VIETCREDIT GENERAL FINANCE JOINT STOCK COMPANY	THE SOCIALIST REPUBLIC OF VIETNAM Independence - Freedom - Happiness
No.: 2087/2026/VietCredit-TT	*Hanoi, November 25, 2026*

PROPOSAL
APPROVAL OF AMENDMENTS AND SUPPLEMENTS TO THE INTERNAL CORPORATE GOVERNANCE REGULATIONS OF VIETCREDIT GENERAL FINANCE JOINT STOCK COMPANY

To: The General Meeting of Shareholders of Vietcredit General Finance Joint Stock Company

- *Pursuant to Law on Credit Institutions No. 32/2024/QH15 dated 18/01/2024 and its amendments and supplements;*
- *Pursuant to Law on Enterprises No. 59/2020/QH14 dated 17/6/2020 and its amendments and supplements;*
- *Pursuant to Law on Securities No. 54/2019/QH14 dated 26/11/2019 and its amendments and supplements;*
- *Pursuant to the Charter of Vietcredit General Finance Joint Stock Company;*
- *Pursuant to Board of Directors Resolution No. 2085/2026/VietCredit-NQ dated 25/11/2026 on approval of the agenda and matters for the 2026 Extraordinary General Meeting of Shareholders;*

The Board of Directors (BOD) respectfully submits the amendments and supplements to the Internal Corporate Governance Regulations to the General Meeting of Shareholders for approval as follows:

I. Basis for submission

- To meet its corporate governance needs, the Company proposes to designate the Chairman of the Board of Directors as its legal representative in place of the Chief Executive Officer;
- To ensure compliance and consistency with the proposed amendments and supplements to the Company's Charter submitted to the General Meeting of Shareholders for approval under GMS Proposal No. 2086/2026/VietCredit-TT dated 25/11/2026.

II. Matters submitted for approval

On that basis, the BOD respectfully submits the following matters to the General Meeting of Shareholders for approval:

1) Approval of the amendments and supplements to the Internal Corporate Governance Regulations, as detailed in the Appendix and the full text of the draft attached to this Proposal;
2) Assign the BOD to carry out or direct the necessary procedures to issue the Internal Corporate Governance Regulations as amended and supplemented above.

Signature Not Verified
Ký bởi: CÔNG TY TÀI CHÍNH TỔNG HỢP CỔ PHẦN TÍN VIỆT
Ký ngày: 26/11/2026 09:15:36

Respectfully submitted for approval.

ON BEHALF OF THE BOARD OF DIRECTORS

CHAIRMAN



Nguyen Duc Phuong

Recipients:

- General Meeting of Shareholders;

- Archived: Admin Dept., BOD' Office.

APPENDIX

AMENDMENTS AND SUPPLEMENTS TO THE INTERNAL CORPORATE GOVERNANCE REGULATIONS

Notes:

- *Articles not detailed in this Appendix remain unchanged.*
- *Text proposed for change in the "Current" column is shown in bold and underlined.*
- *Proposed amendments and supplements in the "Draft" column are shown in bold text.*
- *Certain editorial changes, including renumbering of clauses and sections following additions or deletions, are not detailed in this comparative appendix.*

No.	Current Internal Corporate Governance Regulations		Draft Internal Corporate Governance Regulations		Reason for amendment
	Provision	Text	Provision	Text	
1	Clause 1, Article 2	1. Company: Vietcredit Finance Joint Stock Company.	Clause 1, Article 2	**1. Company:** Vietcredit **General** Finance Joint Stock Company.	Updates the Company's name.
2	Clause 2, Article 2	2. Charter: Charter of Vietcredit General Finance Joint Stock Company.	Clause 2, Article 2	**2. Charter:** Charter of Vietcredit **General** Finance Joint Stock Company.	Updates the Company's name.
3	Point c, Clause 1, Article 32	c. Enter into contracts and other transactions on behalf of the Company in accordance with the Charter and the Company's internal regulations.	Point c, Clause 1, Article 32	c. Enter into contracts and other transactions on behalf of the Company **as authorized and** in accordance with the Charter **and internal regulations. Signing contracts, entering into transactions and signing documents on behalf of the Company must comply with the authority of the position, applicable rules on allocation of authority and the scope of**	Clarifies the Chief Executive Officer's authority in light of the change in legal representative.

No.	Current Internal Corporate Governance Regulations		Draft Internal Corporate Governance Regulations		Reason for amendment
	Provision	Text	Provision	Text	
				authorization granted by the legal representative. Authorization or representation does not transfer authority to approve the substance of a transaction if the Charter or internal regulations assign approval authority to another party;	
4	Clause 1, Article 32	No corresponding provision	Clause 1, Article 32	Add Point q, Clause 1, Article 32: **q. Establish arrangements for monitoring and reporting on implementation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors; report periodically or on an ad hoc basis to the Board or its Chairman on business, finances, risk, compliance, material transactions and incidents that could significantly affect the Company's operations or reputation;**	Adds responsibilities, rights and obligations of the Chief Executive Officer.
5	Article 33	No corresponding provision	Article 33	Add Clause 3, Article 33: **3. Within its authority, the Board of Directors determines or issues principles and methods for**	Adds criteria for determining executives' salaries, bonuses and other benefits.

No.	Current Internal Corporate Governance Regulations		Draft Internal Corporate Governance Regulations		Reason for amendment
	Provision	Text	Provision	Text	
				determining executives' salaries, bonuses and other benefits based at least on their positions and scope of responsibility, achievement of duties and targets, business results and efficiency, and implementation of Board resolutions. Remuneration must not encourage excessive risk-taking and must conform to the policy approved by the competent authority.	
6	Clause 2, Article 34	No corresponding provision	Clause 2, Article 34	Add Point f, Clause 2, Article 34: **f. Review contracts and transactions with affiliated persons that require approval by the Board of Directors or the General Meeting of Shareholders and make recommendations on compliance with approval authority and procedures, disclosure and information provision obligations, and conflict-of-interest management under law, the Charter and internal regulations.**	Adds rights and obligations of the Board of Supervisors.
7	Clause 4, Article 35	d. Shareholders holding voting shares may pool their voting rights to nominate candidates to the Board of Supervisors. A shareholder or group holding 5% to less than 20% of total	Clause 4, Article 35	**d.** Shareholders holding voting shares may pool their voting rights to nominate candidates to the Board of Supervisors. A shareholder or group holding 5% to less than 20% of total	Adjusts the shareholding thresholds for the corresponding numbers of

No.	Current Internal Corporate Governance Regulations		Draft Internal Corporate Governance Regulations		Reason for amendment
	Provision	Text	Provision	Text	
		voting shares may nominate one (01) candidate; **10%** to less than 30%, up to two (02); 30% to less than 40%, up to three (03); 40% to less than 50%, up to four (04); and 50% to less than 60%, up to five (05).		voting shares may nominate one (01) candidate; **20%** to less than 30%, up to two (02); 30% to less than 40%, up to three (03); 40% to less than 50%, up to four (04); and 50% to less than 60%, up to five (05).	nominees to the Board of Supervisors.
8	Article 36	No corresponding provision	Article 36	Add Clause 4, Article 36: **4. Coordination does not alter the authority, responsibilities or independence of each body or officeholder under law and the Charter. Recipients must use information for its intended purpose, maintain confidentiality and manage conflicts of interest as required.**	Adds coordination principles for the Board of Directors, Board of Supervisors and Chief Executive Officer.
9	Point b, Clause 3, Article 42	No corresponding provision	Point b, Clause 3, Article 42	Add sub-item (iv), Point b, Clause 3, Article 42: **(iv) Compliance with law, the Charter and internal regulations; risk management outcomes; remediation of violations and errors; and the quality and timeliness of reports and explanations submitted to the Board of Directors and the Board of Supervisors;**	Adds criteria for the annual performance evaluation of executives.

No.	Current Internal Corporate Governance Regulations		Draft Internal Corporate Governance Regulations		Reason for amendment
	Provision	Text	Provision	Text	
10	Clause 3, Article 44	No corresponding provision	Clause 3, Article 44	Add Point b, Clause 3, Article 44: **b. Any unit or individual that identifies a provision of these Regulations that is no longer consistent with the Charter or law must notify the person in charge of corporate governance or the designated unit, which shall consolidate the matter and submit it to the Board of Directors for referral to the General Meeting of Shareholders for consideration of an amendment. Pending amendment, any provision inconsistent with the Charter or law shall not apply.**	Adds a provision on the application of these Regulations.

M.S.D.N: 0102166770 - C.T.C.P
CÔNG TY TÀI CHÍNH TỔNG HỢP CỔ PHẦN TÍN VIỆT
THÀNH PHỐ HÀ NỘI

INTERNAL CORPORATE GOVERNANCE REGULATIONS

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CHAPTER I: GENERAL PROVISIONS

Article 1. Scope and applicability

1. These Regulations govern the roles, rights and obligations of the General Meeting of Shareholders, the Board of Directors and the Chief Executive Officer; procedures for meetings of the General Meeting of Shareholders; nomination, candidacy, election, relief from office and removal of members of the Board of Directors and Board of Supervisors and of the Chief Executive Officer; and other activities under the Company's Charter and other applicable laws.
2. These Regulations apply to members of the Board of Directors and the Board of Supervisors, the Chief Executive Officer and the Company's affiliated persons.

Article 2. Definitions

1. Company means Vietcredit General Finance Joint Stock Company.
2. Charter means the Charter of Vietcredit General Finance Joint Stock Company.
3. General Meeting of Shareholders comprises all shareholders entitled to vote and is the Company's highest decision-making body.
4. Board of Directors means the Company's governing body, with full authority to make decisions and exercise the Company's rights and perform its obligations on its behalf, except for those within the authority of the General Meeting of Shareholders.
5. Unit means any department, center, branch, representative office or service unit of the Company.
6. Person in Charge of Corporate Governance means the person appointed by the Board of Directors to support the Company's governance and exercise the responsibilities and powers set out in these Regulations.
7. Other words and terms not defined in these Regulations have the meanings assigned in the Company's Charter.

Article 3. Basic governance principles

These Regulations are based on the following basic governance principles:

1. Comply with relevant laws and the Company's Charter.
2. Ensure that the Company's governance and management are open, transparent and effective, comply with the regulations of the State Bank of Vietnam from time to time, and work toward international practices and standards.
3. Respect and safeguard shareholders' lawful rights and interests and treat shareholders equitably.
4. Respect and safeguard the lawful rights and interests of stakeholders in corporate governance.

