

**KIENLONG COMMERCIAL  
JOINT STOCK BANK**

No: 02/NQ - DHDCCD

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

*Rach Gia, July 15, 2025*

**RESOLUTION**  
**2025 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**KIEN LONG COMMERCIAL JOINT STOCK BANK**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 passed by the National Assembly of the Socialist Republic of Vietnam on June 7, 2020;
- Pursuant to the Law on Credit Institutions No. 32/2010/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on January 18, 2024;
- Pursuant to the Charter of Kien Long Commercial Joint Stock Bank;
- Pursuant to the Minutes of the Extraordinary General Meeting of Shareholders of Kien Long Commercial Joint Stock Bank (KienlongBank) No. 02/BBH-DHDCCD on July 15, 2025.

**RESOLVE:**

- Article 1.** Approval of the Regulations on Organizing Online General Meetings of Shareholders (GMS) and Electronic Voting (*attached*).
- Article 2.** Approve the Adjustment of the Plan for 2024 Retained Earnings Distribution in accordance with the Proposal No. 09/TTr- HDQT dated June, 19<sup>th</sup> 2025 of the Board of Directors (*attached*).
- Article 3.** Approve the Plan to increase chartered capital through the issuance of shares to pay dividends, in accordance with the Proposal No. 10/TTr-HDQT dated June 19<sup>th</sup> 2025 of the Board of Directors (*attached*).
- Article 4.** Approve the Amendments and Supplements of KienlongBank Charter, in accordance with the Proposal No.11/TTr-HDQT dated June 19<sup>th</sup> 2025 of the Board of Directors (*attached*).
- Article 5.** Approve the Amendments and Supplements of the Regulations on the Organization and Operations of the Board of Directors of KienlongBank, in accordance with the Proposal No.11/TTr-HDQT dated June 19<sup>th</sup> 2025 of the Board of Directors (*attached*).

**Article 6.** Approve the Amendments and Supplements of the Internal Governance Regulation of KienlongBank, in accordance with the Proposal No.11/TTr-HDQT dated June 19th 2025 of the Board of Directors (*attached*).

**Article 7.** The Resolution was approved by the General Meeting of Shareholders at the 2025 Extraordinary Meeting and takes effect from July 15, 2025. The Board of Directors is responsible for reporting the status and results of the implementation of this Resolution at the next annual meeting.

**Article 8.** All shareholders, Board of Directors, Board of Supervisors, Board of Executives, units under KienlongBank and related units are responsible for implementing this Resolution. *Mr*

**Recipients:**

- As per Article 8;
- State Bank of Vietnam (to report);
- State Bank of Vietnam Region 15 Branch (to report);
- State Securities Commission (to report);
- Hanoi Stock Exchange (to report);
- Website KienlongBank;
- Archived at Board of Directors Office.

**ON BEHALF OF GENERAL  
MEETING OF SHAREHOLDERS**

**CHAIRMAN**



*Trần Ngọc Minh*



**KIENLONG COMMERCIAL  
JOINT STOCK BANK**

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

*Rach Gia, June 19<sup>th</sup> 2025*

**MEETING AGENDA**

**EXTRAORDINARY GENERAL SHAREHOLDERS' MEETING 2025**

*July 15<sup>th</sup> 2025*

**Meeting format: Online.**

No.	AGENDA CONTENT	Time
<b>I</b>	<b>OPENING PROCEDURE</b>	<b>8h00'</b>
1	Shareholders/proxies of shareholders log in directly to the EzGSM system at the electronic information page <a href="https://ezgsm.fpts.com.vn/Login/KLB250201">https://ezgsm.fpts.com.vn/Login/KLB250201</a> . The online EzGSM system will open 24 hours prior to the opening session for registration and voting.	
<b>II</b>	<b>RITUALS AND PROCEDURES OF THE MEETING</b>	<b>8h30' - 9h00'</b>
1	Statement of reasons, introduction of meeting participants	
2	Report on the verification of shareholders' eligibility	
3	Introduction and voting on the following:: + List of members of the Presidium + List of members of the Vote Counting Committee + Meeting agenda + Regulations on organizing the online General Shareholders' Meeting (GSM) and electronic voting	
4	The Presidium appoints the Secretariat to assist in the meeting	
<b>III</b>	<b>MEETING SESSION</b>	<b>9h00' - 10h30'</b>
1	Opening speech	
2	Presentation of reports, including: 1. Proposal on the Adjustment of the Plan for 2024 Profit Distribution 2. Proposal on the Plan to Increase Chartered Capital through the Issuance of Shares to Pay Dividends. 3. Proposal on Amendments and Supplements to KienlongBank's Charter; Amendments and Supplements to the Regulations on the Organization and Operations of the Board of Directors of KienlongBank; Amendments and Supplements to the Internal Governance Regulations of KienlongBank	

No.	AGENDA CONTENT	Time
	4. Other Proposals, Documents (if any).	
3	Discussion and voting on the matters mentioned in item 2	
4	Announcement of voting results for the matters in item 2	
5	Guidance speech by the representative of the State Bank of Vietnam (if any)	
6	The Presidium responds to the directions of the SBV representative (if any)	
<b>IV</b>	<b>SUMMARY AND CLOSING SESSION</b>	<b>10h30' - 11h00'</b>
1	Approval of the Meeting Minutes	
2	Closing remarks	

**ORGANIZING COMMITTEE**

No: 02/QD-DHDCD

*An Giang, July 15, 2025*

**DECISION**

**On the Promulgation of the Regulations on Organizing the Online General  
Meeting of Shareholders and Electronic Voting**

**GENERAL MEETING OF SHAREHOLDERS  
KIEN LONG COMMERCIAL JOINT STOCK BANK**

- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020;
- Pursuant to the Law on Credit Institutions No. 32/2024/QH15 dated January 18, 2024;
- Pursuant to the current Charter of Kien Long Commercial Joint Stock Bank (KienlongBank);
- Pursuant to the Minutes of the Extraordinary General Meeting of Shareholders of Kien Long Commercial Joint Stock Bank (KienlongBank) No. 02/BBH-DHDCD dated July 15, 2025.

**DECIDES:**

**Article 1.** To promulgate together with this Decision the " Regulations on Organizing the Online General Meeting of Shareholders and Electronic Voting " of KienlongBank.

**Article 2.** Shareholders, members of the Board of Directors, members of the Supervisory Board, the Executive Board, Divisions/Departments/Centers of the Head Office, branches, affiliated units of KienlongBank, and related individuals/units are responsible for the implementation of this Decision.

**Article 3.** This Decision takes effect from July 15, 2025.

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

**CHAIRMAN OF THE BOARD OF DIRECTORS  
– CHAIRPERSON OF THE MEETING**

**Recipients:**

- As stated in Article 2
- SBV (to report);
- SBV Branch in Region 15 (to report);
- SSC (to report);
- Ha Noi Stock Exchange (to report);
- Archived at Board of Directors Office.



*Tran Ngoc Minh*

**REGULATIONS**  
**ON ORGANIZING THE ONLINE GENERAL MEETING OF**  
**SHAREHOLDERS AND ELECTRONIC VOTING**

*(Issued with Meeting Minutes No. 02/BB-DHDCD dated July 15, 2025, of the General Meeting of Shareholders of Kien Long Commercial Joint Stock Bank)*

**CHAPTER I**  
**GENERAL PROVISIONS**

**Article 1. Subjects of Regulation and Scope of Application**

**1. Subjects of Regulation:**

These regulations govern the following:

a. The organization of the 2025 Extraordinary General Meeting of Shareholders using online means (fully online and/or a combination of online and in-person formats) of Kien Long Commercial Joint Stock Bank

b. The implementation of electronic voting at the General Meeting of Shareholders of Kien Long Commercial Joint Stock Bank as mentioned in Point a, Clause 1 of this Article.

**2. Scope of Application:**

These regulations apply to all shareholders, individuals, agencies, and organizations involved with Kien Long Commercial Joint Stock Bank

**Article 2. Terminology**

Within these Regulations, the following terms are defined as follows:

1. **KienlongBank:** Refers to Kien Long Commercial Joint Stock Bank.
2. **GMS (ĐHĐCĐ):** Refers to the General Meeting of Shareholders.
3. **BoD (HĐQT):** Refers to the Board of Directors.
4. **Supervisory Board:** Refers to the Supervisory Board.
5. **Organizing Committee:** Refers to the Organizing Committee of the GMS.
6. **Shareholder:** Refers to any organization or individual holding one or more shares of KienlongBank and whose name is registered in KienlongBank's shareholder register.
7. **Authorized Representative:** Refers to a person authorized by a Shareholder to attend and exercise shareholder rights at the GMS. In these Regulations, "Shareholder" and "Authorized Representative" are collectively referred to as "Shareholder."
8. **Online GMS/Online Meeting/Online Session:** Refers to a GMS held in an online format, where shareholders participate via the internet and/or technological





tools and applications to exercise their rights to discuss and vote. This allows delegates in different locations to follow the meeting proceedings and exercise their shareholder rights. An online GMS has the same legal validity as a physical meeting. Electronic voting holds the same legal validity as direct voting or written ballot submission.

**9. Online System:** Refers to the entire technical infrastructure used to organize and operate the GMS and conduct electronic voting, selected and announced by KienlongBank to provide shareholders with tools for attending the online meeting and casting electronic votes.

**10. Electronic Means:** Refers to devices operating on electronic, digital, magnetic, wireless transmission, optical, electromagnetic, or similar technologies.

**11. Electronic Voting:** Refers to the form in which shareholders cast votes through the Online System as regulated and announced by KienlongBank.

**12. Online System Access Time:** Refers to the point in time from which shareholders can access, log in, participate in the online meeting, review documents, and vote electronically.

**13. Identification Element:** Refers to necessary information to accurately identify an individual or entity in a specific context.

**14. Authentication:** Refers to the process of verifying whether the information provided or declared by an entity is accurate and genuine.

## CHAPTER II

### SPECIFIC PROVISIONS

#### **Điều 3. Điều kiện và cách thức tham dự cuộc họp ĐHĐCĐ**

1. Shareholders who own KienlongBank shares as of the record date for exercising shareholder rights, according to the list prepared by the Vietnam Securities Depository and Clearing Corporation (VSDC) on June 18, 2025, have the right to attend the GMS or authorize another person to attend the meeting on their behalf.

2. Shareholders may authorize others to represent all or part of their shares to attend the GMS. If a shareholder is an organization appointing multiple authorized representatives, the number of shares each representative is authorized for must be clearly stated. If this is not specified, the shares will be equally divided among all authorized representatives.

