Số: 40/2025/CBTT-BAC A BANK

CỘNG HÒA XÃ HỘI CHỦ NGHĨA VIỆT NAM
Độc lập - Tự do - Hạnh phúc

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

Ngày 28 tháng 3 năm 2025
March 28th 2025

CÔNG BỐ THÔNG TIN TRÊN CỔNG THÔNG TIN ĐIỆN TỬ CỦA ỦY BAN CHỨNG KHOÁN NHÀ NƯỚC VÀ SỞ GIAO DỊCH CHỨNG KHOÁN HÀ NỘI

INFORMATION DISCLOSURE ON THE PORTAL OF THE STATE SECURITIES COMMISSION AND THE HANOI STOCK EXCHANGE

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

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

1. Tên tổ chức/*Name of organization*: Ngân hàng TMCP Bắc Á/*Bac A Commercial Joint Stock Bank*

- Mã chứng khoán/*Stock code*: BAB

- Địa chỉ/ *Address*: 117 đường Quang Trung, phường Quang Trung, thành phố Vinh, tỉnh Nghệ An/ *117 Quang Trung Street, Quang Trung Ward, Vinh City, Nghe An Province*

- Điện thoại/*Telephone*: 0238.3844277 Fax/*Fax*: 0238.3841757

- Website: https://www.baca-bank.vn

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

Ngân hàng TMCP Bắc Á thông báo mời họp Đại hội đồng cổ đông thường niên năm 2025 theo thông tin như sau/ *Bac A Commercial Joint Stock Bank announces the invitation to the Annual General Meeting of Shareholders 2025 according to the following information*:

- Thời gian tổ chức/*Time*: Thứ Bảy, ngày 19 tháng 4 năm 2025/*Saturday, April 19th 2025*

- Địa điểm tổ chức/ *Venue*: Hội trường Khách sạn Xanh, 282 đường Bình Minh, phường Nghi Hương, thành phố Vinh, tỉnh Nghệ An/ *Conference Hall of Green Hotel, 282 Binh Minh Street, Nghi Huong Ward, Vinh City, Nghe An Province*.

3. Tài liệu họp Đại hội đồng cổ đông thường niên năm 2025 được công bố trên trang thông tin điện tử của Ngân hàng TMCP Bắc Á – Mục Quan hệ cổ đông/Công bố thông tin/Năm 2025 theo đường dẫn sau/ *Materials for the Annual General Meeting of Shareholders 2025 are disclosed on the portal of Bac A Commercial Joint Stock Bank – Shareholder Relations/Information Disclosure/2025 at the following link*:

https://www.baca-bank.vn/SitePages/website/quan-he-co-dong.aspx?t=C%C3%B4ng%20b%E1%BB%91%20th%C3%B4ng%20tin&y=2025&s=QHCD&ac=QUAN%20H%E1%BB%86%20C%E1%BB%94%20%C4%90%C3%94NG

Chúng tôi xin cam kết các thông tin công bố trên đây là đúng sự thật và hoàn toàn chịu trách nhiệm trước pháp luật về nội dung các thông tin đã công bố/ *We hereby commit that the information disclosed above is true and accurate, and we take full responsibility before the laws for the contents of the disclosed information.*

Trân trọng!

Best regards,

**** Tài liệu đính kèm/ Attached documents:***

Toàn bộ tài liệu họp Đại hội đồng cổ đông thường niên năm 2025/ All materials of the Annual General Meeting of Shareholders 2025.

NGƯỜI ĐƯỢC ỦY QUYỀN CÔNG BỐ THÔNG TIN

THE PERSON AUTHORIZED TO DISCLOSE INFORMATION

M.S.D.N: 2900321526 - C.T.C.P
NGÂN HÀNG THƯƠNG MẠI CỔ PHẦN BẮC Á
TP.VINH-T.NGHỆ AN

CHU NGUYÊN BÌNH

BAC A BANK

BAC A COMMERCIAL JOINT STOCK BANK	SOCIALIST REPUBLIC OF VIETNAM Independence – Freedom – Happiness

Nghe An, March 28th 2025

No.: 82/2025/TB-HDQT

NOTICE
OF INVITATION TO THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

To: **Valued Shareholders of Bac A Commercial Joint Stock Bank**

The Board of Directors of Bac A Commercial Joint Stock Bank (BAC A BANK) would like to invite our valued shareholders to attend the Annual General Meeting of Shareholders 2025 (the General Meeting), organized as follows:

1. **Time and venue:**
   - Time: 08:30 AM, April 19th, 2025 (*Reception and shareholder eligibility verification from 08:00 AM to 08:30 AM*).
   - Venue: Conference Hall of Green Hotel, 282 Binh Minh Street, Nghi Huong Ward, Vinh City, Nghe An Province.
2. **Agenda of the General Meeting:** *(According to the Meeting Agenda attached to this Notice)*
3. **Participants:** All shareholders named in the list of shareholders entitled to attend the General Meeting of Shareholders (as finalized on March 18th, 2025).
4. **Registration for attendance and provision of opinions**

   In order to guarantee smooth organization and convenience for shareholders attending the General Meeting, we kindly request shareholders to confirm attendance/authorize attendance and provide opinions no later than 5:00 PM on April 11th, 2025, via one of the following methods: email, phone, postal service, or in person at the address below:

   Office of the Board of Directors of BAC A BANK:
   - Address: No. 117 Quang Trung Street, Quang Trung Ward, Vinh City, Nghe An Province.
   - Phone no.: **0903233846** - Ms. Ho Thi Vinh
   - Email: vphdqt@baca-bank.vn
5. **When attending the General Meeting, shareholders (or their authorized representatives) are kindly requested to bring:** (i) The original Meeting Invitation (if any); (ii) Original of valid ID card/Citizen identity card/Passport; (iii) The lawful power of attorney (in case of authorized attendance) for shareholder eligibility verification.
6. **Materials of the General Meeting:**

   Notice of meeting invitation, documents and meeting agenda are posted on the website of BAC A BANK at the address: **www.baca-bank.vn** - Shareholder Relations/ Information Disclosure/2025.

   This Notice serves as the official Meeting Invitation for shareholders who have not received, or do not receive, the Invitation sent to their registered address via postal service.

   We would like to notify and respectfully invite our valued shareholders to attend./.

Recipients:
- Shareholders of BAC A BANK;
- Archives: Office of the Board of Directors.

ON BEHALF OF
THE BOARD OF DIRECTORS
CHAIRWOMAN
(Signed)
Tran Thi Thoang

BAC A BANK

POWER OF ATTORNEY

For attending the Annual General Meeting of Shareholders 2025

To: The Board of Directors of Bac A Commercial Joint Stock Bank

1. Shareholder name: .....

- Enterprise code/ID card/Citizen identity card/Passport number: .....
- Date of issue..... Place of issue: .....
- Representative (for institutional shareholders): .....
  ID card/Citizen identity card/Passport number: .....
  Date of issue .....Place of issue: .....
- Address: .....
- Total number of shares owned: .....

2. Hereby authorize the following individual: *(Mark an X in the box to the left corresponding to the person authorized to attend the meeting)*

	Mr./Ms.: ..... ID card/Citizen identity card/Passport number: ..... Date of issue: ..... Place of issue: ..... Address: .....
	Ms. Tran Thi Thoang - Chairwoman of the Board of Directors
	Ms. Thai Huong - Deputy Chairwoman of the Board of Directors cum General Director;
	Mr. Vo Van Quang - Member of the Board of Directors cum Deputy General Director;
	Mr. Dang Thai Nguyen - Member of the Board of Directors
	Ms. Hoang Hong Hanh – Independent Member of the Board of Directors

3. Scope of authorization:

- The authorized person is entitled to represent the Shareholder to attend, discuss, and vote on matters to be approved within the authority of the Annual General Meeting of Shareholders 2025, in proportion to the number of shares owned by the Shareholder.
- This authorization is unpaid and automatically terminated upon the conclusion of the General Meeting of Shareholders. The authorized person is not permitted to re-delegate this authority to another individual.
- The Shareholder commits to filing no complaints or lawsuits regarding the content of this power of attorney or the voting results of the authorized person designated by the Shareholder herein.

.....dated..... 2025

Authorized person	**Authorizing shareholder**
(Sign and specify full name)	*(Sign and specify full name/seal for institutional shareholders)*

BAC A BANK

APPLICATION FOR ATTENDING THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

***To*: Office of the Board of Directors of Bac A Commercial Joint Stock Bank**

My name is: .....

ID card/Citizen identity card/Passport number: .....

Date of issue: ..... Place of issue: .....

Contact address: .....

I hereby apply for attending the Annual General Meeting of Shareholders 2025 of Bac A Commercial Joint Stock Bank, in the capacity of:

1. ☐ **Shareholder of Bac A Commercial Joint Stock Bank.**

   (*) Number of shares owned: .....shares

   (In words: ..... shares)

2. ☐ **Authorized by the following individual shareholder to attend the meeting:**

   Shareholder's full name: .....

   ID card/Citizen identity card/Passport number: .....

   Date of issue: ..... Place of issue: .....

   (*) Number of shares owned: .....shares

   (In words: ..... shares)

3. ☐ **Authorized by the following institutional shareholder to attend the meeting:**

   Organization name: .....

   Enterprise code: .....

   (*) Number of shares owned: .....shares

   (In words: ..... shares)

.....dated..... 2025

Applicant

(Sign and specify full name)

Notes for valued shareholders:

- Mark (x) in box 1 if you are a shareholder; mark (x) in box 2 or box 3 if you are authorized by another shareholder to attend the meeting.

(*) It is not mandatory to provide information about the number of shares owned.

- The application for attendance is intended to facilitate thorough reception of shareholders and avoid wastefulness; it does not replace the registration procedure at the General Meeting.

*- The applicant should send the application for attendance via email/phone/postal service/hand delivery to the Office of the Board of Directors of BAC A BANK (according to the contact information provided in the Meeting Invitation Notice) no later than **5:00 PM on April 11th, 2025**.*

BAC A BANK

OPINION CONTRIBUTION FORM
ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

To: **The Board of Directors of Bac A Commercial Joint Stock Bank**

My name is: .....

ID card/Citizen identity card/Passport number: .....

Date of issue: ..... Place of issue: .....

Contact address: .....

1. ☐ **Shareholder of Bac A Commercial Joint Stock Bank.**

   (*) Number of shares owned: .....shares

   (In words: ..... shares)

2. ☐ **Authorized by the following individual shareholder to attend the meeting:**

   Shareholder's full name:.....

   ID card/Citizen identity card/Passport number: .....

   Date of issue: ..... Place of issue: .....

   (*) Number of shares owned: .....shares

   (In words: ..... shares)

3. ☐ **Authorized by the following institutional shareholder to attend the meeting:**

   Organization name: .....

   Enterprise code:.....

   (*) Number of shares owned: .....shares

   (In words: ..... shares)

I would like to contribute the following opinions to the Annual General Meeting of Shareholders 2025:

.....

.....

.....

.....

.....

CONTRIBUTOR

(Sign and specify full name)

Notes for valued shareholders:

- *Shareholders who wish to contribute their opinions (if any) should send them according to the contact information provided in the Meeting Invitation Notice no later than **5:00 PM on April 11th, 2025;***
- *Mark (x) in box 1 if you are a shareholder; mark (x) in box 2 or box 3 if you are authorized by another shareholder to attend the meeting.*
- *(*) It is not mandatory to provide information about the number of shares owned.*

AGENDA OF BAC A BANK'S ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

Time: From 08:00 AM, Saturday, April 19th, 2025

Venue: Conference Hall of Green Hotel, 282 Binh Minh Street, Nghi Huong Ward, Vinh City, Nghe An Province.

Time	Contents
8:00AM – 8:30AM	Register attending shareholders, welcome guests, distribute voting cards and meeting materials.
8:30AM – 9:00AM	- Announce the reason for the meeting and introduce attending delegates; - Report the verification of shareholders' eligibility to attend the General Meeting; - Introduce and approve the composition of the Presiding Committee, Vote Counting Committee, and Secretariat; - Open the meeting and approve the meeting agenda and Working regulations of the General Meeting of Shareholders.
9:00AM – 11:00AM	**Reports at the General Meeting of Shareholders:** - Report on operational results of the Board of Directors for 2024 and operational orientations and plans for 2025; - Report on operational results of the Board of Supervisors for 2024 and operational orientations and plans for 2025; - Report on business results for 2024 and plans for 2025; **Proposals at the General Meeting of Shareholders:** - Proposal for approval of the audited Financial statements for 2024; remuneration expenditures for the Board of Directors and Board of Supervisors for 2025; - Proposal for the profit distribution plan for 2024; - Proposal for the charter capital increase plan for 2025; - Proposal for selection of an independent audit firm for performing the audit/review of financial statements and providing assurance services for the internal control system's operations in preparation and presentation of BAC A BANK's 2026 financial statements; - Proposal for the addition of activities to the License and/or re-issue of the License of Bac A Commercial Joint Stock Bank; - Proposal for amendments and supplements to the Charter, Regulations on Organization and Operation of the Board of Directors of Bac A Commercial Joint Stock Bank; - Proposal for the approval of listing of bonds offered to the public by Bac A Commercial Joint Stock Bank on the Hanoi Stock Exchange (HNX) after the completion of offerings; - Proposal for the approval of the expected remedial plan in case of early intervention under Article 143 of the 2024 Law on Credit Institutions; - Other matters within the authority of the General Meeting of Shareholders of BAC A BANK (if any)
11:00 AM – 11:15 AM	Tea break.
11:15AM – 12:00PM	- Attendees discuss and vote on the Reports and Proposals; - Reports the voting results; - Approve the Draft Minutes and Resolution of the General Meeting of Shareholders; - The Presiding Committee makes a speech for concluding and closing the General Meeting of Shareholders.

BAC A BANK

ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025

SHAREHOLDER REFERENCE NUMBER

BAB 0001

BAC A COMMERCIAL JOINT STOCK BANK	SOCIALIST REPUBLIC OF VIETNAM Independence – Freedom – Happiness

Nghe An, dated..... 2025

DRAFT

REGULATIONS
ON WORKING AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025 OF BAC A COMMERCIAL JOINT STOCK BANK

CHAPTER I.
GENERAL PROVISIONS

Article 1. Subjects of application and governing scope

1. These Regulations are applicable to the organization of the Annual General Meeting of Shareholders 2025 ("General Meeting" or "General Meeting of Shareholders") of Bac A Commercial Joint Stock Bank (BAC A BANK).
2. These Regulations specify the principles of working at the General Meeting, the rights and obligations of shareholders, attendees, and individuals or bodies responsible for managing and assisting the General Meeting; conditions for participation; procedures for conducting the General Meeting; and methods for voting and approving matters at the General Meeting.

Article 2. Principles of working at the General Meeting

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

1. Comply with the guidance and management of the Presiding Committee, behave in a civilized and courteous manner, maintain order at the General Meeting, and respect the outcomes of the General Meeting's proceedings in accordance with legal provisions.
2. Only attend the General Meeting if in good health.
3. Refrain from smoking in the room where the General Meeting is held.
4. Set all mobile phones to silent mode and minimize their use in the room where the General Meeting is held as much as possible.
5. Refrain from filming, photographing, or recording in a manner that disrupts the management of the General Meeting (except with permission from the Presiding Committee and Organizing Committee).
6. Adhere to legal provisions, BAC A BANK's Charter, and the provisions of these Regulations.

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

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

Headquarters: 117 Quang Trung Street, Quang Trung Ward, Vinh City, Nghe An Province
Telephone: (84-238) 3844 277 / Fax: (84-238) 3841 757 | Call Center: **1800 588 828** | Website: www.baca-bank.vn

1. Receive voting cards issued by BAC A BANK, meeting materials, and other materials as stipulated by BAC A BANK after registering to attend the General Meeting with the Shareholder Eligibility Verification Committee.
2. Participate in discussions, make statements, provide opinions, and vote on all matters within the General Meeting's Agenda.
3. Attend the meeting on time; if arriving after the General Meeting has commenced, they may still register and vote, but the Chairperson is not obliged to pause the General Meeting. In such cases, the validity of matters already voted on prior to their arrival remains unaffected.
4. Follow the instructions of the Presiding Committee and Organizing Committee.

Article 4. Rights and obligations of the Presiding Committee

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

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

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

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

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

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

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

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

Article 7. Rights and obligations of the Vote Counting Committee

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

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

CHAPTER III.

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

Article 8. Conditions for attending the General Meeting

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

Article 9. Conditions for conducting the General Meeting

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

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

Article 10. Voting method at the General Meeting

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

Article 11. Conditions for approving the Resolutions of the General Meeting of Shareholders

1. Resolutions on the following matters require approval by shareholders (including authorized representatives) holding more than 65% of the total voting shares of attending shareholders:

a) Approval of plans for changing the charter capital; approval of plans for offering shares, including the type and number of new shares to be offered.

b) Approval of decisions on investing in, purchasing or selling BAC A BANK's fixed assets where the expected investment value, purchase price, or cost (in case of sale of fixed assets) accounts for 20% or more of BAC A BANK's charter capital as recorded in the most recent audited financial statements.

c) Decisions on division, separation, merger, consolidation, conversion of legal form, dissolution, or requests for a court to initiate bankruptcy proceedings for BAC A BANK;

2. Other Resolutions are approved at the meeting if accepted by shareholders (including their authorized representatives) representing more than 50% of the total voting shares of all attending shareholders.

Article 12. Discussion and questioning at the General Meeting

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

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

Article 13. Minutes of the General Meeting of Shareholders

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

Chapter IV.

IMPLEMENTATION CLAUSE

Article 14. Enforcement effect

These Regulations, consisting of 4 Chapters and 14 Articles, shall be publicly disclosed to the General Meeting and take effect upon approval by the General Meeting through voting. These Regulations shall be applied to the Annual General Meeting of Shareholders 2025 of BAC A BANK.

ON BEHALF OF THE GENERAL MEETING OF SHAREHOLDERS
CHAIRWOMAN

Tran Thi Thoang

Headquarters: 117 Quang Trung Street, Quang Trung Ward, Vinh City, Nghe An Province
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BAC A BANK

BAC A COMMERCIAL JOINT STOCK BANK	SOCIALIST REPUBLIC OF VIETNAM Independence – Freedom – Happiness
No. ...../2025/BC-HDQT	*Nghe An, dated..... 2025*

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REPORT OF THE BOARD OF DIRECTORS

Regarding Operational results for 2024 and operational orientations and plans for 2025

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

I. OPERATION RESULTS FOR 2024

1. Overview and background

In 2024, amid many difficulties and challenges, Vietnam's socio-economy affirmed a rapid and clear recovery, with monthly and quarterly growth. The country gained many outstanding achievements across all sectors, surpassing its performance for 2023. Notably, all 15 targets set by the National Assembly were met or exceeded. Macroeconomic stability was maintained, growth was strongly promoted, major balances were guaranteed, the budget deficit remained under control, and prudential ratios for public debt and Government debt were well below permissible limits.

Strictly following the resolutions of the Party, the National Assembly, the Government, and the directives of the Prime Minister, the State Bank of Vietnam (SBV) proactively monitored global and domestic economic fluctuations to take consistent measures facilitating businesses and individuals' access to credit facilities, recovery of their business operations, contributing to growth promotion while maintaining macroeconomic stability, keeping inflation under control, and guaranteeing the operational safety of the credit institution system. In 2024, Vietnam's inflation rate was 3.63%, and the economic growth rate reached 7.09%, thanks to SBV's appropriate monetary policy.

2. The Board of Directors' evaluation of the operation results for 2024

2.1. Results of management of the implementation of the items approved by the Annual General Meeting of Shareholders (AGM) 2024:

a. Regarding the management of the implementation of the 2024 business plan

The Board of Directors (BOD) guided the implementation of the 2024 business plan, achieving numerous positive outcomes. Key targets such as total assets, customer deposits, and pre-tax profit exceeded the plan set by the General Meeting of Shareholders (GMS). The target of credit extension essentially met the plan set by the GMS (*as detailed in the Report of the Board of General Directors*).

b. Regarding the distribution of profits after corporate income tax

BAC A BANK has set aside funds, distributed profits, and paid dividends from the remaining profits in 2023 in accordance with applicable regulations on the basis of the

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decision of the GMS.

c. Regarding the remuneration of the Board of Directors and the Board of Supervisors in 2024:

These were implemented in accordance with the approval of the AGM 2024. BOD members received remuneration and other benefits (if any) based on their professional expertise, scope of assigned duties, performance results, and BAC A BANK's business results for the year, in line with internal regulations and applicable legal provisions.

d. Regarding the implementation of the charter capital increase plan

The BOD guided the continued implementation of the Phase-2 charter capital increase plan of 2023 (which involved an intended offering of 89,593,364 shares to existing shareholders with a total value of VND 895,933,640,000). However, due to objective and undesired reasons, namely the prolonged processing time of documents by regulatory agencies, resulting in the expiration of the SBV's approval document for the charter capital increase, the BOD decided to stop the Phase-2 charter capital increase plan of 2023. Instead, it focused time and resources on implementing a new charter capital increase plan for 2024, that was approved by the AGM 2024.

BAC A BANK completed the Phase-1 charter capital increase in 2024 by issuing 62,088,201 ordinary shares with a total value of VND 620,882,010,000 to pay dividends to existing shareholders. On February 27th, 2025, the SBV Governor issued Decision No. 572/QD-NHNN, amending the content of BAC A BANK's Establishment and Operation License, updating the new charter capital to VND 9,580,218,430,000.

Currently, BAC A BANK is implementing the Phase-2 charter capital increase for 2024, which involves an intended additional offering of 95,802,184 shares to existing shareholders (with a total value of VND 958,021,840).

e. Approval and issue of documents falling under the authority of the General Meeting of Shareholders

Based on the resolutions passed and assigned/delegated by the GMS, the BOD issued key documents of the Bank, including the Charter, the Regulations on Organization and Operation of the BOD, and the Governance Regulations of BAC A BANK. These documents, upon issue, were disclosed in accordance with regulations. The Charter was submitted to the SBV in accordance with the 2024 Law on Credit Institutions.

f. Results of public offering/private placement of bonds in 2024

- BAC A BANK conducted (two) public offerings of **Bac A Commercial Joint Stock Bank's Bonds 2nd time** with a total value of VND 3,500 billion (7- and 8-year terms), according to Certificate of Public Offering Registration No. 36/GCN-UBCK dated April 26th, 2024, issued by the Chairman of the State Securities Commission (SSC), and Resolution No. 141/2023/NQ-HDQT dated November 30th, 2023 of BAC A BANK's BOD. BAC A BANK completed the registration procedures for the bonds with the Vietnam Securities Depository and Clearing Corporation (VSDC) and listed all

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issued bonds on the Hanoi Stock Exchange (HNX).

