

Ngày 18 tháng 4 năm 2026  
April 18<sup>th</sup> 2026

**CÔNG BỐ THÔNG TIN TRÊN CỔNG THÔNG TIN ĐIỆN TỬ CỦA  
ỦY BAN CHỨNG KHOÁN NHÀ NƯỚC VÀ SỞ GIAO DỊCH CHỨNG KHOÁN HÀ NỘI  
INFORMATION DISCLOSURE ON THE PORTAL OF  
THE STATE SECURITIES COMMISSION AND THE HANOI STOCK EXCHANGE**

**Kính gửi:** - Ủy ban Chứng khoán Nhà nước  
- Sở Giao dịch Chứng khoán Hà Nội

**To:** - State Securities Commission  
- Hanoi Stock Exchange

1. Tên tổ chức/ *Name of organization*: Ngân hàng TMCP Bắc Á/Bac A Commercial Joint Stock Bank
  - Mã chứng khoán/ *Stock code*: BAB
  - Địa chỉ/ *Address*: 117 đường Quang Trung, phường Thành Vinh, tỉnh Nghệ An/ 117 Quang Trung Street, Thanh Vinh Ward, Nghe An Province
  - Điện thoại/ *Telephone*: 0238.3844277 Fax/ *Fax*: 0238.3841757
  - Website: <https://www.baca-bank.vn>

2. Nội dung thông tin công bố/ *Contents of the information disclosure*:

Ngày 18/4/2026, Ngân hàng TMCP Bắc Á đã tổ chức cuộc họp Đại hội đồng cổ đông thường niên năm 2026. Dưới đây là các tài liệu công bố thông tin/ On April 18, 2026, Bac A Commercial Joint Stock Bank held the 2026 Annual General Meeting of Shareholders. Below are the information disclosure documents:

- Biên bản họp Đại hội đồng cổ đông thường niên năm 2026 Ngân hàng thương mại cổ phần Bắc Á/ *Minutes of the 2026 Annual General Meeting of Shareholders of Bac A Commercial Joint Stock Bank*
- Nghị quyết Đại hội đồng cổ đông thường niên năm 2026 Ngân hàng thương mại cổ phần Bắc Á/ *Resolution of the 2026 Annual General Meeting of Shareholders of Bac A Commercial Joint Stock Bank*

(Nội dung chi tiết theo tài liệu đính kèm)/ *(Detailed as in attached document)*

3. Thông tin này được công bố trên trang thông tin điện tử của Ngân hàng TMCP Bắc Á [www.baca-bank.vn](https://www.baca-bank.vn) – Mục Quan hệ cổ đông/Công bố thông tin/Năm 2026. /This information is published on the website of Bac A Commercial Joint Stock Bank [www.baca-bank.vn](https://www.baca-bank.vn) – Shareholder Relations/Information Disclosure/2026.



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 information disclosed above is true and accurate, and we take full responsibility before the laws for the contents of the disclosed information.*

Trân trọng!/ *Best regards,*

**NGƯỜI ĐƯỢC ỦY QUYỀN CÔNG BỐ  
THÔNG TIN**

**THE PERSON AUTHORIZED TO DISCLOSE  
INFORMATION**



**Chu Nguyên Bình**







No.: 01/2026/BB-ĐHĐCĐ

**MINUTES OF****THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026 OF  
BAC A COMMERCIAL JOINT STOCK BANK****A. GENERAL INFORMATION ABOUT THE ORGANIZATION**

- Organization name: **BAC A COMMERCIAL JOINT STOCK BANK (BAC A BANK)**
- Address: No. 117 Quang Trung Street, Thanh Vinh Ward, Vinh City, Nghe An Province
- Enterprise code: 2900325526, issued by the Business Registration Office of Department of Planning and Investment of Nghe An Province, the first registration dated October 10<sup>th</sup>, 1995.
- Establishment and Operation license no. 47/GP-NHNN dated April 16<sup>th</sup>, 2019, issued by the Governor of the State Bank of Vietnam, replacing Operation License No. 0052/NH-GP dated September 01<sup>st</sup>, 1994; Decision No. 1804/QĐ-QLGS5 dated July 31, 2025 of the State Bank of Vietnam regarding the modification of the head office address in the Establishment and Operation License of BAC A BANK; Decision No. 322/QĐ-NHNN dated March 6, 2026 of the Governor of the State Bank of Vietnam regarding the modification of charter capital in the Establishment and Operation License of BAC A BANK.

**B. TIME AND VENUE**

- Time: 08:45 AM, April 18<sup>th</sup>, 2026
- Venue: Conference Hall, Muong Thanh Grand Cua Lo Hotel, 232 Binh Minh Street, Cua Lo Ward, Nghe An Province.

**C. ATTENDEES:**

The General Meeting was honored to welcome:

- Mr. Tran Ngoc Toan, Head of Credit Institution Management and Supervision Room 2 - Credit Institution Management and Supervision Department - State Bank of Vietnam;
- Ms. Nguyen Thi Thu Thu, Director of the State Bank of Vietnam - Region 8 Branch;
- Mr. Nguyen Loc Anh, Chief Inspector of the State Bank of Vietnam of Region 8;
- And other Representatives from the Credit Institution Management and Supervision Department – State Bank of Vietnam and the State Bank of Vietnam, Region 8 Branch;



- Managers of Bac A Commercial Joint Stock Bank;
- Shareholders of Bac A Commercial Joint Stock Bank.

## **D. AGENDA AND PROCEEDINGS OF THE GENERAL MEETING**

### **I. REPORT ON SHAREHOLDER ELIGIBILITY VERIFICATION**

**Mr. Thai Dinh Luong**, Representative of the Shareholder Eligibility Verification Committee, presented the Report on shareholder eligibility, to the General Meeting:

- As of March 17<sup>th</sup>, 2025 - the date on which the list of attending shareholders is finalized, BAC A BANK had a total of **1,922** (*In words: One thousand and nine hundred twenty-two*) shareholders (*According to the Full list of securities owners (with voting rights) provided by the Vietnam Securities Depository and Clearing Corporation*).
- Total number of shareholders invited: **1,922** shareholders.
- At the time of opening of the General Meeting, **133** shareholders/authorized attended the General Meeting, represent for **1,039,548.473** (*In words: One billion thirty-nine million five hundred forty-eight thousand four hundred seventy-three*) shares entitled to vote, accounting for **96.96%** of the total voting shares. Pursuant to the applicable laws and BAC A BANK's Charter, with the above attendance rate, the Annual General Meeting of Shareholders 2026 was duly convened and met the conditions for proceedings.

### **II. ELECTION OF THE PRESIDING COMMITTEE, SECRETARIAT, VOTE COUNTING COMMITTEE, AND APPROVAL OF THE MEETING AGENDA, WORKING REGULATIONS AT THE MEETING**

#### **1. Presiding Committee:**

The General Meeting elected the Presiding Committee to chair the General Meeting. After reviewing the proposed list of individuals nominated by the Organizing Committee, 100% of the shareholders with voting rights present at the General Meeting voted to approve the composition of the Presiding Committee, consisting of the following individuals:

- |                       |  |               |
|-----------------------|--|---------------|
| - Ms. Tran Thi Thoang | : Chairwoman of the Board of Directors                             | - Chairwoman; |
| - Ms. Thai Huong      | : Deputy Chairwoman of the Board of Directors cum General Director | - Member;     |
| - Mr. Vo Van Quang    | : Member of the Board of Directors cum Deputy General Director     | - Member;     |
| - Mr. Dang Trung Dung | : Standing Deputy General Director                                 | - Member;     |
| - Mr. Chu Nguyen Binh | : Deputy General Director  | - Member.     |

#### **2. Secretariat and Vote Counting Committee:**



In order to assist the Presiding Committee and conduct vote counting at the General Meeting, after reviewing the proposed list of individuals nominated by the Presiding Committee, 100% of the shareholders with voting rights present at the General Meeting voted to approve the composition of the Secretariat and Vote Counting Committee, consisting of the following individuals:

**2.1. Secretariat:**

- Ms. Ngo Thuy Linh : Head;
- Mr. Tran Hoang Minh : Member.

**2.2. Vote Counting Committee:**

- Mr. Dieu Minh Duc : Head;
- Mr. Nguyen Tat Thanh : Member;
- Mr. Tran Duc Dan : Member;
- Ms. Nguyen Dieu Ngan : Member;
- Mr. Thai Doan Dan : Member.

**3. Approval of the Meeting Agenda and Working Regulations:**

- After the Presiding Committee disclosed the Meeting Agenda and Draft Working Regulations for the Annual General Meeting of Shareholders 2026, 100% of the shareholders with voting rights present at the General Meeting voted to approve the Meeting Agenda and Draft Working Regulations.
- The Organizing Committee also presented and guided the voting procedures for matters to be approved at the General Meeting.

**III. PROCEEDINGS OF THE GENERAL MEETING**

**1. Presentation of Reports at the General Meeting**

- 1.1. **Ms. Tran Thi Thoang**, Chairwoman of the Board of Directors, presented the Report on operational results of the Board of Directors for 2025 and operational orientations and plans for 2026, to the General Meeting;
- 1.2. **Mr. Pham Hong Cong**, Head of the Board of Supervisors, presented the Report on operational results of the Board of Supervisors for 2025 and operational orientations and plans for 2026, to the General Meeting;
- 1.3. **Mr. Dang Trung Dung**, Standing Deputy General Director, on behalf of the Board of General Directors, presented the Report on business results for 2025 and plans for 2026, to the General Meeting.

**2. Presentation of Proposals of the Board of Directors as assigned by the Presiding Committee:**

Mr. Chu Nguyen Binh, Deputy General Director, presented the following Proposals to the General Meeting:

- Proposal for approval of the audited Financial statements for 2025; remuneration



expenditures for the Board of Directors and Board of Supervisors for 2026.

- Proposal for the profit distribution plan for 2025;
- Proposal for approval of the charter capital increase plan for 2026;
- Proposal for selection of an independent audit firm for performing the audit/review of financial statements and providing assurance services for the internal control system's operations in preparation and presentation of BAC A BANK's 2027 financial statements;
- Proposal for the addition of activities to the License and/or re-issue of the License of Bac A Commercial Joint Stock Bank;
- Proposal for amending and supplementing the Charter, Regulations on the organization and operation of the Board of Directors, and the Corporate Governance Regulations of Bac A Commercial Joint Stock Bank;
- Proposal for amending and supplementing the Regulations on the organization and operation of the Board of Supervisors;
- Proposal for the approval of listing of bonds offered to the public by Bac A Commercial Joint Stock Bank on the Hanoi Stock Exchange (HNX) after the completion of offerings.
- Proposal for the approval of charge-off of debts already subject to risk management from the off-balance sheet in accordance with Decree No. 86/2024/ND-CP.

#### **IV. DISCUSSION SESSION**

At the General Meeting, shareholders discussed and agreed on the contents of the Reports of the Board of Directors, the Board of Supervisors, the Board of Management, and the proposals presented at the meeting.

The attending shareholders discussed and asked questions related to: increasing charter capital; granting green credit; transferring the stock listing to another exchange; the difference between deposit and lending interest rates; the capital raising situation; growth in customer service revenue; operational safety indicators; digital transformation in banking operations and the direction of banking development solutions... were also of interest to shareholders.

After the discussion, the Presiding Board answered the shareholders' questions. The positive feedback from shareholders has also been acknowledged and incorporated by the Presiding Committee to further improve BAC A BANK's operations.

#### **V. VOTING FOR APPROVAL OF REPORTS AND PROPOSALS**

The total number of shareholders and authorized representatives present at the time of voting was **133** shareholders, representing **1,039,548,473** shares (equivalent to **1,039,548,473** voting rights), accounting for **100%** of the total voting shares of BAC A BANK.

- 1. Approval of the Report on operational results of the Board of Directors for 2025 and operational orientations and plans for 2026**



*Number of votes for: 1,039,548,473 votes, accounting for 100% of the total votes of all attending shareholders; Number of votes against: 0 votes, accounting for 0%; Number of abstain votes: 0 votes, accounting for 0%.*

**2. Approval of the Report on operational results of the Board of Supervisors for 2025 and operational orientations and plans for 2026**

*Number of votes for: 1,039,548,473 votes, accounting for 100% of the total votes of all attending shareholders; Number of votes against: 0 votes, accounting for 0%; Number of abstain votes: 0 votes, accounting for 0%.*

**3. Approval of the Report on business results for 2025 and plans for 2026**

*Number of votes for: 1,039,548,473 votes, accounting for 100% of the total votes of all attending shareholders; Number of votes against: 0 votes, accounting for 0%; Number of abstain votes: 0 votes, accounting for 0%.*

**4. Approval of the audited Financial statements for 2025; remuneration expenditures for the Board of Directors and Board of Supervisors for 2026:**

**4.1. Key achievements in 2025:**

- Total assets: VND 195,936 billion;
- Loans to customers: VND 126,416 billion;
- Bad debt ratio: 1.15%;
- Customer deposits: VND 127,190 billion;
- Charter capital: VND 10,032 billion;
- Profit after tax: VND 1,185.5 billion.

**4.2. Remuneration expenditures for the Board of Directors and Board of Supervisors for 2026:**

The remuneration for the Board of Directors and Board of Supervisors for 2026 shall be 1.5% (One point five percent) of the profit after tax for 2026.

*Number of votes for: 1,039,548,473 votes, accounting for 100% of the total votes of all attending shareholders; Number of votes against: 0 votes, accounting for 0%; Number of abstain votes: 0 votes, accounting for 0%.*

**5. Approval of the proposal for the profit distribution plan for 2025:**

- Consolidated profit after tax: VND 1,189.6 billion;
- Separate profit after tax: VND 1,185.5 billion;
- Allocation to the Reserve fund for charter capital increase: VND 118.55 billion;
- Allocation to the Financial reserve fund: VND 118.55 billion;
- Allocation to the Bonus fund: VND 59.3 billion;
- Allocation to the Welfare fund: VND 35.6 billion;
- Allocation to the Socialization and Charity Fund: VND 29.6 billion;
- Remuneration for the Board of Directors and Board of Supervisors: VND 17.8 billion;



- Profit expected to be used for dividend payment in 2025: VND 804.105 billion (Expected dividend payout ratio: 7.5%).

**The Board of Directors is assigned/authorized to:** decide on the timing and distribution of stock dividends to existing shareholders from BAC A BANK's accumulated undistributed profits in 2025, after allocating funds, must comply with legal regulations and be approved by the General Meeting of Shareholders.

Number of votes for: 1,028,974,988 votes, accounting for 98.98% of the total votes of all attending shareholders; Number of votes against: 10,573,485 votes, accounting for 1.02%; Number of abstain votes: 0 votes, accounting for 0%.

6. \*Approval of the cancellation of implementing the plan to increase charter capital in the second phase of 2025 by offering an additional 107,214,020 shares to the public for existing shareholders (Details as in the attached proposal).

**\*Approval of the charter capital increase plan for 2026** (Details as in the attached Proposal and Plan for charter capital increase for 2026).

➤ **Charter capital increase**

- Charter capital as of December 31<sup>st</sup>, 2025: **VND 10,032,190,520,000** (Ten trillion, thirty-two billion, one hundred ninety million, five hundred twenty thousand dong);
  - Charter capital at the time of preparing the Proposal and Plan: **VND 10,721,402,010,000** (Ten trillion, seven hundred twenty-one billion, four hundred two million, ten thousand dong);
  - Expected additional charter capital: **VND 804,105,150,000** (Eight hundred and four billion, one hundred and five million, one hundred and fifty thousand dong);
  - Expected charter capital after completing the charter capital increase: **VND 11,525,507,160,000** (Eleven trillion, five hundred twenty-five billion, five hundred seven million, one hundred sixty thousand dong).
- The Bank will implement this capital increase plan through the issuance of common shares to pay dividends to existing shareholders with a total value of VND **804,105,150,000** at a par value of VND 10,000/share (equivalent to an expected dividend payout ratio of 7.50% of the total charter capital on the date of preparing the Proposal, which is VND **10,721,402,010,000**) from the accumulated retained earnings of BAC A BANK in 2025 after allocating Funds in accordance with applicable laws
- Register, deposit, and list all newly issued shares with the competent authority.
- **Expected offerings/issues:**
- Continue implementing the Phase 2 of the Charter capital increase plan for 2024 in accordance with the Resolution of the Annual General Meeting of Shareholders 2024 No. 02/2024/NQ-ĐHĐCĐ dated 27 April 2024, Resolution No. 180/2024/NQ-HĐQT dated November 20<sup>th</sup>, 2024, Resolution No. 71/2025/NQ-HĐQT dated March 20<sup>th</sup>, 2025 of the Board of Directors and Approval No. 10474/NHNN-TTGSNH dated December 24<sup>th</sup>, 2024 of the State Bank of Vietnam: **VND**



**958,021,840,000** (Nine hundred fifty-eight billion, twenty-one million, eight hundred and forty thousand Vietnamese dongs only).

- Implement the new charter capital increase plan for 2025
- + Issue common shares to pay dividends to existing shareholders with a total value of **VND 689,775,730,000** at the par value of VND 10,000 per share (corresponding to an expected dividend payout ratio of 7.20% of the total charter capital as of the date of the Proposal and Plan, that was **VND 9,580,218,430,000**) from BAC A BANK's accumulated undistributed profit for 2024 after allocations to the respective Funds, in accordance with the applicable laws.
- + Offer common shares to existing shareholders with a total value of **VND 1,122,801,600,000** at the par value (expected offering ratio of 10.00% of the total outstanding shares at the time of the offering). The expected offering price is VND 10,000 per share. However, the offering price may vary depending on actual market conditions.
- Carry out the registration, depository and additional registration of listing of all additional issued shares at the competent authorities.
- **The General Meeting of Shareholders assigns/authorizes the Board of Directors** to adjust/finalize and/or approve the entire Charter capital increase plan and plan for utilization of capital and proceeds from the offerings/issues (if adjustments are required by the State agencies), in line with the practical operation needs of BAC A BANK, in accordance with legal provisions, ensuring the rights of shareholders, and submit to the State agencies for approval and implementation in accordance with the General Meeting of Shareholders' Resolutions and legal provisions. This includes, but is not limited to, the following matters:
  - Deciding on the specific amount of capital increase for the issuance based on the actual conditions and capital requirements of BAC A BANK, but not exceeding the dividend payout level approved by the General Meeting of Shareholders; determining the specific timing for issuing shares to pay dividends, the record date for finalizing the list of shareholders entitled to receive stock dividends, the handling of fractional shares arising, and any undistributed shares (if any), along with other related matters to implement the payment of dividends in shares to existing shareholders from BAC A BANK's accumulated retained earnings in 2025 after allocating Funds, ensuring compliance with applicable legal regulations;
  - Deciding on the implementation of relevant procedures, records and documents to register, deposit, register for additional listing of all additional shares offered/issued; notifying of the maximum foreign ownership ratio (if any); and executing of other related procedures according to the instructions of the competent authorities;
  - Deciding on the implementation of relevant procedures, records and documents, related to the amendment to and supplementation of the Establishment and Operation License, update to the National Information System on Business



Registration, amendment to the Charter of BAC A BANK, and other procedures, records, and legal documents related to updating the new charter capital of BAC A BANK according to the actual results of the Charter Capital Increase Plan approved by the General Meeting of Shareholders;

- Undertaking other relevant and necessary tasks (if any) to complete the Charter Capital Increase Plan in accordance with laws, instructions, and requirements of competent State Agencies, based on the actual implementation of BAC A BANK's Charter Capital Increase Plan.

*Number of votes for: 1,039,548,473 votes, accounting for 100% of the total votes of all attending shareholders; Number of votes against: 0 votes, accounting for 0%; Number of abstain votes: 0 votes, accounting for 0%.*

**7. Approval of the proposal for selection of an independent audit firm for performing the audit/review of financial statements and providing assurance services for the internal control system's operations in preparation and presentation of BAC A BANK's 2027 financial statements**

AASC Auditing Firm Co., Ltd. has been selected as the independent auditing firm to conduct the review of the semi-annual financial statements, audit the financial statements, and provide assurance services regarding the operation of the internal control system in the preparation and presentation of the 2027 financial statements of Bac A Commercial Joint Stock Bank.

*Number of votes for: 1,039,548,473 votes, accounting for 100% of the total votes of all attending shareholders; Number of votes against: 0 votes, accounting for 0%; Number of abstain votes: 0 votes, accounting for 0%.*

**8. Approval of the proposal for the addition of activities to the License and/or re-issue of the License of Bac A Commercial Joint Stock Bank**

- (i) By continuing to add the activity "Participation in international payment systems" to BAC A BANK's license;
- (ii) Approve the policy for adding activities to the License and/or re-issuing the License of BAC A BANK in accordance with the 2024 Law on Credit Institutions, Circular No. 34/2024/TT-NHNN, other documents guiding the implementation of the Law on Credit Institutions (including amendments, supplements, and replacements); amending and supplementing the Charter to align with BAC A BANK's License after the State Bank of Vietnam Governor approves the addition and/or re-issue, and performing other administrative procedures (if any) and/or other matters as required by the laws from time to time;
- (iii) The Board of Directors is assigned/authorized to:
  - Decide on the addition of specific activities to the License (including each international payment system) and/or the re-issue of BAC A BANK's License in accordance with the 2024 Law on Credit Institutions, Circular No. 34/2024/TT-NHNN, other documents guiding the implementation of the Law on Credit



Institutions (including amendments, supplements, and replacements), relevant legal provisions, and State Bank of Vietnam's guidance.

- Decide on amendments and supplements to the Charter to align with BAC A BANK's License after the State Bank of Vietnam Governor approves the addition and/or re-issue, and perform other administrative procedures (if any) and/or other matters as required by the laws from time to time.
- Direct the implementation of tasks and procedures for adding activities to the License and/or re-issuing the License, amending and supplementing the Charter, performing other administrative procedures (if any), and/or other matters as required by the laws from time to time.

*Number of votes for: 1,039,548,473 votes, accounting for 100% of the total votes of all attending shareholders; Number of votes against: 0 votes, accounting for 0%; Number of abstain votes: 0 votes, accounting for 0%.*

**9. Approval of the proposal for amending and supplementing the Charter, Regulations on the organization and operation of the Board of Directors, and the Corporate Governance Regulations of Bac A Commercial Joint Stock Bank**

- (i) Approve amendments and supplements to the Charter, Regulations on Organization and Operation of the Board of Directors, Corporate Governance Regulations of BAC A BANK;

The effective date of the Charter, Regulations on Organization and Operation of the Board of Directors, Corporate Governance Regulations of BAC A BANK are consistent with the effective date of Circular 83/2025/TT-NHNN.

- (ii) The Board of Directors is assigned/authorized to review the contents of the Charter, Regulations on Organization and Operation of the Board of Directors, Corporate Governance Regulations according to documents guiding the implementation of the 2024 Law on Credit Institutions, other relevant legal provisions, guidance of competent State agencies (if any); perform necessary procedures for issue; direct the implementation of procedures for notifying State agencies and disclosing information in accordance with the laws.
- (iii) The Board of Directors is assigned/authorized to decide on amendments to the Charter in case the State Bank of Vietnam has decided to amend the head office address of BAC A BANK in the License due to changes in administrative boundaries.

*Number of votes for: 1,039,548,473 votes, accounting for 100% of the total votes of all attending shareholders; Number of votes against: 0 votes, accounting for 0%; Number of abstain votes: 0 votes, accounting for 0%.*

**10. Approval of amending and supplementing the Regulations on the organization and operation of the Board of Supervisors**



- (i) Approve the proposed amendments and additions to the Regulations on the Organization and Operation of the Supervisory Board.
- (ii) Assign/Authorized the Board of Supervisors to carry out the necessary procedures to issue the Regulations on the organization and operation of the Supervisory Board to ensure compliance with the current Law on Credit Institutions, Circular No. 83/2025/TT-NHNN and other relevant implementing documents, legal regulations and/or guidance from competent State agencies (if any).

*Number of votes for: 1,039,548,473 votes, accounting for 100% of the total votes of all attending shareholders; Number of votes against: 0 votes, accounting for 0%; Number of abstain votes: 0 votes, accounting for 0%.*

**11. Approval of the proposal for the approval of listing of bonds offered to the public by Bac A Commercial Joint Stock Bank on the Hanoi Stock Exchange (HNX) after the completion of offerings**

- (i) Approve the listing on the Hanoi Stock Exchange (HNX) after the completion of the public offering of bonds that are not convertible bonds or bonds with warrants offered by BAC A BANK to the public (*from the completion of the Annual General Meeting of Shareholders 2026 until the completion of the Annual General Meeting of Shareholders 2027*) in accordance with the provisions of the Law on Securities, documents guiding the implementation thereof, and other relevant legal provisions.
- (ii) Assign/authorize the Board of Directors to direct the implementation, and the Deputy Chairwoman of the Board of Directors cum General Director to organize and execute the listing of bonds offered to the public by Bac A Commercial Joint Stock Bank as mentioned in Point 11.(i) of this Minutes on the HNX after the completion of each offering, in accordance with the regulations of BAC A BANK and relevant legal provisions.

The Deputy Chairwoman of the Board of Directors cum General Director may delegate others, within the scope of her authority, functions, and duties, to carry out tasks related to the listing of bonds offered to the public by Bac A Commercial Joint Stock Bank on the HNX after the completion of the offerings.

*Number of votes for: 1,027,382,081 votes, accounting for 98.83% of the total votes of all attending shareholders; Number of votes against: 12,166,392 votes, accounting for 1.17%; Number of abstain votes: 0 votes, accounting for 0%.*

**12. Approval of charge-off of debts already subject to risk management from the off-balance sheet in accordance with Decree No. 86/2024/ND-CP**

- (i) Approval of the charge-off of debts already subject to risk management from the group of off-balance sheet in accordance with Decree No. 86/2024/ND-CP and/or its amendments, supplements, or replacements issued by the Government/the Governor of the State Bank of Vietnam from time to time.

To delegate/authorize the Board of Directors to proactively approve the charge-off of debts already subject to risk management from the group of off-balance sheet,



provided that such debts satisfy the conditions of charge-off in accordance with applicable laws and regulations and the internal regulations of BAC A BANK.

- (ii) The Board of Directors shall be responsible for reporting on the implementation of the charge-off of debts already subject to risk management from the group of off-balance sheet on an annual basis (if any) at the next Annual General Meeting of Shareholders.

*Number of votes for: 1,025,135,255 votes, accounting for 98.61% of the total votes of all attending shareholders; Number of votes against: 14,413,218 votes, accounting for 1.39%; Number of abstain votes: 0 votes, accounting for 0%.*

*(Attached to this Minutes is an Appendix listing the Reports, Proposals, and other documents approved by the General Meeting of Shareholders. This Appendix constitutes an integral part of the Minutes of BAC A BANK's Annual General Meeting of Shareholders 2026).*

## **VI. APPROVAL OF THE MINUTES AND RESOLUTION OF THE GENERAL MEETING OF SHAREHOLDERS**

- Ms. Ngo Thuy Linh, Head of the Secretariat, presented the draft Minutes and Resolution of the General Meeting of Shareholders.
- The General Meeting voted to approve the Minutes and Resolution of the General Meeting of Shareholders with 100% of votes for by all attending shareholders.

## **VII. CLOSURE OF THE GENERAL MEETING**

The Annual General Meeting of Shareholders 2026 of BAC A BANK concluded at 12:30 PM on the same day.

The Annual General Meeting of Shareholders 2026 of BAC A BANK was held in accordance with the procedures and legal provisions. The Minutes of the General Meeting is made into three copies, each with equal validity, that are maintained at the Head Office of Bac A Bank Joint Stock Commercial Bank and submitted to the competent State agencies in accordance with the laws.

### **PRESIDING COMMITTEE:**

(Signed)

Thai Huong

(Signed)

Tran Thi Thoang

(Signed)

Dang Trung Dung

(Signed)

Vo Van Quang

(Signed)

Chu Nguyen Binh

### **SECRETARIAT:**

(Signed)

Tran Hoang Minh

(Signed)

Ngo Thuy Linh



## APPENDIX

### LIST OF THE REPORTS, PROPOSALS, AND OTHER DOCUMENTS APPROVED BY BAC A BANK'S ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026

*(Attached to the Minutes of the Annual General Meeting of Shareholders 2026 No. 01/2026/BB-DHĐCĐ dated April 18<sup>th</sup>, 2026 of Bac A Commercial Joint Stock Bank)*

No.	Name of Documents/Materials
I.	Agenda of BAC A BANK's Annual General Meeting of Shareholders 2026;
II.	Regulations on working at BAC A BANK's Annual General Meeting of Shareholders 2026;
III.	<b>Reports at the General Meeting of Shareholders :</b>
1.	Report on operational results of the Board of Directors for 2025 and operational orientations and plans for 2026;
2.	Report on operational results of the Board of Supervisors for 2025 and operational orientations and plans for 2026;
3.	Report on business results for 2025 and plans for 2026;
IV.	<b>Proposals at the General Meeting of Shareholders :</b>
1.	Proposal for approval of the audited Financial statements for 2025; remuneration expenditures for the Board of Directors and Board of Supervisors for 2026;
2.	Proposal for the profit distribution plan for 2025;
3.	Proposal for the charter capital increase plan for 2026;
3.1.	<i>The capital increase plan attached to the Proposal;</i>
4.	Proposal for selection of an independent audit firm for performing the audit/review of financial statements and providing assurance services for the internal control system's operations in preparation and presentation of BAC A BANK's 2027 financial statements.
5.	Proposal for the addition of activities to the License and/or re-issue of the License of Bac A Commercial Joint Stock Bank ;



6.	Proposal for amending and supplementing the Charter, Regulations on the organization and operation of the Board of Directors, and the Corporate Governance Regulations of Bac A Commercial Joint Stock Bank;
6.1	<i>Table of review and explanation of amendments and supplements to the Charter, Regulations on Organization and Operation of the Board of Directors, and the Corporate Governance Regulations of BAC A BANK;</i>
7.	Proposal for amending and supplementing the Regulations on the organization and operation of the Board of Supervisors
7.1	<i>Table of review and explanation of amendments and supplements to the Regulations on the organization and operation of the Board of Supervisors</i>
8.	Proposal for the approval of listing of bonds offered to the public by Bac A Commercial Joint Stock Bank on the Hanoi Stock Exchange (HNX) after the completion of offerings;
9.	Proposal for the approval of charge-off of debts already subject to risk management from the off-balance sheet in accordance with Decree No. 86/2024/ND-CP;



**RESOLUTION OF  
THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026 OF  
BAC A JOINT STOCK COMMERCIAL BANK**

- Pursuant to the 2024 Law on Credit Institutions (as amended and supplemented) and documents guiding the implementation thereof;
- Pursuant to the 2020 Law on Enterprises (as amended and supplemented) and documents guiding the implementation thereof;
- Pursuant to the 2019 Law on Securities (as amended and supplemented) and documents guiding the implementation thereof;
- Pursuant to the applicable Charter of Bac A Commercial Joint Stock Bank (BAC A BANK).
- Pursuant to Meeting Minutes No. 01/2026/BB-DHDCD as at April 18<sup>th</sup>, 2026 of the Annual General Meeting of Shareholders 2026 of Bac A Commercial Joint Stock Bank.

**RESOLVED AS FOLLOWS:****Article 1. Approval of the Reports at the General Meeting of Shareholders:**

1. Report on operational results of the Board of Directors for 2025 and operational orientations and plans for 2026;
2. Report on operational results of the Board of Supervisors for 2025 and operational orientations and plans for 2026;
3. Report on business results for 2025 and plans for 2026.

**Article 2. Approval of the audited Financial statements for 2025; Remuneration expenditures for the Board of Directors and Board of Supervisors for 2026 with the following key contents:**

1. Key achievements in 2025:
  - Total assets: VND 195,936 billion;
  - Loans to customers: VND 126,416 billion;
  - Loans to customers bad debt ratio: 1.15%;
  - Customer deposits: VND 127,190 billion;
  - Charter capital: VND 10,032 billion;
  - Profit after tax: VND 1,185.5 billion.
2. Remuneration expenditures for the Board of Directors and Board of Supervisors for 2026:

The remuneration for the Board of Directors and Board of Supervisors for 2026 shall be 1.5% (One point five percent) of the profit after tax for 2026 according to the audited Financial statements.



**Article 3. Approval of the profit distribution plan for 2025 with the following key contents** *(Details as in the attached Proposal):*

- Consolidated profit after tax: VND 1,189.6 billion;
- Separate profit after tax: VND 1,185.5 billion;
- Allocation to the Reserve fund for charter capital increase: VND 118.55 billion;
- Allocation to the Financial reserve fund: VND 118.55 billion;
- Allocation to the Bonus fund: VND 59.3 billion;
- Allocation to the Welfare fund: VND 35.6 billion;
- Allocation to the Social work and charity fund: VND 29.6 billion;
- Remuneration for the Board of Directors and Board of Supervisors: VND 17.8 billion;
- Profit expected to be used for dividend payment in 2025: VND 804,105 billion (Expected dividend payout ratio: 7.5%).

**Article 4. 1. Approval of cancellation of the second capital increase plan in 2025 through the public offering of an additional 107,214,020 shares to existing shareholders** *(Details as in the attached Proposal)*

**2. Approval of the plan to increase charter capital in 2026 includes the following basic contents** *(Details as in the attached Proposal and Plan for increasing charter capital in 2026.)*

**2.1. Charter capital increase:**

- Charter capital as of December 31<sup>st</sup>, 2025: **VND 10,032,190,520,000** (ten trillion thirty-two billion one hundred ninety million five hundred twenty thousand Vietnamese dong).
- Charter capital at the time of preparing the Proposal and Plan: **VND 10,721,402,010,000** (ten trillion seven hundred twenty-one billion four hundred two million ten thousand Vietnamese dong).
- Expected additional charter capital: **VND 804,105,150,000** (eight hundred four billion one hundred five million one hundred fifty thousand Vietnamese dong).
- Expected charter capital after the increase is completed: **VND 11,525,507,160,000** (eleven trillion five hundred twenty-five billion five hundred seven million one hundred sixty thousand Vietnamese dong).

**2.2.** The planned increase in charter capital will be implemented through the issuance of common shares to pay dividends to existing shareholders, totaling **VND 804,105,150,000** at a par value of VND 10,000 per share (corresponding to an expected dividend payout ratio of 7.50% on the total charter capital as of the date of this Proposal/Plan, which is VND 10,721,402,010,000) from BAC A BANK's accumulated undistributed profits in 2025, after the allocation of appropriate guarantee funds in accordance with current legal regulations.