3. Authorization is legally valid only when the following conditions are met:

a. The shareholder fully completes the Authorization Letter (using KienlongBank's template or in accordance with the Civil Code).

b. The Authorization Letter must include full signatures, names, and seals (for organizations) of both the authorizing party and the authorized person.

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c. The original Authorization Letter must be sent to KienlongBank no later than the date specified in the Meeting Invitation Notice via one of the following methods:

- By post to: Office of the Board of Directors – KienlongBank, Address: 98 – 108A Cach Mang Thang Tam Street, Vo Thi Sau Ward, District 3, Ho Chi Minh City.

- Via email: [vphd@kienlongbank.com](mailto:vphd@kienlongbank.com)

- Other methods as stated in the meeting invitation.

d. The authorized person cannot delegate their authority to another party unless the authorized person is a legal entity designating a representative or re-authorizing the KienlongBank management board as per the provided template.

4. Revoking online authorization: Shareholders who have submitted online authorization may revoke it by submitting a written request to KienlongBank at the address specified in Clause 3 of Article 3, at least 24 hours before the opening of the GMS. (The revocation is effective once KienlongBank receives the official notice).

5. Revocation of authorization is invalid if the authorized representatives has already successfully registered to attend the GMS online via the electronic voting system as specified in Article 10 of this Regulation.

#### 6. Method of Participation

##### a. For shareholders:

Each shareholder eligible to attend the GMS will be provided with one (01) login username and password to access the online GMS and vote electronically. This login information will be included in the Meeting Invitation Notice. Shareholders are responsible for keeping this information confidential to ensure only they can vote via KienlongBank's system and are fully accountable for any results arising from its use.

##### b. For authorized representatives (if the authorized person is not a KienlongBank shareholder or member of the Board of Directors):

Upon receipt of valid authorization, KienlongBank will provide login information to the authorized representative.

##### c. Request to re-issue login information:

Shareholders requesting re-issuance of login credentials must provide personal identification. KienlongBank may require, at minimum:

- For individuals: ID card/Citizen ID/Passport number; mobile phone number; email; permanent or temporary address.
- For organizations: Business registration number; contact phone number; headquarters address.

KienlongBank may send login credentials to the delegate via email or other means based on the registered shareholder information.



**Article 4. Rights and Responsibilities of Shareholders Attending the GMS**

1. Attend the GMS and vote on all matters under the GMS's authority in accordance with KienlongBank's Charter and applicable laws.
2. Have the right to speak and participate in discussions directly during the GMS.
3. Follow instructions and the direction of the Chairperson and Organizing Committee of the GMS.
4. Actively study documents and contribute constructive feedback. All comments must aim to support KienlongBank's common interests and avoid offensive, inciting, obstructive, or disruptive behavior. Comments must follow proper procedures:
  - a. For in-person attendance: Shareholders may register to speak via the Feedback Form or when invited by the Chairperson.
  - b. For online participation: Shareholders may submit questions and comments via the channels specified in the Meeting Invitation Notice or directly through the EzGSM system interface (Online Support function).
5. Shareholders joining the meeting after the official start time may still register and vote after completing registration procedures. However, they may only vote on issues raised after their entry; prior voting outcomes remain unchanged.
6. Other rights and responsibilities:
  - a. Shareholders must ensure they have proper equipment and technology (audio/video) as guided by the Organizing Committee to connect to the online meeting system.
  - b. Follow the Organizing Committee's guidance for online attendance and electronic voting.
  - c. Agree that KienlongBank may share shareholder data with third-party service providers involved in organizing the online GMS and supporting the e-voting process. When engaging third-party services, the Organizing Committee must take reasonable steps to ensure that these parties maintain the confidentiality of shareholder information as required by KienlongBank's internal rules and applicable laws.
  - d. Shareholders must keep their login credentials confidential. The shareholder's vote on the e-voting system is considered final and legally binding. Shareholders are fully responsible before the law and before KienlongBank for any vote cast using their login credentials.
  - e. Shareholders must immediately notify the Organizing Committee if they suspect their login, password, or other identification elements have been lost, stolen, or exposed, so appropriate security measures can be taken. Shareholders bear responsibility for any damages or risks occurring before the Organizing Committee receives such notification

**Article 5. Organizing Committee of the General Meeting of Shareholders (GMS)**

1. The Organizing Committee of the GMS is established by the Convener of the meeting. The number and composition of the Organizing Committee shall be decided by the Convener, unless otherwise provided in the Charter of KienlongBank or by law.

2. The Organizing Committee shall be responsible for:

- a. Carrying out the tasks stipulated in this Regulation.
- b. Providing guidance and serving as the contact point for shareholders' inquiries related to organizational matters, registration for participation, and other relevant issues of the GMS.
- c. Preparing electronic equipment and facilities to ensure the organization of the GMS.
- d. Performing other tasks as assigned and as provided in the Charter of KienlongBank.

**Article 6. Chairperson, Presidium, and Secretariat**

1. Chairperson:

- a. The Chairperson of the GMS shall be appointed according to the Charter of KienlongBank and in compliance with legal regulations.
- b. The Chairperson shall be supported by other members of the Presidium, who are approved by the GMS.
- c. The Chairperson and Presidium have the following rights and duties:
  - The Presidium shall preside over the GMS in accordance with this Regulation and the agenda approved by the GMS.
  - The Presidium's decisions on procedural matters or unforeseen events outside the agenda shall be final and binding.
  - The Chairperson has the right to take necessary measures to conduct the meeting in an orderly and effective manner that reflects the majority shareholders' will.
  - The Chairperson may temporarily postpone the GMS (with sufficient shareholder attendance) to a different location or change the meeting format in the following cases:
    - Shareholders disrupt the meeting or pose risks to fairness and legality.
    - Technical issues prevent shareholders from fully participating in discussions or voting.

The postponement shall not exceed three (03) days from the original scheduled date.

2. Secretariat:

The Secretariat shall comprise one or more persons appointed by the Chairperson and shall:

- a. Take meeting minutes.
- b. Consolidate shareholder comments during the online meeting and send them to the Presidium.
- c. Draft the Meeting Minutes and Resolutions of the GMS.
- d. Support other tasks as assigned by the Presidium.

#### **Article 7. Shareholder Eligibility Verification Committee**

1. The Shareholder Eligibility Verification Committee is a supporting unit of the Organizing Committee. Its number and composition shall be determined by the Organizing Committee.
2. The Committee shall:
  - e. Verify the eligibility of shareholders attending the GMS.
  - f. Report to the GMS on the verification results and the percentage of shareholders attending or voting electronically.
  - g. Record voting results and report them to the GMS before the Counting Committee officially confirms them.
  - h. Carry out other duties as per the Charter of KienlongBank.
3. The Committee may establish subunits to assist in fulfilling its responsibilities

#### **Article 8. Vote Counting Committee**

4. The Vote Counting Committee shall consist of one or more members nominated by the Chairperson and approved by the GMS.
5. The Committee shall:
  - a. Guide shareholders on voting procedures and rules.
  - b. Count and announce the voting results at the GMS.
  - c. Perform other tasks as stipulated in the Charter of KienlongBank.
6. The Committee has the right to establish supporting subunits to fulfill its responsibilities.

#### **Article 9. Conditions for Holding the GMS**

1. The convocation, preparation of the shareholder list, meeting invitation, and accompanying documents must comply with the Charter of KienlongBank and legal regulations.
2. Shareholder attendance must meet the quorum as prescribed by the Charter of KienlongBank and by law.

3. The Shareholder Eligibility Verification Committee shall determine the attendance ratio to validate the legitimacy of the meeting and serve as the basis for vote counting.
4. Other provisions:
  - a. An online GMS shall have the same legal validity as a physical one. Electronic voting shall be legally equivalent to in-person voting.
  - b. The online system must meet the following conditions:
    - Stable and uninterrupted connection at the main location. In case of interruption, the Organizing Committee or Presidium must summarize the missed content.
    - The main venue must ensure proper audio, lighting, power supply, electronic devices, and equipment appropriate for the meeting's nature. Backup systems must be arranged to minimize disruptions.
    - Ensure information security and confidentiality of access credentials (if any). Electronic records of the GMS and votes must be securely stored, retrievable, and contain all necessary information for compiling the official meeting minutes.
    - A hotline or online support channels must be available before and during the meeting to address shareholder concerns. The Organizing Committee must announce these support channels in the meeting guidance documents

**Article 10. Verification of Shareholder Status and Online Attendance Registration for the GMS**

1. Shareholders shall access the online GMS platform at <https://ezgsm.fpts.com.vn/Login/KLB250201> and log in using the KienlongBank account credentials provided in the Invitation Letter to attend the meeting and verify their shareholder status.
2. Instructions for logging in and visual samples of the online meeting interface can be found in the guideline document attached to the meeting materials (published on the official KienlongBank website: <https://www.kienlongbank.com>, under the section: Investor – Shareholders → General Meeting of Shareholders).
3. The GMS Organizing Committee is responsible for delivering the online attendance registration instructions and the e-voting guidelines, together with the meeting materials, to shareholders within the stipulated time.
4. A shareholder is deemed to have attended the online GMS when they log in using verified information provided by KienlongBank, confirm their attendance at the online Extraordinary GMS session, and receive a system confirmation of successful registration. The system's recorded results serve as the basis for determining the valid and lawful quorum for the meeting. In the event that a shareholder logs in after the Shareholder Eligibility Verification Committee reports the shareholder verification results at the commencement of the meeting, the shareholder is still allowed to register and is entitled to vote immediately after

registration; in this case, the validity of the contents previously voted on remains unchanged.

5. A shareholder participating and casting votes through the online system is considered to have directly attended and voted at the GMS. The electronic voting results are valid for calculating the ratio specified in Clause 4 of this Article and for resolutions within the GMS's authority. Shareholders are responsible for their voting results.
6. The online system will be opened to record shareholder registration for the GMS at least 24 (twenty-four) hours before the scheduled opening of the meeting, or earlier as notified by KienlongBank.
7. The following cases are considered as shareholders not attending the online meeting:
  - a. Shareholders who do not provide information and fail to respond to KienlongBank to confirm attendance and verify shareholder status as requested.
  - b. Shareholders who do not log into the online system in accordance with this Article.
  - c. Shareholders who log in but do not confirm attendance by the end of the voting period.