- BAC A BANK conducted private placement of bonds with a total value of VND 8,000 billion, with a 3-year term.

- All bonds offered/issued by BAC A BANK had their principal and interest fully and punctually paid in accordance with the issue plans.

As of March 2025, the outstanding bonds that have been publicly offered hit VND 4,708,800,000,000 (four thousand, seven hundred and eight billion, eight hundred million Vietnamese dongs only), and the outstanding bonds that have been privately placed reached VND 8,300,000,000,000 (eight thousand and three hundred billion Vietnamese dongs only).

g. Other matters approved by the General Meeting of Shareholders

- In addition to the aforementioned contents, in 2024, the Board of Directors also directed the implementation of other matters approved by the Annual General Meeting of Shareholders. These include choosing an independent auditing firm to conduct the audit/review of financial statements and provide assurance services for the internal control system in preparation and presentation of financial statements for the 2025 fiscal year; electing the Chairwoman and Deputy Chairwoman of the BOD, and assigning tasks to BOD members for the new 2024-2029 term.

- Regarding the addition of “securities depository” activities to the Establishment and Operation License, BAC A BANK prepared a draft Securities Depository Process to prepare the application for approval from the State Bank of Vietnam while conducting research for operation of such process. Accordingly, the Bank needs to meet requirements for a relatively complex and costly securities depository system. At present, within BAC A BANK’s portfolio of valuable papers, privately placed corporate bonds account for a very small proportion (less than 10%), with low order placement demand. Therefore, BAC A BANK has not yet requested SBV to approve the addition of “securities depository” activities to its Establishment and Operation License and has not prioritized building the supporting system for depository activities. In the near future, BAC A BANK will continue to place orders for transactions for privately placed corporate bonds through securities companies. BAC A BANK will assess transaction demand and implement securities depository activities when necessary, guaranteeing its business performance.

2.2. Results of implementation of the Bank's major tasks

a. Strictly implement the policies and directives of the Government and the SBV, assist individuals and businesses in overcoming difficulties, recover and develop

BAC A BANK has consistently adhered to the policies and directives of the Government and the SBV, strived to reduce its operating costs to lower loan interest rates. The Bank has reported and publicly disclosed the average loan interest rate and the average difference between deposit and loan interest rates on its portal.

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Joining hands to alleviate difficulties and rebuild lives after storms and floods, BAC A BANK officially launched a loan package with attractive and flexible interest rates to support individual customers (a credit package worth VND 500 billion) and corporate customers (a credit package worth VND 1,000 billion) affected by Typhoon Yagi. This aims to help them stabilize and restore production and business activities quickly. Additionally, BAC A BANK issued regulations in line with Decision No. 1510/QD-TTg of the Prime Minister and Circular No. 53/2024/TT-NHNN of the SBV Governor on debt restructuring for customers facing difficulties due to the impacts and damages from Typhoon No. 3, flooding, landslides, and consequences resulting from Typhoon No. 3. This helps to alleviate financial pressure for businesses and individuals, enables them to access new loans and gain the capacity to resume their production, business activities, and stabilize their lives after storms and floods.

b. Develop modern payment services; promote digital transformation in banking activities; ensure the security and safety of information technology systems and payment systems

- In 2024, BAC A BANK actively expanded its Kiosk Banking network, completed the construction, installation, and official operation of 08 automated Kiosk Bank transaction counters. For the Digital Banking project, BAC A BANK established a Digital Banking Project Team and initially selected Thought Machine as its Core Banking partner, AWS as its infrastructure partner, while developing and agreeing on a phased product/service strategy.

- BAC A BANK assigned its staff to assist the SBV's Anti-Money Laundering Department in completing Phase 2 of the Digital Transformation Project for the anti-money laundering data reporting and processing system—a key project in enhancing the efficiency of management, supervision, and prevention of money laundering activities in Vietnam.

- The Bank updated and upgraded numerous new features in its core systems, adjusted and reconfigured parameters of the Core Banking system in accordance with legal documents. A new, advanced, and comprehensive security system was designed and deployed for BAC A BANK, elevating the level of information safety and security to meet its development demands.

- The Bank received the "Bank with the Highest Credit Card Spending Growth in Vietnam in 2024" award from the international card organization MasterCard. BAC A BANK has continuously invested in technological infrastructure, improved, and developed a lot of digital banking products and services to meet growing demands, and deliver optimal convenience and experiences for customers. These include Contactless Chip Payment Cards, eKYC electronic identification solutions, online payments via mobile apps with multiple security layers, and QR Code payments, etc.

c. Effectively implement the BAC A BANK's Restructuring Plan for the 2021-2025 period

Following the directives of the Prime Minister in Decision No. 689/QD-TTg dated

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June 8th, 2022, and the guidance of SBV, BAC A BANK continues to effectively implement the goals, solutions, and roadmap of its Restructuring Plan in connection with bad debt handling for the 2021-2025 period, as approved by its GMS and BOD.

d. Continue to improve and develop the institutional framework

The system of internal regulations and operational processes has been promptly adjusted and refined, updated, amended and supplemented in accordance with the 2024 Law on Credit Institutions and related legal guidelines and provisions. This aims to streamline and simplify processes, enhance policy response capabilities to align with actual business operations, and promptly address and resolve difficulties, thereby accelerating the processing time for customer requests.

e. Implement solutions for safe and effective credit growth, improve credit quality, and control and deal with bad debts

- Amid a global economy still fraught with risks, weak demand in the domestic economy, and slow global growth rate significantly affecting Vietnam's demand for exports, BAC A BANK, under the directives of the Government, the Prime Minister, and the SBV, significantly improved its credit growth in 2024 compared to that in 2023. This met the economy's capital needs, provided support to production and business activities, and priority sectors (such as rural agriculture with value chain linkages, high-tech agricultural production, clean agriculture, healthcare, education, etc.).

- Credit quality remains tightly controlled, especially in sectors exposed to potential risks, with the bad debt ratio maintained at 1.24%, while the plans set by the GMS were all met. BAC A BANK also fully complied with regulations on provisioning for risks, with the debt service coverage ratio as of December 31st, 2024 reaching 97.44 %.

g. Reputation and brand

- On September 17th, 2024, BAC A BANK solemnly held its 30th Anniversary Celebration (1994-2024) in Vinh City, Nghe An Province - the starting point of a humane journey filled with ambition and pioneering, innovative steps in banking and consulting for sustainable business development.

Recognizing the achievements of teams and individuals contributing to the Bank's operations, the SBV Governor awarded Certificates of Merit to BAC A BANK and its teams and individuals for outstanding accomplishments in the banking sector. The People's Committee of Nghe An Province presented an Outstanding Achievement Flag to BAC A BANK and Certificates of Merit to its teams and individuals for remarkable contributions to the province's economic development.

- BAC A BANK won third place overall in the "Green Bank for a Green Life" competition organized by the Vietnam Banking Trade Union. This competition is a platform for commercial banks to exchange knowledge and gain updated, comprehensive insights into green growth and green credit.

- At the 2024 HR Asia Awards – Best Companies to Work for in Asia, BAC A

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BANK was honored as one of the “Best Companies to Work for in Asia 2024” for the second consecutive year, thanks to its “Human-Centric” human resources policy.

BAC A BANK also ranked among the 67 enterprises honored as “Outstanding Enterprises for Workers in 2024,” marking the fifth time it has received this award.

- Pursuing a business philosophy focused on sustainable development values, BAC A BANK was named the “Outstanding Bank for Green Credit” at the “Vietnam Outstanding Banking Awards 2024,” co-organized by International Data Group (IDG) and the Vietnam Banks' Association.

- BAC A BANK was recognized to have “Priority Services of the Year” at the Vietnam Wealth Advisor Summit (VWAS 2024), marking its second consecutive year it has received this award for its unmatched products, services, policies, and processes serving priority customers.

- At the ASEAN Economic Forum in Singapore, BAC A BANK was named one of the Top 10 Outstanding ASEAN Enterprises under the ASEAN Award 2024, organized by reputable regional commercial entities.

2.3. Meetings for approval of the BOD's Resolutions/Decisions

The BOD held meetings and issued 126 Resolutions and Decisions falling under its authority to address key matters of the Bank, such as credit extension, charter capital increase, foreign exchange transactions, treasury bill bidding, reorganization, issue of internal institutional documents and operational network, etc. The number of meetings and Resolutions/Decisions are detailed in the 2024 Governance Report of BAC A BANK and publicly disclosed on its portal and the Hanoi Stock Exchange’s information disclosure platforms, in accordance with legal provisions.

2.4. Activities of the BOD members and the independent BOD members' evaluation of the BOD’s activities

- Based on the specific task assignments for each BOD member, designed to maximize their capabilities, experience, and skills, all BOD members fully participated in BOD meetings to discuss and decide on major issues and policies within their authority. They collaborated with the Board of Supervisors and the Board of General Directors in high-level governance and oversight, contributing to improvement of BAC A BANK's business performance. The Board of Directors worked seriously and responsibly, always considered the interests of BAC A BANK as the top priorities, excellently inspected, supervised and directed business activities, and fulfilled other duties and powers delegated by the GMS and the BOD, enabling BAC A BANK’s effective and sustainable development.

- The independent BOD members consistently fulfilled their roles by participating in the BOD’s tasks and activities from an independent perspective, free from internal biases. They closely monitored compliance with the BOD’s operational regulations and fostered harmony in leveraging the experience, expertise, and professional capabilities of BOD members. The independent BOD members also provided objective,

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constructive opinions, positively contributed to activities of BAC A BANK's BOD. After the end of 2024, the independent BOD members stated that the BOD's activities were consistently organized and implemented in accordance with BAC A BANK's Charter, the Regulations on Organization and Operation of the BOD, and relevant legal provisions.

2.5. The BOD's oversight over the Board of General Directors

- The Board of Directors conducted serious and thorough oversight of the Board of General Directors's activities in accordance with legal provisions, the Charter, and internal regulations of BAC A BANK. Simultaneously, it guided and collaborated with the Board of General Directors to implement the tasks and orientations assigned by the GMS.

- The Board of Directors maintained regular oversight responsibilities over the Board of General Directors through periodic meetings. Members of the Board of General Directors who concurrently serve as BOD members attended all meetings in full, and reported BAC A BANK's operational status as required by the BOD. The BOD's directives were consistently identified by the Board of General Directors and relevant units as key priorities for focused implementation.

- The oversight was also conducted through mechanisms for receiving, reviewing, and processing information from reports by the Board of Supervisors and Internal Audit Board of BAC A BANK. This enabled continuous and rigorous monitoring of operational aspects and risks across the entire system.

2.6. Activities of subordinate Committees of the BOD

Currently, BAC A BANK has two subordinate Committees of the BOD, including the Human Resources Committee and the Risk Management Committee. In 2024, the Risk Management Committee restructured its personnel due to changes in the independent BOD members for the 2024-2029 term. It also amended and supplemented the Regulations on Organization and Operation of the Risk Management Committee in accordance with Circular No. 34/2024/TT-NHNN dated June 30th, 2024 promulgated by the SBV Governor.

Both Committees fully, promptly, and effectively fulfilled their functions and duties as set out in their respective Regulations on Organization and Operation. They also proactively advised, consulted, and assisted the BOD in matters falling under their authority.

2.7. Report on transactions between BAC A BANK, its subsidiaries, companies where BAC A BANK holds 50% of charter capital or more, and BOD members, and their related persons; and transactions between BAC A BANK and companies whose founding members or corporate managers are BOD members

- In 2024, wholly-owned Subsidiaries of BAC A BANK included Bac A Money Transfer Company Limited and BAC A BANK Assests Management Company Limited; BOD members of BAC A BANK carried out transactions at BAC A BANK. These

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transactions were carried out in accordance with BAC A BANK's internal regulations and relevant legal provisions.

- Details of these transactions have been fully reported in the 2024 Governance Report of BAC A BANK and publicly disclosed on its portal and the Hanoi Stock Exchange's information disclosure platforms, in accordance with legal provisions.

II. OPERATIONAL ORIENTATION AND PLAN OF THE BOARD OF DIRECTORS FOR 2025

- BAC A BANK will continue to follow its overarching strategy of loans for hi-tech projects and sectors in agriculture, forestry, and fisheries; processing and manufacturing industries; supporting technologies; healthcare; education; clean pharmaceuticals; ecotourism; leisure and elderly care; and rural agricultural restructuring—sectors that bring significant benefits and meaning to the community and society. BAC A BANK aims to become a modern institution with advanced governance aligned with international standards, offering comprehensive and diverse financial services.

- The Bank will continue to enhance the governance, management, and oversight capabilities of the Board of Directors, Board of General Directors, and Board of Supervisors over BAC A BANK's operations, while focusing on solutions for strengthening financial capacity, increasing charter capital, and improving the capital adequacy ratio.

- BAC A BANK will aggressively and effectively implement and complete its approved Restructuring Plan in connection with bad debt handling for the 2021-2025 period.

- BAC A BANK will guarantee safe, effective, and legally compliant credit growth by managing liquidity risks and related risks; diversify loan products, focus on loans for rural agriculture sector, provide priority and support to small and medium enterprises, pay special attention to personal credit, and tailored products for specific operational regions of BAC A BANK. The Bank will also give priority to credit extension for production and business sectors, priority areas, and economic growth drivers as guided by the Government and the Prime Minister.

- The Bank will review and control risks in business operations at its head office and branches, in accordance with legal provisions and SBV's directives on capital mobilization, credit extension, and banking product/service provision.

- The Bank will keep consolidating and refining the organizational structure of its head office, branches, and transaction offices; review, update and timely amend internal documents in conformity with operational realities, the 2024 Law on Credit Institutions, and related legal provisions.

- The Bank will aggressively take measures to improve credit quality, prevent and minimize bad debt; regularly assess bad debts objectively and accurately to provide a true and fair view of the Bank's credit quality.

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- The Bank will balance capital mobilization from the primary market with capital utilization, give priority to the growth of long-term and low-cost deposit to maintain stable capital sources and guarantee business performance, while promoting service activities to increase the proportion of service revenue in total net income.

- The Bank will keep implementing tasks and solutions in accordance with Digital Transformation Plan and IT Development Strategy for the Banking Sector, focusing on researching and developing hi-tech banking products and services while ensuring security, safety, and protection of rights of the service users.

Dear Valued Shareholders,

2025 holds special significance as a year of acceleration, breakthrough, and completion—the final year of the 2021-2025 Socio-Economic Development Plan. It marks a revolution of organizational streamlining, Party Congresses at all levels towards the 14th National Party Congress, and the preparation and consolidation of foundational elements to confidently usher Vietnam into a new era of robust, prosperous development, aiming to successfully achieve the goals of the 2021-2030 Socio-Economic Development Strategy. While global and regional situations are expected to remain highly complex and unpredictable, with slow and uneven global economic recovery and rising risks, Vietnam's economy is projected to maintain positive growth momentum, with both opportunities and challenges intertwined-though challenges, particularly from external adversities and long-standing internal limitations, are likely to outweigh opportunities. However, the great determination and effort, combined with the collaboration of the Board of Supervisors, Board of General Directors, and the united, dedicated contributions of all staff; along with the trust of our valued shareholders, customers, and partners, will greatly motivate BAC A BANK to strive, endeavor, and confidently achieve its set business targets and the approved 2021-2025 Restructuring Plan in connection with bad debt handling. This will contribute positively to the overall success of the banking sector.

On behalf of the BAC A BANK's Board of Directors, I sincerely express my heartfelt gratitude to the State Bank of Vietnam, our Valued shareholders, partners, and customers for their unwavering support, trust, and companionship over the past years.

Wishing you all good health and a successful General Meeting.

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN

Tran Thi Thoang

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BAC A COMMERCIAL JOINT STOCK BANK	SOCIALIST REPUBLIC OF VIETNAM Independence – Freedom – Happiness
No...../2025/BC-BKS	*Nghe An, dated..... 2025*

DRAFT

REPORT OF THE BOARD OF SUPERVISORS

Regarding operational results for 2024 and operational orientations and plans for 2025

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

Pursuant to the Law on Credit Institutions and documents guiding the implementation thereof, the Law on Enterprises, the Law on Securities and documents guiding the implementation thereof, the current Charter, and the internal regulations of Bac A Commercial Joint Stock Bank (BAC A BANK), the Board of Supervisors respectfully submits to the General Meeting of Shareholders of Bac A Commercial Joint Stock Bank a report on the operational results for 2024, as well as the operational orientations and plans for 2025 of the Board of Supervisors, as follows:

I. REPORT ON THE BOARD OF SUPERVISORS' ACTIVITIES IN 2024

1. Personnel structure of the Board of Supervisors

The Board of Supervisors consists of three members with professional qualifications and a deep understanding of BAC A BANK. The Board of Supervisors has assigned tasks to each member to fulfill its duties and powers as provided for by legal provisions and BAC A BANK's Charter.

2. Operational results of the Board of Supervisors for 2024

2.1. Summary of the Board of Supervisors' meetings

In 2024, the Board of Supervisors organized eight meetings to fulfill its functions, duties, and powers as provided for by the Law on Credit Institutions, BAC A BANK's Charter, and the Regulations on Organization and Operation of the Board of Supervisors. Additionally, the Board of Supervisors regularly discussed and evaluated matters related to the management and operation of the Bank's business activities for its oversight purposes. All Board of Supervisors meetings were convened by the Head of the Board of Supervisors and attended in full by its members. Minutes of the Board of Supervisors' meetings were duly prepared and maintained in accordance with regulations.

Through its oversight activities, the Board of Supervisors provided opinions and recommendations to the Board of Directors and the Board of General Directors regarding measures for strengthening oversight, mitigating risks, and guaranteeing compliance with legal provisions, the Charter, and internal regulations. These efforts have contributed to improving the quality and efficiency of operations, helping BAC A BANK successfully fulfill its business objectives during the past period.

2.2. Oversight activities of the Board of Supervisors over the Board of

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Directors, Board of General Directors, and shareholders

In 2024, the Board of Supervisors focused on overseeing the governance and management of BAC A BANK to guarantee the compliance with legal provisions, internal regulations, BAC A BANK's Charter, resolutions of the General Meeting of Shareholders, and directives from the State Bank of Vietnam (SBV) from time to time. Accordingly, the Board of Directors and Board of General Directors fully exercised their powers and duties as provided for by legal provisions and relevant internal regulations with a high sense of responsibility and effectiveness in governing and managing the BAC A BANK system.

The Resolutions and Decisions issued by the Board of Directors were consistent with the State Bank of Vietnam's regulations, legal provisions, BAC A BANK's Charter, and aligned with the resolutions of the Annual General Meeting of Shareholders (AGM) 2024. The Board of Directors and Board of General Directors directed the entire BAC A BANK system to take business solutions in line with the set orientation to achieve the 2024 business plan targets, while strengthening oversight of operational activities to ensure they were conducted safely and effectively.

In 2024, shareholders (including individual and institutional shareholders) and their related persons holding shares of BAC A BANK experienced changes in the number of shares owned due to the Bank's dividend payment for 2022 in the form of shares. However, these changes did not exceed the shareholding limits as provided for by legal provisions and regulations of the State Bank of Vietnam.

The results of overseeing the governance and management activities of BAC A BANK in 2024 indicate that, despite persistent challenges in the Vietnamese economy and ongoing volatility in the financial and monetary markets (e.g., exchange rates and interest rates), BAC A BANK achieved most of the 2024 business plan targets approved by the General Meeting of Shareholders. Key performance indicators include: As of December 31st, 2024, BAC A BANK's total assets reached VND 165,608 billion, rising by 8.7% compared to December 31st, 2023; charter capital hit VND 8,959 billion, increasing by 7.5% from December 31st, 2023; pre-tax profit was VND 1,245 billion, increasing by 18.9% from December 31st, 2023; the bad debt ratio was 1.24%, below the target of 1.5% set in the 2023 business plan; and its prudential ratios and limits consistently complied with the Law on Credit Institutions and circulars of the Governor of the State Bank of Vietnam.

2.3. Internal audit activities

The Board of Supervisors oversaw and directed the Internal Audit Committee (IAC) to conduct audit activities in accordance with Circular No. 13/2018/TT-NHNN dated May 18th, 2018, issued by the Governor of the State Bank of Vietnam (as amended and supplemented), other relevant legal provisions, and internal regulations of Bac A Commercial Joint Stock Bank. In 2024, the IAC of Bac A Commercial Joint Stock Bank completed its Annual audit plan by innovating audit methods and applying information technology, aligning with the Bank's technological advancement and digital transformation trends. This enhanced the efficiency of Auditors by increasing the sample size for each audit and providing more accurate risk assessments of audited entities. In detail:

2.3.1. Direction to complete the 2024 internal audit plan and develop the 2025

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internal audit plan within the required timeline

Regarding the implementation of the 2024 internal audit plan: In 2024, the IAC continued to flexibly combine audit methods to inspect and oversee units across the entire system. As a result, the IAC completed the 2024 internal audit plan as outlined in the annual audit program. Audit findings showed that units generally complied with processes, regulations, mechanisms, and policies provided for by the laws and internal regulations of Bac A Commercial Joint Stock Bank. Any deficiencies or errors detected by the IAC have been seriously addressed and periodically reported for remediation by the respective units.

Regarding the development of the 2025 internal audit plan: The Board of Supervisors directed the development and approval of the 2025 internal audit plan, ensuring submission to the SBV within the required timeline. The approach to plan development was innovated with updated risk assessment contents and adjustments to certain indicators for greater relevance.

2.3.2. Direction to implement a risk-oriented audit model

The Board of Supervisors directed the IAC to implement and complete the risk-oriented audit process. Activities, processes, and units exposed to high risk levels were prioritized for resource allocation and audited first, thereby enhancing the efficiency and quality of audits. In 2024, the IAC continued to flexibly combine audit methods to inspect and oversee units, ensuring timely and comprehensive control of activities across the system of Bac A Commercial Joint Stock Bank.