**2.3.** The entire newly issued number of shares shall be registered, deposited, and additionally listed with the competent authority.



**2.4.** The General Meeting of Shareholders assigns/authorizes the Board of Directors to adjust/finalize and/or approve the entire Charter capital increase plan (if adjustments are required by the state agencies), in line with the practical operation needs of BAC A BANK, in accordance with legal provisions, ensuring the rights of shareholders, and submit to the regulatory bodies for approval and implementation in accordance with the General Meeting of Shareholders' Resolutions and legal provisions. This includes, but is not limited to, the following matters:

- Deciding on the specific timing for issuing shares to pay dividends, the record date for shareholders entitled to receive stock dividends, handling fractional shares, the number of undistributed shares (if any), and other related matters to implement the payment of stock dividends to existing shareholders from BAC A BANK's accumulated undistributed profits in 2025 after the allocation of funds, ensuring compliance with current legal regulations;
- Deciding on the procedures, documents, and related paperwork for the registration, custody, and listing of all newly issued shares, notifying the maximum foreign ownership ratio (if any), and carrying out other related procedures as instructed by the competent authority;
- Deciding on the procedures, documents, and paperwork related to amending and supplementing the Establishment and Operation License, updating it in the national information system on business registration (if any), amending the Charter of BAC A BANK, and other legal procedures, documents, and paperwork related to updating the new charter capital of BAC A BANK based on the actual results of implementing the Charter Capital Increase Plan approved by the General Meeting of Shareholders;
- Other related and necessary tasks (if any) for completing the Charter capital increase plan in accordance with legal provisions, directives, and requirements of the state agencies, and the actual increase of BAC A BANK's charter capital.

**Article 5. Approval of the selection of an independent audit firm for performing the audit/review of financial statements and providing assurance services for the internal control system's operations in preparation and presentation of BAC A BANK's 2027 financial statements** (*Details as in the attached Proposal*).

**Article 6. Approval of the addition of activities to the License and/or re-issue of the License of Bac A Commercial Joint Stock Bank** (*Details as in the attached Proposal*).

**Article 7. Approval of the amendments and supplements to the Charter, Regulations on Organization and Operation of the Board of Directors, and Corporate Governance Regulations of Bac A Commercial Joint Stock Bank.**

*(Details as in the Table of review and explanation of amendments and supplements to the Charter, the Regulations on Organization and Operation of*



*the Board of Directors, and the Corporate Governance Regulations of Bac A Commercial Joint Stock Bank, attached to the Proposal).*

**Article 8. Approval of the amendments and supplements to the Regulations on Organization and Operation of the Board of Supervisors.**

*(Details as in the Table of review and explanation of amendments and supplements to the Regulations on Organization and Operation of the Board of Supervisors, attached to the Proposal)*

**Article 9. Approval of the listing of bonds offered to the public by Bac A Commercial Joint Stock Bank on the Hanoi Stock Exchange (HNX) after the completion of offerings (Details as in the attached Proposal).**

**Article 10. Approval of charge-off of debts already subject to risk management from the off-balance sheet in accordance with Decree No. 86/2024/ND-CP (Details as in the attached Proposal).**

**Article 11. This Resolution has been approved by the Annual General Meeting of Shareholders 2026 and takes effect from the date of signing.**

The members of the Board of Directors, Board of Supervisors, Board of General Directors, and all shareholders of BAC A BANK are responsible for implementing this Resolution and organizing its implementation in conformity with their functions, duties, and authority, and in accordance with the applicable laws and the Charter of BAC A BANK./.

**Recipients:**

- As in Article 11;
- The State Bank of Vietnam (for reporting);
- The State Securities Commission; Hanoi Stock Exchange (for information disclosure);
- Archives: BOD's Office.

**O.B.O THE GENERAL MEETING  
OF SHAREHOLDERS  
CHAIRWOMAN**

**(Signed)**

**Tran Thi Thoang**



**AGENDA OF BAC A BANK'S ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026**

Time: From 08:00 AM, Saturday, April 18<sup>th</sup>, 2026

Venue: Conference Hall, Muong Thanh Grand Cua Lo Hotel, 232 Binh Minh Street, Cua Lo Ward, Nghe An Province.

Time	Content
8:00 to 8:30	Register attending shareholders, welcome guests, distribute voting cards and meeting materials.
8:30 to 9:00	<ul style="list-style-type: none"> <li>- Announce the reason for the meeting and introduce attending delegates;</li> <li>- Report the verification of shareholders' eligibility to attend the General Meeting;</li> <li>- Introduction and approval of the members of the Presiding Committee, the Vote Counting Committee, and the Secretariat;</li> <li>- Opening and approval of the Agenda, and Regulations on working at the General Meeting.</li> </ul>
9:00 to 11:00	<p><b>Reports at the General Meeting:</b></p> <ul style="list-style-type: none"> <li>- Report on operational results of the Board of Directors for 2025 and operational orientations and plans for 2026;</li> <li>- Report on operational results of the Board of Supervisors for 2025 and operational orientations and plans for 2026;</li> <li>- Report on business results for 2025 and plans for 2026.</li> </ul> <p><b>Proposals at the General Meeting:</b></p> <ul style="list-style-type: none"> <li>- Proposal for approval of the audited Financial statements for 2025; remuneration expenditures for the Board of Directors and Board of Supervisors for 2026;</li> <li>- Proposal for the profit distribution plan for 2025;</li> <li>- Proposal for the charter capital increase plan for 2026;</li> <li>- Proposal for selection of an independent audit firm for performing the audit/review of financial statements and providing assurance services for the internal control system's operations in preparation and presentation 2027 financial statements;</li> <li>- Proposal for the addition of activities to the License and/or re-issue of the License of Bac A Commercial Joint Stock Bank;</li> <li>- Proposal for amending and supplementing the Charter, Regulations on the organization and operation of the Board of Directors, and the Corporate Governance Regulations of Bac A Commercial Joint Stock Bank;</li> <li>- Proposal for amending and supplementing the Regulations on the organization and operation of the Board of Supervisors;</li> <li>- Proposal for the approval of listing of Bonds offered to the public by Bac A Commercial Joint Stock Bank on the Hanoi Stock Exchange (HNX) after the completion of offerings;</li> <li>- Proposal for the approval of charge-off of debts already subject to risk management from the off-balance sheet in accordance with Decree No. 86/2024/ND-CP;</li> <li>- Other matters within the authority of the General Meeting of Shareholders of BAC A BANK (if any).</li> </ul>
11:00 to 11:15	Tea break.
11:15 to 12:00	<ul style="list-style-type: none"> <li>- Attendees discuss and vote on the Reports and Proposals;</li> <li>- Reports the voting results;</li> <li>- Approve the Draft Minutes and Resolution of the General Meeting of Shareholders;</li> <li>- The Presiding Committee's speech to conclude and close the General Meeting of Shareholders.</li> </ul>



*Nghe An, April 18<sup>th</sup>, 2026*

**REGULATIONS**  
**ON WORKING AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2026**  
**OF BAC A COMMERCIAL JOINT STOCK BANK**

**CHAPTER I.**  
**GENERAL PROVISIONS**

**Article 1. Subjects of application and governing scope**

1. These Regulations apply to the organization of the Annual General Meeting of Shareholders 2026 ("General Meeting" or "General Meeting of Shareholders") of Bac A Commercial Joint Stock Bank (BAC A BANK).
2. These Regulations specify the principles of working at the General Meeting, the rights and obligations of shareholders, attendees, and individuals or bodies responsible for managing and assisting the General Meeting; conditions for participation; procedures for conducting the General Meeting; and methods for voting and approving matters at the General Meeting.

**Article 2. Principles of working at the General Meeting**

To ensure the General Meeting is organized effectively and safely, shareholders of BAC A BANK and attendees must adhere to the following working principles:

1. Comply with the guidance and management of the Presiding Committee, behave in a civilized and courteous manner, maintain order at the General Meeting, and respect the outcomes of the General Meeting's proceedings in accordance with legal provisions;
2. Only attend the General Meeting if in good health;
3. Do not smoke in the General Meeting conference hall;
4. Set all mobile phones to silent mode;
5. Refrain from filming, photographing, or recording in a manner that disrupts the management of the General Meeting;
6. Comply to legal provisions, BAC A BANK's Charter, and the provisions of these Regulations.

**CHAPTER II.**  
**RIGHTS AND OBLIGATIONS OF SHAREHOLDERS AND ATTENDEES OF THE**  
**GENERAL MEETING**

**Article 3. Rights and obligations of shareholders and their authorized representatives attending the General Meeting**

1. Receive voting cards issued by BAC A BANK, meeting materials, and other materials (if any) as stipulated by BAC A BANK after registering to attend the General Meeting with the Shareholder Eligibility Verification Committee.





2. Participate in discussions, make statements, provide opinions, and vote on all matters within the General Meeting's Agenda as directed by the Presiding Committee or through feedback forms submitted to the Organizing Committee.
3. Attend the meeting on time; if arriving after the General Meeting has commenced, they may still register and vote, but the Chairperson is not obliged to pause the General Meeting. In such cases, the validity of matters already voted on before their arrival remains unaffected.
4. Follow the instructions of the Presiding Committee and Organizing Committee.

#### **Article 4. Rights and obligations of the Presiding Committee**

The Presiding Committee consists of **one (1)** Chairperson, who is the Chairwoman of the Board of Directors (BOD), and other members approved by the General Meeting through voting. If the Chairwoman of the BOD is absent or temporarily unable to perform her duties, the remaining BOD members shall elect one among themselves as Chairperson by majority vote. If no Chairperson is elected, the highest-ranking BOD member shall manage the proceedings for the General Meeting to elect a Chairperson from among the attendees, with the person receiving the most votes serving as Chairperson. The Presiding Committee has the following rights and obligations:

1. Manage the General Meeting in accordance with the Agenda and Working regulations approved by the General Meeting;
2. Propose changes to the General Meeting's Agenda; suggest postponing or suspending the meeting; propose changes to the meeting venue; and decide on necessary and reasonable measures to conduct the General Meeting in an orderly manner, ensuring security and safety in line with the approved agenda and reflecting the majority's wishes;
3. Chair discussions, address shareholder opinions, and respond to shareholder inquiries in an appropriate manner.

#### **Article 5. Rights and obligations of the Shareholder Eligibility Verification Committee**

The Shareholder Eligibility Verification Committee consists of one (1) Head and members appointed by the BOD, with the following rights and obligations:

1. Establish a support team to fulfill the Committee's tasks;
2. Verify the eligibility of shareholders to attend the General Meeting in accordance with legal provisions, BAC A BANK's Charter, and internal policies;
3. Address inquiries, identify, and resolve issues related to shareholder eligibility and other matters throughout the General Meeting;
4. Distribute voting cards and other meeting materials to shareholders attending the General Meeting;
5. Report the results of shareholder eligibility verification to the General Meeting;
6. Perform other tasks or duties as assigned by the Presiding Committee.

#### **Article 6. Rights and obligations of the General Meeting's Secretariat**



The General Meeting's Secretariat consists of one (1) Head and members nominated by the Presiding Committee and approved by the General Meeting through voting, with the following rights and obligations:

1. Accurately and fully record the entire contents and proceedings of the General Meeting.
2. Prepare the Minutes and Resolutions of the General Meeting.
3. Receive shareholders' registration forms for speaking (if any) and send to the Organizing Committee and the Presiding Committee of the Congress;
4. Perform other tasks as assigned by the Presiding Committee.

#### **Article 7. Rights and obligations of the Vote Counting Committee**

The Vote Counting Committee consists of one (1) Head and members nominated by the Presiding Committee and approved by the General Meeting through voting, with the following rights and obligations:

1. Guide shareholders on voting procedures for matters at the General Meeting;
2. Conduct vote counting when the General Meeting votes on issues; publicly report the voting results at the General Meeting in accordance with legal provisions, BAC A BANK's Charter, and internal policies;
3. Address inquiries, identify, and resolve issues related to vote counting, voting cards, and related matters throughout the General Meeting;
4. Be accountable for the honesty and accuracy of their performed tasks;
5. Perform other tasks or duties as assigned by the Presiding Committee.

### **CHAPTER III.**

#### **CONDITIONS FOR ATTENDANCE, PROCEDURES FOR CONDUCTING THE MEETING, AND VOTING AT THE GENERAL MEETING**

##### **Article 8. Conditions for attending the General Meeting**

1. Shareholders named in the shareholder list as of the date on which the right to attend the General Meeting is fixed are entitled to attend the meeting in person or authorize others to attend on their behalf.
2. At the General Meeting, shareholders or their authorized representatives must present an invitation letter (if any), a valid original of their ID card/Citizen identity card/Passport, and a legally compliant power of attorney (if attending as an authorized representative) to complete shareholder eligibility verification and registration procedures.
3. Delegates and guests may attend based on invitations from the Organizing Committee. Other cases require the Organizing Committee's approval.

##### **Article 9. Conditions for conducting the General Meeting**

1. The General Meeting may proceed when the number of attending shareholders and authorized representatives represents more than 50% of the total voting shares of BAC A BANK as of the date on which the shareholder list is fixed.



2. If the first meeting does not meet the conditions outlined in Clause 1 of this Article, BAC A BANK will issue invitations for a subsequent meeting in accordance with legal provisions, BAC A BANK's Charter, and other relevant internal policies.

#### **Article 10. Voting method at the General Meeting**

Voting on matters within the General Meeting's authority, as per the Agenda, shall be conducted by raising **Voting cards** issued by BAC A BANK to determine the number of votes in favor, against, or abstaining.

#### **Article 11. Conditions for approving the Resolutions, decisions of the General Meeting of Shareholders**

1. Resolutions on the following matters require approval by shareholders (including authorized representatives) holding more than 65% of the total voting shares of attending shareholders:
  - a) Approval of plans for changing the charter capital; approval of plans for offering shares, including the type and number of new shares to be offered.
  - b) Approval of decisions on investing in, purchasing or selling BAC A BANK's fixed assets where the expected investment value, purchase price, or cost (in case of sale of fixed assets) accounts for 20% or more of BAC A BANK's charter capital as recorded in the most recent audited financial statements.
  - c) Decisions on division, separation, merger, consolidation, conversion of legal form, dissolution, or requests for a court to initiate bankruptcy proceedings for BAC A BANK;
2. Other Resolutions are approved at the meeting if accepted by shareholders (including their authorized representatives) representing more than 50% of the total voting shares of all attending shareholders.

#### **Article 12. Discussion and questioning at the General Meeting**

1. Based on the number of attending shareholders and the permitted duration of the General Meeting, the Presiding Committee may choose an appropriate method to manage the meeting. Shareholders wishing to discuss or ask questions shall raise their hands to request permission to speak, subject to the Presiding Committee's approval. The Presiding Committee will invite shareholders to present their opinions sequentially. If multiple shareholders share the same or similar opinions, the Presiding Committee may respond once to address all such opinions.
2. Shareholders must speak concisely, avoid repetition, and focus on the key issues relevant to the agenda approved by the General Meeting. The Presiding Committee may remind or request shareholders to focus on essential points; it may also ask disruptive individuals, who fail to comply with its authority, intentionally disturb security or order, or hinder the smooth progression of the General Meeting, to leave the meeting.
3. To ensure the General Meeting's duration and the speaking rights of other shareholders, the General Meeting agrees that each shareholder's speaking time shall not exceed 5 minutes per turn. If this limit is exceeded, the Presiding Committee may request the shareholder to submit questions or suggestions in



writing. The Secretariat will record these, and the BOD, within its authority, will provide written responses to the shareholders as soon as possible.

#### **Article 13. Minutes of the General Meeting of Shareholders**

1. The meeting's proceedings shall be recorded in Minutes, read aloud by the Secretariat to the entire General Meeting, and approved before the meeting concludes.
2. The Chairperson, Secretary, and other signatories of the Minutes shall be jointly responsible for the accuracy and honesty of its contents.
3. The full text of the Minutes, Resolutions of the General Meeting of Shareholders, the appendix listing registered shareholders, and related documents attached to the meeting invitation must be stored at BAC A BANK's head office. The Minutes and Resolutions of the General Meeting of Shareholders must be publicly disclosed in accordance with legal provisions, BAC A BANK's Charter, and internal policies.

### **Chapter IV.**

#### **IMPLEMENTATION CLAUSE**

#### **Article 14. Enforcement effect**

These Regulations, consisting of 4 Chapters and 14 Articles, shall be publicly disclosed to the General Meeting and take effect upon approval by the General Meeting through voting. These Regulations shall be applied to the Annual General Meeting of Shareholders 2026 of BAC A BANK.

**O.B.O THE GENERAL MEETING OF  
SHAREHOLDERS  
CHAIRWOMAN**

**(Signed)**

**Tran Thi Thoang**





*Nghe An, April 10<sup>th</sup>, 2026*

## **REPORT OF THE BOARD OF DIRECTORS**

*Regarding the operational results for 2025 and the operational orientations and plans for 2026*

**To: The General Meeting of Shareholders of Bac A Commercial Joint Stock Bank**

### **A. OPERATIONAL RESULTS FOR 2025**

#### **I. General economic situation and context**

In the context where the global economy continues to face numerous risks and uncertainties stemming from tariff policies, geopolitical tensions, and the unpredictable monetary policy pathways of major central banks, although there remain many difficulties, Vietnam's economy continues to be a bright spot in the region with many impressive results, with numerous indicators showing higher growth compared to the same period, and macroeconomic stability maintained. The year 2025 holds special significance as it is the year of acceleration, breakthrough, and completion to achieve the highest results in implementing the Resolution of the 13th Party Congress and the 5-year Socio-Economic Development Plan for 2021-2025. At the same time, it is also a year of active preparation and consolidation of foundations for the 2026-2030 period, creating momentum for the country to enter a new era. The important contribution to this overall success includes the role of monetary policy management and banking operations.

Closely following the guidelines and resolutions of the Party, the National Assembly, and the Government, as well as the directions of the Prime Minister, the State Bank of Vietnam (SBV) has proactively, flexibly, and effectively managed monetary policy, while coordinating synchronously, harmoniously, and closely with fiscal policy and other policies, prioritizing strong promotion of economic growth in tandem with maintaining macroeconomic stability and controlling inflation. In 2025, Vietnam's core inflation stood at 3.21%, and economic growth reached 8.02%<sup>1</sup>. The SBV's monetary policy made an important contribution to these results.

### **II. Results of the Board of Directors in directing the implementation of items approved by the Annual General Meeting of Shareholders 2025**

#### **1. Directing the implementation of the 2025 business plan**

<sup>1</sup> Data announced by the National Statistics Office (Ministry of Finance)



The Board of Directors (BOD) has directed the implementation of the 2025 business plan and achieved many positive results, of which: the pre-tax profit target was completed and exceeded the plan; the targets for total assets and outstanding loan were completed in accordance with the plan assigned by the General Meeting of Shareholders (GMS). At the end of the year, due to market developments, banks increased deposit rates to compete and to align with the use of funds, resulting in the deposit target increasing compared to 2024 and basically meeting the plan assigned by the GMS (*detailed in the Report of the Board of Management*).

## **2. Distribution of after-tax profit**

BAC A BANK has made appropriations to various funds, distributed profits, and paid dividends from the remaining profit of 2024 in accordance with current regulations based on the decision of the GMS.

## **3. Remuneration budget for the Board of Directors in 2025**

In accordance with the approval of the Annual General Meeting of Shareholders 2025, members of the BOD are entitled to remuneration and other benefits (if any) based on their professional capacity, scope of assigned work, operational results, and the business performance of BAC A BANK in the year, in accordance with the Bank's regulations and applicable law.

## **4. Implementation of the charter capital increase plan**

- The BOD directed the completion of the second phase of charter capital increase in 2024 (offering 45,197,209 shares to existing shareholders with a total par value of VND 451,972,090,000). The Governor of the SBV issued a Decision amending the charter capital item in the License for establishment and operation of BAC A BANK, resulting in the new charter capital of VND 10,032,190,520,000.

The proceeds from the second phase of charter capital increase in 2024 have been used in accordance with the Capital Use Plan (approved by the GMS and the BOD and publicly disclosed in accordance with regulations), and the independent auditor issued an opinion without qualification on the report on the use of proceeds from the offering.

- Based on the results of the second phase of charter capital increase in 2024 and the tasks and powers assigned/authorized by the Annual General Meeting of Shareholders 2025, the BOD issued Resolution No. 270/2025/NQ-HDQT dated December 24<sup>th</sup>, 2025 to adjust and implement a new charter capital increase in 2025 from VND 10,032,190,520,000 to VND 11,793,542,210,000 through two phases:

Phase 1: Increase charter capital by issuing 68,921,149 common shares to pay dividends to existing shareholders.

Phase 2: Increase charter capital by publicly offering an additional 107,214,020



shares to existing shareholders.

The BOD's Resolution adjusting and implementing the new charter capital increase in 2025 has been publicly disclosed in accordance with regulations, and the SBV approved it in Official Letter No. 229/NHNN-QLGS dated January 12, 2026.

- In implementing the new charter capital increase in 2025, BAC A BANK has completed Phase 1 of the 2025 charter capital increase (issuing 68,921,149 shares from undistributed retained earnings of 2024 to pay dividends to existing shareholders). On March 6<sup>th</sup>, 2026, the Governor of the SBV issued a Decision amending the charter capital item in the License for establishment and operation of BAC A BANK, resulting in the new charter capital of VND 10,721,402,010,000.

- BAC A BANK has made great efforts to increase charter capital in order to enhance financial capacity and the minimum capital adequacy ratio. However, due to objective and subjective reasons, particularly the need to follow the prescribed procedures with competent state authorities (especially the document for amending the charter capital item in the License for the second phase of 2024 – public offering of shares to existing shareholders), the implementation timeline for the charter capital increase was prolonged and did not meet the desired plan and schedule. Based on the actual situation and in accordance with the recommendation of the State Securities Commission, if BAC A BANK continues to implement Phase 2 of the 2025 charter capital increase, it would lead to the payment of 2025 dividends in violation of Clause 4, Article 135 of the Law on Enterprises and may be subject to administrative sanctions in accordance with Point dd, Clause 6, Article 15 of Decree 156/2020/NĐ-CP (as amended and supplemented). Therefore, the BOD has submitted a document to the GMS proposing not to implement Phase 2 of the 2025 charter capital increase – the public offering of additional shares – in order to focus time and resources on implementing the plan to increase the charter capital amount in 2026 through the issuance of shares to pay 2025 dividends to existing shareholders.

## **5. Approval and issuance of documents under the authority of the GMS**

Based on the items approved and assigned/authorized by the GMS, the BOD has issued important documents of the Bank, including: the Charter and the Regulations on Organization and Operation of the BOD. The above documents, after issuance, have been publicly disclosed and reported to the SBV in accordance with the provisions of the Law on Credit Institutions 2024.

## **6. Results of public bond offering/private bond issuance in 2025**

- In 2025, BAC A BANK issued VND 1,500 billion of **Bac A Commercial Joint Stock Bank Public Offering Bonds, Series 2 (Tranche 3)**, with a 7-year tenor, in accordance with Certificate of Registration for Public Bond Offering No. 36/GCN-UBCK dated April 26<sup>th</sup>, 2024 of the Chairperson of the State Securities Commission and Resolution No.



141/2023/NQ-HDQT dated November 30<sup>th</sup>, 2023 of the BOD of Bac A Commercial Joint Stock Bank. BAC A BANK has completed the procedures for bond registration at the Vietnam Securities Depository and Clearing Corporation (VSDC) and listed the bonds on the Hanoi Stock Exchange (HNX) for all issued bonds.

- BAC A BANK issued privately placed bonds with a total par value of VND 11,000 billion (11 tranches), with tenors of 2-3 years.

- All bonds offered/issued by BAC A BANK have been fully and timely paid for principal and interest in accordance with the issuance plan.

As of March 2026, the outstanding volume of publicly offered bonds is VND 4,159,600,000,000 (Four trillion, one hundred fifty-nine billion and six hundred million Vietnamese dongs only); the outstanding volume of privately placed bonds is VND 13,000,000,000,000 (Thirteen trillion Vietnamese dongs only).

#### **7. Other items approved by the GMS**

- In addition to the above items, in 2025 the BOD also directed the implementation of other items approved by the GMS, such as: selection of an independent audit organization to perform audit/review of financial statements and assurance services for the internal control system in the preparation and presentation of financial statements for the 2026 financial year; approval of the proposed remedial plan in the case of early intervention for BAC A BANK. After approval/selection by the BOD, these have been reported to the SBV in accordance with the provisions of the Law on Credit Institutions 2024 and Circular 51/2024/TT-NHNN.

- The Bank submitted a document requesting supplements to the License for establishment and operation of BAC A BANK for the activity of participation in the international payment systems in accordance with Circular 34/2024/TT-NHNN (amended and supplemented by Circular 66/2025/TT-NHNN).

### **III. Results of the Board of Directors directing the Board of Management in implementing business operations and the directions of the Government and the State Bank of Vietnam**

#### **1. Strictly implementing the guidelines and directions of the Government and the SBV, assisting people and businesses in overcoming difficulties, recovering and developing**

BAC A BANK has always strictly implemented the guidelines and directions of the Government and the SBV, striving to reduce operating costs in order to reduce lending rates; regularly reporting and publicly disclosing the average lending rate and the average spread between deposit and lending rates on the Bank's website.

In order to jointly resolve difficulties and rebuild lives after storms and floods, BAC A



BANK implemented a support package of VND 3,000 billion to assist individual customers and businesses in overcoming the consequences of natural disasters and floods in 2025, focusing on two key capital needs: supplementing working capital for production and business recovery, advance payment of salary/labor costs, and investment in construction and repair of fixed assets damaged or affected by natural disasters. In addition, BAC A BANK has also implemented support solutions for customers to overcome the consequences of natural disasters and floods in accordance with the directions of the SBV.

With the desire to assist young people in building a solid career and a stable life, BAC A BANK has implemented a preferential lending policy for individual customers up to 35 years of age. In addition, BAC A BANK has synchronously implemented preferential programs/policies to support business customers and as a tool for business units to increase competitiveness and enhance brand recognition of BAC A BANK in the market.

## **2. Developing modern payment services; promoting digital transformation in banking operations; ensuring security and safety of the information technology system and payment system**

- In 2025, BAC A BANK developed additional utilities and services for the Kiosk Banking system to optimize customer experience and significantly increase the efficiency of product and service sales through the Kiosk Banking system. For the Alpha Bank digital banking project, BAC A BANK has coordinated with contractors and partners to deploy software, infrastructure, and systems according to the set plan.

The Digital Banking Division and the Director of the Digital Banking Division were awarded a Certificate of Merit by the Governor of the SBV for outstanding achievements in building and deploying the information technology system and anti-money laundering efforts.

- Implemented tasks related to Internet Banking (the Ebank 2025 project with many upgrades and additional features, the CRM project, the ebank infrastructure transformation project, the project to upgrade the 24/7 fast transfer service according to Napas' new technical standards; successfully implemented the project for authentication with corporate customers, new connections with new partners such as Payoo, VNPay, VBI, etc.); proposed policies for implementing digital transformation solutions and automation of credit operations.

- Designed and deployed a new, advanced and comprehensive security system for BAC A BANK, thereby raising the level of information security and safety of BAC A BANK to a new height, meeting the Bank's development requirements for at least the next 5 years. Additionally deployed server systems and data storage systems suitable for the development of BAC A BANK with a vision to 2030.



- The Bank won the "Champion of Cross-Border Payment Growth" award in 2025 presented by the international card organization MasterCard. The virtual card implementation project has been operating in a testing environment and is expected to be put into operation from 2026. Developed and implemented the project for international Mastercard credit cards for corporate customers.

### **3. Effectively implementing the BAC A BANK Restructuring Plan for the 2021-2025 period**

Implementing the directions of the Prime Minister in Decision No. 689/QĐ-TTg dated June 8<sup>th</sup>, 2022 and the directions and guidance of the SBV, BAC A BANK continued to effectively implement the objectives, solutions, and roadmap for the Restructuring Plan associated with bad debt resolution for the 2021-2025 period that had been approved by the GMS and the BOD.

In addition, BAC A BANK has successfully improved the governance and executive capacity of the Board of Directors and the Board of Management; consolidated the efficiency of core business activities; developed the traditional banking network and digital banking services; and basically met the objectives of comprehensive and sustainable financial development on the basis of applying new and advanced technology in governance and the provision of products and services.

### **4. Continuing to improve and develop institutions and enhance risk management capacity**

The system of internal regulations and operational processes has been promptly adjusted and perfected, updated with new points, amendments, and supplements from the Law on Credit Institutions 2024 (as amended and supplemented) and guiding documents and other relevant legal provisions, aiming at the goal of simplifying processes, enhancing policy response capacity to closely follow and align with actual business operations; promptly resolving and addressing difficulties, accelerating the speed and time for processing customer requests, and diversifying products to serve customers. The issued documents are consistent with the Bank's risk management policy and risk appetite.

Conducted regular reviews and changes, closely following the actual situation to promptly implement credit policies and issue the Credit Manual to systematize current credit regulations and minimize operational risks. Completed the development of the operational risk management and anti-money laundering policy system; market risk management policy, liquidity risk, interest rate risk on the banking book, and concentration risk in proprietary trading. Implemented the market risk system project, prepared conditions for acceptance testing and actual deployment. Proactively researched, assessed impacts, and calculated the capital adequacy ratio (CAR) along with safety limits



and ratios in banking operations in accordance with Circular 14/2025/TT-NHNN of the Governor of the SBV, thereby gradually implementing appropriate solutions to ensure compliance and readiness to meet requirements according to the implementation roadmap of the Circular.

#### **5. Implementing safe and effective credit growth solutions, improving credit quality, controlling and handling bad debts**

- Implementing the directions of the Government, the Prime Minister, and the SBV, in 2025 the credit growth of BAC A BANK improved significantly compared to 2024 (completing the credit growth target assigned by the SBV to the Bank), meeting the capital needs of the economy and supporting the development of production and business in priority sectors (agriculture and rural areas along value chains, high-tech application in agricultural production, clean agricultural production, healthcare, education, construction and installation enterprises, infrastructure construction, etc.). BAC A BANK has maintained relationships with existing partners, provided care and services to meet the needs of corporate customers, offered financial solutions to increase the scale of cooperation and maximize financing for customers' production and business activities, while seeking and developing additional relationships with State Project Management Boards, large Corporations and Conglomerates.

- Credit quality continued to be tightly controlled, especially in high-risk sectors, with the non-performing loan ratio at 1.15% in total loans to customers, meeting the plan assigned by the GMS. BAC A BANK has also made full provisions for credit risk in accordance with regulations, with the bad debt coverage ratio reaching 107.54% as of December 31<sup>st</sup>, 2025.

#### **6. Reputation and brand**

- Fitch Ratings – one of the world's three leading credit rating agencies – for the first time announced an international credit rating for BAC A BANK at “B+” with a “Stable” outlook (an important milestone for BAC A BANK, demonstrating recognition of the Bank's financial capacity, risk management capability, and sustainable development potential. In addition, this result creates a positive foundation for BAC A BANK to expand international cooperation, diversify funding sources, increase market reputation, and strengthen confidence from domestic and foreign investors).

- At the HR Asia Awards ceremony, BAC A BANK was honored as one of the “Best Companies to Work for in Asia 2025”, marking the third consecutive year the Bank has been honored with this prestigious award. Not only maintaining the main category, BAC A BANK also received the full set of three special awards for the second consecutive time: the “Most Caring” award; the “Diversity, Equity and Inclusion” award; and the “Sustainable Workplace” award. For BAC A BANK, this award is clear evidence of the “For People”



human resources strategy that has been consistently maintained for more than three decades. Throughout this journey, the Bank has always placed people at the center of every development decision, built competitive remuneration policies, focused on capacity development through continuous training programs, and maintained a humanistic working environment based on five core values: Pioneering, Professional, Reliable, Continuous Improvement, and For People.

- BAC A BANK was awarded a Certificate of Merit by the Prime Minister for outstanding contributions to social and community work; the Chairman of the People's Committee of Nghe An Province awarded a Certificate of Merit for outstanding achievements in supporting and overcoming the consequences of storms in Nghe An Province.

- BAC A BANK received the following awards: Bank of the Year 2025 (Vietnam-ASEAN Economic Forum); Typical Bank accompanying high-tech agriculture (International Data Group – IDG); Top 5 banks with the largest foreign exchange transaction volume in Vietnam (London Stock Exchange).

- At the 12<sup>th</sup> "Vietnam Leading Brands 2025" program, Bac A Commercial Joint Stock Bank (BAC A BANK) was proudly named in three important award categories: Top 10 Leading Banks in Vietnam; Sustainable Development Bank; and Ms. Thai Huong – Hero of Labor – General Director of BAC A BANK – was honored as "Typical Vietnamese Entrepreneur".

- Ms. Thai Huong – Hero of Labor – General Director of BAC A BANK – received the Outstanding ASEAN Leader 2025 Award from the Vietnam-ASEAN Economic Forum; the Central Propaganda and Education Commission and Vietnam Television awarded a prize honoring the dedication and creativity of the nation's intellectual team throughout history.

## **7. Consolidating the management team at all levels and improving the quality of human resources**

Recruitment has been carried out in strict compliance with the process, transparently, publicly, with maximum cost savings, and in a timely manner to meet the objectives of network development and ensure requirements on capacity and qualities, building a high-quality personnel team for the Bank.

Implemented training and human resource development programs, especially high-quality human resources, "digital" human resources, and the team of direct business and sales staff, closely following the needs of business operations and improving the qualifications and skills of employees across the system. Upgraded the online learning system BAB-ILS, combined with in-person learning – CISCO – ZOOM, developed multi-channel learning through podcasts, talkshows, and digital libraries; organized regular examinations and assessments of professional knowledge to meet the needs of



comprehensive and continuous training for officers and employees.

Regularly reviewed, evaluated, appointed, and consolidated the management team at all levels. Implemented salary, bonus, welfare regimes, the Bao Viet health insurance program, and periodic health check-ups in accordance with the "For People" human resources strategy.