#### **Article 11. Discussions at the GMS**

1. Principles:
  - a. Discussions take place during the time allocated by the Chairperson and within the scope of the GMS agenda.
  - b. Only shareholders may participate in discussions.
  - c. Shareholders may express opinions directly via the video/audio system connected to the Organizing Committee or through other feedback mechanisms.
  - d. The Secretariat is responsible for compiling shareholder comments, organizing them in the order of registration, and submitting them to the Chairperson.
2. Responding to Shareholder Comments:
  - a. Based on shareholder discussions, the Chairperson or a designated member of the Presidium will respond to shareholder questions.
  - b. In case time does not permit direct responses, KienlongBank will provide written replies to shareholders after the meeting.

#### **Article 12. Voting at the GMS**

1. **General Provisions:**
  - a. The Voting Committee is responsible for providing guidance on how to vote electronically in accordance with the voting procedures outlined in this Article.
  - b. If shareholders encounter issues with the online voting system, they may contact the hotline announced by the Organizing Committee for assistance. Shareholders shall

vote on the matters at the General Meeting within the timeframe directed by the Chairman and/or as instructed by the Vote Counting Committee/Organizing Committee. Once the voting content become invalid, shareholders may not amend any votes. Votes submitted using the access account are considered final and cannot be disputed or contested.

c. Shareholders shall log in at <https://ezgsm.fpts.com.vn/Login/KLB250201> using the credentials sent in the Invitation Letter to attend the meeting and cast votes.

d. Voting instructions and an illustration of the voting interface can be found in the instruction document attached to the meeting materials (available on the official website: <https://www.kienlongbank.com>, under “Investor – Shareholders → General Shareholder Meeting”).

e. The Voting Committee is responsible for verifying and compiling the voting results. The results are announced before the end of the meeting. In case of concerns about the voting outcome, the Chairperson shall review and decide on the matter during the meeting.

f. The following votes are considered uncollected:

- Votes not recorded by the system.
- Votes cast after the designated electronic voting period ends.

g. Shareholders recorded as attending and casting votes online who fail to vote within the designated time for a specific resolution are considered to have not participated in that vote. Their votes are considered uncollected. Shareholders may still vote on other resolutions that remain open on the system.

## 2. Voting Rules:

### a. Voting Principles:

- Each share entitles the shareholder to one vote.
- After logging in, shareholders select “Vote.” For each resolution, shareholders choose one of three options: “Approve,” “Disapprove,” or “Abstain,” then click “Vote.” The system records and stores the result.
- Shareholders may change their vote until the Chairperson announces the close of voting. However, shareholders may not cancel their ballot entirely. To change a vote, click “Change Vote,” re-enter the new choice, and click “Vote” to submit the updated result. Only the final recorded vote at the time of closing will be counted.

### b. Matters Subject to Voting:

- Meeting agenda.
- List of the Presidium and the Voting Committee.
- Rules for organizing the online GMS and electronic voting.

- Reports and proposals in the meeting agenda.
- Meeting minutes.
- Other issues within the GMS's authority, as proposed by shareholders and/or decided by the Chairperson (if any)
- c. Resolution Approval Thresholds:
  - The following resolutions require approval by shareholders representing more than 65% of the total votes of all attending shareholders:
    - Amendments and supplements to KienlongBank's Charter.
    - Approval of changes to charter capital and issuance plans, including the type and number of shares to be issued.
    - Investment, purchase, or sale of fixed assets with a value of 20% or more of KienlongBank's charter capital based on the most recent audited financial statements.
    - Decisions on division, separation, merger, consolidation, legal transformation, dissolution, or petitioning the court for bankruptcy.
    - Changes in lines of business.
    - Changes in the organizational management structure of KienlongBank.
  - Unless otherwise provided by law or KienlongBank's Charter, other resolutions shall be approved when receiving consent from shareholders representing more than 50% of the total votes of all attending shareholders.

#### **Article 13. Minutes of the General Meeting of Shareholders**

1. The contents of the meeting shall be recorded by the Secretariat and documented in the Minutes of the General Meeting of Shareholders.
2. The Minutes shall be read and adopted before the closing of the meeting.

#### **Article 14. Information Retention**

KienlongBank shall retain all records and documents arising during the General Meeting of Shareholders and the results of electronic voting in accordance with applicable laws and KienlongBank's internal regulations. This includes figures, data, and documents in electronic form retrievable from the online system, as well as hard copies (if any).

#### **Article 15. Force Majeure**

During the time of organizing the online General Meeting of Shareholders and electronic voting, there may be events beyond the control of Kienlongbank such as natural disasters, fires, power outages, loss of Internet connection or other technical incidents, requests or instructions from the Government and other state agencies, competent persons... Kienlongbank will mobilize all resources to overcome the



incidents and the General Meeting can continue, but not more than 60 minutes from the time of the incident.

In case the events cannot be overcome so that the General Meeting can continue within 60 minutes, the Chairman will declare a temporary suspension of the General Meeting, all issues that have been voted on before the suspension (if any) will be canceled. These issues will be re-voted at the nearest General Meeting of Shareholders.

### **CHAPTER III**

#### **IMPLEMENTATION PROVISIONS**

##### **Article 16. Implementation Provisions**

1. Data and information of shareholders attending the online meeting shall be kept secure and confidential and used solely for purposes related to the General Meeting of Shareholders, as well as for shareholder support and management by KienlongBank.

2. This Regulation shall take effect immediately upon approval by the General Meeting of Shareholders.

3. Any amendments, supplements, or replacements to this Regulation shall be decided by the General Meeting of Shareholders.

4. All shareholders of KienlongBank, members of the Board of Directors, members of the Supervisory Board, the Executive Board, departments, and staff across the entire KienlongBank system are responsible for complying with this Regulation.

**ON BEHALF OF THE GENERAL  
MEETING OF SHAREHOLDERS**  
**CHAIRMAN OF BOD- CHAIRPERSON**



*[Signature]*  
**Tran Ngoc Minh**

**PROPOSAL**

**Re: Adjustment of the Plan for 2024 Profit Distribution**

**To: THE GENERAL MEETING OF SHAREHOLDERS**

- Pursuant to the Law on Credit Institutions No. 32/2024/QH15 dated January 18, 2024;
- Pursuant to Decree No. 93/2017/NĐ-CP dated August 7, 2017 on the financial regime applicable to credit institutions, branches of foreign banks, and the financial supervision, assessment of effectiveness of state capital investment in wholly state-owned credit institutions and partially state-owned credit institution;
- Pursuant to Circular No. 16/2018/TT-BTC dated February 7, 2018 providing guidelines for certain financial regimes applicable to credit institutions and branches of foreign banks;
- Pursuant to the 2024 consolidated financial statements of Kien Long Commercial Joint Stock Bank audited by MOORE AISC Auditing and Informatics Services Co., Ltd

The 2025 Annual General Meeting of Shareholders of KienlongBank approved the resolution on the plan for 2024 profit distribution (Article 6, Resolution No. 01/NQ-DHDCD dated April 25, 2025, of the General Meeting of Shareholders). However, to have sufficient basis for implementing the Plan to increase Chartered Capital of KienlongBank in 2025, the Board of Directors of Kien Long Commercial Joint Stock Bank respectfully submits to the Extraordinary General Meeting of Shareholders 2025 for approval of the adjustment of the dividend distribution rates in sections 8, 9, 10, 11 of the Profit Distribution Table in Proposal No. 02/TTr-HDQT dated April 4, 2025, as follows

*Unit: VND*

STT	Item	Approved contents (Resolution No. 01/NQ-DHDCD dated April 25, 2025)	Proposed contents for adjustment
8	Retained profit used for dividend distribution (*)	1.807.409.390.000	2.168.891.268.000
9	Number of outstanding shares (listed)	361.481.878	361.481.878



STT	Item	Approved contents (Resolution No. 01/NQ-DHDCD dated April 25, 2025)	Proposed contents for adjustment
10	Dividend payout ratio (*)	50,00%	60,00%
11	Remaining accumulated retained earnings (**)	382.958.610.000	21.476.732.000

(\*): To be implemented only after the Plan to Increase chartered capital is approved by the General Meeting of Shareholders, and the competent regulatory authorities.

Other issues related to the Plan for 2024 profit distribution will continue to be implemented according to Resolution No. 01/NQ-GMS dated April 25, 2025, of the General Meeting of Shareholders, at the 2025 annual meeting.

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval.

Sincerely!

**Recipients:**

- As above;
- Archived at: BOD Office.

ON BEHALF OF THE BOARD OF  
DIRECTORS  
CHAIRMAN



Tran Ngoc Minh

**PROPOSAL**

**Re: Plan to increase chartered capital through the issuance of shares to pay dividends**

**To: THE GENERAL MEETING OF SHAREHOLDERS**

- Pursuant to the Law on Credit Institutions No. 32/2024/QH15 dated January 18, 2024;
- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and Law No. 03/2022/QH15 dated January 11, 2022 amending and supplementing a number of articles of Law on Public Investment, Law on Investment under Law on Public-Private Partnership Investment, Investment Law, Law on Housing, Law on Bidding, Law on Electricity, Law on Enterprise, Law on Special Consumption Tax and Law on Enforcement of Civil Judgment;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 and Law No. 56/2024/QH15 dated November 29, 2024 amending and supplementing a number of articles of the Law on Securities, Law on Accounting, Law on Independent Audit, Law on State Budget, Law on Management and Use of Public Properties, Law on Tax Administration, Law on Personal Income Tax, Law on National Reserves, and the Law on Handling of Administrative Violations;
- Pursuant to Circular No. 50/2018/TT-NHNN dated December 31, 2018 and Circular No. 22/2024/TT-NHNN dated June 28, 2024 amending and supplementing a number of articles of Circular No. 50/2018/TT-NHNN dated December 31, 2018 regulating the dossier, order and procedures for approving a number of changes of commercial banks and foreign bank branches;
- Pursuant to Circular No. 22/2019/TT-NHNN dated November 15, 2019 regulating the limits and prudential ratios of banks and foreign bank branches, Circular No. 41/2016/TT-NHNN dated December 30, 2016 prescribing the capital adequacy ratio for operation of banks and foreign bank branches and amending and supplementing documents;
- Pursuant to Circular No. 118/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance providing guidance on offering and issuance of securities, tender offer, share repurchase, registration and delisting of public companies;
- Pursuant to the Charter of Kien Long Commercial Joint Stock Bank;
- Pursuant to the business plan of Kien Long Commercial Joint Stock Bank in 2025.

