

No: 79/2022/PHS-PL
Ref.: disclosing Meeting Minutes
and Resolution of Annual General
Meeting of Shareholders in 2022

Ho Chi Minh City, 31 March 2022

**INFORMATION DISCLOSURE ON WEBSITE OF
STATE SECURITIES COMMISSION**

To: • **State Securities Commission**

Name: **PHU HUNG SECURITIES CORPORATION (PHS)**

Headquarters: 21st Floor, Phu My Hung Tower, 08 Hoang Van Thai, Tan Phu Ward, District 7, Ho Chi Minh City.

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Person to implement information disclosure: Mr. Chen Chia Ken

Type of information disclosure: ☐ 24 hours ☐ 72 hours ☒ Unusual ☐ Periodic

Information of disclosed content:

According to Circular 96/2020/TT-BTC on guidance for information disclosure in the stock market, PHS sincerely discloses Meeting Minutes and Resolution of Annual General Meeting of Shareholders in 2022 (further information, please find the attachments).

The information is disclosed on PHS's website at <https://www.phs.vn>, tab Investor Relations, and section Shareholder Information.

PHS undertakes the information disclosure above is true and takes entire responsibility to the laws for information of disclosed content.

Attachments:

1. Meeting Minutes No. 01/2022/BB-DHDCD dated 31 March 2022;
2. Resolution No. 01/2022/NQ-DHDCD dated 31 March 2022.

Recipient:

- As above;
- Archive at Company Secretariat;
- Archive at Legal Division.



Mr. CHEN CHIA KEN

**MINUTES OF MEETING
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS
DATED MARCH 31st, 2022
PHU HUNG SECURITIES CORPORATION**

Company name: : Phu Hung Securities Corporation (PHS)

Address: : 21st Floor, Phu My Hung Tower, 08 Hoang Van Thai, Tan Phu Ward, District 7, Ho Chi Minh City, Vietnam

Business license: : 122/GP-UBCK issued by State Securities Committee dated 20/01/2016

Time : Commencing at 02:00 P.M on March 31st, 2022
Ending at 04:15 P.M on March 31st, 2022

Venue : 21st Floor, Phu My Hung Tower, 08 Hoang Van Thai, Tan Phu Ward, District 7, Ho Chi Minh City, Vietnam

Agenda : According to the Agenda of the Annual General Meeting of Shareholders dated March 31st, 2022 which was noticed to all shareholders

Chairman of the Meeting : Mr. Chen Chia Ken

Meeting Secretariat : Ms. Phan Thi Kim Anh – Chief of Meeting Secretariat

Scrutiny team: : Ms. Tran Thi Thien Trang – Chief of scrutiny team
Ms. Nguyen Thi Thu Huyen – Member
Ms. Nguyen Thi Thanh Thuy – Member

Attendees: : The attending shareholders and their authorized persons are 22 shareholders; representing 137,080,685 shares; taking 97.91% of the total voting shares of the Company. The Annual General Meeting of Shareholders dated March 31st, 2022 (“**Meeting**”) thereby convened in validation as per Law on Enterprise and Charter of Phu Hung Securities Corporation

I. MEETING OPENING PROCEDURE

1. Shareholders register attendances to receive documents, voting papers, voting cards.
2. Ms. Phan Thi Kim Anh reads the report on Shareholder status verification.
3. Ms. Chieu Nha Thy introduces the participants in the Meeting:

♦ Chairman:

Mr. Chen Chia Ken – General Director, Chairman of the Meeting.

♦ Meeting Secretariat:

Ms. Phan Thi Kim Anh– Chief of Meeting Secretariat

♦ Scrutiny team:

Ms. Tran Thi Thien Trang – Chief of scrutiny team

Ms. Nguyen Thi Thu Huyen – Member of scrutiny team

Ms. Nguyen Thi Thanh Thuy – Member of scrutiny team

Shareholders votes for passing members of Chairman, Meeting Secretariat, Scrutiny team with 100% of “agree” ratio.

The Chairman, Secretariat, and Scrutiny team start proceeding the Meeting.

