;</li> <li>• The amendment and adjustment of the Enterprise Registration Certificate to reflect the new actual charter capital after completion of the issuance.</li> </ul>
14.	Registration of additional securities and additional listing of newly issued shares	The AGM approves the adjustment of registered securities information (additional registration) with the Vietnam Securities Depository and Clearing Corporation ("VSDC") and the additional listing of all newly issued shares at the Ho Chi Minh City Stock Exchange ("HOSE") after the issuance is completed, and authorizes the Board of Directors to implement and finalize these procedures.

### III. Assignment and authorization to the Board of Directors



1. Select the timing of issuance, prepare, sign, and complete the dossier for the issuance of shares to pay the 2025 dividend and submit it to the competent State authority. In case amendments are required by the State authority, the Board of Directors is authorized to make adjustments according to the recommendations/proposals of the competent authority.
2. Determine an appropriate timing to finalize the record date and related schedules for the 2025 dividend share issuance to ensure the issuance is conducted legally and in accordance with regulations.
3. Update and approve the revised plan for issuing shares to pay the 2025 dividend in case of adjustments to the projected charter capital prior to issuance and the number of shares before issuance, based on results of the 2024 dividend share issuance and any 2026 employee stock option program approved by the Annual General Meeting of Shareholders (if applicable).
1. Decide and organize the implementation of procedures including:
  - (i) changes to enterprise registration information and Establishment and Operation License (including registration of changes to charter capital after the issuance) with competent State authorities;
  - (ii) adjustment of charter capital, outstanding shares, and other relevant contents in the Company Charter based on the actual new charter capital after issuance and other related procedures with competent authorities and relevant units.
2. Sign dossiers, documents, and carry out necessary procedures to adjust registered securities information at VSDC and register for additional listing of all newly issued shares at HOSE.
3. Decide on any other relevant matters arising in the process of issuing shares to pay the 2025 dividend, ensuring the interests of shareholders, the Company, and compliance with the law.
4. Depending on the specific case, the Board of Directors may authorize the Chairman of the Board or the Chief Executive Officer to perform one or several of the above-mentioned tasks.

#### **IV. Implementation plan**

The Board of Directors shall be responsible for executing all legal procedures to issue shares to pay the 2025 dividend in accordance with the above plan.