Board of Directors of Kien Long Commercial Joint Stock Bank (KienlongBank) respectfully submits to the General Meeting of Shareholders for consideration and approval of the Chartered capital Increase Plan, specifically as follows

1. Approving the Plan for Chartered capital Increase of KienlongBank from VND 3,652,818,780,000 (Three thousand six hundred fifty-two billion eight hundred



eighteen million seven hundred eighty thousand VND) to VND 5,821,710,040,000 (Five thousand eight hundred twenty one billion seven hundred ten million forty thousand VND) with the form of capital increase being the issuance of shares to pay dividends to existing shareholders at a rate of 60% according to the detailed content of the attached Plan for Chartered capital Increase.

2. Approving the registration of securities depository and registration of additional securities trading of all additional shares issued at the Vietnam Securities Depository and register for supplementary trading of all additional issued shares on the Unlisted Public Company Market (UPCoM) organized by the Hanoi Stock Exchange (HNX) (in case KienlongBank has not yet completed listing transfer before the issuance date), or on the listed securities trading system organized by the Stock Exchange (if KienlongBank has completed the listing transfer prior to the dividend issuance).

3. The General Meeting of Shareholders authorizes and assigns the Board of Directors to perform the following tasks:

a. Review, amend and decide on the issuance plan and the timing of issuing shares in accordance with the reality and instructions of the competent State management agency.

b. Carry out necessary procedures to register the issuance of shares with the State Securities Commission and explain (if any).

c. Decide on amending and supplementing the dossier for registration of depository and registration of additional securities transactions in accordance with the instructions of the competent State management agency.

d. Handle odd shares arising from rounding.

e. Supplement or amend the Chartered capital Increase Plan, the issuance plan at the request of the State Bank of Vietnam, the State Securities Commission or for the purpose of complying with relevant legal regulations (if any).

g. Choose the appropriate time to close the list of shareholders exercising rights and deploy the distribution of shares.

h. Carry out necessary procedures to register the depository of all shares after issuance.

i. Amend the terms related to chartered capital, shares, and stocks in the KienlongBank Charter after completing the issuance according to the actual results of the issuance.

k. Carry out the procedures for registering the adjustment of the operating license and the Certificate of Business Registration after completing the issuance.

l. Carry out the procedures for information disclosure according to the provisions of law.

m. Select the Issuance Consulting firm (if any).



n. Other related tasks.

o. The Board of Directors is authorized to re-authorize other relevant organizations and individuals to perform the above authorized tasks.

Board of Directors respectfully submit this for the General Meeting of Shareholders to consider and approve.

Sincerely!

ON BEHALF OF BOARD OF DIRECTORS  
CHAIRMAN

**Recipients:**

- As above;
- SBV, SSC;
- Archived at: BOD Office.



Tran Ngoc Minh





## APPENDIX 01- PLAN TO INCREASE CHARTERED CAPITAL THROUGH THE ISSUANCE OF SHARES TO PAY DIVIDENDS

*(Attached to the Proposal 10/TTr-HDQT date June 19, 2025 of the Board of Directors at the 2025 Extraordinary General Meeting of Shareholders)*

### I. THE NECESSITY TO INCREASE CHARTERED CAPITAL:

- To improve financial capacity, operational capacity and increase competitiveness of KienlongBank.
- To improve risk management capacity, compliance and meet safety standards in KienlongBank's operations.
- To supplement capital for profitable business operations for KienlongBank, meeting customers' borrowing needs.
- To supplement capital for investment in fixed assets, information technology systems, equipment of facilities, improvement and development of KienlongBank's operating network.

### II. PLAN TO INCREASE CHARTERED CAPITAL:

#### 1. Overview:

a. Chartered capital at the time of preparing the chartered capital increase plan is VND 3,652,818,780,000, equivalent to 365,281,878 common shares with a par value of VND 10,000/share.

- |   |  |
|---|--|
| - Stock name  | : Kien Long Commercial Joint Stock Bank shares |
| - Stock code  | : KLB  |
| - Stock type  | : Common stock                                 |
| - Par value   | : 10,000 VND/share                             |
| - Chartered capital as of December 31, 2024           | : 3,652,818,780,000 VND                        |
| - Chartered capital at the time of preparing the plan | : 3,652,818,780,000 VND                        |
| - Number of issued shares                             | : 365,281,878 shares                           |

*In which:*

- |                                |                      |
|--------------------------------|----------------------|
| - Number of treasury shares    | : 3,800,000 shares   |
| - Number of outstanding shares | : 361,481,878 shares |

b. The total expected chartered capital increase is up to VND 2,168,891,260,000, equivalent to 216,889,126 common shares with a par value of VND 10,000/share.

c. Expected chartered capital after completing the chartered capital increase in 2025: Maximum VND 5,821,710,040,000, equivalent to 582,171,004 common shares with a par value of VND 10,000/share.

#### 2. Implementation for Issuing shares to pay dividends to existing shareholders:

- a. Issuing organization: Kien Long Commercial Joint Stock Bank.
- b. Stock code: KLB.





- c. Type of shares issued: Common shares.
  - d. Par value of shares: VND 10,000/share.
  - e. Number of outstanding shares: 361,481,878 shares.
  - g. Number of shares expected to be issued: maximum 216,889,126 shares.
  - h. Total issuance value at par value: maximum VND 2,168,891,260,000.
  - k. Expected issuance time: To be decided by the Board of Directors after the General Meeting of Shareholders approves and after receiving approval from competent State management agencies. Expected completion time is in 2025.
  - l. Form of capital increase: Issuing shares to pay dividends to existing shareholders at a rate of 60% on the number of shares outstanding at the time of issuance.
  - m. Issuance subjects: Existing shareholders whose names are on the list at the closing date of the shareholder list to exercise rights (Treasury shares are not allowed to exercise the right to receive dividends).
  - n. Implementation source: Undistributed profit after tax as of December 31, 2024 according to the audited Consolidated Financial Statement for 2024 after setting aside funds in accordance with the regulations of the State Bank of Vietnam and the law.
  - o. Ratio of rights exercise for existing shareholders: Ratio 100:60, on the date of closing the shareholder list to exercise rights, shareholders owning 100 shares will receive 60 new shares.
  - p. Handling of arising fractional shares: Shares issued to pay dividends to existing shareholders will be rounded down to the nearest unit, the fractional shares arising due to rounding (if any) will be cancelled.
- For example: On the date of closing the shareholder list to exercise rights, shareholder A owns 1,818 shares on the date of closing the shareholder list. With the ratio of rights exercise 100:60, shareholder A will receive an additional  $1,818 \times 60\% = 1,090.8$  new shares.
- According to the above principle, shareholder A will receive an additional 1.090 new shares, the fractional shares under 01 unit will be cancelled (0.80 shares).
- q. The right to receive dividends in shares is not transferable.
  - r. Shares issued to pay dividends are not subject to transfer restrictions.

**3. Information on the chartered capital supplementary reserve fund, capital surplus, undistributed profit after tax and other funds are determined according to the Consolidated Financial Statements audited by an independent auditor:**

*Unit: million VND*

No	Indicator	As of December 31, 2024	Fund allocation, dividend distribution from 2024 profit	After making fund allocations
1	Chartered Capital	3,652,819		3,652,819
2	Treasury shares	(34,200)	-	(34,200)
3	Funds of credit institutions	573,838	222,126	795,964
3.1	Reserve for supplementary chartered capital	128,970	88,749	217,719

3.2	<i>Financial reserve fund</i>	444,865	88,749	533,614
3.3	<i>Other funds</i>	3	44,627	44,630
4	Undistributed profit	2,412,495		2,190,368
	<b>Tổng cộng</b>	<b>6,604,952</b>		<b>6,604,952</b>

According to the audited consolidated financial report of KienlongBank in 2024, the undistributed profit as of December 31, 2024 is VND 2,412,495 million. After allocating VND 222,126 million to funds (VND 88,749 million to the Reserve for supplementary chartered capital, VND 88,749 million to the financial reserve fund, and VND 44,627 million to other funds), the remaining amount is VND 2,190,368 million. KienlongBank has enough profit to issue shares to pay dividends at a rate of 90%, equivalent to VND 2,168,891,260,000 at par value.

**4. Bond-to-share conversion plan:** KienlongBank has no plan to convert bonds into shares.

**5. List of shareholders and ownership ratios of those holding 5% or more of voting shares and chartered capital at the current and projected post-capital-increase times:** Refer to the attached Appendix 02.

**6. List of shareholders and related persons with a shareholding ratio of 15% or more compared to the current and expected chartered capital after the capital increase:** Refer to the attached Appendix 02.

**7. List of shareholders and related persons holding 15% or more of the chartered capital at the current and projected post-capital-increase times:** Refer to the attached Appendix 02.

**8. Registration for depository and trading of additional issued shares:**

KienlongBank will register the additional issued shares with the Vietnam Securities Depository (VSD) and register for supplementary trading of all additional issued shares on the Unlisted Public Company Market (UPCoM) organized by the Hanoi Stock Exchange (HNX) (in case KienlongBank has not yet completed listing transfer before the issuance date), or on the listed securities trading system organized by the Stock Exchange (if KienlongBank has completed the listing transfer prior to the dividend issuance).

## 9. Information disclosure

KienlongBank shall disclose information in accordance with the provisions of law and instructions of competent authorities (if any).

## III. PLAN FOR UTILIZATION OF INCREASED CHARTERED CAPITAL:

The increased chartered capital in 2025 amounts to VND 2,168,891,260,000 (Two trillion one hundred sixty-eight billion eight hundred ninety one million two hundred sixty thousand dong). The funds raised from the additional share issuance to existing shareholders are expected to be used as follows:

- Supplement capital for investment in fixed assets, information technology systems, infrastructure equipment, and expansion of KienlongBank's operational network.
- Supplement capital for profit-generating investment activities of KienlongBank.

The General Meeting of Shareholders authorizes the Board of Directors to proactively adjust and allocate capital for the above activities based on actual conditions and market opportunities to ensure alignment with the Bank's overall development strategy.

#### IV. BUSINESS PERFORMANCE BASED ON THE NEW CHARTERED CAPITAL:

*Unit: Billion VNDs*

Indicator	Actual 2024	Plan 2025		
		Plan 2025	Increase/Decrease (+/-) compared to actual 2024	
			Amount	Percentage change (%)
1. Chartered capital	3,653	5,822	2,169	60.00
2. Total consolidated assets	92,176	102,000	9,824	10.66
3. Total consolidated mobilized capital	82,575	93,000	10,425	12.62
4. Credit outstanding	61,432	71,000 <sup>(*)</sup>	9,568	15.58
5. Non-performing loan (NPL) ratio (%)	1.52	< 2.50		
6. Consolidated profit before tax	1,112	1,379	267	24.00
7. Dividend (%)	-	60.00 <sup>(**)</sup>		
8. Corporate income tax	224.56	275.8	51	22.82
9. Profit after tax	887	1,103	216	24.31
10. Return on average equity (ROAE) (%)	14.36	15.46		
11. Return on average assets (ROAA) (%)	0.99	1.14		

*(\*) Credit growth plan: To be implemented in accordance with the limit approved by the State Bank of Vietnam.*

*(\*\*) Dividend plan: To be implemented in accordance with the rate approved by the competent State authority.*

After the capital increase, KienlongBank will continue to strictly comply with all safety limits and ratios as prescribed by the State Bank of Vietnam.





