



**DOCUMENTS
OF ANNUAL GENERAL MEETING
OF SHAREHOLDERS IN 2026**

FEARLESS



AGENDA OF THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Time: 08:00 am, 22 April 2026.

Venue: Ruby Tree Golf Resort, Do Son Ward, Hai Phong City, Vietnam.

TIME	CONTENTS (*)
08:00-08:30 AM	<ul style="list-style-type: none"> - Welcoming guests - Check shareholder eligibility, register shareholders to attend meetings, distribute meeting's documents
08:30-08:40 AM	<ul style="list-style-type: none"> - Report on the results of checking shareholder's eligibility to attend at the meeting - Statement of purpose and opening of the AGM - Introduction of attendees
08:40-08:50 AM	<ul style="list-style-type: none"> - Ratify on the procedure and voting regulations at the AGM - Ratify on the members of Presidium, the Secretariat, and the Vote Counting Committee - Ratify on the AGM agenda
08:50-10:30 AM	<p>Reports and Proposals to the AGM:</p> <ol style="list-style-type: none"> 1. Report on operation of the Board of Directors ("BODs") in 2025 and operational plan in 2026; report on the individual performance of the BOD's member; <i>Basis: In accordance with Point c, Clause 3, Article 139 of the Law on Enterprises 2020, Clause 4 Article 280 of Decree No. 155/2020/ND-CP, and Point n, Clause 3, Article 67 of the Law on Credit Institutions 2024.</i> 2. Report on remuneration, bonuses, and other benefits of the BODs, the Supervisory Board ("BOS"), and the General Director in 2025; and plan on the remuneration, bonuses, and other benefits for 2026; <i>Basis: In accordance with Point k, Clause 2, Article 138 of the Law on Enterprises 2020, Clause 1, Article 280 of Decree No. 155/2020/ND-CP, and Point dd, Clause 3, Article 67 of the Law on Credit Institutions 2024.</i> 3. Report of the BOS on SeABank's business performance, the performance of the BODs, General Director and operational plan in 2026; report on the individual performance of the BOS's member; <i>Basis: In accordance with Points d and dd, Clause 3, Article 139 of the Law on Enterprises 2020, Clause 5 Article 290 of Decree No. 155/2020/ND-CP, and Point n, Clause 3, Article 67 of the Law on Credit Institutions.</i>

4. Report of the General Director on business performance in 2025 and business plan in 2026;
Basis: In accordance with Clause 6, Article 56 of the Law on Credit Institutions 2024 and Point a, Clause 3, Article 139 of the Law on Enterprises 2020.
5. Report on the international bond issuance of SeABank;
Basis: In accordance with Point b, Clause 1 Article 41 Decree 153/2020/ND-CP.
6. Proposal for ratification on the audited separate and consolidated financial statements of SeABank for 2025;
Basis: In accordance with Point e, Clause 2, Article 138 and Point b, Clause 3, Article 139 of the Law on Enterprises 2020 and point m Clause 3 Article 67 of the Law on Credit Institution 2024.
7. Proposal on the allocation of funds and distribution of profit after tax of SeABank for 2025;
Basis: In accordance with Point b, Clause 2, Article 138 and Point e, Clause 3, Article 139 of the Law on Enterprises 2020 and Point m Clause 3 Article 67 Law on Credit Institution 2024.
8. Proposal on the selection of an independent audit unit for SeABank in 2027;
Basis: In accordance with Point m, Clause 2, Article 138 Law on Enterprises 2020 and Point t, Clause 3, Article 67 of the Law on Credit Institution 2024.
9. Proposal on plan to increase charter capital;
Basis: In accordance with Points a and b, Clause 2, Article 138, Point a Clause 3 Article 139 of the Law on Enterprises 2020 and Point h, Clause 3, Article 67 of the Law on Credit Institutions 2024.
10. Proposal of the policy on private placement of shares to strategic partners and/or professional securities investors;
Basis: In accordance with Point h, Clause 3, Article 67 of the Law on Credit Institutions 2024 and Point b, Clause 2, Article 138 of the Law on Enterprises 2020.
11. Proposal on amendments and supplements to provisions of the SeABank's Charter, the Regulation on internal corporate governance, and the Regulations on the organization and operation of the BODs;
Basis: In accordance with Point d, l Clause 2, Article 138 of the Law on Enterprises 2020 and Points b and c, Clause 3, Article 67 of the Law on Credit Institutions 2024.
12. Proposal on amendments and supplements to provisions of the Regulations on the organization and operation of the BOS;
Basis: In accordance with Point l, Clause 2, Article 138 of the 2020 Law on Enterprises and Point c, Clause 3, Article 67 of the 2024 Law on Credit Institutions 2024.
13. Proposal on the election of an additional member of the BOS for the term of 2023–2028;