#### **8. Reviewing and improving the efficiency of network operating units**

The assignment, allocation, and setting of plan targets and evaluation of operational results of business units have been carried out synchronously and promptly, ensuring accurate and fair evaluation results that truly reflect the business operations of the units. In addition, research and revision of decisions on regional division and classification of business units by scale and official letters evaluating branch and transaction office business plans have been implemented with effect in 2026.

Based on the review and evaluation of the operational results of business units, measures will be taken to consolidate and eliminate low-performance business units, and to rearrange the network system appropriately to improve the efficiency of business units across the system.

#### **9. Strengthening direction of the operations of subsidiaries**

##### **- For Bac A Money Transfer Company Limited:**

The total amount of remittances paid by the Company reached 111.5 million USD (equivalent to VND 2,940 billion), achieving 223% of the plan. All transactions were paid via bank transfer. The increase in the amount of remittances paid, as well as the increase in foreign currency sources received through BAC A BANK, helped the Bank earn profit from exchange rate differences and enabled the banking system to have better liquidity and more stable interest rates. In 2025, the Company continued to focus on the labor export markets of Taiwan and Japan – markets with high demand for remittances. At the same time, the Company proactively expanded and optimized its network of strategic partners, seeking cooperation opportunities with potential partners in Europe, Australia, and global markets.

##### **- For Bac A Bank Assets Management Company Limited (BAC A AMC):**

In line with the policy of BAC A BANK's leadership on strengthening the proactive handling and recovery of bad debts from the Bank's business units, the number of debt handling cases entrusted to BAC A AMC in 2025 did not increase significantly. The total number of debt cases to be handled in 2025 was 339 cases. The debt recovery result for the whole Company in 2025 was VND 87.37 billion.

The Company has reviewed its operational items in accordance with the provisions of Circular No. 31/2025/TT-NHNN dated September 30<sup>th</sup>, 2025 of the Governor of the



State Bank of Vietnam regulating the operations of subsidiaries and associates of credit institutions in the field of asset and debt management, in order to develop a compliance plan and submit a report to the State Bank of Vietnam.

#### **IV. Results of the Board of Directors' banking governance activities in accordance with legal provisions and the regulations of BAC A BANK**

##### **1. Meetings for passing Resolutions/Decisions of the Board of Directors**

The Board of Directors organized meetings and collected written opinions from its members and issued more than 177 Resolutions and Decisions within its authority to approve and resolve important matters of the Bank, such as: credit granting, charter capital increase, proposal for supplement to business activities into the License for establishment and operation; issuance of privately placed bonds and certificates of deposit; bidding for open market operations of the SBV, foreign exchange transactions, organizational structure, issuance of internal institutional documents, and operating network, etc. The list of the number of meetings/written opinion collections of BOD members and the Resolutions/Decisions of the BOD were reported in detail in the 2025 Corporate Governance Report of BAC A BANK and publicly disclosed on the website of BAC A BANK and the information disclosure means of the Hanoi Stock Exchange in accordance with legal provisions.

##### **2. Report on transactions between BAC A BANK, its subsidiaries, companies in which BAC A BANK holds more than 50% of the charter capital and members of the Board of Directors and their related persons; transactions between BAC A BANK and companies in which a member of the Board of Directors is a founding member or manager**

- In 2025, the subsidiaries in which BAC A BANK holds 100% of the charter capital are Bac A Money Transfer Company Limited and Bac A Bank Assets Management Company Limited. Members of the BOD of BAC A BANK conducted transactions at the Bank. These transactions were carried out in accordance with the regulations of BAC A BANK and relevant legal provisions.

- Details of these transactions have been reported in detail in the 2025 Corporate Governance Report of BAC A BANK and publicly disclosed on the website of BAC A BANK and the information disclosure means of the Hanoi Stock Exchange in accordance with legal provisions.

##### **3. Activities of members of the Board of Directors and evaluation by independent members of the Board of Directors on the operations of the Board of Directors**

- In accordance with the provisions of the Law on Credit Institutions 2024, the BOD



held meetings to evaluate the working efficiency of each BOD member. The Chairperson of the BOD prepared the program and work plan of the BOD, which was unanimously approved by the BOD members. On the basis of specific task assignment for each BOD member to maximize capacity, experience and ability, the BOD members fully participated in meetings and written opinion collections to discuss and decide on major items and policies within their authority; coordinated with the Board of Supervisors and the Board of Management in governance and senior management oversight, contributing to improving business performance and ensuring timely prevention, detection and handling of risks of BAC A BANK. The Board of Directors worked seriously and responsibly, always placing the interests of BAC A BANK above all, effectively performing inspection, supervision and direction of the implementation of business activities and resolutions and decisions of the GMS and the BOD, and completing other tasks and powers assigned by the General Meeting of Shareholders and the BOD, thereby helping BAC A BANK develop effectively and sustainably.

- Independent members of the BOD have always performed their roles well in participating in the tasks and work of the BOD from an independent perspective, unbound by internal thinking, closely supervising the operational regulations of the BOD and creating harmony in combining the experience, qualifications and professional capacity of the BOD members. Independent BOD members have also provided objective and constructive opinions, making positive contributions to the operations of the BOD of BAC A BANK. After the end of 2025, the independent BOD members evaluated that the operations of the BOD of BAC A BANK have always been organized and implemented in accordance with the Charter of BAC A BANK, the Regulations on Organization and Operation of the BOD and relevant legal provisions.

- Any shortcomings and limitations pointed out by the SBV through inspection and supervision will be seriously reviewed by the BOD, lessons learned will be drawn to improve the Bank's governance capacity; inspection, supervision and direction of the Board of Management in performing assigned tasks and effectively managing business operations will be strengthened; and the quality of advisory work of the BOD's Committees will be improved.

#### **4. Activities of the Committees under the Board of Directors**

- Currently, BAC A BANK has two Committees under the BOD, namely: the Human Resources Committee and the Risk Management Committee. In 2025, the Human Resources Committee advised the BOD on the decision to amend and supplement the Regulations on Organization and Operation of the Human Resources Committee in accordance with relevant legal provisions and the opinion of the State Bank of Vietnam.

- After the end of 2025, the BOD held a meeting and evaluated that both Committees



have fully, promptly and effectively performed the functions and tasks prescribed in the Regulations on Organization and Operation of each Committee, and have also proactively advised, consulted and assisted the BOD on matters within its authority.

#### **5. Supervision activities of the Board of Directors over the Board of Management**

- The Board of Directors has been serious and close in inspecting and supervising the operations of the Board of Management in accordance with legal provisions, the Charter and internal regulations of BAC A BANK. At the same time, it has directed and coordinated with the Board of Management to implement the tasks and orientations assigned by the General Meeting of Shareholders.

- Members of the Board of Management who concurrently serve as BOD members have fully attended meetings and reported on the operations of BAC A BANK as requested by the BOD. The directions of the BOD have always been identified by the Board of Management and the units as key tasks to focus on and prioritize for implementation.

- Supervision has also been carried out through the mechanism of receiving, reviewing and handling information from reports of the Board of Supervisors and the Internal Audit Department of BAC A BANK, thereby supervising all aspects of operations and risks in the operations across the system in a comprehensive and strict manner.

- After the end of 2025, the BOD held a meeting and evaluated that the Board of Management has effectively organized the implementation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors; operated the 2025 business activities of BAC A BANK in a safe and sustainable manner, well completed the assigned tasks, and limited arising risks. The performance evaluation results for 2025 of each member of the Board of Management all met the criteria of excellently completing the assigned tasks.

#### **B. OPERATIONAL ORIENTATIONS AND PLANS OF THE BOARD OF DIRECTORS FOR 2026**

- BAC A BANK will continue to follow its consistent orientation of focusing on lending to projects and sectors that apply high technology in agricultural, forestry and fishery production, processing and manufacturing sectors, supporting industries, healthcare, education, clean medicinal materials, eco-tourism, resorts, elderly care, and the restructuring of Agriculture and Rural Areas – sectors and professions that bring many benefits and significance to the community and society, etc. BAC A BANK will be built and developed towards a modern direction with advanced governance in line with international practices, providing a full and diverse range of financial services.

- Enhance governance and executive capacity, uphold the role of independent



members of the Board of Directors and ensure independence in exercising rights and obligations as prescribed. Focus on implementing solutions to improve financial capacity, increase charter capital and raise the capital adequacy ratio.

- Summarize the implementation of the Restructuring Plan associated with bad debt settlement for the 2021-2025 period of BAC A BANK that has been approved in accordance with the specific directions and guidelines of the State Bank of Vietnam.

- Control the credit growth rate in 2026 in line with the full-year 2026 target notified and directed by the State Bank of Vietnam to BAC A BANK, and ensure that credit growth is consistent with the Bank's capital balancing capacity and liquidity situation.

Diversify lending products, expand, develop and seek large customers with reputation, brand and strong financial capacity; orient lending to focus on agriculture and rural areas, prioritize support for small and medium-sized enterprises, retail credit, and specialized products in each operating locality of BAC A BANK. Direct credit towards production and business sectors, priority sectors and economic growth drivers, etc. in accordance with the policies of the Government, the Prime Minister and the Governor of the State Bank of Vietnam. Focus on investing credit in feasible key projects and works serving socio-economic development; tightly control credit for sectors with potential risks.

- Improve the effectiveness and efficiency of inspection, control and internal audit work, promote the role and responsibility of internal auditors and the department in charge of compliance inspection and supervision functions in the operational risk management of BAC A BANK to promptly detect, warn, prevent risks and deal with existing limitations and shortcomings, thereby contributing to ensuring safety, efficiency and improving the quality of the Bank's operations. Implement Circular 83/2025/TT-NHNN of the Governor of the State Bank of Vietnam regulating the internal control system in accordance with the provisions.

- Continue to improve and review the system of internal documents and promptly amend and supplement them to suit actual operations and the guiding documents of the Law on Credit Institutions 2024 and new legal provisions.

- Resolutely implement solutions to improve credit quality, prevent and minimize the arising of bad debts to the maximum extent; regularly assess bad debts to ensure objectivity, honesty and accurate reflection of the Bank's actual credit quality.

- Balance capital raising from Market 1 in line with the capital raising situation, prioritize growth in long-term mobilization sources and low-cost capital sources to maintain stable funding and ensure business efficiency. Promote service activities and increase the proportion of service income in total net income.

- Focus on improving the quality of service operations, accelerate the completion of



the Digital Bank, increase utilities and services on the digital platform to improve performance and operational quality, enhance customer experience and engagement with the Bank's activities in order to quickly attract and develop the customer base according to the set orientation; while strictly complying with the orientation, standards and regulations of the law and the State Bank of Vietnam in the digital transformation process.

- Develop/update/integrate tasks and strongly implement the Digital Transformation Plan/Strategy in line with the Banking Sector Digital Transformation Strategy to 2030; the Banking Sector Data Strategy to 2030 and the Bank's development orientation, resources and capabilities; with emphasis on developing and providing new, safe and convenient products and services, customer-centric, and enhancing customer experience.

- Organize the implementation of safety and security solutions in electronic banking operations in general and online payment activities in particular in accordance with the law and directing documents of the State Bank of Vietnam. Review and fully implement plans to ensure network security, information security and data safety for information systems as prescribed; apply advanced solutions and technologies as well as Vietnamese and international standards on network security, information security and data safety for information systems; information security is a mandatory factor integrated from the design stage for digital systems, digital platforms and new applications of the organization.

***Dear valued Shareholders,***

The year 2026 holds important significance as the beginning of a new development period. It is the year of the 14th National Party Congress, the election of deputies to the 16<sup>th</sup> National Assembly and People's Councils at all levels for the 2026-2031 term, and the first year of implementing the 5-year Socio-Economic Development Plan 2026-2030, striving for double-digit growth. Meanwhile, the global situation is forecast to continue to be complicated and unpredictable, with many potential risks. Domestically, opportunities and advantages are intertwined with difficulties and challenges, but difficulties and challenges are more prevalent, especially from external factors; non-traditional security issues, epidemics, natural disasters and climate change continue to have severe impacts, etc. The State Bank of Vietnam will manage credit in line with macroeconomic developments and the monetary market, contributing to controlling inflation, maintaining macroeconomic stability, supporting sustainable economic growth and ensuring safe operations of credit institutions. However, with efforts and determination, together with the joint efforts of the Board of Supervisors and the Board of Management, and the unity and enthusiastic dedication of all officers and employees; the trust of esteemed shareholders, customers and partners will be a strong driving force for BAC A BANK to strive, exert efforts and confidently complete the set business plan targets, making positive contributions to the overall success of the banking industry.



On behalf of the Board of Directors of BAC A BANK, I would like to sincerely express our heartfelt gratitude to the State Bank of Vietnam, valued shareholders, partners and customers who have always assisted, trusted and accompanied BAC A BANK in recent years.

Wishing you all good health and wishing the General Meeting every success.

Best regards,

**ON BEHALF OF THE BOARD OF  
DIRECTORS  
CHAIRWOMAN**

**(Signed)**

**Tran Thi Thoang**



*Nghe An, April 10<sup>th</sup>, 2026***INDEPENDENT MEMBER'S REPORT ON THE OPERATION OF  
THE BOARD OF DIRECTORS IN 2025**

Pursuant to Clause 3 Article 277 and Clause 4 Article 280 of Decree No 155/2020/ND-CP dated 31 December 2020 of the Government on elaboration of some articles of the Law on Securities (as amended and supplemented), the Independent Member of the Board of Directors (BOD) of Bac A Commercial Joint Stock Bank (BAC A BANK) hereby presents the assessment report on the operation of the BOD for the year 2025 as follows:

**1. Structure and quantity of BOD:**

The BOD of the 2024–2029 term comprises five (05) members, including one (01) independent member. All members of the BOD satisfy the applicable standards and conditions and were approved in principle by the State Bank of Vietnam prior to their election. The BOD of BAC A BANK complies with the requirements on structure and composition in accordance with applicable laws and the internal regulations of BAC A BANK.

**2. Assessment of the performance results of BOD:**

- The Chairman of the BOD formulated working programs and plans of the BOD, which were unanimously approved by all BOD members. Each member of the BOD was assigned specific responsibilities to ensure the fullest utilization of their capabilities and experience. On this basis, all BOD members fully participated in meetings and written opinions to discuss and decide on major matters and policies within the BOD's authority. BOD's meetings were organized in compliance with the internal regulations and applicable laws on order, procedures and content requirements. At the end of each meeting, the BOD issued Resolutions/Decisions for implementation. The BOD also convened to evaluate the performance of its members for the year 2025.

- The BOD coordinated with the Board of Supervisors and directed the Board of General Directors in corporate governance, control, administration, and senior management oversight in accordance with Circular No. 13/2018/TT-NHNN (as amended and supplemented) and other relevant laws, thereby contributing to the improvement of BAC A BANK's business performance. The BOD operated with diligence and responsibility, always prioritized the interests of BAC A BANK, effectively conducted inspection and supervision, and direction on the implementation of business activities as well as the resolutions and decisions of the General Meeting of Shareholders and the BOD. In addition, the BOD fulfilled other duties and powers that were assigned by the General Meeting of Shareholders, thereby supporting BAC A BANK's efficient and sustainable development.

- BOD members actively coordinated and created conditions for the independent member to perform her role, ensuring independence in the exercise of rights and



obligations in accordance with applicable laws and the internal regulations of BAC A BANK.

- The BOD directed the disclosure of information on the securities market in compliance with applicable laws and regulations.

- The BOD performed other duties and exercised other powers in accordance with applicable laws and the internal regulations of BAC A BANK.

- The independent member and other member of the BOD undertook a comprehensive review and drew lessons to enhance the Bank's governance capacity in respect of the shortcomings and limitations which identified by the State Bank of Vietnam through inspection and supervision activities; to strengthen inspection, supervision, and direction of the Board of General Directors in performing the assigned duties and operating business activities effectively; and to improve the quality of advisory functions of the BOD's committees.

**Conclusion:** In 2025, the BOD of BAC A BANK was always operated in compliance with BAC A BANK's Charter, the Regulation on the Organization and Operation of the BOD, and relevant laws and regulations./.

#### THE INDEPENDENT MEMBER OF BOD

(Signed)

Hoang Hong Hanh





*Nghe An, April 10<sup>th</sup>, 2026***REPORT OF THE BOARD OF SUPERVISORS***Regarding the operational results for 2025 and the operational orientations and plans for 2026***To: The General Meeting of Shareholders of Bac A Commercial Joint Stock Bank**

Pursuant to the Law on Credit Institutions, the Law on Enterprises, the Law on Securities and guidance, amendments and supplements thereto, the current Charter, and the internal regulations of Bac A Commercial Joint Stock Bank ("BAC A BANK"), the Board of Supervisors of Bac A Commercial Joint Stock Bank ("Board of Supervisors") respectfully submits to the General Meeting of Shareholders of Bac A Commercial Joint Stock Bank ("GMS") the report on the operational results for 2025 and the operational orientations and plans for 2026 of the Board of Supervisors as follows:

**I. OPERATIONAL SITUATION OF THE BOARD OF SUPERVISORS IN 2025****1. Organization and operations****1.1. Organizational structure**

In April 2024, the Board of Supervisors was re-elected by the GMS for the 2024–2029 term, consisting of 03 members. Since the election, there has been no change in the personnel structure of the Board of Supervisors. After consolidation, the Board of Supervisors assigned specific tasks to each member to ensure full performance of its functions, duties, and powers in accordance with the Charter of BAC A BANK, the Law on Credit Institutions (as amended and supplemented), and other relevant legal provisions.

The Internal Audit Department is a unit directly under and reporting directly to the Board of Supervisors. It performs internal audit functions in accordance with regulations, thereby assisting the Board of Supervisors in supervising and assessing the Bank's internal control system and risk management.

**1.2. Summary of meetings of the Board of Supervisors**

In 2025, the Board of Supervisors held 05 meetings to implement its functions, duties, and powers in accordance with regulations. The content of the meetings focused on evaluating the Board of Supervisors' performance for the period and implementing the operational plan for the subsequent period. All meetings were organized and chaired by the Head of the Board of Supervisors, with full participation of the Board members, ensuring compliance with the conditions for conducting and approving the contents in accordance with regulations. Minutes of the meetings were duly prepared and archived in accordance with regulations. On the basis of the contents discussed and agreed upon at



the meetings, the Board of Supervisors provided opinions and recommendations to the Board of Directors and the General Director, contributing to enhancing the effectiveness of governance, management, and risk control in the Bank's operations.

Through the implementation of operations and meetings during the year, the Board of Supervisors noted that: In 2025, the members of the Board of Supervisors performed their assigned duties with a sense of responsibility, in accordance with legal provisions and the Bank's operational orientations. At the same time, the members actively participated in discussions, contributed opinions, and voted on matters within the functions, duties, and powers of the Board of Supervisors.

In addition to the achieved results, the Board of Supervisors seriously received, evaluated, and drew lessons from the limitations identified by the State Bank of Vietnam ("SBV") through inspection and supervision activities in the recent period. It also determined to further strengthen inspection, control, and internal audit work on a risk-oriented basis, focusing on areas/activities with high potential risks, to prevent small risks from escalating into major ones. Along with this, the Board will improve the quality of reporting, fully implement the requirements and recommendations of the SBV, enhance the application of technology and data analysis in monitoring and early risk warning, and promptly recommend appropriate solutions to the Board of Directors and the General Director. These efforts contribute to enhancing the effectiveness of the internal control system and ensuring the safe and sound operations of BAC A BANK.

### ***1.3. Remuneration and operating expenses of the Board of Supervisors***

The remuneration and operating expenses of the Board of Supervisors for 2025 complied with the approval in Resolution No. 02/2025/NQ-ĐHĐCĐ of the General Meeting of Shareholders dated April 19<sup>th</sup> 2025, the internal regulations of BAC A BANK, and relevant legal provisions.

## **2. Results of performing duties and powers of the Board of Supervisors**

### ***2.1. Supervision of operational situation and appraisal of BAC A BANK's financial statements***

#### **❖ Supervision of the implementation of GMS's Resolutions**

In 2025, through the supervision activities of the Board of Supervisors on the implementation of the contents under the GMS's Resolutions, it is evident that the Board of Directors and the Executive Board have directed and organized the implementation of almost all the assigned tasks and objectives. Specifically:

Regarding the implementation of the 2025 business plan and profit distribution plan, under the direction of the Board of Directors and the management of the Executive Board, BAC A BANK achieved many positive results in its business operations. In particular, the pre-tax profit target was exceeded; indicators such as total assets and outstanding loan met the plan assigned by the GMS, while other operational indicators continued to maintain stable growth. Prudential ratios for operations were maintained in accordance



with the regulations of the State Bank of Vietnam ("SBV"). On the other hand, the 2025 profit distribution plan was also implemented in accordance with the GMS's Resolutions and relevant regulations.

Other contents under the 2025 GMS's Resolution, such as the selection of an independent audit organization to perform the audit/review of financial statements and assurance services for the internal control system in 2026; amendments and supplements to the Charter and the Regulations on Organization and Operation of the Board of Directors, etc., were also implemented in accordance with authority and procedures, ensuring compliance with legal provisions and the Bank's operational orientations.

❖ Appraisal of financial statements

The Board of Supervisors has appraised the interim financial statements (first 6 months of 2025) and the 2025 annual financial statements of BAC A BANK, evaluating the reasonableness, legality, truthfulness, and prudence in accounting, statistics, and financial statement preparation. The results of the financial statement appraisal are presented in accordance with the regulations of the State Bank of Vietnam, in accordance with Vietnamese Accounting Standards, and provide a true and fair view of BAC A BANK's financial position, in all material respects.

**2.2. Supervision of the Board of Directors and General Director of BAC A BANK in governance and management**

In 2025, through the supervision of the Board of Directors and the General Director of BAC A BANK in governance and management, based on legal provisions, the Charter of BAC A BANK, and the guiding and directing documents of the SBV and other competent authorities in the year, the following is noted:

- The Bank's leadership directed and managed BAC A BANK's business operations in accordance with the set objectives and plans, basically completing the business performance indicators as well as complying with legal provisions and the Charter of BAC A BANK, in line with the SBV's orientations and directions for the year.

- BAC A BANK has concretized the SBV's directing documents into practical programs and actions, for example, implementing a support package of VND 3,000 billion to assist customers in overcoming the consequences of storms and floods as directed in Official Letter No. 9651/NHNN-TD dated November 4<sup>th</sup>, 2025 and Official Letter No. 10328/NHNN-TD dated November 25<sup>th</sup>, 2025; continuing to focus on implementing lending products for agricultural and rural development, simplifying internal processes and procedures, and implementing solutions to facilitate customers' access to credit funds at BAC A BANK, etc.

- The issuance, registration, and listing of public bonds and privately placed bonds at the Vietnam Securities Depository and Clearing Corporation (VSDC) and the Hanoi Stock Exchange (HNX) were carried out by BAC A BANK in accordance with legal provisions, ensuring transparency and adherence to the law. The payment of principal



and interest to bondholders was made in full and on time according to the issuance plan.

- The Board of Directors and the General Director of BAC A BANK have focused on directing the consolidation of the management team at all levels, improving the quality of human resources, and ensuring that recruitment and training are implemented systematically to meet the Bank's development requirements. At the same time, training and human resource development, especially high-quality personnel, have been emphasized in line with actual business needs. The review and evaluation of the operational efficiency of units across the Bank's system have been carried out regularly, thereby gradually consolidating and enhancing the overall efficiency of the system.

- Direction has been given for the synchronous implementation of solutions to execute the Restructuring Plan associated with bad debt handling for the 2021–2025 period; credit quality control has been strengthened through reviewing the loan portfolio, assessing customers' repayment capacity, and applying appropriate risk prevention measures. At the same time, the handling and recovery of bad debts and potential risk debts have been intensified with the coordination of relevant units. As a result, credit quality has improved, and the bad debt ratio has been controlled below 1.5%, achieving the set plan target.

- The Board of Directors of BAC A BANK has implemented capital increase plans in accordance with the GMS's Resolutions and legal provisions. The capital increase was carried out in accordance with prescribed authority and procedures; however, the progress was prolonged due to the need to complete approval procedures with competent state management agencies. Accordingly, in 2025, the Bank's charter capital increased by VND 1,073 billion, reaching VND 10,032 billion at the end of the year, completing 95.2% of the plan.

- Digital transformation and investment in upgrading information technology infrastructure have continued to receive focused implementation. Solutions to improve service quality and expand utilities on digital platforms have been promoted, while measures to ensure system safety and information security have been strengthened, contributing to maintaining stable and continuous operations.

- Inspection and control work has continued to receive attention; risk monitoring and early warning activities have been implemented regularly, contributing to the timely detection and resolution of arising issues, enhancing risk management effectiveness, and ensuring the Bank's operations comply with regulations and run safely and efficiently.

### ***2.3. Direction and supervision of internal audit activities***

#### ***❖ Review of BAC A BANK's internal regulations***

The review results show that in 2025, BAC A BANK's internal documents were developed and issued in accordance with internal regulations on drafting, issuance authority, and document management, ensuring compliance and consistency with the Law on Credit Institutions, Circular No. 13/2018/TT-NHNN, and other relevant legal



documents.

❖ Organization and implementation of the 2025 audit plan and development of the 2026 audit plan

In 2025, in line with the orientations in the directing documents of the State Bank of Vietnam, internal audit work at BAC A BANK was implemented and carried out in accordance with the approved operational audit plan. Accordingly, the Board of Supervisors directed and supervised the Internal Audit Department in organizing and conducting audits at branches across the system, with audit content focused on material business operations and high-risk areas on a risk-oriented basis.

The internal audit results for 2025 show that, in general, the units complied with mechanisms, processes, internal regulations, and relevant legal provisions. Any deficiencies or limitations identified through internal audit have been seriously received, rectified, and reported on periodically for remediation by the units.

At the same time, the Board of Supervisors directed the development and approval of the 2026 Internal Audit Plan and reported it to the SBV in accordance with regulations. The plan continues to be developed on a risk-oriented basis through systematic review, updating, and assessment of risk criteria and levels by area and unit. The plan's content focuses on operations, processes, units, and areas with potential risks, as well as issues requiring attention in the Bank's operations, in line with the recommendations and warnings in the SBV's requesting and directing documents.

❖ Consolidation of personnel and improvement of internal audit quality

Currently, the Bank's internal audit team basically meets the requirements in terms of quantity and quality, consistent with the scale of operations, the network of bank branches, and the level of operational risks. However, to meet the increasingly high requirements in audit work and align with the digital transformation trend in banking operations in the coming period, the Board of Supervisors orients that it will continue to review and consolidate the personnel structure, strengthen specialized training, and enhance professional skills, technology, and risk management knowledge for internal auditors through internal training courses or by sending staff to participate in courses at reputable organizations. At the same time, it will continue to direct the research, updating, and implementation of information technology-supported audit tools and data analysis to improve the effectiveness, quality, and proactivity of internal audit activities.

#### ***2.4. Review, update, and improvement of the internal regulations of the Board of Supervisors***

In the past year, the Board of Supervisors has focused on strengthening the review of the system of internal regulations of the Board of Supervisors to ensure timeliness and appropriateness with legal provisions and actual operations. At the same time, it has regularly directed and supervised the monitoring and study of draft as well as newly issued legal documents of the SBV to proactively prepare for adjustments, supplements, and



updates to internal regulations when necessary, thereby ensuring timeliness and completeness in the implementation process.

***2.5. Supervision of contracts and transactions under the decision-making authority of the General Meeting of Shareholders and the Board of Directors***

In performing its responsibility to evaluate and supervise transactions and contracts of BAC A BANK that fall under the decision-making authority of the GMS and the Board of Directors, including contracts and transactions with related parties in accordance with the current Law on Enterprises, Law on Credit Institutions, and Decree No. 155/2020/ND-CP dated December 31<sup>st</sup>, 2020 of the Government (as amended and supplemented), and based on the requirement for individuals and units to provide information on transactions and contracts subject to supervision and evaluation, the Board of Supervisors has conducted periodic reviews to ensure that contracts and transactions are approved by the correct authority.

***2.6. Maintenance and update of the list of shareholders owning 1% or more of charter capital and related persons of BAC A BANK***

In 2025, the Board of Supervisors has regularly monitored and updated the list of shareholders owning 1% or more of the charter capital and related persons of members of the Board of Directors, members of the Board of Supervisors, the General Director of BAC A BANK, and shareholders owning 1% or more of the charter capital in accordance with the internal regulations of BAC A BANK, the 2024 Law on Credit Institutions, and other relevant legal provisions.

In addition, the contents in the above list that are required to be reported to regulatory bodies or publicly disclosed in accordance with legal provisions have also been fully, timely, and properly implemented by BAC A BANK, ensuring the provision of specific, accurate, and transparent information to the required parties.

***3. Coordination of operations among the Board of Supervisors, the Board of Directors, the General Director, and shareholders***

In 2025, the Board of Directors and the Executive Board have always closely coordinated, fully exercising their powers and responsibilities in accordance with internal regulations and relevant legal provisions in operating and strengthening the internal control system. Through regular periodic supervision and evaluation, the leadership levels have promptly directed the improvement of business processes, remedied arising limitations, and maintained a culture of compliance throughout the system. This synchronization ensures that all of the Bank's operations always comply with legal provisions and are directed toward the goal of safe, effective, and sustainable development.

The Board of Supervisors has reported the results of performing its functions and duties in accordance with legal provisions, the Charter of BAC A BANK, and the Regulations on Organization and Operation of the Board of Supervisors to the



shareholders at the Annual General Meeting. In 2025, there were no cases in which major shareholders or groups of major shareholders requested the inspection of accounting books, documents, or matters related to the management and operation of BAC A BANK.

## **II. RECOMMENDATIONS AND OPERATIONAL ORIENTATIONS AND PLANS OF THE BOARD OF SUPERVISORS FOR 2026**

### **1. Recommendations of the Board of Supervisors**

- Closely control credit quality, decisively implement measures to deal with bad debts, recover potential risk debts, prevent and minimize the emergence of new bad debts to the maximum extent; regularly assess bad debts to ensure truthful and objective recognition and reflection of credit quality.

- Develop and implement a charter capital increase plan according to an appropriate roadmap to enhance financial capacity, meet the increasingly expanding scale of operations, and ensure compliance with capital adequacy ratios.

- Accelerate the completion of the Digital Bank project, increase utilities and services on the digital platform to improve performance and operational quality; at the same time, comply with the orientations, standards, and regulations of the law and the SBV in the digital transformation process.

- Continue investing in upgrading and developing information technology infrastructure. At the same time, strengthen solutions to ensure safety and security in electronic banking operations and online payments; review and improve plans to ensure cybersecurity, information security, and data safety in accordance with regulations.

- Continue directing relevant units, departments, and individuals to review, develop, and implement the Law on Credit Institutions No. 32/2024/QH15, Circular No. 83/2025/TT-NHNN, and other relevant legal provisions, ensuring full implementation of the requirements and on schedule in accordance with SBV regulations.

- Continue strengthening risk management work and enhancing inspection, control, and internal audit to prevent, warn, and promptly provide rectification and prevention measures.

### **2. Operational orientations and plans of the Board of Supervisors for 2026**

On the basis of the functions and duties of the Board of Supervisors in accordance with regulations and the business objectives and plans of BAC A BANK, the Board of Supervisors determines the orientations and key focuses of work for 2026 as follows:

- Continue to improve the effectiveness of supervision over governance, management, and implementation of the Resolutions of the General Meeting of Shareholders 2026 of BAC A BANK; ensure compliance with the Law on Credit Institutions (as amended and supplemented), Circular No. 13/2018/TT-NHNN, Circular No. 83/2025/TT-NHNN replacing Circular No. 13/2018/TT-NHNN (effective from July 1<sup>st</sup>, 2026), and other relevant legal documents, in line with the SBV's orientations and



directions in each period; at the same time, proactively coordinate with the Board of Directors and the Executive Board in early identification, prevention, and timely handling of arising risks to ensure the Bank's operations are effective, safe, and sustainable.

- Continue to promote the role of directing, guiding, and supervising internal audit activities; ensure the implementation of the approved 2026 internal audit plan and the development of the 2027 internal audit plan for submission to the State Bank of Vietnam in accordance with regulations.

- Continue to review, update, and improve the system of internal regulations of the Board of Supervisors and the Internal Audit Department to ensure timely and full compliance and appropriateness with changes in legal provisions and the Bank's operational situation.

- Perform the appraisal of the Bank's financial statements for the first 6 months of 2026 and for the full year 2026 in accordance with regulations; report to the General Meeting of Shareholders on the results of the financial statement appraisal and the assessment of the reasonableness, legality, truthfulness, and prudence in accounting, statistics, and financial statement preparation.

- Continue to strengthen specialized training and enhance professional skills, technology, and risk management knowledge for the team of auditors; at the same time, research, update, and implement information technology-supported audit tools and data analysis to improve the effectiveness and quality of internal audit operations.

- Perform other tasks according to the functions and duties of the Board of Supervisors in accordance with legal provisions and the Charter of BAC A BANK.

The above is the report on the operational results of the Board of Supervisors of Bac A Commercial Joint Stock Bank for 2025 and the operational orientations and plans for 2026. It is respectfully submitted to the General Meeting of Shareholders 2026 for consideration and approval.

The Board of Supervisors respectfully reports and wishes the Meeting great success.