5. Disclose information on the Company's operations promptly, fully, accurately and transparently, and ensure equitable access to information for shareholders.

CHAPTER II: GENERAL MEETING OF SHAREHOLDERS

Section 1. Role, rights and obligations of the General Meeting of Shareholders

Article 4. Role, rights and obligations of the General Meeting of Shareholders

1. Role of the General Meeting of Shareholders:
   The General Meeting of Shareholders comprises all shareholders with voting rights and is the highest decision-making body of the Company.
2. The rights and obligations of the General Meeting of Shareholders are set out in the Company's Charter.

Section 2. Procedures for holding a General Meeting of Shareholders and passing Resolutions by voting at the meeting

Article 5. Authority to convene a General Meeting of Shareholders

1. General Meetings of Shareholders: The General Meeting of Shareholders meets annually or extraordinarily to approve matters within its authority under the Company's Charter.
2. The Company shall hold an Annual General Meeting of Shareholders each year.
3. Authority to convene a General Meeting of Shareholders: The authority to convene a General Meeting of Shareholders shall be exercised in accordance with the Company's Charter and applicable laws.

Article 6. Preparation of the list of shareholders entitled to attend and notification of the record date for attendance at a General Meeting of Shareholders

1. The list of shareholders entitled to attend a General Meeting of Shareholders shall be prepared on the basis of the Company's Register of Shareholders. The list shall be prepared no more than 10 days before the date on which the meeting invitation is sent.
2. The Company shall disclose information on the preparation of the list of shareholders entitled to attend the General Meeting of Shareholders at least 20 days before the record date.
3. The list of shareholders entitled to attend the General Meeting of Shareholders shall specify the full name, contact address, nationality and personal legal document number of each individual shareholder; the name, enterprise identification number or organizational legal document number, and registered office address of each organizational shareholder; and the number of shares of each class, shareholder registration number and registration date for each shareholder.
4. From the time the record date for determining shareholders entitled to attend the General Meeting of Shareholders is disclosed, shareholders shall be entitled to check, look up,

extract and copy their name and contact address in the list and request that the Company correct any errors or add any necessary information about them to the list.

Article 7. Notice convening a General Meeting of Shareholders

The convener of a General Meeting of Shareholders shall send a meeting invitation to all shareholders entitled to attend no later than 21 days before the opening date (calculated from the date on which the notice is duly sent or dispatched), as follows:

1. The meeting invitation shall specify the Company's name, registered office address, number and date of issuance of its Business Registration Certificate and place of business registration; the name, registered office address and organizational legal document number of each organizational shareholder; the name and contact address of each individual shareholder or details of the shareholder's authorized representative; and the time and venue of the meeting and any other requirements applicable to attendees.
2. The invitation to the General Meeting of Shareholders shall be sent to all shareholders by a method that ensures delivery to their contact addresses and shall also be disclosed through the electronic media of the Company, the State Securities Commission of Vietnam and the stock exchange on which the Company's shares are registered for trading or listed.

Article 8. Agenda and business of a General Meeting of Shareholders

1. The agenda and business of a General Meeting of Shareholders (including the person responsible for preparing the agenda and business and the rules on shareholder proposals for inclusion in the agenda) shall be governed by the Company's Charter.
2. The agenda of the General Meeting of Shareholders and the documents concerning matters to be voted on at the meeting shall be sent to shareholders and/or posted on the Company's website. If the documents are not enclosed with the notice of the General Meeting of Shareholders, the meeting invitation shall clearly state the link through which shareholders may access the complete set of meeting documents, including:
   a. The meeting agenda and documents to be used at the meeting;
   b. The list of candidates and their details where members of the Board of Directors or the Board of Supervisors are to be elected;
   c. Voting Ballots;
   d. Draft resolutions on each matter on the meeting agenda.

Article 9. Registration and authorization of representatives to attend a General Meeting of Shareholders

1. A shareholder or the authorized representative of an organizational shareholder may attend in person, authorize in writing one or more other individuals or organizations to attend, or attend by any of the methods specified in Clause 9, Article 21 of the Company's Charter. If

more than one authorized representative is appointed, the number of shares and votes assigned to each representative shall be specified.

2. The authorization of an individual or organization to represent a shareholder at a General Meeting of Shareholders under Clause 1 of this Article shall be made in writing. The written authorization shall be prepared in accordance with civil law and shall include all of the following:
   a. For an individual shareholder, the written authorization shall specify the authorizing person's full name, contact address and personal legal document number; the number and class of shares held; the scope and purpose of the authorization, the number of shares and votes covered by the authorization, and the authorization period; and the authorized person's full name, contact address and personal legal document number. The written authorization shall be signed by the authorizing shareholder and the person authorized to attend the meeting.
   b. For a shareholder that is a legal entity, the written authorization shall specify the legal entity's name, address and legal document number; details of its legal representative; the number and class of shares held; the scope and purpose of the authorization, the number of shares and votes covered by the authorization, and the authorization period; and the authorized person's full name, contact address and personal legal document number. The written authorization shall be signed by the shareholder and the person authorized to attend the meeting.
3. A person authorized to attend a General Meeting of Shareholders shall submit the written authorization upon registering to attend and before entering the meeting room. In the case of sub-authorization, the attendee shall also present the original written authorization of the shareholder or the authorized representative of the organizational shareholder (if it has not previously been registered with the Company).
4. A Voting Ballot cast by a person authorized to attend the meeting within the scope of the authorization shall remain valid in any of the following cases:
   a. The authorizing person has died, has had their civil act capacity restricted or has lost their civil act capacity;
   b. The authorizing person has revoked the appointment of the authorized person;
   c. The authorizing person has revoked the authority of the person who granted the authorization.

   This provision does not apply if the Company receives notice of any of the above events before the opening of the General Meeting of Shareholders or before the meeting is reconvened.

Article 10. Quorum for a General Meeting of Shareholders

1. A General Meeting of Shareholders may proceed if the shareholders in attendance represent more than 50% of the total voting shares.
2. If the first meeting fails to meet the quorum under Clause 1 of this Article within thirty minutes of the scheduled opening time, a second meeting shall be convened within thirty (30) days of the date scheduled for the first meeting. The second convening of the General Meeting of Shareholders may proceed if the shareholders in attendance represent at least 33% of the total voting shares.
3. If the second meeting fails to meet the quorum under Clause 2 of this Article within thirty minutes of the scheduled opening time, the invitation to the third meeting shall be sent within twenty (20) days of the date scheduled for the second meeting. In this case, the General Meeting of Shareholders may proceed regardless of the total votes held by the shareholders in attendance.
4. Only the General Meeting of Shareholders may decide to change the meeting agenda sent with the meeting invitation in accordance with the Company's Charter.

Article 11. Methods of passing Resolutions of the General Meeting of Shareholders

1. The General Meeting of Shareholders shall make decisions within its authority by voting at a meeting or by seeking shareholders' written opinions.
2. Decisions on the following matters shall be passed by voting at a General Meeting of Shareholders:
   a. Approving the Company's development direction;
   b. Deciding the number of members of the Board of Directors and Board of Supervisors for each term; electing, relieving from office and removing members, electing additional members and replacing members of the Board of Directors and Board of Supervisors in accordance with the criteria and conditions prescribed by the Law on Credit Institutions and the Company's Charter;
   c. Reviewing and dealing with violations by the Board of Directors or Board of Supervisors that cause damage to shareholders and the Company;
   d. Deciding on the Company's division, separation, consolidation, merger, conversion of legal form or dissolution, or requesting that the Court commence bankruptcy proceedings in respect of the Company.

Article 12. Voting, vote counting and announcement of vote-counting results

1. Before a General Meeting of Shareholders opens, the Company shall register shareholders until all shareholders entitled to attend who are present have registered, in accordance with the following procedures:

a. Upon registration, the Company shall issue to each shareholder or authorized representative with voting rights a Voting Card specifying the registration number, the full name of the shareholder, the full name of the authorized representative and the number of votes held by that shareholder. The General Meeting of Shareholders shall discuss and vote on each item on the agenda. Votes shall be cast as for, against or no opinion. At the meeting, cards in favor of a resolution shall be collected first, followed by cards against it; the total votes for and against shall then be counted to determine the outcome. The Chairperson shall announce the total votes for, against or abstaining on each matter before closing the meeting. The General Meeting of Shareholders shall elect one or more persons to the Vote Counting Committee as proposed by the Chairperson. The number of members of the Vote Counting Committee shall be decided by the General Meeting of Shareholders based on the Chairperson's proposal;

b. A shareholder, an authorized representative of an organizational shareholder or a person authorized to attend who arrives after the meeting has opened may register immediately and participate and vote at the meeting upon registration. The Chairperson need not suspend the meeting to register latecomers, and the validity of matters already voted on shall be unaffected.

2. The election of the Chairperson, secretary and Vote Counting Committee shall be governed by the following:

a. The Chairman of the Board of Directors shall chair, or authorize a member of the Board of Directors to chair, General Meetings of Shareholders convened by the Board of Directors. If the Chairman is absent or temporarily unable to work, the remaining members of the Board of Directors shall elect one of themselves to chair the meeting by majority vote. If no Chairperson is elected, the Head of the Board of Supervisors shall conduct proceedings for the General Meeting of Shareholders to elect a Chairperson, and the person with the most votes shall chair the meeting;

b. Except in the case specified in Point a of this Clause, the signatory convening the General Meeting of Shareholders shall conduct proceedings for the General Meeting of Shareholders to elect its Chairperson, and the person with the most votes shall chair the meeting;

c. The Chairperson shall appoint one or more persons as secretaries to prepare the minutes of the General Meeting of Shareholders;

d. The General Meeting of Shareholders shall elect one or more persons to the Vote Counting Committee as proposed by the Chairperson of the meeting.

