VIETNAM MARITIME COMMERCIAL JOINT STOCK BANK

No: /NQ-ĐHĐCĐ

DRAFT

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom – Happiness

Hanoi, date month year 2026

RESOLUTION
(Approving certain matters via written ballot of shareholders)

GENERAL MEETING OF SHAREHOLDERS

- *Pursuant to the Law on Enterprises 2020, , as amended and supplemented from time to time;*
- *Pursuant to the Law on Credit Institutions 2024, , as amended and supplemented from time to time;*
- *Pursuant to the Charter of Vietnam Maritime Commercial Joint Stock Bank (MSB);*
- *Pursuant to the Minutes of Counting Written Shareholder Ballots dated .../.../2026 of MSB.*

RESOLUTION:

Article 1. To approve the policy on the establishment of a single-member limited liability commercial bank wholly owned by MSB in the Vietnam International Financial Center (VIFC), in accordance with Proposal No. 123/2026/TT-HĐQT dated September 28, 2026.

1. To assign and authorize the Board of Directors of MSB to decide on/approve the following matters: the name; the specific charter capital, total investment capital, method of capital contribution, and capital contribution roadmap in accordance with the law and operational requirements; the location of the head office, organizational structure, governance model, executive management apparatus, and other matters; perform or direct the preparation and finalization of licensing dossiers in accordance with regulations, and complete necessary procedures with competent authorities; sign, amend, and supplement dossiers, documents, and instruments related to the process of establishment and operation of the subsidiary bank; and decide on other necessary matters to implement the policy approved by the General Meeting of Shareholders, ensuring compliance with legal provisions and the best interests of MSB.
2. In the course of implementing the above matters, the Board of Directors shall be entitled to exercise and/or direct, assign, delegate tasks to, and authorize members of the Board of Directors and/or the Chief Executive Officer (General Director), units, and individuals within MSB to perform any rights or duties so assigned as specified above, to ensure the completion of the establishment of the single-member limited liability commercial bank wholly owned by MSB in the VIFC.

Article 2. To approve in principle and adopt the capital contribution and share purchase by MSB to acquire a subsidiary operating in the securities sector (Target Company), in accordance with Proposal No. 124/2026/TT-HĐQT dated September 28, 2026 (Proposal No. 124).

1. To approve the preliminary scheme for capital contribution/share purchase to acquire the Target Company in accordance with Proposal No. 124.
2. To authorize the Board of Directors with full powers to decide on/approve the following matters:

a) Consider and decide on all matters relating to the implementation, identification, evaluation, and selection of a suitable Target Company for MSB to contribute capital to or purchase shares of, as specified in the section above;

b) Formulate the plan for capital contribution/share purchase in the Target Company on the basis of ensuring compliance with the contents of the preliminary scheme approved by the General Meeting of Shareholders; decide on any adjustments/modifications to the plan to suit MSB's capital contribution to or share purchase in the Target Company;

c) Have full authority to work, discuss, negotiate, and agree with the seller(s)/cooperating partner(s) and relevant parties; work, discuss, and reach agreement with competent authorities, and decide on all matters relating to the aforementioned transactions, including but not limited to deciding on the form of transaction, ownership level/ratio, purchase price, and specific transaction terms; negotiate, amend, supplement, execute, and perform relevant contracts, agreements, and documents; work with relevant state management agencies, organizations, and individuals; and decide on any matters arising during implementation to ensure the completion of the transaction in accordance with MSB's interests and legal regulations;

d) In the course of implementing the above matters, the Board of Directors shall be entitled to exercise and/or direct, assign, delegate tasks to, and authorize its members and/or the Chief Executive Officer (General Director), units, and individuals within MSB to perform any rights or duties so assigned as specified above, to ensure the completion of the capital contribution to and share purchase in the Target Company.

Article 3. To approve in principle and adopt the capital contribution and share purchase by MSB to establish or acquire a subsidiary operating in the life insurance sector in Vietnam, in accordance with Proposal No. 125/2026/TT-HĐQT dated September 28, 2026.