**ON BEHALF OF THE BOARD OF SUPERVISORS  
HEAD OF THE BOARD**

(Signed)

**Pham Hong Cong**



**APPENDIX 1. PROVISION AND PUBLIC DISCLOSURE OF INFORMATION IN ACCORDANCE WITH CLAUSES 1 AND 4, ARTICLE 49 OF THE LAW ON CREDIT INSTITUTIONS 2024 (AS AMENDED AND SUPPLEMENTED)**

No.	Full name/Institution name	Position at BAC A BANK	Relationship	ID/CITIZEN ID/PASSPORT NUMBER/ERC	Date of issue	Place of issue	Contact address/ Head office address	Legal Representative
1	<b>Tran Thi Thoang</b>	Chairwoman of the Board of Directors	Information provider					
1.1	Loc Phat Joint Stock Company		Information provider being a shareholder holding more than 5% of the Company's charter capital	05700493198	10/05/2004	Quang Ninh Department of Planning and Investment	No. 44, Cang Moi street, Hong Gai Ward, Quang Ninh Province	Tran Xuan Tac
2	<b>Thai Huong</b>	Vice Chairwoman of the Board of Directors	Information provider					
2.1	Viet Securities Joint Stock Company		Information provider being the elder sister of Ms. Thai Thi Nga, Chairwoman of the Board of Directors of the Company	2900770679	23/10/2006	Nghe An Department of Planning and Investment	2 <sup>nd</sup> Floor, No. 107 Nguyen Thai Hoc street, Thanh Vinh Ward, Nghe An Province	Dang Thai Nguyen
3	<b>Dang Thai Nguyen</b>	Member of the BOD	Information provider					



No.	Full name/Institution name	Position at BAC A BANK	Relationship	ID/CITIZEN ID/PASSPORT NUMBER/ERC	Date of issue	Place of issue	Contact address/ Head office address	Legal Representative
3.1	Viet Securities Joint Stock Company		Information provider being the General Director and Legal Representative of the Company	2900770679	23/10/2006	Nghe An Department of Planning and Investment	2 <sup>nd</sup> Floor, No. 107 Nguyen Thai Hoc street, Thanh Vinh Ward, Nghe An Province	Dang Thai Nguyen
4	<b>Hoang Hong Hanh</b>	Independent member of the BOD	Information provider					
4.1	International Investing Management Joint Stock Company		Information provider being the General Director and Legal Representative of the Company	104216155	19/10/2009	Ha Noi Department of Planning and Investment	No. 61 Trang Tien street, Cua Nam Ward, Hanoi City	Hoang Hong Hanh
5	<b>Chu Nguyen Binh</b>	Deputy General Director	Information provider					
5.1	Bac A Money Transfer Co., LTD		Information provider being the President of the Board of Members of the Company	0107983828	5/9/2017	Ha Noi Department of Planning and Investment	No. 9 Dao Duy Anh street, Kim Lien Ward, Hanoi City	Do Viet Giap
6	<b>Truong Vinh Loi</b>	Deputy General Director	Information provider					



No.	Full name/Institution name	Position at BAC A BANK	Relationship	ID/CITIZEN ID/PASSPORT NUMBER/ERC	Date of issue	Place of issue	Contact address/ Head office address	Legal Representative
6.1	Bac A AMC Co., LTD		Information provider being a Member of the Board of Members of the Company	0104507588	3/3/2010	Ha Noi Department of Planning and Investment	No. 67 Nguyen Thi Dinh Street, Yen Hoa Ward, Hanoi City	Nguyen Thanh Tung
7	<b>Le Ngoc Hong Nhat</b>	Deputy General Director	Information provider					
7.1	Bac A Money Transfer Co., LTD		Information provider being a Member of the Board of Members of the Company	0107983828	5/9/2017	Ha Noi Department of Planning and Investment	No. 9 Dao Duy Anh street, Kim Lien Ward, Hanoi City	Do Viet Giap
8	<b>Nguyen Trong Trung</b>	Deputy General Director	Information provider					
8.1	Viet Securities Joint Stock Company		Information provider being the husband of Ms. Thai Thi Nga - Chairwoman of the Board of Directors of the Company	2900770679	23/10/2006	Nghe An Department of Planning and Investment	2 <sup>nd</sup> Floor, No. 107 Nguyen Thai Hoc, Thanh Vinh Ward, Nghe An Province	Dang Thai Nguyen
9	<b>Thai Thi Nga</b>	Deputy General Director	Information provider					



No.	Full name/Institution name	Position at BAC A BANK	Relationship	ID/CITIZEN ID/PASSPORT NUMBER/ERC	Date of issue	Place of issue	Contact address/ Head office address	Legal Representative
9.1	Viet Securities Joint Stock Company		Information provider being the Chairwoman of the Board of Directors of the Company	2900770679	23/10/2006	Nghe An Department of Planning and Investment	2 <sup>nd</sup> Floor, No. 107 Nguyen Thai Hoc, Thanh Vinh ward, Nghe An Province	Dang Thai Nguyen



**Note:** The above information has been received and compiled by BAC A BANK based on information provided by entities obligated to disclose such information in accordance with applicable laws.

**THE HEAD OF THE BOARD OF CONTROLLERS**

**(Signed)**

**Pham Hong Cong**



**APPENDIX 2 PROVISION AND PUBLIC DISCLOSURE OF INFORMATION IN ACCORDANCE WITH CLAUSES 2 AND 4 OF ARTICLE 49 OF THE LAW ON CREDIT INSTITUTIONS 2024 (AS AMENDED AND SUPPLEMENTED)**

No.	Shareholder's full name	Shareholding Information of Shareholders		Shareholding Information of Shareholders' Related Persons	
		Number of Shares in BAC A BANK	Shareholding Ratio in BAC A BANK (%)	Number of Shares in BAC A BANK	Shareholding Ratio in BAC A BANK (%)
1	Cao Hoai Duc	16,575,119	1.546	0	0
2	Hoang Ngoc Hoa	27,147,144	2.532	66,474,458	6.200
3	Thai Doan Nam	16,093,404	1.501	29,253,112	2.728
4	Nguyen Dinh Son	27,150,636	2.532	0	0
5	Hoang Thi Ngoc Huyen	11,267,904	1.051	82,353,698	7.681
6	Nguyen Dang Hung	14,413,218	1.344	10,588,384	0.988
7	Thai Thi Hoa	14,810,798	1.381	30,535,718	2.848
8	Nguyen Duy Hung	16,434,673	1.533	20,842,411	1.944
9	Nguyen Hong Tien	18,158,732	1.694	82,753,392	7.719
10	Tran Thi Thoang	33,317,322	3.108	15,445,109	1.441
11	Nguyen Thi Linh	12,409,625	1.157	84,275,790	7.861
12	Nguyen Van Danh	31,725,075	2.959	64,535,310	6.019
13	Thai Dinh Bay	15,168,717	1.415	0	0
14	Nguyen Thi Hao	10,934,071	1.020	0	0
15	Nguyen Cong Luu	11,849,805	1.105	0	0
16	Thai Huong	46,637,001	4.350	168,336,165	15.701



No.	Shareholder's full name	Shareholding Information of Shareholders		Shareholding Information of Shareholders' Related Persons	
		Number of Shares in BAC A BANK	Shareholding Ratio in BAC A BANK (%)	Number of Shares in BAC A BANK	Shareholding Ratio in BAC A BANK (%)
17	Nguyen Thi Hong	18,513,385	1.727	0	0
18	Dao Dinh Phat	15,445,109	1.441	33,317,322	3.108
19	Nguyen Huu Nguyen	21,628,946	2.017	0	0
20	Tran Thi Ly	16,661,320	1.554	33,387,094	3.114
21	Nguyen Trong Trung	38,426,491	3.584	66,405,791	6.194
22	Thai Thi Nhung	15,272,648	1.425	3,767,261	0.351
23	Nguyen Tat Huy	24,043,146	2.243	0	0
24	Nguyen Tat Thanh	14,607,266	1.362	1,244,279	0.116
25	Tran Thi Phuong Thao	11,474,180	1.070	0	0
26	Thai Doan Duc	12,166,392	1.135	0	0



**Note:** Shareholding data and ownership ratios as at March 17, 2026.

THE HEAD OF THE BOARD OF CONTROLLERS

(Signed)

Pham Hong Cong



**REPORT**

**ON THE OPERATIONAL RESULTS FOR 2025 AND THE BUSINESS PLAN FOR 2026**

**PART I: OPERATIONAL RESULTS OF BAC A BANK IN 2025**

**1. Results of implementing the business plan targets**

In 2025, the global economy experienced significant fluctuations, including strategic competition among major powers, escalating tariff tensions, rising protectionist trade trends, and strong volatility in financial markets. Climate change caused extreme weather phenomena, negatively impacting people's lives and socio-economic development in Vietnam as well as many other countries. In this context, the global economy still maintained average growth, albeit with clear divergence among economies. Vietnam continued to achieve positive growth, with gross domestic product (GDP) in 2025 increasing by 8.02% compared to the previous year. Macroeconomic conditions remained stable, major economic balances were secured, and inflation was kept under control.

Amid intertwined difficulties and opportunities, BAC A BANK made unremitting efforts to achieve stable growth and completed most of the business plan targets assigned by the General Meeting of Shareholders. The performance of key indicators is as follows:

No	Items	Unit	Actual 2025	Growth vs 2024	Rate of completion
1	Total assets	VND billion	195,936	18.3%	107.5%
2	Charter capital	VND billion	10,032	12.0%	95.2%
3	Pre-tax profit	VND billion	1,468	17.8%	113.0%
4	Total deposit	VND billion	134,091	5.1%	98.6%
5	Total loans	VND billion	128,026	14.1%	102.8%
6	Bad debt ratio	%	1.15%	-0.09%	Completed plan
7	Income from services and guarantee	VND billion	283	70.1%	141.4%



## **2. Results of business operations**

### **2.1. Capital raising activities**

In 2025, BAC A BANK's capital raising activities were managed proactively and flexibly, closely following capital market developments. The Bank continued to grow while ensuring liquidity and prudential ratios, fully meeting the capital needs for its business operations. The funding structure maintained reasonable proportions, demonstrating the stability, sustainability, and efficiency of raised funds.

Deposits as of December 31<sup>st</sup>, 2025 reached VND 134,091 billion, completing 98.6% of the plan and increasing by VND 6,446 billion compared to the beginning of the year, accounting for 75.1% of total raised funds. Of which, Deposit from individual customers reached VND 127,032 billion, representing 94.7% of total deposit; Deposit from corporate customers reached VND 7,059 billion, representing 5.3% of total deposit; Short-term deposits reached VND 67,336 billion, representing 50.2% of total deposit; Medium- and long-term deposits reached VND 66,755 billion, representing 49.8% of total deposit.

Interbank deposit reached VND 44,380 billion, an increase of VND 21,391 billion compared to the beginning of the year, accounting for 24.9% of total raised funds.

### **2.2. Credit and investment activities**

Credit growth in 2025 complied with the SBV's credit limit regulations. Total loans to customers reached VND 128,026 billion, an increase of VND 15,807 billion (14.1%) compared to the beginning of the year, completing 102.8% of the plan set by the General Meeting of Shareholders.

Of which, total outstanding loans to customers reached VND 126,416 billion, accounting for 98.7% of total loans, up VND 16,863 billion from the beginning of the year. Short-term loans reached VND 54,009 billion (42.7% of total outstanding loans), while medium- and long-term loans reached VND 72,407 billion (57.3% of total outstanding loans).

Credit quality continued to be well controlled. Overdue loans (Groups 2–5) as of December 31<sup>st</sup>, 2025 stood at VND 1,824 billion, representing 1.44% of total outstanding loans. Of which, bad debts (Groups 3–5) amounted to VND 1,455 billion, or 1.15% of total outstanding loans, achieving the target of keeping the bad debt ratio below 1.5%.

Total investment in valuable papers reached VND 35,232 billion, of which, the majority (94.7%) was invested in government bonds, credit institution bonds, and short-term valuable papers. The remainder (a small proportion) was invested in corporate securities and equity securities of credit institutions.

### **2.3. Services**

BAC A BANK continued to develop retail products and services, upgrade its electronic banking system, improve service quality, and optimize customer experience across all transaction channels. By the end of 2025, the number of individual customers



reached 1,243,128 (up 32.0%), and the number of corporate customers reached 15,676 (up 20.1%) compared to 2024. The entire BAC A BANK system operated 88 ATMs and 450 POS terminals. The number of Internet Banking contracts reached 741,307, an increase of 70.2% compared to 2024. The number of credit cards issued reached 47,104.

Thanks to the synchronous implementation of solutions to improve service quality and products, total income from service and guarantee fee recorded strong growth. In 2025, total income from service and guarantee fee reached VND 282.8 billion, an increase of VND 116.6 billion (70.1%) compared to 2024, completing 141.4% of the plan.

Of which, payment service fees: VND 37.8 billion (up 8.2%), accounting for 13.4%; guarantee fees: VND 58.9 billion (up 112.7%), accounting for 20.8%; advisory service fees: VND 44.8 billion (up 821.1%), accounting for 15.8%; insurance business and services: VND 40.3 billion, accounting for 14.3%; credit card fees: VND 41.4 billion (up 57.6%), accounting for 14.6%; other service fees: VND 59.6 billion (up 41.3%).

#### ***2.4. Business performance and cost management***

Total operating income in 2025 reached VND 14,378 billion, an increase of VND 1,771 billion (14.0%) compared to 2024, completing 100.8% of the plan. Of which, interest and similar income amounted to VND 13,557 billion (94.3% of total income).

Total operating expenses in 2025 were VND 12,667 billion, an increase of VND 1,457 billion (13.0%). Of which, interest and similar expenses reached VND 10,118 billion (79.9% of total expenses). Cost management continued to receive great attention; the entire system actively implemented cost-saving measures, resulting in operating expenses increasing by only VND 57 billion (2.6%) compared to 2024, reaching VND 2,301 billion.

Credit risk provisions in 2025 amounted to VND 242 billion, including VND 326 billion set aside and VND 84 billion reversed.

Pre-tax profit in 2025 reached VND 1,468 billion, an increase of VND 223 billion (17.9%) compared to 2024, achieving 113.0% of the 2025 plan. Post-tax profit reached VND 1,186 billion, up 18.6% year-on-year.

#### ***2.5. Network development and human resource management***

In 2025, BAC A BANK opened 07 new transaction offices. As of December 31<sup>st</sup>, 2025, the Bank's network comprised 194 transaction sub-offices in 30 out of 34 provinces and cities nationwide, including 01 Head Office, 59 Branches, and 134 Transaction Offices.

By the end of 2025, the total number of employees reached 4,182, an increase of 385 compared to 2024. The newly recruited personnel timely met the network expansion targets. The quality of human resources continued to improve, and staff training was implemented effectively.

#### ***2.6. Governance, management, and risk management***



In 2025, BAC A BANK enhanced its governance and risk management capacity by perfecting the organizational model, consolidating the operational apparatus, standardizing the functions and tasks of each unit, and synchronously issuing and implementing regulations, processes, and rules across all business areas.

During its operations, BAC A BANK strictly complied with all operational limits and prudential ratios prescribed by the State Bank of Vietnam, maintaining sufficient room for business development. Key ratios included: CAR at 10.02%; Liquidity reserve ratio at 13.83%; Loan-to-deposit ratio at 71.42%; Ratio of short-term funds used for medium- and long-term loans at 26.04%. All liquidity and other ratios were maintained in accordance with regulations.

Internal inspection and audit activities were strengthened, effectively combining remote monitoring with on-site inspections, promptly detecting, preventing, and handling errors and violations, thereby contributing to ensuring safe operations across the entire system.

## **PART II: RESULTS OF IMPLEMENTING THE BOARD OF DIRECTORS' ORIENTATIONS, IMPLEMENTATION OF THE BOARD OF SUPERVISORS' RECOMMENDATIONS, AND RESOLUTION OF ISSUES RAISED AT THE PREVIOUS GENERAL MEETING OF SHAREHOLDERS**

### **1. Results of implementing the Board of Directors' orientations**

In 2025, the Executive Board closely followed the orientations of the Board of Directors and focused on implementing key tasks to ensure the Bank's safe and efficient operations.

BAC A BANK continued to direct credit extension toward production and business sectors, high-tech agriculture, processing industry, healthcare, education, and other high value-added economic sectors, while prioritizing support for small and medium-sized enterprises and individual customers. Credit growth was implemented on the basis of tight risk control and full regulatory compliance.

The Bank decisively and effectively completed the Restructuring Plan associated with bad debt resolution for the 2021–2025 period; strengthened risk management, internal inspection and control to ensure credit quality and operational safety; focused on improving financial capacity by implementing capital increase solutions, reinforcing the capital base and prudential ratios. At the same time, the Bank continued to review and perfect its organizational structure and internal regulations to ensure compliance with legal requirements and actual operations.

### **2. Results of implementing the Board of Supervisors' recommendations**

In 2025, the Executive Board seriously received and implemented the recommendations of the Board of Supervisors to improve operational efficiency, strengthen risk management, and ensure the Bank's safe and sustainable development.

BAC A BANK continued to synchronously implement solutions under the



Restructuring Plan associated with bad debt resolution for the 2021–2025 period. Credit quality control was enhanced through reviewing the loan portfolio, assessing customers' repayment capacity, and promptly applying risk prevention measures. The Bank also actively coordinated with BAC A AMC and relevant units to handle and recover bad debts and potential risk debts. As a result, credit quality continued to improve, and the bad debt ratio was kept below 1.5%, meeting the set risk management target.

The Bank developed a roadmap for increasing charter capital to enhance financial capacity, meet the needs of expanding operations, and ensure compliance with prudential ratios. Strengthening own capital contributed to improving risk resilience and laying a foundation for sustainable development in subsequent periods.

The Digital Bank project and information technology infrastructure upgrade were accelerated. The Bank continued to invest in upgrading its technology systems and expanding utilities and services on the digital platform to improve customer experience and operational efficiency. Simultaneously, solutions to ensure system safety and information security were strengthened to maintain stable and continuous operations.

In addition, risk management, inspection, control, and internal audit continued to receive great attention. Risk monitoring and early warning activities were implemented regularly, contributing to the timely detection and resolution of arising issues, ensuring the Bank's operations comply with regulations and run safely and efficiently.

### **3. Results of addressing issues raised at the previous General Meeting of Shareholders**

At the Annual General Meeting of Shareholders 2025, attending shareholders discussed and raised questions related to the Bank's operations, which were promptly answered by the Presidium and the Executive Board. The Executive Board also recorded and received the shareholders' constructive contributions to further improve BAC A BANK's operations.

Regarding charter capital increase: In 2025, BAC A BANK made efforts to implement the capital increase plans according to the proposed roadmap. Accordingly, the Bank's charter capital increased by VND 1,073 billion, reaching VND 10,032 billion at year-end, completing 95.2% of the plan. The Bank also completed the licensing procedures for the capital increase in accordance with the Resolution of the the Annual General Meeting of Shareholders 2025.

Regarding credit growth: BAC A BANK developed and implemented synchronous solutions from the beginning of 2025 and achieved positive results. As of December 31<sup>st</sup>, 2025, the Bank's credit growth reached 14.1%, completing 102.8% of the plan and closely following the 14.2% growth limit assigned by the State Bank of Vietnam.

### **PART III: OBJECTIVES, TASKS, AND BUSINESS PLAN FOR 2026**



## 1. Business plan objectives for 2026

The global economy in 2026 is forecasted to continue facing numerous difficulties and challenges due to increasing geopolitical instability in many regions, along with protectionist trade trends and tariff barriers. However, with expectations of monetary policy easing in major economies and the strong development of artificial intelligence, the International Monetary Fund (IMF) projects global economic growth in 2026 at approximately 3.3%, a slight increase from previous forecasts.

Domestically, the National Assembly and the Government continue to prioritize promoting growth while maintaining macroeconomic stability, controlling inflation, and ensuring major economic balances. The GDP growth target for 2026 is set at 10% or higher; GDP per capita is expected to reach approximately USD 5,400–5,500; and the average consumer price index (CPI) growth is targeted at around 4.5%.

In this context, BAC A BANK remains steadfast in its overarching orientation of building and developing into a modern, multi-functional bank with an advanced governance foundation in line with domestic and international practices and standards. BAC A BANK has set 2026 targets to ensure stable, safe, and efficient growth. The key business plan indicators for 2026 are as follows:

No.	Items	Plan for 2026
1	Total assets	Increase by 8% - 12%
2	Charter capital	Increase by 7% - 17%
3	Pre-tax profit	VND 1,500 – 1,650 billion
4	Total deposit	Increase by 7% - 11%
5	Total loans	Increase by 8% - 12%
6	Bad debt ratio	Remain below 1.5%
7	Income from services and guarantee	VND 300 – 350 billion

## 2. Implementation solutions

In 2026, BAC A BANK will continue to develop and implement safe and efficient business plans, deploying synchronous solutions to enhance governance and management capacity, financial capacity, and risk management capacity.

1) Funding: Implement the charter capital increase plan according to the roadmap to strengthen own capital and meet the Bank's increasingly expanding operational scale; grow deposits in line with capital utilization, directing the funding structure toward efficiency and sustainability; focus on promoting demand deposits and payment deposits to increase the CASA ratio and reduce funding costs.

2) Capital utilization: Improve the quality of the asset portfolio and investment



efficiency; diversify lending products and segment products appropriately according to funding tenor and cost to increase market competitiveness. Priority will continue to be given to credit extension for high-tech enterprises in agriculture, forestry, and fisheries, clean pharmaceuticals, healthcare, education, processing, and manufacturing industries; enhance credit quality, control and accelerate debt collection and bad debt resolution.

3) Focus on implementing measures to increase income from service activities, including: researching and improving modern payment products and services; developing service and retail banking activities; increasing utilities and services on the digital platform; improving customer care service quality; accelerating the Digital Bank project; and upgrading the quality of the Kiosk Banking system.

4) Strengthen governance and management across all business areas, including: increasing the scale and efficiency of the transaction network; improving the quality of human resources; upgrading physical and information technology infrastructure; enhancing cost management and monitoring; and increasing the effectiveness of communication and brand management.

5) Enhance risk management capacity by regularly reviewing, amending, supplementing, and perfecting the credit risk and operational risk management policy framework; strengthen internal inspection, control, and audit in credit extension and operational activities to promptly detect, warn, and minimize violations in business operations.

The above is the Report of the Executive Board on the business operations of Bac A Commercial Joint Stock Bank in 2025 and the plan for 2026.

Respectfully submitted to the General Meeting of Shareholders for approval.

**GENERAL DIRECTOR**

**(Signed)**

**Thai Huang**



Nghe An, April 10<sup>th</sup>, 2026**PROPOSAL**

*Regarding Approval of the 2025 Audited Financial Statements and the 2026  
Remuneration for the Board of Directors and the Board of Supervisors*

**To: General Meeting of Shareholders of  
Bac A Commercial Joint Stock Bank**

**Pursuant to:**

- *The Law on Credit Institutions No. 32/2024/QH15 (amended and supplemented) and its guiding documents;*
- *The Law on Enterprises No. 59/2020/QH14 (amended and supplemented) and its guiding documents;*
- *The Law on Securities No. 54/2019/QH14 (amended and supplemented) and its guiding documents;*
- *Decree No. 135/2025/NĐ-CP dated June 12<sup>th</sup>, 2025 of the Government regulating on the financial regime applicable to credit institutions and foreign bank branches;*
- *The current Charter of Bac A Commercial Joint Stock Bank;*
- *The 2025 Audited Financial Statements of Bac A Commercial Joint Stock Bank.*

The Board of Directors of Bac A Commercial Joint Stock Bank ("**BAC A BANK**") respectfully submits to the 2026 Annual General Meeting of Shareholders for approval of the following contents:

**1. Approval of the 2025 Audited Financial Statements**

The 2025 Financial Statements (including both the Consolidated Financial Statements and the Separate Financial Statements) have been audited by AFC Vietnam Auditing Company Limited (These Financial Statements have been disclosed on BAC A BANK's website and other mass media in accordance with applicable regulations).

According to the Independent Auditor's opinion, the 2025 Financial Statements (including both the Consolidated Financial Statements and the Separate Financial Statements) give a true and fair view, in all material respects, of the financial position of Bac A Commercial Joint Stock Bank as at 31 December 2025, along with the Statement of Income and the Statement of Cash Flows for the year then ended, in accordance with the Vietnamese Accounting Standards, Accounting System for credit institutions in Vietnam and the statutory requirements relevant to the preparation and presentation of the Financial Statements.



Some key financial indicators of the 2025 Audited Separate Financial Statements and Consolidated Financial Statements are summarized as follows:

Unit: VND billion, %

No.	Indicators	Separate Financial Statements			Consolidated Financial Statements		
		2024	2025	+/- (%)	2024	2025	+/- (%)
1	Total assets	165,608	195,936	18.31%	165,487	195,820	18.33%
2	Loans to customers	109,553	126,416	15.39%	109,553	126,405	15.38%
3	Non-performing loan ratio (for Loans to Customers)	1.24%	1.15%	-0.09%	1.24%	1.15%	-0.09%
4	Customer deposits	122,723	127,190	3.64%	122,550	127,024	3.65%
5	Charter capital	8,959	10,032	11.98%	8,959	10,032	11.98%
6	After-tax profit	999	1,186	18.72%	1,011	1,190	17.71%

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the 2025 Audited Financial Statements.

## 2. Approval of the 2026 Remuneration for the Board of Directors and the Board of Supervisors

To ensure the effective operation of the Board of Directors and the Board of Supervisors, the Board of Directors of Bac A Commercial Joint Stock Bank respectfully submits to the General Meeting of Shareholders for consideration and approval of the 2026 Remuneration for the Board of Directors and the Board of Supervisors at 1.50% (one point five percent) of the 2026 after-tax profit.

The General Meeting of Shareholders assigns/ authorizes the Board of Directors to determine the specific remuneration for each member of the Board of Directors and the Board of Supervisors.

Respectfully submitted!

### Recipients:

- As above;
- Archives: BOD Office.

ON BEHALF OF THE BOARD OF  
DIRECTORS  
CHAIRWOMAN

(Signed)

Tran Thi Thoang



**PROPOSAL**

*Regarding Profit distribution plan for 2025*

**To: General Meeting of Shareholders of  
Bac A Commercial Joint Stock Bank**

Pursuant to:

- The Law on Credit Institutions No. 32/2024/QH15 (amended and supplemented) and its guiding documents;
- The Law on Enterprises No. 59/2020/QH14 (amended and supplemented) and its guiding documents;
- The Law on Securities No. 54/2019/QH14 (amended and supplemented) and its guiding documents;
- The Decree No. 135/2025/NĐ-CP dated June 12<sup>th</sup>, 2025 of the Government regulating on the financial regime for credit institutions, foreign bank branches;
- The current Charter of Bac A Commercial Joint Stock Bank;
- The 2025 Audited Financial Statements of Bac A Commercial Joint Stock Bank.

Based on the 2025 Audited Financial Statements, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the 2025 performance results of Bac A Commercial Joint Stock Bank and the expected 2025 profit distribution plan as follows:

*Unit: VND million*

No.	Contents	Principles	2025
1	Consolidated after-tax profit of the Bank and its subsidiaries		1,189,601
1.1	<u>In which:</u> Separate after-tax profit of the Bank		1,185,527
2	Funds allocation		379,369
	<u>In which:</u>		
2.1	Supplementary Charter Capital Reserve Fund	10.00%	118,553
2.2	Financial Reserve Fund	10.00%	118,553
2.3	Bonus Fund	5.00%	59,276
2.4	Welfare Fund	3.00%	35,566
2.5	Socialization and Charity Fund	2.50%	29,638
2.6	Remuneration Fund for the Board of Directors and Board of Supervisors	1.50%	17,783
3	Consolidated retained earnings of the Bank and its subsidiaries after Funds allocation	[1] - [2]	810,232
3.1	<u>In which:</u> Separate retained earnings of the Bank after	[1.1] - [2]	806,158



No.	Contents	Principles	2025
	<i>Funds allocation</i>		
4	Accumulated consolidated retained earnings from previous years of the Bank and its subsidiaries	(*)	45,517
4.1	<i>In which:</i> Accumulated separate retained earnings from previous years of the Bank	(*)	2,960
5	Profits available for dividend payout	[3.1] + [4.1]	809,118
6	Expected profit used for dividend payout	7.50%	804,105
7	Charter Capital of the Bank at the date of preparing this Proposal		10,721,402
8	Consolidated retained earnings of the Bank and its subsidiaries after Funds allocation and dividend payout	[3] + [4] - [6]	51,644
8.1	<i>In which:</i> Separate retained earnings of the Bank after Funds allocation and dividend payout	[5] - [6]	5,013

(\*) The accumulated retained earnings (both consolidated and separate) increased by VND 564 million compared to Proposal No. 101/2025/TTr-HĐQT due to the adjustment of the 2025 Charter Capital Increase Plan in accordance with Resolution No. 270/2025/NQ-HĐQT dated December 24<sup>th</sup>, 2025.

Based on the 2025 performance results of Bac A Commercial Joint Stock Bank, the Board of Directors respectfully submits to the General Meeting of Shareholders the following contents:

1. Approval of the 2025 after-tax profit distribution and Funds allocation according to the above principles.

2. Assignment of/Authorization for the Board of Directors to decide the time and execution of dividend payout to existing shareholders in the form of shares, using BAC A BANK's accumulated retained earnings in 2025, after allocating Funds, ensuring compliance with legal regulations following the approval of this Proposal by the General Meeting of Shareholders. The Board of Directors respectfully submits to the General Meeting of Shareholders for review and approval!

**ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRWOMAN**

**Recipients:**

- As above;
- Archives: BOD Office.

(Signed)

**Tran Thi Thoang**



Nghe An, April 10<sup>th</sup>, 2026

**PROPOSAL**

*Regarding Approval of Charter Capital Increase Plan in 2026*

**To: General Meeting of Shareholders of  
Bac A Commercial Joint Stock Bank**

**Pursuant to:**

- The Law on Credit Institutions No. 32/2024/QH15 (amended and supplemented) and its guiding documents;
- The Law on Enterprises No. 59/2020/QH14 (amended and supplemented) and its guiding documents;
- The Law on Securities No. 54/2019/QH14 (amended and supplemented) and its guiding documents;
- The current Charter of Bac A Commercial Joint Stock Bank;
- Relevant laws and internal regulations of Bac A Commercial Joint Stock Bank.

Based on the orientation of the Bank's operations and derived from practical operations, the Board of Directors of BAC A BANK respectfully submits to the General Meeting of Shareholders for consideration and approval the following matters:

**I. Cancellation of the Phase 2 Charter Capital Increase Plan for 2025**

- The Resolution of the Annual General Meeting of Shareholders of BAC A BANK in 2025 (No. 02/2025/NQ-ĐHĐCĐ dated April 19<sup>th</sup>, 2025) approved the plan for charter capital increase in 2025. Based on the authorization granted by the General Meeting of Shareholders, on December 24<sup>th</sup>, 2025, the Board of Directors of BAC A BANK issued Resolution No. 270/2025/NQ-HĐQT regarding the adjustment and implementation of the 2025 Charter Capital Increase Plan (as approved by the Annual General Meeting of Shareholders of BAC A BANK) and subsequently approved by the State Bank of Vietnam (SBV) under Official Document No. 229/NHNN-QLGS dated January 12<sup>th</sup>, 2026, as follows:

+ Phase 1: Charter Capital increase through the issuance of shares from accumulated retained earnings in 2024, with a maximum value of VND 689,211,490,000 (for which the State Bank of Vietnam has approved the amendment to the Charter Capital in the License for Establishment and Operation);

+ Phase 2: Charter Capital increase through a public offering of additional shares to existing shareholders, with a maximum value of VND 1,072,140,200,000 (to be implemented upon completion of Phase 1 in 2025).



- BAC A BANK has completed the charter capital increase for Phase 1 in 2025. Additionally, the Hanoi Stock Exchange (HNX) has issued an announcement regarding the first trading day for the bank's additionally listed shares (Official trading date: March 24<sup>th</sup>, 2026).

In case BAC A BANK submits the application dossier for the Phase 2 capital increase on March 25<sup>th</sup>, 2026, even under an expedited timeline, the completion of all legal procedures related to the public offering is expected to take more than six (06) months and remains subject to the review and approval of the competent State authorities. Such delays may impact compliance with the 2025 dividend payment schedule within six (06) months following the Annual General Meeting of Shareholders, as legally mandated. Consequently, BAC A BANK may violate Clause 4, Article 135 of the Law on Enterprises and may incur administrative penalties stipulated under Point đ, Clause 6, Article 15 of Decree No. 156/2020/ND-CP (as amended and supplemented).

Therefore, the cancellation of the Phase 2 Charter Capital Increase Plan for 2025 is necessary to concentrate time and resources on the 2026 plan, which entails issuing shares for the payment of 2025 dividends to existing shareholders.

## **II. Charter Capital Increase Plan for 2026**

In order to improve the financial capacity and competitiveness of BAC A BANK in 2026 and the following period, it is necessary for the Bank to increase its charter capital to ensure compliance with the growth rate, maintain limiteds, safety indicators in banking operations and create a foundation for sustainable development.

The Board of Directors of BAC A BANK respectfully submits to the General Meeting of Shareholders for consideration and approval of the Charter Capital Increase Plan in 2026 as follows:

### **1. Charter capital increase amount**

- Charter capital as at 31/12/2025: VND **10,032,190,520,000** (Ten trillion, thirty-two billion, one hundred ninety million, five hundred twenty thousand dong).

+ Number of issued ordinary shares: **1,003,219,052** shares.

+ Number of outstanding ordinary shares: **1,003,219,052** shares.

+ Number of preferred shares: **0** shares.

+ Number of treasury shares: **0** shares.

- Charter capital at the time of preparing the Proposal: VND **10,721,402,010,000** (Ten trillion, seven hundred twenty-one billion, four hundred two million, ten thousand dong).

+ Number of issued ordinary shares: **1,072,140,201** shares.

+ Number of outstanding ordinary shares: **1,072,140,201** shares.

+ Number of preferred shares: **0** shares.



+ Number of treasury shares: **0** shares.

- Expected charter capital increase: **VND 804,105,150,000** (Eight hundred and four billion, one hundred and five million, one hundred and fifty thousand dong).

- Expected charter capital after completing the charter capital increase: **VND 11,525,507,160,000** (Eleven trillion, five hundred twenty-five billion, five hundred seven million, one hundred sixty thousand dong).

- The Bank will implement this capital increase plan through the issuance of common shares to pay dividends to existing shareholders with a total value of **VND 804,105,150,000** at a par value of VND 10,000/share (equivalent to an expected dividend payout ratio of 7.50% of the total charter capital on the date of preparing the Proposal, which is **VND 10,721,402,010,000**) from the accumulated retained earnings of BAC A BANK in 2025 after allocating Funds in accordance with applicable laws.

According to the 2025 Audited Financial Statements, information on the capital source used to increase charter capital is as follows:

Unit: VND million

No.	Contents	Amount
1	Consolidated after-tax profit of the Bank and its subsidiaries in 2025	1,189,601
2	Separate after-tax profit of the Bank in 2025	1,185,527
3	Consolidated accumulated retained earnings of the Bank and its subsidiaries as at 31/12/2025	1,924,330
4	Separate accumulated retained earnings of the Bank as at 31/12/2025	1,877,698
5	Consolidated accumulated retained earnings of the Bank and its subsidiaries after Phase 1 capital increase and Funds allocation in 2025	855,749
6	Separate accumulated retained earnings of the Bank after Phase 1 capital increase and Funds allocation in 2025	809,118
	<i>Of which: Accumulated retained earnings can be used to increase capital</i>	<i>809,118</i>

## 2. Detailed Charter Capital Increase Plan

Details such as the method of capital increase, targeted shareholders, dividend payout ratio, expected number of shares issued, capital utilization plan, feasibility of the plan, etc. will be presented in the attached Charter Capital Increase Plan.