## APPENDIX 02

*Attached to the Proposal No:10/TTr-HDQT June 1, 2025 of the Board of Directors at the 2025 Extraordinary General Meeting of Shareholders)*

### 1. 1. List of shareholders holding 5% or more of the voting shares and chartered capital at present and projected after capital increase:

Stt	Shareholder / Related Individual / Related Organization	Citizen ID/Business registration number	Date of issue	Place of issue	Address	Legal Representative				Current situation (date June 06, 2025)			After Capital Increase		
						Name	ID/Passport number	Date of issue	Place of issue	Number of shares owned	Ownership ratio in voting shares (%)	Ownership ratio in chartered capital (%)	Number of shares owned	Ownership ratio in voting shares (%)	Ownership ratio in chartered capital (%)
1	None														

### 2. List of shareholders and related persons holding 15% or more of the chartered capital at present and projected after capital increase:

Stt	Shareholder / Related Individual / Related Organization	Citizen ID/Business registration number	Date of issue	Place of issue	Address	Legal Representative				Current situation (date June 06, 2025)			After Capital Increase		
						Name	ID/Passport number	Date of issue	Place of issue	Number of shares owned	Ownership ratio in voting shares (%)	Ownership ratio in chartered capital (%)	Number of shares owned	Ownership ratio in voting shares (%)	Ownership ratio in chartered capital (%)

1	None														
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**3. Information on the total foreign investor ownership at present and projected after capital increase:**

Stt	Shareholder's Name	Thời điểm hiện tại (Ngày 06/6/2025)			After capital increase		
		Number of shares owned	Ownership ratio in voting shares (%)	Ownership ratio in chartered capital (%)	Number of shares owned	Ownership ratio in voting shares (%)	Ownership ratio in chartered capital (%)
1	Foreign shareholder	4,576,426	1.27	1.25	7,322,281	1.27	1.26

Note:

- Total number of current shares : 365,281,878 shares.
- Number of current voting shares : 361,481,878 shares.
- Total number of projected shares after capital increase : 582,171,004 shares.
- Number of projected voting shares after capital increase : 578,371,004 shares.



**KIENLONG COMMERCIAL  
JOINT STOCK BANK**

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

No: 11/TTr-HDQT

*Rach Gia, June 19, 2025*

**PROPOSAL**

**Re: Amendments and Supplements to KienlongBank's Charter; Amendments and Supplements to the Regulations on the Organization and Operations of the Board of Directors of KienlongBank; Amendments and Supplements to the Internal Governance Regulations of KienlongBank**

**To: THE GENERAL MEETING OF SHAREHOLDERS**

- Pursuant to the Law on Credit Institutions No. 32/2024/QH14 dated January 18, 2024 (Law on Credit Institutions 2024);
- Pursuant to the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and documents guiding its implementation;
- Pursuant to the Law on Securities No. 54/2019/QH14 dated November 26, 2019 and documents guiding its implementation;
- Pursuant to the Charter of Kienlong Commercial Joint Stock Bank;
- Pursuant Decision No. 03/QD-DHDCD dated October 26, 2024, of the General Meeting of Shareholders regarding the issuance of the Charter on the Organization and Operations of the Board of Directors;
- Pursuant Decision No. 04/QD-DHDCD dated October 26, 2024, of the General Meeting of Shareholders regarding the issuance of the Internal Governance Regulations of Kien Long Commercial Joint Stock Bank;
- Pursuant Resolution No. 01/NQ-DHDCD dated April 25, 2025, of the General Meeting of Shareholders of Kien Long Commercial Joint Stock Bank at the 2025 Annual Meeting;
- Pursuant the proposal from the consulting unit for the listing dossier of KienlongBank's shares,

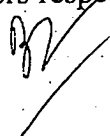
The Board of Directors respectfully submits to the General Meeting of Shareholders for approval the amendments and supplements to the Charter of Kien Long Commercial Joint Stock Bank as follows:

The current Charter of KienlongBank was approved by the General Meeting of Shareholders at the 2024 Annual General Meeting. In accordance with Resolution No. 01/NQ-DHDCD dated April 25, 2025, of the General Meeting of Shareholders of Kien Long Commercial Joint Stock Bank at the 2025 Annual Meeting, approving the plan for listing KienlongBank's shares on the Stock Exchange. Based on the process of reviewing and preparing the listing dossier for KienlongBank's shares and the proposal from the consulting unit regarding amendments and supplements to certain contents of the Charter, the Regulations on the Organization and Operations of the Board of Directors, and the Internal

Governance Regulations of Kien Long Commercial Joint Stock Bank to clarify and better align with current legal regulations and practices at KienlongBank.

Based on the provisions of law and the actual situation at KienlongBank, the Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval:

- (i) Amending and supplementing the Charter of Kienlong Commercial Joint Stock Bank (the amended and supplemented contents are in accordance with the attached Appendix 01).
- (ii) Amendments and Supplements to the Regulations on the Organization and Operations of the Board of Directors of Kienlong Commercial Joint Stock Bank; (the amended and supplemented contents are in accordance with the attached Appendix 02).
- (iii) Amendments and Supplements to the Internal Governance Regulations of Kienlong Commercial Joint Stock Bank (the amended and supplemented contents are in accordance with the attached Appendix 03).

Board of Directors respectfully submit this for the General Meeting of Shareholders to consider and approve. 

Sincerely./.

**Recipients:**

- As above;
- Archived at: BOD Office.

**ON BEHALF OF BOARD OF DIRECTORS  
CHAIRMAN**



  
**Tran Ngoc Minh**



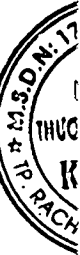
## APPENDIX 01



Attached to Proposal No 11/TTr-HDQT dated June 19, 2025 on Amendments and Supplements to KienlongBank's Charter;  
Regulations on the Organization and Operations of the Board of Directors of KienlongBank; Internal Governance Regulations of  
KienlongBank)

### EXPLANATORY TABLE OF AMENDMENTS AND SUPPLEMENTS TO THE 2024 CHARTER

CURRENT CHARTER	NEW CHARTER DRAFT (The amended and supplemented contents compared to the current Charter are <i>italicized and underlined</i> )	AMENDMENTS/ BASIS
<b>INTRODUCTION</b>		
This Charter is amended, supplemented and approved at the General Meeting of Shareholders on .....month .....year 2024.	This Charter is approved at the General Meeting of Shareholders <u>on .....month .....year 2025.</u>	Adjustment of the date of approval of the Charter
<b>Chapter I DEFINITION OF TERMS IN THE CHARTER</b>		
<b>Article 1. Terms and Abbreviation</b> 1. In this Charter, the following terms or abbreviations are construed as follows: ... k “Subsidiary of Kien Long Commercial Joint Stock Bank” means a company in one of the following cases ...	<b>Article 1. Terms and Abbreviation</b> 1. In this Charter, the following terms or abbreviations are construed as follows: ... k. “Subsidiary of Kien Long Commercial Joint Stock Bank” is a company in one of the following cases: (iv) <u>Kien Long Commercial Joint Stock Bank</u> or Kien Long Commercial Joint Stock Bank and related persons of	<b>Amending and supplementing item (iv), point k, clause 1, Article 1 of the Charter:</b> Adjust the definition of Subsidiary of Kien Long Commercial Joint Stock Bank as stipulated in clause 9, Article 4 of the Law on Credit Institutions 2024



CURRENT CHARTER	NEW CHARTER DRAFT (The amended and supplemented contents compared to the current Charter are <i>italicized and underlined</i> )	AMENDMENTS/ BASIS
(iv) Kien Long Commercial Joint Stock Bank and related persons of Kien Long Commercial Joint Stock Bank directly or indirectly control the adoption of resolutions and decisions of the General Meeting of Shareholders, Board of Directors, Board of Members of the subsidiary.	Kien Long Commercial Joint Stock Bank directly or indirectly control the adoption of resolutions and decisions of the General Meeting of Shareholders, Board of Directors, Board of Members of the subsidiary.	
<p style="text-align: center;"><b>Chaper II</b></p> <p style="text-align: center;"><b>ĐỊNH NGHĨA CÁC THUẬT NGỮ TRONG ĐIỀU LỆ</b></p>		
<p><b>Article 2. Name, address and duration of operation</b></p> <p>...</p> <p>3. The head office is located at: No. 40-42-44 Pham Hong Thai, <u>Vinh Thanh Van ward, Rach Gia city, Kien Giang Province.</u></p> <p>- Phone: (+84) 0297 3869950</p> <p>- Fax: (+84) 0297 3877541</p> <p>- Email: <u>kienlong@kienlongbank.com</u></p> <p>- Electronic information: <u>www.kienlongbank.com</u></p>	<p><b>Article 2. Name, address and duration of operation</b></p> <p>...</p> <p>3. The head office is located at: No. 40-42-44 Pham Hong Thai, <u>Rach Gia Ward, An Giang Province.</u></p> <p>- Phone: (+84) 0297 3869950</p> <p>- Fax: (+84) 0297 3877541</p> <p>- Email: <u>kienlong@kienlongbank.com</u></p> <p>- Electronic information: <u>www.kienlongbank.com</u></p>	<p><b>The address of Head Office is updated according to the new administrative unit arrangement, effective from July 1, 2025.</b></p>
<p style="text-align: center;"><b>Chapter V</b></p> <p style="text-align: center;"><b>Chartered Capital</b></p>		
<p><b>Article 29. Share, Shareholders</b></p> <p>10. An organizational shareholder has the right to appoint one or more authorized representatives to exercise its</p>	<p><b>Article 29. Share, Shareholders</b></p> <p>10. An organizational shareholder has the right to appoint one or more authorized representatives to exercise its</p>	<p>Adjust wording in Clause 10, Article 29 according to legal regulations</p>