1. To assign the Board of Directors to proactively approve and select one of the following two options to formulate a detailed plan.

a) Contribute capital to establish a subsidiary operating as a life insurance company in Vietnam;

b) Contribute capital or purchase shares to acquire an existing life insurance company to make it a subsidiary of MSB.

2. To authorize the Board of Directors with full powers to decide on/approve the following matters:

a) Formulate a detailed plan for capital contribution and share purchase to establish/acquire a subsidiary operating in the life insurance sector in Vietnam on the basis of ensuring compliance with the approval of the General Meeting of Shareholders; decide on any adjustments or modifications to the plan to suit MSB's capital contribution and share purchase to establish/acquire a subsidiary operating in the life insurance sector in Vietnam;

b) Consider, decide on, and organize the implementation of matters relating to capital contribution for new incorporation and/or capital contribution and receipt of share transfers to acquire a life insurance enterprise in order to form a life insurance subsidiary of MSB in Vietnam;

c) Have full authority to work, discuss, and negotiate with co-operating partners and relevant parties; work, discuss, reach agreement with competent authorities, and decide on all matters relating to the aforementioned contents, including but not limited to selecting the target enterprise; conducting legal, financial, tax, and business operation due diligence; negotiating, executing, and amending transaction documents; deciding on the investment value, charter capital amount, ownership structure, share transfer plan, and capital increase plan (if any); deciding on transaction details and documents executed and/or entered into by MSB to perform the transaction, as well as all other matters during MSB's process of capital contribution and share purchase to establish or acquire the Subsidiary; deciding on amendments, supplements, and revisions to investment plans, matters, and transactions as agreed upon with competent authorities, partners, and other relevant parties;

d) In the course of implementing the above matters, the Board of Directors shall be entitled to exercise and/or direct, assign, delegate tasks to, and authorize members of the Board of Directors and/or the Chief Executive Officer (General Director), units, and individuals within MSB to perform any rights or duties so assigned as specified above, to ensure the completion of MSB's capital contribution and share purchase to establish/acquire a subsidiary operating in the life insurance sector in Vietnam.

Article 4. To approve in principle and adopt the capital contribution by MSB to establish a subsidiary operating in the non-life insurance sector in Vietnam, in accordance with Proposal No. 126/2026/TT-HĐQT dated September 28, 2026 (Proposal No. 126).

1. To approve the Preliminary Scheme for capital contribution to establish a subsidiary operating as a non-life insurance company in accordance with the Appendix attached to Proposal No. 126.
2. To authorize the Board of Directors with full powers to decide on/approve the following matters:

a) Formulate a specific capital contribution plan to establish a subsidiary operating in the non-life insurance sector in Vietnam on the basis of ensuring

compliance with the approval of the General Meeting of Shareholders; decide on any adjustments or modifications to the Capital Contribution Plan to suit MSB's capital contribution to establish a subsidiary operating in the non-life insurance sector in Vietnam;

b) Consider, decide on, and organize the implementation of the capital contribution plan to establish a subsidiary of MSB operating in the non-life insurance sector in Vietnam;

c) Have full authority to work, discuss, and negotiate with co-operating partners and relevant parties; work, discuss, and reach agreement with competent authorities, and decide on all matters relating to the aforementioned contents, including but not limited to deciding on the investment value, charter capital amount, ownership structure; negotiating, amending, supplementing, executing, and performing relevant contracts, agreements, and documents; and deciding on any matters arising during implementation to ensure the completion of the transaction in accordance with MSB's interests and legal regulations;

d) In the course of implementing the above matters, the Board of Directors shall be entitled to exercise and/or direct, assign, delegate tasks to, and authorize members of the Board of Directors and/or the Chief Executive Officer (General Director), units, and individuals within MSB to perform any rights or duties so assigned as specified above, to ensure the completion of the capital contribution to establish a subsidiary operating in the non-life insurance sector in Vietnam.

Article 5. To approve the plan for the second charter capital increase in 2026, in accordance with Proposal No. 127/2026/TT-HĐQT dated September 28, 2026 (Proposal No. 127).

