

PROPOSAL
ANNUAL GENERAL MEETING OF SHAREHOLDERS FY 2022
HO CHI MINH CITY SECURITIES CORPORATION

Subject: Dividend rate of 2nd dividend payment in 2022

Based on:

- *In accordance with Law on Enterprises No.59/2020/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on June 17, 2020 and the documents guiding the implementation of Law on Enterprise;*
- *In accordance with Law on Securities No.54/2019/QH14 issued by the National Assembly of the Socialist Republic of Vietnam on November 26, 2019 and some documents guiding the implementation of Securities Law;*
- *HSC's Corporate Charter according to AGM Resolution No.01/2022/NQ-ĐHĐCĐ dated 08 August 2022,*

The Annual General Meeting of Shareholders ("AGM") of Ho Chi Minh City Securities Corporation ("the company") for the FY 2021 approved the plan to distribute FY 2022 dividends, which are based on the net profit of HSC in 2022 after appropriating funds in accordance with HSC's Charter and applicable laws.

Pursuant to the AGM Resolution No. 01/2022/NQ-ĐHĐCĐ dated 08 August 2022 and the BOD Resolution No. 32/2022/NQ-HĐQT dated 29 December 2022, the Board of Directors ("BOD") distributed the first interim FY 2022 cash dividend and now would like to propose the AGM to approve the second cash dividend and stock dividend FY 2022. The details are as below.

A. Distribution of the first interim FY 2022 dividend

The BOD distributed the first interim FY 2022 dividend as follows:

1. Ratio: 2.5% (equivalent to VND 250 per share)
2. Payment method: Cash
3. Record date: 18 January 2023
4. Payment date: 08 February 2023

B. Distribution of the second FY 2022 dividend

The BOD would like to propose the second FY 2022 dividends for the AGM to approve.

I. The second FY 2022 cash dividend

1. Name of share: Share of Ho Chi Minh City Securities Corporation (HSC)
2. Type of shares: Ordinary shares
3. Par value: VND 10,000 per share
4. Charter capital: VND 4,580,523,670,000
5. Ratio: 5.0% (equivalent to VND 500 per share)
6. Payment method: Cash
7. Implementation time: The AGM authorizes the BOD to decide the implementation time based on the actual situation and the basics of compliance with relevant laws.



8. Personal income tax (PIT): The AGM authorizes the BOD to deduct the PIT of shareholders corresponding to the dividend income and, on behalf of the shareholders, to pay the deducted PIT to the tax authorities in accordance with applicable laws.

II. FY 2022 stock dividend

The plan to issue shares to pay dividend (the “Plan”)

1. Name of share: Share of Ho Chi Minh City Securities Corporation (HSC)
2. Type of shares: Ordinary shares
3. Par value: VND 10,000 per share
4. Issuance ratio: 6.0% of total number of actual outstanding shares at the timing of share issuance of the Plan (i.e., a shareholder who owns 1,000 shares are entitled to receive 60 newly issued shares)
(Issuance ratio: newly issued shares/ total number of actual outstanding shares at the timing of share issuance)
5. The maximum number of expected shares to be issued: 46,223,983 (Forty-six million, two hundred and twenty-three thousand, nine hundred and eighty-three) shares.
6. Price: VND 10,000 per share
7. The maximum par value of shares to be issued: VND 462,239,830,000 (Four hundred and sixty – two billion, two hundred and thirty-nine million, eight hundred thirty thousand Vietnamese Dong).
8. Purpose of the issuance: Pay the second FY 2022 dividend.
9. Participants in the issuance: Existing shareholders on the list of shareholders at the record date provided by Vietnam Securities Depository Center for the purpose of paying FY 2022 stock dividend.
10. Source of capital: Retained earnings as of 31 December 2022 as stated in the FY 2022 audited financial statements of HSC.
11. Expected time of share issuance: After HSC completes the share issuances approved in FY 2021 AGM Resolution No. 01/2022/NQ-ĐHĐCĐ dated 08 August 2022 and receives the approval of the State Securities Commission (“SSC”). The AGM authorizes the BOD to select the time of share issuance in accordance with approval of the AGM and applicable laws.
12. Method of implementation: Shareholders who are entitled to receive FY 2022 stock dividend will exercise the right to receive newly issued shares and are not allowed to transfer the right.
13. Processing with arising odd shares (if any): The number of shares to be issued to existing shareholders for the purpose of paying FY 2022 stock dividend will be rounded down to unit digit. The decimal fraction (if any) will be canceled.
Example: As at the record date, Nguyen Van A owns 1,001 HCM shares and therefore will be entitled to receive $1,001 \times 0.06 = 60.06$ shares. The decimal fraction (0.6) is rounded down to zero and thus is canceled. Therefore, the shareholder will receive 60 shares.
14. A positive variance between retained earnings that are expected to be used for stock dividend (based on par value of VND 10,000 per share) and the total par value of shares issued to existing shareholders (based on par value of VND 10,000 per share) will be retained at retained earnings of HSC.
15. Authorization for the BOD:
 1. Decide the record date to finalize the list of shareholders and carry out procedures for obtaining necessary approval from the State agencies to implement the Plan;

2. Decide on the capital source and the specific time to issue shares to pay FY 2022 stock dividend according to the method approved by the AGM and in accordance with applicable laws;
3. Develop a detailed plan to submit and supplement (if requested) required dossiers and procedures to relevant State agencies in compliance with applicable laws;
4. Carry out procedures to amend the content of Charter capital in the Certificate of Business Registration and the company's Charter upon completion of the Plan;
5. Carry out procedures to register the newly issued shares at the Vietnam Securities Depository Center and register for listing of the shares at the Ho Chi Minh City Stock Exchange upon completion of the Plan; and
6. Carry out all other related works and procedures to implement the Plan in accordance with applicable laws or requests of relevant State agencies.

The Board of Directors would like to submit it to the AGM for your respective approval.

**FOR AND BEHALF OF
THE BOARD OF DIRECTORS
CHAIRMAN**



JOHAN NYVENE

To:

- As above-mentioned
- BOD Office for archiving