4. Chairman declares agenda of the Meeting.
5. Ms. Chieu Nha Thy reads the voting guidelines.
6. The Annual General Meeting of Shareholders dated March 31st, 2022 votes for passing agenda, voting guidelines and voting method of the Meeting. Voting has 100% of “agree” ratio.

II. CONFERENCE AND VOTING

1. VOTING

Subject 1. Discuss and pass audited Financial statement in 2021

The Board of Directors submits Shareholders to pass the audited Financial Statements in 2021 as attachment.

Shareholders vote to pass with the ratio as below:

Vote result	Number of shares (shares)	Percentage
Agree	137,080,683	100%
Disagree	0	0%
Abstain	0	0%

Subject 2. Discuss and pass the Report of the Board of Directors on the Business performance in 2021

The Board of Directors submits Shareholders to pass the Report of the Board of Directors on the Business performance in 2021 as attachment.

Shareholders vote to pass with the ratio as below:

Vote result	Number of shares (shares)	Percentage
Agree	137,080,683	100%
Disagree	0	0%
Abstain	0	0%

Subject 3. Discuss and pass the Report of the Inspection Committee on the Business performance in 2021

The Board of Directors submits Shareholders to pass the Report of the Inspection Committee on the Business performance in 2021 as attachment.

Shareholders vote to pass with the ratio as below:

Vote result	Number of shares (shares)	Percentage
Agree	137,080,683	100%
Disagree	0	0%
Abstain	0	0%

Subject 4. Discuss and pass the Report on Corporate governance of PHS in 2021

The Board of Directors submits Shareholders to pass the Report on Corporate governance of PHS in 2021 as attachment.

Shareholders vote to pass with the ratio below:

Vote result	Number of shares	Percentage
Agree	137,080,683	100%
Disagree	0	0%
Abstain	0	0%

Subject 5. Discuss and pass the Report on Utilization of Capital for the capital raised from the private placement of shares on August 30th, 2021

The Board of Directors submits Shareholders to pass the Report on Utilization of Capital for the capital raised from the private placement of shares on August 30th, 2021 as attachment.

Shareholders vote to pass with the ratio below:

Vote result	Number of shares	Percentage
Agree	137,080,685	100%
Disagree	0	0%
Abstain	0	0%

Subject 6. Discuss and pass the Report on updating the charter with the head office address and charter capital in 2021

The Board of Directors submits Shareholders to pass the Report on updating the charter with the head office address and charter capital in 2021 as attachment.

Shareholders vote to pass with the ratio below:

Vote result	Number of shares	Percentage
Agree	137,080,685	100%
Disagree	0	0%
Abstain	0	0%

Subject 7. Discuss and pass the Profit Distribution Plan in 2021 and the authorization for the Board of Directors to choose the suitable time and proceed the procedure to pay dividend for shareholders

The Board of Directors submits Shareholders to pass the Profit Distribution Plan in 2021 as attachment with the following details:

- Profit after tax in 2021: 140,935,106,927 VND
- Additional reserve fund of charter capital
(5% on the profit after tax): 7,046,755,346 VND
- Operational risk and financial reserve funds
(5% on the profit after tax): 7,046,755,346 VND
- Undistributed profit in 2021 126,841,596,235 VND
- Undistributed profit at 31/12/2021 180,535,371,172 VND
- Dividend 2021 pay cash: 4.8% par value
(excluding treasury shares) 67,199,764,800 VND
- Dividend 2021 pay stock: 7.15% par value
(excluding treasury shares) 100,098,070,000 VND

The Board of Directors submits Shareholders to pass the authorization for the Board of Directors to choose the suitable time and proceed the procedure to pay dividend for shareholders.

Shareholders vote to pass with the ratio below:

Vote result	Number of shares	Percentage
Agree	137,080,685	100%
Disagree	0	0%
Abstain	0	0%

Subject 8. Discuss and pass the Development and Business plan of PHS in 2022

The Board of Directors submits Shareholders to pass the Development and Business plan of PHS in 2022 as attachment.

Shareholders vote to pass with the ratio below:

Vote result	Number of shares	Percentage
Agree	137,080,685	100%
Disagree	0	0%
Abstain	0	0%

Subject 9. Discuss and pass the Financial budget in 2022

The Board of Directors submits Shareholders to pass Financial budget in 2022 as attachment.