CURRENT CHARTER	NEW CHARTER DRAFT (The amended and supplemented contents compared to the current Charter are <i>italicized and underlined</i> )	AMENDMENTS/ BASIS
<p>shareholder rights in accordance with the law. If more than one (01) authorized representative is appointed, the specific number of shares and <u>votes</u> for each representative must be determined. If the shareholder does not specify the number of shares for each authorized representative, the shares will be evenly distributed among all authorized representatives. The appointment, termination, or change of an authorized representative must be notified in writing to KienlongBank at the earliest time. The notification must include the following main contents:</p> <ul style="list-style-type: none"> <li>a. Name, contact address, nationality, number and date of the establishment decision or business registration of the shareholder;</li> <li>b. Number of shares, type of shares, and date of shareholder registration at KienlongBank;</li> <li>c. Full name, contact address, nationality, legal document number of each authorized representative;</li> <li>d. Number of shares authorized for representation;</li> <li>d. Duration of the authorized representation;</li> <li>e. Full name, signature of the authorized representative, and the legal representative of the shareholder.</li> </ul> <p>KienlongBank must send the notification of the authorized representative of a foreign organizational shareholder as specified in this clause to the business</p>	<p>shareholder rights in accordance with the law. If more than one (01) authorized representative is appointed, the specific number of shares and <u><i>voting rights</i></u> for each representative must be determined. If the shareholder does not specify the number of shares for each authorized representative, the shares will be evenly distributed among all authorized representatives. The appointment, termination, or change of an authorized representative must be notified in writing to KienlongBank at the earliest time. The notification must include the following main contents:</p> <ul style="list-style-type: none"> <li>a. Name, contact address, nationality, number and date of the establishment decision or business registration of the shareholder;</li> <li>b. Number of shares, type of shares, and date of shareholder registration at KienlongBank;</li> <li>c. Full name, contact address, nationality, legal document number of each authorized representative;</li> <li>d. Number of shares authorized for representation;</li> <li>d. Duration of the authorized representation;</li> <li>e. Full name, signature of the authorized representative, and the legal representative of the shareholder.</li> </ul> <p>KienlongBank must send the notification of the authorized representative of a foreign organizational shareholder as specified in this clause to the business</p>	

CURRENT CHARTER	NEW CHARTER DRAFT (The amended and supplemented contents compared to the current Charter are <i>italicized and underlined</i> )	AMENDMENTS/ BASIS
registration authority within three (03) working days from the date of receiving the notification.	registration authority within three (03) working days from the date of receiving the notification.	
<p><b>Article 33. Offering and selling shares</b></p> <p>...</p> <p>5. In case KienlongBank issues additional ordinary shares and offers to sell those shares to all ordinary shareholders in proportion to their existing shares in KienlongBank, the following provisions must be followed:</p> <p>...</p> <p>d. In case the number of shares intended to be issued is not fully subscribed by shareholders and the transferee of the right to purchase, the remaining number of shares to be issued will be managed by the Board of Directors. The Board of Directors by distribute such shares to shareholders of KienlongBank or other persons in a reasonable manner with conditions not more favorable than those offered to shareholders, unless otherwise approved by the General Meeting of Shareholders or <u>the shares are sold through the stock exchange center.</u></p>	<p><b>Article 33. Offering and selling shares</b></p> <p>...</p> <p>5. In case KienlongBank issues additional ordinary shares and offers to sell those shares to all ordinary shareholders in proportion to their existing shares in KienlongBank, the following provisions must be followed:</p> <p>...</p> <p>d. In case the number of shares intended to be issued is not fully subscribed by shareholders and the transferee of the right to purchase, the remaining number of shares to be issued will be managed by the Board of Directors. The Board of Directors by distribute such shares to shareholders of KienlongBank or other persons in a reasonable manner with conditions not more favorable than those offered to shareholders, unless otherwise approved by the General Meeting of Shareholders <u>or otherwise stipulated by securities law.</u></p>	<p>Adjust wording in Point d, Clause 5, Article 33 to comply with Clause 3, Article 124 of the Law on Enterprises.</p>
<p><b>Article 35. Share repurchase</b></p> <p>...</p>	<p><b>Article 35. Share repurchase</b></p> <p>...</p>	<p>- Adjust Clause 2, Article 35 in accordance with Clause 1, Article 20 of Circular 34/2024/TT-NHNN.</p>

CURRENT CHARTER	NEW CHARTER DRAFT (The amended and supplemented contents compared to the current Charter are <i>italicized and underlined</i> )	AMENDMENTS/ BASIS
<p><u>2. ...The offering of shares must comply with the legal regulations on the conditions for offering shares and the buying and selling of shares</u></p> <p>3. Conditions for payment and handing of redeemed shares:</p> <p>a. KienlongBank is only entitled to pay the redeemed shares to shareholders according to the provisions of Chauses 1 and 2 of this Article if right after paying all the redeemed shares, KienlongBank still guarantees to pay all debts and other property obligations, ensuring adequacy rations in KienlongBank's operations, the actual value of chartered capital does not fall below the legal capital level and other relevant conditions prescribed by the State Bank. In case the share repurchase leads to a decrease in the chartered capital of KienlognBank it must be approved in writing by the State Bank in advance. Dossier, order and procedures for approving the change of chartered capital shall comply with regulations of the State Bank;</p> <p>b. Shares sredeeemed under the provisions of this Article shall be considered as unsold shares <u>and belong to the number of shares entitled to be offered for sale;</u></p>	<p><u>2. ... The repurchase of shares from shareholders by KienlongBank must ensure compliance with legal regulations.</u></p> <p>3. Conditions for payment and handing of redeemed shares:</p> <p>a. KienlongBank is only entitled to pay the redeemed shares to shareholders according to the provisions of Chauses 1 and 2 of this Article if right after paying all the redeemed shares, KienlongBank still guarantees to pay all debts and other property obligations, ensuring adequacy rations in KienlongBank's operations, the actual value of chartered capital does not fall below the legal capital level and other relevant conditions prescribed by the State Bank. In case the share repurchase leads to a decrease in the chartered capital of KienlognBank it must be approved in writing by the State Bank in advance. Dossier, order and procedures for approving the change of chartered capital shall comply with regulations of the State Bank and <u>regulations on securities;</u></p> <p>b. Shares redeeemed under the provisions of this Article shall be considered as unsold shares;</p>	<p>- Adjust point a, Clause 3, Article 35 in accordance with Clause 2, Article 134 of the Law on Enterprises.</p> <p>- Adjust point b, Clause 3, Article 35 in accordance with Clause 4, Article 112 of the Law on Enterprises; Clause 5, Article 36 of the Law on Securities.</p>
<p style="text-align: center;"><b>Chapter VII</b></p> <p style="text-align: center;"><b>GENERAL MEETING OF SHAREHOLDERS, RIGHTS AND OBLIGATIONS OF SHAREHOLDERS</b></p>		
Article 39. Rights of shareholders	Article 39. Rights of shareholders	Supplement in accordance

CURRENT CHARTER	NEW CHARTER DRAFT (The amended and supplemented contents compared to the current Charter are <i>italicized and underlined</i> )	AMENDMENTS/ BASIS
<p>...</p> <p>5. Holders of common shares have the following rights:</p> <p>...</p> <p>d. To be free to transfer shares, unless the Law on Enterprises, Law on Credit Institutions and this Chartered provide for restrictions on the transfer of shares;</p>	<p>...</p> <p>5. Holders of common shares have the following rights:</p> <p>...</p> <p>d. To be free to transfer shares, <i>share purchase rights</i> unless the Law on Enterprises, Law on Credit Institutions and this Chartered provide for restrictions on the transfer of shares</p>	<p>with Clause 4, Article 61 of the Law on Credit Institutions.</p>
<p><b>Article 41. Authority to convene the General Meeting of Shareholders</b></p> <p>1.The General Meeting of Shareholders holds an annual meeting within four (04) months from the end of the fiscal year <i>or another time approved by the State Bank of Vietnam</i>. Besides the annual meeting, the General Meeting of Shareholders may convene extraordinary meetings.</p>	<p><b>Điều 41. Authority to convene the General Meeting of Shareholders</b></p> <p>1.The General Meeting of Shareholders holds an annual meeting within four (04) months from the end of the fiscal year. Besides the annual meeting, the General Meeting of Shareholders may convene extraordinary meetings.</p>	<p>Amend and supplement Clause 1, Article 41 of the Charter: Remove the content “<i>or at another time approved by the State Bank of Vietnam (SBV)</i>” to comply with Clause 1, Article 67 of the Law on Credit Institutions 2024.</p>
<p><b>Article 47. Procedures for conducting meetings and voting at the General Meeting of Shareholders</b></p> <p>1. <i>Before the opening day of the General Meeting of Shareholders, KienlonBank must carry out the procedures for shareholder registration and mustt carry out the registration until it ensures the complete registration of shareholders entitled to attend the meeting.</i> Those registered to attend the meeting will be issued a voting card</p>	<p><b>Article 47. Procedures for conducting meetings and voting at the General Meeting of Shareholders</b></p> <p>1. <i>Before the opening of the General Meeting of Shareholders, KienlonBank must carry out the procedures for shareholder registration and mustt carry out the registration until it ensures the complete registration of shareholders entitled to attend the meeting.</i> Those registered to attend the meeting will be issued a voting card corresponding to the number of issues to be voted on in the meeting agenda.</p>	<p>Amend in accordance with Clause 1, Article 146 of the Law on Enterprises.</p>

CURRENT CHARTER	NEW CHARTER DRAFT (The amended and supplemented contents compared to the current Charter are <i>italicized and underlined</i> )	AMENDMENTS/ BASIS
corresponding to the number of issues to be voted on in the meeting agenda.		
<p><b>Article 48. Meeting minutes of the General Meeting of Shareholders</b></p> <p>...</p> <p>4. Minutes of the General Meeting of Shareholders must be sent to all shareholders within fifteen (15) days from the end of the meeting. Sending th vote counting minutes can be replaced by posting on KienlongBank's website (if any).</p> <p>The minutes of the General Meeting of Shareholders, the appendix to the list of shareholders registered to attend the meeting, the approved resolutions and relevant documents enclosed with the notice of meeting invitation must be kept at the head office of KienlongBank.</p> <p><u>In addition, within fifteen (15) days from the end of the meeting or from the end of the vote counting tin the case of collecting written opinions, all meeting minutes and resplutions and decisions shall be approved. The approval of the General Meeting of Shareholders must be sent to the SBV, the State Securites Commission, and the Securities Depository Center.</u></p>	<p><b>Article 48. Meeting minutes of the General Meeting of Shareholders</b></p> <p>...</p> <p>4. Minutes of the General Meeting of Shareholders must be sent to all shareholders within fifteen (15) days from the end of the meeting. Sending th vote counting minutes can be replaced by posting on KienlongBank's website (if any).</p> <p>The minutes of the General Meeting of Shareholders, the appendix to the list of shareholders registered to attend the meeting, the approved resolutions and relevant documents enclosed with the notice of meeting invitation must be kept at the head office of KienlongBank</p> <p><u>Resolutions, Minutes of the General Meeting of Shareholders, the appendix with the list of shareholders registered to attend with their signatures, proxies for attending the meeting, all documents attached to the Minutes (if any), and relevant documents included with the meeting invitation must be disclosed in accordance with legal regulations on information disclosure in the securities market, and sent to the State Bank of Vietnam within fifteen (15) days from the end of the meeting or from the end of the vote counting in the case of collecting written opinions.</u></p>	<p>Adjust in accordance with the disclosure regulations in point b, Clause 3, Article 10 of Circular 96/2020/TT-BTC</p>