## III. Proposals

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the following contents:

1. To approve the cancellation of the Phase 2 charter capital increase plan for 2025, which was to be implemented through a public offering of 107,214,020 additional shares to existing shareholders.



To assign/authorize the Board of Directors to direct and organize the reporting and information disclosure regarding the cancellation of the Phase 2 Charter Capital Increase Plan for 2025, and/or to perform other related tasks in accordance with the law and/or as requested by competent State Authorities (if any).

2. To approve the 2026 charter capital increase, with details as follows:

- The cancellation of the Phase 2 Charter Capital Increase Plan for 2025;
- The attached 2026 Charter Capital Increase Plan;
- The registration, depository and additional registration of listing of all additional issued shares at the competent authorities;

- To facilitate rapid and effective implementation, the Board of Directors respectfully requests the General Meeting of Shareholders to assign/authorize the Board of Directors to: revise/complete and/or approve the entire Charter Capital Increase Plan (if revisions are necessary at the request of State Agencies, ensuring alignment with BAC A BANK's operational requirements, compliance with applicable laws, and the protection of shareholders' interests. The Board of Directors shall also be authorized to submit the plan to the relevant State authorities for review and approval and to organize its implementation in accordance with the Resolution of the General Meeting of Shareholders and applicable laws, including but not limited to the following matters:

+ Deciding on the specific amount of capital increase for the issuance based on the actual conditions and capital requirements of BAC A BANK, but not exceeding the dividend payout level approved by the General Meeting of Shareholders; determining the specific timing for issuing shares to pay dividends, the record date for finalizing the list of shareholders entitled to receive stock dividends, the handling of fractional shares arising, and any undistributed shares (if any), along with other related matters to implement the payment of dividends in shares to existing shareholders from BAC A BANK's accumulated retained earnings in 2025 after allocating Funds, ensuring compliance with applicable legal regulations;

+ Deciding on the implementation of relevant procedures, records and documents to register, deposit, register for additional listing of all additional shares offered/issued; notifying of the maximum foreign ownership ratio (if any); and executing of other related procedures according to the instructions of the competent authorities;

+ Deciding on the implementation of relevant procedures, records and documents, related to the amendment to and supplementation of the Establishment and Operation License, update to the National Information System on Business Registration, amendment to the Charter of BAC A BANK, and other procedures, records, and legal documents related to updating the new charter capital of BAC A BANK according to the actual results of the Charter Capital Increase Plan approved by the General Meeting of Shareholders;

+ Undertaking other relevant and necessary tasks (if any) to complete the Charter



Capital Increase Plan in accordance with laws, instructions, and requirements of competent State Agencies, based on the actual implementation of BAC A BANK's Charter Capital Increase Plan.

The Board of Directors respectfully submits to the General Meeting of Shareholders for review and approval of the above Charter Capital Increase Proposal.

**ON BEHALF OF THE BOARD OF DIRECTORS  
CHAIRWOMAN**

***Recipients:***

- As above;
- Archives: BOD Office.

**(Signed)**

**Tran Thi Thoang**







Nghệ An, April 10<sup>th</sup>, 2026

## **CHARTER CAPITAL INCREASE PLAN IN 2026**

*(Accompanying Proposal No.: 64/2026/TTr-HDQT as at April 10<sup>th</sup>, 2026)*

### **I. NECESSITY OF THE CHARTER CAPITAL INCREASE**

It is essential for BAC A BANK to continue increasing charter capital to strengthen the Bank's financial capacity, enhance operational efficiency, and improve competitiveness. Specifically:

- Enhancing financial capacity to support business expansion, including customer lending, particularly in priority sectors aligned with the Bank's strategic orientation and investment in high-quality securities with appropriate returns, while maintaining sufficient liquidity when necessary.
- Ensuring compliance with regulatory limits and safety ratios applicable to banking operations.

### **II. CHARTER CAPITAL INCREASE PLAN**

#### **1. Charter capital increase amount**

- Charter capital as at 31/12/2025: VND **10,032,190,520,000** (in words: Ten trillion, thirty-two billion, one hundred ninety million, five hundred twenty thousand Vietnamese dong).

- + Number of issued ordinary shares: **1,003,219,052** shares.
- + Number of outstanding ordinary shares: **1,003,219,052** shares.
- + Number of preferred shares: **0** shares.
- + Number of treasury shares: **0** shares.

- Charter capital at the time of preparing this Plan: VND **10,721,402,010,000** (in words: Ten trillion, seven hundred twenty-one billion, four hundred two million, ten thousand Vietnamese dong).

- + Number of issued ordinary shares: **1,072,140,201** shares.
- + Number of outstanding ordinary shares: **1,072,140,201** shares.
- + Number of preferred shares: **0** shares.
- + Number of treasury shares: **0** shares.

- Expected additional charter capital increase: VND **804,105,150,000** (in words: Eight hundred four billion, one hundred five million, one hundred fifty thousand Vietnamese dong).



- Expected charter capital after completing the capital increase: VND **11,525,507,160,000** (in words: Eleven trillion, five hundred twenty-five billion, five hundred seven million, one hundred sixty thousand Vietnamese dong).

- + Expected total number of ordinary shares after issuance: **1,152,550,716** shares.
- + Number of preferred shares: **0** shares.
- + Number of treasury shares: **0** shares.

## 2. Method, targeted shareholders, and source of implementation

- **Method:** Issuance of common shares for dividend payment to existing shareholders.

- **Targeted shareholders:** Existing shareholders recorded in the shareholder register and entitled to receive stock dividends in compliance with applicable laws<sup>1</sup>.

- **Expected dividend payout ratio:** 7.50% of total outstanding common shares as at the issuance date of this Plan.

- **Estimated common shares to be issued:** 80,410,515 shares.

- **Par value:** VND 10,000/share.

- **Estimated total par value:** VND 804,105,150,000

- **Source of implementation:** from BAC A BANK's accumulated retained earnings for 2025 after allocating Funds, ensuring compliance with applicable regulations and being approved by the General Meeting of Shareholders.

Sources of implementation based on results of the Independent Auditing Company:

Unit: VND million

No.	Contents	Amount
1	Consolidated after-tax profit of the Bank and its subsidiaries in 2025	1,189,601
2	Separate after-tax profit of the Bank in 2025	1,185,527
3	Consolidated accumulated retained earnings of the Bank and its subsidiaries as at 31/12/2025	1,924,330
4	Separate accumulated retained earnings of the Bank as at 31/12/2025	1,877,698
5	Consolidated accumulated retained earnings of the Bank and its subsidiaries after Phase 1 capital increase and Funds allocation in 2025	855,749
6	Separate accumulated retained earnings of the Bank after Phase 1 capital increase and Funds allocation in 2025	809,118

<sup>1</sup> Clause 11, Article 210 of the 2024 Law on Credit Institutions: Shareholders and related persons owning shares exceeding the share ownership ratio prescribed in Article 63 of the 2024 Law on Credit Institutions may continue to maintain their shares but may not increase their shares until they comply with the provisions on share ownership ratio as prescribed in the 2024 Law on Credit Institutions, except for receipt of dividends in shares.



No.	Contents	Amount
	<i>Of which: Accumulated retained earnings can be used to increase capital</i>	809,118
7	Other capital sources can be used to supplement charter capital according to the Audited Separate and Consolidated Financial Statements as at 31/12/2025	542,353
7.1	<i>Supplementary Charter Capital Reserve Fund</i>	434,713
7.2	<i>Investment and Development Fund</i>	564
7.3	<i>Share premium</i>	107,076

- **Transfer restrictions:** Common shares issued for dividend payment to existing shareholders shall not be subject to transfer restrictions.

- **Expected issuance timeline:** This charter capital increase is expected to be implemented in 2026. The specific implementation time will be decided by the Board of Directors of BAC A BANK based on the approval/ opinion of the competent State Agencies.

- **Treatment of fractional shares and undistributed shares:**

The number of new shares intended to be issued that are not fully distributed (if any) will be decided by the Board of Directors on the basis of compliance with relevant provisions of applicable laws.

The number of issued shares according to the ratio of the distribution of rights to each shareholder is an integer, the decimal will not be rounded into one (01) share. Any fractional shares arising shall be decided by the Board of Directors, including but not limited to transferring these fractional shares to the BAC A BANK Trade Union.

**3. List of shareholders with an ownership ratio of 5% or higher of voting capital and charter capital at the time of the Plan approval and as expected after the capital increase**

At the time of the Plan approval and as expected after the capital increase, the Bank has no shareholders with an ownership ratio of 5% or higher of voting capital and charter capital.

**4. List of shareholders and their related persons with a share ownership ratio of 15% or higher of charter capital at the time of proposal and as expected after the capital increase<sup>2</sup>**

The General Meeting of Shareholders assigns/ authorizes the Board of Directors to decide on the preparation of a list of shareholders and related persons with a share ownership ratio of 15% or higher of charter capital at the time of proposal and as expected after the capital increase, in accordance with the provisions of law and instructions of the

<sup>2</sup> This information will be updated at the time BAC A BANK submits proposal to the competent State Agencies.



competent State Agencies.

#### **5. Share ownership limit of foreign investors at the time of proposal and as expected after the capital increase<sup>3</sup>**

The share ownership ratio of foreign investors according to the list of shareholders as at 17/03/2026 is 0.003% of BAC A BANK's charter capital. It is expected that after increasing capital, the ownership ratio of foreign investors will not exceed 30% of the charter capital as committed by BAC A BANK. The General Meeting of Shareholders assigns/ authorizes the Board of Directors to decide on a plan to ensure that the issuance of shares meets the foreign ownership ratio in accordance with applicable laws and internal regulations of BAC A BANK.

#### **6. Expected completion timeline**

The completion timeline of the above capital increase shall follow the provisions of the approval/ opinion from the competent authority and the decision to amend the charter capital in the Bank's License issued by the State Bank of Vietnam.

#### **7. Information disclosure**

BAC A BANK shall disclose information in accordance with applicable laws, internal regulations, and instructions from the competent State Agencies (if any).

### **III. CAPITAL UTILIZATION PLAN**

The additional charter capital from the implementation of the 2026 Charter Capital Increase Plan will be used to supplement capital for the Bank's business activities (such as: lending to customers, investing and trading in valuable papers) as follows:

Unit: VND

No.	Capital utilization plan	Estimated amount	Estimated capital utilization progress
1	Investing and trading in valuable papers (bonds, certificates of deposit...)	500,000,000,000	From 2026 to 2027
2	Customer loans (agricultural, forestry, and fishery loans; processing and manufacturing industry loans; wholesale and retail loans; etc.)	304,105,150,000	From 2026 to 2027
<b>Total</b>		<b>804,105,150,000</b>	

*The above capital utilization plan may be flexibly adjusted to support the Bank's products/ services, based on market conditions and actual customer demand for each product/ service, ensuring the Bank's optimal capital efficiency in each period.*

<sup>3</sup> This information will be updated at the time BAC A BANK submits proposal to the competent State Agencies.



The General Meeting of Shareholders assigns/ authorizes the Board of Directors to adjust the detailed capital utilization plan based on the actual operations of the Bank and ensure compliance with relevant legal regulations. The Board of Directors shall report to the General Meeting of Shareholders at the nearest meeting on any changes/ adjustments and the proceeds from the issuance, in accordance with legal requirements (if any).

#### IV. EXPECTED BUSINESS PLAN AFTER CHARTER CAPITAL INCREASE

With the aforementioned Charter Capital Increase Plan, BAC A BANK targets the following key indicators in 2026 as follows:

Unit: VND billion, %

No.	Indicators	2025	Plan in 2026	Increase/(Decrease)	
				+/-	%
I	Operational indicators				
1	Charter capital	10,032	Implement according to the Plan approved by the General Meeting of Shareholders		
2	Total assets	195,936	215,596	19,660	10.03%
3	Capital mobilization from individuals and economic organizations	134,091	145,530	11,439	8.53%
4	Trading and investing in securities	35,232	36,994	1,762	5.00%
5	Loans to customers	126,416	139,058	12,642	10.00%
6	Non-performing loan ratio (for Loans to customers)	1.15%	<1.5%		
7	After-tax profit	1,186	1,211	25	2.11%
8	ROA	0.66%	0.58%	-0.08%	
9	ROE	9.48%	8.37%	-1.11%	
II	Limits, safety ratios in banking operations				
1	Separate minimum capital adequacy ratio	10.02%	Comply with regulations of the State Bank of Vietnam (*)		
2	Ratio of credit extension for investment in shares over charter capital	0.00%			
3	Solvency ratios				
	- Liquidity coverage ratio	13.83%			
	- 30-day solvency ratio (for VND)	69.63%			
	- 30-day solvency ratio (for foreign currency)	24.73%			
4	Maximum ratio of short-term capital used for	26.04%			



No.	Indicators	2025	Plan in 2026	Increase/(Decrease)	
				+/-	%
	provision of medium-term and long-term loans				
5	Ratio of investment in Government bonds and Government-guaranteed bonds	3.30%			
6	Limits on capital contribution and shares purchase	3.83%			
7	Loan-to-deposit ratio	71.42%			

*(According to the 2025 Audited Separate Financial Statement)*

*(\*) Limits, safety ratios in banking operations will be implemented according to regulations of the State Bank of Vietnam in each period and BAC A BANK always ensures compliance with regulations.*

## **V. FEASIBILITY OF THE PLAN**

### **1. Feasibility**

The capital increase is necessary to enhance BAC A BANK's financial capacity, improve the Bank's competitiveness, and ensure shareholders' interests. Upon completion, BAC A BANK will further expand its core business activities and modernize operations, delivering long-term value to shareholders.

Based on the 2025 Audited Financial Statements, accumulated retained earnings are sufficient to support the proposed charter capital increase of VND **804,105,150,000** through stock dividend payment to existing shareholders. Therefore, the Charter Capital Increase Plan is entirely feasible.

### **2. Development orientation**

In 2026, BAC A BANK will continue to focus on the implementation of solutions to achieve the goal of becoming a Bank with effective operations, safety and sustainable development.

BAC A BANK continues to promote its strength in lending to projects and industries applying high technology in agriculture, forestry, fishery, manufacturing, supporting industrial processing, healthcare, education, etc.; at the same time, enhance development in the direction of multi-function, modernity, safety and information security; apply advanced management, in accordance with Vietnamese and International practices and standards, provide a full and diverse range of banking services for the economy.

### **3. Governance, management and supervision capacity of BAC A BANK regarding capital scale and operational scale when increasing charter capital**

Members of the Board of Directors and the Board of Supervisors are reputable, well-qualified, and experienced in banking governance, with strong commitment to the Bank's



development.

In addition, the Board of Management comprises professionally trained and competent executives with strong ethics and dedication to the Bank's long-term growth.

BAC A BANK has also established a comprehensive internal control system, including policies, regulations, procedures, and dedicated functions for internal audit and risk control across all business activities. This system complies with Circular No. 13/2018/TT-NHNN and Circular No. 40/2018/TT-NHNN, and is expected to comply with Circular 83/2025/TT-NHNN (effective from July 1<sup>st</sup>, 2026), while remaining aligned with the Bank's operational practices.

A unified governance and management framework, together with effective coordination between the Board of Directors and the Board of Management are key drivers of BAC A BANK's stable and sustainable growth.

## **V. IMPLEMENTATION**

The Board of Directors shall be responsible for carrying out all necessary procedures as prescribed and implementing the charter capital increase in accordance with the above Plan.





## **PROPOSAL**

*Re: Selection of an independent auditing firm to review/audit financial statements and to provide assurance services on the internal control system in relation to the preparation and presentation of financial statements for the fiscal year 2027*

### **Pursuant to:**

- Law on Credit Institutions No. 32/2024/QH15 dated 18 January 2024 (as amended and supplemented) and documents guiding the implementation thereof;
- Law on Enterprises No. 59/2020/QH14 dated 17 June 2020 (as amended and supplemented) and documents guiding the implementation thereof;
- Law on Securities No. 54/2019/QH14 dated 26 November 2019 (as amended and supplemented) and documents guiding the implementation thereof;
- Circular No. 51/2024/TT-NHNN dated 29 November 2024;
- The current Charter of Bac A Commercial Joint Stock Bank.



The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval the selection of an independent auditing firm to audit/review the annual/interim financial statements and provide assurance services on the internal control system of Bac A Commercial Joint Stock Bank (BAC A BANK) in relation to the preparation and presentation of financial statements for the fiscal year 2027, as follows:

### **1. Proposed independent auditing firm:**

- Name of independent auditing firm: AASC Auditing Firm Company Limited.
- Head office address: No. 1 Le Phung Hieu Street, Hoan Kiem Ward, Hanoi.
- Enterprise Registration Number/Tax Code: 0100111105.
- Legal representative: Mr. Nguyen Thanh Tung – General Director.

### **2. Basis for the proposal:**

- AASC Auditing Firm Company Limited is an independent auditing firm that fully complies with the requirements set out in Circular No. 51/2024/TT-NHNN dated 29 November 2024 issued by the Governor of the State Bank of Vietnam and is included in the list of auditing firms approved to audit public-interest entities in the securities sector as announced annually by the State Securities Commission. The firm also possesses strong professional capabilities, a solid reputation, extensive experience in the auditing



field, especially in auditing banks and credit institutions, with highly regarded service quality.

- AASC Auditing Firm Company Limited has extensive experience in providing audit services to BAC A BANK over multiple years, has developed an in-depth understanding of the Bank's operations, has consistently issued audit reports in a timely manner, and has demonstrated effective coordination throughout audit engagements with reasonable audit fees appropriate to the scale and requirements of BAC A BANK.

Based on a comprehensive assessment of legal compliance, professional capacity, practical experience, and cost efficiency, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval the selection of AASC Auditing Firm Company Limited as the Independent Auditing Firm to review interim financial statements, audit annual financial statements, and provide assurance services on BAC A BANK's internal control system related to the preparation and presentation of financial statements for the fiscal year 2027.

**Respectfully submitted!**

**Recipients:**

- As above;
- Archive: BOD's Office.

**O.B.O BOARD OF DIRECTORS  
CHAIRWOMAN**



**(Signed)**

**Tran Thi Thoang**



**PROPOSAL**

*Regarding the addition of activities to the License and/or re-issue of the License  
of Bac A Commercial Joint Stock Bank*

**To: The General Meeting of Shareholders of Bac A Commercial Joint Stock Bank**

- Pursuant to the 2024 Law on Credit Institutions (as amended and supplemented) and documents guiding the implementation thereof;
- Pursuant to the 2020 Law on Enterprises (as amended and supplemented) and documents guiding the implementation thereof;
- Pursuant to the 2019 Law on Securities (as amended and supplemented) and documents guiding the implementation thereof;
- Pursuant to the applicable Charter of Bac A Commercial Joint Stock Bank.

The Board of Directors of Bac A Commercial Joint Stock Bank (BAC A BANK) respectfully requests the Annual General Meeting of Shareholders 2026 to consider and approve the following matters:

**1. Regarding the addition of “Participation in international payment systems” to the Establishment and Operation License (License)**

The Bank also submitted a dossier to supplement BAC A BANK's license to participate in the international payment systems as stipulated in Circular 34/2024/TT-NHNN (amended and supplemented by Circular 66/2025/TT-NHNN) including the international payment system of the Society for Worldwide Interbank Financial Telecommunication (SWIFT) and the international card payment system of the international card organization (MasterCard). These are cases where BAC A BANK had already participated in international payment systems before July 1<sup>st</sup>, 2024, and must complete the procedure to add participation activities of these international payment systems to its license as stipulated in this Circular within 24 months from July 1<sup>st</sup>, 2024.

**2. Regarding the addition of business activities to the License, and the re-issue of the License in accordance with the Law on Credit Institutions 2024 (as amended and supplemented) and its implementing guidelines.**

The Law on Credit Institutions 2024 (amended and supplemented) and its implementing guidelines have stipulated many revised and supplemented aspects of commercial bank operations compared to the old Law on Credit Institutions. The



Governor of the State Bank of Vietnam issued Circular 34/2024/TT-NHNN dated June 30, 2024 (amended and supplemented by Circular 66/2025/TT-NHNN dated December 31, 2025) stipulating the procedures, documents, and process for requesting the addition of new business activities to a license or the renewal of a license.

BAC A BANK regularly reviews and supplements its license with new business activities, and renews licenses in accordance with current laws and regulations and the Bank's actual needs.

Therefore, the General Meeting of Shareholders needs to continue to approve the policy and authorize/delegate the Board of Directors to proactively decide on the implementation of specific tasks related to adding business activities to the License and/or re-issue the License of BAC A BANK; amending and supplementing the Charter.

**The Board of Directors respectfully submits to the General Meeting of Shareholders to:**

(i) Approve continuing to add the activity "Participation in international payment systems" to BAC A BANK's License;

(ii) Approve the policy of adding business activities to the License and/or re-issue the License of BAC A BANK in accordance with the Law on Credit Institutions 2024 (as amended and supplemented), Circular 34/2024/TT-NHNN (as amended and supplemented), and other guiding documents of the Law on Credit Institutions (including amending, supplementing, and replacing documents); amending and supplementing the Charter to conform with the License of BAC A BANK after approval by the Governor of the State Bank of Vietnam for addition and/or re-issue; carrying out other administrative procedures (if any) and/or other contents as prescribed by law in each period.

(iii) Delegation/Authorization of Board of Directors:

- To decide on the addition of specific business activities to the License (including each international payment system) and/or renewal of the License of BAC A BANK in accordance with the Law on Credit Institutions 2024 (as amended and supplemented), Circular 34/2024/TT-NHNN (as amended and supplemented), other guiding documents of the Law on Credit Institutions (including amendments, supplements, and replacements), relevant legal regulations, and guidance of the State Bank of Vietnam.

- To decide on amendments to the Charter in accordance with BAC A BANK's License after approval by the Governor of the State Bank of Vietnam for supplementation and/or re-issue; to carry out other administrative procedures (if any) and/or other contents as prescribed by law from time to time.



- To direct the implementation of tasks and procedures to add business activities to the License and/or re-issue the License; amend the Charter; carry out other administrative procedures (if any), and/or other matters as prescribed by law from time to time.

**Respectfully submitted!**

**Recipients:**

- As above;
- Archives: BOD's Office.

**O.B.O THE BOARD OF DIRECTORS  
CHAIRWOMAN**

**(Signed)**

**Tran Thi Thoang**





**PROPOSAL**

*Regarding amendments and supplements to the Charter, the Regulations on Organization and Operation of the Board of Directors, and the Corporate Governance Regulations of Bac A Commercial Joint Stock Bank*

**To: The General Meeting of Shareholders of Bac A Commercial Joint Stock Bank**

- Pursuant to the 2024 Law on Credit Institutions (as amended and supplemented) and documents guiding the implementation thereof;
- Pursuant to the 2020 Law on Enterprises (as amended and supplemented) and documents guiding the implementation thereof;
- Pursuant to the 2019 Law on Securities (as amended and supplemented) and documents guiding the implementation thereof;
- Pursuant to the applicable Charter of Bac A Commercial Joint Stock Bank.

The Board of Directors of Bac A Commercial Joint Stock Bank (BAC A BANK) hereby respectfully submits to the Annual General Meeting of Shareholders 2026 for consideration and approval the amendments to and supplements to the Charter, the Regulations on Organization and Operation of the Board of Directors, and the Corporate Governance Regulations of BAC A BANK, as follows:

- In 2025, several new legal documents were promulgated, including: Law on amendments to Law on Enterprises; Decree No. 245/2025/ND-CP dated September 11<sup>th</sup>, 2025 on amendments to Decree No. 155/2020/ND-CP elaborating certain articles of the Law on Securities; Circular No. 83/2025/TT-NHNN dated December 31, 2025 on internal control systems of credit institutions and foreign bank branches (Circular 83/2025/TT-NHNN)... Based on the results of the review and impact assessment, the Charter, the Regulations on Organization and Operation of the Board of Directors, and the Corporate Governance Regulations of BAC A BANK are required to be amended and supplemented to ensure compliance with and alignment with such newly promulgated legislative documents.

- Additionally, the actual operations of BAC A BANK require amendments and supplements to certain provisions of the Charter, the Regulations on Organization and Operation of the Board of Directors, and the Corporate Governance Regulations of BAC A BANK to comply with the directions of the State Bank of Vietnam and to facilitate the organization, governance, and management of BAC A BANK.



*Details are provided in the attached Table of review and explanation of the amendments and supplements to the Charter and the Regulations on Organization and Operation of the Board of Directors, and the Corporate Governance Regulations of BAC A BANK.*

**The Board of Directors respectfully submits to the General Meeting of Shareholders to:**

(i) Approve amendments and supplements to the Charter, the Regulations on Organization and Operation of the Board of Directors, and the Corporate Governance Regulations of BAC A BANK.

The effective date of the Charter, the Regulations on Organization and Operation of the Board of Directors, and the Corporate Governance Regulations of BAC A BANK shall be aligned with the effective date of Circular 83/2025/TT-NHNN.

(ii) The Board of Directors is delegated/authorized to review the Charter, the Regulations on Organization and Operation of the Board of Directors, and the Corporate Governance Regulations of BAC A BANK in accordance with applicable laws and regulations and the guidance of competent state authorities (if any); perform all necessary procedures for the promulgation thereof; direct the implementation of procedures for notification to State agencies and disclosing information in accordance with the laws and regulations.

**Respectfully submitted!**

**Recipients:**

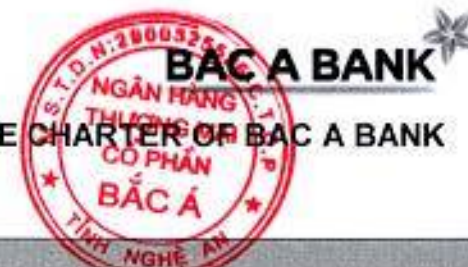
- As above;
- Archives: BOD's Office

**O.B.O THE BOARD OF DIRECTORS  
CHAIRWOMAN**

**(Signed)**

**Tran Thi Thoang**





## TABLE OF REVIEW AND EXPLANATION OF AMENDMENTS AND SUPPLEMENTS TO THE CHARTER OF BAC A BANK

No.	Current Charter	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
<b>1</b>	<b>Article 1. Interpretation of terms</b>	<b>Article 1. Interpretation of terms</b>	
1.1	12. "Dividend" means the net profit paid for each share in cash or in other assets.	12. "Dividend" means the <b>after-tax</b> profit paid for each share in cash or in other assets.	Propose amendment and supplement to the term explanation for <b>"dividend"</b> to ensure consistency with the new provisions at Point a, Clause 1, Article 1 of the Law on Enterprises 2020 (as amended and supplemented).
<b>2</b>	<b>Article 23. Stocks</b>	<b>Article 23. Stocks</b>	
2.1	<p>1. Stocks are certificates issued by BAC A BANK or book-entry records or electronic data confirming ownership of one or more shares of BAC A BANK. Stocks must contain the following principal contents:</p> <p>a) Name, enterprise code and/or other contents as provided for by the laws from time to time, head office address of BAC A BANK;</p> <p>b) Number and type of shares;</p> <p>c) Par value of each share and total par value of the shares stated on the stock;</p> <p>d) Full name, contact address, nationality, personal identification number, passport number, other legal personal identification documents of individual shareholders; name, enterprise code, establishment</p>	<p>Proposal to delete the following contents:</p> <p>(i) The definition of "stocks"</p> <p>(ii) The principal contents that stocks must contain</p> <p>Amended and supplemented content:</p> <p><b>1. Stocks of BAC A BANK must contain the contents as prescribed by law.</b></p>	<p>- Deletion of the definition of <b>"stocks"</b>:</p> <p><b>Reasons:</b> This content has already been stated in Clause 14, Article 1 of the Charter of BAC A BANK.</p> <p>- Deletion of the provision <b>"Stocks must contain the following principal contents"</b>:</p> <p><b>Reasons:</b> BAC A BANK is a joint-stock company whose shares are listed on the Stock Exchange; the management of shares and shareholder information is conducted in the form of book-entry/electronic data and complies with securities laws. Therefore, the detailed provisions on the contents of physical stocks are no longer appropriate and should be deleted to ensure consistency with applicable laws.</p>



No.	Current Charter	Proposed amendments and supplements ( <i>'Italic and bold'</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
	<p>decision, Enterprise Registration Certificate, equivalent documents, head office address of institutional shareholders;</p> <p>dd) Signature of the legal representative and seal of BAC A BANK;</p> <p>e) Registration number in the shareholder register of BAC A BANK and date of issuance of the stock;</p> <p>g) Other contents as prescribed by law.</p>		
2.2	<p>3. In case a stock is lost, damaged or destroyed in any other form, the shareholder shall be re-issued the stock by BAC A BANK at the request of such shareholder. The shareholder's request must include the following contents:</p> <p>a) Information on the lost, damaged or destroyed stock;</p> <p>b) Commitment to bear responsibility for any disputes arising from the re-issuance of the new stock.</p>	<p>5. In case the <b><i>share ownership certificate</i></b> is lost, damaged or destroyed in any other form, the shareholder shall be re-issued by BAC A BANK at the request of such shareholder. The shareholder's request must include the following contents: a) Information on the lost, damaged or destroyed <b><i>share ownership certificate</i></b>;</p> <p>b) Commitment to bear responsibility for any disputes arising from the re-issuance of the new <b><i>share ownership certificate</i></b>.</p>	<p>Propose amendment and supplement by replacing the provisions on "<b><i>stocks</i></b>" with "<b><i>share ownership certificate</i></b>".</p> <p><b>Reason:</b> To ensure consistency with the actual management of shares at BAC A BANK and with the provisions of Clause 4, Article 23 of the Charter of BAC A BANK: "<i>4. Each shareholder may be issued by BAC A BANK a share ownership certificate or other appropriate method in accordance with legal provisions to record the number of shares owned.</i>"</p>
3	<b>Article 26. Position, tasks and powers of the General Meeting of Shareholders</b>	<b>Article 26. Position, tasks and powers of the General Meeting of Shareholders</b>	
3.1	2. The General Meeting of Shareholders has the following tasks and powers:	<p>2. The General Meeting of Shareholders has the following tasks and powers:</p> <p><b><i>u) Approve the proposed remedial plan in the case of early intervention as prescribed by the Law on Credit Institutions.</i></b></p>	Propose amendment and supplement in accordance with Point I, Clause 3, Article 67 of the Law on Credit Institutions.



No.	Current Charter	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
4	<b>Article 50. Responsibilities and compensation</b>	<b>Article 50. Responsibilities and compensation</b>	
4.1	1. Responsibilities: Members of the Board of Directors, members of the Board of Supervisors, the General Director, the Deputy General Directors and other executives of BAC A BANK must strictly comply with applicable laws, the Charter of BAC A BANK and the regulations of BAC A BANK in performing their tasks and shall bear personal liability before the law and BAC A BANK for any damages caused by their violation of obligations.	1. Responsibilities: Members of the Board of Directors, members of the Board of Supervisors, the General Director, the Deputy General Directors and other executives of BAC A BANK must strictly comply with applicable laws, the Charter of BAC A BANK and the regulations of BAC A BANK in performing their tasks and shall bear personal liability before the law and BAC A BANK for any damages caused by their violations.	Propose deletion of the word " <b>obligations</b> " in the above clause. <b>Reason:</b> - To ensure comprehensive coverage of the responsibilities of managers. - The deletion of the word " <b>obligations</b> " is also consistent with Clause 1, Article 48 of the Model Charter according to Circular 116/2020/TT-BTC. <i>"1. Members of the Board of Directors, members of the Board of Supervisors, the Director (General Director) and other executives who violate the obligations and responsibilities of honesty and diligence, or fail to perform their obligations, shall be liable for any damages caused by their violations."</i>
5	<b>Article 52. Duties and powers of the Board of Directors</b>	<b>Article 52. Duties and powers of the Board of Directors</b>	
5.1	23. Approve the Financial Regulations / approve the Financial Regulations as authorized by the General Meeting of Shareholders in accordance with legal provisions from time to time.	23. Approve the Financial Regulations <b>of BAC A BANK</b> in accordance with <b>applicable</b> laws.	Propose amendment and supplement to the authority to approve the <b>"Financial Regulations"</b> as the authority of the Board of Directors in accordance with the Charter and internal regulations of BAC A BANK. <b>Reason:</b> In accordance with Clause 1, Article 37 of Decree 135/2025/ND-CP dated June 12 <sup>th</sup> ,



No.	Current Charter	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
			2025, which stipulates: <i>"Credit institutions shall develop financial regulations and submit them to the competent authority as prescribed in the Charter and internal regulations of the credit institution for implementation."</i>
5.2		Supplement contents of Clause 24, Article 52 <b>24. Approve the annual report on the results of self-inspection and assessment of control activities; perform senior management oversight; perform the functions and tasks related to control activities, risk management activities, internal audit and other contents in accordance with the provisions of the Law on Credit Institutions, the Circular of the Governor of the State Bank of Vietnam on the internal control system from time to time and the internal regulations of BAC A BANK.</b>	Propose supplement of a clause regulating the functions and tasks of the Board of Directors related to internal control activities. <b>Reason:</b> In accordance with the provisions of Circular 83/2025/TT-NHNN as follows: - Point a, Clause 4, Article 9; - Point a, Clause 2, Article 12; - Clause 1, Article 14; - Chapter III and Chapter IV of Circular 83/2025/TT-NHNN.
6	Article 54. Rights and obligations of members of the Board of Directors	Article 54. Rights and obligations of members of the Board of Directors	
6.1		Supplement contents of Clause 11, Article 54: <b>11. Each independent member of the Board of Directors must prepare a report evaluating the operations of the Board of Directors.</b>	Propose supplement of a clause regulating the rights and obligations of members of the Board of Directors. <b>Reason:</b> In accordance with Clause 3, Article 277 of Decree 155/2020/ND-CP as amended by Decree 245/2025/ND-CP.