Shareholders vote to pass with the ratio below:

Vote result	Number of shares	Percentage
Agree	137,080,685	100%
Disagree	0	0%
Abstain	0	0%

Subject 10. Discuss and pass the selection of Auditor in 2022

The Board of Directors submits Shareholders to pass the selection of KPMG Vietnam Co., Ltd to be Auditor in 2022 as attachment.

Shareholders vote to pass with the ratio below:

Vote result	Number of shares	Percentage
Agree	137,080,685	100%
Disagree	0	0%
Abstain	0	0%

Subject 11. Discuss and pass the plan on private placement, capital utilization and the authorization from AGMS to the Board of Directors to implement the plan on private placement and capital utilization

1. The Board of Directors submits AGMS to pass the plan on private placement, capital utilization and the authorization from AGMS to the Board of Directors to implement the plan on private placement and capital utilization as attachment.

Shareholders vote to pass with the ratio as below:

Vote result	Number of shares (shares)	Percentage
Agree	137,080,685	100%
Disagree	0	0%
Abstain	0	0%

2. The Board of Directors submits AGMS to pass the list of investors who register to buy share of PHS in the private issue.

a) Investor: Phu Hung Far East Holding Corporation

Shareholders vote to pass with the ratio as below:

Vote result	Number of shares (shares)	Percentage
Agree	72,680,685	100%
Disagree	0	0%
Abstain	0	0%

b) Investor: Cat Tinh Development Limited

Shareholders vote to pass with the ratio as below:

Vote result	Number of shares (shares)	Percentage
Agree	137,080,685	100%
Disagree	0	0%
Abstain	0	0%

c) Investor: Phu Hung Assurance Corporation

Shareholders vote to pass with the ratio as below:

Vote result	Number of shares (shares)	Percentage
Agree	134,153,156	100%
Disagree	0	0%
Abstain	0	0%

d) Investor: Phu Lap Investment Consultant Company Limited

Shareholders vote to pass with the ratio as below:

Vote result	Number of shares (shares)	Percentage
Agree	136,381,433	100%
Disagree	0	0%
Abstain	0	0%

Subject 12. Discuss and pass the revised Charter of PHS

The Board of Directors submits Shareholders to pass the revised Charter of PHS as attachment.

Shareholders vote to pass with the ratio below:

Vote result	Number of shares	Percentage
Agree	137,080,685	100%
Disagree	0	0%
Abstain	0	0%

Subject 13. Discuss and pass the Election members of Board of Directors of the Company during the period from 2022-2025

The Board of Directors submits Shareholders to pass the Election members of Board of Directors of the Company during the period from 2022-2025 as attachment. Members of BOD are nominated as follows:

3. Mr Albert Kwang-Chin Ting: Member of the Board of Directors
 - Agreed votes: 137,080,689 shares
 - Equivalent to 20% voting shares
4. Mr Nguyen Doan Hung: Member of the Board of Directors
 - Agreed votes: 137,080,674 shares
 - Equivalent to 20% voting shares
5. Mr Chen Chia Ken: Member of the Board of Directors
 - Agreed votes: 137,080,676 shares
 - Equivalent to 20% voting shares
6. Mr Wu, Jin-Jeng: Member of the Board of Directors
 - Agreed votes: 137,080,673 shares
 - Equivalent to 20% voting shares
7. Ms Liu, Hsiu-Mei: Independent Member of the Board of Directors
 - Agreed votes: 137,080,673 shares
 - Equivalent to 20% voting shares

Subject 14. Discuss and pass the Election members of Inspection Committee of the Company during the period from 2022-2025

The Board of Directors submits Shareholders to pass the Election members of Inspection Committee of the Company during the period from 2022-2025 as attachment. Members of Inspection Committee are nominated as follows:

1. Mr Chiu, Hsien-Chih: Member of Inspection Committee
 - Agreed votes: 137,080,687 shares
 - Equivalent to 33.34% attendance voting shares
2. Mr Liew Sep Siang: Member of Inspection Committee
 - Agreed votes: 137,080,671 shares
 - Equivalent to 33.33% attendance voting shares

3. Ms Kuo, Ping-Min: Member of Inspection Committee

- Agreed votes: 137,080,671 shares
- Equivalent to 33.33% attendance voting shares

Subject 15. Discuss and pass the Report of the Board of Directors on the re-appointment of Mr. Chen Chia Ken to be General Director of the Company during the period from 2022-2025

The Board of Directors submits Shareholders to pass Report of the Board of Directors on the Re-appointment of Mr. Chen Chia Ken to be General Director of the Company during the period from 2022-2025 as attachment.