3. The meeting agenda and business shall be approved by the General Meeting of Shareholders at the opening session. The agenda shall clearly specify the detailed timing for the items on the agenda.
4. The Chairperson of the General Meeting of Shareholders may take necessary and reasonable measures to conduct an orderly meeting in accordance with the approved agenda and in a manner reflecting the wishes of the majority of attendees:
   a. Arrange seating at the venue of the General Meeting of Shareholders;
   b. Ensure the safety of everyone present at the meeting venues;
   c. Facilitate shareholders' attendance or continued attendance at the meeting. The convener of the General Meeting of Shareholders has full authority to alter the above measures and take any necessary measures. Such measures may include issuing admission passes or using other forms of selection.
5. The General Meeting of Shareholders shall discuss and vote on each item on the agenda. Votes shall be cast as for, against or no opinion. The Chairperson shall announce the vote-counting results immediately before closing the meeting.
6. A shareholder or person authorized to attend who arrives after the meeting has opened may still register and vote immediately upon registration. In such a case, the validity of the matters already voted on shall be unaffected.
7. The convener or Chairperson of the General Meeting of Shareholders may:
   a. Require all attendees to submit to screening or other reasonable, lawful security measures;
   b. Request that competent authorities maintain order at the meeting; remove from the General Meeting of Shareholders anyone who refuses to comply with the Chairperson's directions, deliberately disrupts order, obstructs the normal course of the meeting or fails to comply with security screening requirements.
8. The Chairperson may postpone a General Meeting of Shareholders for which a quorum of attendees has registered for no more than 03 working days from the scheduled opening date and may postpone the meeting or change its venue only in the following circumstances:
   a. The meeting venue does not have sufficient suitable seating for all attendees;
   b. The communications facilities at the venue do not allow attending shareholders to participate, discuss and vote;
   c. An attendee obstructs or disrupts the meeting in a manner that may prevent it from being conducted fairly and lawfully.
9. If the Chairperson postpones or suspends a General Meeting of Shareholders contrary to this Charter, the General Meeting of Shareholders shall elect another person from among

the attendees to replace the Chairperson and conduct the meeting until it closes; all resolutions passed at that meeting shall be effective.

Article 13. Requirements for passing Resolutions

1. Except as provided in Clauses 2, 3 and 4 of this Article, a decision of the General Meeting of Shareholders is passed if approved by shareholders representing more than 50% of the total votes of all shareholders attending the meeting, or more than 50% of the total votes of all shareholders if shareholders' written opinions are sought.
2. A decision on any of the following matters shall require approval by shareholders representing more than 65% of the total votes of all shareholders attending the meeting, or more than 65% of the total votes of all shareholders if shareholders' written opinions are sought:
   a. Approving a plan to change the amount of charter capital; approving a share offering plan, including the classes and number of new shares to be offered;
   b. Approving a decision on the Company's investment in, purchase or sale of fixed assets where the investment amount, expected purchase price or original cost in the case of a sale amounts to at least 20% of the Company's charter capital as recorded in its latest audited financial statements.
3. A decision concerning the Company's division, separation, consolidation, merger, conversion of legal form or dissolution, or a request that the Court commence bankruptcy proceedings in respect of the Company, shall require approval by shareholders representing more than 65% of the total votes of all shareholders attending the meeting.
4. Members of the Board of Directors and the Board of Supervisors shall be elected by cumulative voting, whereby each shareholder has a total number of votes equal to the total number of shares held multiplied by the number of members to be elected to the Board of Directors or the Board of Supervisors, and may cast all of their votes for one or more candidates. Successful candidates for the Board of Directors or the Board of Supervisors shall be determined in descending order of votes received, beginning with the candidate receiving the most votes, until the number of members approved by the General Meeting of Shareholders has been reached. If 02 or more candidates receive the same number of votes for the last seat on the Board of Directors or the Board of Supervisors, a further round of voting shall be held among the tied candidates.
5. Resolutions of the General Meeting of Shareholders passed by 100% of the total voting shares shall be lawful and effective even if the procedures for convening the meeting and passing those resolutions violate the Law on Enterprises and the Company's Charter.

Article 14. Procedure for opposing a Resolution of the General Meeting of Shareholders

1. A shareholder who votes against a Resolution on the reorganization of the Company or a change in shareholder rights or obligations under the Company's Charter may request that the Company repurchase their shares in accordance with the Company's Charter. The request shall be made in writing and shall specify the shareholder's name and address, the number of shares of each class, the proposed sale price and the reason for requesting the repurchase. The request shall be sent to the Company within 10 days of the date on which the General Meeting of Shareholders passed the Resolution.
2. The Company's repurchase of shares at a shareholder's request under Clause 1 of this Article shall be carried out in accordance with Article 132 of the Law on Enterprises.

Article 15. Preparation of minutes of a General Meeting of Shareholders

1. Minutes shall be taken at the General Meeting of Shareholders, and the meeting may also be audio-recorded or recorded and retained in another electronic form. The minutes shall be prepared in Vietnamese and may also be prepared in a foreign language; in the event of a dispute, the Vietnamese version shall be used. The minutes shall contain the following principal information:
   a. The name, registered office address and enterprise identification number;
   b. The time and venue of the General Meeting of Shareholders;
   c. The meeting agenda and business;
   d. The full names of the Chairperson and secretary;
   e. A summary of the proceedings and the views expressed at the General Meeting of Shareholders on each item on the agenda;
   f. The number of attendees who are shareholders and their total votes, and an appendix listing shareholders and shareholder representatives registered to attend, with their respective numbers of shares and votes;
   g. The total votes on each matter voted on, specifying the voting method, the total valid and invalid votes, the votes for, against and expressing no opinion, and the corresponding percentages of the total votes of shareholders attending the meeting;
   h. The matters approved and the corresponding percentages of votes in favor;
   i. The full names and signatures of the Chairperson and secretary. If the Chairperson and secretary refuse to sign the minutes, the minutes shall be valid if signed by all other members of the Board of Directors attending the meeting and if they contain all information required by this Clause. The minutes shall expressly state that the Chairperson and secretary refused to sign them.

2. The minutes of the General Meeting of Shareholders shall be completed and approved before the meeting closes. The Chairperson and secretary of the meeting or other signatories to the minutes shall be jointly responsible for their truthfulness and accuracy.

Article 16. Disclosure of Resolutions of a General Meeting of Shareholders

1. The Resolutions and minutes of the General Meeting of Shareholders, the appendix listing shareholders registered to attend together with their signatures, written authorizations to attend, all attachments to the minutes (if any) and the relevant documents enclosed with the meeting invitation shall be disclosed in accordance with securities market disclosure laws and retained at the Company's registered office.
2. Within 15 days after the General Meeting of Shareholders ends, the Company shall send the State Bank of Vietnam all resolutions and decisions passed by the General Meeting of Shareholders;
3. A Resolution of the General Meeting of Shareholders shall be notified to the shareholders entitled to attend the General Meeting of Shareholders within 15 days of its passage. If the Company has a website, posting the Resolution on the Company's website may substitute for sending it.

Section 3. Procedures for passing Resolutions of the General Meeting of Shareholders by solicitation of shareholders' written opinions

Article 17. Circumstances in which shareholders' written opinions may be sought

The Board of Directors may seek shareholders' written opinions to pass a Resolution of the General Meeting of Shareholders whenever it considers this necessary in the interests of the Company, except for the matters required to be passed by voting at a General Meeting of Shareholders under Clause 2, Article 11 of these Regulations.

Article 18. Procedures for passing Resolutions of the General Meeting of Shareholders by solicitation of shareholders' written opinions

The procedures for seeking shareholders' written opinions to pass a Resolution of the General Meeting of Shareholders are as follows:

1. The Board of Directors shall prepare the Ballot for the Solicitation of Shareholders' Written Opinions (the "Ballot"), the draft Resolution of the General Meeting of Shareholders and explanatory documents for the draft Resolution and send them to all shareholders with voting rights no later than 10 days before the deadline for returning the Ballot. The requirements and methods for sending the Ballot and accompanying documents shall comply with Clause 2, Article 7 of these Regulations.
2. The Ballot shall contain the following principal information:
   a. The name, registered office address and enterprise identification number;

b. The purpose of seeking written opinions;

c. The full name, contact address, nationality and personal legal document number of an individual shareholder; the name, enterprise identification number or organizational legal document number, and registered office address of an organizational shareholder or the full name, contact address, nationality and personal legal document number of the representative of an organizational shareholder; and the number of shares of each class held and the number of votes of the shareholder;

d. The matter on which written opinions are sought in order to pass a decision;

e. The voting options of for, against and no opinion;

f. The deadline for returning the completed Ballot to the Company;

g. The full name and signature of the Chairman of the Board of Directors.

3. Shareholders may return the completed Ballot to the Company by mail, fax or email, subject to the following:

a. If mailed, the completed Ballot shall bear the signature of the individual shareholder or the authorized representative or legal representative of the organizational shareholder. The Ballot returned to the Company shall be placed in a sealed envelope and no person may open it before the votes are counted;

b. If sent by fax or email, the Ballot returned to the Company shall be kept confidential until the votes are counted;

c. Ballots returned to the Company after the deadline specified in the Ballot, opened prematurely if mailed, or disclosed prematurely if sent by fax or email shall be invalid. Ballots not returned shall be treated as votes not cast.

4. The Board of Directors shall count the votes and prepare the Minutes of Vote Counting for the Solicitation of Shareholders' Written Opinions in the presence of the Board of Supervisors or a shareholder who does not hold a managerial position in the Company. The vote-counting minutes shall contain the following principal information:

a. The Company's name, registered office address and enterprise identification number;

b. The purpose of seeking written opinions and the matters on which written opinions are sought in order to pass the resolution;

c. The number of shareholders who voted and the total number of votes cast, distinguishing between valid and invalid votes, the method of submitting votes, and an appendix listing the shareholders who voted;

d. The total votes for, against and expressing no opinion on each matter;

e. The matters approved and the corresponding voting percentages;

f. The full names and signatures of the Chairman of the Board of Directors, the vote counter and the person supervising the vote count.

5. The members of the Board of Directors, the vote counter and the person supervising the vote count shall be jointly responsible for the truthfulness and accuracy of the vote-counting minutes and jointly liable for damage arising from decisions passed as a result of dishonest or inaccurate vote counting;
6. The minutes recording the vote-counting results and the resolution shall be sent to the shareholders and the provincial or municipal branch of the State Bank of Vietnam within fifteen (15) days of completion of the vote count. Posting the vote-counting minutes and the resolution on the Company's website within 24 hours of completion of the vote count may substitute for sending them to shareholders.
7. The completed Ballots, vote-counting minutes, full text of the resolution passed and relevant documents sent with the Ballots shall all be retained at the Company's registered office.
8. A resolution passed by seeking shareholders' written opinions shall have the same effect as a resolution passed at a General Meeting of Shareholders.

Section 4. Procedures for holding a General Meeting of Shareholders and passing Resolutions at a virtual or hybrid meeting

Article 19. Procedures for holding a virtual or hybrid General Meeting of Shareholders

1. Depending on the circumstances, the Board of Directors shall decide whether to convene a General Meeting of Shareholders as a virtual meeting or a hybrid meeting.
2. The procedures for holding a virtual or hybrid General Meeting of Shareholders shall comply with the Regulations on the Organization of the General Meeting of Shareholders applicable from time to time.