No.	Current Charter	Proposed amendments and supplements ( <i>'Italic and bold'</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
7	<b>Article 57. Minutes of meetings of the Board of Directors</b>	<b>Article 57. Minutes of meetings of the Board of Directors</b>	
7.1	1. Meetings of the Board of Directors must be minuted and may be audio-recorded, video-recorded and stored in other electronic forms. The minutes must be prepared in Vietnamese and may also be prepared in a foreign language, and must contain the following principal contents: i) Full name and signature of the chairperson and the secretary together with all members or their authorized representatives attending the meeting, except in the case prescribed in Clause 2 of this Article.	1. Meetings of the Board of Directors must be minuted and may be audio-recorded, video-recorded and stored in other electronic forms. The minutes must be prepared in Vietnamese and may also be prepared in a foreign language, and must contain the following principal contents: i) Full name and signature of the chairperson and the secretary together with all members or their authorized <b>representatives</b> attending the meeting, except in the case prescribed in Clause 3 of this Article.	Propose amendment and supplement to clarify the meaning of the provision and to adjust the cross-reference appropriately following the addition of new content in the Article.
7.2		<i>Supplement contents of clause 2, Article 57</i> <b>2. Opinions and conclusions related to the internal control system in meetings of the Board of Directors must be recorded in writing.</b>	Propose supplement of provisions on Board of Directors meetings related to the internal control system. <b>Reason:</b> In accordance with Clause 3, Article 4 of Circular 83/2025/TT-NHNN.
8	<b>Article 60. Rights and obligations of the General Director</b>	<b>Article 60. Rights and obligations of the General Director</b>	
8.1		<i>Supplement contents of clause 15, Article 60</i> <b>15. Approve the annual report on risk management and internal assessment of capital adequacy in accordance with the provisions of the Circular of the Governor</b>	Propose supplement of a clause on the rights and obligations of the General Director in approving risk management reports and internal assessment of capital adequacy.



No.	Current Charter	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
		<b><i>of the State Bank of Vietnam on the internal control system from time to time and the regulations of BAC A BANK.</i></b>	<b>Reason:</b> In accordance with Point c, Clause 4, Article 9 of Circular 83/2025/TT-NHNN.
8.2		Supplement contents of clause 16, Article 60 <b>16. Perform senior management oversight and be responsible for organizing the implementation of control activities, risk management activities, internal audit and other contents in accordance with the provisions of the Law on Credit Institutions, the Circular of the Governor of the State Bank of Vietnam on the internal control system from time to time and the internal regulations of BAC A BANK.</b>	Propose supplement of a clause regulating the rights and obligations of the General Director related to internal control activities. <b>Reason:</b> In accordance with the provisions of Circular 83/2025/TT-NHNN as follows: - Point c, Clause 2, Article 12; - Clause 2, Article 14; - Clause 2, Article 25.
9	Article 61. Supporting apparatus for the General Director	Article 61. Supporting apparatus for the General Director	
9.1		Supplement contents of Clause 4, Article 61 <b>4. The General Director shall have councils and supporting units in accordance with the regulations of the Governor of the State Bank of Vietnam and the regulations of BAC A BANK on the internal control system.</b>	Propose supplement in accordance with Clause 4, Article 6 of Circular 83/2025/TT-NHNN regulating the organizational structure for implementing the internal control system.
10	Article 63. Duties and powers of the Board of Supervisors	Article 63. Duties and powers of the Board of Supervisors	



No.	Current Charter	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
10.1		Supplement contents of clause 18, Article 63 <b>18. Approve annual and extraordinary reports on internal audit; perform senior management oversight; perform the functions and tasks related to internal audit and other contents in accordance with the provisions of the Law on Credit Institutions, the Circular of the Governor of the State Bank of Vietnam on the internal control system from time to time and the internal regulations of BAC A BANK.</b>	Propose supplement of tasks of the Board of Supervisors related to internal audit and oversight of internal audit activities in accordance with Circular 83/2025/TT-NHNN, specifically: - Point b, Clause 2, Article 12; - Clause 1, Article 72 of Circular 83/2025/TT-NHNN.
11	Article 65. Rights, obligations and responsibilities of members of the Board of Supervisors	Article 65. Rights, obligations and responsibilities of members of the Board of Supervisors	Propose adjustment of the title of the Article to be consistent with Article 54 of the Law on Credit Institutions, thereby deleting the word <b>"responsibilities"</b> .
11.1	9. Other rights, obligations and responsibilities as prescribed by law, this Charter and the regulations of BAC A BANK.	9. Other rights, obligations and responsibilities as prescribed by law, this Charter and the regulations of BAC A BANK.	Propose deletion of the phrase <b>"responsibilities"</b> to ensure consistency between the title and the content of the Article.
12	Article 67. Meetings of the Board of Supervisors	Article 67. Meetings of the Board of Supervisors	
12.1		Supplement contents of Clause 3, Article 67 <b>3. Opinions and conclusions related to the internal control system in meetings of the Board of Supervisors must be recorded in writing.</b>	Propose supplement of provisions on Board of Supervisors meetings related to the internal control system.  <b>Reason:</b> In accordance with Clause 3, Article 4 of Circular 83/2025/TT-NHNN.



No.	Current Charter	Proposed amendments and supplements ( <i>'Italic and bold'</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
13	Article 68. Internal control system	Article 68. Internal control system	
13.1	<p>2. BAC A BANK must establish an internal control system to ensure the following requirements:</p> <p>a) Efficiency and safety in operations; safe and efficient protection, management and use of assets and resources;</p> <p>b) The financial information and management information system is truthful, reasonable, complete and timely;</p> <p>c) Compliance with law and internal mechanisms, policies, processes and regulations.</p>	<p>2. <b><i>BAC A BANK must establish an internal control system to ensure the requirements as prescribed by the Law on Credit Institutions, through the regulations on the internal control system according to the Circular of the Governor of the State Bank of Vietnam on the internal control system from time to time and the internal regulations of BAC A BANK.</i></b></p>	Propose amendment and supplement to the provisions on the internal control system of BAC A BANK to ensure consistency with Article 4 of Circular 83/2025/TT-NHNN.
14	Article 75. Use of capital and assets	Article 75. Use of capital and assets	
14.1		<p>Supplement contents of Clause 5, Article 75</p> <p><b><i>5. For real estate held as a result of debt settlement as prescribed in Clause 3, Article 9 of this Charter, the monitoring, recognition, derecognition, accounting and depreciation shall be carried out in accordance with legal provisions and the regulations of BAC A BANK from time to time.</i></b></p>	<p>Legal basis: Clause 3, Article 5 of Decree 135/2025/ND-CP, which stipulates:</p> <p>4. For real estate held as a result of debt settlement as prescribed in Clause 3, Article 139 of the Law on Credit Institutions.</p> <p>The supplemented content is to ensure consistency with the above-referenced legal provisions and the internal regulations of BAC A BANK.</p>
15	Article 79. Dividend payment	Article 79. Dividend payment	
15.1	3. ....	3. .... The Board of Directors <b><i>shall pass a resolution or decision to determine a</i></b>	Propose amendment and supplement to the provisions on dividend payment at BAC A



No.	Current Charter	Proposed amendments and supplements ( <i>"Italic and bold" phrases – Proposed supplements</i> )	Legal bases/Reasons for amendments and supplements
	<p>The Board of Directors must prepare the list of shareholders entitled to receive dividends, determine the dividend level payable for each share, the time limit and form of payment no later than 30 (thirty) days before each dividend payment. The dividend payment notice must be sent by secure means to the registered address of all shareholders no later than 15 (fifteen) days before the dividend payment is made. The notice must clearly state the name and head office address of BAC A BANK; full name, contact address, nationality, personal identification number, passport number, other legal personal identification documents of individual shareholders; name, enterprise code or establishment decision number, Enterprise Registration Certificate, equivalent documents of institutional shareholders, head office address; number and type of shares held by the shareholder; dividend level per share and total dividends receivable by that shareholder; time and method of dividend payment; full name and signature of the Chairperson of the Board of Directors and the legal representative of BAC A BANK.</p>	<p><b><i>specific date for closing the list of shareholders. Based on that date, shareholders shall be entitled to receive dividends in cash or in shares, or to receive notices or other documents as prescribed by law.</i></b></p>	<p>BANK by deleting the detailed provisions on the order and procedures for dividend payment.</p> <p><b>Reason:</b> To ensure consistency with the provisions of enterprise and securities laws and the actual practice of shareholder management at BAC A BANK; at the same time, to delete procedural contents, avoid duplication with specialized legal regulations and ensure flexibility in practical implementation.</p>
16	<b>Article 83. Bankruptcy of BAC A BANK</b>	<b>Article 83. Bankruptcy of BAC A BANK</b>	



No.	Current Charter	Proposed amendments and supplements ( <i>'Italic and bold'</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
16.1	1. After the State Bank of Vietnam issues a document terminating special control or not applying or terminating the application of measures to restore solvency while BAC A BANK still loses its solvency, BAC A BANK must file a petition with the Court to commence bankruptcy procedures in accordance with bankruptcy laws.	1. After the State Bank of Vietnam issues a document terminating special control or not applying or terminating the application of measures to restore solvency while BAC A BANK still loses its solvency, BAC A BANK must file a petition with the Court to commence bankruptcy procedures in accordance with the law on <b>recovery</b> and bankruptcy.	Propose supplement in accordance with Clause 5, Article 86 of the Law on Recovery and Bankruptcy 2025, thereby updating the terminology and scope of the relevant legal provisions.
16.2	2. Bankruptcy procedures of BAC A BANK shall be carried out in accordance with bankruptcy laws and other relevant legal provisions.	2. Bankruptcy procedures of BAC A BANK shall be carried out in accordance with the law on <b>recovery</b> and bankruptcy and other relevant legal provisions.	
17	<b>Article 87. Effect of the Charter</b>	<b>Article 87. Effect of the Charter</b>	
17.1	1. This Charter was unanimously approved by the Annual General Meeting of Shareholders 2025 of BAC A BANK under Resolution No. 02/2025/NQ-DHDCD dated April 19 <sup>th</sup> , 2025 and Decision No. 268/2025/QD-HDQT dated December 23 <sup>rd</sup> , 2025 of the Board of Directors on the amendment of the Charter of BAC A BANK. This Charter takes effect from December 23 <sup>rd</sup> , 2025 and replaces the Charter issued on August 7 <sup>th</sup> , 2025 of BAC A BANK.	1. This Charter was unanimously approved by the Annual General Meeting of Shareholders 2026 of BAC A BANK under Resolution No. .... /NQ-DHDCD dated ..... and Decision No. .... /QD-HDQT dated ..... of the Board of Directors on the amendment of the Charter of BAC A BANK. This Charter takes effect from ..... and replaces the Charter issued on ..... of BAC A BANK.	Propose amendment and supplement to ensure consistency with the actual operations of BAC A BANK.



**TABLE OF REVIEW AND EXPLANATION OF AMENDMENTS AND SUPPLEMENTS TO THE REGULATIONS ON ORGANIZATION AND OPERATION OF THE BOARD OF DIRECTORS**

No.	Current regulations (Issued together with Decision No. 115/2025/QĐ-HĐQT dated April 29 <sup>th</sup> , 2026)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
<b>1</b>	<b>Article 1. Scope of regulation and subjects of application</b>	<b>Article 1. Scope of regulation and subjects of application</b>	
1.1	1. This Regulation stipulates the organizational and personnel structure, operating principles, powers, obligations, working processes and working relationships of the BOD of BAC A BANK in order to perform the functions, tasks and powers of the BOD in accordance with the Charter of BAC A BANK and other relevant legal provisions, to ensure the effective leadership role of the BOD in the organization and operation of the entire BAC A BANK system.	1. This Regulation stipulates the organizational and personnel structure, operating principles, powers, obligations, working processes and <b>management and executive</b> relationships of the BOD of BAC A BANK in order to perform the functions, tasks and powers of the BOD in accordance with the Charter of BAC A BANK and other relevant legal provisions, to ensure the effective leadership role of the BOD in the organization and operation of the entire BAC A BANK system.	Propose rewording of Clause 1, Article 1 of the Draft Regulation.  <b>Reason for the proposal:</b> To ensure consistency with the full content of the Regulation.
<b>2</b>	<b>Article 2. Interpretation of terms</b>	<b>Article 2. Interpretation of terms</b>	
2.1	1. In this Regulation, the following terms shall have the meanings ascribed to them below:  e. <b>"Law on Credit Institutions"</b> : The Law on Credit Institutions No. 32/2024/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on January 18 <sup>th</sup> , 2024.	1. In this Regulation, the following terms shall have the meanings ascribed to them below:  e. <b>"Law on Credit Institutions/Law on CIs"</b> : The Law on Credit Institutions No. 32/2024/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on January 18 <sup>th</sup> , 2024 ( <b>as amended and supplemented</b> ).	Propose supplement of the abbreviation "Law on CIs" and the phrase "(as amended and supplemented)".  <b>Reason for the proposal:</b> - To apply to the explanatory contents in the Draft Regulation when using the phrase "Law on CIs"; - To ensure consistency with amendments and supplements to the



No.	Current regulations (Issued together with Decision No. 115/2025/QĐ-HĐQT dated April 29 <sup>th</sup> , 2026)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
			Law on Credit Institutions from time to time.
2.2	f. <b>"Senior management oversight"</b> : The oversight by the BOD of internal control, risk management, and internal assessment of capital adequacy.	f. <b>"Control activities"</b> means the supervision, monitoring, inspection and self-control by individuals and units in the performance of BAC A BANK's activities in accordance with mechanisms, policies, processes and internal regulations and professional ethics standards in order to comply with legal provisions, control conflicts of interest, promptly detect and handle violations, and establish and maintain the control culture of BAC A BANK. Control activities include senior management oversight and internal control.	Propose replacement of the term explanation for "Senior management oversight" with "Control activities" at Point f, Clause 1, Article 2 of the Draft Regulation and uniform use throughout the Regulation.  <b>Legal basis:</b> - According to the provisions of Circular No. 83/2025/TT-NHNN, there is no longer an explanation of the term "Senior management oversight"; instead, Circular No. 83/2025/TT-NHNN separately regulates the content of senior management oversight in Article 12.
2.3	g. <b>"Internal control"</b> : The inspection and supervision of individuals and units in the implementation of internal mechanisms, policies and regulations, professional ethics standards and control culture in order to control conflicts of interest, control risks, and ensure that the operations of BAC A BANK achieve the set objectives while complying with legal provisions.	g. <b>"Senior management"</b> includes the Board of Directors, the Board of Supervisors and the General Director of BAC A BANK.	Propose replacement of the term explanation for "Internal control" with "Senior management" at Point g, Clause 1 of the Draft Regulation and uniform use throughout the Regulation.  <b>Legal basis:</b> - Circular 83/2025/TT-NHNN removes the term explanation for "Internal control" and directly regulates the content of "Internal control" in Article 14;



No.	Current regulations (Issued together with Decision No. 115/2025/QĐ-HDQT dated April 29 <sup>th</sup> , 2026)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
			- Supplement the term explanation for "Senior management" in accordance with Clause 2, Article 3 of Circular 83/2025/TT-NHNN.
2.4	h. <b>"Risk management"</b> : The identification, measurement, monitoring and control of risks in the operations of BAC A BANK.	h. <b>"Risk management (risk governance)"</b> : The identification, measurement, monitoring and control of risks in the operations of BAC A BANK.	Propose supplement of the phrase "risk governance" at Point h, Clause 1, Article 2 of the Draft Regulation.  <b>Legal basis:</b> Clause 3, Article 3 of Circular 83/2025/TT-NHNN.
3	<b>Article 3. Position, role and operating principles</b>	<b>Article 3. Position, role and operating principles</b>	
3.1		<b>3. The Board of Directors shall be responsible to the Annual General Meeting of Shareholders for the performance of its assigned tasks and powers in accordance with the provisions of the Law on Credit Institutions, guiding documents and the Charter of BAC A BANK.</b>	Propose supplement to Clause 3, Article 3 of the Draft Regulation.  <b>Legal basis:</b> Supplement the content at Clause 3, Article 3 to ensure consistency with Clause 4, Article 69 of the Law on Credit Institutions and Clause 5, Article 51 of the Charter of BAC A BANK.
4	<b>Article 4. Structure of the Board of Directors</b>	<b>Article 4. Structure of the Board of Directors</b>	
4.1	1. The BOD of BAC A BANK must have at least 05 (five) members and no more than 11 (eleven) members. The number of members in each term shall be decided by the GMS. The BOD must have at least 02 (two) independent members, and	1. The BOD of BAC A BANK must have at least 05 (five) members and no more than 11 (eleven) members. The number of members in each term shall be decided by the GMS. The BOD must have <b>at least</b> 02 (two) independent members, and 2/3	Propose rewording of Clause 1, Article 4 of the Draft Regulation.  <b>Legal basis:</b>



No.	Current regulations (Issued together with Decision No. 115/2025/QĐ-HĐQT dated April 29 <sup>th</sup> , 2026)	Proposed amendments and supplements ( <i>'Italic and bold'</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
	2/3 (two-thirds) of the total members must be independent members and non-executive members of BAC A BANK.	(two-thirds) of the total members must be independent members and non-executive members of BAC A BANK.	To ensure consistency with the content of Clause 1, Article 69 of the Law on Credit Institutions.
5	<b>Article 6. Supporting units of the Board of Directors</b>	<b>Article 6. Supporting units of the Board of Directors</b>	
5.1	2. Committees supporting the Board of Directors a. The BOD shall establish committees to assist the Board of Directors in performing its tasks and powers, including the Risk Management Committee and the Human Resources Committee.	2. Committees supporting the Board of Directors a. The BOD shall establish committees to assist the Board of Directors in performing its tasks and powers, including the Risk Management Committee and the Human Resources Committee. <b><i>The Board of Directors may establish other committees (if necessary).</i></b>	Propose supplement of the phrase "The Board of Directors may establish other committees (if necessary)" at the end of Point a, Clause 2, Article 6 of the Draft Regulation. <b>Legal basis:</b> Point b, Clause 5, Article 50 of the Law on Credit Institutions; Clause 2, Article 6 of Circular 83/2025/TT-NHNN.
6	<b>Article 9. Cases of concurrent positions prohibited for members and the Chairperson of the Board of Directors</b>	<b>Article 9. Cases of concurrent positions prohibited for members and the Chairperson of the Board of Directors</b>	
6.1		<b><i>4. BOD members shall not concurrently hold other titles or positions at BAC A BANK, except for the case of holding the position of General Director as prescribed at Point a, Clause 2 of this Article, titles or positions at the Risk Handling Council, and committees established by the Board of Directors.</i></b>	Propose supplement to Clause 4, Article 9 of the Draft Regulation. <b>Legal basis:</b> Sub-clause (iii), Point c, Clause 1, Article 5 of Circular No. 83/2025/TT-NHNN.
7	<b>Article 13. Methods and notification of election of Board of Directors members</b>	<b>Article 13. Methods and notification of election of Board of Directors members</b>	



No.	Current regulations (Issued together with Decision No. 115/2025/QĐ-HDQT dated April 29 <sup>th</sup> , 2026)	Proposed amendments and supplements ( <i>'Italic and bold'</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
7.1	3. BAC A BANK must notify the State Bank of Vietnam of the list of persons elected as BOD members within 10 (ten) business days from the date of election. Information disclosure regarding the election of BOD members shall be carried out in accordance with legal provisions and the regulations of BAC A BANK.	3. BAC A BANK must notify the State Bank of Vietnam of the list of persons elected as BOD members within 10 (ten) days from the date of election. Information disclosure regarding the election of BOD members shall be carried out in accordance with legal provisions and the regulations of BAC A BANK.	Propose deletion of the phrase "business" in the content of Clause 3, Article 13 of the Draft Regulation.  <b>Legal basis:</b> Clause 3, Article 44 of the Law on Credit Institutions.
8	<b>Article 14. Duties and powers of the Board of Directors</b>	<b>Article 14. Duties and powers of the Board of Directors</b>	
8.1	3. Decide on the organizational structure of the Head Office, branches, Representative Offices, non-business units, and subsidiaries of BAC A BANK upon the proposal of the General Director, except where otherwise provided by law.	3. Decide on the organizational structure of the Head Office, branches, <b>transaction offices</b> , Representative Offices, non-business units, and subsidiaries of BAC A BANK upon the proposal of the General Director, except where otherwise provided by law.	Propose supplement of the phrase "transaction offices" Clause 3, Article 14 of the Draft Regulation.  <b>Legal basis:</b> Decision 276/2025/QĐ-HDQT dated December 29, 2025 on the organizational structure at the Head Office, branches, and transaction offices of BAC A BANK..
8.2	13. Approve the Financial Regulations/approve the Financial Regulations as authorized by the General Meeting of Shareholders in accordance with legal provisions from time to time.	13. Approve the Financial Regulations of <b>BAC A BANK</b> in accordance with <b>applicable</b> laws.	Propose amendment to the authority of the BOD regarding the issuance of the Financial Regulations.  <b>Legal basis:</b> Clause 1, Article 37 of Decree 135/2025/ND-CP on the financial regime applicable to credit institutions.



No.	Current regulations (Issued together with Decision No. 115/2025/QĐ-HĐQT dated April 29 <sup>th</sup> , 2026)	Proposed amendments and supplements ( <i><b>"Italic and bold"</b></i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
8.3	24. Approve the policy on provision of new products and operations in new markets based on the proposal of the General Director.		Propose deletion of the content at Clause 24, Article 14 of the Draft Regulation. <b>Reason for the proposal:</b> This is a duty and power of the Board of Directors related to risk management for new products. Therefore, it is proposed to delete it and incorporate the content into Article 19 of the Draft Regulation on Senior Management Oversight and the responsibilities of the BOD in control activities, risk management activities and internal audit activities.
8.4	26. Other duties and powers as prescribed by law, authorized by the General Meeting of Shareholders and stipulated in the Charter and other internal regulations of BAC A BANK.	26. Other duties and powers as prescribed by law, authorized by the General Meeting of Shareholders and stipulated in the Charter, <b>this Regulation</b> and other internal regulations of BAC A BANK.	Propose amendment to the content of Clause 26, Article 14 of the Draft Regulation. <b>Reason for the proposal:</b> To supplement so that the contents on the authority of the Board of Directors prescribed in other Articles and Clauses of the Draft Regulation are covered.
9	<b>Article 15. Responsibilities of the Board of Directors in convening an extraordinary General Meeting of Shareholders</b>	<b>Article 15. Responsibilities of the Board of Directors in convening an extraordinary General Meeting of Shareholders</b>	
9.1	3. Convening an extraordinary GMS: The BOD must convene an extraordinary GMS within 90 (ninety) days from the date of occurrence of the	3. Convening an extraordinary GMS: The BOD must convene an extraordinary GMS within 90 (ninety) days from the date of occurrence of the	Propose amendment to accurately cite the clauses in Clause 3 (originally



No.	Current regulations (Issued together with Decision No. 115/2025/QĐ-HĐQT dated April 29 <sup>th</sup> , 2026)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
	cases prescribed at Points b, c, Clause 1 of this Article and within 60 (sixty) days from the date of receipt of the request prescribed at Points a, d, e, f, g, Clause 1 of this Article. In case the BOD fails to convene the GMS as prescribed, the Chairperson of the Board of Directors and the members of the Board of Directors shall compensate for any damages caused to BAC A BANK.	cases prescribed at Points b, c, Clause 1 of this Article and within 60 (sixty) days from the date of receipt of the request prescribed at Points <i>d, e, f</i> , Clause 1 of this Article. In case the BOD fails to convene the GMS as prescribed, the Chairperson of the Board of Directors and the members of the Board of Directors shall compensate for any damages caused to BAC A BANK.	Clause 4), Article 15 of the Draft Regulation.
10	<b>Article 17. Rights and obligations of members of the Board of Directors</b>	<b>Article 17. Rights and obligations of members of the Board of Directors</b>	
10.1	12. BOD members shall not participate in the consideration and approval of risk-bearing decisions within the functions and tasks of the General Director, except in the case where the BOD member is the General Director.	12. BOD members shall not participate in the consideration and approval of risk-bearing decisions within the functions and tasks of the General Director. <i>In case a BOD member concurrently holds the position of General Director, BAC A BANK must apply control measures to ensure that no conflict of interest arises and independent oversight is still maintained.</i>	Propose amendment to the content of Clause 12, Article 17 of the Draft Regulation. <b>Legal basis:</b> Sub-clause (i), Point c, Clause 1, Article 5 of Circular 83/2025/TT-NHNN.
10.2	13. Independent BOD members of BAC A BANK must prepare a report evaluating the operations of the BOD.	13. <i>Each</i> independent BOD member of BAC A BANK must prepare a report evaluating the operations of the BOD.	Propose amendment and supplement to the content of Clause 13, Article 17 of the Draft Regulation. <b>Legal basis:</b> Clause 80, Article 1 of Decree 245/2025/ND-CP (amending and



No.	Current regulations (Issued together with Decision No. 115/2025/QĐ-HĐQT dated April 29 <sup>th</sup> , 2026)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
			supplementing Clause 2, Article 277 of Decree 155/2020/ND-CP).
10.3		<b>14. Perform the rights and obligations of Managers of BAC A BANK in accordance with the provisions of Article 47 of the Charter of BAC A BANK.</b>	Propose supplement of an additional obligation of BOD members of BAC A BANK at Clause 14, Article 17 of the Draft Regulation.  <b>Reason for the proposal:</b>  Circular No. 83/2025/TT-NHNN only regulates professional ethics standards for members of the Board of Supervisors and internal auditors (Article 67). Circular No. 20/2025/TT-NHNN provides guidance on dossiers and procedures for approval of the list of expected personnel, and the application for approval of personnel also includes a commitment by BOD members to comply with the rights and obligations of managers in accordance with the internal regulations of BAC A BANK. Currently, the Charter also regulates standards and conditions for managers of BAC A BANK (Article 41 of the Charter). Therefore, it is proposed to supplement this obligation of BOD members as a reference basis for regulations on ethics standards of BOD members. This avoids potential



No.	Current regulations (Issued together with Decision No. 115/2025/QĐ-HĐQT dated April 29 <sup>th</sup> , 2026)	Proposed amendments and supplements ( <i>'Italic and bold'</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
			comments from state regulatory authorities and facilitates the submission of dossiers for approval of expected personnel when it is necessary to cite internal regulations.
10.4	15. Other rights and obligations as prescribed by law and the Charter of BAC A BANK.	15. Other rights and obligations as prescribed by law and the Charter of BAC A BANK <b>and other internal regulations of BAC A BANK.</b>	Propose supplement to the content of Clause 15, Article 17 of the Draft Regulation. <b>Legal basis:</b> Clause 12, Article 54 of the Draft amended and supplemented Charter.
11	<b>Article 19. Senior management oversight</b>	<b>Article 19. Senior management oversight, responsibilities of the BOD in control activities, risk management activities and internal audit</b>	<b>Propose amendment to the title of Article 19 of the Regulation.</b>
11.1	The BOD of BAC A BANK performs senior oversight of internal control, risk management and internal assessment of capital adequacy in accordance with the regulations of the Governor of the State Bank of Vietnam and relevant legal provisions.	<b>1. Approve the annual report on the results of self-inspection and assessment of control activities in accordance with the provisions of the Circular of the Governor of the State Bank of Vietnam on the internal control system from time to time and the internal regulations of BAC A BANK;</b> <b>2. Perform senior management oversight; perform the functions and tasks related to control activities, risk management activities, internal audit and other contents in accordance with the provisions of the Law on</b>	Propose comprehensive amendment to the content of Article 19 of the Draft Regulation. <b>Legal basis:</b> - Point a, Clause 4, Article 9 of Circular 83/2025/TT-NHNN; - Point a, Clause 2, Article 12 of Circular No. 83/2025/TT-NHNN; - Clause 1, Article 14 of Circular No. 83/2025/TT-NHNN;



No.	Current regulations (Issued together with Decision No. 115/2025/QĐ-HĐQT dated April 29 <sup>th</sup> , 2026)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
		<b><i>Credit Institutions, the Circular of the Governor of the State Bank of Vietnam on the internal control system from time to time and the internal regulations of BAC A BANK.</i></b>	- Chapter III and Chapter IV of Circular No. 83/2025/TT-NHNN.
12	Article 21. Minutes of meetings of the Board of Directors	Article 21. Minutes of meetings of the Board of Directors	
12.1		<b><i>2. Opinions and conclusions related to the internal control system in meetings of the Board of Directors must be recorded in writing.</i></b>	Propose supplement to the content of Clause 2, Article 21 of the Draft Regulation. <b>Legal basis:</b> - Clause 3, Article 4 of Circular 83/2025/TT-NHNN.
13	Article 22. Authority and procedures for obtaining written opinions from members of Board of Directors	Article 22. Authority and procedures for obtaining written opinions from members of Board of Directors	
13.1	4. The vote count participants and the chairperson shall be jointly responsible for the accuracy and truthfulness of the vote counting minutes.	4. The vote count participants shall be jointly responsible for the accuracy and truthfulness of the vote counting minutes.	Propose amendment to the content of Clause 4, Article 22 of the Draft Regulation. <b>Legal basis:</b> To ensure alignment with the practical implementation of the vote-counting process for collecting written opinions of members of the Board of Directors
14	Article 29. Relationship with the Board of Supervisors and Internal Audit	Article 29. Relationship with the Board of Supervisors and Internal Audit	



No.	Current regulations (Issued together with Decision No. 115/2025/QĐ-HĐQT dated April 29 <sup>th</sup> , 2026)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
14.1	<p>2. Coordination mechanism between the BOD and the Board of Supervisors and internal audit in internal control activities:</p> <p>a. The BOD coordinates with the internal audit unit when the internal audit conducts oversight of senior management oversight over the BOD;</p> <p>b. The BOD implements recommendations of the Board of Supervisors to the BOD in the internal audit result report and notifies the Board of Supervisors of the results of implementation of the recommendations.</p>	<p>2. The coordination mechanism between the BOD and the Board of Supervisors and internal audit in the operations <b><i>of BAC A BANK must ensure</i></b>:</p> <p>a. The BOD coordinates with the internal audit unit when the internal audit conducts oversight of senior management oversight over the BOD;</p> <p>b. The BOD implements recommendations of the Board of Supervisors to the BOD in the internal audit result report (<b><i>if any</i></b>) and notifies the Board of Supervisors of the results of implementation of the recommendations.</p>	<p>Propose amendment to Clause 2, Article 29 of the Draft Regulation.</p> <p><b>Legal basis:</b></p> <p>Clause 2, Article 65 of Circular 83/2025/TT-NHNN.</p>
15	<b>Article 30. Implementation provisions</b>	<b>Article 30. Implementation provisions</b>	
15.1	<p>1. This Decision takes effect from April 29, 2025 and replaces the "Regulations on Organization and Operation of the Board of Directors" issued together with Decision No. 90/2024/QĐ-HĐQT dated June 28, 2024.</p>	<p>1. This Decision takes effect from ..... 2026 and replaces <b><i>Decision No. 115/2025/QĐ-HĐQT dated April 29<sup>th</sup>, 2026 of the Board of Directors on the issuance of the Regulations on Organization and Operation of the Board of Directors.</i></b></p>	<p>It is recommended that the effective date of the Regulation be consistent with the effective date of Circular 83/2025/TT-NHNN, and with actual practice in issuing regulations.</p>



**TABLE OF REVIEW AND EXPLANATION OF AMENDMENTS AND SUPPLEMENTS TO THE REGULATIONS ON CORPORATE GOVERNANCE OF BAC A COMMERCIAL JOINT STOCK BANK**

No.	Current regulations (Issued together with Decision No. 89/2024/QĐ-HDQT dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
<b>1</b>	<b>Article 2. Interpretation of terms</b>	<b>Article 2. Interpretation of terms</b>	
1.1	Any words or terms, unless otherwise explained in this Regulation, shall have the meanings defined in the Charter of BAC A BANK.	Any words or terms, unless otherwise explained in this Regulation, shall have the meanings <b>as provided for</b> in the Charter of BAC A BANK.	Propose amendment and supplement by replacing the phrase " <b>defined</b> " with " <b>as provided for</b> " in the wording to ensure consistency in expression and compliance with the technique of document drafting.
<b>2</b>	<b>Article 6. Meetings of the General Meeting of Shareholders</b>	<b>Article 6. Meetings of the General Meeting of Shareholders</b>	
2.1	2. The Annual General Meeting of Shareholders shall be organized once a year, within 04 (four) months from the end of the financial year. In necessary cases, the organization of the Annual General Meeting of Shareholders may be extended in accordance with the guidance of the competent state authority (if any).	2. The General Meeting of Shareholders shall <b>hold</b> its annual meeting within 04 (four) months from the end of the financial year. In necessary cases, the organization of the Annual General Meeting of Shareholders may be extended in accordance with the guidance of the competent state authority (if any).	Propose amendment and supplement by deleting the phrase " <b>shall be organized once a year</b> " to ensure consistency with the provisions of Clause 1, Article 27 of the Charter of BAC A BANK and Clause 1, Article 67 of the Law on Credit Institutions.
<b>3</b>	<b>Article 7. List of shareholders entitled to attend the General Meeting of Shareholders</b>	<b>Article 7. List of shareholders entitled to attend the General Meeting of Shareholders</b>	
3.1	2. The list of shareholders entitled to attend the General Meeting of Shareholders must include full name, contact address, nationality, personal identification number, citizen identification	2. The list of shareholders entitled to attend the General Meeting of Shareholders must include full name, contact address, nationality, personal identification number, passport number, other	Propose amendment and supplement to adjust the shareholder information content to ensure consistency with



No.	Current regulations (Issued together with Decision No. 89/2024/QĐ-HDQT dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
	number, passport number or other equivalent legal documents of individual shareholders; name, enterprise code or establishment decision number, head office address of institutional shareholders; number and type of shares, shareholder registration number and date of each shareholder.	<b>legal personal identification documents</b> of individual shareholders; name, enterprise code or establishment decision number, <b>Enterprise Registration Certificate, equivalent documents of institutional shareholders</b> , head office address of institutional shareholders; number and type of shares, shareholder registration number and date of each shareholder.	legal provisions and the regulations of BAC A BANK. <b>Legal basis:</b> Law on Identification 2023 and Article 28 of the Charter of BAC A BANK.
4	<b>Article 8. Agenda and contents of the General Meeting of Shareholders</b>	<b>Article 8. Agenda and contents of the General Meeting of Shareholders</b>	
4.1	2. A shareholder or group of shareholders entitled to request the convening of the General Meeting of Shareholders as prescribed in the Charter of BAC A BANK shall have the right to propose matters to be included in the agenda of the General Meeting of Shareholders. The proposal must be made in writing and sent to BAC A BANK no later than 03 (three) business days before the opening date. The proposal must clearly state the shareholder's name, the number and type of shares held by the shareholder, and the proposed matter to be included in the agenda.	2. A shareholder or group of shareholders entitled to request the convening of the General Meeting of Shareholders as prescribed in the Charter of BAC A BANK shall have the right to propose matters to be included in the agenda of the General Meeting of Shareholders. The proposal must be made in writing and sent to BAC A BANK no later than 07 (seven) <b>business</b> days before the opening date. The proposal must clearly state the shareholder's name, the number and type of shares held by the shareholder, and the proposed matter to be included in the agenda.	Propose amendment to the regulation on the time limit for shareholders to submit proposals before the opening of the General Meeting of Shareholders from " <b>no later than 03 business days before the opening date</b> " to " <b>no later than 07 business days before the opening date</b> ". <b>Reason:</b> To ensure consistency with actual practice in organizing the General Meeting of Shareholders and with the provisions of Article 29 of the Charter of BAC A BANK.
5	<b>Article 12. Procedures for conducting meetings and voting at the General Meeting of Shareholders</b>	<b>Article 12. Procedures for conducting meetings and voting at the General Meeting of Shareholders</b>	



No.	Current regulations (Issued together with Decision No. 89/2024/QĐ-HDQT dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
5.1	3. The chairperson shall appoint one or more persons to act as secretary of the meeting; propose the vote counting board for approval by the General Meeting of Shareholders.	3. The chairperson shall appoint one or more persons to act as secretary of the meeting.	Propose separation of the provision on the <b><i>Vote counting board</i></b> into a separate clause to ensure clarity and consistency.
5.2		<b><i>4. The General Meeting of Shareholders shall elect one or more persons to the vote counting board at the proposal of the chairperson of the meeting.</i></b>	<b>Legal basis:</b> Article 146 of the Law on Enterprises; Article 33 of the Charter of BAC A BANK.
5.3		<b><i>5. The agenda and contents of the meeting must be approved by the General Meeting of Shareholders immediately at the opening session. The agenda must specify the time allocated to each matter in the meeting agenda.</i></b>	Propose supplement of the provision on approval of the agenda and contents of the meeting at the opening session to ensure consistency with legal provisions and the regulations of BAC A BANK.  <b>Legal basis:</b> Clause 3, Article 33 of the Charter of BAC A BANK and Clause 3, Article 145 of the Law on Enterprises.
5.4	6. The person convening the General Meeting of Shareholders or the chairperson of the meeting shall have the right to require all attendees to undergo security checks or other lawful and reasonable security measures. In case any shareholder or authorized representative of a shareholder fails to comply with the chairperson's directions, intentionally disrupts order, obstructs the normal progress of the meeting or fails to comply with security check requirements, the	7. The person convening the General Meeting of Shareholders or the chairperson of the meeting shall have the right to: <b>a.</b> Require all attendees to undergo security checks or other lawful and reasonable security measures. <b>b. Request the competent authority to maintain order at the meeting, expel persons who fail to comply</b> with the chairperson's directions, intentionally disrupt order, obstruct	Propose supplement of the content <b><i>"request the competent authority to maintain order at the meeting; expel persons who fail to comply"</i></b> to ensure consistency with the provisions of Cause 7, Article 146 of the Law on Enterprises and Clause 6, Article 33 of the Charter of BAC A BANK.



