Ho Chi Minh City, April 25, 2023

Ref No.: [ ]/2023/NQ-DHDCD

DRAFT

RESOLUTION

OF THE GENERAL MEETING OF SHAREHOLDERS OF

SSI SECURITIES CORPORATION

(The Draft Resolution is prepared on the proposed AGM's agenda and the submissions. The Resolution depends on the voting results at the AGM)

THE GENERAL MEETING OF SHAREHOLDERS OF

SSI SECURITIES CORPORATION

Pursuant to:

- *The Charter of SSI Securities Corporation;*
- *The Minutes of Annual General Meeting of Shareholders dated April 25, 2023.*

RESOLVED THAT:

Article 1: To approve the Report on activities of the Board of Directors (BOD), Report on activities of the Audit Committee and Independent Members of the BOD in the Audit Committee in 2022.

Article 2: To approve the Financial Statements in 2022 audited by the Ernst & Young Vietnam Limited, the Report on the Company's Business Results in 2022 and the Business Plan in 2023 with the main criteria as follows:

No.	Items	Unit (VND)	Consolidated Financial Statements	Separate Financial Statements
1	Total Assets	VND	52,226,382,886,481	51,575,157,997,244
2	Net revenues	VND	6,516,516,051,773	6,245,594,634,072
3	Profits before tax	VND	2,109,703,391,777	2,002,752,050,790
4	Profits after tax	VND	1,697,693,168,799	1,605,710,307,454
5	Profits after tax of the parent company's shareholders	VND	1,699,319,896,223	

To approve the Business Plan 2023 (consolidated):

- Revenues (consolidated): VND 6,917 billion
- Profits before tax (consolidated): VND 2,540 billion

To authorize the BOD to adjust the business plan in accordance with market conditions in case the market growth and liquidity are not as expected.

Article 3: To approve the Profit Distribution Plan in 2022 based upon the reports and submissions of the Board of Directors, detailed as follows:

Total distributable profit	**VND 1,552,109,733,887(*)**
In which:	
- Charity fund (1% on profit after tax)	VND 16,993,198,962
- Welfare fund (2% on profit after tax)	VND 33,986,397,924
- Dividends in 2022 in cash (10% par value – VND 1,000/share)	VND 1,501,130,137,000(**)
Remuneration of the BOD based on which actually paid in 2022	VND 2,694,900,002
No contribution for bonus fund	

(**): Estimated amount of dividends is based on the total issued shares as of 31 March 2023. If there is any change in total issued shares at the record date for shareholders entitled to receive dividends, then the Board may increase/decrease this amount to ensure dividend is VND 1,000/share within permitted sources, thus total proposed distributable profit (*) shall be changed as well.

Article 4: To approve remuneration for 06 members of the BOD for the financial year of 2023 not exceeding VND 5 billion. Authorizing the BOD to determine its allocation for each member of the BOD.

Article 5: To approve the BOD's submission on selecting Ernst & Young Vietnam Limited, KPMG Limited, PwC (Vietnam) Limited as independent auditors to audit the Financial Statements of the Company in 2023. Authorizing the BOD to select one (1) from the mentioned auditors for auditing the Company's Financial Statements in 2023.

Article 6: To continue the implementation of this Plan on private placement in Article 8 of Resolution No. 02/2022/NQ-ĐHĐCĐ dated May 07, 2022, in which adjusting the time for implementation and other contents to comply with the applicable laws and actual situation after issuances for capital injections.

1. Plan on private placement of shares:

1.	Name of share	SSI Securities Corporation shares
2.	Type of share	Ordinary shares
3.	Par value	VND 10,000/share
4.	Estimated charter capital before private placement	VND 15,011,301,370,000(*)
5.	Quantity of estimated shares to offer	Maximum 104,042,344 shares
6.	Total value of offered shares on par value	Maximum VND 1,040,423,440,000

7.	Estimated charter capital after private placement	VND 16,051,724,810,000 (*)
8.	Principle for determining offering price	The offering price is not lower than 90% of the average of closed price in 10 consecutive trading days before the date of getting approval from the Board of Directors on detailed Plan on shares issuance. The AGM authorizes the Board of Directors to decide the detail offering price based on the above principle.
9.	Potential offeree	Strategic investors and/or professional investors. Authorizing the Board of Directors to search, select the Potential offeree (including the existing shareholders of the Company who are qualified as strategic partners or professional investors) in compliance with investor's criteria.
10.	Criteria on strategic partners	Strategic partners include international, domestic institution and individual with financial potential, professional ability, technology knowledge and experience suitable with business operation of Company or ability to support efficiently during the Company's development orientation, cooperation commitment with the Company at least 03 years and/or professional investor qualifying the conditions as the applicable regulation Other criteria (if any) will be considered by the Board of Directors if necessary for business operation of the Company.
11.	Quantity of investors	Authorizing the Board of Directors to make decision on the investors quantity eligible for purchasing shares to comply with criteria on investors selection
12.	Transfer the subscription right	Investors purchasing shares are not allowed to transfer such subscription right
13.	Handling the unsubscribed shares	Unsubscribed shares (if any) shall be cancelled or continue to be offered as decided by the Board.
14.	Restricted to transfer	Shares under the private placement will be restricted within 03 years with the strategic shareholders and within 01-year professional investors since the completion date of issuance The placement shall not be restricted in the event that transferring between the professional investors or pursuant to the valid judgment or decision of the Court, decision of Tribunal or inheritance in compliance with the applicable laws.

