

**SOUTHEAST ASIA COMMERCIAL
JOINT STOCK BANK**

**SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness**

No: 925/2024/TB-SeABank

Hanoi, October 24, 2024

*Re: Collecting written shareholder opinions
on matters under the authority of the General
Meeting of Shareholders (GMS)*

Dear: SHAREHOLDERS OF SEABANK

- Pursuant to the Law on Credit Institutions 2024 and its guiding documents;
- Pursuant to the Law on Enterprises 2020 and its guiding documents;
- Pursuant to the Law on Securities 2019 and its guiding documents;
- Pursuant to the Charter of Southeast Asia Commercial Joint Stock Bank (“SeABank”);
- Considering the actual operational situation of SeABank,

The Board of Directors (“BOD”) respectfully requests shareholders to provide written opinions to approve the following matters:

I. CONTENT FOR OPINION COLLECTION

- 1. Resolution no. 01:** Approving the amendments and supplements to the Bank's Charter on organization and operation as outlined in the attached Draft. The Board of Directors (BOD) is hereby authorized to (i) promulgate the revised Charter, and (ii) continuously review its contents to further amend, supplement, or adjust in accordance with the Law on Credit Institutions 2024, its guiding documents, and best corporate governance practices both domestically and internationally, as required. The BOD is specifically authorized to adjust the provision on charter capital in Clause 1, Article 21 of the Charter based on and in accordance with the State Bank of Vietnam's decision amending the Bank's operating license with regard to charter capital.
- 2. Resolution no. 02:** Approving the amendments and supplements to the Internal Regulations on Bank Governance as outlined in the attached draft. The Board of Directors (BOD) is hereby authorized to (i) promulgate the revised Regulations, and (ii) continuously review, amend, supplement, or adjust the content of the Regulations in compliance with the Law on Credit Institutions 2024, its guiding documents, and to ensure alignment with best corporate governance practices both in Vietnam and internationally, as required.
- 3. Resolution no. 03:** Approval of the amendments and supplements to the Regulation on the Organization and Operation of the Board of Directors as outlined in the attached draft. Authorizing the BOD to (i) issue the Regulation, and (ii) continue reviewing the content of the Regulation to amend, supplement, or adjust it according to the provisions of the Law on Credit Institutions 2024 and its guiding documents, and update the content in line with good corporate governance practices in Vietnam and internationally (if deemed necessary).
- 4. Resolution no. 04:** Approval of the amendments and supplements to the Regulation on the Organization and Operation of the Supervisory Board, as outlined in the attached draft. The Supervisory Board is authorized to (i) promulgate the revised Regulation and (ii) periodically review, amend, supplement, or adjust the Regulation to ensure compliance with the Law on Credit Institutions 2024 and its accompanying guidelines. Additionally, the Supervisory Board shall ensure that the Regulation remains aligned with best practices in corporate governance, both domestically and internationally, if deemed necessary.
- 5. Resolution no. 05:** The General Meeting of Shareholders hereby authorizes the Board of Directors (“BOD”)—and grants the BOD the authority to delegate or re-authorize where

necessary—to make decisions, execute all actions, enter into agreements, sign documents, and make any necessary amendments to ensure the effective implementation of these resolutions. The BOD is also empowered to address any arising matters within its authority. These resolutions shall take effect from the date of approval and remain in force until the BOD issues new resolutions to replace them or until the completion of the actions outlined herein.

The draft resolution and related documents are posted on SeABank's website at the following link: <https://seabank.com.vn/> or scan the QR Code:



II. VOTING METHOD AND SUBMISSION OF RESPONSES

Shareholders are requested to provide their opinions by marking (X) or (✓) in one of the three options (*Agree, Disagree, Abstain from resolution*) for each content on the Written Shareholder Opinion Form (“Opinion Form”), sign and stamp (if applicable). The completed Opinion Form must be sealed in an envelope and submitted **no later than 5:00 PM on 04/11/2024** to the following address:

Asian Securities Corporation – IB Department

Address: 4th, 5th, 6th, 7th Floor, no.03 Dang Thai Than Street, Phan Chu Trinh Ward, Hoan Kiem district, Hanoi.
Phone: 024.62758668 (ext: 907 – Mr. Nguyen Trung Dung) Fax: 024. 024.627538216

In addition to sending via postal service to SeABank at the address above, shareholders may scan the full **Written Shareholder Opinion Form** and send it to the following email address: bieuquyetSSB@seabank.com.vn (the submission time will be based on the email receipt time).

In case the shareholder submits the Opinion Form both by post and email, if there is any discrepancy in the voting results between these submissions, the result on the Form sent by post will take precedence.

III. REGULATIONS ON VOTE COUNTING

The Board of Directors will proceed with vote counting according to the following principles:

1. Each share corresponds to one voting ballot.
2. **Participation ballots:** Opinion Forms submitted by shareholders via the specified methods, to the correct address, and within the stipulated time frame as outlined in this notice.
 - a. **Valid Opinion Forms:**
 - Opinion Forms bearing the SeABank stamp, with the full signature and name of the individual shareholder/legal representative of the organization/authorized representative in case of proxy voting (attached with a valid Power of Attorney as prescribed by law), and a stamp for organizational shareholders;
 - Opinion Forms submitted by shareholders via the specified methods, to the correct address, and within the time frame specified in Section II of this notice;
 - The envelope containing the Opinion Form must remain intact before the vote counting process (not opened before the vote counting);
 - The Opinion Form must not be torn;
 - The voting content must not be erased or altered;
 - A valid voting content is one where the shareholder selects one of the three boxes: Agree, Disagree, or No opinion.

b. Invalid Opinion Forms:

- Opinion Forms that do not meet the requirements of valid Opinion Forms;
- If a shareholder does not mark any box or marks more than one box for the same voting item, that item will be considered invalid.

c. Non-participating ballots: Opinion Forms that are not submitted to SeABank, SeABank conducts the vote counting will be considered as non-participation.

3. The vote counting procedure will be carried out in accordance with the law and SeABank's Charter immediately after the deadline for submitting Opinion Forms as specified in Section II of this notice.

4. A resolution of the General Meeting of Shareholders will be approved via written shareholder opinions if it receives approval from shareholders representing at least **51% of the total voting ballots**, and it holds the same validity as a resolution passed at a General Meeting of Shareholders.

6. NOTES FOR SHAREHOLDERS

To ensure the proper exercise of your rights and obligations as shareholders, SeABank would like to remind you of the following:

- Regularly visit SeABank's website at www.seabank.com.vn to stay updated on information published by SeABank and to fully exercise the rights and obligations of shareholders in accordance with the law, SeABank's Charter, and the requirements of the State management agencies from time to time;
- Exercise the rights and obligations of shareholders in accordance with the law, SeABank's Charter, and the notices and documents posted on SeABank's website.

Yours sincerely!

**ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN**

(signed and sealed)

Recipients:

- As above;
- PR (post on website)
- Filed at BODO.

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