



17/2026/NQ-HĐQT2026

Hanoi, 20<sup>th</sup> April, 2026

**RESOLUTION OF THE BOARD OF DIRECTORS**

*(V/v: Approve the implementation of the private placement of shares)*

**THE BOARD OF DIRECTORS OF  
AN BINH SECURITIES JOINT STOCK COMPANY**

- Pursuant to the Law on Enterprises dated 17 June 2020, amended and supplemented on 11 January 2022 and 17 June 2025 ("**Law on Enterprises**") and its guiding documents;
- Pursuant to the Law on Securities dated 26 November 2019, amended and supplemented on 29 November 2024 ("**Law on Securities**") and its guiding documents;
- Pursuant to the Charter of An Binh Securities Joint Stock Company;
- Pursuant to the Resolution No. 17/NQ-ĐHĐCĐ2026 dated 18<sup>th</sup> March 2026 of the General Meeting of Shareholders of An Binh Securities Joint Stock Company;
- Pursuant to the Minutes of the Meeting of the Board of Directors No. 22/BB-HĐQT2026 dated 20<sup>th</sup> April 2026,



**RESOLUTED:**

**Article 1:** Approve the implementation of the private placement of shares with the detailed terms and conditions as follows:

Issuer	:	An Binh Securities Joint Stock Company
Name of the offered share	:	Share of An Binh Securities Joint Stock Company
Number of outstanding shares	:	101.150.000 shares
Par value	:	10.000 (Ten thousand) VND/share
Type of share	:	Ordinary share

Number of shares : 200.000.000 shares  
expected to be offered

Offering price : 10.000 VND/share

Total par value of the : 2.000.000.000.000 VND  
shares proposed to be  
offered

Number of investors : Less than 100 professional investors

Offering method : Private placement, directly offered to the  
Investors

Offered investors : Professional securities investors (Investors).  
The list of prospective investors for the private  
placement, based on the criteria approved by  
the General Meeting of Shareholders, is  
attached to this Resolution.

Eligibility criteria for : Organizations and individuals satisfying the  
investors conditions of a professional investor in  
accordance with applicable laws.

List of eligible investors : The list of prospective investors for the private  
placement, based on the criteria approved by  
the General Meeting of Shareholders, is  
attached to this Resolution.

Transfer restrictions: : All privately placed shares shall be subject to  
transfer restrictions for a period of 01 year in  
respect of professional investors from the date  
of completion of the offering, in accordance  
with Article 31 of the Law on Securities 2019  
and its amendments and implementing  
regulations, except for transfers between  
professional securities investors, or transfers  
made pursuant to legally effective court  
judgments or decisions, arbitral awards or  
decisions, or inheritance in accordance with

- applicable laws.
- Expected time : Expected in Q2 of 2026, following the State Securities Commission's written approval of the offering registration dossier..
- Purpose of the offering : To supplement capital for the Company's investment and proprietary trading activities (including, but not limited to, investment in and trading of shares, bonds, and other valuable securities).  
To supplement capital for margin lending activities.
- Foreign ownership limits : The plan to ensure that the share issuance complies with the foreign ownership ratio as stipulated in Article 4 of this Resolution.
- Minimum successful offering ratio: : Not specified
- Public tender offer : Approval for the Investor to be exempt from conducting a public tender offer in accordance with applicable laws when purchasing the privately placed shares in this offering.
- Treatment of unsubscribed shares : The number of shares that Investors refuse to purchase, in whole or in part, shall be re-offered by the BOD, as authorized by the GMS, to other Investors who satisfy the approved eligibility criteria, under the offering terms and conditions approved by the GMS in this Plan and in compliance with applicable laws.
- Treatment plan in case of undersubscription : In the event that, upon completion of the offering in accordance with applicable regulations, the total number of shares proposed to be offered is not fully distributed,



the undistributed shares shall be cancelled.  
The BOD is authorized to adjust and record the total number of shares offered to reflect the actual number of shares successfully distributed in the offering.

