

RESOLUTION

2025 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS  
KIEN LONG COMMERCIAL JOINT STOCK BANK DATED 15/07/2025

*Re: Amendments and Supplements to the  
Charter of Kienlong Commercial Joint Stock Bank*

GENERAL MEETING OF SHAREHOLDERS  
KIEN LONG COMMERCIAL JOINT STOCK BANK

- Pursuant to the Law on Credit Institutions No. 32/2010/QH15 dated January 18, 2024;
- Pursuant to the current 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-DHDCD dated July 15, 2025.

RESOLVE:

Article 1. Approve the amendments and supplements of the Charter as follows:

1. Amending and supplementing item (iv), point k, clause 1, Article 1:

*“(iv) Kien Long Commercial Joint Stock Bank or 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.”*

2. Amending and supplementing Clause 3 Article 2:

*“The head office is located at: No. 40-42-44 Pham Hong Thai, Rach Gia Ward, An Giang Province.*

- Phone: (+84) 0297 3869950
- Fax: (+84) 0297 3877541
- Email: kienlong@kienlongbank.com
- Electronic information: www.kienlongbank.com”

3. Amending and supplementing Clause 10, Article 29:

*“10. An organizational shareholder has the right to appoint one or more authorized representatives to exercise its shareholder rights in accordance with the law. If more than one (01) authorized representative is appointed, the specific number of shares and voting rights 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*



*sh*



*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:*

- a. Name, contact address, nationality, number and date of the establishment decision or business registration of the shareholder;*
- b. Number of shares, type of shares, and date of shareholder registration at KienlongBank;*
- c. Full name, contact address, nationality, legal document number of each authorized representative;*
- d. Number of shares authorized for representation;*
- đ. Duration of the authorized representation;*
- e. Full name, signature of the authorized representative, and the legal representative of the shareholder.*

*KienlongBank must send the notification of the authorized representative of a foreign organizational shareholder as specified in this clause to the business registration authority within three (03) working days from the date of receiving the notification."*

4. Amending and supplementing Point d, Clause 5, Article 33:

*"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 otherwise stipulated by securities law."*

5. Amending and supplementing Point c Clause 2 Article 35:

*"c. KienlonBank may redeem each shareholder's shares in proportion to their share in KienlongBank. In this case, KienlongBank's decision to repurchase shares must be notified by a method that is guaranteed to reach all shareholders within thirty (30) days from the date of approval of such decision. The notice must contain the name, address of the head office of KienlongBank, the total number of shares and types of shares to be redeemed, the redemption price or the principle of re-pricing, the payment procedure and term, and the procedure and deadline, for shareholders to offer their shares to KienlongBank.*

*Shareholders agreeing to resell shares must send their shares offering by a guaranteed method to KienlongBank within thirty (30) days from the date of notification. The written consent to sell shares must contain the full name, contact address and number of legal papers of the individual, for individual shareholders; name, enterprise code or number of legal papers of the organization, head office address, for shareholders being organizations; number of shares owned and number of shares agreed to sell; payment methods; signature of the shareholder or the shareholder's legal representative. KienlongBank only repurchases shares within the above time limit.*

*The repurchase of shares from shareholders by KienlongBank must ensure compliance with legal regulations."*



6. Amending and supplementing Point a, b Clause 3 Article 35:

*"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 regulations on securities;*

*b. Shares redeemed under the provisions of this Article shall be considered as unsold shares;"*

7. Amending and supplementing Point d Clause 5 Article 39:

*"d. To be free to transfer shares, share purchase rights unless the Law on Enterprises, Law on Credit Institutions and this Chartered provide for restrictions on the transfer of shares."*

8. Amending and supplementing Clause 1, Article 41:

*"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."*

9. Amending and supplementing Clause 1 Article 47:

*"1. 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. Those registered to attend the meeting will be issued a voting card corresponding to the number of issures to be voted on in the meeting agenda."*

10. Amending and supplementing Clause 4 Article 48:

*"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).*

*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.*

*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."*

11. Amending and supplementing Clause 2, 6 Article 49:

*"2. Decisions of the General Meeting of Shareholders on the following issues must be passed by voting at the General Meeting of Shareholders:*

- a. Approve the development orientation of KienlongBank;*
- 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;*
- c. Decide on the division, separation, consolidation, merger, conversion of legal form, dissolution, or request the Court to initiate bankruptcy proceedings for KienlongBank;*
- 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.*

...

*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 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."*

12. Amending and supplementing Clause 5 Article 73:

*"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."*

13. Amending and supplementing Clause 1, 8 Article 100:

*"1. KienlongBank shall pay dividends to shareholders when the following conditions are met:*

- a. KienlongBank has fulfilled its tax obligations and other financial obligations in accordance with the law;*
- b. KienlongBank has made appropriations to funds and offset previous losses in accordance with the law and the Charter;*
- c. Immediately after paying all dividends, KienlongBank still ensures the full payment of due debts and other asset obligations.*

...



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."

14. Amending and supplementing Clause 5 Article 112:

"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 financial statements, quarterly and six (06)-month reports of KienlongBank must be published on KienlongBank's website."

15. Amending and supplementing Clause 2 Article 129:

"2. The term of operation is extended when there are sixty-five percent (65%) or more of the total voting rights of the voting shareholders present in person through authorized representatives at the General Meeting of Shareholders approve"

**Article 2.** This Resolution was approved by the General Meeting of Shareholders and takes effect from July 15, 2025.

**Article 3.** All shareholders, Board of Directors, Board of Supervisors, Board of Executives, units under KienlongBank and related units are responsible for implementing this Resolution.

**Recipients:**

- As per Article 3;
- 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);
- Board of Supervisors (to report);
- Website KienlongBank;
- Archived at Board of Directors Office.

ON BEHALF OF GENERAL  
MEETING OF SHAREHOLDERS

CHAIRMAN



Trần Ngọc Minh