

KIEN LONG COMMERCIAL JOINT
STOCK BANK
No.: 03/NQ-DHDCD

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness
An Giang, July 15, 2025

RESOLUTION
OF THE GENERAL MEETING OF SHAREHOLDERS OF KIEN LONG
COMMERCIAL JOINT STOCK BANK
EXTRAORDINARY MEETING ON JULY 15, 2025
Re: Amendment and Supplementation of the Charter of Kien Long Commercial Joint
Stock Bank

- 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;
- 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.

HEREBY RESOLVES:

Article 1. To approve the amendment and supplementation of several provisions in the Charter as follows:

1. Amend and supplement item (iv), point k, Clause 1, Article 1 of the Charter:
“(iv) Kien Long Commercial Joint Stock Bank or Kien Long Commercial Joint Stock Bank and its related persons directly or indirectly control the adoption of resolutions or decisions of the General Meeting of Shareholders, Board of Directors, or Members’ Council of that company.”
2. Amend and supplement Clause 3, Article 2 of the Charter:
“Head office located at: 40-42-44 Pham Hong Thai Street, Rach Gia Ward, An Giang Province.
- Telephone: (+84) 0297 3869950
- Fax: (+84) 0297 3877541
- Email: kienlong@kienlongbank.com
- Website: www.kienlongbank.com”
3. Amend and supplement Clause 10, Article 29 of the Charter:
“10. Institutional shareholders have the right to appoint one or more authorized representatives to exercise their shareholder rights in accordance with the law. If more than one (01) authorized representative is appointed, the specific number of shares and voting rights of each representative must be specified. If the shareholder does not specify the number of shares corresponding to each authorized representative, the shares will be divided equally among all authorized representatives. The appointment, termination, or change of an authorized representative must be notified in writing to KienlongBank at the earliest possible time. The notification must include the following main contents:

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

KienlongBank must notify the business registration authority of the authorized representative of a foreign institutional shareholder as stipulated in this clause within three (03) working days from the date of receipt of the notification. "

4. Amend and supplement point d, Clause 5, Article 33 of the Charter:

"d. In the event that the number of shares intended for issuance is not fully subscribed by existing shareholders and transferees of pre-emptive rights, the remaining shares shall be managed by the Board of Directors. The Board may distribute such shares to KienlongBank's shareholders or others in a reasonable manner, provided that the terms are not more favorable than those offered to existing shareholders, unless otherwise approved by the General Meeting of Shareholders or stipulated by securities law. "

5. Amend and supplement point c, Clause 2, Article 35 of the Charter:

"c. KienlongBank may repurchase shares from each shareholder proportionate to their holdings in KienlongBank. In such cases, the share repurchase decision must be notified by a secured method to all shareholders within thirty (30) days from the date of the decision. The notification must include the name, head office address of KienlongBank, total number and types of shares to be repurchased, repurchase price or pricing principle, payment procedures and deadline, and procedures and deadline for shareholders to offer their shares to KienlongBank.

Shareholders agreeing to sell their shares must submit their offers via a secured method to KienlongBank within thirty (30) days from the date of notification. The offer letter must include full name, contact address, legal identification number (for individual shareholders), name, enterprise code or legal document number, and head office address (for organizational shareholders); number of shares held and agreed to sell; payment method; and signature of the shareholder or their legal representative. KienlongBank shall only repurchase shares within the mentioned time frame.

The repurchase of shareholders' shares by KienlongBank must comply with legal regulations. "

6. Amend and supplement points a and b, Clause 3, Article 35 of the Charter:

"a. KienlongBank may only make payment for repurchased shares as per Clauses 1 and 2 of this Article if, after such payment, it can still fully pay due debts and other property obligations, ensure safety ratios in operation, maintain the actual charter

capital above the legal capital, and meet other conditions as regulated by the State Bank of Vietnam (SBV). If the repurchase leads to a decrease in charter capital, prior written approval from the SBV is required. The application and procedure for approval of charter capital change must comply with regulations of the SBV and securities laws;

b. Repurchased shares under this Article shall be considered unsold shares."

7. Amend and supplement point d, Clause 5, Article 39 of the Charter:

"d. Shareholders have the right to freely transfer shares and share purchase rights, except where restricted by the Law on Enterprises, the Law on Credit Institutions, or this Charter."

8. Amend and supplement Clause 1, Article 41 of the Charter:

"1. The General Meeting of Shareholders shall convene annually. The annual meeting must be held within four (04) months from the end of the fiscal year. In addition to the annual meeting, extraordinary meetings may be held."

9. Amend and supplement Clause 1, Article 47 of the Charter:

"1. Prior to the meeting opening, KienlongBank must carry out shareholder registration and continue registration until all eligible shareholders present have completed registration. Each registered shareholder shall receive voting cards corresponding to the items on the agenda."

10. Amend and supplement Clause 4, Article 48 of the Charter:

"4. The minutes of the General Meeting of Shareholders must be sent to all shareholders within fifteen (15) days from the conclusion of the meeting. Posting on KienlongBank's website (if any) may substitute for sending ballot minutes.

The meeting minutes, the appendix of registered shareholders, approved resolutions, and related materials attached to the meeting invitation must be archived at the head office of KienlongBank.

The resolution, minutes of the General Meeting of Shareholders, the appendix of registered shareholders with signatures, authorization letters, all attachments (if any), and other relevant documents must be disclosed in accordance with securities disclosure laws and sent to the SBV within fifteen (15) days from the end of the meeting or the end of voting by written opinion."

