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# PROPOSAL ON PLAN OF INCREASING CHARTER CAPITAL THROUGH THE ISSUANCE OF SHARES FOR DIVIDEND PAYMENT

2026

**Submit to: General Meeting of Shareholders of VietinBank Securities Joint Stock Company**

The Board of Directors of VietinBank Securities Joint Stock Company (the “Company” / “VBSE”) respectfully submits to the General Meeting of Shareholders for approval the Plan to increase charter capital through the issuance of shares for dividend payment from the Company’s undistributed after-tax profits as of the end of 2025 (the “**Plan to increase charter capital through the issuance of shares for dividend payment**”), specifically as follows:

## **1. Demand and Necessity of Charter Capital Increase**

Charter capital and owners’ equity are crucial factors that play a decisive role in determining financial safety indicators and operational limits for securities companies in general and for the Company in particular. These factors include the debt limit for increasing capital resources (not exceeding 05 times owners’ equity), the outstanding margin trading loan limit for the entire Company (not exceeding 200% of owners’ equity), the margin trading loan limit for a single client (not exceeding 03% of owners’ equity), the margin trading loan limit for a specific type of securities (not exceeding 10% of owners’ equity), and the investment limits in corporate bonds, shares, capital contributions, and business projects, as well as the underwriting limits of the Company.

At VBSE, the Company aims to continue promoting the development of both potential and core business activities in alignment with market trends, thereby increasing revenue from key business segments with the following goals: increasing brokerage market share, increasing outstanding loans for margin trading, expanding loan limits to be flexible in sourcing funds, optimizing input costs for business activities, while continuing to develop consulting, agency, securities underwriting, capital arrangement and increasing profits from proprietary trading activities.

Accordingly, the increase in charter capital for VBSE serves as a foundation for future capital raises, aiming to strengthen the Company’s charter capital and owners’ equity. This is essential and timely for expanding operational limits, meeting capital demands for upcoming development plans and objectives, and aligning with prevailing market trends. Large charter capital and owners’ equity will also create conditions for the Company to



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optimize capital costs, increase competitiveness, improve trading market share and enhance the Company's image and position in both domestic and international markets. In addition, with this increase in charter capital, the Company seek to reinvest capital effectively and for the right purpose to bring new increases in long-term benefits to shareholders as well as expect to increase the value of the entire Company and the value of the Company's shares for investors.

## **2. Legal basis of the Plan**

- Law on Enterprises No. 59/2020/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020, and its amendments, supplements and guiding documents on implementation;
- Law on Securities No. 54/2019/QH14 was approved by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019, and its amendments, supplements and guiding documents on implementation;
- Decree No. 155/2020/NĐ-CP dated December 31, 2020 of the Government detailing the implementation of a number of articles of the Securities Law;
- Decree No.245/2025/NĐ-CP dated September 11, 2025 of the Government on amending and supplementing several articles of Decree No. 155/2020/NĐ-CP dated December 31, 2020, of the Government detailing the implementation of several articles of the Law on Securities;
- Circular No. 118/2020/TT-BTC dated December 31, 2020 of the Ministry of Finance guiding a number of contents on offering, issuing securities, public offering, repurchasing shares, registering public companies and canceling public company status and its amendments and supplements;
- Regulations on listing and trading of listed securities issued along with Decision No. 22/QĐ-HĐTV dated April 18, 2026 of the Board of Members of the Vietnam Stock Exchange;
- Regulation on registration and transfer of ownership of securities at the Vietnam Securities Depository and Clearing Corporation was issued along with Decision No. 07/QĐ-HĐTV dated February 03, 2026 of the Board of Members of the Vietnam Securities Depository and Clearing Corporation;
- Regulation on exercising rights for shareholders at the Vietnam Securities Depository and Clearing Corporation was issued along with Decision No. 38/QĐ-HĐTV dated April 29, 2025 of the Board of Members of the Vietnam Securities Depository and Clearing Corporation;
- Charter on Organization and Operation of VietinBank Securities Joint Stock Company;
- Relevant legal documents.

## **3. Plan to increase charter capital through the issuance of shares for dividend payments**

### 3.1. Amount of incremental charter capital:

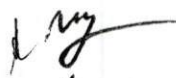
- Charter capital at the time of issuance: VND 2,126,934,380,000.
- Expected additional charter capital: VND 595,541,620,000.
- Expected total charter capital after completing all shares issuance for dividend payments: VND 2,722,476,000,000.

