

Số: 319 /2025/BB-ĐHĐCĐ

Hà Nội, 29/...3.../2025

MEETING MINUTE
THE 2025 GENERAL ASSEMBLY OF SHAREHOLDERS

A. GENERAL INFORMATION OF THE INSTITUTION:

- Name of institution: **NATIONAL CITIZEN COMMERCIAL JOINT-STOCK BANK.**
- Address of Headquarter: 25 Lê Đại Hành Str., Lê Đại Hành Wd., Hai Bà Trưng Dist., Hà Nội.
- BRC number: 1700169765.

B. TIME, VENUE, AND PARTICIPANT

- Time: From 08:00AM to 11:30AM Saturday, the 29/3/2025
- Venue: Hồ Tây Grand Hall, number 58 Tây Hồ Str., Quảng An Wd., Tây Hồ Dist., Hà Nội.
- Participants: The participants of the Assembly includes representatives of the SBV, members of the Board of Directors (BOD), the Board of Supervisors (SB), Board of Management (BOM) and the Shareholders of The National Citizen Commercial Joint-Stock Bank (hereinafter referred to as “NCB”).

C. SHAREHOLDERS ELIGIBILITY VERIFICATION, APPROVAL OF LIST OF MEDIATORS, VOTE COUNTING COMMITTEE, ORGANIZATIONAL REGULATIONS, AGENDA OF THE ASSEMBLY, AND APPOINTMENT OF THE SECRETARIAL BOARD.

The Assembly proceed to verify shareholders eligibility, elect the Board of Mediators, appoint the secretarial board, elect the vote counting committee, and vote on the organizational regulations and the agenda of the Assembly.

1. Shareholders verification result:

Total number of shareholders participate in-person and via authorized representative is: **46** people

Total number of shareholders participate in-person, shareholders participate via authorized representative is **46** people, representing **1,128,585,838** shares with voting power, constituting **96.0779%** of total shares with voting power.



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Pursuant to the laws and Charter of NCB, the 2025 Assembly of NCB is valid, and may now proceed.

Updated number as of 09:04AM, the 29/03/2025:

Total number of shareholders participate in-person, shareholders participate via authorized representative is **59** people, representing **1,128,707,775** shares, constituting **96.0903%** of total shares with voting power.

Updated number as of 10:50AM, the 29/03/2025:

Total number of shareholders participate in-person, shareholders participate via authorized representative is **66** people, representing **1,128,708,287** shares, constituting **96.0903%** of total shares with voting power.

2. The Assembly approved the List of Mediators, Vote Counting Committee, the agenda and regulations of the Assembly:

Total votes issued: **59** votes, representing **1,128,707,775** shares, constituting **100%** of total shares of the participating shareholders.

Total votes collected: **49** votes, representing **1,105,002,666** shares, constituting **97.8998%** of total shares of the participating shareholders

Total votes uncollected: **10** votes, representing **23,705,109** shares, constituting **2.1002%** of total shares of the participating shareholders

Total valid votes: **49** votes, representing **1,105,002,666** votes, constituting **97.8998%** of total shares of the participating shareholders

Total invalid votes: **0** votes, representing **0** shares, constituting **0%** total shares of the participating shareholders.

Article 01: Approval for the list of Mediators

Total number of votes for the motion: **49** votes, representing **1,105,002,666** shares, constituting **97.8998%** total shares of the participating shareholders.

Total number of votes against the motion: **0** votes, representing **0** shares, constituting **0%** total shares of the participating shareholders.

Total number of votes abstained: **0** votes, representing **0** shares, constituting **0%** total shares of the participating shareholders.

Thus, Article 1 was passed with the result of 97.8998% votes in favour of the motion.