No.	Current regulations (Issued together with Decision No. 89/2024/QĐ-HDQT dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
	person convening the General Meeting of Shareholders or the chairperson of the meeting shall have the right to expel such shareholder or representative from the General Meeting of Shareholders.	the normal progress of the meeting or fail to comply with security check requirements from the General Meeting of Shareholders.	
6	<b>Article 13. Minutes of the General Meeting of Shareholders</b>	<b>Article 13. Minutes of the General Meeting of Shareholders</b>	
6.1	2. The chairperson and the secretary of the meeting together with other members signing the minutes shall be jointly responsible for the truthfulness and accuracy of the contents of the minutes. In case the chairperson or the secretary refuses to sign the minutes of the meeting, such minutes shall be valid if signed by all other members of the Board of Directors attending the meeting and contain all the contents as prescribed in this clause. The minutes must clearly record the refusal of the chairperson or the secretary to sign the minutes.	2. The chairperson and the secretary of the meeting <i>or other persons</i> signing the <i>meeting</i> minutes shall be jointly responsible for the truthfulness and accuracy of the contents of the minutes. In case the chairperson or the secretary refuses to sign the minutes of the meeting, such minutes shall be valid if signed by all other members of the Board of Directors attending the meeting and contain all the contents as prescribed in Clause <b>1, Article 36 of the Charter</b> . The minutes must clearly record the refusal of the chairperson or the secretary to sign the minutes.	Propose amendment to the provisions on signing the minutes of the meeting to ensure consistency with Article 150 of the Law on Enterprises and Article 36 of the Charter of BAC A BANK.
6.2	3. The minutes prepared in Vietnamese and in a foreign language shall have equal legal validity and shall be approved before the end of the meeting. In case of any discrepancy between the contents of the minutes prepared in Vietnamese and in a foreign language, the contents of the minutes prepared in Vietnamese shall prevail.	3. The minutes prepared in Vietnamese and in a foreign language shall have equal legal validity and shall be approved before the end of the meeting. In case of any discrepancy between the contents of the minutes prepared in Vietnamese and in a foreign language, the contents <i>in</i> the Vietnamese version shall <b>prevail</b> .	Propose amendment to the content to ensure clarity and consistency with Article 150 of the Law on Enterprises and Article 36 of the Charter of BAC A BANK.



No.	Current regulations (Issued together with Decision No. 89/2024/QĐ-HDQT dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i>'Italic and bold'</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
7	<b>Article 14. Conditions for resolutions and decisions of the General Meeting of Shareholders to be passed</b>	<b>Article 14. Conditions for resolutions and decisions of the General Meeting of Shareholders to be passed</b>	
7.1	<p>1. Resolutions and decisions of the General Meeting of Shareholders shall be passed in accordance with the following provisions:</p> <p>c. For decisions on the contents prescribed at Points h and p, Clause 2, Article 26 of the Charter, approval by shareholders representing more than 65% of the total voting shares of all shareholders attending the meeting or, in the case of collecting written opinions, approval by shareholders representing more than 65% of the total voting shares of all shareholders is required;</p> <p>d. For decisions on the matter prescribed at Point r, Clause 2, Article 26 of the Charter, approval by shareholders representing more than 65% of the total voting shares of all shareholders attending the meeting is required.</p>	<p>1. Resolutions and decisions of the General Meeting of Shareholders shall be passed in accordance with the following provisions:</p> <p>c. For <b>resolutions</b> and decisions on the contents prescribed at Points h and p, Clause 2, Article 26 of the Charter, approval by shareholders representing more than 65% of the total voting shares of all shareholders attending the meeting or, in the case of collecting written opinions, approval by shareholders representing more than 65% of the total voting shares of all shareholders is required;</p> <p>d. For <b>resolutions</b> and decisions on the <b>contents</b> prescribed at Point r, Clause 2, Article 26 of the Charter, approval by shareholders representing more than 65% of the total voting shares of all shareholders attending the meeting is required.</p>	Propose amendment to the content to ensure consistency in terminology and clarity in application in accordance with Clauses 4 and 5, Article 67 of the Law on Credit Institutions and Article 34 of the Charter of BAC A BANK.
7.2	2. Decisions on the matters prescribed at Points a, d, e and r, Clause 2, Article 26 of the Charter must be passed by voting at the General Meeting of Shareholders. Resolutions and decisions of the General Meeting of Shareholders must be notified to shareholders entitled to attend the General	2. <b>Resolutions</b> and decisions on the matters prescribed at Points a, d, e and r, Clause 2, Article 26 of the Charter must be passed by voting at the General Meeting of Shareholders. Resolutions and decisions of the General Meeting of Shareholders must be notified to	



No.	Current regulations (Issued together with Decision No. 89/2024/QĐ-HDQT dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
	Meeting of Shareholders within 15 (fifteen) days from the date of adoption; the sending of resolutions and decisions may be replaced by posting on the website of BAC A BANK.	shareholders entitled to attend the General Meeting of Shareholders within 15 (fifteen) days from the date of adoption; the sending of resolutions and decisions may be replaced by posting on the website of BAC A BANK.	
8	<b>Article 19. Organizational structure and role of the Board of Directors</b>	<b>Article 19. Organizational structure and role of the Board of Directors</b>	
8.1	3. The Board of Directors of BAC A BANK must have at least 05 (five) members and no more than 11 (eleven) members. The number of members in each term shall be decided by the General Meeting of Shareholders in accordance with operational requirements from time to time. The Board of Directors must have at least 02 independent members, and 2/3 (two-thirds) of the total members must be independent members and non-executive members of BAC A BANK.	3. The Board of Directors of BAC A BANK must have at least 05 (five) members and no more than 11 (eleven) members. The number of members in each term shall be decided by the General Meeting of Shareholders. The Board of Directors must have at least 02 ( <b>two</b> ) independent members, and 2/3 (two-thirds) of the total members must be independent members and non-executive members of BAC A BANK.	At the provision "... the number of members in each term shall be decided by the General Meeting of Shareholders in accordance with operational requirements from time to time", propose deletion of the phrase " <b>in accordance with operational requirements from time to time</b> " to ensure consistency with the provisions of Article 69 of the Law on Credit Institutions and Article 51 of the Charter of BAC A BANK.
9	<b>Article 21. Standards and conditions for being members of the Board of Directors</b>	<b>Article 21. Standards and conditions for being members of the Board of Directors</b>	
9.1	2. Non-independent members of the Board of Directors of BAC A BANK shall not concurrently hold the following positions: b. Managers or executives of other credit institutions or managers of other enterprises,	2. Non-independent members of the Board of Directors of BAC A BANK shall not concurrently hold the following positions: b. Managers or executives of other credit institutions or managers of other enterprises, except for the case of being managers or	Propose supplement of the content " <b>or in the case of implementing an approved compulsory transfer plan</b> " to ensure consistency with the provisions of Article 43 of the Law on Credit Institutions and Clause 2, Article



No.	Current regulations (Issued together with Decision No. 89/2024/QĐ-HDQT dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
	except for the case of being managers or executives of subsidiaries of BAC A BANK.	executives of subsidiaries of BAC A BANK <b><i>or in the case of implementing an approved compulsory transfer plan.</i></b>	43 of the Charter of BAC A BANK regarding exceptional cases for compulsory transfer.
10	<b>Article 25. Resolutions and decisions of the Board of Directors</b>	<b>Article 25. Resolutions and decisions of the Board of Directors</b>	
10.1	2. The contents of resolutions and decisions of the Board of Directors must be sent to the Board of Supervisors for monitoring implementation and to the Board of Management for information and implementation after issuance.	2. Resolutions and decisions of the Board of Directors must be sent to the Board of Supervisors for monitoring implementation and to the Board of Management for information and implementation after issuance.	Propose deletion of the word <b><i>"contents"</i></b> to ensure accuracy in expression and consistency with the terminology used in the Regulation.
11	<b>Article 26. Organizational structure and role of the Board of Supervisors</b>	<b>Article 26. Organizational structure and role of the Board of Supervisors</b>	
11.1		<b><i>4. The Board of Supervisors of BAC A BANK elected before the effective date of the Law on Credit Institutions (July 1<sup>st</sup>, 2024) whose number of members has not yet complied with the provisions of Clause 3 of this Article may continue to maintain the number of members of the Board of Supervisors until the end of its term, except in the case where BAC A BANK elects additional or replacement members of the Board of Supervisors.</i></b>	Propose supplement of transitional provisions in accordance with the Charter of BAC A BANK to ensure consistency with Clause 5, Article 62 of the Charter of BAC A BANK.
12		<b>Article 32. Role, rights and obligations of the General Director</b>	



No.	Current regulations (Issued together with Decision No. 89/2024/QĐ-HDQT dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
12.1		<p><b>1. The General Director is the highest executive of BAC A BANK and shall be responsible to the Board of Directors for the performance of his/her rights and obligations.</b></p> <p><b>2. The rights and obligations of the General Director shall be as prescribed in the Charter, the regulations of BAC A BANK and relevant legal provisions.</b></p>	<p>Propose supplement in accordance with regulations to clarify the position, role and scope of rights and obligations of the General Director in managing the operations of BAC A BANK.</p> <p><b>Legal basis:</b> Clause 2, Article 55 of the Law on Credit Institutions and the model charter content in Appendix II of Circular 116/2020/TT-BTC.</p>
13	<b>Article 36. Coordination between the Board of Directors and the Board of Management</b>	<b>Article 37. Coordination between the Board of Directors and the Board of Management</b>	
13.1	3. The Board of Directors shall direct the Board of Management to fully organize the implementation of resolutions and decisions of the General Meeting of Shareholders, the provisions of the Charter of BAC A BANK, legal provisions, the performance of obligations to the State, and the governance and supervision of all operations of BAC A BANK in accordance with legal provisions.	3. The Board of Directors shall <b>inspect and supervise</b> the Board of Management in organizing the <b>implementation</b> of resolutions and decisions of the General Meeting of Shareholders and <b>the Board of Directors, and performing assigned tasks in accordance with legal provisions and the internal regulations of BAC A BANK.</b>	Propose amendment and supplement in accordance with Clause 2, Article 12 of Circular 83/2025/TT-NHNN on senior management oversight to clarify the inspection and supervision functions of the Board of Directors over the Board of Management.
14	<b>CHAPTER VII. PERFORMANCE ASSESSMENT, COMMENDATION AND DISCIPLINE OF MEMBERS OF THE BOARD OF DIRECTORS, THE BOARD OF SUPERVISORS AND THE GENERAL DIRECTOR</b>	<b>CHAPTER VII. PERFORMANCE ASSESSMENT, COMMENDATION AND DISCIPLINE OF MEMBERS OF THE BOARD OF DIRECTORS, THE BOARD OF SUPERVISORS AND THE BOARD OF MANAGEMENT</b>	Propose amendment and supplement by replacing the phrase <b>"the General Director"</b> with <b>"the Board of Management"</b> to ensure consistency with the actual organizational structure of BAC A BANK and uniformity throughout the Regulation.
15	<b>Article 39. Performance assessment of members of the Board of Directors, members</b>	<b>Article 40. Performance assessment of members of the Board of Directors, members</b>	



No.	Current regulations (Issued together with Decision No. 89/2024/QĐ-HDQT dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
	of the Board of Supervisors and the General Director	of the Board of Supervisors and the <b>Board of Management</b>	
16	Article 40. Performance assessment criteria	Article 41. Performance assessment criteria	
16.1	Performance assessment criteria for members of the Board of Directors, members of the Board of Supervisors and members of the Board of Management shall include:	Performance assessment criteria for members of the Board of Directors, members of the Board of Supervisors and the Board of Management shall include:	Propose amendment by replacing the phrase <b>"members of the Board of Management"</b> with <b>"the Board of Management"</b> to ensure consistency with the scope of application and uniformity in the Regulation.
17	Article 41. Commendation	Article 42. Commendation	
17.1	1. Members of the Board of Directors, members of the Board of Supervisors and members of the Board of Management who achieve outstanding performance in the governance, management of the Bank and other assigned tasks shall be considered and commended in accordance with the laws and the regulations of BAC A BANK.	1. Members of the Board of Directors, members of the Board of Supervisors and members of the Board of Management who achieve outstanding performance in the governance, <b>control</b> , management of the Bank and other assigned tasks shall be considered and commended in accordance with the laws and the regulations of BAC A BANK.	Propose supplement of the phrase <b>"control"</b> to fully reflect the functions and tasks of the managed and executive entities in the operations of BAC A BANK.
18	Article 42. Discipline	Article 43. Discipline	
18.1	1. Members of the Board of Directors, members of the Board of Supervisors and members of the Board of Management who, in the course of performing their tasks, violate other relevant legal provisions, the Charter of BAC A BANK or other relevant regulations of BAC A BANK shall, depending on the nature, severity and	1. Members of the Board of Directors, members of the Board of Supervisors and the Board of Management who, in the course of performing their tasks, violate relevant legal provisions, the Charter of BAC A BANK or other relevant regulations of BAC A BANK shall, depending on the nature, severity and consequences of the	Propose amendment by replacing the phrase <b>"members of the Board of Management"</b> with <b>"the Board of Management"</b> to ensure full coverage of the subjects of application and uniformity in the Regulation.



No.	Current regulations (Issued together with Decision No. 89/2024/QĐ-HDQT dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
	consequences of the violation, be subject to disciplinary action in accordance with the laws and/or internal regulations of BAC A BANK.	violation, be subject to disciplinary action in accordance with the laws and/or internal regulations of BAC A BANK.	
19	<b>Article 46. Honesty obligations and avoidance of conflicts of interest of members of the Board of Directors, members of the Board of Supervisors, the General Director and Deputy General Directors</b>	<b>Article 47. Honesty obligations and avoidance of conflicts of interest of members of the Board of Directors, members of the Board of Supervisors, the General Director and Deputy General Directors</b>	
19.1	1. Members of the Board of Directors, members of the Board of Supervisors, the General Director and the Deputy General Directors must disclose related interests and comply with the provisions on handling conflicts of interest in accordance with the Charter, other internal regulations of BAC A BANK and applicable laws.	1. Members of the Board of Directors, members of the Board of Supervisors, the General Director and Deputy General Directors must disclose related interests and comply with the provisions on handling conflicts of interest in accordance with the Charter, other internal regulations of BAC A BANK and applicable laws.	Propose amendment by replacing the phrase <b>"members of the Board of Management"</b> with <b>"the General Director and Deputy General Directors"</b> to ensure consistency with the classification of managerial and executive titles under the Charter of BAC A BANK.
19.2	2. Members of the Board of Directors, members of the Board of Supervisors, members of the Board of Management and related persons of these members shall not use information obtained by virtue of their positions for personal gain or to serve the interests of other organizations or individuals.	2. Members of the Board of Directors, members of the Board of Supervisors, the General Director, <b>Deputy General Directors</b> and related persons of these members shall not use information obtained by virtue of their positions for personal gain or to serve the interests of other organizations or individuals.	
19.3	3. Members of the Board of Directors, members of the Board of Supervisors and members of the Board of Management shall have the obligation to notify the Board of Directors and the Board of Supervisors of transactions between BAC A	3. Members of the Board of Directors, members of the Board of Supervisors, the General Director and <b>Deputy General Directors</b> shall have the obligation to notify the Board of Directors and the Board of Supervisors of transactions between	



No.	Current regulations (Issued together with Decision No. 89/2024/QĐ-HDQT dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
	BANK, its subsidiaries or companies in which BAC A BANK holds more than 50% of the charter capital and such member or related persons of such member in accordance with legal provisions.	BAC A BANK, its subsidiaries or companies in which BAC A BANK holds more than 50% of the charter capital and such member or related persons of such member in accordance with legal provisions.	
19.4	5. Members of the Board of Directors, members of the Board of Supervisors and members of the Board of Management and related persons of these members shall not use undisclosed information of BAC A BANK or disclose it to others to conduct related transactions.	5. Members of the Board of Directors, members of the Board of Supervisors, the General Director, <b>Deputy General Directors</b> and related persons of these members shall not use undisclosed information of BAC A BANK or disclose it to others to conduct related transactions.	
20	<b>Article 51. Implementation provisions</b>	<b>Article 52. Implementation provisions</b>	
20.1		<b>1. This Decision takes effect from ...../.....2026 and replaces the Regulations on Corporate Governance of BAC A BANK issued together with Decision No. 89/2024/QĐ-HDQT dated June 28<sup>th</sup>, 2024.</b>	Propose amendment to ensure consistency with the internal document template and synchronization within the document system of BAC A BANK.
21		<b>Article 53. Organization of implementation</b>	
21.1		<b>The members of the Board of Directors, the Board of Management, the Divisions/Departments/Centers at the Head Office and other relevant units and individuals shall be responsible for implementing this Decision./.</b>	Propose amendment to ensure consistency with the internal document template and synchronization within the document system of BAC A BANK.



**PROPOSAL**

*(Re: Amendments and supplements to the Regulation on the organization and operation of the Board of Supervisors)*

**To: General Meeting of Shareholders of Bac A Commercial Joint Stock Bank**

- Pursuant to the 2024 Law on Credit Institutions (as amended and supplemented) and documents guiding the implementation thereof;
- Pursuant to the 2020 Law on Enterprises (as amended and supplemented) and documents guiding the implementation thereof;
- Pursuant to the 2019 Law on Securities (as amended and supplemented) and documents guiding the implementation thereof;
- Pursuant to Circular No. 83/2025/TT-NHNN dated 31 December 2025 on internal control systems of commercial banks and foreign bank branches;
- Pursuant to the current Charter of Bac A Commercial Joint Stock Bank (BAC A BANK).



The Board of Supervisors hereby respectfully submits to the Annual General Meeting of Shareholders 2026 (AGM) for consideration and approval the amendments and supplements to the Regulation on the organization and operation of the Board of Supervisors, as follows:

**1. Necessity of the amendments and supplements to the Regulation:**

- The amendments and supplements to the Regulation on the organization and operation of the Board of Supervisors are intended to ensure compliance with the Law on Credit Institutions 2024 (as amended and supplemented) and the guideline documents of the State Bank of Vietnam, in particular Circular No. 83/2025/TT-NHNN on internal control systems of commercial banks and foreign bank branches (effective from 1 July 2026) ("Circular No. 83/2025/TT-NHNN"). Concurrently, such amendments and supplements are intended to ensure consistency and alignment with the review, amendment, and supplementation of the Charter of BAC A BANK, as well as with the Bank's actual operations;
- To establish a legal framework for the Board of Supervisors to supervise the governance and management of BAC A BANK and to enhance the effectiveness of the Board of Supervisors.



## **2. Proposed amendments and supplements:**

Details are provided in the attached Table on the review and explanatory notes of the proposed amendments and supplements and the draft Regulation on the organization and operation of the Board of Supervisors.

## **3. The Board of Supervisors respectfully submits to the General Meeting of Shareholders to:**

- Approve the proposed amendments and supplements to the Regulation on the organization and operation of the Board of Supervisors;
- Delegate/authorize the Board of Supervisors to carry out the necessary procedures for the issuance of the Regulation on the organization and operation of the Board of Supervisors, in order to ensure compliance with the prevailing Law on Credit Institutions, Circular No. 83/2025/TT-NHNN and its guideline documents, as well as other relevant legal laws and regulations and/or instructions of competent state agencies (if any).

**Respectfully submitted!**

### **Recipients:**

- *As above;*
- *Archives: Board of Supervisors.*

**O.B.O THE BOARD  
OF SUPERVISORS  
HEAD**

**(Signed)**

**Pham Hong Cong**





**TABLE OF REVIEW AND EXPLANATION OF AMENDMENTS AND SUPPLEMENTS TO THE REGULATIONS ON ORGANIZATION AND OPERATION OF THE BOARD OF SUPERVISORS**

No.	Current regulations (Issued together with Decision No. 13/2024/QĐ-BKS dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
<b>1</b>	<b>DECISIONS</b>		
1.1	Based on the Law on Credit Institutions No. 32/2024/QH15 dated January 18 <sup>th</sup> , 2024 and guiding documents;	Based on the Law on Credit Institutions No. 32/2024/QH15 dated January 18 <sup>th</sup> , 2024 ( <b>as amended and supplemented</b> ) and guiding documents	- Propose supplement of the phrase <b>"as amended and supplemented"</b> . <b>Reason:</b> To ensure consistency and full legal validity of the Law, including any amendments and supplements (if any).
1.2	Law on Enterprises No. 59/2020/QH14 dated June 17 <sup>th</sup> , 2020 (as amended and supplemented in 2022) and guiding documents;	<b>Based on</b> the Law on Enterprises No. 59/2020/QH14 dated June 17 <sup>th</sup> , 2020 (as amended and supplemented) and guiding documents;	- Propose supplement of the phrase <b>"Based on"</b> and deletion of the phrase "in 2022". <b>Reason:</b> To ensure consistency with the document presentation format and comprehensiveness in case of any related amendments and supplements.
1.3	Law on Securities No. 54/2019/QH14 dated November 26 <sup>th</sup> , 2019 and guiding documents;	<b>Based on</b> the Law on Securities No. 54/2019/QH14 dated November 26 <sup>th</sup> , 2019 ( <b>as amended and supplemented</b> ) and guiding documents;	- Propose supplement of the phrase <b>"Based on"</b> and <b>"as amended and supplemented"</b> . <b>Reason:</b> To ensure full legal validity of the Law, including any amendments and supplements (if



No.	Current regulations (Issued together with Decision No. 13/2024/QĐ-BKS dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i><b>"Italic and bold"</b></i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
			any), and consistency with the document presentation format.
1.4	<b>Article 1.</b> Enclosed with this Decision is the "Regulations on Organization and Operation of the Board of Supervisors".	<b><i>Issuance of the Regulations on Organization and Operation of the Board of Supervisors of BAC A BANK as follows:</i></b>	- Propose supplement of content. <b>Reason:</b> To ensure consistency with the document issuance format of BAC A BANK.
1.5	<b>Article 2.</b> This Decision takes effect from July 1 <sup>st</sup> , 2024 and replaces Decision No. 11/2021/QĐ-BKS dated May 10 <sup>th</sup> , 2021 of the Board of Supervisors of BAC A BANK on the issuance of the "Regulations on Organization and Operation of the Board of Supervisors".		- Propose to move this content to Clause 1, Article 29 of the Draft Regulations on the Board of Supervisors. <b>Reason:</b> To ensure consistency with the document issuance format of BAC A BANK.
1.6	<b>Article 3.</b> Members of the Board of Supervisors, the Board of Management, Divisions/Departments/Centers and other relevant units and individuals shall be responsible for implementing this Decision./.		- Propose to move this content to Article 30 of the Draft Regulations on the Board of Supervisors. <b>Reason:</b> To ensure consistency with the document issuance format of BAC A BANK.
1.7	<b>REGULATIONS ON ORGANIZATION AND OPERATION OF THE BOARD OF SUPERVISORS</b> (Issued together with Decision No. ..../2024/QĐ-BKS dated ..../...../2024 of the Board of Supervisors of BAC A BANK)		- Propose deletion of the content. <b>Reason:</b> To ensure consistency with the document issuance format
<b>2</b>	<b>Article 4. Interpretation of terms</b>	<b>Article 4. Interpretation of terms</b>	



No.	Current regulations (Issued together with Decision No. 13/2024/QĐ-BKS dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
2.1	d) <b>"Internal audit unit"</b> means the Internal Audit Unit of BAC A BANK;	d) <b>"Internal audit unit"</b> means the Internal Audit <b>Department</b> of BAC A BANK;	- Propose amendment to Point d, Clause 1, Article 4 of the Draft Regulation on the Board of Supervisors. <b>Reason:</b> To ensure consistency with actual operations of BAC A BANK.
2.2	i) <b>"Internal control system"</b> means the set of mechanisms, policies, processes, internal regulations and organizational structure of BAC A BANK that are organized and implemented to ensure, prevent, detect and promptly handle risks. <sup>5</sup> ;		- Propose deletion of the content of Point i, Clause 1, Article 4 of the current Regulation. <b>Legal basis:</b> Circular 83/2025/TT-NHNN replacing Circular 13/2018/TT-NHNN does not regulate this content.
2.3	j) <b>"Senior management oversight"</b> means the oversight by the Board of Supervisors of internal audit. <sup>6</sup> ;		- Propose deletion of the content of Point j, Clause 1, Article 4 of the current Regulation. <b>Legal basis:</b> Circular No. 83/2025/TT-NHNN replacing Circular No. 13/2018/TT-NHNN does not regulate this content.
2.4		i) <b>"Senior management"</b> includes the Board of Directors, the Board of Supervisors and the General Director. <sup>5</sup>	- Propose supplement of content at Point i, Clause 1, Article 4 of the Draft Regulation on the Board of Supervisors. <b>Legal basis:</b> Clause 2, Article 3 of Circular 83/2025/TT-NHNN.



No.	Current regulations (Issued together with Decision No. 13/2024/QĐ-BKS dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
2.5	k) <b>"Risk management"</b> means the identification, measurement, monitoring and control of risks in the operations of BAC A BANK;		- Propose deletion of the content of Point k, Clause 1, Article 4 of the current Regulation. <b>Reason:</b> The phrase <b>"Risk management"</b> is not used in this Draft Regulation.
2.6	l) <b>"Internal auditor"</b> means a person performing internal audit in the Internal Audit Unit of BAC A BANK;	j) <b>"Internal auditor"</b> means a person performing internal audit in the Internal Audit <b>Department</b> of BAC A BANK; <sup>6</sup> ;	- Propose amendment to Point j, Clause 1, Article 4 of the Draft Regulation. <b>Reason:</b> To ensure consistency with the actual operational model of BAC A BANK.
2.7	m) <b>"Law on Credit Institutions"</b> means the Law on Credit Institutions No. 32/2024/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on January 18 <sup>th</sup> , 2024;	k) <b>"Law on Credit Institutions / Law on CIs"</b> means the Law on Credit Institutions No. 32/2024/QH15 passed by the National Assembly of the Socialist Republic of Vietnam on January 18 <sup>th</sup> , 2024 <b>and any amendments and supplements thereto from time to time</b> ;	- Propose amendment to the content of Point k, Clause 1, Article 4 of the Draft Regulation on the Board of Supervisors. <b>Reason:</b> To ensure full legal validity of the Law, including any amendments and supplements (if any).
2.8	n) <b>"Charter of BAC A BANK"</b> means the Charter on organization and operation of BAC A BANK as amended and supplemented from time to time that is currently in effect.	l) <b>"Charter of BAC A BANK"</b> means the <b>current</b> Charter of BAC A BANK.	- Propose amendment and deletion of some phrases at Point l, Clause 1, Article 4 of the Draft Regulation on the Board of Supervisors. <b>Reason:</b> To ensure consistency with other internal documents of BAC A BANK.



No.	Current regulations (Issued together with Decision No. 13/2024/QĐ-BKS dated June 28 <sup>m</sup> , 2024)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
3	<b>Article 6. Supporting units of the Board of Supervisors</b>	<b>Article 6. Supporting units of the Board of Supervisors</b>	
	... 2. The organizational structure, functions, tasks and powers of the internal audit unit and supporting units shall be implemented in accordance with the regulations issued by the Board of Supervisors.	... 2. The organizational structure, functions, tasks and powers of the internal audit unit and supporting units shall be implemented in accordance with the regulations issued by the Board of Supervisors <i><b>in accordance with the Law on Credit Institutions, the Circular of the Governor of the State Bank of Vietnam on the internal control system from time to time, relevant legal provisions and the internal regulations of BAC A BANK.</b></i>	- Propose supplement to Clause 2, Article 6 of the Draft Regulation on the Board of Supervisors. <b>Legal basis:</b> Clause 3, Article 6 of Circular No. 83/2025/TT-NHNN.
4	<b>Article 7. Duties and powers of the Board of Supervisors<sup>9</sup></b>	<b>Article 7. Duties and powers of the Board of Supervisors<sup>10</sup></b>	
4.1	2. Issue internal regulations of the Board of Supervisors; annually review the internal regulations of the Board of Supervisors and the internal regulations of BAC A BANK on accounting and reporting;	2. Issue internal regulations of the Board of Supervisors; <i><b>on an annual basis</b></i> , review the internal regulations of the Board of Supervisors and the internal regulations of BAC A BANK on accounting and reporting;	- Propose change in wording from <b>"annually"</b> to <b>"on an annual basis"</b> . <b>Reason:</b> To ensure consistency in wording in the document and compliance with document drafting practice.