CHAPTER III: BOARD OF DIRECTORS

Section 1. Role, rights and obligations of the Board of Directors and responsibilities of members of the Board of Directors

Article 20. Role, rights and obligations of the Board of Directors and responsibilities of members of the Board of Directors

1. Role of the Board of Directors: The Board of Directors is the governing body of the Company and has full authority to act on the Company's behalf in deciding on and exercising its rights and performing its obligations, except for matters within the authority of the General Meeting of Shareholders.
2. Rights, obligations and responsibilities of the Board of Directors: The rights and obligations of the Board of Directors shall be governed by the Company's Charter, the Regulations on the Organization and Operation of the Board of Directors and the Company's internal regulations.

Article 21. Right of members of the Board of Directors to obtain information

1. A member of the Board of Directors may require the Chief Executive Officer, a Deputy Chief Executive Officer or another Manager of the Company to provide information and documents on the financial position and business operations of the Company and its units.
2. A Manager to whom such a request is made shall provide full and accurate information and documents as requested by the member of the Board of Directors in a timely manner.

Section 2. Nomination, self-nomination, election, relief from office and removal of members of the Board of Directors

Article 22. Term of office and number of members of the Board of Directors

1. The Board of Directors shall have no fewer than 05 (five) and no more than 11 (eleven) members. The exact number of members of the Board of Directors for each term shall be decided by the General Meeting of Shareholders. The Board of Directors shall have at least 02 independent members; independent and non-executive members shall together account for 2/3 of the total membership.
2. The term of office of a member of the Board of Directors shall not exceed 05 years. A member's term shall coincide with the term of the Board of Directors. An additional or replacement member shall serve for the remainder of the term of the Board of Directors. The outgoing Board of Directors shall continue to operate until the incoming Board of Directors takes over.
3. An individual and their affiliated persons, or representatives of the capital contribution of one organizational shareholder and their affiliated persons, may serve on the Board of Directors, but may hold no more than 02 seats on the Board of Directors, except in the case of representatives of the State's capital contribution or a mandatory transferee.
4. If the membership of the Board of Directors falls below the minimum number specified in Clause 1 of this Article, the Board of Directors shall convene a General Meeting of Shareholders within 90 (ninety) days from the date the membership falls below the minimum to elect additional members and restore the minimum membership. If the Company is a credit institution under special control, the State Bank of Vietnam shall decide based on the circumstances of the credit institution under special control.
5. A member of the Board of Directors ceases to hold that status upon automatic disqualification, relief from office, removal, replacement, suspension or temporary suspension in accordance with the Company's Charter and the Law on Credit Institutions.
6. Appointment of members of the Board of Directors shall be disclosed in accordance with the laws on securities and the securities market.
7. A member of the Board of Directors need not be a shareholder of the Company.

8. If the Company's Board of Directors was elected before the effective date of the Law on Credit Institutions (01/7/2024) and does not meet the requirements of Clauses 1 and 3 of this Article, it may continue to operate until the end of its term.

Article 23. Composition, criteria and conditions for members of the Board of Directors

1. The Board of Directors consists of one (01) Chairman and several members, who perform the duties assigned by the Board of Directors in accordance with the relevant provisions of the Company's Charter and applicable laws.
2. Criteria and conditions for members of the Board of Directors
   a. A member of the Board of Directors shall meet all of the following criteria and conditions:
      (i) Not fall into any category of persons prohibited from holding the position under the Company's Charter;
      (ii) Meet the professional ethics requirements prescribed by the Governor of the State Bank of Vietnam;
      (iii) Hold a university degree or higher;
      (iv) Satisfy one of the following conditions: (i) at least 03 years of experience as a manager or executive of a credit institution; (ii) at least 05 years of experience as a manager of an enterprise operating in finance, accounting or auditing, or of another enterprise with equity at least equal to the statutory capital required for the relevant type of credit institution; (iii) at least 05 years of direct work experience in an operational unit of a credit institution or foreign bank branch; or (iv) at least 05 years of direct work experience in a finance, banking, accounting or auditing unit.
   b. An independent member of the Board of Directors shall satisfy the criteria and conditions prescribed in Point a, Clause 2 of this Article as well as the following:
      (i) Not currently work for the Company or a subsidiary of the Company and not have worked for either in the immediately preceding 03 years;
      (ii) Not receive a regular salary or remuneration from the Company other than remuneration payable to members of the Board of Directors;
      (iii) Not have a spouse, parent, child, sibling or spouse of any of those persons who is a major shareholder, a Manager or a member of the Board of Supervisors of the Company or a subsidiary of the Company;
      (iv) Not represent any shareholding in the Company and not, together with affiliated persons, directly or indirectly hold 1% or more of the Company's charter capital or voting share capital;

(v) Not have been a Manager or served on the Board of Supervisors of the Company at any time in the immediately preceding 05 years.

(vi) Meet other criteria and conditions prescribed by other relevant provisions of law and the Company's Charter.

c. An independent member of the BOD shall notify the BOD when they cease to meet all the criteria and conditions in Point b, Clause 2 of this Article and shall automatically cease to be an independent member of the BOD from the date on which they no longer meet those criteria and conditions. The BOD shall report that the independent member no longer meets the criteria and conditions at the next GMS or convene a GMS to elect an additional or replacement independent member of the BOD within the period specified in the Company's Charter.

Article 24. Introduction, nomination and self-nomination of candidates for the Board of Directors

1. If candidates for the Board of Directors have been identified, the Company shall disclose information about them on the Company's website at least 10 days before the opening date of the General Meeting of Shareholders so that shareholders can learn about them before voting. Candidates shall give a written undertaking as to the truthfulness and accuracy of the personal information disclosed and undertake to perform their duties honestly, prudently and in the best interests of the Company if elected to the Board of Directors. The information to be disclosed on candidates shall include:
   a. Full name and date of birth;
   b. Educational and professional qualifications;
   c. Employment history;
   d. Other managerial positions (including a position on another company's Board of Directors);
   e. Interests relating to the Company and its related parties;
   f. Other information, if any, required by the Company's Charter and applicable laws;
   g. An assessment report on the candidate's contributions to the Company if the candidate is currently a member of the Company's Board of Directors;
   h. The full name of the shareholder or the names of the group of shareholders nominating the candidate, if any;
   i. The public company shall disclose information on companies in which each candidate serves as a member of the Board of Directors or holds another managerial position, and on any interests of the candidate relating to the Company.
2. The proposed list of individuals to be elected or appointed as members of the Company's Board of Directors shall be approved in writing by the State Bank of Vietnam before their

election or appointment. Individuals elected or appointed to the Board of Directors shall be on the list approved by the State Bank of Vietnam.

3. The Company shall notify the State Bank of Vietnam of the list of individuals elected or appointed as members of the Board of Directors within 10 days of their election or appointment.
4. If shareholders or groups of shareholders nominate fewer candidates than they are entitled to nominate, the total number of candidates nominated by shareholders or groups of shareholders is insufficient for the positions to be filled, or the remaining candidates do not satisfy the required criteria and conditions, the Board of Directors shall nominate the remaining candidates in accordance with the Company's Charter, the Company's Internal Corporate Governance Regulations and the Regulations on the Operation of the Board of Directors. The incumbent Board of Directors' introduction of additional candidates shall be clearly disclosed before the General Meeting of Shareholders votes to elect members of the Board of Directors in accordance with law.
5. Members of the Board of Directors shall satisfy the criteria and conditions prescribed by the Law on Credit Institutions, the Company's Charter and these Regulations.

Article 25. Election of members of the Board of Directors

1. Shareholders holding voting shares may pool their voting rights to nominate candidates for the Board of Directors. A shareholder or group of shareholders holding from 5% to less than 20% of the total voting shares may nominate one (01) candidate; from 20% to less than 30%, up to two (02) candidates; from 30% to less than 40%, up to three (03) candidates; from 40% to less than 50%, up to four (04) candidates; from 50% to less than 60%, up to five (05) candidates; from 60% to less than 70%, up to six (06) candidates; from 70% to 80%, up to seven (07) candidates; and from 80% to less than 90%, up to eight (08) candidates.
2. If the Board of Directors elects its Chairman, the first meeting of that term of the Board of Directors to elect the Chairman and make other decisions within its authority shall be held within seven (07) working days of completion of the election of the Board of Directors for that term. The meeting shall be convened and chaired by the member who received the most votes. If two or more members are tied for the highest number of votes, those members shall elect one of themselves by majority vote to convene the meeting of the Board of Directors.

Article 26. Automatic disqualification, relief from office, removal and addition of the Chairman and members of the Board of Directors

1. Cases of automatic disqualification, relief from office, removal and addition of the Chairman and members of the Board of Directors shall be governed by the Regulations on the Organization and Operation of the Board of Directors and the Company's Charter.
2. Notification of election, automatic disqualification, relief from office or removal of members of the Board of Directors shall comply with applicable disclosure laws.

Section 3. Remuneration, bonuses and other benefits of members of the Board of Directors

Article 27. Remuneration, bonuses and other benefits of members of the Board of Directors

1. The Company shall pay remuneration and bonuses to members of the Board of Directors based on business results and performance.
2. The aggregate amount of remuneration, bonuses and other benefits and the annual operating budget for members of the Board of Directors shall be decided by the General Meeting of Shareholders.
3. Members of the Board of Directors shall be entitled to remuneration for their work and bonuses. Remuneration shall be calculated based on the number of working days required for a member of the Board of Directors to perform their duties and the daily rate. The Board of Directors shall estimate each member's remuneration by unanimous agreement.
4. The remuneration of each member of the Board of Directors shall be included in the Company's business expenses in accordance with corporate income tax laws, shown as a separate item in the Company's annual financial statements, and reported to the General Meeting of Shareholders at its annual meeting.
5. A member of the Board of Directors who holds an executive position, serves on a committee of the Board of Directors or performs other work outside the usual duties of a member of the Board of Directors may receive additional remuneration in the form of a lump sum per assignment, salary, commission, a percentage of profits or another form determined by the Board of Directors in accordance with a decision of the General Meeting of Shareholders.
6. Members of the Board of Directors shall be reimbursed for all travel, meals, accommodation and other reasonable expenses they incur in performing their duties as members of the Board of Directors, including expenses incurred in attending meetings of the General Meeting of Shareholders, the Board of Directors or its subcommittees.
7. The Company may purchase liability insurance for members of the Board of Directors with the approval of the General Meeting of Shareholders. The insurance shall not cover

liabilities of members of the Board of Directors arising from violations of law or the Company's Charter.