Shareholders vote to pass with the ratio below:

Vote result	Number of shares	Percentage
Agree	137,080,685	100%
Disagree	0	0%
Abstain	0	0%

Subject 16. Discuss and pass the Adjustment PHS organization chart and renaming Trading Service division

The Board of Directors submits Shareholders the Adjustment PHS organization chart and renaming Trading Service division as attachment.

Shareholders vote to pass with the ratio below:

Vote result	Number of shares	Percentage
Agree	137,080,685	100%
Disagree	0	0%
Abstain	0	0%

Subject 17. Discuss and pass the Registration as a Covered Warrant issuer

The Board of Directors submits Shareholders the Registration as a Covered Warrant issuer as attachment.

Shareholders vote to pass with the ratio below:

Vote result	Number of shares	Percentage
Agree	137,080,685	100%
Disagree	0	0%
Abstain	0	0%

Subject 18. Discuss and pass the Listing of stock PHS on Ho Chi Minh Stock Exchange (HOSE)

The Board of Directors submits Shareholders the Listing of stock PHS on Ho Chi Minh Stock Exchange (HOSE) as attachment.

PHS - Meeting Minutes of Annual General Meeting of Shareholders
dated March 31st, 2022

Shareholders vote to pass with the ratio below:

Vote result	Number of shares	Percentage
Agree	137,080,685	100%
Disagree	0	0%
Abstain	0	0%

III. MEETING CLOSURE

Ms. Phan Thi Kim Anh reads the Minutes of Meeting and the Resolution of the Annual General Meeting of Shareholders.

The Minutes of Meeting and the Resolution are passed with the ratio below:

Vote result	Number of shares	Percentage
Agree	137,080,685	100%
Disagree	0	0%
Abstain	0	0%

MEETING SECRETARIAT

Ms. PHAN THI KIM ANH

CHAIRMAN OF THE MEETING



Mr. CHEN CHIA KEN

Enclosure:

1.	Submission on the Audited Financial Statement in 2021; (Enclosure: The Audited Financial Statement in 2021)
2.	Submission on the Report of the Board of Directors on the Business performance in 2021; (Enclosure: Report of the Board of Directors on the Business performance in 2021)
3.	Submission on the Report of the Inspection Committee on the Business performance in 2021; (Enclosure: Report of the Inspection Committee on the Business performance in 2021)
4.	Submission on the Report on Utilization of Capital for the capital raised from the private placement of shares on August 30 th , 2021; (Enclosure: Report on Utilization of Capital for the capital raised from the private placement of shares on August 30 th , 2021)
5.	Submission on the Report on Corporate governance of PHS in 2021; (Enclosure: the Report on Corporate governance of PHS in 2021)
6.	Submission on the Report on updating the charter with the head office address and charter capital in 2021;
7.	Submission on the Profit Distribution Plan in 2021 and the authorization for the Board of Directors to choose the suitable time and proceed the procedure to pay dividend for shareholders; (Enclosure: Plan for issuance of shares to pay dividend)
8.	Submission on the Development and Business plan of PHS in 2022; (Enclosure: Business plan of the Company in 2022)
9.	Submission on the Financial budget in 2022; (Enclosure: Financial budget in 2022)
10.	Submission on the Selection of Auditor in 2022;
11.	Submission on the Plan on private placement, capital utilization and the authorization from AGMS to the Board of Directors to implement the plan on private placement and capital utilization; (Enclosure: Plan on private share issuance)
12.	Submission on the revised Charter of PHS; (Enclosure: Draft Charter, Comparison table between the current Charter and revised Charter)
13.	Submission on the Election members of Board of Directors of the Company during the period from 2022-2025; (Enclosure: Curriculum vitae of nominated candidates for members of Board of Directors)
14.	Submission on the Election members of Inspection Committee of the Company during the period from 2022-2025; (Enclosure: Curriculum vitae of nominated candidates for members of Inspection Committee)
15.	Submission on the Report of the Board of Directors on the re-appointment of Mr. Chen Chia Ken to be General Director of the Company during the period from 2022-2025;