CURRENT CHARTER	NEW CHARTER DRAFT (The amended and supplemented contents compared to the current Charter are <i>italicized and underlined</i> )	AMENDMENTS/ BASIS
<p><b>Article 49. Forms of passing decisions of the General Meeting of Shareholders</b></p> <p>2. Decisions of the General Meeting of Shareholders on the following issues must be passed by voting at the General Meeting of Shareholders:</p> <p><i>a. Amend and supplement the Charter of KienlongBank;</i></p> <p>b. Approve the development orientation of KienlongBank;</p> <p><i>c. Approve the plan to change the charter capital; approve the plan to offer shares, including the type and number of new shares to be offered;</i></p> <p>d. Determine the number of members of the Board of Directors and the Supervisory Board for each term; elect, dismiss, remove, add, and replace members of the Board of Directors and the Supervisory Board in accordance with the standards and conditions stipulated by this Charter and related laws;</p> <p><i>d. Decide on the investment, purchase, or sale of fixed assets of KienlongBank where the investment level, purchase price, or original price in the case of asset sale is twenty percent (20%) or more of KienlongBank's charter capital as stated in the most recent audited financial statement;</i></p> <p><i>e. Approve contracts and other transactions valued at twenty percent (20%) or more of KienlongBank's charter capital (including branches) as recorded in the most recent</i></p>	<p><b>Article 49. Forms of passing decisions of the General Meeting of Shareholders</b></p> <p>2. Decisions of the General Meeting of Shareholders on the following issues must be passed by voting at the General Meeting of Shareholders:</p> <p>a. Approve the development orientation of KienlongBank;</p> <p>b. Determine the number of members of the Board of Directors and the Supervisory Board for each term; elect, dismiss, remove, add, and replace members of the Board of Directors and the Supervisory Board in accordance with the standards and conditions stipulated by this Charter and related laws;</p> <p>c. Decide on the division, separation, consolidation, merger, conversion of legal form, dissolution, or request the Court to initiate bankruptcy proceedings for KienlongBank;</p> <p>d. Review and handle within its authority any violations by the Board of Directors or the Supervisory Board that cause damage to KienlongBank or its shareholders.</p>	<p>Amend and supplement Article 49 of the Charter: Remove the contents at points a, c, d, e, g of Clause 2, Article 49 of the Charter in accordance with Clause 5, Article 67 of the Law on Credit Institutions</p>

CURRENT CHARTER	NEW CHARTER DRAFT (The amended and supplemented contents compared to the current Charter are <i>italicized and underlined</i> )	AMENDMENTS/ BASIS
<p><u>audited financial statements between KienlongBank and members of the Board of Directors, members of the Supervisory Board, the General Director, major shareholders of KienlongBank, related persons of the managers, members of the Supervisory Board, major shareholders of KienlongBank; subsidiaries, affiliates of KienlongBank, unless KienlongBank is implementing a mandatory transfer plan;</u></p> <p><u>g. Approve the annual financial statements;</u></p> <p>h. Decide on the division, separation, consolidation, merger, conversion of legal form, dissolution, or request the Court to initiate bankruptcy proceedings for KienlongBank;</p> <p>i. Review and handle within its authority any violations by the Board of Directors or the Supervisory Board that cause damage to KienlongBank or its shareholders;</p> <p>...</p> <p>6. In cases where a decision is approved by collecting written opinions, the resolution of the General Meeting of Shareholders shall be approved if it is agreed upon by shareholders representing more than fifty percent (50%) of the total votes of all shareholders entitled to vote.</p>	<p>6. In cases where a decision is approved by collecting written opinions, the resolution of the General Meeting of Shareholders shall be approved if it is agreed upon by shareholders representing more than fifty percent (50%) of the total votes of all shareholders entitled to vote <u>except for the cases specified in point b, Clause 3 of this Article, which must be approved by shareholders representing more than sixty-five percent (65%) of the total voting shares of all shareholders entitled to vote</u></p>	<p>Supplement the approval percentage for certain contents as stipulated in points c, d, Clause 4, Article 67 of the Law on Credit Institutions.</p>
<p style="text-align: center;"><b>Chapter X</b> <b>BOARD OF DIRECTORS</b></p>		

CURRENT CHARTER	NEW CHARTER DRAFT (The amended and supplemented contents compared to the current Charter are <i>italicized and underlined</i> )	AMENDMENTS/ BASIS
<p><b>Article 73. Minutes of the Board of Directors meeting</b></p> <p>5. In case the chairperson or the minute-recorder refuses to sign the meeting minutes, but if all other members of the Board of Directors attend the meeting to sign and have all the contents as prescribed at points a, b, c, d, đ, e, g, and h of Clause 1 of this Article, this minute shall take effect. The meeting minutes must clearly state the refusal of the chairperson and the minute-taker to sign. Those who sign the meeting minutes are jointly responsible for the accuracy and truthfulness of the meeting's content. The chairperson and the minute-taker are personally liable for any damages to the company resulting from their refusal to sign the minutes in accordance with <u>this Law</u>, the Charter, and related legislation.</p>	<p><b>Article 73. Minutes of the Board of Directors meeting</b></p> <p>5. In case the chairperson or the minute-recorder refuses to sign the meeting minutes, but if all other members of the Board of Directors attend the meeting to sign and have all the contents as prescribed at points a, b, c, d, đ, e, g, and h of Clause 1 of this Article, this minute shall take effect. The meeting minutes must clearly state the refusal of the chairperson and the minute-taker to sign. Those who sign the meeting minutes are jointly responsible for the accuracy and truthfulness of the meeting's content. The chairperson and the minute-taker are personally liable for any damages to the company resulting from their refusal to sign the minutes in accordance with this Charter, and related legislation.</p>	Adjust and clarify wording
<p style="text-align: center;"><b>Chapter XVI</b> <b>PROFITS AND SETTING UP FUNDS</b></p>		
<p><b>Article 100. Dividend payment</b></p> <p><u>1. KienlongBank pays dividends to shareholders afterfulfulling tax and financial obligations in accordance with relevant laws.</u></p> <p>...</p> <p>8. The Board of Directors may decide to advance the mid-term dividend if it deems that this payment is suitable for KienlongBank's profitability and in accordance with relevant laws. <u>Unless otherwise specified by the attached</u></p>	<p><b>Article 100. Dividend payment</b></p> <p><u>1. KienlongBank shall pay dividends to shareholders when the following conditions are met:</u></p> <p><u>a. KienlongBank has fulfilled its tax obligations and other financial obligations in accordance with the law;</u></p> <p><u>b. KienlongBank has made appropriations to funds and offset previous losses in accordance with the law and the Charter;</u></p>	<p>- Supplement Clause 1, Article 100 to align with Clause 2, Article 135 of the Law on Enterprises.</p> <p>- Adjust by removing part of the content in Clause 8, Article 100 because KienLongBank shares are</p>

CURRENT CHARTER	NEW CHARTER DRAFT (The amended and supplemented contents compared to the current Charter are <i>italicized and underlined</i> )	AMENDMENTS/ BASIS
<i>rights of the shares or arising terms, the dividend of partially paid shares is paid in proportion to the amount paid for the purchase of those shares up to the time of the dividend payment. KienlongBank will not pay additional dividends on shares that are not fully paid.</i>	<i>c. Immediately after paying all dividends, KienlongBank still ensures the full payment of due debts and other asset obligations.</i>  ... 8. The Board of Directors may decide to advance the mid-term dividend if it deems that this payment is suitable for KienlongBank's profitability and in accordance with relevant laws.	listed on UPCOM, and unpaid shares will not receive dividendss

**Chapter XIX**  
**FINANCIAL REPORTING AND INFORMATION DISCLOSURE**

<b>Article 112. Financial statements</b> ... 5. Reports and documents prepared by the Board of Directors; the control appraisal report and audit report must be available at KienlognBank's head office at least <u>seven (07) working days</u> before the opening date of the annual meeting of the General Meeting of Shareholders. A summary of the contents of the audited annual financial statement, after being appraised by the Supervisory Board, will be posted at the head office of KienlongBank and notified to all shareholders no later than <u>seven (07) working days</u> before the opening date of the annual meeting of the General Meeting of Shareholders and published in a local daily newspaper and one (01) central economic newspaper within three (03) consecutive issues. Audited financial	<b>Article 112. Financial statements</b> ... 5. Reports and documents prepared by the Board of Directors; the control appraisal report and audit report must be available at KienlognBank's head office at least twenty-one (21) working days before the opening date of the annual meeting of the General Meeting of Shareholders. A summary of the contents of the audited annual financial statement, after being appraised by the Supervisory Board, will be posted at the head office of KienlongBank and notified to all shareholders no later than twenty-one (21) working days before the opening date of the annual meeting of the General Meeting of Shareholders and published in a local daily newspaper and one (01) central economic newspaper within three (03) consecutive issues. Audited	According to point a Clause 3, Article 10 of Circular No. 96/2020/TT-BTC providing guidelines on disclosure of information on securities market, a public company must disclose the documents for the General Meeting of Shareholders at least 21 days before the opening of the annual General Meeting of Shareholders.
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CURRENT CHARTER	NEW CHARTER DRAFT (The amended and supplemented contents compared to the current Charter are <i>italicized and underlined</i> )	AMENDMENTS/ BASIS
statements, quarterly and six-month reports of KienlongBank must be published on KienlongBank's website.	financial statements, quarterly and six-month reports of KienlongBank must be published on KienlongBank's website.	
<p style="text-align: center;"><b>Chapter XXIV</b> <b>REORGANIZATION, DISSOLUTION, BANKRUPTCY, LIQUIDATION OF ASSETS</b></p>		
<p><b>Article 129. Extension of operation</b></p> <p>...</p> <p>2. The term of operation is extended when there are sixty-five percent (65%) or more of the total <u>votes</u> of the voting shareholders present in person through authorized representatives at the General Meeting of Shareholders approve.</p>	<p><b>Article 129. Extension of operation</b></p> <p>...</p> <p>2. The term of operation is extended when there are sixty-five percent (65%) or more of the total <u>voting rights</u> of the voting shareholders present in person through authorized representatives at the General Meeting of Shareholders approve.</p>	<p>Adjust wording according to legal regulations.</p>