2.4. Oversight of operational status and financial position of BAC A BANK

In 2024, the Board of Supervisors conducted full, timely, and quality oversight of matters as provided for by legal provisions, regulations of the State Bank of Vietnam, and the Charter of Bac A Commercial Joint Stock Bank.

The Board of Supervisors reviewed the interim financial statements (the first six months of 2024) and the 2024 annual financial statements of BAC A BANK, assessed their reasonableness, legality, honesty, and the level of prudence in accounting, statistics, and preparation of financial statements. The review results were presented in accordance with regulations of the State Bank of Vietnam, aligned with Vietnamese Accounting Standards, and gave a true and fair view of financial position of Bac A Commercial Joint Stock Bank in all material respects.

2.5. Oversight of the approval and execution of investment projects, purchase and sale of fixed assets, contracts, and other transactions falling under the decision-making authority of the General Meeting of Shareholders and Board of Directors

The Board of Supervisors fulfilled its responsibility to evaluate and oversee transactions and contracts between BAC A BANK and related parties as provided for by the Law on Enterprises, the Law on Credit Institutions, and Decree No. 155/2020/ND-CP dated December 31st, 2020 of the Government. Based on requests for information from individuals and units regarding transactions and contracts subject to oversight and evaluation, the Board of Supervisors conducted periodic reviews to ensure that contracts and transactions were approved within the appropriate authority.

2.6. Compilation, maintenance, and updating of the list of related persons

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and transactions with related parties of BAC A BANK

In 2024, the Board of Supervisors periodically collaborated with related parties to compile a list of shareholders holding 01% or more of the charter capital and related persons of members of the Board of Directors, members of the Board of Supervisors, the General Director of BAC A BANK, and shareholders holding 01% or more of the charter capital, in accordance with the provisions of the newly enacted Law on Credit Institutions.

During this period, there were also transactions involving two subsidiaries of BAC A BANK (Bac A Money Transfer Co.,Ltd and Bac A Bank AMC Co.,Ltd), members of the Board of Directors, and certain members of the Board of General Directors at the Bank. All transactions between the Bank and its related persons were conducted in full compliance with legal provisions and the Bank's internal regulations.

Details of the list of related persons and these transactions have been comprehensively reported in the annual Governance Report of BAC A BANK and publicly disclosed on BAC A BANK's portal and the Hanoi Stock Exchange, in accordance with legal provisions.

2.7. Operational coordination between the Board of Supervisors, Board of Directors, Board of General Directors, and shareholders

In 2024, the Board of Directors, Board of General Directors, other managers of BAC A BANK, and the Board of Supervisors coordinated their activities and exchanged information, in accordance with legal provisions, internal regulations, and for the common interests of the entire system. The Board of Supervisors worked closely with the Board of Directors and Board of General Directors in overseeing and conducting the Bank's internal audit activities.

Members of the Board of Supervisors were provided with necessary documents and information by the Board of Directors, Board of General Directors, and units within the system to support the Board of Supervisors' work. Periodically, the Board of Supervisors submitted oversight and internal audit results from various units to the Board of Directors and Board of General Directors. The Board of Directors and Board of General Directors reviewed these findings and directed relevant individuals and units to implement the Board of Supervisors' recommendations and proposals, thereby enhancing the quality, safety, and efficiency of BAC A BANK's operations.

Annually, the Board of Supervisors reported to shareholders on the oversight results of Bac A Commercial Joint Stock Bank's operations at the Annual General Meeting of Shareholders. Simultaneously, the General Meeting of Shareholders was requested, and recommended to approve the list of independent audit firms to audit/review the financial statements and the internal control system's operations in accordance with regulations.

2.8. Review, update, and refinement of the internal regulatory framework for the Board of Supervisors and Internal Audit Committee

Based on the 2024 Law on Credit Institutions and BAC A BANK's Charter, the Board of Supervisors developed and submitted the Regulations the Organization and Operation of the Board of Supervisors to the General Meeting of Shareholders for approval and valid from July 01st, 2024. Besides, the Board of Supervisors issued the

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Regulations on Organization and Operation of the Internal Audit Committee on July 26th, 2024. Additionally, the Board of Supervisors has been reviewing and simplifying procedures and documents falling under its authority, aligning with the system-wide orientation.

2.9. Remuneration for the Board of Supervisors' activities

The remuneration for the Board of Supervisors' activities in 2024 complied with the approval in Resolution No. 02/2024/NQ-DHDCD dated April 27th, 2024, of the Annual General Meeting of Shareholders of Bac A Commercial Joint Stock Bank.

II. RECOMMENDATIONS AND OPERATIONAL ORIENTATIONS AND PLANS FOR 2025

1. Recommendations of the Board of Supervisors

- Continue to take consistent solutions to execute the Restructuring Plan in connection with bad debt handling in a safe and effective manner, achieve the business plan targets approved by the General Meeting of Shareholders.

- Tightly control credit quality, decisively take measures to deal with bad debts, recover potentially risky debts and off-balance-sheet debts through AMC Company and business units, so that the credit portfolio structure and quality meet the set targets, and the bad debt ratio remains below 1.5%.

- Develop and implement a plan to increase charter capital at a higher level in phases, enhancing equity capital to support the expanding operational scale and better meet capital adequacy ratio requirements.

- Accelerate the completion of the Digital Banking system in conformity with market developments and the growth of Bac A Commercial Joint Stock Bank; enhance digital utilities and services to improve operational efficiency and quality.

- Continue investing in the development of the information technology system, maintaining stable, secure, and safe operations. Establish a roadmap for infrastructure investment, core system development, and software for data exploitation to keep pace with the Bank’s growth, while preparing contingency plans to mitigate risks of the information technology system.

- Further strengthen risk management, enhance inspection, control, and internal audit activities to prevent, warn, and promptly address issues and risks.

2. Operational orientations and plans of the Board of Supervisors for 2025:

Based on the functions and duties stipulated in the Charter, the Regulations on Organization and Operation of the Board of Supervisors, the personnel status of the Internal Audit Committee (IAC), and BAC A BANK’s business plan, the Board of Supervisors has outlined the following key focus areas for 2025:

- Continue overseeing the compliance with the Law on Credit Institutions, documents of the State Bank of Vietnam, and the Charter of Bac A Commercial Joint Stock Bank in governance and management activities. Simultaneously, monitor adherence to resolutions of the General Meeting of Shareholders, high-level management oversight in accordance with Circular No. 13/2018/TT-NHNN dated May 18th, 2018, as amended, supplemented, and replaced (if any), and other oversight tasks

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as required by the State Bank of Vietnam.

- Strengthen oversight activities, promptly identify risks, and proactively prevent, detect, and mitigate potential risks; actively coordinate with members of the Board of Directors and Board of General Directors to address emerging issues and potential risks in the Bank's operations.

- Foster oversight and review efforts in the issue and refinement of documents, regulations, policies, principles, and conditions in operational activities, particularly in cash management and treasury safety.

- Fulfill the internal audit functions of the Board of Supervisors as provided for by regulations of the State Bank of Vietnam and BAC A BANK's Charter, including: Directing and intensifying the implementation of internal audit activities in accordance with the approved 2025 audit program; reporting 2025 internal audit activities and developing the 2026 audit program for submission to the State Bank of Vietnam in accordance with regulations; continuing to effectively apply the risk-oriented audit model and building an information system to support audit activities.

- Review the interim financial statements for the first six months of 2025 and the 2025 annual financial statements in accordance with regulations; report the review results to the General Meeting of Shareholders, assess the reasonableness, legality, honesty, and prudence in accounting, statistics, and preparation of financial statements.

- Continue to recruit additional personnel and provide training to enhance the expertise and quality of internal audit staff, meeting the increasingly demanding requirements for oversight and risk control in the rapidly evolving and dynamic banking environment.

- Perform other tasks in accordance with the Board of Supervisors' functions and duties as provided for by legal provisions, BAC A BANK's Charter, and as proposed by the Board of Directors and General Director of BAC A BANK.

The above is the report on the operational results of the Board of Supervisors of Bac A Commercial Joint Stock Bank for 2024, along with its operational orientations and plans for 2025. Respectfully submitted to the Annual General Meeting of Shareholders 2025 for consideration and approval.

The Board of Supervisors sincerely presents this report and wishes the General Meeting of Shareholders great success./.

ON BEHALF OF THE BOARD OF SUPERVISORS
HEAD

Pham Hong Cong

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BAC A BANK

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No. ...../2025/BC-BAC A BANK

Nghe An, dated..... 2025

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REPORT

ON BUSINESS RESULTS FOR 2024 AND PLAN FOR 2025

PART I: BAC A BANK'S OPERATION RESULTS FOR 2024

1. Results of implementation of business plan targets

In 2024, the global economic situation experienced numerous complex and unpredictable fluctuations, with escalating and prolonged geopolitical tensions in certain regions affecting global economic growth. Natural disasters and extreme weather conditions severely impacted the livelihoods of populations and the socio-economic development of many countries, including Vietnam. Nevertheless, the global economy has been gradually stabilizing as global commodity trade improves, inflationary pressures ease, financial market conditions eased, and labor markets recover positively. Amid these intertwined challenges and opportunities, BAC A BANK has relentlessly strived to achieve stable growth and successfully met most of the business plan targets assigned by the General Meeting of Shareholders. The results of key performance indicators are as follows:

No.	Items	Unit	Actual results for 2024	Growth rate compared to 2023	Achievement rate
1	Total assets	*VND billion*	165,608	8.7%	101.1%
2	Charter capital	*VND billion*	8,959	7.5%	90.9%
3	Profit before tax	*VND billion*	1,245	18.5%	112.9%
4	Capital mobilized from customers	*VND billion*	127,644	5.7%	101.1%
5	Total amount of credit facilities granted to customers	*VND billion*	112,219	9.2%	99.0%
6	Bad debt ratio	*%*	1.24%	0.32%	Met target

2. Results of implementation in operational aspects

2.1. Capital mobilization activities

In 2024, BAC A BANK’s capital mobilization activities were managed flexibly, closely aligned with capital market conditions, and continued to achieve high growth

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rate. This guaranteed liquidity and operational safety ratios, and meets the capital needs for the Bank's business operations. The capital structure maintained reasonable proportions, reflecting the stability, sustainability, and efficiency of mobilized funds.

Total capital mobilized from customers reached VND 127,644 billion, increasing by VND 6,848 billion compared to the previous year, of which, capital mobilized from individuals, economic organizations and medium- and long-term mobilized capital amounted to VND 121,666 billion, VND 5,978 billion and VND 44,064 billion, accounting for 95.3%, 4.7% and 34.5% of total capital mobilized from customers, respectively.

2.2. Credit and investment activities

In 2024, credit growth adhered to the credit limits set by the State Bank of Vietnam (SBV). Total amount of credit facilities granted to customers hit VND 112,219 billion, inceasing by VND 9,499 billion (equivalent to 9.3%) in comparison with the beginning of the year, achieving 99.0% of the plan set by the General Meeting of Shareholders, of which, outstanding loans amounted to VND 109,553 billion, accounting for 97.6%.

Credit quality remained well-controlled, with overdue debts (Groups 2-5) as of December 31st, 2024 totaling VND 1,749 billion, accounting for 1.60% of outstanding loans, of which, bad debts (Groups 3-5) reached VND 1,359 billion, representing 1.24% of total outstanding loans, meeting the target of keeping the bad debt ratio below 1.5%.

Total investments in valuable papers reached VND 34,000 billion, of which, the majority consisted of investments in government bonds, bonds of credit institutions, and short-term valuable papers, accounting for 91.8%, with the remainder being bonds of economic organizations and equity securities of credit institutions, that accounted for a small proportion.

2.3. Service activities

In 2024, total revenue from services and guarantees hit VND 166 billion, rising by 8.4% compared to 2023, achieving 92% of the assigned plan.

In the year, BAC A BANK focused on upgrading and developing retail products and services, launching a new version of the Mobile Banking application with a huge number of standout features for customer attraction and achieved positive results. By the end of 2024, the number of individual customers and economic organization customers reached 938,086 and 12,332, going up by 24.5% and 13.9% compared to 2023, respectively, while the number of credit cards and E-Banking contracts totaled 28,886 and 435,616, rocketing by 65.7% compared to 2023, respectively.

2.4. Business results and cost management

Total operating income in 2024 was VND 12,607 billion, including interest income and similar income amounted to VND 11,812 billion (accounting for 93.7% of total income).

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Throughout the year, the entire system continued to improve management efficiency and strived to save and minimize expenses. Total operating expenses in 2024 reached VND 11,210 billion, including interest expenses and similar expenses of VND 8,498 billion, accounting for 75.7% of total costs, and operational expenses during the period of VND 2,244 billion, accounting for 20.0%.

Credit risk provisioning expenses in 2024 amounted to VND 151 billion, with VND 275 billion set aside and VND 123 billion reversed.

Profit before tax in 2024 totalled VND 1,245 billion, growing by VND 197 billion (equivalent to 18.9%) compared to 2023, achieving 113.2% of the 2024 plan. Profit after tax was VND 999 billion, rising by 18.4% from 2023.

2.5. Network development and human resources

In 2024, BAC A BANK completed its plan to open four new branches, including Son La Branch, Quang Nam Branch, Tay Ninh Branch, and Dak Nong Branch, and six transaction offices. As of December 31st, 2024, BAC A BANK's network comprised 185 transaction premises across 46 provinces and cities nationwide, including 1 head office, 59 branches, and 125 transaction offices.

By the end of 2024, the total number of employees reached 3,797, surging by 202 compared to 2023. The number of newly recruited employees timely met targets of network expansion. The quality of human resources continued to improve, and staff training was implemented effectively.

2.6. Risk management

In 2024, BAC A BANK enhanced its governance, management, and risk management capabilities by refining its organizational structure and operational framework, fully issuing and implementing regulations, processes, and policies across all operational areas.

Prudential ratios, as stipulated in Circular No. 22/2019/TT-NHNN and Circular No. 41/2016/TT-NHNN, were complied by the Bank, while the Bank maintains sufficient safety margins to support its business operations.

Internal inspection and audit activities were fostered and enhanced during the year through a combination of remote monitoring and on-site inspections, ensuring timely detection and resolution of any violations or errors in the operations of business units.

PART II: GOALS, TASKS AND BUSINESS PLAN FOR 2025

1. Business plan goals for 2025

The global economy in 2025 is projected to grow steadily but will still face significant challenges due to prolonged geopolitical tensions and aggressive trade protectionism. The International Monetary Fund (IMF) forecasts global economic growth rate reaching 3.3% in 2025 (January 2025), higher than the growth rate of 3.2% in 2024. Vietnam's National Assembly and Government aim to promote economic

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growth in 2025 while maintaining macroeconomic stability, controlling inflation, and ensuring major economic balances. The GDP growth target for 2025 was set at 8% or higher, with GDP per capita exceeding USD 5,000, and the average consumer price index (CPI) growth rate targeted at around 4.5–5%.

Regarding operational direction, BAC A BANK remains committed to its overarching strategy of building and developing a versatile, modern bank with advanced governance aligned with Vietnamese and international standards and practices. The Bank aims to fully and diversely meet the financial and banking service needs of the economy, prioritize consulting and credit extension for businesses applying high technology in agriculture, forestry, and fisheries; clean pharmaceuticals; healthcare and education; and processing and manufacturing industries.

Amid forecasted macroeconomic difficulties in the coming year, BAC A BANK has established the following business plan goals for 2025:

No.	Items	Units	Plan for 2025	Increase/decrease compared to 2024 (%)
1	Total assets	*VND billion*	182,264	Increasing by 10.1%
2	Charter capital	*VND billion*	10,538	Increasing by 17.6%
3	Profit before tax	*VND billion*	1,300	Increasing by 4.4%
4	Capital mobilized from customers	*VND billion*	135,941	Increasing by 6.5%
5	Total amount of credit facilities granted to customers	*VND billion*	124,598	Increasing by 11.0%
6	Bad debt ratio	*%*	Remain below 1.5%	

2. Implementation solutions

In 2025, BAC A BANK will continue to develop and implement business plan goals safely and efficiently, adopt synchronized solutions to enhance its governance capacity, financial capacity, and risk management capacity.

1) Regarding capital resources: Develop and execute a plan to increase charter capital in phases to boost equity capital, so that the Bank meets operational scale requirements and better complies with requirements on capital adequacy ratio. Focus on growing capital mobilization from customers in line with efficient and sustainable capital utilization and capital structure.

2) Regarding capital utilization: Improve the quality of the asset portfolio and enhance the efficiency of investment activities. Continue to provide safe and efficient loan products. Diversify loan products, segment products to align with capital terms and costs, and enhance market competitiveness. Foster debt recovery and bad debt handling.

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3) Focus on improving the quality of service operations, accelerating the completion of the Digital Bank, and providing more utilities and services on digital platforms to boost performance and operational quality. Improve customer experience and engagement with the Bank's activities to quickly attract and expand the customer base in line with the set direction.

4) Enhance governance across all operational areas, including network development, recruitment and training, upgrading of physical and IT infrastructure, operational management, communication, and brand management, etc. Ensure BAC A BANK's safe, efficient, and cost-effective operations.

5) Strengthen risk management capabilities by regularly reviewing, amending, and supplementing credit and operational risk management policies. Intensify inspection, control, and internal audit efforts in credit development and operation to prevent, warn, and promptly detect violations in business activities.

The above is the Management Board's General report on operational activities in 2024 and the business plan goals for 2025.

Respectfully submitted to the General Meeting of Shareholders for approval.

GENERAL DIRECTOR

Thai Huong

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PROPOSAL

Regarding: Approval of the 2024 Audited Financial Statements and the 2025 Remuneration for the Board of Directors and the Board of Supervisors

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

Pursuant to:

- *The Law on Credit Institutions No. 32/2024/QH15 and its guiding documents;*
- *The Law on Enterprises No. 59/2020/QH14 (amended and supplemented) and its guiding documents;*
- *The Law on Securities No. 54/2019/QH14 (amended and supplemented) and its guiding documents;*
- *Decree No. 93/2017/ND-CP dated 07 August 2017 of the Government regulating on the financial regime for credit institutions and foreign bank branches;*
- *The current Charter of Bac A Commercial Joint Stock Bank;*
- *The 2024 Audited Financial Statements of Bac A Commercial Joint Stock Bank.*

The Board of Directors of Bac A Commercial Joint Stock Bank **("BAC A BANK")** respectfully submits to the 2025 Annual General Meeting of Shareholders for approval of the following contents:

1. Approval of the 2024 Audited Financial Statements

The 2024 Financial Statements (including both the Consolidated Financial Statements and the Separate Financial Statements) have been audited by AASC Auditing Firm Company Limited (These Financial Statements have been published on BAC A BANK's website and other public channels in accordance with current regulations).

According to the Auditing Company's opinion, the 2024 Financial Statements (including both the Consolidated Financial Statements and the Separate Financial Statements) give a true and fair view, in all material respects, of the financial position of Bac A Commercial Joint Stock Bank as at 31 December 2024, along with the Statement of Income and the Statement of Cash Flows for the year then ended, in accordance with the Vietnamese Accounting Standards, Accounting System for credit

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institutions in Vietnam and the statutory requirements relevant to preparation and presentation of the Financial Statements.

Some key financial indicators of the 2024 Audited Separate Financial Statements and Consolidated Financial Statements are as follows:

Unit: VND billion, %

No.	Indicators	Separate Financial Statements			Consolidated Financial Statements		
		2023	2024	+/- (%)	2023	2024	+/- (%)
1	Total assets	152,364	165,608	8.69%	152,243	165,487	8.70%
2	Loans to customers	99,854	109,553	9.71%	99,854	109,553	9.71%
3	Non-performing loan ratio (for Loans to Customers)	0.92%	1.24%	0.32%	0.92%	1.24%	0.32%
4	Customer deposits	118,634	122,723	3.45%	118,477	122,550	3.44%
5	Charter capital	8,334	8,959	7.50%	8,334	8,959	7.50%
6	After-tax profit	844	999	18.36%	854	1,011	18.38%

The Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the 2024 Audited Financial Statements.

2. Approval of the 2025 Remuneration for the Board of Directors and the Board of Supervisors

In order to facilitate the operations of the Board of Directors and the Board of Supervisors, the Board of Directors of Bac A Commercial Joint Stock Bank respectfully submits to the General Meeting of Shareholders for consideration and approval of the 2025 Remuneration for the Board of Directors and the Board of Supervisors at 1.50% (one point five percent) of the 2025 after-tax profit.

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

Respectfully submit!

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN

Recipients:
- As above;
- Archives: BOD Office.