8. The allocation and use of the operating budget and the remuneration, bonuses and benefits of the Chairman and members of the BOD shall comply with the internal regulations issued by the BOD from time to time.

Section 4. Procedures for holding meetings of the Board of Directors

Article 28. Meetings of the Board of Directors

1. The Chairman of the Board of Directors shall be elected at the first meeting of the Board of Directors, which shall be held within seven (07) working days of completion of the election of that Board of Directors. The meeting shall be convened and chaired by the member who received the most votes. If two or more members are tied for the highest number of votes, those members shall elect 01 (one) of themselves by majority vote to convene the meeting of the Board of Directors.
2. The Board of Directors shall meet at least 01 time each quarter and may hold extraordinary meetings.
3. The Chairman of the Board of Directors shall convene a meeting of the Board of Directors at the request of:
   a. The Board of Supervisors or an independent member of the Board of Directors;
   b. The Chief Executive Officer or at least 05 other Managers;
   c. At least 02 members of the Board of Directors.
   d. Other circumstances prescribed by the Company's Charter.
4. The above request shall be made in writing and shall clearly specify its purpose and the matters requiring discussion and decision within the authority of the Board of Directors.
5. The Chairman of the Board of Directors shall convene and hold an extraordinary meeting of the Board of Directors within seven (07) working days of receiving a request under Clause 3 of this Article. If the Chairman fails to convene the meeting as requested, the Chairman shall be liable for any resulting damage to the Company; the requesting party may convene the meeting of the Board of Directors in place of the Chairman.
6. The Chairman of the Board of Directors or the meeting convener shall send the meeting invitation no later than 03 working days before the meeting date. The meeting invitation shall specify the time and venue, the agenda and the matters for discussion and decision.
7. The invitation to a meeting of the Board of Directors may be sent by written invitation, telephone, fax or electronic means and shall reach each member's contact address registered with the Company. The invitation shall be accompanied by the documents to be used at the meeting and by Voting Ballots if written opinions are sought.

8. The Chairman of the Board of Directors or the convener shall send the meeting invitation and accompanying documents to members of the Board of Supervisors in the same manner as to members of the Board of Directors.
9. Members of the Board of Supervisors may attend meetings of the Board of Directors and participate in discussions but may not vote.
10. A meeting of the Board of Directors may proceed if at least three-quarters (3/4) of all members attend. If a meeting convened under this Clause lacks the requisite number of members, a second meeting shall be convened within 07 days of the date scheduled for the first meeting. In this case, the meeting may proceed if more than half of the members of the Board of Directors attend.
11. A member of the Board of Directors shall be deemed to have attended and voted at the meeting in any of the following cases:
    a. Attending and voting in person at the meeting;
    b. Authorizing another person to attend and vote in accordance with Clauses 12 and 13 of this Article;
    c. Attending and voting by virtual conference, electronic voting or another electronic method;
    d. Sending a Voting Ballot to the meeting by mail, fax or email;
    e. Sending a Voting Ballot by another method prescribed by the Company's Charter.
12. If a Voting Ballot is sent to the meeting by mail, it shall be placed in a sealed envelope and delivered to the Chairman of the Board of Directors no later than 01 hour before the opening of the meeting. The Voting Ballot may be opened only in the presence of all attendees.
13. Members shall attend all meetings of the Board of Directors. A member may authorize another person to attend and vote if approved by a majority of the members of the Board of Directors in accordance with Article 72 of the Law on Credit Institutions.
14. A resolution or decision of the Board of Directors shall be passed if approved by a majority of the members in attendance; if the votes are tied, the Chairman of the Board of Directors shall have the casting vote.
15. Where necessary, the Chairman of the BOD or the meeting convener may invite additional members to attend a meeting of the BOD to consider and address matters requiring specialist expertise.
16. Meetings of the Board of Directors may be held at the Company's registered office or another venue specified by the Board of Directors. A meeting of the Board of Directors may be held in person, online, by another electronic method or in any other lawful form.

Section 5. Committees and subcommittees of the Board of Directors

Article 29. Establishment of committees and subcommittees of the Board of Directors

1. The Board of Directors shall establish committees to assist it in performing its duties and exercising its powers, including a Risk Management Committee and a Human Resources Committee.
2. The Board of Directors shall determine the duties and powers of these 02 committees in accordance with the regulations of the Governor of the State Bank of Vietnam. Within 10 days after issuance, the Company shall send these internal regulations to the State Bank of Vietnam (the Banking Supervision Agency).
3. The Board of Directors may establish subcommittees to assist it. The functions and duties of the supporting body shall be determined by the Board of Directors.

Section 6. Selection, appointment and relief from office of the Person in Charge of Corporate Governance

Article 30. Selection, appointment and relief from office of the Person in Charge of Corporate Governance

1. Criteria and conditions for serving as the Person in Charge of Corporate Governance:
   The Person in Charge of Corporate Governance shall meet all of the following criteria and conditions:
   a. Not concurrently work for the independent audit firm auditing the Company's financial statements;
   b. Meet other criteria and conditions, if any, prescribed by law, the Company's Charter and decisions of the Board of Directors.
2. The Board of Directors shall appoint at least one (01) Person in Charge of Corporate Governance to support the effective conduct of the Company's corporate governance activities. The Board of Directors shall determine the term of office of the Person in Charge of Corporate Governance.
3. The Board of Directors may remove the Person in Charge of Corporate Governance when necessary, provided that the removal does not violate applicable labor laws. The Person in Charge of Corporate Governance may concurrently serve as Company Secretary in accordance with Clause 5, Article 156 of the Law on Enterprises.
4. The Person in Charge of Corporate Governance has the following rights and obligations:
   a. Advise the Board of Directors on organizing General Meetings of Shareholders in accordance with applicable rules and on matters between the Company and its shareholders;

b. Prepare meetings of the Board of Directors, the Board of Supervisors and the General Meeting of Shareholders as requested by the Board of Directors or the Board of Supervisors;
c. Advise on meeting procedures;
d. Attend meetings;
e. Advise on the procedures for preparing resolutions of the Board of Directors in accordance with law;
f. Provide financial information, copies of minutes of meetings of the Board of Directors and other information to members of the Board of Directors and the Board of Supervisors;
g. Monitor the Company's disclosure activities and report on them to the Board of Directors;
h. Act as the point of contact for stakeholders;
i. Maintain the confidentiality of information in accordance with law and the Company's Charter;
j. Exercise other rights and perform other obligations prescribed by law and the Company's Charter.

CHAPTER IV: CHIEF EXECUTIVE OFFICER AND OTHER EXECUTIVES

Article 31. Criteria and conditions for serving as an Executive

1. The Chief Executive Officer shall meet all of the following criteria and conditions:
   a. Not fall into any category of persons prohibited from holding the position under the Company's Charter;
   b. Meet the professional ethics requirements prescribed by the Governor of the State Bank of Vietnam;
   c. Hold a university degree or higher in finance, banking, economics, business administration, law, accounting or auditing;
   d. Satisfy one of the following conditions:
      (i) Have at least 05 years of experience as an Executive of a credit institution; or
      (ii) Have at least 05 years of experience as a Chief Executive Officer (Director) or Deputy Chief Executive Officer (Deputy Director) of an enterprise with equity at least equal to the statutory capital required for the relevant type of credit institution, and at least 05 years of direct work experience in finance, banking, accounting or auditing; or
      (iii) Have at least 10 years of direct work experience in finance, banking, accounting or auditing;
   e. Reside in Vietnam while in office.

2. Deputy Chief Executive Officers, the Chief Accountant, Branch Directors and Chief Executive Officers (Directors) of subsidiaries shall meet all of the following criteria and conditions:
   a. Not fall into any category of persons prohibited from holding the position under the Company's Charter;
   b. Satisfy either of the following conditions: (i) Hold a university degree or higher in finance, banking, economics, business administration, law, accounting, auditing or another discipline within their prospective area of responsibility; or (ii) Hold a university degree or higher in a discipline other than those listed above and have at least 03 years of direct work experience in banking, finance or their prospective area of responsibility;
   c. Reside in Vietnam while in office;
   d. The Chief Accountant shall also meet the criteria and conditions prescribed by accounting laws.

Article 32. Roles, responsibilities, rights and obligations of the Chief Executive Officer and other Executives

1. Roles, responsibilities, rights and obligations of the Chief Executive Officer:
   a. Decide matters relating to the Company's day-to-day business operations that fall within the Chief Executive Officer's authority;
   b. Organize the implementation of resolutions and decisions of the General Meeting of Shareholders and the Board of Directors;
   c. Enter into contracts and other transactions on behalf of the Company in accordance with the relevant authorization, the Charter and the Company's internal regulations. The execution of contracts, transactions and documents on behalf of the Company must comply with the authority attached to the position, the applicable delegation of authority and the scope of the authorization granted by the Legal Representative. An authorization or appointment as representative does not transfer authority to approve the terms of a transaction if the Charter or internal regulations confer that authority on another person or body;
   d. Organize the implementation of the Company's business plans and investment plans;
   e. Recommend and propose the Company's management structure for decision by the Board of Directors or the General Meeting of Shareholders within their respective authority;
   f. Recommend internal management regulations for the Company;

g. Appoint, relieve from office and remove holders of management and executive positions in the Company, except for positions within the authority of the General Meeting of Shareholders or the Board of Directors;

h. Decide salaries, bonuses and other benefits for the Company's employees, including managers whom the Chief Executive Officer is authorized to appoint;

i. Recruit employees;

j. Recommend plans for the use of profits, payment of dividends or treatment of business losses;

k. Establish and maintain an effective internal control system;

l. Prepare the financial statements and submit them to the Board of Directors for approval or report them to the competent authority for approval. Be responsible for the accuracy and truthfulness of the financial statements, statistical reports, final accounts and other financial information;

m. Issue, within the Chief Executive Officer's authority, internal regulations and operational processes and procedures for the operation of the business management and management information systems;

n. Report the Company's operations and business results to the Board of Directors, the Board of Supervisors, the General Meeting of Shareholders and competent state authorities;

o. Decide to take measures beyond the Chief Executive Officer's authority in the event of a natural disaster, hostilities, fire or other incident, take responsibility for that decision and promptly report it to the Board of Directors;

p. Request that the Board of Directors convene an extraordinary meeting;

q. Establish a mechanism to monitor and report on the implementation of GMS and BOD resolutions and decisions; report periodically or on an ad hoc basis to the BOD or its Chairman on business performance, finances, risks, compliance, material transactions and incidents that could materially affect the Company's operations or reputation;

r. Perform other duties and exercise other powers in accordance with the law, the Company's Charter and its internal regulations.