1. To approve the plan to increase MSB's charter capital from VND 37,440,000,000,000 to an expected amount of VND 46,800,000,000,000 through a public offering of shares to existing shareholders, in accordance with the Charter Capital Increase Plan attached to Proposal No. 127.
2. To approve the update of the charter capital increase details specified in Section II of Proposal No. 127 into the Bank's Establishment and Operation License and Charter, based on the actual results of the charter capital increase after receiving approval from regulatory authorities and according to the implementation timing, in compliance with applicable laws.
3. To assign, authorize, and delegate tasks to the Board of Directors to perform the following matters:

a) Decide on and execute all relevant tasks and procedures to complete the public offering of shares to existing shareholders for the purpose of increasing charter capital;

b) Decide on the amendment, supplementation, adjustment, and/or ratification/approval/adoption of all modified/finalized documents of the Charter Capital Increase Plan approved by the General Meeting of Shareholders, to suit the practical operational needs of MSB and legal

regulations, ensure the rights of MSB shareholders, and comply with instructions of competent management authorities (if any), in order to effectively implement the charter capital increase;

c) Adjust the allocation of proceeds collected from the offering/issuance for the approved capital utilization purposes, or change the purpose of using proceeds collected from the issuance to align with actual circumstances and the law, and report to the nearest General Meeting of Shareholders on adjustments related to this capital utilization plan;

d) Prepare a detailed capital utilization plan for each purpose of using the proceeds from the offering. Balance and utilize capital in accordance with the Bank's business performance, ensuring capital efficiency and shareholder interests;

e) Decide on the timing of the share offering, the record date to close the list of shareholders for exercising rights, and the timing of additional share listing, ensuring shareholder interests in alignment with MSB's operations and legal regulations;

f) Decide on a plan to ensure that the share offering complies with MSB's maximum foreign ownership limit;

g) Formulate a plan for handling fractional shares, arising fractional shares, and undistributed shares (if any) during the issuance, ensuring compliance with legal regulations;

h) Implement, decide on, and approve detailed matters and the contents of registration dossiers and/or necessary instruments, dossiers, and documents relating to additional registration and depository at the Vietnam Securities Depository and Clearing Corporation (VSDC) and additional trading registration at the Ho Chi Minh City Stock Exchange (HOSE) for the total number of additional shares actually offered successfully, in compliance with relevant legal provisions;

i) Block the Bank account during the period investors transfer money to subscribe for the issued shares. Confirm the payment results, prepare the Issuance Result Report, and submit it to the State Securities Commission within the prescribed time limit. The utilization of proceeds from the issuance in the blocked account must ensure compliance with legal regulations;

j) Proactively decide on and implement other tasks (if arising) to ensure the successful execution of the charter capital increase approved by the General Meeting of Shareholders.

Article 6. To approve the amendments and supplements to MSB's Charter, Corporate Governance Regulations, Regulations on the Organization and Operation of the Board of Directors, and Regulations on the Organization and Operation of the Supervisory Board, in accordance with Proposal No. 128/2026/TT-HĐQT dated September 28, 2026.

To assign and authorize the Board of Directors, the Legal Representative, and the Supervisory Board to perform necessary procedures to promulgate the Charter, Corporate Governance Regulations, Regulations on the Organization and Operation of the Board of Directors, and Regulations on the Organization and Operation of the Supervisory Board.

Article 7. Effectiveness

1. This Resolution shall take effect from the date of signing. Members of the Board of Directors, the Supervisory Board, and the Executive Board shall, based on their

respective functions, duties, and powers, be responsible for organizing and implementing this Resolution.

2. The Resolution of the General Meeting of Shareholders approving the above contents shall take effect from the date of issuance without time limitation, unless otherwise replaced or amended by another Resolution of MSB's General Meeting of Shareholders.

FOR AND ON BEHALF OF
THE GENERAL MEETING OF SHAREHOLDERS
CHAIRMAN OF THE BOARD OF DIRECTORS

(Signed and sealed)

TRAN ANH TUAN

Recipients:
- *General Meeting of Shareholders;*
- *Banking Supervisory Authority;*
- *State Securities Commission;*
- *BOD, Supervisory Board;*
- *Executive Board;*
- *Website MSB;*
- *Filed in archives.*