15.	Purpose of placement	Enhancing the Company's financial capability to comply with the capital usage.
16.	Minimum successful ratio	Not applicable
17.	Expected implementation	In 2023 – 2024 or other periods decided by the Board of Directors
18.	Public offering	Approving for the investors selected by the Board of Directors to purchase, who will not conduct to make procedures on public offering regulated in Law on Securities in cases purchasing leads to ownership ratio greater than its limitation stipulated in Clause 1 Article 35 of Law on Securities No. 54/2019/QH14

(*) Maybe changed according to the number of shares issued in the ESOP approved by the GSM.

2. Approval of plan on capital usage from the private placement
   The Company issues shares for capital injection for margin lending activities and/or underwriting and/or investment according to the decision of the Board.

3. Approval on Registration of securities depository and listing additionally for new issued shares
   After finishing the issuance, the Company commits to make the procedures on additional registration depository at the Vietnam Securities Depository or Vietnam Securities Depository and Clearing Corporation and listing additionally the new issued shares at the Ho Chi Minh Stock Exchange in compliance with the applicable laws.

4. The GMS hereby authorizes the Board of Directors:
   - To decide the suitable time for implementing the plan on private placement;
   - To implement the private placement, deciding, and conducting the shares distribution under the Plan on private placement;
   - To decide the detailed Plan on private placement and/or amend, supplement and revise this Plan to adapt to the actual situation of the Company or request from competent agencies to ensure the success of shares issuance, Company's capital mobilization and comply with applicable laws and protect the benefits of Company and its shareholders;
   - To decide the selection, negotiation, to make decision on investors, the number of investors, offering price and quantity of shares offered to each investor, to ensure that investors have qualified all criteria approved by the General Meeting of Shareholders, comply with regulations of the foreign ownership percentage and cross-ownership;
   - To handle the quantity of shares which investors refused to buy;
   - To execute all necessary procedures to amend and supplement the Company Charter to record the newly increased charter capital from the offering result;
   - To approve the capital injection and implementing the works, legal procedures to update the Company's charter capital to License on establishment and operation, Enterprise Registration Certificate equivalent to total actual par value of shares after completing the issuance;
   - To implement the necessary procedures to register additional depository at the Vietnam Securities Depository or Vietnam Securities Depository and Clearing Corporation and listing additionally at HOSE for these new issuance shares in compliance with applicable laws;

- To decide all relevant issues to private placement, register, deposit and listing additionally for these new issuance shares;
- Other authorized issues stipulated in the detailed Plan on private placement;

Within the above mentioned authorization scope, the BOD enables to re-authorize the Board Chairman or Chief Executive Officer to be in charge of one or some of the above mentioned tasks in compliance with the applicable laws.

Article 7: To approve the share issuance under the Employee Stock Ownership Plan (ESOP) in 2023, as follows:

Name of share	SSI Securities Corporation shares
Type of share	Ordinary shares
Form of share	Book entries
Par value	VND 10,000/share
Potential purchaser	Members of the Board of Directors, key personnel of SSI and subsidiaries
Quantity of issued shares	Maximum 10,000,000 (ten million) shares
Issuance Price	Equal to par value VND 10,000/share
Estimated issuance period	In 2023 or other term as decided by the BOD
Purpose	- To associate interests of employees and the Company - To get more working capital for the Company
Restricted period	Only 50% are freely transferrable after 02 years and the remaining 50% are freely transferrable after 03 years from the date of issuance. Redemption shares of employees purchased under ESOP violating regulations on transferred restriction is in compliance with the Regulation on shares issuance promulgated by the BOD
Other terms	Shares shall be registered to deposit additionally at VSD and listed additionally on HOSE.

The GMS hereby authorizes the BOD:

- To decide on issuing and decide on any amendments, supplements, completion the plan on shares issuance to the actual situation of the Company to comply with the laws and requirements from competent authorities for issuance success;
- To decide the contents and promulgate the regulation on issuance to give detailed guidelines to this plan;
- To decide the suitable time for ESOP issuance;
- To decide the list of eligible employees for this plan;
- To execute all necessary procedures to amend and supplement the Company Charter to record the additional charter capital from the offering result;

- To implement all procedures for register additional depository at VSD and additionally listed on HOSE;
- To approve the capital injection and implementing the works, legal procedures to update the additional charter capital to License on establishment and operation, Enterprise Registration Certificate, which equivalently to total actual par value of shares after completing the issuance;
- To decide all relevant issues to issue shares, register, deposit and listing additionally for these new issuance shares;

Within the scope of authorization, the BOD shall enable to authorize the Board Chairman or Chief Executive Officer to be in charge of one or some of the above mentioned tasks in compliance with the applicable laws.

Article 8: This Resolution shall take effect on the issued date. The General Meeting of Shareholders authorizes the Board of Directors and the Chief Executive Officer to implement this Resolution.

For and on behalf of the General Meeting of Shareholders
Chairman of the Board of Directors

Nguyen Duy Hung