16.	Submission on the Adjustment PHS organization chart and renaming Trading Service division;
17.	Submission on the Registration as a Covered Warrant issuer;
18.	Submission on the Listing of stock PHS on Ho Chi Minh Stock Exchange (HOSE)



RESOLUTION
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS
PHU HUNG SECURITIES CORPORATION

Pursuant to:

- Law on Enterprises No. 59/2020/QH14;
- The current Charter of Phu Hung Securities Corporation;
- The Meeting minutes of the General Meeting of Shareholder No. 01/2022/BB-ĐHĐCĐ dated March 31st, 2022 of Phu Hung Securities Corporation;
- Report on shareholder status verification and minutes of scrutiny at the Annual General Meeting of Shareholders.

The Annual General Meeting of Shareholders (“**AGMS**”) of Phu Hung Securities Corporation is held at 02:00 P.M on March 31st, 2022 at 21st Floor, Phu My Hung Tower, 08 Hoang Van Thai, Tan Phu Ward, District 7, Ho Chi Minh City, which thereby is convened in validation.

Attendees:

- Shareholders of Phu Hung Securities Corporation (PHS) as the list recorded on March 3rd, 2022.
- Number of attending shareholders: 22 shareholders and the authorized persons, representing 137,080,685 shares, taking 97.91 % of the total voting shares of the Company.

RESOLVES TO

The AGMS of Phu Hung Securities Corporation consents to pass these following Resolutions:

RESOLUTION 1. PASS THE AUDITED FINANCIAL STATEMENT IN 2021

The AGMS consents to pass the Audited Financial Statement in 2021 as attachment.

RESOLUTION 2. PASS THE REPORT OF THE BOARD OF DIRECTORS ON THE BUSINESS PERFORMANCE IN 2021

The AGMS consents to pass the Report of the Board of Directors on the Business performance in 2021 as attachment.



RESOLUTION 3. PASS THE REPORT OF THE INSPECTION COMMITTEE ON THE BUSINESS PERFORMANCE IN 2021

The AGMS consents to pass the Report of the Inspection Committee on the Business performance in 2021 as attachment.

RESOLUTION 4. PASS THE REPORT ON CORPORATE GOVERNANCE OF PHS IN 2021

The AGMS consents to pass the Report on Corporate Governance of PHS in 2021 as attachment.

RESOLUTION 5. PASS THE REPORT ON UTILIZATION OF CAPITAL FOR THE CAPITAL RAISED FROM THE PRIVATE PLACEMENT OF SHARES ON AUGUST 30th, 2021

The AGMS consents to pass Report on Utilization of Capital for the capital raised from the private placement of shares on August 30th, 2021 as attachment.

RESOLUTION 6. PASS THE REPORT ON UPDATING THE CHARTER WITH THE HEAD OFFICE ADDRESS AND CHARTER CAPITAL IN 2021

The AGMS consents to pass Report on updating the charter with the head office address and charter capital in 2021 as attachment.

RESOLUTION 7. PASS THE PROFIT DISTRIBUTION PLAN IN 2021 AND THE AUTHORIZATION FOR THE BOARD OF DIRECTORS TO CHOOSE THE SUITABLE TIME AND PROCEED THE PROCEDURE TO PAY DIVIDEND FOR SHAREHOLDER

The AGMS consents to pass the Profit Distribution Plan in 2021 as attachment with the following details:

- Profit after tax in 2021: 140,935,106,927 VND
- Additional reserve fund of charter capital
(5% on the profit after tax): 7,046,755,346 VND
- Operational risk and financial reserve funds
(5% on the profit after tax): 7,046,755,346 VND
- Undistributed profit in 2021 126,841,596,235 VND
- Undistributed profit at 31/12/2021 180,535,371,172 VND
- Dividend 2021 pay cash: 4.8% par value
(excluding treasury shares) 67,199,764,800 VND
- Dividend 2021 pay stock: 7.15% par value
(excluding treasury shares) 100,098,070,000 VND

AGMS consents to pass the authorization for the Board of Directors to choose the suitable time and proceed the procedure to pay dividend for shareholders.

RESOLUTION 8. PASS THE DEVELOPMENT AND BUSINESS PLAN OF PHS IN 2022

The AGMS consents to pass the Development and Business plan of PHS in 2022 as attachment.

RESOLUTION 9. PASS THE FINANCIAL BUDGET IN 2022

The AGMS consents to pass the Financial Budget of the Company in 2022 as attachment.

RESOLUTION 10. PASS THE SELECTION OF AUDITOR IN 2022

The AGMS consents to pass KPMG Viet Nam Co., Ltd to be the selection of Auditor in 2022 as attachment.

RESOLUTION 11. PASS THE PLAN ON PRIVATE PLACEMENT, CAPITAL UTILIZATION AND THE AUTHORIZATION FROM AGMS TO THE BOARD OF DIRECTORS TO IMPLEMENT THE PLAN ON PRIVATE PLACEMENT AND CAPITAL UTILIZATION

The AGMS consents to pass the plan on private placement, capital utilization and the authorization from AGMS to the Board of Directors to implement the plan on private placement and capital utilization as attachment.

RESOLUTION 12. PASS THE REVISED CHARTER OF PHS

The AGMS consents to pass the revised charter of PHS as attachment.

RESOLUTION 13. PASS THE LIST OF MEMBERS OF THE BOARD OF DIRECTORS OF THE COMPANY DURING THE PERIOD FROM 2022-2025

The AGMS consents to pass the List of members of the Board of Directors of the Company during the period from 2022-2025 as follows:

1. Mr Albert Kwang-Chin Ting : Member of the Board of Directors
2. Mr Nguyen Doan Hung : Member of the Board of Directors
3. Mr Chen Chia Ken : Member of the Board of Directors
4. Mr Wu, Jin-Jeng : Member of the Board of Directors
5. Ms Liu, Hsiu-Mei : Independent Member of the Board of Directors

RESOLUTION 14. PASS THE LIST OF MEMBERS OF INSPECTION COMMITTEE OF THE COMPANY DURING THE PERIOD FROM 2022-2025

The AGMS consents to pass the List of members of Inspection Committee of the Company during the period from 2022-2025 as follows:



1. Mr Chiu, Hsien-Chih : Member of Inspection Committee
2. Mr Liew Sep Siang : Member of Inspection Committee
3. Ms Kuo, Ping-Min : Member of Inspection Committee

RESOLUTION 15. PASS THE REPORT OF THE BOARD OF DIRECTORS ON THE RE-APPOINTMENT OF Mr. CHEN CHIA KEN TO BE GENERAL DIRECTOR OF THE COMPANY DURING THE PERIOD FROM 2022-2025

The AGMS consents to pass the Report of the Board of Directors on the re-appointment of Mr. Chen Chia Ken to be General Director of the Company during the period from 2022-2025 as attachment.

RESOLUTION 16. PASS THE ADJUSTMENT PHS ORGANIZATION CHART AND RENAMING TRADING SERVICE DIVISION

The AGMS consents to pass the Adjustment PHS organization chart and renaming Trading Service division as attachment.

RESOLUTION 17. PASS THE REGISTRATION AS A COVERED WARRANT ISSUER

The AGMS consents to pass the Registration as a Covered Warrant issuer as attachment.

RESOLUTION 18. PASS THE LISTING OF STOCK PHS ON HO CHI MINH STOCK EXCHANGE (HOSE)

The AGMS consents to pass the Listing of stock PHS on Ho Chi Minh Stock Exchange (HOSE) as attachment.

RESOLUTION 19. ORGANIZING IMPLEMENTATION

The resolution is effective from March 31st, 2022

The Board of Directors of Phu Hung Securities Corporation is responsible for organizing, leading the Company to implement the above content of the Resolution.

ON BEHALF OF THE ANNUAL GENERAL
MEETING OF SHAREHOLDERS
CHAIRMAN OF MEETING



Mr. CHEN CHIA KEN