2. Roles, responsibilities, rights and obligations of other Executives:

a. Other Executives of the Company are responsible for assisting the Company in achieving its operational and organizational objectives.

b. The duties and powers of Executives are governed by the law, the Company's Charter and its internal regulations.

Article 33. Appointment, automatic disqualification, relief from office, removal, and execution and termination of contracts with the Chief Executive Officer and other Executives

1. Appointment, automatic disqualification, relief from office, removal, and execution and termination of the contract with the Chief Executive Officer:
   a. The Board of Directors shall appoint one (01) of its members or hire another person to serve as Chief Executive Officer.
   b. The Board of Directors shall decide on the appointment, relief from office and removal of the Chief Executive Officer. The sequence, procedures and documentation for appointment, relief from office and removal of the Chief Executive Officer shall comply with the regulations of the State Bank of Vietnam. The Chief Executive Officer may concurrently serve as a member of the Board of Directors and shall be appointed or removed by the Board of Directors by a duly adopted resolution.
   c. The Chief Executive Officer manages the Company's day-to-day business operations, is subject to the oversight of the Board of Directors, and is accountable to the Board of Directors and under the law for the exercise of assigned rights and the performance of assigned obligations.
   d. The term of office of the Chief Executive Officer shall not exceed five (05) years. The Chief Executive Officer may be reappointed for an unlimited number of terms and must meet the criteria and conditions stipulated by law and the Company's Charter.
   e. The circumstances in which the Chief Executive Officer automatically ceases to hold office or is relieved from office or removed are governed by the law and the Company's Charter.
   f. The Board of Directors may relieve the Chief Executive Officer from office and appoint a replacement if a majority of the members of the Board of Directors attending the meeting and entitled to vote are in favor (in which case the Chief Executive Officer's vote is not counted).
   g. The employment contract with the Chief Executive Officer shall be executed and terminated in accordance with the law and the Company's internal regulations in effect from time to time.
2. Appointment, relief from office, and execution and termination of contracts with other Executives
   The appointment and relief from office of other Executives, and the execution of their employment contracts, shall comply with the law, the Charter and the Company's internal regulations.
3. Within its authority, the BOD shall determine the salaries, bonuses and other benefits of Executives or issue principles and methods for determining such compensation. At a minimum,

it shall take into account the position and scope of responsibility, the extent to which duties and targets are fulfilled, business results and efficiency, and the implementation of BOD resolutions. Compensation must not encourage excessive risk-taking and must be consistent with the policy approved by the competent authority.

CHAPTER V: BOARD OF SUPERVISORS

Article 34. Role, rights and obligations of the Board of Supervisors and responsibilities of its members

1. Role of the Board of Supervisors:

   The Company's Board of Supervisors is elected by the General Meeting of Shareholders to perform the duties and exercise the powers prescribed by the Law on Credit Institutions, the Company's Charter and these Regulations. It is accountable to the General Meeting of Shareholders for the performance of its assigned duties and the exercise of its assigned powers.

2. Rights and obligations of the Board of Supervisors:

   a. Issue internal regulations of the Board of Supervisors; review annually its internal regulations and the Company's internal regulations on accounting and reporting.

   b. Supervise the Company's governance and management with respect to compliance with the law, internal regulations, the Charter, and resolutions and decisions of the General Meeting of Shareholders and the Board of Directors.

   c. Organize the performance of internal audits; access and receive complete, accurate and timely information and documents concerning the Company's governance and management; use the Company's resources to perform assigned duties and exercise assigned powers; and retain experts, independent advisers and external organizations to carry out its duties, while remaining responsible for the performance of those duties.

   d. Monitor the Company's financial position and review its financial statements for the first six (06) months and for the full year; report the results of such reviews to the General Meeting of Shareholders; and assess the reasonableness, lawfulness, truthfulness and level of due care in accounting, statistical work and financial reporting. The Board of Supervisors may consult the Board of Directors before submitting its reports and recommendations to the General Meeting of Shareholders.

   e. Supervise the approval and implementation of investment projects, purchases and sales of fixed assets, and other contracts and transactions of the Company that fall within the decision-making authority of the General Meeting of Shareholders or the Board of Directors. Prepare and submit an annual report on the results of such supervision to the General Meeting of Shareholders.

f. Review contracts and transactions with affiliated persons that are subject to BOD or GMS approval and make recommendations on compliance with approval authority and procedures, information disclosure or provision obligations, and management of conflicts of interest under the law, the Charter and internal regulations.

g. Monitor compliance with the restrictions in Chapter VII of the Law on Credit Institutions intended to ensure the safety of the Company's operations.

h. Inspect accounting books, other documents, and the Company's management and operations whenever deemed necessary or in the following cases:

(i) Pursuant to a resolution or decision of the General Meeting of Shareholders;

(ii) At the request of the State Bank of Vietnam, a major shareholder or a group of major shareholders in accordance with the law. The inspection shall be conducted within seven (07) working days of receipt of the request. Within fifteen (15) days of completing the inspection, the Board of Supervisors shall report on and explain the matters inspected to the requesting organization or individual. An inspection under this clause must not impede the Company's normal operations or disrupt the management of its business operations.

i. Examine the reasonableness, lawfulness, truthfulness and level of due care in the management and conduct of business operations, and the systematic nature, consistency and appropriateness of accounting, statistical work and financial reporting;

j. Promptly notify the General Meeting of Shareholders and the Board of Directors upon discovering that a Manager or Executive of the Company has violated the law, the Charter, the Company's internal regulations, or a resolution or decision of the General Meeting of Shareholders or the Board of Directors; require the violator to cease the violation immediately and take measures to remedy its consequences, if any.

k. Prepare a list of (i) founding shareholders, within five (05) years of the date they became founding shareholders, (ii) shareholders holding at least one percent (01%) of charter capital, and (iii) affiliated persons of members of the Board of Directors, members of the Board of Supervisors, the Company's Chief Executive Officer, and shareholders holding at least one percent (01%) of charter capital; maintain the list and keep it up to date.

l. Appoint, relieve from office, discipline and suspend holders of positions in the Internal Audit Department, and determine their salaries and other benefits.

m. Promptly report to the State Bank of Vietnam violations of Points 2.f, 2.i and 2.t of this Article and violations concerning shareholding limits and affiliated persons under the Law on Credit Institutions.

n. Review, inspect and evaluate the effectiveness and efficiency of the Company's internal control, internal audit, risk management and early warning systems;

o. Recommend to the Board of Directors or the General Meeting of Shareholders measures to amend, supplement or improve the organizational structure for managing, supervising and conducting the Company's business operations;

p. Attend and participate in discussions at meetings of the General Meeting of Shareholders, the Board of Directors and other Company meetings;

q. The Board of Supervisors may consult the Board of Directors before submitting its reports, conclusions and recommendations to the General Meeting of Shareholders;

r. Propose and recommend that the General Meeting of Shareholders approve the list of approved audit firms eligible to audit the Company's Financial Statements; select an approved audit firm to examine the Company's operations and dismiss an approved auditor when deemed necessary;

s. Ensure coordination with the Board of Directors, the Chief Executive Officer and the shareholders;

t. Request that the Board of Directors convene an extraordinary meeting of the Board of Directors or an Extraordinary General Meeting of Shareholders in accordance with the Law on Credit Institutions and the Company's Charter. Convene a meeting of the General Meeting of Shareholders in place of the Board of Directors within thirty (30) days if the Board of Directors fails to do so pursuant to Clause 3, Article 140 of the Law on Enterprises.

u. Convene an Extraordinary General Meeting of Shareholders if the Board of Directors makes a decision that seriously violates the Law on Credit Institutions or exceeds its assigned authority, or in other cases provided for in the Company's Charter;

v. Witness the counting of votes and preparation of minutes of the vote count by the Board of Directors, at its request, in the event of a Solicitation of Shareholders' Written Opinions to adopt a resolution of the General Meeting of Shareholders;

w. The Head of the Board of Supervisors shall preside over the election of the Chairperson of the meeting by the General Meeting of Shareholders if the Chairman is absent or temporarily unable to perform his or her duties and the remaining members of the Board of Directors fail to elect a Chairperson. In that case, the person receiving the highest number of votes shall be the Chairperson of the meeting.

x. Exercise other rights and perform other obligations under the Company's Charter, resolutions of the General Meeting of Shareholders and applicable law.

4. Rights and obligations of the Head of the Board of Supervisors:

a. Convene and chair meetings of the Board of Supervisors;

b. Organize the performance of the duties and exercise of the powers of the Board of Supervisors under these Regulations and the Company's Charter, and take responsibility for the exercise of his or her rights and the performance of his or her obligations;
c. Sign documents within the authority of the Board of Supervisors on its behalf;
d. On behalf of the Board of Supervisors, convene an Extraordinary General Meeting of Shareholders or request that the Board of Directors convene an extraordinary meeting in accordance with this Charter and applicable law;
e. Attend meetings of the Board of Directors and have the right to state opinions without the right to vote;
f. Require any opinion that differs from a resolution or decision of the Board of Directors to be recorded in the minutes of its meeting and report such opinion to the General Meeting of Shareholders;
g. Prepare work plans and assign specific duties to members of the Board of Supervisors;
h. Ensure that members of the Board of Supervisors receive complete, objective and accurate information and have sufficient time to discuss matters to be considered by the Board of Supervisors;
i. Supervise and direct the performance of assigned duties and the exercise of the rights and performance of the obligations of members of the Board of Supervisors;
j. May authorize only another member of the Board of Supervisors to exercise the rights and perform the obligations of the Head of the Board of Supervisors during any absence or inability to perform duties;
k. Exercise other rights and perform other obligations under the Company's Charter and the law.

5. Members of the Board of Supervisors have the following rights and obligations:
a. Elect, relieve from office or remove the Head of the Board of Supervisors;
b. Supervise business operations and examine accounting books, assets, financial statements, reports and financial year-end accounts, and recommend corrective measures;
c. Require Managers to report on and explain the financial position and business results of subsidiaries, plans, projects, development investment programs and other decisions in the management and operation of the Company;
d. Require the Company's Managers, Executives, officers and employees to provide data and explain business operations so that members can perform their assigned duties;
e. Report unusual financial activities of the Company to the Head of the Board of Supervisors and take personal responsibility for their assessments and conclusions;

f. Attend meetings of the Board of Directors, state opinions and make recommendations, but not vote. If a member disagrees with a decision of the Board of Directors, that member may request that the opinion be recorded in the minutes and report it to the Head of the Board of Supervisors;

g. Comply with the law, the Company's Charter and the internal regulations of the Board of Supervisors; perform duties assigned by the Head of the Board of Supervisors so that the Board of Supervisors can carry out its duties and exercise its powers honestly, prudently and in the Company's interests; and take responsibility for the exercise of their rights and the performance of their obligations;

h. Request that the Head of the Board of Supervisors convene an extraordinary meeting of the Board of Supervisors;

i. Attend meetings of the Board of Supervisors and discuss and vote on matters within its duties and powers, except matters in which the member has a conflict of interest;

j. Exercise other rights and perform other duties in accordance with the law and this Charter.