Tran Thi Thoang

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PROPOSAL

Regarding: Profit distribution plan for 2024

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

Pursuant to:

- *The Law on Credit Institutions No. 32/2024/QH15 and its guiding documents;*
- *The Law on Enterprises No. 59/2020/QH14 (amended and supplemented) and its guiding documents;*
- *The Law on Securities No. 54/2019/QH14 (amended and supplemented) and its guiding documents;*
- *The Decree No. 93/2017/ND-CP dated 07 August 2017 of the Government regulating on the financial regime for credit institutions, foreign bank branches;*
- *The current Charter of Bac A Commercial Joint Stock Bank;*
- *The 2024 Audited Financial Statements of Bac A Commercial Joint Stock Bank.*

Based on the 2024 Audited Financial Statements, the Board of Directors respectfully submits to the General Meeting of Shareholders for approval of the 2024 business performance results of Bac A Commercial Joint Stock Bank and the expected 2024 profit distribution plan as follows:

Unit: VND million

No.	Contents	Principles	2024
1	Consolidated after-tax profit of the Bank and its subsidiaries		1,011,255
1.1	*In which:* *Separate after-tax profit of the Bank*		*999,185*
2	Funds allocation		314,744
	In which:		
2.1	*Supplementary Charter Capital Reserve Fund*	*10.00%*	*99,919*
2.2	*Financial Reserve Fund*	*10.00%*	*99,919*
2.3	*Welfare Fund*	*5.00%*	*49,959*
2.4	*Bonus Fund*	*5.00%*	*49,959*
2.5	*Remuneration Fund for the Board of Directors*	*1.50%*	*14,988*

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No.	Contents	Principles	2024
	and Board of Supervisors		
3	Consolidated retained earnings of the Bank and its subsidiaries after Funds allocation	[1] - [2]	696,511
3.1	*In which:* *Separate retained earnings of the Bank after Funds allocation*	*[1.1] - [2]*	*684,441*
4	Accumulated consolidated retained earnings from previous years of the Bank and its subsidiaries		38,218
4.1	*In which:* *Accumulated separate retained earnings from previous years of the Bank*		*7,731*
5	Profits available for dividend payout	[3.1] + [4.1]	692,172
6	Expected profit used for dividend payout	(*)	689,776
7	Charter Capital of the Bank	(*)	9,580,218
8	Consolidated retained earnings of the Bank and its subsidiaries after Funds allocation and dividend payout	[3] + [4] - [6]	44,953
8.1	*In which:* *Separate retained earnings of the Bank after Funds allocation and dividend payout*	*[5] - [6]*	*2,396*

*(*) The expected profit allocated for dividend payout in 2024 is VND **689,775,730,000**, equivalent to an expected dividend payout ratio of 7.20%, based on the Bank's charter capital of VND **9,580,218,430,000** at the time of proposal submission. However, the Bank continues to implement Phase 2 Charter Capital Increase Plan in 2024, in accordance with the Resolution of 2024 Annual General Meeting of Shareholders, Resolution No. 180/2024/NQ-HĐQT dated 20 November 2024, other Resolutions of the Board of Directors on implementing the charter capital increase and Approval Document No. 10474/NHNN-TTGSNH dated 24 December 2024 of the State Bank of Vietnam. This plan includes an offering of **95,802,184** shares (at a par value of VND 10,000 per share) to existing shareholders, with a total par value of VND **958,021,840,000**. Therefore, the actual dividend payout ratio in the future may change, depending on the results of the share offering according to the aforementioned plan.*

Based on the 2024 business performance results of Bac A Commercial Joint Stock Bank, the Board of Directors respectfully submits to the General Meeting of Shareholders the following contents:

1. Approval of the 2024 after-tax profit distribution and Funds allocation according to the above principles.

2. Assignment of/Authorization for the Board of Directors to:

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(i) Determine the appropriate dividend payout ratio based on the new charter capital, taking into account the implementation results of the Phase 2 Charter Capital Increase Plan in 2024, as stated in Resolution No. 180/2024/NQ-HĐQT dated 20 November 2024, other Resolutions of the Board of Directors on implementing the charter capital increase, and Approval Document No. 10474/NHNN-TTGSNH dated 24 December 2024 of the State Bank of Vietnam.

(ii) Decide the time and execution of dividend payout to existing shareholders in the form of shares, using BAC A BANK's accumulated retained earnings in 2024, after allocating Funds, ensuring compliance with legal regulations and approval by the General Meeting of Shareholders.

The Board of Directors respectfully submits to the General Meeting of Shareholders for review and approval!

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN

Recipients:
- As above;
- Archives: BOD Office.

Tran Thi Thoang

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PROPOSAL

Regarding: Approval of Charter Capital Increase Plan in 2025

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

Pursuant to:

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

In order to improve the financial capacity and competitiveness of BAC A BANK in 2025 and the following period, it is necessary for the Bank to increase its charter capital to ensure compliance with the growth rate, maintain safety indicators in banking operations and create a foundation for sustainable development.

Based on the orientation of the Bank's operations and derived from practical operations, the Board of Directors of BAC A BANK respectfully submits to the General Meeting of Shareholders for consideration and approval of the Charter Capital Increase Plan in 2025 as follows:

1. Charter capital increase amount

- Charter capital as at 31/12/2024: VND **8,959,336,420,000** (Eight thousand nine hundred fifty-nine billion, three hundred thirty-six million, four hundred twenty thousand dong).
- Charter capital at the time of preparing the Proposal: VND **9,580,218,430,000** (Nine thousand five hundred eighty billion, two hundred eighteen million, four hundred thirty thousand dong).
- Expected charter capital increase: VND **2,770,599,170,000** (Two thousand seven hundred seventy billion, five hundred ninety-nine million, one hundred seventy thousand dong).
- Expected charter capital after completing the charter capital increase: VND **12,350,817,600,000** (Twelve thousand three hundred fifty billion, eight hundred seventeen million, six hundred thousand dong).

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- Source of expected charter capital increase:

+ Charter capital increase from the continuation of the Phase 2 Capital Increase Plan in 2024, according to the Resolution of 2024 Annual General Meeting of Shareholders, Resolution No. 180/2024/NQ-HĐQT dated 20 November 2024, other Resolutions of the Board of Directors on implementing the charter capital increase, and Document No. 10474/NHNN-TTGSNH approved by the State Bank of Vietnam dated 24 December 2024: VND **958,021,840,000** (Nine hundred fifty-eight billion, twenty-one million, eight hundred forty thousand dong).

According to the Phase 2 Capital Increase Plan in 2024, the Bank planned to offer **95,802,184** shares (at a par value of VND 10,000/share) to existing shareholders with a total par value of VND **958,021,840,000**. However, due to the prolonged charter capital increase procedures, the Bank was unable to complete the capital increase in 2024. Therefore, the Bank will continue implementing this Capital Increase Plan in 2025. After completing this capital increase, the expected charter capital will be VND **10,538,240,270,000**.

+ Expected charter capital increase as a result of implementing the new Charter Capital Increase Plan in 2025: VND **1,812,577,330,000** (One thousand eight hundred twelve billion, five hundred seventy-seven million, three hundred thirty thousand dong). The Bank will implement this capital increase through the following two methods:

✓ Issuing common shares to pay dividends to existing shareholders with a total value of VND **689,775,730,000** at a par value of VND 10,000/share (equivalent to an expected dividend payout ratio of 7.20% of the total charter capital on the date of preparing the Proposal, which is VND **9,580,218,430,000**) from the accumulated retained earnings of BAC A BANK in 2024 after allocating Funds in accordance with applicable laws.

According to the 2024 Audited Financial Statements, information on the capital source used to increase charter capital is as follows:

Unit: VND million

No.	Contents	Amount
1	Consolidated after-tax profit of the Bank and its subsidiaries in 2024	1,011,255
2	Separate after-tax profit of the Bank in 2024	999,185
3	Consolidated accumulated retained earnings of the Bank and its subsidiaries as at 31/12/2024	1,670,355
4	Separate accumulated retained earnings of the Bank as at 31/12/2024	1,627,797
5	Consolidated accumulated retained earnings of the Bank and its subsidiaries after Phase 1 capital increase and Funds allocation in 2024	734,729
6	Separate accumulated retained earnings of the Bank after Phase 1 capital increase and Funds allocation in 2024	692,172

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✓ Offering common shares to existing shareholders with a total value of VND **1,122,801,600,000** at par value (expected offering ratio of 10.00% of total outstanding shares at the time of offering). The expected offering price is VND 10,000/share. However, the offering price may change depending on the actual market conditions.

2. Detailed Charter Capital Increase Plan

Details such as the form of capital increase, issuer, implementation rate, expected number of shares issued, capital utilization plan, feasibility of the plan, etc. will be presented in the attached Charter Capital Increase Plan.

3. Proposal

The Board of Directors respectfully submits to the General Meeting of Shareholders for consideration and approval of:

✓ The attached Charter Capital Increase Plan;

✓ The registration, depository and additional registration of listing of all additional issued shares at the competent authorities;

To facilitate rapid and effective implementation, the Board of Directors respectfully requests the General Meeting of Shareholders to assign/authorize the Board of Directors to: revise/complete and/or approve the entire Charter Capital Increase Plan (if revisions are necessary at the request of State Agencies). This will be in accordance with the practical operational needs of BAC A BANK, follow legal provisions, ensure the rights of shareholders, and allow submission to the State management agencies for consideration, approval and implementation in line with the Resolution of the General Meeting of Shareholders and legal requirements. This includes, but is not limited to the following issues:

- Deciding on the specific capital increase amount of each issuance/offering based on the actual conditions and capital needs of BAC A BANK;

- Deciding on the dividend payout ratio appropriate for the new charter capital, based on the implementation results of the Phase 2 Capital Increase Plan in 2024 according to the Resolution of 2024 Annual General Meeting of Shareholders, Resolution No. 180/2024/NQ-HDQT dated 20 November 2024, other Resolutions of the Board of Directors on implementing the charter capital increase and Approval Document No. 10474/NHNN-TTGSNH dated 24 December 2024 of the State Bank of Vietnam, but not higher than the dividend payout decided by the General Meeting of Shareholders; the specific time of issuing shares to pay dividends, the time of finalizing the list of shareholders entitled to receive dividends in shares, handling of arising fractional shares or undistributed shares (if any), and other relevant matters to implement the payment of dividends to existing shareholders in shares from the accumulated retained earnings of BAC A BANK in 2024 after allocating Funds, ensuring compliance with applicable laws;

- Deciding on the number of shares offered to the public in line with the new charter capital after completing the capital increase through stock dividends (Phase 1

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in 2025), ensuring that the new charter capital after completing the offering (Phase 2 in 2025) does not exceed the charter capital (VND **12,350,817,600,000**) decided by the General Meeting of Shareholders; the plan ensure that the share issuance complies with regulations on foreign ownership ratio; the date to close the list of shareholders to exercise rights, the timeline and progress of issuing shares to increase charter capital, the specific offering price and the offering ratio; the detailed capital utilization plan based on the Bank's actual operations, ensuring compliance with relevant legal regulations; the plan to handle shares that existing shareholders do not register to buy, do not pay for the purchases, fractional shares (including determining criteria and listing investors allowed to purchase these shares, etc.);

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

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

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

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

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN

Recipients:
- As above;
- Archives: BOD Office.

Tran Thi Thoang

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CHARTER CAPITAL INCREASE PLAN IN 2025

(Accompanying Resolution No.: …./2025/TTr-HĐQT as at …./…./2025)

I. THE NECESSITY OF INCREASING THE CHARTER CAPITAL

It is necessary and essential for BAC A BANK to continue to increase its charter capital to improve the Bank's financial and operational capacity as well as its competitiveness. In detail:

- Enhancing financial capacity to continue to supplement capital for the Bank's business operations: expanding customer loans, focusing on priority areas according to the Bank's strategic orientation; investing and trading in highly secure securities with appropriate profitability, while being able to support liquidity when necessary.

- Ensuring compliance and effectively meeting the limits and safety ratios in the Bank's operations.

II. CHARTER CAPITAL INCREASE PLAN

1. Charter capital increase amount

- Charter capital as at 31/12/2024: VND **8,959,336,420,000** (*Eight thousand nine hundred fifty-nine billion, three hundred thirty-six million, four hundred twenty thousand dong*).

+ Common shares issued: **895,933,642** shares.

+ Common shares in circulation: **895,933,642** shares.

- Charter capital at the time of preparing the Charter Capital Increase Plan: VND **9,580,218,430,000** (*Nine thousand five hundred eighty billion, two hundred eighteen million, four hundred thirty thousand dong*).

+ Total number of common shares issued: **958,021,843** shares.

+ Total number of outstanding common shares: **958,021,843** shares.

- Expected additional charter capital increase: VND **2,770,599,170,000** (*Two thousand seven hundred seventy billion, five hundred ninety-nine million, one hundred seventy thousand dong*), including:

+ Expected charter capital increase from the continuation of the Phase 2 Capital Increase Plan in 2024, according to the Resolution of 2024 Annual General Meeting of Shareholders, Resolution No. 180/2024/NQ-HĐQT dated 20 November 2024, other Resolutions of the Board of Directors on implementing the charter capital increase,

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and Document No. 10474/NHNN-TTGSNH approved by the State Bank of Vietnam dated 24 December 2024: VND **958,021,840,000** (*Nine hundred fifty-eight billion, twenty-one million, eight hundred forty thousand dong*) – Details in Section II.2.

+ Expected charter capital increase from the implementation of a new Capital Increase Plan in 2025: VND **1,812,577,330,000** (*One thousand eight hundred twelve billion, five hundred seventy-seven million, three hundred thirty thousand dong*) – Details in Section II.3.

- Expected charter capital after completing the capital increase: VND **12,350,817,600,000** (*Twelve thousand three hundred fifty billion, eight hundred seventeen million, six hundred thousand dong*).

+ Number of common shares expected after issuance: **1,235,081,760** shares.

2. Continuation of the Phase 2 Charter Capital Increase Plan in 2024

According to Resolution No. 180/2024/NQ-HĐQT dated 20 November 2024 and Resolution No. 71/2025/NQ-HĐQT dated 20 March 2025 approved by the Board of Directors, the Bank planned to issue **95,802,184** shares (at a par value of VND 10,000 per share) to existing shareholders, with a total par value of VND **958,021,840,000**. However, due to the prolonged charter capital increase procedures, the Bank was unable to complete the capital increase in 2024. Therefore, the Bank will continue implementing this Capital Increase Plan in 2025. After completing this capital increase, the expected charter capital will be VND **10,538,240,270,000**.

3. Charter Capital Increase Plan in 2025

The charter capital is expected to increase from VND **10,538,240,270,000** to VND **12,350,817,600,000** through two methods as follows:

3.1. Phase 1: Increasing charter capital through the issuance of common shares for dividend payment to existing shareholders

- ***Estimated additional charter capital*****:** VND **689,775,730,000** (*Six hundred eighty-nine billion, seven hundred seventy-five million, seven hundred thirty thousand dong*).

- ***Eligible recipients***: Existing shareholders listed in the shareholder register who are entitled to receive dividends in the form of common shares, in compliance with applicable laws[1].

- ***Expected stock dividend rate***: 7.20% of the total outstanding common shares as of the date of the Charter Capital Increase Plan.

- ***Estimated number of shares to be issued*****: 68,977,573** common shares.

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

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

- ***Estimated total par value:*** VND **689,775,730,000**

- ***Source of implementation:*** from BAC A BANK's accumulated retained earnings in 2024 after allocating Funds, ensuring compliance with legal regulations and being approved by the General Meeting of Shareholders.

Information on sources of capital increase according to audit results of the Independent Auditing Unit:

Unit: VND million

No.	Contents	Amount
1	Consolidated after-tax profit of the Bank and its subsidiaries in 2024	1,011,255
2	Separate after-tax profit of the Bank in 2024	999,185
3	Consolidated accumulated retained earnings of the Bank and its subsidiaries as at 31/12/2024	1,670,355
4	Separate accumulated retained earnings of the Bank as at 31/12/2024	1,627,797
5	Consolidated accumulated retained earnings of the Bank and its subsidiaries after Phase 1 capital increase and Funds allocation in 2024	734,729
6	Separate accumulated retained earnings of the Bank after Phase 1 capital increase and Funds allocation in 2024	692,172
7	Other capital sources can be used to supplement Charter Capital according to the audited consolidated financial statements as at 31/12/2024	442,647
7.1	*Supplementary Charter Capital Reserve Fund*	*334,794*
7.2	*Investment and Development Fund*	*564*
7.3	*Share premium*	*107,289*

- ***Transfer restrictions:*** Common shares issued to pay dividends to existing shareholders will not be subject to transfer restrictions.

- ***Expected time:*** This charter capital increase is expected to be implemented in 2025 and 2026. The specific implementation time will be decided by the Board of Directors of BAC A BANK based on the License/Approval of competent State Agencies.

- ***Plan for handling fractional shares and undistributed shares:***

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

The number of issued shares according to the ratio of the distribution of rights to each shareholder is an integer, the decimal will not be rounded into one share. Any

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fractional shares arising shall be decided by the BOD, including but not limited to transferring these fractional shares to the BAC A BANK Trade Union.

3.2. Phase 2: Increasing charter capital through public offering of additional shares to existing shareholders

- ***Maximum expected charter capital increase:*** VND **1,122,801,600,000** (*One thousand one hundred twenty-two billion, eight hundred one million, six hundred thousand dong*) at par value.

- ***Eligible shareholders*****:** Existing shareholders listed in the shareholder register who are entitled to purchase additional common shares, in compliance with applicable laws.

- ***Expected offering ratio*****:** 10.00% of the total outstanding common shares at the time of the offering.

Accordingly, shareholders holding 100 shares at the record date will receive ten rights to purchase additional shares. Each right entitles the holder to purchase one additional share. The number of rights will be rounded down to the nearest whole number.

- ***Maximum number of shares to be issued*****: 112,280,160** shares**.**

- ***Type of shares to be issued:*** common shares.

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

- ***Maximum total value of shares at par value*****:** VND **1,122,801,600,000**

- ***Expected offering price*****:** VND 10,000/share (the offering price may be adjusted based on market conditions but shall not be lower than VND 10,000/share).

- ***Transfer of purchasing rights*****:** Shareholders listed in the shareholder register at the record date may transfer their purchase rights to others within the specified period. Each purchase right can only be transferred once (the transferee cannot transfer the purchase right to a third party).

- ***Expected issuance time*****:** The offering is expected to take place in 2025 and 2026, after the completion of Phase 1 Charter Capital Increase. The specific time will be determined by the Board of Directors of BAC A BANK, based on the License/Approvals of competent State Agencies and the progress of the Capital Increase Plan.

- ***Plan for handling fractional shares, unsubscribed shares and unpaid shares:***

In case shareholders and/or transferees of the right to purchase do not purchase and/or do not purchase all the shares offered for sale, or have registered to purchase but do not pay for the shares within the time prescribed by the Board of Directors and the number of fractional shares arises due to the principle of rounding down (number of undistributed shares), the Board of Directors has the right to offer these

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undistributed shares to other shareholders or to new investors selected by the Board of Directors to ensure compliance with current law on regulations, procedures and limits on share ownership in the Bank, ensuring that the offering conditions and conditions on the rights and obligations of investors are not more favorable than the offering conditions to existing shareholders. The offering price to other shareholders or new investors shall not be lower than the offering price to existing shareholders (expected VND 10,000/share).

The handling of fractional subscription rights and the corresponding offering of fractional shares in the same issuance shall be determined by the Board of Directors.

In case of issuance to other shareholders or other investors but still not distributing all the shares expected to be issued, the charter capital will be increased according to the actual number of shares issued.

- ***Transfer restrictions:*** Shares issued after being offered to existing shareholders will not be subject to transfer restrictions.

Fractional shares and shares that are not fully purchased by shareholders and/or transferees who are offered for sale to other shareholders or new investors will be restricted from transfer for 01 (one) year from the date of completion of the offering as prescribed in Clause 2 Article 42 of the Decree 155/2020/ND-CP dated 31 December 2020.

4. List of shareholders and ownership ratio of shareholders with an ownership ratio of 5% or higher compared to voting capital and current and expected charter capital after the capital increase

The Bank has no shareholders with an ownership ratio of 5% or higher compared to voting capital and current and expected charter capital after the capital increase.

5. List of shareholders and related people with a share ownership ratio of 15% or higher compared to current and expected charter capital after the capital increase

The General Meeting of Shareholders assigns/authorizes the Board of Directors to decide on the preparation of a list of shareholders and related persons with a share ownership ratio of 15% or higher compared to current and expected charter capital after increasing capital in accordance with the provisions of law and instructions of competent State Agencies.

6. Share ownership limit of current and expected foreign investors after the capital increase

The share ownership ratio of foreign investors according to the list of shareholders as at 18/03/2025 is 0.0040% of the charter capital of BAC A BANK. It is

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expected that after increasing capital, the ownership ratio of foreign investors will not exceed 30% of the charter capital as committed by BAC A BANK. The General Meeting of Shareholders assigns/authorizes the Board of Directors to decide on a plan to ensure that the issuance of shares meets the foreign ownership ratio according to the provisions of law and internal regulations of BAC A BANK.

7. Expected completion time

The time to complete the increase in charter capital as above shall comply with the provisions of the License/Approval of competent State Agencies.

8. Information disclosure

BAC A BANK discloses information according to BAC A BANK's internal regulations, legal regulations and instructions from competent State Agencies (if any).

III. CAPITAL UTILIZATION PLAN

- The additional charter capital from the Phase 2 Capital Increase in 2024 (VND **958,021,840,000**) will be utilized in accordance with the Capital Utilization Plan outlined in the Board of Directors' Resolution on the implementation of the Phase 2 Charter Capital Increase in 2024 including amendments and supplements (if any).

- The expected additional charter capital from the implementation of the new Charter Capital Increase Plan for 2025 is VND **1,812,577,330,000**, which will be used to supplement the Bank's business operations, including lending to customers, investing and trading in valuable papers.

The utilization plan for the additional capital will follow a hierarchical order, as below:

Unit: VND

No.	Capital utilization plan	Estimated amount	Expected progress of capital utilization
I	**Phase 1**	**689,775,730,000**	
1	Loans to customers (agricultural, forestry, and aquaculture loans; processing and manufacturing industry loans; wholesale and retail loans; etc.)	689,775,730,000	During 2025 - 2026
II	**Phase 2**	**1,122,801,600,000**	
1	Trading in valuable papers (bonds, certificates of deposit, etc.)	600,000,000,000	During 2025 - 2026
2	Loans to customers (agricultural, forestry, and aquaculture loans; processing and manufacturing industry loans; wholesale and retail loans; etc.)	522,801,600,000	During 2025 - 2026
Total		**1,812,577,330,000**	

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The estimated allocation of funds for each purpose mentioned above may vary depending on the actual results and the completion timeline of the two capital increase phases in 2025. The capital utilization plan may be flexibly adjusted to support the Bank's products and services, based on market conditions and the actual demand of customers for each product/service, ensuring the effective use of capital in each period.

The General Meeting of Shareholders assigns/authorizes the Board of Directors to adjust the detailed capital utilization plan based on the Bank's business operations, the completion timeline of the charter capital increase, and in compliance with applicable legal regulations. The Board of Directors shall report to the General Meeting of Shareholders at the nearest meeting on any changes or adjustments to the detailed capital utilization plan and the proceeds from the offering, in accordance with legal requirements (if any).

