



Hanoi, dated June 28th, 2026

No.: 01/2026/NQ-ĐHĐCĐ-TĐBV

RESOLUTION
THE 2026 ANNUAL GENERAL SHAREHOLDERS' MEETING
BAOVIET HOLDINGS

Pursuant to the current Law on Enterprises;
Pursuant to the Charter of Baoviet Holdings;
Pursuant to the Minutes of the 2026 Annual General Shareholders' Meeting of Baoviet Holdings (AGM) dated 28/06/2026,

HEREBY RESOLVE:

Article 1. The approval of the CEO's report regarding the 2025 business performance of Baoviet Holdings (*Details as in the report No. 709/2026/BC-TĐBV dated 05/6/2026*) with some key financial objectives as follow:

Total revenue of the Parent Company – Baoviet Holdings reached VND 1,828 billion, achieving 100% of the 2025 plan and increasing by 8.0% compared with 2024. Profit after tax (PAT) reached VND 1,285 billion, achieving 100.8% of the 2025 plan and increasing by 8.9% year-on-year. Return on Charter Capital was 17.3%, Return on Equity was 6.9%

Article 2. The approval of the CEO's report regarding the business plan in 2026 of Baoviet Holdings (*Details as in the report No. 709/2026/BC-TĐBV dated 05/6/2026 and report No. 710/2026/BC-HĐQT dated 05/6/2026*) with some key financial objectives as follow:

- Total revenue is expected to reach VND 2,015 billion, increasing by 10.2%.
- Profit after tax is expected to reach VND 1,320 billion, increasing by 2.7%.
- Return on Equity (ROE) is expected to reach 6.9%.

Article 3. The approval of the Report on the operation of the Board of Directors of Baoviet Holdings at the 2026 AGM (*Details as in the report No. 710/2026/BC-HĐQT dated 05/6/2026*).

Article 4. The approval of the Report on the operation of the Supervisory Board of Baoviet Holdings at the 2026 AGM (*Details as in the report No. 711/2026/TĐBV-BKS dated 05/6/2026*).

Article 5. The approval of the submission regarding the selection of the independent audit agency for auditing the financial reports in 2027, 2028, 2029 of

Baoviet Holdings (*Details as in the Submission No. 712/2026/TĐBV-BKS dated 05/6/2026*).

Article 6. The approval of updates and supplements to the business lines and business activities of Baoviet Holdings (*Details as in the Submission No. 715/2026/TTr-HĐQT dated 05/6/2026*).

Article 7. The approval of the Charter of Baoviet Holdings (16th amended and supplemented Edition) (*Details as in the Submission No. 715/2026/TTr-HĐQT dated 05/6/2026*).

Article 8. The approval of the internal regulation on corporate governance of Baoviet Holdings (5th amended and supplemented Edition) (*Details as in the Submission No. 716/2026/TTr-HĐQT dated 05/6/2026*).

Article 9. The approval of the audited consolidated and separate financial reports in 2025 of Baoviet Holdings (*Details as in the Submission No. 717/2026/TTr-HĐQT dated 05/6/2026*).

Article 10. The approval of the settlement of the remuneration for members of the Board of Directors and the Supervisory members in 2025 (*Details as in the Submission No. 718/2026/TTr-HĐQT dated 05/6/2026*).

- Remuneration for Members of the Board of Directors and the Head of the Supervisory Board: VND 19,200,000/person/month;
- Remuneration for Supervisory members: VND 13,200,000/person/month.
- Remuneration for Independent Members of the Board of Directors: VND 67,000,000/person/month.

Final settlement of the remuneration fund for the Board of Directors and the Supervisory Board for 2025 in the amount of VND 4,111,200,000, of which:

- Remuneration fund for Members of the Board of Directors: VND 1,152,000,000;
- Remuneration fund for Independent Members of the Board of Directors: VND 2,412,000,000;
- Remuneration fund for the Supervisory Board: VND 547,200,000.

Article 11. The approval of the remuneration plan for members of the Board of Directors and the Supervisory members in 2026 (*Details as in the Submission No. 718/2026/TTr-HĐQT dated 05/6/2026*).

- Planned remuneration for Members of the Board of Directors and the Head of the Supervisory Board: VND 19,200,000/person/month;
- Planned remuneration for Independent Members of the Board of Directors: VND 67,000,000/person/month;

- Planned remuneration for Supervisory members: VND 13,200,000/person/month.

Article 12. The approval of the allocation of the Profit After taxes of Baoviet Holdings in 2025 (*Details as in the Submission No. 719/2026/TTr-HĐQT dated 05/6/2026*).

- Total PAT: **VND 1,285,413,218,955**.

- Proposed allocation of PAT as follows:

+ Appropriation to Investment and Development Fund: **VND642,706,609,478** equals to 50% of the 2025 PAT for the purpose of fostering the financial capacity of subsidiaries and the proactive provision of fund for development investments including investments in information technology, infrastructure, and business operations in accordance with the 2021–2030 Strategic Development Strategy of BVH.

+ Appropriation to bonus and welfare fund:

Upon the 2025 realized profit after fulfilments of statutory obligations to the State and shareholders: Appropriation to bonus and welfare fund: **VND41,546,996,130**, equals to 3.23% of the 2025 PAT.

+ Dividend payouts in 2025: After allocations for funds, remaining earnings of 2025 was VND601,159,613,347 undistributed Earnings by the end of 2024 was VND64,186,093 total remaining earnings by the end of 2025 was VND601,223,799,440 will be fully distributed as cash dividend, at rounding payouts ratio of **8.09%** per par value of share (based on charter capital of VND7,423,227,640,000), which is equivalent to an estimated total payment of **VND600,539,116,076**.

The remaining PAT in 2025 (estimated to VND684,683,364) shall be carried forward and added to the sources for dividend payouts in subsequent years.

Article 13. The approval of the allocation plan of the Profit After taxes of Baoviet Holdings in 2026 (*Details as in the Submission No. 719/2026/TTr-HĐQT dated 05/6/2026*).

- The 2026 PAT is projected to be **VND1,320 billion**; Ratio of PAT/Chartered capital (VND7,423.2 billion) is expected to be 17.8%.

- The remaining PAT of 2026, after covering all contents required by applicable laws and regulations, is proposed to be distributed as follows:

+ Appropriation to Investment and Development fund: not exceeding 50%. The specific annual appropriation rate shall be determined based on the enterprise's capital requirements for development investment in accordance with the development strategy or annual business plan of BVH, ensuring compliance with applicable laws and regulations.

+ Appropriation to bonus and welfare fund: in accordance with applicable laws and regulations.

+ Dividend payment for 2026: The remaining profits will be distributed to shareholders as stipulated by the applicable laws.

Article 14. The approval of the key adjustments to the Development Strategy of Baoviet Holdings for the 2026–2030 period; and to approve the overall strategic development orientation and strategy for the 2026–2030 period, visions to 2035 of Baoviet Holdings.

Assign the Board of Directors of Baoviet Holdings to: (i) develop, finalize and approve of the detailed Development Strategy for the 2026–2030 period; (ii) organize the implementation of the Development Strategy of Baoviet Holdings for the 2026–2030 period; (iii) develop, approve and organize the implementation of the Five-Year Capital Restructuring Plan as stipulated by the applicable laws, align with the classification criterias of state-owned enterprises and state-invested enterprises, socio-economic development objectives and tasks in each period, as well as the forms of capital restructuring prescribed under Decree No. 57/2026/ND-CP dated 12th February 2026 of the Government and other relevant laws and regulations; ensure the completion of Baoviet Holdings's objectives and orientations as in the development orientation and strategy for the 2026–2030 period and the visions to 2035; ensure the publicity, transparency, and preservation and development of Baoviet Holdings's capital (*Details as in the Submission No. 720/2026/TTr-HĐQT dated 05/6/2026*).

Article 15. This resolution shall be valid from the signing date. The Board of Directors, Supervisory Board and CEO of Baoviet Holdings shall be responsible for implementing this Resolution./.

Recipients:

- All shareholders of Baoviet Holdings;
- As at Article 15;
- Achieves: Admin, General Affairs Office.

**ON BEHALF OF
THE GENERAL SHAREHOLDERS' MEETING
CHAIRMAN**

(Signed and stamped)

TẬP
ĐOÀN
BẢO
VIỆT

Digitally signed by TẬP
ĐOÀN BẢO VIỆT
DN: C=VN, S=Hà Nội, L="Số
8, Phố Lê Thái Tổ, Phường
Hàng Trống, Quận Hoàn
Kiếm, Thành phố Hà Nội", O
=TẬP ĐOÀN BẢO VIỆT, CN
=TẬP ĐOÀN BẢO VIỆT,
OID.0.9.2342.19200300.100
.1.1=MST:0100111761
Reason: I am the author of
this document
Location:
Date: 2026.06.29
12:15:20
+07'00'
Foxit PDF Reader Version:
12.0.0

Nguyen Thua Nhat





Hanoi, dated June 28th, 2026

MEETING MINUTES OF THE 2026 ANNUAL GENERAL SHAREHOLDERS' MEETING OF BAOVIET HOLDINGS

At 09.00AM, on June 28th, 2026, at the Baoviet Building, No. 71 Ngo Sy Lien, Van Mieu - Quoc Tu Giam Ward, Hanoi, the 2026 Annual General Shareholders' Meeting of Baoviet Holdings ("AGM") was officially commenced.

The AGM listened to Mr. Nguyen Minh Hoang - Verification Board of the Shareholder Eligibility presenting the report on the verification results of the eligibility of shareholders participating to the AGM.

The total number of shareholders and authorized representatives participated: 31 shareholders and authorized proxy, in which:

- Attending in person: 18 shareholders
- Attending via proxy: 13 shareholders

Total number of shares participated: 675,357,917 shares, accounting for 90.98% of the total voting shares (*Details as in the attached report*).

Pursuant to the current Law on Enterprises and the Charter of Baoviet Holdings, the 2026 Annual General Shareholders' Meeting of Baoviet Holdings, with the composition and number of shares present as stated above, is valid.

The AGM also welcomed the representatives of state regulatory authorities, members of the Board of Directors (BOD), the Chief Executive Officer (CEO), the Head of the Supervisory Board, and the Supervisory members of Baoviet Holdings.

To conduct the AGM, the Annual General Shareholders' Meeting unanimously approved the regulation on organizing the AGM with an approval rate of 100% of the voting shares participated and voted (*Details as in the attached Regulations*) and the list of the Chairing Board with a 100% approval rate of the voting shares entitled to vote at the AGM, specifically as follows:

The Chairing Board includes:

- | | |
|---------------------------|------------|
| 1. Mr. Nguyen Thua Nhat | - Chairman |
| 2. Ms. Tran Thi Dieu Hang | - Member |
| 3. Mr. Nguyen Xuan Viet | - Member |
| 4. Mr. Nguyen Quang Phi | - Member |
| 5. Mr Nguyen Dinh An | - Member |
| 6. Mr Ryota Inami | - Member |

The AGM approved of the Vote Counting Board with 100% approval rate of the voting shares participated and entitled to vote at the AGM, specifically included Mr./Ms. with names as follows:

- | | | |
|----|--------------------------|--|
| 1. | Mr. Nguyen Minh Hoang | - Head of the Board |
| 2. | Mr. Tran Nhuan An | - Member |
| 3. | Mr. Nguyen Hoang Duong | - Member |
| 4. | Ms. Nguyen Thi Kim Thanh | - Independent Member
(Representative of Baoviet Securities Ltd. Co. (BVSC)) |

Mr. Nguyen Thua Nhat – Chairman of the Chairing Board – appointed the Secretary Board of the AGM, specifically includes:

- | | | |
|----|-------------------------|---------------------|
| 1. | Ms. Nguyen Thi Kim Dung | - Head of the Board |
| 2. | Ms. Bui Cam Huong | - Member |

The AGM approved of the AGM agenda with 100% approval rate of the voting shares participated and entitled to vote at the AGM (*Details as in the attached AGM agenda*).

With the spirits of urgency and dedication, the 2026 AGM of Baoviet Holdings listened to the reports, submissions, proceeded the discussion and approved of the resolutions as follows:

I. Presentation of reports, submissions

1. Content 1: The CEO's report regarding the 2025 business performance and the 2026 business plan of BVH.

The AGM listened to Mr. Nguyen Quang Phi – Acting CEO of Baoviet Holdings presenting the report of the CEO on the 2025 business performance and the 2026 business plan of BVH (*Details as in the attached Report No. 709/2026/BC-TĐBV dated 05/6/2026*).

2. Content 2: The report on the operation of the Board of Directors of Baoviet Holdings at the 2026 AGM

The AGM listened to Mr. Nguyen Thua Nhat – Acting Chairman of Board of Directors (BOD) of Baoviet Holdings presenting the Report on the operation of the Board of Directors of Baoviet Holdings at the 2026 AGM (*Details as in the attached Report No. 710/2026/BC-HĐQT dated 05/6/2026*).

3. Content 3: The report on the operation of the Supervisory Board of Baoviet Holdings at the 2026 AGM

The AGM listened to Mr. Vu Thanh Hai – Head of Supervisory Board – presenting the Report on the operation of the Supervisory Board of Baoviet Holdings at the 2026 AGM (*Details as in the attached Report No. 711/2026/TĐBV-BKS dated 05/6/2026*).

4. Content 4: The submission regarding the selection of the independent audit agency for auditing the financial reports in 2027, 2028, 2029 of Baoviet Holdings

The AGM listened to Mr. Dinh Hoai Linh – Supervisory member – presenting the Submission regarding the selection of the independent audit agency for auditing the financial reports in 2027, 2028, 2029 of Baoviet Holdings (*Details as in the attached Submission No. 712/2026/TĐBV-BKS dated 05/6/2026*).

5. Content 5: Submission regarding the approval of updated and supplemented contents on the business lines and business activities of Baoviet

Holdings and the amendment and supplementation of the Charter of Baoviet Holdings (16th amended and supplemented Edition)

The AGM listened to Mr. Nguyen Dinh An – BOD’s Member– presenting the Submission regarding the approval of updated and supplemented contents on the business lines and business activities of Baoviet Holdings and the amendment and supplementation of the Charter of Baoviet Holdings (16th amended and supplemented Edition) *(Details as in the attached Submission No. 715/2026/TTr-HĐQ dated 05/6/2026).*

6. Content 6: Submission regarding the approval of the internal regulation on corporate governance of Baoviet Holdings (5th amended and supplemented Edition)

The AGM listened to Ms. Tran Thi Dieu Hang – Vice Chairperson – presenting the Submission regarding the approval of the internal regulation on corporate governance of Baoviet Holdings (5th amended and supplemented Edition) *(Details as in the attached Submission No. 716/2026/TTr-HĐQT dated 05/6/2026).*

7. Content 7: Submission regarding the approval of the audited consolidated and separate financial reports in 2025 of Baoviet Holdings

The AGM listened to Mr Nguyen Xuan Hoa – Chief Accountant of Baoviet Holdings – presenting the Submission regarding the approval of the audited consolidated and separate financial reports in 2025 of Baoviet Holdings *(Details as in the attached Submission No. 717/2026/TTr-HĐQT dated 05/6/2026).*

8. Content 8: Submission regarding the settlement of the remuneration for members of the Board of Directors and the Supervisory members in 2025 and the remuneration plan in 2026

The AGM listened to Mr. Nguyen Xuan Viet – Vice Chairperson – presenting the Submission regarding the settlement of the remuneration for members of the Board of Directors and the Supervisory members in 2025 and the remuneration plan in 2026 *(Details as in the attached Submission No. 718/2026/TTr-HĐQT dated 05/6/2026).*

9. Content 9: Submission regarding the allocation of the Profit After taxes in 2025 and the Appropriation plan on Profit After Taxes in 2026

The AGM listened to Mr. Nguyen Xuan Hoa – Chief Accountant of Baoviet Holdings – presenting the Submission regarding the allocation of the Profit After taxes in 2025 and the Appropriation plan on Profit After Taxes in 2026 *(Details as in the attached Submission No. 719/2026/TTr-HĐQT dated 05/6/2026).*

10. Content 10: Submission regarding the approval the overall strategic development orientation and strategy for the 2026–2030 period, visions to 2035 of Baoviet Holdings.

The AGM listened to Mr. Nguyen Quang Phi – Acting CEO of Baoviet Holdings – presenting the Submission regarding the approval the overall strategic development orientation and strategy for the 2026–2030 period, visions to 2035 of Baoviet Holdings *(Details as in the attached Submission No. 720/2026/TTr-HĐQT dated 05/6/2026)*

II. Verification of the Eligibility of Shareholders participated to the AGM

The Verification Board of the Shareholder Eligibility reported on the numbers of shareholders participated to the AGM up to the time of implementing the discussion as follows:

Total number of shareholders and authorized proxy participated: 46 shareholders and authorized proxy, in which:

- Attending in person: 26 shareholders
- Attending via proxy: 20 shareholders

Total number of shares present: 678,544,398 shares, accounting for 91.41% of the total number of voting shares (*Details as in the attached report*)

III. Discussion

During discussion, the shareholders placed questions to the Chairing Board regarding the issues related to the operation of BVH, focusing on the issues as follow:

- The business performance of the Parent Company of Baoviet Holdings and its Subsidiaries in the first six months of 2026;
- Issues related to the information technology and competitive advantages of Baoviet Holdings amidst the rapid growth of insurtech and intensive digital transformation.
- Issues related to the solutions to construct the foundation of business development of Baoviet Holdings in the upcoming period.
- The evaluation on the investment efficiency of the strategic shareholder, Sumitomo Life (SML) into Baoviet Holdings, and the experiences in SML's support extended to Baoviet Holdings.

(Details as in the attached document).

The above issues have been addressed accordingly by the Chairing Board at the AGM. The other question unaddressed directly at the AGM shall be answered and sent to shareholders in written forms.

IV. Voting on the contents of the AGM

After listening to the reports, submissions and proceeding to discussion, the AGM voted publicly for the approval regarding the reports, submissions.

The voted results are specifically as follows:

1. Approve of the CEO's report regarding the 2025 business performance and the 2026 business plan of BVH:

1.1. Approve of the 2025 business results (from January 1st, 2025, to December 31st, 2025) according to the Separate Financial Statement of the Parent Company - Baoviet Holdings - audited by Ernst & Young Vietnam Limited.

The total revenue of the Parent Company – Baoviet Holdings reached VND 1,828 billion, achieving 100% of the 2025 plan and increasing by 8.0% compared with 2024. Profit after tax (PAT) reached VND 1,285 billion, achieving 100.8% of the 2025 plan and increasing by 8.9% year-on-year. Return on Charter Capital reached 17.3%, Return on Equity reached 6.9%.

The voted results are as follows:

- Agreed: 678,541,072 shares, account for 99.999999% of shares entitled to participate in AGM and voting.
- Disagreed: 10 shares, account for 0.000001% of shares entitled to participate in AGM and voting.
- No comment: 0 shares, account for 0% of shares entitled to participate in AGM and voting.

1.2. Approve of the business plan in 2026 of the Parent Company - Baoviet Holdings with some key financial objectives as follow:

- Total revenue is expected to reach VND 2,015 billion, increasing by 10.2%.
- Profit after tax is expected to reach VND 1,320 billion, increasing by 2.7%.
- Return on Equity (ROE) is expected to reach 6.9%.

The voted results are as follows:

- Agreed: 678,541,072 shares, account for 99.999999% of shares entitled to participate in AGM and voting.
- Disagreed: 10 shares, account for 0.000001% of shares entitled to participate in AGM and voting.
- No comment: 0 shares, account for 0% of shares entitled to participate in AGM and voting.

2. Approve of the Report on the operation of the Board of Directors of Baoviet Holdings at the 2026 AGM.

The voted results are as follows:

- Agreed: 678.541.082 shares, account for 100% of shares entitled to participate in AGM and voting.
- Disagreed: 0 shares, account for 0% of shares entitled to participate in AGM and voting.
- No comment: 0 shares, account for 0% of shares entitled to participate in AGM and voting.

3. Approve of the Report on the operation of the Supervisory Board of Baoviet Holdings at the 2026 AGM.

The voted results are as follows:

- Agreed: 678,541,072 shares, account for 99.999999% of shares entitled to participate in AGM and voting.
- Disagreed: 10 shares, account for 0.000001% of shares entitled to participate in AGM and voting.
- No comment: 0 shares, account for 0% of shares entitled to participate in AGM and voting.

4. Approve of the Submission regarding the selection of the independent audit agency for auditing the financial reports in 2027, 2028, 2029 of Baoviet Holdings.

The voted results are as follows:

- Agreed: 677,091,186 shares, account for 99.79% of shares entitled to participate in AGM and voting.
- Disagreed: 1,449,896 shares, account for 0.21% of shares entitled to participate in AGM and voting.
- No comment: 0 shares, account for 0% of shares entitled to participate in AGM and voting.

5. Approve of updates and supplements to the business lines and business activities of Baoviet Holdings and the Charter of Baoviet Holdings (16th amended and supplemented Edition).

The voted results are as follows:

- Agreed: 675,970,809 shares, account for 99.62% of shares entitled to participate in AGM and voting.
- Disagreed: 1,120,377 shares, account for 0.17% of shares entitled to participate in AGM and voting.
- No comment: 1,449,896 shares, account for 0.21% of shares entitled to participate in AGM and voting.

6. Approve of the internal regulation on corporate governance of Baoviet Holdings (5th amended and supplemented Edition).

The voted results are as follows:

- Agreed: 675,894,309 shares, account for 99.61% of shares entitled to participate in AGM and voting.
- Disagreed: 1,120,377 shares, account for 0.17% of shares entitled to participate in AGM and voting.
- No comment: 1,526,396 shares, account for 0.22% of shares entitled to participate in AGM and voting.

7. Approve of the Submission regarding the approval of the audited consolidated and separate financial reports in 2025 of Baoviet Holdings.

The voted results are as follows:

- Agreed: 678,464,582 shares, account for 99.99% of shares entitled to participate in AGM and voting.
- Disagreed: 0 shares, account for 0% of shares entitled to participate in AGM and voting.
- No comment: 76,500 shares, account for 0.01% of shares entitled to participate in AGM and voting.

8. Approve of the Submission regarding the settlement of the remuneration for members of the Board of Directors and the Supervisory members in 2025 and the remuneration plan in 2026 with the contents specifically as follows:

8.1. Approve of the settlement of the remuneration for members of the Board of Directors and the Supervisory members in 2025 as follow:

- Remuneration for Members of the Board of Directors and the Head of the Supervisory Board: VND 19,200,000/person/month;
- Remuneration for Supervisory members: VND 13,200,000/person/month.
- Remuneration for Independent Members of the Board of Directors: VND 67,000,000/person/month.

The final settlement of the remuneration fund for the Board of Directors and the Supervisory Board in 2025 is VND 4,111,200,000, of which:

- Remuneration fund for Members of the Board of Directors: VND 1,152,000,000;
- Remuneration fund for Independent Members of the Board of Directors: VND 2,412,000,000;
- Remuneration fund for the Supervisory Board: VND 547,200,000.

The voted results are as follows:

- Agreed: 675,970,809 shares, account for 99.62% of shares entitled to participate in AGM and voting.
- Disagreed: 1,120,377 shares, account for 0.17% of shares entitled to participate in AGM and voting.
- No comment: 1,449,896 shares, account for 0.21% of shares entitled to participate in AGM and voting.

8.2. Approve of the remuneration plan for members of the Board of Directors and the Supervisory members in 2026, as follow:

- The planned remuneration for Members of the Board of Directors and the Head of the Supervisory Board: VND 19,200,000/person/month;
- The planned remuneration for Independent Members of the Board of Directors: VND 67,000,000/person/month;
- The planned remuneration for Supervisory members: VND 13,200,000/person/month.

The voted results are as follows:

- Agreed: 675,970,809 shares, account for 99.62% of shares entitled to participate in AGM and voting.
- Disagreed: 1,120,377 shares, account for 0.17% of shares entitled to participate in AGM and voting.
- No comment: 1,449,896 shares, account for 0.21% of shares entitled to participate in AGM and voting.

9. Approve of the Submission regarding the allocation of Profit After taxes in 2025 and the Appropriation plan on Profit After Taxes in 2026 as follows:

9.1 Approve of the allocation of Profit After taxes in 2025.

- Total PAT: **VND 1,285,413,218,955.**

- Proposed allocation of PAT as follows:

+ Appropriation to Investment and Development Fund: **VND642,706,609,478** equals to 50% of the 2025 PAT for the purpose of fostering the financial capacity of subsidiaries and the proactive provision of fund for development investments including investments in information technology, infrastructure, and business operations in accordance with the 2021–2030 Strategic Development Strategy of BVH.

+ Appropriation to bonus and welfare fund:

Upon the 2025 realized profit after fulfilments of statutory obligations to the State and shareholders: Appropriation to bonus and welfare fund: **VND41,546,996,130**, equals to 3.23% of the 2025 PAT.

+ Dividend payouts in 2025: After allocations for funds, remaining earnings of 2025 was VND601,159,613,347 undistributed Earnings by the end of 2024 was VND64,186,093 total remaining earnings by the end of 2025 was VND601,223,799,440 will be fully distributed as cash dividend, at rounding payouts ratio of **8.09%** per par value of share (based on charter capital of VND7,423,227,640,000), which is equivalent to an estimated total payment of **VND600,539,116,076**.

The remaining PAT in 2025 (estimated to VND684,683,364) shall be carried forward and added to the sources for dividend payouts in subsequent years.

The voted results are as follows:

- Agreed: 678,541,072 shares, account for 99.999999% of shares entitled to participate in AGM and voting.
- Disagreed: 10 shares, account for 0.000001% of shares entitled to participate in AGM and voting.
- No comment: 0 shares, account for 0% of shares entitled to participate in AGM and voting.

9.2 Approve of the Appropriation plan on Profit After Taxes in 2026.

- The 2026 PAT is projected to be **VND1,320 billion**; Ratio of PAT/Chartered capital (VND7,423.2 billion) is expected to be 17.8%.

- The remaining PAT of 2026, after covering all contents required by applicable laws and regulations, is proposed to be distributed as follows:

+ Appropriation to Investment and Development fund: not exceeding 50%. The specific annual appropriation rate shall be determined based on the enterprise's capital requirements for development investment in accordance with the development strategy or annual business plan of BVH, ensuring compliance with applicable laws and regulations.

+ Appropriation to bonus and welfare fund: in accordance with applicable laws and regulations.

+ Dividend payment for 2026: The remaining profits will be distributed to shareholders as stipulated by the applicable laws.

The voted results are as follows:

- Agreed: 678,541,072 shares, account for 99.999999% of shares entitled to participate in AGM and voting.
- Disagreed: 10 shares, account for 0.000001% of shares entitled to participate in AGM and voting.
- No comment: 0 shares, account for 0% of shares entitled to participate in AGM and voting.

10. Approve of the key adjustments to the Development Strategy of Baoviet Holdings for the 2026–2030 period; and to approve the overall strategic development orientation and strategy for the 2026–2030 period, visions to 2035 of Baoviet Holdings.

Assign the Board of Directors of Baoviet Holdings to: (i) develop, finalize and approve of the detailed Development Strategy for the 2026–2030 period; (ii) organize the implementation of the Development Strategy of Baoviet Holdings for the 2026–2030 period; (iii) develop, approve and organize the implementation of the Five-Year Capital Restructuring Plan as stipulated by the applicable laws, align with the classification criterias of state-owned enterprises and state-invested enterprises, socio-economic development objectives and tasks in each period, as well as the forms of capital restructuring prescribed under Decree No. 57/2026/ND-CP dated 12th February 2026 of the Government and other relevant laws and regulations; ensure the completion of Baoviet Holdings's objectives and orientations as in the development orientation and strategy for the 2026–2030 period and the visions to 2035; ensure the publicity, transparency, and preservation and development of Baoviet Holdings's capital.

The voted results are as follows:

- Agreed: 675,894,309 shares, account for 99.61% of shares entitled to participate in AGM and voting.
- Disagreed: 2,570,273 shares, account for 0.38% of shares entitled to participate in AGM and voting.
- No comment: 76,500 shares, account for 0.01% of shares entitled to participate in AGM and voting.

The results on the voting of the members of the Board of Directors are as The AGM minutes of the AGM includes 10 pages. The entire document was approved at the 2026 AGM of BVH at 01.00 PM on the same day, agreed by the AGM for approval with the voted rate of 100 % of shares with voting rights participating and voting in the AGM./.

THE CHAIRING BOARD

CHAIRMAN

(Signed and stamped)

Nguyen Thua Nhat

MEMBER

(Signed)

Tran Thi Dieu Hang

MEMBER

(Signed)

Nguyen XuanViet

MEMBER

(Signed)

Nguyen Quang Phi

MEMBER

(Signed)

Nguyen Dinh An

MEMBER

(Signed)

Ryota Inami

SECRETARY BOARD

MEMBER

(Signed)

Bui Cam Huong

HEAD OF SECRETARY BOARD

(Signed)

Nguyen Thi Kim Dung



THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Hanoi, dated June 28th, 2026

REPORT ON THE ELIGIBILITY OF SHAREHOLDERS

PARTICIPATING TO THE 2026 ANNUAL GENERAL SHAREHOLDERS' MEETING OF BAOVIET HOLDINGS

As at 09.00 AM dated June 28th, 2026, at Conference hall, 6th Floor – Baoviet building, No. 71 Ngo Sy Lien, Van Mieu – Quoc Tu Giam ward, Hanoi.

The Verification Board on the Eligibility of Shareholders hereby include:

- Mr Nguyen Minh Hoang - Head of Verification Board;
- Mr. Tran Nhuan An - Member;
- Mr. Nguyen Hoang Duong - Member.

The Verification Board on the Eligibility of Shareholders proceeded to inspect on the eligibility of shareholders participating to the Annual General Shareholders' Meeting of Baoviet Holdings (AGM) with the results specifically as follows:

The number of shareholders and authorised representatives participating the the General meeting: 31 shareholders and authorised representatives.

In which : + Direct participation: 18 shareholders
+ Participation via proxy: 13 shareholders

Representing the ownership rights: 675,357,917 shares, equivalent to 90.98% of shares with votable rights at Baoviet Holdings;

In accordance with the current Law on Enterprises and the current Charter of Baoviet Holdings, the 2026 AGM with the participation rate as above is valid and eligible for proceeding the Meeting.

Report of the Eligibility of Shareholders is made at 09.00 AM on 28/6/2026 and has been announced publicly to the AGM.

**ON BEHALF OF
THE VERIFICATION BOARD
HEAD OF VERIFICATION BOARD**

(Signed)

Nguyen Minh Hoang



BAOVIET
TẬP ĐOÀN BẢO VIỆT

THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Hanoi, dated June 28th, 2026

REPORT ON THE ELIGIBILITY OF SHAREHOLDERS (SECOND TIME)

PARTICIPATING TO THE 2026 ANNUAL GENERAL SHAREHOLDERS' MEETING OF BAOVIET HOLDINGS

As at 11.15 AM dated June 28th, 2026, at Conference hall, 6th Floor – Baoviet building, No. 71 Ngo Sy Lien, Ngo Sy Lien, Van Mieu – Quoc Tu Giam ward, Hanoi.

The Verification Board on the Eligibility of Shareholders hereby include:

- Mr Nguyen Minh Hoang – Head of Verification Board;
- Mr. Tran Nhuan An – Member;
- Mr. Nguyen Hoang Duong - Member.

The Verification Board on the Eligibility of Shareholders proceeded to inspect on the eligibility of shareholders participating to the Annual General Shareholders' meeting (AGM) with the inspected results specifically as follows:

The number of shareholders and authorised representatives participating the AGM: 46 shareholders and authorised representatives.

In which : + Direct participation: 26 shareholders
+ Participation via proxy: 20 shareholders

Representing the ownership rights: 678,544,398 shares, equivalent to 91.41% of shares with votable rights at Baoviet Holdings;

Report of the Eligibility of Shareholders is made at 11.15 AM on June 28th, 2026 and has been announced publicly to the AGM.

**ON BEHALF OF
THE VERIFICATION BOARD
HEAD OF VERIFICATION BOARD**

(Signed)

Nguyen Minh Hoang



RESPONSE TO SHAREHOLDER'S QUESTIONS

AT THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS

(Attached is Minutes No. 01/2026/BB-DHĐCD-TĐBV dated June 28, 2026)

of the General Meeting of Shareholders of Bao Viet Holdings)

TT	Question	Assign response
1	<u>Question 1</u> - Shareholder code BVH03337 Could the Group provide a brief update of BVH's business results for the first six months of 2026?	Mr. Nguyen Quang Phi – Member of the Board of Directors, Acting General Director
2	<u>Question 2</u> - Shareholder code BVH08691 Given the rapid development of financial technology, insurtech, and strategic technology products, is Bao Viet concerned about losing its competitive advantage? In the current era, with AI profoundly transforming the finance and insurance industry, what data and AI capabilities is Bao Viet prioritizing in order to create a distinct competitive advantage and maintain its leading position in the long term?	Mr. Nguyen Xuan Viet – Vice Chairman of the Board of Directors
3	<u>Question 3</u> - Shareholder code BVH07699 What are the solutions for building a foundation for the development of Bao Viet Group's business operations in the coming period?	Mr. Nguyen Thua Nhat – Acting Chairman of the Board of Directors
4	<u>Question 4</u> - Shareholder code BVH04743 As a strategic shareholder of BVH, how does SML evaluate the investment in Bao Viet? With more than 100 years of development and experience across global markets, what experience does SML have that can support Bao Viet's growth?	Mr. Inami Ryota – Member of the Board of Directors

1. Shareholder code BVH03337 asks:

Could the Group provide a brief update of BVH's business results for the first six months of 2026?

The General Meeting heard the response from Mr. Nguyen Quang Phi – Member of the Board of Directors, Acting General Director of Bao Viet Group – as follows:

In the first six months of 2026, the macroeconomic situation nationwide remained challenging, with a mix of favorable and unfavorable conditions affecting different regions and sectors of the financial and insurance markets unevenly. Against this backdrop, Bao Viet Group implemented comprehensive solutions and achieved some positive results during the first six months.

- The consolidated business results for the first six months of 2026 are estimated as follows: total revenue reached approximately VND 31,160 billion, achieving 50.9% of the annual plan, increasing of 5.9% compared to the same period last year. Pre-tax profit is estimated at VND 1,920 billion, achieving 52.4% of the plan, a growth of 11.8%. After-tax profit is estimated at VND 1,550 billion, achieving 51.7% of the plan, a growth of 11.4%.

- All subsidiaries are basically adhering to the planned schedule for 2026:

- + For BVL: despite objective difficulties due to financial market conditions, declining purchasing power, and some new legal regulations, BVL has remained on track with its planned schedule. It achieved strong total revenue, completing over 50% of its annual target, while both pre-tax and post-tax profit figures closely aligned with the plan.

- + For BVGI: The company recorded strong business results for the first six months of the year, with total revenue exceeding VND 7,000 billion, completing 51.8% of the plan and showing an impressive 16% growth compared to the same period last year. Pre-tax and after-tax profit targets, as well as return on capital ratios, all met and were within the planned targets

- + For the financial segments, including BVF, BVSC, and BVI, all recorded positive business results, closely following and exceeding 50% of the annual plan.

Overall, despite the continuing challenges facing the insurance market, particularly the life insurance sector, Bao Viet Group has remained committed to

implementing a comprehensive range of coordinated measures to achieve positive business results in the first six months of 2026.

2. *Shareholder code BVH08691 asks:*

Given the rapid development of financial technology, insurtech, and strategic technology products, is Bao Viet concerned about losing its competitive advantage?

In the current era, with AI profoundly transforming the finance and insurance industry, what data and AI capabilities is Bao Viet prioritizing in order to create a distinct competitive advantage and maintain its leading position in the long term?

The General Meeting heard the response from Mr. Nguyen Xuan Viet - The Vice Chairman of the Board of Directors of Bao Viet Group - as follows:

The development of financial technology and insurtech creates both competitive pressure and opportunities for cooperation and business model innovation. With its strong brand, large customer base, distribution network, and risk management experience, Bao Viet has a solid foundation for future transformation. The Group is not only investing in technology to digitize existing processes but also aiming to develop data capabilities, digital products, digital distribution channels, multi-channel customer service, and collaborate with suitable technology partners. Bao Viet's approach is that technology adoption should be driven by practical business needs, enhanced customer experience, operational excellence, and effective risk management, rather than by indiscriminate investment or short-lived technology trends.

Bao Viet recognizes that data and AI will be strategic assets and core competencies that will shape the future operating model of the insurance company. Therefore, the Group's investment orientation focuses not only on individual applications but also on building foundational capabilities in the long term.

BVH's top priority is to establish a unified data architecture and a centralized data platform across the entire Group, ensuring that data is managed consistently, deeply analyzed, aiming to form a comprehensive customer profile, improving decision-making quality, and developing personalized services.

With regard to core technologies, Bao Viet prioritizes the development of artificial intelligence (AI), advanced data analytics, cloud computing, expanding its digital ecosystem, and accelerating the pace of innovation in products and personalized services.

Alongside its technology investment, Bao Viet places special emphasis on strengthening information security and technology risk management, as well as enhancing IT literacy and training for all employees across the system.

We believe that these technology strategies will allow Bao Viet not only to fully comply with increasing stringent regulatory, but also to proactively stay ahead of broader market trends.

3. *Shareholder code BVH07699 asks:*

What are the solutions for building a foundation for the development of Bao Viet Group's business operations in the coming period?

The General Meeting heard the response from Mr. Nguyen Thua Nhat – The Acting Chairman of the Board of Directors of Bao Viet Group – as follows:

Bao Viet Group builds its development foundation on 6 core business issues: Strategy, Governance, Finance, Human Resources, Information Technology, and Market. Therefore, all proposed solutions revolve around these core issues. In the recent period, through surveys and assessments, the Group has researched and proposed five key solutions to focus on in building a foundation for business development, namely:

- Conducting a strategic review to meet the country's new requirements :
The Group has developed and issued its strategy for the period 2021-2030, with a vision towards 2035. However, over the past two years, especially in early 2026, following the successful Party Congress, the Party, National Assembly, and Government have issued a number of resolutions aiming to usher the country into a new era of national advancement. Accordingly, the Group recognizes the need to review its long-term development strategy and implement it promptly to ensure alignment with the new orientation, thereby contributing to the country's transformation.

- **Enhancing corporate governance capacity:** Bao Viet Group has early met the ASEAN Corporate Governance Scorecard (ACGS) criteria. However, to meet the new trends facing state-owned enterprises (as outlined in Resolution No. 79/NQ-TW of 2026 by the Politburo), Bao Viet Group continues to strive to meet the OECD Principles of Corporate Governance – the highest international standard for corporate governance – before 2030.

- **Strengthening financial capacity:** Recognizing capital as an essential lifeline for enterprise development, Bao Viet Group is actively exploring various capital-raising options, including bond issuance, private share placement, and the equitization of subsidiaries. These are considered important measures to enhance capital resources and financial strength in order to meet business requirements in the new phase of development.

- **Expanding the market:** with two key solutions: (i) Continuing to promote diversified synergistic activities along the value chain among units within the Group, focusing on the customer based on the application of digital technology; (ii) Promoting increased cooperation with potential major partners to expand relationships and jointly implement new distribution channels.

- **Strengthening investment in information technology and digital transformation:** to gradually transform the traditional business model into a customer-centric digital business model, including investing in and building a synchronized information technology infrastructure linked to digital solutions for business operations and data, while applying appropriate digital technologies to improve management efficiency and business performance across all companies in the Bao Viet ecosystem.

The above are five solutions that Bao Viet Group has been focusing on implementing to build a foundation for future business development.

4. *Shareholder code BVH04743 asks:*

As a strategic shareholder of BVH, how does SML assess the investment in Bao Viet? With more than 100 years of development and experience across global markets, what experience does SML have that can support Bao Viet's growth?

The General Meeting heard response from Mr. Inami Ryota – member of the Board of Directors of Bao Viet Group – as follows:

Since investing in Bao Viet Group, Sumitomo Life and Bao Viet Group have been building a strong partnership. We appreciate Bao Viet's ability to overcome fierce competition to maintain and develop its position as the number one brand in the insurance market. We believe that Bao Viet will continue to achieve further progress in realizing its strategic goals until 2030 and towards its vision for 2035.

Sumitomo Life has been sharing its rich and extensive experience and expertise, accumulated over more than 100 years of history and through its overseas business expansion, with Bao Viet through the dispatch of experts and the provision of information.

Specifically, this involves supporting BVL in the areas of actuarial science, information technology, and sales, as well as supporting the Parent company of Bao Viet Group in areas such as risk management, compliance, and investment.

In addition, we will also leverage the combined strengths of the Sumitomo Life Group, such as the expertise in digital technology applications, which is a strength of our subsidiary Singlife in Singapore, to provide supporting information to Bao Viet.

By leveraging these experiences and strengths, Sumitomo Life aims to contribute to improving the operational efficiency and further increasing the business value of Bao Viet, while developing together as a long-term strategic partner.

The above represents the questions and responses presented directly at the General Meeting. In addition, a number of questions were raised by some other shareholders, concerning market conditions, detailed business results for the first half of 2026, and mathematical reserve provisions... Bao Viet Group will later respond to these questions in writing to the relevant shareholders.



BAOVIET HOLDINGS

THE SOCIALIST REPUBLIC OF VIETNAM
Independence – Freedom – Happiness

Hanoi, dated June 28th, 2026

**MEETING MINUTES ON THE VOTING
AT THE 2026 ANNUAL GENERAL SHAREHOLDERS' MEETING**

- Pursuant to the current Law on Enterprises;
- Pursuant to the current Charter of Baoviet Holdings;
- Pursuant to the Regulations on organizing the 2026 Annual General Shareholders' Meeting of Baoviet Holdings,

Today, at 09.00 AM June 28th, 2026 at 6th Floor, Baoviet Building - 71 Ngo Sy Lien, Van Mieu - Quoc Tu Giam Ward, Hanoi, the Vote Counting Board consists of the following gentlemen and ladies:

- | | |
|-----------------------------|-----------------------------|
| 1. Mr. Nguyen Minh Hoang | Head of Vote Counting Board |
| 2. Mr. Tran Nhuan An | Member |
| 3. Mr. Nguyen Hoang Duong | Member |
| 4. Ms. Nguyen Thi Kim Thanh | Member |

The voting on the contents of the 2026 Annual General Shareholders' Meeting of Baoviet Holdings (AGM) has been conducted with the results are specifically as follows:

I. On-site voting contents (voting card raising form)

No.	Content	Total number of voting shares attending the meeting and participating in the vote	Agree		Disagree		No Opinion		Results
			Number of shares	Rate	Number of shares	Rate	Number of shares	Rate	
1	Regulation on organizing the 2026 AGM	675,357,917	675,357,917	100%	0	0%	0	0%	Approved
2	List of the Chairing Board	675,357,917	675,357,917	100%	0	0%	0	0%	Approved
3	List of the Vote Counting Board of the 2026 AGM	675,357,917	675,357,917	100%	0	0%	0	0%	Approved
4	Agenda of the 2026 AGM	675,357,917	675,357,917	100%	0	0%	0	0%	Approved

II. Voting contents by using voting form

1. Total number of votes issued: 52 votes, equivalent to 678,544,398 shares with voting rights to attend the 2026 AGM.

2. Number of votes collected: 46 votes, equivalent to 678,541,082 shares. Of which:

- Total number of valid votes: 46 votes

- Total number of invalid votes: 0 votes

3. Number of votes not participating in the vote: 6 votes.

No.	Content	Total number of voting shares attending the meeting and participating in the vote	Agree		Disagree		No Opinion		Results
			Number of shares	Rate	Number of shares	Rate	Number of shares	Rate	
1.	CEO's report regarding the Business performance in 2025 and the Business plan in 2026 of Baoviet Holdings. (Report No. 709/2026/BC-TĐBV dated June 5 th , 2026)	678,541,082	678,541,072	99.999999%	10	0.000001%	0	0	Approved
2.	Report on the operation of the Board of Directors of Baoviet Holdings at the 2026 AGM. (Report No. 710/2026/BC-HĐQT dated June 5 th , 2026)	678,541,082	678,541,082	100%	0	0%	0	0%	Approved
3.	Report on the operation of the Supervisory Board of Baoviet Holdings at the 2026 AGM. (Report No. 711/2026/TĐBV-BKS dated June 5 th , 2026)	678,541,082	678,541,072	99.999999%	10	0.000001%	0	0%	Approved

No.	Content	Total number of voting shares attending the meeting and participating in the vote	Agree		Disagree		No Opinion		Results
			Number of shares	Rate	Number of shares	Rate	Number of shares	Rate	
4.	Submission regarding the selection of the independent audit agency for auditing the financial reports in 2027, 2028, 2029 of Baoviet Holdings. (Submission No. 712/2026/TĐBV-BKS dated June 5 th , 202626)	678,541,082	677,091,186	99.79 %	1,449,896	0.21%	0	0%	Approved
5.	Submission regarding the approval of updated and supplemented contents on the business lines and business activities of Baoviet Holdings and the amendment and supplementation of the Charter of Baoviet Holdings (16th amendment) (Submission No. 715/2026/TTr-HĐQT dated June 5 th , 2026)	678,541,082	675,970,809	99.62 %	1,120,377	0.17%	1,449,896	0.21%	Approved
6.	Submission regarding the approval of the internal regulation on corporate governance of Baoviet	678,541,082	675,894,309	99.61 %	1,120,377	0.17%	1,526,396	0.22%	Approved

No.	Content	Total number of voting shares attending the meeting and participating in the vote	Agree		Disagree		No Opinion		Results
			Number of shares	Rate	Number of shares	Rate	Number of shares	Rate	
	Holdings (5th amendment) (Submission No. 716/2026/TTr-HĐQT dated June 5 th , 2026)								
7.	Submission regarding the approval of the audited consolidated and separated financial reports in 2025 of Baoviet Holdings. (Submission No. 717/2026/TTr-HĐQT dated June 5 th , 2026)	678,541,082	678,464,582	99.99 %	0	0%	76,500	0.01%	Approved
8.	Submission regarding the settlement of the remuneration for members of the Board of Directors and the Supervisory members in 2025 and the remuneration plan in 2026. (Submission No. 718/2026/TTr-HĐQT dated June 5 th , 2026)	678,541,082	675,970,809	99.62 %	1,120,377	0.17%	1,449,896	0.21%	Approved
9.	Submission regarding the allocation of Profit After taxes in 2025 and the Appropriation plan on Profit After Taxes in 2026.	678,541,082	678,541,072	99.999 999%	10	0.0000 01%	0	0%	Approved

No.	Content	Total number of voting shares attending the meeting and participating in the vote	Agree		Disagree		No Opinion		Results
			Number of shares	Rate	Number of shares	Rate	Number of shares	Rate	
	(Submission No. 719/2026/TTr-HĐQT dated June 5 th , 2026)								
10.	Submission regarding the approval of the overall strategic development orientation for the period of 2026-2030, visions to 2035 of Baoviet Holdings. (Submission No. 720/2026/TTr-HĐQT dated June 5 th , 2026)	678,541,082	675,894,309	99.61 %	2,570,273	0.38%	76,500	0.01%	Approved

III. Approval of the Minutes and Resolution of the 2026 AGM of Baoviet Holdings .

Total number of shares with voting rights attending and participating in voting at the meeting: 678,544,398 shares, of which:

- Approval: 678,544,398 shares, accounting for 100% of shares with voting rights attending and participating in voting at the AGM.
- Disapproval: 0 shares, accounting for 0% of shares with voting rights attending and participating in voting at the AGM.
- No opinion: 0 shares, accounting for 0% of shares with voting rights attending and participating in voting at the AGM.

Conclusion: The General Shareholders' Meeting approved the full text of the Minutes and Resolution of the 2026 AGM of Baoviet Holdings.

The minutes of the vote counting, consisting of seven (07) pages, were completed at 12.30 PM on June 28th, 2026 and were made public before the AGM./.

HEAD OF VOTE COUNTING BOARD

(Signed)

Nguyen Minh Hoang

MEMBERS OF VOTE COUNTING BOARD

MEMBER

MEMBER

MEMBER

(Signed)

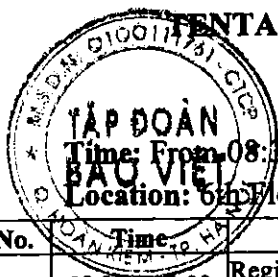
(Signed)

(Signed)

Tran Nhuan An

Nguyen Hoang Duong

Nguyen Thi Kim Thanh



TENTATIVE AGENDA FOR THE 2026 ANNUAL GENERAL MEETING OF SHAREHOLDERS OF BAOVIET HOLDINGS

Time: From 08:30 AM, Sunday, June 28, 2026

Location: 6th Floor Hall, Baoviet Building, 71 Ngo Si Lien, Van Mieu – Quoc Tu Giam, Hanoi

No.	Time	Content
1	08:30 – 09:00	Registration of delegates and shareholders Verifying shareholder eligibility and establishing the list of attending shareholders
2	09:00 – 09:05	Organizational stabilization for the Meeting, National Anthem ceremony; Announcement of purpose and Opening
3	09:05 – 09:10	Report on the results of shareholder eligibility verification and the validity of the AGM
4	09:10 – 09:25	Introduction and Approval of: + Organizing Regulations of the AGM + Composition of the Presidium of the Meeting + The Vote Counting Committee
5	09:25 – 09:30	Introduction of the Secretariat of the Meeting
6	09:30 – 09:35	Introduction and Approval of: Agenda of the 2026 Annual General Meeting of Shareholders
7	09:35 – 09:45	Content 1: CEO's report regarding the Business performance in 2025 and the Business plan in 2026 of Baoviet Holdings;
8	09:45 – 09:55	Content 2: Report on the operation of the Board of Directors of Baoviet Holdings at the 2026 AGM;
9	09:55 – 10:05	Content 3: Report on the operation of the Supervisory Board of Baoviet Holdings at the 2026 AGM;
10	10:05 – 10:10	Content 4: Submission regarding the selection of the independent audit agency for auditing the financial reports in 2027, 2028, 2029 of Baoviet Holdings;
11	10:10 – 10:20	Content 5: Submission regarding the approval of updated and supplemented business lines for Baoviet Holdings and the amendment and supplementation of the Charter of Baoviet Holdings (16th Amended, supplemented Edition);
12	10:20 – 10:30	Content 6: Submission regarding the approval of the internal regulation on corporate governance of Baoviet Holdings (5th Amended, supplemented Edition);
13	10:30 – 10:40	Content 7: Submission regarding the approval of the audited consolidated and seperated financial reports in 2025 of Baoviet Holdings;
14	10:40 – 10:50	Content 8: Submission regarding the settlement of the remuneration for members of the Board of Directors and the Supervisory members in 2025 and the remuneration plan in 2026;
15	10:50 – 11:00	Content 9: Submission regarding the allocation of Profit After taxes in 2025 and the Appropriation plan on Profit After Taxes in 2026;
16	11:00 – 11:10	Content 10: Submission regarding the approval of the overall strategic development orientation for the period of 2026-2030, visions to 2035 of Baoviet Holdings
17	11:10 – 11:30	Shareholders' discussion and voting on the contents of the 2026 AGM
18	11:30 – 11:45	TEA BREAK
19	11:45 – 11:50	Announcement of vote counting results for the contents of the 2026 AGM
20	11:50 – 12:00	pproval of the Minutes and Resolution of the 2026 AGM
21	12:00	Closing of the Meeting



BAOVIET Holdings

TẬP ĐOÀN
BẢO VIỆT

TẬP ĐOÀN BẢO VIỆT

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

Hanoi, dated 5th June, 2026

No: 709/2026/BC-TĐBV

**REPORT OF THE CHIEF EXECUTIVE OFFICER
ON THE BUSINESS PERFORMANCE IN 2025 AND
THE BUSINESS PLAN IN 2026 OF BAOVIET HOLDINGS**

Dear honored Shareholders!

On behalf of the Board of Management of Baoviet Holdings, I would like to report to the Annual General Shareholders' Meeting (AGM) on the business performance in 2025 and the Business plan in 2026 of Baoviet Holdings, as follows:

I. THE BUSINESS PERFORMANCE IN 2025

2025 marked a year of remarkable growth for the Vietnamese economy following its recovery phase, despite continued global uncertainties and complex developments. The fragmentation of supply chains and trade policy adjustments by major economies created both challenges and opportunities, while ongoing geopolitical conflicts continued to put pressure on global logistics costs. Against this backdrop, Vietnam has remained steadfast in managing monetary and fiscal policies, maintaining macroeconomic stability and keeping inflation below 4.5%. International organizations such as the IMF and the World Bank recognized Vietnam as a key growth driver in the region. With GDP growth reaching 8.02% for the full year, the Vietnamese economy delivered an outstanding performance.

In 2025, the insurance market exhibited markedly different trends across segments and underwent extensive restructuring. According to the Vietnam Insurance Association, total life insurance premium revenue declined by 1.9% year-on-year, while new business premiums (FYP) of many leading insurers continued to fall sharply due to reductions in agency networks and stricter advisory processes. In contrast, the non-life insurance sector maintained positive growth momentum, recording growth of 11.0%. Health insurance (+10.2%), motor insurance (+12.2%), and property and engineering insurance (+11.2%) remained the key drivers of the market, supported by growing protection needs among individuals and businesses amid increasing environmental and health-related risks. Notably, the market-wide gross loss ratio increasing slightly, posing additional risk management challenges for insurers.

With the efforts and determination of the Board of Management and staffs throughout the system, Baoviet Holdings (BVH) has achieving stable growth and development, basically completed the business plan approved by the 2025 AGM and BVH's BOD, as follows:



- Total consolidated revenue of BVH reached VND 59,700 billion, increasing by 5.0% year-on-year and achieving 102.5% of the 2025 plan, of which insurance business revenue reached VND 44,941 billion, while financial revenue reached VND 14,040 billion, achieving 106.4% of the 2025 plan. Consolidated profit before tax reached VND 3,554 billion, achieving 124.9% of the 2025 plan and increasing by 33.5% year-on-year. Consolidated profit after tax reached VND 2,922 billion, achieving 127.0% of the 2025 plan and increasing by 33.2% year-on-year.

- Total revenue of the Parent Company reached VND 1,828 billion, achieving 100% of the 2025 plan and increasing by 8.0% compared with 2024. Profit before tax (PBT) and profit after tax (PAT) reached VND 1,285 billion, achieving 100.8% of the 2025 plan and increasing by 8.9% year-on-year. Return on Charter Capital was 17.3%, Return on Equity was 6.9%.

BVH's subsidiaries also successfully fulfilled the business plans assigned by BVH for 2025, as follows:

- Regarding the insurance sector: Baoviet General Insurance Corporation (BVGI) and Baoviet Life Insurance Corporation (BVL) continued to affirm their pioneering and leading positions in the market, and were highly recognized by reputable domestic and international organizations, as well as customers and partners, for their reputation, growth, and sustainability. Total revenue of BVGI in 2025 reached VND 12,920 billion, achieving 101.9% of the 2025 plan, up 8.3% compared to 2024. PBT reached VND 374 billion, and PAT reached VND 300 billion; achieving 149.7% and 150.2% of the 2025 plan, increasing 3.0% and 0.9% compared to 2024. Total revenue of BVL reached VND 45,260 billion, achieving 102.5% of the 2025 plan. PBT reached VND 2,669 billion, achieving 126.2% of the 2025 plan, increasing 44.2% compared to 2024. PAT reached VND 2,168 billion, achieving 127.5% of the 2025 plan, increasing 43.6% compared to 2024. BVL continued to lead the life insurance market in terms of total premium revenue.

- Regarding the investment sector:

+ The operating revenue of Baoviet Fund Management Company Limited (BVF) reached VND 199 billion, fulfilling 104.9% of the 2025 plan, an increase of 13.3% compared to 2024. PBT reached VND 97 billion, fulfilling 102.9% of the 2025 plan, an increase of 6.3% compared to 2024. PAT reached VND 77 billion – fulfilling 102.5% of the 2025 plan, an increase of 5.9% compared to 2024.

+ Total revenue of Baoviet Securities Joint Stock Company (BVSC) reached VND 1,032 billion, achieving 100.7% of the 2025 plan and increasing by 8.7% compared to 2024. PBT and profit after tax PAT reached VND 240 billion and VND 204 billion, achieving 106.9% and 113.6% of the 2025 plan, respectively.

- Regarding the investment and real estate management sector: Revenue of Baoviet Investment One Member Limited Liability Company (BVI) reached VND 236 billion, achieving 105.6% of the 2025 plan; PBT and PAT reached VND 12.7 billion and VND 10.1

billion, achieving 113.7% and 114.7% of the 2025 plan, and increasing by 11.1% and 15.5%, respectively, compared to the same period last year.

In 2025, Baoviet Holdings and its subsidiaries made significant efforts to successfully implement the solutions to achieve their assigned business targets despite continued market challenges. These results have affirmed the appropriateness, timeliness and effectiveness of the solutions adopted by the Board of Directors and the Executive Management of Baoviet Holdings, while also reflecting the strong commitment and determination of member companies, management teams and employees across the Group.

II. BUSINESS PLAN IN 2026

In 2026, major economic organizations forecast that global economic growth will fall below its pre-pandemic average, remaining at around 2.9% due to tariffs, policy uncertainty, and escalating trade tensions. The global economy continues to face risks from intensifying conflicts in the Middle East, particularly the potential closure of the Strait of Hormuz—a critical maritime chokepoint handling 20% of global oil and gas flows. These developments are directly adding upward pressure on imported inflation, disrupting global energy supply chains, and pushing logistics costs and war-risk insurance premiums to record highs. In particular, changes in US foreign policy, together with exchange rate and interest rate volatility, are expected to have a significant impact on the global economic order. Domestically, although institutions such as the IMF, World Bank (WB), and ADB project Vietnam's 2026 GDP growth to range between 5.6% and 6.3% amid weak global demand, the Vietnamese Government has set a target of achieving double-digit economic growth (10% or higher). This is a strategic objective for the 2026–2030 period, reflecting efforts to drive breakthroughs through institutional reforms, the development of the digital economy and artificial intelligence, and large-scale infrastructure investment to enhance the country's global standing.

In this context, together with support from strategic Resolutions of the Party and the State such as Resolution No. 79-NQ/TW and No. 68-NQ/TW, Vietnamese insurance and financial sector is expected to enter a period of more substantive and sustainable growth, marking 2026 as the starting point of a new development cycle after an extensive restructuring period. According to market forecasts, non-life insurance enterprises will maintain strong growth momentum thanks to the Government's orientation to promote public investment disbursement and the recovery of production and exports. Life insurance enterprises will focus on quality to achieve breakthroughs as consumer confidence improves and the legal framework is completed with the amended Law on Insurance Business taking effect from early 2026. As a financial and insurance institution, Baoviet Holdings is standing before an opportunity for comprehensive repositioning, not only pioneering the application of digital technology and AI in insurance but also promoting the strengths of the financial sector in seizing the opportunity from the stock market upgrade process, strictly implementing

investment discipline, shifting the portfolio toward safe and highly liquid assets to preserve capital amid volatility in exchange rates and global oil prices, thereby leading the market to achieve growth and social welfare objectives in the new phase.

1. Business plan in 2026

Based on the forecast of market developments in 2026, Baoviet Holdings has developed the 2026 business plan of the Parent Company with the following key financial targets:

- Total revenue is expected to reach VND 2,015 billion, increasing by 10.2%.
- Profit after tax is expected to reach VND 1,320 billion, increasing by 2.7%.
- Return on Equity (ROE) is expected to reach 6.9%.

2. Key tasks in 2026

With a proactive mindset of “Shaping Our Position – Leading the Future”, Baoviet has been fully prepared with a proactive, creative, flexible, and decisive spirit in management to timely adapt to new fluctuations and challenges. Through the “Dual Transformation” model combining “Digital Transformation” and “Green Transformation”, Baoviet aims for balanced and sustainable development among economic, social, and environmental values. In 2026, with the determination to fulfill the business plan assigned by the Ministry of Finance, the General Meeting of Shareholders, and the Board of Directors, Baoviet Holdings focuses on synchronously implementing the key solutions as follows:

Firstly, continue to promote the Synergy Project across the whole Group to enhance the combined strength of “One Baoviet”. In particular, focusing on strengthening cross-selling activities among member companies, and promoting the use of internal services within the Financial – Insurance – Banking – Investment ecosystem of Baoviet Holdings.

Secondly, foster the implementation progress of the core software system and key projects to meet the operational requirements of BVH and its subsidiaries. Promote comprehensive digital transformation, strengthen the application of AI in management and operation activities, professional systems, and deeply integrate technology into the financial - insurance ecosystem to optimize governance capacity, improve labor productivity, business efficiency, and create superior customer experience.

Thirdly, focus on product and distribution channel development in the direction of: (i) Reviewing and diversifying products, building specialized products for each customer segment and each locality; (ii) Modernizing traditional channels and accelerating the expansion of digital channels; fully exploiting the potential from cross-selling activities within BVH’s ecosystem; (iii) Strengthening “digitalization” solutions, using technology as a foundation to create breakthroughs in customer experience, turning services into a sustainable competitive advantage.

Fourthly, streamline the organizational structure in line with advanced corporate governance models, improve labor productivity, attract and retain talent, and build a high-quality successor workforce to meet long-term development requirements. Prioritize investment in training and development of high-quality human resources with innovative thinking and professional working capabilities in a digitalized environment.

Fifthly, promote communication campaigns, focusing on widely spreading the brand image together with outstanding business results and meaningful community activities. Through participation in reputable awards and social welfare programs, Baoviet Holdings affirms its leading position in the market, while also fostering pride and strengthening sustainable cohesion across the entire system.

With strong determination in synchronously implementing the above solutions across the system, together with the spirit of Unity - Sharing - Synergy - Innovation - Pioneering of all employees and agents, Baoviet has been and is steadily preparing strong resources to create a solid foundation for strong development in 2026, while also aiming toward sustainable development in the future.

On behalf of the Board of management, I would like to extend my best wishes for health and happiness to all shareholders, and wish the General Meeting a great success./.

ACTING CHIEF EXECUTIVE OFFICER

Recipients:

- As above;
- BOD, SB;
- Archives: Admin, General Affairs Office.

(Signed and stamped)

Nguyen Quang Phi



TẬP ĐOÀN BẢO VIỆT

Số 710/2026/BC-HĐQT

*Hanoi, June 5th, 2026***REPORT ON THE OPERATIONS OF THE BOARD OF DIRECTORS
AT THE 2026 ANNUAL GENERAL SHAREHOLDERS' MEETING OF
BAOVIET HOLDINGS****Dear valued Shareholders,**

The Board of Directors (BOD) of Baoviet Holdings (BVH) respectfully submits to the Annual Shareholders' Meeting ("AGM") the report on the operating performance of the BOD in 2025 and the operation plan for 2026, specifically as follows:

PART 1**REPORT ON OPERATING PERFORMANCE OF THE BOD IN 2025**

In 2025, Vietnam's economy maintained its strong recovery momentum and achieved a high growth rate, creating a favorable foundation for the finance and insurance markets. The full-year GDP grew by 8.02%, bringing the scale of the economy to approximately \$514 billion; average inflation was kept in check at 3.31%; realized FDI reached \$27.62 billion, up 9.0%; credit expanded by about 19%, helping to support production and business, investment, and consumption, although it also heightened pressure on liquidity balancing, interest rates, and credit quality. The non-life insurance market grew by 10%, whereas the life insurance market continued its downward trend, with total premium revenue dropping by 1.7%.

In this context, under the close directions of the BOD, BVH's business operations in 2025 achieved impressive results, specifically:

- Consolidated total revenue reached VND 59,700 billion, achieving 102.5% of the 2025 plan, growing by 5%; consolidated profit after tax (PAT) reached VND 2,922 billion, achieving 127.0% of the 2025 plan, growing by 33.2%.

- Total revenue of the Parent Company reached VND 1,828 billion, achieving the 2025 plan, growing by 8%; PAT reached VND 1,285 billion, completing the 2025 plan, growing by 8.9%; the return on Charter Capital ratio reached 17.3%.

- The Subsidiaries of BVH continued to reinforce their market-leading positions through sustainable growth and strong competitive capabilities. In the non-life insurance sector, Baoviet General Insurance Corporation (BVGI) maintained its positive growth momentum, supported by improving market demand and stronger performance across its core business lines, while retaining its position as the second-

largest non-life insurer in Vietnam by gross written premiums. In the life insurance sector, Baoviet Life Insurance Corporation (BVL) continued to affirm its leading position in terms of total premium revenue market share (achieving a 1.5% growth in total premium revenue, outpacing the market's growth rate) and new business premium in 2025, firmly consolidating its title as the most reputable life insurance company in Vietnam. Baoviet Fund Management Limited Company (BVF) continued to leverage its expertise in investment portfolio management, providing diverse and effective financial solutions for investors, and contributing to a solid financial foundation for the entire system.

The aforementioned achievements are attributed to the high consensus within the BOD and the active efforts of the Chief Executive Officer (CEO) in implementing the following key tasks:

First, streamlining the organizational structure at the Parent Company, strengthening the participation of high-quality personnel in the BOD and Members' Councils at companies with strategic investments, coupled with clear decentralization of authority to member units to create proactiveness in managing business operations.

Second, enhancing the advisory and supporting roles of the Committees under the BOD.

Third, strengthening the control of financial activities at member units to optimize resources, control inefficient operational expenses, manage risks, and improve investment efficiency.

Fourth, accelerating investment in information technology and digital transformation to support business operations.

Fifth, elevating corporate governance standards through the development, refinement, and promulgation of a system of internal regulations and policies for BVH and its Subsidiaries in compliance with legal provisions, ensuring consistency and seamlessness throughout the entire system.

1. General evaluation on the operating performance of the BOD in 2025

The BOD of Baoviet Holdings held 01 AGM in 2025; held 04 (four) BOD's meetings and flexibly operated the mechanism of collecting written opinions in parallel with direct meetings, ensuring timeliness and accuracy in system management.

With 123 written opinion ballots executed, the BOD issued important Resolutions and Decisions to guide the core activities of the BVH, while simultaneously directing, managing, and supervising the activities of the Board of Management in implementing the Resolutions of the AGM and the BOD in 2025.

The summary table of the BOD's Resolutions and Decisions in 2025 was published in the 2025 Corporate Governance Report.

The BOD directed the utilization of capital raised from the 2019 private placement in accordance with the approved purposes as follows:

- Total successfully raised capital: VND 4,011,741,161,610
- The status of utilizing capital raised from the 2019 private placement up to May 31, 2026 is as follows:

Unit: VND billion

No.	Purpose of capital utilization	Approved capital utilization plan	Utilized in the period from June 01, 2025 to May 31, 2026	Accumulated utilization up to May 31, 2026	Remaining unutilized capital as of May 31, 2026
1	Capital increase for member units	3,800.00	-	1,850.00	1,950.00
2	Investment in Information Technology infrastructure	200.00	5.95	166.76	33.24
3	Working capital supplement	11.74	-	11.74	-
	Total	4,011.74	5.95	2,028.50	1,983.24

For the remaining capital, pending utilization, BVH invests in deposits to enhance business efficiency.

Evaluation of the Performance of BOD's Members in 2025

The BOD's members attended the BOD meetings as prescribed and provided written opinions on matters within the BOD's authority with a high sense of responsibility, for the benefit of the shareholders and the sustainable development of BVH.

In addition to performing and fulfilling the general responsibilities for the activities of the BOD, the BOD's members completed the assigned tasks in accordance with the assignment of duties among the BOD's members, specifically:

- The BOD's members successfully completed their duties in developing and implementing the annual work program, allocation of duties among the BOD's members, organizing meetings, collecting written opinions, and issuing Resolutions, Decisions, and Notices of the BOD; directing, managing, and supervising the CEO in implementing the Resolutions, Decisions, and Notices of the BOD; assigning tasks to the Committees under the BOD and the Internal Audit Department to leverage their advisory and counseling functions for the BOD on matters within its authority.

- BOD's members who were assigned responsibility for overseeing specific business areas of BVH and its Subsidiaries directed the implementation of the 2025 business plans of the Subsidiaries, contributing to the accomplishment of the 2025 business plan of the entire Holdings.

3. Activities of the independent BOD's members and the evaluation results by the independent BOD's members on the operation of the BOD

The independent BOD's members unanimously assessed that the activities of the Board of Directors of BVH have been organized and implemented in compliance with the Charter of BVH and current legal regulations. The independent BOD's members have effectively fulfilled their objective role, participating closely in the process of formulating the strategic development orientation of BVH, building and implementing business plans, enhancing corporate governance capacity, and supervising transparency to ensure maximum shareholder interests. Each independent member of the BOD is assigned the role of a member in key committees under the BOD, including the Remuneration & Nomination Committee, the Strategy & Investment Committee, and the Audit Committee. The independent BOD's members have actively contributed opinions on matters of the BOD related to personnel, remuneration, investment strategy, financial supervision, and internal control, while providing effective recommendations for BVH.

In addition to corporate governance, the independent BOD's members have steered and strongly promoted the development of BVH's strategic partnerships with leading Groups/enterprises in the market.

Details of the evaluation reports from the independent BOD's members of BVH are provided in the attached Appendices 01, 02, and 03.

4. The Operations of the Committees under the Board of Directors and the Internal Audit Department

The Committees under the Board of Directors (Strategy & Investment Committee, Remuneration & Nomination Committee, Audit Committee, and Asset-Liability Committee (ALCO)) and the Internal Audit Department have successfully fulfilled their specialized functions, promoting their role as strategic advisory bodies to the BOD. Through providing in-depth assessments and timely critiques, these committees have supported the Board of Directors in making crucial decisions in key areas regarding the formulation of long-term strategic roadmaps, appraisal of investment governance, strengthening the senior leadership team, optimizing remuneration mechanisms, as well as ensuring transparency in auditing and the effectiveness of asset-liability management (ALCO)...

Detailed reports on the activities of the Committees and the Internal Audit Department have been published in the 2025 Corporate Governance Report and the 2025 Annual Report of BVH.

5. Supervision on the CEO and other Managerial titles of Baoviet Holdings

The BOD monitored the executive responsibilities of the Chief Executive Officer and the Board of Management through reporting mechanisms at periodic meetings, as well as thematic and ad-hoc reports regarding the implementation results of business plans and compliance with the Resolutions and Decisions of the Board of Directors. Through the monitoring process, the BOD acknowledged and highly valued the efforts and determination of the Chief Executive Officer and other managers in completing the 2025 business plan and successfully fulfilling their

responsibilities in managing BVH amidst a deeply fragmented insurance market, which was directly impacted by the implementation of the new Law on Insurance Business and the burden of increased compensation costs due to natural disasters.

The evaluation results indicate that the Board of Management has closely aligned with the strategy, ensured the implementation progress, and strictly complied with legal regulations as well as the Charter of BVH. Key matters were executed effectively, contributing to ensuring transparency in corporate governance and optimizing value for shareholders.

6. Report on transactions amongst BVH and related parties

In 2025, BVH conducted transactions with related parties, including its subsidiaries and associates, through investment activities and the provision/use of services between BVH and its subsidiaries and associates in accordance with regulations. Information regarding these transactions is disclosed in the 2025 Corporate Governance Report of BVH. The BOD assesses that these transactions have complied with legal regulations and the internal policies of BVH and the related parties, leveraged the advantages of units within the internal system of BVH, and ensured the rights and interests of BVH.

II. Corporate Governance Status of Baoviet Holdings in 2025

The 2025 Corporate Governance Report of BVH has been developed in full compliance with current legal regulations (Government Decree No. 47/2021/ND-CP dated April 1, 2021; Decision No. 22/QĐ-HĐTV dated April 18, 2025, of the Members' Council of the Vietnam Stock Exchange; and Ministry of Finance Circular 96/2020/TT-BTC) and advanced governance standards based on international practices (ASEAN Corporate Governance Scorecard - ACGS). The proactive application of the ACGS framework has led to BVH being recognized and approved for corporate governance performance assessment by DowJones – CSA Ratings, thereby elevating the standards and practical implementation of corporate governance at BVH.

All detailed information regarding the structure and results of corporate governance in 2025 has been fully disclosed in the 2025 Annual Report of the BVH

PART II

REPORT ON THE OPERATION PLAN OF THE BOARD OF DIRECTORS IN 2026

As we enter 2026—the launchpad for our 2026–2030 strategic cycle—Vietnam stands at the threshold of a new era of growth. Following the successful 14th National Party Congress and the formation of the new Government leadership, the nation has set an ambitious course: targeting sustained GDP growth of 10% or higher, underpinned by macroeconomic stability, controlled inflation, and a more self-reliant domestic economy.

Operating within this macroeconomic framework, the Board will maintain its statutory quarterly meeting schedule—combining in-person sessions with written

consultations—to deliver on the Resolutions of this AGM, oversee corporate governance, and steer the Group's core priorities for 2026. Specifically, our focus will be:

- To fulfill and exceed the 2026 business targets, with projected indicators as follows:

Total revenue is expected to reach VND 2,015 billion, increasing by 10.2%.

Profit after tax is expected to reach VND 1,320 billion, increasing by 2.7%.

Return on Equity (ROE) is expected to reach 6.9%.

- To direct the Holdings and its subsidiaries to evaluate the implementation results of the 2021–2025 strategy, and review the strategic objectives for 2026–2030 alongside capital restructuring plans. This will allow us to propose appropriate adjustments aligned with prevailing market dynamics, macro-orientations from the Party and State, and the actual conditions of each unit.

- To accelerate digital transformation, further consolidating our integrated ecosystem spanning finance, investment, insurance, healthcare, and technology.

To achieve these objectives, the BOD will focus on directing and supervising the CEO of BVH in executing key solutions for 2026 and the broader 2026–2030 period:

First, strengthening the financial capacity of Baoviet by researching and executing capital increases for the Parent Company and subsidiaries, and/or equitizing subsidiaries via appropriate roadmaps, thereby enhancing our competitive edge for the next phase of growth.

Second, perfecting our governance model in accordance with advanced corporate practices, proactively meeting the highest standards of governance, financial soundness, and information transparency.

Third, intensifying business model transformation anchored in digital transformation and the elevation of the customer experience.

Fourth, leveraging the full strength of our ecosystem and maximizing group-wide synergy.

Fifth, researching and promoting investments to complete our ecosystem; channeling capital into high-potential sectors adjacent to the Baoviet's core business; and pursuing offshore investment opportunities when the right opportunities arise.

With the aforementioned objectives and strategic solutions established for 2026, the BOD must continue operating through a flexible mechanism—making visionary, guiding decisions to ensure absolute consistency in executing vital business and strategic targets. We will establish a tight, seamless coordination mechanism linking the Board of Directors and the Board of Management at BVH with the Members' Councils and Board of Management of the subsidiaries. Concurrently, BOD will elevate the role of the specialized Committees and the

Internal Audit Department to enhance the quality of strategic advisory provided to the BOD

To our valued shareholders,

This concludes the report on the BOD's 2025 performance and our strategic blueprint for 2026. The BOD respectfully submits this plan to the AGM for your consideration and endorsement.

Respectfully submitted./.

ON BEHALF OF THE BOARD OF DIRECTORS

Recipients:

- *As above;*
- *BOD, Supervisory Board;*
- *CEO;*
- *Archives: Admin, GAO.*

ACTING CHAIRMAN

(Signed & stamped)

Nguyen Thua Nhat





APPENDIX 01

**REPORT OF INDEPENDENT MEMBERS OF THE BOARD OF
DIRECTORS (BOD) OF BAOVIET HOLDINGS REGARDING THE
PERFORMANCE OF INDIVIDUAL BOD'S MEMBERS AND THE BOARD
OF DIRECTORS IN 2025**

Pursuant to Article 280, Clause 4 of Government Decree No. 155/2020/ND-CP dated December 31, 2020 ('Decree 155'), and Article 1, Clause 82 of Government Decree No. 245/2025/ND-CP dated September 11, 2025—which amends and supplements certain provisions of Decree 155 detailing the implementation of the Law on Securities—the Independent Member of the Board of Directors of Baoviet Holdings hereby submits this report to the 2026 Annual General Shareholders' Meeting,

The Independent Member of the Board of Directors of Baoviet Holdings hereby respectfully submits to the 2026 Annual General Shareholders' Meeting the report on the activities of the Independent Member of the Board of Directors and the assessment of the Independent Member of the Board of Directors regarding the activities of the Board of Directors of Baoviet Holdings in 2025 as follows:



**I. ACTIVITIES OF THE INDEPENDENT MEMBERS OF THE
BOARD OF DIRECTORS**

In accordance with my statutory rights and responsibilities, I have actively and fully participated in all activities of Baoviet Holdings. Details are as follows:

1. Exercise of Rights and Obligations of independent members:

– Attended 03/04 Board of Directors (BOD) meetings, with 01 absence (the BOD meeting in Q1. 2025) due to a business trip. For this meeting, I authorized Mr. Trinh Hong Quang, an Independent Member of the BOD, to attend and sign the meeting minutes on my behalf. I have thoroughly reviewed the documentation and provided independent voting opinions on matters under the authority of a BOD member, ensuring full compliance with prevailing laws and the Charter of Baoviet Holdings.

– Studied and contributed constructive feedback on operational plans and documentation prepared for the 2025 Annual General Shareholders' Meeting (AGM).

–Supervised the implementation of AGM's Resolutions and Resolutions, Decisions, and other documents of the Board of Directors in accordance with legal regulations and the Charter of Baoviet Holdings, while providing recommendations to rectify shortcomings and mitigate potential risks.

Role as a member of the Remuneration & Nomination Committee:

–Fully participated in all Committee meetings, contributing insights on the consolidation of the senior leadership structure and key personnel at both Baoviet Holdings and subsidiary levels.

–Supervised the development and implementation of compensation mechanisms aimed at enhancing labor productivity and incentivizing innovative business initiatives.

–Provided input on the appointment process to ensure transparency, objectivity, and alignment with Baoviet Holdings' human resource development strategy for the new period.

Fostering strategic cooperation with Vietnam Airlines:

–In my capacity as an independent member, I have actively promoted collaborative programs between Vietnam Airlines and Baoviet Holdings, as well as its member units, to enhance customer value in the fields of non-life insurance, life insurance, and fund management (including aviation insurance, technical asset insurance, medical, travel, health, and retirement insurance, as well as investment mandate contracts).

–Directed the development and implementation of integrated aviation insurance products, leveraging the customer networks and communication channels of both parties to expand market share.

II. ASSESSMENT OF THE BOARD OF DIRECTORS OF BAOVIET HOLDINGS BY THE INDEPENDENT MEMBER

1. Regarding organizational structure: The Board of Directors (BOD) has streamlined the leadership team, ensuring the stability and smooth operation of the organization, and creating a solid foundation for the execution of strategic objectives. Governance has been implemented according to a modern management model, with clear responsibilities assigned for key areas ranging from strategy, financial management, human resource management, and brand communications, to Investor Relations (IR).

2. Regarding operational procedures: Meetings were organized in full and in accordance with legal procedures; the process of seeking written opinions from BOD members was carried out methodically and in a timely manner. The process for issuing decisions and resolutions by the BOD has consistently complied with legal regulations and the directives and orientations of the Ministry of Finance and the Party Committee of Baoviet Holdings. The mechanism for providing information and documentation for meetings (particularly the AGM) was strictly controlled, ensuring transparency and accuracy.

3. Regarding governance and supervisory results: Amidst a volatile market, Baoviet Holdings has affirmed its solid position by achieving impressive revenue, ranking 163rd in the Fortune Southeast Asia 500 list. The Board of Directors has directed the successful completion of all business targets assigned by the AGM, ensuring the interests of shareholders, investors, and the enterprise, as well as the benefits of employees, as follows:

Objectives	Unit	Estimates on 2025 Implemented	Estimates vs. Plan (%)	2025 Estimates vs. 2024 Implemented (%)
*Consolidated				
Total revenue	Billion VND	59,700	102.5%	105.0%
Profit	Billion VND	2,922	127.0%	133.2%
Contribution to State Budget	Billion VND	2,386	113.6%	115.6%
*Parent company				
Total revenue	Billion VND	1,828	100.0%	108.0%
Profit	Billion VND	1,285	100.8%	108.9%
Contribution to State Budget	Billion VND	604	103.3%	102.3%

(Data based on audited financial statements for 2025)

Amidst the macro-economic instability in both domestic and global markets, the insurance industry continues to face numerous challenges, particularly in the life insurance sector; nevertheless, the consolidated total revenue of Baoviet has steadily increased over the years, reflecting the Baoviet Holdings' sound and sustainable development orientation, as well as the dedicated efforts of the entire leadership, employees, and consultants across the system.

4. Digital Transformation: The Board of Directors has resolutely directed the implementation of digital transformation initiatives, applying AI and Big Data to risk management and the enhancement of customer experience. The strategic shift from traditional management to comprehensive digitalization has been realized through the issuance and deployment of breakthrough solutions, most notably the Smart Electronic Archiving System (BVSA). Utilizing OCR technology, this system has reduced document storage operating costs by 20-30%, while the centralized digital data platform has accelerated decision-making processes and standardized the centralized digital data warehouse. Furthermore, the innovation in producing the Annual Report and Sustainability Report through the application of interactive technology has earned Baoviet the prestigious Platinum Award from LACP in the United States and a place in the Top 50 Best-Listed Companies in Vietnam as ranked by Forbes.

5. Risk Management & Brand Reputation: The internal control system has been reinforced, ensuring operational safety and effectively managing the non-performing loan/risk ratio within the investment portfolio. The Board has directed the establishment of an anomaly detection and trend forecasting system to safeguard the capital of the State and shareholders. Beyond financial risks, the management of reputational risk and crisis communication across the entire system has been proactively enhanced. Thanks to this sustainable and transparent risk management foundation, Baoviet remains the only financial institution in Vietnam to have maintained its presence in the Dow Jones Sustainability Indices (DJSI) for three consecutive years. Evaluation results indicate that Baoviet's score is higher than 59% of global insurance companies, a testament to Baoviet Holdings's transparency and commitment to sustainable development.

6. Social Welfare related Activities:

I acknowledge and highly commend the profoundly humanitarian outcomes that the Board of Directors has directed Baoviet Holdings to achieve in 2025. With a spirit of initiative and a deep sense of responsibility toward the community, Baoviet and its member units have dedicated a total budget of approximately 15.5 billion VND to social security activities nationwide. Notably, operations were marked by the timely allocation of resources, with approximately 10 billion VND dedicated to disaster relief and recovery efforts following storms and floods across 16 provinces and cities in the Northern mountainous region, the Central region, and the South Central Coast.

The Board of Directors of Baoviet has also provided guidance and rigorous oversight in the synchronous implementation of long-term social welfare solutions, such as supporting the construction of gratitude houses, caring for policy-beneficiary families, and providing assistance to underprivileged students and vulnerable groups. These efforts not only demonstrate Baoviet Holdings' commitment to aligning its development with the interests of the community but also reflect the Board's effective social risk management capabilities, aimed at achieving sustainable development for the entire system.

III. CONCLUSION

Based on my independent oversight, I assess that the activities of the Board of Directors of Baoviet Holdings in 2025 were organized and executed in full compliance with legal regulations and the Charter of Baoviet Holdings. The Board has effectively fulfilled its overarching role in shaping strategic direction, strongly promoting a spirit of innovation, and optimizing the efficiency of resource governance across the entire system.

The Board has introduced numerous effective governance solutions, demonstrating its pivotal role in guiding the business strategy and operations of the entire system, ensuring that the activities of Baoviet Holdings and its subsidiaries consistently align with strategic objectives and adapt to market developments.

Furthermore, the Board of Directors has actively performed its supervisory, directive, and supportive roles toward the Group's Executive Board in operational activities and risk management, contributing to the overall business efficiency of the entire system.

The members of the Board of Directors have consistently maintained professional integrity, upholding a high sense of responsibility, unity, and an unwavering commitment to Baoviet Holdings' sustainable development, while ensuring transparency and protecting the rights and legitimate interests of shareholders and all stakeholders to the fullest extent.

**INDEPENDENT MEMBER
OF THE BOARD OF DIRECTORS**

(Signed & Stamped)

Duong Tri Thanh

**APPENDIX 02****REPORT OF INDEPENDENT MEMBERS OF THE BOARD OF DIRECTORS (BOD) OF BAOVIET HOLDINGS**

Pursuant to Article 280, Clause 4 of Government Decree No. 155/2020/ND-CP dated December 31, 2020 ('Decree 155'), and Article 1, Clause 82 of Government Decree No. 245/2025/ND-CP dated September 11, 2025—which amends and supplements certain provisions of Decree 155 detailing the implementation of the Law on Securities—the Independent Member of the Board of Directors of Baoviet Holdings hereby submits this report to the 2026 Annual General Shareholders' Meeting. This report provides an overview of the activities undertaken by the independent members and presents their formal assessment of the Board of Directors' performance at Baoviet Holdings for the 2025 fiscal year, detailed as follows:

**I. ACTIVITIES OF THE INDEPENDENT MEMBERS OF THE BOARD OF DIRECTORS**

In accordance with my statutory rights and responsibilities, I have actively and fully participated in all activities of Baoviet Holdings. Details are as follows:

1. Exercise of Rights and Obligations:

- Attended all Board of Directors (BOD) meetings (4/4), thoroughly reviewed all documentation, and provided independent voting opinions, ensuring full compliance with prevailing laws and Baoviet Holdings's Charter.
- Studied and contributed constructive feedback on operational plans and documentation prepared for the 2025 Annual General Shareholders' Meeting (AGM).
- Supervised the implementation of 2025 AGM Resolutions and BOD Resolutions and Decisions in accordance with legal procedures and Charter of Baoviet Holdings, providing recommendations to rectify shortcomings and mitigate potential risks.

2. Role as a member of the Strategic and Investment Committee:

- Fully participate in and contribute opinions on matters related to the development strategy, business strategy, and business plans of Baoviet Holdings and its subsidiaries.

- Advise and consult on matters regarding investment strategy, development of short-term, medium-term, and long-term investment policies and principles; investment risk management strategies and policies; research, appraise, and evaluate investments under the authority of the Board of Directors (BOD).

3. Fostering strategic cooperation with Vietnam Airlines:

- In my capacity as an independent member, I have actively promoted collaborative programs between Vietnam Airlines and Baoviet Holdings, along with its member units, to enhance customer value.

- Directed the development and implementation of integrated aviation insurance products, utilizing the customer networks and communication channels of both parties to expand market share.

II. ASSESSMENT OF THE BOARD OF DIRECTORS OF BAOVIET HOLDINGS BY THE INDEPENDENT MEMBER

1. Regarding organizational structure: The Board of Directors (BOD) has streamlined the leadership team, ensuring the stability and smooth operation of the organization, thereby creating a solid foundation for development strategies. Corporate governance has been implemented according to modern management models; responsibilities for key areas, ranging from strategy, financial governance, human resources governance, to brand communications and Investor Relations (IR). The staff is systematically trained and updated with specialized knowledge as well as knowledge on digital transformation, AI, big data... thereby effectively applying them to their work, contributing to improving the overall labor productivity of the entire Baoviet Holdings.

2. Regarding operational procedures: Meetings were fully organized in accordance with legal procedures; the process of seeking written opinions from BOD members was implemented methodically and promptly. The BOD's decision-making and resolution processes always complied with legal regulations, as well as the directives and orientations of the Ministry of Finance and the Party Committee of Baoviet Holdings. The mechanism for providing information and documents for

meetings (especially the AGM) was strictly controlled, ensuring transparency and accuracy.

3. Digital Transformation: The BOD drastically directed the implementation of digital transformation initiatives, applying AI and Big Data in risk management and enhancing customer experience. The orientation of transforming from traditional governance to comprehensive digitalization was realized by issuing and applying breakthrough solutions, typically the Smart Electronic Archiving System (BVSA) applying OCR technology which helps save 20-30% of warehouse operation costs, and a centralized data system on a digital platform that accelerates decision-making and standardizes the centralized digital data warehouse.

4. Risk Management: The internal control system was strengthened, ensuring operational safety and well controlling the bad debt/risk ratio in the investment portfolio. The BOD directed the establishment of an anomaly detection and trend forecasting system to protect the safety of State and shareholders' capital. Reputation risk management and communication crisis handling throughout the system were also proactively improved. Thanks to a sustainable and transparent risk management foundation, Baoviet Holdings is the only financial institution in Vietnam to maintain a continuous presence in the global Dow Jones Sustainability Indices (DJSI) for 3 consecutive years. The evaluation results recorded that Baoviet Holdings' score is higher than 59% of enterprises in the global insurance industry, proving the transparency and sustainable development orientation of Baoviet Holdings.

III. CONCLUSION

Based on independent supervision, I evaluate that the operations of the Board of Directors (BOD) of Baoviet Holdings in 2025 were organized and implemented in comprehensive compliance with legal regulations and the Charter of Baoviet Holdings. The BOD has well promoted its consistent role in shaping strategic directions, strongly fostering the spirit of innovation, and optimizing the efficiency of resource management throughout the system.

The BOD has proposed many effective governance solutions, demonstrating its consistent role in orienting business strategies and system-wide operations, ensuring that the operations of Baoviet Holdings and its Subsidiaries always follow the right strategic track and align with market development.

Besides, the BOD performed the supervision, direction, and support for the Management of Baoviet Holdings in executive operations as well as in risk management, contributing to the operational efficiency of the entire system.

The collective members of the BOD always maintain their professional integrity, uphold a sense of responsibility and solidarity, and make continuous efforts for the sustainable development goals of Baoviet Holdings, ensuring transparency and maximizing the protection of the legitimate rights and interests of shareholders as well as relevant stakeholders.

**INDEPENDENT MEMBER
OF THE BOARD OF DIRECTORS**

(Signed & Stamped)

Trinh Hong Quang



APPENDIX 03

REPORT OF INDEPENDENT MEMBERS OF THE BOARD OF DIRECTORS (BOD) OF BAOVIET HOLDINGS REGARDING THE PERFORMANCE OF INDIVIDUAL BOD'S MEMBERS AND THE BOARD OF DIRECTORS IN 2025

Pursuant to Clause 4, Article 280 of Decree No. 155/2020/ND-CP dated December 31, 2020 (Decree 155) of the Government and Clause 82, Article 1 of Decree 245/2025/ND-CP dated September 11, 2025, amending and supplementing a number of articles of Decree 155 of the Government detailing a number of articles of the Law on Securities, the independent member of the Board of Directors (BOD) of Baoviet Holdings respectfully reports to the 2026 Annual General Meeting of Shareholders on the activities of the independent BOD member and the independent member's evaluation of the activities of the BOD of Baoviet Holdings in 2025 as follows:

I. ACTIVITIES OF THE INDEPENDENT MEMBERS OF THE BOARD OF DIRECTORS

In accordance with my statutory rights and responsibilities, I have actively and fully participated in all activities of Baoviet Holdings. Details are as follows:

1. Exercise of Rights and Obligations of independent members:

– Attended 03/04 Board of Directors (BOD) meetings, with 01 absence (the BOD meeting in Q1. 2025) due to a business trip. For this meeting, I authorized Mr. Trinh Hong Quang, an Independent Member of the BOD, to attend and sign the meeting minutes on my behalf. I have thoroughly reviewed the documentation and provided independent voting opinions on matters under the authority of a BOD member, ensuring full compliance with prevailing laws and the Charter of Baoviet Holdings.

– Closely monitored the implementation of BOD's Resolutions and Decisions at the Group and member units, ensuring compliance and timeliness in strategy execution.

– Contributed professional opinions on major orientations regarding finance, investment portfolios, and insurance, helping to ensure the efficiency of capital utilization and the preservation of shareholders' assets.



2. Role as a Member of the Audit Committee:

–Fully participated in the Committee's meetings; coordinated with other members to review the internal control system, ensuring effectiveness and efficiency in system-wide risk management.

–Closely monitored the quality of financial statements, ensuring the process of preparation and information disclosure is transparent and accurate according to accounting standards and information disclosure regulations for public companies.

–Comprehensively supervised specific types of risks (liquidity risk, market risk, insurance risk, and compliance risk);

–Periodically evaluated the results of internal audits and independent audits; monitored the progress and thoroughness in overcoming shortcomings and limitations after audits.

–Provided recommendations to improve the risk management process and enhance the independence of the internal control function.

–Advised and consulted the BOD on issues that the Board of Management submitted for the BOD's opinions upon the BOD's request.

II. ASSESSMENT OF THE BOARD OF DIRECTORS OF BAOVIET HOLDINGS BY THE INDEPENDENT MEMBER

1. Regarding organizational structure: The BOD has perfected the governance apparatus towards a modern, streamlined, and clearly decentralized model. The organizational structure not only ensures legal compliance but also reflects flexibility in responding to market changes. The specific assignment of tasks to each BOD member and the establishment of an effective coordination relationship with the Board of Management have created a smooth operational value chain. The sub-committees under the BOD, especially the Audit Committee, have operated independently and promoted their critical review roles, helping to promptly identify strategic risks and supporting the BOD in making highly accurate decisions.

2. Regarding operating regime and transparency: Governance work is implemented according to the highest standards of transparency. BOD meetings are not merely administrative procedures but are in-depth discussion forums on strategy. Document files are provided before the meetings with sufficient analytical data,

helping independent members have enough basis to exercise their voting rights. In particular, the work of soliciting written opinions is carried out methodically, ensuring the decision-making process always upholds the law and protects the legitimate interests of shareholders, especially minority shareholders.

3. Regarding governance and supervisory results: Amidst a volatile market, Baoviet Holdings has affirmed its solid position by achieving impressive revenue, ranking 163rd in the Fortune Southeast Asia 500 list. The Board of Directors has directed the successful completion of all business targets assigned by the AGM, ensuring the interests of shareholders, investors, and the enterprise, as well as the benefits of employees, as follows:

Objectives	Unit	Estimates on 2025 Implemented	Estimates vs. Plan (%)	2025 Estimates vs. 2024 Implemented (%)
*Consolidated				
Total revenue	Billion VND	59,700	102.5%	105.0%
Profit	Billion VND	2,922	127.0%	133.2%
Contribution to State Budget	Billion VND	2,386	113.6%	115.6%
*Parent company				
Total revenue	Billion VND	1,828	100.0%	108.0%
Profit	Billion VND	1,285	100.8%	108.9%
Contribution to State Budget	Billion VND	604	103.3%	102.3%

(Data based on audited financial statements for 2025)

Amidst the macro-economic instability in both domestic and global markets, the insurance industry continues to face numerous challenges, particularly in the life insurance sector; nevertheless, the consolidated total revenue of Baoviet has steadily increased over the years, reflecting the Baoviet Holdings' sound and sustainable development orientation, as well as the dedicated efforts of the entire leadership, employees, and consultants across the system.

4. Digital transformation and technology application: The BOD has oriented that digital transformation is not only a trend but a core growth driver. The application of AI and Big Data in analyzing customer behavior and optimizing

insurance processes has significantly improved labor productivity. Moreover, digitization in risk management allows the BOD to monitor safety indicators in real-time, thereby making decisions to adjust investment policies quickly and accurately.

5. ESG and social responsibility: The Group has successfully integrated ESG standards into its development strategy. Maintaining a presence in international sustainability indices not only affirms brand reputation but also creates firm trust for institutional investors. Social security activities do not stop at mere sponsorship but have become part of the social risk management strategy, contributing to enhancing the brand reputation in the long term.

III. CONCLUSION

Based on my independent oversight, I assess that the activities of the Board of Directors of Baoviet Holdings in 2025 were organized and executed in full compliance with legal regulations and the Charter of Baoviet Holdings. The Board has effectively fulfilled its overarching role in shaping strategic direction, strongly promoting a spirit of innovation, and optimizing the efficiency of resource governance across the entire system.

Acknowledging the achievements attained, I highly appreciate the sense of responsibility and solidarity of the BOD collective. In particular, the strong shift towards data-driven governance and the elevation of internal risk control standards is a breakthrough step, creating a premise for Baoviet Holdings to accomplish its strategic goals.

However, as an Independent Member and Member of the Audit Committee, I also recommend that the BOD should prioritize several key tasks in the upcoming period to realize the sustainable growth strategy:

First, continue to perfect the integrated risk management framework, with a special focus on emerging risks from the digital financial market and cybersecurity.

Second, further enhance proactivity in IR (Investor Relations) activities, strengthening transparent dialogue with shareholders regarding long-term strategic orientations.

Third, continue to invest in the digitalization capabilities of the governance apparatus, aiming to apply ESG integrated reporting models according to the highest international standards.

23/11/2025
N
T

I believe that, with the current governance foundation and the consensus of the entire leadership apparatus, Baoviet Holdings will continue to conquer new heights, bringing outstanding and sustainable value to Shareholders in the coming years.

**INDEPENDENT MEMBER
OF THE BOARD OF DIRECTORS**

(Signed & Stamped)

Ngo Thi Thu Trang

Hanoi, dated 5th June, 2026TẬP ĐOÀN BẢO VIỆT
11/2026/TĐBV-BKS

**REPORT ON OPERATION
OF THE SUPERVISORY BOARD OF BAOVIET HOLDINGS
At the 2026 Annual General Shareholders' Meeting**

**Respectfully submitted to: The 2026 Annual General Shareholders' Meeting of
Baoviet Holdings**

Pursuant to the powers and duties of the Supervisory Board (SB) as prescribed in the Law on Enterprises No. 59/2020/QH14 dated June 17, 2020, Charter of Baoviet Holdings, Regulations on organization and operation of the Supervisory Board and regulations related to the operation of the SB, the Supervisory members of Baoviet Holdings (BVH) met and unanimously approved the report of the SB submitted to the 2026 Annual General Shareholders' Meeting of BVH with the following contents:

I. OPERATIONS OF THE SUPERVISORY BOARD

1. Operations of the SB between the two Annual General Shareholders' Meeting (AGM) 2025 - 2026

1.1. Summary of SB's meetings

Between the two AGMs for 2025 and 2026 of Baoviet Holdings, the SB held 02 meetings. The organization of these meetings complied with the provisions of law, the BVH's Charter, and the Regulation on organization and operation of the SB. All Supervisory members attended the meetings in person and voted in accordance with regulations. At these meetings, the SB discussed and unanimously agreed on the following main contents:

- Evaluation of the SB's performance between meetings and approval of key tasks for the upcoming period;
- Approval of the SB's operation plan for the period between the 2025 and 2026 AGMs;
- Review results of the Financial Statements (FS) via Official Letters to the BOD, providing the SB's remarks and evaluations on the Draft Separate and Consolidated Semi-Annual Financial Statements for 2025; the Draft Separate and Consolidated Annual Financial Statements for 2025 prepared under Vietnamese Accounting Standards (VAS) and reviewed/audited by Ernst & Young Vietnam Co., Ltd. (EY Vietnam), along with certain recommendations and proposals to the BOD;
- The content of the SB's Operating Report included in the Corporate Governance Report for listed companies and the 2025 Annual Report of Baoviet;
- Opinions provided by the SB as requested by the BOD in 2025 and the early months of 2026;
- The SB reviewed and provided opinions on the proposals submitted to the BOD, which were simultaneously circulated to the SB.

- Approval of the SB's Report to be submitted to the 2026 AGM.
- Approval of the content of the SB's Submission regarding the selection of the independent audit firm to audit the Financial Statements in 2027, 2028, 2029 of Baoviet Holdings.

1.2. Activities of SB

In addition to the aforementioned direct meetings, between the 2025 and 2026 AGMs, the SB regularly communicated directly or consulted Supervisory members via email and the Holdings' Teams system when SB's opinion was required. In addition, the SB had the following activities:

- The Head of Supervisory Board and Supervisory members fully attended all BOD meetings organized by Baoviet Holdings to stay informed and provide a basis for supervising the Holdings' governance and management activities.
- Supervision of the content, scope, and timeline of the review and audit of the separate and consolidated semi-annual and annual Financial Statements for 2025, in accordance with the audit service contract signed with EY Vietnam; contribution of opinions to the Holdings' leadership on certain governance and operational matters;
- Perform other tasks specified in the Holdings' Charter, Regulation on organization and operation of the SB, internal regulations of Baoviet Holdings and relevant provisions of law.

2. Remuneration and operating expenses of the SB and each supervisor in 2025

- Regarding the remuneration of the SB in 2025:

The monthly remuneration (including personal income tax) for the non-specialized Head of Supervisory Board is VND 17.2 million/month and for non-specialized Supervisory members is VND 12 million/person/month.

- Regarding operating expenses of the SB in 2025: Comply with the BVHs' internal expenditure regulations and policies.

(Details of the 2025 remuneration of the Supervisory members are disclosed on the website of Baoviet Holdings regarding the Announcement of documents for the 2026 AGM in accordance with the provisions of Circular No. 96/2020/TT-BTC dated November 16, 2020 of the Ministry of Finance.)

II. REPORT ON INSPECTION AND EVALUATION RESULTS OF FINANCIAL STATEMENTS AND COMMENTS OF SB

1. Results of inspection and evaluation of financial statements and business results of Baoviet Holdings

Despite economy recovery, 2025 witnessed significant polarization in the insurance market, largely impacted by the implementation of the new Law on Insurance Business, and an increase in insurance claims due to natural disasters, which considerably affected the BVH's business operations. Nevertheless, through the effective deployment of appropriate business solutions and timely capture of market trends and opportunities, BVH successfully fulfilled the business plan assigned by the Annual General Shareholders' Meeting for 2025. Specifically:

The Parent Company – Baoviet Holdings – fulfilled the plan with total revenue of VND 1,828.38 billion, achieving 100.01% of the plan and growing by 8% compared to 2024. Profit after corporate income tax amounted to VND 1,285.41 billion, achieving 100.84% of the plan and growing by 8.9% compared to 2024.

Consolidated revenue reached VND 59,699.66 billion, exceeding the annual plan by 2.5% and growing 5% year-over-year, while consolidated profit after corporate income tax reached VND 2,921.57 billion, surpassing the annual plan by 27% and growing 33.2% compared to 2024. All subsidiaries successfully exceeded their assigned business target.

Based on the supervision of the governance and management activities of the BOD and Acting CEO of Baoviet Holdings in 2025, and through the review of the draft audited Separate and Consolidated Financial Statements for 2025 prepared in accordance with VAS, the SB provides the following remarks:

1.1. Supervisory results of the BOD

Through supervising, the SB found:

- In 2025, the BOD held 04 regular meetings, all BOD's meetings have consistently complied with the provisions of the law and the current Charter to timely issue Resolutions and Decisions serving the direction of the Holdings' business activities under authority, the BOD actively consulted members of the BOD in writing (in 2025, the BOD issued 90 Resolutions, 74 Decisions).

- The BOD has successfully organized the 2025 AGM on 21/06/2025 and directed the Acting CEO and the Executive Board to implement the Resolutions of the AGM; the Resolutions and Decisions issued by the BOD;

- In the meetings of the BOD in particular and the activities of the BOD in general, the members of the BOD worked with a high sense of responsibility, promoting the experience and leadership capacity of each member of the BOD.

Through supervising, the SB observed: The BOD operated within the scope of authority and responsibilities stipulated in the Charter of BVH, the regulations on internal corporate governance, internal policies, and relevant provisions of law. Resolutions and Decisions issued by the BOD in the course of governance and management were appropriate to the actual circumstances, met governance requirements, supported the Holdings' business development objectives, and ensured that the legitimate rights and interests of shareholders were fully and properly upheld. The BOD has successfully fulfilled the governance responsibilities.

1.2. Supervisory results of the acting CEO

In 2025, under the close and timely direction of the BOD, the Acting CEO and other managers made significant efforts in management and administration; timely formulating and implementing business solutions with a spirit of proactivity and innovation, overcoming challenges to successfully fulfill the 2025 business plan approved by the AGM, as well as fully implementing the BOD's Resolutions and Decisions.

Through supervisory activities, the SB found that during the management process, the acting CEO complied with the governance delegation set forth in the BVH's Charter, Corporate Governance Regulations, internal policies, and directives issued by the BOD.

The acting CEO effectively fulfilled the role of managing business operations in accordance with the strategic directions and instructions of the BOD.

1.3. Results of appraisal of financial statements and business results in 2025

Based on the review of the 2025 Separate and Consolidated Financial Statements prepared in accordance with VAS and audited by EY Vietnam, the SB hereby reports findings as follows:

- ***Regarding the application of accounting policies:***

+ The 2025 Separate and Consolidated FS were prepared based on the selection and consistent application of appropriate accounting policies.

+ These FS present fairly, in all material respects, the separate and consolidated financial position of Baoviet as at 31 December 2025, the results of the separate and consolidated operations and cash flows for the financial year then ended, in accordance with VAS, the Vietnamese Enterprise Accounting Regime and legal regulations on the preparation and presentation of financial statements.

+ The 2025 Separate and Consolidated FS were audited by EY Vietnam, and no qualified opinions were issued.

- ***Regarding financial figures and business results:***

The SB concurs with the figures presented in the 2025 Separate and Consolidated FS of Baoviet, which were audited in accordance with VAS by EY Vietnam.

i) Separate Financial Statements of the Parent Company – Baoviet Holdings:

According to the audited 2025 Separate Financial Statements, key performance indicators are as follows:

(VND billion)

Items	Planning 2025	Actual 2025	Actual/Plan . 2025 (%)	Actual 2025 vs. 2024	
				VND bil.	(%)
(1)	(2)	(3)	(4)=(3)/(2)	(5)	(6)
1. Total revenue and other incomes	1,828.15	1,828.38	100.01%	135.73	8.0%
2. Net profit after corporate income tax	1,274.73	1,285.41	100.84%	105.23	8.9%
3. Ratio of profit after corporate income tax on charter capital	17.17%	17.32%	100.8%	-	-

Based on the business performance figures presented in the table above, the following observations are noted:

- Total business revenue and other income in 2025 reached VND 1,828.38 billion, achieving 100.01% of the annual plan and increasing by VND 135.73 billion, equivalent to a growth rate of 8% compared to 2024, of which:

- Revenue from financial investment activities reached VND 1,434.94 billion, achieving 99.5% of the annual plan and increasing by VND 99.41 billion, equivalent to a growth rate of 7.4% year-over-year. In 2025, profits received from the subsidiaries reached 95.08% of the plan and increased by VND 43.77 billion, equivalent to a growth of 4% year-over-year.

- Financial revenue generated directly by BVH was VND 310.07 billion, achieving 119.68% of the annual plan and increasing by VND 55.65 billion, equivalent to a growth rate of 21.9% year-over-year. This increase was primarily driven by higher income from deposits, dividends and profit distributions, and proceeds from MSB share liquidation. In 2025, the BVH self-managed business results improved compared to 2024, with taxable income arising of VND 10.013 billion.

- Profit after corporate income tax in 2025 was VND 1,285.41 billion, achieving 100.84% of the annual plan and increasing by VND 105.23 billion, equivalent to a growth rate of 8.9% compared to 2024.

- Other key financial indicators of the Parent Company – Baoviet Holdings as of 31/12/2025 are as follows:

Items	December 31, 2025	December 31, 2024
1. Asset structure and capital structure		
1.1. Asset structure		
- Current assets/Total assets	27.78%	25.31%
- Non-Current assets/Total assets	72.22%	74.69%
1.2. Capital structure		
- Liabilities/Total capital sources	1.20%	1.06%
- Owner's equity/Total equity sources	98.80%	98.94%
2. Solvency		
2.1. Current ratio (overall)	83.05	93.95
2.2. Current ratio (short term)	24.69	23.78

The current ratio and short-term liquidity ratio both remain at high levels, ensuring solvency.

ii) Consolidated Financial Statements for the whole Holdings for 2025:

Key performance indicators of the consolidated business results according to the audited 2025 Consolidated FS are as follows:

(VND billion)

Indicator	Achv. 2025	Achv. 2024	2025/2024		% Achv./Plan . in 2025
			Amount	%	
(1)	(2)	(3)	(4)=(2)-(3)	(5)=(4)/(3)	
1. Revenue and Other Income	59,699.66	56,875.47	2,824.19	5.0%	102.5%
- Revenue from insurance business	44,940.74	43,506.34	1,434.40	3.3%	101.1%
- Revenue from other activities	590.24	555.87	34.37	6.2%	95.1%
- Revenue from financial activities	14,039.76	12,689.33	1,350.43	10.6%	106.4%
- Other Income	24.82	29.84	-5.02	-16.8%	
- Share of profit in associates and joint ventures	104.10	94.09	10.01	10.6%	
2. Profit after enterprise income tax	2,921.57	2,194.17	727.40	33.2%	127.0%
3. Profit of Baoviet	2,836.61	2,110.50	726.11	34.4%	
4. Basic earnings per share (VND)	3,821.00	2,785.00	1,036.00	37.2%	

Based on the 2025 business results presented in the table above, the following is observed:

- Total revenue in 2025 reached VND 59,699.66 billion, an increase of VND 2,824.19 billion, equivalent to a 5.0% growth compared to 2024; achieved 102.5% of the 2025 consolidated revenue plan.

- Profit after corporate income tax in 2025 was VND 2,921.57 billion, representing an increase of VND 727.4 billion, or a 33.2% growth year-over-year; fulfilled 127.0% of the annual profit target, indicating a highly positive performance in executing the profit plan. Net profit attributable to shareholders of BVH reached VND 2,836.61 billion, up by VND 726.11 billion, reflecting a 34.4% increase compared to 2024.

- Basic Earnings Per Share in 2025 stood at VND 3,821/share, an increase of VND 1,036/share, representing a 37.2% growth year-over-year. This outstanding growth in basic EPS demonstrates operational and business efficiency across BVH.

Despite various challenges in 2025, including significant impacts from insurance market risks and natural disasters, BVH successfully fulfilled the consolidated revenue and profit targets as planned.

The indicators related to the assets and capital of BVH as of 31/12/2025, according to the audited Consolidated Financial Statements, are summarized as follows by the SB:

(VND billion)

ITEMS	As of 31/12/2025	As of 31/12/2024	Compare 31/12/2025 to 31/12/2024	
			Amount	%
(1)	(2)	(3)	(4=2-3)	(5=4/3)
ASSETS				
A. Short-term assets	150,363.05	121,226.74	29,136.31	24.00%
1. Cash and cash equivalents	4,194.68	1,464.09	2,730.59	186.50%
2. Short-term investments	127,381.98	103,898.04	23,483.94	22.60%
3. Short-term receivables	14,292.37	11,535.42	2,756.95	23.90%
4. Inventories	68.01	100.48	-32.47	-32.30%
5. Other current assets	743.6	670.58	73.01	10.90%
6. Reinsurance current assets	3,682.41	3,558.13	124.28	3.50%
B. Long-term assets	141,442.60	130,059.59	11,383.01	8.80%
1. Long-term receivables	75.35	66.92	8.43	12.60%
2. Fixed assets	1,710.87	1,890.64	-179.77	-9.50%
3. Investment properties	102.47	109.96	-7.49	-6.80%
4. Long-term assets in progress	146.3	131.65	14.66	11.10%
5. Long-term investments	139,153.58	127,645.42	11,508.16	9.00%
6. Other long-term assets	254.03	215	39.03	18.20%
Total assets	291,805.65	251,286.33	40,519.33	16.10%
EQUITY				
C. Liabilities	266,325.31	227,720.44	38,604.87	17.00%
1. Short-term liabilities	64,332.65	40,840.47	23,492.19	57.50%
2. Long-term liabilities	201,992.66	186,879.97	15,112.68	8.10%
D. SHAREHOLDER'S EQUITY	25,480.34	23,565.89	1,914.45	8.10%
Total Equity	291,805.65	251,286.33	40,519.33	16.10%

The figures above indicate:

The Total Assets / Total Equity in BVH's Consolidated FS as of 31/12/2025, amounted to VND 291,805.65 billion. This represents an increase of VND 40,519.33 billion, equivalent to a 16.1% growth compared to 31/12/2024. Specifically:

- In terms of Assets:

- Current assets increased by VND 29,136.31 billion, corresponding to a 24% year-over-year increase. This increase is primarily driven by the growth in "Cash and cash equivalents", "Short-term financial investments" and "Short-term Receivables".

- Non-current assets increased by VND 11,383.01 billion, corresponding to an 8.8% year-over-year increase. This growth was mainly attributed to the rise in "Long-term financial investments".

- In terms of Equity:

- The expansion in Equity was predominantly fueled by Current liabilities increased by VND 23,492.19 billion (up 57.5%), of which "Payables relating to bond repurchase agreements" surged by VND 21,105.46 billion. Non-current liabilities increased by VND 15,112.68 billion (up 8.1%), primarily driven by a VND 15,108.39 billion rise in "Insurance technical reserves".

1.4. Results of supervising the implementation of the 2025 AGMs' Resolution

- Based on the business results mentioned in Section 1.3(i) above, in 2025 the Parent Company – Baoviet Holdings successfully fulfilled the revenue and profit targets as assigned by the 2025 AGM.

- BVH completed the dividend payment for 2024 at the rate of 10.551% per par value of share, based on charter capital of VND 7,423,227,640,000, with a total payout of VND 783,224,748,303; fund allocations were made in accordance with Resolution No. 01/2025/NQ-ĐHĐCĐ-TĐBV dated 21/06/2025.

2. Evaluation of transactions between Baoviet Holdings, subsidiary companies and companies over 50% charter capital of which is held by Baoviet Holdings with members of the Board of Directors, the acting CEO, other executives of Baoviet Holdings and their related persons; transactions between Baoviet Holdings with companies whose founders or managers are members of the Board of Directors, the CEO or executives over the last 03 years from the transaction date;

Through supervising, the SB observed:

- Transactions between BVH and related parties/major shareholders/insiders:

In 2025, Baoviet Holdings conducted related party transactions including: investments and provision/receipt of services with subsidiaries, and transactions with major shareholders. Notably, Baoviet paid VND 682,074,903,677 in dividends to major shareholders (Ministry of Finance: VND 509,096,089,980; Sumitomo Life Insurance: VND 172,978,813,697) in accordance with the 2025 AGM Resolution.

All other contracts and transactions were valued below 10% of BVH's total assets as per the latest audited consolidated financial statements, thus falling under the authority

of the BOD per Clause 5(a), Article 40 of Charter of BVH. The signing and execution of these contracts and transactions were carried out in accordance with the approval of the Board of Directors under BOD's Resolutions. All such contracts/transactions were executed with integrity, prudence, and for the best interests of the Baoviet.

(Detailed disclosures are provided in Appendix 3 of the 2025 Corporate Governance Report for listed companies as per Document No. 169/2026/BC-TĐBV dated 30/01/2026, published on the Baoviet Holdings' website at: <https://baoviet.com.vn/Quan-he-co-dong/Cong-bo-thong-tin/ArticleList/42/>)

- No transactions involving insiders or their related persons with subsidiaries or entities controlled by BVH.

- Transactions with other entities:

- No transactions with companies in which BOD members, SB members, or acting CEO have been founders or served as Director within the past three years.

- No transactions with companies managed by related persons of the above individuals.

- No transactions that may benefit BOD members, Supervisory Board members, or Acting CEO materially or immaterially.

3. Evaluation of the coordination between the SB and the BOD, CEO and shareholders

- Between the 2 AGMs 2025 - 2026, the SB closely coordinated with the BOD and acting CEO on the principle that for the legitimate and maximum interests of the Baoviet, shareholders and in accordance with the provisions of the law, the Charter of BVH. Supervisory members were invited to attend all meetings of the BOD, and the Head of Supervisory Board was invited to attend a number of other meetings of BVH.

- With shareholders: Between the 2 AGMs 2025 - 2026, the SB did not receive any request or complaint from a shareholder or a group of shareholders with the ownership ratio and holding time in accordance with the law and the Holdings Charter.

III. REPORT ON SELF-ASSESSMENT OF PERFORMANCE OF SB AND SUPERVISOR

1. Evaluation of SB's performance

The SB, comprising three independent members, not involved in management or Accounting department, and not affiliated with BVHs' external auditors, performed as follows:

- Fulfilled the supervisory duties over the BOD and Acting CEO in managing and operating of BVH.

- Successfully reviewed and verified the BVHs' separate and consolidated semi-annual and annual financial statements for 2025 (audited/reviewed by EY Vietnam).

- Through performing its tasks, the SB has made recommendations and suggestions to the BOD and the Acting CEO to enhance governance, internal control systems, and risk mitigation to meet management requirements and sustainable business development of the Holdings.

- Conducted regular meetings in compliance with the Enterprises Law, the Holdings Charter and Regulation on organization and operation of SB. Urgent matters were handled via email consultations among members.

- Operated strictly within the authority and responsibilities defined in the Charter of BVH and Supervisory Board Operating Regulation. All decisions were made in accordance with legal and procedural requirements.

2. Evaluation of Supervisory members' performance

- Based on Charter of BVH, the SB operating regulations, and the individual task assignments, all Supervisory members actively and fully participated in all meetings of the BOD and the SB, and effectively fulfilled their assigned responsibilities.

- During meetings and SB activities, Supervisory members worked with a high sense of responsibility, made valuable contributions, and strictly adhered to the Charter of BVH and the SB operating regulations.

- In performing the assigned rights and obligations, Supervisory members acted with honesty and prudence, with the protection of Baoviet's and shareholders' interests as their central focus. No member abused their position or authority, nor used confidential information, know-how, business opportunities, or other assets of Baoviet for personal gain or to benefit any other organization or individual.

IV. OPERATION PLAN OF SB

BETWEEN THE 2 TERMS OF THE AGMs 2026 - 2027

Based on the rights and duties assigned to the SB under the Charter of BVH, the SB operating regulation, and other relevant internal and legal provisions, the SB outlines the following work plan for the period between the 2026 and 2027 AGMs:

- Fully perform the rights, duties, and responsibilities assigned to the SB as stipulated in the Charter of BVH, Internal Corporate Governance Regulations, SB operating regulations, other internal regulations of Baoviet, and relevant legal provisions.

- Supervise the Holdings' financial situation, the legitimacy of activities of members of the Board of Directors, CEO and other managers;

- Supervise Baoviet's financial condition and the legal compliance of activities undertaken by the BOD members, the Acting CEO/CEO, and other senior managers, primarily through the following key activities:

- Review of the BVH's 2026 separate and consolidated semi-annual and annual financial statements;

- Review of BOD reports assessing management performance and implementation of Resolutions/Decisions of AGM and BOD ;

- Review and commentary on contracts and transactions with related parties falling under the approval authority of the BOD or AGM (if any);

- Other relevant supervisory tasks.

- Oversee the consistency, integrity, and appropriateness of accounting practices; supervise the preparation and independent audit/review of financial statements; and monitor the implementation of recommendations made in the 2025 Management Letter issued by the independent auditor (if applicable).

- Attend all regular BOD meetings and other meetings organized by BVH to stay informed and ensure effective oversight of corporate governance and management.

- Prepare and submit to the 2027 AGM the SB's report on activities, including financial statement review, assessment of the business results of BVH for 2026, evaluation of the management performance of the BOD, Acting CEO/CEO, the SB's operating report, and the results of the independent auditor selection in 2027-2028-2029.

V. RECOMMENDATIONS OF THE SUPERVISORY BOARD

Based on the aforementioned matters, the Supervisory Board reports and respectfully submits to the 2026 AGM for consideration and approval the operating report of the SB of Baoviet Holdings between the 2025 and 2026 AGM, and the plan of activities between the 2026 and 2027 AGM.

Respectfully reported./.

**ON BEHALF OF SUPERVISORY BOARD
HEAD OF SUPERVISORY BOARD**

Recipients:

- As above;
- Board of Directors;
- CEO;
- Archives: Admin, GAO, SB.

(Signed & stamped)

Vu Thanh Hai

TẬP ĐOÀN BẢO VIỆT

12/2026/TĐBV-BKS

Hanoi, dated 5th June, 2026**SUBMISSION****Re.: The selection of the independent auditing firm to audit the Financial Statements in 2027, 2028, 2029 of Baoviet Holdings****Respectfully submit to: The 2026 Annual General Shareholders' Meeting of Baoviet Holdings***In pursuant with:**Law on Enterprises No. 59/2020/QH14 dated June 17, 2020 and the Law Amending and Supplementing Certain Articles of the Law on Enterprises No. 76/2025/QH15 dated June 17, 2025;**Law on Securities No. 54/2019/QH14 dated November 26, 2019 and Law amendments to Law on Securities No. 56/2024/QH15 dated November 29, 2024;**The current Charter of Baoviet Holdings (amended and supplemented for the 15th time);**The Regulations on Contractor Selection of Baoviet Holdings, issued together with Decision No. 577/2026/QĐ-HĐQT dated May 04, 2026 of the Board of Directors of Baoviet Holdings.*

The contract for the provision of auditing services, revision of the financial reports between Baoviet Holdings (BVH) and Ernst & Young Vietnam Co., Ltd. (EY Vietnam) shall end after EY Vietnam completes the audit and review of the 2026 financial statements of Baoviet Holdings. Pursuant to the responsibilities stipulated in the BVH Charter, the Supervisory Board of Baoviet Holdings (SB) respectfully submits to the 2026 Annual General Shareholders' Meeting (AGM) of BVH for consideration the selection of an independent auditing firm to audit, review the financial statements in 2027, 2028, and 2029 of BVH (hereafter referred to as "FS Audit") as follows:

1. Legal basis and benefits of engaging an independent auditing firm for long-term financial statement auditing

The signing of a long-term audit contract is not in contravention of any provisions of Vietnamese law or Vietnamese accounting and auditing standards, and is consistent with the practices and trends adopted by major corporations worldwide. Based on the assessment of long-term audit contract arrangements at BVH, the SB has identified the following key benefits:



- **First, ensuring timely completion and disclosure of audited financial statements with high quality:** A long-term audit contract enables the auditing firm to develop a long-term plan to maintain a stable team with deep expertise in the auditing field and comprehensive knowledge of the organisational structure and corporate governance of the audited entity. This enhances working efficiency between auditors and the audited entity, supports the auditing firm in completing the FS audit to the required quality standards and timeline, thereby enabling the audited entity to meet its compliance obligations regarding the publication timeline as well as the quality of the audited financial statements in accordance with applicable laws.

- **Second, stable auditing fees maintained at a reasonable level:** A long-term audit contract has helped audited entity maintain stable auditing fees. Over the years, the audit fees applicable to BVH have changed only marginally despite the annual increase in labour costs.

- **Third, access to preferential and complimentary services, and savings in time and cost of annual auditor selection:** Signing a long-term FS audit contract with an auditing firm, in addition to enhancing efficiency and ensuring time for the audit and review of financial statements, also provides the audited entity with the opportunity to enjoy a number of complimentary or preferentially priced services, such as participating in training sessions, seminars, knowledge sharing, and updating on new legal documents relating to accounting regimes, financial policies, and the business environment. This has contributed significantly to the enhancement of management capabilities and business administration quality. Furthermore, signing a long-term FS audit contract substantially reduces the time and effort required of the SB, Board of Directors (BOD), and Executive Board in conducting the annual auditor selection procedures.

2. Criteria for the selection of the independent auditing firm

Based on BVH's business lines, audit requirements, and audit practices in recent years at BVH and the subsidiaries, the SB proposes to the AGM the following key criteria for selecting the independent auditing firm:

- Reputable auditing firms permitted to operate in Vietnam, and approved by the competent authority to perform audits for public interest entities in the securities sector;

- An auditing firm with an Actuarial specialist group (Actuary) and a team of highly qualified auditors with extensive experience in auditing financial statements in the fields of insurance, fund management, securities, and banking, in accordance with Vietnamese Accounting Standards (VAS) and International Financial Reporting Standards (IFRS);

- No conflict of interest in conducting the audit of financial statements in accordance with applicable regulations;

- Audit fees that are reasonable and commensurate with the scope, content, and timeline of the audit as required by BVH;

- Proposal to provide the most appropriate value-added services for BVH.

3. Recommendations of the Supervisory Board

Based on the foregoing grounds and proposals, the SB respectfully submits to the 2026 AGM:

- Approve the criteria for selecting the independent auditing firm as set out in Section 2 above. The approval of such criteria shall be understood as approval of the list of independent auditing firms satisfying these criteria at the time BVH actually conducts the selection of the independent auditing firm.

- Approve the policy on the selection and signing of a long-term audit contract with 01 independent auditing firm among those satisfying the criteria set out in Section 2 above, to audit and review the Financial Statements of BVH in 2027, 2028, and 2029.

- Authorise the Board of Directors to determine the procurement budget for the item "Selection of an independent auditing firm to audit the Financial Statements of Baoviet Holdings in 2027, 2028, and 2029", and to exercise the rights and obligations of the Board of Directors and the Competent Authority relating to the contractor selection on an appropriate basis in accordance with BVH's Regulations on Selection of Contractors.

- The SB proposes to appoint supervisory member(s) to participate in the Procuring Entity's Assisting Team, Expert Group, and Appraisal Group in accordance with BVH's Regulations on Selection of Contractors.

Respectfully submitted./.

ON BEHALF OF THE SUPERVISORY BOARD
HEAD OF SUPERVISORY BOARD

Recipients:

- As above;
- BOD;
- CEO;
- Archives: Admin, SB.

(Signed & stamped)

Vu Thanh Hai





BAOVIET Holdings

TẬP ĐOÀN BẢO VIỆT

No: 218/2026/TTr-HĐQT

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

Hanoi, 05th June, 2026

THE SUBMISSION

Re.: The approval of updates and supplements to the business lines and business activities of Baoviet Holdings and mendments, supplements to the Charter of Baoviet Holdings (16th amended and supplemented Edition)

To: The 2026 Annual General Shareholders' Meeting of Baoviet Holdings

Pursuant to the Law on Enterprise No. 59/2020/QH14 dated 17th June 2020;

Pursuant to the Law on Management, Investment, and Utilization of State Capital in Enterprises (Law No. 68/2025/QH15);

Pursuant to Decision No. 36/2025/QĐ-TTg promulgating the Vietnam Standard Industrial Classification system;

Pursuant to other relevant legal documents;

On June 14th, 2025, the National Assembly passed the Law on the Management, Investment and Use of State Capital in Enterprises (Law No. 68/2025/QH15). Pursuant to Article 2 of the Law, the entities subject to its application include "state-owned enterprises as prescribed by the Law on Enterprises." Being a state-owned enterprise under the Law on Enterprises, Baoviet Holdings falls within the scope of regulation of Law No. 68/2025/QH15.

Clause 1, Article 59 of Law No. 68/2025/QH15 stipulates that: "From the effective date of this Law, enterprises in which the State holds more than 50% of the charter capital shall be responsible for reviewing, issuing, or proposing competent authorities to issue amended and supplemented charters, financial regulations, and internal regulations to ensure compliance with this Law; such issuance must be completed before December 31, 2026."

Accordingly, the amendment and supplementation of the Charter of Baoviet Holdings are necessary to ensure consistency with the spirit of Law No. 68/2025/QH15, other relevant legal documents, and the governance and management requirements of Baoviet Holdings, with a focus on the following key areas:

- Supplementing provisions related to the management of state capital to ensure compliance with Law No. 68/2025/QH15, given that Baoviet Holdings is a state-owned enterprise;

- Amending provisions relating to the distribution of the BVH' profits;

- Revising the authority of the General Shareholders' Meeting and the Board of Directors in accordance with Article 27 of Law No. 68/2025/QH15, whereby the threshold of "10% of total assets" is replaced by "50% of equity";

Tel (+84 24) 3928 9999 | Fax (+84 24) 3928 9609 | Email service@baoviet.com.vn



- Updating and supplementing the BVH' business lines to ensure consistency with Decision No. 36/2025/QĐ-TTg promulgating the Vietnam Standard Industrial Classification system;

- Other amendments and supplements (as detailed in the attached Appendix).

Based on the actual business operation of Baoviet Holdings and the current laws, the Board of Directors respectfully submits to the 2026 Annual General Shareholders' Meeting for the consideration and approval of the following contents:

1. Approve of the updates and supplements to the business lines and business activities of Baoviet Holdings in *Appendix 1. The summary sheet of updates and additions to the business lines and business activities of Bao Viet Holdings* is attached to this proposal.

2. Approve of the proposed amendments and supplements to the current Charter of Baoviet Holdings in *Appendix 2. The summary sheet of amendments and supplements to the current Charter of Baoviet Holdings (the 16th Edition)* is attached to this proposal.

3. Approve of the Charter of Baoviet Holdings (the 16th amended and supplemented Edition) is attached to this proposal.

Respectfully submitted./.

Recipients:

- As above;
- BOD, IC;
- CEO;
- Achieves: Admin, General Affairs Office.

**ON BEHALF OF THE BOD
ACTING MEMBER OF THE BOD**

(Signed & stamped)

Nguyen Thua Nhat





APPENDIX 1. TABLE OF UPDATED AND SUPPLEMENTED BUSINESS LINES OF BAO VIET HOLDINGS

Attached to the Proposal to the Baoviet Holdings' Annual General Meeting of Shareholders 2026 No.715/2026 / TTtr- dated June 5th, 2026 of the Board of Directors of Baoviet Holdings on approving the updated and supplemented business lines of Baoviet Holdings and the Charter of Baoviet Holdings)

STT	Current Business Lines		Updated and Supplemented Business Lines		Basis for Updating and Supplementing
	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
1	6499	Other financial service activities not elsewhere classified (except insurance and social security) Details: - Capital investment in subsidiaries and associate companies; provision of financial services and operations in other sectors in accordance with applicable laws;	6499	Other financial service activities not elsewhere classified (except insurance and pension funding activities ~~social security~~) Details: - Capital investment in subsidiaries and associate companies; provision of financial services and operations in other sectors in accordance with applicable laws;	Appendices 1 and 2 of the Vietnam Standard Industrial Classification (Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)

	Current Business Lines		Updated and Supplemented Business Lines		Basis for Updating and Supplementing
STT	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
2	6810	Real estate business, land use rights of owners, users, or lessees Details: - Real estate business activities (excluding investment in the construction of cemetery and graveyard infrastructure for the transfer of land use rights associated with such infrastructure); (Enterprises with foreign-invested capital are required to conduct business activities in compliance with the provisions of international treaties to which Vietnam is a party).	No change to the business line code and name.		Appendices 1 and 2. Vietnam Standard Industrial Classification (Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)
3	6201	Computer programming	6219	Other computer programming activities Details: <i>Activities relating to the design of structure and content; writing, modifying (including updates and software patches),</i>	Appendices 1 and 2. Vietnam Standard Industrial Classification (Attached to Decision No. 36/2025/QĐ-TTg

	Current Business Lines		Updated and Supplemented Business Lines		Basis for Updating and Supplementing
STT	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
				<i>customizing, testing, and supporting computer coding necessary for the creation and implementation of: system software; business software, financial software, and other software applications (excluding electronic game applications); machine learning applications; artificial intelligence/computer vision applications; cybersecurity applications; distributed ledger applications; databases; and websites.</i>	<i>dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)</i>
4	6202	Computer consultancy and computer system administration.	6220	Computer consultancy and ~~computer system administration~~ and computer infrastructure management.	Appendices 1 and 2. Vietnam Standard Industrial Classification (Attached to Decision No. 36/2025/QĐ-TTg

	Current Business Lines		Updated and Supplemented Business Lines		Basis for Updating and Supplementing
STT	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
					<i>dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)</i>
5	6311	Data processing, hosting and related activities.	6310	Information technology infrastructure , data processing, hosting and related activities. <i>(Excluding press activities)</i>	Appendices 1 and 2. Vietnam Standard Industrial Classification <i>(Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)</i>

	Current Business Lines		Updated and Supplemented Business Lines		Basis for Updating and Supplementing
STT	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
6	6312	Web portals	6390	~~Web portals~~ <i>Web search portal activities and other information service activities</i> <i>Details:</i> - Web search portal activities; - Telephone information services; - Information retrieval services on a contractual or fee basis; - Compilation of information or directories on a contractual or fee basis. (Excluding press activities)	Appendices 1 and 2. Vietnam Standard Industrial Classification (Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)
7	6209	Information technology service activities and other services related to computers <i>Details:</i> Computer troubleshooting and software installation services;	6290	<i>Other computer and information technology service activities</i> ~~Information technology service activities~~ and other services related to computers <i>Details:</i>	Appendices 1 and 2. Vietnam Standard Industrial Classification (Attached to Decision No. 36/2025/QĐ-TTg

	Current Business Lines		Updated and Supplemented Business Lines		Basis for Updating and Supplementing
STT	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
		Information technology consultancy services; Cyber information security consultancy services; Cyber information security monitoring services; Cyber information security incident response services; Data recovery services; Cyberattack prevention and protection services; Information technology and system integration services; Information storage services; Advertising services (excluding tobacco advertising), online commerce, and e-commerce business; Data processing services and activities related to databases; database development, cooperation in electronic publishing of e-books, data storage, database exploitation, and other database-related activities; Provision of		<i>- Computer troubleshooting and installation of personal computers and software installation;</i> <i>- Digital technology industry activities;</i> ~~Computer troubleshooting and software installation services;~~ ~~Information technology consultancy services;~~ ~~Cyber information security consultancy services;~~ ~~Cyber information security monitoring services;~~ ~~Cyber information security incident response services;~~ ~~Data recovery services;~~ ~~Cyberattack prevention and protection services;~~	<i>dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)</i> Article 13 of the Law on Digital Technology Industry 2025 Article 4 of Decree No. 353/2025/ND-CP detailing a number of articles and measures for the implementation and guidance of the Law on Digital Technology Industry.

Current Business Lines			Updated and Supplemented Business Lines		Basis for Updating and Supplementing
STT	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
		online information solutions, e-commerce business, and Internet auction services; Provision of software and content services, including software consultancy, integration, system provision, professional services and software, information technology training and education services (only to be conducted upon approval by competent authorities); Design and development of management information systems and information technology systems; Deployment and support of management information systems and information technology systems.		~~Information technology and system integration services;~~ ~~Information storage services;~~ ~~Advertising services (excluding tobacco advertising), online commerce, and e-commerce business;~~ ~~Data processing services and activities related to databases;~~ ~~database development,~~ ~~cooperation in electronic publishing of e-books, data storage, database exploitation, and other database-related activities;~~ ~~Provision of online information solutions, e-commerce business, and Internet auction services;~~ ~~Provision of software and content services, including software consultancy, integration, system provision,~~	

	Current Business Lines		Updated and Supplemented Business Lines		Basis for Updating and Supplementing
STT	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
				~~professional services and software, information technology training and education services (only to be conducted upon approval by competent authorities); Design and development of management information systems and information technology systems; Deployment and support of management information systems and information technology systems.~~	
8	9511	Repair of computers and peripheral equipment	9510	Repair and maintenance of computers and information and	Appendices 1 and 2. Vietnam Standard Industrial Classification (Attached to Decision No. 36/2025/QĐ-TTg dated September 29,

STT	Current Business Lines		Updated and Supplemented Business Lines		Basis for Updating and Supplementing
	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
				<i>communication peripheral equipment.</i>	<i>2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)</i>
9	1820	Reproduction of recorded media	No change to the business line code and name.		Appendices 1 and 2. Vietnam Standard Industrial Classification <i>(Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)</i>

Current Business Lines			Updated and Supplemented Business Lines		Basis for Updating and Supplementing
STT	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
10	8560	Educational support services.	8569	<i>Other educational support services-activities.</i> <i>Details:</i> - <i>Educational consultancy services;</i> - <i>Activities involving the provision of guidance and advice on education;</i> - <i>Educational assessment and evaluation activities;</i> - <i>Educational examination and testing activities;</i> - <i>Organization of student exchange programs;</i> - <i>Curriculum development;</i> - <i>Professional activities and rehabilitation services for learning capability assessment;</i>	Appendices 1 and 2. Vietnam Standard Industrial Classification (Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification) Article 115 of Decree No. 125/2024/ND-CP on conditions for investment and operation in the field of education.

Current Business Lines			Updated and Supplemented Business Lines		Basis for Updating and Supplementing
STT	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
				- Overseas study consultancy services.	
11	8559	Other education not elsewhere classified Details: - Non-level-based education provided at training and professional development centers; - Professional and vocational training in information technology; - Preparatory education; - Professional review and evaluation courses; - Foreign language and conversational skills training; - Speed reading instruction; - Schools operated by Party organizations and mass organizations; - Self-defense training; - Life skills training; - Public speaking skills training; - Computer training.	(Code unchanged) 8559	Other education not elsewhere classified Details: - Non-level-based education provided at training and professional development centers; ~~—Professional and vocational training in information technology;~~ ~~—Preparatory education;~~ - Tutoring services (private tutoring); - Learning centers offering remedial courses for underperforming students; - Professional review and evaluation courses;	Appendices 1 and 2. Vietnam Standard Industrial Classification <i>(Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)</i>

	Current Business Lines		Updated and Supplemented Business Lines		Basis for Updating and Supplementing
STT	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
				- Foreign language and conversational skills training; - Speed reading instruction; - <i>Health and wellness courses;</i> - <i>Sewing courses;</i> - <i>Relaxation courses;</i> - <i>Family life courses, such as parent-child relationship courses, etc.;</i> - <i>Training courses on plant protection products;</i> - Life skills training; - Public speaking skills training; - Computer training.	
12	5820	Software publishing	5829	<i>Other</i> software publishing <i>Details:</i> - <i>Publishing of system software;</i> - <i>Publishing of application software;</i> - <i>Publishing of other software not elsewhere classified, including software such as</i>	Appendices 1 and 2. Vietnam Standard Industrial Classification (Attached to Decision No. 36/2025/QĐ-TTg dated September 29,

Current Business Lines			Updated and Supplemented Business Lines		Basis for Updating and Supplementing
STT	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
				<i>computer security software, cybersecurity software, modeling software, etc. (Excluding publishing activities and publications)</i>	<i>2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)</i>
13	6622	Activities of insurance agents and brokers (excluding health insurance) Details: Activities of insurance agents and brokers (insurance intermediaries) in the sale, negotiation, or provision of advice on insurance policies.	No change to the business line code and name.		Appendices 1 and 2. Vietnam Standard Industrial Classification <i>(Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)</i>

Current Business Lines			Updated and Supplemented Business Lines		Basis for Updating and Supplementing
STT	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
14	8110	Combined support services.	No change to the business line code and name.		Appendices 1 and 2. Vietnam Standard Industrial Classification <i>(Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)</i>
15	6190	Other telecommunications activities Details: Telecommunications application services; Provision of postal and telecommunications equipment; Telecommunications service agency activities; Agency services for voice		Other telecommunications activities Details: ~~Telecommunications application services; Provision of postal and telecommunications~~	Appendices 1 and 2. Vietnam Standard Industrial Classification <i>(Attached to Decision No.</i>

	Current Business Lines		Updated and Supplemented Business Lines		Basis for Updating and Supplementing
STT	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
		communication services and development of infrastructure on domestic and international Internet networks, mobile networks, and fixed-line networks; Provision of information content and operation of value-added services on the Internet, public information networks via mobile phones and television (excluding content prohibited by the State); Agency services for the revision of e-commerce services and other value-added services to Internet users, mobile phone subscribers, and fixed-line telephone subscribers; Provision of integrated telecommunications and information technology services; Agency and provision of telecommunications and Internet products and services.	(Code unchanged) 6190	~~equipment;~~ ~~Telecommunications—service~~ ~~agency—activities; Agency~~ ~~services—for—voice~~ ~~communication services and~~ ~~development of infrastructure~~ ~~on domestic and international~~ ~~Internet networks, mobile~~ ~~networks, and fixed-line~~ ~~networks; Provision of~~ ~~information content and~~ ~~operation of value-added~~ ~~services on the Internet, public~~ ~~information networks via~~ ~~mobile phones and television~~ ~~(excluding content prohibited~~ ~~by the State); Agency services~~ ~~for the revision of e-commerce~~ ~~services and other value-added~~ ~~services to Internet users,~~ ~~mobile phone subscribers, and~~ ~~fixed-line telephone~~ ~~subscribers; Provision of~~	36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification) Article 5 of Decree No. 163/2024/ND-CP guiding the implementation of the Telecommunications Law 2023.

Current Business Lines			Updated and Supplemented Business Lines		Basis for Updating and Supplementing
STT	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
				~~integrated telecommunications and information technology services; Agency and provision of telecommunications and Internet products and services.~~ - <i>Provision of specialized telecommunications applications such as satellite tracking, telemetry, and radar stations;</i> - <i>Operation of satellite earth stations and associated facilities connected to one or more terrestrial communication systems and capable of transmitting/receiving telecommunications signals via satellite systems;</i> - <i>Provision of Voice over Internet Protocol (VoIP) services;</i>	

STT	Current Business Lines		Updated and Supplemented Business Lines		Basis for Updating and Supplementing
	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
				- <i>Provision of text messaging services (SMS), text messaging combined with images and audio, multimedia messaging services (SMS+, MMS+), and push messaging services without using telecommunications networks for data transmission; Provision of notification services (e.g., banking notification services, advertising messages, etc.);</i> - <i>Value-added telecommunications services;</i>	
16	7020	Management consultancy activities	(Code unchanged) 7020	<i>Business</i> management consultancy activities <i>and other</i>	Appendices 1 and 2. Vietnam Standard Industrial Classification (Attached to Decision No. 36/2025/QĐ-TTg dated September 29,

	Current Business Lines		Updated and Supplemented Business Lines		Basis for Updating and Supplementing
STT	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
				<i>management consultancy activities</i>	<i>2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)</i>
17	7730	Renting and leasing of other machinery, equipment and tangible goods without operator Details: Renting and leasing of office machinery and equipment (including computers) without operator.	No change to the business line code and name.		Appendices 1 and 2. Vietnam Standard Industrial Classification <i>(Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)</i>

Current Business Lines			Updated and Supplemented Business Lines		Basis for Updating and Supplementing
STT	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
18	6399	Other information service activities not elsewhere classified	6390	<i>Web search portal activities and other information service activities ~~not elsewhere~~ classified</i> <i>Details:</i> - <i>Web search portal activities;</i> - <i>Telephone information services;</i> - <i>Information retrieval services on a contractual or fee basis;</i> - <i>Compilation of information or directories on a contractual or fee basis.</i> <i>(Excluding press activities)</i>	Appendices 1 and 2. Vietnam Standard Industrial Classification <i>(Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)</i>
19	Not available yet.	Not available yet.	6829	<i>Other real estate activities on a fee or contract basis</i> <i>Details:</i> - <i>Real estate consultancy and property management services;</i>	- Appendices 1 and 2. Vietnam Standard Industrial Classification <i>(Attached to Decision No. ...)</i>

	Current Business Lines		Updated and Supplemented Business Lines		Basis for Updating and Supplementing
STT	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
				- <i>Condominium building operation and management services.</i>	36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification) Articles 9 and 66 of the Law on Real Estate Business 2023. Articles 149, 150 and 151 of the Housing Law 2023. - In line with the actual operations of Baoviet Holdings;
20	<i>Not available yet.</i>	<i>Not available yet.</i>	4651	<i>Wholesale of computers, peripheral equipment and software.</i>	- Appendices 1 and 2. Vietnam Standard

STT	Current Business Lines		Updated and Supplemented Business Lines		Basis for Updating and Supplementing
	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
					Industrial Classification <i>(Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)</i> - In line with the actual operations of Baoviet Holdings;
21	Not available yet.	Not available yet.	6110	Wired, wireless and satellite telecommunications activities Details: - Operation, maintenance, or provision of access to infrastructure for the	- Appendices 1 and 2. Vietnam Standard Industrial Classification

Current Business Lines			Updated and Supplemented Business Lines		Basis for Updating and Supplementing
STT	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
				<i>transmission of voice, data, text, sound, and images through wired, wireless, or satellite telecommunications systems, including:</i> <i>+ Operation and maintenance of switching and transmission facilities providing point-to-point communications through fixed-line systems (copper wire or fiber optic cable), microwave transmission, or a combination of fixed-line and satellite links;</i> <i>+ Operation of cable distribution systems (e.g., distribution of data and television signals), which may or may not include the provision of video-on-demand services from third parties to customers;</i>	<i>(Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)</i> - Article 10 of the Telecommunications Law 2023; - In line with the actual operations of Baoviet Holdings;

STT	Current Business Lines		Updated and Supplemented Business Lines		Basis for Updating and Supplementing
	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
				+ <i>Provision of Internet access services by telecommunications infrastructure operators;</i> + <i>Maintenance and operation of mobile and other wireless telecommunications networks, including paging systems;</i> + <i>Transmission of audio, video, or original programs received from cable networks, television stations, or domestic radio broadcasting systems to households via satellite systems or Internet Protocol Television (IPTV). Entities classified under this activity generally do not produce program content;</i> + <i>Provision of Voice over Internet Protocol (VoIP) services through telecommunications networks.</i>	

	Current Business Lines		Updated and Supplemented Business Lines		Basis for Updating and Supplementing
STT	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
				- <i>Transmission systems conducting telecommunications activities may use one or a combination of technologies;</i> - <i>Telecommunications service business;</i> - <i>Trading in telecommunications goods.</i>	
22	Not available yet.	Not available yet.	6120	<i>Resale of telecommunications services and intermediary services for telecommunications activities</i> <i>Details:</i> - <i>Resale of telecommunications services;</i> - <i>Intermediary services for telecommunications activities;</i> - <i>Telecommunications service agency activities.</i>	- Appendices 1 and 2. Vietnam Standard Industrial Classification (Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)

	Current Business Lines		Updated and Supplemented Business Lines		Basis for Updating and Supplementing
STT	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
					- Articles 14 and 42 of the Telecommunications Law 2023; - In line with the actual operations of Baoviet Holdings;
23	Not available yet.	Not available yet.	7211	Scientific research and technological development in the field of natural sciences.	- Appendices 1 and 2. Vietnam Standard Industrial Classification (Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)

	Current Business Lines		Updated and Supplemented Business Lines		Basis for Updating and Supplementing
STT	Business Line Code	Business Line Description	Business Line Code	Business Line Description	
					- In line with the actual operations of Baoviet Holdings;
24	Not available yet.	Not available yet.	8230	Organization of trade promotion and commercial facilitation activities Details: Organization, promotion and/or management of events such as exhibitions and trade fairs, corporate events, general or specialized exhibitions, conferences and seminars, panel discussions, thematic meetings, specialized workshops, agricultural markets and handicraft fairs, festivals, and similar events.	- Appendices 1 and 2. Vietnam Standard Industrial Classification (Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification) - In line with the actual operations of Baoviet Holdings;

APPENDIX 2



TABLE OF GENERAL CONTENT OF AMENDMENT AND SUPPLEMENT OF THE CHARTER OF BAOVIET HOLDINGS (THE 16TH EDITION)

(Attached to the Proposal to the Baoviet Holdings' Annual General Shareholders' Meeting in 2026 No. ~~715~~2026 / TTr-HĐQT dated 05th June 2026 of the Board of Directors of Baoviet Holdings on approving the updated and supplemented business lines of Baoviet Holdings and the Charter of Baoviet Holdings (the 16th Edition))

Principle:

- a) In this Appendix, supplemented contents are in bold, italic (*aaa*); the removal contents are in strikethrough (~~aaa~~)
- b) This revision statement focuses on material amendments; minor or expressive amendments are specified in the Draft Charter attached to this Appendix.

No	Article	Current Content	Amended and Supplemented Content	Reason of amendment and supplement
1.	Article 1. Interpretation of terms	1. In this Charter, the following terms are construed as follows: [...] (c) "Law on Enterprises" means the Law on Enterprises dated 17 November June 2020. (d) "Law on Securities" means the Law on Securities dated 26 November.	1. In this Charter, the following terms are construed as follows: [...] (c) "Law on Enterprises" means the Law on Enterprises dated 17 November June 2020 <i>and any laws amending, supplementing, or replacing such Law (if any), including the Law on Enterprises and its implementing and detailed guiding regulations;</i>	To be supplemented in order to clarify and fully set out the reference bases applicable throughout the entire document.



		e. Reserved. (n) “Baoviet Holdings” means Baoviet Holdings, means the parent company of BaoViet Finance - Insurance Group, which is a legal entity, established and operating under this Charter and the Business Registration Certificate issued by the Business Registration Office, Hanoi Department of Planning and Investment	(d) “Law on Securities” means the Law on Securities dated 26 November <i>and any laws amending, supplementing, or replacing such Law (if any), including the Law on Securities and its implementing and detailed guiding regulations;</i> (e) “<i>Law on the Management and Investment of State Capital</i>” means <i>the Law on the Management and Investment of State Capital in Enterprises No. 68/2025/QH15 passed by the National Assembly on June 14, 2025, and any laws amending, supplementing, or replacing such Law (if any), including the Law on the Management and Investment of State Capital and its implementing and detailed guiding regulations;</i> (p) “Baoviet Holdings” means Baoviet Holdings, means the parent company of BaoViet Finance - Insurance Group, which is a legal entity, established and operating under this Charter and the Business Registration Certificate issued by the Business Registration Office, Hanoi Department of Planning and Investment <i>(now the Business</i>	
--	--	--	--	--

			Registration and Corporate Finance Division – Department of Finance).	
2.	Article 1. Interpretation of terms	1. In this Charter, the following terms are construed as follows: [...] (f) "Enterprise Managers" means the President of the Board of Directors, members of the Board of Directors, Chief Executive Officer, Deputy Chief Executive Officer, Chief Accountant of Baoviet Holdings;	1. In this Charter, the following terms are construed as follows: [...] (f) "Enterprise Managers" means the President of the Board of Directors, members of the Board of Directors, Chief Executive Officer, Deputy Chief Executive Officer, ~~Chief Accountant~~ of Baoviet Holdings;	To be removed in accordance with the request of the Ministry of Finance.
3.	Article 1. Interpretation of terms	1. In this Charter, the following terms are construed as follows: [...] (g) "Enterprise Executive" means the Chief Executive Officer, Deputy Chief Executive Officer, Chief Accountant of Baoviet Holdings and other executive positions appointed by the Board of	1. In this Charter, the following terms are construed as follows: [...] (h) "Enterprise Executive" means the Chief Executive Officer, Deputy Chief Executive Officer, Chief Accountant of Baoviet Holdings and other executive positions appointed by the Board of Directors of Baoviet Holdings;	To be added in accordance with the request of the Ministry of Finance.

		Directors of Baoviet Holdings;		
4.	Article 1. Interpretation of terms	1. In this Charter, the following terms are construed as follows: [...] j. Reserved.	1. In this Charter, the following terms are construed as follows: [...] <i>(j) “State Capital Representative” means an individual authorized in writing by the Ministry of Finance to exercise the rights and responsibilities of the State ownership representative in respect of the state capital invested in Baoviet Holdings;</i>	To be supplemented in accordance with Clause 4, Article 3 of the Law on Management and Investment of State Capital in Enterprises.
5.	Article 1. Interpretation of terms	1. In this Charter, the following terms are construed as follows: [...] (q) “Affiliated company” means enterprises that Baoviet Holdings directly or indirectly, through its Subsidiaries, holds from 20% to less than 50% of the total charter capital or total voting shares of such enterprise, unless otherwise agreed, and such	1. In this Charter, the following terms are construed as follows: [...] (s) “Affiliated company” means enterprises that Baoviet Holdings <i>directly or indirectly, through its Subsidiaries, holds from 20% to less than 50% of the total charter capital or total voting shares of such enterprise, unless otherwise agreed, and such enterprise is not a Subsidiary of BVH;</i> ~~does not control, but having binding rights and obligations with Baoviet Holdings~~	To be amended and supplemented to ensure compliance with Appendix II of Circular No. 99/2025/TT-BTC dated 27 October 2025 of the Ministry of Finance guiding the Enterprise Accounting Regime.

		enterprise is not a Subsidiary of BVH; does not control, but having binding rights and obligations with Baoviet Holdings according to the capital contribution rate or agreement in an affiliate agreement signed between the enterprises and Baoviet Holdings.	~~according to the capital contribution rate or agreement in an affiliate agreement signed between the enterprises and Baoviet Holdings.~~	
6.	Article 2. Name, form, head office, branch, representative office and duration of operation of Baoviet Holdings	3. Registered head office of Baoviet Holdings is: - Address: No. 8, Le Thai To Street, Hang Trong Ward, Hoan Kiem District, Hanoi City, Vietnam. - Telephone: (84.24) 392899999/(84.24) 39289898	3. Registered head office of Baoviet Holdings is: - Address: No. 8, Le Thai To Street, ~~Hang Trong~~ Ward District, Hanoi City, Vietnam. - Telephone: (84.24) 392899999/(84.24) 39289898	To be revised in accordance with the administrative units after the merger.
7.	Article 4. Operational objectives of Baoviet Holdings	6499 - Other financial service activities not elsewhere classified (except insurance and social security) Details:	6499 - Other financial service activities not elsewhere classified (except insurance and <i>pension funding activities</i> ~~social security~~) Details: - Capital investment in subsidiaries and associate companies; provision of financial services and operations in	Appendices 1 and 2. Vietnam Standard Industrial Classification <i>(Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister)</i>

		- Capital investment in subsidiaries and associate companies; provision of financial services and operations in other sectors in accordance with applicable laws;	other sectors in accordance with applicable laws;	<i>promulgating the Vietnam Standard Industrial Classification)</i>
8.		6201 - Computer programming	6219 - Other computer programming activities <i>Details:</i> <i>Activities relating to the design of structure and content; writing, modifying (including updates and software patches), customizing, testing, and supporting computer coding necessary for the creation and implementation of: system software; business software, financial software, and other software applications (excluding electronic game applications); machine learning applications; artificial intelligence/computer vision applications; cybersecurity applications; distributed ledger applications; databases; and websites.</i>	Appendices 1 and 2. Vietnam Standard Industrial Classification <i>(Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)</i>

9.		6202 - Computer consultancy and computer system administration.	~~6220 - Computer consultancy and computer system administration and computer infrastructure management.~~	Appendices 1 and 2. Vietnam Standard Industrial Classification (Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)
10.		6311 - Data processing, hosting and related activities.	~~6310 - Information technology infrastructure, data processing, hosting and related activities.~~ (Excluding press activities)	Appendices 1 and 2. Vietnam Standard Industrial Classification (Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)
11.		6312 - Web portals	~~6390 - Web portals~~ Web search portal activities and other information service activities Details: - Web search portal activities; - Telephone information services;	Appendices 1 and 2. Vietnam Standard Industrial Classification (Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the

			<i>- Information retrieval services on a contractual or fee basis;</i> <i>- Compilation of information or directories on a contractual or fee basis.</i> <i>(Excluding press activities)</i>	<i>Prime Minister promulgating the Vietnam Standard Industrial Classification)</i>
12.		6209 - Information technology service activities and other services related to computers Details: Computer troubleshooting and software installation services; Information technology consultancy services; Cyber information security consultancy services; Cyber information security monitoring services; Cyber information security incident response services; Data recovery services; Cyberattack prevention and protection services; Information technology and system integration services;	<i>6290 - Other computer and information technology service activities</i> ~~Information technology service activities~~ and other services related to computers Details: <i>- Computer troubleshooting and installation of personal computers and software installation;</i> <i>- Digital technology industry activities;</i> ~~Computer troubleshooting and software installation services;~~ ~~Information technology consultancy services;~~ ~~Cyber information security consultancy services;~~ ~~Cyber information security monitoring services;~~ ~~Cyber information security incident response services;~~	Appendices 1 and 2. Vietnam Standard Industrial Classification <i>(Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)</i> Article 13 of the Law on Digital Technology Industry 2025 Article 4 of Decree No. 353/2025/ND-CP detailing a number of articles and measures for the implementation and guidance of the Law on Digital Technology Industry.

	Information storage services; Advertising services (excluding tobacco advertising), online commerce, and e-commerce business; Data processing services and activities related to databases; database development, cooperation in electronic publishing of e-books, data storage, database exploitation, and other database-related activities; Provision of online information solutions, e-commerce business, and Internet auction services; Provision of software and content services, including software consultancy, integration, system provision, professional services and software, information technology training and education services (only to be conducted upon approval	~~Data recovery services;~~ ~~Cyberattack prevention and protection services;~~ ~~Information technology and system integration services;~~ ~~Information storage services;~~ ~~Advertising services (excluding tobacco advertising), online commerce, and e-commerce business;~~ ~~Data processing services and activities related to databases; database development, cooperation in electronic publishing of e-books, data storage, database exploitation, and other database-related activities;~~ ~~Provision of online information solutions, e-commerce business, and Internet auction services;~~ ~~Provision of software and content services, including software consultancy, integration, system provision, professional services and software, information technology training and education services (only to be conducted upon approval by competent authorities);~~ ~~Design and development of management information systems and information~~	
--	--	---	--

		by competent authorities); Design and development of management information systems and information technology systems; Deployment and support of management information systems and information technology systems.	~~technology systems; Deployment and support of management information systems and information technology systems.~~	
13.		9511 - Repair of computers and peripheral equipment	9510 - <i>Repair and maintenance</i> of computers and <i>information and communication</i> peripheral equipment.	Appendices 1 and 2. Vietnam Standard Industrial Classification <i>(Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)</i>
14.		8560 - Educational support services.	8569 - <i>Other</i> educational support ~~services~~activities. Details: - <i>Educational consultancy services;</i> - <i>Activities involving the provision of guidance and advice on education;</i>	Appendices 1 and 2. Vietnam Standard Industrial Classification <i>(Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam</i>

			- Educational assessment and evaluation activities; - Educational examination and testing activities; - Organization of student exchange programs; - Curriculum development; - Professional activities and rehabilitation services for learning capability assessment; - Overseas study consultancy services.	Standard Industrial Classification)
15.	8559 - Other education not elsewhere classified Details: - Non-level-based education provided at training and professional development centers; - Professional and vocational training in information technology; - Preparatory education; - Professional review and evaluation courses; - Foreign language and conversational skills training;	8559 - Other education not elsewhere classified Details: - Non-level-based education provided at training and professional development centers; ~~— Professional and vocational training in information technology;~~ ~~— Preparatory education;~~ - Tutoring services (private tutoring); - Learning centers offering remedial courses for underperforming students;	Appendices 1 and 2. Vietnam Standard Industrial Classification (Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)	

		- Speed reading instruction; - Schools operated by Party organizations and mass organizations; - Self-defense training; - Life skills training; - Public speaking skills training; - Computer training.	- Professional review and evaluation courses; - Foreign language and conversational skills training; - Speed reading instruction; - <i>Health and wellness courses;</i> - <i>Sewing courses;</i> - <i>Relaxation courses;</i> - <i>Family life courses, such as parent-child relationship courses, etc.;</i> - <i>Training courses on plant protection products;</i> - Life skills training; - Public speaking skills training; - Computer training.	
16.	5820 - Software publishing	5829 - Other software publishing Details: - <i>Publishing of system software;</i> - <i>Publishing of application software;</i> - <i>Publishing of other software not elsewhere classified, including software such as computer security software, cybersecurity software, modeling software, etc.</i> <i>(Excluding publishing activities and publications)</i>	Appendices 1 and 2. Vietnam Standard Industrial Classification <i>(Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)</i>	

17.		6190 - Other telecommunications activities Details: Telecommunications application services; Provision of postal and telecommunications equipment; Telecommunications service agency activities; Agency services for voice communication services and development of infrastructure on domestic and international Internet networks, mobile networks, and fixed-line networks; Provision of information content and operation of value-added services on the Internet, public information networks via mobile phones and television (excluding content prohibited by the State); Agency services for the revision of e-commerce services and other value-	6190 - Other telecommunications activities Details: ~~Telecommunications application services; Provision of postal and telecommunications equipment; Telecommunications service agency activities; Agency services for voice communication services and development of infrastructure on domestic and international Internet networks, mobile networks, and fixed line networks; Provision of information content and operation of value-added services on the Internet, public information networks via mobile phones and television (excluding content prohibited by the State); Agency services for the revision of e-commerce services and other value-added services to Internet users, mobile phone subscribers, and fixed line telephone subscribers; Provision of integrated telecommunications and information technology services; Agency and provision of telecommunications and Internet products and services.~~ - <i>Provision of specialized telecommunications applications</i>	Appendices 1 and 2. Vietnam Standard Industrial Classification <i>(Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)</i> Article 5 of Decree No. 163/2024/ND-CP guiding the implementation of the Telecommunications Law 2023.
-----	--	--	--	---

		added services to Internet users, mobile phone subscribers, and fixed-line telephone subscribers; Provision of integrated telecommunications and information technology services; Agency and provision of telecommunications and Internet products and services.	<i>such as satellite tracking, telemetry, and radar stations;</i> <i>- Operation of satellite earth stations and associated facilities connected to one or more terrestrial communication systems and capable of transmitting/receiving telecommunications signals via satellite systems;</i> <i>- Provision of Voice over Internet Protocol (VoIP) services;</i> <i>- Provision of text messaging services (SMS), text messaging combined with images and audio, multimedia messaging services (SMS+, MMS+), and push messaging services without using telecommunications networks for data transmission;</i> <i>Provision of notification services (e.g., banking notification services, advertising messages, etc.);</i> <i>- Value-added telecommunications services;</i>	
18.	7020 - Management consultancy activities	7020 - <i>Business</i> management consultancy activities <i>and other management consultancy activities</i>	Appendices 1 and 2. Vietnam Standard Industrial Classification <i>(Attached to Decision No. 36/2025/QĐ-TTg dated</i>	

				September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)
19.		6399 - Other information service activities not elsewhere classified	6390- Web search portal activities and other information service activities not elsewhere classified Details: - Web search portal activities; - Telephone information services; - Information retrieval services on a contractual or fee basis; - Compilation of information or directories on a contractual or fee basis. (Excluding press activities)	Appendices 1 and 2. Vietnam Standard Industrial Classification (Attached to Decision No. 36/2025/QD-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)
20.		Not available yet.	6829 - Other real estate activities on a fee or contract basis Details: - Real estate consultancy and property management services; - Condominium building operation and management services.	- Appendices 1 and 2. Vietnam Standard Industrial Classification (Attached to Decision No. 36/2025/QD-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)

				Articles 9 and 66 of the Law on Real Estate Business 2023. Articles 149, 150 and 151 of the Housing Law 2023. - In line with the actual operations of Baoviet Holdings;
21.		Not available yet.	<i>4651 - Wholesale of computers, peripheral equipment and software</i>	- Appendices 1 and 2. Vietnam Standard Industrial Classification <i>(Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)</i> - In line with the actual operations of Baoviet Holdings;
22.		Not available yet.	<i>6110 - Wired, wireless and satellite telecommunications activities</i> <i>Details:</i> <i>- Operation, maintenance, or provision of access to infrastructure</i>	Appendices 1 and 2. Vietnam Standard Industrial Classification <i>(Attached to Decision No. 36/2025/QĐ-TTg dated</i>

			<i>for the transmission of voice, data, text, sound, and images through wired, wireless, or satellite telecommunications systems, including:</i> <i>+ Operation and maintenance of switching and transmission facilities providing point-to-point communications through fixed-line systems (copper wire or fiber optic cable), microwave transmission, or a combination of fixed-line and satellite links;</i> <i>+ Operation of cable distribution systems (e.g., distribution of data and television signals), which may or may not include the provision of video-on-demand services from third parties to customers;</i> <i>+ Provision of Internet access services by telecommunications infrastructure operators;</i> <i>+ Maintenance and operation of mobile and other wireless telecommunications networks, including paging systems;</i> <i>+ Transmission of audio, video, or original programs received from cable networks, television stations, or domestic radio broadcasting</i>	<i>September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)</i> <i>- Article 10 of the Telecommunications Law 2023;</i> <i>- In line with the actual operations of Baoviet Holdings;</i>
--	--	--	--	---

			<i>systems to households via satellite systems or Internet Protocol Television (IPTV). Entities classified under this activity generally do not produce program content;</i> <i>+ Provision of Voice over Internet Protocol (VoIP) services through telecommunications networks.</i> <i>- Transmission systems conducting telecommunications activities may use one or a combination of technologies;</i> <i>- Telecommunications service business;</i> <i>- Trading in telecommunications goods.</i>	
23.		Not available yet.	<i>6120 - Resale of telecommunications services and intermediary services for telecommunications activities</i> <i>Details:</i> <i>- Resale of telecommunications services;</i> <i>- Intermediary services for telecommunications activities;</i> <i>- Telecommunications service agency activities.</i>	<i>- Appendices 1 and 2. Vietnam Standard Industrial Classification</i> <i>(Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)</i>

24.			<i>7211 - Scientific research and technological development in the field of natural sciences.</i>	- Appendices 1 and 2. Vietnam Standard Industrial Classification <i>(Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)</i> - In line with the actual operations of Baoviet Holdings;
25.		Not available yet.	<i>8230 - Organization of trade promotion and commercial facilitation activities</i> <i>Details:</i> <i>Organization, promotion and/or management of events such as exhibitions and trade fairs, corporate events, general or specialized exhibitions, conferences and seminars, panel discussions, thematic meetings, specialized workshops, agricultural markets and handicraft fairs, festivals, and similar events.</i>	- Appendices 1 and 2. Vietnam Standard Industrial Classification <i>(Attached to Decision No. 36/2025/QĐ-TTg dated September 29, 2025 of the Prime Minister promulgating the Vietnam Standard Industrial Classification)</i> - In line with the actual operations of Baoviet Holdings;

26.	Article 10. Revocation of shares	1. Where a shareholder fails to pay in full and on time the amount payable to purchase the shares, the Board of Directors shall provide a notice and has the right to require such shareholder to pay the residual amount together with interest on such amount and expenses arising from failure to pay in full to Baoviet Holdings.	1. Where a shareholder fails to pay in full and on time the amount payable to purchase the shares, the Board of Directors shall provide a notice and has the right to require such shareholder to pay the residual amount <i>and shall be liable in proportion to the total par value of the subscribed shares for any financial obligations</i> ~~together with interest on such amount and expenses~~ arising from failure to pay in full to Baoviet Holdings.	To be revised to ensure conformity with practical circumstances and in accordance with Article 10 of the Model Charter issued under Circular No. 116/2020/TT-BTC.
27.	Article 12. Rights of shareholders	1. Shareholders are the owners of Baoviet Holdings and have the rights and obligations corresponding to the number and class of shares owned by them. Shareholders are only liable for the debts and other property obligations of Baoviet Holdings to the extent of the amount of capital they have contributed to Baoviet Holdings.	1. Shareholders ~~are the owners of Baoviet Holdings and~~ have the rights and obligations corresponding to the number and class of shares owned by them. Shareholders are only liable for the debts and other property obligations of Baoviet Holdings to the extent of the amount of capital they have contributed to Baoviet Holdings.	To be deleted in accordance with the request of the Ministry of Finance, in line with Article 111 of the Law on Enterprises 2020 and Circular No. 116/2020/TT-BTC.

28.	Article 12. Rights of shareholders	2. Ordinary shareholders have the following rights: (a) To attend and express opinions at meetings of the General Shareholders' Meeting and to exercise the right to vote directly at meetings of the General Shareholders' Meeting or via an authorized representative or by remote vote;	2. Ordinary shareholders have the following rights: (a) To attend and express opinions at meetings of the General Shareholders' Meeting and to exercise the right to vote directly at meetings of the General Shareholders' Meeting or via an authorized representative or <i>by other methods as prescribed by the Charter of Baoviet Holdings and applicable laws</i> ~~by remote vote~~;	To be amended to comply with Clause 1(a), Article 115 of the Law on Enterprises 2020.
29.	Article 12. Rights of shareholders	3. A shareholder or a group of shareholders holding 5 % or more of the total number of ordinary shares for a consecutive period of six months or more has the following rights: (a) To request the Board of Directors to convene a General Shareholders' Meeting in accordance with Clause 2, Clause 3, Clause 4 Articles 115 and Articles 140 of the Law on Enterprises;	3. A shareholder or a group of shareholders holding 5 % or more of the total number of ordinary shares for a consecutive period of six months or more has the following rights: (a) To request the Board of Directors to convene a General Shareholders' Meeting in accordance with Clause 2, Clause 3, ~~Clause 4~~ Articles 115 and Articles 140 of the Law on Enterprises <i>and Clause 18, Article 1 of Law No. 76/2025/QH15 amending and supplementing a number of articles of the Law on Enterprises</i>;	To be amended and supplemented to ensure consistency with the relevant legal references.

30.	Article 14. General Shareholders' Meeting	3. The Board of Directors must convene an extraordinary meeting of the General Shareholders' Meeting in the following cases: (b) The quarterly, six monthly or quarterly financial statements as audited/examined reflect the loss of half of the equity in comparison with the amount at the beginning of the same period;	3. The Board of Directors must convene an extraordinary meeting of the General Shareholders' Meeting in the following cases: (b) The quarterly, six monthly or quarterly financial statements as audited/examined reflect the loss of half of the equity in comparison with the amount at the beginning of the same period;	b. The quarterly, semi-annual (06-month), or audited/reviewed annual financial statements reflect that the equity has been eroded by at least one-half (1/2) as compared to the opening balance of the period.
31.	Article 15. Rights and duties of the General Shareholders' Meeting	2. The annual and an extraordinary General Shareholders' Meeting shall pass decisions on the following matters: a. Reserved.	<i>a. The development orientation of Baoviet Holdings, including its business lines, objectives, and missions;</i>	To be supplemented in accordance with the request of the Ministry of Finance, and in compliance with Clause 2, Article 138 of the Law on Enterprises 2020 and Clause 2(a), Article 27 of the Law on Management and Investment of State Capital in Enterprises.

32.	Article 15. Rights and duties of the General Shareholders' Meeting	2. The annual and an extraordinary General Shareholders' Meeting shall pass decisions on the following matters: e. Election, dismissal, removal and replacement of members of the Board of Directors and and Supervisor;	2. The annual and an extraordinary General Shareholders' Meeting shall pass decisions on the following matters: f. Election, dismissal, removal and replacement of members of the Board of Directors, <i>the Head of the Supervisory Board</i> , and Supervisor;	To be supplemented in accordance with the request of the Ministry of Finance.
33.	Article 15. Rights and duties of the General Shareholders' Meeting	2. The annual and an extraordinary General Shareholders' Meeting shall pass decisions on the following matters: j. Restructuring and dissolution (liquidation) of Baoviet Holdings and appointment of a liquidator;	2. The annual and an extraordinary General Shareholders' Meeting shall pass decisions on the following matters: k. Restructuring and dissolution (liquidation), <i>filing for bankruptcy</i> of Baoviet Holdings and appointment of a liquidator;	To be supplemented in accordance with the request of the Ministry of Finance and in compliance with Clause 2(d), Article 27 of the Law on Management and Investment of State Capital in Enterprises.
34.	Article 15. Rights and duties of the General Shareholders' Meeting	2. The annual and an extraordinary General Shareholders' Meeting shall pass decisions on the following matters: l. Decision on transactions of investment or selling assets of Baoviet Holdings with the value of ten (10%) per cent or more of the total	2. The annual and an extraordinary General Shareholders' Meeting shall pass decisions on the following matters: m. Decision <i>on investment activities, transfer of investment projects, transfer of the Baoviet Holdings' invested capital in joint-stock companies or multiple-member limited liability companies,</i>	For point l: To be amended and supplemented in accordance with the request of the Ministry of Finance, in compliance with Clause 2(dd), Article 27 of the Law on Management and Investment of State Capital in Enterprises and Clause 2,

		value of assets of Baoviet Holdings recorded in the most recent audited/examined financial statements; m. Decision on lease, mortgage, other security measures, guarantees liquidation of assets of Baoviet Holdings with the value of ten (10%) per cent or more of the total value of assets of Baoviet Holdings recorded in the most recent audited/examined financial statements; p. Decision on redemption of ten (10) per cent or more of any one class of issued shares;	<i>or sale of assets in cases where the value exceeds 50% of the Baoviet Holdings' equity or exceeds 50% of the owner's invested capital where the Baoviet Holdings' equity is lower than the owner's invested capital. Equity and owner's invested capital shall be determined based on the most recent quarterly or annual financial statements; on transactions of investment or selling assets of Baoviet Holdings with the value of ten (10%) per cent or more of the total value of assets of Baoviet Holdings recorded in the most recent audited/examined financial statements;</i> n. Decision on lease, <i>lending</i>, mortgage, other security measures, guarantees liquidation of assets of Baoviet Holdings with the value exceeding 50% of the Baoviet Holdings' equity or <i>exceeding 50% of the owner's invested capital where the Baoviet Holdings' equity is lower than the owner's invested capital. Equity and owner's invested capital shall be determined based on the most recent quarterly or annual financial statements of ten (10%) per</i>	Article 26 of Decree No. 366/2025/NĐ-CP. For point m: To be supplemented in accordance with the request of the Ministry of Finance, in compliance with Articles 19 and 27 of the Law on Management and Investment of State Capital in Enterprises. For point p: To be supplemented to clarify the respective authority of the General Shareholders' Meeting and the Board of Directors in this matter, and to ensure compliance with Clause 1(g), Article 138 of the Law on Enterprises 2020.
--	--	--	--	--

			~~cent or more of the total value of assets of Baoviet Holdings recorded in the most recent audited/examined financial statements. ;The lending and guarantee activities of the Group shall comply with the principles set out in Clause 4, Article 40 and Clause 4, Article 42 of this Charter.~~ q. Decision on redemption of ten (10) per cent or more of any one class of <i>sold issued</i> shares;	
35.	Article 21. Passing decisions of the General Shareholders' Meeting	3. Decisions of the General Shareholders' Meeting on the following matters shall be passed when agreed by 85 % or more of the total votes of the shareholders with voting rights who are present in person or via their authorized representatives and voting at the General Shareholders' Meeting: (i) Amendments of and additions to the Charter; (ii) Classes of shares and volume of shares offered for sale; (iii) Merge, restructuring or	3. Decisions of the General Shareholders' Meeting on the following matters shall be passed when agreed by 85 % or more of the total votes of the shareholders with voting rights who are present in person or via their authorized representatives and voting at the General Shareholders' Meeting: (i) Amendments of and additions to the Charter; (ii) Classes of shares and volume of shares offered for sale; (iii) Merge, restructuring or <i>dissolution of enterprise; (iv) Decision on investment activities, the transfer of investment projects, the transfer of the Group's invested capital in joint-stock companies or multiple-member limited liability</i>	To be amended and supplemented in accordance with the request of the Ministry of Finance, consistent with the amendments and supplements to the authority of the General Shareholders' Meeting under Clause 2(1), Article 15 of the Charter.

	dissolution of enterprise; (iv) Decision on investment activities, the transfer of investment projects, the transfer of the Group's invested capital in joint-stock companies or multiple-member limited liability companies, or the sale of assets in cases where the value exceeds 50% of the Baoviet Holdings' equity or exceeds 50% of the owner's invested capital where the Baoviet Holdings' equity is lower than the owner's invested capital. Equity and owner's invested capital shall be determined based on the most recent quarterly or annual financial statements transactions of investment or selling assets of Baoviet Holdings with the value of ten (10%) per cent or more of the total value of assets of Baoviet Holdings recorded in the	<i>companies, or the sale of assets in cases where the value exceeds 50% of the Baoviet Holdings' equity or exceeds 50% of the owner's invested capital where the Baoviet Holdings' equity is lower than the owner's invested capital. Equity and owner's invested capital shall be determined based on the most recent quarterly or annual financial statements</i> ~~transactions of investment or selling assets of Baoviet Holdings with the value of ten (10%) per cent or more of the total value of assets of Baoviet Holdings recorded in the most recent audited/examined financial statements;~~ (v) Increase or decrease of the Charter capital.	
--	--	---	--

		most recent audited/examined financial statements; (v) Increase or decrease of the Charter capital.		
36.	Article 22. Authority and procedures for collection of shareholders' written opinions in order to pass decisions of the General Shareholders' Meeting	10. Decisions of the General Shareholders' Meeting on the following matters, if passed by the way of collecting shareholders' written opinions, must be agreed by shareholders represent at least 85 % or more of the total voting shares: (i) Amendments of and additions to the Charter; (ii) Classes of shares and volume of shares offered for sale; (iii) Merge, restructuring or dissolution of enterprise; (iv) Decision on transactions of investment or selling assets of Baoviet Holdings with the value of ten (10%) per cent or more of the total value of assets of Baoviet Holdings recorded in the most recent audited/examined financial	10. Decisions of the General Shareholders' Meeting on the following matters, if passed by the way of collecting shareholders' written opinions, must be agreed by shareholders represent at least 85 % or more of the total voting shares: (i) Amendments of and additions to the Charter; (ii) Classes of shares and volume of shares offered for sale; (iii) Merge, restructuring or dissolution of enterprise; (iv) Decision <i>on investment activities, the transfer of investment projects, the transfer of the Baoviet Holdings invested capital in joint-stock companies or multi-member limited liability companies, or the sale of assets where the transaction value exceeds 50% of the Baoviet Holdings equity or exceeds 50% of the owner's invested capital in cases where the Baoviet Holdings equity is lower than the owner's invested capital. Equity and owner's invested capital shall be determined based on the</i>	To be amended and supplemented in accordance with the request of the Ministry of Finance, in line with the amendments and supplements to the authority of the General Shareholders' Meeting under Clause 2(l), Article 15 of the Charter.

		statements; (v) Increase or decrease of the Charter capital.	~~most recent quarterly or annual financial statements; on transactions of investment or selling assets of Baoviet Holdings with the value of ten (10%) per cent or more of the total value of assets of Baoviet Holdings recorded in the most recent audited/examined financial statements;~~ (v) Increase or decrease of the Charter capital.	
37.	Article 23. Minutes of meeting of General Shareholders' Meeting	1. Meetings of the General Shareholders' Meeting must be minuted and may be sound recorded or recorded and stored in other electronic forms. Minutes must be prepared in Vietnamese and must contain the following main details: 3. Reserved.	1. Meetings of the General Shareholders' Meeting must be minuted and may be sound recorded or recorded and stored in other electronic forms. Minutes ~~must be prepared in Vietnamese and must~~ contain the following main details: 3. <i>Minutes of meetings and Resolutions shall be prepared in both Vietnamese and English. The English version must be consistent with the Vietnamese version. In the event of any discrepancy or difference in interpretation between the Vietnamese and English versions, the Vietnamese version shall prevail.</i>	To be supplemented with provisions relating to bilingual content in the Resolution and Minutes of the General Shareholders' Meeting, in accordance with Clause 2, Article 5 of Circular No. 96/2020/TT-BTC, as amended by Clause 1, Article 4 of Circular No. 68/2024/TT-BTC.

38.	Article 26. Composition and term of office of members of Board of Directors	2. The structure of membership of the Board of Directors is as follows: The total number of independent members of the Board of Directors. The minimum number of independent members of the Board of Directors is determined under the form of downward rounding. An individual may only be elected as an independent member of Board of Directors of a company for up to 02 consecutive terms. 6. Reserved.	2. The structure of membership of the Board of Directors is as follows: The total number of non-executive members of the Board of Directors <i>must be at least one-third of the total number of members and</i> the minimum number of independent members of the Board of Directors is determined under the form of downward rounding. An individual may only be elected as an independent member of Board of Directors of a company for up to 02 consecutive terms. <i>6. A member of the Board of Directors may concurrently serve as a member of the Board of Directors or the Members' Council of no more than five (05) other companies.</i>	For Clause 2: To be amended to comply with Clause 79, Article 1 of Decree No. 245/2025/NĐ-CP and Clause 4, Article 276 of Decree No. 155/2020/NĐ-CP. For Clause 6: To be supplemented in accordance with Clause 78, Article 1 of Decree No. 245/2025/NĐ-CP.
39.	Article 27. Powers and duties of Board of Directors	2. The rights and obligations of the Board of Directors are as stipulated by law, this Charter and by the General Shareholders' Meeting. Specifically, the Board of Directors has the following powers and duties:	2. The rights and obligations of the Board of Directors are as stipulated by law, this Charter and by the General Shareholders' Meeting. Specifically, the Board of Directors has the following powers and duties: (r) To decide <i>on investment activities, the transfer of investment projects, the transfer of the Baoviet Holdings' invested capital in joint-</i>	For Clauses r and t: To be amended and supplemented in accordance with the request of the Ministry of Finance, in compliance with Articles 19 and 27 of the Law on Management and Investment of State Capital in Enterprises.

		(r) To decide on transactions of investment or selling assets of Baoviet Holdings with the value less than ten (10%) per cent of the total value of assets of Baoviet Holdings recorded in the most recent audited/examined financial statements; (t) To decide on lease, mortgage, liquidation of assets of Baoviet Holdings with the value less than ten (10%) per cent of the total value of assets of Baoviet Holdings recorded in the most recent audited/examined financial statements; (ff) Redemption or recovery by Baoviet Holdings of no more than ten (10) per cent of shares of each class which were offered for sale within the previous twelve (12) month period.	<i>stock companies or multi-member limited liability companies, or the sale of assets where the transaction value is equal to or less than 50% of the Baoviet Holdings' equity, or equal to or less than 50% of the owner's invested capital in cases where the Group's equity is lower than the owner's invested capital. Equity and owner's invested capital shall be determined based on the most recent quarterly or annual financial statements;</i> ~~on transactions of investment or selling assets of Baoviet Holdings with the value less than ten (10%) per cent of the total value of assets of Baoviet Holdings recorded in the most recent audited/examined financial statements;~~ (t) To decide on lease, <i>lending</i>, mortgage, liquidation of assets of Baoviet Holdings <i>where the transaction value is equal to or less than 50% of the Baoviet Holdings' equity, or equal to or less than 50% of the owner's invested capital in cases where the Group's equity is lower than the owner's invested capital. Equity and owner's invested capital shall be determined based on</i>	For Clause ff: To be supplemented to clarify the respective authority of the General Shareholders' Meeting and the Board of Directors in this matter.
--	--	--	---	--

			<i>the most recent quarterly or annual financial statements; The lending and guarantee activities of Baoviet Holdings shall comply with the principles set out in Clause 4, Article 40 and Clause 4, Article 42 of this Charter.</i> ~~with the value less than ten (10%) per cent of the total value of assets of Baoviet Holdings recorded in the most recent audited/examined financial statements;~~ (ff) Redemption ~~or recovery~~ by Baoviet Holdings of no more than ten (10) per cent of shares of each class which were offered for sale within the previous twelve (12) month period. ; <i>In all other cases, the repurchase of shares shall be decided by the General Shareholders' Meeting;</i>	
40.	Article 27. Powers and duties of Board of Directors	3. The Board of Directors must make a report to the General Shareholders' Meeting on its activities, in particular supervision by such Board of the Chief Executive Officer and other Enterprise Executives within a financial year. The Board of Directors must report to the General	3. The Board of Directors must make a report to the General Shareholders' Meeting on its activities, in particular supervision by such Board of the Chief Executive Officer and other Enterprise Executives within a financial year. The Board of Directors must report to the General Shareholders' Meeting on the performance of the Board of Directors in accordance with the provisions of Article 280 of Decree	To be supplemented with appropriate legal references to ensure compliance with applicable laws.

		Shareholders' Meeting on the performance of the Board of Directors in accordance with the provisions of Article 280 of Decree No. 155/2020/ND-CP dated December 31, 2020 of the Government detailing implementing a number of articles of Law on Securities.	No. 155/2020/ND-CP dated December 31, 2020 <i>and Clause 82, Article 1 of Decree No. 245/2025/ND-CP dated September 11, 2025</i> of the Government detailing implementing a number of articles of Law on Securities.	
41.	Article 29. Chairman of Board of Directors	1. The Board of Directors shall select from its members to elect one (01) Chairman and may select one (01) or more than one (01) Vice Chairman (if necessary).	1. The Board of Directors shall select from its members to elect one (01) Chairman and may select one (01) or more than one (01) Vice Chairman (if necessary). <i>The Chairman of the Board of Directors shall not concurrently hold the position of Chief Executive Officer.</i>	To be supplemented in accordance with Clause 2, Article 156 of the Law on Enterprises 2020.
42.	Article 30. Meetings of Board of Directors	3. The Chairman of the Board of Directors must convene a meeting of the Board of Directors when any of the following entities makes a written request stating the purpose of the meeting and the issues to be discussed, and the meeting must not be	3. The Chairman of the Board of Directors must convene a meeting of the Board of Directors when any of the following entities makes a written request stating the purpose of the meeting and the issues to be discussed, and the meeting must not be delayed without a legitimate reason:	To be amended to ensure conformity with practical circumstances and in accordance with Clause 3(b), Article 157 of the Law on Enterprises.

		delayed without a legitimate reason: (a) Supervisory Board; (b) Chief Executive Officer or at least five Executive Managers;	(a) Supervisory Board; (b) Chief Executive Officer or at least five ~~other Executive Managers~~;	
43.	Article 35. Appointment, removal, duties and powers of Chief Executive Officer	3. Reserved.	<i>3. The Chief Executive Officer shall not be a related person of the enterprise managers, Supervisory members of Baoviet Holdings, or the State Capital Representative as prescribed in Point d, Clause 46, Article 4 of the Law on Securities.</i>	To be supplemented in accordance with Clause 83, Article 1 of Decree No. 245/2025/NĐ-CP.
44.	Article 37. Supervisory members	3. Supervisory members shall elect one of them to be Head of the Supervisory Board on a majority vote. ...	~~3. Supervisory members shall elect one of them to be Head of the Supervisory Board on a majority vote. ...~~	To be removed in accordance with the request of the Ministry of Finance.
45.	Article 40. Responsibility to be honest and avoid conflicts of interest	4. Unless otherwise resolved by the General Shareholders' Meeting, the Group shall not grant loans or guarantees to members of the Board of Directors, Supervisory members, the Chief Executive Officer, other Executive Officers who are not shareholders,	4. Unless otherwise resolved by the General Shareholders' Meeting, the Group shall not grant loans or guarantees to members of the Board of Directors, Supervisory members, the Chief Executive Officer, other Executive Officers who are not shareholders, and individuals or organizations related to such persons. In cases where loans or guarantees are	To be supplemented with appropriate cross-references to ensure consistency with the provisions added in the Charter.

		and individuals or organizations related to such persons. In cases where loans or guarantees are granted to related organizations of members of the Board of Directors, Supervisory members, the Chief Executive Officer, or Executive Officers of Baoviet Holdings, where Baoviet Holdings and such organizations are companies within the same group or companies operating under a group structure, including parent company–subsidiary relationships or economic groups, such transactions shall be approved by the General Shareholders’ Meeting or the Board of Directors in accordance with Clause 5 of this Article.	granted to related organizations of members of the Board of Directors, Supervisory members, the Chief Executive Officer, or Executive Officers of Baoviet Holdings, where Baoviet Holdings and such organizations are companies within the same group or companies operating under a group structure, including parent company–subsidiary relationships or economic groups, such transactions shall be approved by the General Shareholders’ Meeting or the Board of Directors in accordance with Clause 5 of this Article <i>and Clause 4, Article 42 of this Charter.</i>	
46.	Article 40. Responsibility to be honest and avoid conflicts of interest	5. The General Shareholders’ Meeting or Board of Directors shall approve contracts and transactions between the	5. The General Shareholders’ Meeting or Board of Directors shall approve contracts and transactions between the company and the following related persons: (i)	For Clause a: To be amended and supplemented in accordance with the request of the Ministry of Finance, in compliance

		company and the following related persons: (i) Shareholders and authorized representatives of shareholders that are organizations holding more than 10% of the company's total ordinary shares and their related persons; (ii) Members of the Board of Directors, the Chief Executive Officer and their related persons; (iii) Enterprises that must be declared by members of the Board of Directors, Supervisory members, Chief Executive Officer and other executives as prescribed in Clause 2 Article 164 of the Law on Enterprise. Cụ thể: (a) The Board of Directors shall approve the contracts and transactions are worth less than 10% of the total value of assets recorded in the most recent audited/examined financial statements. In this case, the person that signs the	Shareholders and authorized representatives of shareholders that are organizations holding more than 10% of the company's total ordinary shares and their related persons; (ii) Members of the Board of Directors, the Chief Executive Officer and their related persons; (iii) Enterprises that must be declared by members of the Board of Directors, Supervisory members, Chief Executive Officer and other executives as prescribed in Clause 2 Article 164 of the Law on Enterprise. Cụ thể: (a) The Board of Directors shall approve the contracts and transactions <i>(or transactions resulting in an aggregate transaction value incurred within twelve (12) months from the date of the first transaction) with a value equal to or less than 50% of the Baoviet Holdings' equity, or equal to or less than 50% of the owner's invested capital in cases where the Baoviet Holdings' equity is lower than the owner's invested capital. Equity and owner's invested capital shall be determined based on the most recent quarterly or annual financial statements.</i> ~~are worth less~~	with Clause 84, Article 1 of Decree No. 245/2025/NĐ-CP, Clause 2(dd), Article 27 of Law No. 68/2025/QH15, and Clause 2, Article 26 of Decree No. 366/2025/NĐ-CP. For Clause c: This provision is set out in the Model Charter issued together with Circular No. 95/2017/TT-BTC. However, this Circular has been replaced by Circular No. 116/2020/TT-BTC, and the said provision has been removed.
--	--	--	--	---

	contract or conducts the transaction on behalf of Baoviet Holdings shall send a notification to the members of the Board of Directors and Inspector of the related persons together with the draft contract or transaction summary. The Board of Directors shall decide whether to approve the contract or transaction within 15 days from the day on which the notification is received. Members of the Board of Directors that are related to the parties to the contract or transaction must not vote. (c) Such contract or transaction is considered fair and reasonable by an independent consulting organization in all respects relating to the shareholders of the Group at the time such transaction or contract is approved by the Board of Directors or the	~~than 10% of the total value of assets recorded in the most recent audited/examined financial statements.~~ In this case, the person that signs the contract or conducts the transaction on behalf of Baoviet Holdings shall send a notification to the members of the Board of Directors and Inspector of the related persons together with the draft contract or transaction summary. The Board of Directors shall decide whether to approve the contract or transaction within 15 days from the day on which the notification is received. Members of the Board of Directors that are related to the parties to the contract or transaction must not vote. ~~(e) Such contract or transaction is considered fair and reasonable by an independent consulting organization in all respects relating to the shareholders of the Group at the time such transaction or contract is approved by the Board of Directors or the General Shareholders' Meeting. Members of the Board of Directors, Supervisory members, the Chief Executive Officer, other Executive Officers, and organizations and~~	
--	--	---	--

		General Shareholders' Meeting. Members of the Board of Directors, Supervisory members, the Chief Executive Officer, other Executive Officers, and organizations and individuals related to the foregoing persons shall not use undisclosed information of the Group or disclose such information to others for the purpose of conducting related transactions.	~~individuals related to the foregoing persons shall not use undisclosed information of the Group or disclose such information to others for the purpose of conducting related transactions.~~	
47.	XI. CERTAIN PROVISIONS APPLICABLE TO STATE-OWNED ENTERPRISES		<i>Article 42. Compliance with Applicable Laws and Regulations for State-Owned Enterprises</i> <i>Baoviet Holdings is a state-owned enterprise; therefore, the Group shall comply with regulations relating to the management of state capital in enterprises as prescribed by the Law on the Management and Investment of State Capital and other relevant legal regulations, including but not limited to the following:</i> <i>1. The State Capital Representative shall comply with regulations relating to reporting to and</i>	Supplemented in compliance with Articles 27, 54, and 55 of the Law on Management and Investment of State Capital in Enterprises, as well as the implementing decrees and relevant guiding regulations.

			obtaining opinions from the Ministry of Finance prior to participating in voting at meetings of the General Shareholders' Meeting and meetings of the Board of Directors of Bao Viet Holdings. 2. Baoviet Holdings shall manage the Baoviet Holdings' invested capital in joint-stock companies and limited liability companies through the Baoviet Holdings' capital representatives in accordance with applicable laws, Baoviet Holdings' internal regulations, and the charters of the relevant enterprises. 3. The investment, transfer of investment projects, and transfer of Baoviet Holdings' invested capital shall be carried out in accordance with the Law on the Management and Investment of State Capital and other relevant laws and regulations. 4. The lending and guarantee activities of Baoviet Holdings shall only be conducted in respect of subsidiaries in which Baoviet Holdings owns more than 50% of the charter capital and shall be subject to the following principles: - The aggregate value of guarantees granted for subsidiary borrowings from credit institutions shall not exceed the actual contributed capital of Baoviet Holdings in such subsidiary at
--	--	--	--

			<i>the time the guarantee is granted. Guarantees for borrowings to implement investment projects must be based on an assessment of the effectiveness of the investment project and be supported by a commitment to timely repayment of the guaranteed loan;</i> <i>- The aggregate value of loans granted to each subsidiary shall not exceed the actual contributed capital of Baoviet Holdings in such subsidiary at the time the loan is granted. Where the amount exceeds the threshold prescribed in this Clause, Baoviet Holdings shall report to the Ministry of Finance for review and approval prior to submission to the General Shareholders' Meeting or the Board of Directors of Baoviet Holdings for approval;</i> <i>- The aggregate value of guarantees granted for subsidiary borrowings from credit institutions and loans granted to subsidiaries shall not exceed the actual contributed capital of Baoviet Holdings in such subsidiary at any time;</i> <i>Compliance with the Law on the Management and Investment of State Capital and other relevant laws and regulations.</i>
--	--	--	--

			5. <i>Baoviet Holdings shall report to the Ministry of Finance on its business operations in accordance with the Law on the Management and Investment of State Capital, including the following:</i> - <i>Baoviet Holdings' development strategy and annual business plan;</i> - <i>Resolutions and decisions of the General Shareholders' Meeting and the Board of Directors;</i> - <i>Quarterly implementation results, including investment projects and the progress of implementation of Baoviet Holdings' investment projects;</i> - <i>Reports on the management and investment of state capital in the enterprise;</i> - <i>Issues arising that affect Baoviet Holdings' business performance;</i> - <i>Results of internal supervision;</i> - <i>Other reporting contents to the Ministry of Finance as prescribed in this Article and applicable laws and regulations.</i> 6. <i>Baoviet Holdings shall make periodic and ad hoc disclosures in accordance with the laws on enterprises.</i>
--	--	--	--

48.	Article 44. Party organization, unions	1. The Party Committee of the Group is a subordinate Party organization under the leadership and direction of the Party Committee of the Central Enterprise Sector.	1. The Party Committee of the Group is a subordinate Party organization under the leadership and direction of the Party Committee of <i>the Ministry of Finance.</i> ~~the Central Enterprise Sector.~~	To be amended to reflect practical circumstances.
49.	Article 45. Profit distribution	2. Unless otherwise provided by law, the plan for annual distribution of dividends and profit after tax shall be distributed in the following order: a. Distribute profits to associated capital contributing parties according to the signed economic contract (if any); b. Offset losses incurred in the previous year which can be no longer deducted from before-tax profits as prescribed. c. Make a maximum contribution of 30% of profits to the Baoviet Holdings' development investment fund.	2. Unless otherwise provided by law, the plan for annual distribution of dividends and profit after tax shall be distributed in the following order: 2.1 <i>Distribute profits to capital-contributing parties according to the signed business cooperation contract (if any);</i> 2.2 <i>Offset losses incurred in the previous year which can be no longer deducted from before-tax profits as prescribed.</i> 2.3 <i>The remaining after-tax profit, after settlement of the matters specified in Clauses 2.1 and 2.2 of this Article, shall be distributed in accordance with the following principles:</i> a. <i>To appropriate no more than fifty percent 50% of profits to the Baoviet Holdings' development</i>	To be amended and supplemented in accordance with Articles 25, 29, and 31 of Decree No. 366/2025/NĐ-CP, the Law on Management and Investment of State Capital in Enterprises, and the practical circumstances of Baoviet Holdings.

		d. Make contributions to the reward and welfare fund for the Baoviet Holdings' employees, and reward fund for the enterprise's managers as prescribed by the Government's regulations on labor, wage, remuneration and bonus applicable to enterprises of which controlling shares/stakes are held by the State. e. The remaining profits shall be distributed in cash to shareholders or capital-contributing members. Dividends or profits distributed in cash in proportion to the state capital invested in Baoviet Holdings shall be paid to the state budget as prescribed.	<i>investment fund for the purposes of business expansion and supplementation of charter capital. The specific annual appropriation rate to the Development Investment Fund shall be determined based on the enterprise's capital requirements for development investment in accordance with its approved development strategy or annual business plan;</i> <i>b. To appropriate funds for rewards and welfare in accordance with the Law on the Management and Investment of State Capital in Enterprises and the Government's implementing regulations;</i> <i>c. The remaining profits shall be distributed in cash to shareholders except in cases where dividends are distributed in shares. The portion of profits or dividends distributed in cash corresponding to the shareholding ratio or contributed capital held by the State in Baoviet Holdings shall be remitted to the state budget. Baoviet Holdings may distribute share dividends and use the portion of after-tax profits distributed in proportion to the State-owned</i>	
--	--	--	--	--

The English version is for reference only and the Vietnamese version is valid in all cases



BAOVIET HOLDINGS

SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom – Happiness

CHARTER OF BAOVIET HOLDINGS

(The sixteenth Amendment and Supplementation)



Hanoi, ...2026

The English version is for reference only and the Vietnamese version is valid in all cases

BAOVIET HOLDINGS.....	1
SOCIALIST REPUBLIC OF VIETNAM	1
PREAMBLE	5
I. DEFINITION OF TERMS IN THE CHARTER.....	5
Article 1. Interpretation of terms	5
II. NAME, FORM, HEAD OFFICE, BRANCH, REPRESENTATIVE OFFICE, DURATION OF OPERATION OF BAOVIET HOLDINGS, LEGAL REPRESENTATIVES OF BAOVIET HOLDINGS.....	7
Article 2. Name, form, head office, branch, representative office and duration of operation of Baoviet Holdings.....	7
Article 3. Legal representatives of Baoviet Holdings	8
III. OBJECTIVES, SCOPE OF BUSINESS AND OPERATION OF BAOVIET HOLDINGS.....	8
Article 4. Operational objectives of Baoviet Holdings.....	8
Article 5. Scope of business and operations of Baoviet Holdings.....	12
IV. CHARTER CAPITAL, SHARES AND FOUNDING SHAREHOLDERS	12
Article 6. Charter capital, shares and founding shareholders	12
Article 7. Share certificates	13
Article 8. Other securities certificates	14
Article 9. Assignment of shares	14
Article 10. Revocation of shares	14
V. ORGANIZATION, MANAGEMENT AND CONTROL STRUCTURE.....	15
Article 11. Organization, management and control structure.....	15
VI. SHAREHOLDERS AND GENERAL SHAREHOLDERS' MEETING	15
Article 12. Rights of shareholders	15
Article 13. Obligations of shareholders	17
Article 14. General Shareholders' Meeting	19
Article 15. Rights and duties of the General Shareholders' Meeting.....	21
Article 16. Authorized representatives	23
Article 17. Change of rights	24
Article 18. Convening of General Shareholders' Meeting, agenda and notice of meeting of General Shareholders' Meeting.....	24
Article 19. Conditions for conducting meeting of General Shareholders' Meeting.....	26
Article 20. Procedures for conducting and voting at General Shareholders' Meeting	27
Article 21. Passing decisions of the General Shareholders' Meeting	29

The English version is for reference only and the Vietnamese version is valid in all cases

Article 22. Authority and procedures for collection of shareholders' written opinions in order to pass decisions of the General Shareholders' Meeting.....	30
Article 23. Minutes of meeting of General Shareholders' Meeting.....	32
Article 24. Demand for cancellation of decisions of General Shareholders' Meeting.....	34
VII. BOARD OF DIRECTORS	34
Article 25. Standing for election as and nominating members of Board of Directors	34
Article 26. Composition and term of office of members of Board of Directors	35
Article 27. Powers and duties of Board of Directors	36
Article 28. Remuneration, salary and other benefits of members of Board of Directors.....	40
Article 29. Chairman of Board of Directors	40
Article 30. Meetings of Board of Directors	41
Article 31. Committees of Board of Directors.....	45
Article 32. Person responsible for corporate governance.....	45
VIII. CHIEF EXECUTIVE OFFICER AND OTHER MANAGERS	46
Article 33. Organization of managerial apparatus.....	46
Article 34. Enterprise Executives	47
Article 35. Appointment, removal, duties and powers of Chief Executive Officer	47
IX. SUPERVISORY BOARD	48
Article 36. Standing for election as and nominating Supervisory members	48
Article 37. Supervisory members	49
Article 38. Rights and obligations of the Supervisory Board; Meetings of the Supervisory Board; Salaries, remunerations and other benefits of members of the Supervisory Board	49
X. RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, SUPERVISORY MEMBERS, CHIEF EXECUTIVE OFFICER AND OTHER ENTERPRISE EXECUTIVE	51
Article 39. Responsibility to be prudent	51
Article 40. Responsibility to be honest and avoid conflicts of interest	51
Article 41. Responsibilities for damage and compensation	53
XI. CERTAIN PROVISIONS APPLICABLE TO STATE-OWNED ENTERPRISES	54
Article 42. Compliance with Applicable Laws and Regulations for State-Owned Enterprises.....	54
XI. RIGHT TO INVESTIGATE BOOKS AND RECORDS OF COMPANY	55
Article 43. Right to investigate books and records.....	55
XII. PARTY ORGANIZATION, UNIONS.....	55
Article 44. Party organization, unions.....	55
XIII. PROFIT DISTRIBUTION.....	57

The English version is for reference only and the Vietnamese version is valid in all cases

Article 45. Profit distribution.....	57
XIV. BANK ACCOUNTS, FUND FOR INVESTMENT OF DEVELOPMENT, FINANCIAL YEAR AND ACCOUNTING SYSTEM	58
Article 46. Bank accounts	58
Article 47. Financial year.....	58
Article 48. Accounting regime.....	58
Article 49. Fund for investment and development	59
XV. ANNUAL REPORTS, FINANCIAL STATEMENTS AND RESPONSIBILITIES TO DISCLOSE INFORMATION	59
Article 50. Annual, six-monthly and quarterly financial statements	59
Article 51. Annual reports	59
XVI. AUDITING BAOVIET HOLDINGS	59
Article 52. Auditing	60
XVII. SEAL.....	60
Article 53. Seal and digital signatures	60
XVIII. DISSOLUTION AND LIQUIDATION.....	60
Article 54. Dissolution.....	60
Article 55. Liquidation.....	61
XIX. NOTICE AND INTERNAL DISPUTE RESOLUTION	61
Article 56. Notice	61
Article 57. Internal dispute resolution.....	61
XX. ADDITION TO AND AMENDMENT OF THIS CHARTER	62
Article 58. Addition to and amendment of the Charter	62
XXI. EFFECTIVE DATE.....	62
Article 59. Effective date.....	62

PREAMBLE

This Charter was approved in accordance with the decision of the General Shareholders' Meeting annually held on 2026 (hereinafter referred to as the "Charter").

I. DEFINITION OF TERMS IN THE CHARTER

Article 1. Interpretation of terms

1. In this Charter, the following terms are construed as follows:

- (a) "Charter Capital" means the total par value of shares sold or registered for purchase on establishment of the enterprise and as stated in article 6 of this Charter;
- (b) "Voting capital" means the share capital that bestows upon the holders the right to vote on the issues within the jurisdiction of the General Shareholders' Meeting;
- (c) "Law on Enterprises" means the *Law on Enterprises* dated 17 November June 2020 and any laws amending, supplementing, or replacing such Law (if any), including the Law on Enterprises and its implementing and detailed guiding regulations;
- (d) "Law on Securities" means the *Law on Securities* dated 26 November 2019 and any laws amending, supplementing, or replacing such Law (if any), including the Law on Securities and its implementing and detailed guiding regulations;
- (e) "Law on the Management and Investment of State Capital" means the Law on the Management and Investment of State Capital in Enterprises No. 68/2025/QH15 passed by the National Assembly on June 14, 2025, and any laws amending, supplementing, or replacing such Law (if any), including the Law on the Management and Investment of State Capital and its implementing and detailed guiding regulations;
- (f) "Date of Establishment" means the date on which Baoviet Holdings is issued with its initial Enterprise Registration Certificate (Business Registration Certificate and documents of equivalent value);
- (g) "Enterprise Managers" means the President of the Board of Directors, members of the Board of Directors, Chief Executive Officer, Deputy Chief Executive Officer of Baoviet Holdings;
- (h) "Enterprise Executive" means the Chief Executive Officer, Deputy Chief Executive Officer, Chief Accountant of Baoviet Holdings and other executive positions appointed by the Board of Directors of Baoviet Holdings;
- (i) "Related Person" means any individual or organization having a direct or indirect relationship with Baoviet Holdings in the cases stipulated in article 4.23 of the *Law on*

Enterprises and in article 4.46 of the *Law on Securities* and other relevant legal documents;

- (j) “State Capital Representative” means an individual authorized in writing by the Ministry of Finance to exercise the rights and responsibilities of the State ownership representative in respect of the state capital invested in Baoviet Holdings;
- (k) “Shareholder” means an individual or organization that owns at least one share of the Holdings;
- (l) “Founding shareholder” means a shareholder that holds at least one ordinary share and is included in the Holdings’ list of founding shareholder;
- (m) “Major shareholder” is defined in Clause 18 Article 4 of the Law on Securities;
- (n) “Duration of Operation” means the duration of operation of Baoviet Holdings stated in article 2 of this Charter and the extended period (if any) passed by the General Shareholders’ Meeting of Baoviet Holdings by a resolution;
- (o) “Vietnam” means the Socialist Republic of Vietnam;
- (p) “Baoviet Holdings” means Baoviet Holdings, means the parent company of BaoViet Finance - Insurance Group, which is a legal entity, established and operating under this Charter and the Business Registration Certificate issued by the Business Registration Office, Hanoi Department of Planning and Investment (now the Business Registration and Corporate Finance Division – Department of Finance).
- (q) “BaoViet Finance - Insurance Group” means a group of companies, consists of the Parent Company (Baoviet Holdings) and its Subsidiaries, Affiliates and other dependent units which have a long-term relationship each other in the interests of economy, technology, market and other business services.
- (r) “Subsidiary” means any company in which Baoviet Holdings (i) holds more than fifty percent (50%) of the Charter Capital or total issued ordinary shares, or (ii) has the right to directly or indirectly decide on appointment of a majority or all of members of the Board of Directors/Members Council or the Chief Executive Officer (Directors) of that company, or (iii) has the right to decide the amendment of or addition to the Charter of that company.
- (s) “Affiliated company” means enterprises that Baoviet Holdings directly or indirectly, through its Subsidiaries, holds from 20% to less than 50% of the total charter capital or total voting shares of such enterprise, unless otherwise agreed, and such enterprise is not a Subsidiary of Baoviet Holdings ;
- (t) “Stock Exchanges” include Vietnam Exchange and its subsidiary companies

2. In this Charter, any reference to one or more other provisions or documents includes amendments or replacements.

3. Headings (chapters and articles of this Charter) are used for convenience only and shall not affect the contents of this Charter.

II. NAME, FORM, HEAD OFFICE, BRANCH, REPRESENTATIVE OFFICE, DURATION OF OPERATION OF BAOVIET HOLDINGS, LEGAL REPRESENTATIVES OF BAOVIET HOLDINGS

Article 2. Name, form, head office, branch, representative office and duration of operation of Baoviet Holdings

1. Name of Baoviet Holdings:
 - Name in Vietnamese: TAP DOAN BAO VIET
 - Name in English: BAOVIET HOLDINGS
 - Abbreviated name: TAP DOAN BAO VIET
2. Baoviet Holdings is a shareholding company having legal entity status in compliance with applicable law of Vietnam.
3. Registered head office of Baoviet Holdings is:
 - Address: No. 8, Le Thai To Street, Hang Trong Ward, Hoan Kiem District, Hanoi City, Vietnam.
 - Telephone: (84.24) 39289999/(84.24) 39289898
 - Fax: (84.24)39289609/(84.24) 39289610
 - Email: service@baoviet.com.vn
 - Website: www.baoviet.com.vn
4. Baoviet Holdings may establish branch/es and representative office/s in the areas of business in order to carry out the operational objectives of Baoviet Holdings in compliance with decisions of the Board of Directors and to the extent permitted by law.
5. Except for early termination of operation in accordance with clause 2 Article 53 of this Charter, the Duration of Operation of Baoviet Holdings shall commence from the Date of Establishment and shall be an indefinite term.

Article 3. Legal representatives of Baoviet Holdings

Baoviet Holdings has 01 legal representatives which is the Chief Executive Officer.

The legal representative of Baoviet Holdings means an individual who represents Baoviet Holdings to exercise the rights and perform the obligations arising from transactions of Baoviet Holdings, and represents Baoviet Holdings in the capacity as plaintiff, respondent or person with related interests and obligations before the arbitration or court, and other rights and obligations as prescribed by law.

III. OBJECTIVES, SCOPE OF BUSINESS AND OPERATION OF BAOVIET HOLDINGS

Article 4. Operational objectives of Baoviet Holdings

1. Lines of business of Baoviet Holdings are as follows:

No.	Business code	Name of business lines
1.	6499	Other financial service activities not elsewhere classified (except insurance and pension funding activities) Details: - Capital investment in subsidiaries and associate companies; provision of financial services and operations in other sectors in accordance with applicable laws;
2.	6810	Real estate business, land use rights of owners, users, or lessees Details: - Real estate business activities (excluding investment in the construction of cemetery and graveyard infrastructure for the transfer of land use rights associated with such infrastructure); (Enterprises with foreign-invested capital are required to conduct business activities in compliance with the provisions of international treaties to which Vietnam is a party).
3.	6219	Other computer programming activities Details: Activities relating to the design of structure and content; writing, modifying (including updates and software patches), customizing, testing, and supporting computer coding necessary for the creation and implementation of: system software; business software, financial software, and other software applications (excluding electronic game applications); machine learning applications; artificial intelligence/computer vision applications; cybersecurity applications; distributed ledger applications; databases; and websites.
4.	220	Computer consultancy and computer infrastructure management.
5.	6310	Information technology infrastructure, data processing, hosting and related activities. (Excluding press activities)
6.	6390	Web search portal activities and other information service activities Details: - Web search portal activities; - Telephone information services; - Information retrieval services on a contractual or fee basis; - Compilation of information or directories on a contractual or fee basis. (Excluding press activities)
7.	6290	Other computer and information technology service activities and other services related to computers Details:

		- Computer troubleshooting and installation of personal computers and software installation; - Digital technology industry activities;
8.	9510	Repair and maintenance of computers and information and communication
9.	1820	Reproduction of recorded media
10.	8569	Other educational support activities. Details: - Educational consultancy services; - Activities involving the provision of guidance and advice on education; - Educational assessment and evaluation activities; - Educational examination and testing activities; - Organization of student exchange programs; - Curriculum development; - Professional activities and rehabilitation services for learning capability assessment; - Overseas study consultancy services.
11.	8559	Other education not elsewhere classified Details: - Non-level-based education provided at training and professional development centers; - Tutoring services (private tutoring); - Learning centers offering remedial courses for underperforming students; - Professional review and evaluation courses; - Foreign language and conversational skills training; - Speed reading instruction; - Health and wellness courses; - Sewing courses; - Relaxation courses; - Family life courses, such as parent-child relationship courses, etc.; - Training courses on plant protection products; - Life skills training; - Public speaking skills training; - Computer training.
12.	5829	Other software publishing Details: - Publishing of system software; - Publishing of application software; - Publishing of other software not elsewhere classified, including software such as computer security software, cybersecurity software, modeling software, etc. (Excluding publishing activities and publications)

13.	6622	Activities of insurance agents and brokers (excluding health insurance) Details: Activities of insurance agents and brokers (insurance intermediaries) in the sale, negotiation, or provision of advice on insurance policies.
14.	8110	Combined support services.
15.	6190	Other telecommunications activities Details: - Provision of specialized telecommunications applications such as satellite tracking, telemetry, and radar stations; - Operation of satellite earth stations and associated facilities connected to one or more terrestrial communication systems and capable of transmitting/receiving telecommunications signals via satellite systems; - Provision of Voice over Internet Protocol (VoIP) services; - Provision of text messaging services (SMS), text messaging combined with images and audio, multimedia messaging services (SMS+, MMS+), and push messaging services without using telecommunications networks for data transmission; Provision of notification services (e.g., banking notification services, advertising messages, etc.); - Value-added telecommunications services;
16.	7020	Business management consultancy activities and other management consultancy activities
17.	7730	Renting and leasing of other machinery, equipment and tangible goods without operator Details: Renting and leasing of office machinery and equipment (including computers) without operator.
18.	6390	Web search portal activities and ther information service activities Details: - Web search portal activities; - Telephone information services; - Information retrieval services on a contractual or fee basis; - Compilation of information or directories on a contractual or fee basis. (Excluding press activities)
19.	6829	Other real estate activities on a fee or contract basis Details: - Real estate consultancy and property management services; - Condominium building operation and management services.
20.	4651	Wholesale of computers, peripheral equipment and software.
21.	6110	Wired, wireless and satellite telecommunications activities Details:

		- Operation, maintenance, or provision of access to infrastructure for the transmission of voice, data, text, sound, and images through wired, wireless, or satellite telecommunications systems, including: + Operation and maintenance of switching and transmission facilities providing point-to-point communications through fixed-line systems (copper wire or fiber optic cable), microwave transmission, or a combination of fixed-line and satellite links; + Operation of cable distribution systems (e.g., distribution of data and television signals), which may or may not include the provision of video-on-demand services from third parties to customers; + Provision of Internet access services by telecommunications infrastructure operators; + Maintenance and operation of mobile and other wireless telecommunications networks, including paging systems; + Transmission of audio, video, or original programs received from cable networks, television stations, or domestic radio broadcasting systems to households via satellite systems or Internet Protocol Television (IPTV). Entities classified under this activity generally do not produce program content; + Provision of Voice over Internet Protocol (VoIP) services through telecommunications networks.
22.	6120	Resale of telecommunications services and intermediary services for telecommunications activities Details: - Resale of telecommunications services; - Intermediary services for telecommunications activities; - Telecommunications service agency activities.
23.	7211	Scientific research and technological development in the field of natural sciences
24.	8230	Organization of trade promotion and commercial facilitation activities Details: Organization, promotion and/or management of events such as exhibitions and trade fairs, corporate events, general or specialized exhibitions, conferences and seminars, panel discussions, thematic meetings, specialized workshops, agricultural markets and handicraft fairs, festivals, and similar events.

2. Operational objectives of Baoviet Holdings are using its capital, assets, management, skills, labor force and capacity of shareholders for maximizing Baoviet Holdings' profits, increasing the value of the shares to shareholders, and reinvesting itself for maintenance and development.

Article 5. Scope of business and operations of Baoviet Holdings

1. Baoviet Holdings may conduct business within the business lines specified in this Charter and changes thereof which have been registered to the business registration authority and published

on the National Enterprise Registration Portal and take appropriate measures to achieve the objectives of Baoviet Holdings.

2. Baoviet Holdings may carry out business activities in other lines of business permitted by law and passed by the General Shareholders' Meeting.

IV. CHARTER CAPITAL, SHARES AND FOUNDING SHAREHOLDERS

Article 6. Charter capital, shares and founding shareholders

1. The Charter Capital of Baoviet Holdings is seven trillion, four hundred and twenty three billion, two hundred and twenty seven million, six hundred and forty thousand of VND (VND 7,423,227,640,000).

The total amount of Charter Capital of Baoviet Holdings shall be divided into seven hundred and forty two million, three hundred and twenty two thousand, seven hundred and sixty four (742,322,764) Shares with par value of ten thousand Vietnamese Dong (VND 10,000/share).

2. Baoviet Holdings may change its Charter Capital upon approval of the General Shareholders' Meeting and in accordance with law.
3. Shares of Baoviet Holdings on the date of approval of this Charter shall comprise only ordinary shares. The rights and obligations of shareholders attached to each class of shares are stated in articles 12 and 13 of this Charter.
4. Baoviet Holdings may issue other classes of preference shares upon approval of the General Shareholders' Meeting and in accordance with law.
5. Names, addresses, number of shares and other information about founding shareholders in accordance with the *Law on Enterprises* are stated in the attached Appendix 01 This Appendix is part of this Charter.
6. Ordinary shares shall be given priority to be offered for sale to existing shareholders in proportion to their ratio of ownership of ordinary shares in Baoviet Holdings, unless otherwise decided by the General Shareholders' Meeting. Shareholders shall be entitled to transfer their preferred subscription right to other persons. The number of shares for which shareholders and the person that receives preferred subscription right do not register to fully subscribe shall be decided by the Board of Directors of Baoviet Holdings. The Board of Directors may allocate such shares to other shareholders and persons with no more favourable conditions than those of the shares offered to existing shareholders, except otherwise agreed by the General Shareholders' Meeting.
7. Shares to be offered for sale of Baoviet Holdings mean the total number of shares which the General Shareholders' Meeting decides to offer for sale in order to raise capital from time to time and shall be recorded in the relevant resolutions of the General Shareholders' Meeting. The Board of Directors shall decide the timing, method and offer price if being authorized by the General Shareholders' Meeting. The offer price of the shares must not be lower than the market price at the time of offer or the latest book value of the shares, except for the following cases:

- a. Where the shares are offered to all shareholders pro rata to their shareholding proportion in Baoviet Holdings;
 - b. Where the shares are offered to the brokers or guarantor. In this case, the specific discount amount or the discount rate must be approved by the General Shareholders' Meeting; or
 - c. Where the shares are issued to the employees under the Employee Stock Ownership Plan (ESOP) as approved by the General Shareholders' Meeting;
 - d. Other cases in accordance with the resolutions of the General Shareholders' Meeting.
8. Baoviet Holdings may purchase shares issued by it in a manner stipulated in this Charter and applicable law. Shares redeemed by Baoviet Holdings shall be treasury shares and the Board of Directors may offer them for sale in a manner complying with the *Law on Securities*, relevant guidelines and the provisions of this Charter.
9. Baoviet Holdings may issue other types of securities in accordance with the laws. In case of issuance of convertible bonds, the bonds shall be first offered to existing shareholders in proportion to the rate of shares held by them at the time of issuance.

Article 7. Share certificates

1. Shareholders of Baoviet Holdings shall be issued with share certificates corresponding to the number of shares and class of shares owned in case the shareholder has not yet deposited shares at the Vietnam Securities Depository.
2. Share certificates are certificates issued by Baoviet Holdings or book entries or electronic data certifying the ownership of one or more shares of Baoviet Holdings. Share certificates must contain the details stated in article 121.1 of the *Law on Enterprises*. For the preference shares, in addition to the above-mentioned contents, the share certificate must specify class of preference of such shares and/or other contents stipulated in Article 116, Article 117 and Article 118 of the *Law on Enterprises*.
3. The owner of shares shall be issued with a share certificate within a period of 30 days after the date of submission of a complete application file for assignment of the ownership of shares as stipulated by Baoviet Holdings, or within a period of 60 days (or such other period stipulated in the issue terms) after the date of full payment of the purchase price of shares as stipulated in the share issue plan of Baoviet Holdings. The owner of shares is not required to pay Baoviet Holdings any expenses for printing the share certificate.
4. Where a share certificate is lost, damaged or destroyed, the owner of such share certificate may request issuance of a new share certificate provided that such owner provides evidence of ownership of shares and pays any related expenses to Baoviet Holdings.
5. If there is any change on information of any shareholders that (may) make change to content of the shareholder register book, such shareholder shall be responsible to inform the Chairman of the Board of Directors and/or the securities company to which the shareholder deposits his shares so that Baoviet Holdings and/or the securities company may revise information of the shareholder in the shareholder register book.

Baoviet Holdings shall not be responsible for the failure to contact and/or dispatch correspondence or materials to a shareholder due to the situation that the contact address of such shareholder is not made available to Baoviet Holdings or is inaccurate or insufficient for such purpose. The failure to contact and/or dispatch correspondence or materials in such case would not affect procedures for convening the General Shareholders' Meeting, obtaining input from shareholders and sending materials to shareholders and the effect of resolutions approved by the General Shareholders' Meeting.

Article 8. Other securities certificates

Bond certificates or other securities certificates of Baoviet Holdings (other than letters of offer, temporary certificates and other similar documents) shall be issued with the signature of a legal representative and seal of Baoviet Holdings.

Article 9. Assignment of shares

1. All shares shall be freely assignable unless otherwise stipulated by this Charter, the resolution of General Shareholders' Meeting of the Holdings regarding the issue and law. Shares listed and registered for trading on the Stock Exchange shall be assigned in accordance with the law on securities and securities market.
2. Shares which have not yet been paid for in full shall not be assignable nor entitled to related benefits such as right to receive dividends, right to receive shares issued to increase shareholding capital from equity, right to purchase new shares offered for sale or other benefits as stipulated by law.

Article 10. Revocation of shares

1. Where a shareholder fails to pay in full and on time the amount payable to purchase the shares, the Board of Directors shall provide a notice and has the right to require such shareholder to pay the residual amount and shall be liable in proportion to the total par value of the subscribed shares for any financial obligations arising from failure to pay in full to Baoviet Holdings.
2. The payment notice mentioned above must specify the new time-limit for payment (at least seven days after the date of sending the notice) and place for payment, and clearly state that the number of shares which have not yet been paid for in full shall be revoked in the case of failure to make payment correctly as requested.
3. The Board of Directors has the right to revoke shares which have not yet been paid for in full and on time if the requirements in the above-mentioned notice have not been fulfilled.
4. Revoked shares shall be deemed to be shares entitled to be offered for sale as stated in article 112.3 of the *Law on Enterprises*. The Board of Directors may, by itself or by authorization, sell or redistribute such shares on conditions and in the manner the Board of Directors considers appropriate.
5. Shareholders holding revoked shares must waive their status as shareholder with respect to such shares, but still has the liability in proportion to the total nominal value of the subscribed

shares upon withdrawal under the decision of the Board of Directors from the date of revocation up to the date of payment. The Board of Directors has full powers to decide the enforcement of payment of the total value of shares at the time of revocation.

6. A revocation notice shall be sent to the holders of shares to be revoked prior to the time of revocation. The revocation shall remain valid even if there is any error or negligence during the course of sending the notice.

V. ORGANIZATION, MANAGEMENT AND CONTROL STRUCTURE

Article 11. Organization, management and control structure

The organization, management and control structure of Baoviet Holdings comprises:

1. General Shareholders' Meeting;
2. Board of Directors;
3. Supervisory Board;
4. Chief Executive Officer.

VI. SHAREHOLDERS AND GENERAL SHAREHOLDERS' MEETING

Article 12. Rights of shareholders

1. Shareholders have the rights and obligations corresponding to the number and class of shares owned by them. Shareholders are only liable for the debts and other property obligations of Baoviet Holdings to the extent of the amount of capital they have contributed to Baoviet Holdings.
2. Ordinary shareholders have the following rights:
 - (a) To attend and express opinions at meetings of the General Shareholders' Meeting and to exercise the right to vote directly at meetings of the General Shareholders' Meeting or via an authorized representative or by other methods as prescribed by the Charter of Baoviet Holdings and applicable laws;
 - (b) To receive dividends at the rate decided by the General Shareholders' Meeting;
 - (c) To freely assign shares which have been paid for in full in accordance with this Charter and applicable law;
 - (d) To be given priority in subscribing for new shares offered for sale in proportion to the number of ordinary shares owned;
 - (e) To sight, consult and make an extract of information relating to the that shareholder and to request amendment of incorrect information;
 - (f) To access information relating to that shareholder in about the list of shareholders with the right to attend meetings of the General Shareholders' Meeting;

- (g) To sight, consult and make an extract or copy of this Charter, the book of minutes of meetings of the General Shareholders' Meeting and resolutions of the General Shareholders' Meeting;
 - (h) If Baoviet Holdings is dissolved or bankrupt, to receive a part of the remaining assets in proportion to the number of shares owned in Baoviet Holdings after Baoviet Holdings has repaid its debts (including debts owed to the State, taxes and fees) and has made payment to the shareholders holding other classes of shares of Baoviet Holdings in accordance with law;
 - (i) To request Baoviet Holdings to redeem shares in the cases stipulated in Article 132 of the *Law on Enterprises*;
 - (j) Other rights stipulated in this Charter and by law.
3. A shareholder or a group of shareholders holding 5 % or more of the total number of ordinary shares for a consecutive period of six months or more has the following rights:
- (a) To request the Board of Directors to convene a General Shareholders' Meeting in accordance with Clause 2, Clause 3 Articles 115 and Articles 140 of the *Law on Enterprises* and Clause 18, Article 1 of Law No. 76/2025/QH15 amending and supplementing a number of articles of the Law on Enterprises;
 - (b) To inspect and receive a copy or an extract of the list of shareholders entitled to attend and vote at the General Shareholders' Meeting;
 - (c) To request the Supervisory Board to inspect each issue relating to the management and executive operation of Baoviet Holdings where considered necessary. The request must be made in writing and must contain the full name, permanent address, nationality, number of people's identity card, citizen's card, passport or other lawful personal identification of a shareholder being an individual; and the name, enterprise code number or establishment decision, and head office address of a shareholder being an organization; number of shares and date of registration of shares of each shareholder, total number of shares of the group of shareholders and the percentage of ownership over the total number of shares of Baoviet Holdings; issues to be inspected and purpose of the inspection;
 - (d) Examine, extract the minutes, resolutions and decisions of the Board of Directors, biannual and annual financial statements, reports of the Supervisory Board, contracts and transactions subject to approval by the Board of Directors and other documents, except documents relevant to the Baoviet Holdings' trade secrets;
 - (e) Other rights prescribed by law and this Charter.
4. The shareholder or group of shareholders that holds at least 10% of total ordinary shares is entitled to nominate candidates to the Board of Directors and the Supervisory Board. Candidates shall be nominated stipulated in Article 25, Article 36 of this Charter and as follows:

- (a) The group of shareholders that nominate candidates to the Board of Directors and the Supervisory Board must inform the participating shareholders before the opening of the GMS;
 - (b) Depending on the quantity of members of the Board of Directors and the Supervisory Board, the shareholders or groups of shareholders prescribed in this Clause may nominate one or some candidates according to the decision of the General Shareholders' Meeting to the Board of Directors and the Supervisory Board. In case the number of nominated candidates is smaller than the maximum permissible number of candidates specified in the decision of the General Shareholders' Meeting, the remaining candidates shall be nominated by Board of Directors, the Supervisory Board and other shareholders.
5. The appointment, assignment, change related to authorized representative of institutional shareholders and other relevant issues shall be implemented in line with Article 14 and Article 15 of the Law on Enterprises. Institutional shareholders of Baoviet Holdings owning at least 10% of the total common shares of Baoviet Holdings shall be entitled to assign authorized representatives with unlimited quantity.
 6. Other rights prescribed by law and the Company's Charter.

Article 13. Obligations of shareholders

A shareholder has the following obligations:

1. Fully and punctually pay for the subscribed shares.
2. Not withdraw the capital that has been contributed in the form of ordinary shares in any shape or form, unless these shares are repurchased by the Company or other persons. Otherwise, the shareholder and persons with related interests in the Company shall be jointly responsible for the debts and other liabilities of the Company within the value of withdrawn shares and the damage caused.
3. To comply with this Charter and the internal rules of Baoviet Holdings; to comply with decisions of the General Shareholders' Meeting and of the Board of Directors.
4. Comply with resolutions and decisions of the General Shareholders' Meeting and the Board of Directors.
5. To attend meetings of the General Shareholders' Meeting and to exercise voting rights by the following methods:
 - (a) To attend and vote directly at the meeting;
 - (b) To authorize another person to attend and vote at the meeting;
 - (c) To attend and vote at an online meeting, or to send an electronic vote or to vote by some other electronic means;
 - (d) To send votes to the meeting by letter, fax or email (provided that the fax number and email address of the shareholder must be directly registered their fax numbers and email addresses with Baoviet Holdings).

6. To provide the correct address when registering to subscribe for shares.
7. To fulfil other obligations in accordance with applicable law.
8. To bear personal liability when the shareholder performs one of the following acts in any form in the name of Baoviet Holdings:
 - (a) Breach of law;
 - (b) Conducting business and other transactions for the personal benefit of the shareholder or other organizations or individuals;
 - (c) Premature payment of debts where Baoviet Holdings is likely to be in financial danger.
9. Protect the confidential of information provided by Baoviet Holdings in accordance with the Baoviet Holdings' Charter and the law; only use the provided information for exercising and protecting their lawful rights and interests; do not copy, send the information provided by Baoviet Holdings to any other organizations and individuals.
10. Obligations attaching to other classes of shares according to the laws and this Charter.

Article 14. General Shareholders' Meeting

1. The General Shareholders' Meeting is the highest competent authority of Baoviet Holdings. The annual General Shareholders' Meeting shall be held once every year. The General Shareholders' Meeting must hold an annual meeting within a time-limit of four (4) months, or no later than 06 (six) months if being extended by the business registration agency after the end of a financial year. The Board of Directors may delay the date of conducting the annual General Shareholders' Meeting but still within 06 months from the ending date of the fiscal year. Extraordinary General Shareholders' Meeting may be conducted in addition to annual General Shareholders' Meeting. The location of General Shareholders' Meeting is where the chair participates in and must be within Vietnam's territory.
2. The Board of Directors shall organize the convening of the annual General Shareholders' Meeting and shall choose an appropriate venue. The annual General Shareholders' Meeting shall decide the matters stipulated by law and by this Charter, especially approval of annual financial statements and the estimated budget for the next financial year. In case the audit report contains unqualified opinions, adverse opinions or disclaimer of opinion, the Company shall invite representative of the accredited audit organization that audited the Company's financial statement to participate in the annual General Shareholders' Meeting. The invited representative of the audit organization has the responsibility to participate in the annual General Shareholders' Meeting.
3. The Board of Directors must convene an extraordinary meeting of the General Shareholders' Meeting in the following cases:
 - (a) The Board of Directors considers that it is necessary to do so in the interests of Baoviet Holdings.

- (b) The quarterly, six monthly or quarterly financial statements as audited/examined reflect the loss of half of the equity in comparison with the amount at the beginning of the same period;
- (c) The number of remaining members of the Board of Directors, or of Supervisory members is less than the number of members required by law or the number of members of the Board of Directors is reduced by more than one-third of total the number of members of the Board of Directors during a term required by this Charter;
- (d) A shareholder or group of shareholders stipulated in article 12.3 of this Charter requests to convene the General Shareholders' Meeting. Such request must be in writing and clearly state the purpose of the meeting, and must be signed by all related shareholders or such request may be made in multiple copies and signatures of all the related shareholders then collated;
- (e) The Supervisory Board requests to convene a meeting if the Supervisory Board has a reason to believe that a member of the Board of Directors or other manager has committed a serious breach of their obligations stipulated in article 170 of the *Law on Enterprises* or that the Board of Directors acts or intends to act outside the scope of its powers;
- (f) Other cases as stipulated by law and in this Charter.

4. Convening of an extraordinary meeting of the General Shareholders' Meeting:

- (a) The Board of Directors must convene a meeting of the General Shareholders' Meeting within a time-limit of thirty (30) days after the date on which the number of remaining members of the Board of Directors, of independent members of the Board of Directors or of Supervisory members is as stipulated in clause 3 (b) and 3 (c) of this article (except where the number of members of the Board of Directors is reduced by more than one third (1/3) compared with the total number of members of the Board of Directors as prescribed in the Charter of Baoviet Holdings, the Board of Directors must convene a meeting The General Shareholders' Meeting within sixty (60) days from the date on which the number of members of the Board of Directors is reduced by more than one third) or from the date of receipt of a request stated in clauses 3 (d) and 3 (e) of this article;
- (b) Where the Board of Directors fails to convene a meeting of the General Meeting of Shareholders in accordance with clause 4(a) of this article, then within the next thirty (30) days the Supervisory Board must, in place of the Board of Directors, convene a meeting of the General Shareholders' Meeting in accordance with article 136.5 of the Law on Enterprises;
- (c) Where the Supervisory Board fails to convene a meeting of the General Meeting of Shareholders in accordance with clause 4(b) of this article, then within the next thirty (30) days the requesting shareholder or group of shareholders as stipulated in clause 3(d) has the right to convene, in place of the Board of Directors and the Supervisory Board, a meeting of the General Shareholders' Meeting in accordance with article 140.4 of the Law on Enterprises.

In this case, the shareholder or group of shareholders convening the General Shareholders' Meeting has the right to request the business registration office to supervise the sequence and procedures for convening and conducting the meeting and making decisions by the General Shareholders' Meeting. All expenses for convening and conducting the meeting of the General Shareholders' Meeting shall be reimbursed by Baoviet Holdings. Such expenses shall not include expenses spent by the shareholders for attending the General Shareholders' Meeting including travel and accommodation costs.

- (d) The General Shareholders' Meeting shall be conducted following the procedures specified in Clause 5 Article 140 of the Law on Enterprises and this Charter;

Article 15. Rights and duties of the General Shareholders' Meeting

1. The annual General Shareholders' Meeting has the right to discuss and approve the following items:
 - (a) Audited annual financial statements;
 - (b) Reports of the Board of Directors on corporate governance and the performance results of the Board of Directors and of each member of the Board of Directors;
 - (c) Reports of the Supervisory Board on the business results and performance results of the Board of Directors and Chief Executive Officer; Report on self-assessment of performance results of the Supervisory Board and of each member of Supervisory Board;
 - (d) Short-term and long-term developmental plans of Baoviet Holdings.
 - (e) The annual business plan of Baoviet Holdings
 - (g) Dividend per share of each type;
 - (h) Other matters under the jurisdiction.
2. The annual and an extraordinary General Shareholders' Meeting shall pass decisions on the following matters:
 - a. The development orientation of Baoviet Holdings, including its business lines, objectives, and missions;
 - b. Approval of annual financial statements;
 - c. Rate of dividends paid annually for each class of shares in compliance with the *Law on Enterprises* and the rights attached to such class of shares. Such rate of dividends must not be higher than the rate proposed by the Board of Directors after consulting the shareholders at the General Shareholders' Meeting;
 - d. Number of members of the Board of Directors, Supervisory members for each term;
 - e. Approval for the list of accredited audit organizations; whether to allow accredited audit organizations to inspect the Holdings's operation; dismiss accredited auditors where necessary;

- f. Election, dismissal, removal and replacement of members of the Board of Directors and of the Supervisory Board;
- g. Decide the budget or total remunerations, bonuses and other benefits of the Board of Directors, Supervisory Board;
- h. Amendment of and addition to this Charter;
- i. Decision on capital mobilization by the methods that make change to the number of shares of Baoviet Holdings. Class of shares and number of newly issued shares for each class of shares;
- j. Division, separation, consolidation, merger or conversion of Baoviet Holdings;
- k. Restructuring and dissolution (liquidation), filing for bankruptcy of Baoviet Holdings and appointment of a liquidator;
- l. Inspection of and dealing with breaches by the Board of Directors or the Supervisory Board which cause loss and damage to Baoviet Holdings and its shareholders;
- m. Decision on investment activities, transfer of investment projects, transfer of the Baoviet Holdings' invested capital in joint-stock companies or multiple-member limited liability companies, or sale of assets in cases where the value exceeds 50% of the Baoviet Holdings' equity or exceeds 50% of the owner's invested capital where the Baoviet Holdings' equity is lower than the owner's invested capital. Equity and owner's invested capital shall be determined based on the most recent quarterly or annual financial statements;;
- n. Decision on lease, lending, mortgage, other security measures, guarantees liquidation of assets of Baoviet Holdings with the value exceeding 50% of the Baoviet Holdings' equity or exceeding 50% of the owner's invested capital where the Baoviet Holdings' equity is lower than the owner's invested capital. Equity and owner's invested capital shall be determined based on the most recent quarterly or annual financial statements. The lending and guarantee activities of the Group shall comply with the principles set out in Clause 4, Article 40 and Clause 4, Article 42 of this Charter.
- o. Decision on capital mobilization with the value of ten (10%) per cent or more of the total value of assets of Baoviet Holdings recorded in the most recent audited/examined financial statements, by the methods that do not make change to the number of shares of Baoviet Holdings;
- p. Decision on payments of compensation, settlement of damaged assets with the value of ten (10%) per cent or more of the total value of assets of Baoviet Holdings recorded in the most recent audited/examined financial statements
- q. Decision on redemption of ten (10) per cent or more of any one class of sold shares;

- r. Baoviet Holdings signs a contract or conducts a transaction with any entity stipulated in article 167.1 of the *Law on Enterprises* with a value of ten (10) per cent or more of the total value of assets of Baoviet Holdings recorded in the most recent audited/examined financial statements;
 - s. Transactions specified in Clause 4 Article 293 of the Government's Decree No. 155/2020/ND-CP dated December 31, 2020 elaborating some Articles of the Law on Securities;
 - t. Internal regulations on company administration, operation of the Board of Directors and the Supervisory Board;
 - u. Annually, approving the rate of setting aside the Baoviet Holdings' Investment and Development Fund based on the proposal of the Board of Directors; Authorize the Board of Directors to approve the annual plan and use plan of the Investment and Development Fund;
 - v. Other matters as stipulated by law and in this Charter.
3. A shareholder is not entitled to vote in the following cases:
- a. Approval of contracts stipulated in clause 2 of this article when such shareholder or a related person of such shareholder is a party to such contract;
 - b. Redemption of shares by such shareholder or a related person of such shareholder except where such redemption is implemented on the basis of the ratio of ownership of all shareholders or such redemption is implemented via order matching on the Stock Exchange or via a public offer as stipulated by law.
4. All resolutions and matters included in the agenda must be discussed and voted on at the General Shareholders' Meeting.

Article 16. Authorized representatives

1. Shareholders and authorized representatives of shareholders that are organizations may directly participate or authorize one or some other organizations and individuals to participate in the General Shareholders' Meeting in one of the manners specified in Clause 3 Article 144 of the Law on Enterprises.
2. The authorization mentioned in Clause 1 of this Article shall be made into written documents. Authorization documents shall specify the name of the authorizing shareholder, the authorized individual or organization, the quantity of shares authorized, authorization contents and scope, authorization period, signatures of the authorizing party and the authorized party. The authorized participants shall submit the authorization documents when registering their participation in the meeting. In case an authorized participant authorizes another person to participate in the meeting, the original authorization document issued by the shareholder or authorized representative of the shareholder that is an organization shall be presented (if it is yet to be registered with Baoviet Holdings).

3. The voting card of the person authorized to attend the meeting within the scope of authorization shall remain effective in any one of the following cases:
 - (a) The principal dies, or his or her capacity for civil acts is lost or is restricted;
 - (b) The principal rescinds the appointment of authorization;
 - (c) The principal rescinds the authority of the particular person carrying out the authorization.

This clause shall not apply in a case where Baoviet Holdings receives a notice of one of the above cases prior to the time of opening of the General Shareholders' Meeting or prior to the time the meeting is reconvened.

Article 17. Change of rights

1. The change or cancellation of any special right attached to a class of preference shares shall take effect when such change or cancellation is approved by the shareholders holding at least sixty five (65) per cent of ordinary shares who are in attendance and concurrently approved by the shareholders holding at least seventy five (75) percent of voting rights of the above class of preference shares. The organization of a meeting of the shareholders holding one class of preference shares to approve the above change of rights shall be valid if at least two (2) shareholders (or their authorized representatives) are present and hold at least one-third of the par value of the issued shares of such class. Where the number of attendees as required above is insufficient, the meeting shall be reorganized within a period of thirty (30) days and the persons holding shares of such class (not depending on the number of attendees and the number of shares) who are present in person or via authorized representatives shall be deemed to constitute the number of attendees as required. At the meeting of the persons holding preference shares mentioned above, the persons holding shares of such class who are present in person or via representatives may request a secret ballot. Each share of the same class shall have equal voting rights at the meeting mentioned above.
2. The procedures for conducting such a separate meeting shall be conducted in the same way as stipulated in articles 19 and 21 of this Charter.
3. Unless otherwise stipulated in the terms of share issues, special rights attached to various classes of shares with preference rights with respect to some or all matters relating to the distribution of profit or assets of Baoviet Holdings shall not be changed when Baoviet Holdings issues additional shares of the same class.

Article 18. Convening of General Shareholders' Meeting, agenda and notice of meeting of General Shareholders' Meeting

1. The Board of Directors shall convene the General Shareholders' Meeting, or the General Shareholders' Meeting shall be convened in the cases stipulated in article 14.4(b) or 14.4(c) of this Charter.
2. The convener of the General Shareholders' Meeting must carry out the following duties:

- (a) Prepare a list of shareholders satisfying all conditions for attending and voting at the General Shareholders' Meeting no later than ten (10) days prior to the date of sending the notice of invitation to the meeting;
 - (b) Prepare the agenda and issues to be discussed at the meeting;
 - (c) Prepare data for the meeting;
 - (d) Draft resolutions of the General Shareholders' Meeting in accordance with the matters proposed to be discussed at the meeting;
 - (e) Determine the time and venue for holding the General Shareholders' Meeting;
 - (f) Inform and send a notice of the meeting of the General Shareholders' Meeting to all shareholders entitled to attend the meeting;
 - (g) Other work to service the meeting.
3. The notice of meeting of the General Shareholders' Meeting shall be sent to all shareholders by registered means, and at the same time shall be announced on the websites of Baoviet Holdings, announced information in accordance with the current securities law. The convener of the General Shareholders' Meeting must send a notice to all shareholders on the list of shareholders entitled to attend, at least 21 days prior to the date of the meeting of the General Shareholders' Meeting (calculated from the date on which the notice is validly sent or delivered, the date on which the postal charge is paid, or the date on which the notice is put in the mailbox). The agenda of the General Shareholders' Meeting and data relating to the matters to be voted on at the meeting shall be sent to the shareholders and/or published on the website of Baoviet Holdings. If no data is attached to the notice of the meeting of the General Shareholders' Meeting, then the notice of invitation to the meeting must include clear guidelines on how all data or documents can be accessed by shareholders, such data to comprise:
- (a) The meeting agenda and data to be used at the meeting;
 - (b) List and detailed information about each candidate if electing members to the Board of Directors or Supervisory Board;
 - (c) Voting cards;
 - (d) Draft resolutions on each matter on the agenda.
4. A shareholder or group of shareholders referred to in article 12.3 of this Charter has the right to propose any issue to be included on the agenda of a meeting of the General Shareholders' Meeting. The proposal must be made in writing and sent to Baoviet Holdings at least three (3) business days before the opening day of the General Shareholders' Meeting. The proposal must contain the full names of the shareholders, their residential addresses, nationalities, number of their people's identity card, citizen's card, passport or other valid personal identification document in the case of individuals; and names, enterprise code numbers or

establishment decisions, and head office address in the case of a shareholder being an organization; and number and class of shares held by them, and the items proposed to be included in the agenda.

5. In case the convenor of the General Shareholders' Meeting rejects the recommendation specified in Clause 4 of this Article, at least two (02) working days before the opening date of the General Shareholders' Meeting, he/she must reply in writing and state the reason. The convenor of the General Shareholders' Meeting has the right to reject any proposal as set out in clause 4 of this article in the following cases:
 - (a) The proposal was sent outside the stipulated time-limit or is incomplete or is irrelevant;
 - (b) At the time of the proposal, the shareholder or group of shareholders did not have 05% or more of the ordinary shares for a consecutive period of six months in accordance with article 12.3 of this Charter;
 - (c) The issues proposed do not fall within the authority of the General Shareholders' Meeting for decision;
 - (d) Other cases as stipulated by law and set out in this Charter.
6. The person who convenes the General Shareholders' Meeting shall accept and include the proposed issues mentioned in Clause 4 of this Article to the intended meeting agenda, except in the cases specified in Clause 5 of this Article; the proposed issues shall be officially included in the meeting agenda if approved by the General Shareholders' Meeting.

Article 19. Conditions for conducting meeting of General Shareholders' Meeting

1. The General Shareholders' Meeting shall be conducted when the number of attending shareholders represents at least 65% of the voting shares.
2. Where the number of attendees required is insufficient within 30 minutes after the stipulated time for opening the meeting, the convenor of the meeting shall cancel the meeting. The General Shareholders' Meeting may be reconvened within a period of 30 days from the intended date of holding the first General Shareholders' Meeting. The re-convened General Shareholders' Meeting shall be conducted only when the attending members are shareholders representing at least fifty one (51) per cent of the total voting shares.
3. Where a meeting convened for the second time is not able to be conducted due to an insufficient number of attendees required to be present 30 minutes after the stipulated time for opening the meeting, the General Shareholders' Meeting may be convened for a third time within 20 days from the intended date of conducting the second meeting; and in such case, the meeting shall be conducted irrespective of the number of attending shareholders representing total voting shares, and shall be deemed valid and have the right to make decisions on all issues proposed to be passed at the first General Shareholders' Meeting.
4. Only the General Shareholders' Meeting has the right to decide to change the meeting agenda enclosed with the invitation prescribed in Article 142 of this Law.

Article 20. Procedures for conducting and voting at General Shareholders' Meeting

1. Before opening the General Shareholders' Meeting, Baoviet Holdings must carry out procedures to register its shareholders and must implement such registration until all shareholders who are entitled to attend the meeting and who are present have been registered.
2. Votes include affirmative votes, negative votes and abstentions. The voting result shall be announced by the chair before the meeting ends unless otherwise prescribed by the company's charter. The General Meeting elects the persons responsible for counting votes or supervising the counting of votes at the proposal of the Chairman. The number of members of the vote counting committee shall be decided by the General Shareholders' Meeting based on the proposal of the Chairman of the meeting.
3. Any shareholder or authorized representative who comes to the General Shareholders' Meeting late shall be registered immediately and thereafter has the right to attend and vote at the meeting. The chairman is not responsible to delay the meeting so that late shareholders may register, and the effectiveness of any voting which has already been conducted before the late shareholders attended shall not be affected.
4. The Chairman of the Board of Directors shall act as chairman of all meetings which are convened by the Board of Directors. If the Chairman is absent or is temporarily unable to work, the remaining members of the Board of Directors shall elect one of them to act as the chairman of the meeting. If there is no person able to act as chairman, the Head of the Supervisory Board shall arrange for the General Shareholders' Meeting to elect the chairman of the meeting from amongst the persons attending the meeting, and the person with the highest number of votes shall act as the chairman of the meeting.

In other cases, the person who signed the document convening the meeting of the General Shareholders' Meeting shall arrange for the General Shareholders' Meeting to elect a chairman of the meeting, and the person with the highest number of votes shall act as the chairman of the meeting.

5. The agenda and issues to be discussed at the General Shareholders' Meeting must be passed at the opening session. According to the request of the Chairperson, the General Shareholders' Meeting has the right to amend the meeting agenda attached and sent with the meeting invitations. The agenda must set out the specific time to be spent on each issue at the meeting.
6. The chairman of the meeting has the right to organize necessary activities to run the General Shareholders' Meeting in a valid and orderly manner or to enable the meeting to reflect the wishes of the majority of attendees.
7. The chairman of the meeting may adjourn it if there is agreement from or on request by the General Shareholders' Meeting for which sufficient shareholders are present, for the reasons set out in article 146.8 of the *Law on Enterprises*.
8. The Convener of the General Shareholders' Meeting may require the shareholders or authorized representatives attending the General Shareholders' Meeting to be checked or be subject to lawful and reasonable security measures. Where any shareholder or authorized representative refuses to comply with the inspection rules or security measures mentioned

above, the Convener of the General Shareholders' Meeting may, after careful consideration, reject or expel such shareholder or representative from the General Shareholders' Meeting.

9. The Convener of the General Shareholders' Meeting may, after careful consideration, take appropriate measures to:
- (a) Arrange seating at the venue of the meeting of the General Shareholders' Meeting;
 - (b) Ensure safety for all persons present at the venue of the meeting;
 - (c) Facilitate the shareholders to attend (or continue to attend) the meeting.

The Convener of the General Shareholders' Meeting has full powers to change the above measures and take all other necessary measures which may include issuance of entry permits or use of other selected forms.

10. If the meeting of the General Shareholders' Meeting takes any of the above measures, then the Convener of the General Shareholders' Meeting may, when determining the venue of the meeting:
- (a) Notify that the meeting will be conducted at the venue stated in the notice and the chairman of the meeting shall be present there ("Official Venue of the Meeting");
 - (b) Arrange and organize matters so that the shareholders or authorized representatives unable to attend the meeting in accordance with this article or the persons who wish to attend at a venue different from the Official Venue of the Meeting can attend the meeting at the same time;

A notice of holding a meeting is not required to state the detailed measures for holding it in accordance with this article.

11. In this Charter (unless the context requires otherwise), all shareholders shall be deemed to attend the meeting at the Official Venue of the Meeting.
12. Baoviet Holdings shall hold the General Shareholders' Meeting at least once per year. The annual General Shareholders' Meeting shall not be held by way of collection of written opinions.
13. Holding the meeting of the General Shareholders' Meeting via technology:
- (a) The following types of technology can be used to hold a meeting of the the General Shareholders' Meeting: (i) Video; (ii) Telephone; (iii) Other techonology which allows the shareholders to connect to another; or (iv) combination of these technologies.
 - (b) In a case all shareholders are unable to attend together in one venue for the meeting using techonology and each shareholder may connect to other shareholders, the participating shareholders shall be considered as gathering together in a meeting and directly attending at such meeting, all procedures of the meeting of the General

Shareholders' Meeting carried out in such manner shall be lawful and valid as implementing in a meeting that all shareholders attend directly at a same place.

Article 21. Passing decisions of the General Shareholders' Meeting

1. Except for the cases stipulated in clauses 2 and 3 of this article, decisions of the General Shareholders' Meeting shall be passed when agreed by 65 % or more of the total votes of the shareholders with voting rights who are present in person or via their authorized representatives and voting at the General Shareholders' Meeting.
2. Election of membership to the Board of Directors and Supervisory Board must be implemented in accordance with article 148.3 of the Law on Enterprises.
3. Decisions of the General Shareholders' Meeting on the following matters shall be passed when agreed by 85 % or more of the total votes of the shareholders with voting rights who are present in person or via their authorized representatives and voting at the General Shareholders' Meeting: (i) Amendments of and additions to the Charter; (ii) Classes of shares and volume of shares offered for sale; (iii) Merge, restructuring or dissolution of enterprise; (iv) Decision on investment activities, the transfer of investment projects, the transfer of the Group's invested capital in joint-stock companies or multiple-member limited liability companies, or the sale of assets in cases where the value exceeds 50% of the Baoviet Holdings' equity or exceeds 50% of the owner's invested capital where the Baoviet Holdings' equity is lower than the owner's invested capital. Equity and owner's invested capital shall be determined based on the most recent quarterly or annual financial statements; (v) Increase or decrease of the Charter capital.
4. Resolutions of the General Shareholders' Meeting shall be approved when they are passed by 100% of the total number of votes of shareholders and shall be immediately valid and effective even if the sequence and procedures for passing resolutions are not correctly implemented as required by regulations.

Article 22. Authority and procedures for collection of shareholders' written opinions in order to pass decisions of the General Shareholders' Meeting

The authority and procedures for collecting shareholders' written opinions in order to pass a decision of the General Shareholders' Meeting shall be implemented in accordance with the following provisions:

1. Except for the cases specified in Clause 12 Article 20 of this Charter, the Board of Directors has the right to collect shareholders' written opinions in order to pass all contents under the deciding authority of the General Shareholders' Meeting if considered necessary in the interests of Baoviet Holdings.
2. The Board of Directors must prepare written opinion forms, a draft of the resolution of the General Shareholders' Meeting, and other documents explaining the draft resolution. The Board of Directors must ensure it sends and announces the documents to the shareholders within a reasonable period for their review and voting, and must send same at least 10 days prior to the expiry date for receipt of written opinion forms. The requirements and method of

sending the written opinion forms and any attached documents shall be implemented in accordance with the provision in article 18.3 of this Charter.

3. The written opinion form must contain the following basic details:
 - (a) Name, head office address and enterprise code number of Baoviet Holdings;
 - (b) Purpose of collecting written opinions;
 - (c) Full name, permanent address, nationality and number of people's identity card, citizen's card, passport or other lawful personal identification in respect of a shareholder being an individual; and the name, enterprise code number or number of the establishment decision, and head office address of a shareholder being an organization or the full name, permanent address, nationality and number of people's identity card, citizen's card, passport or other lawful personal identification of the authorized representative of the shareholder being an organization; and the number of shares of each class and number of votes of the shareholder;
 - (d) Issues on which it is necessary to obtain opinions in order to pass a decision;
 - (e) Voting options comprising agreement, non-agreement or abstention with respect to each issue on which it is necessary to obtain opinions;
 - (f) Time-limit within which the completed written opinion form must be returned to Baoviet Holdings;
 - (g) Full name and signature of the Chairman of the Board of Directors.
4. Any completed written opinion form must bear the signature of a shareholder being an individual, the authorized representative or of the legal representative of a shareholder being an organization..
5. A written opinion form may be returned to Baoviet Holdings by the following methods:
 - (a) By sending a letter in a sealed envelope, and no person may have the right to open the envelope prior to the vote counting;
 - (b) By sending a fax or email (provided that the fax number and email address of the shareholders provided to the Group by Vietnam Securities Depository at the Antique List) relevant shareholders; in case shareholders have not registered their fax numbers and email addresses with the Vietnam Securities Center, they must directly register their fax numbers and email addresses with the Group before realizing them. voting currently in accordance with this point): The opinion form sent to Baoviet Holdings via fax or email must be kept confidential until the time of counting the votes.

Any completed written form received by Baoviet Holdings after the deadline or that are opened (for those sent by mail) or revealed (for those sent by fax or email) shall be invalidated. Any written form which is not returned shall be deemed not to have participated in the voting.

6. The Board of Directors shall conduct the vote-counting and then prepare minutes of the vote counting in the presence of the Supervisory Board or of a shareholder who are not the Executives/Managers in Baoviet Holdings. The minutes of vote-counting shall contain the following basic details:
- (a) Name, head office address and enterprise code number of Baoviet Holdings;
 - (b) Purpose of collection of written opinions and issues on which it is necessary to obtain opinions in order to pass the resolution;
 - (c) Number of shareholders with total number of votes having participated in the vote, classifying the votes into valid and invalid and mentioning the method by which the votes were returned, and including an appendix being a list of the shareholders having participated in the vote;
 - (d) Total number of votes for agreement, non-agreement or abstention on each issue voted on;
 - (e) Ratified issues and ratio of affirmative votes ;
 - (f) Full name and signature of the Chairman of the Board of Directors, the person counting the votes and of the person who supervised the vote-counting.

The members of the Board of Directors and the persons who counted and supervised the vote-counting shall be jointly liable for the truthfulness and accuracy of the minutes of vote counting, and shall be jointly liable for any loss and damage arising from a decision which is passed due to an untruthful or inaccurate vote count.

7. The minutes shall be sent to all shareholders within fifteen (15) days after completion of the vote count; if Baoviet Holdings has a website, then the requirement on sending the minutes may be replaced by their publication on such website.
8. Written opinion forms which were returned, the minutes of the vote count, the full text of the resolution passed and any related documents or data sent with all of the written opinion forms must be archived at the head office of Baoviet Holdings.
9. Except for the case as regulated in clause 10 Article 22 of this Charter, a resolution which is passed by way of collecting shareholders' written opinions must be approved by the shareholders representing at least 75% of the total number of voting shares and shall have the same validity as a resolution passed at a meeting of the General Shareholders' Meeting.
10. Decisions of the General Shareholders' Meeting on the following matters, if passed by the way of collecting shareholders' written opinions, must be agreed by shareholders represent at least 85 % or more of the total voting shares: (i) Amendments of and additions to the Charter; (ii) Classes of shares and volume of shares offered for sale; (iii) Merge, restructuring or dissolution of enterprise; (iv) Decision on investment activities, the transfer of investment projects, the transfer of the Baoviet Holdings invested capital in joint-stock companies or multi-member limited liability companies, or the sale of assets where the transaction value exceeds 50% of the Baoviet Holdings equity or exceeds 50% of the owner's invested capital in cases where the Baoviet Holdings equity is lower than the owner's invested capital. Equity and owner's

invested capital shall be determined based on the most recent quarterly or annual financial statements; (v) Increase or decrease of the Charter capital.

Article 23. Minutes of meeting of General Shareholders' Meeting

1. Meetings of the General Shareholders' Meeting must be minuted and may be sound recorded or recorded and stored in other electronic forms. Minutes must contain the following main details:
 - (a) Name, head office address and enterprise code number;
 - (b) Time and venue of the meeting of the General Shareholders' Meeting;
 - (c) Program and agenda of the meeting;
 - (d) Full names of the chairman and secretary;
 - (e) Summary of the developments at the meeting and of the opinions expressed at the General Shareholders' Meeting on each issue on the agenda;
 - (f) Number of shareholders and total number of votes of attending shareholders, and appendix listing the registered shareholders and representatives of attending shareholders together with the number of shares and corresponding number of votes;
 - (g) Total number of votes for each issue voted on, specifying the method of voting, the total number of valid and invalid votes, the number of votes for and against and abstentions; and the corresponding ratio of the total number of votes of shareholders attending the meeting;
 - (h) Issues which were passed and corresponding ratio of votes in favour of passing;
 - (i) Signatures of the chairman and of the secretary. In case the chair or a secretary refuses to sign the minutes, the minutes is still effective if it bears the signatures of all other participating members of the Board of Directors and have adequate information prescribed in this Clause. The minutes shall specify that the chair or secretary refuses to sign it.
2. The minutes of a meeting of the General Shareholders' Meeting must be prepared in full and passed prior to the end of the meeting. The chairman and secretary of the meeting shall be jointly liable for the truthfulness and accuracy of the contents of the minutes.
3. Minutes of meetings and Resolutions shall be prepared in both Vietnamese and English. The English version must be consistent with the Vietnamese version. In the event of any discrepancy or difference in interpretation between the Vietnamese and English versions, the Vietnamese version shall prevail.
4. The minutes of a meeting of the General Shareholders' Meeting must be published on the website of Baoviet Holdings within twenty four (24) hours, or sent to all the shareholders within fifteen (15) days after the end of th Baoviet Holdings e meeting.

5. The minutes of a meeting of the General Shareholders' Meeting shall be deemed to be evidence confirming the work conducted at such meeting, except where there are opinions opposing such contents correctly provided in accordance with the procedures within ten (10) days after the date on which the minutes were recorded.
6. The minutes of a meeting of the General Shareholders' Meeting and the appendix listing the shareholders registered to attend such meeting, powers of attorney or authorizations to attend the meeting and other relevant data must be archived at the head office of Baoviet Holdings.

Article 24. Demand for cancellation of decisions of General Shareholders' Meeting

Within ninety (90) days from the date of receipt of the minutes of a meeting of the General Shareholders' Meeting or the minutes of results of counting written opinion forms of shareholders, members of the Board of Directors or of the Supervisory Board and the Chief Executive Officer, and a shareholder or group of shareholders as stipulated in article 12.3 of this Charter have the right to request a court or an arbitrator to cancel a decision of the General Shareholders' Meeting in the following cases:

1. The sequence and procedures for convening the meeting of the General Shareholders' Meeting, for obtaining written opinions from shareholders or for issuing the decision of the General Shareholders' Meeting did not comply with the *Law on Enterprises* and this Charter, except in the case set out in article 21.4 of this Charter.
2. The content of the resolution breached the law or Baoviet Holdings Charter.

In a case where a decision of the General Shareholders' Meeting is cancelled in accordance with a decision of a court or an arbitrator, the Convener of the meeting of the General Shareholders' Meeting at which such cancelled decision was passed may consider re-organizing the General Shareholders' Meeting within 60 day(s) in accordance with the sequence and procedures stipulated in the *Law on Enterprises* and this Charter.

VII. BOARD OF DIRECTORS

Article 25. Standing for election as and nominating members of Board of Directors

1. If candidates for election as members of the Board of Directors have been identified in advance, then information about such candidates must be included in the data for the meeting of the General Shareholders' Meeting and announced on Baoviet Holdings's website at least ten (10) days prior to such meeting in order for shareholders to access such information prior to voting. Candidates must provide a written undertaking that their personal details are truthful, accurate and appropriate, and must also undertake to discharge their duties honestly if elected as members of the Board of Directors. The following minimum details about candidates must be announced:
 - (a) Full name and date of birth;
 - (b) Educational standard;

- (c) Professional qualifications;
 - (d) Working history;
 - (e) Companies in which they have held positions as members of the Board of Directors and other managerial positions;
 - (f) Report assessing the candidate's contribution to Baoviet Holdings if such candidate is currently a member of the Board of Directors of Baoviet Holdings;
 - (g) Related interests (if any) in Baoviet Holdings;
 - (h) Full names of the shareholder or group of shareholders (if any) nominating such candidate;
 - (i) Any other information.
2. Shareholders owning ordinary shares have the right to aggregate the number of voting rights of several shareholders to nominate candidates for election as members of the Board of Directors. A shareholder or group of shareholders holding 10% of the total voting shares has the right to nominate a maximum of one (1) candidate; or holding from over 10% to below 30% has the right to nominate a maximum of two (2) candidates; or holding from 30% to below 40% has the right to nominate a maximum of three (3) candidates; or holding from 40% to below 50% has the right to nominate a maximum of four (4) candidates; or holding from 50% to below 60% has the right to nominate a maximum of five (5) candidates; or holding from 60% to below 70% has the right to nominate a maximum of six (6) candidates; or holding from 70% to below 80% has the right to nominate a maximum of seven (7) candidates; or holding from 80% to below 90% has the right to nominate a maximum of eight (8) candidates.
3. If the number of candidates is insufficient, then the incumbent Board of Directors may nominate additional candidates or they may be nominated in accordance with the regime stipulated by Baoviet Holdings in its internal rules on corporate governance. The procedures for the Board of Directors to introduce candidates for membership of such board must be clearly announced and passed by the General Shareholders' Meeting prior to vote in accordance with law.

Article 26. Composition and term of office of members of Board of Directors

1. The Board of Directors includes from 07 (seven) to 11 (eleven) members (or another number in line with the law from time to time), the specific number shall be decided by the General Shareholders' Meeting according to regulations of this Charter. The term of office of a member of the Board of Directors shall not exceed five (5) years, and a member of the Board of Directors may be re-elected for an unlimited number of terms.
2. The structure of membership of the Board of Directors is as follows:

The total number of independent members of the Board of Directors and the minimum number of independent members of the Board of Directors is determined under the form of downward

rounding. An individual may only be elected as an independent member of Board of Directors of a company for up to 02 consecutive terms.

3. Status as a member of the Board of Directors shall be terminated when he/she is replace, dismissed or discharged by General Shareholders' Meeting as prescribed in Article 160 of the Law on Enterprises and the following cases:
 - (a) Such member suffers a mental disorder and the other members of the Board of Directors have professional evidence that he or she has lost capacity for civil acts;
 - (b) Termination pursuant to a decision of the General Shareholders' Meeting;
 - (c) Failure to send personal details to Baoviet Holdings in his or her role as a candidate for election to the Board of Directors;
 - (d) The member of Board of Directors shall automatically lose his membership when no longer being the authorized representative of institutional shareholders.
 - (e) In other cases as stipulated by law and in this Charter.
4. The appointment of members of the Board of Directors must be disclosed in accordance with the law on securities and securities market.
5. Members of the Board of Directors must meet the standards and conditions as prescribed in Article 155 of the Enterprise Law and may not be shareholders in Baoviet Holdings.
6. A member of the Board of Directors may concurrently serve as a member of the Board of Directors or the Members' Council of no more than five (05) other companies.

Article 27. Powers and duties of Board of Directors

1. Business activities and affairs of Baoviet Holdings must be supervised and directed by the Board of Directors. The Board of Directors is the body with full powers to exercise all rights and discharge obligations of Baoviet Holdings which are not within the authority of the General Shareholders' Meeting.
2. The rights and obligations of the Board of Directors are as stipulated by law, this Charter and by the General Shareholders' Meeting. Specifically, the Board of Directors has the following powers and duties:
 - (a) Make decisions on the strategy, middle-term development plan, annual business plan and budget plan adjustment of the annual business plan of Baoviet Holdings upon its relevance to the actual business activities; deciding on market development, marketing and technology solutions.
 - (b) To determine operational objectives on the basis of strategic objectives approved by the General Shareholders' Meeting;

- (c) To vote, appoint and dismiss, discharge the Chairman of Board of Directors, Chief Executive Officer; To appoint and dismiss, discharge Enterprise Executives upon recommendation of the Chief Executive Officer and make decisions on their salary;
- (d) To supervise and direct the Chief Executive Officer and Enterprise Executives ;
- (e) To resolve complaints of Baoviet Holdings about Enterprise Executives and to make decisions selecting representatives of Baoviet Holdings to resolve issues relating to legal proceedings against such Enterprise Executives ;
- (f) To decide the organizational structure of Baoviet Holdings, internal management regulations of Baoviet Holdings and/or decentralization, and assign it to the Chairman of the Board of Directors, the Chief Executive Officer to decide;
- (g) To propose restructuring or dissolution of Baoviet Holdings;
- (h) To decide the internal rules on corporate governance after the General Meeting of Shareholders has passed them as being effective to protect the shareholders;
- (i) To approve the program, agenda and data for meetings of the General Shareholders' Meeting, to convene such meetings or to obtain opinions in order for the General Shareholders' Meeting to pass decisions;
- (j) To propose the dividend payout rates; To make decisions on the duration and the procedure on dividend payout or handling of the arising loss in the business;
- (k) To propose classes of shares to be issued and the total number of shares of each class to be issued;
- (l) To propose issuance of convertible bonds and warrants allowing the owner to buy stocks at a pre-determined price;
- (m) To determine the price of shares and convertible warrants offered for sale if so authorized by the General Shareholders' Meeting;
- (n) To submit to the General Shareholders' Meeting the audited annual financial statements and reports on management of Baoviet Holdings;
- (o) To report the appointment made by the Board of Directors of the General Director to the General Shareholders' Meeting;
- (p) To implement or decentralize the implementation of rights and responsibilities of Baoviet Holdings at enterprises where Baoviet Holdings holds contributed capital, shares;
- (q) To appoint or decentralize to appoint the authorized representatives to implement the ownership of shares or contributed capital at other enterprises, to decide the amount of remuneration and other benefits for those persons in accordance with prevailing regulations of the laws and internal rules;

- (r) To decide on investment activities, the transfer of investment projects, the transfer of the Baoviet Holdings' invested capital in joint-stock companies or multi-member limited liability companies, or the sale of assets where the transaction value is equal to or less than 50% of the Baoviet Holdings' equity, or equal to or less than 50% of the owner's invested capital in cases where the Group's equity is lower than the owner's invested capital. Equity and owner's invested capital shall be determined based on the most recent quarterly or annual financial statements;;
- (s) To issue norm of expense and other norms for the Supervisory Board, supporting machine of the Board of Directors and for member council, Supervisory member of subsidiaries that Baoviet Holding owns 100% charter capital;
- (t) To decide on lease, lending, mortgage, liquidation of assets of Baoviet Holdings where the transaction value is equal to or less than 50% of the Baoviet Holdings' equity, or equal to or less than 50% of the owner's invested capital in cases where the Group's equity is lower than the owner's invested capital. Equity and owner's invested capital shall be determined based on the most recent quarterly or annual financial statements; The lending and guarantee activities of Baoviet Holdings shall comply with the principles set out in Clause 4, Article 40 and Clause 4, Article 42 of this Charter.
- (u) To decide on capital mobilization (including the issuance of non-convertible bonds, without warrants) with the value less than ten (10%) per cent of the total value of assets of Baoviet Holdings recorded in the most recent audited/examined financial statements, by the methods that do not make change to the number of shares of Baoviet Holdings;
- (v) To decide on payments of compensation, settlement of damaged assets with the value less than ten (10%) percent of the total value of assets of Baoviet Holdings recorded in the most recent audited/examined financial statements;
- (w) Other rights and obligations (if any).
- (x) Establishment of branches and representative offices of Baoviet Holdings;
- (y) Establishing subsidiaries of Baoviet Holdings;
- (aa) Within the scope of article 153.2 of the *Law on Enterprises* and except for the cases stipulated in articles 138.2 and clauses 1 and 3 of article 167 of the *Law on Enterprises* in which the approval of the General Shareholders' Meeting is required, the Board of Directors may make decisions on the performance, amendment or cancellation of contracts of Baoviet Holdings;
- (bb) Decentralization of staff management (including staff positions at the Holdings and in enterprises in which the Group owns shares and contributed capital);
- (cc) Investments not included in the business plans and budgets exceeding 10% of the value of the annual business plan and budget or investments exceeding 10% of the value of the annual business plan and budget;

- (dd) Purchase or sale of shares or capital contribution portions in other companies established in Vietnam or overseas;
 - (ee) Valuation of assets contributed to Baoviet Holdings which are not in cash relating to the issuance of shares or bonds of Baoviet Holdings, comprising gold, land use rights, intellectual property rights, technology and technological know-how;
 - (ff) Redemption by Baoviet Holdings of no more than ten (10) per cent of shares of each class which were offered for sale within the previous twelve (12) month period. In all other cases, the repurchase of shares shall be decided by the General Shareholders' Meeting;
 - (gg) Decision on the redemption or recovery price of shares of Baoviet Holdings;
 - (hh) Business issues or transactions which require approval as decided by the Board of Directors within the scope of its powers and responsibilities.
 - (w) Other rights and obligations as prescribed by law, this Charter, and the Baoviet Holdings' internal regulations on governance
3. The Board of Directors must make a report to the General Shareholders' Meeting on its activities, in particular supervision by such Board of the Chief Executive Officer and other Enterprise Executives within a financial year. The Board of Directors must report to the General Shareholders' Meeting on the performance of the Board of Directors in accordance with the provisions of Article 280 of Decree No. 155/2020/ND-CP dated December 31, 2020 and Clause 82, Article 1 of Decree No. 245/2025/ND-CP dated September 11, 2025 of the Government detailing implementing a number of articles of Law on Securities.
4. Unless otherwise regulated by the law, the Board of Directors can assign, delegate or authorize to the Chief Executive Officer and other Enterprise Executives to be the representative to sign documents and organize the implementation of works under the competence of decision making and approval of the Board of Directors as being regulated in this Charter. The assignment, decentralization or authorization of the Board of Directors to the Chief Executive Officer and other business executives is specified in the internal documents of Baoviet Holdings issued by the Board of Directors, in accordance with the Baoviet Holdings' Charter and comply with relevant.

Article 28. Remuneration, salary and other benefits of members of Board of Directors

1. Members of the Board of Directors (excluding authorized representatives) are entitled to remuneration for their work in their capacity as members of such Board. The total remuneration for the Board of Directors shall be determined by the General Shareholders' Meeting and shall be distributed to members of such Board as agreed within the Board or shall be distributed amongst all members equally if the Board fails to reach an agreement.
2. Remuneration, operating expenses and other benefits of Board of Directors and each member of Board of Directors in accordance with this Charter and the law must be presented at the

operational reports of the Board of Directors to the shareholders at the General Shareholders' Meeting.

3. Any member of the Board of Directors who holds a managerial position or who works on a committee of the Board of Directors or who performs other work which is, in the opinion of the Board of Directors, beyond the scope of the normal duties of a member of the Board of Directors may be paid additional remuneration in the form of a lump sum wage on each occasion, or salary, commission, profit percentage or other form as decided by the Board of Directors. General Shareholders' Meeting authorize the Board of Directors to decide the additional remuneration and other benefit for members of the Board of Directors in compliance with regulations of the laws and Baoviet Holdings.
4. Members of the Board of Directors are entitled to reimbursement of all travel and accommodation expenses and other reasonable expenses paid by them when performing their responsibilities as a member of such Board, including expenses arising out of attending meetings of the General Shareholders' Meeting, of the Board of Directors or of committees of such Board.
5. Members of the Board of Directors may be entitled to purchase civil liability insurance by the Group after obtaining the approval of the General Shareholders' Meeting. This insurance does not cover the liability of members of the Board of Directors related to violations of the law and the Baoviet Holdings' Charter.

Article 29. Chairman of Board of Directors

1. The Board of Directors shall select from its members to elect one (01) Chairman and may select one (01) or more than one (01) Vice Chairman (if necessary). The Chairman of the Board of Directors shall not concurrently hold the position of Chief Executive Officer.
2. The Chairman of the Board of Directors is obliged to prepare the BOD meeting agenda and documents; convene and preside the BOD meeting; preside the General Shareholders' Meeting and has other rights and obligations according to the Enterprise Law and this Charter. The Vice Chairman of the Board of Directors has rights and obligations within the scope assigned and authorized by the Chairman. In case no one is authorized or the President of the Board of Directors is dead, missing, held in police custody, imprisoned, detained in a mandatory rehabilitation center or correctional institution, has fled the residence, has limited capacity or is incapacitated, has difficulties controlling his/her behaviors, is prohibited by the Court from holding certain positions or doing certain works, the remaining members shall elect one of them to hold the position of President of the Board of Directors under the majority rule until a new decision is issued by the Board of Directors.
3. Within the scope of authority and responsibility, the Chairman of the Board of Directors will implement the necessary work to ensure that the Board of Directors sends annual financial statements, operational reports of Baoviet Holdings, audit reports and inspection reports of the Board of Directors to the shareholders at the General Shareholders' Meeting.
4. The Chairman of the Board of Directors may be dismissed pursuant to a decision of such Board. If the Chairman of the Board of Directors resigns or is dismissed, the Board of Directors

must elect another person for replacement within a period of ten (10) days from the date of the resignation petition or the decision of removal.

Article 30. Meetings of Board of Directors

1. If the Board of Directors elects the Chairman, the initial meeting of a term of the Board of Directors in order to elect the Chairman and to pass other resolutions within its authority must be conducted within a time-limit of seven working days from the date of completion of the election of the Board of Directors for that term. Such meeting shall be convened by the member who obtains the highest number or percentage of votes. If two or more members obtain the same highest number or percentage of votes, such members shall elect by a majority vote a person amongst them to convene the meeting.
2. The Chairman of the Board of Directors must convene regular and extraordinary meetings of the Board of Directors, and must prepare the agenda, time and venue of a meeting within at least 5 working days before the proposed date of such meeting. The Chairman may convene a meeting at any time considered necessary, but there must be at least one meeting every quarter.
3. The Chairman of the Board of Directors must convene a meeting of the Board of Directors when any of the following entities makes a written request stating the purpose of the meeting and the issues to be discussed, and the meeting must not be delayed without a legitimate reason:
 - (a) Supervisory Board;
 - (b) Chief Executive Officer or at least five Executive Managers;
 - (c) Independent member of the Board of Directors;
 - (d) At least two (2) members of the Board of Directors;
 - (e) In other cases according to this Charter and the law (if any).
4. The Chairman of the Board of Directors must convene a meeting of such Board within seven (7) working days after the date of receipt of a request set out in clause 3 above. If a meeting is not convened as requested, then the Chairman shall be liable for any loss and damage caused to Baoviet Holdings; the person making the request as referred to in clause 3 of this article may then himself/herself convene a meeting of the Board.
5. Where the independent auditor makes a request to conduct an audit of the financial statements of Baoviet Holdings, the Chairman of the Board of Directors must convene a meeting of the Board of Directors in order to discuss the audit report and status of Baoviet Holdings.
6. Meetings of the Board of Directors shall be conducted at the head office of Baoviet Holdings or at another address in Vietnam or abroad as decided by the Chairman of the Board and agreed by the Board of Directors.
7. The notice of a meeting of the Board of Directors must be sent to the members of such Board at least 5 working days before holding the meeting; the members of the Board of Directors

may refuse the notice of invitation in writing. The notice of the meeting of the Board of Directors must be in writing and in Vietnamese, and must provide complete information about the agenda, time and venue of the meeting, accompanied by necessary documents regarding the issues to be discussed and voted on at the meeting and voting cards for the members of such Board.

The notice of invitation shall be sent by post, fax, email or other method guaranteed to reach the contact address of each member of the Board of Directors and Supervisory members registered with Baoviet Holdings.

The Chairman of the Board of Directors or the convener must also send the notice of meeting invitation together with the enclosed documents to all the Supervisory members and the Chief Executive Officer, in the same manner as to the members of the Board of Directors. The Supervisory member and the Chief Executive Officer who is not a member of the Board of Directors, shall have the right to attend meetings of the Board of Directors and to discuss issues but not to vote.

8. Meetings of the Board of Directors shall be conducted if at least three-quarters of the number of members of such Board are present in person or via their representatives (being authorized representatives). Members are authorized to authorize others to attend meetings and vote if approved by a majority of the Board of Directors.
If the number of attending members is insufficient as stipulated, the meeting must be re-convened within seven (7) days from the proposed date of the first meeting. The re-convened meeting shall be conducted if more than half of the number of members of the Board of Directors attend.
9. A meeting of the Board of Directors may be held by way of a conference call between the members of the Board when all or a number of members are at different places, provided that each attending member is able:
 - (a) To hear each other member of the Board of Directors expressing opinions at the meeting;
 - (b) To express his/her opinions at the same time as other attending members.

Communication between the members may be implemented directly via telephone or by other means of communication or by a combination of such means. The members of the Board of Directors who attend such a meeting shall be deemed physically present at such meeting. The venue of the meeting to be held in accordance with this provision shall be the venue where the group with the largest number of members of the Board gathers, or shall be the venue where the chairman of the meeting is present.

Decisions to be passed at a meeting via telephone which is duly held and conducted shall take effect immediately after the closing of the meeting, but must be confirmed by the signatures on the minutes from all attending members of the Board of Directors.

10. Members of the Board of Directors may send their voting cards to the meeting by letter, facsimile or email; if sent by letter, they must be sent in a sealed envelope and reach the Chairman of the Board no later than one (1) hour prior to commencement of the meeting. Voting cards may only be opened in the presence of all people attending the meeting.

11. Voting.

- (a) Except for clause 11(b) of this article, each member of the Board of Directors or his or her authorized person pursuant to clause 8 of this article and who is present in his or her capacity as an individual at a meeting of the Board of Directors shall have one vote;
 - (b) A member of the Board of Directors is not permitted to vote on any contract, transaction or proposal in which such member or any related person of such member has an interest which conflicts or possibly conflicts with the interests of Baoviet Holdings. A member of the Board of Directors shall not be included in the quorum required to be present to hold a meeting of such Board regarding decisions on which such member does not have the right to vote;
 - (c) Pursuant to clause 11(d) of this article, when an issue arises at a meeting of the Board of Directors relating to the interests of a member of such Board or relating to the voting right of a member which is not resolved by voluntary waiver of the voting right of the relevant member of the Board of Directors, such issue shall be referred to the chairman of the meeting for decision. The decision of the chairman on such issue shall be final, except where the nature or scope of the interest of the relevant member of the Board of Directors has not been fully announced;
 - (d) Any member of the Board of Directors who benefits from any contract stipulated in articles 40.5(a) and 40.5(b) of this Charter shall be deemed to have a material interest in such contract;
12. Any member of the Board of Directors who directly or indirectly benefits from a contract or transaction signed or intended to be signed with Baoviet Holdings and is aware that he/she has an interest in such contract or transaction is responsible to disclose the nature and content of such interest at the meeting where the Board considers the signing of such contract or transaction for the first time. Where a member of the Board of Directors is unaware that such member and his/her related persons have an interest at the time a contract or transaction is signed with Baoviet Holdings, such member must publicly announce his/her related interests at the first meeting of the Board of Directors to be held after such member becomes aware that he/she has or will have an interest in the relevant contract or transaction.
13. The Board of Directors shall pass decisions and issue resolutions on the basis of the consent of the majority of members of such Board present (higher than 50%). Where the number of votes for and against are equal, then the vote of the Chairman of the Board of Directors shall be the deciding vote.
14. A resolution by way of collection of written opinions shall be approved on the basis of the consent of the majority of members of the Board of Directors who have voting rights. Such resolution shall have the same effect and validity as a resolution passed by the members of the Board of Directors at a meeting.

The collection of written opinions shall be conducted as following:

- a. The Board of Directors' Chairman shall have the right to request for opinions from Board of Directors' member in written form in order to approve the resolutions of the Board of

Directors anytime if necessary for the interest of Baoviet Holdings; Where the Chairman has not have the right to vote as stipulated at Clause 11 (b) of this Article, the person collecting opinions from Board of Directors member shall be appointed in compliance with the same principle at Clause 2 Article 29 of this Charter.

b. The Board of Directors' Chairman/The person collecting opinions from BOD member must prepare the request form for opinion collection from Board of Directors member. The request form must include the essential contents as follows: (i) issues/contents for opinion collection, (ii) voting solution including agreement, disagreement and/or abstention, (iii) deadlines for sending voting letter to Baoviet Holdings, (iv) full name, signature of Board of Directors' Chairman and full name, signature of Board of Directors' members requested to provide opinions. After receiving the request form, members of the Board of Directors may send the voting letter to Baoviet Holdings within the time-limit stated in the request form via the following means: (i) sending directly to the person in charge of corporate governance of Baoviet Holdings (including via post); or (ii) sending via email/facsimiles of other legal electronic methods to the person in charge of corporate governance of Baoviet Holdings (provided that method is registered in advance with Baoviet Holdings).

c. The Board of Directors' Chairman/ the person collecting opinions from Board of Directors' member shall organize the vote counting and draft the minutes of voting counting under the supervision of Supervisory Board's representative(s) if the Chairman considers as necessary and the Supervisory Board approves and vice versa. The minutes of the vote counting must include the following contents: (i) issues needed opinion collecting, (ii) the total number of attending member of the Board of Directors in the vote, in which to identify the eligible and ineligible votes, (iii) total number of votes to agree, disagree or abstention regarding on each issues, (iv) approved resolution, and (v) full name, signature of the Chairman and the Supervisory Board's representative (upon the supervision of Supervisory Board's representatives).

d. In case where the number of agreed votes and disagreed votes are equal, the opinion of the BOD's Chairman/the person collecting opinions shall be the final opinion.

15. The Chairman of the Board of Directors is responsible to deliver the minutes of a meeting of the Board to the members, and such minutes shall be authentic evidence of the work carried out at such meeting unless there is an objection to the contents of the minutes provided within ten (10) days from the date of delivery. The minutes of a meeting of the Board of Directors must be prepared in Vietnamese. In case of necessary, the meeting minutes shall be made or/and translated into foreign language. In case there is a difference between the minutes in Vietnamese and foreign languages, the content in the minutes in Vietnamese shall prevail. The meeting minutes must have the signatures of the Chairman and the person preparing the minutes.

The chairperson, the person recording the minutes and the people signing the minutes must be responsible for the truthfulness and accuracy of the content of the minutes of the meeting of the Board of Directors. Minutes of the Board of Directors meeting and documents used in the meeting must be kept at the head office of the Group

Article 31. Committees of Board of Directors

1. Committees of the Board of Directors: The Board of Directors may establish Committees to support the Board of Directors. Members of Committee may include one or more member of the Board of Directors and one or more external member pursuant to the Board of Directors'

decision. During the course of performance of authorized powers, Committees must comply with regulations stipulated by the Board of Directors. These regulations may govern or permit the admission of additional member who are not members of the Board of Directors to the Committees mentioned above and permit such person to vote in the capacity as a member of Committee, but: (a) must ensure that the number of external members must be less than a half of the total number of member of the Committee, and (b) the Committee's resolution shall take effect only when the majority of members attending and voting at the Committee's meeting is the Board of Directors' member.

2. The implementation of the Board of Directors' resolution, or the Committees' resolution, or the person who has the capacity of the Committee's member must comply with applicable laws and provisions in this Charter. The Board of Directors decides annual operating cost of the committees of the Board of Directors from the source of annual operating cost of company.

Article 32. Person responsible for corporate governance

1. The Board of Directors must appoint at least one (1) person to act as the person in charge of corporate governance in order to assist corporate governance to be carried out effectively. The term of office of such person shall be decided by the Board of Directors, but shall be a maximum five (5) years.
2. The person in charge of corporate governance must satisfy the following criteria:
 - (a) Have knowledge and understanding of the law;
 - (b) Not concurrently work for the independent auditor currently auditing the financial statements of Baoviet Holdings;
 - (c) Other criteria stipulated by law, this Charter and decisions of the Board of Directors.
3. The Board of Directors may dismiss the person in charge of Corporate Governance but not contrary to the applicable law on labour. The Board of Directors may appoint an assistant to the person in charge of corporate governance from time to time.
4. The person in charge of corporate governance has the following rights and obligations:
 - (a) To advise the Board of Directors on organizing meetings of the General Shareholders' Meeting and on relevant work as between Baoviet Holdings and shareholders;
 - (b) To prepare meetings of the Board of Directors, of the Supervisory Board and of the General Shareholders' Meeting as requested by the Board of Directors or Supervisory Board;
 - (c) To advise on meeting procedures;
 - (d) To attend all meetings;

- (e) To advise on procedures for formulating resolutions of the Board of Directors in compliance with the law;
- (f) To provide financial information, copies of minutes of the Board of Directors and other information to members of the Board of Directors and of the Supervisory Board;
- (g) To supervise and report to the Board of Directors on activities being disclosure of information by Baoviet Holdings;
- (h) To maintain confidentiality of information in accordance with law and this Charter;
- (i) Other rights and obligations as stipulated by law and this Charter.

VIII. CHIEF EXECUTIVE OFFICER AND OTHER MANAGERS

Article 33. Organization of managerial apparatus

The managerial system of Baoviet Holdings must ensure that the managerial apparatus is liable to the Board of Directors and is subject to supervision by and direction from such Board in the daily business work of Baoviet Holdings. Baoviet Holdings has a Chief Executive Officer, Deputy Chief Executive Officers, Chief Accountant, Directors of Block, Head of Division/Chief of the Secretariat/ Directors of Center/ Directors of Branches, and other positions.

Article 34. Enterprise Executives

1. At the request of the Chief Executive Officer and upon approval of the Board of Directors, Baoviet Holdings may recruit other Enterprise Executive in the numbers and with the appropriate standards which satisfy the rules of Baoviet Holdings as decided by the Board of Directors. Enterprise Executive must be diligent in order to assist Baoviet Holdings to achieve its stated objectives during its operation and organization.
2. Salary, remuneration, benefits and other terms in the labour contract with the Chief Executive Officer shall be decided by the Board of Directors, and labour contracts with other managers shall be decided by the Board of Directors after consulting the Chief Executive Officer.

Article 35. Appointment, removal, duties and powers of Chief Executive Officer

1. The Board of Directors shall appoint one (1) member of such Board or another person to be the Chief Executive Officer and shall enter into a contract with him/her which specifies salary, remuneration and other benefits. Information about the salary, allowances and other benefits of the Chief Executive Officer must be reported at the annual General Shareholders' Meeting, set out in a separate section of the annual financial statements and must be set out in the annual report of Baoviet Holdings.
2. The term of office of the Chief Executive Officer shall be no more than five (5) years and he/she may be re-appointed. The effectiveness of the appointment may end pursuant to the provisions in the labour contract. The Chief Executive Officer must not be a person prohibited

by law from holding such a position and must satisfy the standards and conditions stipulated by law and this Charter.

3. The Chief Executive Officer shall not be a related person of the enterprise managers, Controllers of Baoviet Holdings, or the State Capital Representative as prescribed in Point d, Clause 46, Article 4 of the Law on Securities.
4. The Chief Executive Officer has the following powers and responsibilities:
 - (a) To make and submit annual business plans of Baoviet Holdings to the Board of Directors; To implement resolutions of the Board of Directors and of the General Shareholders' Meeting, and business plans of Baoviet Holdings approved by the Board of Directors and/or the General Shareholders' Meeting;
 - (b) To make decisions on all matters which do not require a decision of the General Shareholders' Meeting or the Board of Directors including the signing of financial and commercial contracts on behalf of Baoviet Holdings, and on the organization and operation of day-to-day business of Baoviet Holdings in accordance with best management practices;
 - (c) To recommend the number and category of Enterprise Executives, other managers of Baoviet Holdings needs to recruit for appointment or removal by the Board of Directors in order to implement good management operation upon request of the Board of Directors; To advise the Board of Directors to make decisions on salary, remuneration, benefit and other terms of the labor contract of Enterprise Executives, other managers;
 - (d) To consult the Board of Directors to make decisions on the number of employees, their wage rates, allowances, benefits, the appointment or removal and other terms of their labour contracts, except for the position appointed by the Board of Directors;
 - (e) To prepare long-term strategy plans, annual business plans of Baoviet Holdings. Annual business plans must be submitted for the approval of the Board of Directors and must contain information as regulated in internal rules of Baoviet Holdings. No later than the 30th date of November each year, Chief Executive Officers must submit the business plan of the next financial year which satisfies requirements of budget plan and in line with the 05-year plans and financial strategy and market forecast of the planning year;
 - (f) To suppose methods enhancing operation and management activities of Baoviet Holdings;
 - (g) To exercise all other activities according to regulations of this Charter and internal rules of Baoviet Holdings, resolutions of the Board of Directors and the labour contract of the Chief Executive Officer and the laws.
5. The Chief Executive Officer is responsible before the Board of Directors and the General Shareholders' Meeting for implementing assigned duties and powers, and must report to such authorities if so required.

6. The Board of Directors may remove the Chief Executive Officer upon consent of the majority of the attending members of such Board with voting rights, and appoint a new Chief Executive Officer in replacement.

IX. SUPERVISORY BOARD

Article 36. Standing for election as and nominating Supervisory members

1. Standing for election as and nominating Supervisory members shall be implemented in accordance with the corresponding provisions in clauses 1 of Article 25 of this Charter. Shareholders holding common shares shall have the right to cumulate the voting rights of each individual to appoint the candidates for the Supervisory Board. Shareholder or group of shareholders held 10% of total shares with voting rights may nominate one (01) candidate; held from over 10% to less than 30% of total shares with voting rights may nominate a maximum of two (02) candidates; held from 30% to less than 40% of total shares with voting rights may nominate a maximum of three (03) candidates; held from 40% to less than 50% of total shares with voting rights may nominate a maximum of four (04) candidates; held from 50% and above of total shares with voting rights may nominate up to five (05) candidates.
2. If the number of candidates for election to the Supervisory Board after standing for election and nomination is insufficient, then the incumbent Supervisory Board may nominate additional candidates or organize nomination in accordance with the rules in this Charter and the internal rules on corporate governance. The mechanism by which the incumbent Supervisory Board nominates additional candidates must be clearly announced before the General Meeting of the Shareholders votes to elect a member of Supervisory Board in accordance with law.

Article 37. Supervisory members

1. The number of Supervisory members of Baoviet Holdings is from (03) to (05) people. The specific number shall be decided and approved by the General Shareholders' Meeting according regulations of this Charter. The term of office of Supervisory members shall not exceed five (5) years and there is no restriction on re-election of Supervisory members for further terms. More than half of the Supervisory member shall be residents of Vietnam.
2. Supervisory members must satisfy the criteria and conditions stipulated in Article 169 of the *Law on Enterprises* and in this Charter, and must not fall within the following categories:
 - (a) Working in the accounting or auditing sections of Baoviet Holdings;
 - (b) Having worked within a period during the previous three (3) consecutive years as a member or staff of the independent auditor auditing the financial statements of Baoviet Holdings.
3. The Head of the Supervisory Board shall have a bachelor's degree or higher in economics, finance, accounting, audit, law, business administration or another major that is relevant to the Baoviet Holdings' operation, and has the following rights and obligations:

- (a) To convene meetings of the Supervisory Board;
 - (b) To request the Board of Directors, the Chief Executive Officer and Enterprise Executive to provide relevant information in order to report to the Supervisory Board;
 - (c) To prepare and sign reports of the Supervisory members after consulting the Board of Directors, and to submit same to the General Shareholders' Meeting.
4. An Supervisory member shall be dismissed, removed in cases where they are dismissed or removed by the General Shareholders' Meeting as prescribed in Article 174 of Law on Enterprise.

Article 38. Rights and obligations of the Supervisory Board; Meetings of the Supervisory Board; Salaries, remunerations and other benefits of members of the Supervisory Board

1. The Supervisory Board has the rights and obligations stipulated in article 170 of the *Law on Enterprises* and also the following rights and obligations:
- (a) To propose and recommend that the General Shareholders' Meeting ratify the independent auditor to audit the financial statements of Baoviet Holdings;
 - (b) To be liable before the shareholders for its supervisory activities;
 - (c) To supervise the financial status of Baoviet Holdings, and the legality of the activities of members of the Board of Directors, of the Chief Executive Officer, and of other Enterprise Executive, and coordination of activities as between the Supervisory Board on the one hand with the Board of Directors, Chief Executive Officer and shareholders on the other hand;
 - (d) On discovery of a breach of law or breach of a provision in this Charter by a member of the Board of Directors, Chief Executive Officer or other Enterprise Executive, to provide written notice thereon to the Board of Directors within 48 hours and to demand the offender terminate such breach and implement solutions to remedy the consequences;
 - (e) To formulate the Regulations on Operation of the Supervisory Board and submit them to the General Shareholders' Meeting for ratification;
 - (f) Submit reports to the General Shareholders' Meeting in accordance with Article 290 of Decree No. 155/2020/ND-CP dated December 31, 2020 elaborating some Articles of the Law on Securities.
 - (g) Other rights and obligations prescribed by law and [this Charter].
2. Members of the Board of Directors, the Chief Executive Officer and other Enterprise Executive must provide all information and documents relating to the operations of Baoviet Holdings at the request of the Supervisory Board. The person in charge of corporate governance must ensure that complete copies of all resolutions and minutes of meetings of the

General Shareholders' Meeting and of the Board of Directors, financial information and other information and data which has been provided to shareholders and members of the Board of Directors must also be provided to the Supervisory Board at the same time and by the same method it is provided to shareholders and members of the Board of Directors.

3. The Supervisory Board may issue regulations on meetings of the Supervisory Board and on its operational manner. The Supervisory Board must meet at least twice each year and there must be at least two-thirds of the number of members of the Supervisory Board attending such meetings. Minutes of these meetings must be detailed, bear the signatures of the minute taker and participating members. All minutes of meetings of the Supervisory Board must be retained in order to attribute responsibility of each member. The Supervisory Board is entitled to request members of the Board of Directors, the Chief Executive Officer and representatives of the accredited audit organization to participate in its meetings and clarify raised issues
4. Remuneration, salaries and other benefits of the members of the Supervisory Board shall be decided by the General Shareholders' Meeting. The General Shareholders' Meeting authorizes the Board of Directors to decide other additional benefit (if any) for Supervisory members working on a full-time basis in compliance with regulations of Baoviet Holdings and the laws. Members of the Supervisory Board shall the reasonable costs of accommodation, travel and independent counseling services reimbursed. The total costs must not exceed the annual budget of the Supervisory Board which has been approved by the General Shareholders' Meeting, unless otherwise decided by the General Shareholders' Meeting.

Salaries and operating costs of the Supervisory Board shall be recorded as the Baoviet Holding' operating costs in accordance with regulations of law on corporate income tax, presented in a separate section of the Baoviet Holdings' annual financial statement.

X. RESPONSIBILITIES OF MEMBERS OF THE BOARD OF DIRECTORS, SUPERVISORY MEMBERS, CHIEF EXECUTIVE OFFICER AND OTHER ENTERPRISE EXECUTIVE

Article 39. Responsibility to be prudent

Members of the Board of Directors, Supervisory members, the Chief Executive Officer and other Enterprise Executive are responsible to perform their duties including duties in their capacity as members of a committee of the Board of Directors, honestly, prudently and in the interests of Baoviet Holdings.

Article 40. Responsibility to be honest and avoid conflicts of interest

1. Members of the Board of Directors, Supervisory members, the Chief Executive Officer and other Enterprise Executive must publicly disclose their relevant interests in accordance with article 164 of the *Law on Enterprises* and other laws.
2. Members of the Board of Directors, Supervisory members, the Chief Executive Officer and other Enterprise Executive are not permitted to use business opportunities profitable to Baoviet Holdings for personal purposes; and at the same time are not permitted to use information obtained by virtue of their position for their personal interests or for the interests of other organizations or individuals.

Members of the Board of Directors, Supervisory members, the Chief Executive Officer and other Enterprise Executive shall send written notices to the Board of Directors and the Supervisory Board of the transactions between the Baoviet Holdings, subsidiary, companies over 50% of charter capital of which is held by the Baoviet Holdings with them or with their related persons as prescribed by law. The Company shall disclose information about the transactions that are approved by the General Shareholders' Meeting or the Board of Directors in accordance with regulations of the Law on Securities on information disclosure.

Except for case under the decision-making authority of the General Shareholders' Meeting, when the Board of Directors is informed of related contracts, such contracts may be continued if so agreed by a majority of the other members of the Board of Directors. However, members of Board of Directors shall have to ensure that any conflict of interests shall be managed appropriately. A member of the Board of Directors may not vote on a transaction that benefits such member or a person related to that member.

3. Members of the Board of Directors, Supervisory members, the Chief Executive Officer and Enterprise Executive are obliged to notify the Board of Directors of all interests which may conflict with the interests of Baoviet Holdings and to which they may be entitled via other economic legal entities, transactions or individuals.
4. Unless otherwise resolved by the General Shareholders' Meeting, the Group shall not grant loans or guarantees to members of the Board of Directors, Controllers, the Chief Executive Officer, other Executive Officers who are not shareholders, and individuals or organizations related to such persons. In cases where loans or guarantees are granted to related organizations of members of the Board of Directors, Controllers, the Chief Executive Officer, or Executive Officers of Baoviet Holdings, where Baoviet Holdings and such organizations are companies within the same group or companies operating under a group structure, including parent company-subsidiary relationships or economic groups, such transactions shall be approved by the General Shareholders' Meeting or the Board of Directors in accordance with Clause 5 of this Article and Clause 4, Article 42 of this Charter.
5. The General Shareholders' Meeting or Board of Directors shall approve contracts and transactions between the company and the following related persons: (i) Shareholders and authorized representatives of shareholders that are organizations holding more than 10% of the company's total ordinary shares and their related persons; (ii) Members of the Board of Directors, the Chief Executive Officer and their related persons; (iii) Enterprises that must be declared by members of the Board of Directors, Supervisory members, Chief Executive Officer and other executives as prescribed in Clause 2 Article 164 of the Law on Enterprise.
Cụ thể:
 - (a) The Board of Directors shall approve the contracts and transactions (or transactions resulting in an aggregate transaction value incurred within twelve (12) months from the date of the first transaction) with a value equal to or less than 50% of the Baoviet Holdings' equity, or equal to or less than 50% of the owner's invested capital in cases where the Baoviet Holdings' equity is lower than the owner's invested capital. Equity and owner's invested capital shall be determined based on the most recent quarterly or annual financial statements. In this case, the person that signs the contract or conducts the transaction on behalf of Baoviet Holdings shall send a notification to the members of the Board of Directors and Supervisory member of the related persons together with the draft contract or transaction summary. The Board of Directors shall decide whether to approve the contract or transaction within 15 days from the day on

which the notification is received. Members of the Board of Directors that are related to the parties to the contract or transaction must not vote.

- (b) The General Shareholders' Meeting shall approve contracts and transactions other than those specified in Point a Clause 5 of this Article. The representative of the Baoviet Holdings who signs a contract or transaction must notify the Board of Directors and the Supervisory members of the subjects related to such contract or transaction and enclose it with a draft contract or notice of contents, principal of the transaction. The Board of Directors submits the draft contract, transaction or explanation on the main content of the contract or transaction at the General Shareholders' Meeting or collects shareholders' opinions in writing. In this case, shareholders who have interests related to the parties in the contract or transaction do not have the right to vote.

Article 41. Responsibilities for damage and compensation

1. Members of the Board of Directors, Supervisory members, the Chief Executive Officer and other Enterprise Executive who breach their obligations and responsibilities to be honest and prudent or who fail to fulfil their obligations with due diligence and professional capability, must be liable for any loss and damage caused by their breach.
2. Baoviet Holdings shall pay compensation to any person who has been, is or is likely to become a related party in a claim, suit or legal proceeding (including civil and administrative cases other than those initiated by Baoviet Holdings) if such person was or is a member of the Board of Directors, a manager, employee or authorized representative of Baoviet Holdings, or such person acted or is acting at the request of Baoviet Holdings in the capacity of a member of the Board of Directors, an Supervisory member, the Chief Executive Officer, other manager, employee or authorized representative of Baoviet Holdings, provided that such person acted honestly, prudently and diligently in the best interests of Baoviet Holdings or not contrary to the best interests of Baoviet Holdings on the basis of compliance with law, and there is no evidence that such person committed a breach of his/her responsibilities.
3. When implementing the functions, duties or work authorized by Baoviet Holdings, any member of the Board of Directors, an Supervisory member, the Chief Executive Officer or other manager, an employee or an authorized representative of Baoviet Holdings is entitled to compensation paid by Baoviet Holdings when they become a related party in a claim, suit or legal proceeding (excluding legal actions initiated by Baoviet Holdings) in the following cases:
 - (a) They acted honestly, prudently and diligently in the interests of Baoviet Holdings and not contrary to the best interests of Baoviet Holdings;
 - (b) They complied with law and there is no evidence that they failed to perform their responsibilities.
4. Expenses being compensation shall comprise expenses arising (including legal fees), fines and other items payables actually arising or deemed reasonable when dealing with such cases within the framework permitted by law. Baoviet Holdings may purchase insurance for such persons in order to avoid Baoviet Holdings itself having to pay compensation.

XI. CERTAIN PROVISIONS APPLICABLE TO STATE-OWNED ENTERPRISES

Article 42. Compliance with Applicable Laws and Regulations for State-Owned Enterprises

Baoviet Holdings is a state-owned enterprise; therefore, the Group shall comply with regulations relating to the management of state capital in enterprises as prescribed by the Law on the Management and Investment of State Capital and other relevant legal regulations, including but not limited to the following:

1. The State Capital Representative shall comply with regulations relating to reporting to and obtaining opinions from the Ministry of Finance prior to participating in voting at meetings of the General Shareholders' Meeting and meetings of the Board of Directors of Bao Viet Holdings.
2. Baoviet Holdings shall manage the Baoviet Holdings' invested capital in joint-stock companies and limited liability companies through the Baoviet Holdings' capital representatives in accordance with applicable laws, Baoviet Holdings' internal regulations, and the charters of the relevant enterprises.
3. The investment, transfer of investment projects, and transfer of Baoviet Holdings' invested capital shall be carried out in accordance with the Law on the Management and Investment of State Capital and other relevant laws and regulations.
4. The lending and guarantee activities of Baoviet Holdings shall only be conducted in respect of subsidiaries in which Baoviet Holdings owns more than 50% of the charter capital and shall be subject to the following principles:

- The aggregate value of guarantees granted for subsidiary borrowings from credit institutions shall not exceed the actual contributed capital of Baoviet Holdings in such subsidiary at the time the guarantee is granted. Guarantees for borrowings to implement investment projects must be based on an assessment of the effectiveness of the investment project and be supported by a commitment to timely repayment of the guaranteed loan;

- The aggregate value of loans granted to each subsidiary shall not exceed the actual contributed capital of Baoviet Holdings in such subsidiary at the time the loan is granted. Where the amount exceeds the threshold prescribed in this Clause, Baoviet Holdings shall report to the Ministry of Finance for review and approval prior to submission to the General Shareholders' Meeting or the Board of Directors of Baoviet Holdings for approval;

- The aggregate value of guarantees granted for subsidiary borrowings from credit institutions and loans granted to subsidiaries shall not exceed the actual contributed capital of Baoviet Holdings in such subsidiary at any time;

Compliance with the Law on the Management and Investment of State Capital and other relevant laws and regulations.

5. Baoviet Holdings shall report to the Ministry of Finance on its business operations in accordance with the Law on the Management and Investment of State Capital, including the following:
 - Baoviet Holdings' development strategy and annual business plan;
 - Resolutions and decisions of the General Shareholders' Meeting and the Board of Directors;
 - Quarterly implementation results, including investment projects and the progress of implementation of Baoviet Holdings' investment projects;

- Reports on the management and investment of state capital in the enterprise;
 - Issues arising that affect Baoviet Holdings' business performance;
 - Results of internal supervision;
 - Other reporting contents to the Ministry of Finance as prescribed in this Article and applicable laws and regulations.
6. Baoviet Holdings shall make periodic and ad hoc disclosures in accordance with the laws on enterprises.

XI. RIGHT TO INVESTIGATE BOOKS AND RECORDS OF COMPANY

Article 43. Right to investigate books and records

1. Ordinary shareholders have the right, in person or via an authorized person, to send a written request to inspect the information of shareholders in the list of shareholders and minutes of meetings of the General Shareholders' Meeting and to copy or extract such records during business hours at the head office of Baoviet Holdings. A request for inspection made by the authorized representative of a shareholder must be accompanied by a power of attorney from the shareholder who is represented or a notarized copy of such power of attorney.
2. Members of the Board of Directors, Supervisory members, the Chief Executive Officer and other managers have the right to inspect the register of shareholders of Baoviet Holdings, the list of shareholders and other books and records of Baoviet Holdings for purposes relevant to their positions, provided that such information must be kept confidential.
3. Baoviet Holdings must archive this Charter, any amendments and additions to it, the Enterprise Registration Certificate, rules, documents proving ownership of assets, resolutions of the General Shareholders' Meeting and of the Board of Directors, minutes of meetings of the General Shareholders' Meeting and of the Board of Directors, reports of the Board of Directors and of the Supervisory Board, annual financial statements, accounting books and any other documents stipulated by law.
4. This Charter must be published on the website of Baoviet Holdings.

XII. PARTY ORGANIZATION, UNIONS

Article 44. Party organization, unions

The political and mass organizations of Baoviet Holdings include the Party Committee of Baoviet Holdings, the Trade Union, the Youth Union, the Veterans' Association, the Women's Union, and other mass organizations lawfully established in accordance with applicable laws.

1. The Party Committee of the Group is a subordinate Party organization under the leadership and direction of the Party Committee of the Ministry of Finance. The Party Committee of the Group has the function of comprehensively directing and leading the implementation of the Party's guidelines, policies and directions, the laws of the State, the Charter of Bao Viet Holdings, and the implementation of political tasks aimed at improving the material and spiritual well-being of employees, ensuring harmony of interests between employees and the Group.

The Party Committee promotes solidarity and consensus within the enterprise to enable the Board of Directors and the Executive Management of the Group to perform their assigned responsibilities and powers. The Board of Directors and the Executive Management of the Group are responsible for ensuring and facilitating favorable conditions for the Party Committee to carry out Party-related activities within the Group in accordance with the Constitution, applicable laws, and the Party Charter.

The Party Committee, the Board of Directors, and the Chief Executive Officer shall maintain close coordination in accordance with regulations on coordination among the Party Committee, the Board of Directors, and the Chief Executive Officer of the Group. Based on the Party Committee's decentralization of personnel management and the Group's internal regulations, when implementing personnel matters relating to key executives of the Group, the Board of Directors and the Chief Executive Officer shall submit written requests to the Party Committee for opinions on the proposed matters. Based on the written opinions of the Party Committee, the Board of Directors and the Chief Executive Officer shall decide on key personnel matters in accordance with the Group's regulations. Through Party committees and affiliated Party cells, the leadership of cadres and Party members shall implement the Party's resolutions, directives, regulations, and guidance, thereby contributing to the achievement of the Group's strategy, objectives, and business tasks and those of its affiliated entities.

The Party Committee and the Standing Committee of the Party Committee of the Group shall lead and direct the Trade Union, the Youth Union, the Women's Union, the Veterans' Association, and other mass organizations within the Group in performing the functions and duties of such organizations, while implementing the resolutions, decisions, and directions of the Party Committee and its Standing Committee.

2. The Trade Union is the socio-political organization of the Group's employees and is subject to the leadership of the Party Committee of the Group. The Trade Union represents employees and, together with other organizations within the Group, cares for and protects the lawful and legitimate rights and interests of employees; participates in inspection, examination, and supervision of the activities of the Executive Management of the Group; and propagates and encourages employees to improve their professional qualifications and vocational skills, comply with laws and the Party's and State's guidelines and policies, fulfill business duties effectively, and contribute to the sustainable development of the Group.
3. The Ho Chi Minh Communist Youth Union is the socio-political organization of Vietnamese youth who are employees of the Group and are progressive young people striving for the Party's ideals and objectives of national independence associated with socialism, a prosperous people, a strong nation, and a democratic, equitable, and civilized society. Under the leadership of the Party Committee of the Group, the Youth Union shall care for and protect the lawful and legitimate rights and interests of union members and youth employees. The Youth Union is responsible for closely coordinating with the Executive Management of the Group to perform its functions and duties and contribute to the continued development and strengthening of the Youth Union organization within Baoviet Holdings.
4. The Veterans' Association of the Group is a socio-political organization of former members of the armed and semi-armed forces from various periods who are employees currently or previously employed by the Group. The Women's Union of the Group is the socio-political organization of female employees of the Group. Under the leadership of the Party Committee of the Group, the Veterans' Association and the Women's Union are responsible for disseminating the Party's guidelines and policies and the laws of the State, serving as a bridge between veterans, female employees, and the Enterprise Managers of Baoviet Holdings.,

thereby contributing to solidarity within Bao Viet Holdings. The Veterans' Association and the Women's Union shall closely coordinate with the Enterprise Managers of the Group to perform their functions and duties and contribute to the continued development and strengthening of their respective organizations within Bao Viet Holdings.

5. In addition, employees of the Group may establish other socio-political organizations in compliance with applicable laws, the Charter of the Group, and the charters and operational regulations of socio-political organizations lawfully operating in Vietnam.

XIII. PROFIT DISTRIBUTION

Article 45. Profit distribution

1. The General Shareholders' Meeting shall decide the rate of dividends to be paid and the method of annual dividend payment from retained profits of Baoviet Holdings.
2. Unless otherwise provided by law, the plan for annual distribution of dividends and profit after tax shall be distributed in the following order:
 - 2.1 Distribute profits to capital-contributing parties according to the signed business cooperation contract (if any);
 - 2.2 Offset losses incurred in the previous year which can be no longer deducted from before-tax profits as prescribed.
 - 2.3 The remaining after-tax profit, after settlement of the matters specified in Clauses 2.1 and 2.2 of this Article, shall be distributed in accordance with the following principles:
 - a. To appropriate no more than fifty percent (50%) of profits to the Baoviet Holdings' development investment fund for the purposes of business expansion and supplementation of charter capital. The specific annual appropriation rate to the Development Investment Fund shall be determined based on the enterprise's capital requirements for development investment in accordance with its approved development strategy or annual business plan;
 - b. To appropriate funds for rewards and welfare in accordance with the Law on the Management and Investment of State Capital in Enterprises and the Government's implementing regulations;
 - c. The remaining profits shall be distributed in cash to shareholders except in cases where dividends are distributed in shares. The portion of profits or dividends distributed in cash corresponding to the shareholding ratio or contributed capital held by the State in Baoviet Holdings shall be remitted to the state budget.

Baoviet Holdings may distribute share dividends and use the portion of after-tax profits distributed in proportion to the State-owned capital in Baoviet Holdings in cases where additional capital is required for project investment.

The distribution of share dividends and the use of after-tax profits distributed in proportion to the shareholding ratio or contributed capital held by the State in the Group for the purpose of supplementing state capital in Baoviet Holdings shall be carried out in accordance with Government regulations.

3. Baoviet Holdings shall not pay interest on dividends or the payments relevant to a certain type of shares.
4. Where the payment of dividends or other payments relating to any one class of shares is made in cash, Baoviet Holdings must make such payment in Vietnamese dong. The payment may be made directly or via banks on the basis of the bank details provided by the shareholders. If Baoviet Holdings makes a bank transfer based on the exact bank details provided by a shareholder but such shareholder does not receive money, Baoviet Holdings shall not be liable for the amount which it transferred to the shareholder entitled to such amount. Payment of dividends in respect of shares listed or registered for trading on the Stock Exchange may be made via a securities company or Vietnam Securities Depository.
5. Pursuant to the *Law on Enterprises* and the *Law on Securities*, the Board of Directors shall pass a resolution deciding a specific date to close the list of shareholders. Based on such date, shareholders shall be entitled to receive dividends according to this Charter and the laws.
6. The deduction of funds from profit after tax and other issues related to profit distribution shall comply with the provisions of law and the resolution of the General Shareholders' Meeting.

XIV. BANK ACCOUNTS, FUND FOR INVESTMENT OF DEVELOPMENT, FINANCIAL YEAR AND ACCOUNTING SYSTEM

Article 46. Bank accounts

1. Baoviet Holdings shall open bank accounts at Vietnamese banks or foreign banks permitted to operate in Vietnam.
2. In necessary cases, Baoviet Holdings may open an offshore bank account in accordance with law with prior approval of the competent State agency.
3. Baoviet Holdings shall make payments and conduct all accounting transactions via its Vietnamese dong or foreign currency accounts at the banks where it opens such accounts according to the laws.

Article 47. Financial year

The financial year of Baoviet Holdings shall commence from the first day of the first month of the year and end on the 31th date of the 12th month. The first financial year from the date of issuance of the Enterprise Registration Certificate and shall end on the 31th date of December immediately after the date of issuance of such Enterprise Registration Certificate.

Article 48. Accounting regime

1. The accounting regime used by Baoviet Holdings is the Vietnamese Accounting System (VAS), the enterprise accounting system or another special accounting system issued by a competent agency and approved by the Ministry of Finance.

The English version is for reference only and the Vietnamese version is valid in all cases

2. Baoviet Holdings shall prepare accounting books in Vietnamese and archive its accounting files in accordance with the law on accounting and other relevant laws. These files must be accurate, updated, systematic and sufficient to prove and explain the transactions of Baoviet Holdings.
3. Baoviet Holdings shall use Vietnamese dong (or free-convertible foreign currencies if approved by the competent authorities) as the currency in accounting. If Baoviet Holdings' economic transactions arise mainly in a foreign currency, then it may choose such foreign currency as the currency in accounting, shall be legally liable for such choice and must notify it to the tax office directly managing it.
4. If it is approved by the Board of Directors and in compliance with regulations of relevant laws, Baoviet Holdings may covert the annual financial report in line with criteria of internal financial reports.

Article 49. Fund for investment and development

The deduction and use of development investment funds, bonus funds, welfare funds and other funds (if any) comply with relevant laws.

XV. ANNUAL REPORTS, FINANCIAL STATEMENTS AND RESPONSIBILITIES TO DISCLOSE INFORMATION

Article 50. Annual, six-monthly and quarterly financial statements

1. Periodically, Baoviet Holdings must prepare quarterly, semi-annual and annual financial statements in accordance with laws.
2. Annual financial statements must contain separate financial statements and consolidation financial statements of Baoviet Holdings (Financial statements consist of balance sheet, statement of cash flows, statement of earnings and explanatory notes to the financial statements) truthfully and objectively reflect the operational and financial status of Baoviet Holdings at the end of each financial year.
3. Quarterly, semi-annual and annual financial statements must be prepared, published and submitted to the State management agencies in accordance with laws.
4. Quarterly, semi-annual and annual financial statements must be audited and reviewed in accordance with laws. Audited and unaudited financial statements must be adequately and timely published on Baoviet Holdings website in accordance with the regulations.

Article 51. Annual reports

Baoviet Holdings must prepare and publish its annual reports in accordance with the law on securities and securities market.

XVI. AUDITING BAOVIET HOLDINGS

Article 52. Auditing

1. The annual General Shareholders' Meeting shall appoint an independent auditing company or shall approve a list of independent auditors and authorize the Board of Directors to decide to select one to audit Baoviet Holdings for the next financial year on the basis of terms and conditions agreed with the Board of Directors. Baoviet Holdings must prepare and send the annual financial statements to the independent auditor after the end of a financial year.
2. The independent auditor shall inspect, certify and make a report on the annual financial statements and submit same to the Board of Directors according to regulation of the laws.
3. A copy of the audit report must be sent with the annual financial statements of Baoviet Holdings.
4. Auditors who conduct the audit of Baoviet Holdings may be invited to attend meetings of the General Shareholders' Meeting and may be received the other notices relating to the General Shareholders' Meeting which the shareholders are entitled to receive, and may be invited to express their opinions on issues relevant to the auditing.

XVII. SEAL

Article 53. Seal and digital signatures

1. The Board of Directors shall decide the quantity, form, content and template of the seal, the management and use of the seal in accordance with prevailing laws. Seals include physical seals and/or digital signatures prescribed by regulations of law on electronic transactions.
2. The Board of Directors and the Chief Executive Officer shall use and manage the seal in accordance with applicable law.
3. The Board of Directors decides the Group's use of electronic documents, digital signatures and electronic signatures on the basis of compliance with current law provisions.

XVIII. DISSOLUTION AND LIQUIDATION

Article 54. Dissolution

1. Baoviet Holdings may be dissolved in the following cases:
 - (a) Early dissolution of Baoviet Holdings as decided by the General Shareholders' Meeting;
 - (b) Revocation of the enterprise registration certificate, unless otherwise prescribed by the Law on Tax Administration;
 - (c) Other cases as stipulated by law.

2. Early dissolution of Baoviet Holdings (including any extended period) shall be decided by the General Shareholders' Meeting and shall be implemented by the Board of Directors. The decision on dissolution must be notified to and approved by (if approval is compulsory) the competent State agency in accordance with regulations.

Article 55. Liquidation

1. At least six (6) months after a decision to dissolve Baoviet Holdings is made, the Board of Directors must establish a liquidation committee consisting of three (3) members, of which two (2) members shall be appointed by the General Shareholders' Meeting and one (1) member shall be appointed by the Board of Directors from an independent auditing company. The liquidation committee shall prepare its own operational rules. The members of the liquidation committee may be selected from employees of Baoviet Holdings or may be independent experts. All expenses relating to liquidation shall be paid by Baoviet Holdings in priority to other debts of Baoviet Holdings.
2. The liquidation committee is responsible to report its date of establishment and date of commencement of operation to the business registration agency. From such time, the liquidation committee represents Baoviet Holdings in all work relating to the liquidation before a court and administrative agencies.
3. Proceeds from the liquidation shall be disbursed in the following priority order:
 - (a) Expenses for liquidation;
 - (b) Debts being salaries, allowances on retirement or retrenchment, social insurance and other interests of employees pursuant to signed collective labour agreements and signed labour contracts;
 - (c) Tax debts;
 - (d) Other debts of Baoviet Holdings;
 - (e) The residual amount after payment of the debts set out in (a) to (d) above shall be distributed to shareholders. Payment of preference shares shall be given priority.

XIX. NOTICE AND INTERNAL DISPUTE RESOLUTION

Article 56. Notice

1. Any notice to be given pursuant to this Charter shall be given in writing in Vietnamese, if necessary shall be further given in English and shall be hand delivered or sent to the recipient's address according to this Charter.

Article 57. Internal dispute resolution

1. Where a dispute or claim arises relating to the operation of Baoviet Holdings or to the rights and obligations of shareholders prescribed in the *Law on Enterprises*, other laws, this Charter or rules as between:
 - (a) A shareholder and Baoviet Holdings;
 - (b) A shareholder and the Board of Directors, the Supervisory Board, the Chief Executive Officer or other manager,

the related parties shall attempt to resolve such dispute by way of negotiation and mediation. Except where such dispute involves the Board of Directors or the Chairman of the Board of Directors, the Chairman of the Board of Directors shall preside over resolution of the dispute and require each party to present information about the dispute within a period of 15 business days from the date of the dispute arising. If the dispute involves the Board of Directors or the Chairman of the Board of Directors, any party may require the head of Supervisory Board to appoint an independent expert to act as mediator during the course of dispute resolution.

2. If a decision mediating the dispute is not made within six (6) weeks from the beginning of the mediation process or if the decision of the mediator is not accepted by the parties, then any party may refer such dispute to economic arbitration or to the economic court.
3. The parties shall bear their own costs relating to procedures for negotiation and mediation. The payment of court expenses shall be made in accordance with the judgement of the Court.

XX. ADDITION TO AND AMENDMENT OF THIS CHARTER

Article 58. Addition to and amendment of the Charter

1. The General Shareholders' Meeting shall consider and decide any addition to and amendment of this Charter.
2. Where any provision of law relating to the operation of Baoviet Holdings has not been mentioned in this Charter or where any new provision of law is different from the terms of this Charter, such provision of law shall automatically apply and govern the operation of Baoviet Holdings.

XXI. EFFECTIVE DATE

Article 59. Effective date

1. This Charter comprising 21 Chapters and 59 articles was unanimously passed by the General Meeting of Shareholders of Baoviet Holdings on 2026 and the General Shareholders' Meeting approves the effectiveness of the whole text of this Charter.
2. This Charter is made in five (05) copies, each with the same validity, of which:
 - (a) 1 copy shall be submitted to the Ministry of Finance;
 - (b) 4 copies shall be kept at the head office of Baoviet Holdings.

The English version is for reference only and the Vietnamese version is valid in all cases

3. This Charter is the sole and official Charter of Baoviet Holdings.
4. Copies or extracts of this Charter shall be valid when they bear the signature of the Legal representatives of Baoviet Holdings.

**SIGNATURE OF
LEGAL REPRESENTATIVE OF BAOVIET HOLDING
ACTING CHIEF EXECUTIVE OFFICER**

Annex: List of Founding Shareholder and related information

(Attached with the amendment, supplement Charter of Baoviet Holding, 2023)

Shareholder	Address	Number of shares	Shares value (VND)	Ratio
Ministry of Finance	No.28, Tran Hung Dao Street, Phan Chu Trinh Ward, Hoan Kiem District, Hanoi	482,509,800	4,825,098,000,000	65,00%
HSBC Insurance (Asia-Pacific) Holdings Limited	18/F, Tower 1, HSBC Centre, 1 Sham Mong Road, Kowloon, Hong Kong S.A.R.	0	0	0
State Capital Investment Corporation (SCIC)	23 rd floor, Charmvit Building, No. 117 Tran Duy Hung Street, Cau Giay District, Hanoi.	22,154,400	221,544,000,000	2,98%





TẬP ĐOÀN BẢO VIỆT

Số: 76/2026/TTr-HĐQT
TẬP ĐOÀN BẢO VIỆTHanoi, June 05th, 2026**SUBMISSION****Re: The approval of the Regulation on Corporate Governance of Baoviet Holdings (5th amended, supplemented Edition)****Respectfully submitted to: The 2026 Annual General Shareholders' Meeting of Baoviet Holdings***Pursuant to:*

- *The current Law on Enterprise;*
- *The current Law on Management, Investment, and Utilization of State Capital in Enterprises;*
- *Other relevant legal documents,*

On June 14th, 2025, the National Assembly passed the Law on the Management, Investment and Use of State Capital in Enterprises (Law No. 68/2025/QH15). Pursuant to Article 2 of the Law, the entities subject to its application include "state-owned enterprises as prescribed by the Law on Enterprises." As Baoviet Holdings is a state-owned enterprise under the Law on Enterprises, it falls within the scope of regulation of Law No. 68/2025/QH15.

Clause 1, Article 59 of Law No. 68/2025/QH15 stipulates that: "From the effective date of this Law, enterprises in which the State holds more than 50% of the charter capital shall be responsible for reviewing, issuing, or proposing competent authorities to issue amended and supplemented charters, financial regulations, and internal regulations to ensure compliance with this Law; such issuance must be completed before December 31st, 2026."

The Charter of Baoviet Holdings has been reviewed, amended and supplemented, and submitted for approval at the 2026 Annual General Shareholders' Meeting of Baoviet Holdings. Accordingly, it is necessary to review, amend and supplement the Internal Regulation on Corporate Governance of Baoviet Holdings to ensure consistency with Baoviet Holdings' Charter and the aforementioned legal provisions, with a focus on the following key groups of contents:

- Amending and supplementing the system of definitions to ensure consistency with the Charter of Baoviet Holdings, the current organizational structure and relevant new legal regulations;
- Updating the principles of corporate governance applicable to public companies in accordance with the Law on Securities and its guiding documents,



ensuring a reasonable governance structure and transparent, timely and adequate information disclosure;

- Amending and supplementing certain contents of the Regulation to ensure compliance with legal regulations, the Charter of Baoviet Holdings and the actual governance and management practices of Baoviet Holdings, including: the procedures and processes for convening and organizing the General Shareholders' Meeting; the structure, criteria, conditions and operation of the Board of Directors, members of the Board of Directors, independent members of the Board of Directors and committees under the Board of Directors, etc.;

- Other amended and supplemented contents, as detailed in the attached Appendix.

The Board of Directors of Baoviet Holdings respectfully submits to the Annual General Shareholders' Meeting for the consideration and approval of the contents as follows:

1. The proposed amendments and supplements to the current Regulation on Corporate Governance of Baoviet Holdings in Annex. *The summary sheet of amendments and supplements to the current Regulation on Corporate Governance of Baoviet Holdings (5^h Edition)* is attached to this Submission.

2. Detail of the draft Regulation on Corporate Governance of Baoviet Holdings (*5^h Edition*) is attached to this Submission.

The Board of Directors respectfully submits to the Annual General Shareholders' Meeting for the consideration and approval.

Respectfully submitted./.

Recipients:

- As above;
- BOD, IC;
- CEO;
- Achieves: Admin, General Affairs' Office.

**ON BEHALF OF THE BOD
ACTING CHAIRPERSON**

(Signed & stamped)

Nguyen Thua Nhat



ANNEX. SUMMARY CONTENT OF THE AMENDMENT AND SUPPLEMENT OF REGULATION ON CORPORATE GOVERNANCE OF BAOVIET HOLDINGS (5TH EDITION)

Attached to the Submission to the Baoviet Holdings' Annual General Shareholders' Meeting 2026 No. 716/2026/ TTr-HDQT dated June 5th, 2026 of the Board of Directors of Baoviet Holdings for approval of the Regulation on Corporate Governance of Baoviet Holdings (The 5th amended, supplemented Edition)

In this Annex, supplemented contents are in bold, italic (*aaa*); the removal contents are in bold, strikethrough (~~aaa~~).

No	Article	Content in current Regulation	Amendment and supplement	Reason of changes
1.	Article 2. <i>Objects, Governing Scope, Applicable entities</i>	2. The Regulation applies to members of the Board of Directors, Supervisory Board, Business Managers, Business Executives, the Authorized Representatives of the Company and the Company's Subsidiary in which the Company holds 100% of charter capital.	2. The Regulation applies to members of the Board of Directors, Supervisory Board, Business Managers, Business Executives, and the Authorized Representatives of the Company <i>at the Company's Subsidiaries and enterprises in which the Company holds contributed capital and the Company's Subsidiary in which the Company holds 100% of charter capital.</i>	The scope of application is amended and supplemented to ensure consistency with the provisions of the Regulation.
2.	Article 2. <i>Interpretation of terms</i>	<i>Baoviet Holdings</i> or <i>Baoviet Holdings</i> means the parent company of BaoViet Finance - Insurance Group, which is a legal entity, established and operating under the Charter of Baoviet Holdings and the Business Registration Certificate issued by the Business Registration Office, Hanoi Department of Planning and Investment.	<i>Baoviet Holdings</i> or <i>Baoviet Holdings</i> means the parent company of BaoViet Finance - Insurance Group, which is a legal entity, established and operating under the Charter of Baoviet Holdings and the Business Registration Certificate issued by the Business Registration Office, Hanoi Department of Planning and Investment (now known as the Business Registration and Corporate Finance Division under the Hanoi Department of Finance).	Amended to align with the actual situation.

No	Article	Content in current Regulation	Amendment and supplement	Reason of changes
3.	Article 2. <i>Interpretation of terms</i>	Affiliated company means enterprises that Baoviet Holdings directly or indirectly holds from 20% to less than 50% of the total charter capital or total voting shares of that enterprise and that enterprise is not a subsidiary of Baoviet Holdings.	Affiliated company means enterprises <i>in which Baoviet Holdings directly holds, or indirectly holds through its subsidiary, from 20% to less than 50% of the total charter capital or total voting shares of such enterprise, unless otherwise agreed, and which is not a subsidiary of Baoviet Holdings.</i> ~~that Baoviet Holdings directly or indirectly holds from 20% to less than 50% of the total charter capital or total voting shares of that enterprise and that enterprise is not a subsidiary of Baoviet Holdings.~~	Amended and supplemented to ensure consistency with Appendix II to Circular No. 99/2025/TT-BTC dated 27 October 2025 of the Ministry of Finance guiding the corporate accounting regime.
4.	Article 2. <i>Interpretation of terms</i>	Enterprise executives include the CEO, the Deputy of CEO and the Chief Accountant of BaoViet Holdings.	Enterprise executives include the CEO, the Deputy of CEO and the Chief Accountant of BaoViet Holdings <i>and other executive positions appointed by the Board of Directors of Baoviet Holdings.</i>	Amended to reflect the opinion of the Ministry of Finance and ensure consistency with Baoviet Holdings' Charter.
5.	Article 2. <i>Interpretation of terms</i>	Enterprise managers are defined in Clause 24 Article 4 of the Law on Enterprises, including the Chairperson of the Board of Directors, members of the Board of Directors, the CEO, the Deputy of CEO and the Chief Accountant of Baoviet Holdings.	~~Enterprise managers are defined in Clause 24 Article 4 of the Law on Enterprises,~~ <i>including means</i> the Chairperson of the Board of Directors, members of the Board of Directors, the CEO, <i>and</i> the Deputy of CEO ~~and the Chief Accountant of Baoviet Holdings.~~	Amended to reflect the opinion of the Ministry of Finance and ensure consistency with Baoviet Holdings' Charter.
6.	Article 2. <i>Interpretation of terms</i>	Law on Securities means the Securities Law No. 54/2019/QH14 dated November 26th, 2019 and as	Law on Securities means the Securities Law No. 54/2019/QH14 dated November 26th, 2019 and as amended, <i>supplemented</i>	Deleted as it is no longer referenced in the document.

No	Article	Content in current Regulation	Amendment and supplement	Reason of changes
		amended from time to time. <i>Decree No.155</i> means Decree No. 155/2020/ND-CP dated December 31, 2020 elaborating some Articles of the Law on Securities	<i>or replaced</i> from time to time. ~~<i>Decree No.155</i> means Decree No. 155/2020/ND-CP dated December 31, 2020 elaborating some Articles of the Law on Securities~~	
7.	Article 2. <i>Interpretation of terms</i>	<i>“The Representative”</i> means any person who is authorized by Baoviet Holdings under an authorization document (Decision or Authorization Contract), could be nominated by Baoviet Holdings to represent a part of or total of Baoviet Holdings’ contributed capital in an Enterprise, or to exercise the rights and obligations of Baoviet Holdings as an owner, shareholder, capital contributor on his/her behalf in accordance with the Law and Baoviet Holdings	<i>“The Representative”</i> means individuals authorized in writing by Baoviet Holdings to exercise Baoviet Holdings’ rights and responsibilities with respect to its capital invested in enterprises and investment funds in which Baoviet Holdings holds contributed capital. ~~means any person who is authorized by Baoviet Holdings under an authorization document (Decision or Authorization Contract), could be nominated by Baoviet Holdings to represent a part of or total of Baoviet Holdings’ contributed capital in an Enterprise, or to exercise the rights and obligations of Baoviet Holdings as an owner, shareholder, capital contributor on his/her behalf in accordance with the Law and Baoviet Holdings~~	Amended and supplemented to align with the definitions under Article 3 of the Law on Management and Investment of State Capital in Enterprises.
8.	Article 2. Principles of corporate governance	2. The principles of corporate governance consist of: a) Ensuring proper organizational structure; b) Ensuring the effective operation of the BOD and the Supervisory Board;	<i>2. The governance of Baoviet Holdings shall comply with the laws and the following principles:</i> <i>a. A reasonable and effective governance structure;</i> <i>b. Ensuring the effective operation of the Board of Directors and the Supervisory</i>	Rewritten in accordance with Article 40 of the Law on Securities to align with the corporate governance requirements applicable to public companies.

No	Article	Content in current Regulation	Amendment and supplement	Reason of changes
		c) Ensuring the interests for shareholders and related persons; d) Ensuring that all shareholders are treated fairly; e) Making the information about the entire Holdings' operations publicly available.	<i>Board; enhancing the responsibilities of the Board of Directors towards Baoviet Holdings and its shareholders;</i> <i>c. Ensuring shareholders' rights and equal treatment among shareholders;</i> <i>d. Ensuring the role of investors, the securities market and intermediary institutions in supporting the governance of Baoviet Holdings;</i> <i>e. Respecting and ensuring the lawful rights and interests of stakeholders in the governance of Baoviet Holdings;</i> <i>f. Timely, adequate, accurate and transparent disclosure of information on the operations of Baoviet Holdings; ensuring fair access to information by shareholders.</i> ~~2. The principles of corporate governance consist of:~~ ~~a) Ensuring proper organizational structure;~~ ~~b) Ensuring the effective operation of the BOD and the Supervisory Board;~~ ~~c) Ensuring the interests for shareholders and related persons;~~ ~~d) Ensuring that all shareholders are treated fairly;~~ ~~e) Making the information about the entire~~	

No	Article	Content in current Regulation	Amendment and supplement	Reason of changes
			~~Holdings' operations publicly available.~~	
9.	Article 4. Rights and obligations of Shareholders	1. Apart from the rights and obligations specified in Clause 1 Article 41 and Article 127 of the Law on Securities, Article 115, 116, 117, 118 and 119 Law on Enterprises, Baoviet Holdings' charter and relevant laws, a shareholder also has the following rights: a) The right to be treated fairly; b) The right to fully access the periodical and unscheduled information published by Baoviet Holdings in accordance with regulations of law.	1. Apart from the rights and obligations specified in Clause 1 Article 41 and Article 127 of the Law on Securities, Article 115, 116, 117, 118 and 119 Law on Enterprises, Baoviet Holdings' charter and relevant laws, ~~a shareholder also has the following rights:~~ ~~a) The right to be treated fairly;~~ ~~b) The right to fully access the periodical and unscheduled information published by Baoviet Holdings in accordance with regulations of law.~~	Deleted as it is already provided for in Clause 1, Article 41 of the Law on Securities.
10.	Article 6. The Meeting of General Shareholders' Meeting	2. Procedures for the General Shareholders' Meeting to adopt a resolution by voting at the General Shareholders' Meeting: k) Method of objecting to a decision of the General Shareholders' Meeting (pursuant to Article 132 of the Law on Enterprises): - A shareholder voting against the re-organization of Baoviet Holdings or against a change to the rights and obligations of shareholders stipulated in the charter of Baoviet Holdings may request Baoviet Holdings	2. Procedures for the General Shareholders' Meeting to adopt a resolution by voting at the General Shareholders' Meeting: k) Method of objecting to a decision of the General Shareholders' Meeting (pursuant to Article 132 of the Law on Enterprises). ~~- A shareholder voting against the re-organization of Baoviet Holdings or against a change to the rights and obligations of shareholders stipulated in the charter of Baoviet Holdings may request Baoviet Holdings redeem its shares. Such request must be made in~~	Deleted the detailed provisions as Point k, Clause 2, Article 6 of the Regulation already refers to Article 132 of the Law on Enterprises.

No	Article	Content in current Regulation	Amendment and supplement	Reason of changes
		redeem its shares. Such request must be made in writing and specify the name and address of the shareholder, the number of shares of each class, the intended selling price, and the reason for requesting redemption by Baoviet Holdings. Such request must be sent to Baoviet Holdings within ten (10) days from the date on which the General Shareholders' Meeting passed a resolution on a matter referred to in this clause. - Baoviet Holdings must redeem shares upon request by the shareholder as stipulated in this point at the market price within a period of 90 days from the date of receipt of the request. Where there is disagreement about the price, the parties may request valuation by a professional valuation organization. Baoviet Holdings shall recommend at least 03 professional valuation organizations for the shareholder to select from, and such selection shall be the final decision.	~~writing and specify the name and address of the shareholder, the number of shares of each class, the intended selling price, and the reason for requesting redemption by Baoviet Holdings. Such request must be sent to Baoviet Holdings within ten (10) days from the date on which the General Shareholders' Meeting passed a resolution on a matter referred to in this clause.~~ ~~Baoviet Holdings must redeem shares upon request by the shareholder as stipulated in this point at the market price within a period of 90 days from the date of receipt of the request. Where there is disagreement about the price, the parties may request valuation by a professional valuation organization. Baoviet Holdings shall recommend at least 03 professional valuation organizations for the shareholder to select from, and such selection shall be the final decision.~~	
11.	Article 6. The Meeting of General Shareholders'	2. Procedures for the General Shareholders' Meeting to adopt a resolution by voting at the General Shareholders' Meeting:	2. Sequence and procedures for the General Shareholders' Meeting to approve resolutions by voting at the General Shareholders' Meeting:	Supplemented in accordance with Clauses 3 and 5, Article 150 of the Law on Enterprises 2020 and Clauses 2 and 3, Article 23 of Baoviet

No	Article	Content in current Regulation	Amendment and supplement	Reason of changes
	Meeting	1) Preparing minutes of meetings and announcing the resolutions of the General Shareholders' Meeting: ... - The minutes of a meeting of the General Shareholders' Meeting must be prepared in full and passed prior to the end of the meeting. The chairman and secretary of the meeting shall be jointly liable for the truthfulness and accuracy of the contents of the minutes. - The minutes of a meeting of the General Shareholders' Meeting must be published on the website of Baoviet Holdings within twenty four (24) hours after the end of the meeting.	1) Take minutes of the General Shareholders' Meeting and announce resolution of the General Shareholders' Meeting: ... - The minutes of a meeting of the General Shareholders' Meeting must be prepared in full and passed prior to the end of the meeting. The chairman and secretary of the meeting <i>or someone else signs the meeting minutes</i> shall be jointly liable for the truthfulness and accuracy of the contents of the minutes. - The minutes of a meeting of the General Shareholders' Meeting must be published on the website of Baoviet Holdings within twenty four (24) hours after the end of the meeting <i>or sent to all shareholders within 15 days from the end of the meeting.</i>	Holdings' Charter.
12.	Article 7. Report on the operations of the board of directors submitted to the annual meeting of General Shareholders' Meeting	2. Remuneration, operating costs and other interests of the Board of Directors and each member thereof specified in Clause 3 Article 163 of the Law on Enterprises and the Charter of Baoviet Holdings;	2. Remuneration, operating costs and other interests of the Board of Directors and each member <i>of the Board of Directors in accordance with the laws and the internal regulations of Baoviet Holdings</i> ~~thereof specified in Clause 3 Article 163 of the Law on Enterprises and the Charter of Baoviet Holdings;~~	Amended to align with the actual situation, as Baoviet Holdings has issued specific regulations on remuneration, operating expenses and bonuses applicable to members of the Board of Directors, the Chief Executive Officer, Supervisors, etc.

No	Article	Content in current Regulation	Amendment and supplement	Reason of changes
13.	Article 7. Report on the operations of the board of directors submitted to the annual meeting of General Shareholders' Meeting	4. Report on transactions between Baoviet Holdings, Subsidiaries, companies in which Baoviet Holdings controls more than 50% of charter capital with members of the Board of Directors and their related persons; Transactions between Baoviet Holdings and a company in which a member of the Board of Directors is a founding member or a business manager in the last 3 years prior to the transaction date.	4. Report on transactions between Baoviet Holdings, ~~Subsidiaries, companies in which Baoviet Holdings controls more than 50% of charter capital~~ with members of the Board of Directors and their related persons; transactions between Baoviet Holdings and a company in which a member of the Board of Directors is a founding member or a business manager in the last 3 years prior to the transaction date.	Deleted to ensure consistency with the definition of Subsidiary in Clause 1, Article 2 of the Regulation.
14.	Article 7. Report on the operations of the board of directors submitted to the annual General Shareholders' Meeting	5. Activities of independent members of BOD and result of independent members' evaluation of the activities of the BOD (if any);	5. Activities of BOD's members and evaluation result of BOD's members on the activities of the BOD (if any);	Amended and supplemented to ensure consistent use of the phrase "independent BOD members" throughout the Regulation.
15.	Article 8. Report on the operations of the Supervisory Board to the annual General Shareholders'	3. Remuneration, operating costs and other interests of the Supervisory Board and each controller specified in Article 72 of the Law on Enterprises and the Charter of Baoviet Holdings	3. Remuneration, operating costs and other benefits of the Supervisory Board and each <i>Supervisor in accordance with the laws and the internal regulations of Baoviet Holdings.</i> ~~controller specified in Article 72 of the Law on Enterprises and~~	This amendment is necessary to ensure alignment with the actual situation, as Baoviet Holdings has issued specific regulations on remuneration, operating expenses and bonuses applicable to members of the Board of Directors, the Chief

No	Article	Content in current Regulation	Amendment and supplement	Reason of changes
	Meeting		~~the Charter of Baoviet Holdings~~	Executive Officer, Supervisors, etc.
16.	Article 8. Report on the operations of the Supervisory Board to the annual General Shareholders' Meeting	4. Report on evaluation of transactions between Baoviet Holdings, subsidiaries, companies in which Baoviet Holdings holds control of more than 50% of charter capital with members of the Board of Directors, Chief Executive Officer, other executives of Baoviet Holdings and their related persons; transaction between Baoviet Holdings and the company in which members of the Board of Directors, Chief Executive Officer, other executives of Baoviet Holdings are founding members or business managers in the last 3 years before transaction time.	4. Report on evaluation of transactions between Baoviet Holdings, ~~subsidiaries, companies in which Baoviet Holdings holds control of more than 50% of charter capital~~ with members of the Board of Directors, Chief Executive Officer, other executives of Baoviet Holdings and their related persons; transaction between Baoviet Holdings and the company in which members of the Board of Directors, Chief Executive Officer, other executives of Baoviet Holdings are founding members or business managers in the last 3 years before transaction time.	Deleted to ensure consistency with the definition of Subsidiary in Clause 1, Article 2 of the Regulations.
17.	Article 10. Standing for election, nominating for election, electing, dismissal and removing members to the Board of Directors	6. Cases in which members of the Board of Directors will be dismissed, removed: Status as a member of the Board of Directors shall be terminated in the following cases: b. Such member submits an application for resignation;	6. Cases in which members of the Board of Directors will be dismissed, removed: Status as a member of the Board of Directors shall be terminated in the following cases: b. Such member submits an application for resignation <i>and such resignation is approved</i>	Supplemented to ensure consistency with Article 160 of the Law on Enterprises.

No	Article	Content in current Regulation	Amendment and supplement	Reason of changes
18.	Article 11. Eligibility of the Members of the Board of Directors	3. A member of the Board of Directors of Baoviet Holdings must not be the member of the Board of Directors of more than 5 other companies	A member of the Board of Directors of Baoviet Holdings <i>may concurrently serve as a member of the Board of Directors or the Members' Council at a maximum of five (05) other companies.</i> ~~must not be the member of the Board of Directors of more than 5 other companies~~	Amended to ensure consistency with Clause 78, Article 1 of Decree No. 245/2025/ND-CP.
19.	Article 12. Composition of the Board of Directors and Chairperson of the Board of Directors	2. The Chairperson of the Board of Directors shall be elected, dismissed and removed by the Board of Directors from among its members.	2. The Chairperson of the Board of Directors shall be elected, dismissed and removed by the Board of Directors from among its members. <i>The Chairperson of the Board of Directors must not concurrently serve as the Chief Executive Officer.</i>	Supplemented to ensure consistency with Clause 2, Article 156 of the Law on Enterprises.
20.	Article 12. Composition of the Board of Directors and Chairperson of the Board of Directors	3. The membership structure of the BOD must ensure the balance between members concurrently holding executive positions and non-executive members. At least 1/3 of the members of Board of Directors are non-executive members. 4. Baoviet Holdings needs to minimize number of members of the Board of Directors who concurrently hold several executive titles of Baoviet Holdings to ensure independence of the Board of Directors. 5. The number of independent	3. The membership structure of the BOD must ensure the balance between members concurrently holding executive positions and non-executive members. ~~At least 1/3 of the members of Board of Directors are non-executive members.~~ 4. Baoviet Holdings needs to minimize number of members of the Board of Directors who concurrently hold several executive titles of Baoviet Holdings to ensure independence of the Board of Directors. <i>4. The number of non-executive members of the Board of Directors and independent members of the Board of Directors of Baoviet Holdings shall comply with the applicable laws from time</i>	Clauses 3 and 4: Amended and supplemented to ensure consistency with Article 26 of Baoviet Holdings' Charter, Clause 79, Article 1 of Decree No. 245/2025/ND-CP, and Clause 4, Article 276 of Decree No. 155/2020/ND-CP. Clause 4: Supplemented to ensure consistency with Clause 78, Article 1 of Decree No. 245/2025/ND-CP.

No	Article	Content in current Regulation	Amendment and supplement	Reason of changes
		members of the Board of Directors of Baoviet Holdings must meet the following requirements; - Having at least 01 independent member in case the number of members of the Board of Directors is from 03 to 05 members; - Having at least 02 independent members in case the number of members of the Board of Directors is from 06 to 08 members; - Having at least 03 independent members in case the number of members of the Board of Directors is from 09 to 11 members.	<i>to time. An individual may be elected as an independent member of the Board of Directors of Baoviet Holdings for no more than two (02) consecutive terms.</i> ~~5. The number of independent members of the Board of Directors of Baoviet Holdings must meet the following requirements;~~ ~~— Having at least 01 independent member in case the number of members of the Board of Directors is from 03 to 05 members;~~ ~~— Having at least 02 independent members in case the number of members of the Board of Directors is from 06 to 08 members;~~ ~~— Having at least 03 independent members in case the number of members of the Board of Directors is from 09 to 11 members.~~	
21.	Article 14. Responsibilities and obligations of the Board of Directors	9. Organize training courses on corporate governance and necessary skills for members of the Board of Directors, General Director and other managers of Baoviet Holdings.	9. Organize training courses on corporate governance and necessary skills for members of the Board of Directors, General Director, <i>Person in Charge of Corporate Governance</i> and other managers of Baoviet Holdings.	Amended to ensure consistency with Clause 81, Article 1 of Decree No. 245/2025/ND-CP.
22.	Article 16. Meetings of the Board of	1. The notice of a meeting of the Board of Directors	1. The notice of a meeting of the Board of Directors	Amended to ensure consistency with Article 30 of Baoviet Holdings'

No	Article	Content in current Regulation	Amendment and supplement	Reason of changes
	Directors	a. The notice of a meeting of the Board of Directors must be sent to the members of such Board and Supervisory members at least 03 working days before holding the meeting. The notice of the meeting of the Board of Directors must be in writing and in Vietnamese, and must provide complete information about the agenda, time and venue of the meeting, accompanied by necessary documents regarding the issues to be discussed and voted on at the meeting and voting cards for the members of such Board.	a. The notice of a meeting of the Board of Directors must be sent to the members of such Board and Supervisory members at least 05 working days before holding the meeting. The notice of the meeting of the Board of Directors must be in writing and in Vietnamese, and must provide complete information about the agenda, time and venue of the meeting, accompanied by necessary documents regarding the issues to be discussed and voted on at the meeting and voting cards for the members of such Board.	Charter.
23.	Article 16. Meetings of the Board of Directors	2. Conditions for holding the meeting of the Board of Directors: a. Meetings of the Board of Directors shall be conducted if at least three-quarters of the number of members of such Board are present in person or via their representatives (being authorized representatives) if the majority of members of such Board so agree.	2. Conditions for holding the meeting of the Board of Directors: a. Meetings of the Board of Directors shall be conducted if at least three-quarters of the number of members of such Board are present in person or via their representatives (being authorized representatives). <i>The member may authorized another person to attend the meeting and vote</i> if the majority of members of such Board so agree.	Amended and supplemented to ensure clarity and consistency with Clause 11, Article 157 of the Law on Enterprises 2020.
24.	Article 17. Committees of the Board of Directors	2. Composition of the Committee: The number of the member of the Committee shall be decided by the BOD in the basic of comply with	2. Composition of the Committee: The number of the ~~member of the~~ Committees shall be decided by the BOD in the basic of comply with Baoviet	Amended and supplemented to reflect the actual situation of BVH.

No	Article	Content in current Regulation	Amendment and supplement	Reason of changes
		Baoviet Holdings' Charter. 3. Criteria of the member of the Committee and the Chairman of the Committee: a. The independent BOD member/non-executive BOD member should account for the majority of the Committee's member and one of those members shall be appointed to be the Chairman of the Committee according to the BOD's decision. b. The specific criteria of the Committee's member shall be stipulated at the terms of references of the Committee by the BOD. 4. Establishment of the Committee and the responsibilities of the Committee and each member of the Committee The BOD shall stipulate in details regarding the establishment of the Committee, the responsibilities of the Committee and each member of the Committee in the terms of references of the Committee.	Holdings' Charter. 3. Criteria of the ~~member of the~~ ~~Committeers~~ and the ~~Chairman of the~~ ~~Committee~~: a. The independent BOD member/non-executive BOD member should account for the majority of the Committee's member ~~and one of those members shall be appointed to be the Chairman of the Committee according to the BOD's decision.~~ b. The specific criteria of the ~~Committeers~~ ~~'s member~~ shall be stipulated at the terms of references of the Committee by the BOD. 4. Establishment of the Committee and the responsibilities of the Committee and each ~~member of the~~ ~~Committeer~~. The BOD shall stipulate in details regarding the establishment of the Committee, the responsibilities of the Committee and each ~~member of the~~ ~~Committeer~~ in the terms of references of the Committee.	
25.	Article 18. Person in charge of corporate governance	4. The person in charge of corporate governance has the following rights and obligations: ...	4. The person in charge of corporate governance has the following rights and obligations: ...	Amended and supplemented to make the provision more concise.

No	Article	Content in current Regulation	Amendment and supplement	Reason of changes
		k. Other rights and obligations as stipulated by law and this Charter.	k. Other rights and obligations as stipulated by law, ~~and this Charter~~ <i>and regulations of Baoviet Holdings.</i>	
26.	Article 24. Organization of operations	The managerial system of the Company must ensure that the management organization shall be liable to and under the leadership of the BOD. Baoviet Holdings shall have the Chief Executive Officer, Deputy Chief Executive Officers, Chief Accountant, Director of Departments/Centers/Branches/ General Affairs' Office and other positions	The managerial system of Baoviet Holdings must ensure that the management organization shall be liable to and under the leadership of the BOD. Baoviet Holdings shall have the Chief Executive Officer, Deputy Chief Executive Officers, Chief Accountant, <i>Directors/Deputy Directors of Divisions, Heads of Departments/Office/Branches/Centers and equivalent positions, and other positions.</i> ~~Director of Departments/Centers/Branches/ General Affairs' Office and other positions~~	Amended to align with the new organizational model of Baoviet Holdings.
27.	Article 27. Enterprise Executive	2. The salary, remuneration, benefits and other terms in the labor contract with the CEO shall be decided by the BOD. Contract with enterprise executives shall be decided by the BOD upon consultation with the CEO.	2. The salary, remuneration, benefits and other terms in the labor contract with the CEO <i>shall comply with Clause 5, Article 25 of this Regulation, and shall be decided by the BOD.</i> contracts with other Enterprise Executives shall be decided by the BOD upon consultation with the CEO.	Amended as this matter has already been specifically provided for in Article 25.
28.	Article 32. Rights and responsibilities of the Chief Executive Officer.	Within the scope of his/her authority, making decisions on delegation and/or authorization to DCEOs or Chief of Division, Branches, Department, Centers, /General Affairs' Office to organize the implementation of rights and	2. Within the scope of his/her authority, making decisions on delegation and/or authorization to DCEOs, <i>heads of Division, or Chief of Division, Branches, Department, Centers, /General Affairs' Office</i> to organize the implementation of rights and responsibilities of Baoviet	Amended to align with the new organizational model of Baoviet Holdings.

No	Article	Content in current Regulation	Amendment and supplement	Reason of changes
		responsibilities of Baoviet Holdings as the owner, shareholder, or capital contributor at Subsidiaries and Enterprises invested by Baoviet Holdings.	Holdings as the owner, shareholder, or capital contributor at Subsidiaries, and Enterprises <i>and Investment Funds</i> invested by Baoviet Holdings	
29.	Article 33. Rights and responsibilities of Members' Council at 100% charter capital owned subsidiaries by Baoviet Holdings	1. The Members' Council, on behalf of Baoviet Holdings, shall perform the rights and obligations of the owner in accordance with current laws.	1. The Members' Council, on behalf of Baoviet Holdings, shall perform the rights and obligations of the owner <i>at Subsidiaries</i> in accordance with current laws <i>and the internal regulations of Baoviet Holdings</i> .	Supplemented for clarity.
30.	Article 35. Co-ordination to improve the operational efficiency of Baoviet Finance – Insurance Group	3. Subsidiaries and dependent-accounting units in Baoviet Finance - Insurance Group are given priority in the use of material facilities invested by Baoviet Holdings such as information technology systems, office buildings and other technical infrastructure; Those companies and units are allowed to use the services within Baoviet Finance - Baoviet Insurance Group in the direction of Baoviet Holdings including: insurance services, cross-selling support, investment, property management and business services,	The content of this Clause is rewritten as follows: <i>3. The Subsidiaries of Baoviet Holdings shall be given priority in using services relating to information technology, human resource training and development, financial investment, fund management, office premises, brand communication, Baoviet Holdings' synergy projects, technical facilities, etc. provided by Baoviet Holdings and its Subsidiaries.</i>	Rewritten to align with the actual situation of Baoviet Holdings.

No	Article	Content in current Regulation	Amendment and supplement	Reason of changes
		IT services, educational support services and other services on the basis of contracts or agreements. The cost of using internal facilities according to the policy promulgated by Baoviet Holdings in compliance with the law.		

No	Article	Content in current Regulation	Amendment and supplement	Reason of changes
		members of the Board of Directors of Baoviet Holdings must meet the following requirements; - Having at least 01 independent member in case the number of members of the Board of Directors is from 03 to 05 members; - Having at least 02 independent members in case the number of members of the Board of Directors is from 06 to 08 members; - Having at least 03 independent members in case the number of members of the Board of Directors is from 09 to 11 members.	<i>to time. An individual may be elected as an independent member of the Board of Directors of Baoviet Holdings for no more than two (02) consecutive terms.</i> ~~5. The number of independent members of the Board of Directors of Baoviet Holdings must meet the following requirements;~~ ~~— Having at least 01 independent member in case the number of members of the Board of Directors is from 03 to 05 members;~~ ~~— Having at least 02 independent members in case the number of members of the Board of Directors is from 06 to 08 members;~~ ~~— Having at least 03 independent members in case the number of members of the Board of Directors is from 09 to 11 members.~~	
21.	Article 14. Responsibilities and obligations of the Board of Directors	9. Organize training courses on corporate governance and necessary skills for members of the Board of Directors, General Director and other managers of Baoviet Holdings.	9. Organize training courses on corporate governance and necessary skills for members of the Board of Directors, General Director, <i>Person in Charge of Corporate Governance</i> and other managers of Baoviet Holdings.	Amended to ensure consistency with Clause 81, Article 1 of Decree No. 245/2025/ND-CP.
22.	Article 16. Meetings of the Board of	1. The notice of a meeting of the Board of Directors	1. The notice of a meeting of the Board of Directors	Amended to ensure consistency with Article 30 of Baoviet Holdings'

No	Article	Content in current Regulation	Amendment and supplement	Reason of changes
	Directors	a. The notice of a meeting of the Board of Directors must be sent to the members of such Board and Supervisory members at least 03 working days before holding the meeting. The notice of the meeting of the Board of Directors must be in writing and in Vietnamese, and must provide complete information about the agenda, time and venue of the meeting, accompanied by necessary documents regarding the issues to be discussed and voted on at the meeting and voting cards for the members of such Board.	a. The notice of a meeting of the Board of Directors must be sent to the members of such Board and Supervisory members at least 05 working days before holding the meeting. The notice of the meeting of the Board of Directors must be in writing and in Vietnamese, and must provide complete information about the agenda, time and venue of the meeting, accompanied by necessary documents regarding the issues to be discussed and voted on at the meeting and voting cards for the members of such Board.	Charter.
23.	Article 16. Meetings of the Board of Directors	2. Conditions for holding the meeting of the Board of Directors: a. Meetings of the Board of Directors shall be conducted if at least three-quarters of the number of members of such Board are present in person or via their representatives (being authorized representatives) if the majority of members of such Board so agree.	2. Conditions for holding the meeting of the Board of Directors: a. Meetings of the Board of Directors shall be conducted if at least three-quarters of the number of members of such Board are present in person or via their representatives (being authorized representatives). <i>The member may authorized another person to attend the meeting and vote</i> if the majority of members of such Board so agree.	Amended and supplemented to ensure clarity and consistency with Clause 11, Article 157 of the Law on Enterprises 2020.
24.	Article 17. Committees of the Board of Directors	2. Composition of the Committee: The number of the member of the Committee shall be decided by the BOD in the basic of comply with	2. Composition of the Committee: The number of the ~~member of the~~ Committees shall be decided by the BOD in the basic of comply with Baoviet	Amended and supplemented to reflect the actual situation of BVH.

No	Article	Content in current Regulation	Amendment and supplement	Reason of changes
		Baoviet Holdings' Charter. 3. Criteria of the member of the Committee and the Chairman of the Committee: a. The independent BOD member/non-executive BOD member should account for the majority of the Committee's member and one of those members shall be appointed to be the Chairman of the Committee according to the BOD's decision. b. The specific criteria of the Committee's member shall be stipulated at the terms of references of the Committee by the BOD. 4. Establishment of the Committee and the responsibilities of the Committee and each member of the Committee The BOD shall stipulate in details regarding the establishment of the Committee, the responsibilities of the Committee and each member of the Committee in the terms of references of the Committee.	Holdings' Charter. 3. Criteria of the ~~member of the~~ ~~Committeers~~ and ~~the Chairman of the~~ ~~Committee~~: a. The independent BOD member/non-executive BOD member should account for the majority of the Committee's member and ~~one of those members shall be appointed to be the Chairman of the~~ ~~Committee according to the BOD's~~ ~~decision.~~ b. The specific criteria of the ~~Committeers~~ ~~'s member~~ shall be stipulated at the terms of references of the Committee by the BOD. 4. Establishment of the Committee and the responsibilities of the Committee and each ~~member of the~~ ~~Committeer.~~ The BOD shall stipulate in details regarding the establishment of the Committee, the responsibilities of the Committee and each ~~member of the~~ ~~Committeer~~ in the terms of references of the Committee.	
25.	Article 18. Person in charge of corporate governance	4. The person in charge of corporate governance has the following rights and obligations: ...	4. The person in charge of corporate governance has the following rights and obligations: ...	Amended and supplemented to make the provision more concise.

No	Article	Content in current Regulation	Amendment and supplement	Reason of changes
		k. Other rights and obligations as stipulated by law and this Charter.	k. Other rights and obligations as stipulated by law, ~~and this Charter~~ and regulations of Baoviet Holdings.	
26.	Article 24. Organization of operations	The managerial system of the Company must ensure that the management organization shall be liable to and under the leadership of the BOD. Baoviet Holdings shall have the Chief Executive Officer, Deputy Chief Executive Officers, Chief Accountant, Director of Departments/Centers/Branches/General Affairs' Office and other positions	The managerial system of Baoviet Holdings must ensure that the management organization shall be liable to and under the leadership of the BOD. Baoviet Holdings shall have the Chief Executive Officer, Deputy Chief Executive Officers, Chief Accountant, Directors/Deputy Directors of Divisions, Heads of Departments/Office/Branches/Centers and equivalent positions, and other positions. ~~Director of Departments/Centers/Branches/General Affairs' Office and other positions~~	Amended to align with the new organizational model of Baoviet Holdings.
27.	Article 27. Enterprise Executive	2. The salary, remuneration, benefits and other terms in the labor contract with the CEO shall be decided by the BOD. Contract with enterprise executives shall be decided by the BOD upon consultation with the CEO.	2. The salary, remuneration, benefits and other terms in the labor contract with the CEO shall comply with Clause 5, Article 25 of this Regulation, and shall be decided by the BOD. contracts with other Enterprise Executives shall be decided by the BOD upon consultation with the CEO.	Amended as this matter has already been specifically provided for in Article 25.
28.	Article 32. Rights and responsibilities of the Chief Executive Officer.	Within the scope of his/her authority, making decisions on delegation and/or authorization to DCEOs or Chief of Division, Branches, Department, Centers, /General Affairs' Office to organize the implementation of rights and	2. Within the scope of his/her authority, making decisions on delegation and/or authorization to DCEOs, heads of Division, or Chief of Division, Branches, Department, Centers, /General Affairs' Office to organize the implementation of rights and responsibilities of Baoviet	Amended to align with the new organizational model of Baoviet Holdings.

No	Article	Content in current Regulation	Amendment and supplement	Reason of changes
		responsibilities of Baoviet Holdings as the owner, shareholder, or capital contributor at Subsidiaries and Enterprises invested by Baoviet Holdings.	Holdings as the owner, shareholder, or capital contributor at Subsidiaries, ~~and~~ Enterprises <i>and Investment Funds</i> invested by Baoviet Holdings	
29.	Article 33. Rights and responsibilities of Members' Council at 100% charter capital owned subsidiaries by Baoviet Holdings	1. The Members' Council, on behalf of Baoviet Holdings, shall perform the rights and obligations of the owner in accordance with current laws.	1. The Members' Council, on behalf of Baoviet Holdings, shall perform the rights and obligations of the owner <i>at Subsidiaries</i> in accordance with current laws <i>and the internal regulations of Baoviet Holdings</i> .	Supplemented for clarity.
30.	Article 35. Co-ordination to improve the operational efficiency of Baoviet Finance – Insurance Group	3. Subsidiaries and dependent-accounting units in Baoviet Finance - Insurance Group are given priority in the use of material facilities invested by Baoviet Holdings such as information technology systems, office buildings and other technical infrastructure; Those companies and units are allowed to use the services within Baoviet Finance - Baoviet Insurance Group in the direction of Baoviet Holdings including: insurance services, cross-selling support, investment, property management and business services,	The content of this Clause is rewritten as follows: <i>3. The Subsidiaries of Baoviet Holdings shall be given priority in using services relating to information technology, human resource training and development, financial investment, fund management, office premises, brand communication, Baoviet Holdings' synergy projects, technical facilities, etc. provided by Baoviet Holdings and its Subsidiaries.</i>	Rewritten to align with the actual situation of Baoviet Holdings.

No	Article	Content in current Regulation	Amendment and supplement	Reason of changes
		IT services, educational support services and other services on the basis of contracts or agreements. The cost of using internal facilities according to the policy promulgated by Baoviet Holdings in compliance with the law.		



THE SOCIALIST REPUBLIC OF VIETNAM

Independence - Freedom - Happiness

REGULATION ON THE CORPORATE GOVERNANCE OF BAOVIET HOLDINGS

(The 5th amended and supplemented Edition)

(Approved by the General Shareholders' Meeting as at Resolution

No...../2026/NQ –DHDCD dated 2026)



my

TABLE OF CONTENTS

CHAPTER I. GENERAL PROVISIONS	4
Article 1. Objects, Governing Scope, Applicable entities	4
Article 2. Interpretation of terms	4
Article 3. Principles of corporate governance	7
CHAPTER II. SHAREHOLDERS AND GENERAL ASSEMBLY OF SHAREHOLDERS	7
Article 4. Rights and obligations of Shareholders	7
Article 5. Rights and obligations of Major Shareholders	8
Article 6. General Shareholders' Meeting	8
Article 7. Report on the operations of the Board of Directors submitted to the annual meeting of general assembly of shareholders	14
Article 8. Report on the operations of the Supervisory Board to the annual General Shareholders' Meeting	15
Article 9. Attendance of independent auditors at theGMS	16
16	
Article 10. Standing for election, nominating for election, electing, dismissal and removing members to the Board of Directors	16
Article 11. Membership of the Board of Directors	19
Article 12. Composition of the Board of Directors and Chairperson of the Board of Directors	19
Article 13. Rights and obligations of BOD's members	20
Article 14. Responsibilities and obligations of the Board of Directors	21
Article 15. Remuneration and other benefits of members of the Board of Directors	23
Article 16. Meetings of the BOD	23
Article 17. BOD's Committees	26
Article 18. Person in charge of corporate governance	26
CHAPTER IV. SUPERVISORY MEMBERS AND Supervisory Board	28
28	
Article 19. Standing for election, nominating for election, electing,	

dismissal and removing Supervisory members 28

Article 20. Status as an Supervisory members 30

Article 23. Meeting of the Supervisory Board 31

CHAPTER V. CHIEF EXECUTIVE OFFICER AND OTHER ENTERPRISE EXECUTIVES OF THE HOLDINGS 32

Article 24. Organization of operations 32

Article 25. Appointment, dismissal of CEO; term and criteria of CEO 32

Article 26. Rights and responsibilities of CEO 32

Article 27. Enterprise Executive 33

CHAPTER VI. CORPORATE GOVERNANCE PROVISIONS FOR SUBSIDIARIES AND OTHER ENTERPRISES WITH CAPITAL CONTRIBUTION OF THE HOLDINGS 33

Article 28. Rights of the Holdings 33

Article 29. Methods for implementing the Holdings' rights 33

Article 30. Assignment and delegation to execute the rights and
responsibilities of the Holdings in relation with its subsidiaries and enterprises
which the Holdings owns the charter capital 34

Article 31. Rights and responsibilities of BOD 34

Article 32. Rights and responsibilities of the CEO 35

Article 33. Rights and responsibilities of Members' Council at 100%
charter capital owned subsidiaries by the Holdings 36

Article 34. Rights and responsibilities of Authorized Representatives which
the Holdings owns less than 100% of charter capital and enterprises invested by the
Holdings 36

Article 35. Co-ordination to improve the operational efficiency of Baoviet
Finance – Insurance Group 37

CHAPTER VII. INTERNAL SUPERVISION AND INTERNAL AUDIT 38

Article 36. The internal supervision system 38

Article 37. The internal supervision principles 39

Article 38. Internal audit 40

CHAPTER VIII. COORDINATION OF ACTIVITIES BETWEEN THE
BOD, Supervisory Board AND CEO 40

Article 39. Coordination of activities between the BOD, Supervisory Board
and CEO in matters of convening meetings, recording minutes, announcing
meeting results/resolutions, seeking opinions 40

Article 40. Convening a meeting of the Board of Directors at the request of
the CEO and Supervisory Board 41

Article 41. Report of the CEO on the performance of assigned tasks and
powers 41

Article 42. Coordination of control, administration and supervision
activities among members of the Board of Directors, members of the Supervisory
Board and the CEO according to the specific tasks of the members 41

Article 43. Annual evaluation of members of the Board of Directors,
Supervisory Board, CEO and other enterprise executives 42

CHAPTER IX. IMPLEMENTING PROVISIONS 43

Article 44. Validity of the Regulation 43

CHAPTER I. GENERAL PROVISIONS

Article 1. Objects, Governing Scope, Applicable entities

1. This regulation shall be formulated and issued as required by the current laws on corporate governance for public companies, and shall be applied into the consideration of the general international practices on corporate governance in line with conditions of the Company and business environment in Vietnam.

This Regulation shall be issued to implement a clear policy on corporate governance and ensure the sustainable development and transparency of the Company. This Regulation shall stipulate (i) the basic principles of corporate governance to protect the legitimate rights and interests of shareholders; (ii) authorities and obligations of Business Manager of the Company; (iii) the corporate governance regulations in enterprises which are invested by the Company; (iv) the behaviour standards of the Business Manager, and the Supervisory Board of the Company and (v) the internal supervision of the Company.

2. The Regulation applies to members of the Board of Directors, Supervisory Board, Business Managers, Business Executives, the Authorized Representatives of the Company at the Company's Subsidiaries and enterprises in which the Company holds contributed capital.

Article 2. Interpretation of terms

1. In this Regulation, the following terms shall be construed as follows:

BaoViet Finance - Insurance Group means a group of companies, consists of the Parent Company (Baoviet Holdings) and its Subsidiaries, Affiliates and other dependent units which have a long-term relationship each other in the interests of economy, technology, market and other business services.

Baoviet Holdings* or *The Holdings means the parent company of BaoViet Finance - Insurance Group, which is a legal entity, established and operating under the Charter of the Holdings and the Business Registration Certificate issued by the Business Registration Office, Hanoi Department of Planning and Investment (now known as the Business Registration and Corporate Finance Division under the Hanoi Department of Finance).

Subsidiary means any company in which Baoviet Holdings (i) holds more than fifty percent (50%) of the Charter Capital or total issued ordinary shares, or

(ii) has the right to directly or indirectly decide on appointment of a majority or all of members of the Board of Directors/Members Council or the Chief Executive Officer (Directors) of that company, or (iii) has the right to decide the amendment of or addition to the Charter of that company.

Affiliated company means enterprises in which Bao Viet Holdings directly holds, or indirectly holds through its subsidiary, from 20% to less than 50% of the total charter capital or total voting shares of such enterprise, unless otherwise agreed, and which is not a subsidiary of the Holdings.

Enterprise executives means the CEO, the Deputy of CEO and the Chief Accountant of BaoViet Holdings and other executive positions appointed by the Board of Directors of the Holdings.

Enterprise managers means the Chairperson of the Board of Directors, members of the Board of Directors, the CEO and the Deputy of CEO of the Holdings.

Person in charge of corporate governance is the person who has the rights and obligations specified in the Article 18 of this regulation.

Shareholder means any individual or organization owning at least one (01) Share of the Holdings.

Major Shareholder is defined in Clause 18 Article 4 of the Law on Securities.

State Authority means any and all of the following agencies of the Socialist Republic of Vietnam as: the National Assembly, the Standing Committee of the National Assembly, the President, the Government, the Prime Minister, the Government Office, Ministries, People's Committees or any of their agencies, departments or bodies, and any and all other committees, ministers, councils, agencies, bodies or officers whose consent, approval, registration, commitment, involvement or consultation is required or desirable in the opinion of the Company for any thing or matter referred to in or contemplated by this Regulation.

Board of Directors (BOD) means the Board of Directors of Baoviet Holdings.

Independent members of the BOD are members of the BOD who meet all criteria and requirements specified in Clause 2 Article 155 of the Law on

Enterprises.

A non-executive BOD member is the member of the BOD other than the enterprise executives specified in the this regulation and the Charter of the Holdings.

Chief Executive Officer (CEO) means the Chief Executive Officer of Baoviet Holdings.

Law on Enterprise or *Enterprise Law* means the Enterprise Law No. 59/2020/QH14 as adopted by the National Assembly of the Socialist Republic of Vietnam on June 17th, 2020 and as amended from time to time.

Law on Securities means the Securities Law No. 54/2019/QH14 dated November 26th, 2019 and as amended, supplemented or replaced from time to time.

Representative means individuals authorized in writing by the Holdings to exercise the Holdings' rights and responsibilities with respect to its capital invested in enterprises and investment funds in which the Holdings holds contributed capital.

Related Person means any organization and individual have a direct or indirect relationship with Baoviet Holdings in the cases defined in Clause 23 Article 4 of the Law on Enterprises and Clause 46 Article 4 of the Law on Securities and other legal documents related to the business lines of Baoviet Holdings as prescribed in Clause 1, Article 4 of the Charter of Baoviet Holdings.

Members' Council means Board of Member of subsidiaries in which Baoviet Holdings owns 100% of the charter capital.

Law means all constitutions, pacts, orders, laws, codes, decrees, resolutions, decisions, regulations, circulars, regulations and other effective legal documents as issued by State Authorities and applicable to the Company including Decision 310/2005/QD/TTg dated November 28th, 2005 of the Prime Minister, and Decision 945/2007/QD-BTC dated March 7th, 2007 of the Ministry of Finance and as amended from time to time.

2. In this Regulation, any reference to any article or document shall also include the amendments, additions or replacement of such document. In the cases the provisions of the Charter of the Holdings and the Law has been revised whereas this Regulation has not yet been updated accordingly, the revised and

updated provisions shall automatically adopt and adjust the Holdings' operations.

Article 3. Principles of corporate governance

1. Corporate governance is internal measures to manage and control the Company which involves the relationships between the Holdings' General Assembly of Shareholders, the BOD, the enterprise managers and enterprise executives and related parties. Corporate governance also provides the structure through which the objectives of the Holdings are set, and the means of attaining those objectives are determined, as well as facilitates effective monitoring of the Holdings' performance.

2. The governance of the Holdings shall comply with the laws and the following principles:

- a. A reasonable and effective governance structure;
- b. Ensuring the effective operation of the Board of Directors and the Supervisory Board; enhancing the responsibilities of the Board of Directors towards the Holdings and its shareholders;
- c. Ensuring shareholders' rights and equal treatment among shareholders;
- d. Ensuring the role of investors, the securities market and intermediary institutions in supporting the governance of the Holdings;
- e. Respecting and ensuring the lawful rights and interests of stakeholders in the governance of the Holdings;
- f. Timely, adequate, accurate and transparent disclosure of information on the operations of the Holdings; ensuring fair access to information by shareholders.

CHAPTER II. SHAREHOLDERS AND GENERAL ASSEMBLY OF SHAREHOLDERS

Article 4. Rights and obligations of Shareholders

1. Apart from the rights and obligations specified in Clause 1 Article 41 and Article 127 of the Law on Securities, Article 115, 116, 117, 118 and 119 Law on Enterprises, the Charter of the Holdings and relevant laws.

Article 5. Rights and obligations of Major Shareholders

In addition to the rights and obligations specified in the Laws and the Charter of the Holdings, a majority shareholder also has the following obligations:

1. A majority shareholder must not take advantage of his or her influence to affect the rights and interests of the Holdings and other shareholders in accordance with regulations of law and the Charter of the Holdings;

2. A majority shareholder has the obligation to publish information in accordance with regulations of law.

Article 6. General Shareholders' Meeting

1. Roles, rights and obligations of the General Shareholders' Meeting

The General Shareholders' Meeting is the highest authority of the Holdings. The General Shareholders' Meeting has the rights and obligations under Article 15 of the Holdings Charter and other relevant laws.

2. Procedures for the General Shareholders' Meeting to adopt a resolution by voting at the General Shareholders' Meeting:

a) Authority to convene the General Shareholders' Meeting

The Board of Directors convenes the General Shareholders' Meeting or the General Shareholders' Meeting shall be convened in accordance with the cases specified at Point b or Point c, Clause 4, Article 14 of the Charter of Baoviet Holdings.

The Board of Directors, Supervisory Board or the individual who convenes the meeting of general shareholders' meeting must establish the agenda and prepare the place and time to discuss and vote on each issue in the meeting of general assembly of shareholders. Sequence and procedures for convening and voting at the General Shareholders' Meeting are stipulated in Article 18, Article 19, Article 20, Article 21 of the Charter of the Holdings.

b) Notice on closure of the list of shareholders entitled to attend the General Shareholders' Meeting:

- The Holdings must publish the information about the list of shareholders who have the right to participate in the meeting of general shareholders'

meeting at least 20 days before the deadline for registration (the record date) according to the Law;

- The Holdings prepare a list of shareholders satisfying all conditions for attending and voting at the General Shareholders' Meeting no later than ten (10) days prior to the date of sending the notice of invitation to the meeting;

- The list of Shareholders eligible to attend the General Shareholders' Meeting must contain (i) information on the shareholders i.e. individual shareholders must present the full name, permanent address, nationality, identity card, citizenship identity card, passport or other legal personal identification; institutional shareholders must present the name of the organization, business registration number or the number of the decision on establishment, address of the headquarter and (ii) number of each class of shares, the number and time of registration of shares of each shareholder.

c) Notice convening a meeting of the General Shareholders' Meeting:

Notice convening a meeting of the General Shareholders' Meeting shall be sent to all shareholders according to Clause 3, Article 18 of the Charter of the Holdings with the following requirements:

- Time for sending the Notice: The Notice of the General Shareholders' Meeting must be sent to shareholders at least 21 days prior to the date of the meeting of the General Shareholders' Meeting (calculated from the date on which the notice is validly sent or delivered, the date on which the postal charge is paid, or the date on which the notice is put in the mailbox).

- Method of sending the Notice: The notice of the General Shareholders' Meeting shall be sent to all shareholders by registered means, and at the same time shall be announced on the websites of Baoviet Holdings and disclose information in accordance with current securities laws.

d) Agenda and Content of the General Shareholders' Meeting:

- The agenda and documents of the General Shareholders' Meeting: The agenda of the General Shareholders' Meeting and data relating to the matters to be voted on at the meeting are prepared by the convenor of the General Shareholders' Meeting and shall be sent to the shareholders and/or published on the website of Baoviet Holdings. If no data is attached to the notice of the meeting of the General Shareholders' Meeting, then the notice of invitation to

the meeting must include clear guidelines on how all data or documents can be accessed by shareholders, such data to comprise:

- + The meeting agenda and data to be used at the meeting;
- + List and detailed information about each candidate if electing members to the Board of Directors or Supervisory Board;
- + Voting cards;
- + Draft resolutions on each matter on the agenda.

- The proposal to any issue to be included on the agenda of a meeting of the General Shareholders' Meetings shall be implemented in compliance with Clause 4 Article 18 of the Charter of the Holdings.

e) Method for registering to attend the General Shareholders' Meeting:

- Before opening the General Shareholders' Meeting, Baoviet Holdings must carry out procedures to register its shareholders and must implement such registration until all shareholders who are entitled to attend the meeting and who are present have been registered. The Shareholder's authorization for a representative to attend the General Shareholders' Meetings shall comply with Article 16 of the Charter of the Holdings.

- Shareholders register in order to verify the minimum percentage of Shareholders attend the meeting in accordance with regulations for the GMS to start properly.

- Upon registration of shareholders, Baoviet Holdings shall issue a voting card to each shareholder or authorized representative with voting rights which states registration number, full name of shareholder, full name of authorized representative and number of votes of such shareholder. In the case more than one authorized representative are nominated, then the number of shares and the number of votes of each such representative must be specified.

- Any shareholder or authorized representative who comes to the General Shareholders' Meeting late shall be registered immediately and thereafter has the right to attend and vote at the meeting. In this case the effect of the contents voted previously will not change.

f) Conditions for conducting the General Shareholders' Meeting: comply with Article 19 of the Charter of the Holdings

g) Method of voting:

- The Board of Directors shall formulate and approve the regulation on organizing the meeting of general assembly of shareholders, including the provisions on the method of voting and passing the resolution of the general shareholders' meeting and/or regulations on cumulative voting in case of electing the member of the Board of Directors and Inspectors;

- Shareholders shall vote in the manner approved by the general assembly of shareholders.

h) Method of counting votes:

- The general assembly of shareholders shall elect one or several people to attend the vote counting committee upon the proposal of the chairperson of the meeting.

- When conducting voting at the meeting, the GMS shall discuss and vote on each issue on the agenda. Votes include affirmative votes, negative votes and abstentions. The voting result shall be announced by the chair before the meeting ends.

- Election of the members of the Board of Directors and Supervisory members of the Holdings by the method of cumulative voting, after the shareholders vote, the vote counting committee shall count the votes and announce the results of voting to the Chairperson to inform the whole Shareholders at the general assembly of shareholders.

- The vote counting committee shall sum up the results of voting in the vote counting minutes, in which clearly states the total number of votes "for", "against", and "abstained"; The ratio of such number on the total number of votes of shareholders attending the meeting.

i) Conditions for the resolution to be ratified: comply with Article 21 of the Charter of the Holdings

j) Notice of results of a vote count:

The voting results shall be announced by the Chairperson before closing the meeting. Voting results include the overall numbers of votes "for", "against", and "abstained"; the ratio of such numbers on the total number of votes of shareholders attending the meeting.

k) Method of objecting to a decision of the General Shareholders' Meeting (pursuant to Article 132 of the Law on Enterprises).

l) Preparing minutes of meetings and announcing the resolutions of the General Shareholders' Meeting:

The Secretary of the General Shareholders' Meeting must be responsible for preparing the minutes of meetings in compliance with Article 23 of the Charter of the Holdings. The minutes of meetings must contain the following main details:

- + Name, head office address and enterprise code number;
- + Time and venue of the meeting of the General Shareholders' Meeting;
- + Program and agenda of the meeting;
- + Full names of the chairperson and secretary;
- + Summary of the developments at the meeting and of the opinions expressed at the General Shareholders' Meeting on each issue on the agenda;
- + Number of shareholders and total number of votes of attending shareholders, and appendix listing the registered shareholders and representatives of attending shareholders together with the number of shares and corresponding number of votes;
- + Total number of votes for each issue voted on, specifying the method of voting, the total number of valid and invalid votes, the number of votes for and against and abstentions; and the corresponding ratio of the total number of votes of shareholders attending the meeting;
- + Issues which were passed and corresponding ratio of votes in favour of passing;
- + Signatures of the chairperson and of the secretary. In case the chairperson and the secretary refuse to sign the minutes, they will be effective if they are signed by all other members of the Members' Council and contain all information prescribed in this Points. The minutes shall clearly state the reasons why the chairperson and the secretary refuse to sign them.
- The meeting minutes of a General Shareholders' Meeting must be prepared in full and passed prior to the end of the meeting. The chairperson and

secretary of the meeting or someone else signs the meeting minutes shall be jointly liable for the truthfulness and accuracy of the contents of the minutes.

- The meeting minutes of a General Shareholders' Meeting must be published on the website of Baoviet Holdings within twenty four (24) hours after the end of the meeting or sent to all shareholders within 15 days from the end of the meeting.

m) Announcing resolutions of the General Shareholders' Meeting:

- The resolutions a meeting of the General Shareholders' Meeting shall be ratified in compliance with Article 21 of the Charter of the Holdings.

- The resolutions of a meeting of the General Shareholders' Meeting must be published on the website of Baoviet Holdings within twenty four (24) hours after the end of the meeting.

3. Method of collecting shareholders' opinions in writing

a) The Board of Directors is entitled to collect shareholders' opinions in writing to ratify all the issue within the jurisdiction of the GMS when it is considered necessary for the Holdings' interests, except for the cases specified in Clause 12 Article 20 of the Charter of the Holdings.

b) Method of collecting shareholders' opinions in writing shall comply with Article 22 of the Charter of the Holdings.

4. Method for ratifying resolutions of the GMS via online conference :

The following types of technology can be used to hold a meeting of the the General Shareholders' Meeting: (i) Video; (ii) Telephone; (iii) Other technology which allows the shareholders to connect to another; or (iv) combination of these technologies.

In a case all shareholders are unable to attend together in one venue for the meeting using technology and each shareholder may connect to other shareholders, the participating shareholders shall be considered as gathering together in a meeting and directly attending at such meeting, all procedures of the meeting of the General Shareholders' Meeting carried out in such manner shall be lawful and valid as implementing in a meeting that all shareholders attend directly at a same place.

Depending on specific needs and situations, the Board of Directors has the right to apply modern technology (such as online conference, electronic voting or other electronic forms...) so that shareholders may attend, speak and vote at each meeting of the General Shareholders' Meeting. The application of such modern technology must be informed to shareholders before the meeting by posting notices and application guidelines on the website of the Holdings in compliance with the Charter of the Holdings and relevant laws.

5. Baoviet Holdings shall hold the General Shareholders' Meeting annually in compliance with the Law on enterprises. Baoviet Holdings may not use the collection shareholders' opinions in writing instead of holding the annual General Shareholders' Meeting.

Article 7. Report on the operations of the Board of Directors submitted to the annual meeting of general shareholders' meeting

The operations report of the Board of Directors which has to be submitted to the annual General Shareholders' Meeting must comply with the Law on Enterprises and the Charter of the Holdings and contain the following information:

1. Report of the Board of Directors regarding the management by and operational results of the Board of Directors and each member of the Board of Directors according to Article 139.3.c of the Law on Enterprises and the Charter of the Holdings;

2. Remuneration, operating costs and other interests of the Board of Directors and each member of the Board of Directors in accordance with the laws and the internal regulations of the Holdings;

3. Summaries of the meetings and decisions of the Board of Directors;

4. Report on transactions between Baoviet Holdings with members of the Board of Directors and their related persons; transactions between Baoviet Holdings and a company in which a member of the Board of Directors is a founding member or a business manager in the last 3 years prior to the transaction date.

5. Activities of BOD's independent members and evaluation result of independent BOD's members regarding the activities of the BOD (if any);

6. Operations of the Committee affiliated to the Board of Directors (if any)

7. Results of monitoring the Chief Executive Officer;
8. Results of monitoring other enterprise executives;
9. Future plans.

The contents that have not been implemented in the previous resolutions of General Shareholders' Meeting, the Board of Directors must report to the General Shareholders' Meeting at the nearest annual meeting. In case there is a change in the issues within the jurisdiction of the General Shareholders' Meeting, the Board of Directors must submit it to the General Shareholders' Meeting at the nearest meeting for approval before implementation.

Article 8. Report on the operations of the Supervisory Board to the Annual General Shareholders' Meeting

Report on the operations of the Supervisory Board to the Annual General Shareholders' Meeting must contain the following information in addition to that specified in the Law on Enterprises and the Charter of the Holdings:

1. Report of the Supervisory Board regarding the business performance of the Holdings, the operation results of the Board of Directors, Chief Executive Officer;

2. Report on self-assessment of operational results of the Supervisory Board and of each Supervisory members specified in Clause 3 Article 139 of the Law on Enterprises;

3. Remuneration, operating costs and other interests of the Supervisory Board and each Supervisory members specified in Article 72 of the Law on Enterprises and the Charter of the Holdings;

4. Report on evaluation of transactions between Baoviet Holdings, with members of the Board of Directors, Chief Executive Officer, other executives of Baoviet Holdings and their related persons; transaction between Baoviet Holdings and the company in which members of the Board of Directors, Chief Executive Officer, other executives of Baoviet Holdings are founding members or business managers in the last 3 years prior to transaction time.

5. Results of monitoring the Board of Directors, Chief Executive Officer and other enterprise executives;

6. The results of monitoring the coordination of operation between the

Supervisory Board and the Board of Directors, Chief Executive Officer and shareholders.

7. Future plans.

Article 9. Attendance of independent audit agency at General Shareholders' Meeting

An Auditor (s) or the representatives of the independent auditing agency that audited the Holdings' financial statements, must be invited to attend the annual General Shareholders' Meeting and must be invited to provide opinions at the General Shareholders' Meeting on matters relating to the annual financial statements in a case where the audited financial statement contains a critical major qualified opinions.

CHAPTER III. MEMBERS OF BOARD OF DIRECTORS AND BOARD OF DIRECTORS

Article 10. Standing for election, nominating for election, electing, dismissal and removing members to the Board of Directors

The standing for election, nominating for election, voting, electing, dismissing and removing members of the Board of Directors is stipulated in Article 25, Article 26 of the Charter of the Holdings with the following main items:

1. The term of office and quantity of members of the Board of Directors are specified in the Charter of the Holdings and the Resolution of the General Shareholders' Meeting of the Holdings.

2. Criteria applicable to members of the Board of Directors:

a. BOD member must meet the criteria and requirement stipulated in Clause 1, Article 155 of the Law on Enterprises and the Charter of the Holdings.

b. The independent member of the BOD must meet the criteria and requirement stipulated in Clause 1 and Clause 2 of Article 155 of the Law on Enterprises.

3. Disclosure on the information of the candidates for BOD member:

When the candidates for a Board of Directors have been identified, the information related to them must be published at least 10 days before the opening day of the meeting of general shareholders' meeting on the website of

the Holdings so that shareholders can find out about the candidates before voting. The candidates of Board of Directors must have written commitments to provide truthful, accurate and reasonable information and to perform the tasks honestly, faithfully, cautiously and in the best interest of the company if elected as members of the Board of Directors.

Information related to the candidates of the Board of Directors to be published must include at least:

- a. Name, date of birth;
- b. Education
- c. Professional qualifications;
- c. Work experience;
- d. Other management titles (including position of the BOD of other companies);
- e. Interests related to Baoviet Holdings and its related parties;
- f. Other information (if any) specified in the Charter of the Holdings.

The Holdings are responsible for disclosing information about the companies in which the candidates are members of the Board of Directors or managers and other interests related to the Holdings of the candidates (if any).

4. Methods by which a shareholder or group of shareholders stands for election or nominates a person as a member of the Board of Directors in accordance with provisions of law and this Charter:

Shareholders owning ordinary shares have the right to aggregate the number of voting rights of several shareholders to nominate candidates for election as members of the Board of Directors. A shareholder or group of shareholders holding 10% of the total voting shares has the right to nominate a maximum of one (1) candidate; or holding from over 10% to below 30% has the right to nominate a maximum of two (2) candidates; or holding from 30% to below 40% has the right to nominate a maximum of three (3) candidates; or holding from 40% to below 50% has the right to nominate a maximum of four (4) candidates; or holding from 50% to below 60% has the right to nominate a maximum of five (5) candidates; or holding from 60% to below 70% has the right to nominate a maximum of six (6) candidates; or holding from 70% to

below 80% has the right to nominate a maximum of seven (7) candidates; or holding from 80% to below 90% has the right to nominate a maximum of eight (8) candidates.

5. Method of electing members to the Board of Directors:

a. Voting to elect members of the Board of Directors must be implemented by the method of cumulative voting in compliance with Clause 3 Article 148 of the Law on Enterprises;

b. The cumulative voting to elect member of the Board of Directors is stipulated in the electing regulation approved by the general shareholders' meeting at the meeting.

6. Cases in which members of the Board of Directors will be dismissed, removed:

Status as a member of the Board of Directors shall be terminated in the following cases:

a. Such member is ineligible to be a member of the Board of Directors in accordance with the Law on Enterprises or is prohibited by law from being a member of a Board of Directors;

b. Such member submits an application for resignation and such resignation is approved;

c. Such member suffers a mental disorder and the other members of the Board of Directors have professional evidence that he or she has lost capacity for civil acts;

d. Such member did not attend any meeting of the Board of Directors for a consecutive period of six (6) months, except in a case of force majeure;

e. Termination pursuant to a decision of the General Shareholders' Meeting;

f. Failure to send personal details to Baoviet Holdings in his or her role as a candidate for election to the Board of Directors;

g. The member of Board of Directors shall automatically lose his membership when no longer being the authorized representative of institutional shareholders;

h. In other cases as stipulated by law and in this Charter.

7. Notices of election, dismissal or removal of a member of the Board of Directors:

a. Notices of the election of BOD member must be sent to the shareholders together with the notice of general shareholders' meeting according to the Charter of the Holdings and this Regulation.

b. The dismissal or removal of the BOD member must be published on the website of the Holdings within twenty four (24) hours from the date the BOD member no longer holds the status of BOD member according to the Charter of the Holdings and Clause 4 of this Article.

7. Methods for introducing candidates for membership of the Board of Directors:

When the number of the candidates for the Board of Directors through nomination fails to reach the sufficient number, the incumbent Board of Directors can introduce or nominate more candidates as specified in the Holdings' internal regulations on corporate governance. The introduction of candidates by the Board of Directors must be published clearly and ratified by the GMS before the general shareholders' meeting votes for the members of the Board of Directors in compliance with regulations of law.

Article 11. Eligibility of the Members of the Board of Directors

1. Members of the Board of Directors must meet the criteria and conditions specified in Clause 1 Article 155 of the Law on enterprises and the Charter of the Holdings; a member of the Board of Directors is not required to be the shareholder of the Holdings.

2. The Chairperson of the Board of Directors must not take over the position as the Chief Executive Officer of the Holdings.

3. A member of the Board of Directors of the Holdings may concurrently serve as a member of the Board of Directors or the Members' Council at a maximum of five (05) other companies.

Article 12. Composition of the Board of Directors and Chairperson of the Board of Directors

1. The Board of Directors must have 7-11 members (or another number in line with the Law from time to time), the specific number of members of the

BOD of the term shall be decided by the general assembly of shareholders. The term of office of the Board of Directors is 05 (five) years. The term of office of a member of the Board of Directors shall not exceed five (5) years, and a member of the Board of Directors may be re-elected for an unlimited number of terms.

The composition of the Board of Directors must be balanced in terms of the number of members having knowledge and experience in law, finance and business operations of the Holdings and gender balance.

2. The Chairperson of the Board of Directors shall be elected, dismissed and removed by the Board of Directors from among its members.. The Chairperson of the Board of Directors must not concurrently serve as the Chief Executive Officer.

3. The membership structure of the BOD must ensure the balance between members concurrently holding executive positions and non-executive members.

The Holdings needs to minimize number of members of the Board of Directors who concurrently hold several executive titles of the Holdings to ensure independence of the Board of Directors.

4. The number of non-executive members of the Board of Directors and independent members of the Board of Directors of the Holdings shall comply with the applicable laws from time to time. An individual may be elected as an independent member of the Board of Directors of the Holdings for no more than two (02) consecutive terms.

Article 13. Rights and obligations of BOD's members

1. A member of a Board of Directors has all rights specified in the Law on enterprises, related law and companies' charter including the right to access information and documents about financial status and business operation of the Holdings and different units of the Holdings.

2. In addition to the obligations specified in the Law on enterprises and the Charter of the Holdings, each member of the Board of Directors must:

a. Perform duties honestly and cautiously in the best interests of shareholders and the Holdings;

b. Participate in all the meetings of the Board of Directors and give clear opinions about the discussed issues.

c. Report to the Board of Directors at the latest meeting transactions between the Holdings, its subsidiaries, companies in which the Holdings holds control of over 50% of charter capital, members of the Board of Directors and other persons related to that member; transactions between the Holdings and the company in which a member of the Board of Directors is a founding member or a corporate administrator during the last 3 years before the transaction date;

d. Timely and fully report to the Board of Directors the remuneration they receive from the Subsidiaries, Associated companies and other organizations of which they are the Representative of the Holdings.

e. Report to the State Securities Commission and local stock exchange and publish information when trading the shares of the Holdings in compliance with regulations of law. Independent members of the Board of Directors of the Holdings must make an evaluation report on the operation of the Board of Directors; must notify the Board of Directors of the fact that it no longer meets the standards and conditions specified in Clause 2, Article 155 of the Law on Enterprise and automatically ceases to be an independent member of the Board of Directors from the date of failure to fully meet the standards and conditions prescribed by law

3. The Holdings may purchase liability insurance for the members of its board after approval is granted by the general assembly of shareholders; the insurance does not cover the liabilities of the members of the Board of Directors in connection with the violation of the law and the Charter of the Holdings.

Article 14. Responsibilities and obligations of the Board of Directors

In addition to the duties specified in the Law on enterprises and the company's charter, the Board of Directors must:

1. Take responsibility to the shareholders for the Holdings' operations;
2. Treat fairly all the shareholders and protect the interests of the related person of the Holdings;
3. Ensure the operations of the Holdings in compliance with regulations of law and the Charter of the Holdings and internal regulations;
4. Report on the operation of the Board of Directors to the general shareholders' meetings as specified in the Article 7 of this regulation.

5. Develop the operating regulations of the Board of Directors of Baoviet Holdings, submit it to the General Shareholders' Meeting for approval and publish it on the website of Baoviet Holdings.

6. Develop internal regulations on corporate governance.

7. Supervising and preventing conflicts of interest of members of the Board of Directors, members of the Supervisory Board, the Chief Executive Officer and other managers.

8. Appointment of person in charge of governance of Baoviet Holdings.

9. Organize training courses on corporate governance and necessary skills for members of the Board of Directors, Chief Executive Officer, Person in Charge of Corporate Governance and other managers of the Holdings.

10. Formulate provisions on the sequence and procedures for selecting, appointing and dismissing enterprise executives; and the sequence and procedures for co-ordination of activities between the BOD and the Supervisory Board and the CEO, comprising the following particulars:

a. The sequence and procedures for selecting, appointing and dismissing a enterprise executive:

- Criteria for selecting enterprise executives;
- Appointment of enterprise executives;
- Execution of labour contracts with enterprise executives;
- Cases of dismissal of enterprise executives;
- Notice of the appointment or dismissal of enterprise executives.

b. The sequence and procedures for co-ordination of activities between the BOD, the Supervisory Board and Chief Executive Officer:

- Procedures and sequence for convening, inviting to the meeting, recording minutes, notifying meeting results between the BOD, the Supervisory Board and the Chief Executive Officer;

- Notice of resolutions of the BOD to the Supervisory Board and to the Chief Executive Officer;

- Cases in which the Chief Executive Officer and the Supervisory Board propose to convene a meeting of the BOD and the matters requiring opinions of the BOD;

- Report of the Chief Executive Officer to the BOD on performance of assigned duties and powers;

- Review of the implementation of the resolutions and other matters assigned by the BOD with respect to the Chief Executive Officer;

- Issues which the CEO is required to report and provide information on, and the method of notifying the BOD and the Supervisory Board;

- Co-ordination of the activities of control, management and supervision between member of the BOD, members of the Supervisory Board and the Chief Executive Officer in accordance with their specific duties.

11. Develop a mechanism for performance evaluation, reward and discipline for members of the Board of Directors, Chief Executive Officer and other enterprise executives.

Article 15. Remuneration and other benefits of members of the Board of Directors

Remuneration and other benefits of members of the Board of Directors shall comply with Article 28 of Baoviet Charter of the Holdings and other relevant regulations.

Article 16. Meetings of the BOD

The BOD shall hold meetings quarterly and may hold an extraordinary meeting in accordance with the sequence and procedures stipulated in the Article 30 of the Charter of the Holdings and this regulation with the following main items:

1. The notice of a meeting of the Board of Directors

a. The notice of a meeting of the Board of Directors must be sent to the members of such Board and Supervisory members at least 03 working days before holding the meeting. The notice of the meeting of the Board of Directors must be in writing and in Vietnamese, and must provide complete information about the agenda, time and venue of the meeting, accompanied by necessary documents regarding the issues to be discussed and voted on at the meeting and voting cards for the members of such Board.

b. The notice of invitation shall be sent by post, fax, email or other method guaranteed to reach the contact address of each member of the Board of

Directors and Supervisory members registered with Baoviet Holdings. Members of the Supervisory Board are entitled to attend meetings of the Board of Directors, to speak but not to vote.

2. Conditions for holding the meeting of the Board of Directors:

a. Meetings of the Board of Directors shall be conducted if at least three-quarters of the number of members of such Board are present in person or via their representatives (being authorized representatives). The member may authorized another person to attend the meeting and vote if the majority of members of such Board so agree.

b. If the number of attending members is insufficient as stipulated, the meeting must be re-convened within seven (7) days from the proposed date of the first meeting. The re-convened meeting shall be conducted if more than half of the number of members of the Board of Directors attend.

3. Method of voting:

a. A BOD member shall be deemed to attend and vote at a meeting of the BOD in the following circumstances:

- Such member attends and votes in person at the meeting;
- Such member authorizes another person to attend and vote at the meeting in line with the Charter of the Holdings;
- Such member attends and votes via an online conference, or other electronic forms;
- Such member sends its vote to the meeting by mail, fax or email.

b. If the voting cards are sent to the meeting by letter, they must be sent in a sealed envelope and reach the Chairperson of the Board no later than one (1) hour prior to commencement of the meeting. Voting cards may only be opened in the presence of all people attending the meeting.

4. Method of passing resolutions of the Board of Directors:

a. The Board of Directors shall pass decisions and issue resolutions on the basis of the consent of the majority of members of such Board present (higher than 50%). Where the number of votes for and against are equal, then the vote of the Chairperson of the Board of Directors shall be the deciding vote.

b. Except for clause 4(c) of this article, each member of the Board of Directors or his or her authorized person pursuant to clause 2 of this article and who is present in his or her capacity as an individual at a meeting of the Board of Directors shall have one vote;

c. A member of the Board of Directors is not permitted to vote on any contract, transaction or proposal in which such member or any related person of such member has an interest which conflicts or possibly conflicts with the interests of Baoviet Holdings. A member of the Board of Directors shall not be included in the quorum required to be present to hold a meeting of such Board regarding decisions on which such member does not have the right to vote;

d. When an issue arises at a meeting of the Board of Directors relating to the interests of a member of such Board or relating to the voting right of a member which is not resolved by voluntary waiver of the voting right of the relevant member of the Board of Directors, such issue shall be referred to the chairperson of the meeting for decision. The decision of the chairperson on such issue shall be final, except where the nature or scope of the interest of the relevant member of the Board of Directors has not been fully announced;

e. Any member of the Board of Directors who benefits from any contract stipulated in articles 40.5(a) and 40.5(b) of the Charter of the Holdings shall be deemed to have a material interest in such contract;

5. Recording minutes of a meeting of the Board of Directors:

The minutes of a meeting of the Board of Directors must be prepared in detailed and clearly. In case the Chairperson, the minutes taker refuses to sign the minutes of the meeting, the provisions of Clause 2, Article 158 of the Law on Enterprises shall comply with the provisions of Clause 2, Article 158 of the Law on Enterprises 2020. The content approved by the majority of members attending the meeting in the meeting minutes of the Board of Directors must be approved by resolution. The meeting minutes must have the signatures of the Chairperson/Chairperson and the person preparing the minutes. The minutes of the meeting of the Board of Directors must be archived in compliance with the law and the Charter of the Holdings.

6. Notification or announcement of resolutions of the Board of Directors:

a. The BOD's Resolution shall be sent to the members of the Board of

Directors, the Chief Executive Officer, Supervisory members and related units for implementation.

b. In respect of the BOD's resolution needed to be disclosed according to the law, the Holdings must publish the information in compliance with the law.

Article 17. Committees of the BOD

The Board of Directors establish Committees to support the Board of Directors in line with the Law and the Charter of the Holdings as following:

1. Committee of the Board of Directors:

The Board of Directors may establish Committees to be in charge of development policy, human resources, remuneration, internal audit and/or other Committees.

2. Composition of the Committee:

The number of the Committeers shall be decided by the BOD in the basic of comply with the Charter of the Holdings.

3. Criteria of the Committeers:

a. The independent member of the BOD/non-executive BOD's member should account for the majority of the Committee's member.

b. The specific criteria of the Committeers shall be stipulated at the terms of references of the Committee by the BOD.

4. Establishment of the Committee and the responsibilities of the Committee and each Committeer.

The BOD shall stipulate in details regarding the establishment of the Committee, the responsibilities of the Committee and each Committeer in the terms of references of the Committee.

Article 18. Person in charge of corporate governance

1. The Board of Directors must appoint at least one (1) person to act as the person in charge of corporate governance in order to assist corporate governance to be carried out effectively. The term of office of such person shall be decided by the Board of Directors, but shall be a maximum five (5) years.

2. The person in charge of corporate governance must satisfy the following criteria:

- a. Have knowledge and understanding of the law;
- b. Not concurrently work for the independent auditor currently auditing the financial statements of Baoviet Holdings;
- c. Other criteria stipulated by law, this Charter and decisions of the Board of Directors.

3. The Board of Directors may dismiss the person in charge of Corporate Governance but not contrary to the applicable law on labour. The Board of Directors may appoint an assistant to the person in charge of corporate governance from time to time.

4. The person in charge of corporate governance has the following rights and obligations:

- a. To advise the Board of Directors on organizing meetings of the General Shareholders' Meeting and on relevant work as between Baoviet Holdings and shareholders;

- b. To prepare meetings of the Board of Directors, of the Supervisory Board and of the General Shareholders' Meeting as requested by the Board of Directors or Supervisory Board;

- c. To advise on meeting procedures;

- d. To attend all meetings;

- e. To advise on procedures for formulating resolutions of the Board of Directors in compliance with the law;

- f. To provide financial information, copies of minutes of the Board of Directors and other information to members of the Board of Directors and of the Supervisory Board;

- g. To supervise and report to the Board of Directors on activities being disclosure of information by Baoviet Holdings;

- h. Act as a point of contact for stakeholders

- i. To maintain confidentiality of information in accordance with law and this Charter;

- k. Other rights and obligations as stipulated by law, Charter and regulations of Baoviet Holdings.

5. The announcement of appointment and dismissal of the person in charge

of corporate governance shall comply with the provisions of law.

CHAPTER IV.

SUPERVISORY MEMBERS AND SUPERVISORY BOARD

Article 19. Standing for election, nominating for election, electing, dismissal and removing Supervisory members

Regulation on standing for election, nominating for election, voting, electing, dismissing and removing Supervisory members is stipulated in Article 36, Article 37 of the Charter of the Holdings with the main contents as follows:

1. Criteria applicable to Supervisory members:

Supervisory members must meet the criteria and conditions stipulated in Article 164 of the Law on Enterprises and the Charter of the Holdings.

2. Methods by which a shareholder or group of shareholders stands for election or nominates a person as an Supervisory members in accordance with provisions of law and this Charter:

Shareholders holding common shares shall have the right to cumulate the voting rights of each individual to appoint the candidates for the Supervisory Board. Shareholder or group of shareholders held 10% of total shares with voting rights may nominate one (01) candidate; held from over 10% to less than 30% of total shares with voting rights may nominate a maximum of two (02) candidates; held from 30% to less than 40% of total shares with voting rights may nominate a maximum of three (03) candidates; held from 40% to less than 50% of total shares with voting rights may nominate a maximum of four (04) candidates; held from 50% and above of total shares with voting rights may nominate up to five (05) candidates.

3. Method of electing Supervisory members:

a. Voting to elect Supervisory members must be implemented by the method of cumulative voting in compliance with Clause 3 Article 148 of the Law on Enterprises;

b. The cumulative voting to elect Supervisory members is stipulated in the electing regulation approved by the general shareholders' meeting at the meeting.

4. Cases in which Supervisory members will be dismissed or removed:

a. A supervisory members shall be dismissed in the following cases:

- No longer satisfying the criteria and conditions stipulated in the Law on Enterprises for acting as an Supervisory members;

- Failure to exercise his or her rights and discharge his or her obligations within a six (6) consecutive month period, except in a case of force majeure;

- On submittal of his or her resignation sent to Baoviet Holdings' headquarters which is approved;

- In other cases as stipulated by law and in the Charter of the Holdings.

b. A supervisory members shall be removed in the following cases:

- Failure to fully undertake the duties and work assigned;

- Committing a serious breach of law or committing breaches of obligations as a supervisory members stipulated on the Law on Enterprises and this Charter;

- Pursuant to a decision of the General Shareholders' Meeting;

- In other cases as stipulated by law and in this Charter.