Article 35. Term of office, number, composition, structure, criteria and conditions for members of the Board of Supervisors

1. Term of office, number, composition and structure of the Board of Supervisors:

a. The Company's Board of Supervisors shall have between three (03) and five (05) members, with the exact number determined by vote of the General Meeting of Shareholders.

b. The term of office of the Board of Supervisors is five (05) years. Members of the Board of Supervisors serve a term of five (05) years, and any additional or replacement member serves for the remainder of the term.

c. If the Board of Supervisors for the new term has not been elected by the end of the outgoing Board's term, the outgoing Board of Supervisors shall continue to exercise its rights and perform its duties until the new Board of Supervisors is elected and takes office.

d. If the Board of Supervisors has fewer than the minimum number of members specified in Point a, Clause 1 of this Article, the Company shall elect additional members within ninety (90) days of the date the number fell below the minimum, in order to restore the minimum number. If the Company is under special control, the State Bank of Vietnam shall decide based on the actual operating circumstances of the credit institution under special control.

e. If the Company's Board of Supervisors was elected before the effective date of the Law on Credit Institutions (01/7/2024) and does not meet the requirements of Clause 2 of this Article, it may continue to operate until the end of its term.

2. Criteria and conditions for members of the Board of Supervisors:

   A member of the Board of Supervisors must satisfy all of the following criteria and conditions:

   a. Not be disqualified from holding office under the Company's Charter;

   b. Meet the professional ethics requirements prescribed by the Governor of the State Bank of Vietnam;

   c. Hold at least a university degree in economics, business administration, law, accounting, auditing, finance or banking and have at least three (03) years of direct experience in banking, finance, accounting or auditing;

   d. Not be an affiliated person of a Manager of the Company;

   e. The Head of the Board of Supervisors must reside in Vietnam during his or her term of office;

   f. Meet other criteria and conditions under applicable law and the Company's Charter.

3. Nomination, self-nomination and election of members of the Board of Supervisors.

   a. The procedures for nomination, self-nomination and election of members of the Board of Supervisors shall be the same as those for members of the Board of Directors under Article 24 of these Regulations.

   b. If the number of candidates for the Board of Supervisors identified through nomination and self-nomination is insufficient, the incumbent Board of Supervisors may nominate additional candidates or organize nominations in accordance with the Company's Charter, the Company's Internal Corporate Governance Regulations and the Operating Regulations of the Board of Supervisors. The nomination of additional candidates by the incumbent Board of Supervisors must be clearly disclosed before the General Meeting of Shareholders votes to elect members of the Board of Supervisors in accordance with the law.

4. Automatic disqualification, relief from office and removal of the Head and members of the Board of Supervisors

   a. A member of the Board of Supervisors automatically ceases to hold office in any of the following cases:

      (i) The member is disqualified from holding office under Article 32 of the Company's Charter;

      (ii) The member represents a capital contribution of an entity that is a shareholder or capital-contributing member of the credit institution and that entity ceases to exist;

      (iii) The member is no longer the authorized representative of the capital contribution of an institutional shareholder;

      (iv) The member is expelled from the territory of the Socialist Republic of Vietnam;

(v) The Company's License of Establishment and Operation is revoked;

(vi) The member dies.

b. The General Meeting of Shareholders shall relieve a member of the Board of Supervisors from office in any of the following cases:

(i) The member submits a letter of resignation for a valid reason;

(ii) Pursuant to a decision of the General Meeting of Shareholders;

(iii) Other cases provided for in this Charter and the law.

c. The General Meeting of Shareholders shall remove a member of the Board of Supervisors in any of the following cases:

(i) The member fails to complete assigned duties or work;

(ii) The member fails to exercise his or her rights and perform his or her obligations for six (06) consecutive months, except in the event of force majeure;

(iii) The member fails to meet the criteria and conditions specified in Clause 2 of this Article;

(iv) The member repeatedly or seriously breaches the obligations of a member of the Board of Supervisors under the law and the Company's Charter;

(v) Pursuant to a decision of the General Meeting of Shareholders.

d. Holders of voting shares may aggregate their voting rights to nominate candidates for the Board of Supervisors. A shareholder or group of shareholders holding 5% to less than 20% of the total voting shares may nominate one (01) candidate; 20% to less than 30%, up to two (02) candidates; 30% to less than 40%, up to three (03) candidates; 40% to less than 50%, up to four (04) candidates; and 50% to less than 60%, up to five (05) candidates.

5. Salaries, remuneration, bonuses and other benefits of members of the Board of Supervisors:

Remuneration, bonuses and other benefits of members of the Board of Supervisors are governed by the following provisions:

a. Members of the Board of Supervisors shall receive salaries, remuneration, bonuses and other benefits as determined by the General Meeting of Shareholders. The General Meeting of Shareholders shall determine the aggregate salaries, remuneration, bonuses and other benefits and the annual operating budget of the Board of Supervisors. Remuneration shall be calculated based on the number of working days required to complete a member's duties and the applicable daily rate.

b. Members of the Board of Supervisors shall be reimbursed for reasonable meal, accommodation and travel expenses and costs of independent advisory services. The total amount of such remuneration and expenses shall not exceed the annual

operating budget of the Board of Supervisors approved by the General Meeting of Shareholders, unless the General Meeting of Shareholders decides otherwise.

c. Salaries and operating expenses of the Board of Supervisors shall be included in the Company's business expenses in accordance with the law on corporate income tax and other applicable law, and must be shown as a separate item in the Company's annual financial statements.

CHAPTER VI: OTHER ACTIVITIES

Section 1. Coordination among the Board of Directors, the Board of Supervisors, the Chief Executive Officer and other Executives

Article 36. Coordination principles

The Board of Directors, the Board of Supervisors and the Chief Executive Officer shall coordinate their activities in accordance with the following principles:

1. Always act in the Company's common interests.
2. Strictly comply with applicable law and the Company's regulations.
3. Act with the utmost responsibility and integrity, cooperate and communicate regularly to resolve any problems or difficulties together.
4. Coordination does not alter the authority, responsibilities or independence of any body or officeholder under the law and the Charter. Recipients of information must use it for its intended purpose, keep it confidential and manage conflicts of interest in accordance with applicable regulations.

Article 37. Procedures and sequence for convening, giving notice of, recording minutes of and announcing the results of meetings among the Board of Directors, the Board of Supervisors and the Chief Executive Officer

1. Procedures and sequence for convening, giving notice of, recording minutes of and announcing the results of meetings among the Board of Directors, the Board of Supervisors and the Chief Executive Officer:
   a. The Chairman of the Board of Directors shall convene a meeting among the Board of Directors, the Board of Supervisors and the Chief Executive Officer in the following cases:
      (i) The Board of Directors deems it necessary;
      (ii) At the request of the Board of Supervisors and the Chief Executive Officer.
   b. The Secretary of the Board of Directors shall send the meeting notice and related documents to the participants no later than three (03) working days before the scheduled meeting date;

c. The Secretary of the Company's Board of Directors shall be responsible for preparing the minutes of the meeting;

d. The minutes of the meeting among the Board of Directors, the Board of Supervisors and the Chief Executive Officer shall be sent to the participants and relevant parties after the minutes have been signed;

e. Meeting procedures and sequence and other matters shall be governed by the Regulations on the Organization and Operation of the Board of Directors, the Regulations on the Organization and Operation of the Board of Supervisors, and the Company's Charter.

2. Notification of resolutions and decisions of the Board of Directors to the Board of Supervisors and the Chief Executive Officer:

a. Resolutions of the Board of Directors shall be sent to the Board of Supervisors at the same time as they are sent to members of the Board of Directors;

b. Resolutions of the Board of Directors shall be sent to the Chief Executive Officer for implementation of the matters addressed therein from the date on which the resolutions are issued and take effect.

3. Cases in which the Board of Supervisors or the Chief Executive Officer requests that a meeting of the Board of Directors be convened, and matters on which the Board of Directors must be consulted:

a. The Board of Supervisors or the Chief Executive Officer may request a meeting of the Board of Directors in accordance with these Regulations and the Company's Charter;

b. The Board of Supervisors shall consult the Board of Directors on the following matters:

(i) Matters within the functions, duties and powers of the Board of Supervisors, if necessary;

(ii) Matters relating to the Board of Directors' governance of the Company.

c. The Chief Executive Officer shall consult the Board of Directors on matters concerning the Company's operations that exceed the Chief Executive Officer's authority and fall within the duties and powers of the Board of Directors.

4. Reporting by the Chief Executive Officer to the Board of Directors on the performance of assigned duties and the exercise of assigned powers: The Chief Executive Officer shall report to the Board of Directors on business results monthly or quarterly, or on an ad hoc basis, and report annually on the implementation of resolutions and decisions of the Board of Directors and on the performance of assigned duties and the exercise of assigned powers.

5. Matters to be reported and information to be provided by the Chief Executive Officer, and the manner of notifying the Board of Directors and the Board of Supervisors: The Chief

Executive Officer shall report and provide information to the Board of Directors and the Board of Supervisors to enable them to perform their governance and supervisory functions under current applicable law and upon request.

Article 38. Coordination among members of the Board of Directors

1. Members of the Board of Directors shall work in coordination and shall inform each other of relevant matters arising in the performance of their assigned work.
2. The member of the Board of Directors assigned primary responsibility for a matter shall proactively coordinate with any other member whose area of responsibility is affected. If members of the Board of Directors disagree, the member with primary responsibility shall report the matter to the Chairman of the Board of Directors for decision within the Chairman's authority or for the convening of a meeting or solicitation of the opinions of Board members in accordance with the law, the Company's Charter and these Regulations.
3. When work is reassigned among members of the Board of Directors, the members concerned shall hand over the work and related files and documents. The handover must be documented in writing and reported to the Chairman of the Board of Directors.