11. Amend and supplement Clauses 2 and 6, Article 49 of the Charter:

"2. The following matters must be decided by voting at the General Meeting of Shareholders:

a. Approval of KienlongBank's development orientation;

b. Decision on the number of members of the Board of Directors and Supervisory Board for each term; election, dismissal, removal, additional election, and replacement of members of the Board of Directors and Supervisory Board in accordance with standards and conditions stipulated in this Charter and relevant laws;

c. Decision on division, separation, merger, consolidation, conversion of legal form, dissolution, or request for court-initiated bankruptcy proceedings of KienlongBank;

d. Review and resolution, within its authority, of violations by the Board of Directors or the Supervisory Board causing damage to KienlongBank and its shareholders.

6. In cases where a resolution is passed by way of written opinion, it shall be approved if over fifty percent (50%) of the total voting rights of all voting shareholders agree, except for matters specified at point b, Clause 3 of this Article, which require over sixty-five percent (65%) of total voting rights of all voting shareholders."

12. Amend and supplement Clause 5, Article 73 of the Charter:

"5. In the event that the Chairperson or the minute-taker refuses to sign the meeting minutes, if all other attending members of the Board of Directors agree to approve the meeting minutes and sign it, and it contains all required contents under points a, b, c, d, e, f, g, and h of Clause 1 of this Article, then such minutes shall be valid. The minutes must clearly state the refusal of the Chairperson and the minute-taker to sign. Members who sign the minutes shall be jointly responsible for the accuracy and truthfulness of its contents. The Chairperson and the minute-taker shall bear personal liability for any damages caused to the enterprise due to their refusal to sign the minutes in accordance with this Charter and relevant laws."

13. Amend and supplement Clauses 1 and 8, Article 100 of the Charter:

"1. KienlongBank shall pay dividends to shareholders only after satisfying the following conditions:

a. KienlongBank has fulfilled its tax obligations and other financial obligations as prescribed by law;

b. KienlongBank has appropriated required reserves and covered previous losses as prescribed by law and this Charter;

c. Immediately after dividend payment, KienlongBank still ensures full payment of its due debts and other financial obligations.

8. The Board of Directors may decide on interim dividend payment if deemed appropriate based on KienlongBank's profitability and in accordance with relevant laws."

14. Amend and supplement Clause 5, Article 112 of the Charter:

"5. Reports and documents prepared by the Board of Directors, the supervisory assessment report, and the audit report must be available at the head office of KienlongBank no later than twenty-one (21) days prior to the opening date of the Annual General Meeting of Shareholders.

A summary of the audited annual financial statements, after evaluation by the Supervisory Board, shall be posted at the head office of KienlongBank and notified to all shareholders no later than twenty-one (21) days prior to the Annual General Meeting and shall be published in a local daily newspaper and one (01) national economic newspaper in three (03) consecutive issues.

Audited financial reports, quarterly and semi-annual reports of KienlongBank must be published on KienlongBank's website."

15. Amend and supplement Clause 2, Article 129 of the Charter:

"2. The term of operation may be extended when approved by at least sixty-five percent (65%) of the total voting rights of all shareholders with voting rights attending in person or through duly authorized representatives at the General Meeting of Shareholders."

Article 2. This Resolution has been adopted by the General Meeting of Shareholders and takes effect from July 15, 2025.

Article 3. All shareholders, the Board of Directors, the Supervisory Board, the Executive Board, affiliated units of KienlongBank, and related organizations and individuals are responsible for implementing this Resolution.

Attn:

- As stated in Article 3
- State Bank of Vietnam (for reporting)
- State Bank of Vietnam - Branch 15 (for reporting)
- State Securities Commission of Vietnam (for reporting)
- Hanoi Stock Exchange (for reporting)
- Supervisory Board (for reporting)
- KienlongBank website
- Achieved at Office of the Board of Directors.

**ON BEHALF OF THE GENERAL
MEETING OF SHAREHOLDERS
CHAIRPERSON
(Signed and sealed)
Tran Ngoc Minh**

Tôi, Nguyễn Thị Mai Hiền, CCCD số: 001300010089 do Cục Cảnh sát Quản lý Hành chính về Trật tự Xã hội cấp ngày 25/04/2021; cam đoan đã dịch chính xác nội dung của giấy tờ/văn bản này từ **tiếng Việt sang tiếng Anh**

I, Nguyen Thi Mai Hien, ID Card No. 001300010089 issued on 25/04/2021 by Police Department for Administrative Management of Social Order, commit that I exactly translated the content of this document from **Vietnamese to English**

Ngày 22 tháng 07 năm 2025

July 22, 2025

Người dịch

Translator

Nguyễn Thị Mai Hiền

Nguyen Thi Mai Hien

Ngày 22 tháng 07 năm 2025 (Ngày hai hai, tháng bảy, năm hai nghìn không trăm hai mươi lăm)

On July 22, 2025 (On the twenty second of July, Two thousand and twenty five)

Tại Văn phòng Công chứng Nguyễn Huệ, địa chỉ tại số 165 Giảng Võ, phường Ô Chợ Dừa, thành phố Hà Nội.

At Nguyen Hue Notary Office – Address at: No 165 Giang Vo, O Cho Dua Ward, Hanoi City.

Tôi, là Công chứng viên, Văn phòng Công chứng Nguyễn Huệ, thành phố Hà Nội.

I,

- Public Notary of the Nguyen Hue Notary Office in Hanoi city.

CHỨNG THỰC

CERTIFY THAT

- Bà Nguyễn Thị Mai Hiền, là người đã ký vào bản dịch này.

- Mrs Nguyen Thi Mai Hien is the person who signed this translation

Số chứng thực: 13457 **Quyển số:** 01 /2025 - SCT/CKND

Notarization No: **Book No:** 01/2025 – SCT/CKND

Ngày 22 tháng 07 năm 2025

July 22, 2025

CÔNG CHỨNG VIÊN

Public Notary



Nguyễn Đức Tuấn