5. Notices of election, dismissal or removal of an Supervisory members:

a. Notices of the election of Supervisory members must be sent to the shareholders together with the notice of general shareholders' meeting according to the Charter of the Holdings and Article 6 of this Regulation;

b. The dismissal or removal of the Supervisory members must be published on the website of the Holdings within twenty four (24) hours from the date the Supervisory members no longer holds the status of Supervisory members according to the Charter of the Holdings and Clause 4 of this Article.

6. Methods for introducing candidates for membership of the Supervisory members:

When the number of the candidates for the Supervisory Board through nomination fails to reach the sufficient number, the incumbent Supervisory Board can introduce or nominate more candidates as specified in the Holdings' internal regulations on corporate governance. The nomination mechanism of the incumbent Supervisory Board shall be clearly announced and passed by the general shareholders' meeting before implementing the nomination.

Article 20. Supervisory members

1. The number of Supervisory members shall be at least three (03) and at most five (05), the specific numbers shall be decided by the GMS. An Supervisory members is not required to be the shareholder of the company.

2. A supervisory members must meet the criteria and conditions specified in Clause 1 Article 169 of the Law on enterprises and the Charter of the Holdings and must not:

- a) Work in the accounting and finance divisions of the Holdings;
- b) Be a member or employee of the independent auditing firm auditing the financial statements of the company over the last 3 years.

3. The head of the Supervisory Board must has a bachelor's degree or higher in economics, finance, accounting, audit, law, business administration or a major that is relevant to the Holdings' business operation.

Article 21. Rights and obligations of a supervisory member

1. A supervisory member has all rights specified in the Law on enterprises, related Law and the Charter of the Holdings including the right to access information and documents about operational status of the company. Members of the Board of Directors, directors (Chief Executive Officers) and other enterprise executives must be responsible for supplying information promptly and adequately at the request of Supervisory members.

2. Supervisory members must comply with regulations of law, the Charter of the Holdings and professional ethics in carrying out their assignments. The Holdings may provide guidelines for operating and performing duties of Supervisory members in compliance with regulations of law and the Charter of the Holdings.

3. Remuneration, operating expenses and other benefits of the Supervisory Board and Supervisory members as prescribed in Article 172 of the Law on Enterprise and the Charter of the Holdings.

Article 22. Rights and obligations of Supervisory Board

In addition to the rights and obligations specified in the Article 170 of the Law on enterprises and the Charter of the Holdings, the Inspection Committee

also has the following rights and obligations:

1. Proposing and recommending the General Shareholders' Meeting to approve the list of auditing organizations approved to audit the financial statements of the Holdings;

2. Taking responsibility towards shareholders for monitoring activities;

3. Monitoring the financial status of the Holdings, legitimacy of the activities of members of Board of Directors, the Chief Executive Officer, other enterprise executives, coordination in operation between the Supervisory Board and Board of Directors, the Chief Executive Officer and shareholders;

4. Coordinating with the Board of Directors, Chief Executive Officer and shareholders.

5. In the cases of violation against regulations of law or the Charter of the Holdings committed by a member of the Board of Directors, Chief Executive Officer and other enterprise executives, it must be notified in written text to the Board of Directors within 48 hours and ask the offenders to stop the violation and find solutions to tackle;

6. Develop the operation regulation of the Supervisory Board and submit it to the General Shareholders' Meeting for approval;

7. Reporting to the general shareholders' meeting as specified in the Article 8 of this Regulation.

Article 23. Meeting of the Supervisory Board

1. The Supervisory Board must hold at least 2 meetings each year. At least 2/3 of the Supervisory members must participate in the meetings. Minutes of the meetings of the Supervisory Board must be detailed and clear; be signed by the secretaries and Supervisory members attending the meetings and retained to identify the responsibilities of each Supervisory members.

2. A Supervisory Board has the right to request members of the Board of Directors, the Chief Executive Officer and representatives of the independent auditing firm to answer the issues that need to be clarified.

CHAPTER V. CHIEF EXECUTIVE OFFICER AND OTHER ENTERPRISE EXECUTIVES OF THE HOLDINGS

Article 24. Organization of operations

The managerial system of the Holdings must ensure that the management organization shall be liable to and under the leadership of the BOD. The Holdings shall have the Chief Executive Officer, Deputy Chief Executive Officers, Chief Accountant, Directors/Deputy Directors of Divisions, Heads of Departments/Office/Branches/Centers and equivalent positions, and other positions

Article 25. Appointment, dismissal of CEO; term and criteria of CEO

1. The BOD shall appoint a member amongst its members or another person to serve as the CEO and shall assign a contract according to the Article 35 of the Charter of the Holdings.

2. The term of the CEO is not exceed five (05) years and may be reappointed. The CEO meet all the criteria and conditions according to the Law and the Charter of the Holdings.

3. The Board of Directors may dismiss the CEO if it is approved by the majority of members of the Board of Directors and designate a new CEO. The termination of the Labor Contract with the CEO shall comply with the provisions of current laws and internal regulations of the Holdings

3. Decisions on appointment, dismissal, contract signing and contract termination for the CEO must be sent to relevant individuals and departments at the Holdings, member companies of the Holdings and disclosure of information in accordance with relevant laws.

4. Remuneration, salary, benefits and other terms in the labor contract for the CEO shall be decided by the Board of Directors. The salary of the CEO must be reported at the Annual General Shareholders' Meeting, shown in a separate section in the annual financial statements.

Article 26. Rights and responsibilities of CEO

The CEO shall have the rights and responsibilities in compliance with the provisions in the Charter of the Holdings, this Regulation and other related internal regulations of Holdings and labor contract.

Article 27. Enterprise Executive

1. At the request of the CEO and upon the approval of the BOD, the Holdings is entitled to recruit, appoint, dismiss enterprise executives with the quantity and quality complying with the managerial structure and practice of the Holdings as proposed by the BOD from time to time. The enterprise executive must be diligent as required for the operations and organization of the Company to achieve the stated objectives.

2. The salary, remuneration, benefits and other terms in the labor contract with the CEO shall comply with Clause 5, Article 25 of this Regulation, and Contract with enterprise executives shall be decided by the BOD upon consultation with the CEO.

3. The Company shall regulate the detailed procedures and sequences for selection, appointment and dismissal of enterprise executive of the Holdings in its internal regulations.

CHAPTER VI. CORPORATE GOVERNANCE PROVISIONS FOR SUBSIDIARIES AND OTHER ENTERPRISES WITH CAPITAL CONTRIBUTION OF THE HOLDINGS

Article 28. Rights of the Holdings

The Holdings is the owner of Subsidiaries that the Holdings owns 100% of the charter capital and is the owner of contributed capital at Subsidiaries and enterprises invested by the Holdings in accordance with the law, internal regulations of the Holdings, the Charter of the Subsidiary and the enterprises invested by the Holdings and related regulations.

Article 29. Methods for implementing the Holdings' rights

The Holdings, Subsidiaries and Enterprises which the Holdings contributes capital are independent units in terms of legal status.

The Holdings exercises the rights and responsibilities as an owner, shareholder, or capital contributor in relationship with the Subsidiary and Enterprise invested by the Holdings as prescribed by the law, this Regulation and other related regulations as following:

1. In respect of Subsidiaries which the Holdings owns 100% of the charter capital:

a) The Holdings is the owner of its wholly-owned subsidiary;

b) The Holdings shall perform the owner's rights in accordance with the regulations as prescribed by the law, the Charter of the Holdings, Charter of the wholly-owned subsidiary, this Regulation and other Holdings' related regulations and execute the owner's rights through the Members' Council.

2. In respect of the Subsidiaries which the Holdings owns less than 100% of the charter capital: The Holdings shall exercise the rights as a shareholder, capital contributor via authorized representatives of the Holdings as prescribed by the law, the Subsidiaries Charter and related regulations.

3. In respect of enterprises invested by the Holdings: The Holdings shall nominate the authorized representative to manage the contributed capital or shall directly exercise the rights of the shareholder or capital contributor in compliance with the law, this Regulation, the Charter of the enterprises invested by the Holdings in and other Holdings' related regulations.

Article 30. Assignment and delegation to execute the rights and responsibilities of the Holdings in relation with its subsidiaries and enterprises which the Holdings owns the charter capital

Rights and responsibilities of the Holdings in the relationship with subsidiaries, enterprises which the Holdings owns the charter capital shall be assigned and delegated between:

1. Board of Directors;

2. CEO;

3. The Members' Council of a subsidiary company with 100% capital owned by the Holdings; Representative of the Holdings in enterprises having shares and contributed capital of the Holdings

Article 31. Rights and responsibilities of BOD

1. Except for the competency of the GMS, the BOD shall have full authority to make decisions in the name of the Holdings and to exercise the rights and perform the obligations of the Holdings as the owner, shareholder, or capital contributor in the relationship with Subsidiary and other enterprises in compliance with the Charter of the Holdings, internal regulations of the Holdings, Charter of the Subsidiary and Enterprise invested by the Holdings and

related regulations.

2. Delegating, authorizing to the CEO to make decisions in the name of the Holdings and to exercise the rights and perform the obligations of the company as the owner, shareholder, or capital contributor in the relationship with Subsidiaries and Enterprises invested by the Holdings.

3. Nominate, appoint and replace the Members' Council of a subsidiary company with 100% capital owned by the Holdings, representative of the Holdings in other enterprises, Supervisory members at enterprises where the Group owns 100% of charter capital; Delegate, authorize to the Members' Council, the authorized representatives to make decisions and to exercise the rights and perform the obligations of the Holdings as the owner, shareholder, or capital contributor at Subsidiaries and Enterprises invested by the Holdings according to the proposal of the CEO.

4. Supervise the implementation of decisions, resolutions and policies of the Holdings, which are issued by the BOD.

5. The BOD shall, within their authority, issue regulations and provisions of the Holdings to concretize the implementation of the rights and obligations of the Holdings as the owner, shareholder or capital contributor in relation to the Subsidiaries and Enterprises invested by the Holdings.

6. Other rights as prescribed by the law, the Charter of the Holdings, Charter of Subsidiaries and Enterprises invested by the Holdings, this Regulation and other related regulations.

Article 32. Rights and responsibilities of the CEO

1. Pursuant to the delegation and authorization of the BOD, the CEO shall make decisions on the matters falling within the rights and responsibilities of the Holdings as the owner, shareholder or capital contributor in the relationship with Subsidiaries and Enterprises invested by the Holdings.

2. Within the scope of his/her authority, making decisions on delegation and/or authorization to DCEOs or Chief of Division, Branches, Department, Centers, /General Affairs' Office to organize the implementation of rights and responsibilities of the Holdings as the owner, shareholder, or capital contributor at Subsidiaries and Enterprises invested by the Holdings.

3. Within the scope of his/her authority, issuing the regulations of the

Holdings in order to specify the implementation of the rights and responsibilities of the Holdings as the owner, shareholder, or capital contributor in relation to Subsidiaries and Enterprises invested by the Holdings.

4. Other rights and responsibilities as stipulated by the law, the Charter of the Holdings, Charter of the Subsidiary and Enterprises invested by the Holdings, this Regulation, and other Holdings' related regulations.

Article 33. Rights and responsibilities of Members' Council at 100% charter capital owned subsidiaries by the Holdings

1. The Members' Council, on behalf of the Holdings, shall perform the rights and obligations of the owner at Subsidiaries in accordance with current laws and the internal regulations of the Holdings.

2. Take responsibility before the law and the Holdings on the implementation of the rights and duties assigned under provisions of the law, internal regulations of the Holdings and regulations as prescribed in the Subsidiaries Charter.

3. Take responsibility for implementing the strategy, resolution, decision of the Holdings (as the owner of subsidiaries) at the Subsidiaries.

4. Propose to the Holdings for consideration and decision on issues which belong to the rights and responsibilities of the Holdings as the owner of subsidiaries under the provisions of the law, the subsidiaries Charter and the Holdings' regulations or approving the issues which are required for opinion consultation as prescribed in the Holdings regulations.

5. Proactively decide the contents that are not under the Holdings' decision of approval authority in principle of ensuring the maximum benefits of the Holdings and its subsidiaries, in compliance with provisions of the law and internal regulations of the Holdings and subsidiaries.

6. Implement the reporting regime as prescribed or at the request of the Holdings.

7. Other rights and obligations are prescribed in this Regulation and other relevant regulations.

Article 34. Rights and responsibilities of Authorized Representatives which the Holdings owns less than 100% of charter capital and enterprises

invested by the Holdings

1. Exercise the rights of shareholder, capital contributor of the Holdings under the scope of the authorization.

2. Participate in the governance at subsidiaries and enterprises with capital invested by the Holdings; implement the rights and duties assigned in accordance with the Charter of subsidiaries and enterprises with capital invested by the Holdings as well as provisions of the law and internal regulations of the Holdings.

3. Take responsibility for implementing the strategy, resolution, decision of the Holdings to its subsidiaries and enterprises invested by the Holdings, which are consistent with their development objectives and for the sake of shareholders and related parties.

4. Ask for approval of the Holdings before giving comments, vote and decisions to the contents that are required for opinions consultation as prescribed in the Holdings' regulations.

5. Proactively contribute opinions, vote and decide the contents, which do not have to ask the Holdings for comments in principle of ensuring the maximum benefit of the Holdings and its subsidiaries or enterprises with capital invested by the Holdings and in compliance with relevant regulations.

6. Monitor the activities of subsidiaries which the Holdings owns less than 100% of charter capital owned by the Holdings and enterprises with capital invested by the Holdings; execute reporting regime in accordance with internal regulations or at the request of the Holdings.

7. Other rights and obligations as prescribed in the Law and other relevant regulations of the Holdings.

Article 35. Co-ordination to improve the operational efficiency of Baoviet Finance – Insurance Group

1. The subsidiaries in Baoviet Finance – Insurance Group shall co-ordinate to enhance the operational efficiency on the principles of equality and the agreement among independent legal entities for the benefit of the subsidiaries and the mutual benefit of Baoviet Finance – Insurance Group.

2. The Holdings regulates policies and the orientation of co-operation activities within Baoviet Finance – Insurance Group for effective usage of

resources, strengths, and enhance the professionalism and specialization of subsidiaries of Baoviet Finance – Insurance Group in order to promote effectively the performance of the Group as a whole.

3. The Subsidiaries of the Holdings shall be given priority in using services relating to information technology, human resource training and development, financial investment, fund management, office premises, brand communication, the Holdings' synergy projects, technical facilities, etc. provided by Bao Viet Holdings and its Subsidiaries.

4. The Board of Members, the capital representatives within their competence are responsible for implementing the policies and orientations of cooperation activities among subsidiaries in order to promote effectively the performance of Baoviet Finance – Insurance Group as a whole.

CHAPTER VII. INTERNAL SUPERVISION AND INTERNAL AUDIT

Article 36. The internal supervision system

1. The internal supervision is a procedure issued by Baoviet Holdings, which is applied within the Holdings, implemented and maintained to create reasonable assurance to achieve the Holdings' objectives on ensuring the reliability of financial statements, the operational efficiency and productivity in compliance with the law and relevant provisions.

2. The Holdings develops the internal supervision system, assigning the implementation responsibilities, regularly controlling the observance of the law and internal regulations in order to ensure effective monitoring the compliance with legal regulations, decisions and resolutions of the Board of Directors, Chief Executive Officer, internal regulations and operating procedures.

3. The main components of the internal supervision system include:

- a) Control environment;
- b) Risk assessment procedure;
- c) Information system;
- d) Control activities;
- e) Monitoring;

f) Other related contents.

Article 37. The internal supervision principles

The internal supervision system of the Holdings must be conducted based on the following principles:

1. The internal supervision operation must be established, maintained for all activities of the Holdings, which enhances the control over high-risk operations.

2. Managers at all levels of the Holdings must identify, assess risks in their operations in order to implement measures to control and manage risks appropriately.

3. The internal supervision operations are articulated with the daily operations of the Holdings; the internal supervision mechanisms are prescribed and implemented in operational procedure under various forms such as:

a) Decentralized authorization mechanism is established and implemented reasonably, task assigning must be clear and transparent; ensure the separation of rights and responsibilities of individuals and departments; avoid conflicts of interest, ensure that a staff does not concurrently take different positions with conflicts of interest or overlap; ensure that employees of the Holdings have no conditions to manipulate the operations, to hide information for personal purposes or conceal acts of violation to the provisions of law and regulations, business procedures and related internal regulations.

b) Examination and supervision mechanisms among individuals and departments in the processing of business procedures.

c) Comply with the dual control principle, which means in the assignment of tasks, there are at least two people to implement and check in order to ensure assess safety and work effectiveness. It is not allowed a person to implement and decide a business procedure or a specific transaction except for allowed transactions in compliance with the provisions of the law.

4. Ensure all staffs must thoroughly understand the importance of the internal supervision operation and the role of each person in the internal supervision process; and must implement fully and effectively the regulations and relating business procedures. The Members' Council of a subsidiary company with 100% capital owned by the Holdings, the representative of the Holdings in enterprises having shares and contributed capital of the Holdings are

responsible for implementing and reporting the implementation results of policies, regulations on internal supervision of the Holdings at its subsidiaries and enterprises invested by the Holdings.

Article 38. Internal audit

Internal audit is an integral part of the governance structure of the Holdings, providing independent, objective assessments for the Audit Committee, the BOD and the CEO on the internal supervision system, risk management and corporate governance of the auditing objectives based on assurance and advisory work to assist the Holdings in achieving its objectives.

CHAPTER VIII. COORDINATION OF ACTIVITIES BETWEEN THE BOD, Supervisory Board AND CEO

Article 39. Coordination of activities between the BOD, Supervisory Board and CEO in matters of convening meetings, recording minutes, announcing meeting results/resolutions, seeking opinions

1. The Board of Directors invites the Supervisory Board to attend the meetings of the Board of Directors and may invite additional CEO and other Executives to attend depending on the content.

These guests can participate in the discussion in the meeting but do not have the right to vote. Opinions of the guests can be used for reference but are not required to be recorded in the minutes of the meeting. The procedures to convene a meeting of the Board of Directors, notify the meeting invitation, and record the minutes of the meeting shall comply with the provisions of the Charter of the Holdings, Article 16 of this regulation and other internal regulations of the Holdings. Resolutions/Decisions of the Board of Directors shall be sent to members of the Board of Directors, Supervisory Board and CEO for information and implementation

At the request of the Control Board or at the request of the CEO as prescribed in this Charter and Regulations, the Chairperson of the Board of Directors must convene a meeting of the Board of Directors.

2. In accordance with the regulations on organization and operation of the Supervisory Board, members of the Board of Directors and the CEO may be invited to participate in meetings of the Supervisory Board. The procedures for convening a meeting of the Supervisory Board, announcing the meeting

invitation, and recording the minutes of the meeting shall comply with the regulations on organization and operation of the Supervisory Board. Resolutions/Decisions of the Supervisory Board shall be sent to members of the Board of Directors, Supervisory Board and CEO for information and implementation.

Article 40. Convening a meeting of the Board of Directors at the request of the CEO and Supervisory Board

1. The CEO, the Supervisory Board have the right to request the Board of Directors to convene a meeting when there are unexpected affairs or information that may greatly affect the Holdings' operations or the Holdings' interests, including but not limited to: The Holdings' account at the bank is blocked or allowed to operate again after being blocked, except in the case of blockade at the request of the Holdings itself; the Holdings has activities contrary to the law; the Holdings has its business suspended, its Certificate of Business Registration revoked; There is a decision to prosecute against members of the Board of Directors, Deputy CEO, Chief Accountant; There is a conclusion from the tax authority about the the Holdings' material violations of tax laws; the Holdings has major property losses/disputes; similar problems arise in the Holdings' subsidiaries.

Article 41. Report of the CEO on the performance of assigned tasks and powers

1. On the basis of its duties and powers, the Board of Directors determines guidelines, policies, orientations, regulations.... serve as the basis for the CEO to run business activities; and at the same time approve business plans, plans, reports and proposals submitted by the CEO under the authority of the Board of Directors to consider and decide.

2. The CEO is responsible to the Board of Directors for the performance of assigned tasks and powers and must report to the Board of Directors the results of the implementation of the directions and contents of the resolutions of the Board of Directors upon request.

Article 42. Coordination of control, administration and supervision

activities among members of the Board of Directors, members of the Supervisory Board and the CEO according to the specific tasks of the members

The members of the Board of Directors, members of the Supervisory Board and the CEO will regularly exchange at work and provide information to each other in the spirit of cooperation, support, and facilitation of the work of members in accordance with the requirements. prescribed in the Charter of the Holdings, working regulations and general action plan.

Article 43. Annual evaluation of members of the Board of Directors, Supervisory Board, CEO and other enterprise executives

1. Annually, the Board of Directors and the Supervisory Board shall submit a report on performance evaluation of the Board of Directors and the Supervisory Board at the Annual General Shareholders' Meeting for consideration and approval by the General Shareholders' Meeting.

2. The Board of Directors evaluates the activities of the members of the Board of Directors, the CEO and individuals/units under the Board of Directors.

3. The Supervisory Board evaluates the activities of the Supervisory members.

4. The CEO will evaluate the performance of other executives in accordance with the Holdings' internal regulations from time to time.

5. Handling violations and discipline

a) The General Shareholders' Meeting shall consider and handle violations against members of the Board of Directors and the Supervisory Board.

b) The Board of Directors has the authority to handle violations and decide to discipline for the positions appointed by the Board of Directors. The CEO has the authority to decide on discipline for the positions appointed by the CEO.

c) Principles of handling violations and discipline; forms of handling violations and discipline; The order and procedures for handling disciplinary violations will be implemented in accordance with the laws and regulations of the Holdings from time to time.

CHAPTER IX. IMPLEMENTING PROVISIONS

Article 44. Validity of the Regulation

1. When there are differences between the Regulation and the Charter of the Holdings and/or the Resolution and the GMS, the Charter of the Holdings and/or the Resolution of the general shareholders' meeting will prevail.

2. In cases where the provision of the law on the corporate governance applicable to companies listing on the Stock Exchange are not mentioned in this Regulation or if there are any changes other than the contents of this Regulation, such provisions of the law shall be automatically applied. The BOD is responsible for implementing the amendments and supplements to this Regulation and submit to the general shareholders' meeting for approval./.

**ON BEHALF OF THE BOARD OF DIRECTORS
ACTING CHAIRPERSON**

Nguyen Thua Nhat



TẬP ĐOÀN BẢO VIỆT

No: 7176/2026/TTr-HĐQT

Ha Noi, dated 05th June 2026**SUBMISSION****Re: The approval of 2025 Audited Consolidated and Separate Financial Statements of Baoviet Holdings****Respectfully submit to: The 2026 Annual Shareholders' Meeting of Baoviet Holdings***Pursuant to:*

- *Law on Enterprises No. 59/2020/QH14 dated 17th June 2020 and its amendments and supplements;*
- *Law on Management and Investment of State Capital in Enterprises No. 68/2025/QH15 dated 14th June 2025;*
- *The current Charter of Baoviet Holdings;*
- *The 2025 Audited Consolidated Financial Statements and the 2025 Audited Separate Financial Statements of Baoviet Holdings audited by Ernst & Young Vietnam Limited;*

The Board of Directors ("BOD") of Baoviet Holdings ("BVH") respectfully submit to the shareholders with the 2025 Audited Consolidated Financial Statements and the 2025 Audited Separate Financial Statements of BVH, including:

- Report of Management;
- External Auditor' Report of Consolidated Financial Statements Ref. 11623354/E-68737085-HN;
- External Auditor' Report of Separate Financial Statements Ref. 11623354/E-68737085;
- The Consolidated and Separate Balance Sheets;
- The Consolidated and Separate Income Statements;
- The Consolidated and Separate Cash flow Statements;
- Notes to the Consolidated and Separate Financial Statements.

Brief information on the Audited Consolidated Financial Statements and Audited Separate Financial Statements in 2025 of BVH is as follows:

I. Audited Consolidated Financial Statements of 2025:**1. Consolidated Balance Sheet***Unit: millions (VND)*

No	Items	As at 31 st December 2025	As at 31 st December 2024
I	Total Assets	291,805,652	251,286,327
1	Current Assets	150,363,052	121,226,741
2	Non-current Assets	141,442,600	130,059,586
II	Total Liabilities and Owners' equity	291,805,652	251,286,327
1	Total liabilities	266,325,311	227,720,440
2	Owners' equity	25,480,341	23,565,887

2. Consolidated Income Statement*Unit: millions (VND)*

No	Items	For the year ended 31 st December 2025	For the year ended 31 st December 2024
I	Total Revenues	59,699,658	56,875,462
1	Revenue from insurance activities	44,940,741	43,506,339
2	Revenue from financial activities	14,039,756	12,689,327
3	Revenue from other activities and Other revenue	719,161	679,796
II	Profit before tax	3,554,431	2,663,171
III	Profit after tax	2,921,572	2,194,169

II. Audited Separate Financial Statements of 2025:**1. Balance Sheet***Unit: millions (VND)*

No	Items	As at 31 st December 2025	As at 31 st December 2024
I	Total Assets	18,756,355	18,265,689
1	Current Assets	5,211,152	4,622,673
2	Non-current Assets	13,545,203	13,643,016
II	Total Liabilities and Owners' equity	18,756,355	18,265,689
1	Total liabilities	225,831	194,428
2	Owners' equity	18.530.524	18.071.261

2. Income Statement

Unit: millions (VND)

No	Items	For the year ended 31 st December 2025	For the year ended 31 st December 2025
I	Total Revenues	1,828,376	1,692,650
1	Revenue from financial activities	1,434,940	1,335,525
2	Revenue from other activities	393,436	357,125
II	Profit before tax	1,285,413	1,180,183
III	Profit after tax	1,285,413	1,180,183

The above statements were disclosed as regulated and fully published on the website of BVH at www.baoviet.com.vn.

The proposal of the 2025 BVH Audited Consolidated Financial Statements and Separate Financial Statements is for shareholders to review and approve.

Respectfully submitted./.

Recipients:

- As above;
- BOD, SB;
- CEO;
- Archives: Admin, General Affairs Office.

**ON BEHALF OF THE BOARD OF DIRECTORS
ACTING CHAIRPMAN**

(Signed & stamped)

Nguyen Thua Nhat



BAOVIET



**SUBMISSION REGARDING THE
SETTLEMENT OF THE REMUNERATION FOR
MEMBERS OF THE BOARD OF DIRECTORS
AND THE SUPERVISORY MEMBERS IN 2025
AND THE REMUNERATION PLAN IN 2026**

**TẬP ĐOÀN BẢO VIỆT**

82026/TTr-HĐQT

*Hanoi, June 5th, 2026***SUBMISSION****Re.: The settlement of the remuneration for members of the Board of Directors and the Supervisory members in 2025 and the remuneration plan in 2026****To: The 2026 Annual General Shareholders' Meeting of Baoviet Holdings**

The Board of Directors of Baoviet Holdings respectfully submits to the General Shareholders' Meeting for consideration and approval the settlement of the remuneration for members of the Board of Directors (BOD), the Head of Supervisory Board and the Supervisory members in 2025, as well as the remuneration plan in 2026, with specific details as follows:

I. Grounds for Proposal

1. The Government Decree No. 44/2025/NĐ-CP dated February 28, 2025, on the management of labor, salaries, remuneration, and bonuses in state-owned enterprises and its guiding documents;
2. The Government Decree No. 248/2025/NĐ-CP dated September 15, 2025, regulating the salary, remuneration, and bonus scheme of the direct state ownership representative, the representative of state capital and the controller in state-owned enterprises;
3. The current Charter of Baoviet Holdings;
4. Resolution No. 01/2025/NQ-ĐHĐCĐ-TĐBV dated June 21, 2025, of the 2025 Annual General Shareholders' Meeting of Baoviet Holdings;
5. The 2025 audited financial performance and the 2026 business plan of Baoviet Holdings;
6. The actual responsibilities and nature of work for the remunerated positions;
7. The differences in criteria and conditions for Independent BOD's Members compared to other BOD's Members in accordance with current laws; ensuring independence, encouraging effective supervision, and aligning with market practices.

II. Proposed Remuneration in 2025**1. Remuneration for members of the Board of Directors, Head of the Supervisory Board, and Supervisory members****a. Planned remuneration level**

Pursuant to Resolution No. 01/2025/NQ-ĐHĐCĐ-TĐBV dated June 21, 2025, of the 2025 Annual General Shareholders' Meeting of Baoviet Holdings, the planned

remuneration level for members of the Board of Directors, the Head of the Supervisory Board, and Supervisory members is as follows:

- Remuneration for non-executive members of the Board of Directors and the non-executive Head of the Supervisory Board: VND 17,200,000/person/month;
- Remuneration for non-executive Supervisory members: VND 12,000,000/person/month.

b. Proposed actual remuneration for 2025

In 2025, the actual salary (M_{th}) of executive members of the Board of Directors, the Head of the Supervisory Board, and Supervisory members is determined by Baoviet Holdings in accordance with Article 20 and Article 21 of Decree No. 44/2025/NĐ-CP and the business results based on the Baoviet Holdings' 2025 audited financial statements as follows (Unit: VND):

No.	Position	M_{kh}	To increase based on profitability	M_{th}
1	Head of the Supervisory Board	96,800,000	1,622,823	98,422,823
2	Member of the Board of Directors	94,600,000	1,585,941	96,185,941
3	Supervisor	94,600,000	1,585,941	96,185,941

Pursuant to Article 23 of Decree No. 44/2025/NĐ-CP, the settlement of actual remuneration for 2025 *shall not exceed a maximum of 20% of the corresponding salary of executive Board Members and executive Supervisory members (M_{th})*, with specific details as follows (Unit: VND):

No.	Position	Planned Remuneration	Maximum Remuneration	Variance against Plan
1	Head of the Supervisory Board	17.200.000	19.684.565	+ 2.484.565
2	Member of the Board of Directors	17.200.000	19.237.188	+ 2.037.188
3	Supervisor	12.000.000	19.237.188	+ 7.237.188

The Board of Directors of Baoviet Holdings proposes the actual remuneration for members of the Board of Directors, the Head of the Supervisory Board, and Supervisory members in 2025 as follows:

- Remuneration for Members of the Board of Directors and the Head of the Supervisory Board: VND 19,200,000/person/month;
- Remuneration for Supervisory members: VND 13,200,000/person/month.

The proposed remuneration levels are below the maximum thresholds stipulated in Decree No. 44/2025/NĐ-CP, ensuring balance and reasonableness in the correlation of remuneration among Members of the Board of Directors, the Head of

the Supervisory Board, and Supervisory members, and aligning with the plan approved by the General Shareholders' Meeting.

The actual remuneration fund for 2025, determined based on actual working time and the number of Members of the Board of Directors, the Head of the Supervisory Board, and Supervisory members at the aforementioned remuneration rates, is VND 1,699,200,000, of which:

- Remuneration fund for Members of the Board of Directors: VND 1,152,000,000
- Remuneration fund for the Supervisory Board: VND 547,200,000.

2. Remuneration for Independent Members of the Board of Directors

In 2025, Baoviet Holdings advanced remuneration to Independent Members of the Board of Directors at a rate of VND 60,000,000/person/month. This remuneration level was determined based on the principle that the remuneration of an Independent Board Member shall not exceed 3.5 times the remuneration of a regular Board Member, taking into account the responsibilities, nature of work, and differences in criteria and conditions for Independent Board Members compared to other Board Members as prescribed by current laws to ensure independence, encourage effective supervision, and reference market practices.

Currently, these principles have been institutionalized in the Regulations on Labor, Salary, Remuneration, and Bonus Management of Baoviet Holdings.

On that basis, the Baoviet Holdings' Board of Directors proposes the 2025 actual remuneration for Independent Members of the Board of Directors as follows:

- Maximum remuneration for Independent Board Members: 3.5 times x 19,200,000 = VND 67,200,000/person/month
- Proposed final settlement remuneration: VND 67,000,000/person/month
- Total final settlement remuneration fund: $67,000,000 \times 3 \times 12 =$ VND 2,412,000,000.

3. Total Remuneration Fund for 2025

The Board of Directors respectfully submits to the 2026 Annual General Shareholders' Meeting for consideration and approval the final settlement of the remuneration fund for the Board of Directors and the Supervisory Board for 2025 in the amount of VND 4,111,200,000, of which:

- Remuneration fund for Members of the Board of Directors: VND 1,152,000,000;
- Remuneration fund for Independent Members of the Board of Directors: VND 2,412,000,000;
- Remuneration fund for the Supervisory Board: VND 547,200,000.

Based on the actual remuneration fund and the remuneration fund already advanced according to the planned remuneration levels, Baoviet Holdings shall determine the remaining eligible remuneration fund and execute the settlement in accordance with regulations.

III. Proposal on the Remuneration plan in 2026

Pursuant to Government Decree No. 248/2025/NĐ-CP dated September 15, 2025, regulating the salary, remuneration, and bonus regimes for direct owners' representatives, state capital representatives, and Supervisory members in state-owned enterprises;

Pursuant to the Regulations on Labor, Salary, Remuneration, and Bonus Management of Baoviet Holdings;

The Board of Directors respectfully submits to the General Shareholders' Meeting for consideration and approval the remuneration plan for Members of the Board of Directors and Supervisory members for 2026 as follows:

- The 2026 planned remuneration levels for Members of the Board of Directors, Independent Members of the Board of Directors, the Head of the Supervisory Board, and Supervisory members shall be equal to the actual remuneration levels of 2025, specifically:

- Planned remuneration for Members of the Board of Directors and the Head of the Supervisory Board: VND 19,200,000/person/month;

- Planned remuneration for Independent Members of the Board of Directors: VND 67,000,000/person/month;

- Planned remuneration for Supervisory members: VND 13,200,000/person/month.

- The 2026 actual remuneration for Members of the Board of Directors, Independent Members of the Board of Directors, the Head of the Supervisory Board, and Supervisory members shall be adjusted based on the Baoviet Holdings' business plan performance, ensuring that:

- The actual remuneration of Members of the Board of Directors and the Head of the Supervisory Board shall not exceed a maximum of 20% of the corresponding actual salary of executive Board Members and executive Supervisory members pursuant to Article 7 of Decree No. 248/2025/NĐ-CP.

- The actual remuneration of Independent Members of the Board of Directors shall not exceed a maximum of 3.5 times the remuneration of regular Board Members pursuant to Clause 2, Article 17 of the Baoviet Holdings' Regulations on Labor and Salary Management.

▪ Based on the actual remuneration fund and the remuneration fund already advanced according to the planned remuneration levels, Baoviet Holdings shall determine the remaining eligible remuneration fund. In the event that expenditures exceed the actual remuneration fund, the excess amount must be refunded before June 30 of the immediately following year pursuant to Article 7 of Decree No. 248/2025/NĐ-CP.

The Board of Directors respectfully submits to the General Shareholders' Meeting for consideration and voting for approval.

Sincerely submit./.

Recipients:

- As above;
- Board of Directors;
- Supervisory Board;
- Chief Executive Officer;
- Archives: Admin, GAO.

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

(Signed & stamped)

Nguyen Thua Nhat



Hanoi, June 05th, 2026

TẬP ĐOÀN BẢO VIỆT

No. 719/2026/TTr-TĐBV

SUBMISSION**Re.: The Allocation of 2025 Profit After Tax
and the 2026 Profit After Tax Appropriation Plan****Respectfully submitted to:****The 2026 Annual General Shareholders' Meeting of Baoviet Holdings***Pursuant to the Audited Financial Statement in the fiscal year 2025 and
the Business Plan of Bao Viet Holdings in 2026,*

The Board of Directors ("BOD") of Baoviet Holdings ("BVH") would like to submit to the Annual General Shareholders' Meeting ("AGM") with the Proposal on the allocation of Profit After Tax ("PAT") of 2025 and the 2026 Profit After Tax Appropriation Plan of BVH as follows:

1. The allocation of 2025 PAT**- Total PAT: VND1,285,413,218,955.****- Proposed allocation of PAT as follows:**

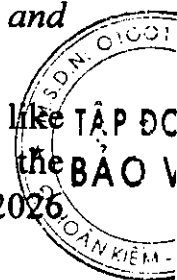
+ Appropriation to Investment and Development Fund:
VND642,706,609,478, equals to 50% of 2025 PAT to enhance the financial capacity of subsidiaries and provide proactive funding for development investments, including information technology, infrastructure, and business operations, in accordance with the 2021–2030 Strategic Development Strategy of BVH.

+ Appropriation to bonus and welfare fund:

Based on 2025 realized profit after fulfilments of statutory obligations to the State and shareholders: Appropriation to bonus and welfare fund:
VND41,546,996,130, equals to 3.23% of 2025 PAT.

+ Dividend payment for 2025: After allocations for funds, remaining earnings of 2025 was VND601,159,613,347, undistributed Earnings by the end of 2024 was VND64,186,093, total remaining earnings by the end of 2025 was VND601,223,799,440, will be fully distributed as cash dividend, at rounding payouts ratio of **8.09%** per par value of share (based on chartered capital of VND7,423,227,640,000), which is equivalent to an estimated total payment of **VND600,539,116,076**.

The remaining PAT of 2025 (estimated at VND684,683,364) shall be carried forward and added to the sources of funds for dividend payments in subsequent years.



2. The Profit After Tax Appropriation Plan of 2026

Pursuant to the business plan in the fiscal year 2026 of BVH,

BOD plans to allocate PAT of 2026 as follows:

- 2026 PAT is projected to be **VND1,320 billion**; Ratio of PAT/Chartered capital (VND7,423.2 billion) is expected to be 17.8%.

- The remaining PAT of 2026, after covering all contents required by applicable laws and regulations, is proposed to be distributed as follows:

+ Appropriation to Investment and Development fund: not exceeding 50%. The specific annual appropriation rate shall be determined based on the enterprise's capital requirements for development investment in accordance with the development strategy or annual business plan of BVH, ensuring compliance with applicable laws and regulations.

+ Appropriation to bonus and welfare fund: in accordance with applicable laws and regulations.

+ Dividend payment for 2026: The remaining profits will be distributed to shareholders in accordance with applicable laws and regulations

The BOD respectfully submits to the AGM:

+ Approve the allocation of Profit After Tax in 2025 and the 2026 Profit After Tax Appropriation Plan of BVH as presented above;

+ Assign/authorize the BOD of BVH to organize and implement the foregoing in accordance with applicable law and regulations.

Respectfully submitted./.

Recipients:

- As above;
- BOD, SB ;
- CEO;
- Achieves: Admin, General Affairs Office.

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

(Signed & stamped)

Nguyen Thua Nhat





BAOVIET Holdings

TẬP ĐOÀN BẢO VIỆT

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

Hanoi, 05th June, 2026

No. 720/2026/TTr-TĐBV

SUBMISSION

Re: Approval of the overall strategic development orientation for the period of 2026-2030, visions to 2035 of Baoviet Holdings

Respectfully submit to: The 2026 Annual General Shareholders' Meeting of Baoviet Holdings

Pursuant to the Development Strategy of Baoviet Holdings for the 2021–2030 period, visions to 2035, as approved by the competent authority;

Pursuant to the major orientations of the Party, the National Assembly, the Government and the Ministry of Finance on socio-economic development for the 2026–2030 period, particularly the Party's strategic resolutions on science and technology, international integration, institutional reform, development of the state-owned economy, private sector development, energy, education and healthcare;

Pursuant to Decision No. 928/QĐ-TTg dated 25 May 2026 of the Prime Minister approving the National Financial Inclusion Strategy for the 2026–2030 period;

The Board of Directors respectfully reports to the Annual General Shareholders' Meeting on the strategy implementation results for the 2021–2025 period and proposes adjustments to the overall strategic development orientation for the 2026–2030 period, with a vision to 2035, of Baoviet Holdings for approval by the Annual General Shareholders' Meeting, specifically as follows:

I. Strategy implementation results for the 2021–2025 period

• Overall strategic objectives

As of the end of 2025, Baoviet maintained its position among the leading groups in the insurance sector. BVL Insurance Corporation (BVL) rose to the No. 1 position in terms of total insurance premium market share, exceeding the approved strategic target of being in the Top 3. Baoviet General Insurance Corporation (BVGI) maintained its Top 2 position in the market in terms of original premium revenue market share. Baoviet's sales and after-sales service network remained diversified and the largest in Vietnam.

• Financial targets

- Consolidated results:

+ Baoviet Holdings's consolidated total assets and profit after tax significantly exceeded the approved strategic targets. Specifically, by 2025, consolidated total assets and consolidated

profit after tax reached VND 291,806 billion and VND 2,921 billion, respectively, with average growth rates of 14.8% per year and 13.0% per year during the 2021–2025 period, compared with the approved strategic targets of 10%–11% per year and 6%–7% per year.

+ Consolidated total revenue did not meet the target, mainly because revenue from insurance business activities was lower than expected amid significant adverse fluctuations in the market.

During the 2021–2025 period, the insurance market faced numerous difficulties and challenges, including the widespread impact of the Covid-19 pandemic, the media crisis in 2023, declining public confidence, and increasing natural disasters, floods and fires. These factors had a significant impact on insurance enterprises, including Baoviet. Overall, during the 2021–2025 period, the insurance market recorded average growth of 4.6% per year, a sharp decline compared with 21.7% per year in the 2016–2020 period, and significantly lower than the target of 15% average annual growth in total insurance sector revenue for 2021–2025 under Decision No. 368/QĐ-TTg dated 21 March 2022 of the Prime Minister. In particular, the life insurance market recorded average growth of 2.1% per year during 2021–2025, sharply lower than 27.9% per year in 2016–2020, while the non-life insurance market grew by 10.6% per year, down from 12.0% per year in 2016–2020.

In the context of a challenging insurance market, the two corporations, BVL and BVGI, continued to make strong efforts to expand insurance distribution channels, develop new insurance products, and turn challenges into opportunities to affirm their leading positions in the industry. BVL recorded average growth in total insurance premium revenue of 3.1% per year during 2021–2025, higher than the market average of 2.1%. BVGI pursued a growth orientation associated with efficiency, prioritizing operational effectiveness and risk control in underwriting activities in order to manage the claim ratio and reduce the combined ratio to below 100%, amid major losses caused by storms, floods and natural disasters. BVGI's profit after tax increased from more than VND 71 billion in 2020 to VND 300 billion in 2025. BVGI's original insurance claim ratio in 2025 was 43.6%, gradually decreasing from 48.3% in 2023 and 44.6% in 2024. BVGI continued to maintain its No. 2 position in the market in terms of original insurance premium revenue market share, with original premium revenue growth in 2025 gradually recovering to over 6%, following a period of slower growth as the company focused on efficiency.

The Parent Company — Baoviet Holdings — achieved its profit after tax target, reaching VND 1,285 billion in 2025, with average growth of 5.0% per year during 2020–2025, compared with the approved strategic target of 5%–6% per year. The Parent Company also basically achieved its total revenue target, reaching VND 1,828 billion in 2025, with average growth of 5.4% per year, compared with the approved strategic target of 6%–7% per year.

- Insurance business

+ BVL exceeded the approved strategic targets for total insurance premium market share and profit after tax. Specifically, by the end of 2025, BVL led the market in total insurance premium revenue, with a market share of 22.5%. Profit after tax in 2025 reached VND 2,294 billion, with average growth of 21.2% per year during 2021–2025, compared with the approved strategic target of more than 10% per year. BVL's ROE remained at 12% or higher throughout the 2021–2025 period, reaching 19.7% in 2025, thereby fulfilling the target of being among the Top 5 life insurance companies in Vietnam by ROE.

+ BVGI also basically achieved several approved strategic targets. BVGI remained among the Top 2 enterprises with the largest original insurance premium revenue market share in Vietnam, ranking second in 2025 with a market share of 12.6%. Profit after tax in 2025 reached VND 300 billion, with average growth of 33.6% per year during 2021–2025, compared with the approved strategic target of 27%–28% per year. The combined ratio has remained below 100% since after 2023.

- Other business areas:

+ BVF maintained its position as a professional and efficient fund management company, ranking among the leading companies in terms of total assets under management, Top 2, with nearly VND 156,000 billion in AUM in 2025, while investment performance exceeded customer expectations.

+ BVSC continued to maintain its position as a leading securities company in Vietnam's stock market and, by 2025, had developed a relatively comprehensive digital trading platform.

+ BVI mainly focused on managing Baoviet Holdings's internal real estate resources.

II. Overall strategic development orientation for the period of 2026-2030, with a vision to 2035 of Baoviet Holdings

During the 2021–2025 period, despite adverse fluctuations in the global and domestic economic environment, and the insurance market being significantly affected by declining customer confidence, slower growth and increasing competitive pressure, Baoviet Holdings maintained its leading position in the insurance sector, ensured operational safety and efficiency, and basically achieved many important strategic objectives. By the end of 2025, BVL had risen to the No. 1 position in terms of total insurance premium market share; Baoviet Insurance maintained its Top 2 position in the non-life insurance market; and Baoviet Holdings's consolidated total assets and consolidated profit after tax exceeded the approved strategic targets.

In addition to the achievements, a number of strategic objectives, orientations and solutions need to be further reviewed and adjusted to align with the market context in the coming period, as well as the major orientations of the Party, the National Assembly, the

Government and the Ministry of Finance on socio-economic development for the 2026–2030 period. Specifically, the strategic vision has not yet clearly quantified Baoviet’s regional position; traditional growth drivers, particularly in the insurance sector, are gradually approaching their limits, while the areas of finance, investment, securities and fund management still offer significant room for further development; Baoviet’s ecosystem is still in the formation stage, with its components relating to customers, data, products, distribution channels and partners not yet connected in a synchronized and unified manner; digital transformation has not yet truly become a driver of growth and labor productivity improvement; and collaboration activities have not yet formed a common growth platform for Baoviet Holdings’s overall ecosystem.

In this context, the Board of Directors respectfully reports to the Annual General Shareholders’ Meeting the key contents relating to the review and adjustment of the overall strategic orientation and strategy for the 2026–2030 period, with a vision to 2035, of Baoviet Holdings as follows:

1. Growth model

Baoviet Holdings positions its development model for the 2026–2030 period toward an integrated ecosystem comprising five core pillars: **Investment – Finance – Insurance – Healthcare – Technology**, with customers at the center and integrated products as a sustainable competitive advantage.

2. Visions to 2035

- Become a leading national financial – insurance institution, striving to rank among the Top 150 enterprises in Southeast Asia by 2030 and moving toward the Top 100 by 2035.
- Pioneer in providing comprehensive, integrated and personalized solutions for the goal of “Long-term financial security and healthy longevity” for Vietnamese, by Vietnamese.

3. Strategic orientation objectives for the 2026–2030 period

- Orientation objective: By 2030, successfully build an integrated ecosystem of Investment – Finance – Insurance – Healthcare – Technology on Baoviet’s digital platform.

4. Key tasks for the 2026–2030 period

- The Parent Company shall play the central role in providing strategic orientation, coordination, safety control and protection of ecosystem value.
- In the life and non-life insurance businesses, Baoviet shall continue to maintain its leading market position, while controlling efficiency, underwriting quality, risk management and profit margins.
- Financial businesses, including fund management, securities, banking and investment, are identified as growth drivers to expand revenue per customer.

- New growth drivers: including healthcare, technology/data, partners and open ecosystems, shall be developed to increase customer engagement, personalize products and retain customers. These will serve as the foundation for restructuring the business model, creating new revenue growth spaces, and promoting renewed growth of the insurance business within Baoviet Holdings's ecosystem.

- Brand: Build the Baoviet brand associated with the value proposition of "Long-term financial security and healthy longevity" for Vietnamese, by Vietnamese.

- Governance: Implement ESG objectives and enhance governance standards in line with OECD standards.

- Gradually expand Baoviet's international presence and cooperation in finance, insurance and investment through outbound investment, participation in the International Financial Center in Vietnam (IFC), cooperation with international financial institutions, and connection with leading financial and insurance centers, in order to expand growth space and enhance regional competitiveness.

5. Financial targets for the 2026–2030 period

- By 2030, consolidated total revenue shall reach VND 68,600 billion, and the Parent Company's total revenue shall reach VND 2,950 billion.

- The minimum growth rate of the Parent Company's total revenue shall be 10% per year for the 2026–2030 period.

6. Investment plan for the 2026–2030 period

To meet growth requirements and implement the integrated ecosystem strategy for the 2026–2030 period, Baoviet Holdings has developed its investment plan for the 2026–2030 period based on the following orientations:

- Fixed-income investment activities: Baoviet Holdings shall maintain deposit balances at an appropriate level, sufficient to ensure liquidity, generate stable income streams, and meet debt obligations and other commitments. Baoviet Holdings shall seek opportunities to invest in corporate bonds, either directly or through investment entrustment, and/or support Baoviet Securities Joint Stock Company (BVSC) and Baoviet Fund Management Company (BVF) through lending/bond investment activities in order to enhance capital utilization efficiency.

- Equity investment and capital contribution: Baoviet Holdings shall prioritize resources for capital increases in subsidiaries in order to strengthen their financial capacity and meet business development requirements in core business areas. Baoviet Holdings shall study new investments in areas that support the core business, such as healthcare and health insurance. Baoviet Holdings shall consider not directly making short-term equity investments or capital contributions. Short-term equity investment and capital contribution activities may be implemented through investment entrustment to Baoviet Fund Management Limited Company (BVF), in order to leverage BVF's existing advantages and thereby improve investment efficiency.

- Investment in information technology, data and technology infrastructure: Baoviet Holdings shall increase investment in information technology, data, technology infrastructure and digital transformation, gradually transforming the traditional business model into a digital business model. At the same time, Baoviet Holdings shall strengthen management and risk control over capital investment activities.

- Investment in ecosystem expansion components: For ecosystem expansion components such as healthcare, insurance support services, fintech/insurtech, data, digital platforms and new business models, Baoviet Holdings shall study the combination of direct investment, selective M&A, joint ventures, alliances and strategic partnerships, in order to reduce pressure on initial investment capital, rapidly supplement missing capabilities, support scale growth objectives, and enhance Baoviet's competitive position in the region.

7. Capital restructuring plan of Baoviet Holdings at enterprises in which Baoviet Holdings has invested capital for the 2026–2030 period (*hereinafter referred to as the "Capital Restructuring Plan for the 2026–2030 period"*)

- BVGI and BVL: During the 2026–2030 period, Baoviet Holdings shall consider capital increase solutions for BVGI and BVL and/or proceed with the equitization of the two corporations, thereby mobilizing additional resources for the two corporations through the securities market to meet business operation requirements and legal regulations. In the event of equitization, Baoviet Holdings is expected to continue maintaining a controlling role in the two corporations.

- Baoviet Investment One Member Limited Company (BVI): Baoviet Holdings shall implement solutions to convert BVI into a joint stock company, with the orientation that Baoviet Holdings is expected not to continue maintaining control over BVI. The equitization plan for BVI and Baoviet Holdings's ownership ratio in BVI shall be balanced and determined in line with BVI's capital needs, Baoviet Holdings's capital arrangement capacity, and market conditions at the time of equitization.

- BVF: The current operating model is expected to be maintained. The unit's capital needs shall be balanced by Baoviet Holdings in accordance with the fund management company's business requirements from time to time.

- Baoviet Securities Joint Stock Company (BVSC): Baoviet Holdings expects to increase capital to ensure sufficient financial resources to meet BVSC's business conditions as well as annual revenue and profit growth requirements. Baoviet Holdings shall coordinate with BVSC to develop an appropriate and effective capital increase plan for submission to the competent authority for consideration and decision. In addition, Baoviet Holdings shall consider restructuring its investment capital in BVSC at an appropriate time. Following the restructuring, Baoviet Holdings's ownership ratio is expected to decrease to below 50% of BVSC's charter capital.

- Divestment/liquidation: Baoviet Holdings shall continue the divestment/liquidation of four investments under the approved restructuring plan of Baoviet Holdings for the 2021–2025 period, including: reducing the ownership ratio in Baoviet Bank (BVB); divesting/liquidating Baoviet Holdings’s investments in Baoviet Au Lac (BVAL), Trung Nam Phu Quoc (TNPQ), HiPT, as well as small-scale investments, investments that do not support Baoviet Holdings’s core business activities, investments that have not met expectations or have limited development potential, and low-efficiency investments, in order to improve portfolio efficiency and concentrate resources on strategic investments.

Completion timeline and implementation responsibility: The detailed implementation plan shall be reviewed by Baoviet Holdings’s Board of Directors in conjunction with the annual investment planning process and shall be implemented based on market conditions, capital needs and actual business circumstances each year, in compliance with applicable laws and regulations from time to time.

8. Strategic solution orientations

To realize the strategic objectives for the 2026–2030 period and build an integrated ecosystem comprising five core pillars: Investment – Finance – Insurance – Healthcare – Technology, with a focus on promoting growth in the financial sector, technology is the foundation for restructuring the business model, healthcare as a new growth space supporting renewed growth in insurance and driving growth in related areas, Baoviet Holdings intends to implement the following strategic solutions:

8.1. Building and operating Baoviet Holdings’s strategic system

This is Baoviet Holdings’s foundational strategic solution for the 2026–2030 period. Baoviet Holdings’s strategic system comprises three governance levels, three functional axes and three layers of business capabilities, specifically as follows:

- At holding level: Continue implementing the overall development strategy with the objective of completing the ecosystem, with collaboration as the foundation for creating competitive advantage and digital transformation as a growth driver.

- At Parent Company level: The Parent Company shall play the central role. Its functional strategies shall be designed along three axes: design and orientation; coordination and allocation; and control and value protection. These functional strategies shall be closely linked, mutually supportive and complementary, forming “strategic links” in a unified growth engine for the entire Group, ensuring compatibility, synchronization and seamless connectivity across functions.

- At Subsidiary level: Subsidiaries shall act as implementing units, directly conducting business operations and generating increased value flows within the ecosystem. The business strategies of subsidiaries shall be developed on the basis of

closely following the three functional axes from the Parent Company, while also promoting their competitive advantages through three layers of business capabilities: core competitive capabilities and differentiated value of each unit; the capability to create shared value through collaboration with other subsidiaries within Baoviet Holdings's ecosystem; and the capability to generate synergistic added value for the ecosystem by working together with other subsidiaries and partners in the ecosystem.

8.2. Product solutions

Develop and provide comprehensive, packaged and lifelong integrated products along the customer journey. Under the ecosystem model, integrated products are identified as Baoviet's sustainable competitive advantage. On the ecosystem platform, Baoviet Holdings shall develop a portfolio of integrated solutions by connecting capabilities in insurance, healthcare, finance, investment and asset management. These solutions shall be designed for different customer segments and life stages in order to fully meet customer needs throughout the customer journey. This will enable Baoviet to transform its business model from selling standalone products to providing lifelong, packaged, integrated and comprehensive solutions, thereby increasing customer engagement, expanding cross-selling opportunities and driving revenue growth across Baoviet Holdings.

8.3. Digital transformation solutions

Accelerate digital transformation and build a centralized customer data platform. This will also serve as the foundation for innovating the business model, developing digital products and services, and forming a new long-term growth model based on data, technology and the integrated ecosystem.

8.4. Building an open ecosystem

Develop an open partner ecosystem to expand scale and increase ecosystem value, focusing on areas that complement the core business, such as healthcare, finance, technology, data, lifestyle services and related sectors. This will help create new revenue sources beyond traditional insurance activities.

8.5. M&A and strategic partnership solutions

Promote M&A, strategic partnerships and research on expanding outbound investment under a prudent and controlled approach, in compliance with legal regulations, financial capacity and the ecosystem development orientation. This solution aims to expand growth space, diversify the investment portfolio, improve capital utilization efficiency, attract

technology, strengthen integration capacity, and prepare conditions for Baoviet to gradually participate more deeply in the regional financial – insurance value chain in ASEAN.

8.6. Capital solutions

To meet the capital requirements for the business operations of Baoviet Holdings and its subsidiaries, implement the integrated ecosystem strategy for the 2026–2030 period, and invest in IT, data and technology infrastructure, Baoviet Holdings expects to implement a synchronized set of solutions to supplement capital resources for Baoviet Holdings and its units, including: restructuring the investment portfolio; divesting/liquidating certain investments that are no longer appropriate in order to concentrate resources on priority areas; allocating 50% of annual profit after tax to the development investment fund; studying the payment of stock dividends after appropriating funds in accordance with regulations; studying the conversion/equitization of appropriate subsidiaries such as BVL, BVGI and BVI in order to mobilize additional social resources and attract strategic partners; studying capital increases for the Parent Company; and raising capital from the financial market, including loans from credit institutions and bond issuance.

9. Implementation organization, monitoring and evaluation of implementation results

Together with the implementation of the Strategy, Baoviet Holdings shall conduct periodic reviews and assessments to ensure that Baoviet Holdings's operations remain closely aligned with the strategic orientation approved by the Annual General Shareholders' Meeting, thereby making appropriate adjustments in response to changes in policies and business practices in Vietnam and globally.

The Board of Directors of Baoviet Holdings respectfully submits to the Annual General Shareholders' Meeting for consideration and approval the following contents:

- To approve the key adjustments to the Development Strategy of Baoviet Holdings for the 2026–2030 period; and to approve the overall strategic development orientation and strategy for the 2026–2030 period, visions to 2035, of Baoviet Holdings;
- The Annual General Shareholders' Meeting authorizes the Board of Directors to:
 - (i) develop, finalize and approve the detailed development strategy for the 2026–2030 period; (ii) organize the implementation of the development strategy of Baoviet Holdings for the 2026–2030 period; (iii) develop, approve and organize the implementation of the Five-Year Capital Restructuring Plan in accordance with applicable laws and regulations, in line with the criteria for classification of state-owned enterprises and state-invested enterprises, socio-economic development objectives and tasks in each period, and the forms of capital restructuring prescribed under Decree No. 57/2026/ND-CP dated 12 February 2026 of the Government and other relevant laws and regulations; ensure the

achievement of Baoviet Holdings's objectives and orientations as set out in the development orientation and strategy for the 2026–2030 period and the visions to 2035; and ensure publicity, transparency, and the preservation and development of Baoviet Holdings's capital.

Respectfully submitted./.

Recipients:

- *As above;*
- *Board of Directors, Supervisory Board;*
- *Strategy division, Finance Division; Investment Division*
- *Archives: Admin, General Affairs Office.*

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

(Signed & stamped)

Nguyen Thua Nhat