

CÔNG TY CỔ PHẦN CHỨNG KHOÁN
NGÂN HÀNG ĐẦU TƯ & PHÁT TRIỂN VIỆT NAM
BIDV SECURITIES JOINT STOCK COMPANY

Số: 397 /BSC-CBTT

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM
SOCIALIST REPUBLIC OF VIETNAM
Độc lập – Tự do – Hạnh phúc
Independence - Freedom – Happiness

Hà Nội, ngày 20 tháng 04 năm 2019
Hanoi, April 20th, 2019

CÔNG BỐ THÔNG TIN TRÊN CÔNG THÔNG TIN ĐIỆN TỬ CỦA ỦY BAN CHỨNG KHOÁN NHÀ NƯỚC
VÀ SGDK

INFORMATION DISCLOSURE ON THE WEBSITES OF THE STATE SECURITIES COMMISSION OF
VIETNAM AND STOCK EXCHANGES

Kính gửi/To: - Ủy Ban Chứng khoán Nhà nước
- State Securities Commission of Vietnam
- Sở Giao dịch Chứng khoán TP HCM
- Ho Chi Minh City Stock Exchange
- Sở Giao dịch Chứng khoán Hà Nội
- Hanoi Stock Exchange

Công ty/Company: Công ty CP Chứng khoán Ngân hàng Đầu tư và Phát triển Việt Nam
BIDV Securities Joint Stock Company

Mã chứng khoán/Securities Code: BSI

Trụ sở chính/Headquarter: Tầng 1, 10, 11 Tháp BIDV 35 Hàng Vôi, Hoàn Kiếm, Hà Nội

Điện thoại/Telephone: 024.393.52722

Fax: 024.222. 00669

Người thực hiện công bố thông tin:
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Mr Do Huy Hoai

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Loại thông tin công bố: 24h 72h Yêu cầu Bất thường Định kỳ

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Nội dung công bố thông tin:
Content: Biên bản và Nghị quyết Đại hội đồng cổ đông thường niên năm 2019
của Công ty Cổ phần chứng khoán Ngân hàng Đầu tư và Phát triển
Việt Nam.

Minutes and Resolution of 2019 Annual General Meeting of Shareholders
of BIDV Securities Joint Stock Company.

Thông tin này đã được công bố trên trang thông tin điện tử của công ty vào ngày 20/04/2019 tại đường
dẫn: <https://www.bsc.com.vn/en/news/news-detail/655352>

Such information was disclosed on the website of the company on April 20th, 2019 at:
<https://www.bsc.com.vn/en/news/news-detail/655353>



Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố.

We hereby commit that the above published information is true and take all legal responsibilities for the contents of the information published.



Tổng Giám đốc

Đỗ Huy Hoài



RESOLUTION

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2019 OF BANK FOR INVESTMENT AND DEVELOPMENT OF VIETNAM SECURITIES JSC.

- Pursuant to the Law on Enterprises No. 68/2014/QH13 adopted on November 26th, 2014 by the National Assembly of the Socialist Republic of Vietnam;
- Pursuant to the Charter of Bank for Investment and Development of Vietnam Securities Joint Stock Company (BSC) approved by the General Meeting of Shareholders;
- Pursuant to the Regulations on organizing Annual General Meeting of Shareholders of BIDV Securities Joint Stock Company Organization adopted by the Meeting of Shareholders on April 20, 2019;
- Pursuant to the Minutes of the Annual General Meeting of Shareholders of BIDV Securities Joint Stock Company on April 20th 2019;

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2019 - BANK FOR INVESTMENT AND DEVELOPMENT OF VIETNAM SECURITIES JSC.

RESOLVE

Article 1: Approval of the Report on performance of the Board of Directors in 2018

Article 2: Approval of the Report on operational results 2018 and business plan 2019

1. Report on operational results 2018

Currency: VND million

Indicators	Business Plan 2018	Actual 2018	
		Absolute values	% comparing to plan
I. Efficiency Indicators			
1. Profit before tax (VND billion)	200.000	238.513	119%

II. Quality Indicator			
1. Stock Brokerage Market Share (%)	3.8%	3.04%	80%
2. Financial safety ratio (%)	≥180%	617%	

2. Business Plan 2019

Indicators	2018	Minimum plan 2019	
		Absolute values	% comparing to plan
Profit before tax (VND billion)	238.513	220	92.23%
Stock Brokerage Market Share	3.04%	3.80%	125%
Financial safety ratio (%)	≥ 260%	≥ 260%	

Article 3: Approval of the Report of Supervisory Board on (i) the supervisory results of operation and finance of the Company and the supervisory results of performance of the Board members and the General Director, (ii) the self-assessment of operation results of the Supervisory Board and each member.

Article 4: Approval of proposal letter on audited financial report 2018, profit distribution 2018 and profit distribution plan 2019.

1. Approval of audited financial report 2018

2. Profit distribution 2018

No.	Indicators	Formula	Amount (VND)
1	Profit after tax		193,513,592,651
2	Accumulated deficit		-
3	Profit after deduction of accumulated deficit	(3)= (1)-(2)	193,513,592,651
4	Profit added to funds	(4)=(4.1)+(4.2)+(4.3)	33,064,359,266

4.1	Addition reserve fund of charter capital	$(4.1) = 5\% * (3)$	9,675,679,633
4.2	Financial reserve fund	$(4.2) = 5\% * (3)$	9,675,679,633
4.3	Reward and welfare fund	$(4.3) = 3.5 * \text{actual monthly salary}$	13,713,000,000
5	Remuneration of Board of Directors and Supervisory Board		501,500,000
6	Retained earnings 2018	$(6) = (3) - (4) - (5)$	255,236,819,284
	Retained earnings 2018	$= (3) - (4) - (5)$	159,947,733,385
	Accumulated retained earnings		95,289,085,899
7	Dividend payment	$(7) = (7.1) * (7.2) + (7.1) * (7.3)$	199,743,291,000
7.1	Charter capital as of 31/12/2018		1,109,684,950,000
7.2	Cash dividends	8% (equivalent to VND 800/share according to Charter capital at closing date)	8.00%
7.3	Stock dividends		10.00%
8	Retained earnings	$(8) = (6) - (7)$	55,493,528,284

With the form of cash dividend payment, General Meeting of Shareholders approved the following contents:

- Time of payment: Q2/2019
- Personal income taxes: The General Meeting of Shareholders mandates BOD to deduct personal income taxes corresponding to dividend payment, and on behalf of shareholders to fulfil obligation of paying deducted personal income taxes to the tax authority in accordance with the provisions of law

3. Profit distribution plan 2019

Profit distribution plan

No.	Items	Figures
1	Profit before tax (VND billion)	220
2	Expected pay-out dividend ratio (in share or cash)	8%

In which:

- a. Expected pay-out ratio is 8%/par value of share
- b. Form of payment: in share or cash. General Shareholder authorizes the Board of Directors to decide the form of payment based on actual business performance to ensure efficient operation of the Company and shareholders' interest.
- c. Time of payment: General Shareholder authorizes the Board of Directors to decide the time of payment and choose the time of 2019 dividend. The Board of Directors may advance dividends into several instalments.

Article 5: Approval of the Proposal letter on remuneration for the Board of Directors and Supervisory Board 2018 and Remuneration plan for the Board of Directors and Supervisory Board 2019.

1. Remuneration and Allowances paid in 2018

- Approving the total remuneration paid to the BOD and Supervisory Board of BSC from January 1st 2018 to December 31st 2018 was VND 385,500,000 (Three hundred eighty-five million, five hundred thousand Vietnam dong), and meeting allowances paid for the BOD and SB from January 1st 2018 to December 31st 2018 was VND 116,000,000 (One hundred sixteen million Vietnam dong).

2. Remuneration plan for members of the Board of Directors and Supervisory Board 2019:

a. Full-time members:

Earning salary according to the company's income regulations. In which: the salary, operating expenses for the independent board members, full-time members and the head of the supervisory board shall not exceed 3,000,000,000 (Three billion Vietnam dong).

b. Part-time members:

- Chairman of BOD : VND 5,000,000/month
- Members of BOD : VND 3,000,000/month

- Members of SB : VND 1,000,000/month

Note: The remuneration paid to members of the Board of Directors, Supervisory Board is before personal income tax.

c. Participating meetings allowances

Members of BOD and SB: VND 2,000,000/person/meeting.