IV. EXPECTED BUSINESS PLAN AFTER INCREASING CHARTER CAPITAL

With the aforementioned charter capital increase plan, BAC A BANK anticipates the following key business targets for 2025:

Unit: VND billion, %

No.	Targets	2024	Plan in 2025	Increase/(Decrease)	
				+/-	%
I	**Operational targets**				
1	Charter capital	8,959	Implement according to the plan approved by the Board of Directors		
2	Total assets	165,608	182,264	16,656	10.06%
3	Capital mobilization from individuals and economic organizations	127,644	135,941	8,297	6.50%
4	Trading and investing in securities	34,000	34,340	340	1.00%
5	Loans to customers	109,553	121,932	12,379	11.30%
6	Non-performing loan ratio (for Loans to customers)	1.24%	<1.5%		
7	After-tax profit	999	1,040	41	4.10%
8	ROA	0.63%	0.60%	-0.03%	
9	ROE	8.85%	8.20%	-0.65%	
II	**Limits, safety ratios in banking operations**				
1	Separate minimum capital adequacy ratio	11.10%	Comply with regulations of the State Bank of Vietnam (*)		
2	Ratio of credit extension for investment in shares over Charter capital	0.00%			
3	Solvency ratios				

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No.	Targets	2024	Plan in 2025	Increase/(Decrease)	
				+/-	%
	- Liquidity coverage ratio	*11.95%*			
	- 30-day solvency ratio (for VND)	*73.94%*			
	- 30-day solvency ratio (for foreign currency)	*60.32%*			
4	Maximum ratio of short-term capital used for provision of medium-term and long-term loans	24.97%			
5	Ratio of investment in Government bonds and Government-guaranteed bonds	4.00%			
6	Limits on capital contribution and shares purchase	4.31%			
7	Loan-to-deposit ratio	72.85%			

(According to the Separate Financial Statement)

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

V. FEASIBILITY OF THE PLAN

1. Feasibility of increasing charter capital

To improve the financial capacity and competitiveness of BAC A BANK and ensure benefits for shareholders, increasing charter capital is an inevitable trend. After increasing capital, BAC A BANK will continue to expand the Bank's main business operations, develop synchronously and modernly to keep up with the trends of the times, thus the benefits of shareholders will be guaranteed.

According to the 2024 audited financial statements, accumulated retained earnings are guaranteed to be enough to increase charter capital by VND **689,775,730,000** through issuing shares to pay dividends to existing shareholders.

With the current situation of the stock market and the reputation of BAC A BANK, increasing charter capital by 10.00% (equivalent to VND **1,122,801,600,000**) through offering common shares to existing shareholders at the offering price as mentioned above is feasible.

2. Development orientation in the future

In 2025, BAC A BANK will continue to focus on promoting the implementation of solutions to achieve the goal of becoming a Bank with effective operations, safety and sustainable development.

BAC A BANK continues to promote its strength in lending to projects and

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

3. In terms of governance, management and supervision capacity of BAC A BANK regarding capital scale and operational scale when increasing charter capital

The members of the Board of Directors and the Board of Supervisors all have prestige, qualifications, experience in banking management and have enthusiasm and responsibilities to contribute to the development of the Bank.

In addition, the Bank's Board of General Directors is composed of members who are qualified, well-trained, professional, ethical and dedicated to contributing to the development of the Bank.

Furthermore, BAC A BANK has completed the internal control system, including: a system of policies, rules, regulations, instructions and functional departments for auditing and risk control of the Bank in each operational activity. BAC A BANK's internal control system, which is consistent with practice, has ensured to meet regulations in Circular 13/2018/TT-NHNN, Circular 40/2018/TT-NHNN.

Unified governance and management mechanisms, regular and effective coordination between the activities of the Board of Directors and the Board of Executives in managing business operations are important factors to help BAC A BANK develop effectively and firmly.

VI. IMPLEMENTATION ORGANIZATION

The Board of Directors is responsible for carrying out the necessary procedures as prescribed and organizing the implementation of the charter capital increase according to the above Plan.

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PROPOSAL

Regarding the Selection of an independent audit firm for performing the audit/review of financial statements and providing assurance services for the internal control system's operations in preparation and presentation of the 2026 financial statements

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

Pursuant to:

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

The Board of Directors respectfully requests the General Meeting of Shareholders of Bac A Commercial Joint Stock Bank to:

(i) Approve the list of independent audit firms included in the list approved by the State Securities Commission to perform audits for public interest entities in the securities sector for 2025 *(according to the attached list)* and updated as of the selection date;

(ii) Assign/authorize the Board of Directors to select an audit firm from the list in item (i) that also meets the conditions stipulated in Circular 51 and relevant legal provisions, to perform the review of semi-annual financial statements, audit of financial statements, and assurance services for the internal control system's operations in preparation and presentation of the 2026 financial statements of Bac A Commercial Joint Stock Bank, ensuring efficiency and compliance with the applicable laws.

Respectfully submitted to the General Meeting of Shareholders for approval!

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN

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

Tran Thi Thoang

LIST OF AUDIT FIRMS APPROVED TO AUDIT PUBLIC INTEREST ENTITIES IN THE SECURITIES SECTOR FOR 2025

(As announced by the SSC[1])

1	KPMG LIMITED (KPMG)
2	ERNST & YOUNG VIET NAM LIMITED (E&Y)
3	DELOITTE VIETNAM LIMITED (DELOITTE)
4	PWC (VIETNAM) LIMITED (PwC)
5	AASC AUDITING FIRM COMPANY LIMITED (AASC)
6	GRANT THORNTON (VIETNAM) LIMITED (GT)
7	A&C AUDITING AND CONSULTING COMPANY LIMITED (A&C)
8	ECOVIS AFA VIETNAM AUDITING – VALUATION AND CONSULTING COMPANY LIMITED (ECOVIS AFA VIETNAM)
9	CPA VIETNAM AUDITING COMPANY LIMITED (CPA VIETNAM)
10	VIETVALUES AUDITING AND CONSULTING CO., LTD (VIETVALUES)
11	SOUTHERN AUDITING AND ACCOUNTING FINANCIAL CONSULTANCY SERVICE., LTD (AASCS)
12	AN VIET AUDITING COMPANY LIMITED (AN VIET CPA)
13	VACO AUDITING COMPANY LIMITED (VACO)
14	SAO VIET AUDITING COMPANY LIMITED (SAO VIET)
15	RSM VIETNAM AUDITING & CONSULTING LIMITED (RSM)
16	AFC VIETNAM AUDITING CO., LTD (AFC)
17	AAC AUDITING AND ACCOUNTING COMPANY LIMITED (AAC)
18	NVA AUDITING COMPANY LIMITED (NVA)
19	MOORE AISC AUDITING AND INFORMATICS SERVICES COMPANY LIMITED (MOORE AISC)
20	UHY AUDITING & CONSULTING COMPANY LIMITED (UHY)
21	NHAN TAM VIET AUDITING COMPANY LIMITED (NVT)

[1] As announced by the SSC on November 20th, 2024 at https://ssc.gov.vn/webcenter/portal/ubck/pages_r/l/chitit?dDocName=APPSSCGOVVN1620150050

22	VIET NAM AUDITING & EVALUATION COMPANY LIMITED (VAE)
23	INTERNATIONAL AUDITING COMPANY LIMITED (ICPA)
24	BDO AUDIT SERVICES COMPANY LIMITED (BDO)
25	FAC AUDITING COMPANY LIMITED (FAC)
26	VIETNAM AUDITING AND VALUATION COMPANY LIMITED (AVA)
27	INTERNATIONAL AUDITING AND VALUATION COMPANY LIMITED (IAV)

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PROPOSAL

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

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

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

The Board of Directors of Bac A Commercial Joint Stock Bank (BAC A BANK) respectfully requests the Annual General Meeting of Shareholders 2025 to consider and approve the following matters:

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

- In Decree No. 52/2024/ND-CP dated May 15th, 2024 on non-cash payments:

+ Clause 20, Article 3 stipulates: "An international payment system is a payment system established abroad that allows international payment transactions".

+ Clause 1, Article 36 stipulates: "Commercial banks and foreign bank branches that participated in international payment systems prior to the effective date of this Decree may continue to participate in those systems. Within 24 months from the effective date of this Decree, commercial banks and foreign bank branches are responsible for meeting the business conditions specified in Article 21 of this Decree and completing the procedures to request approval for participation in international payment systems as regulated by the Governor of the State Bank of Vietnam. After this period, commercial banks and foreign bank branches must cease participation in international payment systems not specified in their Licenses".

- Circular No. 34/2024/TT-NHNN dated June 30th, 2024, issued by the State Bank of Vietnam (SBV) Governor, stipulates the procedures, processes, and documentation for requesting the addition of "Participation in international payment systems" to the License.

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- Currently, BAC A BANK engages in international payment activities, offering services that facilitate quick and secure international trade transactions. This ensures efficient and favorable cross-border money transfers.

Thus, within 24 months from July 01st, 2024, BAC A BANK must complete the procedures to request approval for participation in international payment systems as stipulated in Circular No. 34/2024/TT-NHNN.

2. Regarding the addition of activities to the License and/or re-issue of the License in accordance with the 2024 Law on Credit Institutions and documents guiding the implementation thereof

On January 18th, 2024, the fifteenth National Assembly passed Law on Credit Institutions No. 32/2024/QH15 (2024 Law on Credit Institutions), effective from July 01st, 2024. This law includes several amendments and supplements to the activities of commercial banks compared to the current Law on Credit Institutions. The SBV Governor issued Circular No. 34/2024/TT-NHNN dated June 30th, 2024 on the procedures, processes, and documentation for requesting the addition of activities to the License and/or re-issue of the License. Therefore, the General Meeting of Shareholders needs to approve the policy and delegate/authorize the Board of Directors to proactively decide on specific tasks related to the addition of activities to the License and/or re-issue of the License of BAC A BANK, as well as amendments and supplements to the Charter.

The Board of Directors respectfully requests the General Meeting of Shareholders to:

(i) Approve the addition of "Participation in international payment systems" to BAC A BANK's License;

(ii) Approve the policy for adding activities to the License and/or re-issuing the License of BAC A BANK in accordance with the 2024 Law on Credit Institutions, Circular No. 34/2024/TT-NHNN, other documents guiding the implementation of the Law on Credit Institutions (including amendments, supplements, and replacements), amending and supplementing the Charter to align with BAC A BANK's License after the SBV Governor approves the addition and/or re-issue, and performing other administrative procedures (if any) and/or other matters as required by the laws from time to time.

(iii) The Board of Directors is assigned/authorized to:

- Decide on the addition of specific activities to the License (including each international payment system) and/or the re-issue of BAC A BANK's License in accordance with the 2024 Law on Credit Institutions, Circular No. 34/2024/TT-NHNN, other documents guiding the implementation of the Law on Credit Institutions (including amendments, supplements, and replacements), relevant legal provisions, and SBV's guidance.

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- Decide on amendments and supplements to the Charter to align with BAC A BANK's License after the SBV Governor approves the addition and/or re-issue, and perform other administrative procedures (if any) and/or other matters as required by the laws from time to time.

- Direct the implementation of tasks and procedures for adding activities to the License and/or re-issuing the License, amending and supplementing the Charter, performing other administrative procedures (if any), and/or other matters as required by the laws from time to time.

Best regards,

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN

Tran Thi Thoang

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

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BAC A COMMERCIAL JOINT STOCK BANK	SOCIALIST REPUBLIC OF VIETNAM Independence – Freedom – Happiness
No. ...../2025/TTr-HDQT	*Nghe An, dated 2025*

DRAFT

PROPOSAL

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

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

- *Pursuant to the 2024 Law on Credit Institutions and documents guiding the implementation thereof;*

- *Pursuant to the 2020 Law on Enterprises (as amended and supplemented) and documents guiding the implementation thereof;*

- *Pursuant to the 2019 Law on Securities (as amended and supplemented) and documents guiding the implementation thereof;*

- *Pursuant to the applicable Charter of Bac A Commercial Joint Stock Bank.*

The Board of Directors of Bac A Commercial Joint Stock Bank (BAC A BANK) respectfully requests the Annual General Meeting of Shareholders 2025 to consider and approve amendments and supplements to the Charter, Regulations on Organization and Operation of the Board of Directors as follows:

1. Regarding amendments and supplements to the Charter, Regulations on Organization and Operation of the Board of Directors:

- On January 18th, 2024, the fifteenth National Assembly passed Law on Credit Institutions No. 32/2024/QH15 (2024 Law on Credit Institutions), effective from July 01st, 2024. Documents guiding the implementation of the Law on Credit Institutions have been issued and will continue to be issued in the future. Based on a review and impact assessment, the Charter and the Regulations on Organization and Operation of the Board of Directors need to be amended and supplemented to ensure compliance and alignment with the provisions of documents guiding the implementation of the Law on Credit Institutions.

- Additionally, the practical operations of BAC A BANK require amendments and supplements to certain provisions of the Charter and the Regulations on Organization and Operation of the Board of Directors in accordance with other relevant legal provisions, facilitating the organization, governance, and management of BAC A BANK.

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Details are provided in the attached Table of review and explanation of the amendments and supplements to the Charter and the Regulations on Organization and Operation of the Board of Directors.

2. Regarding the amendment to the Charter in case of a change in the address of BAC A BANK's Head Office due to changes to administrative boundary:

The Party and the State have adopted a policy to eliminate district-level administrative units and continue merging commune-level administrative units in the near future. This may result in a change to the address of BAC A BANK's head office.

Article 8 of Circular No. 50/2018/TT-NHNN (as amended and supplemented) issued by the Governor of the State Bank of Vietnam (SBV) stipulates: In cases where the address of a commercial bank's head office changes without a change in its physical location, the commercial bank shall submit a written request for amending the head office address. The State Bank of Vietnam shall issue a decision for amending the head office address of the commercial bank in its License.

Point a, Clause 1, Article 37 of the Law on Credit Institutions requires commercial banks to perform procedures for amending their Charter in conformity with the change in the head office address as approved by the SBV.

Point b, Clause 3, Article 67 of the Law on Credit Institutions stipulates that the Annual General Meeting of Shareholders has the duty and authority to approve amendments to the Charter.

Therefore, in order to ensure the consistency between the Charter and the License, it is necessary for the General Meeting of Shareholders to delegate/authorize the BOD to decide on amending the Charter in cases where the SBV has issued a decision for amending the head office address of BAC A BANK in the License due to changes to administrative boundary.

The Board of Directors respectfully requests the General Meeting of Shareholders to:

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

(ii) The Board of Directors is delegated/authorized to review the contents of the Charter, Regulations on Organization and Operation of the Board of Directors according to documents guiding the implementation of the Law on Credit Institutions, other relevant legal provisions, guidance of regulatory bodies (if any);

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perform necessary procedures for issue; direct the implementation of procedures for notifying regulatory bodies and disclosing information in accordance with the laws.

(iii) The Board of Directors is assigned/authorized to decide on amendments to the Charter in case the State Bank of Vietnam has decided to amend the head office address of BAC A BANK in the License due to changes in administrative boundaries.

Best regards,

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN

Tran Thi Thoang

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

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

No.	(Current) Charter	Proposed amendments and supplements to the Charter ("***Italic and bold***" phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	Legal bases for amendments and supplements
1	**Article 1. Interpretation of terms**	**Article 1. Interpretation of terms**	
1.1	4. "Law on Enterprises" is the Law on Enterprises passed by the National Assembly of the Socialist Republic of Vietnam on June 17th, 2020, as amended and supplemented by the laws No. 03/2022/QH15 dated January 11th, 2022 ("Law on Enterprises").	4. "Law on Enterprises" is the Law on Enterprises passed by the National Assembly of the Socialist Republic of Vietnam on June 17th, 2020, ~~as amended and supplemented by the laws No. 03/2022/QH15 dated January 11th, 2022,~~ and ***any amendments, supplements to, or replacements of, this Law (if any)*** ("Law on Enterprises").	Amend in accordance with the applicable laws.
1.2	5. "Law on Credit Institutions" is the Law on Credit Institutions passed by the National Assembly of the Socialist Republic of Vietnam on January 18th, 2024 ("Law on Credit Institutions").	5. "Law on Credit Institutions" is the Law on Credit Institutions passed by the National Assembly of the Socialist Republic of Vietnam on January 18th, 2024, and ***any amendments, supplements to, or replacements of, this Law (if any)*** ("Law on Credit Institutions").	Amend in accordance with the applicable laws.
1.3	6. "Law on Securities" is the Law on Securities passed by the National Assembly of the Socialist Republic of Vietnam on November 26th, 2019 ("Law on Securities").	6. "Law on Securities" is the Law on Securities passed by the National Assembly of the Socialist Republic of Vietnam on November 26th, 2019, and ***any amendments, supplements to, or replacements of, this Law (if any)*** ("Law on Securities").	Amend in accordance with the applicable laws.
1.4	15. "Shareholder" is an organization or individual owning at least one issued share of BAC A BANK and registered in the shareholder register of BAC A BANK.	15. "Shareholder" is an organization or individual owning at least one issued share of BAC A BANK ~~and registered in the shareholder register of BAC A BANK.~~	Propose deletion of the above content in accordance with Clause 3, Article 4 of the Law on Enterprises and BAC A BANK's operational practices.
1.5		***24. "Personal identification number" is a 12-digit natural number sequence established by the***	Propose supplement in accordance with Article 12 and

No.	(Current) Charter	Proposed amendments and supplements to the Charter ("***Italic and bold***" phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	Legal bases for amendments and supplements
		National Population Database for Vietnamese citizens, used to issue valid identity cards or Citizen identity cards.	Clause 1, Article 46 of the 2023 Law on Identification, and to explain some related terms in the Charter related to this content.
	CHAPTER II. CHARTER CAPITAL, CHANGES TO CHARTER CAPITAL, OPERATING CAPITAL	**CHAPTER II. CHARTER CAPITAL, CHANGES TO CHARTER CAPITAL, ~~OPERATING~~ CAPITAL *OF THE BANK***	Propose amendment to the Chapter title in accordance with the amendments in Article 13.
2	**Article 12. Changes to Charter Capital**	**Article 12. Changes to Charter Capital**	
	2. Methods to increase the charter capital of BAC A BANK: a) Increase through conversion of convertible bonds, reserve fund for charter capital increase, share premium, retained profits, and other funds as provided for by the laws; b) Offer shares or issue additional shares to increase capital; c) Other methods decided by the General Meeting of Shareholders, in accordance with legal provisions.	2. Methods to increase the charter capital of BAC A BANK: a) ~~Increase through conversion of convertible bonds, reserve fund for charter capital increase, share premium, retained profits, and other funds as provided for by the laws~~ ***The reserve fund for charter capital increase, development investment fund, share premium, accumulated undistributed profits, and other funds as provided for by the laws;*** ~~b) Offer shares or issue additional shares to increase capital;~~ ***b) Public offering of shares, private placement of shares;*** ***c) Conversion of convertible bonds into common shares;*** ~~c)~~ ***d)*** Other methods decided by the General Meeting of Shareholders, in accordance with legal provisions.	Propose amendment in accordance with Point b, Clause 1, Article 19 of Circular 34/2024/TT-NHNN.
3	**Article 13. Operating capital of BAC A BANK**	**Article 13. ~~Operating~~ Capital of ~~BAC A BANK~~ *the***	Propose amendment to the title

No.	(Current) Charter	Proposed amendments and supplements to the Charter ("***Italic and bold***" phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	Legal bases for amendments and supplements
		Bank	of Article 13 in accordance with the amendment of this article.
	1. Owner's equity: a) Charter capital; b) Differences arising from asset revaluation and exchange rate differences as provided for by the laws; c) Share premium; d) Funds: reserve fund for charter capital increase, development investment fund, financial reserve fund; dd) Accumulated undistributed profits, accumulated losses awaiting resolution; e) Other capital attributed to BAC A BANK as provided for by the laws. 2. Mobilized capital: a) Mobilized capital from deposits of organizations and individuals; b) Mobilized capital through the issue of valuable papers; c) Borrowed capital from domestic and foreign credit institutions and financial organizations; d) Borrowings from the State Bank of Vietnam; dd) Capital received for entrusted investments; 3. Other capital as provided for by the laws.	~~1. Owner's equity:~~ ~~a) Charter capital;~~ ~~b) Differences arising from asset revaluation and exchange rate differences as provided for by the laws;~~ ~~c) Share premium;~~ ~~d) Funds: reserve fund for charter capital increase, development investment fund, financial reserve fund;~~ ~~dd) Accumulated undistributed profits, accumulated losses awaiting resolution;~~ ~~e) Other capital attributed to BAC A BANK as provided for by the laws.~~ ~~2. Mobilized capital:~~ ~~a) Mobilized capital from deposits of organizations and individuals;~~ ~~b) Mobilized capital through the issue of valuable papers;~~ ~~c) Borrowed capital from domestic and foreign credit institutions and financial organizations; d) Borrowings from the State Bank of Vietnam;~~ ~~dd) Capital received for entrusted investments;~~ ~~3. Other capital as provided for by the laws.~~ 1. The Bank's capital includes owner's equity, mobilized capital, and other capital as provided for by the laws. 2. Specific details regarding the Bank's capital shall be implemented in accordance with BAC A BANK's	Propose amendment in accordance with Clause 1, Article 144 of the Law on Credit Institutions, and subsequent legal documents so that BAC A BANK's internal regulations are followed and operational flexibility is enhanced.

No.	(Current) Charter	Proposed amendments and supplements to the Charter ("***Italic and bold***" phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	Legal bases for amendments and supplements
		regulations and in accordance with legal provisions from time to time.	
4	**Article 16. Rights of common shareholders**	**Article 16. Rights of common shareholders**	
	10. … c) Full name, contact address, nationality, identity card number, personal identification number, passport number, other legal personal identification documents, date of issue, and place of issue of each authorized representative;	10. … c) Full name, contact address, nationality, ~~identity card number~~, personal identification number, passport number, other legal personal identification documents, ~~date of issue, and place of issue~~ of each authorized representative;	Propose deletion of "identity card number" because under the 2023 Law on Identification, identity cards will become invalid from January 01st, 2025.
5	**Article 17. Obligations of common shareholders**	**Article 17. Obligations of common shareholders**	
	3. … a) Full name; nationality; identity card number, personal identification number, passport number, other legal personal identification documents; date of issue, place of issue; Enterprise Registration Certificate number or equivalent legal document of the institutional shareholder; date of issue, place of issue of such document; b) Information about related individuals, including full name; nationality; identity card number, personal identification number, passport number, other legal personal identification documents; date of issue, place of issue; Enterprise Registration Certificate number or equivalent legal document of the institutional shareholder; date of issue, place of issue of such document; Information about related organizations, including name, enterprise	3. … a) Full name; ~~nationality; identity card number,~~ personal identification number, ***nationality,*** passport number, ~~other legal personal identification documents;~~ ***date of issue, place of issue of a shareholder if it is a foreigner***; Enterprise Registration Certificate number or equivalent legal document of the institutional shareholder; date of issue, place of issue of such document; b) Information about related individuals, including full name; ~~nationality; identity card number,~~ personal identification number, ***nationality,*** passport number, ~~other legal personal identification documents;~~ date of issue, place of issue ***for a foreigner; the relationship with the information provider*** ~~Enterprise Registration Certificate number or equivalent legal document of the institutional shareholder; date of issue, place of issue of~~	Propose amendment in accordance with Points c and d, Clause 1, Article 49 of the Law on Credit Institutions.