	<p><i>Basis: In accordance with Point c, Clause 2, Article 138 of the Law on Enterprises 2020 and Point d, Clause 3, Article 67 of the Law on Credit Institutions 2024.</i></p> <p>14. Proposal on the dismissal of Ms. Vu Thi Ngoc Quynh from her position as a member of the Supervisory Board of SEABANK for the 2023–2028 term; <i>Basis: In accordance with Point c, Clause 2, Article 138 of the Law on Enterprises 2020 and Point d, Clause 3, Article 67 of the Law on Credit Institutions 2024.</i></p> <p>15. Proposal on certain matters falling under the authority of the AGM; <i>Basis: In accordance with Clauses 1 and 3, Article 167 Law on Enterprises 2020 and Point r, Clause 3, Article 67 of the Law on Credit Institutions 2024.</i></p> <p>16. Other matters (if any): <i>will be supplemented upon proposal by shareholders in accordance with the prescribed order and procedures.</i></p>
10:10-10:45 AM	<ul style="list-style-type: none"> - Approval of the election regulations for the election of an additional member of the BOS for the term 2023–2028. - Introduction of candidates and conduct of the election.
10:45-11:30 AM	Discussion and comments
11:30-11:35 AM	Voting
11:35-11:40 AM	Break time
11:40-11:45 AM	Report on the results of counting votes and elections.
11:45-11:55 AM	Ratify on the minutes and the resolutions of the Meeting.
11:55AM – 12:00PM	Closing Statement of the Meeting.

(*) *The agenda of the meeting is subject to change and will be approved at the AGM.*

ORGANIZING COMMITTEE OF THE AGM

PROPOSAL**RE: THE DISMISSAL OF MRS. VU THI NGOC QUYNH FROM THE MEMBER OF
THE SUPERVISORY BOARD OF SEABANK
FOR THE 2023–2028 TERM**

- Pursuant to the Law on Credit Institutions 2024 and its amending, supplementing, and guiding documents;
- Pursuant to the Law on Enterprises 2020 and its amending, supplementing, and guiding documents;
- Pursuant to the Law on Securities 2019 and its amending, supplementing, and guiding documents;
- Pursuant to the Charter of Southeast Asia Commercial Joint Stock Bank (“SeABank”);
- Pursuant to the Regulations on the organization and operation of the Supervisory Board of SeABank;
- Based on the actual circumstances,

The Board of Directors (“BOD”) respectfully submits to the General Meeting of Shareholders for approval the dismissal of Mrs. Vu Thi Ngoc Quynh from the position of Member of the Supervisory Board of SeABank for the 2023–2028 term, as follows:

On 14/04/2026, the BOD received a resignation letter from Mrs. Vu Thi Ngoc Quynh, a Member of the Supervisory Board of SeABank for the 2023–2028 term. Accordingly, Mrs. Vu Thi Ngoc Quynh requested to resign from her position as Member of the Supervisory Board of SeABank. It shall be effective from April 22, 2026, due to personal reasons.

Pursuant to the provisions of the Law on Credit Institutions 2024 and the intension of Mrs. Vu Thi Ngoc Quynh, the BOD respectfully submits to the General Meeting of Shareholders for consideration and approval of the resignation of Ms. Vu Thi Ngoc Quynh from the position of Member of the Supervisory Board of SeABank.

Respoectfully submit to the General Meeting of Shareholders!