Article 6: Approval of the Proposal Letter on increasing charter capital in 2018, plan on increasing charter capital in 2019 and plan on issuing bonds in 2019

1. Plan on increasing charter capital through issuing shares to pay dividends

Stock name	Stock of Bank for Investment and Development of Vietnam Securities Joint Stock Company
Code	BSI
Type	Common share
Par value	VND 10,000/share (<i>ten thousand Vietnam dong/share</i>)
Outstanding shares	110,968,495 shares (<i>One hundred ten million, nine hundred sixty eight thousand and four hundred ninety five shares</i>)
Number of fund certificate	5,149 shares (<i>Five thousand one hundred forty nine shares</i>)
Expected number of extra shares issued to pay dividend	11,096,849 shares (<i>Eleven million, ninety six thousand and eight hundred forty nine shares</i>)
Total value	VND 110,968,490,000 (<i>One hundred ten billion, nine hundred sixty eight million, four hundred ninety thousand Vietnam dong</i>)
Expected issuance ratio	Issuing shares/outstanding shares: 10%. Issuance ratio will be amended in accordance with the outstanding shares at the time BSC submits dossier of share issuance to State Securities Commission.

Capital	Profit after tax which is undistributed based on the latest audited financial statements as prescribed by law
Purpose of issuance	To increase charter capital
Holder	Existing shareholders according to the shareholder list finalized by the Vietnam Securities Depository (VSD) on the record date
Plans for dealing with odd lot	<p>The number of shares distributed to existing shareholders will be rounded down to the unit. Fractional shares (if any) will be canceled.</p> <p>For example, shareholders owning 1,260 shares, the shares subject to dividend is $1,260 \times 10\% = 120.6$ shares</p> <p>Number of shares that shareholders will receive are 120 shares; 0.6 shares will be canceled</p>
Expected issuance date	In 2019 after SSC approves
Restriction from transferring shares issued to pay dividend	None
Additional listing	<p>i) For securities which were deposited: holder performs dividend payment procedure at the company where she/he opened depository accounts</p> <p>ii) For securities which were not deposited: holder performs dividend payment procedure at Bank for Investment and Development of Vietnam Securities Joint Stock Company on all working days. Address: Floor 10, BIDV Tower - 35 Hang Voi - Hoan Kiem District, Hanoi. When receiving the dividend, shareholder presents her/his identity card and certificate of share ownership</p>
Additional listing	The whole additional shares to pay the above

	dividends will be additionally listed on Ho Chi Minh City Stock Exchange (HSX) and registered at Vietnam Securities Depository (VSD).
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2. Plan on issuing bonds in 2018

In order to increase capital requirements for business activities, the General Meeting of Shareholders in 2019 approved the plan to increase capital through issuing bonds with the following basic contents:

Issuer	Bank for Investment and Development of Vietnam Securities Joint Stock Company
Name of bond	BSC Bond 2019
Type of bond	Inconvertible bond without warrant and collateral
Form of bond	Register and issue bond certificate
Maximum number of bond issued	500 bonds
Total value	Maximum of VND 500 billion
Currency	VND
Par value	VND 1,000,000,000/bond
Maturity	01 year
Expected interest rate	Fixed nominal interest rate, maximum 10%/year
Issuance method	Private offering
Price	Equal to 100% of par value
Expected starting time of issuance	Quarter II/2019
Expected ending time of issuance	Quarter III/2019
Expected holders	Domestic and foreign institutions and individuals

Payment method	Pay principal and interest one time at maturity
Redeemable	None
Payment sources	From business activities and other legal sources of BSC
Regulation	Vietnamese Law

Article 7: Approval of the proposal letter on amending and supplementing Charter of Bank for Investment and Development of Vietnam Securities Joint Stock Company (BSC)

Article 8: Approval of the resignation of the Board member and the Chairman of Supervisory Board for the term 2016-2020

Article 9: Approving the introduction of candidates for the positions of members of the BOD, members of the Supervisory Board; and officially electing additional positions of the Bank for Investment and Development of Vietnam Securities Joint Stock Company continuing the second term of the Board of Directors and Supervisory Board (2016-2020) as follows:

- Mr. Ngo Van Dung is a member of the Board of Directors
- Ms. Nguyen Thanh Huyen is a member of the Board of Directors
- Ms. Le Phuong Thuy is a member of the Supervisory Board
- Mr. Nguyen Thanh Tung is a member of the Supervisory Board

Article 10: The General Meeting of Shareholders agrees

a. Authorizing BSC's Board of Directors:

- (i) Based on the actual situation, increasing charter capital according to plans as mentioned in Article 6 of the Resolution;
- (ii) To implement procedures on raising capital in accordance with the provisions of laws, including procedures to obtain permission from the competent authority and procedures on amending business registration, amending the charter capital, and other procedures on listing additional shares and other procedures in accordance with current regulations;
- (iii) To decide to amend BSC's Charter with respect to the content regarding the charter capital after issuance;
- (iv) To make all other procedures related to plan on raising capital.

- b. In case of bond issuance in 2019, the General Meeting of Shareholders authorizes the Board of Directors to:
- (i) Based on the actual situation, the Board of Directors is responsible for organizing the issuance of the Bonds to ensure compliance with the current law; BSC regulations;
 - (ii) Decide the contents related to the issuance of the Bonds, including but not limited to: (i) the determination and amendment of the terms of the Bonds, the timing of issuing Bonds, the amount of the Bonds issued, the list of investors, the fees involved in the issue; (ii) negotiate and decide on matters relating to the use of revenues from the Bonds issue, the manner in which it is to be exercised and the arrangements for repayment of the Bonds; (iii) decide on content, sign and organize the implementation of contracts, appendixes, agreements, commitments and documents necessary for the issuance and circulation of the Bonds; (iv) decide on the amendment or supplementation of the issuance plan and other related documents to the issuance of the Bonds (if any); (v) decide on redeeming the Bond before maturity; and (vi) decide on other issues related to the Bonds (except for matters under the authority of the General Meeting of Shareholders).
 - (iii) Perform the necessary procedures prescribed by law to implement the plan to issue private bonds, including but not limited to the procedures for gaining permission from the authorities and other procedures if necessary;
 - (iv) Depending on the specific case, the Board of Directors may authorize the General Director to carry out one or several specific tasks mentioned above.
 - (v) Decide other related issues in accordance with the Charter of the Company and the law to successfully issue bonds.

Article 11: Implementation provisions

This resolution was approved by the General Meeting of Shareholders in the 2019 General Meeting, shall take effect from April 20th 2019 and made into 02 (two) copies.

Members of the Board of Directors, Supervisory Board and General Director take responsibility for implementing the Resolution and implementing according to operational functions in accordance with the provisions of law and Charter on organization and operation of Bank for Investment and Development Securities Joint Stock Company.

ON BEHALF OF GENERAL MEETING OF
SHAREHOLDERS

CHAIRMAN OF BOARD OF DIRECTORS



Le Ngoc Lam



BANK FOR INVESTMENT AND
DEVELOPMENT SECURITIES JOINT STOCK

THE SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness



No. 111/

Hanoi, April 20th, 2019

MINUTES

OF ANNUAL GENERAL MEETING OF SHAREHOLDERS 2019 OF BANK FOR INVESTMENT AND DEVELOPMENT OF VIETNAM SECURITIES JSC.

Today, at 8:00 am, April 20th 2019, at Hall A - Vincom Tower, 21st Floor - 191 Ba Trieu Str. - Hai Ba Trung Dist. - Hanoi, BIDV Securities Company (Headquarters address: 1st, 10th and 11th Floor, BIDV Tower - 35 Hang Voi, Hoan Kiem District, Hanoi; the Establishment and Operation License No. 111/GP/UBCK issued by SSC on December 31st, 2010; the amended license No. 49/GPDC/UBCK issued by SSC on July 13th, 2018) organized 2019 Annual General Meeting of Shareholders:

A. AGENDA

1. Approving the Report on the operation of the Board of Directors in 2018;
2. Approving Report on Operational results 2018 and Business Plan 2019;
3. Approving the Report of the Supervisory Board on supervising operational and financial results of the Company, and the performance of the Members of Board of Directors and the General Director;
4. Approving Self-Assessment Report of Supervisory Board on the operation of the Supervisory Board and each member;
5. Approving proposal letter on the Audited financial statements 2018, the Profit distribution in 2018 and the Profit distribution plan for 2019;
6. Approving proposal letter on remuneration for the Board of Directors, the Supervisory Board in 2018; and plan of remuneration for the Board of Directors, the Supervisory Board in 2019;
7. Approving the Report on increasing charter capital in 2018; the Plan on increasing charter capital in 2019 and the Plan on bond issuance in 2019;



8. Approving the Proposal Letter on amending and supplementing the Charter and Corporate governance of the Company;
9. Approving the resignation letter of Board members, additional election of the Board members and Members of Supervisory Board.