Matters relating to the private placement of shares not specified in this Resolution shall be implemented in accordance with Resolution No. 17/NQ-ĐHĐCĐ2026 of the General Meeting of Shareholders dated 18<sup>th</sup> March, 2026.

**Article 2:** Approve the plan for use of capital raised from the private placement of shares

Total capital expected to be raised from the offering (at par value): VND 2,000,000,000,000, to be allocated for the Company's operations, including:

No.	Purpose	Proposed plan for use of capital (VND)	Expected disbursement schedule
1	To supplement capital for the Company's investment and proprietary trading activities (including, but not limited to, investment in and trading of shares, bonds, and other valuable securities).	1.500.000.000.000	From the second quarter of 2026 to the end of 2026
2	To supplement capital for margin lending activities.	500.000.000.000	From the second quarter of 2026 to the end of 2026
<b>Total</b>		<b>2.000.000.000.000</b>	

Based on the foregoing allocation and under the authorization of the General Meeting of Shareholders, and subject to the actual proceeds raised from the offering, the Board of Directors shall formulate a detailed plan for the use of proceeds to allocate and utilize the funds obtained from the share offering, and/or amend, supplement, or adjust the plan for the use of proceeds in line with the Company's business operations and in the best interests

of the shareholders. In the event of any adjustment or change to the plan for the use of proceeds from the offering, the Board of Directors shall ensure compliance with applicable regulations within its authority and report such adjustments to the General Meeting of Shareholders at the nearest meeting, in accordance with the law.

In the event that the Company does not raise the full expected amount, the capital shall be allocated on a priority basis in the following order:

- To supplement capital for the Company's investment and proprietary trading activities (including, but not limited to, investment in and trading of shares, bonds, and other valuable securities);
- To supplement capital for margin lending activities.

In the event that the capital raised from the offering is insufficient for the above purpose, the Company shall seek alternative funding sources, including loans from domestic and foreign credit institutions, borrowings from strategic shareholders, and other partners, in order to ensure the implementation of its planned business objectives.

**Article 3:** Approve the list of professional securities investors participating in the private placement who satisfy the eligibility criteria approved by the 2026 Annual General Meeting of Shareholders, together with the proposed number of shares to be allocated to each investor, as detailed in the appendix attached to this Resolution.

**Article 4.** Approve the plan to ensure that the private placement of shares complies with the foreign ownership ratio of the Company

The maximum foreign ownership ratio of the Company, as prescribed by law, is 100%; therefore, the private placement of 200,000,000 shares to professional securities investors as specified in Article 3 of this Resolution is in compliance with applicable regulations on the maximum foreign ownership ratio in the Company.

**Article 5:** Authorize the General Director - the legal representative of the Company - to carry out all necessary procedures for the private placement of shares and the corresponding increase of the Company's charter capital upon completion of the private placement, within the scope of the approved plan, including but not limited to the following:

- To direct the Board of Management to implement the approved private placement plan;



- To determine the specific timing and other matters relating to the private placement in accordance with the aforementioned plan;
- To carry out procedures for registration of the offering and report the results of the offering to the State Securities Commission to complete the private placement;
- To execute and sign all contracts, agreements, and documents relating to the private placement, including any amendments, supplements, or terminations thereof;
- To carry out procedures for additional trading registration and depository registration for all successfully issued shares in accordance with applicable laws;
- To carry out procedures for increasing the Company's charter capital upon completion of the share offering with the State Securities Commission, the Department of Finance, and other competent authorities.

#### **Article 6: Effectiveness**

This Resolution shall take effect from the date of signing.

Members of the Board of Directors, the Board of Management, the Chief Accountant, and relevant functional departments shall be responsible for the implementation of this Resolution./.

#### **ON BEHALF OF THE BOARD OF DIRECTORS**

##### ***Recipients:***

- As stipulated in Article 6;
- SSC; HNX;
- Archived: VT.

**CHAIRMAN**

*(Signed)*

**Tran Viet Dung**