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN

Recipients:

- As Dear;
- BOD, BOS (to report);
- Save BODO.

(signed)

LÊ VĂN TÀN

**RESOLUTION
OF THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS**

**THE GENERAL MEETING OF SHAREHOLDERS
OF SOUTHEAST ASIA COMMERCIAL JOINT STOCK BANK**

- Pursuant to the Law on Credit Institutions 2024, the Law amending and supplementing a number of articles of the Law on Credit Institutions 2025, and their implementing regulations;
- Pursuant to the Law on Enterprises 2020, the Law amending the Law on Enterprises 2022, the Law amending and supplementing a number of articles of the Law on Enterprises 2025, and their implementing regulations;
- Pursuant to the Law on Securities 2019, the Law amending and supplementing a number of articles of the Law on Securities 2024, and their implementing regulations;
- Pursuant to the Charter of Southeast Asia Commercial Joint Stock Bank;
- Pursuant to the Minutes of the 2026 Annual General Meeting of Shareholders dated 22 April 2026 of Southeast Asia Commercial Joint Stock Bank,

RESOLVES:

Article 1. The 2026 Annual General Meeting of Shareholders (“GMS”) of Southeast Asia Commercial Joint Stock Bank (“SeABank” or the “Bank”), held on 22 April 2026, discussed and approved the following matters:

1. Approval of the report of the Board of Directors (“BOD”) for 2025, including: the report on the Bank’s corporate governance; the report on the performance evaluation of the BOD and each member of the BOD; the report on the activities of the committees under the BOD during the year; reports of each independent member of the BOD; and the governance plan and operational plan of the BOD for 2026.
2. Approval of the report of the Board of Supervisors (“BOS”) for 2025, including: the report on the Bank’s business performance; the report on the performance of the BOD and the The General Director (“CEO”); the self-assessment report of the Board of Supervisors and each of its members; and the operational plan for 2026.
3. Approval of the report on business performance for 2025 and the business plan for 2026 of the Bank. The GMS authorizes the BOD to decide on adjustments, amendments, and supplements to SeABank’s 2026 business plan and/or budget in accordance with the Bank’s actual conditions and market developments.
4. Approval of the report on SeABank’s international bond issuance in 2025.
5. Approval of SeABank’s separate and consolidated financial statements for 2025 as audited by PricewaterhouseCoopers (Vietnam) Limited.
6. Approval of the plan for fund appropriation and distribution of after-tax profit for 2025 as follows:

Unit: million VND

No.	Description	Consolidated Figures	SeABank (Standalone)	
			Amount	Ratio / After-tax Profit
1	Total profit before tax for 2025	6,868,389	6,742,185	
2	Corporate income tax for 2025	1,358,850	1,345,829	
3	Profit after tax available for appropriation of funds in 2025	5,509,539	5,396,356	
4	Appropriation to the reserve fund for supplementing charter capital (= (3) × 10.00%)	544,728	539,636	10,00%
5	Appropriation to the financial reserve fund (= [(3) – (4)] × 10.00%)	490,253	485,672	10,00%
6	Use of profit to offset non-deductible expenses	2,162	2,162	0,04%
7	Appropriation to the bonus fund (= (3) × 4.54%)	245,000	245,000	4,54%
8	Appropriation to the welfare fund (= (3) × 0.56%)	30,066	30,000	0,56%
9	Remaining profit after tax payment and fund appropriations in 2025 (= (3) – (4) – (5) – (6) – (7) – (8))	4,197,330	4,093,886	
10	Accumulated undistributed profit remaining after fund appropriations in 2025	7,940,947	7,844,336	

The accumulated undistributed profits as of 31 December 2025, after the appropriations to funds as mentioned above, shall be utilized as follows:

- 1.1 Payment of share dividends in accordance with the share issuance plan to increase charter capital as approved by the General Meeting of Shareholders;
 - 1.2 In compliance with applicable laws, repurchase of shares from employees in accordance with the Bank's regulations on employee share issuance, with a maximum amount of VND 20 billion;
 - 1.3 Utilization in accordance with the Bank's Charter, Financial Regulations, and other internal regulations, in compliance with applicable laws..
7. Approval of the report on remuneration, bonuses, and other benefits of the Board of Directors, the Board of Supervisors, and the Board of Management for 2025, and the plan for remuneration, bonuses, and other operating budgets of the Board of Directors and the Board of Supervisors for 2026 as follows:

No.	Description	Budget for 2026
1	Total remuneration, bonuses, and other operating budget of the Board of Directors	1.2% of profit before tax in 2026
2	Total remuneration, bonuses, and other operating budget of the Board of Supervisors	0.6% of profit before tax in 2026
	Total	1.8% of profit before tax in 2026

Members of the Board of Directors and the Board of Supervisors shall be entitled to remuneration, bonuses, and other benefits in accordance with SeABank's prevailing regulations and/or any amendments, supplements, or replacements (if any).

The Board of Directors shall continue to review the regulations on remuneration, expenses, bonuses, and other benefits applicable to members of the Board of Directors and the Board of Supervisors of SeABank; and shall amend, supplement, or replace such regulations (if deemed necessary) in line with the approved budget plans of the Board of Directors and the Board of Supervisors, other relevant regulations of SeABank, applicable laws from time to time, and actual circumstances.

8. Approval of the selection of an independent auditing firm to audit SeABank as follows:
 - 8.1 Approval of the selection of the independent auditing firm that audited SeABank in 2026 to conduct the audit for SeABank in 2027 (hereinafter referred to as "Option 1").
 - 8.2 In the event that Option 1 cannot be implemented, the General Meeting of Shareholders approves the selection of one of the following auditing firms to conduct the independent audit for SeABank in 2027:
 - a) PricewaterhouseCoopers (Vietnam) Limited;
 - b) KPMG Limited;
 - c) Ernst & Young Vietnam Limited;
 - d) Deloitte Vietnam Company Limited;
 - e) Other auditing firms included in the list of auditing firms approved/accepted by the State Bank of Vietnam and/or the State Securities Commission of Vietnam and/or other competent state authorities.
 - 8.3 The Board of Directors shall decide and direct the execution of the signing of contracts/agreements with the selected independent auditing firm in the event that Option 1 is implemented. In the event that Option 1 cannot be implemented, the Board of Directors shall select a specific independent auditing firm from the list approved by the General Meeting of Shareholders as mentioned above, based on consultation with the Board of Supervisors (if deemed necessary), and shall organize the execution of the signing of the contract/agreement. The Board of Directors shall carry out information disclosure and supervise the implementation of the independent audit at SeABank in accordance with applicable laws.
9. Approval of the plan to increase charter capital from VND 28,450,000,000,000 to a maximum of VND 34,688,000,000,000 in accordance with the attached share issuance plan for charter capital increase, to be implemented sequentially in two components as follows:
 - 9.1 Issuance of shares for dividend payment for 2025 ("Dividend Share Issuance Plan") with a ratio of 20.5202%, as follows:**
 - a) Type of shares: Ordinary shares with a par value of VND 10,000 per share.
 - b) Total number of shares to be issued: 583,800,000 shares.
 - c) Total issuance value at par value: VND 5,838,000,000,000 (five trillion eight hundred thirty-eight billion Vietnamese Dong).
 - d) Charter capital after issuance: VND 34,288,000,000,000.
 - e) Issuance ratio (new shares/outstanding shares): 20.5202%.
 - f) Exercise ratio: 100 : 20.5202 (at the record date, shareholders owning 100 shares will receive an additional 20.5202 new shares).
 - g) Issuance method: Share issuance for dividend payment.

- h) Eligible investors: Existing shareholders listed in SeABank's shareholder register on the record date for share dividend entitlement.
- i) Source of issuance: Accumulated undistributed after-tax profits as at 31 December 2025 according to the audited separate financial statements for 2025 (amounting to VND 8,121,498 million, of which up to VND 7,844,336 million is available after fund appropriations).
- j) Other matters: As specified in the attached share issuance plan for charter capital increase.