B. COURSE OF THE MEETING

I. The legality and validity of the General Meeting:

The General Meeting have heard Mr. Nguyen Duy Minh - on behalf of Inspection Committee, verifying eligibility of shareholders announced the Minutes on verifying the eligibility of shareholders:

- Total shareholders of the Company: 1,289 shareholders, of which 37 were institutional shareholders and 1,252 were individual shareholders
- Total number of outstanding shares with voting rights of BSC: 110,968,495 shares;
- Total shareholders were invited to the Annual Meeting: 1,289 shareholders representing 110,968,495 shares (corresponding to 100% of the shares with voting rights);
- Total eligible shareholders attending the meeting: 58 shareholders who owned and represented 89,361,705 shares, accounting for 80.53% of BSC' shares with voting rights;

Pursuant to the provisions of the Law on Enterprises 2014 and the Company's Charter, the Annual General Meeting of Shareholders 2019 of BIDV Securities Company was legal, valid and eligible to proceed.

II. Summary of the General Meeting:

1. Chairman, Presidium and Secretary

Under the provisions of the Law on Enterprises, the Chairman of the Board of Directors acted as Chairman of Annual General Meeting of Shareholders. Upon request, the General Meeting adopted the Presidium to assist the Chairman of the Annual General Meeting as follows:

1.1. Electing the Presidium including following members:

- | | | | | |
|-------|-------------|----------|-----------------|----------|
| - Mr. | Le Ngoc Lam | Position | Chairman of BOD | Chairman |
| - Mr. | Do Huy Hoai | Position | Member of BOD | Member |

- Mr. Nguyen Thieu Son Position Member of BOD Member

Result: 100% of shareholders attending the General Meeting approved

Chairman assigned 02 members to be the Secretaries of the General Meeting

1.2. Secretaries:

- Ms. Bui Ho Tu Anh Position Legal Officer,
Company secretary Head
- Mr. Chu Ngoc Linh Position Legal Officer Member

1.3. Counting Board

- Ms. Nguyen Thi Anh Dao Position Manager of Internal
Control Department Head
- Ms Do Thi Thu Trang Position Administration Officer Member
- Ms Chu Thi Minh Hue Position Finance and
Accounting Officer Member

Voting results:

- 1) Agree - Rate of agreement: 100 %
- 2) Disagree - Rate of agreement: 0 %
- 3) No opinion - Rate of agreement: 0 %

2. Contents of the General Meeting:

2.1. Approving the General Meeting agenda and regulations on organizing the General Meeting:

Mr. Do Huy Hoai - On behalf of the Presidium, introduced the Meeting agenda and Regulations on organizing the General Meeting.

- Other opinions: None

- Voting results:

- 1) Agree - Rate of agreement: 100 %

- | | | | |
|---------------|---|--------------------|-----|
| 2) Disagree | - | Rate of agreement: | 0 % |
| 3) No opinion | - | Rate of agreement: | 0 % |

Thus, the General Meeting agenda and Regulations on organizing the General Meeting were approved by the General Meeting with the agreement rate of 100%.

2.2. Presenting reports and proposal letters:

- Mr. Nguyen Thieu Son – Member of the Board of Directors presented Report on the operation of the Board of Directors in 2018;
- Mr. Ngo Thi Phong Lan – Deputy General Director of the Company presented the Report on Operational results 2018 and Business Plan 2019;
- Mrs. Pham Thanh Thuy - Head of Supervisory Board presented:
 - The Report of the Supervisory Board on supervising operational and financial results of the Company and the performance of the Board of Directors and the General Director; and
 - Self-Assessment Report on the operation of Supervisory Board.
- Mrs. Ngo Thi Phong Lan – Deputy General Director of the Company presented:
 - Report on the Audited financial statements 2018, the Profit distribution 2018 and the Profit distribution plan for 2019;
 - Proposal letter on remuneration of the Board of Directors and Supervisory Board in 2018 and the remuneration plan of the Board of Directors and Supervisory Board in 2019;
 - Report on increasing charter capital 2018; the plan on increasing charter capital 2019 and the plan of bond issuance 2019.
- Mrs. Le Minh Trang – Head of Legal Department presented
 - Proposal Letter on amending and supplementing the Charter and Corporate Governance of the Company.
- Mr. Nguyen Thi Mai Phuong – In charge of Administration of the Company presented:
 - Resignation Letter of the resignation letter of Board members, additional election of the Board members and Members of Supervisory Board

2.3. Discussing and approving contents of the reports and proposal letters:

The General Meeting's discussion

After listening to reports and proposal letters, the General Meeting discussed and agreed with following conclusions:

- ***Opinion of Shareholders: Mr. Dang Dinh Hiep, shareholder code: 1151***

Dear General Shareholders, today I am so glad to attend the meeting, the documents of the meeting are prepared and published comprehensively by the Company. As a small shareholder, I am also very happy that BSC has achieved main performance targets. This is the result of a great effort of the Board of Directors, the Board of Management and all employees in the Company. The profit targets are considered very high despite of decline in VN-Index. The organization of the 2019 General Meeting of Shareholders is considered to be more successful than 2018. The company had high earnings per share ratio and achieved a good result compared to business plan 2018.

However, at present, BSC's stock market price has not increased much. That comes from two reasons: Market situation and BSC.

To overcome this situation, for the reasons from BSC, my opinion is that BSC needs to do better in public relations in order to widely announce these good results to press agencies and investors. In addition, BSC also needs to speed up the process of working with strategic partners to contribute to boosting stock prices.

We hope that BSC can implement these measures so that we can be assured to buy more shares of BSC, increasing the ownership and providing more capital for BSC's operations.

Thank you for preparing very well for the General Meeting of Shareholders 2019. The shareholders, especially minority shareholders, like me feel very satisfied.

→ **Response of the Presidium**

Dear shareholders, I sincerely thank you for making an accurate assessment of the efforts of the Board of Directors, the Board of Management and the whole Company in implementing the business plan 2018. We feel very warm because our efforts have been recognized in the past year.

In addition, the Company will also receive your opinions and put these opinions into the Company's operation programs in 2019. For shareholders' comments, I would like to response as follows:

About BSC's Market Price: Current price is lower than Book Price. For the reason of the market, BSC's shares are currently held by a number of institutional investors so

that the liquidity and trading volume are not high. For reasons from BSC, BSC would like to receive opinions of the shareholder and develop communication channels for the market to have more information about BSC, and promoting the search for strategic investors at the same time. In recent years, along with the prosperity of Vietnam's stock market, some investors have been interested in BSC. BSC will further promote the search for strategic investors in order to bring benefits for the Company and shareholders.

In addition, after the Meeting finishes, the Company will promote dividend payment as soon as possible to ensure compliance with the provisions of law and shareholders' rights.

We sincerely thank the valuable contributions of Shareholder.

Approving: After the shareholders did not have other questions, Chairman directed the General Meeting to approve the content of the General Meeting. Voting results were as follows:

(1) With respect to the Report on the operation of the Board of Directors in 2018

- Voting results:

- 1) Agree - Rate of agreement: 100%
- 2) Disagree - Rate of agreement: 0%
- 3) No opinion - Rate of agreement: 0%

Thus, 100% of shareholders approved.

(2) With respect to Report on Operational results 2018 and Business Plan 2019

Report on Operational results 2018

Indicators	Business Plan 2018	Actual 2018	
		Absolute values	% comparing to plan
I. Efficiency Indicators			

1. Profit before taxes (billion VND)	200	238.513	119%
II. Quality Indicator			
1. Stock Brokerage Market Share (%)	3.8%	3.04%	80%
2. Financial Safety Ratio (%)	≥180%	617%	

- Voting results:

- | | | | |
|---------------|---|--------------------|------|
| 1) Agree | - | Rate of agreement: | 100% |
| 2) Disagree | - | Rate of agreement: | 0% |
| 3) No opinion | - | Rate of agreement: | 0% |

Thus, 100% of shareholders approved.

Business Plan 2019

Indicators	Actual 2018	Minimum plan 2019	
		Absolute values	% comparing to 2018
1. Profit before taxes (VND million)	238.119	220	92.2%
2. Stock brokerage Market Share (%)	3.04%	3.8%	125%
3. Financial Safety Ratio (%)	≥ 260%	≥ 260%	

- Voting results:

- | | | | |
|---------------|---|--------------------|------|
| 1) Agree | - | Rate of agreement: | 100% |
| 2) Disagree | - | Rate of agreement: | 0% |
| 3) No opinion | - | Rate of agreement: | 0% |

Thus, 100% of shareholders approved.

(3) With respect to the Report of the Supervisory Board on supervising operational results of the Company and the performance of the Board of Directors and General Director 2018

- Voting results:

- | | | | |
|---------------|---|--------------------|------|
| 1) Agree | - | Rate of agreement: | 100% |
| 2) Disagree | - | Rate of agreement: | 0% |
| 3) No opinion | - | Rate of agreement: | 0% |

Thus, 100% of shareholders approved.

(4) With respect to Self-Assessment Report of Supervisory Board on the operation of Supervisory Board

- Voting results:

- | | | | |
|---------------|---|--------------------|------|
| 1) Agree | - | Rate of agreement: | 100% |
| 2) Disagree | - | Rate of agreement: | 0% |
| 3) No opinion | - | Rate of agreement: | 0% |

Thus, 100% of shareholders approved.

(5) With respect to the proposal letter on Audited financial statements 2018, the Profit distribution in 2018 and the Profit distribution plan for 2019

(i) Approving the Audited financial statements 2018

(ii) Plan on profit distribution in 2018

No.	Items	Formula	Profit distribution 2018 (VND)
1	Profit after tax		193.513.592.651
2	Offset accumulated losses		-
3	Retained Earnings	(3) = (1)-(2)	193.513.592.651

No.	Items	Formula	Profit distribution 2018 (VND)
4	Funds from after-tax profit	$(4) = (4.1) + (4.2) + (4.3)$	33.064.359.266
4.1	<i>Fund to supplement charter capital</i>	$(4.1) = 5\% * (3)$	9.675.679.633
4.2	<i>Operational risk and finance reserve fund</i>	$(4.2) = 5\% * (3)$	9.675.679.633
4.3	<i>Bonus and welfare fund</i>	$(4.3) = 03 \text{ monthly salary}$	13.713.000.000
5	Remuneration and allowances of meetings for BOD and Supervisory Board		501.500.000
6	Total retained earnings		255.236.819.284
-	Retained earnings in 2018	$= (3) - (4) - (5)$	159.947.733.385
-	Accumulated retained earnings in previous years		95.289.085.899
7	Dividend payments	$(7) = (7.1) * (7.2) + (7.1) * (7.3)$	199.743.291.000
7.1	- Charter capital at 31/12/2018		1.109.684.950.000
7.2	- Dividend payments by cash	8% (equivalent to VND 800/share according to the charter capital at the closing date)	8,00%
7.3	- Dividend payments by stock in 2018	10% Charter capital at the closing date	10,00%
8	Retained earnings	$(8) = (6) - (7)$	55.493.528.284

- Voting results:

- 1) Agree - Rate of agreement: 100%
- 2) Disagree - Rate of agreement: 0%
- 3) No opinion - Rate of agreement: 0%

Thus, 100% of shareholders approved.

(iii) Profit distribution plan 2019

Profit distribution plan

No.	Items	Figures
1	Profit before tax (VND billion)	220
2	Expected pay-out dividend ratio (in share or cash)	8%

Proposal:

a. Expected pay-out ratio is 8%/par value

b. Form of payment:

In share or cash. General Shareholders authorizes the Board of Directors to decide the form of payment and choose the time of payment based on actual business performance to ensure efficient operation of the Company and shareholders' interest.

c. Implementation schedule

The General Meeting of Shareholders authorizes the Board of Directors to choose the appropriate time to pay the dividend in 2019. The Board of Directors may make appropriate advanced dividend payments.

- Voting results:

- 1) Agree - Rate of agreement: 100%
- 2) Disagree - Rate of agreement: 0%
- 3) No opinion - Rate of agreement: 0%

Thus, 100% of shareholders approved.

(6) With respect to proposal letter on remuneration of Board of Directors, the Supervisory Board in 2018; and Plan of remuneration of Board of Directors, the Supervisory Board for 2019

- Approve the total remuneration paid to BSC's Board of Directors and the Supervisory Board since January 1st, 2018 until December 31st. 2018 was VND 385,500,000 (Three hundred and eighty five million, five hundred thousand dong) and allowances paid to Board of Directors and the Supervisory Board since January 1st, 2018 until December 31st. 2018 was VND 116,000,000 (One hundred and sixteen million dong).

a. **For full-time members:** Receiving salary according to the regulations of the Company. In which: the salary expenses, operating expenses for the independent board members and the head of the supervisory board shall not exceed VND 3,000,000,000 (three billion Vietnam dong).

b. **For part-time members:**

- Chairman of BOD : VND 5,000,000/month
- Members of BOD : VND 3,000,000/month
- Members of SB : VND 1,000,000/month

Note: The remuneration paid to the members of BOD and SB is before income tax.

c. **Allowances for meeting participation:**

Members of BOD and SB: VND 2,000,000/person/meeting.

- Voting results:

1) Agree	-	Voting rate:	100%
2) Disagree	-	Voting rate:	0%
3) No opinion	-	Voting rate:	0%

Thus, 100% of shareholders approved.

(7) With respect to Report on increasing charter capital in 2018, Plan on increasing charter capital in 2019 and Plan on issuing bonds in 2019

- Voting results:

1) Agree	-	Voting rate:	100%
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- | | | | |
|---------------|---|--------------------|----|
| 2) Disagree | - | Rate of agreement: | 0% |
| 3) No opinion | - | Rate of agreement: | 0% |

Thus, 100% of shareholders approved.

(8) With respect to the proposal letter on amending and supplementing the Charter of Bank for Investment and Development of Vietnam Securities Company (BSC)

- Voting results:

- | | | | |
|---------------|---|--------------------|------|
| 1) Agree | - | Rate of agreement: | 100% |
| 2) Disagree | - | Rate of agreement: | 0% |
| 3) No opinion | - | Rate of agreement: | 0% |

Thus, 100% of shareholders approved.

(9) With respect to Resignation Letter and Additional Election of Board members and Head of Supervisory Board

- Voting results:

- | | | | |
|---------------|---|--------------------|------|
| 1) Agree | - | Rate of agreement: | 100% |
| 2) Disagree | - | Rate of agreement: | 0% |
| 3) No opinion | - | Rate of agreement: | 0% |

Thus, 100% of shareholders approved.

(10) Approving the regulations on election

Ms. Nguyen Thi Anh Dao – Head of Counting Committee presented the Draft of regulation on election. The General of Shareholders approved the Regulation on election as the basis for election.

- Voting results:

- | | | | |
|-------------|---|--------------------|------|
| 1) Agree | - | Rate of agreement: | 100% |
| 2) Disagree | - | Rate of agreement: | 0% |

3) No opinion - Rate of agreement: 0%

Thus, 100% of shareholders approved.

(11) Approving the list of candidates to be members of BOD, members of SB

Ms. Nguyen Thi Anh Dao – Head of Counting Committee presented Lists of candidates and profiles of each candidates

(i) Candidates of Board of Directors are as follows:

No.	Full name	Referral source
1.	Mr. Ngo Van Dung	BIDV
2.	Ms. Nguyen Thanh Huyen	BIDV

- Voting results:

4) Agree - Rate of agreement: 100%

5) Disagree - Rate of agreement: 0%

6) No opinion - Rate of agreement: 0%

Thus, 100% of shareholders approved.

(ii) Candidates of Supervisory Board are as follows:

No.	Full name	Referral source
1.	Ms. Le Phuong Thuy	BIDV
2.	Mr. Nguyen Thanh Tung	BIDV

- Voting results:

7) Agree - Rate of agreement: 100%

8) Disagree - Rate of agreement: 0%

9) No opinion - Rate of agreement: 0%

Thus, 100% of shareholders approved.

(12) Approving the election of member of BOD and members of SB

The General of Shareholders voted for the above candidates, the Counting Committee conducted the vote counting according to the Regulations on Election approved by the General Meeting.

Announcing the election results:

Ms. Nguyen Thi Anh Dao - Head of the Counting Committee announced the results of election of members of the Board of Directors and members of the Supervisory Board as follows:

No	Position	Name	Result
1.	Board of Directors	Mr. Ngo Van Dung	100.04%
2.		Ms. Nguyen Thanh Huyen	99.95%
3.	Supervisory Board	Ms. Le Phuong Thuy	100.02%
4.		Mr. Nguyen Thanh Tung	99.97%

(13) Minutes and Resolution of the General Meeting

- Mr. Chu Ngoc Linh - on behalf of Secretaries reads the Draft Resolution of the General Meeting and the Minutes of the General Meeting:

- Voting results:

10) Agree - Rate of agreement: 100%

11) Disagree - Rate of agreement: 0%

12) No opinion - Rate of agreement: 0%

- Thus, the Resolution of the Annual General Meeting of Shareholders 2019 of Bank for Investment and Development Securities Joint Stock Company were approved with 100% of shareholders.

3. Closing the Meeting

The General Meeting was closed at..... on April 20th, 2019

The Minutes shall be made in 02 copies at..... on April 20th, 2019 immediately after the Annual General Meeting of Shareholders 2019 of Bank for Investment and Development Securities Joint Stock Company was closed.

The Minutes were read to the entire General Meeting of Shareholders and approved by the shareholders representing 100% of the shares with voting rights presenting at the General Meeting./.

Chairman



Lê Ngọc Lâm

Secretaries



Chử Ngọc Linh



Bùi Hồ Tú Anh