The Board of Mediators includes:

1.	Ms. Bùi Thị Thanh Hương	Chairwoman of the BOD	Chairperson
2.	Ms. Hoàng Thu Trang	Vice Chairwoman of BOD	Member
3.	Mr. Dương Thế Bằng	Member of BOD	Member
4.	Ms. Nguyễn Thị Hải Hòa	Member of BOD	Member
5.	Ms. Trịnh Thanh Mai	Member of BOD	Member

6.	Ms. Đỗ Thị Đức Minh	Chief of the Board of Supervisor.	Member
7.	Mr. Tạ Kiều Hưng	Chief Executive Officer	Member

Article 02: Approval of the election of Vote Counting Committee

Total number of votes for the motion: **49** votes, representing **1,105,002,666** shares, constituting **97,8998%** total shares of the participating shareholders.

Total number of votes against the motion: **0** votes, representing **0** shares, constituting **0%** total shares of the participating shareholders.

Total number of votes abstained: **0** votes, representing **0** shares, constituting **0%** total shares of the participating shareholders.

Thus, Article 2 was passed with the result of 97.8998% votes in favour of the motion.

The Vote-Counting Committee includes:

1.	Ms. Vũ Thúy Ngọc	Chairperson
2.	Mr. Khương Lê Hoàng	Member
3.	Ms. Trịnh Thị Hương	Member
4.	Mr. Nguyễn Đức Trường	Member

Article 03: Approval of the Agenda of the Assembly

Total number of votes for the motion: **49** votes, representing **1,105,002,666** shares, constituting **97,8998%** total shares of the participating shareholders.

Total number of votes against the motion: **0** votes, representing **0** shares, constituting **0%** total shares of the participating shareholders.

Total number of votes abstained: **0** votes, representing **0** shares, constituting **0%** total shares of the participating shareholders.

Thus, Article 3 was passed with the result of 97.8998% votes in favour of the motion.

Article 04: Approval of the Organizational Regulations of the 2025 Assembly

Total number of votes for the motion: **49** votes, representing **1,105,002,666** shares, constituting **97,8998%** total shares of the participating shareholders.

Total number of votes against the motion: **0** votes, representing **0** shares, constituting **0%** total shares of the participating shareholders.

Total number of votes abstained: **0** votes, representing **0** shares, constituting **0%** total shares of the participating shareholders.

Thus, Article 4 was passed with the result of 97.8998% votes in favour of the motion.

3. The Board of Mediators appoints the Secretarial Board as follows:

1.	Ms. Phùng Ngọc Việt Nga	Chairperson
2.	Ms. Nguyễn Hoàng Anh	Member
3.	Mr. Trần Văn Trường	Member
4.	Mr. Đặng Nhật An	Member

D. AGENDA OF THE ASSEMBLY:

I. PRESENTING THE REPORTS AND PROPOSALS SUBMITTED TO THE ASSEMBLY TO APPROVE:

(1) Report of the Board of Directors summarizing the 2020-2025 term, business performance in 2024, and orientation for the 2025-2030 period according to Report No. 165/2025/HĐQT-NCB dated 27/3/2025.

(2) Report on the activities in 2024 and the orientation for the 2025-2030 term of the Supervisory Board under Report No. 03/2025/BC-BKS dated 03/3/2025.

(3) Report on the assessment of business performance in 2024 and the 2025 action plan of the Chief Executive Officer under Report No. 1386/2025/BC-TGD dated 04/3/2025

(4) The actual remuneration for 2024 of the Board of Directors and the Supervisory Board according to Proposal No. 01/2025/TTr-HĐQT.NCB dated 27/3/2025.

(5) The 2024 financial statements and profit distribution plan for 2024 according to Proposal No. 02/2025/TTr-HĐQT dated 27/3/2025.

(6) The 2025 business plan according to Proposal No. 03/2025/TTr-HĐQT dated 27/3/2025.

(7) The remuneration budget for the Board of Directors and the Supervisory Board for 2025 according to Proposal No. 04/2025/TTr-HĐQT.NCB dated 27/3/2025.

(8) The implementation results and adjustment of the plan for using the proceeds from the public offering of additional shares in 2021 as per report No.166/2025/BC-HĐQT.NCB dated 27/3/2025.