9.2 Issuance of up to 40,000,000 shares under the 2026 Employee Stock Ownership Plan (ESOP) ("2026 ESOP Plan"), as follows:

- a) Type of shares: Ordinary shares with a par value of VND 10,000 per share.
- b) Number of shares to be issued: Up to 40,000,000 shares.
- c) Total issuance value at par value: VND 400,000,000,000 (four hundred billion Vietnamese Dong).
- d) Increase in charter capital: VND 400,000,000,000.
- e) Issuance ratio/outstanding shares: 1.4060%
(The ratio may change depending on the actual number of outstanding shares at the time of issuance and shall be determined by the Board of Directors).
- f) Eligible participants and criteria: Managers (members of the BOD and BOS) and employees having labor contracts with SeABank as of 31 March 2026 (collectively referred to as "Employees"), meeting the criteria set out in Appendix 01 attached hereto. The list of eligible employees is attached.
- g) Other matters: In accordance with the attached share issuance plan for charter capital increase.

9.3 The General Meeting of Shareholders authorizes the Board of Directors to implement the share issuance plan for charter capital increase, including but not limited to: (i) deciding the specific capital increase for each component; (ii) determining the timing of issuance based on actual conditions and capital needs; (iii) deciding, amending, supplementing, and adjusting the issuance plan; (iv) deciding, executing, and organizing the implementation of all related documents and dossiers; (v) deciding and amending the Charter and the Operation License in accordance with the actual successful issuance results; (vi) carrying out all procedures with the State Bank of Vietnam, the State Securities Commission of Vietnam, and/or other competent authorities; (vii) carrying out procedures for additional securities registration at the Vietnam Securities Depository and Clearing Corporation (VSDC) and additional listing registration at the Ho Chi Minh City Stock Exchange (HOSE); (viii) performing other necessary tasks to complete the issuance plan in compliance with applicable laws and requirements of competent authorities and SeABank's actual capital increase implementation.

- 10.** Approval in principle of offering/issuing up to 20% of the total outstanding shares at the time of offering/issuance to strategic investors and/or professional securities investors through private placement; and/or private placement for debt-to-equity swap.
- 11.** Approval of amendments and supplements to certain provisions of SeABank's Charter in accordance with the attached draft. The Board of Directors, if deemed necessary, shall: (i) review, amend, and supplement the Charter to ensure compliance with applicable laws and corporate governance principles in Vietnam; (ii) promulgate the Charter in accordance with regulations; (iii) carry out information disclosure, reporting to competent state authorities, and other related procedures in accordance with applicable laws.
- 12.** Approval of amendments and supplements to certain contents of SeABank's Internal Regulations on Corporate Governance in accordance with the attached comparison Appendix. The Board of Directors shall: (i) promulgate the amended and supplemented

Internal Regulations on Corporate Governance of SeABank in accordance with the attached draft (hereinafter referred to as the “Amended Document”); (ii) continue to review, amend, supplement, and promulgate the Amended Document in accordance with applicable laws and corporate governance principles of Vietnam and international practices, if deemed necessary; (iii) carry out information disclosure, reporting to competent state authorities, and other related procedures in accordance with applicable laws.