## APPENDIX 02

*Attached to Proposal No 11/TTr-HDQT dated June 19, 2025 on Amendments and Supplements to KienlongBank's Charter; Regulations on the Organization and Operations of the Board of Directors of KienlongBank; Internal Governance Regulations of KienlongBank)*

### EXPLANATORY TABLE OF AMENDMENTS AND SUPPLEMENTS TO REGULATIONS ON THE ORGANIZATION AND OPERATIONS OF THE BOARD OF DIRECTORS

CURRENT CHARTER	NEW CHARTER DRAFT (The amended and supplemented contents compared to the current Charter are italicized and underlined)	AMENDMENTS/ BASIS
<p><b>Article 1. Terms and Abbreviation</b></p> <p>...</p> <p><b>14. “Subsidiary of Kien Long Commercial Joint Stock Bank”</b> means a company in one of the following cases</p> <p>...</p> <p>d. KienlongBank and related persons of KienlongBank directly or indirectly control the adoption of resolutions and decisions of the General Meeting of Shareholders, Board of Directors, Board of Members of the subsidiary.</p>	<p><b>Article 1. Terms and Abbreviation</b></p> <p>...</p> <p><b>14. “Subsidiary of Kien Long Commercial Joint Stock Bank”</b> is a company in one of the following cases:</p> <p>...</p> <p>d. <u>KienlongBank</u> or KienlongBank and related persons of KienlongBank directly or indirectly control the adoption of resolutions and decisions of the General Meeting of Shareholders, Board of Directors, Board of Members of the subsidiary.</p>	<p>Amending and supplementing point d clause 14 Article 1: Adjust the definition of Subsidiary of Kien Long Commercial Joint Stock Bank as stipulated in clause 9, Article 4 of the Law on Credit Institutions 2024</p>
<p><b>Article 16. Duties and Powers of the Board of Directors</b></p> <p>2. The BOD has the following powers and duties:</p> <p>l. Approve contracts and other transactions valued at ten percent (10%) or more of KienlongBank's charter capital as recorded in the most recent audited financial statements;</p> <p><u>ae. Approve contracts and other transactions valued at ten percent (10%) or more of KienlongBank's charter capital as recorded in the most recent audited financial statements;</u></p>	<p>Remove point ae</p>	<p>Duplicate of point l</p>

## APPENDIX 03



Attached to Proposal No 11/TTr-HDQT dated June 19, 2025 on Amendments and Supplements to KienlongBank's Charter; Regulations on the Organization and Operations of the Board of Directors of KienlongBank; Internal Governance Regulations of KienlongBank)

### EXPLANATORY TABLE OF AMENDMENTS AND SUPPLEMENTS TO INTERNAL GOVERNANCE REGULATIONS

CURRENT CHARTER	NEW CHARTER DRAFT (The amended and supplemented contents compared to the current Charter are <i>italicized and underlined</i> )	AMENDMENTS/ BASIS
<p><b>Article 7. Authority to convene the General Meeting of Shareholders</b></p> <p>1. The General Meeting of Shareholders holds an annual meeting within four (04) months from the end of the fiscal year <i>or another time approved by the State Bank of Vietnam</i>. Besides the annual meeting, the General Meeting of Shareholders may convene extraordinary meetings.</p>	<p><b>Article 7. Authority to convene the General Meeting of Shareholders</b></p> <p>1. The General Meeting of Shareholders holds an annual meeting within four (04) months from the end of the fiscal year. Besides the annual meeting, the General Meeting of Shareholders may convene extraordinary meetings.</p>	<p>Amend and supplement Clause 1 Article 7 of the Resolution:</p> <p>Remove the content "<i>or at another time approved by the State Bank of Vietnam (SBV)</i>" to comply with Clause 1, Article 67 of the Law on Credit Institutions 2024.</p>
<p><b>Article 13. Forms of passing decisions of the General Meeting of Shareholders</b></p> <p>...</p> <p>2. Decisions of the General Meeting of Shareholders on the following issues must be passed by voting at the General Meeting of Shareholders:</p> <p><i>a. Amend and supplement the Charter of KienlongBank;</i></p> <p>b. Approve the development orientation of KienlongBank;</p>	<p><b>Article 13. Forms of passing decisions of the General Meeting of Shareholders</b></p> <p>...</p> <p>2. Decisions of the General Meeting of Shareholders on the following issues must be passed by voting at the General Meeting of Shareholders:</p> <p>a. Approve the development orientation of KienlongBank;</p> <p>b. Determine the number of members of the Board of Directors and the Supervisory Board for each term; elect, dismiss, remove, add, and replace members of the Board of Directors and the Supervisory Board in accordance with the</p>	<p>Amend and supplement Clause 2 Article 13:</p> <p>Remove the contents at points a, c, đ, e, g of Clause 2, Article 49 of the Charter in accordance with Clause 5, Article 67 of the Law on Credit Institutions</p>



CURRENT CHARTER	NEW CHARTER DRAFT (The amended and supplemented contents compared to the current Charter are <i>italicized and underlined</i> )	AMENDMENTS/ BASIS
<p>c. <u>Approve the plan to change the charter capital; approve the plan to offer shares, including the type and number of new shares to be offered;</u></p> <p>d. Determine the number of members of the Board of Directors and the Supervisory Board for each term; elect, dismiss, remove, add, and replace members of the Board of Directors and the Supervisory Board in accordance with the standards and conditions stipulated by this Charter and related laws;</p> <p>d. <u>Decide on the investment, purchase, or sale of fixed assets of KienlongBank where the investment level, purchase price, or original price in the case of asset sale is twenty percent (20%) or more of KienlongBank's charter capital as stated in the most recent audited financial statement;</u></p> <p>e. <u>Approve contracts and other transactions valued at twenty percent (20%) or more of KienlongBank's charter capital (including branches) as recorded in the most recent audited financial statements between KienlongBank and members of the Board of Directors, members of the Supervisory Board, the General Director, major shareholders of KienlongBank, related persons of the managers, members of the Supervisory Board, major shareholders of KienlongBank; subsidiaries, affiliates of KienlongBank, unless KienlongBank is implementing a mandatory transfer plan;</u></p> <p>g. <u>Approve the annual financial statements;</u></p> <p>h. Decide on the division, separation, consolidation, merger, conversion of legal form, dissolution, or request the Court to initiate bankruptcy proceedings for KienlongBank;</p>	<p>standards and conditions stipulated by this Charter and related laws;</p> <p>c. Decide on the division, separation, consolidation, merger, conversion of legal form, dissolution, or request the Court to initiate bankruptcy proceedings for KienlongBank;</p> <p>d. Review and handle within its authority any violations by the Board of Directors or the Supervisory Board that cause damage to KienlongBank or its shareholders.</p>	



CURRENT CHARTER	NEW CHARTER DRAFT (The amended and supplemented contents compared to the current Charter are <i>italicized and underlined</i> )	AMENDMENTS/ BASIS
i. Review and handle within its authority any violations by the Board of Directors or the Supervisory Board that cause damage to KienlongBank or its shareholders;		
<p><b>Article 17. Preparing meeting minutes and announcing resolutions of the General Meeting of Shareholders</b></p> <p>...</p> <p><i>5.... In addition, within fifteen (15) days from the end of the meeting or from the end of the vote counting in the case of collecting written opinions, all meeting minutes and resolutions and decisions shall be approved. The approval of the General Meeting of Shareholders must be sent to the SBV, the State Securities Commission, and the Securities Depository Center.</i></p>	<p><b>Article 17. Preparing meeting minutes and announcing resolutions of the General Meeting of Shareholders</b></p> <p>...</p> <p><i>5. ... Resolutions, Minutes of the General Meeting of Shareholders, the appendix with the list of shareholders registered to attend with their signatures, proxies for attending the meeting, all documents attached to the Minutes (if any), and relevant documents included with the meeting invitation must be disclosed in accordance with legal regulations on information disclosure in the securities market, and sent to the State Bank of Vietnam within fifteen (15) days from the end of the meeting or from the end of the vote counting in the case of collecting written opinions.</i></p>	<p>Adjust in accordance with the disclosure regulations in point b, Clause 3, Article 10 of Circular 96/2020/TT-BTC</p>
<p><b>Article 18. Procedures for passing resolutions of the General Meeting of Shareholders by obtaining written opinions of shareholders</b></p> <p>...</p> <p>3. In cases where a decision is approved by collecting written opinions, the resolution of the General Meeting of Shareholders shall be approved if it is agreed upon by shareholders representing more than fifty percent (50%) of the total votes of all shareholders entitled to vote</p>	<p><b>Điều 18. Procedures for passing resolutions of the General Meeting of Shareholders by obtaining written opinions of shareholders</b></p> <p>...</p> <p>3. In cases where a decision is approved by collecting written opinions, the resolution of the General Meeting of Shareholders shall be approved if it is agreed upon by shareholders representing more than fifty percent (50%) of the total votes of all shareholders entitled to vote <i>except for the cases specified in Point b, Clause 13 Article 15, which must be approved by shareholders representing more than</i></p>	<p>Supplement the approval percentage for certain contents as stipulated in points c, d, Clause 4, Article 67 of the Law on Credit Institutions.</p>



CURRENT CHARTER	NEW CHARTER DRAFT (The amended and supplemented contents compared to the current Charter are <i>italicized and underlined</i> )	AMENDMENTS/ BASIS
	<i>sixty-five percent (65%) of the total voting shares of all shareholders entitled to vote</i>	
<b>Article 21. Roles, Duties, and Powers of the Board of Directors</b>  4. The specific rights and obligations of the Board of Directors are detailed in the Charter of KienlongBank of <u>the Bank</u> and current legal regulations.	<b>Article 21. Roles, Duties, and Powers of the Board of Directors</b>  4. The specific rights and obligations of the Board of Directors are detailed in the Charter of KienlongBank and current legal regulations.	Correct mistake