(9) The report on the implementation results of the private placement plan and the adjustment of the plan for using the proceeds from the offering approved in Resolution No. 1003/2024/NQ-ĐHĐCĐ dated 13/4/2024, as per report No. 167/2025/BC-HĐQT.NCB dated 27/3/2025.

(10) The plan for the private placement of shares to increase charter capital and the plan for using the proceeds from the offering as per proposal No. 05/2025/TTr-HĐQT dated 27/3/2025.

(11) The selection of an independent auditing organization to audit/review the financial statements and internal control system for the fiscal year 2026 according to Proposal No. 01/2025/TTr-BKS dated March 3, 2025, of the Supervisory Board.

(12) The amendments and supplements to the Charter, Organizational and Operating Regulations of the Board of Directors of NCB according to Proposal No. 06/2025/TTr-HĐQT dated 27/3/2025.

(13) The proposed remedial plan in case of early intervention according to the Proposal No. 07/2025/TTr-HĐQT dated March 03, 2025, by the Board of Directors.

The Proposals and Reported are included in the issued Assembly dossier.

II. DISCUSSION OF THE ASSEMBLY

The Assembly proceeded to discuss the reports and proposal submitted.

Additionally, the Assembly discussed and received explanations from the Mediators on the plan to increase Charter capital and the plan for using the proceeds from the offering; Debt collection operation, and targets for non-performing loan collection of NCB; business operation of NCB with digital transformation strategy and possible annulment of SBV's credit growth target; operating expenses of NCB, compensation for employee in the context of the second consecutive year of loss; issues regarding the transfer of shares from Bamboo Airway Vietnam (BAV); strategic partners involve in the restructuring plan of Banks under special control; proposal of shareholders regarding the strategic directives to develop NCB in the upcoming periods; tentative implementation of Digital Wealth solution.

III. THE ASSEMBLY PROCEED TO VOTE ON THE CONTENT SUBMITTED

The Assembly proceeded to vote, using electronic voting method via Electronic Voting System, and resolved as follow:

Voting results for each submission are as follows:

Total votes issued: ... votes, representing ... shares, constituting ... of total shares of the participating shareholders.

Total votes collected: ... votes, representing ... shares, constituting ...% of total shares of the participating shareholders

Total votes uncollected: **10** votes, representing **23,705,109** shares, constituting **2.1002%** of total shares of the participating shareholders

Total valid votes: **49** votes, representing **1,105,002,666** votes, constituting **97.8998%** of total shares of the participating shareholders

Total invalid votes: **0** votes, representing **0** shares, constituting **0%** total shares of the participating shareholders.

Article 01: Approve the Report of the Board of Directors summarizing the 2020-2025 term, business performance in 2024, and orientation for the 2025-2030 period according to Report No. 165/2025/HĐQT-NCB dated 27/3/2025

Total number of votes for the motion: **51** votes, representing **1,128,629,682** shares, constituting **99.9930%** total shares of the participating shareholders.

Total number of votes against the motion: 0 votes, representing 0 shares, constituting 0% total shares of the participating shareholders.

Total number of votes abstained: 0 votes, representing 0 shares, constituting 0% total shares of the participating shareholders.

Thus, Article 01 was approved with the result of 99.9930% votes in favour of the motion.

Article 02: Approve the Report on the activities in 2024 and the orientation for the 2025-2030 term of the Supervisory Board under Report No. 03/2025/BC-BKS dated 03/3/2025.

Total number of votes for the motion: 51 votes, representing 1,128,629,682 shares, constituting 99.9930% total shares of the participating shareholders.

Total number of votes against the motion: 0 votes, representing 0 shares, constituting 0% total shares of the participating shareholders.

Total number of votes abstained: 0 votes, representing 0 shares, constituting 0% total shares of the participating shareholders.