No.	(Current) Charter	Proposed amendments and supplements to the Charter ("***Italic and bold***" phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	Legal bases for amendments and supplements
	code, head office address of the enterprise, Enterprise Registration Certificate number or equivalent legal document; legal representative, relationship with the information provider;	~~such document~~; Information about related organizations, including name, enterprise code, head office address of the enterprise, Enterprise Registration Certificate number or equivalent legal document; legal representative, relationship with the information provider;	
6	**Article 20. Transfer of shares**	**Article 20. Transfer of shares**	
	4. In cases where the purchase or transfer of shares makes the purchaser or transferee a major shareholder, written approval from the State Bank of Vietnam (SBV) must be obtained before the transfer procedures are completed.	4. In cases where the purchase or transfer of shares makes the purchaser or transferee a major shareholder, written approval from the State Bank of Vietnam (SBV) must be obtained before the transfer procedures are completed. ***Shareholders, purchasers, or transferees of BAC A BANK's shares are responsible for coordinating with BAC A BANK to obtain approval for the contents specified in this point.***	Propose supplement in accordance with Point dd, Clause 1, Article 37 of the Law on Credit Institutions.
7	**Article 21. Inheritance of shares**	**Article 21. Inheritance of shares**	
7.1	2. After presenting all legal documents proving the right to inheritance, the heir shall register the inherited shares in the shareholder register and complete other related procedures (if any) as provided for by the laws to become a shareholder of BAC A BANK. The heir shall enjoy all rights and obligations of the shareholder they inherit in accordance with this Charter and relevant laws.	2. After presenting all legal documents proving the right to inheritance ***and completing procedures as stipulated by inheritance laws***, the heir shall receive the inheritance of the inherited shares in accordance with legal provisions and become a shareholder of BAC A BANK, ~~register the inherited shares in the shareholder register and complete other related procedures (if any) as provided for by the laws to become a shareholder of BAC A BANK. The heir~~ and enjoy all ~~rights and obligations~~ ***rights and obligations*** of the shareholder they inherit in accordance with ***the provisions of*** this Charter and relevant laws.	Propose revision in accordance with the applicable laws and BAC A BANK's operational practices.

No.	(Current) Charter	Proposed amendments and supplements to the Charter ("***Italic and bold***" phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	Legal bases for amendments and supplements
7.2	3. The heir of shares of members of the Board of Directors, Board of Supervisors, and other managers may own shares but shall not automatically inherit the right to become a member of the Board of Directors, a member of the Board of Supervisors, or hold an equivalent managerial position.	3. The heir of shares of ***shareholders being*** members of the Board of Directors, Board of Supervisors, ***General Director***, and ***holding*** other ~~managers~~ ***management positions*** ~~may own shares but~~ shall not automatically inherit the right to ~~become a member of the Board of Directors, a member of the Board of Supervisors, or hold an equivalent managerial position~~ ***hold such positions***.	Propose amendment and supplement to clarify the meaning of the provision.
8	**Article 22. Redemption of Shares as requested by shareholders or as decided by BAC A BANK**	**Article 22. Redemption of Shares as requested by shareholders or as decided by BAC A BANK**	
8.1	1. BAC A BANK may redeem shares issued by BAC A BANK itself in the manner, conditions, order, and procedures stipulated in this Charter, the Law on Enterprises, and securities laws.	1. ***The redemption of shares of BAC A BANK's shareholders must comply with legal provisions***. ~~BAC A BANK may redeem shares issued by BAC A BANK itself in the manner, conditions, order, and procedures stipulated in this Charter, the Law on Enterprises, and securities laws.~~	Propose amendment in accordance with Article 20 of Circular 34/2024/TT-NHNN.
8.2	2. BAC A BANK may only redeem shares of shareholders if, after fully paying the amount in proportion to the redeemed shares, it still ensures prudential ratios in banking operations and the actual value of the charter capital does not fall below the legal capital of BAC A BANK.	2. BAC A BANK may only redeem shares of shareholders if, after fully paying the amount in proportion to the redeemed shares, it still ensures ***compliance with*** prudential ratios ***and limits*** in banking operations and the actual value of the charter capital does not fall below the legal capital of BAC A BANK.	
8.3		***3. The order, procedures, and documentation on application for the redemption of BAC A BANK's shares shall comply with the regulations of the Governor of the State Bank of Vietnam.***	

No.	(Current) Charter	Proposed amendments and supplements to the Charter ("***Italic and bold***" phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	Legal bases for amendments and supplements
9	**Article 23. Stocks**	**Article 23. Stocks**	
	1. … a) Name, enterprise code, head office address of BAC A BANK; d) Full name, contact address, nationality, identity card number, personal identification number, passport number, other legal personal identification documents of the individual shareholder; name, enterprise code, establishment decision, Enterprise Registration Certificate, equivalent documents, head office address of the institutional shareholder;	1. … a) Name, enterprise code ***and/or other contents as provided for by the laws from time to time***, head office address of BAC A BANK; d) Full name, contact address, nationality, ~~identity card number,~~ personal identification number, passport number, other legal personal identification documents of the individual shareholder; name, enterprise code, establishment decision, Enterprise Registration Certificate, equivalent documents, head office address of the institutional shareholder;	- Clause 2, Article 27 of the 2024 Law on Credit Institutions stipulates: "2. The establishment and operation license of a credit institution also serves as its Business Registration Certificate or Cooperative Registration Certificate." - Draft Decree replacing Decree 01/2021/ND-CP (Clause 1, Article 82) stipulates: A credit institution granted with a Business Registration Certificate under Article 29 of Decree 01/2021/ND-CP before Law on Credit Institutions No. 32/2024/QH15 comes into effect may continue operating according to its issued Business Registration Certificate. However, this certificate shall become invalid when the State Bank of Vietnam gives written consent to amendments and supplements to the establishment and operation license of such credit institution or when the credit institution

No.	(Current) Charter	Proposed amendments and supplements to the Charter ("***Italic and bold***" phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	Legal bases for amendments and supplements
			decides to change its legal representative. - BAC A BANK has obtained consent from the State Bank of Vietnam to amendments related to charter capital in its establishment and operation license, This means that the Business Registration Certificate will only be updated up to the 38th amendment. Therefore, it is recommended to supplement: "***and/or other contents as provided for by the laws from time to time***" to provide flexibility in case of changes in legal provisions.
10	**Article 28. List of shareholders entitled to attend the General Meeting of Shareholders**	**Article 28. List of shareholders entitled to attend the General Meeting of Shareholders**	
	2. The list of shareholders entitled to attend the General Meeting of Shareholders must include the full name, contact address, nationality, personal identification number, identity card number, passport number, or other equivalent legal documents of the individual shareholder; name, enterprise code, or establishment decision number, head office address of the institutional shareholder; number of shares of each type, shareholder registration number and date of each	2. The list of shareholders entitled to attend the General Meeting of Shareholders must include the full name, contact address, nationality, personal identification number, ~~identity card number,~~ passport number, other lawful personal identification documents ~~or other equivalent legal documents~~ of the individual shareholder; name, enterprise code, or establishment decision number, ***Enterprise registration certificate number, other equivalent documents***, head office address of the institutional shareholder; number of	Propose deletion of "identity card number" because under the 2023 Law on Identification, identity cards will become invalid from January 01st, 2025, and in accordance with Article 141 of the Law on Enterprises.

No.	(Current) Charter	Proposed amendments and supplements to the Charter ("***Italic and bold***" phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	Legal bases for amendments and supplements
	shareholder.	shares of each type, shareholder registration number and date of each shareholder.	
11	**Article 29. Agenda and proceedings of the General Meeting of Shareholders**	**Article 29. Agenda and proceedings of the General Meeting of Shareholders**	
11.1	2. A shareholder or group of shareholders as specified in Point d, Clause 4, Article 27 of this Charter has the right to propose matters to be included in the agenda of General Meeting of Shareholders. The proposal must be made in writing and sent to BAC A BANK no later than 03 (three) business days before the opening date. The proposal must specify the shareholder's name, the number of shares of each type held by the shareholder, and the proposed matter to be included in the agenda.	2. A shareholder or group of shareholders ~~as specified in Point d, Clause 4, Article 27 of this Charter~~ ***holding 05% or more of total common shares*** has the right to propose matters to be included in the agenda of General Meeting of Shareholders. The proposal must be made in writing and sent to BAC A BANK no later than ~~03 (three)~~ ***07 (seven)*** business days before the opening date. The proposal must specify the shareholder's name, the number of shares of each type held by the shareholder, and the proposed matter to be included in the agenda.	Propose amendment in accordance with Article 142 of the Law on Enterprises, Article 18 of the Model Charter in Circular 116/2020/TT-BTC, and BAC A BANK's operational practices.
11.2	3. If the person convening the General Meeting of Shareholders rejects the proposal specified in Clause 2 of this Article, they must respond in writing and state the reasons no later than 02 business days before the opening date of the General Meeting of Shareholders. The person convening the General Meeting of Shareholders may only reject the proposal in one of the following cases: a) The proposal submitted does not comply with the provisions of Clause 2 of this Article; b) The proposed matter does not fall under the decision-making authority of the General Meeting	3. If the person convening the General Meeting of Shareholders rejects the proposal specified in Clause 2 of this Article, they must respond in writing and state the reasons no later than 02 business days before the opening date of the General Meeting of Shareholders. The person convening the General Meeting of Shareholders may only reject the proposal in one of the following cases: a) The proposal submitted does not comply with the provisions of Clause 2 of this Article; b) The proposed matter does not fall under the decision-making authority of the General Meeting of Shareholders;	

No.	(Current) Charter	Proposed amendments and supplements to the Charter ("***Italic and bold***" phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	Legal bases for amendments and supplements
	of Shareholders;	***c) Matters that do not comply with BAC A BANK's Charter and/or legal provisions.***	
12	**Article 30. Invitation to the General Meeting of Shareholders**	**Article 30. Invitation to the General Meeting of Shareholders**	
	2. The person convening the General Meeting of Shareholders must send a meeting invitation notice to all shareholders named in the list of shareholders entitled to attend the meeting at least 21 (twenty-one) days before the opening date. The meeting invitation notice must contain the name, head office address, enterprise code; the shareholder's name, contact address, meeting time, venue, and other requirements for attendees.	2. The person convening the General Meeting of Shareholders must send a meeting invitation notice to all shareholders named in the list of shareholders entitled to attend the meeting at least 21 (twenty-one) days before the opening date. The meeting invitation notice must contain the name, head office address, enterprise code ***and/or other contents as provided for by the laws from time to time***; the shareholder's name, contact address, meeting time, venue, and other requirements for attendees.	Propose amendment according to the content presented in item No. 9.
13	**Article 35. Authority and procedures for collection of written opinions of shareholders to pass resolutions and decisions of the General Meeting of Shareholders**	**Article 35. Authority and procedures for collection of written opinions of shareholders to pass resolutions and decisions of the General Meeting of Shareholders**	
13.1	3. The opinion collection form must contain the following key contents: a) Name, head office address, enterprise code; … c) Full name, contact address, nationality, personal identification number, identity card number, passport number, other legal personal identification documents of the individual shareholder; name, enterprise code, establishment decision, Enterprise Registration	3. The opinion collection form must contain the following key contents: a) Name, head office address, enterprise code ***and/or other contents as provided for by the laws from time to time***; … c) Full name, contact address, nationality, personal identification number, ~~identity card number,~~ passport number, other legal personal identification documents of ***an individual for*** the individual shareholder; name,	Propose amendment according to the content presented in item No. 9. Propose deletion of "identity card number" because under the 2023 Law on Identification, identity cards will become invalid from January 01st, 2025.

No.	(Current) Charter	Proposed amendments and supplements to the Charter ("***Italic and bold***" phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	Legal bases for amendments and supplements
	Certificate, equivalent documents, head office address of the institutional shareholder, or full name, contact address, nationality, personal identification number, identity card number, passport number, other legal personal identification documents of the individual representing the institutional shareholder; number of shares of each type and number of voting rights of the shareholder;	enterprise code, establishment decision ***number***, Enterprise Registration Certificate ***number***, equivalent documents ***of an organization***, head office address of the institutional shareholder, or full name, contact address, nationality, personal identification number, ~~identity card number,~~ passport number, other legal personal identification documents of the individual representing the institutional shareholder; number of shares of each type and number of voting rights of the shareholder;	
13.2	5. … a) Name, head office address, enterprise code;	5. … a) Name, head office address, enterprise code ***and/or other contents as provided for by the laws from time to time***;	Propose amendment according to the content presented in item No. 9.
14	**Article 36. Minutes of the General Meeting of Shareholders**	**Article 36. Minutes of the General Meeting of Shareholders**	
	1. … a) Name, head office address, enterprise code;	1. … a) Name, head office address, enterprise code ***and/or other contents as provided for by the laws from time to time***;	Propose amendment according to the content presented in item No. 9.
15	**Article 48. Provision and public disclosure of information regarding members of the Board of Directors, Board of Supervisors, General Director, and Deputy General Directors**	**Article 48. Provision and public disclosure of information regarding members of the Board of Directors, Board of Supervisors, General Director, and Deputy General Directors**	
	1. … c) Information about related individuals, including full name; personal identification number, identity	1. … c) Information about related individuals, including full name; personal identification number, ~~identity card~~	Propose deletion of "identity card number" because under the 2023 Law on Identification,

No.	(Current) Charter	Proposed amendments and supplements to the Charter ("***Italic and bold***" phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	Legal bases for amendments and supplements
	card number; nationality, passport number, date of issue, place of issue, other legal personal identification documents, relationship with the information provider;	~~number;~~ nationality, passport number, date of issue, place of issue ***for foreigners***, ~~other legal personal identification documents,~~ relationship with the information provider;	identity cards will become invalid from January 01st, 2025.
16	**Article 52. Duties and powers of the Board of Directors**	**Article 52. Duties and powers of the Board of Directors**	
		Supplement clause in Article 52: ***12. Approve the Financial Regulations/approve the Financial Regulations as authorized by the General Meeting of Shareholders in accordance with legal provisions from time to time.***	-- Article 28 of Decree 93/2017/ND-CP stipulates: *"Article 28. Financial regulations* *Based on guidance documents on financial regimes, credit institutions, and foreign bank branches shall develop their own financial regulations and submit them to the General Meeting of Shareholders or the Board of Directors (if authorized by the General Meeting of Shareholders) for approval as a basis for implementation."* - Article 37 of the Draft Decree replacing Decree 93 stipulates: *"Article 37. Financial regulations* *- 1. Based on this Decree and relevant legal provisions, credit institutions and foreign bank branches shall develop their own financial regulations and submit*

No.	(Current) Charter	Proposed amendments and supplements to the Charter ("***Italic and bold***" phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	Legal bases for amendments and supplements
			them to the authorized persons as stipulated in their Charter and internal regulations for approval as a basis for implementation." - Therefore, to enhance flexibility in BAC A BANK's operations, it is recommended to add the following duty and power of the Board of Directors: "Approve the Financial Regulations/approve the Financial Regulations as authorized by the General Meeting of Shareholders in accordance with the legal provisions from time to time."
17	**Article 56. Meetings of the Board of Directors**	**Article 56. Meetings of the Board of Directors**	
	5. The Chairperson of the Board of Directors or the person convening the Board of Directors meeting must send a meeting invitation notice at least 3 (three) business days before the meeting date. The meeting invitation notice must specify the time and venue of the meeting, agenda, issues to be discussed, and decisions to be made. The meeting invitation notice must be attached to the materials to be used at the meeting and the voting form of the member. The meeting invitation notice may be sent via invitation letter, phone, facsimile, electronic means, or other methods, but must ensure it	5. The Chairperson of the Board of Directors or the person convening the Board of Directors meeting must send a meeting invitation notice at least 3 (three) business days before the meeting date. The meeting invitation notice must specify the time and venue of the meeting, agenda, issues to be discussed, and decisions to be made. The meeting invitation notice must be attached to the materials to be used at the meeting ***and other related materials (if any)*** ~~and the voting form of the member~~. The meeting invitation notice may be sent using ***the appropriate*** ~~via invitation letter, phone, facsimile, electronic means, or other~~ methods, but must ensure it	Propose deletion of "voting form of the member" and replacement with "other related materials (if any)" for the Board of Directors to flexibly apply voting procedures to pass matters.

No.	(Current) Charter	Proposed amendments and supplements to the Charter ("***Italic and bold***" phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	Legal bases for amendments and supplements
	reaches the contact address of each member of the Board of Directors registered with BAC A BANK.	reaches the contact address of each member of the Board of Directors registered with BAC A BANK.	
18	**Article 57. Meeting minutes of Board of Directors**	**Article 57. Meeting minutes of Board of Directors**	
	1. … a) Name, head office address, enterprise code;	1. … a) Name, head office address, enterprise code ***and/or other contents as provided for by the laws from time to time***;	Propose amendment according to the content presented in item No. 9.
19	**Article 58. Authority and procedures for collection of written opinions from members of the Board of Directors**	**Article 58. Authority and procedures for collection of written opinions from members of the Board of Directors**	
19.1	1. The Chairperson of the Board of Directors decides on collection of written opinions from members of the Board of Directors.	1. The Chairperson of the Board of Directors ***or a member of the Board of Directors authorized by the Chairperson*** decides on ***organizing*** the collection of written opinions from members of the Board of Directors ***to pass resolutions/decisions of the Board of Directors. The collection of written opinions from members of the Board of Directors may be conducted via paper-based documents, electronic means, a combination thereof, or other methods as decided by the Chairperson of the Board of Directors.***	Propose supplement in accordance with BAC A BANK's operational practices.
19.2	2. The Secretary of the Board of Directors prepares the opinion collection form and necessary documents related to the matter for which opinions are sought. The opinion collection form and attached documents must be sent in a	~~2. The Secretary of the Board of Directors prepares the opinion collection form and necessary documents related to the matter for which opinions are sought. The opinion collection form and attached documents must be sent in a secure manner to the contact address of~~	Propose amendment in accordance with internal regulations and BAC A BANK's operational practices.

No.	(Current) Charter	Proposed amendments and supplements to the Charter ("***Italic and bold***" phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	Legal bases for amendments and supplements
	secure manner to the contact address of each member of the Board of Directors. 3. The opinion collection form must contain the following key contents: a) Name, head office address, enterprise code of BAC A BANK; b) Purpose of opinion collection; c) Full name and contact address of the member of the Board of Directors; d) Matter for which opinions are sought; dd) Voting options, including: for, against and abstention; e) Deadline for submitting the completed opinion collection form to BAC A BANK; g) Full name and signature of the Chairperson of the Board of Directors. 4. The completed opinion collection form must bear the signature of the member of the Board of Directors and be returned to BAC A BANK in accordance with BAC A BANK's regulations. 5. The Secretary of the Board of Directors counts the votes and prepares a vote counting report under the supervision of at least one independent member of the Board of Directors. The vote counting report must contain the following key contents: a) Name, head office address, enterprise code of BAC A BANK;	~~each member of the Board of Directors.~~ ~~3. The opinion collection form must contain the following key contents:~~ ~~a) Name, head office address, enterprise code of BAC A BANK;~~ ~~b) Purpose of opinion collection;~~ ~~c) Full name and contact address of the member of the Board of Directors;~~ ~~d) Matter for which opinions are sought;~~ ~~dd) Voting options, including: for, against and abstention;~~ ~~e) Deadline for submitting the completed opinion collection form to BAC A BANK;~~ ~~g) Full name and signature of the Chairperson of the Board of Directors.~~ ~~4. The completed opinion collection form must bear the signature of the member of the Board of Directors and be returned to BAC A BANK in accordance with BAC A BANK's regulations.~~ ~~5. The Secretary of the Board of Directors counts the votes and prepares a vote counting report under the supervision of at least one independent member of the Board of Directors. The vote counting report must contain the following key contents:~~ ~~a) Name, head office address, enterprise code of BAC A BANK;~~ ~~b) Purpose and matters for which opinions are sought;~~	

No.	(Current) Charter	Proposed amendments and supplements to the Charter ("***Italic and bold***" phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	Legal bases for amendments and supplements
	b) Purpose and matters for which opinions are sought; c) Total number of voting forms sent, total number of voting forms received, number of valid voting forms, number of invalid voting forms. The report must include an appendix listing the members of the Board of Directors who participated in the voting; d) Total number of votes for, votes against and abstention for each matter for which opinions are sought; dd) Matters that have been approved; e) Full name and signature of the person in charge of vote counting and the supervisor. 6. The Secretary of the Board of Directors participating in the collection of written opinions from members of the Board of Directors and the vote counting supervisor shall be jointly responsible for the accuracy and truthfulness of the vote counting report; they shall be jointly liable for damages arising from decisions passed due to inaccurate or untruthful vote counting. 7. The vote counting report, along with the resolutions and decisions of the Board of Directors passed based on the vote counting results, must be sent to members of the Board of Directors within 15 days from the date of vote counting completion. 8. The completed opinion collection forms, vote	~~c) Total number of voting forms sent, total number of voting forms received, number of valid voting forms, number of invalid voting forms. The report must include an appendix listing the members of the Board of Directors who participated in the voting;~~ ~~d) Total number of votes for, votes against and abstention for each matter for which opinions are sought;~~ ~~dd) Matters that have been approved;~~ ~~e) Full name and signature of the person in charge of vote counting and the supervisor.~~ ~~6. The Secretary of the Board of Directors participating in the collection of written opinions from members of the Board of Directors and the vote counting supervisor shall be jointly responsible for the accuracy and truthfulness of the vote counting report; they shall be jointly liable for damages arising from decisions passed due to inaccurate or untruthful vote counting.~~ ~~7. The vote counting report, along with the resolutions and decisions of the Board of Directors passed based on the vote counting results, must be sent to members of the Board of Directors within 15 days from the date of vote counting completion.~~ ~~8. The completed opinion collection forms, vote counting report, full text of the passed resolutions, and related documents sent with the opinion collection form must be stored at BAC A BANK's head office.~~	

No.	(Current) Charter	Proposed amendments and supplements to the Charter ("***Italic and bold***" phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	Legal bases for amendments and supplements
	counting report, full text of the passed resolutions, and related documents sent with the opinion collection form must be stored at BAC A BANK's head office.		
19.3		***2. The order and procedures for collection of written opinions from members of the Board of Directors shall comply with relevant legal provisions and BAC A BANK's internal regulations.***	Propose amendment in accordance with internal regulations and BAC A BANK's operational practices.
20	**Article 75. Use of capital and assets**	**Article 75. Use of capital and assets**	
20.1	1. BAC A BANK may use its operating capital for business activities in accordance with the Law on Credit Institutions and in conformity with the principles of safety and capital development.	1. BAC A BANK may use its operating capital for business activities in accordance with the Law on Credit Institutions ***and other related legal provisions***, and in conformity with the principles of safety and capital development.	Propose amendment in accordance with amendment of Article 13. Propose supplement in accordance with Clause 2, Article 144 of the 2024 Law on Credit Institutions.
20.2	2. BAC A BANK is entitled to change its capital and asset structure to support the development of business activities.	2. BAC A BANK is entitled to change its capital and asset structure to support the development of business activities ***in accordance with legal provisions.***	Propose supplement in accordance with Clause 2, Article 6 of Decree 93/2017/ND-CP.
20.3	3. The allocation of capital and assets between branches or between independent member companies of BAC A BANK shall comply with regulations of the Board of Directors.	3. The allocation of capital and assets ~~between branches or between independent member companies~~ ***among units*** of BAC A BANK shall comply with ~~regulations of the Board of Directors~~ ***legal provisions and regulations of BAC A BANK from time to time***.	Propose amendment in accordance with BAC A BANK's internal regulations and subsequent legal documents.
21	**Article 76. Information and confidentiality**	**Article 76. Information and confidentiality**	
	6. BAC A BANK may not provide customer	6. BAC A BANK may not provide customer information	Propose amendment and

No.	(Current) Charter	Proposed amendments and supplements to the Charter ("***Italic and bold***" phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	Legal bases for amendments and supplements
	information of BAC A BANK to other organizations or individuals, unless requested by regulatory bodies in accordance with the legal provisions or approved by customers.	of BAC A BANK to other organizations or individuals, unless requested by regulatory bodies in accordance with the laws ~~legal provisions~~ or approved by customers.	supplement in accordance with Clause 3, Article 13 of the Law on Credit Institutions.
22	**Article 84. Liquidation of BAC A BANK's assets**	**Article 84. Liquidation of BAC A BANK's assets *in case of dissolution or termination of operations***	Propose amendment to the title of this Article in accordance with Article 204 of the Law on Credit Institutions.
23	**Article 87. Effect of the Charter**	**Article 87. Effect of the Charter**	
	1. This Charter was unanimously approved by the General Meeting of Shareholders of BAC A BANK under Resolution No. 02/2024/NQ-DHDCD dated April 27th, 2024, and Decision No. 61/2025/QD-HDQT dated March 03rd, 2025, of the Board of Directors regarding the issue of the Charter of Bac A Commercial Joint Stock Bank. This Charter takes effect from March 03rd, 2025, and replaces the previous Charter of BAC A BANK.	1. This Charter was unanimously approved by the General Meeting of Shareholders of BAC A BANK under Resolution No. … dated … and Decision No. … dated … of the Board of Directors regarding the issue of the Charter of Bac A Commercial Joint Stock Bank. This Charter takes effect from … and replaces the ~~previous~~ Charter ***issued on March 03rd, 2025*** of BAC A BANK.	Propose amendment to facilitate tracking the effect of BAC A BANK's Charter.

BAC A BANK

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

NO.	CURRENT REGULATIONS *(Issued together with Decision No. 90/2024/QD-HDQT dated June 28th, 2024)*	PROPOSED AMENDMENTS AND SUPPLEMENTS ("***Italic and bold"*** phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	LEGAL BASES/REASONS FOR AMENDMENTS AND SUPPLEMENTS
1	**Article 4. Structure of the Board of Directors**	**Article 4. Structure of the Board of Directors**	
1.1	1. The Board of Directors (BOD) of BAC A BANK must have at least 05 (five) members and no more than 11 (eleven) members. The BOD must have at least 02 (two) independent members, and 2/3 (two-thirds) of the total members must be independent members and non-executive members of BAC A BANK.	1. The Board of Directors (BOD) of BAC A BANK must have at least 05 (five) members and no more than 11 (eleven) members. ***The number of members in each term shall be decided by the General Meeting of Shareholders***. The BOD must have at least 02 (two) independent members, and 2/3 (two-thirds) of the total members must be independent members and non-executive members of BAC A BANK.	Propose supplement: *"**The number of members in each term shall be decided by the General Meeting of Shareholders**."* **Legal basis:** Clause 1, Article 69 of the Law on Credit Institutions.
1.2	4. In case the number of BOD members is below the minimum required as stipulated in Clause 1 of this Article, within 90 (ninety) days from the date the number falls below the minimum, BAC A BANK must fully supplement the required number of BOD members.	4. In case the number of BOD members is below the minimum required as stipulated in Clause 1 of this Article, within 90 (ninety) days from the date the number falls below the minimum, BAC A BANK must ~~fully~~ ***elect*** additional members to ***ensure*** the required ***minimum*** number of BOD members.	Propose amendment to the wording in Clause 4, Article 4 of the Draft Regulations. **Legal basis:** Clause 2, Article 50 of the Law on Credit Institutions.
2	**Article 6. Supporting team of the Board of Directors**	**Article 6. Supporting team of the Board of Directors**	
2.1	1. Office of the Board of Directors b. The BOD decides on the structure,	1. Office of the Board of Directors b. The BOD decides on the structure,	Propose rewording of Point b, Clause 1, Article 6 of the Draft Regulations.

NO.	CURRENT REGULATIONS *(Issued together with Decision No. 90/2024/QD-HDQT dated June 28th, 2024)*	PROPOSED AMENDMENTS AND SUPPLEMENTS ("***Italic and bold"*** phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	LEGAL BASES/REASONS FOR AMENDMENTS AND SUPPLEMENTS
	organization operation, functions, and duties of the Office of the BOD from time to time to ensure compliance with BAC A BANK's internal regulations and relevant legal provisions (if any).	organization ~~operation,~~ functions, and duties of the Office of the BOD from time to time to ensure compliance with BAC A BANK's internal regulations and relevant legal provisions (if any).	
3	**Article 7. Standards and conditions for being members of the Board of Directors**	**Article 7. Standards and conditions for being members of the Board of Directors**	
3.1	2. Independent BOD members must meet the standards and conditions specified in Clause 1 of this Article and the following standards and conditions: f. Other standards as prescribed by relevant laws (if any).	2. Independent BOD members must meet the standards and conditions specified in Clause 1 of this Article and the following standards and conditions: f. Other standards and ***conditions*** as prescribed by relevant laws (if any).	Propose rewording of Point f, Clause 2, Article 7 of the Draft Regulations.
4	**Article 10. Automatic disqualification as BOD members**	**Article 10. Automatic disqualification as BOD members**	
4.1	2. The BOD of BAC A BANK must submit a written report along with supporting documents on the automatic disqualification of personnel as specified in Points a, b, c, d, dd, e of Clause 1 of this Article to the State Bank of Vietnam within 05 (five) business days from the date the personnel is automatically disqualified. The BOD is responsible for the accuracy and truthfulness of this report and must carry out procedures for electing a replacement as prescribed by the laws and the Charter of BAC A BANK.	2. The BOD of BAC A BANK must submit a written report along with supporting documents on the automatic disqualification of personnel as specified in Points a, b, c, d, ~~dd, e~~, ***f*** of Clause 1 of this Article to the State Bank of Vietnam within 05 (five) business days from the date the personnel is automatically disqualified. The BOD is responsible for the accuracy and truthfulness of this report and must carry out procedures for electing a replacement as prescribed by the laws and the Charter of BAC A BANK.	Propose amendment by removing two cases of automatic disqualification as BOD members in Points dd and 3, Clause 1, Article 10. **Legal basis:** Clause 2, Article 45 of the Law on Credit Institutions.

NO.	CURRENT REGULATIONS *(Issued together with Decision No. 90/2024/QD-HDQT dated June 28th, 2024)*	PROPOSED AMENDMENTS AND SUPPLEMENTS ("***Italic and bold"*** phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	LEGAL BASES/REASONS FOR AMENDMENTS AND SUPPLEMENTS
5	**Article 11. Dismissal and removal of BOD members**	**Article 11. Dismissal and removal of BOD members**	
5.1	1. In cases of automatic disqualification as stipulated in Article 10 of this Regulation, the Chairperson and other members of the BOD shall be dismissed or removed when falling into one of the following cases:	1. ***Except for*** cases of automatic disqualification as stipulated in Article 10 of this Regulation, the Chairperson and other members of the BOD shall be dismissed or removed when falling into one of the following cases:	Propose rewording of Clause 1, Article 11 of the Draft Regulations.
6	**Article 14. Duties and powers of the Board of Directors**	**Article 14. Duties and powers of the Board of Directors**	
6.1	1. Submit to the General Meeting of Shareholders (GMS) for decision and approval of matters under the authority of the GMS as stipulated in Article 26 of the Charter of BAC A BANK.	1. Submit to the GMS for decision and approval of matters under the authority of the GMS as stipulated in Article 26 of the Charter of BAC A BANK ***and legal provisions***.	Propose rewording of Clause 1, Article 14 of the Draft Regulations to include the phrase ***"and legal provisions"***.
6.2	4. Appoint, dismiss, discipline, suspend, and decide salaries, bonuses, and other benefits for the General Director, Deputy General Directors, managers, and other positions under the authority of the BOD in accordance with BAC A BANK's internal regulations.	4. Appoint, dismiss, discipline, suspend, and decide salaries, bonuses, and other benefits for the General Director, Deputy General Directors, other managers~~, and positions~~ under the authority of the BOD in accordance with BAC A BANK's internal regulations.	Propose amendment to comply with Article 52 of the Charter of BAC A BANK.
6.3	8. Decide on credit facilities as stipulated in Clause 7, Article 136 of the Law on Credit Institutions, except for contracts and transactions subject to decisions of the GMS.	8. Decide on credit facilities as stipulated in Clause 7, Article 136 of the Law on Credit Institutions, except for contracts and transactions ***under decision-making authority*** of the GMS.	Propose amendment to comply with Clause 7, Article 52 of the Charter of BAC A BANK.

NO.	CURRENT REGULATIONS *(Issued together with Decision No. 90/2024/QD-HDQT dated June 28th, 2024)*	PROPOSED AMENDMENTS AND SUPPLEMENTS ("***Italic and bold"*** phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	LEGAL BASES/REASONS FOR AMENDMENTS AND SUPPLEMENTS
6.4	11. Inspect, supervise, and direct the Board of General Directors in performing assigned tasks; annually evaluate the performance of the General Director.	11. Inspect, supervise, and direct the Board of General Directors in performing assigned tasks; annually evaluate the performance of the ***Board of*** *General Directors*.	Propose amendment to comply with Clause 10, Article 52 of the Charter of BAC A BANK.
6.5	12. Issue internal regulations related to the organization, governance, and operation of BAC A BANK in accordance with the Law on Credit Institutions and other relevant legal provisions, except for matters under the authority of the GMS or the Board of Supervisors.	12. Issue internal regulations related to the organization, governance, and operation of BAC A BANK in accordance with the Law on Credit Institutions and ~~other relevant~~ legal provisions, except for matters under the authority of the GMS ~~or the Board of Supervisors~~.	Propose amendment to comply with Clause 11, Article 52 of the Charter of BAC A BANK.
6.6		Supplement of this Clause: ***13. Approve the Financial Regulations/approve the Financial Regulations as authorized by the General Meeting of Shareholders in accordance with the legal provisions from time to time.***	**Legal basis:** - Article 28 of Decree 93/2017/ND-CP stipulates: Article 28. Financial regulations Based on guidance documents on financial regulations, credit institutions, and foreign bank branches shall develop their own financial regulations and submit them to the General Meeting of Shareholders or the Board of Directors (if authorized by the General Meeting of Shareholders) for approval as a basis for implementation. - Article 37 of the Draft Decree replacing Decree 93 stipulates: "Article 37. Financial regulations - 1. Based on this Decree and relevant legal regimes, credit institutions and foreign bank

NO.	CURRENT REGULATIONS *(Issued together with Decision No. 90/2024/QD-HDQT dated June 28th, 2024)*	PROPOSED AMENDMENTS AND SUPPLEMENTS ("***Italic and bold"*** phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	LEGAL BASES/REASONS FOR AMENDMENTS AND SUPPLEMENTS
			branches shall develop their own financial regulations and submit them to the authorized persons as stipulated in their Charter and internal regulations for approval as a basis for implementation." - Therefore, to enhance flexibility in BAC A BANK's operations, it is recommended to add the following duty and power of the Board of Directors: "*Approve the Financial Regulations/approve the Financial Regulations as authorized by the General Meeting of Shareholders in accordance with the legal provisions from time to time*." - The Draft Charter of BAC A BANK in Clause 12, Article 52 is also being drafted in conformity with this proposed supplement.
6.7		Supplement of this Clause: ***25. Perform the duties and exercise the powers of the Owner at Subsidiaries and Associates in which BAC A BANK has contributed capital or purchased shares.***	Propose supplement in accordance with Clause 25, Article 52 of the BAC A BANK Charter.
6.8	~~26. Other duties and powers assigned/authorized by the General Meeting of Shareholders in accordance with the Resolutions of the General Meeting of Shareholders, the Charter, Regulations of, BAC A BANK, and legal provisions.~~	***26. Other duties and powers provided for by the laws, authorized by the General Meeting of Shareholders, and stipulated in the Charter and other internal regulations of BAC A BANK.***	Propose rewording of Article 26 of the Draft Regulations in accordance with Clause 24, Article 52 of BAC A BANK's Charter.
7	**Article 15. Responsibilities of the Board**	**Article 15. Responsibilities of the Board of**	

NO.	CURRENT REGULATIONS *(Issued together with Decision No. 90/2024/QD-HDQT dated June 28th, 2024)*	PROPOSED AMENDMENTS AND SUPPLEMENTS ("***Italic and bold"*** phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	LEGAL BASES/REASONS FOR AMENDMENTS AND SUPPLEMENTS
	of Directors for convening an extraordinary General Meeting of Shareholders	**Directors for convening an extraordinary General Meeting of Shareholders**	
	f. Decide on contents as required by the State Bank of Vietnam when an event affecting the operational safety of the credit institution occurs.	f. Decide on contents as required by the State Bank of Vietnam when an event affecting the operational safety of ~~the credit institution~~ ***BAC A BANK*** occurs.	
8	**Article 20. Meetings of the Board of Directors**	**Article 20. Meetings of the Board of Directors**	
8.1	3. The Board of Directors may meet at least once per quarter and may hold extraordinary meetings. The meetings of the Board of Directors shall be held at BAC A BANK's head office or another location as decided by the Chairperson of the Board of Directors.	3. The Board of Directors ~~may~~ meet at least once per quarter and may hold extraordinary meetings. The meetings of the Board of Directors shall be held at BAC A BANK's head office or another location as decided by the Chairperson of the Board of Directors.	Propose deletions to avoid repetition. **Legal basis:** Clause 2, Article 157 of the Law on Enterprises.
8.2	6. The Chairperson of the Board of Directors or the person convening the Board of Directors meeting must send a meeting invitation notice at least 3 (three) business days before the meeting date. The meeting invitation notice must specify the time and venue of the meeting, agenda, issues to be discussed, and decisions to be made. The meeting invitation notice must be attached to the materials to be used at the meeting and the voting form of the member. The meeting invitation notice may be sent	6. The Chairperson of the Board of Directors or the person convening the Board of Directors meeting must send a meeting invitation notice at least 3 (three) business days before the meeting date. The meeting invitation notice must specify the time and venue of the meeting, agenda, issues to be discussed, and decisions to be made. The meeting invitation notice must be attached to the materials to be used at the meeting ***and other related materials (if any)*** ~~and the voting form of the member~~. The meeting invitation notice may be sent using	- Propose deletion of the requirement of sending a voting form with the meeting invitation notice and amend according to the Draft to avoid inflexible provisions in the Regulations and flexibly apply voting methods for approving matters at BOD meetings. - Propose amendment so that the meeting invitation notice shall be sent by various methods, including invitation letter, phone, facsimile, electronic means, or other methods. The regulations should allow the

NO.	CURRENT REGULATIONS *(Issued together with Decision No. 90/2024/QD-HDQT dated June 28th, 2024)*	PROPOSED AMENDMENTS AND SUPPLEMENTS ("***Italic and bold"*** phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	LEGAL BASES/REASONS FOR AMENDMENTS AND SUPPLEMENTS
	via invitation letter, phone, facsimile, electronic means, or other methods, but must ensure it reaches the contact address of each BOD member registered with BAC A BANK.	***the appropriate*** ~~via invitation letter, phone, facsimile, electronic means, or other~~ methods, but must ensure it reaches the contact address of each BOD member registered with BAC A BANK.	BOD to proactively select the appropriate notification method for flexible application to BOD meetings.
9	**Article 21. Meeting minutes of the Board of Directors**	**Article 21. Meeting minutes of the Board of Directors**	
	1... a. Name, head office address, and enterprise code of BAC A BANK.	1... a. Name, head office address, and enterprise code of BAC A BANK ***and/or other contents as provided for by the laws from time to time.***	**Bases for the proposal:** - Clause 2, Article 27 of the 2024 Law on Credit Institutions stipulates: "2. The establishment and operation license of a credit institution also serves as its Business Registration Certificate or Cooperative Registration Certificate." - Draft Decree replacing Decree 01/2021/ND-CP (Clause 1, Article 82) stipulates: A credit institution granted with a Business Registration Certificate under Article 29 of Decree 01/2021/ND-CP before Law on Credit Institutions No. 32/2024/QH15 comes into effect may continue operating according to its issued Business Registration Certificate. However, this certificate shall become invalid when the State Bank of Vietnam gives written consent to amendments and supplements to the establishment and operation license of such credit institution or when the credit

NO.	CURRENT REGULATIONS *(Issued together with Decision No. 90/2024/QD-HDQT dated June 28th, 2024)*	PROPOSED AMENDMENTS AND SUPPLEMENTS ("***Italic and bold"*** phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	LEGAL BASES/REASONS FOR AMENDMENTS AND SUPPLEMENTS
			institution decides to change its legal representative. - BAC A BANK has obtained consent from the State Bank of Vietnam to amendments related to charter capital in its establishment and operation license, This means that the Business Registration Certificate will only be updated up to the 38th amendment. Therefore, it is recommended to supplement the phrase: "**and/or other contents as provided for by the laws from time to time**" to provide flexibility in case of changes in legal provisions.
10	**Article 22. Authority and procedures for collecting written opinions from the Board of Directors' members**	**Article 22. Authority and procedures for collecting written opinions from the Board of Directors' members**	
10.1	1. The Chairperson of the BOD decides on the collection of written opinions from BOD members.	1. The Chairperson of the BOD ***or a BOD member authorized by the Chairperson*** decides on ***organizing*** the collection of written opinions from BOD members.	- Propose amendment to comply with BAC A BANK's internal regulations on approval of documents to be issued by the Board of Directors of Bac A Commercial Joint Stock Bank, issued together with Decision No. 130/2024/QD-HDQT dated September 05th, 2024.
10.2	2. The Secretary of the BOD prepares the opinion collection form and necessary documents related to the matter for which opinions are sought. The opinion collection form and attached documents must be sent in a secure manner to the contact address	2. The ***Office*** ~~Secretary~~ of the BOD prepares the opinion collection form and necessary documents related to the matter for which opinions ***need to be*** sought. ***Contents of the opinion collection form must comply with BAC A BANK's internal regulations on***	- Propose amendment for flexible application of these contents in accordance with BAC A BANK's internal regulations from time to time. - The contents requiring the opinion collection form are currently applied in

NO.	CURRENT REGULATIONS *(Issued together with Decision No. 90/2024/QD-HDQT dated June 28th, 2024)*	PROPOSED AMENDMENTS AND SUPPLEMENTS ("***Italic and bold"*** phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	LEGAL BASES/REASONS FOR AMENDMENTS AND SUPPLEMENTS
	of each member of the BOD.	***submission for BOD's approval from time to time***. The opinion collection form and attached documents ~~must be~~ are sent ***using one of the*** ~~following methods: hand delivery, post, facsimile, email, or other electronic means as decided by the Chairperson of BOD or the BOD member authorized by the Chairperson of BOD~~ ***appropriate methods, must be*** sent in a secure manner to the contact address of each member of the BOD ***registered with BAC A BANK***	accordance with Regulations on approval of documents to be issued by the Board of Directors of Bac A Commercial Joint Stock Bank, issued together with Decision No. 130/2024/QD-HDQT dated September 05th, 2024. - Propose amendment so that the opinion collection form shall be sent by hand delivery, post, facsimile, email, or other electronic means as decided by the Chairperson of BOD. The regulations should allow the BOD to proactively select the appropriate method for sending opinion collection forms for flexible application to BOD meetings.
10.3	3. The opinion collection form must contain the following key contents: a. Name, head office address, and enterprise code of BAC A BANK; b. Purpose of opinion collection; c. Full name and contact address of the BOD member; d. Matter for which opinions are sought; e. Voting options, including: for, against and abstention; f. Deadline for submitting the completed opinion collection form to BAC A BANK; g. Full name and signature of the BOD	~~3. The opinion collection form must contain the following key contents:~~ ~~a. Name, head office address, and enterprise code of BAC A BANK;~~ ~~b. Purpose of opinion collection;~~ ~~c. Full name and contact address of the BOD member;~~ ~~d. Matter for which opinions are sought;~~ ~~e. Voting options, including: for, against and abstention;~~ ~~f. Deadline for submitting the completed opinion collection form to BAC A BANK;~~ ~~g. Full name and signature of the BOD~~	- Propose deletion of Clause 3 and amend so that the opinion collection form is prepared in accordance with internal regulations from time to time for flexible application in accordance with BAC A BANK's internal regulations from time to time. - The preparation of the written opinion collection form for BOD members is currently prescribed in Regulations on approval of documents to be issued by the Board of Directors of Bac A Commercial Joint Stock Bank, issued together with Decision No. 130/2024/QD-HDQT dated September 05th, 2024.

NO.	CURRENT REGULATIONS *(Issued together with Decision No. 90/2024/QD-HDQT dated June 28th, 2024)*	PROPOSED AMENDMENTS AND SUPPLEMENTS ("***Italic and bold"*** phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	LEGAL BASES/REASONS FOR AMENDMENTS AND SUPPLEMENTS
	Chairperson.	~~Chairperson.~~	
	4. The completed opinion collection form must bear the signature of the BOD member and be returned to BAC A BANK in accordance with BAC A BANK's regulations.	3. The completed opinion collection form must bear the signature of the BOD member and be returned to BAC A BANK ***using appropriate methods but must be sent to the address notified by BAC A BANK*** ~~BAC A BANK's regulations~~.	Propose amendment to the regulations on the sending of opinion collection forms to the BOD by the BOD members so that each BOD member may flexibly apply various sending methods in accordance with BAC A BANK's requirements.
10.4	4. The Secretary of the BOD participating in the collection of written opinions from BOD members and the vote counting supervisor shall be jointly responsible for the accuracy and truthfulness of the vote counting report; they shall be jointly liable for damages arising from decisions passed due to inaccurate or untruthful vote counting.	4. ~~The Secretary of the BOD participating in the collection of written opinions from BOD members and the vote counting supervisor~~ ***Persons involved in vote counting and the Chairperson*** shall be jointly responsible for the accuracy and truthfulness of the vote counting report.~~; they shall be jointly liable for damages arising from decisions passed due to inaccurate or untruthful vote counting~~	Propose amendment to Clause 4, Article 23 in accordance with BAC A BANK's operational practices.
10.5	5. The Secretary of the BOD counts the votes and prepares a vote counting report under the supervision of at least one independent member of the BOD. The vote counting report must contain the following key contents: a) Name, head office address, enterprise code of BAC A BANK; b) Purpose and matters for which opinions are sought; c) Total number of voting forms sent, total number of voting forms received, number of	~~5. The Secretary of the BOD counts the votes and prepares a vote counting report under the supervision of at least one independent member of the BOD. The vote counting report must contain the following key contents:~~ ~~a) Name, head office address, enterprise code of BAC A BANK;~~ ~~b) Purpose and matters for which opinions are sought;~~ ~~c) Total number of voting forms sent, total number of voting forms received, number of valid voting forms, number of invalid voting~~	- Propose deletion of Clause 5 and amendment so that the vote counting report shall be prepared in accordance with internal regulations from time to time, for flexible application in accordance with BAC A BANK's internal regulations from time to time. - The preparation of the vote counting report is currently prescribed in Regulations on approval of documents to be issued by the Board of Directors of Bac A Commercial Joint Stock Bank, issued together with Decision No. 130/2024/QD-HDQT dated

NO.	CURRENT REGULATIONS *(Issued together with Decision No. 90/2024/QD-HDQT dated June 28th, 2024)*	PROPOSED AMENDMENTS AND SUPPLEMENTS ("***Italic and bold"*** phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	LEGAL BASES/REASONS FOR AMENDMENTS AND SUPPLEMENTS
	valid voting forms, number of invalid voting forms. The report must include an appendix listing the members of the BOD who participated in the voting; d) Total number of votes for, votes against and abstention for each matter for which opinions are sought; matters that have been approved; e) Full name and signature of the person in charge of vote counting and the supervisor.	~~forms. The report must include an appendix listing the members of the BOD who participated in the voting;~~ ~~d) Total number of votes for, votes against and abstention for each matter for which opinions are sought; matters that have been approved;~~ ~~e) Full name and signature of the person in charge of vote counting and the supervisor.~~ ***3. The preparation of the Minutes of vote counting is carried out according to BAC A BANK's internal regulations on submission to the Board of Directors for signature in each period.***	September 05th, 2024.
10.6	5. The vote counting report, along with the resolutions/decisions of the BOD passed based on the vote counting results, must be sent to members of the BOD within 15 (fifteen) days from the date of vote counting completion.	***4***. ~~The vote counting report, along with the~~The resolutions/decisions of the BOD passed based on the vote counting results, must be ~~sent~~ ***notified by the appropriate methods*** to members of the BOD ~~within 15 (fifteen) days from the date of vote counting completion.~~	Propose amendment for the flexible application by the BOD during notification of vote counting results to BOD members.
10.7	8. The completed opinion collection forms, vote counting report, full text of the passed resolutions, decisions, and related documents sent with the opinion collection form must be stored at BAC A BANK's head office.	**Delete these contents** ~~8. The completed opinion collection forms, vote counting report, full text of the passed resolutions, decisions, and related documents sent with the opinion collection form must be stored at BAC A BANK's head office.~~	Propose deletion and the storage of these documents is stipulated in and performed in accordance with Regulations on approval of documents to be issued by the Board of Directors of Bac A Commercial Joint Stock Bank, issued together with Decision No. 130/2024/QD-HDQT dated September 05th, 2024.
11	**Article 23. Effect of the resolutions and**	**Article 23. Effect of the resolutions and**	

NO.	CURRENT REGULATIONS *(Issued together with Decision No. 90/2024/QD-HDQT dated June 28th, 2024)*	PROPOSED AMENDMENTS AND SUPPLEMENTS ("***Italic and bold"*** phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	LEGAL BASES/REASONS FOR AMENDMENTS AND SUPPLEMENTS
	decisions of the Board of Directors	**decisions of the Board of Directors**	
	2. In case a shareholder, group of shareholders, or a member of the BOD requests to file a lawsuit or directly files a lawsuit against a resolution or decision that has been passed, the disputed resolution or decision shall continue to be implemented until otherwise decided by the Court or Arbitral Tribunal.	**Delete these contents** ~~2. In case a shareholder, group of shareholders, or a member of the BOD requests to file a lawsuit or directly files a lawsuit against a resolution or decision that has been passed, the disputed resolution or decision shall continue to be implemented until otherwise decided by the Court or Arbitral Tribunal.~~	Propose deletion of these contents. **Basis for proposal**: The 2024 Law on Credit Institutions and the 2024 Law on Enterprises do not specify these contents. Therefore, these contents should be deleted.
12	**Article 25. Disclosure of related interests**	**Article 25. Disclosure of related interests**	
	c. Information on related individuals, including full name; personal identification number, identity card number (for Vietnamese nationals); nationality, passport number, date of issue, place of issue (for non-Vietnamese nationals); relationship with the information provider;	c. Information on related individuals, including full name; personal identification number, ~~identity card number (for Vietnamese nationals)~~; nationality, passport number, date of issue, place of issue (for ***foreigners*** ~~non-Vietnamese nationals~~); relationship with the information provider;	Propose deletion in accordance with the provisions of the Law on Identification.
13	**Article 30. Implementation effect**	**Article 30. Implementation ~~effect~~ *clause***	**Propose amendment to the title of Article 30 in the Regulations.**
		1. This decision takes effect from dated .... 2025 and replaces the "Regulations on Organization and Operation of the Board of Directors," issued together with Decision No. 90/2024/QD-HDQT dated June 28th, 2024.	Supplement these contents to Article 30 and rename Article 30 in accordance with BAC A BANK's internal regulations on drafting and issue of documents under Decision No. 129/2024/QD-HDQT dated September 05th, 2024, of the Board of Directors.
14		***Article 31. Implementation***	
		The members of the Board of Directors, the	Supplement these contents to Article 30 and

NO.	CURRENT REGULATIONS *(Issued together with Decision No. 90/2024/QD-HDQT dated June 28th, 2024)*	PROPOSED AMENDMENTS AND SUPPLEMENTS ("***Italic and bold"*** phrases – Proposed supplements ~~Strikethrough~~ phrases – Proposed deletions)	LEGAL BASES/REASONS FOR AMENDMENTS AND SUPPLEMENTS
		Board of General Directors, relevant Units, and individuals are responsible for implementing this Decision./.	rename Article 30 in accordance with BAC A BANK's internal regulations on drafting and issue of documents under Decision No. 129/2024/QD-HDQT dated September 05th, 2024, of the Board of Directors.

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No. ...../2025/TTr-HDQT	*Nghe An, dated..... 2025*

DRAFT

PROPOSAL

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

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

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

In order to expand the operational scale, provide loans to the economy, increase Tier 2 capital, and meet the prudential ratios as stipulated by the Governor of the State Bank of Vietnam, it is necessary for BAC A BANK to conduct a public bond offering.

In accordance with the provisions of the Law on Securities and Decree No. 155/2020/ND-CP of the Government, bonds offered to the public by BAC A BANK must be listed on the securities trading system after the completion of the offerings, and the listing of bonds falls under the approval authority of the General Meeting of Shareholders.

In accordance with legal provisions and in conformity with the timeline and plan for the offering and listing of BAC A BANK's bonds, the Board of Directors respectfully requests the General Meeting of Shareholders to approve the following matters:

1. Approve the listing on the Hanoi Stock Exchange (HNX) after the completion of the public offering of bonds that are not convertible bonds or bonds with warrants (*from the completion of the Annual General Meeting of Shareholders 2025 until the completion of the Annual General Meeting of Shareholders 2026*) in accordance with the provisions of the Law on Securities, documents guiding the implementation thereof, and other relevant legal provisions.

2. Assign/authorize the Board of Directors to direct the implementation, and the Deputy Chairwoman of the Board of Directors cum General Director to organize and execute the listing of bonds offered to the public by Bac A Commercial Joint Stock Bank as mentioned in Point 1 on the HNX after the completion of each offering, in accordance with the regulations of BAC A BANK and relevant legal provisions.

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

Best regards,

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN

Tran Thi Thoang

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

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DRAFT

PROPOSAL

Regarding: Approval of the Expected Remediation Plan in case of early intervention

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

Pursuant to:

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

The Board of Directors of BAC A BANK respectfully submits to the 2025 Annual General Meeting of Shareholders for consideration and approval of the Expected Remediation Plan in case of early intervention (Remediation Plan), specifically as follows:

1. The necessity of the issuance of Remediation Plan

- The Law on Credit Institutions No. 32/2024/QH15, effective from 01 July 2024, stipulates as follows:

+ Clause 1 Article 143: *"A commercial bank and foreign bank branch shall formulate an expected remediation plan in case of early intervention."*

+ Clause 4 Article 143: *"A remediation plan prescribed in clause 1 of this Article shall be approved by the General Meeting of Shareholders, the Board of Directors, the stockholders or the stockholders' representative authority of the commercial bank, the holding bank of foreign bank branches, and sent to the State Bank of Vietnam within 10 days from the date of approval."*

+ Clause 7 Article 143: *"The remediation plan prescribed in this Article shall be formulated and approved before 01 July 2025 or within 1 year from the date of issuance of the commercial bank's establishment and operation license or the foreign bank branch's establishment license."*

- In addition, business operations also require BAC A BANK to formulate the Expected Remediation Plan in case of early intervention to ensure safety and efficiency in its operational, organizational, and management processes.

2. Main contents of the Remediation Plan

Pursuant to relevant provisions of the Law on Credit Institutions No. 32/2024/QH15, the Remediation Plan of BAC A BANK will include (but not limit) the

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following main contents:

- Information and assessment of the organizational structure and business operations of the Bank;
- The financial situation and operations of the Bank;
- Remedial measures adopted in each case specified in Clause 1 Article 156 of the Law on Credit Institutions:

+ The accumulated loss of the Bank exceeds 15% of its charter capital and reserve funds recorded in the latest audited financial statements or according to the inspection and audit conclusions of the competent authority and violates the minimum capital adequacy ratio as prescribed by laws in each period;

+The Bank is ranked below the average level according to the regulations of the Governor of the State Bank of Vietnam;

+The Bank violates the minimum solvency ratio for 30 consecutive days;

+The Bank violates the minimum capital adequacy ratio for 06 consecutive months;

+A bank run occurs and the Bank sends a report to the State Bank of Vietnam.

- Roadmap and time limit for implementation of each remedial measure.

The content of the Remediation Plan shall be amended and supplemented in accordance with regulations as prescribed by law in each period and/or implementation instructions of the State Bank of Vietnam, ensuring consistency with BAC A BANK's practical operations and compliance with relevant legal regulations in each period.

3. Proposals

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

- Approval in principle of the Remediation Plan, including (but not limit) the main contents as stated in Section 2 of this Proposal;
- Full assignment of/authorization for the Board of Directors to finalize, amend, and supplement the Remediation Plan in accordance with the opinions/instructions of the State Bank of Vietnam and/or other State authorities (if any), ensuring alignment with BAC A BANK's business operations and relevant legal regulations; as well as to carry out the necessary procedures for issuance and report to the State Bank of Vietnam as required.

Respectfully submit!

ON BEHALF OF THE BOARD OF DIRECTORS
CHAIRWOMAN

Recipients:
- As above;
- Archives: BOD Office.

Tran Thi Thoang

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No. ...../2025/NQ-DHDCD	*Nghe An, dated ……..... 2025*

DRAFT

RESOLUTION OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS 2025 OF BAC A JOINT STOCK COMMERCIAL BANK

- *Pursuant to the 2024 Law on Credit Institutions and documents guiding the implementation thereof;*
- *Pursuant to the 2020 Law on Enterprises (as amended and supplemented) and documents guiding the implementation thereof;*
- *Pursuant to the 2019 Law on Securities (as amended and supplemented) and documents guiding the implementation thereof;*
- *Pursuant to the applicable Charter of Bac A Commercial Joint Stock Bank (BAC A BANK).*
- *Pursuant to Meeting Minutes No. ...../2025/BB-DHDCD dated .....2025 of the Annual General Meeting of Shareholders 2025 of Bac A Commercial Joint Stock Bank.*

RESOLVED AS FOLLOWS:

Article 1. Approval of the Reports at the General Meeting of Shareholders:

1. Report on operational results of the Board of Directors for 2024 and operational orientations and plans for 2025;
2. Report on operational results of the Board of Supervisors for 2024 and operational orientations and plans for 2025;
3. Report on business results for 2024 and plans for 2025.

Article 2. Approval of the audited Financial statements for 2024; Remuneration expenditures for the Board of Directors and Board of Supervisors for 2025 with the following key contents:

1. Key achievements in 2024:

- Total assets: VND 165,608 billion;
- Loans to customers: VND 109,553 billion;
- Loans to customers bad debt ratio: 1.24%;
- Customer deposits: VND 122,723 billion;

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- Charter capital: VND 8,959 billion;
- Profit after tax: VND 999 billion.

2. Remuneration expenditures for the Board of Directors and Board of Supervisors for 2025:

The remuneration for the Board of Directors and Board of Supervisors for 2025 shall be 1.5% (One point five percent) of the profit after tax for 2025 according to the audited Financial statements.

Article 3. Approval of the profit distribution plan for 2024 with the following key contents *(Details as in the attached Proposal):*

- Consolidated profit after tax: VND 1,011.255 billion;
- Separate profit after tax: VND 999.185 billion;
- Allocation to the Reserve fund for charter capital increase: VND 99.919 billion;
- Allocation to the Financial reserve fund: VND 99.919 billion;
- Allocation to the Welfare fund: VND 49.959 billion;
- Allocation to the Bonus fund: VND 49.959 billion;
- Remuneration for the Board of Directors and Board of Supervisors: VND 14.988 billion;
- Profit expected to be used for dividend payment in 2024: VND 689.776 billion (Expected dividend payout ratio: 7.2%).

Article 4. Approval of the charter capital increase plan for 2025 with the following key contents *(Details as in the attached Proposal and Plan for charter capital increase for 2025)*:

1. Charter capital increase:

- Charter capital as of December 31st, 2024: **VND 8,959,336,420,000** (Eight trillion, nine hundred fifty-nine billion, three hundred thirty-six million, four hundred and twenty thousand Vietnamese dongs).
- Charter capital at the time of preparing the Proposal and Plan: **VND 9,580,218,430,000** (Nine trillion, five hundred eighty billion, two hundred eighteen million, four hundred and thirty thousand Vietnamese dongs).
- Expected additional charter capital: **VND 2,770,599,170,000** (Two trillion, seven hundred seventy billion, five hundred ninety-nine million, one hundred and seventy thousand Vietnamese dongs).
- Expected charter capital after the increase is completed: **VND 12,350,817,600,000** (Twelve trillion, three hundred fifty billion, eight hundred seventeen million and six hundred thousand Vietnamese dongs).

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2. Expected offerings/issues:

2.1. Continue implementing the Phase 2 of the Charter capital increase plan for 2024 in accordance with the Resolution of the Annual General Meeting of Shareholders 2024, Resolution No. 180/2024/NQ-HDQT dated November 20th, 2024, other resolutions of the Board of Directors on the charter capital increase, and approved by the State Bank of Vietnam according to Document No. 10474/NHNN-TTGSNH dated December 24th, 2024: **VND 958,021,840,000** (Nine hundred fifty-eight billion, twenty-one million, eight hundred and forty thousand Vietnamese dongs).

2.2. Implement the new charter capital increase plan for 2025

- Issue common shares to pay dividends to existing shareholders with a total value of **VND 689,775,730,000** at the par value of VND 10,000 per share (corresponding to an expected dividend payout ratio of 7.20% of the total charter capital as of the date of the Proposal and Plan, that was **VND 9,580,218,430,000**) from the accumulated undistributed profits of BAC A BANK for 2024, after setting aside Funds in accordance with the applicable laws.
- Offer common shares to existing shareholders with a total value of **VND 1,122,801,600,000** at the par value (expected offering ratio of 10.00% of the total outstanding shares at the time of the offering). The expected offering price is VND 10,000 per share. However, the offering price may vary depending on actual market conditions.

3. Carry out the registration, depository, and additional listing of all additionally issued shares with the competent authorities.

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

- Decide on the specific capital increase for each issue/offering based on the actual situation and capital needs of BAC A BANK;
- Decide on the dividend payout ratio in line with the new charter capital, based on the results of implementing Phase 2 of the Charter capital increase plan of 2024 in accordance with the Resolution of the Annual General Meeting of Shareholders 2024, Resolution No. 180/2024/NQ-HDQT dated November 20th, 2024, other resolutions of the Board of Directors on the charter capital increase, and Approval Document No. 10474/NHNN-TTGSNH dated

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December 24th, 2024 of the State Bank of Vietnam, but no more than the dividend payout ratio decided by the General Meeting of Shareholders; the specific timing for issuing shares to pay dividends, the timing for finalizing the list of shareholders entitled to stock dividends, dealing with fractional shares, unallocated shares (if any), and other related matters for the dividend payment to existing shareholders using shares from the accumulated undistributed profits of BAC A BANK for 2024 after setting aside Funds in accordance with the applicable laws;

- Decide on the number of shares to be offered to the public in line with the new charter capital after completing the capital increase through dividend payment using shares (Phase 1 of 2025), but ensuring that the new charter capital after the offering is completed (Phase 2 of 2025) does not exceed the charter capital (**VND 12,350,817,600,000**) decided by the General Meeting of Shareholders; the plan for ensuring that the issue of shares complies with regulations on foreign ownership ratios; the timing for finalizing the list of shareholders to exercise their rights, the timing and progress of issuing shares to increase charter capital; the specific offering price; the offering ratio; the detailed plan for using the capital based on the Bank's actual operations in accordance with relevant legal provisions; the plan for dealing with shares that are not subscribed, paid up by the existing shareholders, fractional shares (determining criteria, the list of investors entitled to purchase shares, etc.);
- Decide on the performance of procedures, and preparation of documents, and materials related to the registration, depository, additional listing of all additionally offered/issued shares, notification of the maximum foreign ownership ratio (if any), and performance of other related procedures as instructed by the competent authorities;
- Decide on the performance of procedures, and preparation of documents, and materials related to the amendment and supplement the Establishment and operation license, updates to the National Business Registration System, amendment to the Charter of BAC A BANK, and other legal procedures, documents, and papers related to the update of BAC A BANK's new charter capital based on the actual results of implementing the Charter capital increase plan approved by the General Meeting of Shareholders;
- Other related and necessary tasks (if any) for completing the Charter capital increase plan in accordance with legal provisions, directives, and requirements of the state agencies, and the actual increase of BAC A BANK's charter capital.

Article 5. Approval of the selection of an independent audit firm for performing the audit/review of financial statements and providing assurance services for the internal control system's operations in preparation and presentation of BAC A BANK's 2026 financial statements *(Details as in the attached Proposal).*

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

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

(Details as in the Table of review and explanation of amendments and supplements to the Charter and the Regulations on Organization and Operation of the Board of Directors of Bac A Commercial Joint Stock Bank, attached to the Proposal).

Article 8. Approval of the listing of bonds offered to the public by Bac A Commercial Joint Stock Bank on the Hanoi Stock Exchange (HNX) after the completion of offerings *(Details as in the attached Proposal)*.

Article 9. Approval of the Expected remedial plan in case of early intervention *(Details as in the attached Proposal).*

Article 10. This Resolution has been approved by the Annual General Meeting of Shareholders 2025 and takes effect from the date of signing.

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

Recipients:
- As in Article 10;
- The State Bank of Vietnam (for reporting);
- The State Securities Commission; Hanoi Stock Exchange (for information disclosure);
- Archives: BOD's Office.

ON BEHALF OF THE GENERAL MEETING OF SHAREHOLDERS
CHAIRWOMAN

Tran Thi Thoang

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