- 13.** Approval of amendments and supplements to certain contents of the Regulations on Organization and Operation of the Board of Directors of SeABank in accordance with the attached comparison Appendix. The Board of Directors shall: (i) promulgate the amended and supplemented Regulations on Organization and Operation of the Board of Directors in accordance with the attached draft (the “Amended Document”); (ii) continue to review, amend, supplement, and promulgate the Amended Document in accordance with applicable laws and corporate governance principles of Vietnam and international practices, if deemed necessary; (iii) carry out information disclosure, reporting to competent state authorities, and other related procedures in accordance with applicable laws..
- 14.** Approval of amendments and supplements to certain contents of the Regulations on Organization and Operation of the Board of Supervisors of SeABank in accordance with the attached comparison Appendix. The Board of Supervisors shall: (i) promulgate the amended and supplemented Regulations on Organization and Operation of the Board of Supervisors in accordance with the attached draft (the “Amended Document”); (ii) continue to review, amend, supplement, and promulgate the Amended Document in accordance with applicable laws and corporate governance principles of Vietnam and international practices; (iii) carry out information disclosure, reporting to competent state authorities, and other related procedures in accordance with applicable laws..
- 15.** Approval of contracts and transactions with related persons as set out in the Appendix attached hereto and/or as recorded in SeABank’s audited financial statements for 2025, in compliance with applicable laws, SeABank’s regulations, and ensuring the Bank’s interests.
- 16.** Approval of the delegation to the Board of Directors to review, decide, and organize the implementation of the following matters:
 - 16.1.** Investment in, acquisition, and disposal of fixed assets where the investment value, expected purchase price, or original cost (in the case of disposal) is equal to or exceeds 20% of SeABank’s charter capital as recorded in the most recent audited financial statements.
 - 16.2.** Capital contribution, acquisition, and disposal of shares or capital contributions by SeABank in enterprises and other credit institutions, where the contribution value, expected purchase price, or book value (in the case of disposal) is equal to or exceeds 20% of SeABank’s charter capital as recorded in the most recent audited financial statements
 - 16.3.** Contracts and transactions between SeABank and entities specified under Point r, Clause 3, Article 67 of the Law on Credit Institutions 2024 and Clause 1, Article 167 of the Law on Enterprises 2020, where:
 - the value is equal to or exceeds 20% of SeABank’s charter capital as recorded in the most recent audited financial statements; or
 - such contracts/transactions result in the total value of contracts/transactions arising within 12 months from the date of the first transaction reaching 20% or more of SeABank’s charter capital.

- 16.4.** Amendment and supplementation of the Bank’s business lines, sectors, and scope of operations to ensure compliance with applicable laws, requirements of competent state authorities, and the Bank’s actual operational needs.
- 16.5.** In implementing the above resolutions, the Board of Directors shall have the following rights and responsibilities:
- a) To decide and approve (including execution) all relevant contents, dossiers, documents, and to carry out necessary activities and procedures in accordance with applicable laws and SeABank’s regulations;
 - b) To ensure independence, transparency, and avoidance of conflicts of interest; compliance with conditions, limits related to transactions, contracts, and other relevant matters in accordance with SeABank’s regulations and applicable laws;
 - c) The approval, decision-making, and execution of documents related to the contracts, transactions, and matters under this Resolution shall be carried out from the date of approval by the 2026 Annual GMS until the effective date of the 2027 Annual GMS Resolution or until a replacement resolution is issued or the relevant contracts, transactions, and matters are completed;
 - d) To report to the General Meeting of Shareholders on the implementation progress, and contracts/transactions executed during the subsequent Annual GMS.
- 17.** Approval of the resignation of Vu Thi Ngoc Quynh from her position as a member of the Supervisory Board of the Bank for the 2023–2028 term, effective from April 22, 2026
- 18.** Approval of the number of additional member(s) to be elected to the Board of Supervisors of SeABank for the 2023–2028 term: 01 member.
- 19.** Approval of the number of members of the Supervisory Board for the 2023–2028 term at 05 members.
- 20.** Approval of the Rules for the election of an additional member of the Board of Supervisors of SeABank for the 2023–2028 term as attached.
- 21.** Approval of the result of the election of 01 additional member of the Board of Supervisors of SeABank for the 2023–2028 term as follows:

No.	Full name	Total votes received	Ratio	Result
1	Nguyen Van Lieu	...	100%	Elected as a member of the Board of Supervisors for the 2023–2028 term

Article 2. This Resolution shall take effect from the date of approval by the 2026 Annual General Meeting of Shareholders. The Board of Directors, the Board of Supervisors, the Board of Management, and relevant units and individuals of SeABank shall be responsible for implementing the resolutions of the 2026 Annual General Meeting of Shareholders.

**ON BEHALF OF THE GMS
CHAIR OF THE MEETING – CHAIRMAN OF
THE BOARD OF DIRECTORS**

Recipients::

- BODs, BOSs;
- As stated in Article 2;
- Filed at Archives,BODO.

LE VAN TAN