Thus, Article 02 was approved with the result of 99.9930% votes in favour of the motion

Article 03: Approve the Report on the assessment of business performance in 2024 and the 2025 action plan of the Chief Executive Officer under Report No. 1386/2025/BC-TGD dated 04/3/2025

Total number of votes for the motion: 51 votes, representing 1,128,629,682 shares, constituting 99.9930% total shares of the participating shareholders.

Total number of votes against the motion: 0 votes, representing 0 shares, constituting 0% total shares of the participating shareholders.

Total number of votes abstained: 0 votes, representing 0 shares, constituting 0% total shares of the participating shareholders.

Thus, Article 3 was approved with the result of 99.9930% votes in favour of the motion

Article 04: Approve the actual remuneration for 2024 of the Board of Directors and the Supervisory Board according to Proposal No. 01/2025/TTr-HDQT.NCB dated 27/3/2025.

Total number of votes for the motion: 51 votes, representing 1,128,629,682 shares, constituting 99.9930% total shares of the participating shareholders.

Total number of votes against the motion: 0 votes, representing 0 shares, constituting 0% total shares of the participating shareholders.

Total number of votes abstained: 0 votes, representing 0 shares, constituting 0% total shares of the participating shareholders.

Thus, Article 1 was approved with the result of 99.9930% votes in favour of the motion

Article 05: Approve the 2024 financial statements and profit distribution

plan for 2024 according to Proposal No. 02/2025/TTr-HĐQT dated 27/3/2025

Total number of votes for the motion: **51** votes, representing **1,128,629,682** shares, constituting **99.9930%** total shares of the participating shareholders.

Total number of votes against the motion: **0** votes, representing **0** shares, constituting **0%** total shares of the participating shareholders.

Total number of votes abstained: **0** votes, representing **0** shares, constituting **0%** total shares of the participating shareholders.

Thus, Article 05 was approved with the result of 99.9930% votes in favour of the motion

Article 06: Approve the 2025 business plan according to Proposal No. 03/2025/TTr-HĐQT dated 27/3/2025.

Total number of votes for the motion: **51** votes, representing **1,128,629,682** shares, constituting **99.9930%** total shares of the participating shareholders.

Total number of votes against the motion: **0** votes, representing **0** shares, constituting **0%** total shares of the participating shareholders.

Total number of votes abstained: **0** votes, representing **0** shares, constituting **0%** total shares of the participating shareholders.

Thus, Article 06 was approved with the result of 99.9930% votes in favour of the motion.

Article 07: Approve the remuneration budget for the Board of Directors and the Supervisory Board for 2025 according to Proposal No. 04/2025/TTr-HĐQT.NCB dated 27/3/2025.

Total number of votes for the motion: **51** votes, representing **1,128,629,682** shares, constituting **99.9930%** total shares of the participating shareholders.

Total number of votes against the motion: **0** votes, representing **0** shares, constituting **0%** total shares of the participating shareholders.

Total number of votes abstained: **0** votes, representing **0** shares, constituting **0%** total shares of the participating shareholders.

Thus, Article 07 was approved with the result of 99.9930% votes in favour of the motion

Article 08: Approve the implementation results and adjustment of the plan for using the proceeds from the public offering of additional shares in 2021 as per report No.166/2025/BC-HĐQT.NCB dated 27/3/2025.

Total number of votes for the motion: **51** votes, representing **1,128,629,682** shares, constituting **99.9930%** total shares of the participating shareholders.

Total number of votes against the motion: **0** votes, representing **0** shares, constituting **0%** total shares of the participating shareholders.

Total number of votes abstained: **0** votes, representing **0** shares, constituting **0%** total shares of the participating shareholders.

Thus, Article 08 was approved with the result of 99.9930% votes in

favour of the motion

Article 09: Approve the report on the implementation results of the private placement plan and the adjustment of the plan for using the proceeds from the offering approved in Resolution No. 1003/2024/NQ-DHĐCĐ dated 13/4/2024, as per report No. 167/2025/BC-HĐQT.NCB dated 27/3/2025.

Total number of votes for the motion: **51** votes, representing **1,128,629,682** shares, constituting **99.9930%** total shares of the participating shareholders.

Total number of votes against the motion: **0** votes, representing **0** shares, constituting **0%** total shares of the participating shareholders.

Total number of votes abstained: **0** votes, representing **0** shares, constituting **0%** total shares of the participating shareholders.

Thus, Article 09 was approved with the result of 99.9930% votes in favour of the motion.

Article 10: Approve the plan for the private placement of shares to increase charter capital and the plan for using the proceeds from the offering as per proposal No. 05/2025/TTr-HĐQT dated 27/3/2025.

Total number of votes for the motion: **51** votes, representing **1,128,629,682** shares, constituting **99.9930%** total shares of the participating shareholders.

Total number of votes against the motion: **0** votes, representing **0** shares, constituting **0%** total shares of the participating shareholders.

Total number of votes abstained: **0** votes, representing **0** shares, constituting **0%** total shares of the participating shareholders.

Thus, Article 10 was approved with the result of 99.9930% votes in favour of the motion.

Article 11: Approve the selection of an independent auditing organization to audit/review the financial statements and internal control system for the fiscal year 2026 according to Proposal No. 01/2025/TTr-BKS dated March 3, 2025, of the Supervisory Board.

Total number of votes for the motion: **51** votes, representing **1,128,629,682** shares, constituting **99.9930%** total shares of the participating shareholders.

Total number of votes against the motion: **0** votes, representing **0** shares, constituting **0%** total shares of the participating shareholders.

Total number of votes abstained: **0** votes, representing **0** shares, constituting **0%** total shares of the participating shareholders.

Thus, Article 11 was approved with the result of 99.9930% votes in favour of the motion.

Article 12: Approve the amendments and supplements to the Charter, Organizational and Operating Regulations of the Board of Directors of NCB according to Proposal No. 06/2025/TTr-HĐQT dated 27/3/2025.

Total number of votes for the motion: **51** votes, representing **1,128,629,682**

shares, constituting 99.9930% total shares of the participating shareholders.

Total number of votes against the motion: 0 votes, representing 0 shares, constituting 0% total shares of the participating shareholders.

Total number of votes abstained: 0 votes, representing 0 shares, constituting 0% total shares of the participating shareholders.

Thus, Article 12 was approved with the result of 99.9930% votes in favour of the motion.

Article 13: Approve the proposed remedial plan in case of early intervention according to the Proposal No. 07/2025/TTr-HĐQT dated March 03, 2025, by the Board of Directors.

Total number of votes for the motion: 51 votes, representing 1,128,629,682 shares, constituting 99.9930% total shares of the participating shareholders.

Total number of votes against the motion: 0 votes, representing 0 shares, constituting 0% total shares of the participating shareholders.

Total number of votes abstained: 0 votes, representing 0 shares, constituting 0% total shares of the participating shareholders.

Thus, Article 13 was approved with the result of 99.9930% votes in favour of the motion.

E. THE SUBMISSIONS APPROVED BY THE ASSEMBLY:

Pursuant to the voting results, the Assembly approved the following resolutions:

1. Resolution 1: Approve the report of the Board of Directors summarizing the 2020-2025 term, business performance in 2024, and orientation for the 2025-2030 period according to Report No. 165/2025/HĐQT-NCB dated 27/3/2025; passed with 99.9930% total shares with voting power of the Assembly participants voted in favour of the motion.

2. Resolution 2: Approve the report on the activities in 2024 and the orientation for the 2025-2030 term of the Supervisory Board under Report No. 03/2025/BC-BKS dated 03/3/2025; passed with 99.9930% total shares with voting power of the Assembly participants voted in favour of the motion.

3. Resolution 3: Approve the report on the assessment of business performance in 2024 and the 2025 action plan of the Chief Executive Officer under Report No. 1386/2025/BC-TGD dated 04/3/2025; passed with 99.9930% total shares with voting power of the Assembly participants voted in favour of the motion.

4. Resolution 4: Approve the actual remuneration for 2024 of the Board of Directors and the Supervisory Board according to Proposal No. 01/2025/TTr-HĐQT.NCB dated 27/3/2025; passed with 99.9930% total shares with voting power of the Assembly participants voted in favour of the motion.

5. Resolution 5: Approve the 2024 financial statements and profit distribution plan for 2024 according to Proposal No. 02/2025/TTr-HĐQT dated 27/3/2025; passed

with **99.9930%** total shares with voting power of the Assembly participants voted in favour of the motion.

6. Resolution 6: Approve the 2025 business plan according to Proposal No. 03/2025/TTr-HĐQT dated 27/3/2025; passed with **99.9930%** total shares with voting power of the Assembly participants voted in favour of the motion.

7. Resolution 7: Approve the remuneration budget for the Board of Directors and the Supervisory Board for 2025 according to Proposal No. 04/2025/TTr-HĐQT.NCB dated 27/3/2025; passed with **99.9930%** total shares with voting power of the Assembly participants voted in favour of the motion.

8. Resolution 8: Approve the implementation results and adjustment of the plan for using the proceeds from the public offering of additional shares in 2021 as per report No.166/2025/BC-HĐQT.NCB dated 27/3/2025; passed with **99.9930%** total shares with voting power of the Assembly participants voted in favour of the motion.

9. Resolution 9: Approve the report on the implementation results of the private placement plan and the adjustment of the plan for using the proceeds from the offering approved in Resolution No. 1003/2024/NQ-ĐHĐCĐ dated 13/4/2024, as per report No. 167/2025/BC-HĐQT.NCB dated 27/3/2025; passed with **99.9930%** total shares with voting power of the Assembly participants voted in favour of the the motion.

10. Resolution 10: Approve the plan for the private placement of shares to increase charter capital and the plan for using the proceeds from the offering as per proposal No. 05/2025/TTr-HĐQT dated 27/3/2025; passed with **99.9930%** total shares with voting power of the Assembly participants voted in favour of the the motion.

11. Resolution 11: Approve the selection of an independent auditing organization to audit/review the financial statements and internal control system for the fiscal year 2026 according to Proposal No. 01/2025/TTr-BKS dated March 3, 2025, of the Supervisory Board; passed with **99.9930%** total shares with voting power of the Assembly participants voted in favour of the the motion.

12. Resolution 12: Approve the amendments and supplements to the Charter, Organizational and Operating Regulations of the Board of Directors of NCB according to Proposal No. 06/2025/TTr-HĐQT dated 27/3/2025; passed with **99.9930%** total shares with voting power of the Assembly participants voted in favour of the the motion.

13. Resolution 13: Approve the proposed remedial plan in case of early intervention according to the Proposal No. 07/2025/TTr-HĐQT dated March 03, 2025, by the Board of Directors; passed with **99.9930%** total shares with voting power of the Assembly participants voted in favour of the the motion.

F. APPROVE THE MEETING MINUTE OF THE 2025 ASSEMBLY:

On behalf of the Secretarial Board, Ms. Phùng Ngọc Việt Nga recited the Meeting Minute of the 2025 Assembly of NCB.


The Assembly approved the Meeting Minute with **99.9844%** total shares with voting powers at the Assembly; authorize the BOD to issue and announce the Resolution of the 2025 Assembly of NCB in accordance with the law, and pursuant to the Meeting Minute.

G. CLOSURE:

Ms. Bùi Thị Thanh Hương – the Chairperson announce the closure of the 2025 Assembly of NCB.

The 2025 Assembly concluded at 11:30AM, on the 29/03/2025./.

**OBO. THE SECRETARIAL
BOARD
CHAIRPERSON**


Phuong Ngoc Viet Nga

**OBO. THE ASSEMBLY
CHAIRPERSON**



CHỦ TỊCH HĐQT
Bùi Thị Thanh Hương