### 3.2. Plan to increase charter capital through the issuance of shares for dividend payments:

- Name of issued shares : Shares of VietinBank Securities Joint Stock Company.
- Stock symbol : CTS
- Type of shares : Ordinary shares
- Par value : VND 10,000/share (Ten thousand dong per share).
- Total issued shares : 212,693,438 shares.
- Number of treasury shares : 0 share.
- Number of outstanding shares : 212,693,438 shares.
- Number of expected issued shares : 59,554,162 shares.
- Expected total number of shares after completing all shares issuance for dividend payments : 272,247,600 shares.
- Estimated Total Issuance Value (at Par Value) : 595,541,620,000 VND.  
*(The number of shares to be issued and the total specific issuance value will be determined based on the number of outstanding shares as of the record date for exercising to receive stock dividends of the Company).*
- Issuance ratio : 28%, corresponding to the right exercise ratio of 100 : 28  
*(The number of shares to be issued, total issuance value at par value, specific issuance ratio will be implemented in accordance to approval of the competent Authority (if any)).*

- Issued to : Existing shareholders of VietinBank Securities Joint Stock Company, whose names are on the shareholders list as determined by Vietnam Securities Depository and Clearing Corporation as of the Record date to exercise the right receive stock dividends in accordance with the approved issuance plan and in accordance with the provisions of law.
- Source of fund : Undistributed after-tax profits by the end of 2025 of the Company (*based on data in the audited 2025 financial statements*) (*Details in Appendix 01 attached*).
- Issuance period : In 2026.  
The General Meeting of Shareholders (GMS) authorizes the Company's Board of Directors (BOD) to decide on the specific issuance time after receiving approval from the competent authority (*if any*).
- Completion time : The period for completing the increase in charter capital shall be implemented according to the provisions of the license/approval of the competent authority.
- Solution for dealing with fractional shares : The number of dividends shares to be received by each shareholder will be rounded down to the nearest whole share to ensure that the total number of distributed shares does not exceed the total number of shares to be issued. Any fractional shares (if any) will be canceled and not implemented, and the new charter capital will be registered based on the actual number of shares distributed.

*For example: As of the record date for the stock dividend issuance, shareholder A owning 15 shares of the Company will receive 4.2 the number of newly issued dividends share, however, due to rounding down to the nearest whole share, shareholder A will actually receive 04 new shares*

  
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- Adjust the registered securities quantities, Supplementary Listings, and Admission to Trading : The additional issued shares shall be subject to adjustments to the registered securities quantity at the Vietnam Securities Depository and Clearing Corporation and additionally listed at the Ho Chi Minh City Stock Exchange in accordance with current laws.

#### **4. Rights and obligations of investors receiving additional issued shares:**

- Organizations and individuals receiving shares of the Company's charter capital increase are responsible for complying with the provisions of law, the Company's Charter and the Plan of increasing charter capital through issuance of shares for dividend payments in this Proposal.

- Organizations and individuals receiving shares of the Company's charter capital increase are treated equally and enjoy all the rights of the Company's shareholders in accordance with the provisions of law.

#### **5. Current and expected shareholder structure after increasing charter capital through issuing shares to pay dividends:**

- Details according to the attached Appendix 02.

#### **6. Content submitted to the Company's General Meeting of Shareholders for approval:**

The Board of Directors of VietinBank Securities Joint Stock Company respectfully submits to the General Meeting of Shareholders for consideration and approval:

- 6.1. Approve the *"Plan of increasing charter capital through the issuance of shares for dividend payments from undistributed after-tax profits by the end of 2025"* of the Company.
- 6.2. Approve the amendment of the Company's Charter on Organization and Operation in accordance with the updated charter capital and the increased number of shares.
- 6.3. Approve the Adjustment of the registered securities quantity at Vietnam Securities Depository and Clearing Corporation (VSDC), registration of additional listing of shares issued according to the above issuance plan at the Ho Chi Minh City Stock Exchange (HOSE).
- 6.4. Approve the authorization of the General Meeting of Shareholders and assignment to the Company's Board of Directors:
  - Decide, adjust and complete the Company's *"Plan of increasing charter capital through the issuance of shares for dividend payments from undistributed after-tax profits by the end of 2025"* based on the approval of the competent authority/request of the competent authority (if any).

- Approve the revised content, consolidate the full text, and promulgate the Charter of Organization and Operation of the Company in accordance with the updated charter capital and the increased number of shares.
- Decide, approve the contents and implement all necessary tasks and procedures to implement: increase charter capital, issue shares to pay dividends, change the Company's Establishment and Operation License and Business Registration Certificate, adjust the information on the quantity of securities registered at VSDC, register additional listing of shares at HOSE and other procedures as prescribed by law.
- Decide on other issues related to increasing the Company's charter capital.

Respectfully submitting to the General Meeting of Shareholders for approval.

Hanoi, April 20, 2026

**ON BEHALF OF BOARD OF DIRECTOR**

**CHAIRMAN**



**Tran Phuc Vinh**

**APPENDIX 01**

**CAPITAL SOURCE TO INCREASE THE COMPANY'S CHARTER CAPITAL THROUGH ISSUING SHARES TO PAY DIVIDENDS**  
*(Attached to Proposal on Plan of increasing charter capital through the issuance of shares for dividend payments submitted to the 2026 AGM of the Company)*

*Unit: VND*

<b>No</b>	<b>Items</b>	<b>Amount</b>	<b>Note</b>
1	Undistributed realized profit after tax until the end of 2025 (according to data in audited 2025 financial statements)	631,867,774,163	(1)
2	Profit after tax in 2025 (according to data in audited financial statements in 2025)	577,371,584,960	(2)
3	Realized profit after tax in 2025 (calculated according to audited financial statements in 2025)	616,832,933,233	(3)
4	Appropriation of the Bonus Fund and Welfare Fund from the realized profit after tax in 2025	33,240,470,400	(4)
5	Undistributed after-tax profits by the end of 2025 can be utilized for dividend payments	598,627,303,763	(5) = (1)-(4)
6	Ratio of shares issued for dividend payments from undistributed after-tax profits by the end of 2025	28%	(6)
7	Source of capital to pay expected stock dividends (from Undistributed after-tax profits by the end of 2025) (i)	<b>595,541,620,000</b>	(7)
8	Undistributed after-tax profits by the end of 2025 remaining after appropriation and dividend payment (ii)	3,085,683,763	(8) = (5)-(7)

*(i), (ii): According to the Plan for handling fractional shares, the number of shares issued to pay dividends to each shareholder will be rounded down to the nearest unit to ensure that the total number of shares distributed does not exceed the total number of shares issued, and the decimal number of fractional shares (if any) will be canceled and not implemented. The final figures in items (i) and (ii) will be recalculated based on the actual share issuance results of the Company.*



**APPENDIX 02**

**EXPECTED SHAREHOLDER STRUCTURE BEFORE AND AFTER INCREASING CHARTER CAPITAL THROUGH THE ISSUANCE OF SHARES FOR DIVIDEND PAYMENTS OF THE COMPANY (\*)**

*(Attached to Proposal on Plan of increasing charter capital through the issuance of shares for dividend payments submitted to the 2026 AGM of the Company)*

No	Name of Shareholder	Business code	Current number of shares owned (shares)	Current ownership ratio	Number of shares expected to be issued for dividend payments (shares)	Value of additional shares issued to pay expected dividends (VND)	Number of shares expected to be owned after the Company increases its charter capital (shares)	Expected charter capital after the Company issues shares to pay dividends (VND)	Expected ownership ratio after the Company increases charter capital
<b>I</b>	<b>Shareholders holding 5% or more of the Company's equity</b>								
1	Vietnam Joint Stock Commercial Bank for Industry and Trade	0100111948	160,873,331	75.636%	45,044,532	450,445,320,000	205,917,863	2,059,178,630,000	75.636%
<b>II</b>	<b>Other shareholder</b>								
1	Other shareholder	-	51,820,107	24.364%	14,509,629	145,096,290,000	66,329,736	663,297,360,000	24.364%
<b>III</b>	<b>Treasury shares</b>								
1	Treasury shares	-	0	0%	0	0	0	0	0%
<b>TOTAL (**)</b>			<b>212.693.438</b>	<b>100%</b>	<b>59.554.162</b>	<b>595.541.620.000</b>	<b>272.247.600</b>	<b>2.722.476.000.000</b>	<b>100%</b>

*(\*) Provisional calculation based on data as of March 24, 2026, the Company's latest record date. The final data will be based on the actual shareholder structure before issuance and the results after issuing shares to pay dividends of the Company.*

*(\*\*) As the number of newly issued shares received by each shareholder will be rounded down to the nearest whole unit, the total number of additional shares expected to be issued for stock dividends based on the shareholder structure calculated in the table above will be 01 share less than the result of multiplying the total 212,693,438 outstanding shares before issuance by the 28% issuance rate (equivalent to 59,554,162 shares as shown in the TOTAL figures above).*