No.	Current regulations (Issued together with Decision No. 13/2024/QĐ-BKS dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ("Italic and bold" phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
4.2	9. Prepare the list of shareholders owning 01% (one percent) or more of the charter capital, related persons of members of the Board of Directors, members of the Board of Supervisors and the General Director of BAC A BANK; maintain and update changes to this list;	9. Prepare the list of shareholders owning 01% (one percent) or more of the charter capital, related persons of members of the Board of Directors, members of the Board of Supervisors and the General Director of BAC A BANK, <b>shareholders owning 01% (one percent) or more</b> of the charter capital; maintain and update changes to this list;	- Propose supplement to Clause 9, Article 7 of the Draft Regulation on the Board of Supervisors. <b>Legal basis:</b> Clause 9, Article 52 of the Law on Credit Institutions.
4.3	11. Witness the Board of Directors organizing vote counting and preparing vote counting minutes if requested by the Board of Directors in the case of collecting written opinions of shareholders to pass resolutions of the General Meeting of Shareholders;	11. Witness and <b>supervise</b> the Board of Directors organizing vote counting and preparing vote counting minutes (if requested by the Board of Directors) in the case of collecting written opinions of shareholders to pass resolutions of the General Meeting of Shareholders;	- Propose amendment and supplement to Clause 11, Article 7 of the Draft Regulation on the Board of Supervisors. <b>Legal basis:</b> Clause 5, Article 149 of the Law on Enterprises No. 59/2020/QH14.
5	<b>Article 8. Rights and obligations of the Head of the Board of Supervisors<sup>10</sup></b>	<b>Article 8. Rights and obligations of the Head of the Board of Supervisors<sup>11</sup></b>	
	11. Other rights and obligations as prescribed by law, the Charter and internal regulations of BAC A BANK.	11. Other rights and obligations as prescribed by law, the Charter, <b>this Regulation</b> and <b>other</b> internal regulations of BAC A BANK.	- Propose amendment and supplement to Clause 11, Article 8 of the Draft Regulation on the Board of Supervisors. <b>Reason:</b> To ensure consistency and full reference to all relevant documents and regulations.
6	<b>Article 10. Provision and public disclosure of information<sup>12</sup></b>	<b>Article 10. Provision and public disclosure of information<sup>13</sup></b>	



No.	Current regulations (Issued together with Decision No. 13/2024/QĐ-BKS dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
	<p>1. Members of the Board of Supervisors must provide BAC A BANK with the following information:</p> <p>...</p> <p>c) Information on related individuals, including: full name; personal identification number, citizen identification number (for Vietnamese nationals); nationality, passport number, date of issue, place of issue (for non-Vietnamese nationals); relationship with the information provider;</p>	<p>1. Members of the Board of Supervisors must provide BAC A BANK with the following information:</p> <p>...</p> <p>c) Information on related individuals, including: full name; personal identification number (for Vietnamese nationals); nationality, passport number, date of issue, place of issue (for non-Vietnamese nationals); relationship with the information provider;</p>	<p>- Propose deletion of the phrase "citizen identification number" at Point c, Clause 1, Article 10 of the Draft Regulation on the Board of Supervisors.</p> <p><b>Reason:</b> To ensure consistency with the Law on Credit Institutions.</p>
7	<b>Article 11. Methods and notification of election of members of the Board of Supervisors</b>	<b>Article 11. Methods and notification of election of members of the Board of Supervisors</b>	
	<p>1. In case the State Bank of Vietnam has approved in writing the list of expected personnel for election as members of the Board of Supervisors, information related to the candidates for the Board of Supervisors shall be disclosed at least 10 (ten) days before the opening date of the General Meeting of Shareholders on the website of BAC A BANK so that shareholders can review the candidates before voting. Information related to candidates for the Board of Supervisors to be disclosed shall include at least the following:</p> <p>...</p> <p>f. Other information (if any) as specifically</p>	<p>1. In case the State Bank of Vietnam has approved in writing the list of expected personnel for election as members of the Board of Supervisors, information related to the candidates for the Board of Supervisors shall be disclosed at least 10 (ten) days before the opening date of the General Meeting of Shareholders on the website of BAC A BANK so that shareholders can review the candidates before voting. Information related to candidates for the Board of Supervisors to be disclosed shall include at least the following:</p> <p>...</p> <p>f. Other information (if any) as specifically required by BAC A BANK from time to time; BAC A BANK</p>	<p>- Propose supplement of wording at Point f, Clause 1, Article 11 of the Draft Regulation on the Board of Supervisors.</p> <p><b>Legal basis:</b> Clause 1, Article 274 of Decree 155/2020/ND-CP.</p>



No.	Current regulations (Issued together with Decision No. 13/2024/QĐ-BKS dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
	required by BAC A BANK from time to time; BAC A BANK must disclose information on the companies in which the candidate holds the position of member of the Board of Supervisors, other managerial positions and related interests to the candidate's companies (if any). <sup>14</sup>	must disclose information on the companies in which the candidate holds the position of member of the Board of Supervisors, other managerial positions and related interests to the <b><i>candidate</i></b> 's companies (if any). <sup>15</sup>	
8	<b>Article 12. Cases of prohibition from holding positions<sup>16</sup></b>	<b>Article 12. Cases of prohibition from holding positions<sup>18</sup></b>	
	8. A person who was once the owner of a private enterprise, a general partner of a partnership, General Director (Director), member of the Board of Directors, member of the Members' Council, controller, member of the Board of Supervisors of an enterprise, Chairperson and members of the Board of Management of a cooperative at the time such enterprise or cooperative was declared bankrupt, except for the case of being appointed, designated or assigned to participate in the management, operation or control of an enterprise or cooperative that is a credit institution declared bankrupt as required by duty;	8. A person who was once the owner of a private enterprise, a general partner of a partnership, General Director (Director), member of the Board of Directors, member of the Members' Council, controller, member of the Board of Supervisors of an enterprise, <b><i>member of the Board of Directors and General Director (Director)</i></b> of a cooperative at the time such enterprise or cooperative was declared bankrupt, except for the case of being appointed, designated or assigned to participate in the management, operation or control of an enterprise or cooperative that is a credit institution declared bankrupt as required by duty;	- Propose amendment and update of titles at Clause 8, Article 12 of the Draft Regulation on the Board of Supervisors. <b>Legal basis:</b> Clause 1, Article 42 of the Law on Credit Institutions 2024 and the current Law on Cooperatives.
9	<b>Article 15. Professional ethics standards of members of the Board of Supervisors<sup>18</sup></b>	<b>Article 15. Professional ethics standards of members of the Board of Supervisors<sup>19</sup></b>	
	Professional ethics standards of members of the Board of Supervisors must include the following rules:	Professional ethics standards of members of the Board of Supervisors shall <b><i>at least</i></b> include the following <b><i>principles</i></b> :	- Propose supplement and amendment to the wording at Article 15 of the Draft Regulation



No.	Current regulations (Issued together with Decision No. 13/2024/QĐ-BKS dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
	a) Integrity: perform assigned tasks in a straightforward and honest manner; b) Objectivity: perform assigned tasks objectively; make fair assessments not for personal benefit or the benefit of others; c) Confidentiality: comply with regulations on confidentiality in accordance with legal provisions and internal regulations of BAC A BANK; d) Responsibility: perform assigned tasks on schedule and with quality; e) Prudence: perform assigned tasks prudently on the basis of assessing the following factors: (i) Complexity and importance of the work content; (ii) Possibility of serious errors in the course of performance.	a) Integrity: perform assigned tasks in a straightforward and honest manner; b) Objectivity: perform assigned tasks <b>objectively</b> ; make fair assessments not for personal benefit or the benefit of others; c) Confidentiality: comply with regulations on confidentiality in accordance with legal provisions and internal regulations of BAC A BANK; d) Responsibility: perform assigned tasks on schedule and with quality; e) Prudence: perform assigned tasks prudently on the basis of assessing the following factors: (i) Complexity and importance of the <b>internal audit</b> content; (ii) Possibility of serious errors in the course of performing <b>internal audit</b> .	on the Board of Supervisors. <b>Legal basis:</b> Article 67 of Circular No. 83/2025/TT-NHNN.
10	<b>Article 17. Dismissal and removal of members of the Board of Supervisors<sup>20</sup></b>	<b>Article 17. Dismissal and removal of members of the Board of Supervisors<sup>21</sup></b>	
	1. Except for cases of automatic loss of eligibility as prescribed in Article 16 of this Regulation, the Head or members of the Board of Supervisors shall be dismissed or removed in one of the following cases: a. Dismissal when there is a resignation letter and it is sent to the Board of Directors and the Board of Supervisors of BAC A BANK;	1. Except for cases of automatic loss of eligibility as prescribed in Article 16 of this Regulation, the Head or members of the Board of Supervisors shall be dismissed or removed in one of the following cases: a. Dismissal when there is a resignation letter sent to the Board of Directors and the Board of Supervisors of BAC A BANK;	- Propose deletion of the word "and" at Point a, Clause 1, Article 17 of the Draft Regulation on the Board of Supervisors. <b>Legal basis:</b> Point a, Clause 1, Article 46 of the Law on Credit Institutions.



No.	Current regulations (Issued together with Decision No. 13/2024/QĐ-BKS dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
11	<b>Article 18. Suspension and temporary suspension of the exercise of rights and obligations of members of the Board of Supervisors<sup>21</sup></b>	<b>Article 18. Suspension and temporary suspension of the exercise of rights and obligations of members of the Board of Supervisors<sup>22</sup></b>	
	<p>1. The State Bank of Vietnam has the right to suspend or temporarily suspend the exercise of rights and obligations of the Head or members of the Board of Supervisors of BAC A BANK who violate the provisions of Article 13 of this Regulation and Clause 10, Article 48 of the Law on Credit Institutions or other relevant legal provisions in the course of exercising assigned rights and obligations or fail to meet the standards and conditions for holding the position as prescribed in Article 14 of this Regulation; and request the competent authority to dismiss or remove them and elect or appoint a replacement if deemed necessary.</p> <p>2. A person who is suspended or temporarily suspended from exercising rights and obligations as prescribed in Clause 1 of this Article must participate in handling existing problems and violations related to his/her personal responsibility when requested by the State Bank of Vietnam, the Board of Directors or the Board of Supervisors of BAC A BANK.</p>	<p>1. The State Bank of Vietnam has the right to suspend or temporarily suspend the <b>exercise</b> of rights and obligations of the Head or members of the Board of Supervisors of BAC A BANK who violate the provisions of Article 13 of this Regulation and Clause 10, Article 48 of the Law on Credit Institutions or other relevant legal provisions in the course of exercising assigned rights and obligations or fail to meet the standards and conditions for holding the position as prescribed in Article 14 of this Regulation; and request the competent authority to dismiss or remove them and elect or appoint a replacement if deemed necessary.</p> <p>2. A person who is suspended or temporarily suspended from <b>exercising</b> rights and obligations as prescribed in Clause 1 of this Article must participate in handling existing problems and violations related to his/her personal responsibility when requested by the State Bank of Vietnam, the Board of Directors or the Board of Supervisors of BAC A BANK.</p>	<p>- Propose amendment to the wording at Clause 1 and Clause 2, Article 18 of the Draft Regulation on the Board of Supervisors.</p> <p><b>Reason:</b> To ensure consistency with the context of <i>"rights and obligations"</i> and uniformity throughout the document.</p>
12	<b>Article 21. Passing decisions of the Board of Supervisors</b>	<b>Article 21. Passing decisions of the Board of Supervisors</b>	



No.	Current regulations (Issued together with Decision No. 13/2024/QĐ-BKS dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
	6. The opinion collection form must contain the following principal contents: a. Name, head office address, enterprise code of BAC A BANK;	6. The opinion collection form must contain the following principal contents: a. Name, head office address, enterprise code of BAC A BANK <b><i>and/or other contents as provided for by the laws from time to time;</i></b>	- Propose supplement to Point a, Clause 6, Article 21 of the Draft Regulation on the Board of Supervisors. <b>Legal basis:</b> Clause 2, Article 120 of Decree No. 168/2025/ND-CP on enterprise registration.
13	<b>Article 22. Minutes of meetings of the Board of Supervisors</b>	<b>Article 22. Minutes of meetings of the Board of Supervisors</b>	
	<p>1. Meetings of the Board of Supervisors must be fully, clearly and in detail minuted. The minutes of meetings of the Board of Supervisors shall be prepared in Vietnamese, must be signed by the minute-taker and all members of the Board of Supervisors attending the meeting, and they shall be jointly responsible for the accuracy and truthfulness of the minutes.</p> <p>2. The chairperson of the meeting is responsible for arranging the preparation and sending of the minutes of the Board of Supervisors meeting to the members of the Board of Supervisors and such minutes shall be considered conclusive evidence of the work conducted at those meetings, except in the case of complaints related to the content of such minutes within 10 (ten) days from the date the minutes are sent.</p> <p>3. The minutes of meetings of the Board of Supervisors must be kept and preserved at the</p>	<p>1. Meetings of the Board of Supervisors must be fully, clearly and in detail minuted. The minutes of meetings of the Board of Supervisors shall be prepared in Vietnamese, must be signed by the minute-taker and all members of the Board of Supervisors attending the meeting, and they shall be jointly responsible for the accuracy and truthfulness of the minutes.</p> <p><b><i>2. Opinions and conclusions related to the internal control system in meetings of the Board of Supervisors must be recorded in writing.</i></b></p> <p>3. The chairperson of the meeting is responsible for arranging the preparation and sending of the minutes of the Board of Supervisors meeting to the members of the Board of Supervisors and such minutes shall be considered conclusive evidence of the work conducted at those meetings, except in the case of complaints related to the content of such minutes within 10 (ten) days from the date the</p>	<p>- Propose supplement to Clause 2, Article 22 of the Draft Regulation on the Board of Supervisors.</p> <p><b>Legal basis:</b> Clause 3, Article 4 of Circular No. 83/2025/TT-NHNN.</p>



No.	Current regulations (Issued together with Decision No. 13/2024/QĐ-BKS dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
	Board of Supervisors to determine the responsibility of each member of the Board of Supervisors. 4. In the case of collecting written opinions, the Board of Supervisors shall organize vote counting and prepare vote counting minutes in accordance with legal provisions.	minutes are sent. 4. The minutes of meetings of the Board of Supervisors must be kept and preserved at the Board of Supervisors to determine the responsibility of each member of the Board of Supervisors <sup>28</sup> . 5. In the case of collecting written opinions, the Board of Supervisors shall organize vote counting and prepare vote counting minutes in accordance with legal provisions.	
14	<b>Article 23. Senior management oversight of internal audit</b> <sup>24</sup>	<b>Article 23. Senior management oversight and responsibilities of the Board of Supervisors for internal audit</b>	
	The Board of Supervisors performs oversight of internal audit including: 1. Supervising and evaluating the implementation of professional ethics standards of members of the Board of Supervisors and internal auditors; 2. Supervising the internal audit unit in: (i) Performing internal audit; (ii) Reviewing and assessing the effectiveness of internal audit and the performance results of the Head of Internal Audit; (iii) Handling and remedying existing problems and limitations of internal audit at the request and recommendations of the State Bank of	<b>1. Approve the annual report on internal audit in accordance with the provisions of the Circular of the Governor of the State Bank of Vietnam on the internal control system from time to time, and extraordinary reports on internal audit in accordance with the internal regulations of BAC A BANK<sup>26</sup>;</b> <b>2. Perform senior management oversight; perform the functions and tasks related to internal audit and other contents in accordance with the provisions of the Law on Credit Institutions, the Circular of the Governor of the State Bank of Vietnam on the internal control system from time to time, the internal regulations of the Board of Supervisors and other internal regulations of BAC A BANK<sup>27</sup>.</b>	- Propose comprehensive amendment to the entire content of Article 23 of the Draft Regulation on the Board of Supervisors. <b>Legal basis:</b> Clause 1, Article 72 and Point b, Clause 2, Article 12 of Circular No. 83/2025/TT-NHNN.



No.	Current regulations (Issued together with Decision No. 13/2024/QĐ-BKS dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
	Vietnam, independent audit organizations and other competent authorities; 3. Other contents as prescribed by the Board of Supervisors.		
15	<b>Article 24. Presentation of the Board of Supervisors' performance report at the Annual General Meeting of Shareholders</b> <sup>25</sup>	<b>Article 24. Presentation of the Board of Supervisors' performance report at the Annual General Meeting of Shareholders</b> <sup>28</sup>	
	The performance report of the Board of Supervisors presented to the Annual General Meeting of Shareholders in accordance with Points d and dd, Clause 2, Article 139 of the Law on Enterprises must, in addition, ensure the following contents: 1. Remuneration, operating expenses and other benefits of the Board of Supervisors and each member of the Board of Supervisors as prescribed in Clause 3, Article 172 of the Law on Enterprises and the Charter of BAC A BANK;	The performance report of the Board of Supervisors presented to the Annual General Meeting of Shareholders in accordance with Points d and dd, Clause 3, Article 139 of the Law on Enterprises must, in addition, ensure the following contents: 1. Remuneration, operating expenses and other benefits of the Board of Supervisors and each member of the Board of Supervisors as prescribed in Article 172 of the Law on Enterprises and the Charter of BAC A BANK;	- Propose amendment to the citation of clauses in the content of Article 24 of the Draft Regulation on the Board of Supervisors. <b>Legal basis:</b> Article 139 of the Law on Enterprises. - Propose deletion of the phrase "Clause 3" at Clause 1, Article 24 of the Draft Regulation on the Board of Supervisors. <b>Legal basis:</b> In accordance with the provisions of Article 290 of Decree 155/2020/ND-CP.
16	<b>Article 26. Right to be provided with and access information of members of the Board of Supervisors</b> <sup>27</sup>	<b>Article 26. Right to be provided with and access information of members of the Board of Supervisors</b> <sup>30</sup>	
	... 2. Members of the Board of Supervisors have the right to access the dossiers and documents of BAC A BANK kept at the Head Office,	... 2. Members of the Board of Supervisors have the right to access the dossiers and documents of BAC A BANK kept at the <b>head office</b> , branches and other	Propose amendment of the phrase " <b>Head Office</b> " to " <b>head office</b> ". <b>Reason:</b> To standardize capitalization in accordance with



No.	Current regulations (Issued together with Decision No. 13/2024/QĐ-BKS dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
	branches and other locations; have the right to go to the locations where the managers and employees of BAC A BANK work.	locations; have the right to go to the locations where the managers and employees of BAC A BANK work.	administrative document regulations.
17	<b>Article 27. Information confidentiality</b>	<b>Article 27. Information confidentiality</b>	
	... 3. The obligation of confidentiality shall continue to be performed after the member of the Board of Supervisors has completed his/her term or has been dismissed or removed as prescribed in this Regulation.	... 3. The obligation of confidentiality shall continue to be performed after the member of the Board of Supervisors has completed his/her term <b>or has been automatically disqualified</b> or has been dismissed or removed as prescribed in this Regulation.	- Propose supplement of the phrase <b>"or has been automatically disqualified"</b> to Clause 3, Article 27 of the Draft Regulation on the Board of Supervisors. <b>Reason:</b> To adjust the confidentiality obligation to also cover the case where a member of the Board of Supervisors automatically loses eligibility.
18	<b>Article 28. Working relationships of the Board of Supervisors</b>	<b>Article 28. Working relationships of the Board of Supervisors</b>	
18.1	<b>3. Relationship with the Board of Directors:</b> a. The Board of Directors ensures the information provision regime to the Board of Supervisors in accordance with this Regulation, the Charter of BAC A BANK and other relevant regulations. b. The Board of Directors coordinates with the Board of Supervisors/internal audit unit when the internal audit conducts oversight of senior management oversight over the Board of	<b>3. Relationship with the Board of Directors:</b> a. The Board of Directors ensures the information provision regime to the Board of Supervisors in accordance with this Regulation, the Charter of BAC A BANK and other relevant regulations. <b>b. The Board of Supervisors shall implement the coordination mechanism with the Board of Directors in accordance with the provisions of the Law on Credit Institutions, the Circular of the Governor of the State Bank of Vietnam on the</b>	- Propose amendment to Point b, Clause 3, Article 28 of the Draft Regulation on the Board of Supervisors.



No.	Current regulations (Issued together with Decision No. 13/2024/QĐ-BKS dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
	<p>Directors.</p> <p>c. The results of oversight and internal audit together with recommendations and proposals (if any) of the Board of Supervisors shall be sent to the Chairperson of the Board of Directors and other members of the Board of Directors for consideration, direction of implementation and reporting on implementation results.</p> <p>d. The Board of Supervisors shall consult the opinion of the Board of Directors on the issues stated in the report of the Board of Supervisors before submitting it to the General Meeting of Shareholders.</p>	<p><i>internal control system from time to time and other internal regulations of BAC A BANK.</i><sup>31</sup></p> <p><i>c. The Board of Directors shall implement the recommendations of the Board of Supervisors to the Board of Directors in the internal audit result report (if any) and notify the Board of Supervisors of the results of implementation of the recommendations.</i><sup>32</sup></p> <p>d. The Board of Supervisors shall consult the opinion of the Board of Directors on the issues stated in the report of the Board of Supervisors before submitting it to the General Meeting of Shareholders.</p>	<p><b>Legal basis:</b> Point a, Clause 2, Article 65 of Circular No. 83/2025/TT-NHNN.</p> <p>- Propose amendment to Point c, Clause 3, Article 28 of the Draft Regulation on the Board of Supervisors.</p> <p><b>Legal basis:</b> Point a, Clause 3, Article 65 of Circular No. 83/2025/TT-NHNN.</p>
18.2	<p><b>4. Relationship with the Board of Management:</b></p> <p>a. The Board of Management ensures the information provision regime and performs periodic reporting to the Board of Supervisors in accordance with this Regulation, the Charter of BAC A BANK and other relevant regulations. In addition to periodic reporting information, the Board of Management shall directly report or provide information and reports related to the operations of BAC A BANK at the request of the Board of Supervisors;</p> <p>b. If deemed necessary, the Board of Management shall invite representatives of the</p>	<p><b>4. Relationship with the Board of Management:</b></p> <p>a. The Board of Management ensures the information provision regime and performs periodic reporting to the Board of Supervisors in accordance with this Regulation, the Charter of BAC A BANK and other relevant regulations. In addition to periodic reporting information, the Board of Management shall directly report or provide information and reports related to the operations of BAC A BANK at the request of the Board of Supervisors;</p> <p>b. If deemed necessary, the Board of Management shall invite representatives of the Board of Supervisors to attend meetings of the Board of Management or other meetings.</p>	<p>- Propose amendment to Point d, Clause 4, Article 28 of the Draft</p>



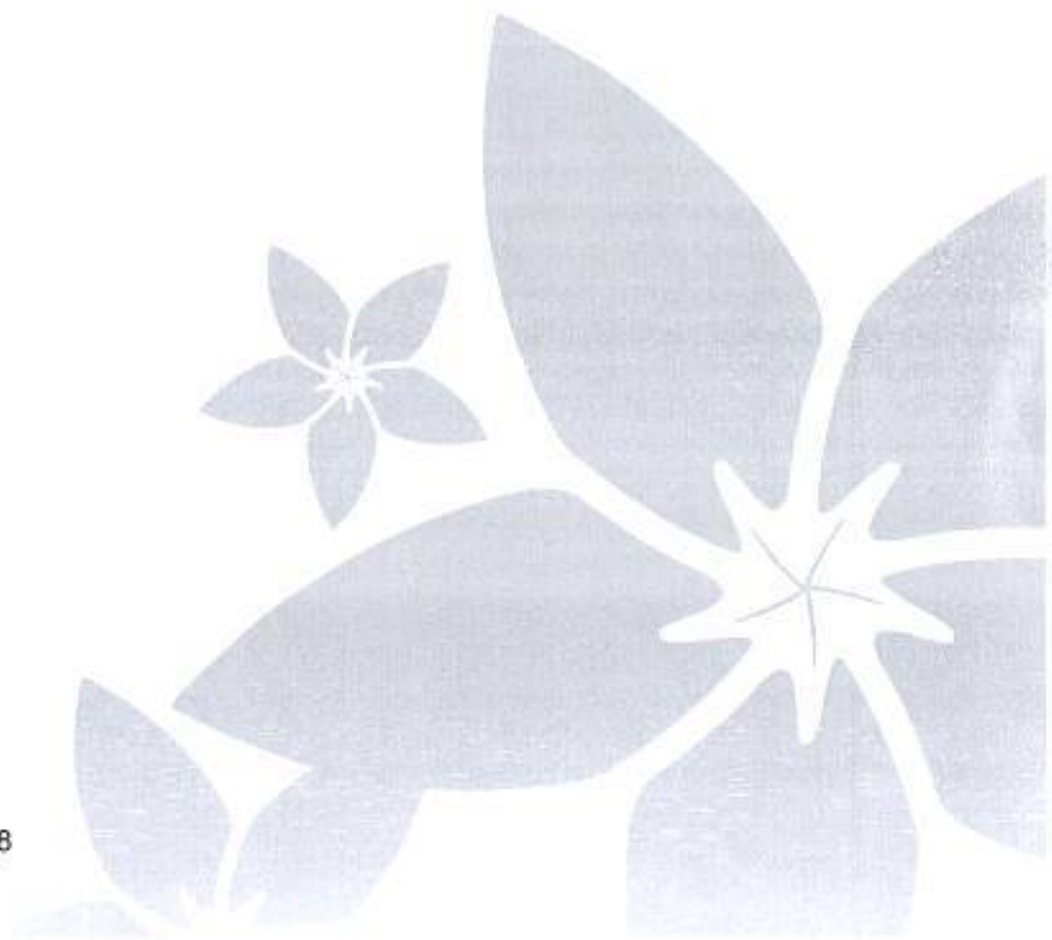
No.	Current regulations (Issued together with Decision No. 13/2024/QĐ-BKS dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i>'Italic and bold'</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
	<p>Board of Supervisors to attend meetings of the Board of Management or other meetings.</p> <p>c. In case risks that may significantly affect the reputation or business operations of BAC A BANK are detected, the Board of Management must report to the Board of Supervisors.</p> <p>d. The results of oversight and internal audit together with recommendations and proposals (if any) of the Board of Supervisors shall be sent to the General Director and relevant members of the Board of Management for consideration, direction of implementation and reporting on implementation results.</p>	<p>c. In case risks that may significantly affect the reputation or business operations of BAC A BANK are detected, the Board of Management must report to the Board of Supervisors.</p> <p>d. <b><i>The Board of Supervisors shall implement the coordination mechanism with the General Director in accordance with the provisions of the Law on Credit Institutions, the Circular of the Governor of the State Bank of Vietnam on the internal control system from time to time and other internal regulations of BAC A BANK. The General Director shall receive internal reports on internal audit, organize the implementation of the recommendations of the Board of Supervisors to the General Director in the internal audit result report (if any) and report to the Board of Supervisors on the results of implementation of the recommendations<sup>34</sup>.</i></b></p>	<p>Regulation on the Board of Supervisors.</p> <p><b>Legal basis:</b> Point a, Clause 3, Article 65 of Circular No. 83/2025/TT-NHNN.</p>
18.3	<p><b>5. Relationship with units in the BAC A BANK system:</b></p> <p>c. Units (Divisions/Departments/Centers at the Head Office/affiliated units of BAC A BANK) shall implement the operational coordination mechanism with the Board of Supervisors in accordance with the internal regulations of BAC A BANK.</p>	<p><b>5. Relationship with units in the BAC A BANK system:</b></p> <p>c. Units (Divisions/Departments/Centers at the head office/affiliated units of BAC A BANK) shall implement the operational coordination mechanism with the Board of Supervisors in accordance with the <b><i>legal provisions and</i></b> internal regulations of BAC A BANK.</p>	<p>- Propose supplement of the phrase <b><i>'legal provisions and'</i></b> to Point c, Clause 5, Article 28 of the Draft Regulation on the Board of Supervisors.</p> <p><b>Reason:</b> To ensure full legal basis when implementing the coordination mechanism between the Board of Supervisors and the units.</p>



No.	Current regulations (Issued together with Decision No. 13/2024/QĐ-BKS dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i>"Italic and bold"</i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
19	<b>Article 29. Effect</b>	<b>Article 29. Implementation clause</b>	<b>Propose change to name of Article 29 of the Draft Regulation to match contents of clauses</b>
	<p>1. Any matters not mentioned in this Regulation shall be implemented in accordance with legal provisions and other internal regulations of BAC A BANK.</p> <p>2. In case there is any discrepancy between this Regulation and the Charter of BAC A BANK and/or legal provisions on the same matter, the legal provisions and/or the Charter of BAC A BANK shall prevail. Any content in this Regulation that is contrary to legal provisions shall automatically cease to be effective.</p> <p>3. Any amendment or supplement to this Regulation shall be approved by the General Meeting of Shareholders of BAC A BANK.</p>	<p><b>1. This Decision takes effect from July 1, 2026 and replaces Decision No. 13/2024/QĐ-BKS dated June 28, 2024 of the Board of Supervisors of BAC A BANK on the issuance of the "Regulations on Organization and Operation of the Board of Supervisors".</b></p> <p>2. Any matters not mentioned in this Regulation shall be implemented in accordance with legal provisions and other internal regulations of BAC A BANK.</p> <p>3. In case there is any discrepancy between this Regulation and the Charter of BAC A BANK and/or legal provisions on the same matter, the legal provisions and/or the Charter of BAC A BANK shall prevail. Any content in this Regulation that is contrary to legal provisions shall automatically cease to be effective.</p> <p>4. Any amendment or supplement to this Regulation shall be approved by the General Meeting of Shareholders of BAC A BANK.</p>	<p>- Propose supplement of content to Clause 1, Article 29 of the Draft Regulation and set the effective date as July 1<sup>st</sup>, 2026.</p> <p>Reason/Legal basis: To ensure consistency with the effective date of Circular No. 83/2025/TT-NHNN and the document issuance format of BAC A BANK.</p>
20		<b>Article 30. Organization of implementation</b>	
		The members of the Board of Supervisors, the Board of Management, the Divisions/Departments/Centers at the head office	Propose supplement of content to Article 30 of the Draft Regulation on the Board of Supervisors.



No.	Current regulations (Issued together with Decision No. 13/2024/QĐ-BKS dated June 28 <sup>th</sup> , 2024)	Proposed amendments and supplements ( <i><b>"Italic and bold"</b></i> phrases – Proposed supplements)	Legal bases/Reasons for amendments and supplements
		and other relevant units and individuals shall be responsible for implementing this Decision.	<b>Reason:</b> To ensure consistency with the new internal document issuance format of BAC A BANK.





**PROPOSAL**

*Regarding the approval of listing of bonds offered to the public by Bac A Commercial Joint Stock Bank on the Hanoi Stock Exchange (HNX) after the completion of offerings*

**To: The General Meeting of Shareholders of Bac A Commercial Joint Stock Bank**

- Pursuant to the 2024 Law on Credit Institutions (as amended and supplemented) and documents guiding the implementation thereof;
- Pursuant to the 2020 Law on Enterprises (as amended and supplemented) and documents guiding the implementation thereof;
- Pursuant to the 2019 Law on Securities (as amended and supplemented) and documents guiding the implementation thereof;
- Pursuant to the applicable Charter of Bac A Commercial Joint Stock Bank.

In order to expand the scale of operations, extend credit to the economy, increase Tier 2 capital, and comply with the prudential ratios as stipulated by the Governor of the State Bank of Vietnam, it is necessary for BAC A BANK to conduct a public offering of bonds.

In accordance with the Law on Securities and Decree No. 155/2020/ND-CP of the Government (as amended and supplemented), bonds offered to the public by BAC A BANK must be listed on the securities trading system after the completion of the offerings, and such listing is subject to the approval of the General Meeting of Shareholders.

In accordance with applicable laws and regulations, and in line with the timeline and plan for the offering and listing of BAC A BANK's bonds, the Board of Directors hereby respectfully submits to the General Meeting of Shareholders for approval the following matters:

1. Approve the listing on the Hanoi Stock Exchange (HNX) of bonds publicly offered by BAC A BANK, which are not convertible bonds or warrant-linked bonds (during the period from the completion date of the Annual General Meeting of Shareholders 2026 to the completion date of the Annual General Meeting of Shareholders 2027) in accordance with the Law on Securities, its implementing regulations, and other relevant provisions of law.

2. Delegate/authorize the Board of Directors to direct the implementation, and the Vice Chairwoman of the Board of Directors cum General Director to organize and carry out the listing on the HNX of the Bonds publicly offered by Bac A Commercial Joint Stock Bank as specified in Point 1 above, upon completion of each offering, in compliance with the regulations of BAC A BANK and applicable laws and regulations.



The Vice Chairwoman of the Board of Directors cum General Director, is allowed to sub-authorize other persons, within the scope of her authority, functions, and duties, to perform tasks relating to the listing on the HNX of Bond publicly offered by Bac A Commercial Joint Stock Bank upon completion of each offering.

**Respectfully submitted!**

**Recipients:**

- *As above;*
- *Archives: BOD's Office.*

**O.B.O THE BOARD OF DIRECTORS  
CHAIRWOMAN**

**(Signed)**

**Tran Thi Thoang**





**PROPOSAL**

*Regarding the Approval of the charge-off of debts already subject to risk management from the group of off-balance sheet in accordance with  
Decree No. 86/2024/ND-CP*

**To: The General Meeting of Shareholders of Bac A Commercial Joint Stock Bank**

- Pursuant to the 2024 Law on Credit Institutions (as amended and supplemented) and documents guiding the implementation thereof;
- Pursuant to the 2020 Law on Enterprises (as amended and supplemented) and documents guiding the implementation thereof;
- Pursuant to the 2019 Law on Securities (as amended and supplemented) and documents guiding the implementation thereof;
- Pursuant to the Decree No 86/2024/ND-CP dated 11 July 2025 providing for amounts and methods of establishing risk provisions and use of provisions for management of risks arising from operations of credit institutions and foreign bank branches, and cases in which credit institutions allocate forgivable interest;
- Pursuant to the applicable Charter of Bac A Commercial Joint Stock Bank.

The Board of Directors respectfully submits to the General Meeting of Shareholders 2026 (GMS) for consideration and approval of the charge-off of debts already subject to risk management from the group of off-balance sheets, as follows:

1. Article 12 of Decree No. 86/2024/ND-CP dated 11 July 2024 provides that:

"1. After a minimum period of 05 years, from the date of use of risk provisions, and after taking all possible measures to recover debts, in case of failure to recover these debts, CIs and FBBs may decide to charge-off debts already subject to risk management from the group of off-balance sheet.

*Debts that are charged off from the group of off-balance sheet must be monitored management system of credit institutions and foreign bank branches, in accordance with regulations on establishment and disposal of provisions for devaluation of goods in stock and losses of investments, bad debts and warranties for products, goods and construction services at enterprises for a minimum period of 10 years from the date of decision on charge-off of debts already subject risk management from the group of off-balance sheet, except for those debts owed by borrowing entities that are bankrupt or dissolved in accordance with law; those debts still outstanding after liquidation or disposal of all assets; or those debts owed by borrowing individuals that have died or declared missing*



according to the court's decision, and after their estates and obligations have completely disposed of in accordance with law.

...

3. For credit institutions that are joint-stock companies, the charge-off of debts from the group of off-balance sheet as specified in clause 1 of this Article can be carried out only when the conditions mentioned hereunder are satisfied:

a) They have records and documents proving that all debt recovery measures have been taken but failed;

b) Such charge-off must be approved by the General Meeting of Shareholders."

2. The use of provisions for risk management and the charge-off of debts already subject to risk management from the group of off-balance sheet is a normal banking operation and occurs regularly. The timing of such transactions may not coincide with the schedule of the Annual General Meeting of Shareholders. Accordingly, in order to ensure proactive business operations, the Board of Directors hereby respectfully submits to the General Meeting of Shareholders:

(i) Approval of the charge-off of debts already subject to risk management from the group of off-balance sheet in accordance with Decree No. 86/2024/ND-CP and/or its amendments, supplements, or replacements issued by the Government/the Governor of the State Bank of Vietnam from time to time.

To delegate/authorize the Board of Directors to proactively approve the charge-off of debts already subject to risk management from the group of off-balance sheet, provided that such debts satisfy the conditions of charge-off in accordance with applicable laws and regulations and the internal regulations of BAC A BANK.

(ii) The Board of Directors shall be responsible for reporting on the implementation of the charge-off of debts already subject to risk management from the group of off-balance sheet on an annual basis (if any) at the next Annual General Meeting of Shareholders.

**Respectfully submitted!**

**Recipients:**

- As above;
- Archives: BOD's Office.

**O.B.O THE BOARD OF DIRECTORS  
CHAIRWOMAN**

**(Signed)**

**Tran Thi Thoang**