Article 39. Coordination between the Board of Directors and Executives

1. In its governance role, the Board of Directors issues resolutions for implementation by the Chief Executive Officer and the executive management team. The Board of Directors also reviews and oversees implementation of those resolutions.
2. Resolutions and decisions of the Board of Directors are binding throughout the Company. In implementing a resolution or decision of the Board of Directors, if the Chief Executive Officer identifies a matter detrimental to the Company, the Chief Executive Officer shall request that the Board of Directors review and adjust it as appropriate. If the Board of Directors does not adjust the resolution or decision, the Chief Executive Officer shall nevertheless implement it, but may reserve his or her position and make recommendations to the General Meeting of Shareholders or another competent authority.
3. The Board of Directors shall ensure that Executives have the necessary frameworks, policies, personnel and facilities to carry out their assigned duties.
4. The Board of Directors shall determine the executive structure and approve the Chief Executive Officer's proposals for assigning duties to executive officeholders. The Chief Executive Officer shall then sign the assignment document in compliance with the law, the Company's Charter and its internal regulations.
5. The Chief Executive Officer who concurrently serves as a member of the Board of Directors shall report to the Board of Directors on matters relating to the management of the Company's business operations.

6. The Chairman of the Board of Directors shall attend, or authorize another member of the Board of Directors to attend, management briefings and meetings to prepare matters for submission to the Board of Directors chaired by the Chief Executive Officer.
7. At a meeting of the Board of Directors, the Chairman of the Board of Directors or the person chairing the meeting shall determine, based on the agenda, whether to invite relevant Executives and Heads of Units to attend, report on specific matters and provide comments, if any.
8. Other Executives shall facilitate the performance of assigned duties by members of the Board of Directors and ensure that members can access information and reports as promptly as possible.
9. The Board of Directors shall meet with Executives quarterly to review and assess the performance of duties during the quarter and, if necessary, may convene monthly meetings to provide direct instructions on work to be carried out.
10. If any risk or incident is identified that may significantly affect the Company's reputation or business operations, or if another matter warrants reporting, the Chief Executive Officer and other Executives must immediately inform the Chairman of the Board of Directors and the Board members directly responsible for the area concerned so that they may direct timely action.

Article 40. Coordination between the Board of Directors and the Board of Supervisors

1. The Board of Directors and the Board of Supervisors shall work on an equal and independent basis. The Board of Supervisors oversees the activities of the Board of Directors, and the two bodies shall coordinate closely and support each other in carrying out their duties.
2. Upon receiving inspection records or consolidated reports from the Board of Supervisors, the Board of Directors shall review them and direct relevant departments to plan and implement corrective action promptly.
3. The Chairman of the Board of Directors shall ensure that members of the Board of Supervisors are invited to all regular and extraordinary meetings of the Board of Directors.
4. In addition to periodically reported information, members of the Board of Supervisors have the right to request the Board of Directors to provide information and documents on the management and conduct of the Company's business operations.
5. The Board of Directors shall ensure that copies of all financial and other information provided to members of the Board of Directors, as well as its resolutions, decisions and meeting minutes, are provided to members of the Board of Supervisors at the same time as they are provided to members of the Board of Directors.

Article 41. Coordination between the Board of Supervisors and Executives

1. The Board of Supervisors is independent of the Company's Executives and oversees their activities.
2. In working with the Chief Executive Officer, the Board of Supervisors and its members shall remain independent and objective, cooperate closely and avoid interfering with each other's performance of duties and exercise of powers. The Chief Executive Officer shall facilitate and coordinate closely with the Board of Supervisors and Internal Audit in carrying out their duties.
3. The Chief Executive Officer shall report to the Board of Supervisors on implementation of resolutions of the General Meeting of Shareholders and the Board of Directors, the performance of business and management duties, and other matters specifically requested by the Board of Supervisors.
4. The Chief Executive Officer shall receive internal audit reports, arrange for implementation of the recommendations addressed to the Chief Executive Officer in reports of the Board of Supervisors, and report on the results of that implementation.
5. Based on regular operating reports, the Board of Supervisors may request that the Board of Directors reconsider decisions of the Chief Executive Officer.
6. Other coordination activities shall comply with the law and the Company's regulations.

Section 2. Annual performance evaluation of members of the Board of Directors, members of the Board of Supervisors and Executives

Article 42. Annual performance evaluation of members of the Board of Directors, members of the Board of Supervisors and Executives

1. Annual performance evaluation of members of the Board of Directors:
   a. Each year, the Board of Directors shall request its independent member or members to prepare a report evaluating the Board's performance. The report may be disclosed at the Annual General Meeting of Shareholders.
   b. In addition to the matters required by the law and the Company's Charter, the report on the activities of the Board of Directors submitted to the Annual General Meeting of Shareholders must include:
      (i) Remuneration, operating expenses and other benefits of the Board of Directors and its members in accordance with these Regulations, the Company's Charter and the law;
      (ii) A summary of meetings, resolutions and decisions of the Board of Directors;
      (iii) The results of any evaluation of the Board of Directors' performance by its independent member or members;

(iv) Activities of the Committees and Councils under the Board of Directors;

(v) Results of oversight of the Chief Executive Officer and other Executives;

(vi) Future plans.

2. Annual performance evaluation of members of the Board of Supervisors:

a. Each year, the Head of the Board of Supervisors shall, within his or her authority, evaluate the performance of the members of the Board of Supervisors;

b. The reports of the Board of Supervisors to the Annual General Meeting of Shareholders shall include:

(i) A self-assessment report on the performance of the Board of Supervisors and its members;

(ii) A report on the results of monitoring the Company's compliance with the law and the Company's Charter;

(iii) A report on the results of the assessment of the Internal Control System;

(iv) A report on the results of the assessment of the performance of the Board of Directors and Executives and the coordination among the Board of Supervisors, the Board of Directors, the Chief Executive Officer and shareholders;

(v) A report on the results of the audit of the Financial Statements;

(vi) Remuneration, operating expenses and other benefits of the Board of Supervisors and each of its members;

(vii) A report on the Board of Supervisors' activities, conclusions and recommendations, and on the results of its oversight of the Company's operating and financial position;

(viii) A report assessing transactions between the Company, its subsidiaries or other companies in which the Company controls more than fifty percent (50%) of charter capital and members of the Board of Directors, the Chief Executive Officer and their affiliated persons; and transactions between the Company and any company in which a member of the Board of Directors was a founding member or a Manager at any time during the three (03) years immediately preceding the transaction;

(ix) Results of oversight of the Board of Directors, the Chief Executive Officer and other Executives of the Company;

(x) Proposals and recommendations to the General Meeting of Shareholders for approval of the list of approved audit firms to audit the Company's Financial

Statements and of approved audit firms to examine the Company's operations when deemed necessary;

(xi) Other reports required by the law in effect from time to time.

3. Annual performance evaluation of Executives:

a. Each year, the Board of Directors shall evaluate the performance of Executives;

b. Evaluation criteria:

(i) The performance of Executives in discharging their executive duties, as measured against the Company's plan targets assigned by the General Meeting of Shareholders;

(ii) The results of implementing resolutions and decisions of the Board of Directors;

(iii) The results of implementing recommendations of the Board of Supervisors;

(iv) Compliance with the law, the Charter and internal regulations; risk management outcomes; remediation of violations or errors; and the quality and timeliness of reports and explanations provided to the BOD and BOS;

(v) Other matters, if any;

c. The annual performance evaluation results shall be included in the Board of Directors' report to the Company's Annual General Meeting of Shareholders.

Article 43. Rewards and disciplinary action for members of the Board of Directors, members of the Board of Supervisors and Executives

1. Rewards and disciplinary action for members of the Board of Directors and members of the Board of Supervisors

a. Rewards for members of the Board of Directors and members of the Board of Supervisors:

(i) The Board of Directors and the Board of Supervisors shall discharge their governance duties within their respective duties and powers to ensure the Company's stable and safe development and effective business operations. This shall serve as the basis for considering rewards for either Board as a whole or its individual members;

(ii) The form and amount of rewards for the Board of Directors or its members and for the Board of Supervisors or its members shall be determined based on the aggregate annual remuneration, bonuses and other related benefits for the respective Boards as approved by the General Meeting of Shareholders, in accordance with applicable law and the Company's Charter. Any proposed reward that would exceed the approved aggregate remuneration, bonuses and

other related benefits shall be submitted to the General Meeting of Shareholders for decision.

b. Disciplinary action and compensation for damage:

Members of the Board of Directors and members of the Board of Supervisors must comply with current law, the Charter and the Company's internal regulations in carrying out their duties and are liable for damage caused by a breach of their obligations.

2. Rewards and disciplinary action for the Chief Executive Officer and other Executives

a. The Chief Executive Officer and other Executives shall perform their duties within their respective duties and powers and ensure that the Company's business operations are effective. This shall serve as the basis for considering rewards. The Board of Directors shall determine the form and amount of rewards.

b. If the Chief Executive Officer seriously violates the law, the regulations of the State Bank of Vietnam and the Company's Charter, the Board of Directors may temporarily suspend the Chief Executive Officer's executive authority. The Board of Directors must immediately designate an Executive who meets the conditions prescribed by the State Bank of Vietnam and is not disqualified from holding office under the Company's Charter to perform the duties of the Chief Executive Officer. The Board of Directors must also promptly submit a written report, with proposed measures concerning the violations and the office of the Chief Executive Officer, to the provincial or municipal branch of the State Bank of Vietnam where the Company's head office is located, for action in accordance with current regulations.

c. Liability for compensation for damage:

The Chief Executive Officer and other Executives must comply with current law, the Charter and the Company's internal regulations in carrying out their duties and are liable for damage caused by a breach of their obligations.

Article 44. Effectiveness

1. These Regulations take effect on the date they are approved by the General Meeting of Shareholders.
2. Any amendments or supplements to these Regulations must be considered and decided by the General Meeting of Shareholders.
3. Order of precedence:

a. If there is any inconsistency between these Regulations and the Company's Charter, the Company's Charter shall prevail.

b. Any unit or individual who identifies a provision of these Regulations that is no longer consistent with the Charter or the law must report the matter to the Person in Charge of Corporate Governance or the designated coordinating unit for consolidation and

submission to the BOD, which shall report it to the GMS for consideration of amendments. Pending amendment, no provision of these Regulations that conflicts with the Charter or the law shall apply.

c. Any governance matters not covered by these Regulations shall be governed by the Company's Charter.

d. If legal provisions relevant to the Company's operations are not addressed in these Regulations, or if new legal provisions differ from the provisions of these Regulations, or both, the applicable legal provisions shall automatically apply and govern the Company's operations.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRMAN